



IS : 325



30TH ANNUAL REPORT 2009 – 2010



LABORATORY EQUIPMENTS



MOTORS

REMI ELEKTROTECHNIK LIMITED

Board of Directors	Shri Vishwambhar C. Saraf Shri Shri Rajendra C. Saraf Shri Sunil Saraf Shri Sandeep Shriya Shri Shyam Jatia Shri Ashish Kanodia Shri Mahendra Chirawawala Shri Harkishan Zaveri Shri Ritvik Saraf	Chairman and Managing Director Executive Director Executive Director
Bankers	STATE BANK OF INDIA	
Auditors	M/s. Sundarlal, Desai & Kanodia Chartered Accountants 903, Arcadia, 195, N.C.P.A. Road, Mumbai- 400 021	
Registered Office	REMI House, Plot No.11, Cama Industrial Estate, Goregaon (East), Mumbai – 400 063	
Works	Survey No.65, Village - Waliv, Vasai (East), Thane – 401 208	

NOTICE

To
The Members,
REMI ELEKTROTECHNIK LIMITED

NOTICE is hereby given that the 30th Annual General Meeting of the Company will be held at the Company's its Registered Office, on **Thursday, the 30th September, 2010** at 11.00 A.M. to transact the following business:

1. To adopt the audited Balance Sheet as at, and the Profit and Loss Account for the year ended, 31st March, 2010.
2. To re-appoint as Director Shri Rajendra C. Saraf who retires by rotation.
3. To re-appoint as Director Shri Sandeep Shriya who retires by rotation.
4. To re-appoint as Director Shri Sunil Saraf who retires by rotation.
5. To appoint Auditors and to fix their remuneration.
6. To pass the following resolutions:

a) As special resolution:

"Resolved that Shri Vishwambhar C. Saraf, be and is hereby re-appointed as the Managing Director of the Company, for a further term of 3 years from the 1st January, 2010, to manage the affairs of the Company, on the following terms and conditions:

- i) A monthly salary of Rs.2,25,000/-.
- ii) Reimbursement of actual medical expenses incurred for self and family.
- iii) Leave Travel Concession for self and family once a year, in accordance with the rules of the Company.
- iv) Annual fees to not more than two clubs.
- v) Free use of one or more Company car with driver for official purpose only.
- vi) Telephone at residence for official purpose only.
- vii) Company's contribution to Provident Fund as per the rules of the Company.
- viii) Gratuity as per the rules of the Company.
- ix) Encashment of Leave at the end of the tenure."

b) As ordinary resolution:

"Resolved that Shri Sunil Saraf be and is hereby re-appointed as the Whole - Time Director of the Company, for 3 (Three) years from the 1st October, 2010, on the following terms and conditions:

- a) Basic Salary Rs.100,000/- per month.
- b) House Rent Allowance within a ceiling of 25% of the basic salary per month.
- c) Reimbursement of out of pocket expenses incurred by him on Company's Account.
- d) Reimbursement of Medical Expenses not exceeding one month's basic salary per annum.
- e) Bonus as per the rules of the Company with a ceiling of 20% of the annual basic salary.

- f) Children's Education allowance not exceeding one month's basic salary per annum
- g) Leave Travel allowance not exceeding one month's basic salary per annum
- h) Telephone at residence including Mobile Phone on Company's Account.
- i) Leave and encashment of leave as per the rules of the Company.
- j) Gratuity as per the rules of the Company.
- k) Car for office use without driver.
- l) Provident Fund as per the rules of the Company.

"FURTHER RESOLVED THAT the Board of Directors of the Company shall have power to grant increments to the Whole-Time Director within a limit of 20% of the total emoluments of the previous financial year."

For **REMI ELEKTROTECHNIK LIMITED**

Registered Office

REMI House, Plot No.11,
Cama Industrial Estate,
Goregaon (E), Mumbai - 400 063,

(VISHWAMBHAR C.SARAF)
MANAGING DIRECTOR

Dated : 12TH AUGUST, 2010

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING WILL BE ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER.
2. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday the 24th September, 2010 to Thursday the 30th September, 2010, both days inclusive.
3. An explanatory statement relating to the item of special business set out in item 6 accompanies.

Explanatory Statement - Annexure to the Notice

Item No.6 – a)

Shri Vishwambhar C. Saraf has been the Managing Director of the Company from the 1st January, 2007 to 31st Dec, 2009 and he is being re-appointed for another term.

His remuneration package has been fixed as per Schedule XIII, Part II (B) of the Companies Act, 1956 and hence, the following information is to be given herein

- (i) The Remuneration Committee of Directors had approved of this remuneration.
- (ii) The Company has not made any default in repayment of its debts.
- (iii) Your approval is sought to be obtained by a Special Resolution.
- (iv) Attached hereto is a statement containing the following information:-

I. General Information:

- (1) Nature of Industry: Manufacture of Electrical motors and allied items
- (2) Commencement of commercial production: 1970
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not a new Company
- (4) Financial Performance: Sales Rs.548 Lacs and profit Rs.265 Lacs.

- (5) Export Performance : The Company has good exports.
(6) Foreign Investments or collaborations : None

II. Information about the Appointee:

- (1) The appointee hails from a family of business people of fifty years' standing. He joined his family business and has received from his elders in the family very good training in business management.
(2) Past Remuneration : Rs.2.25 Lacs plus usual perquisites.
(3) Recognition or award : None
(4) Job profile and his suitability: He is in full charge of production, sales, export, accounts and other administrative matters. His experience has proved that he fits well for this position.
(5) Remuneration Proposed: As set out in the Special Resolution.
(6) Comparative Remuneration profile: In similar Companies, this package is the norm.
(7) Pecuniary relationship: He has a good financial stake in the Company.

III. Other Information: Not Applicable.

IV. Disclosure:

- (1) Remuneration Package: Set out in the Special Resolution
(2) Report under the heading 'Corporate Governance' in Directors' Report
(i) Salary etc. of all other Directors : Done
(ii), (iii) and (iv) : Not Applicable.

Shri Vishwambhar C. Saraf, his brother Shri Rajendra C. Saraf and his son Shri Ritvik V. Saraf are deemed to be interested in this item of business.

Item No.6 -b)

Shri Sunil Saraf has been working with this Company since many years and had been promoted as a Whole – Time Director. His appointment is due to end by December, 2010. it is now proposed to re-appoint him for a further period of three years form the 1st October, 2010, on a revised pay scale as set out in the resolution.

He is to be deemed to be interested in this item of business.

DIRECTORS' REPORT

To
The Members,
REMI ELEKTROTECHNIK LIMITED

Dear Shareholders,

We present herewith the Annual Report and Audited Statements of accounts of the Company for the year ended 31st March, 2010.

(Rs. in Lacs)

Financial Results	2009 – 2010		2008 - 2009	
Net Sales	5484.62		4806.28	
Other Income	111.81		45.54	
	5596.43		4851.82	
Profit before Interest & Depreciation	631.33		416.80	
Interest	125.34		163.69	
Depreciation	90.23	215.57	84.41	248.10
Gross Profit	415.76		168.70	
Provision for Taxation	120.00		41.25	
Provision for Deferred Taxation/ (Credit)	27.02		20.61	
Net Profit	268.74		106.84	
Excess/(Short) provision of taxation of earlier years	(3.25)		2.70	
Balance brought forward	296.27		236.73	
	561.76		346.27	
Transfer to General Reserve	50.00		50.00	
Balance carried to Balance Sheet	511.76		296.27	
	561.76		346.27	

OPERATIONS:

The Company has changed its name to Remi Elektrotechnik Limited during the year.

The working of the Company during the year was satisfactory. Net Sales increased by more than 14% and net profit increased by 150% as compared to previous year. With growth in economy, we expect growth in demand of our products to continue.

INFORMATION PURSUANT TO SECTION 217 OF THE COMPANIES ACT 1956:

Sub-Sec. (1)(e):

A. CONSERVATION OF ENERGY:

All efforts are being made to conserve energy.

B. TECHNOLOGY ABSORPTION:

The Company is continuously modernizing and improving its products in quality and is having ISO 9001/2000, ISO 13485-2003 and WHO GMP Certification.

C. FOREIGN EXCHANGE OUTGO/ EARNINGS INCLUDING DEEMED EXPORTS:

Outgo - Rs.74.96 Lacs

Earnings - Rs157.18 Lacs (including deemed exports & supplies to SEZ)

Sub-Sec. (2A) :

The particulars of employee who received remuneration above Rs.24 Lacs in this year are given below.

(i) Name	:	Vishwambhar C. Saraf- He is a relative of Directors, Shri Rajendra C. Saraf and Shri Ritvik V. Saraf.
(ii) Designation	:	Managing Director
(iii) Remuneration	:	Rs.32.45 Lacs
(iv) Nature of employment	:	Contractual for 3 (Three) years
(v) Other terms and Conditions	:	---
(vi) Nature of Duties	:	Entire Management of the Company
(vii) Qualification	:	B. Com. Mumbai University
(viii) Experience	:	More than 49 years
(ix) Date of commencement	:	31 st October, 1991
(x) Age	:	71 years
(xi) Last employment	:	None
(xii) Percentage of equity shares held	:	0.0% (100 Shares)

Sub-Sec. (2AA) :

Your Directors state:

- (i) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- (iii) that the directors had taken proper and sufficient care for 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;
- (iv) that the directors had prepared the annual accounts on a going concern basis.

APPRECIATION:

Your Directors place on record their sincere thanks for the financial support from State Bank of India and SIDBI. They also place on record their appreciation for the dedicated services of the executives, staff and workers of the Company. Your Directors also appreciate the faith you have reposed in the Company and are confident that the Company can depend upon your continued support in its endeavour to grow.

Registered Office:

REMI House, Plot No.11,
Cama Industrial Estate,
Goregaon (East), Mumbai – 400 063

Dated: 12TH AUGUST, 2010

ON BEHALF OF THE BOARD

**VISHWAMBHAR C. SARAF
CHAIRMAN**

MANAGEMENT DISCUSSION AND ANALYSIS:

The Company's two Divisions, Laboratory Instruments Division and Electric Motor Division, are two different industries. Laboratory Instruments Industry is dominated by unorganized sectors of small volume and organized sector is mostly of Medium Scale Industries with exception of a few. The Company's Laboratory Division is having potentiality of very good growth in the domestic market, and has good start up in exports as alternative to high-tech and high cost products manufactured in developed countries. The Company achieved growth of 20% for the last year and hope to achieve substantial growth over 30% in the current year.

Motor Industry is dominated by large companies manufacturing motors along with other products of electrical, engineering with extensive market presence and large turnover. Motor Division is catering mostly to niche market of OEMs for Electric Motors, Geared Motors and special purpose motors in the competitive market. Expansion programme of increasing Geared Motor production by 50% is under implementation, and necessary plant and machinery are being installed, which will reflect growth in the current year.

CORPORATE GOVERNANCE :

1. COMPANY'S BASIC PHILOSOPHY:

The Company's philosophy – Remi for Reliability – is to undertake its business with integrity, fairness, transparency and accountability and to ensure that adequate internal control systems are devised and put in place so that the interests of shareholders, employees, suppliers and those associated with the Company are protected. The manufacturing is quality and customer focus.

2. BOARD OF DIRECTORS:

During the year, the Board of Directors met 5 (Five) times on 30/06/2009, 30/07/2009, 30/10/2009, 29/01/2010 and 29/03/2010.

COMPOSITION AND CATEGORY OF DIRECTORS:

Name of Director	Category	Attendance Particulars		Other Boards		
		Annual General Meeting	Board Meetings	Director-ship	Committee Chairmanship	Committee Membership
Mr. V. C. Saraf	Promoter	Yes	5	3	1	2
Mr. R. C. Saraf	Promoter	No	5	6	---	3
Mr. Sunil Saraf	Executive	No	2	2	---	1
Mr. Ritvik V. Saraf	Promoter Executive	Yes	2	2	---	---
Mr. Sandeep Shriya	Executive	No	2	5	---	---
Mr. Shyam Jatia	Independent Non-Executive	Yes	4	10	---	---
Mr. Ashish Kanodia	Independent Non-Executive	No	4	-	---	---
Mr. Mahendra Chirawawala	Independent Non-Executive	No	3	2	---	---
Mr. Harkishan Zaveri	Independent Non-Executive	No	5	1	---	---

3. AUDIT COMMITTEE:

The Audit Committee has two qualified, independent and non-executive directors and provides assistance to the Board of Directors in fulfilling its responsibilities.

The functions of the audit committee include:

- Overseeing of the Company's financial reporting process and the disclosures of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Discussing the adequacy of internal control systems, the scope of audit, internal audit reports and the compliance thereof.
- Recommending the fixation of the audit fee and also approval for payment for any other services of the Auditors.
- Reviewing with management the quarterly and annual financial statements, before submission to the Board.

Attendance of the members at the Audit Committee Meetings held during 2009-2010.

Committee Members	Designation	No. of Meetings	
		Held	Attended
Mr. V. C. Saraf	Member	4	4
Mr. Ashish Kanodia	Chairman	4	3
Mr. Shyam Jatia	Member	4	4

4. **SHAREHOLDERS COMMITTEE:**

The Members of the Committee comprise of Shri. V. C. Saraf, Mahendra Chirawawala and Shri Sunil S. Saraf. Shri V. C. Saraf is the Chairman of the Committee.

The Company had not received any complaints during the year 2009-2010.

5. **GENERAL BODY MEETINGS:**

The last 3 Annual General Meetings of the Company were held as under:

DATE	VENUE	TIME	NO. OF SPECIAL RESOLUTIONS
29.09.2007	Plot No.11, Cama Industrial Estate, Goregaon (E), Mumbai – 400 063	11.00 A.M.	One
30.09.2008	- do -	- do -	One
30.09.2009	- do -	- do -	One

POSTAL BALLOT:

During the last year, no resolution was passed through Postal Ballot and no resolution is proposed to be passed through Postal Ballot.

6. **DISCLOSURES:**

Disclosures on materially significant related party transactions that may have potential conflict with the interests of company at large.	:	Transactions with related parties are disclosed in Note No 9 of Schedule 21 to the accounts. These transactions are not in conflict with the interests of the Company
Details of non-compliances by the Company, penalties, strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.	:	Nil
Details of compliance with mandatory requirements and adoption of non-mandatory requirements of this clause.	:	The Company has complied with all mandatory requirements of Clause 49 of Listing Agreement.

REMUNERATION TO DIRECTORS:

(Rs. in Lacs)

NAME	DESIGNATION	SALARY	BENEFITS	SITTING FEES
V. C. Saraf	Chairman and Managing Director	32.45	-	-
R. V. Saraf	Executive Director	8.54	-	-
Sunil Saraf	Executive Director	13.78	-	-
Sandeep Shriya	Executive Director	4.50	-	0.02
R. C. Saraf	Director	-	3.42	0.06
Shyam Jatia	Director	-	-	0.12
Mahendra Chirawawala	Director	-	-	0.05
Ashish Kanodia	Director	-	-	0.09
Harkishan Zaveri	Director	-	-	0.06

BRIEF DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT:

Shri Rajendra C. Saraf, Shri Sandeep R. Shriya and Sunil Saraf, Directors, who are retiring by rotation, are to be re-appointed. The brief resume of these Directors is given herebelow:-

- i. Shri Rajendra C. Saraf is a commerce graduate of the University of Bombay. After graduation, he joined the family business in year 1990. He was the Managing Director of Rajendra Mechanical Industries Limited and Remi Metals Gujarat Limited. Now he is the Managing Director of Remi Process Plant and Machinery Limited.
- ii. Shri Sandeep Shriya is a commerce graduate of Bombay University. He joined his family business – Transportation and trading in steel – since 25 years. He was a Whole – Time Director for some years, ably assisting the Managing Director in important matters. He left some two years back to resume the management of his family business. He is a Director in some other companies also.
- iii. Shri Sunil Saraf is commerce graduate of Nagpur University. Then came to Bombay and Joined REMI Group where he has been all these 30 years. From the lower position in the office, by sheer ability and concentration on the duties assigned to him, he rose to this position of the Company. The Company is rewarding him for his sincere contribution to the growth of the Company by giving a very high remuneration package as set out in the accompanying notice of the Annual General Meeting.

7. MEANS OF COMMUNICATION:-

The Company regularly intimates its financial results to the Bombay Stock Exchange Limited as soon as the same are approved and taken on record. These financial results are published in The Free Press Journal and Navshakti.

8. GENERAL SHAREHOLDER INFORMATION:

The 30th Annual General Meeting of the Company will be on 30th September, 2010, at REMI House, Plot No. 11, Cama Industrial Estate, Goregaon (E) Mumbai – 400 063 at 11.00 A. M.

Financial year of the Company is from 1st April, 2009 to 31st March, 2010

The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, the 24th September, 2010 to Thursday, the 30th September, 2010, both days inclusive.

➤ **Listing on Stock Exchange:**

Sr. No	Name of the Stock Exchange	Stock Code
1.	Bombay Stock Exchange Limited	512487

➤ **Market Price Data:**

MONTH	HIGH PRICE (Rs.)	LOW PRICE (Rs.)
April – 2009	11.86	11.86
May – 2009	11.86	11.86
June – 2009	11.86	11.86
July – 2009	11.86	11.86
August – 2009	11.86	11.86
September – 2009	11.86	11.86
October – 2009	11.86	11.86
November – 2010	11.86	11.86
December – 2009	12.45	12.45
January – 2010	13.07	13.07
February – 2010	13.07	13.07
March – 2010	13.07	13.07

➤ **Registrar and Transfer Agents:**

Bigshare Services Private Limited, E-2&3, Ansa industrial estate,
Saki Vihar road, SakiNaka, Andheri (E), Mumbai – 400 072
Tel: 22 28470652/ 40430200 / 28470653
Fax: 22 28475207
E-mail: investor@bigshareonline.com
Website: www.bigshareonline.com

"Our RTA, Bigshare Services Private Limited recently launched Gen-Next Investor Interface Module "iBoss " the most advanced tool to interact with investors. Please login into iBoss (www.bigshareonline.com] and help them to serve you better."

➤ **Share Transfer system:**

The transfers received by the Company or Registrar and Transfer agents in physical form are processed and Share Certificates are dispatched.

➤ **Distribution of Shares:**

Distribution of Shareholding as on 31st March, 2010

No. of Equity Shares Held	No. of Shareholders	% of Total Holders	Total No. of Shares	% of total Capital
Upto 5000	118	86.21	12376	0.26
5001 – 10000	2	2.76	1410	0.03
10001 – 20000	0	0.00	0	0.00
20001 – 30000	1	0.69	2600	0.05
30001 – 40000	0	0.00	0	0.00
40001 – 50000	0	0.00	0	0.00
50001 – 100000	0	1.38	0	0.00
100001 & Above	13	8.97	4848614	99.66
TOTAL :	134	100.00	4865000	100.00

Categories of Shareholders as on 31st March, 2010

CATEGORY	NO OF HOLDERS	NO OF SHARES	% OF TOTAL SHARE HOLDING
Individuals	124	824166	16.94
Companies	10	4040834	83.06
FII, NRIs & OCBs	0	0	0.00
Mutual Funds, Banks & Fls	0	0	0.00
TOTAL :	134	4865000	100.00

➤ **Dematerialization of Shareholding:**

As on 31st March, 2010, 4852460 equity shares constituting 99.74% have been dematerialized.

➤ **Plant Location:**

The manufacturing facility of the Company is located at the following address:
Survey No. 65, Village – Waliv, Vasai (East) Thane – 401 208

➤ **Address for Correspondence:**

<u>Registered & Corporate Office:</u> REMI HOUSE Plot No. 11, Cama Industrial Estate, Goregaon (E) Mumbai – 400 063 Ph. No. 022-40589888 Fax No. 022-26850888 Email: vsiyer@remigroup.com	<u>Registrar and Share Transfer Agent:</u> Bigshare Services Private Limited E-2&3, Ansa industrial estate, Saki Vihar Road, Andheri (E) Mumbai – 400 072 Ph. No.: 22 28470652/40430200 Fax No.: 22 28475207 Email: investor@bigshareonline.com
--	---

ON BEHALF OF THE BOARD

Place: Mumbai
Dated: 12TH AUGUST, 2010

VISHWAMBHAR C. SARAF
CHAIRMAN

CERTIFICATE OF CORPORATE GOVERNANCE

The Members,
REMI ELEKTROTECHNIK LIMITED

We have examined the compliance of conditions of Corporate Governance by REMI ELEKTROTECHNIK LIMITED, for the year ended on March 31, 2010 as stipulated in clause 49 of the Listing Agreement of the said Company with Bombay Stock Exchange Limited, Mumbai.

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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the shareholders/Investors Grievance Committee of the Company.

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

**For SUNDARLAL, DESAI & KANODIA,
CHARTERED ACCOUNTANTS,**

PLACE : MUMBAI
DATED : 12TH AUGUST, 2010

**(M. B. DESAI)
PARTNER**

Auditors' Report

To,

The Members of Remi Electrotechnik Limited (Formerly known as Rajendra Electrical Industries Ltd.),

- 1) We have audited the attached Balance Sheet of Remi Electrotechnik Limited (Formerly known as Rajendra Electrical Industries Ltd.) as at 31st March, 2010 the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2) We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3) As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 4) Further to our comments in the Annexure referred to above, we report that:
 - (i) 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;
 - (ii) 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;
 - (iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (iv) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;

contd...2.

: 2 :

- (v) On the basis of written representations received from the Directors as on 31st March, 2010, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2010 from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts made together with notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India:
- (a) in the case of Balance Sheet, of the State of affairs of the Company as at 31st March, 2010;
 - (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - (c) in the case of cash flow statement, of the cash flows for the year ended on that date.

For SUNDARLAL, DESAI AND KANODIA,
CHARTERED ACCOUNTANTS,
Registration Number.110560W

(M.B.DESAI)
PARTNER
Membership Number 33978

PLACE : MUMBAI
DATED : 9TH JULY, 2010

ANNEXURE TO THE AUDITORS' REPORT

(REFERRED TO IN OUR REPORT OF EVEN DATE TO THE MEMBERS OF Remi Electrotechnik LTD. (Formerly known as Rajendra Electrical Industries Ltd.) AS AT 31st March, 2010)

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) According to the information and explanations give to us, all the assets have not been physically verified by the management during the year but there is regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. To the best of our knowledge, No material discrepancies were noticed on such verification.
- (c) The company has not disposed off substantial part of fixed assets during the year.
- (ii) (a) The inventory has been physically verified during the year by the management. in our opinion, the frequency of verification is reasonable.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) In our opinion and according to the information and explanations given to us, the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material having regard to the size of the operations of the Company.
- (iii) (a) In our opinion and according to information and explanations given to us, the Company has not granted loans, secured or unsecured to Companies, Firm or other parties covered in register maintained under section 301 of the Companies Act, 1956 and hence sub-clause (b), (c) and (d) are also not applicable.
- (b) In our opinion and according to the information and explanations given to us, the Company has not taken any loan, Secured or unsecured, form Companies, Firms or other parties covered in the register maintained U/S 301 of the Companies Act, 1956, and hence sub-clause (f), (g) & (h) are also not applicable.

Contd...2.

- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control systems.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.

(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- (vi) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and provisions of sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 are not applicable.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- (viii) We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (ix) (a) According to the information and explanations provided to us, the company is *Generally* regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax Custom Duty, Excise Duty, cess and other statutory dues applicable to it. There were no arrears as at at 31st march, 2010 for a period of more than six months from the date they became payable.

:3:

- (b) According to the information and explanations given to us, the particulars of dues of Sales Tax, Income Tax, Custom Duty, Wealth Tax, Service Tax, Excise Duty, and Cess, as at 31st March, 2010, which have not been deposited on account of any dispute are as follows.

Sr. No.	Name of the Statute	Nature of dues	Period	Amount (Rs.)	Forum where dispute is pending
1	Service tax	Service tax and penalty	1996-97 to 1999-2000	5,97,658	Commissioner (Appeal)

- (x) The Company does not have accumulated losses and has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (xii) According to the informations and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the company is not a chit fund or a nidhi/mutual benefit fund/society.
- (xiv) In our opinion the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (auditor's Report) Order, 2003 are not applicable to the company.
- (xv) In our opinion, the terms and conditions on which the company has given guarantees for loans taken by others from banks is not prejudicial to the interest of the company.
- (xvi) In our opinion, and according to explanation given to us the Company has utilised the term loans for the purpose for which the same were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short term basis have been used for long-term investment.
- (xviii) According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and Companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year.

Contd ..4.

:4:

- (xix) According to the information and explanations given to us, the Company has neither issued any debentures during the year nor issued earlier are outstanding. Accordingly, the provisions of clause (xix) of the order are not applicable to the Company.
- (xx) According to the information and explanations given to us, the Company has not raised any money by public issue during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For SUNDARLAL, DESAI AND KANODIA,
Chartered Accountants,
Registration No.110560W

(M. B. DESAI)
Partner.

PLACE : MUMBAI.
DATED : 9TH JULY, 2010

Membership Number 33978

..

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

BALANCE SHEET AS ON 31st MARCH , 2010

	SCHEDULES	<u>AS AT 31.03.2010</u> (Rs)	<u>AS AT 31.03.2009</u> (Rs)
<u>SOURCES OF FUNDS :</u>			
i) <u>SHAREHOLDERS' FUNDS :</u>			
Share Capital	1	48,650,000	48,650,000
Reserves and Surplus	2	<u>110,950,477</u>	<u>84,556,224</u>
		<u>159,600,477</u>	<u>133,206,224</u>
ii) <u>LOAN FUNDS :</u>			
Secured loans	3	93,085,097	122,792,714
Unsecured Loans	4	<u>31,970,092</u>	<u>19,179,343</u>
		<u>125,055,189</u>	<u>141,972,057</u>
iii) <u>DEFERRED TAX LIABILITY (Net)</u>			
		9,301,183	6,599,169
T O T A L		<u>293,956,849</u>	<u>281,777,450</u>
<u>APPLICATION OF FUNDS :</u>			
i) <u>FIXED ASSETS :</u>			
Gross Block	5	212,728,133	183,550,885
Less: Depreciation		<u>61,377,358</u>	<u>52,720,033</u>
NET BLOCK		<u>151,350,775</u>	<u>130,830,852</u>
ii) <u>INVESTMENTS</u>			
	6	<u>448,330</u>	<u>1,427,161</u>
iii) <u>CURRENT ASSETS, LOANS AND ADVANCES</u>			
a) <u>Current Assets :</u>			
Inventories	7	88,284,749	61,656,030
Sundry Debtors	8	148,745,686	137,999,849
Cash and Bank Balances	9	1,161,260	1,119,250
b) <u>Loans and Advances</u>			
	10	<u>30,814,183</u>	<u>11,220,853</u>
		<u>269,005,878</u>	<u>211,995,982</u>
Less: <u>CURRENT LIABILITIES AND PROVISIONS:</u>			
Current Liabilities	11	120,730,405	55,109,101
Provisions	12	6,117,729	7,367,444
		<u>126,848,134</u>	<u>62,476,545</u>
NET CURRENT ASSETS		<u>142,157,744</u>	<u>149,519,437</u>
T O T A L		<u>293,956,849</u>	<u>281,777,450</u>

NOTES ON ACCOUNTS

21

As per Our Report of even date
For **SUNDARLAL, DESAI & KANODIA**
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

(M.B.DESAI)
P A R T N E R
MEMBERSHIP NUMBER 33978
PLACE : MUMBAI
DATED : 9TH JULY, 2010

V.C. SARAF SUNIL SARAF
D I R E C T O R S

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

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

<u>INCOME :</u>	<u>SCHEDULES</u>	<u>FOR THE PERIOD ENDED 31.03.2010 (Rs)</u>	<u>FOR THE PERIOD ENDED 31.03.2009 (Rs)</u>
Sales	13	592,622,947	538,400,431
Less: Excise duty		<u>44,160,400</u>	<u>57,772,715</u>
Net Sales		548,462,547	480,627,716
Other Income	14	11,181,675	4,553,769
Increase/(Decrease) in Stocks	15	9,096,010	(19,675,971)
	TOTAL	<u><u>568,740,232</u></u>	<u><u>465,505,514</u></u>
<u>EXPENDITURE :</u>			
Consumption of Raw Materials	16	329,423,262	272,832,004
Purchase of Traded Goods		4,221,356	5,594,139
Manufacturing Expenses	17	64,038,952	46,633,232
Employees' Remuneration & Benefits	18	50,521,481	47,754,335
Administrative, Selling and Other Expenses	19	57,401,046	51,010,745
Interest	20	12,534,332	16,369,367
Depreciation		9,023,313	8,441,616
	TOTAL	<u><u>527,163,742</u></u>	<u><u>448,635,438</u></u>
Profit before taxation		41,576,490	16,870,076
Provision for Current Taxation		12,000,000	3,500,000
Provision for Fringe Benefit tax		-	625,000
Prov.for Deferred Taxation /(Credit)		<u>2,702,014</u>	<u>2,061,272</u>
Profit after Taxation		26,874,476	10,683,804
Excess/(Short) Provision of Taxation of earlier years		<u>(325,947)</u>	<u>269,746</u>
		26,548,529	10,953,550
Balance Brought Forward		29,627,026	23,673,476
		<u><u>56,175,555</u></u>	<u><u>34,627,026</u></u>
<u>APPROPRIATIONS :</u>			
Transfer to General Reserve		5,000,000	5,000,000
Profit Carried Forward		51,175,555	29,627,026
	TOTAL	<u><u>56,175,555</u></u>	<u><u>34,627,026</u></u>
Basic E.P.S.		<u><u>5.44</u></u>	<u><u>2.35</u></u>
Diluted E.P.S.		<u><u>5.44</u></u>	<u><u>2.34</u></u>

(Face value Rs.10/- per share)

NOTES ON ACCOUNTS

21

As per Our Report of even date
For **SUNDARLAL, DESAI & KANODIA**
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

(M.B.DESAI)
PARTNER
MEMBERSHIP NUMBER 33978
PLACE : MUMBAI
DATED : 9TH JULY, 2010

V.C. SARAF SUNIL SARAF
DIRECTORS

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

SCHEDULE-"1"	AS AT 31.03.2010	AS AT 31.03.2009
SHARE CAPITAL :	(Rs)	(Rs)
Authorised :		
55,00,000 Equity Shares of Rs.10/- each.	55,000,000	55,000,000
T O T A L	55,000,000	55,000,000
Issued,Subscribed and Paid Up :		
48,65,000 Equity shares of Rs.10/- each fully paid up.	48,650,000	48,650,000
(5,70,000 Shares allotted as fully paid up to the shareholders of amalgamating companies pursuant to the scheme of amalgamation without payments being received in cash and 23,32,500 equity shares issued a bonus share by capitalisation of General Reserve.)		
T O T A L	48,650,000	48,650,000
SCHEDULE-"2"		
RESERVES AND SURPLUS :		
i) Capital Reserve (Revaluation)		
As per last Balance Sheet	1,831,748	1,986,025
Less:Depreciation Provided on Revalued Value during the year (Refer note 2 on Schedule 21)	(154,277)	(154,277)
	1,677,471	1,831,748
ii) General Reserve :		
As per last Balance Sheet	45,096,301	63,421,300
Less: Capitalised by issue of bonus Share	-	23,325,000
Add:-Transferred from- -Profit & Loss Account	5,000,000	5,000,000
Add:-Transferred from- -Investment Allowance Reserve	1,150	-
	50,097,451	45,096,300
iii) Share Premium Account		
As per last Balance Sheet	8,000,000	8,000,000
iii) Investment Allowance Reserve:		
As per last Balance Sheet	1,150	
Less: Transferred to General Reserve	1,150	-
	-	1,150
iv) Profit and Loss Account	51,175,555	29,627,026
T O T A L	110,950,477	84,556,224

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

<u>SCHEDULE-"3"</u>	<u>AS AT 31.03.2010</u>	<u>AS AT 31.03.2009</u>
<u>SECURED LOANS :</u>	<u>(Rs)</u>	<u>(Rs)</u>
(i) From State Bank of India - Working Capital facilities (Secured by equitable mortgage of the Co.'s immovable property situted at Andheri Mumbai , second charge over Fixed Assets situated at Vasai, Hypothecation of Stocks of Raw materials, Stock in Process, Finished Goods, Stores and Spares and Book Debts and all other Current Assets, and further guranteed by two of the Directors)	70,339,260	73,780,867
(ii) Central Bank of India Cash Credit facility from Central Bank of India (Secured by hypothecation of Raw-Material, Stock in Process, Finished Goods, Book Debts & Other Current Assets of the company, Second charge over fixed assets situated at Vasai, Further guranteed by the Directors & corporate gurantees.	-	26,979
(iii) Term Loan from SIDBI (Secured by equitable mortgage of the Co.'s immovable property at Vasai and hypothecation of Plant & Machinery, Die & Tools etc. second charge over Current Assets of the company and further guranteed by two of the Directors, {Due within next one year Rs.91,36,000/-(P.Y.Rs.1,21,56000/-)}	22,501,117	42,505,000
(iv) From LIC (against pledge of Keyman Insurance Policies)	-	5,557,000
(v) Loan from ICICI Bank (secured by hypothecation of the vehicle against which the loan is availed., {Due within next one year Rs.2,44,720/-(P.Y.Rs.7,13,465/-)}	244,720	922,868
T O T A L	<u>93,085,097</u>	<u>122,792,714</u>

SCHEDULE- "4"

UNSECURED LOANS :

Sales Tax Deferred Liability	3,000,000	3,000,000
From Corporate Bodies	28,970,092	16,179,343
T O T A L	<u>31,970,092</u>	<u>19,179,343</u>

REMI EKEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

SCHEDULE- "5"										in (Rs.)
DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As On 01.04.2009	Additions during the year	Deduction during the year	Cost as at 31.03.2010	Upto 31.03.2009	for the year	Written back	Total Upto 31.03.2010	As at 31.3.2010	As at 31.03.2009
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Lease Hold Land	-	24,430,832	-	24,430,832	-	-	-	-	24,430,832	-
Lease Hold Land	2,367,350	-	2,367,350	-	315,646	13,152	328,798	-	-	2,051,704
Staff Quarters	20,000	-	-	20,000	10,104	326	-	10,430	9,570	9,896
Factory Building (A)	11,440,218	-	-	11,440,218	8,573,218	382,103	-	8,955,321	2,484,897	2,867,000
Factory Building (V)	76,124,496	-	-	76,124,496	4,586,489	2,542,558	-	7,129,047	68,995,449	71,538,007
Plant and Machinery	43,315,859	4,773,321	165,214	47,923,966	20,077,045	2,270,022	156,954	22,190,113	25,733,853	23,238,814
Moulds, & Dies	12,840,398	1,703,989	-	14,544,387	9,292,826	832,039	-	10,124,865	4,419,522	3,547,572
Electric Installation	11,686,442	34,375	-	11,720,817	1,340,243	560,451	-	1,900,694	9,820,123	10,346,199
Office Equipments	1,968,783	99,725	-	2,068,508	626,356	105,474	-	731,830	1,336,678	1,342,427
Furniture & Fixture	7,649,210	197,146	-	7,846,356	1,438,583	503,940	-	1,942,523	5,903,833	6,210,627
Air Conditioner	1,243,474	56,307	-	1,299,781	504,453	53,865	-	558,318	741,463	739,021
Motor Car	6,731,437	-	140,625	6,590,812	1,253,382	636,147	34,512	1,855,017	4,735,795	5,478,055
Computer	2,886,198	418,512	-	3,304,710	1,629,999	327,085	-	1,957,084	1,347,626	1,256,199
Computer Software	683,818	-	-	683,818	422,401	94,677	-	517,078	166,740	261,417
Goodwill A/c	4,200,000	-	-	4,200,000	2,520,000	840,000	-	3,360,000	840,000	1,680,000
Fire extinguisher	89,355	-	-	89,355	49,866	2,117	-	51,983	37,372	39,489
Testing Equipments	303,847	44,600	-	348,447	79,422	13,633	-	93,055	255,392	224,425
Borewell	-	91,630	-	91,630	-	-	-	-	91,630	-
TOTAL	183,550,885	31,850,437	2,673,189	212,728,133	52,720,033	9,177,589	520,264	61,377,358	151,350,775	130,830,852
PREVIOUS YEAR	174,433,105	9,530,171	412,391	183,550,885	44,348,528	8,595,892	224,387	52,720,033	130,830,852	130,084,577

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

	<u>AS AT 31.03.2010</u> (Rs)	<u>AS AT 31.03.2009</u> (Rs)
SCHEDULE -"6"		
INVESTMENTS		
LONG TERM INVESTMENTS-OTHERS		
i) <u>Quoted (AT COST)</u>		
1) 9,500 Equity Shares of Rs.10/- each fully paid of Kuberkamal Inds.Invt.ltd.	29,080	29,080
2) 400 Equity Shares of Rs.10/-each fully paid up of Bajrang Finance ltd.	2,950	2,950
3) Nil (46,834) Equity shares of each of fully paid up of Remi Metal Gujarat Ltd.	-	978,831
4) 40,000 Equity shares of Rs.10/- each fully paid up of Remi Edelstahl Tubulars Ltd.	295,000	295,000
5) 900 Equity shares of Rs.10/- each fully paid up of Dena Bank	27,000	27,000
ii) <u>UNQUOTED (AT COST)</u>		
1) 90 Equity Shares of Rs.100/- each fully paid up of Rajendra Finance pvt.ltd.	15,300	15,300
2) 90 Equity Shares of Rs.100/- each fully paid up of Remi Finance pvt.ltd.	39,150	39,150
3) 675 Equity shares of Rs.100/-each of fully paid up of Remi Engg.fans P.Ltd.	13,500	13,500
4) 155 Equity shares of Rs.10/-each of fully paid up of Rajendra Finance & Invst.Pvt.Ltd	26,350	26,350
T O T A L	<u>448,330</u>	<u>1,427,161</u>
a) Aggregate Cost of Quoted Investments	354,030	1,332,861
a) Market value of Quoted Investments.	936,405	1,725,201
c) Aggregate Cost of Unquoted Investments	<u>94,300</u>	<u>94,300</u>

SCHEDULE -"7"

INVENTORIES :

(As taken, valued and certified by management)

Raw Materials	33,181,445	15,403,139
Semi Finished Goods	26,183,129	24,750,617
Finished Goods	28,118,611	20,448,305
Packing Goods	408,521	668,855
Power and Fuel	101,937	87,200
Scrap Stock	291,106	297,914
T O T A L	<u>88,284,749</u>	<u>61,656,030</u>

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

	<u>AS AT 31.03.2010</u>	<u>AS AT 31.03.2009</u>
	(Rs)	(Rs)
<u>SCHEDULE-"8"</u>		
<u>SUNDRY DEBTORS</u>		
(Unsecured and Considered Good)		
Outstanding over Six Months	3,133,467	6,872,805
Others	145,612,219	131,127,044
T O T A L	148,745,686	137,999,849
 <u>SCHEDULE-"9"</u>		
<u>CASH AND BANK BALANCES :-</u>		
Cash in Hand	33,791	76,339
<u>Balance with Scheduled Banks :-</u>		
In Current Accounts	215,960	172,690
Fixed Deposit (Pledged as Margin with Bank)	911,509	870,221
T O T A L	1,161,260	1,119,250
 <u>SCHEDULE-"10"</u>		
<u>LOANS AND ADVANCES :</u>		
(Unsecured and Considered Good)		
Advances recoverable in cash or in kind or for value to be received	28,889,453	5,854,099
Deposits	1,382,140	3,659,245
Advance taxation & TDS (net of Provision)	-	54,009
Balance in Central Excise	542,590	1,653,500
T O T A L	30,814,183	11,220,853
 <u>SCHEDULE-"11"</u>		
<u>CURRENT LIABILITIES :</u>		
Sundry Creditors	103,465,915	38,801,870
Advances from Customers	3,732,827	3,750,564
Other Liabilities	13,531,663	12,556,667
T O T A L	120,730,405	55,109,101
 <u>SCHEDULE-"12"</u>		
<u>PROVISIONS :</u>		
Taxation (Net of tax paid)	31,205	-
Gratuity	3,459,556	5,480,604
Leave salaries	2,626,968	1,886,840
T O T A L	6,117,729	7,367,444

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

FOR THE PERIOD
ENDED 31.03.2010
(Rs)

FOR THE PERIOD
ENDED 31.03.2009
(Rs)

SCHEDULE-"13"

SALES:

Sales Local	577,498,190	521,342,007	
Less: Inter Unit Transfer	<u>1,975,111</u>	<u>820,980</u>	520,521,027
Sales Export		17,099,868	17,879,404
T O T A L		<u>592,622,947</u>	<u>538,400,431</u>

SCHEDULE-"14"

OTHER INCOME :

Interest Received (Gross TDS Rs.6510/-, P.Y. Rs.30818/-)	184,014	235,200
Rent Received (Gross TDS Rs.35367/-, P.Y. Rs.47461/-)	439,380	442,608
Credit balances w/back	563,080	488,021
Duty Draw back received	172,491	176,140
Dividend	1,080	30,900
Labour Charges etc. (Gross TDS Rs. 2358/-, P.Y. Rs.9941/-)	114,843	409,538
Long term capital gain on sale of Investments	332,521	1,091,218
Gain of sale of Fixed Assets	39,266	-
Keyman Insurance Policy Maturity Receipt	9,335,000	-
T O T A L	<u>11,181,675</u>	<u>4,553,769</u>

SCHEDULE-"15"

INCREASE/(DECREASE) IN STOCKS :

Opening Stock :

Semi Finished Goods	24,750,617	25,388,909
Finished Goods	20,448,305	39,018,693
Scrap Stock	297,914	765,205
	<u>45,496,836</u>	<u>65,172,807</u>

Closing Stock :

Semi Finished Goods	26,183,129	24,750,617
Finished Goods	28,118,611	20,448,305
Scrap Stock	291,106	297,914
	<u>54,592,846</u>	<u>45,496,836</u>
Increase/(Decrease) in Stock	<u>9,096,010</u>	<u>(19,675,971)</u>

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

FOR THE PERIOD
ENDED 31.03.2010
(Rs)

FOR THE PERIOD
ENDED 31.03.2009
(Rs)

SCHEDULE-"16"

CONSUMPTION OF RAW MATERIALS :

Opening Stock		15,403,139	21,774,153
Purchases		<u>388,429,217</u>	<u>306,758,734</u>
		403,832,356	328,532,887
Less :Cenvat credit taken	19,293,221		23,309,338
:Vat Setoff	21,934,428		16,988,406
:Closing Stock	<u>33,181,445</u>	74,409,094	15,403,139
	T O T A L	<u><u>329,423,262</u></u>	<u><u>272,832,004</u></u>

SCHEDULE-"17"

MANUFACTURING EXPENSES :

Power and Fuel		11,418,595	9,505,369
Labour Charges		40,680,100	31,647,982
Central Excise Duty (Refer note 19 on Schedule 21)		1,951,302	(4,002,979)
Lease Rent and Property tax		653,307	1,631,695
Carriage Inward		2,677,412	2,285,680
Inspection & Testing		452,927	720,573
<u>Repairs and Maintenance:</u>			
Plant and Machinery	3,277,009		3,269,801
Building	707,084		273,277
Others	<u>2,221,216</u>	6,205,309	1,301,834
	T O T A L	<u><u>64,038,952</u></u>	<u><u>46,633,232</u></u>

SCHEDULE-"18"

EMPLOYEES' REMUNERATION & BENEFITS :

Salaries, Wages and Bonus etc.		45,901,127	43,492,666
Contribution to Provident Fund and Other Funds		3,982,336	3,728,564
Welfare Expenses		638,018	533,105
	T O T A L	<u><u>50,521,481</u></u>	<u><u>47,754,335</u></u>

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

<u>SCHEDULE-"19"</u>	<u>FOR THE PERIOD</u>	<u>FOR THE PERIOD</u>
<u>ADMINISTRATIVE,SELLING & OTHER EXPENSES :</u>	<u>ENDED 31.03.2010</u>	<u>ENDED 31.03.2009</u>
	(Rs)	(Rs)
Packing and Forwarding Expenses	28,130,658	22,937,025
Travelling and Conveyance	3,523,268	3,638,506
Vehical Hiring Charges	2,278,075	2,341,371
Insurance Charges	569,448	643,934
Office and Godown Rent	1,343,700	166,800
Commission on Sales	7,227,875	6,874,032
Directors Commission	342,190	88,722
Sitting Fees to Directors	40,000	8,000
<u>Payment to Auditors:</u>		
Audit Fees	200,000	190,000
In Other Capacity	49,000	140,500
Bad Debts Written off	51,736	175,052
Advertisement & Sales Promotion	2,818,432	1,671,508
Government Fees and Duty etc.	818,928	661,155
Legal & Professional Fees	2,030,557	1,859,488
Listing Fees	42,500	30,000
Royalty Charges	593,900	452,850
Loss on Sale of Fixed Assets	-	69,672
Sales Tax Dues	127,592	185,261
Service Tax	112,778	66,832
Liquidated Damages	258,001	367,763
Foreign Exchange Difference	21,055	205,246
Long Term Capital Loss on Investments	-	1,831,167
Miscellaneous Expenses	6,821,353	6,405,861
TOTAL	<u>57,401,046</u>	<u>51,010,745</u>
<u>SCHEDULE-"20"</u>		
<u>INTEREST :</u>		
On term loans	3,232,668	5,209,733
On Cash Credit facilities to bank	725,041	2,423,479
To Others	8,576,623	8,736,155
TOTAL	<u>12,534,332</u>	<u>16,369,367</u>

SCHEDULE - 21 : NOTES ON ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES :

- i. Basis of Accounting

The Financial Statement are prepared under historical cost convention and generally on accrual basis and are in accordance with the requirement of the Companies Act, 1956.
- ii. Fixed Assets

Fixed Assets, other than those which have been revalued, are stated at their original cost which includes expenditure incurred in acquisition and construction/installation and other related expenses. Cenvat and vat credit taken in respect of purchase of plant and machinery has been reduced from the cost of respective plant and machinery and depreciation has been provided on net cost. Assets which have been revalued are accounted for at values determined on the basis of such revaluation made by professional valuers. Surplus arising on revaluation has been credited to Revaluation Reserve Account.
- iii) Depreciation
 - a) Depreciation has been provided on Straight line Method as per the rates prescribed in Schedule XIV to the Companies Act, 1956. Depreciation on additions / deduction during the year is provided on prorata basis except for low value items up to Rs.5000/- on which the company has provided 100% depreciation.
 - b) In respect of revalued assets, depreciation is provided for on the revalued figures and an amount equal to the additional depreciation consequent on revaluation is transferred annually from the Revaluation Reserve to the Profit and Loss Account.
 - c) Leasehold land: Amortised over the period of lease.
- iv) Intangible Assets:
 - a) Expenditure incurred for acquiring software is stated at acquisition cost and they are amortised over their useful life not exceeding five years.
 - b) Goodwill has been amortised over a period of five years.
- v) Inventories :
 - a) Raw materials and General Stores are valued at cost or realizable value whichever is less, excluding Cenvat and VAT credit, by FIFO method.
 - b) Work in Process is valued at raw material cost plus estimated overheads or realizable value, whichever is less but excluding Cenvat and VAT credit.
 - c) Finished Goods valued at cost including estimated overheads or net realizable value whichever is less. The value includes excise duty paid/payable on such goods.
 - d) Scrap is valued at realizable value. This value includes excise duty payable thereon.

vi) Retirement Benefits

1) Post-Employment Employee benefits

a) Defined Contribution Plans:

The company has Defined Contribution Plan for Post employment benefits in the form of Provident Fund for all employees which is administered by Regional provident Fund Commissioner. Provident Fund is classified as defined contribution plan as the Company has no further obligation beyond making the contributions. The Company's contribution to Defined Contribution Plan is charge to the profit and Loss Account as and when incurred.

b) Defined Benefit Plans:

Funded Plan: The Company has defined benefit plan for Post-Employment benefit in the form of Gratuity for all employees which is administered through Life Insurance Corporation (LIC)

Liability for above defined benefit plan is provided on the basis of valuation, as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit method.

2) Other Long-term Employee Benefit:

Liability for Compensated Absences (unutilized leave benefit) is provided on the basis of valuation, as at the Balance Sheet Date, carried out by an independent actuary. The actuarial valuation method used for measuring the liability is the Projected Unit method in respect of past service.

3) Termination benefits are recognized as an expense as and when incurred.

4) The actuarial gains and losses arising during year are recognized in the Profit and Loss Account of the year without resorting to any amortization.

vii) Investments

Long term investments are stated at cost or fair value, whichever is less, temporary fall in market value, if any, is not provided for. Current Investments are carried at lower of cost and fair value.

viii) Sales

Sales are inclusive of excise duty and net of sales tax, sales returns, claims and discount etc. Domestic sale is recognised at the point of billing & exports sale is recognised on date of Bill of lading.

ix) Borrowing cost

Borrowing costs that are directly attributable to the acquisition of fixed assets are capitalised for the period until the asset is ready for its intended use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

x) Taxes on Income

Income Tax expense for the year comprises of current tax and deferred tax. Current tax provision has been determined on the basis of relief's, deduction available under the Income Tax Act. Deferred Tax is recognized for all timing differences, subject to the consideration of prudence, applying the tax rates and laws that have been enacted or substantively enacted on Balance Sheet Date.

:3:

xi) Foreign Currency Transaction

- a) Foreign currency transactions are recorded at exchange rate Prevailing on the date of transaction.
- b) Foreign currency receivable/payables at the year end are translated at exchange rates applicable as on that date.
- c) Any gains or losses arising due to exchange differences at the time of translation or settlement are accounted for in the Profit & Loss Account.

xii) Impairment of Assets

Impairment of assets are assessed at each balance sheet date and loss is recognized wherever the receivable amount of an assets is less than its carrying amount.

xiii) Provisions, Contingent Liabilities and Contingent Assets:

Provision involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent assets are neither recognized nor disclosed in the financial statements. Contingent liabilities are disclosed separately.

xiv) Excise Duty:

Excise Duty payable on products is accounted for at the time of dispatch of goods from the factory but is accrued for stocks held at the year end.

Excise Duty related to the difference between the closing stock and opening stock of finished goods has been recognized separately in the profit and Loss Account under schedule of "Manufacturing Expenses".

2. During the year the company has recouped out of revaluation reserve Rs.1,54,277/- (P.Y.Rs.1,54,277/-) being depreciation on the amount debited to Fixed Assets on revaluation of assets in earlier years. The Fixed Assets and Reserves & Surplus are stated higher by Rs.16,77,471/- as on 31.03.2010. (P.Y.Rs.18,31,748/-)
3. Contingent liabilities not provided for:
 - i) Guarantee to bank on behalf of other companies Rs.4,65,00,000/- (P.Y Rs.6,44,37,000/-).
 - ii) Guarantee issued by bank on behalf of the company Rs.52,43,897/- (P.Y Rs.32,11,374/-).
 - iii) Service tax liability disputed in appeal Rs.5,97,658/- (P.Y.Rs.5,97,658/-)
 - iv) Show cause notice in respect of service tax Rs.2,09,413/- (P.Y.Rs.2,25,572/-)
4. Estimated amount of contracts remaining to be executed on Capital Account and not provided for (net of advances) Rs.80,25,300/- (P.Y. Rs.6,46,183/-)
5. During the year Company has paid Rs.1,79,78,573/- to District Collector, Mumbai Suburban District towards regularization of lease and other charges for factory property situated at Andheri and has shown the same under the heading of Loans and Advances. Subsequently, Management of the Company has decided to convert the said property into Stock-in-Trade vide board resolution Dated 12th April, 2010 to commercially exploit the said property by developing it and these expenses will be accounted accordingly.

:4:

6. The significant component and classification of deferred tax assets and liabilities on account of timing differences are:-

	<u>As At 31.03.2010</u>	<u>As At 31.03.2009</u>
a) <u>Deferred Tax Assets:</u>	Rs.	Rs.
On account of retirement benefits	872679	1932535
On account of long term loss	589416	746145
b) <u>Deferred Tax Liability:</u>		
On account of Depreciation	(10763278)	(9277849)
c)Net deferred tax Assets/(liability) on account of timing difference	(9301183)	(6599169)

7. Earning per Share:-

	<u>2009-2010</u>	<u>2008-2009</u>
	(Rs.)	(Rs.)
a) Weighted average number of equity shares		
i) Number of shares at the beginning of the year	4865000	2332500
Add: Effect of issue of bonus shares		
During the current year	-	2332500
ii) Fresh issue of shares for cash	-	931
iii) Number of shares considered as basic weighted Average shares outstanding for computing basic Earning per shares	4865000	4665931
iv) Number of shares considered as weighted average Shares outstanding for computing diluted Earing per share	4865000	4685000
Computation of basic and diluted earning per share		
b) Net profit after tax distributable to share holders	26874476	10971862
c) Basic earning per equity share of Rs.10/- each	5.44	2.35
d) Diluted earnings per equity share of Rs.10/-each	5.44	2.34

8. Information about business Segments:-

(Rs.in lacs)

<u>Revenue</u>	<u>Electrical</u>	<u>Instruments</u>	<u>Total</u>
	<u>Motors</u>		
External	2525.32	3400.91	5926.23
	(2436.07)	(2947.93)	(5384.00)
	-----	-----	-----
Total Revenue	2525.32	3400.91	5926.23
	(2436.07)	(2947.93)	(5384.00)
	=====	=====	=====

Contd...5

:5:

<u>Result</u>	<u>Electrical Motors</u>	<u>Instruments</u>	<u>Total</u>
Segment Result	250.86 (157.06)	290.24 (175.33)	541.10 (332.39)
Financial charges			125.34 (163.69)
Profit before tax			415.76 (168.70)
Provision for current taxation			120.00 (35.00)
Provision for deferred taxation/credit			27.02 (20.61)
Provision for fringe benefit tax			- (6.25)
Profit after taxation			----- 268.74 (106.84) =====
<u>Other Information</u>			
Segment Assets	2345.58 (1915.26)	1861.73 (1513.01)	4207.31 (3428.27)
Segment Liabilities	1393.51 (604.54)	1125.52 (741.36)	2519.03 (1345.90)
Capital Expenditure	271.65 (74.02)	23.18 (21.28)	294.83 (95.30)
Depreciation	59.42 (55.74)	30.81 (28.68)	90.23 (84.42)
Non cash expenses- Other than depreciation	- (-)	- (-)	- (-)

Note:-

Management has indentified two separate segments namely:-

a)Electrical motors - Comprising of electrical motors of all types.

b)Instruments - Comprising of laboratory instruments and equipments and parts thereof.

9. Related parties disclosures:-

i) (a) Key Management Personal

Shri V.C.Saraf- Managing Director
Shri R.C.Saraf- Director
Shri Ritvik.V.Saraf- Executive Director
Shri Sunil Saraf - Executive Director
Shri Sandeep Shriya - Director

(b) Associate companies: Bajrang Fianance ltd.
Remi Process Plant & Machinery Ltd.
Remi Metal Gujarat Ltd.
Rajendra finance pvt.Ltd.
Remi finance & Investment pvt.Ltd.
Remi Securities Ltd.

Contd...6

:6:

- (c) Relatives of key management personal and their enterprises where transactions have taken place:
Rajendra Electric Motor Industries, Remi International.

Note: Related party relationship is as identified by the Company and relied upon by the Auditors.

- ii) Transactions carried out with related parties referred in i) above, are in ordinary course of business:

Nature of Transaction	Related Parties Referred in i(a)above	Referred in i(b)above	Referred in i(c)above
Sales			
Goods and Materials	-	3814040 (4260627)	- (-)
Rent Recd.	-	96000 (96000)	9684 (12912)
Royalty Charges	-	-	593900 (452850)
Remuneration	5929737 (5728207)		
Purchase Raw Material		3313463 (938596)	
Director Sitting Fee	8000 (8000)		
Rent Paid	-	1068400 (24000)	-
Interest	-	5183392 (3406420)	73307 -
Reimbursement of Expenses		377871 (-)	
Loan taken during the year	-	141300000 (90000000)	- (-)
Closing Balances as on 31.03.2010			
Payable	-	8177411 (8811460)	183052 (93964)
Receivable	-	8987 (293499)	- (4550)

Contd...7

:7:

10. QUANTITATIVE DETAILS IN REGARD TO :

- a. Licenced Capacity : Not applicable
 b. Installed Capacity :
 (As certified by management) Electric Motors -83,000 Nos (83,000)
 Laboratory Instruments ;Not ascertainable
 c. Production : 79838 Nos : Electrical Motors.
 (63952) Nos
 : 28811 Nos : Laboratory Instruments
 (22414) Nos

DETAILS OF QUANTITY AND VALUE IN REGARD TO :-

ITEM	OPENING STOCK		SALES		Captive consumption		CLOSING STOCK VALUE Rs.
	QTY	VALUE Rs.	QTY	VALUE Rs.	Qty	QTY	
ELECTRICAL MOTORS	4414 (8383)	14681975 (28628081)	51623 (46809)	250223684 (242766333)	26906 (21112)	5723 (4414)	19642067 (14681975)
Laboratory Instrument	837 (1099)	5643702 (10150544)	28327 (22676)	294257273 (255852674)		1321 (837)	7788360 (5643702)
OTHERS	- (-)	122629 (240068)	- (-)	48141990 (39781424)			688184 (122629)
TOTAL		20448306 (39018693)		592622947 (538400431)			28118611 (20448306)

contd....8.

:8:

11 DETAILS OF QUANTITY AND VALUE IN REGARD TO
RAW MATERIAL CONSUMPTION :

PARTICULARS	UNIT	QTY.	VALUE
SILICON SHEETS	M.T.	663.868 (500.266)	32,192,539 (28,650,697)
COPPER WIRE	M.T.	84.753 (74.545)	34,943,926 (32,011,621)
CASTINGS	M.T.	786.322 (579.606)	34,378,701 (33,262,834)
M.S.GOODS	M.T.	707.470 (544.946)	78,539,720 (63,972,288)
BALL BEARINGS	NOS	190,434 (158,295)	15,592,968 (12,777,795)
ELECTRIC GOODS	NOS	1,291,187 (1,139,084)	84,466,858 (68,523,632)
	MTS	581,098 (456,096)	
	MT	5.663 (3.939)	
OTHERS	-	-	90,536,199 (73,930,881)
		TOTAL	<u>370,650,911</u> (313,129,748)
LESS: EXCISE CENVAT & VAT SETOFF			41,227,649 (40,297,744)
		TOTAL	<u>329,423,262</u> (272,832,004)

12 PERCENTAGE OF CONSUMPTION OF IMPORTED GOODS
WITH TOTAL CONSUMPTION :-

	VALUE RS.	% OF TOTAL CONSUMPTION
IMPORTED	3,724,554 (216,729)	1.12% (0.08)%
INDIGENOUS	325,698,708 (272,615,275)	98.88% (99.92)%
TOTAL:-	329,423,262 (272,832,004)	(100)% (100)%

:9:

13 Disclosures in accordance with Revised AS - 15 on "Employee Benefits" :

(A) Defined Contribution Plans :

The Company has recongnized the following amounts in the Profit and Loss Account for the year :

	For the year ended March 31, 2010
Contribution to Employees' Provident Fund	3136851 (2942748)

(B) Defined Benfits Plans:

(i) Changes in the Present Value of Obligation

For The year ended March 31, 2010

	Gratuity	Leave Encashment	Total
(a) Present Value of Obligation as at April 1, 2009	8772118 (6746028)	1886840 (2225318)	10658958 (8971346)
(b) Interest Cost	701769 (539682)	150947 (178025)	852716 (717707)
(c) Past Service Cost	-- (-)	- (-)	-- (-)
(d) Current Sevice Cost	582730 (565972)	515184 (390619)	1097914 (956591)
(e) Benefits Paid	(887086) (132462)	(371158) (200944)	(1258244) (333406)
(f) Actuarial (Gain)/Loss	(1069867) (1052898)	445155 (75060)	(624712) (1127958)
(g) Present Value of Obligation as at March 31, 2010	8099664 (8772118)	2626968 (1886840)	10726632 (10658958)

(ii) Changes in the Fair Value of Plan Assets :

For The year ended March 31, 2010

	Gratuity
(a) Present Value of Plan Assets as at April 1, 2009	3241514 (2690862)
(b) Expected Return on Plan Assets	393784 (270490)
(c) Actuarial (Gain)/Loss	-- (-)
(d) Employers' Contributions	1891896 (412624)
(e) Employees' Contributions	-- (-)
(f) Benefits Paid	(887086) (132462)
(g) Fair value of Plan Assets as at March 31, 2010	4640108 (3241514)

contd.10

:10:

(iii) Amount recognized in the Balance sheet including a reconciliation of the present value of defined benefit obligation and the fair Value of Assets

For The year ended March 31, 2010

	Gratuity	Leave Encashment	Total
(a) Present value of Funded Obligation as at March 31, 2010	8099664 (8772118)	2626968 (1886840)	10726632 (10658958)
(b) Fair Value of Plan Assets as at March 31, 2010	4640108 (3241514)	-- (--)	4640108 (3241514)
(c) Present value of unfunded obligation as -- at March 31, 2010	3459556 (5530604)	-- (--)	3459556 (5530604)
(d) Net Liability recognized in the Balance sheet	3459556 (5530604)	2626968 (1886840)	6086524 (7417444)

(iv) Expenses recognized in the Profit and Loss Account

For The year ended March 31, 2010

	Gratuity	Leave Encashment	Total
(a) Current Service Cost	582730 (565972)	515184 (390619)	1097914 (956591)
(b) Past Service Cost	-- (--)	-- (--)	-- (--)
(c) Interest Cost	701769 (539682)	150947 (178025)	852716 (717707)
(d) Expected Return on Plan Assets	(393784) (270490)	-- (--)	(393784) (270490)
(e) Net actuarial (Gain)/ Loss	(1069867) (1052898)	445155 (706178)	(1069867) (1052898)
(f) Employees' Contributions	-- (--)	(75060)	0 (75060)
(g) Total Expenses recognized in the Profit and Loss Account	(179152) (1888062)	1111286 (137534)	932134 (1750528)

(v) Percentage of each category of Plan Assets to total Fair Value of Plan Assets as at March 31, 2010

	Percentage
(a) Government of India Securiteias	--
(b) Corporate Bonds	--
(c) Special Deposit Scheme	--
(d) Equity Shares of Listed Companies	--
(e) Property	--
(f) Insurer Manged Funds	100%
(g) Others	(100%) --

(vi) The Overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the Fund during the estimated term of the obligations;

(vii) The Actual Return on Plan Assets is as follows

Sr. No.	Particulars	Rs.
(a)	Actual return on plan assets	393784
		(270490)

(viii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Sr. No.	Particulars	Gratuity	Leave Encashment
(a)	Rate of interest	8.25% (8%)	8.25% (8%)
(b)	Salary Growth	5% (5%)	5% (5%)
(c)	Withdrawal Rate	1% (1%)	1% (1%)
(d)	Mortality Rates	LIC (1994-96)ultimate Mortality Rates	

The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors

:11:

14. The company has not received details from its suppliers as to whether any of them are micro small and medium enterprises and hence any overdue amount payable to such enterprises cannot be compiled. However, the company is paying to its suppliers as per agreed terms.

15.a) Imports of goods on CIF basis Rs.66,85,297/- (P.Y.Rs.1,21,504/-)

b) Expenses in foreign currency: Travelling Rs.3,72,012/- (P.Y. Rs.4,99,110/-)
Sales Promotion Rs.4,39,474/-(P.Y.Rs.597373/-)

16. Earning in foreign Currency: FOB value of Exports Rs.1,57,18,213/-
(P.Y.Rs.1,66,54,157/-)

17. Closing Stock of finished goods includes consignment stock of Rs.96,30,741/- (P.Y.Rs.59,60,036/-) with various consignees.

18.a) Computation of Net Profit under section 349/198(1) of the Companies Act, 1956 for the purpose of Director's Commission:-

	<u>Current year Rs.</u>	<u>Previous Year Rs.</u>
Profit before Taxation as per Profit & Loss Account:-	41576490	16870076
Add:- Depreciation as per accounts	9023313	8441616
Commission to Directors	342190	88722
Capital loss on sale of Fixed assets	-	69672
Capital loss on Investments	-	1831167
	<u>50941993</u>	<u>27301253</u>
Less:- Depreciation as per WDV	16277617	17337875
Less:- Capital Gain on long term Investments	332521	1091218
Less:- Capital Gain on sale of Fixed Assets	39266	-
Net Profit	<u>34292589</u>	<u>88722160</u>
Directors Commission 1% on Net Profit	342190	88722
	=====	=====
b) <u>Managerial Remuneration</u>		
i) Director' sitting Fees	8000	8000
ii) Directors' Commission	342190	88722
iii) Directors' Remuneration (incl. contribution to Provident Fund	<u>5929737</u>	<u>5728207</u>
	<u>6279927</u>	<u>5824929</u>
	=====	=====

19. Central excise duty shown under manufacturing expenses consist of :-

i) Excise Duty on increase/decrease value of opening and closing stock of Finished goods	1071967
ii) Other excise Payments	879335
	<u>1951302</u>
	=====

20. The Name of the Company has been changed to Remi Elektrotechnik Ltd. W.e.f 10.11.2009.

21. Additional information pursuant to Part IV of Schedule VI to the Companies Act, 1956 are as per ANNEXURE enclosed.

contd....12

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)
CASH FLOW STATEMENT FOR THE YEAR 2009-10

A. CASH FLOW FROM OPERATING ACTIVITIES

	<u>(Rs.In Lacs)</u> 2009-2010	<u>(Rs.In Lacs)</u> 2008-2009	
Net Profit before tax and Extra Ordinary items	415.76	168.70	
<u>Adjustment for :</u>			
Depreciation	90.23	84.42	
Interest paid	125.35	163.69	
Interest Income	(1.84)	(2.35)	
Loss on sale of Fixed Assets	-	0.70	
Profit on sale of Fixed Assets	(0.39)	-	
Capital gain on sale of Investments	(3.32)	(10.91)	
Provision for deminution in Investments w/back	-	(13.42)	
Loss on Investments	-	18.31	
Bad Debts	-	-	
Other income	(106.26)	(15.47)	
Operating Profit Before Working Capital Changes	519.53	393.67	
<u>Adjustment for :</u>			
Trade and Other Receivables	(303.38)	198.89	
Inventories	(266.29)	262.23	
Trade payable and Provision	643.72	(389.33)	
Cash generated from Operations	593.58	465.46	
Interest paid	(125.35)	(163.69)	
Direct Taxes	(120.00)	(41.00)	
Cash Flow before Extraordinary Items	348.23	260.77	
Extraordinary Items	(3.26)	2.70	
Net Cash from Operating Activities (A)	344.97	263.47	
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets	(294.83)	(95.30)	
Sale of Fixed Assets	1.54	1.18	
Sale of Investments	9.79	40.21	
Interest, and other Income	108.10	17.82	
Net cash from Investing Activities (B)	(175.40)	(36.09)	
C. CASH FLOW FROM FINANCING ACTIVITIES			
Share capital issued	-	100.00	
Repayment of short term Loan	(34.67)	(54.18)	
Repayment of Long Term Loan	(134.48)	(278.72)	
Net Cash from Financial activities (C)	(169.15)	(232.90)	
Net Increase in Cash and Cash Equivalents	0.42	(5.52)	
Cash as at (Closing Balance)	11.61	11.19	
Cash as at (Opening Balance)	11.19	16.71	
Increase/(Decrease) in Cash Balance	0.42	(5.52)	

As per our report of even date.
For SUNDARLAL, DESAI & KANODIA,
CHARTERED ACCOUNTANTS.

FOR AND ON BEHALF OF THE BOARD

(M.B.DESAI)
PARTNER
MEMBERSHIP NUMBER 33978

V.C. SARAF SUNIL SARAF
DIRECTORS

PLACE : MUMBAI
DATE : 9TH JULY, 2010

REMI ELEKTROTECHNIK LIMITED
(Formerly known as Rajendra Electrical Industries Limited)

ANNEXURE REFERRED TO IN NOTE 16 OF THE NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2010 AND THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

REGISTRATION NO.	47157	STATE CODE 11
BALANCE SHEET DATE	31.03.2010	

II. CAPITAL RAISED DURING THE YEAR (AMOUNT IN RS.THOUSAND)

PUBLIC ISSUE	NIL	RIGHTS ISSUE	NIL
BONUS ISSUE	NIL	PRIVATE PLACEMENT	NIL

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

(AMOUNT IN RS.THOUSANDS)

TOTAL LIABILITIES	420,805	TOTAL ASSETS	420,805
-------------------	---------	--------------	---------

SOURCES OF FUNDS

PAID-UP CAPITAL	48,650	RESERVE & SURPLUS	110,950
SECURED LOANS	93,085	UNSECURED LOANS	31,970
DEFERRED TAX LIABILITY	9,301		

APPLICATION OF FUNDS

NET FIXED ASSETS	151,351	INVESTMENTS	448
NET CURRENT ASSETS	142,158	MISC. EXPENDITURE	-

IV. PERFORMANCE OF COMPANY (AMOUNTS IN RS.THOUSANDS)

TURNOVER	592,623	TOTAL EXPENDITURE	527,164
PROFIT & LOSS BEFORE TAX	41,576	PROFIT AFTER TAX	26,874

+ -		+ -
----- -----		----- -----
+		+
----- -----		----- -----

(PLEASE MARK APPROPRIATE BOX " + " FOR PROFIT " - " FOR LOSS)

EARNING PER SHARE IN RS. (ANNULISED)	5.44	DIVIDEND RATE %	NIL
---	------	-----------------	-----

V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY
(AS PER MONETARY TERMS)

ITEM CODE NO.	850110.02	841899
PRODUCTS DESCRIPTION	ELECTRIC MOTOR & LABORATORY EQUIPMENTS	

As per Our Report of even date

**For SUNDARLAL, DESAI & KANODIA
CHARTERED ACCOUNTANTS**

FOR AND ON BEHALF OF THE BOARD

**(M.B.DESAI)
PARTNER
MEMBERSHIP NUMBER 33978**

**V.C. SARAF SUNIL SARAF
DIRECTORS**

**PLACE : MUMBAI
DATED : 9TH JULY, 2010**

REMI ELEKTROTECHNIK LIMITED

Regd. Office: Plot No.11, Cama Industrial Estate, Goregaon (East), Mumbai – 400 063

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

Full Name of Member (in BLOCK LETTERS)_____

Member's Folio No._____ Client ID No._____ DPID No._____

Name of proxy (in BLOCK LETTERS)_____

(To be filled in if the Proxy attends instead of the Member/s)

No. of Shares Held _____

I hereby record my presence at the 30th ANNUAL GENERAL MEETING to be held on its Registered Office, on **Thursday**, the **30th September, 2010** at 11.00 A.M.

Note: To be signed at the time of handing over this slip.

Member's/ Proxy's Signature

REMI ELEKTROTECHNIK LIMITED

Regd. Office: Plot No.11, Cama Industrial Estate, Goregaon (East), Mumbai – 400 063

PROXY FORM

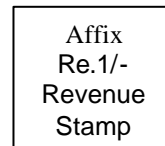
Member's Folio No. _____ Client ID No. _____ DPID No. _____

I/ We _____ of _____ being a Member/ Members of the above-named Company, hereby appoint _____ of _____ as my/ our proxy to attend and vote for me/ us on my/ our behalf at the 30th ANNUAL GENERAL MEETING to be held on its Registered Office, on **Thursday**, the **30th September, 2010** at 11.00 A.M

Signed

Date:

Notes:



1. The instrument of Proxy shall be deposited at the Regd. Office of the Company not less than 48 hours before the time fixed for the holding of the Meeting.
2. The Form should be signed across the stamp as per specimen signature registered with the Company.

BOOK – POST

If undelivered, please return to:

REMI ELEKTROTECHNIK LIMITED

REMI House, Plot No.11, Cama Industrial Estate,
Goregaon (East), Mumbai – 400 063