



**GOEL**

# **SHRI BAJRANG ALLOYS LTD.**



**23<sup>rd</sup> Annual Report**

**2012-13**



## SHRI BAJRANG ALLOYS LTD.

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### ▶ BOARD OF DIRECTORS AS AT 31<sup>ST</sup> MARCH 2013

- Shri Suresh Goel - Chairman  
Shri Anand Goel - Managing Director  
Shri Narendra Goel - Director  
Shri Vikash Kumar Khedia - Independent Director  
Shri Dinesh Kumar Aggarwal - Independent Director  
Shri Raj Kumar Yadava - Independent Director

### ▶ AUDITORS

R. K. Singhania & Associates,  
Chartered Accountants

### ▶ BANKERS

Bank of Baroda, Raipur

### ▶ LEGAL ADVISOR

V.K. Munshi & Associates

### ▶ REGISTERED OFFICE

521/C, Urla Industrial Complex, Urla, Raipur - 493 221 (C.G.)  
Phone : 0771-4288000, Fax : 0771-4288001  
Website : [www.goeltmt.com](http://www.goeltmt.com), E-mail : [investors.sbal@sify.com](mailto:investors.sbal@sify.com)

### ▶ WORK

521/C, Urla Industrial Complex, Urla, Raipur - 493 221 (C.G.)

### ▶ REGISTRAR AND SHARE TRANSFER AGENT

#### LINK INTIME INDIA PVT. LTD.

C-33, Pannalal Silk Mills Compound, L. B. S. Marg,  
Bhandup (W), Mumbai – 400078  
Phone : 022-2596 3838, Fax : 022-2594 6969  
E-mail : [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

C | O | N | T | E | N | T | S

Notice to the Shareholders .....	02
Directors' Report .....	05
Annexure to Directors' Report .....	09
Report on Corporate Governance .....	10
Management Discussion & Analysis Report .....	17
Auditor's Certificate on Corporate Governance .....	20
CEO / CFO Certification .....	21
Auditor's Report .....	22
Balance Sheet .....	27
Profit & Loss Account .....	28
Cash Flow Statement .....	29
Accounting Policies and Notes forming part of Financial Statements .....	30
Financial Information of Subsidiary Company .....	50
<i>Consolidated Financial Statements</i>	
Auditor's Report .....	51
Balance Sheet .....	53
Profit & Loss Account .....	54
Accounting Policies and Notes forming part of Financial Statements .....	55
Proxy Form and Attendance Slip	



# SHRI BAJRANG ALLOYS LTD.

## NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to the Provisions of Section 166, 171 & 172 of the Companies Act, 1956)

**TO ALL THE MEMBERS  
SHRI BAJRANG ALLOYS LIMITED**

NOTICE is hereby given that the 23<sup>rd</sup> Annual General Meeting of the Company will be held on **Friday, the 27<sup>th</sup> day of September 2013 at 09.00 A.M.** at the registered office of the company situated at **521/C, Urla Industrial Complex, Urla, Raipur (C.G.) - 493221** to transact the following business:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet for the year ended on 31<sup>st</sup> March 2013, the Profit and Loss Account as on that date together with Reports of Directors and Auditors thereon.
2. To re-appoint Shri Raj Kumar Yadava, Director of the Company who is retiring by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.
3. To re-appoint M/s. R.K. Singhania & Associates, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.

### SPECIAL BUSINESS

4. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 198, 269, 309 and 317 read with Schedule XIII and all other applicable provisions, if any of the Companies Act, 1956, including any statutory modification or re-enactment thereof and subject to such approvals as may be necessary, consent of the members of the Company be and is hereby accorded for the re-appointment of Shri Anand Goel on the post of Managing Director of the Company for a period of five years with effect from 01.02.2013 to 31.01.2018 upon the terms and conditions and remuneration of Rs.1,00,000/- (Rupees One Lac Only) per month as decided by the Board and the Board be and is hereby authorized to alter and vary the terms and conditions of the said re-appointment in such a manner as the Board may deem fit and as may be acceptable to Shri Anand Goel, Managing Director.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

**FOR AND ON BEHALF OF THE BOARD**

Sd/-  
(SHEENAM PITRODA)  
COMPANY SECRETARY

Place : Raipur  
Date : 29.07.2013

## **NOTES:**

1. Pursuant to the provisions of section 176 of the Companies Act, 1956, a member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote instead of himself / herself on a poll only and the proxy need not be a member of the company. Proxy forms as enclosed herewith the notice should be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the Annual General Meeting.
2. Pursuant to provisions of section 154 of the Companies Act, 1956, the Register of Members and Share Transfer books of the Company shall remain closed from 21<sup>st</sup> September 2013 to 27<sup>th</sup> September 2013 (both days inclusive).
3. The members are requested to immediately notify any change of address for further communication to their depository participants (DPs) in respect of their shares held in dematerialized form and for electronic share accounts maintained with DPs.
4. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days between 11.00 am to 1.00 pm. up to the date of Annual General Meeting.
5. The members who are holding shares in the identical order of names in more than one folio are insisted to send to the Company the details of such folios together with the share certificates for consolidating their holdings in single folio. The share certificates will be returned to the members after making requisite changes thereon.
6. The members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their queries to the Company atleast seven days before the date of meeting so that the information required may be made available at the meeting.
7. Members are requested to bring their copy of Annual Report to the Meeting and no additional copies will be provided during the meeting.
8. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted under section 119A of the Companies Act, 1956 are requested to send the prescribed form 2B to the Registered Office of the Company. The form for the purpose would be made available on demand.
9. Information as required under clause 49 IV (G) of the Listing Agreement in respect of Shri R. K. Yadava who is retiring by rotation and being eligible for re-appointment:-

Shri. R.K. Yadava is an M.Tech and Ph.D in Metallurgical Engineering from Institute of Technology, Banaras Hindu University. He has around 37 years of industrial and research experience and wide knowledge in the field of metals and engineering materials. Shri R.K. Yadava had been members of various committees like technical committee formed by IIT, Madras, Technical Advisory Committee formed by small scale industries, Rajasthan, Expert Committee of Central Electro-Chemical Research Institution, Tamilnadu etc. He has also been visiting faculty for various renowned Indian and International Institutions. Shri R.K. Yadava had also served many organizations like M/s. Balls and Cylpebs Ltd, United India Insurance Co. Limited, Hindustan Zinc Limited and Department of Sales Tax, Rajasthan in various dignified capacities. He will bring to the board his rich experience and understanding of the business and the Company will surely be benefited significantly from his expertise.

The Board recommends re-appointment of Shri R.K. Yadava because of his vast experience and expertise, his appointment will surely be beneficial to the Company. Shri R.K. Yadava does not hold any of the shares of the Company.

**FOR AND ON BEHALF OF THE BOARD**

Sd/-  
**(SHEENAM PITRODA)**  
**COMPANY SECRETARY**

Place : Raipur  
Date : 29.07.2013



## SHRI BAJRANG ALLOYS LTD.

### Annexure to the Notice Dated 29<sup>th</sup> day of July 2013

#### EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

The Board of Directors of the Company at its meeting held on Monday, 21<sup>st</sup> Day of January 2013 re-appointed Shri Anand Goel as Managing Director of the Company for a period of five years effective from 1<sup>st</sup> Day of February, 2013 to 31<sup>st</sup> of January, 2018 on terms and conditions and a remuneration of Rs.100000/- per month payable to Shri Anand Goel, Managing Director of the Company. The re-appointment of the Managing Director is subject to approval of Members and other approvals as may be necessary.

The principal terms of appointment and remuneration of Shri Anand Goel are as follows:-

- 1) Salary – Rs.100000/-
- 2) Perquisites, allowances and benefits – Reimbursement of actual travelling, conveyance, boarding and lodging expenses incurred in any part of the world for the purpose of business of the Company.

Notwithstanding anything to the contrary herein contained where in any financial year the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as specified above subject to the approval of the Central Government, if required.

The Managing Director shall also be entitled to reimbursement of expenses actually incurred by him for the business of the Company. He shall not be paid any sitting fees for attending meetings of the Board or Committee thereof.

Shri Anand Goel, Managing Director of the Company shall not be liable to retire by rotation. The resolution is recommended by the Board for approval of Members.

Copies of Memorandum of Association and Articles of Association of the Company and the terms of appointment of Managing Director and other relevant documents and papers are open for inspection by Members at the Registered Office of the Company between 11.00 A.M. to 01.00 P.M. on any working day till the date of the meeting.

None of the Directors of the Company except Shri Anand Goel is concerned or interested in the Resolution to item No. 4 of the accompanying Notice.

**FOR AND ON BEHALF OF THE BOARD**

**Sd/-  
(SHEENAM PITRODA)  
COMPANY SECRETARY**

**Place : Raipur**

**Date : 29.07.2013**

**DIRECTORS' REPORT**

(Pursuant to the provisions of section 217 of the Companies Act, 1956)

To,  
The Members

Your Directors have immense pleasure in presenting the 23<sup>rd</sup> Annual Report of the Company with the Audited Statement of Accounts and the Auditors' Report thereon on the business and operations of the Company for the financial year ended on 31<sup>st</sup> March 2013.

The summarized financial results for the year ended on 31<sup>st</sup> March 2013 are as under :

**FINANCIAL RESULTS :**

(Rs. in Lacs)

PARTICULARS	STANDALONE		CONSOLIDATED
	<i>Financial Year ended 31.03.2013</i>	<i>Financial Year ended 31.03.2012</i>	<i>Financial Year ended 31.03.2013</i>
Total Turnover & other receipts	14453.83	17113.31	14454.01
Profit before Interest, Depreciation and Tax	667.98	756.85	692.96
Interest	362.06	357.47	386.96
Depreciation for the year	98.55	89.55	98.56
Profit before Tax	207.37	309.83	207.44
<b>Less:</b> Provision for Income Tax	70.76	90.47	70.76
<b>Less:</b> Net Deferred Tax Liability	(3.72)	5.83	(3.72)
Net Profit after Tax	140.33	213.53	140.40
<b>Add:</b> Balance in Profit & Loss Account	842.57	729.04	842.57
Amount available for Appropriation	982.90	942.57	982.97
Transferred to General Reserve	100.00	100.00	100.00
Balance transferred to Balance Sheet	882.90	842.57	882.97
Earnings Per Share (Basic & Diluted)	1.56	2.37	1.56

**DIVIDEND:**

The Directors of your Company do not recommend any dividend for the financial year 2012-13 as it is decided to plough back the profit and utilizing it for the enhancement of the business.

**TRANSFER TO RESERVES:**

The Company proposes to transfer Rs. 100.00 Lacs to the General Reserve out of the amount available for appropriation and an amount of Rs.882.90 Lacs has been transferred from the Profit and Loss account to the Balance sheet.

**REVIEW OF OPERATIONS:**

On a consolidated basis the Revenue for the current financial year stood at Rs. 14454.01 Lacs and Profit after Tax stood at Rs.140.40 Lacs during the current financial year.





## SHRI BAJRANG ALLOYS LTD.

On standalone basis the Revenue for the current financial year stood at Rs. 14453.83 Lacs as compared to Rs. 17113.31 Lacs in the previous year and Profit after Tax stood at Rs.140.33 Lacs during the current financial year as compared to Rs. 213.53 Lacs in the previous year.

### **DIRECTORS:**

The Board consists of executive and non executive directors including the independent directors who are having wide and varied experience in different disciplines of corporate functioning. The Directors of the Company are:

1. Shri Suresh Goel
2. Shri Anand Goel
3. Shri Narendra Goel
4. Shri Vikash Kumar Khedia
5. Shri Dinesh Kumar Aggarwal
6. Shri Raj Kumar Yadava

In accordance with the provisions of Section 255 and 256 of the Companies Act, 1956 and the Article No. 101 of Company's Articles of Association, Shri Raj Kumar Yadava, Director of your Company retires by rotation in the upcoming Annual General Meeting and being eligible, offers himself for reappointment.

### **DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirements under Section 217(2AA) of the Companies Act, 1956, with respect to Directors Responsibility Statement, the Directors confirm:

- i. That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations.
- ii. That they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit of the Company for that period;
- iii. That they have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. That they have prepared the annual accounts on a going concern basis.

### **SUBSIDIARY COMPANY**

M/s. Popular Mercantile Private Limited is the subsidiary of the Company as on 31<sup>st</sup> March 2013. There has been no material change in the nature of the business of the Subsidiary Company.

As required under Clause 32 of Listing Agreement entered into with BSE, a consolidated financial statement of the Company and its subsidiary is attached. The consolidated financial statement has been prepared in accordance with the relevant accounting standards as prescribed under Section 211(3C) of the Companies Act, 1956.

The consolidated financial statement discloses the assets, liabilities, income, expenses and other details of the Company and its subsidiaries.



Pursuant to the provisions of Section 212(8) of the Companies Act, the Ministry of Corporate Affairs vide its circular dated 8<sup>th</sup> February 2011 has granted general exemption from attaching the balance sheet, statement of profit and loss and other documents of the subsidiary companies with the balance sheet of the Company. A statement containing brief financial details of the Company's subsidiary for the financial year ended 31<sup>st</sup> March 2013 is included in the annual report. The annual accounts of this subsidiary and the related information will be made available to any member of the Company/its subsidiary seeking such information and are available for inspection by any member of the Company/its subsidiary at the registered office of the Company. The annual accounts of the said subsidiary will also be available for inspection, at the head offices/registered offices of the respective subsidiary company.

### **CEO & CFO CERTIFICATION:**

The Certificate from the Managing Director pursuant to clause 49 (V) of the Listing Agreement was tabled at the Board Meeting dated 29<sup>th</sup> May, 2013 and duly signed by the Managing Director is also annexed with this report.

### **HUMAN RESOURCES:**

The Company places emphasis on recruitment, training and development of human resources, which assumes utmost significance in achievement of corporate objectives. Your Company integrates individual and organizational capabilities in a seamless manner through empowerment and by offering a challenging workplace, aimed towards realization of organizational goals. Your Company draws its strength from a highly engaged and motivated workforce whose collective passion and commitment has helped the organization reach new heights.

### **PARTICULARS OF EMPLOYEES UNDER SECTION 217 (2A):**

During the period under review no employee employed throughout the period or part of the period was in receipt of remuneration in excess of the limits prescribed under Sub Section (2A) of Section 217 of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

### **DEPOSITS:**

The company has not accepted or renewed any deposits from the public as envisaged under Section 58A of the Companies Act, 1956.

### **CORPORATE GOVERNANCE REPORT & MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Your Company is committed in maintaining the highest standards of Corporate Governance and adheres to the stipulations prescribed under clause 49 of the Listing Agreement with BSE. A Report on Corporate Governance & Shareholder Information together with the Auditors Certificate thereon and Management Discussion and Analysis Report is annexed as part of this Report.

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

Information on Conservation of Energy, efforts made towards Technology Absorption and Foreign Exchange Earnings and Outgo as required to be disclosed under Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the report of the Board of Directors) Rules, 1988 is annexed to this Report.



## SHRI BAJRANG ALLOYS LTD.

### **AUDITORS:**

M/s. R.K. Singhanian & Associates, Chartered Accountants, Raipur, the Statutory Auditors of the Company, retire at the forthcoming Annual General Meeting of the company. They being eligible for reappointment have expressed their consent to be reappointed as Auditors for the financial year 2013-2014. The Company has received a certificate from them to the effect that their re-appointment, if made, would be within the limits prescribed under Section 224 (1B) of the Companies Act, 1956.

### **AUDITOR'S REPORT:**

A copy of the Annual Report for the year ended on March 31, 2013 along with the Auditor's Report thereon is annexed to the Directors' Report. The Auditor's Report is self explanatory and there are no qualification remarks made by the Auditors in their report, hence no explanation is required in this regard.

### **COST AUDITOR'S REPORT:**

The Company has appointed M/s. S.C. Mohanty and Associates as Cost Auditors of the Company as per section 233B of the Companies Act, 1956 for conducting audit of cost accounting records of the company for the financial year 2013-14 and the Company has obtained Central Government approval for their appointment as the Cost auditors of the Company. The due date of filing Cost Audit Report for the financial year ended March 31, 2013 is September 30, 2013.

### **ACKNOWLEDGEMENTS:**

Your Directors accord their undying gratitude for the assistance, support and guidance provided by Banks, Customers, Suppliers, Regulatory & Government Authorities, Business Associates and all other Stakeholders. Your Directors also appreciate and value the contribution and commitment of every employee towards your Company's performance, growth and sustainability. Your Directors look forward to your continuing and valuable support.

**FOR AND ON BEHALF OF THE BOARD**

Sd/-

**SURESH GOEL  
(CHAIRMAN)**

**PLACE : RAIPUR  
DATE : 29.05.2013**

### Annexure to Directors' Report

Particulars pursuant to Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988

#### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

##### A. CONSERVATION OF ENERGY

Your Company recognizes the vital need to conserve energy and give due importance to the reduction of power consumption in its manufacturing processes. During the year under review the following energy conservation measures have been implemented:-

- Use of energy efficient lights.
- Monitoring of insulation resistance of motors to reduce dielectric losses.
- Use of good quality lubricants to reduce frictions.

##### Details of Power and Fuel Consumption :-

S.No.	PARTICULARS	F.Y. 2012-13	F.Y. 2011-12
<b>1.</b>	<b>ELECTRICITY</b>		
	Units Consumed (in KWH)	<b>1540620</b>	1974060
	Total Cost (in Rs.)	<b>10889694</b>	12170145
	Rate per Unit (in Rs.)	<b>7.07</b>	6.16
<b>2.</b>	<b>COAL</b>		
	Quantity Consumed (in MT.)	<b>3913.350</b>	5361.150
	Total Cost (in Rs)	<b>26894229</b>	33534059
	Rate Per Mt. (in Rs)	<b>6872.43</b>	6255.01
<b>3.</b>	<b>FURNACE OIL</b>		
	Quantity Consumed (in Ltrs)	<b>418550</b>	595700
	Total Cost (in Rs)	<b>15964133</b>	22066574
	Rate Per Ltrs. (in Rs)	<b>38.14</b>	37.04
<b>4.</b>	<b>OXYGEN GAS</b>		
	Quantity Consumed (in Cu. Mtr.)	<b>70186</b>	112172
	Total Cost (in Rs)	<b>739340</b>	1148922
	Rate Per Cu. Mtrs. (in Rs)	<b>10.53</b>	10.24

S.N.	PARTICULARS	F.Y. 2012-13	F.Y. 2011-12
<b>5.</b>	<b>CONSUMPTION PER UNIT OF PRODUCTION</b>		
	Production of M.S. Structural (in MT)	<b>26951.260</b>	34747.110
	Electricity (in KWH)	<b>57.16</b>	56.81
	Coal (in MT)	<b>0.145</b>	0.15
	Furnace Oil (in Ltrs.)	<b>15.53</b>	17.14
	Gas (in Cu. Mtrs)	<b>2.60</b>	3.23

##### B. TECHNOLOGY ABSORPTION

Efforts in brief made towards technology absorption, adaptation and innovation:

- The Company has its own testing laboratory well equipped with modern machines and equipments for ensuring the quality of output and raw materials.
  - All the ranges of products offered by the Company to its valuable clients are ISI marked known for its best quality products.
  - Constant monitoring of process and technology upgradation taking place in advance countries and to offer similar products through in-house R & D as well as through progressive manufacturing activities. The Company is in the process of further improving its quality control methods and testing facilities.
  - Regular interaction with equipment designers and manufacturers and major raw material suppliers for improvements to processing and operating parameters.
- Benefits derived as a result of above efforts – Improved product quality.

##### C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

(a) Activities relating to exports :-



# SHRI BAJRANG ALLOYS LTD.

- Initiatives taken to increase exports during the year.
- Development of new export markets for products of the Company.
- The Company has not availed or provided any foreign services.

(b) Information in respect of Foreign Exchange Earnings and Outgo are :

(Rs. in Lacs)

Particulars	F.Y. 2012-13	F.Y. 2011-12
Earnings	Nil	86.71
Outgo	-	-
Net Amount	Nil	86.71

## CORPORATE GOVERNANCE REPORT

### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance is not something which can be governed by a statute, but it is environment of good self moral and ethical conduct. Good Corporate Governance is characterized by a firm commitment and adoption of ethical practices by an organization across its entire value chain and in all of its dealings with a wide group of stakeholders encompassing employees, customers, vendors, regulators and shareholders in both good and bad times. The basic objective of Corporate Governance is to build up an environment of trust and confidence amongst those having competing and conflicting interest to enhance shareholders value and to protect the interest of other stakeholders. Corporate Governance is a key element in improving efficiency and growth as well as enhancing investor confidence.

The Company has laid a strong foundation for making Corporate Governance a way of life by constituting a Board with balanced mix of experts of eminence and integrity holding position as Executive and Non Executive Directors. It is about openness, integrity, accountability and transparency, these substances are inexorably linked to the mindset of Company's management

which leads to ethical behavior. The Company prominences the concept of Corporate Governance by embracing and demonstrating the ethical conduct. Your Company had some values to which it stuck through thick and thin, it is these values which had helped to develop a corporate culture and the requisite focus over the super ordinate goals and to overcome the challenges which an enterprise has to constantly meet. Our corporate structure, business and disclosure practices have been aligned to our corporate governance philosophy.

In line with this, we are pleased to inform you that, as on 31<sup>st</sup> March 2013, the Company is in compliance with all the requirements of Clause 49 of the Listing Agreement. The necessary disclosures as required under Clause 49 of the Listing Agreement have been covered in this Annual Report.

### 2. BOARD OF DIRECTORS

#### COMPOSITION

The Company's policy is to maintain an optimum combination of executive and non-executive directors. The Composition of the Board and the category of directors are as follows:

Name of Directors	Category of Directors	No. of other Directorship held*	No. of Board Meetings Attended	Last AGM Attended	No. of other Board Committees (Member/ Chairman)
Mr. Suresh Goel	Executive and Non-Independent	02	09	Present	02 (Chairman)
Mr. Anand Goel	Executive and Non-Independent	02	09	Present	None
Mr. Narendra Goel	Executive and Non-Independent	04	07	Present	None
Mr. Vikash Kumar Khedia	Non-Executive and Independent	02	04	Present	None
Mr. Dinesh Kumar Aggarwal	Non-Executive and Independent	03	04	Present	01 (Member)
Mr. Raj Kumar Yadava	Non-Executive and Independent	01	04	Present	01 (Member)
<b>Total No. of Directors 06 (Six)</b>					

\* Excluding Directorship in Private Limited Companies, Foreign Companies and Companies registered u/s 25 of the Companies Act, 1956.

\*\*Only two Committees, namely, Audit Committee and Shareholders Grievance Committee have been considered.

All the Independent Directors of the Company furnished a declaration at the time of their appointment and annually that they qualify the conditions of their being independent. All such declarations were placed before the Board.

None of the directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees (as per clause 49(I)(C)(ii)) across all companies in which he is a Director. All the Directors have made the requisite disclosures regarding committee positions held by them in other companies.

**Meetings Held**

Nine Board meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the said meetings were held are as follows:

April 20, 2012, May 30, 2012, July 13, 2012, August 13, 2012, September 30, 2012, November 09, 2012, January 21, 2013, February 11, 2013 and March 18, 2013.

**3. AUDIT COMMITTEE**

**Meetings Held**

The Audit Committee met four times during the year under review on the following dates:-

1. May 30, 2012
2. August 13, 2012
3. November 09, 2012
4. February 11, 2013

**Composition and Attendance**

The Audit Committee is constituted of three Independent Directors. The detailed composition, meetings of the members of the Audit Committee held during the year is given below :

Name of Director	Composition as on 31 <sup>st</sup> March 2013	No. of meetings attended
Mr. Dinesh Kumar Aggarwal	Chairman (Non Executive Independent Director)	4
Mr. Vikash Kumar Khedia	Member (Non Executive Independent Director)	4
Mr. Raj Kumar Yadava	Member (Non Executive Independent Director)	4

**Terms of Reference**

The Broad terms of reference of Audit Committee are to discuss the annual work programme and the depth and detailing of the audit plan to be undertaken by the auditor, examine and review the documentation and to recommend to the board either the appointment / reappointment / removal of the statutory auditor, along with the annual audit remuneration. It also reviews the financial statements before submission to the Board, to review reports of the Internal Audit and review weaknesses in internal control system reported by management and review the functioning of the Whistle Blower mechanism, in case the same exists. The Audit Committee also have regard to the entire profile of the audit firm, its responsible audit partners, experience of handling audit for similar sized companies etc.

The functioning and the terms of reference of the Audit Committee, the role, powers and duties, quorum for meeting and frequency of meetings have been devised keeping in view the requirements of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement with the stock exchanges as are in force/ applicable from time to time.

The Audit Committee meetings were attended by executives of Accounts Department, Finance Department and Representatives of Statutory and Internal Auditors. The Cost Auditors appointed by the Company u/s 233B of Companies Act, 1956 attended the Audit Committee meeting, where the Cost Audit Report was discussed. All the members of the Audit Committee are financially literate as required by Clause 49 of the Listing Agreement.

**4. REMUNERATION COMMITTEE**

**Meetings Held**

The Remuneration Committee met two times during the year under review on the following dates:-

1. May 30, 2012
2. January 03, 2013

**Composition and Attendance**

The Remuneration Committee is constituted of three Independent Directors. The detailed composition, meetings of the members of the Remuneration Committee held during the year is given below:

Name of Director	Composition as on 31 <sup>st</sup> March 2013	No. of meetings held
Mr. Raj Kumar Yadava	Chairman (Non Executive and Independent Director)	2
Mr. Vikash Kumar Khedia	Member (Non Executive Independent Director)	2
Mr. Dinesh Kumar Aggarwal	Member (Non Executive Independent Director)	2

**Terms of Reference**

- To determine on behalf of Board of Directors and on behalf of the Shareholders, the Company's policy on specific remuneration packages for executive directors.
- To approve the payment of remuneration to managerial personnel as per policy laid down by the Committee.

**Details of remuneration paid to the Directors of the Company :-**

Name of Director	Category of Director	Remuneration Paid
Mr. Suresh Goel	Executive and Non-Independent	900000/-
Mr. Anand Goel	Executive and Non-Independent	950000/-

**Remuneration Policy**

The Remuneration Committee recommends the remuneration packages of the Executive Directors of the Board. In framing the remuneration policy, it takes into consideration the remuneration practices of the Company of similar size, stature and Industry Standards. It also recommends and

monitors the level and structure of pay for senior management.

The Directors Compensation is based on their individual goals which are linked to the organizational goals. Executive Directors (ED) are paid subject to the approval of the Board and the Company in the General Meeting, on such terms and conditions as per agreements entered into by them and the Company.

**5. SHARE HOLDERS GRIEVANCE COMMITTEE**

**Meetings Held**

The Shareholders Grievance Committee met four times during the year under review on the following dates:-

1. May 30, 2012
2. August 13, 2012
3. November 09, 2012
4. February 11, 2013

**Composition and Attendance**

The Shareholders Grievance Committee is constituted of two Independent Directors and one Executive Director. The detailed composition, meetings of the members of the Committee held during the year is given below:

Name of Director	Composition as on 31 <sup>st</sup> March 2013	No. of meetings held
Mr. Anand Goel	Chairman (Executive Director)	04
Mr. Dinesh Aggarwal	Member (Non-Executive, Independent Director)	04
Mr. Raj Kumar Yadava	Member (Non-Executive, Independent Director)	04

**Term of Reference**

- Review the reports submitted by the Registrar and Transfer Agents of the Company at quarterly and half yearly intervals.



- Periodically interaction with the Registrar and Transfer Agents of the Company to ascertain and look into the quality of Company's Shareholder's/ Investor's Grievances redressal system and to review the report on the functioning of the said investor grievances redressal system.
- Follow up on the implementation of the suggestions for improvement.
- Periodical review to the Board of any major concerns, if any.

Although there were no outstanding complaints as on March 31, 2013.

**6. GENERAL BODY MEETINGS**

**I. Annual General Meeting**

Details of last three Annual General Meetings held:-

Meeting for the year ended	Date and Time	Venue	Whether any Special resolution passed	Special Resolution through Postal Ballot
2009-10	28 <sup>th</sup> September 2010, 10.00 am	521/C, Urla Industrial Complex, Urla , Raipur (C.G.) 493221	-NO-	-NO-
2010-11	27 <sup>th</sup> September 2011, 10.00 am	521/C, Urla Industrial Complex, Urla , Raipur (C.G.) 493221	-NO-	-NO-
2011-12	28 <sup>th</sup> September 2012, 9.00 am	521/C, Urla Industrial Complex, Urla , Raipur (C.G.) 493221	-NO-	-NO-

**II. Extraordinary General Meeting:**

No Extraordinary General Meeting of the Members was held during the year 2012-13.

**III. Postal Ballot:**

No Postal Ballot was conducted during the year 2012-13.

**7. CODE OF ETHICS**

The Company adheres to highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in all its business dealings. A code of conduct for the Board Members and

senior management and a code of conduct for prevention of Insider Trading as detailed below have been adopted pursuant to Clause 49 of the Listing Agreement and the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. The Code is applicable to all the directors and specified senior management executives. The Code impresses upon Directors and Senior Management executives to uphold the interest of the Company and its stakeholders and to endeavor to fulfill all fiduciary obligations towards them. Another important principle on which code is based is that the Directors and the Senior Management Executives shall act in accordance with highest standards of honesty, integrity, fairness and ethical conduct and shall exercise utmost good faith, due care and integrity in performing their duties.

**DECLARATION AFFIRMING COMPLIANCE OF CODE OF CONDUCT**

I Anand Goel, Managing Director of Shri Bajrang Alloys Limited, hereby declares that all the members of the Board of Directors and the Senior Management personnel have affirmed compliance with the Code of Conduct, applicable to them as laid down by the Board of Directors in terms of Clause 49(1)(D)(ii) of the Listing Agreement entered into with the Stock Exchanges, for the year ended March 31, 2013.

*For, Shri Bajrang Alloys Limited*

Sd/-  
**Anand Goel**  
(Managing Director)





## SHRI BAJRANG ALLOYS LTD.

### 8. DISCLOSURES

1. A Statement in summary form, of all the transactions entered into with the related parties in the ordinary course of business, details of material individual transactions with the related parties that are in normal course of business were placed before the audit committee. There are no material transactions with the related parties, which require separate disclosures or have potential conflicts with the interests of the Company. A comprehensive list of transactions entered into with the related parties as required by Accounting Standard (AS)-18 issued by the Institute of Chartered Accountants of India is disclosed in the Note No. 33 in the Annual report.
2. The risk management issues are discussed in detail in the report of Management Discussion and Analysis. Since the risk control framework is new to the Indian Corporate culture, it is being strengthened on a continuous basis. The Board, its Audit Committee and its executive management is collectively striving to identify the risks impacting the company's business and is in the process of documenting their procedure of risk identification, risk minimization, risk optimization as a part of their risk management policy/strategy.
3. There were no public issues, right issues, preferential issues etc. during the Financial Year 2012-13 under review.
4. The amount of Rs. 18,50,000/- (Rupees Eighteen Lacs Fifty Thousand only) (inclusive of all) per annum was paid as managerial remuneration to the executive directors of the Company.
5. Comprehensive insider trading disclosure guidelines in line with SEBI Regulations have been adopted by the Board in which the procedure to be followed by all the key managerial personnel, staffs and other relevant business associates for disclosure of all security transactions of the shares of the Company on a continuing basis of any

unpublished price sensitive information relating to the Company is formulated.

6. NIL equity shares were held by non-executive directors of the Company.
7. There have been no penalties/strictures/ imposed on the company, by SE/SEBI or any other statutory authority relating to capital markets for any non compliances made by the company.
8. The Directors of the Company affirms that no personnel of the Company have been denied access to the Audit Committee.
9. The Board's Report complies with and discloses all the mandatory requirements as per Clause 49 of the Listing Agreement entered into with Stock Exchange and is moving towards adoption of certain non mandatory requirements as well.

### 9. WHISTLE BLOWER POLICY

The Company has adopted a Whistle Blower policy to provide a formal mechanism to the employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of Conduct or Ethics policy. The policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Audit Committee. The policy also specifies the procedure and reporting authority for reporting unethical behavior, actual or suspected fraud or violation of the code or any other unethical or improper activity misuse or improper use of accounting policies and procedures resulting in misrepresentation of accounts and financial statements. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

### 10. MEANS OF COMMUNICATION

The quarterly, half yearly and annual financial results and reports are send to the stock

exchanges immediately after they are approved by the Board. These are also published in the prescribed proforma within 48 hours of the conclusion of the meeting of the Board of Directors in which they are considered, in one English newspaper circulating in the whole or substantially the whole of India and in one vernacular newspaper in the state of Chhattisgarh.

The Company's designated email id for investor services is investors.sbal@sify.com and the website address of the Company is www.goelmt.com, where the stakeholders can find general information regarding business of the Company and other information.

**11. GENERAL SHAREHOLDER'S INFORMATION**

Annual General Meeting for the year ended 31<sup>st</sup> March 2013

Date	27 <sup>th</sup> September 2013
Time	09.00 A.M.
Venue	521/C, Urla Industrial Complex, Urla, Raipur (C.G.) 493221.
Dates of Book Closure	21 <sup>st</sup> September 2013 to 27 <sup>th</sup> September 2013
Dividend Payment Dates	No dividend has been recommended for the F.Y. 2012-13.

*Financial Calendar (Tentative)*

**Publication with respect to Financial Results and Annual General Meetings**

First Quarter Results	On or before August 15
Second Quarter Results	On or before November 15
Third Quarter Results	On or before February 15
Annual Audited Results for the year ending 31 <sup>st</sup> March, 2014	On or before May 30
Annual General Meeting for the year ended 31 <sup>st</sup> March 2014	On or before September 30

**Details of Exchange where the Company is listed and RTA of the Company**

Listed on	Bombay Stock Exchange (BSE)
Stock Code	Scrip Code-526981
	ISIN No.-INE 402H01015
Registrar and Share Transfer Agent for Physical shares and Electronic Connectivity	LINK INTIME INDIA PVT. LTD. C-33, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W) Mumbai, Maharashtra-78. Ph- (022)-25963838 Fax-(022)25946969

**12. SHARE TRANSFER SYSTEM**

96.68% of the equity shares of the Company are in electronic form. Transfer of these shares is done through the depositories with no involvement of the Company. As regards transfer of shares held in physical form the transfer documents can be lodged with Link Intime India Private Limited at the above mentioned address.

Transfer of shares in physical form is normally processed within twelve to fifteen days from the date of receipt of application, if the documents are complete in all respects. The Compliance Officer, under the authority of the Board, approves transfers, which are noted at subsequent board meetings.

The Company has obtained from a Company Secretary in Practice a Half yearly Certificate of Compliance regarding share transfer as per the requirement of Clause 47(c) of the Listing Agreement and a copy of this certificate has been submitted to the stock exchange.

**Distribution of Shareholding as on 31<sup>st</sup> March 2013**

S.No.	Category	No. of Shares held	Percentage
1.	Promoters (including person acting in concert)	5410969	60.12
2.	Body Corporate	1372607	15.25
3.	General Public	2210666	24.56
4.	NRI	1693	0.02
5.	Clearing Members	4065	0.05
	<b>TOTAL</b>	<b>9000000</b>	<b>100.00</b>



## SHRI BAJRANG ALLOYS LTD.

### Distribution of Shareholding (Size Wise) as on 31<sup>st</sup> March 2013

Shareholding of No. of Shares	No. of Share-holders	Percentage of Total Shareholders	No. of Shares held	Percentage of Total Shares
1-500	1207	68.58	278613	3.10
501-1000	265	15.06	190585	2.12
1001-2000	119	6.76	173543	1.93
2001-3000	47	2.67	122531	1.36
3001-4000	16	0.91	59544	0.66
4001-5000	21	1.19	98862	1.10
5001-10000	35	1.99	246468	2.74
10001-****	50	2.84	7829854	86.99

### Market Price Data

High, Low and Closing prices of Company's Equity Shares in Bombay Stock Exchange Limited; Mumbai during each month from April 2012 to March 2013 are as under (as available on the BSE Website):

(Amount in Rs.)

Month	High	Low	Closing
April 2012	27.40	18.50	26.25
May 2012	28.85	18.50	24.20
June 2012	26.00	17.55	22.80
July 2012	23.00	18.90	19.10
Aug 2012	22.90	16.15	22.90
Sept 2012	25.90	21.60	23.50
Oct 2012	24.50	17.65	20.85
Nov 2012	26.10	19.85	21.80
Dec 2012	24.00	20.75	24.00
Jan 2013	22.85	20.70	21.70
Feb 2013	21.00	19.05	21.00
Mar 2013	20.00	12.50	13.80

### DEMATERIALIZATION OF SHARES AND LIQUIDITY

The Company's Shares are available for dematerialization with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). As on 31<sup>st</sup> March, 2013 the status of dematerialization are :

Held in Dematerialized form in CDSL	938138
Held in Dematerialized form in NSDL	7762947
Held in Physical form	298915

### Outstanding ADRs / GDRs/ Warrants or Any Convertible Instrument, Conversion Dates likely to impact Equity

The Company has never issued any ADR, GDR or Share Warrants which can impact the price of Equity of the Company.

### Plant Location:

521/C, Urla Industrial Complex, Urla, Raipur (C.G.) – 493221

### Address for Correspondence

#### SHRI BAJRANG ALLOYS LIMITED

521/C, Urla Industrial Complex,  
Urla, Raipur - 493221 (C.G.)

Ph. No.: (0771) 4288000, Fax- (0771) 4288001.

### Share Transfer Agents

#### LINK INTIME INDIA PRIVATE LIMITED

C-33, Pannalal Silk Mills Compound, LBS Marg,  
Bhandup (W) Mumbai, Maharashtra-78.

Ph- (022)-25963838

Fax-(022)25946969

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****ECONOMIC AND INDUSTRY OVERVIEW**

Indian steel industry plays a significant role in the country's economic growth. It plays such a significant role that they have their own Ministry of Steel. India has acquired a central position on the global steel map with its giant steel mills, acquisition of global scale capacities by players, continuous modernisation and up-gradation of old plants, improving energy efficiency, and backward integration into global raw material sources.

Currently, ranked the world's fourth largest crude steel capacity, India is expected to become the second largest producer of crude steel in the world by 2015-16. India is also the world's largest producer of sponge iron with a host of coal-based units located in its mineral-rich states.

India's steel making capacity is estimated to exceed 100 million tonnes (MT) by 2013 and the production is expected to reach 275 MT by 2020. The per capita steel consumption has been increased from 34 Kilograms (Kg) in 2004-05 to 59 Kilograms (kg) in 2011-12.

World Steel Association has said steel demand is expected to pick up in India and demand expected to grow by 5.9% to 75.8 million tonnes (mt) in 2013 following 2.5% growth in 2012. Steel demand is likely to grow due to monetary easing which is expected to support investment activities. In 2014, growth in steel demand is expected to further accelerate to 7.0% thanks to the reform measures aimed at narrowing the fiscal deficit, coupled with measures to improve the foreign direct investment climate. The global apparent steel use will increase by 2.9% to 1454 million tonne (mt) in 2013, following a 1.2% growth in 2012. In 2014, it is forecast that world steel demand will grow further by 3.25%.

2012 was a challenging year for the steel industry with apparent steel use increasing at the slowest rate since 2009 when demand declined by -6.5%. This was mainly due to the Eurozone crisis which persisted throughout 2012 and its impact was felt further afield. On the top of this, corrective macroeconomic measures in major

emerging economies also contributed to a concerted slowdown globally.

However, in the early part of 2013, the key risks to the global economy, the Eurozone crisis, a hard landing for the Chinese economy, and the US fiscal cliff issue - have all stabilised considerably and we now expect a recovery in global steel demand to kick in by the second half, led by the emerging economies. Yet, the situation on the financial markets remains fragile and the Eurozone crisis is far from being solved as the recent events in Cyprus have again shown. In 2014, we expect a further pickup in global steel demand with the developed economies increasingly contributing to growth.

**OPPORTUNITIES AND THREATS**

The demand for steel is growing in India. Steel manufacturers are not only expanding their capacities but also working towards improving capacity utilization. Also many overseas steel manufacturers are planning to put up plants in India. This will definitely offer higher opportunities for roll makers.

Your Company builds on its strength of locational advantages, raw material linkages, technology edge and management expertise to seize opportunities in the iron & steel industry. The steel industry has enough potential to grow at a much accelerated pace as there is excellent potential exist for enhancing steel consumption in other sector such as automobile, engineering industries, irrigation and water supply in India.

The threats for your Company would come from adverse fluctuations in input and output capital costs, Slow Industry growth, Technological Changes, Price Sensitivity and Demand Volatility.

The buoyancy in Iron & Steel sectors has attracted many players, resulting in reduced availability of skilled manpower and contractor workforce. Key steel consuming industries such as auto, shipbuilding and construction have been experiencing weak demand, forcing steel makers to slacken production levels. Financial crunch,



## SHRI BAJRANG ALLOYS LTD.

coupled with high cost of input, severely will affect the profits of steel companies. The Indian steel industry has raw materials, but these needs to be turned better and in accordance with standardized international demand.

### CHALLENGES, RISKS AND CONCERNS

Stagnating demand, domestic oversupply and falling price in last few years have hit Indian Steel makers. In India the advantage of cheap labour get offset by low productivity. The risk of increased volatility of raw material prices remains a major concern to the steel industry and its customer. Poor quality of basic infrastructure like roads, port and lack of expenditure in research and development hampers the development of Indian steel industry.

There have been almost revolutionary changes in the global steel scene with fierce competitive pressures on performance, productivity, price reduction and customer satisfaction. National boundaries have melted to encompass an ever increasing world market. Trade in steel products has been on the upswing with the production facilities of both the developed and the developing countries complementing each other in the making of steel of different grades and specialty for the world market.

Technological innovations have provided the competitive edge to the technologically strong companies. Smooth and quick transfer of technology has, however, meant an increasing competitive pressure on the companies to be ahead of the others in the race for technological superiority to maintain and, if possible, to strengthen the bottom-lines.

### FINANCIAL PERFORMANCE

The Revenue for the current financial year stood at Rs. 14453.83 Lacs as compared to Rs. 17113.31 Lacs in the previous year and Profit after Tax stood at Rs.140.33 Lacs during the current financial year as compared to Rs. 213.53 Lacs in the previous year.

### RISK MANAGEMENT

The Company on a continuous basis reviews it's

Risk Management Policy and takes pro-active steps to safeguard and minimize any adversity which may adversely affect organization goals. Technology, People, Environment / Regulatory, Financial Information, Technology and Opportunity Risks. Wherever necessary, the Company takes adequate insurance coverage of its assets for safeguarding from unforeseen risks.

### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control system and well laid down policies and procedures for all its operations and financial functions. The procedures are aligned to provide assurance for maintaining proper accounting controls, monitoring efficient and proper usage of all its assets and reliability of financial and operational reports. The internal control system is aptly supported by the Internal Audit Department functions independently and submit its report to the Managing Director for corrective actions, if any. The Company's Board has an Audit Committee which comprises of three members, all being Independent Directors. The Audit Committee reviews significant findings of the internal control system. The Audit Committee reviews the financial reporting process, the system of internal control and the company's process for monitoring compliances with laws and regulations and the Company's code of conduct. The Audit Committee also reviews with the Statutory Auditors, the Audit reports on the financial statements of the Company and their observations on issues of concern. The Committee monitors the implementation of the internal control system and auditors' recommendations on the same.

### HUMAN RELATIONS

Human resources are considered as one of the most valuable asset in forming the organization structure of the Company. The Human resources Development process of the Company promotes co-operation and innovation among the employees, within the organization which provides flexibility to keep in pace with the changing business needs of the Company and in retaining our personnel.



We have an elaborate performance management system in place involving goal setting and periodic reviews involving confirmation and annual reviews. The review sessions impress upon several aspects of the professionals careers such as career and competency development, financial rewards and recognition. We endeavor to link careers to competencies, individual preferences and organizational needs.

## SAFETY

Safety management is integrated with the Company's overall environment, health and safety (EHS) management and zero accident is taken up as the Company's goal. The following measures have been taken by the Company:

- Identification of hazard and risk present in the work environment and its rectification.
- Continuous monitoring of unsafe conditions and unsafe acts through safety inspections.
- Specific job safety awareness on a continuous basis.

## OUTLOOK

The steel industry in today's world is considered as the backbone of the economy and is often indicative of economic progress, as it plays a critical role in infrastructural and overall economic development.

The outlook for the steel sector in India remains positive. The Government of India has laid special emphasis on development of infrastructure with huge investments in power, roads & highways, railways, housing, oil and gas etc which shall drive demand. Your Company with a well defined product portfolio is poised to take advantage of the growth in iron and steel demand.

The new research report - Indian Steel Industry Outlook 2013 says that the, Indian crude steel production grew at a CAGR of around 12% during 2012-2013. By 2014, the global steel industry may start to emerge from the deep down turn in 2008. Moreover, with the government proactive incentive plans to boost economic

growth by injecting funds in various industries, such as construction, infrastructure, automobile, and power will drive the steel industry in future. Steel consumption in India is expected to grow significantly in coming years as per capita finished steel consumption is far less than its regional counterparts.

## ENVIRONMENT FRIENDLY OPERATIONS

Environmental protection is prime concern for us and we are aware of our core responsibility to the society. The Company's plant complies with all norms set up for clean and better environment by the competent authorities. The Company undertakes regular checks / inspection for the maintenance of environment, health and safety. The company has adequate effluent treatment plant to avoid pollution. The Company is continuously endeavoring to improve the quality of life in the community surrounding its industrial complex.

## CAUTIONARY STATEMENT

Statement in Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations may be forward-looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas market in which the Company operates, Changes in Government Regulations and policies, tax laws and other statutes and incidental factors.

**FOR, SHRI BAJRANG ALLOYS LIMITED**

Sd/-  
**SURESH GOEL**  
(CHAIRMAN)

**PLACE: RAIPUR**  
**DATE: 29.05.2013**



## SHRI BAJRANG ALLOYS LTD.

### AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

**TO THE MEMBERS OF  
SHRI BAJRANG ALLOYS LIMITED**

We have examined the compliance of conditions of Corporate Governance by Shri Bajrang Alloys Limited, for the year ended 31<sup>st</sup> March, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges of India.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants 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 Shareholders / Investor's Grievance Committee.

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

**FOR R.K. SINGHANIA AND ASSOCIATES  
CHARTERED ACCOUNTANTS**

**PLACE : RAIPUR  
DATE : 29.05.2013**

**Sd/-  
RAMESH KUMAR SINGHANIA  
(PARTNER)  
MEMBERSHIP NO. 041880**



**CERTIFICATE FROM CHIEF EXECUTIVE OFFICER/  
CHIEF FINANCIAL OFFICER**

**To  
The Board of Directors  
SHRI BAJRANG ALLOYS LIMITED  
Raipur (C.G.)**

I have reviewed the financial statements and the cash flow statement for the financial year 2012-13 and hereby certify to the best of my knowledge and belief:-

1. These Statements do not contain any material untrue statement or omit any material facts or contain any statements that might be misleading.
2. These Statements together presents a true and fair view of Company's affairs and are in compliance with existing accounting standards and applicable laws and regulations.
3. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the financial year 2012-13 which are fraudulent or illegal or violative of the Company's Code of conduct.
4. I accept the responsibility for establishing and maintaining internal controls and financial reporting and that I have evaluated the effectiveness of internal control systems of the Company for the purpose of financial reporting and I have disclosed to the Auditors and the Audit Committee those deficiencies, of which I am aware, in the design or operation of the internal control systems for the purpose of financial reporting and that I have taken the required steps to rectify these deficiencies.
5. I further certify that:
  - a. There have been no significant changes in the internal control system during the year.
  - b. There have been no significant changes in the accounting policies during the year.
  - c. There have been no instances of significant fraud of which I have become aware and the involvement therein, of management or an employee having significant role in Company's internal Control System.

**(Sd/-)  
ANAND GOEL  
(MANAGING DIRECTOR)**

**DATE: 29.05.2013**



## SHRI BAJRANG ALLOYS LTD.

### R.K. Singhania & Associates

#### CHARTERED ACCOUNTANTS

-: Head Office :-

205, 1<sup>st</sup> FLOOR, SAMTA COLONY. RAIPUR – 492 001 (C.G.) INDIA

Phones : 91-771-2255744-45, 4036066, Fax : 91-771-2254188

E-mail : rkscaryp@yahoo.co.in, Website : rk sca.com

#### INDEPENDENT AUDITOR'S REPORT

##### To the Members of

##### SHRI BAJRANG ALLOYS LIMITED

We have audited the accompanying financial statements of **SHRI BAJRANG ALLOYS LIMITED**, ("the Company") which comprise the Balance Sheet as at 31<sup>st</sup> March 2013, and the Statement of Profit and Loss and the 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 aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2013,

- b) In the case of the Profit and Loss Account, of the PROFIT of the Company 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.

**Report on 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, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

- d) in our opinion, the Balance Sheet, the Statement of Profit and Loss, and the 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.

For, **R.K. Singhania & Associates**  
Chartered Accountants  
Registraion No. 004435C

**Sd/-**  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880  
Raipur, 29<sup>th</sup> May, 2013



**Annexure to the Independent Auditors' Report :-**

**Re: Shri Bajrang Alloys Limited**

(Referred to in Paragraph 1 under the heading of "report on other legal and regulatory requirements" of our report of even date)

- i) (a) The Company has generally maintained the proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals, in phased verification programme, which, in our opinion is reasonable, looking to the size of the company and the nature of its business. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company has not disposed off substantial part of fixed assets during the year, which has any effect on going concern of the Company.
- ii) (a) As explained to us, physical verification of inventory have been conducted at reasonable intervals during the year by the management.
- (b) In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) On the basis of our examination of the inventory records of the company, we are of the opinion that, the company is maintaining proper records of inventory. No discrepancies have been noticed on verification between physical stocks and the book records.
- iii) (a) The Company has granted unsecured loans to One companies covered in the register maintained under section 301 of the companies Act, 1956. The maximum amount involved was Rs. 2148.02 lacs and the year-end balance of the loan granted to a company was Rs. 2148.02 lacs.
- (b) In our opinion, the terms & conditions on which loans have been granted to the companies listed in the register maintained under section 301 of the Companies Act 1956, are not prima facie prejudicial to the interest of the Company.
- (c) The receipt of the principal amount and interest wherever applicable was regular.
- (d) There was no overdue amount of loans granted to companies listed in the register maintained under section 301 of the Companies Act, 1956.
- (e) Company has taken unsecured loan from parties covered in the register maintained u/s 301 of the Companies Act, 1956 and maximum amount outstanding during the year Rs.662.99 Lacs (Previous Year Rs. 375.02 Lacs.) The year end balance Rs.125.97 Lacs (Previous Year Rs. 236.38 Lacs.)
- (f) According to the information and explanations given to us, rate of interest and other terms and conditions on which loan was taken is not prima facie prejudicial to the interest of the company.
- (g) Payment of interest and principal are generally regular.
- iv) In our opinion and according to the information and explanations given to us the internal control procedures regarding

purchase of inventory, fixed assets and for the sale of goods are adequate and the same are commensurate with the size of the company and nature of its business. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.

- v) (a) In opinion and according to the information and explanations given to us, contracts and arrangements that need to be entered into the Registers in pursuance of section 301 of the Act, 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 and exceeding the value of five lakhs rupees in respect of any party during the year have been reasonable having regard to the prevailing market prices at the relevant time.
- vi) According to the information and explanations given to us, the Company has not accepted any deposits from public during the year; therefore, the provisions of clause 4(vi) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.
- vii) The company is a listed company and in our opinion the Company has adequate internal audit system commensurate with its size and nature of its business.
- viii) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a

view to determine whether they are accurate or complete.

- ix) (a) As explained to us there was no amount outstanding as on 31.03.2013 in respect of undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Wealth Tax, Sales Tax, Customs Duty and Excise Duty for a period of more than six months from the date they become payable.
- (b) According to the information and explanations given to us, there are no dues of Sales Tax, Income Tax, Custom Duty, Wealth Tax, Service Tax, Excise Duty and Cess outstanding as on 31.03.2013 which has not been deposited on account of any dispute except following :

Statute	Nature	Amount involved (Rs. '000)	Period	Forum where dispute is pending
Central Excise Tax Act, 1944	CENVAT	292.37	2007-09	CESTAT
Central Excise Tax Act, 1944	CENVAT	289.26	2008-09	CESTAT

- x) The Company does not have any accumulated losses and has not incurred cash losses during the end of the financial year covered by our audit. Therefore, the provisions of clause 4(x) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.
- xi) In our opinion and according to information and explanations given to us, the company has not defaulted in repayment due to financial institution or Banks. Therefore, the provisions of clause 4(xi) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.
- xii) In our opinion and according to information and explanations given to us, the company has not granted loan and advances on the basis of security



## SHRI BAJRANG ALLOYS LTD.

- by way of pledge of share, debenture and other security.
- xiii) In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of sub clause (a), (b), (c), (d) of clause 4 (xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the company.
- xiv) In our opinion and according to information and explanations given to us, the company has maintained proper records of transactions and contracts in respect of trading in securities, debentures and other investments and timely entries have been made therein. All shares, debenture and other investments have been held by the company in its own name.
- xv) The Company has given corporate guarantees for loans availed by the others. The terms and conditions whereof, in accordance with information and explanations furnished to us, are not, prima facie, prejudicial to the interest of the Company.
- xvi) In our opinion, the term loans have been applied progressively for the purpose for which the loans were obtained.
- xvii) According to the information and explanations given to us and on overall examination of the Balance Sheet of the company, we are of the opinion that the Company has not utilized any amount from short term sources towards long term investments and visa versa.
- xviii) According to the information and explanations given to us, during the year the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act. Therefore, the provisions of clause 4(xviii) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.

- xix) The Company has not issued any debenture during the year; therefore, the provisions of clause 4(xix) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.
- xx) The Company has not raised any fund by public issue during the year. Therefore, the provisions of clause 4(xx) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.
- xxi) To our best of knowledge and according to information and explanations given to us, the Company has not been noticed or reported any fraud during the year. Therefore, the provisions of clause 4(xxi) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.

For, **R.K. Singhania & Associates**  
Chartered Accountants  
Registraion No. 004435C

**Sd/-**  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880  
Raipur, 29<sup>th</sup> May, 2013



# SHRI BAJRANG ALLOYS LTD.



## BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2013

(Amount in Rs.)

P A R T I C U L A R S	NOTE No.	AS AT 31.03.2013	AS AT 31.03.2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders Fund</b>			
(a) Share Capital	1	90000000	90000000
(b) Reserve & Surplus	2	161849547	147816054
<b>(2) Non-Current Liabilities</b>			
(a) Long-Term Borrowings	3	276325339	35367764
(b) Deferred Tax Liabilities (Net)	4	4403101	4774762
(c) Long-Term Provisions	5	1397032	1129227
<b>(3) Current Liabilities</b>			
(a) Short-Term Borrowings	6	290006892	284864134
(b) Trade Payables		4518900	6746177
(c) Other Current Liabilities	7	54465180	49644114
(d) Short-Term provisions	8	8179240	10060654
	<b>TOTAL::</b>	<b>891145231</b>	<b>630402886</b>
<b>II. ASSETS</b>			
<b>(1) Non-current Assets</b>			
<b>(a) Fixed Assets</b>			
(i) Tangible Assets	9	49047301	54559260
(b) Non-current investments	10	18520109	15010109
(c) Long-term loans and advances	11	217640755	3144527
<b>(2) Current Assets</b>			
(a) Inventories	12	213206524	262040932
(b) Trade Receivables	13	293259801	192340848
(c) Cash and cash equivalents	14	30845564	662970
(d) Short-Term loans and advances	15	68625177	102644240
	<b>TOTAL::</b>	<b>891145231</b>	<b>630402886</b>

Significant Accounting Policies  
Notes on Financial Statements  
For and on behalf of the Board of Directors.

1 to 38  
As per our attached report of even date.  
For, **R.K. Singhania & Associates**  
Chartered Accountants

**Sd/-**  
**(Anand Goel)**  
Managing Director

**Sd/-**  
**(Narendra Goel)**  
Director

**Sd/-**  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880

**Raipur, 29<sup>th</sup> May, 2013**





# SHRI BAJRANG ALLOYS LTD.

## STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2013

(Amount in Rs.)

PARTICULARS	NOTES	Financial Year Ended 31.03.2013	Financial Year Ended 31.03.2012
I. Revenue From Operations	16	1297730649	1560165212
II. Other Income	17	893616	1606370
III. Total Revenue (I + II)	<b>TOTAL::</b>	<b><u>1298624265</u></b>	<b><u>1561771582</u></b>
IV. Expenses			
Cost of Materials Consumed	18	1027371381	1283302076
Purchase of Stock in Trade	19	15454954	36778480
Changes In Inventories	20	47500962	7518103
Employees benefit Expenses	21	9799537	8602563
Financial Costs	22	38694970	36835252
Depreciation	9	9855274	8955041
Other Manufacturing Expenses	23	68459514	83593415
Other Administrative Expenses	24	60750381	65204007
	<b>TOTAL::</b>	<b><u>1277886973</u></b>	<b><u>1530788937</u></b>
V. Profit Before Tax (III-IV)		20737292	30982644
VI. Tax expenses:			
Net current Tax	25	7075462	9046948
Deferred Tax		(371661)	583101
VII. Profit (Loss) for the period		<b><u>14033491</u></b>	<b><u>21352595</u></b>
VIII. Basic / Diluted Earnings Per Equity Share	26	1.56	2.37

Significant Accounting Policies  
Notes on Financial Statements

1 to 38

For and on behalf of the Board of Directors.

As per our attached report of even date.

For, **R.K. Singhania & Associates**

Chartered Accountants

Sd/-  
**(Anand Goel)**  
Managing Director

Sd/-  
**(Narendra Goel)**  
Director

Sd/-  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880

Raipur, 29<sup>th</sup> May, 2013

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2013**

PARTICULARS	YEAR ENDED 31.03.2013 (Rupees)	YEAR ENDED 31.03.2012 (Rupees)
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</b>		
<b>(1) Net Profit before Taxation</b>	<b>20737292</b>	30982644
Add: Adjustment for :		
(i) Depreciation	<b>9855274</b>	8955041
(ii) Financial Cost	<b>38694970</b>	36835252
(iii) Profit on Sale of Investment & Assets	<b>(770548)</b>	(652242)
(iv) Loss on sale of fixed assets	<b>245532</b>	18551
(v) Dividend Received	<b>(96447)</b>	(129372)
(vi) Provision for Taxation	<b>(7075462)</b>	(9099901)
<b>(2) Operating Profit before working Capital Change</b>	<b>61590611</b>	66909973
<b>Decrease / (Increase) For</b>		
(i) Inventory	<b>48834408</b>	(6461966)
(ii) Trade Receivables	<b>(100918952)</b>	(4927684)
(iii) Long Term Loans Advances	<b>(214496228)</b>	(175752)
(iv) Short Term Loans Advances	<b>34019063</b>	(58613071)
	<b>(232561709)</b>	(70178473)
<b>Increase/(Decrease) for</b>		
(i) Trade & other payables	<b>712375</b>	16236922
(ii) Long Term Liabilities	<b>267805</b>	(288878)
<b>(3) Net Cash Flow from Operating Activities</b>	<b>(169990917)</b>	12679544
Less Income Tax paid	-	(52953)
<b>Subtotal (A)</b>	<b>(169990917)</b>	<b>12732497</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES:-</b>		
(i) Purchase of Fixed Assets	<b>(8203513)</b>	(12319549)
(ii) Purchase of Investments	<b>(3510000)</b>	(3445930)
(iii) Dividend Received	<b>96447</b>	129372
(iv) Sale of Fixed Assets	<b>4385214</b>	270418
(v) Sale of Investment	-	3466824
<b>Subtotal (B)</b>	<b>(7231852)</b>	<b>(11898865)</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES:-</b>		
(i) Proceeds from Long Term Borrowings (Net)	<b>240957575</b>	(6634415)
(ii) Increase of Short Term Borrowings	<b>5142758</b>	42321549
(iii) Interest paid	<b>(38694970)</b>	(36835252)
<b>Subtotal (C)</b>	<b>207405363</b>	(1148118)
<b>Net Increase in Cash &amp; Cash Equivalents</b>	<b>30182594</b>	(314485)
<b>Opening Balance of Cash &amp; Cash Equivalents</b>	<b>662970</b>	977455
<b>Closing Balance of Cash &amp; Cash Equivalents</b>	<b>30845564</b>	<b>662970</b>

**Notes :**

- (1) Cash & Cash equivalent includes Cash & Bank Balances
- (2) Figures of the previous year have been regrouped/rearranged found necessary.
- (3) The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.

As per our attached report of even date.

For, **R.K. Singhania & Associates**

Chartered Accountants

Sd/-

**(Ramesh Kumar Singhania)**

Partner

Membership No. - 041880

**Raipur, 29<sup>th</sup> May, 2013**

For and on behalf of the Board of Directors.

Sd/-

**(Anand Goel)**

Managing Director

Sd/-

**(Narendra Goel)**

Director



# SHRI BAJRANG ALLOYS LTD.

## **(A) COMPANY OVERVIEW :**

Shri Bajrang Alloys Limited is one of the leading manufacturing company of Raipur. Company is engaged in manufacturing of Structural Steels like Angle, Channel, Joist/Beam, Round etc.

## **(B) SIGNIFICANT ACCOUNTING POLICIES:**

### **1. BASIS OF PREPARATION:**

- (i) The financial statements have been prepared on Historical Cost convention in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 1956 and the applicable Accounting Standards in India.
- (ii) The company follows mercantile system of accounting and recognizes income and expenditure on accrual basis except those with significant uncertainties.
- (iii) The accounting policies have been consistently applied by the company.

### **2. 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 revenues & expenses during the reported period. Although these statements are based up on management's best knowledge of current events and actions, actual results could differ from these statements. Difference between the actual results and the estimates are recognised in the period in which the results are known / materialised.

### **3. FIXED ASSETS:**

Fixed Assets are stated at acquisition cost less depreciation. Cost includes related taxes, duties, freight, insurance etc., attributable to acquisition and installation of assets and borrowing cost incurred up to the date of commencing operations, but excludes duties and taxes that are recoverable subsequently from the taxing authorities.

### **4. DEPRECIATION:**

- (i) Depreciation on Fixed Assets has been provided on "Straight Line Basis" at the rates and in the manner prescribed in Schedule – XIV of the Companies Act, 1956.
- (ii) Leasehold land is amortised over the period of lease.
- (iii) Depreciation on Fixed Assets added / disposed off during the year is provided on pro-rata basis with reference to the date of addition / disposal.
- (iv) Expenditure of amount below Rs. 5000 /- had been written off in full.

### **5. INVESTMENTS:**

- (i) Long Term Investments are stated at cost. A provision for diminution is made to recognise a decline, other than temporary, in the value of long term investments.
- (ii) Current Investments are stated at lower of cost and fair value.

### **6. INVENTORIES:**

Inventories are valued in following manner:

- (i) Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any.

- (ii) Cost of inventories of finished goods comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.
- (iii) Cost of Finished Goods are determined on FIFO basis and By-products are valued at net realisable value.
- (iv) Cost of raw materials, stores and consumables, trading and other products are determined on FIFO basis.

## 7. **CONTINGENT LIABILITIES:**

Liabilities which are material and whose future outcome cannot be reasonably ascertained are treated as contingent and not provided for and disclosed by way of notes to the accounts.

## 8. **REVENUE RECOGNITION:**

- (i) Mercantile method of accounting has been employed unless otherwise specifically stated elsewhere in this schedule. However where the amount is immaterial / negligible and / or establishment of accrual / determination of amount is not possible, no entry is made for accruals.
- (ii) Sale of Products - Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Excise Duty and Value Added Tax deducted from turnover (gross) is the amount that is included in the amount of turnover (gross) and not the entire amount of liability arising during the year.
- (iii) Bonus and Leave Encashment are recognised as per Cash Basis.

## 9. **FOREIGN CURRENCY TRANSACTIONS:**

- (i) Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction.
- (ii) Any income or expense on account of exchange difference on settlement of monetary items is recognised in the Profit & Loss Account.
- (iii) In respect of transactions covered by Forward Foreign Exchange Contracts, the difference between the forward rate and exchange rate at the inception of contract is recognized as income or expenses over the life of the contract except for contracts relating to liabilities incurred for purchase of Fixed Assets, the difference thereof is adjusted in the carrying amount of respective Fixed Assets.

## 10. **BORROWING COST:**

Interest and other costs in connection with the borrowing of the funds to the extent related/attribution to the acquisition/construction of fixed assets are capitalized only with respect to qualifying fixed assets i.e. those which take substantial period of time to get ready for its intended use. All other borrowing costs are charged to Profit and Loss account.

## 11. **EMPLOYEES RETIREMENT BENEFITS:**

### (i) **Defined Contribution plan**

Company's contribution to Provident Fund and Employee State Insurance are charged to Profit and Loss Account. Value of encashable leave are encashed during the year and charged to Profit & Loss Account. There is no other obligation other than the contribution payable to respective authorities.

**(ii) Defined Benefit plan**

Company's Liabilities towards gratuity are recognized as an expenses in Profit & Loss Account for the year in which the employee has rendered services. The expenses determined using actuarial valuation techniques & assumptions. Actuarial gain or losses are charged to profit & loss account.

**12. PROVISIONS:**

Provisions are recognized, where the company has any legal or constructive obligation or where realizable estimate can be made for the amount of the obligation and as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

**13. IMPAIRMENT OF ASSETS:**

The Company assesses at each balance sheet date whether there is any indication that any asset may be impaired. If any such indication exists, the carrying value of such assets is reduced to its estimated recoverable amount and the amount of such impairment loss is charged to profit & loss account. If at the balance sheet date there is an indication that previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to that effect.

**14. TURNOVER:**

Gross Turnover includes sales inclusive of excise duty, sales tax, services and are adjusted for discounts.

**15. EXCISE DUTY:**

Excise duty expenses are accounted for at the time of removal of goods from the factory. Total excise expenses includes the amount of reversal of cenvat amount and penalty, if any, on order passed during the year.

CENVAT Credit relating to raw materials/components are debited under current assets for availing credit against CENVAT and credited to respective materials/component account.

**16. SEGMENT REPORTING:**

The company has only one primary segment, i.e. Structural Rolling Mill. As such there is no other reportable segment as defined by Accounting Standard - 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, there is no reportable Geographical Segment either.

**17. PROVISION FOR CURRENT AND DEFERRED TAX:**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between book profit and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. The Deferred Tax Asset is recognised and carried forward only to the extent that there is reasonable certainty that the asset will be realised in future.

**18. EARNING PER SHARE:**

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period.

**C. NOTES ON ACCOUNTS OF THE FINANCIAL STATEMENT FOR FINANCIAL YEAR ENDED 31.03.2013**

Amounts have been rounded off to the nearest rupees and previous year's figures have been regrouped, rearranged and reclassified wherever considered necessary to confirm to the current presentation.

**1. SHARE CAPITAL**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>(A) Authorised, Issued, Subscribed and paid-up share capital</b>		
<b>Authorised Share Capital</b>		
20000000 Equity Shares of Rs. 10/- Each (Previous year 20000000 Equity Shares of Rs. 10/- each)	<b>200000000</b>	200000000
1000000 Preference Shares of Rs. 10/- Each (Previous year 1000000 Preference Shares of Rs. 10/- each)	<b>10000000</b>	10000000
	<b>210000000</b>	210000000
<b>Issued, Subscribed &amp; Fully Paid-up Share Capital</b>		
9000000 Equity Shares of Rs. 10/- Each Fully Paid up (Previous year 9000000 Equity Shares of Rs. 10/- each fully paid up)	<b>90000000</b>	90000000
(Of the above shares, 6000000 Shares are allotted as fully paid-up by way of bonus shares by capitalisation of Security Premium and General Reserve)		
<b>TOTAL::</b>	<b>90000000</b>	90000000

**(B) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year.**

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
No of shares outstanding as at the beginning of the year	<b>9000000</b>	9000000
Add : Number of shares allotted during the year as fully paid-up	-	-
<b>Number of shares outstanding as at the end of the year</b>	<b>9000000</b>	9000000



# SHRI BAJRANG ALLOYS LTD.

## (C) Rights, preferences and restrictions attaching to various classes of shares

SL No.	Class of shares	Rights, preferences and restrictions (including restrictions on distribution of dividends and repayment of capital) attached to the class of shares.
01	Equity Shares	Holder of Equity Share has one Vote per share.
02	Preference shares	Not Issued

## (D) Shares in the company held by each shareholder holding more than 5% shares

SL No.	Name of the shareholder	As at 31.03.2013		As at 31.03.2012	
		No. of shares	% Held	No. of shares	% Held
01	Rajendra Goel *	847500	9.42	847500	9.42
02	Atlanta Securities Pvt. Ltd.	760500	8.45	760500	8.45
03	Narendra Goel *	632700	7.03	632700	7.03
04	Hariram Goel *	566100	6.29	566100	6.29
05	Anand Goel *	513400	5.70	513400	5.70
06	Suresh Goel *	482400	5.36	482400	5.36

\* Hold as in capacity of Karta of HUF

## 2. RESERVES & SURPLUS

(Amount in Rs.)

PARTICULARS	AS AT	AS AT
	31.03.2013	31.03.2012
<b>General Reserve</b>		
As per last Balance Sheet	63546000	53546000
Add : Transferred from Profit & Loss Account	10000000	10000000
	<b>73546000</b>	63546000
<b>Profit &amp; Loss Account</b>		
As per last Balance Sheet	84256556	72903959
Add: Current year Surplus	14033491	21352595
Less: Transferred to General Reserve	10000000	10000000
Net Carried Forward Surplus	<b>88290047</b>	84256554
<b>Capital Reserve</b>		
As per last Balance Sheet	13500	13500
Add : Addition during the year	-	-
	<b>13500</b>	13500
<b>TOTAL::</b>	<b>161849547</b>	147816054

Note: Profit for the year has not been appropriated for the purpose of distribution of dividend and its tax.



**3. LONG TERM BORROWINGS**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>(a) Long term maturities' of Finance lease obligations *</b> <b>Secured Loan</b> <i>(Hypothecated by vehicle, 36 equal Monthly installment of Rs. 19284/- beginning from Dec. 2011)</i> <i>(Hypothecated by vehicle, 36 equal Monthly installment of Rs. 96354/- beginning from March 2013)</i>	<b>130201</b>	<b>335049</b>
	<b>1924836</b>	-
<b>(b) Loans and Advances from Related Parties</b> <b>Unsecured :</b> From Directors & their Relatives **	<b>11978405</b>	<b>7398154</b>
<b>(c) Loans and Advances from others</b> <b>Unsecured :</b> From Corporate Bodies ** From Financial Institutions & Banks ***	<b>2246115</b> <b>260045782</b>	<b>27634561</b> -
<b>TOTAL::</b>	<b>276325339</b>	<b>35367764</b>

Note : There is no default, continuing or otherwise, as at the balance sheet date, in repayment of any of the above loans.

\* In respect of Fixed Assets acquired on finance lease as per Accounting Standard on Leases (AS-19), the minimum lease rentals outstanding as on 31<sup>st</sup> March, 2013 are as follows :

Due	Amount in Rs.					
	Total Minimum Lease Payments Outstanding as at 31 <sup>st</sup> March		Interest not due		Present Value of the minimum lease payments as at 31 <sup>st</sup> March	
	2013	2012	2012-13	2011-12	2013	2012
Not later than one year	<b>1387656</b>	231408	<b>251664</b>	47676	<b>1135992</b>	183732
Later than one year and not later than five years.	<b>2254776</b>	366396	<b>199739</b>	31347	<b>2055037</b>	335049

\*\*As clarified by management all above mentioned Unsecured loan treated as Long term.

\*\*\*Maturity Profile of Unsecured Term Loans from financial Institutions & banks are as set out below :

Maturity Profile				
Term Loans (Rs. in Lacs)	1-2 Years	2-3 Years	3-4 Years	Beyond 4 Years
	143.85	163.40	185.60	2107.61

Above Loans had been secured by property of Directors & its Relatives.



# SHRI BAJRANG ALLOYS LTD.

## 4. DEFERRED TAX LIABILITIES (NET)

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Deferred Tax Liabilities On Account of Depreciation	5004901	5258809
Less: Deferred Tax Assets On Account of Gratuity	601800	484047
Deferred Tax Liabilities (Net)	4403101	4774762

In accordance with "Accounting Standard – 22" issued by the "Institute of Chartered Accountants of India", the Company has recognised net of deferred tax assets and deferred tax liability amounting to Rs. 4403101/- as on 31/03/2013 under a separate head "Deferred Tax Liability". Deferred tax Expenses for the year amounting to Rs. -371661/- has been recognised in the Profit & Loss Account.

## 5. LONG TERM PROVISIONS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Employee Benefits</b>		
<b>For Gratuity</b>		
Opening Balance	1491899	1780777
Add : Net Provision / (Written back)	362933	(288,878)
Less : Paid during the year	-	-
	1854832	1491899
Less : Transfer to Current Liability (Amount due within one year)	457800	362672
<b>TOTAL::</b>	<b>1397032</b>	<b>1129227</b>

## 6. SHORT TERM BORROWINGS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Working Capital Loan</b>		
<b>Secured :</b>		
Cash Credit Limit (Bank of Baroda) (Cash Credit facility is secured by hypothecation of stocks of raw materials, stock of consumable stores, stock-in-transit, finished goods, book debts and personal guarantee by Directors.)	290006892	284864134
Note: There is no default, as at the balance sheet date, in repayment of any of above Loans		
<b>TOTAL::</b>	<b>290006892</b>	<b>284864134</b>

## 7. OTHER CURRENT LIABILITIES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Other Payables</b>		
Current maturities of finance lease obligations (refer note -3)	1135992	183732
Current maturities of Long term Borrowing (refer note -3)	14038030	-
Advances from Customers	23911002	28976007
Excise Duty Payable on Closing Stock	11109826	17004583
Vat Tax Payable	2223531	1849620
Entry Tax payable	144736	45798
Service tax payable	485	2259
TDS Payable	788678	347709
Other Expenses payables	1112900	1234406
<b>TOTAL::</b>	<b>54465180</b>	<b>49644114</b>

## 8. SHORT TERM PROVISIONS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Provision for employee benefits</b>	<b>1103778</b>	<b>960753</b>
<b>Others</b>		
Provision for income-tax	7075462	9099901
<b>TOTAL::</b>	<b>8179240</b>	<b>10060654</b>

(Amount in Rs.)

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	Cost As At 31.03.2012	Addition During The Year	Deletion During The Year	Cost As At 31.03.2013	Upto 31.03.2012	For the Year	Deletion During The Year	Total upto 31.03.2013	As At 31.03.2013	As At 31.03.2012
Leasehold Land	869024	-	-	869024	155634	8778	-	164412	704612	713390
Freehold Land	3162160	-	-	3162160	-	-	-	-	3162160	3162160
Factory Building	2418645	-	-	2418645	1425962	80783	-	1506745	911900	992683
Other Building	7989518	-	-	7989518	1219585	130229	-	1349814	6639704	6769933
Plant & Equipments	60570662	-	-	60570662	30195879	2877106	-	33072985	27497677	30374783
Rolls	100233141	4608795	4728626	100113310	91501452	6024100	1248960	96276592	3836718	8731689
Furniture & Fixtures	1536525	27000	-	1563525	709042	98397	-	807439	756086	827483
Vehicles	6791041	3567718	1060381	9298378	3806011	633772	679848	3759935	5538443	2985030
Computer	1207415	-	-	1207415	1205307	2108	-	1207415	-	2108
<b>TOTAL</b>	<b>184778131</b>	<b>8203513</b>	<b>5789007</b>	<b>187192637</b>	<b>130218871</b>	<b>9855274</b>	<b>1928809</b>	<b>138145336</b>	<b>49047301</b>	<b>54559260</b>
Previous Year	172865408	12319549	406826	184778131	121567105	8955041	303275	130218871	54559260	51298303

**10. NON-CURRENT INVESTMENTS**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Trade Investments</b>		
<b>(i) Investments in Equity Shares</b>		
<b><u>Quoted Equity Shares Fully Paid up</u></b>		
500 Shares in Jyoti Structures Ltd. of Rs. 2/- each (Previous year 500 Shares of Rs. 2/- each)	3500	3500
871 Shares in Bank of Baroda of Rs. 10/- each (Previous year 871 Shares of Rs. 10/- each)	200330	200330
5700 Shares in Godawari Power & Ispat Ltd of Rs. 10/- each (Previous year 5700 Shares of Rs. 10/- each)	1307330	1307330
8000 Shares in Reliance Power Limited of Rs. 10/- each (Previous year 8000 Shares of Rs. 10/- each)	1733019	1733019
51000 Shares in Readymade Steel India Limited of Rs. 10/- each (Previous year 51000 Shares of Rs. 10/- each)	3445930	3445930
<b>Sub Total</b>	<b>6690109</b>	6690109
(Aggregate Market Value Rs.3629494/- (Prev. Year Rs. 6127382/-))		
<b><u>Unquoted Equity Shares, fully paid up</u></b>		
250100 Shares in Shri Bajrang Ispat & Plywood Ltd. of Rs. 10/- each (Previous year 250100 Shares of Rs. 10/- each)	2501000	2501000
577000 Shares in Shri Bajrang Power & Ispat Ltd. of Rs. 10/- each (Previous year 577000 Shares of Rs. 10/- each)	5770000	5770000
4900 Shares in Shri Bajrang Hydro Energy Pvt. Ltd. of Rs. 10/- each (Previous year 4900 Shares of Rs. 10/- each)	49000	49000
<b>(ii) Investments in Equity Shares of subsidiary company</b>		
<b><u>Unquoted Equity Shares fully paid up</u></b>		
351000 Shares in Popular Mercantile Pvt. Ltd. of Rs. 10/- each (Previous year NIL Shares)	3510000	-
<b>Sub Total</b>	<b>11830000</b>	8320000
<b>TOTAL::</b>	<b>18520109</b>	15010109



# SHRI BAJRANG ALLOYS LTD.

## 11. LONG TERM LOANS AND ADVANCES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Unsecured, considered good</b>		
<b>(a) Security Deposits</b>		
Deposit with Governments Authorities and others	<b>2838349</b>	3144527
<b>(b) Loans and advances</b>		
To related parties (refer note-33)	<b>214802406</b>	-
<b>TOTAL::</b>	<b>217640755</b>	3144527

## 12. INVENTORIES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
(As valued, verified and certified by the management) (All Stock are valued at cost or net realizable value which ever is lower)		
Raw Materials and components	<b>104492209</b>	98601925
Finished goods	<b>100995153</b>	154582117
Trading Goods	<b>116145</b>	-
Stores and spares	<b>3077710</b>	3616100
Others		
- Furnace oil	<b>919600</b>	887250
- Coal	<b>479907</b>	1302840
- Rolls (Scrap)	<b>3125800</b>	3050700
<b>TOTAL::</b>	<b>213206524</b>	262040932

## 13. TRADE RECEIVABLES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Trade receivables outstanding for a period less than six months</b>		
Unsecured, considered good *	<b>234309007</b>	<b>189474672</b>
	<b>234309007</b>	<b>189474672</b>
<b>Trade receivables outstanding for more than six months</b>		
Unsecured, considered good	<b>58950794</b>	<b>2866176</b>
	<b>58950794</b>	<b>2866176</b>
<b>TOTAL::</b>	<b>293259801</b>	<b>192340848</b>

\* Trade Receivable stated above include debts due by:

Firm in which director is a partner *	-	569838
Company in which director is a member *	<b>12484018</b>	-



14. CASH & CASH EQUIVALENTS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Balances with banks</b>		
In current Accounts	30107410	182579
<b>Other Bank balances</b>		
Deposit with original maturity for more than 3 months but less than 12 months	300000	-
Cash in hand	438154	480391
<b>TOTAL::</b>	<b>30845564</b>	<b>662970</b>

15. SHORT TERM LOANS & ADVANCES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Loans and advances to related parties</b>		
<b>Unsecured, considered good</b>		
Advance recoverable in cash or in kind or value to be received	-	148666
Advance to Supplier	51708837	72207252
	<b>51708837</b>	<b>72355918</b>
<b>Others</b>		
<b>Unsecured, considered good</b>		
Advance recoverable in cash or in kind or value to be received	1993241	1305939
Advance to Supplier	4558238	13757214
Balance with Central Excise & Sales Tax Department	1828928	5224041
Interest Receivable	14696	-
Prepaid Expenses	235240	241790
TDS Receivable & Advance Tax	8203880	9677221
Fringe Benefit Tax	82117	82117
	<b>16916340</b>	<b>30288322</b>
<b>TOTAL::</b>	<b>68625177</b>	<b>102644240</b>

16. REVENUE FROM OPERATIONS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Sales of Steel Rolled Product	1444489534	1709725013
Less : Excise Duty paid on Finished Goods	146758885	149559801
<b>TOTAL::</b>	<b>1297730649</b>	<b>1560165212</b>



# SHRI BAJRANG ALLOYS LTD.

## 17. OTHER INCOME

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Other Sources</b>		
Income from Sale of Long Term Investments & Assets	770548	652242
Foreign Exchange Difference (Net)	-	91553
Dividend Income from Long Term Investment	96447	129372
Excess Gratuity Provision written back	-	288878
Sundry Balance written off	26621	444325
<b>TOTAL::</b>	<b>893616</b>	<b>1606370</b>

## 18. COST OF MATERIAL CONSUMED

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>Steel Product</b>		
Opening Stock	98601925	88909478
Add: Purchases	1035498193	1307536764
	1134100118	1396446242
Less: Disposal	2236528	14542241
Purchase Return	-	-
Closing Stock	104492209	98601925
	106728737	113144166
Raw Material Consumed	1027371381	1283302076

### Breakup of Raw Material Consumed

Imported	-	-
Percentage %	-	-
Indigenous	1027371381	1283302076
Percentage %	100	100
Value of Imports on C.I.F. Basis (In Rs.)	-	-

## 19. PURCHASE OF STOCK IN TRADE

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>TRADING PURCHASES</b>		
Steel Product	15443634	36685621
Carriage Inward	11320	92859
<b>TOTAL::</b>	<b>15454954</b>	<b>36778480</b>

**20. CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK-IN-TRADE**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Closing Stock of Finished Goods	100995153	154582117
Closing Stock of Rolls & Scrap	3125800	3050700
Closing Stock of Traded Goods	116145	-
	<b>104237098</b>	157632817
Less: Opening Stock of Finished Goods	154582117	160151008
Less: Opening Stock of Rolls & Scrap	3050700	2950500
Less: Opening Stock of Traded goods	-	-
	<b>157632817</b>	163101508
(Increase)/ Decrease in stock of finished goods	53395719	5468691
Increase / (Decrease) in Excise on Closing Stock	(5894757)	2049412
Net (Increase)/ Decrease in stock of finished goods	47500962	7518103

**21. EMPLOYEES BENEFIT EXPENSES**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Salaries, Wages & Other Benefits	8693396	7964889
Contribution to Provident and Other Funds	737386	536005
Staff & Workers Welfare Expenses	368755	101669
<b>TOTAL::</b>	<b>9799537</b>	8602563

**22. FINANCIAL COSTS**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Interest Expenses	36205566	35746516
Other Borrowing Cost	2489404	1088736
<b>TOTAL::</b>	<b>38694970</b>	36835252

**23. OTHER MANUFACTURING EXPENSES**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Power & Fuel	55061440	70206870
Consumption of Stores & Spares	4936229	4353663
Repairs & Maintenance	3376054	5042139
Coal Feeding Charges	2115171	1991253
Conversion Charges	257670	198900
Entry Tax	2708033	1790438
Excise Duty Expenses	4917	10152
<b>TOTAL::</b>	<b>68459514</b>	83593415



# SHRI BAJRANG ALLOYS LTD.

Breakup of Stores Consumed		
Imported	-	-
Percentage %	-	-
Indigeneous	4936229	4353663
Percentage %	100	100
Value of Imports on C.I.F. Basis (In Rs.)	-	-

## 24. OTHER ADMINISTRATIVE EXPENSES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Auditor's Remuneration - For Statutory Audit	150000	150000
- For Tax Audit	50000	50000
- For Consultancy	25000	25000
Advertisement & Sales Promotion	115401	348456
Charity & Donations	21200	11100
Director's Remuneration	1850000	1800000
Finished Goods Handling Charges	2109577	2504448
Insurance Expenses	199405	219466
Loss on Sale of fixed assets	245532	18551
Legal & Filing Expenses	580301	808022
Miscellaneous expenses	385919	357146
Printing & Stationery	148825	149817
Postage & Telephone	458988	492866
Registration & Renewal Charges	127851	154163
Rent, Rates and Taxes	71438	241116
Running & Maintenance - Others	361663	248500
Sales Commission	93495	253174
Sales Tax	52589909	55943731
Travelling & Conveyance	1165877	1428451
<b>TOTAL::</b>	<b>60750381</b>	<b>65204007</b>

## 25. CURRENT TAX

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Current Tax	7075462	9099901
Add : Taxes for Earlier Years	-	-52953
<b>TOTAL::</b>	<b>7075462</b>	<b>9046948</b>

Provision for Income Tax has been made in terms of the normal provisions of the Income Tax Act' 1961.

## 26. EARNING PER EQUITY SHARE

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
Profit / (Loss) after Taxation as per Profit & Loss Account	14033491	21352595
Weighted Avg. No. of Equity Shares Outstanding	9000000	9000000
Basic / Diluted Earning / (Loss) per Share of Rs. 10/-	1.56	2.37

**27. GRATUITY**

As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below :

**Defined Contribution Plans**

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

PARTICULARS	(Amount in Rs.)	
	AS AT 31.03.2013	AS AT 31.03.2012
Employer's Contribution to Provident Fund	241217	247132
Employer's Contribution to Employee State Insurance	133236	288873
<b>TOTAL::</b>	<b>374453</b>	<b>536005</b>

**Defined Benefit Plan****Gratuity**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service or part thereof in excess of 6 months and its payable on retirement / termination/ resignation. The benefit vests on the employees after completion of 5 years of service. The gratuity liability has not been externally funded.

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

	In Rs.	
	2012-13	2011-12
<b>i) Reconciliation of opening and closing balances of Defined Benefit Obligation</b>		
Defined Benefit obligation at beginning of year	1491899	1203940
Current Service Cost	191799	181435
Interest Cost	150603	107834
Actuarial (gain) / loss	20531	(1310)
Benefits paid	-	-
Defined Benefit obligation at year end	<b>1854832</b>	1491899
<b>ii) Reconciliation of fair value of assets and obligations</b>		
Defined Benefit obligation	1854832	1491899
Fair value of Plan assets	-	-
	<b>1854832</b>	1491899
Less : Unrecognised Past Service Cost	-	-
Amount recognised in Balance Sheet	<b>1854832</b>	1491899

Since the entire amount of plan obligation is unfunded, therefore change in the fair value of plan assets are not given. Further the entire amount of plan obligation is unfunded, therefore categories of plan asset as a percentage of the fair value of total plan assets and company's expected contribution to the plan assets in the next year is not given.



## SHRI BAJRANG ALLOYS LTD.

### iii) Expenses recognised during the year (Under the head "Employee Benefit Expenses"- Refer Notes "21")

Current Service Cost	191799	181435
Interest Cost	150603	107834
Expected return on Plan assets	-	-
Actuarial (gain) / loss	20531	(1310)
Curtailment Cost	-	-
Settlement Cost	-	-
Amortization of past service Cost	-	-
<b>Net Cost</b>	<b>362933</b>	<b>287959</b>

**IV) Investment Details :** NIL NIL

### V) Actuarial assumptions :

Mortality Table LIC (1994-96) Ultimate

Discount rate (per annum)	8.25%	8.00%
Expected rate of return on plan assets (per annum)	-	-
Rate of escalation in salary (per annum)	5.00%	5.00%
Expected Average remaining working lives of employees (Years)	17.57	18.00

Principal Plan is under Payment of Gratuity Act, 1972 (as amended up to date).

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The expected rate of return on plan assets is determined considering several applicable factors, mainly the composition of Plan assets held, assessed risks, historical results of return on plan assets and the Company's policy for plan assets management.

### Leave Encashment

The obligation for leave encashment is recognised during the year of Rs.139010/- (P.Y.Rs.128428/-), is equivalent to one month salary and charged to Profit & Loss Account

## 28. EXCISE DUTY ON CLOSING STOCK

Excise duty shown as deduction from sales represents the amount of excise duty collected on sales and in accordance with ASI 14 on 'Disclosure of Revenue from Sales Transactions' issued by Institute of Chartered Accountants of India, differential excise duty on opening and closing stock of -

finished goods amounting to Rs.(5894757) lakhs (P.Y. Rs.2049412) has been adjusted from increase/(decrease) in stock in trade in Notes -20.



**29. CONTINGENT LIABILITIES**

Contingent Liabilities and Commitments (To The Extent Not Provided For)

(Amount in Lacs)

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>(i) Contingent Liabilities</b>		
(a) Claims against the company not acknowledged as debt (Security Amount deposited Against the claim Rs.1.5 Lacs) (P.Y. Rs.6.25 Lacs).	5.82	10.69
(b) Guarantees		
Bank Guarantees	10.00	-
(Margin money of Rs. 1.00 Lac (previous year Rs. Nil) deposited with bank.)		
Bill Discounted Under LC	2755.22	4862.92
Corporate Guarantees on behalf of other companies	20920.00	20920.00
	23691.04	25793.61
<b>(ii) Commitments</b>	-	-
<b>TOTAL::</b>	<b>23691.04</b>	<b>25793.61</b>

30. Balances of the sundry debtors, sundry creditors, loans and advances etc. are subject to confirmation and reconciliation.
31. The company has not received any information from any of the suppliers of their being a Small Scale Industrial Unit. Hence the amounts due to Small Scale Industrial Unit as on 31<sup>st</sup> March 2013 are not ascertainable.
32. In opinion of the Board, the value of realization of loans, advances and current assets in the ordinary course of business will not be less than the amount at which they are stated in the balance sheet.
33. Information on Related Party as required by Accounting Standard-18, "Related Party Disclosures" issued by The Institute of Chartered Accountants of India, are given below :

**i) Related Parties**

a) **Wholly owned Subsidiary**  
Popular Mercantile Pvt. Ltd.

c) **Associate**  
Shri Bajrang Power & Ispat Limited  
Shri Bajarang Ispat & Plywood Limited  
Shri Bajrang Hydro Energy Pvt. Ltd.  
S.B. Multimedia Private Limited  
Shimmer Investments Pvt. Ltd.  
Swastik Mercantiles Ltd.  
Jainarayan Hari Ram Goel Charitable Trust

**b) Key Management Personnel**

Shri Suresh Goel  
Shri Narendra Goel  
Shri Anand Goel



# SHRI BAJRANG ALLOYS LTD.

## ii) Transaction with Related Parties in the ordinary course of business (In Lacs)

Particulars	Subsidiary		Associates		Key Management	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
Purchase of materials	-	-	4357.69	5270.07	-	-
Sale of materials	-	-	1077.67	1084.00	-	-
Interest Received	-	-	71.13	5.07	-	-
Interest Paid	-	-	2.10	8.39	8.91	11.52
Remuneration paid	-	-	-	-	18.50	18.00
Rent	-	-	0.60	0.60	-	-
Investment	35.10	-	-	-	-	-
Outstanding						
Receivables	-	-	2789.95	722.07	-	1.49
Payables	-	-	6.18	162.39	119.78	73.98
Investment	-	-	83.20	83.20	-	-

## iii) Disclosure in respect of transactions which are more than 10% of the total transactions of the same type with related parties during the year

(Amount in Lacs)

a)	<b>Purchase of Materials:</b>	<b>2012-13</b>	<b>2011-12</b>
	Shri Bajrang Power & Ispat Ltd.	4357.69	5270.07
b)	<b>Sale of Materials:</b>		
	Shri Bajrang Power & Ispat Ltd.	1076.77	1084.00
	Jainarayan Hari Ram Goel Charitable Trust	0.90	-
c)	<b>Interest received:</b>		
	Suresh Goel	-	5.07
	Swastik Mercantiles Ltd.	71.13	-
d)	<b>Interest Paid:</b>		
	Anand Goel	0.95	1.02
	Suresh Goel	4.00	-
	Narendra Goel	3.96	10.50
	Shimmer Investments Pvt. Ltd.	2.10	4.91
	Swastik Mercantiles Ltd.	-	3.49
e)	<b>Rent Paid:</b>		
	Shri Bajrang Power & Ispat Ltd.	0.60	0.60
f)	<b>Remuneration Paid:</b>		
	Anand Goel	9.50	9.00
	Suresh Goel	9.00	9.00

Note: Related party relationship is as identified by the Company on the basis of available information and relied upon by the auditors.

PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
34. Value of Import in Foreign Currency (₹ In Lacs)	Nil	Nil
Expenditure in Foreign Currency (₹ In Lacs)	Nil	Nil
Earnings in Foreign Exchange (₹ In Lacs)		
- FOB value of Exports	Nil	86.71
In USD	Nil	Nil
In EURO	Nil	130,788
Amount remitted in foreign currency on account of dividend	Nil	Nil

35. In accordance with the Accounting Standard (AS-28) on "Impairment of Assets" issued by the Institute of Chartered Accountants of India, the Company during the year carried out an exercise of identifying the assets that may have been impaired in respect of each cash generating unit in accordance with the said Accounting Standard. The company has not identified any Fixed Assets to be materially impaired mainly on account of economic performance and alternative viability of such assets and accordingly no amount has been charged as impairment loss to the Profit & Loss Account at the year end

**36. FOREIGN CURRENCY TRANSACTION**

Foreign Exchange Income shown in Profit and loss Account Rs.Nil (PY. Rs. 91553/-) relates to fluctuation of currency value of Sales Transaction.

37. Inventories and consumption of stores materials have been taken as valued and certified by the management.

38. The previous year figures have been regrouped and/or rearranged wherever necessary.

For and on behalf of the Board of Directors.

As per our attached report of even date.

For, **R.K. Singhania & Associates**  
Chartered Accountants

**Sd/-**  
**(Anand Goel)**  
Managing Director

**Sd/-**  
**(Narendra Goel)**  
Director

**Sd/-**  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880

**Raipur, 29<sup>th</sup> May, 2013**

**FINANCIAL INFORMATION OF SUBSIDIARY COMPANY**

(Amount in Rs.)

S.No.	Name of the Subsidiary Company	Capital	Reserves	Total Assets	Total Liabilities	Investment (except in case of investment in Subsidiaries)	Total Receipts	Profit/ (Loss) before Taxation	Provision for Taxation	Profit / (Loss) after Taxation	Proposed Dividend
1	Popular Mercantile Private Limited	3510000	167129637	170689637	170689637	*170100000	4794075	41115	12706	28409	—
	Total	3510000	167129637	170689637	170689637	170100000	4794075	41115	12706	28409	—

Note:

The Financial year of the Subsidiary is for 12 months from April 01, 2012 to March 31, 2013.

\* The investment amount as mentioned above is of Non-trade Current Investment in Equity Instruments.

**R.K. Singhania & Associates**

**CHARTERED ACCOUNTANTS**

-: Head Office :-

205, 1<sup>st</sup> FLOOR, SAMTA COLONY, RAIPUR – 492 001 (C.G.) INDIA

Phones : 91-771-2255744-45, 4036066, Fax : 91-771-2254188

E-mail: rkscaryp@yahoo.co.in, Website : www.rksca.com

**INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED  
FINANCIAL STATEMENTS**

**To**

**The Members of**

**SHRI BAJRANG ALLOYS LIMITED**

1. We have audited the accompanying consolidated financial statements of SHRI BAJRANG ALLOYS LIMITED (the "Company") and its subsidiary (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March 2013, the Consolidated Statement of Profit and Loss for the year then ended and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Consolidated Financial Statements**

2. Management is responsible for the preparation of these consolidated financial statements that gives a true and fair view of the consolidated financial position and consolidated financial performance of the Group in accordance with accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) 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 consolidated financial statements that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

3. Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.
4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material



## SHRI BAJRANG ALLOYS LTD.

misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and presentation of the consolidated financial statements that give a true and fair view 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 consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

5. In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the reports of the other auditors on the financial statements / consolidated financial statements of the subsidiary and associates as noted below, the consolidated financial statements gives a true and fair view in conformity with the accounting principles generally accepted in India:
  - (i) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2013;
  - (ii) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date.

### Other Matters

6. We did not audit the financial statements of subsidiary, whose financial statements reflect total assets of Rs. 170689637/- as at March 31, 2013, total revenues of Rs. 4794075/- for the year ended on that date These financial statements have been audited by other auditors whose reports have been furnished to us and our opinion, is based solely on the reports of the other auditors.

For, **R.K. Singhania & Associates**  
Chartered Accountants  
Registration No. 004435C

**Sd/-**  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880  
**Raipur, 29<sup>th</sup> May, 2013**



CONSOLIDATED BALANCE SHEET AS AT 31<sup>st</sup> MARCH 2013

(Amount in Rs.)

PARTICULARS	NOTE No.	AS AT 31.03.2013
<b>I. EQUITY AND LIABILITIES</b>		
<b>(1) Shareholders Fund</b>		
(a) Share Capital	1	90000000
(b) Reserve & Surplus	2	328979184
<b>(2) Non-Current Liabilities</b>		
(a) Long-Term Borrowings	3	276325339
(b) Deferred Tax Liabilities (Net)	4	4403101
(c) Long-Term Provisions	5	1397032
<b>(3) Current Liabilities</b>		
(a) Short-Term Borrowings	6	290006892
(b) Trade Payables		4552900
(c) Other Current Liabilities	7	54465180
(d) Short-Term Provisions	8	8195240
	<b>TOTAL::</b>	<b>1058324868</b>
<b>II. ASSETS</b>		
<b>(1) Non-current Assets</b>		
<b>(a) Fixed Assets</b>		
(i) Tangible Assets	9	49047301
(b) Non-current investments	10	185110109
(c) Long-term loans and advances	11	217640755
(d) Other Non-current Assets	12	4800
<b>(2) Current Assets</b>		
(a) Inventories	13	213206524
(b) Trade Receivables	14	293259801
(c) Cash and cash equivalents	15	31098927
(d) Short-term loans and advances	16	68956651
	<b>TOTAL::</b>	<b>1058324868</b>

Significant Accounting Policies  
Notes on Financial Statements  
For and on behalf of the Board of Directors.

1 to 32  
As per our attached report of even date.  
For, **R.K. Singhania & Associates**  
Chartered Accountants

Sd/-  
**(Anand Goel)**  
Managing Director

Sd/-  
**(Narendra Goel)**  
Director

Sd/-  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880

Raipur, 29<sup>th</sup> May, 2013



# SHRI BAJRANG ALLOYS LTD.

## CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2013

(Amount in Rs.)

P A R T I C U L A R S	NOTES	Financial Year Ended 31.03.2013
<b>I. Revenue From Operations</b>	17	<b>1297730649</b>
<b>II. Other Income</b>	18	<b>911245</b>
<b>III. Total Revenue (I + II)</b>	<b>TOTAL::</b>	<b><u>1298641894</u></b>
<b>IV. Expenses</b>		
Cost of Materials Consumed	19	<b>1027371381</b>
Purchase of Stock in Trade	20	<b>15454954</b>
Changes In Inventories	21	<b>47500962</b>
Employees Benefit Expenses	22	<b>9799537</b>
Financial Costs	23	<b>38696210</b>
Depreciation	9	<b>9855274</b>
Other Manufacturing Expenses	24	<b>68459514</b>
Other Administrative Expenses	25	<b>60760022</b>
	<b>TOTAL::</b>	<b><u>1277897853</u></b>
<b>V. Profit Before Tax (III-IV)</b>		<b>20744042</b>
<b>VI. Tax expenses:</b>		
Net current Tax	26	<b>7075462</b>
Deferred Tax		<b>(371661)</b>
<b>VII. Profit (Loss) for the period</b>		<b><u>14040241</u></b>
<b>VIII. Basic / Diluted Earnings Per Equity Share</b>	27	<b>1.56</b>

Significant Accounting Policies  
Notes on Financial Statements

1 to 32

For and on behalf of the Board of Directors.

As per our attached report of even date.  
For, **R.K. Singhania & Associates**  
Chartered Accountants

**Sd/-**  
**(Anand Goel)**  
Managing Director

**Sd/-**  
**(Narendra Goel)**  
Director

**Sd/-**  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880

**Raipur, 29<sup>th</sup> May, 2013**

**(A) SIGNIFICANT ACCOUNTING POLICIES:**

**PRINCIPLES OF CONSOLIDATION**

The consolidated Financial Statements relate to Shri Bajrang Alloys Limited (the Company) and its subsidiary company Popular Mercantile Private Limited from the date of becoming subsidiary i.e. 06.03.2013. The consolidated Financial statements have been prepared on the following basis :

- (i) The Financial Statements of the company and its subsidiary companies are combined on a line by line basis by adding together the book values of items of assets, liabilities, income & expenses, after fully eliminating intra group balances and intra group transactions in accordance with Accounting Standards (AS)-21 "Consolidated Financial Statements".
- (ii) The difference between the cost of investments in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiary is recognized in the financial statements as goodwill or capital reserve as the case may be.
- (iii) Minority Interest's share of net profit of consolidated subsidiary for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the company.
- (iv) Minority Interest's share of net assets of consolidated subsidiary for the year is identified and presented in consolidated balance sheet separate from liabilities and the equity of the company's shareholders.
- (v) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transaction and other events in similar events in similar circumstances and are presented in the same manner as the company's separate financial statements.
- (vi) Investment other than in subsidiary has been accounted as per Accounting Standards (AS) -13 " Accounting for Investments".

**(B) OTHER SIGNIFICANT ACCOUNTING POLICIES:**

These are set out under "Significant Accounting policies" as given in the Standalone Financial Statements of Shri Bajrang Alloys Limited.



# SHRI BAJRANG ALLOYS LTD.

## C. NOTES ON ACCOUNTS OF THE FINANCIAL STATEMENT FOR FINANCIAL YEAR ENDED 31.03.2013

Amounts have been rounded off to the nearest rupees and previous year's figures have been regrouped, rearranged and reclassified wherever considered necessary to confirm to the current presentation.

### 1. SHARE CAPITAL

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>(A) Authorised, Issued, Subscribed and Paid-up Share Capital</b>	
<b><u>Authorised Share Capital</u></b>	
20370000 Equity Shares of Rs. 10/- Each	203700000
1000000 Preference Shares of Rs. 10/- Each	10000000
	<b>213700000</b>
<b><u>Issued, Subscribed &amp; Fully Paid-up Share Capital</u></b>	
9000000 Equity Shares of Rs. 10/- Each Fully Paid up	90000000
(Of the above shares, 6000000 Shares are allotted as fully paid-up by way of bonus shares by capitalisation of Security Premium and General Reserve)	
<b>TOTAL::</b>	<b>90000000</b>

### (B) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year.

PARTICULARS	AS AT 31.03.2013
No of shares outstanding as at the beginning of the year	9000000
Add : Number of shares allotted during the year as fully paid-up	-
<b>Number of shares outstanding as at the end of the year</b>	<b>9000000</b>

**(C) Rights, preferences and restrictions attaching to various classes of shares**

SL No.	Class of shares	Rights, preferences and restrictions (including restrictions on distribution of dividends and repayment of capital) attached to the class of shares.
01	Equity Shares	Holder of Equity Share has one Vote per share.
02	Preference shares	Not Issued

**(D) Shares in the company held by each shareholder holding more than 5% shares**

SL No.	Name of the shareholder	As at 31.03.2013 No. of shares	% Held
01	Rajendra Goel *	847500	9.42
02	Atlanta Securities Pvt. Ltd.	760500	8.45
03	Narendra Goel *	632700	7.03
04	Hariram Goel *	566100	6.29
05	Anand Goel *	513400	5.70
06	Suresh Goel *	482400	5.36

\* Hold as in capacity of Karta of HUF

**2. RESERVES & SURPLUS**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>General Reserve</b>	
As per last Balance Sheet	63546000
Add : Transferred from Profit & Loss Account	10000000
	73546000
<b>Profit &amp; Loss Account</b>	
As per last Balance Sheet	84256556
Add: Current year Surplus	14040241
Less: Transferred to General Reserve	10000000
Net Carried Forward Surplus	88296796
<b>Capital Reserve</b>	
As per last Balance Sheet	13500
Add : Addition during the year	167122888
	167136388
<b>TOTAL::</b>	<b>328979184</b>

Note : Profit for the year has not been appropriated for the purpose of distribution of dividend and its tax.



# SHRI BAJRANG ALLOYS LTD.

## 3. LONG TERM BORROWINGS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
(a) <b>Long term maturities' of Finance lease obligations *</b> <b>Secured Loan</b> (Hypothecated by vehicle, 36 equal monthly installments of Rs. 19284/- beginning from Dec. 2011)	<b>130201</b>
(Hypothecated by vehicle, 36 equal monthly installments of Rs. 96354/- beginning from March 2013)	<b>1924836</b>
(b) <b>Loans and Advances from Related Parties</b> <b>Unsecured :</b> From Directors & their Relatives**	<b>11978405</b>
(c) <b>Loans and Advances from Others</b> <b>Unsecured :</b> From Corporate Bodies **	<b>2246115</b>
From Financial Institutions & Banks ***	<b>260045782</b>
<b>TOTAL::</b>	<b>276325339</b>

Note : There is no default, continuing or otherwise, as at the balance sheet date, in repayment of any of the above loans.

\* In respect of Fixed Assets acquired on finance lease as per Accounting Standard on Leases (AS-19), the minimum lease rentals outstanding as on 31<sup>st</sup> March, 2013 are as follows :

Due	Amount in Rs.		
	Total Minimum Lease Payments Outstanding as at 31 <sup>st</sup> March	Interest not due	Present Value of the minimum lease payments as at 31 <sup>st</sup> March
	<b>2013</b>	<b>2012-13</b>	<b>2013</b>
Not later than one year	<b>1387656</b>	<b>251664</b>	<b>1135992</b>
Later than one year and not later than five years	<b>2254776</b>	<b>199739</b>	<b>2055037</b>

\*\* As clarified by management all above mentioned unsecured loan treated as Long term.

\*\*\* Maturity profile of Unsecured Term Loans from Financial Institutions & Banks are as set out below :

Maturity Profile				
Term Loans Rs. in Lacs	1-2 Years	2-3 Years	3-4 Years	Beyond 4 Years
	143.85	163.40	185.60	2107.61

Above Loan had been secured by property of Director & its Relatives.



**4. DEFERRED TAX LIABILITIES (NET)**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Deferred Tax Liabilities On Account of Depreciation	5004901
Less: Deferred Tax Assets On Account of Gratuity	601800
<b>Deferred Tax Liabilities (Net)</b>	<b>4403101</b>

In accordance with "Accounting Standard – 22" issued by the "Institute of Chartered Accountants of India", the Company has recognised net of deferred tax assets and deferred tax liability amounting to Rs. 4403101/- as on 31/03/2013 under a separate head "Deferred Tax Liability". Deferred tax Expenses for the year amounting to Rs. -371661/- has been recognised in the Profit & Loss Account.

**5. LONG TERM PROVISION**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>Employee Benefits</b>	
<u>For Gratuity</u>	
Opening Balance	1491899
Add : Net Provision / (Written back)	362933
Less : Paid during the year	-
	<b>1854832</b>
Less : Transfer to Current Liability (Amount due within one Years)	457800
<b>TOTAL::</b>	<b>1397032</b>

**6. SHORT TERM BORROWINGS**

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>Working Capital Loan</b>	
<b>Secured:</b>	
Cash Credit Limit (Bank of Baroda)	290006892
(Cash credit facility is secured by hypothecation of stocks of raw materials, stock of consumable stores, stock-in-transit, finished goods, book debts and personal guarantee by directors.)	
Note : There is no default, as at the balance sheet date, in repayment of any of above loans.	
<b>TOTAL::</b>	<b>290006892</b>



# SHRI BAJRANG ALLOYS LTD.

## 7. OTHER CURRENT LIABILITIES

(Amount in Rs.)

<b>PARTICULARS</b>	<b>AS AT 31.03.2013</b>
<b><i>Other Payables</i></b>	
Current maturities of finance lease obligations (refer note -3)	1135992
Current maturities of Long term Borrowing (refer note -3)	14038030
Advances from Customers	23911002
Excise Duty Payable on Closing Stock	11109826
Vat Tax Payable	2223531
Entry Tax payable	144736
Service tax payable	485
TDS Payable	788678
Other Expenses payables	1112900
<b>TOTAL::</b>	<b>54465180</b>

## 8. SHORT TERM PROVISIONS

(Amount in Rs.)

<b>PARTICULARS</b>	<b>AS AT 31.03.2013</b>
<b><i>Provision for employee benefits</i></b>	<b>1103778</b>
<b><i>Others</i></b>	
Provision for income-tax	7091462
<b>TOTAL::</b>	<b>8195240</b>

(Amount in Rs.)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK
	Cost As At 31.03.2012	Addition During The Year	Deletion During The Year	Cost As At 31.03.2013	Upto 31.03.2012	For the Year	Deletion During The Year	Total upto 31.03.2013	As At 31.03.2013
Leasehold Land	869024	-	-	869024	155634	8778	-	164412	704612
Freehold Land	3162160	-	-	3162160	-	-	-	-	3162160
Factory Building	2418645	-	-	2418645	1425962	80783	-	1506745	911900
Other Building	7989518	-	-	7989518	1219585	130229	-	1349814	6639704
Plant & Equipments	60570662	-	-	60570662	30195879	2877106	-	33072985	27497677
Rolls	100233141	4608795	4728626	100113310	91501452	6024100	1248960	96276592	3836718
Furniture & Fixtures	1536525	27000	-	1563525	709042	98397	-	807439	756086
Vehicles	6791041	3567718	1060381	9298378	3806011	633772	679848	3759935	5538443
Computer	1207415	-	-	1207415	1205307	2108	-	1207415	-
<b>TOTAL</b>	<b>184778131</b>	<b>8203513</b>	<b>5789007</b>	<b>187192637</b>	<b>130218871</b>	<b>9855274</b>	<b>1928809</b>	<b>138145336</b>	<b>49047301</b>



# SHRI BAJRANG ALLOYS LTD.

## 10. NON-CURRENT INVESTMENTS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>Trade Investments</b>	
<b>(i) Investments in Equity Shares</b>	
<b>Quoted Equity Shares Fully Paid up</b>	
500 Shares in Jyoti Structures Ltd. of Rs. 2/- each	3500
871 Shares in Bank of Baroda of Rs. 10/- each	200330
5700 Shares in Godawari Power & Ispat Ltd of Rs. 10/- each	1307330
8000 Shares in Reliance Power Limited of Rs. 10/- each	1733019
51000 Shares in Readymade Steel India Limited of Rs. 10/- each	3445930
Sub Total	6690109
(Aggregate Market Value Rs.3629494/- (Prev. Year Rs. 6127382/-))	
<b>Unquoted Equity Shares of fully paid up</b>	
250100 Shares in Shri Bajrang Ispat & Plywood Ltd. of Rs. 10/- each	2501000
1144000 Shares in Shri Bajrang Power & Ispat Ltd. of Rs. 10/- each	175870000
4900 Shares in Shri Bajrang Hydro Energy Pvt. Ltd. of Rs. 10/- each	49000
Sub Total	178420000
<b>TOTAL::</b>	<b>185110109</b>

## 11. LONG TERM LOANS AND ADVANCES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>Unsecured, considered good</b>	
<b>(a) Security Deposits</b>	
Deposit with Governments Authorities and others	2838349
<b>(b) Loans and advances</b>	
To related parties (refer note-33)	214802406
<b>TOTAL::</b>	<b>217640755</b>

# SHRI BAJRANG ALLOYS LTD.



## 12. OTHER NON-CURRENT ASSETS (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Preliminary Expenses : Opening	7200
Add : Incurred during the year	-
Less : Written off during the year	2400
<b>TOTAL::</b>	<b>4800</b>

## 13. INVENTORIES (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
(As valued, verified and certified by the management) (All Stock are Valued at Cost or Net realizable value which ever is lower)	
Raw Materials and Components	104492209
Finished Goods	100995153
Trading Goods	116145
Stores and Spares	3077710
Others	
- Furnace oil	919600
- Coal	479907
- Rolls (Scrap)	3125800
<b>TOTAL::</b>	<b>213206524</b>

## 14. TRADE RECEIVABLES (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>Trade receivables outstanding for a period less than six months</b> Unsecured, considered good *	234309007
<b>Trade receivables outstanding for more than six months</b> Unsecured, considered good	58950794
<b>TOTAL::</b>	<b>293259801</b>

\* Trade Receivable stated above include debts due by:

- Firm in which director is a partner	-
- Company in which director is a member	12484018

## 15. CASH & CASH EQUIVALENTS (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>Balances with banks</b>	
In Current Accounts	30351390
<b>Other Bank balances</b>	
Deposit with original maturity for more than 3 months but less than 12 months	300000
Cash in hand	447537
<b>TOTAL::</b>	<b>31098927</b>



# SHRI BAJRANG ALLOYS LTD.

## 16. SHORT TERM LOANS & ADVANCES

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b><u>Loans and advances to related parties</u></b>	
<b>Unsecured, considered good</b>	
Advance recoverable in cash or in kind or value to be received	-
Advance to Supplier	51708837
	<b>51708837</b>
<b><u>Others</u></b>	
<b>Unsecured, considered good</b>	
Advance recoverable in cash or in kind or value to be received	1993241
Advance to Supplier	4558238
Balance with Central Excise & Sales Tax Department	1828928
Interest Receivable	14696
Prepaid Expenses	235240
TDS Receivable & Advance Tax	8535354
Fringe Benefit Tax	82117
	<b>17247814</b>
<b>TOTAL::</b>	<b>68956651</b>

## 17. REVENUE FROM OPERATIONS

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Sales	1444489534
Less : Excise Duty paid on Finished Goods	146758885
<b>TOTAL::</b>	<b>1297730649</b>

## 18. OTHER INCOME

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b><u>Other Sources</u></b>	
Income from Sale of Long Term Investments & Assets	770548
Interest Income	17629
Dividend Income from Long Term Investment	96447
Sundry Balance written off	26621
<b>TOTAL::</b>	<b>911245</b>

**19. COST OF MATERIAL CONSUMED** (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Steel Product	98601925
Opening Stock	1035498193
Add: Purchases	1134100118
Less: Disposal	2236528
Purchase Return	-
Closing Stock	104492209
	106728737
<b>Raw Material Consumed</b>	<b>1027371381</b>
<b>Breakup of Raw Material Consumed</b>	
Imported	-
Percentage %	-
Indigenous	1027371381
Percentage %	100
Value of Imports on C.I.F. Basis (In Rs.)	-

**20. PURCHASE OF STOCK IN TRADE** (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
<b>TRADING PURCHASES</b>	
Purchases of Traded Goods	15443634
Carriage Inward	11320
<b>TOTAL::</b>	<b>15454954</b>

**21. CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK-IN-TRADE** (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Closing Stock of Finished Goods	100995153
Closing Stock of Rolls & Scrap	3125800
Closing Stock of Traded Goods	116145
	104237098
Less: Opening Stock of Finished Goods	154582117
Less: Opening Stock of Rolls & Scrap	3050700
Less: Opening Stock of Traded goods	-
	157632817
(Increase) / Decrease in stock of Finished Goods	53395719
Increase / (Decrease) in Excise on Closing Stock	(5894757)
Net (Increase)/ Decrease in stock of finished goods	47500962

**22. EMPLOYEES BENEFIT EXPENSES** (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Salaries, Wages & Other Benefits	8693396
Contribution to Provident and Other Funds	737386
Staff & Workers Welfare Expenses	368755
<b>TOTAL::</b>	<b>9799537</b>





# SHRI BAJRANG ALLOYS LTD.

## 23. FINANCIAL COSTS (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Interest Expenses	36205566
Other Borrowing Cost	2490644
<b>TOTAL::</b>	<b>38696210</b>

## 24. OTHER MANUFACTURING EXPENSES (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Power & Fuel	55061440
Consumption of Stores & Spares	4936229
Repairs & Maintenance	3376054
Coal Feeding Charges	2115171
Conversion Charges	257670
Entry Tax	2708033
Excise Duty Expenses	4917
<b>TOTAL::</b>	<b>68459514</b>
Breakup of Stores Consumed	
Imported	-
Percentage %	-
Indigenous	4936229
Percentage %	100
Value of Imports on C.I.F. Basis (In Rs.)	-

## 25. OTHER ADMINISTRATIVE EXPENSES (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Auditor's Remuneration - For Statutory Audit	152500
- For Tax Audit	50000
- For Consultancy	25000
Advertisement & Sales Promotion	115401
Charity & Donations	21200
Director's Remuneration	1850000
Finished Goods Handling Charges	2109577
Insurance Expenses	199405
Loss on Sale of fixed assets	245532
Legal & Filing Expenses	583301
Miscellaneous expenses	385919
Printing & Stationery	148825
Postage & Telephone	460728
Registration & Renewal Charges	127851
Rent, Rates and Taxes	71438
Running & Maintenance - Others	361663
Sales Commission	93495
Sales Tax	52589909
Travelling & Conveyance	1165877
Preliminary expenses Written Off	2400
<b>TOTAL::</b>	<b>60760022</b>

**26. CURRENT TAX** (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Current Tax	7075462
Add : Taxes for Earlier Years	-
<b>TOTAL::</b>	<b>7075462</b>

Provision for Income Tax has been made in terms of the normal provisions of the Income Tax Act, 1961

**27. EARNING PER EQUITY SHARE** (Amount in Rs.)

PARTICULARS	AS AT 31.03.2013
Profit / (Loss) after Taxation as per Profit & Loss Account	14040241
Weighted Avg. No. of Equity Shares Outstanding	9000000
Basic / Diluted Earning / (Loss) per Share of Rs. 10/-	1.56

**28. GRATUITY**

As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below :

**Defined Contribution Plans**

Contribution to Defined Contribution Plans, recognised as expense for the year is as under :

PARTICULARS	AS AT 31.03.2013
Employer's Contribution to Provident Fund	241217
Employer's Contribution to Employee State Insurance	133236
<b>TOTAL::</b>	<b>374453</b>

**Defined Benefit Plan**

**Gratuity**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed years of service or part thereof in excess of 6 months and its payable on retirement / termination/ resignation. The benefit vests on the employees after completion of 5 years of service. The gratuity liability has not been externally funded.

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

**I) Reconciliation of opening and closing balances of Defined Benefit Obligation** 2012-13

Defined Benefit obligation at beginning of year	1491899
Current Service Cost	191799
Interest Cost	150603
Actuarial (gain) / loss	20531
Benefits paid	-
Defined Benefit obligation at year end	<u>1854832</u>



## SHRI BAJRANG ALLOYS LTD.

### II) Reconciliation of fair value of assets and obligations

Defined Benefit obligation	1854832
Fair value of Plan assets	-
	<u>1854832</u>
Less : Unrecognised Past Service Cost	-
Amount recognised in Balance Sheet	<u>1854832</u>

Since the entire amount of plan obligation is unfunded, therefore change in the fair value of plan assets are not given. Further the entire amount of plan obligation is unfunded, therefore categories of plan asset as a percentage of the fair value of total plan assets and company's expected contribution to the plan assets in the next year is not given.

### III) Expenses recognised during the year (Under the head "Employee Benefit Expenses" - Refer Notes "22")

Current Service Cost	191799
Interest Cost	150603
Expected return on Plan assets	-
Actuarial (gain) / loss	20531
Curtailment Cost	-
Settlement Cost	-
Amortization of past service Cost	-
Net Cost	<u>362933</u>

### IV) Investment Details : NIL

### V) Actuarial assumptions :

Mortality Table LIC (1994-96) Ultimate	
Discount rate (per annum)	8.25%
Expected rate of return on plan assets (per annum)	-
Rate of escalation in salary (per annum)	5.00%
Expected Average remaining working lives of employees (Years)	17.57

Principal Plan is under Payment of Gratuity Act, 1972 (as amended up to date).

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The expected rate of return on plan assets is determined considering several applicable factors, mainly the composition of Plan assets held, assessed risks, historical results of return on plan assets and the Company's policy for plan assets management.

### Leave Encashment

The obligation for leave encashment is recognised during the year of Rs.139010/-, is equivalent to one month salary and charged to Profit & Loss Account.

### 29. EXCISE DUTY ON CLOSING STOCK

Excise duty shown as deduction from sales represents the amount of excise duty collected on sales and in accordance with ASI 14 on 'Disclosure of Revenue from Sales Transactions' issued by Institute of Chartered Accountants of India, differential excise duty on opening and closing stock of - finished goods amounting to Rs.(5894757) lakhs (P.Y. Rs. NIL) has been adjusted from increase /(decrease) in stock in trade in Notes -20.

**30. CONTINGENT LIABILITIES**

Contingent Liabilities and Commitments (To The Extent Not Provided For)

(Amount in Lacs)

PARTICULARS	AS AT 31.03.2013
<b>(i) Contingent Liabilities</b>	
(a) Claims against the company not acknowledged as debt (Security amount deposited against the claim Rs. 1.5 Lacs)	5.82
(b) Guarantees	
Bank Guarantees	10.00
(Margin money of Rs. 1.00 Lac deposited with bank)	
Bill Discounted Under LC	2755.22
Corporate Guarantees on behalf of other companies	20920.00
	<b>23691.04</b>
<b>(ii) Commitments</b>	-
<b>TOTAL::</b>	<b>23691.04</b>

**31.** Information on Related Party as required by Accounting Standard-18, "Related Party Disclosures" issued by The Institute of Chartered Accountants of India, are given below :

**i) Related Parties**

**a) Associate**

Shri Bajrang Power and Ispat Limited  
 Shri Bajarang Ispat and Plywood Limited  
 Shri Bajrang Hydro Energy Pvt. Ltd.  
 S.B. Multimedia Private Limited  
 Shimmer Investments Pvt. Ltd.  
 Swastik Mercantiles Ltd.  
 Jainarayan Hari Ram Goel Charitable Trust

**b) Key Management Personnel**

Shri Suresh Goel  
 Shri Narendra Goel  
 Shri Anand Goel

**ii) Transaction with Related Parties in the ordinary course of business (In Lacs)**

	Associates 2012-13	Key management 2012-13
Purchase of materials	4,357.69	-
Sale of materials	1,077.67	-
Interest Received	71.13	-
Interest Paid	2.10	8.91
Remuneration paid	-	18.50
Rent	0.60	-
Investment	-	-
Outstanding		
Receivables	2,789.95	-
Payables	6.18	119.78
Investment	83.20	-



## SHRI BAJRANG ALLOYS LTD.

iii) Disclosure in respect of transactions which are more than 10% of the total transactions of the same type with related parties during the year

(Amount in Lacs)

a)	<b>Purchase of Materials:</b>	<b>2012-13</b>
	Shri Bajrang Power and Ispat Ltd.	<b>4357.69</b>
b)	<b>Sale of Materials:</b>	
	Shri Bajrang Power and Ispat Ltd.	<b>1076.77</b>
	Jainarayan Hari Ram Goel Charitable Trust	<b>0.90</b>
c)	<b>Interest received:</b>	
	Swastik Mercantiles Ltd.	<b>71.13</b>
d)	<b>Interest Paid:</b>	
	Anand Goel	<b>0.95</b>
	Suresh Goel	<b>4.00</b>
	Narendra Goel	<b>3.96</b>
	Shimmer Investments Pvt. Ltd.	<b>2.10</b>
e)	<b>Rent Paid:</b>	
	Shri Bajrang Power and Ispat Ltd.	<b>0.60</b>
f)	<b>Remuneration Paid:</b>	
	Anand Goel	<b>9.50</b>
	Suresh Goel	<b>9.00</b>

Note: Related party relationship is as identified by the Company on the basis of available information and relied upon by the auditors.

32. The previous year figures have not been given due to first year of consolidation.

For and on behalf of the Board of Directors.

As per our attached report of even date.  
For, **R.K. Singhania & Associates**  
Chartered Accountants

**Sd/-**  
**(Anand Goel)**  
Managing Director

**Sd/-**  
**(Narendra Goel)**  
Director

**Sd/-**  
**(Ramesh Kumar Singhania)**  
Partner  
Membership No. - 041880

**Raipur, 29<sup>th</sup> May, 2013**

**SHRI BAJRANG ALLOYS LIMITED**

**Regd. Office :** 521/C, Urla Industrial Complex, Urla, Raipur - 493 221 (C.G.)

**Proxy Form**

Folio No. / ..... DP ID No.\* ..... Client ID No.\* .....

I/We ..... resident of .....  
.....in the district of .....being a member /members  
of the above named Company, hereby appoint Shri/Smt.....resident of  
.....or failing him / her, Shri/Smt. ....  
of .....in the district of .....as  
my/our proxy to vote for me/us on my/our behalf at the 23<sup>rd</sup> ANNUAL GENERAL MEETING of the  
Company to be held on Friday, 27<sup>th</sup> September 2013 at 09.00 A.M. at the registered office of the Company  
at Raipur and at any adjournment thereof.

Signed this.....day of .....2013.

No. of Shares held

Signature 

Affix Revenue Stamp
---------------------------

\* Applicable for investors holding shares in electronic form.

Note : This Instrument of proxy shall be deposited at the Registered Office of the Company not less than 48 hours before commencement of the meeting. The proxy need not be a member of the Company.

TEAR HERE

----- TEAR HERE -----

**SHRI BAJRANG ALLOYS LIMITED**

**Regd. Office :** 521/C, Urla Industrial Complex, Urla, Raipur - 493 221 (C.G.)

**Attendance Slip**

**PLEASE FILL THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL**

Folio No. / ..... DP ID No.\* ..... Client ID No.\* .....

NAME AND ADDRESS OF THE SHARE HOLDER / PROXY /

No. of Shares held :

I here by record my presence at the 23<sup>rd</sup> ANNUAL GENERAL MEETING of the Company being held on  
Friday, 27<sup>th</sup> September, 2013 at 09.00 A.M. at the registered office of the Company at Raipur.

Dated :

\_\_\_\_\_  
Signature of the Member/Proxy

Note :

- (1) Shareholders/Proxy holder are requested to bring the attendance slip with them.
- (2) Persons attending the Meeting are requested to bring their copies of Annual Report with them as further copies will not be provided at the Meeting Hall.

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***Printed Matter***

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**SHRI BAJRANG ALLOYS LTD.**

521/C, URLA INDUSTRIAL COMPLEX, URLA, RAIPUR 493 221 (C.G.) INDIA.

Ph. : (+91-771) 4288000 • Fax : (+91-771) 4288001

E-mail : [sbal@goelmt.com](mailto:sbal@goelmt.com), Website : [www.goelmt.com](http://www.goelmt.com)

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