

Contents	Page No.
Company Information	
Notice	
Directors' Report, Management Discussion & Analysis Report	
Report on Corporate Governance	
Auditors' Report	
Balance Sheet	
Profit & Loss Statement	
Notes on Financial Statements	
Cash Flow Statement	
Consolidated Statements	

As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies to the meeting.

BOARD OF DIRECTORS

Mr. Gautam P. Khandelwal	Executive Chairman
Mr. Mohan S. Adige	Independent Director
Mr. Girish M. Bakre	Independent Director
Mr. Arnold Allen	Independent Director
Mr. Ajit Suresh Parundekar	Non-Executive Director

COMPANY SECRETARY

Ms. Nidhi Salampuria

AUDITORS

M/s. M. V. Ghelani & Co.
Chartered Accountants, Mumbai

BANKERS

State Bank of India

LISTED AT

Bombay Stock Exchange Limited

REGISTERED OFFICE

Nirmal, 20th Floor, Nariman Point,
Mumbai-400021.
Tel.: 022 - 22023055/66
Fax : 022 - 22043162
Email : npil_investor@khandelwalindia.com

WORKS

Khandelwal Nagar, Dist. Nagpur – 441402.

REGISTRAR & SHARE TRANSFER AGENTS**Sharepro Services (India) Private Limited**

13AB, Samhita Warehousing Complex,
Second Floor, Sakinaka Telephone Exchange Lane,
Off. Andheri Kurla Road, Sakinaka,
Andheri (East), Mumbai - 400 072.
Tel No.: 022-67720334/37 (Director)
022-37720300/400 (Board)
Email ID: sharepro@shareproservices.com

NOTICE

NOTICE is hereby given that the Seventeenth Annual General Meeting of the Members of Nagpur Power & Industries Limited will be held on Thursday, September 26, 2013 at 10:00 AM at Orchid & Tulip, MVIRDC World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai- 400005 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2013 and the Profit & Loss statement for the financial year ended on that date together with the Director's Report and Auditor's Report thereon.
2. To appoint a Director in place of Mr. Mohandas Shenoy Adige, who retires by rotation and being eligible, offers himself for re- appointment.
3. To appoint M/s. M. V. Ghelani & Co., Chartered Accountants, as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

By order of the Board of Directors

Place: Mumbai

Date: August 13, 2013

Nidhi Salampuria
Company Secretary

NOTES

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The proxies to be effective should be deposited at the Registered Office of the Company not less than 48 (forty eight) hours before the commencement of the meeting.
2. Register of Members and Share Transfer Books of the Company will remain closed from September 20, 2013 to September 26, 2013 (both days inclusive).
3. The Company's equity shares are listed at Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001 and the Company has paid the Annual Listing Fees to the Stock Exchange for the year 2013-14.
4. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at an Annual General Meeting.
5. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name and e-mail address, etc., to their Depository Participant only and not to the Company's Registrar and Transfer Agents, Sharepro Services (India) Private Limited. Changes intimated to the Depository Participant

will then be automatically reflected in the Company's record which will help the company and Sharepro Services (India) Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Sharepro Services (India) Private Limited.

6. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease in portfolio management. Members can contact the Company and Sharepro Services (India) Private Limited, for assistance in this regard.
7. Consequent upon introduction of Section 109A of the Companies Act, 1956, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their request in Form 2B (which will be made available on request) to the Registrar and Transfer Agent, Sharepro Services (India) Private Limited.
8. Members requiring any information on accounts are requested to write to the Company at least one week before the meeting so as to enable Management to keep information ready, replies will be provided only at the meeting.
9. For the convenience of the Members, attendance slip is enclosed elsewhere in the Annual Report. Members/Proxy Holders/Authorized Representatives are requested to fill in and affix their signatures at the space provided therein and surrender the same at the venue of the AGM. Proxy/Authorized Representatives of a member should state on the attendance slip as 'Proxy or Authorized Representative' as the case may be.
10. The Directors' Report, Auditors' Report and Audited Balance Sheet as at March 31, 2013 and the Profit and Loss Account for the financial year ended on that date are enclosed.
11. **Inspection of Documents** - Copies of the Memorandum and Articles of Association of the Company and all other documents relevant for the resolution contained in the notice will be available for inspection at the Registered Office of the Company from 11.00 AM to 1.00 PM on all working days up to the date of the Annual General Meeting

By order of the Board of Directors

Place: Mumbai

Date: August 13, 2013

Nidhi Salampur
Company Secretary

Directors' Report, Management Discussion and Analysis Report

To, The Members,

Your Directors presents the Sixteenth Annual Report together with the Audited Statements of Accounts of the Company for the financial year ended March 31, 2013.

Financial Highlights

The performance of your Company for the year under review is summarized below:

	(Rs. in Lakhs)	
Particulars	2012-13	2011-12
Sales & Other Income (Net of Excise Duty)	847.77	455.60
Profit/(Loss) before Interest, Depreciation & Tax	-	21.00
Less: Interest	-	1.29
Profit before Depreciation & Tax	-	19.71
Less: Depreciation	-	29.84
Profit/ (Loss) before Taxation	431.69	(10.13)
Less: Provision for Current Tax / (MAT)	90.00	-
Deferred Tax and adjustments prior year	-	16.81
Less MAT Credit Entitlement	(90.00)	-
Profit/ (Loss) after tax for the year	431.69	(26.94)
Profit/ (Loss) after tax for the year	431.69	(26.94)

Dividend

In order to conserve resources and augment funds for future developmental activities, your directors do not recommend any dividend.

Directors

Mr. Mohandas Shenoy Adige, Director retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. The Board recommends to the Members his appointment as a Director.

Mr. Ajit Suresh Parundekar was appointed as an Additional Director (Non-Executive) w.e.f. May 16, 2013. Being an Additional Director, Mr. Ajit Suresh Parundekar retires at the forthcoming Annual General Meeting.

Management Discussion and Analysis

In terms of Clause 49 of the Listing Agreement with the Stock Exchange, Mumbai, the Management Discussion and Analysis report of the Company is as follows:

a) Economy review:

Although it was expected a year before that the world economy would be revived mainly USA, however the same has not happened as expected. In addition the increased inflation with the already high interest rates and high fiscal and current account deficit resulted into slowdown of the Indian economy and lower GDP growth of the country from 6.5% to 5%. It is expected that the revival of the economy may take 18- 24 months.

b) Business and Industrial review and future outlook:

The Principal business of the Company is manufacturing of High/Medium/Low Carbon Ferro Manganese and Silico Manganese Slag which is facing challenges. Company is considering various projects in the manufacturing sector, including therein power generation and distribution. In the mean time the company has on temporary basis parked investible surplus in Fixed Deposit, Open-ended Mutual Funds and other investments. Considering the long term business plan of the Company and the nature of the investments that the Company has made, the Company has been advised that the provisions of Non Banking Finance Company Regulation do not apply to it. Based on these, in the opinion of the Board, the Company is not a Non Banking Finance Company defined in Section 45 I(f) of the Reserve Bank of India Act, 1934 (2 of 1934) The auditor have relied upon this expert advice and the decision of the board of the Board of Directors in this regard.

Since past few years company has been operation on a Metal Recovery Plant and producing Low Ferro Manganese (Slag) through its slag recovery processed. Whereas there has been a decline in volume due to depletion of slag dumps. The Company has entered into a new segment via a majority stake in "The Motwane Manufacturing Company Private Limited" its subsidiary company and is actively pursuing opportunities to develop power and electrical industry. The companies thrust area is manufacturing sector.

c) Risks, Concerns & Threats:

Depletion of slag dumps poses a major problem for the Company in the years to come. In order to counter this, the Company entered into new business through its subsidiary company "The Motwane Manufacturing Company Private Limited" and is looking to develop it. Since the subsidiary company supplies electrical test and measurement equipments and with the electrical sector being under stress, the power sector and DISCOM reforms continue to be stuck resulting in slowing of the investment cycle and has thus reduced attractiveness of the sector. The domestic sector for the company remains challenging. In order to mitigate this, the subsidiary company has now entered into export segments and is exploring its potential in the export market. Any major threats affecting the Company in general and business environment indirectly affecting the functioning of the Company are discussed with the Board from time to time.

d) Internal Control Systems:

The Company has adequate internal control systems in place. These systems are continuously monitored, periodically reviewed and wherever necessary are modified as per the requirements for exercising effective controls. The systems are subjected to the supervision of the Audit Committee and the Board.

e) Financial Performance / Overview of Operations:

During the year under review, the total income of the Company increased to Rs. 847.77 Lakhs from Rs. 455.61 Lakhs in the previous year. *This increase is mainly attributable to the change in the investment portfolio of the company keeping in mind the market scenario wherein the company booked profits and invested in better prospects.* The decrease in operational revenue is due to a decline in volume of slag dumps as Company mainly operates on Metal Recovery plant and the profit margins have decreased due to lower realisations of Ferro Manganese slags in 2012 - 2013.

Subsidiary Company and Consolidated Statements

The Company has one subsidiary i.e 'The Motwane Manufacturing Company Private Limited' (MMCPL). During the year, revenue of the MMCPL has marginally decreased to Rs. 1,499 Lakhs from 1,681 Lakhs in previous year and the company has incurred a loss of Rs. 332.71 Lakhs (Previous year - Net profit of Rs. 9 Lakhs).

In India, the power projects & DISCOM reforms has been stalled and the industrial sector has degrown throughout the year and is under stress. This has led to reduced revenue generation and pressure in the MMCPL's performance. The R&D efforts

continue but the domestic market being challenging, the company is exploring its potential in the export market for the company's products. We have invested and expanded our manufacturing capacity which will be utilized as the economy environment improves.

The Ministry of Corporate Affairs, vide General Circular No.2/2011 dated 8th February 2011 has granted general exemption to the Holding Company under Section 212 of the Companies Act, 1956 from attaching to its Annual Report, the accounts of its subsidiaries. On the basis of said Circular, the Company has obtained the approval of the Board of Directors for not attaching the accounts of its subsidiary. However, the accounts of the subsidiary are accounted for in the consolidated accounts of the Company. The Company will make available the Annual Accounts of the subsidiary company and the related detailed information to the Members of the Company as well as Members of subsidiary company who may be interested in obtaining the same at any point of time. The Annual Accounts of the subsidiary company will also be kept open for inspection at the Registered Office of the Company as well as that of the respective subsidiary company. Hard copy of details of accounts of subsidiary shall be made available to the Members on demand.

Auditors

M/s. M. V. Ghelani & Co., Chartered Accountants, Mumbai, the Statutory Auditors of the Company hold office until the conclusion of ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept office, if reappointed as Statutory Auditors for the Financial Year 2013-14.

The observations made in the Auditor's Report are self-explanatory and do not call for any further comments. The company has appointed consultant metallurgist to identify, test and advice ascertaining the balance of slag that can be used for recovery.

Employees

Relations between the employees and the management remained cordial during the year under review. The Company has no employees of the specified categories under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended upto date.

Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo

In accordance with the requirements of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, your Directors furnish the required details below:

(A) Conservation of Energy:

The Company continues to take appropriate measures with regard to conservation of energy:

Total Energy consumption and energy consumption per unit of production is as follows:

Particulars	Financial Year 2012-13	Financial Year 2011-12
Electricity purchased:-		
Units (KWH)	196,287	215,050
- Total Amount (Rs in lakhs)	25.69	22.75
- Rate / KWH (Rs.)	13.09	10.58
Consumption per unit of Production:		
Ferro Manganese Slag (Low MnO)		
- Units in KWH	46.74	51.20

(B) Technology Absorption:

a. Research and Development (R & D):

The Company has not undertaken any R&D activity in the current year.

b. Technology Absorption, Adaptation and Innovation:

The Company has not imported any technology during the year.

(C) Foreign Exchange earnings and outgo:

During the year under review, the foreign Exchange outgo was Rs 6.71 lakhs (Previous year – Rs 11.19 lakhs). The foreign exchange earning was Nil (Previous year – Nil).

Directors' Responsibility Statement

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Board of Directors of your Company confirms that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2013 and of the profit / loss of the Company for that year;
- iii) the Directors 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) the annual accounts have been prepared on a going concern basis.

Corporate Governance

Pursuant to Clause 49 of the Listing Agreement, a detailed report on Corporate Governance along with the Certificate of Statutory Auditors on the Compliance is given as an Annexure to this Report.

Acknowledgements

Your Board of Directors wish to place on record their appreciation for the whole-hearted co-operation received by the Company from Shareholders, various Government departments, Company's Bankers and all the employees during the year under review.

By order of the Board of Directors

Place: Mumbai

Date: August 13, 2013

Gautam Khandelwal

Chairman

Report on Corporate Governance

1. Company's philosophy on the Corporate Governance

Nagpur Power & Industries Limited believes in adopting the best practices in the area of Corporate Governance and follows the principles of fair representation, full disclosure, accountability and responsibility in all its dealings and communications with the ultimate objective of realizing and enhancing shareholder's values and protecting the rights and interests of all its stakeholders.

2. Board of Directors

a) Composition

The Board consists of 5 (five) Directors and of these, 3 (three) Directors are independent Directors. The Chairman of the Board is an Executive Director.

b) Meetings of the Board

The meetings of the Board of Directors are held atleast once in quarter, scheduled well in advance and are held at the Company's registered office in Mumbai. During the Financial Year 2012-13, 4 (four) board meetings were held. The meetings were held on May 28, 2012; August 01, 2012; October 30, 2012 and February 11, 2013.

Attendance of each Director at the Board Meeting and the last Annual General Meeting:

Sr. No.	Name of Directors	Attendance details		
		Board Meeting		Last A.G.M
		Held	Attended	
1	Mr. Gautam P. Khandelwal	4	4	Yes
2	Mr. Mohan S. Adige	4	3	Yes
3	Mr. Girish M. Bakre	4	3	No
4	Mr. Arnold Allen	4	1	No
5	Mr. Ajit Suresh Parundekar (Appointed as Additional Director w.e.f. May 16,2013)	-	-	N.A.

c) Directorship of Directors in other Companies

The details of the Directors with regard to their outside Directorships, committee positions are as follows:

Sr. No.	Name of Director	Executive / Non-Executive / Independent ¹	No. of outside Directorship Held		Outside Committee Positions Held ²	
			Public	Private	Chairman	Member
1	Mr. Gautam P. Khandelwal	Executive	Two	Seven	One	One
2	Mr. Mohan S. Adige	Independent	Eight	Two	Nil	Nil
3	Mr. Girish M. Bakre	Independent	Nil	Five	Nil	Nil
4	Mr. Arnold Allen	Independent	One	Nil	Nil	One
5	Mr. Ajit Suresh Parundekar (Appointed as Additional Director w.e.f. May 16,2013)	Non-Executive	Nil	One	Nil	Nil

- Independent Director means a Director defined as such under Clause 49 of the Listing Agreement.
- Only two Committees viz. the Audit Committee and the Shareholders / Investor Grievance Committees are considered.

d) Detail of Directors being appointed and re-appointed

The details of the Directors being appointed and re-appointed at the ensuing Annual General Meeting as required under Clause 49 of the Listing Agreement is as follows:

Mr. Mohandas Shenoy Adige, aged 68 years is a Metallurgical Engineer from BHU and underwent M.Met course at Sheffield University, UK. He has completed his Diploma in Operations Management and Financial Management from Jammalal Bajaj Institute of Management Studies, Mumbai University. He has over 40 years of industrial experience with about 20 years in General Management. He is a past Member of the Institute of Metals, The Institute of Indian Foundrymen, Indian Institute of Materials Management and current member of All India Management Association. He is a member of the Western Region Council of the Confederation of Indian Industry (CII). He is also a member on the Board of Directors of various other listed companies.

e) Code of Conduct

The Company has laid down code of conduct applicable to all Board Members and Senior Management of the Company. All Board members and Senior Executives have confirmed compliance of the code of conduct. The Chairman of the Company has given the certificate as annexed to this report as per the requirement of Clause 49 of the Listing Agreement.

3. Audit Committee

The Audit Committee comprise of Mr. Mohan Adige (Chairman), Mr. Girish Bakre (Member) and Mr. Arnold Allen (Member). The members of the Committee have the relevant experience in the field of finance, banking and accounting. The Company Secretary and Statutory Auditors are invitees to the Audit Committee meeting.

Terms of reference

- All the matters specified under section 292A of the Companies Act, 1956.
- Ensuring compliance with matters listed under the listing agreement with the stock exchange.
- Financial reporting process and disclosure of financial information.
- Reviewing any change in accounting policies and practices.
- Compliance with accounting standards and reviewing the adequacy of internal control system.
- Reviewing the reports of the statutory auditors and ensuring that adequate follow up and action is taken by the management of the Company and its subsidiaries.

The Committee met 4 (four) times during the year under review. The meetings were held on May 28, 2012; August 01, 2012; October 30, 2012 and February 11, 2013.

Sr. No.	Name of Director	No. of Meetings	
		Held	Attended
1	Mr. Mohan Adige - Chairman	4	3
2	Mr. Girish Bakre	4	3
3	Mr. Arnold Allen	4	1

4. Remuneration Committee

The Remuneration Committee comprise of Mr. Girish Bakre, (Chairman), and Mr. Mohan Adige (Member). During the year under review, one meeting was held and the details are as follows;

Sr. No.	Name of Director	No. of Meetings	
		Held	Attended
1	Mr. Girish Bakre - Chairman	1	1
2	Mr. Mohan Adige	1	1

A monthly remuneration is paid to Executive Director while other independent directors are eligible only for sitting fees. Mr. Mohan S. Adige, Mr. Girish Bakre and Mr. Arnold Allen have waived sitting fees.

Details of remuneration paid to Directors for the year:

Name of the Director	Salary & Perquisites (Rs.)	Commission (Rs.)	Sitting Fees (Rs.)	Total (Rs.)
Mr. Gautam Khandelwal	3,000,000/-	Nil	Nil	3,000,000/-

5. Share Transfer and Investor Grievances Committee

The Committee comprises of Mr. Mohan Adige (Chairman), Mr. Girish Bakre (Member) and Mr. Arnold Allen (Member). During the year, the Committee met from time to time to approve transfers, transmission of shares, issue of duplicate/rematerialized shares and consolidated and splitting of share certificates, to review shareholders correspondence including complaints received from shareholders and its redressal.

6. Annual General Meetings:

Details of the last three Annual General Meetings held are given below:

Financial Year	Date, Time and Venue	Special Resolutions passed
2009-2010	September 17, 2010 at 10.00 A.M Sunflower II, World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai-400005.	No special Resolution was passed
2010-2011	September 20, 2011 at 10.00 A.M Sunflower II, World Trade Centre, Centre One, 30th Floor, Cuffe Parade, Mumbai-400005.	No special Resolution was passed
2011-2012	August 30, 2012 at 11:00 AM Orchid & Tulip, World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai-400005.	2 Special Resolution were passed unanimously by show of hands

Further, during the financial year 2012-13, no special resolutions were passed through postal ballot. No special resolution requiring a Postal Ballot is being proposed at the ensuing AGM.

7. Disclosures

- § The disclosures with regard to transactions with related parties are given in the Note 27 of the audited financial statements for the year ended March 31, 2013. The Audit Committee has reviewed these transactions in compliance with Clause 49 of the Listing Agreement.
- § There were no instances of non-compliance, penalties, restrictions imposed on the Company by Stock Exchange, SEBI or any statutory authority on any matter related to capital markets, during the last three years.
- § The Company does not have Whistle Blower Policy, but however no person is denied access to Audit Committee.
- § The Company has complied with mandatory requirement.
- § The Company has adopted Non-mandatory requirement of setting up Remuneration Committee.

8. Means of communication

- § The quarterly un-audited results were published in Free Press Journal / The Asian Age/ Business Standard and Navshakti / Tarun Bharat/ Mahanayak, in accordance with the requirement of the Listing Agreement.
- § Annual audited financial results were published in Business Standard and Mahanayak. These are not sent individually to the shareholders. No presentations were made to institutional investors or to the analysts.

9. General Shareholders Information**(a) Annual General Meeting**

Date	:	September 26, 2013 (Thursday)
Time	:	10:00 AM
Venue	:	Orchid & Tulip, MVIRDC World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai- 400005

(b) Financial Calendar (April 1, 2013 to March 31, 2014):

First quarter results	:	August, 2013
Second quarter results	:	November, 2013
Third quarter results	:	February, 2014
Fourth quarter and Annual results	:	May, 2014
Annual General Meeting	:	September, 2014

(c) Date of Book closure : September 20, 2013 to September 26, 2013 (both days inclusive)**(d) Listing details** :

Stock Exchange	:	Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400023
Scrip Code	:	532362
ISIN Number	:	INE099E01016 - NSDL & CDSL

(e) Market Price Data:

High/Low price and volume of the Company's shares at BSE during each month in Financial Year 2012-13 is as follows:

Month	High (Rs.)	Low (Rs.)	Volume (shares)
Apr-12	37.80	28.10	15,830
May-12	43.70	32.50	60,604
Jun-12	40.70	34.15	14,791
Jul-12	41.45	32.05	42,717
Aug-12	39.95	32.40	45,848
Sep-12	39.80	32.65	402,555
Oct-12	45.70	35.35	118,658
Nov-12	55.50	39.30	84,930
Dec-12	52.90	41.05	22,991
Jan-13	51.00	41.20	14,112
Feb-13	44.35	36.15	9,690
Mar-13	44.75	36.80	34,379

(f) Registrar and Transfer Agent:**Sharepro Services (India) Pvt. Ltd.**

13AB, Samhita Warehousing Complex, Second Floor,
Sakinaka, Telephone Exchange Lane,
Off. Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai- 400072.
Tel No.: 022-67720334/37(Direct) 022-37720300/400(Board)
Email-id: sharepro@shareproservices.com

(g) Share Transfer System:

Share transfer in physical form are registered and returned within a period of 7 to 15 days from the date of receipt in case documents are complete in all respects.

(h) Distribution of Shareholding as on March 31, 2013 is as under:

No. of shares	No. of Shareholders	%	No. of Shares	%
Upto 500	3,130	74.88	751,426	5.74
501-1000	420	10.05	314,258	2.40
1001-2000	367	8.78	470,418	3.59
2001-3000	110	2.63	263,144	2.01
3001-4000	33	0.79	115,150	0.88
4001-5000	35	0.84	160,023	1.22
5001-10000	35	0.84	237,175	1.81
10001 and above	50	1.20	10,783,913	82.35
Total	4,180	100.00	13,095,507	100.00

(i) Shareholding Pattern as on March 31, 2013 is as under:

Sr. No.	Category	No. of Shares held	% of Shareholding
1	Indian Promoters	2,167,364	16.55
2	Foreign Promoters	5,641,100	43.08
3	Mutual Funds/UTI	0	0.00
4	Financial Institutions/Banks	11,650	0.09
5	Insurance Companies	1,585,094	12.10
6	Private Bodies Corporate	261,108	1.99
7	Indian Public	3,376,604	25.78
8	NRI/OCBs	15,979	0.12
9	Trusts	36,608	0.28
	TOTAL	13,095,507	100.00

(j) Dematerialization of shares as on March 31, 2013 is as under:

Particulars	No. of shares	% to Issued Capital
Dematted		
National Securities Depository Limited	9,080,162	69.34
Central Depository Securities Limited	2,530,913	19.33
Physical	1,484,432	11.34
TOTAL	13,095,507	100.00

(k) Outstanding GDR's/ADR's/Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs and there are no warrants or any Convertible instruments.

(l) Plant Location:

Khandelwal Nagar, Dist. Nagpur-441402, Maharashtra.

(m) Name and Designation of Compliance Officer: Ms. Nidhi Salampuria, Company Secretary and Compliance Officer.

(n) Address for correspondence:

The Company Secretary
Nagpur Power & Industries Limited
Nirmal, 20th Floor, Nariman Point, Mumbai-400021
Tel # +91-22-22023055/66 , Fax # +91 22-22043162
Email id: npil_investor@khandelwalindia.com

(o) Auditors Certificate on Corporate governance:

The Auditors Certificate on Compliance of Clause 49 of the Listing Agreement relating to Corporate Governance is given as an annexure to this report.

Declaration

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, the Board of Directors and Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics in respect of Financial Year 2012-13.

For Nagpur Power & Industries Limited

Date: August 13, 2013
Place: Mumbai

Gautam P. Khandelwal
Chairman

Annexure**Auditors' Certificate regarding compliance of the conditions of Corporate Governance**

**To,
The Members of
Nagpur Power & Industries Limited**

We have examined the compliance of conditions of Corporate Governance by Nagpur Power & Industries Limited, for the year ended March 31, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange, (hereinafter referred to as clause 49).

The compliance of the 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 representations made by the Directors and the Management, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

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 M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

Date: August 13, 2013
Place: Mumbai

M.V.Ghelani
Proprietor
Membership No. 031105

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
NAGPUR POWER & INDUSTRIES LIMITED
Report on the Financial Statements

We have audited the accompanying financial statements of NAGPUR POWER & INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Basis for Qualified Opinion

Attention is invited to Note 12.1 viz company's Ferro Alloys unit generated waste during the process of manufacture, which has accumulated over the years in and around the main plant. The Company has not accounted for Stock of balance of accumulated waste over the years at its unit at Khandelwal Nagar, Kanhan, Nagpur as in the opinion of the company its quality, metal content and the realizable value cannot be yet reasonably ascertained. Our audit report for the previous year was also similarly qualified.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, **except for the consequential effect of the matter described in the Basis for Qualified Opinion paragraph above**, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - e. on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For **M.V. GHELANI & CO.**
CHARTERED ACCOUNTANTS
Firm Regn. No. 119077W
(M. V. GHELANI)
PROPRIETOR
Membership No.: 031105

Place : Mumbai
Date : August 13, 2013

ANNEXURE TO THE AUDITOR'S REPORT ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2013

Annexure referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Nagpur Power & Industries Limited on the financial statements for the year ended 31st March 2013.

- 1 (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) As explained to us, the fixed assets have been physically verified by the management during the year in accordance with a phased programme of verification which, in our opinion, is reasonable having regard to the size of the company and nature of its fixed assets. No material discrepancies were noticed on such verification.
(c) There was no disposal of a substantial part of fixed assets during the year and the going concern status of the company is not affected.
- 2 (a) The inventory has been physically verified by the management during the year and in our opinion, the frequency of such verification is reasonable.
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
(c) In our opinion and according to the information and explanation given to us, except ***in respect of stock of accumulated waste referred to in the Basis for Qualified Opinion paragraph of this report, Note 12.1 of the financial statement, the Company is maintaining proper records of inventory.***
- 3 In respect of loans / advances, secured or unsecured granted or taken by the Company to/ from companies, firm or other parties covered in the register maintained under Section 301 of the Companies Act, 1956:
 - (a) During the year, the Company has not taken loan/advances from any party listed in the register maintained under section 301 of the Companies Act, 1956. During the year, the Company has granted loan/advance to two parties covered in the register maintained under section 301 of the Companies Act, 1956, the maximum amount involved during the year was Rs. 1,14,71,894/- and their outstanding at the year end is Rs. NIL.
 - (b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions of the loans given by the Company, are not prima facie prejudicial to the interest of the Company.
 - (c) According to the information and explanations given to us, there is no overdue amount of loan granted to these Companies listed in the register maintained under section 301 of the companies Act, 1956.
- 4 In our opinion and according to the information and explanations given to us, prima facie there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of audit, we have not observed any weakness in internal controls.
- 5 (a) According to the information and explanations provided by the management to us, we are of the opinion that the transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956, have been so entered.
(b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of any contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding Rs. Five lacs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time where such market prices are available.
- 6 The Company has not accepted any deposits from the public within the meaning of the directives issued by the Reserve Bank of India and the provisions of sections 58A and 58AA of the Act and the rules framed thereunder.
- 7 ***The Company does not have an Internal Audit System commensurate with the size and nature of its business.***

- 8 According to the information and explanations given to us, the maintenance of cost records was not prescribed by the Central Government under section 209(1)(d) of the Act for any of the activities of the Company.
- 9 (a) The Company is generally regular in depositing with appropriate authorities, Provident Fund, ESIC and other undisputed statutory dues including Income Tax, sales Tax, Wealth Tax, Custom Duty, Service Tax, Excise Duty, cess and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, sales Tax, Wealth Tax, Custom Duty, Service Tax, Excise Duty, cess and other statutory dues were in arrears, as at 31st March, 2013 for a period of more than six months from the date they become payable.
- (c) According to the information and explanations given to us, the following dues of sales tax, customs duty, excise duty and income tax have not been deposited with the appropriate authorities on account of dispute;

Name of the Statute	Nature of dues	Amount (Rs. in lacs)	Forum where dispute is pending
West Bangal Sales tax Act, 1957 - Sales tax Case at Calcutta.	Sales tax demand of three Asst. Years	2.43	Commissioner of Sales Tax (Appeal) Calcutta.
Uttar Pradesh Sales Tax Act, 1957- Sales tax case at Kanpur.	Sales tax demand for the Asst. Year 1980-81	3.33	Commissioner of Sales Tax (Appeal) Kanpur.
B.S.T Act, 1959	B.S.T & C.S.T	195.45	JT. Commissioner of sales tax (Appeals), Nagpur
Central Excise Act, 1944, Customs Act, 1962 & Finance Act, 1994 Duty case at Nagpur.	Excise Duty	26.58	Commissioner of Customs & Central Exice (Appeals), Nagpur.
Customs Act, 1962	Customs and Advalorem Duty	117.43	Commissioner of Customs (E.P.) and Directorate General of Foreign Trade (DGFT)
The Bombay Stamp Act, 1958	Stamp duty	45.83	Supreme Court of India
Other statutory dues	Entry tax	4.58	Tahsildar
The Income Tax Act, 1961	Income tax demand under section 156 for the Asst. Year 2010-11	36.32	Commissioner of Income Tax (Appeal) Mumbai.
TOTAL		431.95	

- 10 The Company does not have accumulated losses at the end of the financial year, it has not incurred any cash loss during the financial year covered by our audit. The Company had incurred cash loss of Rs. 2,61,236/- during the immediately preceding financial year.
- 11 According to the information and explanations given to us and the records made available to us, the Company has not defaulted in repayment of dues to any financial institution, banks or debenture holders during the year.
- 12 According to the information and explanations given to us and the records made available to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities
- 13 According to the information and explanations given to us and the records made available to us, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 14 In our opinion and according to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company

- 15 According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- 16 According to the information and explanations given to us and the records made available to us, the Company has not obtained any term loans during the period covered by our audit report.
- 17 According to the information and explanations given to us and the records made available to us, the Company has not used any funds raised on short-term basis for long-term investment and vice versa during the period covered by our audit report.
- 18 The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Act.
- 19 According to the information and explanations given to us and the records made available to us, the Company has not issued any debentures during the period covered by our audit report.
- 20 According to the information and explanations given to us and the records made available to us, the Company has not raised any money by public issue during the period covered by our audit report.
- 21 To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by Company has been noticed or reported during the course of our audit.

**For M. V. GHELANI & CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. 119077W**

**(M. V. GHELANI)
PROPRIETOR
Membership No.: 031105**

Place : Mumbai

Date: August 13, 2013

BALANCE SHEET AS AT 31ST MARCH, 2013

(In Rupees)

Particulars	Note No	As at 31st March, 2013	As at 31st March, 2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's funds			
(a) Share Capital	2	130,955,070	130,955,070
(b) Reserves And Surplus	3	528,519,328	485,350,323
		659,474,398	616,305,393
(2) Current Liabilities			
(a) Short-term borrowings	4	-	1,225,545
(b) Trade Payables	5	2,012,780	4,162,433
(c) Other current liabilities	6	5,769,682	4,297,045
(d) Short-term provisions	7	9,612,289	2,345,859
		17,394,751	12,030,882
Total		676,869,149	628,336,275
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	8	218,651,630	219,815,626
(b) Non-current Investments	9	147,082,824	105,260,770
(c) Long term loans and advances	10	10,160,236	1,160,236
		375,894,690	326,236,631
(2) Current assets			
(a) Current investments	11	286,028,089	287,895,650
(b) Inventories	12	1,792,786	1,972,760
(c) Cash and Bank Balances	13	7,910,114	6,586,777
(d) Short-term loans and advances	14	5,243,470	5,644,457
		300,974,459	302,099,644
Total		676,869,149	628,336,275

Summary of Significant Accounting Policies

1

Other Notes on Financial Statements

22 to 39

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

As per our report of even date attached

For M.V.Ghelani & Co.

Chartered Accountants

Firm Regn. No. 119077W

M.V.Ghelani

Proprietor

Mumbai : 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal

Chairman & Executive Director

Girish Bakre

Director

Nidhi Salampuria - Company Secretary

Mumbai : 13th August,2013

Profit and Loss statement for the year ended 31st March, 2013

(In Rupees)

Particulars	Note No	Year Ended 31st March, 2013	Year Ended 31st March, 2012
I Revenue from operations	15	16,072,678	18,296,071
II Other Income	16	68,704,553	27,264,489
III Total Revenue (I +II)		84,777,231	45,560,560
IV Expenses:			
Cost of materials consumed	17	1,875,000	2,407,839
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	18	(1,544,385)	(2,186,346)
Employee benefits expense	19	12,346,470	11,675,983
Finance costs	20	204,531	129,403
Depreciation and amortization expense	8	2,894,378	2,983,804
Other expenses	21	25,832,233	31,563,096
Total Expenses		41,608,227	46,573,779
V Profit before tax (III - IV)		43,169,004	(1,013,219)
VI Tax expense:			
(a) Current tax (MAT)		9,000,000	-
(b) Deferred tax		-	-
(c) Short/(excess) provision for earlier years		-	1,680,821
Less:- MAT Credit Entitlement		(9,000,000)	-
VII Profit(Loss) for the year (V-VI)		43,169,004	(2,694,040)
VIII Earnings per equity share:			
(a) Basic		3.30	(0.21)
(b) Diluted		3.30	(0.21)

Summary of Significant Accounting Policies 1

Other Notes on Financial Statements 22 to 39

Notes referred to above form an integral part of the Profit & Loss Account. This is the Profit & Loss Account referred to in our report of even date.

As per our report of even date attached

For M.V.Ghelani & Co.

Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani
Proprietor
Mumbai : 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal
Chairman & Executive Director

Girish Bakre
Director

Nidhi Salampuria - Company Secretary
Mumbai : 13th August,2013

Notes on Financial Statements for the Year ended 31st March 2013**Note 1 : SIGNIFICANT ACCOUNTING POLICIES****1.1 Basis for preparation of Financial Statements:**

The financial statements are prepared under the historical cost convention on the accrual basis of accounting and in accordance with the accounting principles generally accepted in India and the provisions of the Companies Act, 1956 as adopted consistently by the Company.

1.2 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 and expenses during the reporting period. Difference between the actual results and estimate are recognised in the period in which the results are known/materialized.

1.3 Fixed Assets and Depreciation:

Fixed assets are stated at Cost less impairment losses, accumulated depreciation except freehold land, which is stated at cost. Consequent to the recognition of impairment loss depreciation for the year on assets impaired has been provided on the basis of revised balance useful life of those assets and on the straight-line method at the rates and manner prescribed in Schedule XIV to the Companies Act, 1956 on all other assets except office equipments. Depreciation on office equipment is provided at 6.33% on Straight Line Method.

1.4 Investments:

Investments are classified into non current investments and current investments. Non current investments are stated at cost. Current investments are stated at lower of cost or market values. When disposing of a part of the holding of an individual investment, the carrying amount of cost allocated to the part that is disposed is determined on the basis of the average carrying amount of the total holding of the investment.

1.5 Inventories:

Inventories of raw materials are stated at lower of cost or net realizable value. Work in process is stated at cost. Stores, spares & tools are stated at cost except the obsolete/non usable stores, which are written off for obsolescence. Finished goods and by-products/waste products are stated at lower of cost or net realisable value and by-products / waste products where cost cannot be determined are stated at net realisable value. The reusable waste, which is not ascertainable, is not accounted.

1.6 Sundry Debtors and Loans and Advances:

Sundry Debtors and Loans and Advances are stated after making adequate provisions for doubtful balances.

1.7 Revenue Recognition:

Revenue is recognised when no significant uncertainty as to determination or realisation exists.

1.8 Retirement and other employee benefit:

- i) The Company contributes towards Provident Fund & Family Pension Fund which are defined contribution schemes. Liability in respect thereof is determined on the basis of contribution as required under the statute/rules.
- ii) The Company contributes to defined benefit schemes for Gratuity. Which is administered through duly constituted and approved independent trust. The liability for Gratuity and leave encashment is determined on the basis of actuarial valuations made at the year end.

1.9 Foreign Exchange Transactions:

Transactions denominated in foreign currency are accounted at the exchange rates prevailing on the date of the transaction. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognized in the Profit and Loss Account. Exchange differences relating to fixed assets are adjusted in the cost of the asset. Premium in respect of forward contracts is accounted over the period of the contract.

1.10 Taxation:

Income tax expense comprises of current tax, deferred tax charge or credit and fringe benefit tax. The deferred tax charge or credit is recognised using current tax rates. Where there is an unabsorbed depreciation or carry forward loss, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent there is reasonable certainty of realisation in future. Deferred tax assets/liabilities are reviewed as at each Balance Sheet date based on developments during the year and available case laws, to reassess realisation/liabilities.

1.11 Contingent Liability:

Contingent liabilities are usually not provided for unless it is probable that the future out come may be materially detrimental to the Company.

Notes on financial statements for the year ended 31st March 2013

Particulars		As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
2 SHARE CAPITAL			
Authorised share capital			
2,00,00,000	Equity Shares of Rs.10 each (Previous Year 2,00,00,000 Shares of Rs.10 each)	200,000,000	200,000,000
50,00,000	Unclassified Shares of Rs.10 each (Previous Year 50,00,000 Shares of Rs.10 each)	50,000,000	50,000,000
Total		250,000,000	250,000,000
Issued, Subscribed & Paid-up			
1,30,95,507	Equity Shares of Rs.10 each fully paid up. (Previous Year 1,30,95,507 Shares of Rs.10 each)	130,955,070	130,955,070
Total		130,955,070	130,955,070

2.1 The reconciliation of the number of shares outstanding is set out below:

Equity shares at the beginning of the year	13,095,507	13,095,507
Add: Shares issued during the year	-	-
Less: Shares cancelled/bought back during the year	-	-
Equity shares at the end of the year	13,095,507	13,095,507

2.2 The Equity Shares of the Company have voting rights and are subject to the restriction as prescribed under the Companies Act, 1956.

2.3 The company has no holding Company. The subsidiary company does not hold any shares in the company.

2.4 List of share holders holding more than 5% shares

Name of the shareholder	As at 31/03/2013		As at 31/03/2012	
	No. of Shares	% held	No. of Shares	% held
i) Khandelwals Limited	56,41,100	43.08	56,41,100	43.08
ii) Life Insurance Corporation of India Ltd.	15,85,094	12.10	17,19,297	13.13

2.5 Disclosures pursuant to Note no. 6(A)(h,i,j,k,l) of Part I of Schedule VI to the Companies Act, 1956 is NIL.

3 RESERVES AND SURPLUS**(a) General Reserve**

Balance as per last Balance Sheet	488,044,364	488,044,364
Add: Transfer from Profit & Loss Account	-	-
Closing Balance	488,044,364	488,044,364

(b) Surplus i.e. Profit and Loss Account

Balance as per last Balance Sheet	(2,694,040)	-
Add: Profit/(Loss) for the year	43,169,004	(2,694,040)
Less: Transfer to General reserve	-	-
Closing Balance	40,474,964	(2,694,040)

Reserves and Surplus (a)+/(b)

528,519,328	485,350,323
--------------------	--------------------

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
4 SHORT TERM BORROWINGS		
<u>Loan Repayable on Demand</u>		
<u>Secured</u>		
<u>From Banks</u>		
Working Capital Advances	-	1,225,545
- Interest @ 10.00% p.a.		
- Secured against term deposit receipt of the bank		
Total	-	1,225,545
4.1 There has been no default in repayment of principal and interest on the loan.		
5 TRADE PAYABLES		
(a) To Micro, Small and Medium Enterprises	-	-
(b) To Others	2,012,780	4,162,433
Total	2,012,780	4,162,433
5.1 In the absence of information with the company, the names of Micro, Small and Medium Enterprises to whom the company owes any sum together with interest outstanding for more than 30 days have not been given. The Auditors have relied upon this management representation.		
5.2 The balances of Trade Payables are subject to confirmation.		
6 OTHER CURRENT LIABILITIES		
(a) Current maturities of long-term debt		
Axis Bank- Car Loan	-	32,690
(b) Other Payables		
- Statutory dues	601,903	536,436
- Security deposits	261,435	261,435
- Advances from customers	4,892,424	3,441,489
- Other liabilities	13,920	24,995
Total	5,769,682	4,297,045
6.1 The balances of Security Deposit and Advances from Customers are subject to confirmation.		

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
7 SHORT-TERM PROVISIONS		
(a) Provision for employee benefits		
(i) Provision for Gratuity/ Leave encashment/ Bonus	1,246,006	880,862
(ii) Others	99,498	104,867
(b) Provision for expenses	605,345	524,095
(c) Provision for Income Tax (Net of Advance Tax)	7,661,440	836,035
Total	9,612,289	2,345,859

7.1 The Company contributes to defined benefit schemes for Gratuity which is administered through duly constituted and approved independent trust. The liability for Gratuity and leave encashment is determined on the basis of actuarial valuations made at the year end.

Notes on Financial Statements for the Year ended 31st March 2013

Notes 8: FIXED ASSETS

Fixed Assets	GROSS BLOCK				DEPRECIATION / AMMORTISATION				IMPAIRMENT			Net Block as on 31.03.2013
	Opening as on 01.04.2012	Additions	Disposals/ Write-off	Closing as on 31.03.2013	Opening as on 01.04.2012	for the year	Deductions/ Adjustments during the year	Closing as on 31.03.2013	Opening as on 01.04.2012	Deductions/ Adjustments during the year	Closing as on 31.03.2013	
1. Tangible Assets												
(A) OWN ASSETS												
Freehold Land	181,251,700	-	-	181,251,700	-	-	-	-	-	-	-	181,251,700
Buildings	35,552,115	1,340,030	-	36,892,145	12,088,953	925,257	-	13,014,210	-	-	-	23,877,935
Plant and Equipment	25,496,511	-	-	25,496,511	15,266,648	1,211,084	-	16,477,732	-	-	-	9,018,779
Furniture and Fixtures	1,556,785	112,050	883,163	785,672	525,399	44,500	278,269	291,630	604,815	604,815	-	494,042
Vehicles	2,836,958	-	-	2,836,958	1,611,834	278,108	-	1,889,942	-	-	-	947,016
Office Equipment	1,795,487	193,659	427,948	1,561,198	927,436	95,130	427,855	594,711	-	-	-	966,488
Computers	2,837,081	85,390	1,314,938	1,607,533	2,593,130	84,855	1,314,364	1,363,621	-	-	-	243,912
Railway Siding	5,377,766	-	-	5,377,766	3,270,563	255,444	-	3,526,007	-	-	-	1,851,759
(B) LEASED ASSETS	-	-	-	-	-	-	-	-	-	-	-	-
Total(A+B)	256,704,403	1,731,129	2,626,049	255,809,483	36,283,963	2,894,378	2,020,488	37,157,853	604,815	604,815	-	218,651,630
2. Intangible Assets	-	-	-	-	-	-	-	-	-	-	-	-
Grand Total (1+2)	256,704,403	1,731,129	2,626,049	255,809,483	36,283,963	2,894,378	2,020,488	37,157,853	604,815	604,815	-	218,651,630
Previous Year	257,973,664	37,750	1,307,011	256,704,403	34,031,208	2,983,804	731,049	36,283,963	604,185	-	604,815	219,815,626

NOTE :

- Vehicles include certain vehicles Gross Block Rs. 9,744 (Previous Year Rs.9,744) which are transferred to the company pursuant to the Scheme of Arrangement and yet in the process of registration in company's name.
- The Depreciation for the year, has been provided on Gross Block net of accumulated depreciation and Impairment losses. Refer note no. 1.3
- In accordance with the Accounting Standard on "Impairment of Assets" AS-28, the Company has recognised impairment losses as at 1st April, 2004 on certain assets of the Company at Nagpur by a corresponding adjustment to General Reserve during the year ended 31st March, 2005 pursuant to transitional provisions of the said standard. After deductions / adjustments of the impairment during the subsequent periods, the balance amount of impaired assets related to Furniture and Fixtures amounting to Rs. 6,04,815/- which has been verified and written off during the current year.

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
9 NON-CURRENT INVESTMENTS		
(At Cost Less permanent diminution in value (if any))		
INVESTMENTS IN EQUITY INSTRUMENTS		
AT COST - TRADE		
(i) Unquoted		
In fully paid up Equity Shares in Subsidiary		
The Motwane Manufacturing Company Pvt.Ltd.	117,991,780	74,892,580
1,90,590 Equity Shares (Previous Year : 1,18,758) of Rs. 100 each		
Sub Total (i)	117,991,780	74,892,580
AT COST - OTHER		
(ii) Quoted		
In Fully Paid-up Equity Shares		
ABB Limited	105,773	105,773
[200 Equity Shares (Previous Year : 200) of Rs. 2 each]		
ACC Limited	505,458	505,458
[700 Equity Shares (Previous Year : 700) of Rs. 10 each]		
Aditya Birla Nuvo Lim	1,010,198	1,010,198
[1300 Equity Shares (Previous Year : 1300) of Rs. 10 each]		
Axis Bank Ltd.	537,199	537,199
[1300 Equity Shares (Previous Year :1300) of Rs. 10 each]		
Bank of Baroda	465,781	465,781
[500 Equity Shares (Previous Year :500) of Rs. 10 each]		
Bharti Airtel Ltd.	230,765	230,765
[700 Equity Shares (Previous Year : 700) of Rs. 5 each]		
Biocon Limited	758,503	758,503
[2500 Equity Shares (Previous Year : 2500) of Rs.5 each]		
Coal India Limited	110,250	110,250
[450 Equity Shares (Previous Year :450) of Rs.10 each]		
Crompton Greaves Ltd.	1,116,612	1,116,612
[5375 Equity Shares (Previous Year : 5375) of Rs. 2 each]		
Globus Spirit Ltd.	2,500,000	2,500,000
[25000 Equity Shares (Previous Year : 25000) of Rs. 10 each]		
Grasim Industries Ltd.	206,121	206,121
[200 Equity Shares (Previous Year :200) of Rs. 10 each]		
HDFC Ltd.	640,576	640,576
[2000 Equity Shares(Previous Year :2000) of Rs.2 each]		
HDFC Bank Ltd.	280,152	280,152
[1500 Equity Shares (Previous Year : 1500) of Rs. 2 each]		
Hindalco Industries Ltd.	266,200	266,200
[5500 Equity Shares (Previous Year : 5500) of Re. 1 each]		

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
Hindustan Const	485,412	485,412
[7000 Equity Shares (Previous Year : 7000) of Rs. 1 each]		
Indian Hotel Co. Ltd.	1,258,919	1,258,919
[21940 Equity Shares (Previous Year : 21940) of Re. 1 each]		
ITC Limited	644,435	644,435
[5000 Equity Shares (Previous Year : 5000) of Re. 1 each]		
Josts Engg.	14,704	14,704
[50 Equity Shares (Previous Year : 50) of Rs. 10 each]		
Kotak Mahindra Bank Ltd.	697,928	697,928
[3600 Equity Shares(PreviousYear :3600) of Rs.5 each]		
Larsen & Toubro Ltd.	2,177,445	2,177,445
[1800 Equity Shares (Previous Year : 1800) of Rs. 2 each]		
Mahindra & Mahindra Ltd.	1,926,304	1,634,782
[6300 Equity Shares (Previous Year : 5600) of Rs. 5 each]		
Mahindra & Mahindra Financial Services Ltd.	471,562	471,562
[4165 Equity Shares (Previous Year : 833 of Rs.10 each) of Rs. 2 each]		
Mahindra Lifespace Developers Ltd.	188,471	188,471
[600 Equity Shares (Previous Year : 600) of Rs.10 each]		
Marico Limited	193,447	193,447
[3500 Equity Shares (Previous Year : 3500) of Re. 1 each]		
MOIL Limited	7,125	7,125
[19 Equity Shares (Previous Year : 19) of Rs. 10 each]		
NTPC Limited	300,045	300,045
[1700 Equity Shares (Previous Year : 1700) of Rs. 10 each]		
Petronet LNG Ltd.	281,512	281,512
[7000 Equity Shares (Previous Year : 7000) of Rs. 10 each]		
Pidilite Industries Ltd.	191,884	191,884
[4000 Equity Shares (Previous Year : 4000) of Re. 1 each]		
Power Grid Corp. Ltd.	1,064,200	1,064,200
[11273 Equity Shares (Previous Year : 11273) of Rs. 10 each]		
Reliance Communications Ltd.	307,543	307,543
[850 Equity Shares (Previous Year : 850) of Rs. 5 each]		
Reliance Ind. Ltd.	-	1,259,977
[Current Year : Nil (Previous Year : 1600 of Rs. 10 each)]		
Sandur Mang.	203,160	203,160
[275 Equity Shares (Previous Year : 275) of Rs. 10 each]		
Satyam Computer	497,046	497,046
[7200 Equity Shares (Previous Year : 7200) of Rs. 2 each]		
Sesa Goa Ltd.	991,265	-
[6000 Equity Shares (Previous Year : Nil) of Rs.1 each]		

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
State Bank of India	2,317,517	2,317,517
[1500 Equity Shares (Previous Year : 1500) of Rs. 10 each]		
Tata Chemicals Ltd.	1,233,650	1,233,650
[4250 Equity Shares (Previous Year : 4250) of Rs. 10 each]		
Tata Consultancy Service Ltd.	697,480	697,480
[2200 Equity Shares (Previous Year : 2200) of Re. 1 each]		
Tata Motors Limited	-	1,299,957
[Current Year : Nil (Previous Year : 16500 of Rs. 2 each)]		
Tata Power Co. Ltd.	169,076	169,076
[2000 Equity Shares (Previous Year : 2000) of Rs.1 each]		
Tata Steel Ltd.	1,079,153	1,079,153
[3750 Equity Shares (Previous Year : 3750) of Rs. 10 each]		
Torrent Power Ltd	930,878	930,878
[3000 Equity Shares (Previous Year : 3000) of Rs. 10 each]		
Unitech	327,045	327,045
[4800 Equity Shares (Previous Year : 4800) of Rs. 2 each]		
United Phosphorous Ltd.	415,780	415,780
[3500 Equity Shares (Previous Year : 3500) of Rs. 2 each]		
Yes Bank Ltd.	1,284,470	1,284,470
[4500 Equity Shares (Previous Year : 4500) of Rs. 10 each]		
Ultratech Cement	-	-
[114 Equity Shares (Previous Year : 114) of Rs. 10 each]		
Sub Total (ii)	29,091,044	30,368,190
Total (i+ii)	147,082,824	105,260,770
9.1 Aggregate amount of quoted investents	29,091,044	30,368,190
9.2 Market value of quoted investents	44,714,329	46,781,948
9.3 Aggregate amount of unquoted investments	117,991,780	74,892,580
9.4 Aggregate provision for diminution in value of investments	-	-
10 LONG TERM LOANS AND ADVANCES		
(a) Security Deposit		
(i) Unsecured, considered good	975,795	975,795
(ii) Unsecured, considered doubtful (Net of Provision)	184,441	184,441
(b) MAT Credit Entitlement	9,000,000	
Total	10,160,236	1,160,236
10.1 Provision for doubtful deposit: Current Year: Rs. 91,429/- (Previous Year: Rs. 91,429)		
10.2 The balances of Security Deposits are subject to confirmation.		
10.3 In the opinion of the board loans and advances have a value on realisation in the ordinary course of business at least equal to the sums stated.		

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
11 CURRENT INVESTMENTS		
(At Lower of Cost or Market Value)		
(A) INVESTMENTS IN EQUITY INSTRUMENTS		
Quoted		
(i) In Fully Paid-up Equity Shares		
Astral Poly Technik Ltd.	445,311	510,250
[2365 Equity Shares (Previous Year : 2839) of Rs. 5 each]		
Balkrishna Industries Ltd.	868,126	795,779
[4556 Equity Shares (Previous Year : 5234) of Rs. 2 each]		
City Union Bank Ltd.	489,227	-
[8447 Equity Shares (Previous Year : Nil) of Rs.1 each]		
Dhanuka Agritech Ltd.	454,832	454,832
[4596 Equity Shares (Previous Year : 4596) of Rs. 2 each]		
Greenply Industries Ltd.	1,152,175	989,756
[6017 Equity Shares (Previous Year : 5220) of Rs. 5 each]		
Hindustan Media Ventures Ltd.	534,412	534,412
[4149 Equity Shares (Previous Year : 4149) of Rs. 10 each]		
HSIL Limited	476,131	-
[3662 Equity Shares (Previous Year : Nil) of Rs. 2 each]		
India Bulls Infra. & Power Ltd.	-	27,420
[Current Year : Nil (Previous Year : 5495) of Rs. 10 each]		
India Bulls Real Estate Ltd.	-	243,973
[Current Year : Nil (Previous Year : 1863) of Rs. 2 each]		
Jagran Prakashan Ltd.	-	365,503
[Current Year : Nil (Previous Year : 3282) of Rs. 2 each]		
KPIT Cummins Infosystem Ltd.	453,646	-
[4097 Equity Shares (Previous Year : Nil) of Rs. 2 each]		
Lumax Auto Tech Ltd.	770,423	296,483
[4914 Equity Shares (Previous Year : 1974) of Rs. 10 each]		
Motherson Sumi System Ltd.	188,703	-
[2157 Equity Shares (Previous Year : Nil) of Rs. 1 each]		
Nava Bharat Ventures Ltd.	429,620	-
[2238 Equity Shares (Previous Year : Nil) of Rs. 2 each]		
Net4 India Ltd.	284,111	-
[4773 Equity Shares (Previous Year : Nil) of Rs. 10 each]		
Redington India Ltd.	-	506,488
[Current Year : Nil (Previous Year : 6342) of Rs. 2 each]		
Setco Automotive Ltd.	212,775	520,812
[2660 Equity Shares (Previous Year : 3385) of Rs. 10 each]		
Shriram Trans Fin. Co. Ltd.	557,705	182,213
[1045 Equity Shares (Previous Year : 364) of Rs. 10 each]		

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
Shriram City Union Finance Ltd.	565,629	-
[534 Equity Shares (Previous Year : Nil) of Rs. 10 each]		
Sundram Fasteners Ltd.	421,887	-
[8239 Equity Shares (Previous Year : Nil) of Rs. 1 each]		
Supreme Industries Ltd.	492,545	492,545
[2496 Equity Shares (Previous Year : 2496) of Rs. 2 each]		
TD Power System Ltd.	391,616	-
[1583 Equity Shares (Previous Year : Nil) of Rs. 10 each]		
Total (i)	9,188,874	5,920,467
(ii) In Partly Paid-up Equity Shares		
City Union Bank Ltd.	18,530	-
[1853 Equity Shares (Previous Year : Nil) of Rs.1 each of which Rs. 0.50 partly paid]		
Total (ii)	18,530	-
Total (i) + (ii)	9,207,404	5,920,467
Less: Provision for Diminution in value of current Investments	(449,119)	-
Total (A)	8,758,285	5,920,467
(B) INVESTMENTS IN MUTUAL FUND INSTRUMENTS		
Unquoted		
In units of SBI Mutual Fund	38,184,572	187,799,718
Units of SBI Premier Liquid Fund-Institutional Growth [29,401.930 Units (Previous Year 1,44,603.94 Units) of Rs. 100/- each]		
In Units of HDFC Mutual Fund	-	1,758,105
Units of HDFC Cash Mgmt. Treasury Advantage- Wholesale Plan Growth [Current Year : Nil (Previous Year : 78,127.20 Units)]		
In Units of HDFC Mutual Fund	213,900	-
Units of HDFC Liquid Fund - Growth [9,323.16 Units (Previous Year : Nil)]		
In Units of HDFC Mutual Fund	871,331	-
Units of HDFC Cash Mgmt. Treasury Advantage- Retail Plan Growth [35,185.357 Units (Previous Year : Nil)]		
In Units of ICICI Prud. Banking Psu Debt Fund Premium Plus Growth	-	2,417,360
[Current Year : Nil (Previous Year : 2,32,288.78 Units)]		
ICICI Prud. FMP Series 62-1 Year Plan C Cumulative	-	10,000,000
[Current Year : Nil (Previous Year : 10,00,000 Units)]		
ICICI Prudential Corporate Bond Fund-Regular Plan Growth	20,000,000	-
[11,40,415.073 Units (Previous Year : Nil)]		

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
ICICI Prudential Institutional Income Plan Growth [2,82,934.26 Units (Previous Year :2,82,934.26 Units)]	10,000,000	10,000,000
ICICI Prudential Income Regular Plan Growth [5,60,783.30 Units (Previous Year : Nil)]	20,000,000	-
Axis Constant Maturity 10 Year Fund - Growth Plan [9,94,203.79 Units (Previous Year : 9,94,203.79 Units)]	10,000,000	10,000,000
Birla Sun Life Dynamic Bond Fund -Retail-Growth-Regular Plan [7,07,578.161 Units (Previous Year :Nil)]	14,000,000	-
BNP Paribas Bond Fund - Inst. Growth [9,03,505.60 Units (Previous Year : 9,03,505.60 Units)]	10,000,000	10,000,000
Canara Robeco Dynamic Bond Fund - Growth [10,84,834.021 Units (Previous Year :Nil)]	14,000,000	-
Canara Robeco - Income Growth Fund [8,78,977.626 Units (Previous Year :4,69,969.63 Units)]	20,000,000	10,000,000
Kotak Bond (Short Term) - Growth [7,28,710.85 Units (Previous Year : 2,61,506.28 Units)]	15,000,000	5,000,000
Kotak Bond Scheme Plan A - Growth [9,42,642.524 Units (Previous Year : 3,29,914.32 Units)]	30,000,000	10,000,000
Kotak FMP Series 76 - Growth [10,00,000 Units (Previous Year : 10,00,000 Units)]	10,000,000	10,000,000
Templeton India Corporate Bond Opportunities Fund-Growth [8,93,152.20 Units (Previous Year : Nil)]	10,000,000	-
Templeton India Income Builder Account-Plan A - Growth [5,22,856.68 Units (Previous Year : Nil)]	20,000,000	-
Templeton India Income Builder Account-Plan B - Growth [1,48,220.61 Units (Previous Year : 1,48,220.61 Units)]	5,000,000	5,000,000
Templeton India Income Opportunities Fund - Growth [19,82,201.325 Units (Previous Year : 4,38,865.97 Units)]	25,000,000	5,000,000
Templeton India Short Term Income Retail Plan - Growth [2,468.55 Units (Previous Year : 2,468.55 Units)]	5,000,000	5,000,000
Total (B)	277,269,803	281,975,183
Total (A+B)	286,028,089	287,895,650
11.1 Aggregate amount of quoted investents	9,207,404	5,920,467
11.2 Market value of quoted investents	1,16,65,335	6,671,857
11.3 Aggregate amount of unquoted investments	277,269,803	281,975,183
11.4 Aggregate provision for diminution in value of investments	449,119	-
11.5 Investments in mutual fund instruments includes investments amounting to Rs. 10,85,231 (Previous Year Rs. 41,75,465) held in the name of portfolio manager under portfolio management service agreement.		

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
12 INVENTORIES		
Inventories		
(As taken, valued and certified by management)		
(a) Raw Materials	189,456	189,456
(b) Finished goods	5,393	5,393
(c) Stores and spares	1,282,687	1,132,046
(d) By Products / Waste Products	315,250	645,865
Total	1,792,786	1,972,760
12.1		
<i>Company's Ferro Alloys unit generated waste during the process of manufacture, which has accumulated over the years in and around the main plant. The waste is reusable for extracting metal content therein. Company has set up a Metal Recovery Plant for the purpose. During the year, company has accounted for stock of unextracted metal contents valuing Rs 18,75,000/- (Previous Year Rs. 22,50,000/-) out of this accumulated waste based on the finding & valuation reports of the Consultant Metallurgist obtained during the year. The technical consultants have advised the Company that the balance of this accumulated waste in terms of its quality, metal content and realizable value cannot be yet reasonably ascertained. Company has therefore not been in a position to account for stock of such balance accumulated waste.</i>		
13 CASH AND BANK BALANCES		
(a) Balances with Bank	2,601,777	1,022,869
(b) Cash on hand	90,322	345,893
(c) Other Bank Balances	5,218,015	5,218,015
Term Deposit with State Bank Of India (Less than 12 months maturity) (Held by State Bank of India as security against demand loan for working capital)		
Total	7,910,114	6,586,777
14 SHORT-TERM LOANS AND ADVANCES		
(a) Loans and advances to related parties (Unsecured, considered good)	-	125,000
Total (a)	-	125,000
(b) Others (Unsecured, considered good)		
(i) Advance payment of tax/taxes	402,679	403,310
(ii) Others advances	3,052,118	3,771,436
(iii) Advance recoverable in cash or in kind or for value to be received	1,788,673	1,344,711
Sub Total (i)	5,243,470	5,519,457
(b) Others (Unsecured, considered doubtful or Bad)		
(iv) Advance recoverable in cash or in kind or for value to be received	563,000	563,000
Less: Provision for doubtful advances	-	(563,000)
Less: Written off	(563,000)	-
Sub Total (ii)	-	-
Total (b) = (i) + (ii)	5,243,470	5,519,457
Total (a + b)	5,243,470	5,644,457

14.1 The balances of Loans & Advances are subject to confirmation.

14.2 In the opinion of the board the Loans and Advances have a value on realisation in the ordinary course of business at least equal to the sums stated.

Notes on financial statements for the year ended 31st March 2013

	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
15 REVENUE FROM OPERATION		
Sale of products	18,052,785	20,195,683
Less : Excise duty	(1,980,107)	(1,899,612)
Total	16,072,678	18,296,071
16 OTHER INCOME		
Interest income	904,867	480,942
Dividend Income	883,365	700,732
Net gain / (loss) on sale of investments	65,486,226	25,488,488
Other non-operating income	1,430,095	594,327
Total	68,704,553	27,264,489
17 COST OF MATERIALS CONSUMED		
Slag RM	1,875,000	2,404,000
Dolomite	-	3,839
Total	1,875,000	2,407,839
18 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-PROGRESS AND STOCK-IN-TRADE		
(a) Opening stock :		
Work in progress	-	-
Finished Goods	5,393	8,540
By Product/Waste Product	645,865	706,372
Total (a)	651,258	714,912
(b) Stock ascertained and accounted during the year	1,875,000	2,250,000
(c) Closing stock :		
Work in progress	-	-
Finished Goods	5,393	5,393
By Product/Waste Product	315,250	645,865
(d) Total (b+c)	2,195,643	2,901,258
(e) Changes in inventories	Total (a-d)	(2,186,346)
	(1,544,385)	(2,186,346)
19 EMPLOYEE BENEFITS EXPENSE		
(a) Salaries and Wages	10,537,818	10,329,034
(b) Contribution to Provident and other funds	1,623,432	1,134,518
(c) Staff Welfare Expenses	185,220	212,431
Total	12,346,470	11,675,983

19.1 The employee benefits expense includes the Whole Time Director's remuneration as approved by share holders at Annual General Meeting held on August 30, 2012.

Notes on financial statement for the year ended 31st March 2013

	For the year ended 31st March, 2013 Rupees	For the year ended 31st March, 2012 Rupees
20 FINANCIAL COST		
Interest Expenses	204,531	129,403
Total	204,531	129,403
21 OTHER EXPENSE		
Power and Fuel	2,568,748	2,275,533
Rent	241,491	235,977
Repairs to buildings	639,606	1,124,123
Repairs to Machinery	193,893	136,856
Repairs to Others	465,147	850,546
Insurance	68,606	74,339
Rates and taxes,excluding taxes on income	1,906,693	1,997,353
Light and Water	393,049	328,539
Fright and Handling	4,062,009	9,654,579
Travelling Expenses	2,764,162	3,869,423
[Includes Director's Rs.23,82,001 (previous year Rs.36,56,005)]		
Payments to the auditor	271,665	292,336
Advances written off	673,300	6,654
Postage Telegram & Telephone	850,905	893,344
Printing & Stationery	164,893	197,465
Legal & Consulancy Charges	5,682,925	4,266,501
Recruitment Expenses	262,923	43,500
Security Expenses	286,898	524,314
Service charges	765,700	764,192
Upkeep of Heavy Vehicles	197,796	441,328
Upkeep of Motor Car	867,751	1,021,808
Service charges of Surface Vehicles	227,526	223,360
Diminution in value of Current Investments	449,119	-
Membership Fees	620,955	153,368
Entertainment Expenses	230,421	403,377
Miscellaneous Expenditures	976,053	1,784,281
TOTAL	25,832,233	31,563,096

ADDITIONAL INFORMATION**22. DEFINED BENEFIT PLANS:**

As per Actuarial valuation as on 31st March, 2013 and recognised in the financial statements in respect of Employee Benefit schemes:

	Gratuity (in Rupees)
22.1 Components of Employer Expenses:	
a) Interest Cost from 01.04.12 to 31.03.13	3,83,757
b) Service Cost from 01.04.12 to 31.03.13	2,70,732
c) Actual return on Plan Assets	4,04,886
d) Curtailment Cost / Credit	-
e) Settlement Cost / Credit	-
f) Past Service Cost	-
g) Actuarial (Gain) / Loss	-
h) (Gain) / Loss recognised upto 31.03.13	4,66,137
i) Net loss provided as expense in P&L Account	7,35,740
22.2 Net Asset / (Liability) recognised in Balance Sheet as at 31 st March 2013	
a) Present value of Obligation as at 31.03.13	47,97,669
b) Fair value of Plan Assets as at 31.03.13	40,61,929
c) Un-funded liability recognised in the Balance sheet	7,35,740
22.3 Changes in benefit obligation during the year ended 31 st March 2013	
a) Actuarial value of Projected Benefit Obligations (PBO) as at 31.03.12	47,96,961
b) Service Cost from 01.04.2012 to 31.03.2013	2,70,732
c) Interest Cost from 01.04.2012 to 31.03.2013	3,83,757
d) Curtailment Cost / (Credit)	-
e) Settlement Cost / (Credit)	-
f) Plan Amendments	-
g) Acquisitions	-
h) Actuarial (Gain) / Loss on obligations	4,66,137
l) Benefits Paid from 01.04.2012 to 31.03.2013	11,19,918
j) PBO as at 31.03.13	47,97,669
22.4 Change in the fair value of Plan Assets	
a) Fair value of plan Assets as at 01.04.12	45,34,035
b) Actual return on plan Assets	4,04,886
c) Actuarial Gain / (Loss)	(4,66,137)
d) Actual Company Contribution	2,62,926
e) Benefit Paid	11,19,918
f) Plan Assets as at 31.03.13	40,61,929
22.5 Actuarial Assumptions:	
a) Rate of Discounting (p.a.)	8.00%
b) Rate of Increase in Compensation level (p.a.)	5.00%
c) Rate of Return on Plan Assets (p.a.)	8.93%

The company has relied on the valuation certificate issued by consulting Actuary for calculating the actuarial value of Gratuity liability of the employees of the company in terms of AS 15 (revised) issued by the Institute of Chartered Accountants of India.

23 CONTINGENT LIABILITIES AND COMMITMENTS:(To the extent not provided for)

Particulars	<u>As at 31-03-2013</u> <u>Rupees</u>	<u>As at 31-03-2012</u> <u>Rupees</u>
(a) Contingent Liability		
i) Claims made against the Company / disputed liabilities not acknowledged as debts :		
- Sales Tax Demand not provided for pending outcome of appeal (Of which documents relating claim of Rs. 5,76,236 are currently not available with the company)	2,01,73,539	2,01,73,539
- Excise Duty Demand not provided for pending outcome of appeal	26,57,798	26,57,798
- Customs duty Demand not provided for pending outcome of appeal	1,17,42,500	1,17,42,500
- Other Matters (Of which documents relating claim of Rs.29,14,136 are currently not available with the company)	1,10,51,561	1,10,02,385
- Balance of Income Tax Demand u/s 156 of the Income Tax Act, 1961 in respect of A.Y. 2010-11 not provided for pending outcome of appeal.	36,31,578	-
ii) Guarantees	-	-
iii) Other money for which the company is contingently liable	-	-
- Investment in partly paid up shares (to the extent of un-called portion)	927	-
(b) Commitments	-	-
Total Contingent Liabilities and Commitments	4,92,57,903	4,55,76,222

Note: Future cash outflow on (a) and (b) above is determinable only on the receipt of judgment / decision pending with respective Hon'ble Court / authorities / departments and or completion of negotiations / settlement.

24 The declaration filed under the Urban Land (Ceiling and Regulation) Act, 1976 in respect of the Company's holdings in excess of the ceiling prescribed under the said Act and the application for exemption filed under Section 20 of the said Act, to retain these lands are under consideration of the concerned authorities.

25 The Company has only one reportable segment of activity namely manufacture of "High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag."

26 Deferred tax assets of Rs. 8,82,540/- has not been provided on prudent basis.

27 Related Party disclosures as required under Accounting Standard – AS-18 issued by the Institute of Chartered Accountants of India, are given below:

(a) Name and Nature of Relationship of the Related Parties where Control Exists:

Name of the Related Party	Nature of Relationship
i) Informed Technologies India Limited	Enterprise that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the reporting enterprise.
ii) Zeppelin Investments Private Ltd.	
iii) Khandelwal Remedies Private Ltd.	
iv) Meteor Metals & Ores Ltd.	
v) Khandelwals Ltd.	
vi) The Motwane Manufacturing Company Pvt. Ltd	Subsidiary Company

(b) **Name of the Related Parties having transaction with the Company during the year and the details of transactions carried out with them:****I Enterprises owned or significantly influenced by any management personnel or their relatives**

Informed Technologies India Limited	Rs. 34,92,213 / Rs. 34,92,213
Advance Given/Repayment Received	(Rs.17,58,745 /Rs.17,58,745)

II Subsidiary Company

The Motwane Manufacturing Company Pvt. Ltd

i) Inter corporate deposit given / Repayment Received	Rs. 1,00,00,000 / Rs. 1,00,00,000 (Nil / Nil)
ii) Interest received	Rs. 3,93,149 (Nil)
iii) Purchase of equity shares of subsidiary company in right issue	Rs. 4,30,99,200 (Rs. 2,21,43,750)

III Key Management Personnel

Remuneration (in Rupees)

i) Mr. Gautam P. Khandelwal	30,00,000
ii) Mr. S. B. Kanbargi	7,27,800
iii) Ms Alka Arya (08/10/2012 to 31/03/2013)	8,86,129
iv) Mr. Arnold Allen – Professional fees	5,13,223

(c) **Balances Outstanding as at 31st March, 2013**

Particulars	Maximum outstanding Balance (Rs.)	Receivables (Rs.)	Payables (Rs.)
1 Related parties where control exists			
i) Related parties where control exists			
Informed Technologies India Limited	14,71,894(6,68,113)	Nil(Nil)	Nil (Nil)
ii) Key Management Personnel			
Mr. Gautam Khandelwal	1,25,000(7,85,484)	Nil(1,25,000)	Nil (Nil)
iii) Relatives of Key Management Personnel*	*See Note		

Figures in brackets are related to previous year

* The company does not have an exhaustive list of business or professions in which relatives of directors of the company have substantial interest. As such, payments made to any such persons, if any have not been identified. This management representation has been relied upon by the Auditors.

(d) No amounts have been written off/provided for or written back during the year in respect of debts due from or to related parties.

28 Earnings Per Share:

Particulars		For the year ended 31 st Mar, 2013	For the year ended 31 st Mar, 2012
Profit (Loss) for the year (Rs.)	(A)	4,31,69,004	(26,94,040)
Number of Equity Shares Outstanding	(B)	1,30,95,507	1,30,95,507
Earnings per share of Rs 10 each	(A/B)	3.30	(0.21)

29 Payment to Auditor (Including service tax)	For the year ended		For the year ended	
	31 st Mar, 2013		31 st Mar, 2012	
	Rupees		Rupees	
Audit Fees	1,29,214		1,29,214	
For taxation matters including tax audit	64,607		64,607	
For other services	58,462		81,661	
For Reimbursement of Expenses	19,382		16,854	
Total	2,71,665		2,92,336	

30 Sales:	For the year ended		For the year ended	
	31 st March, 2013		31 st March, 2012	
	Quantity	Value	Quantity	Value
	(MT)	(Rupees)	(MT)	(Rupees)
Ferro Manganese	-	-	16	5,24,477
Ferro Manganese Slag (Low MnO)	3871	1,80,00,285	4317	1,94,70,270
Others	52,500		2,00,936	
Total		1,80,52,785		2,01,95,683

31 Opening Stock:	For the year ended		For the year ended	
	31 st March, 2013		31 st March, 2012	
	Quantity	Value	Quantity	Value
	(MT)	(Rupees)	(MT)	(Rupees)
Ferro Manganese	-	-	0.07	3,246
Silico Manganese	0.24	5,393	0.24	5,294
Ferro Manganese Slag (High MnO)	261	130,007	261	1,27,624
Ferro Manganese Slag (Low MnO)	181	515,533	299	5,78,430
Silico Manganese Slag	3	325	3	318
Total		6,51,258		7,14,912

32 Closing Stock:	For the year ended		For the year ended	
	31 st March, 2013		31 st March, 2012	
	Quantity	Value	Quantity	Value
	(MT)	(Rupees)	(MT)	(Rupees)
Silico Manganese	0.24	5,393	0.24	5393
Ferro Manganese Slag (High MnO)	261	1,30,007	261	1,30,007
Ferro Manganese Slag (Low MnO)	60	1,84,918	181	5,15,533
Silico Manganese Slag	3	325	3	325
Total		3,20,643		6,51,258

33 Cost of Material Consumed:	For the year ended 31 st March, 2013		For the year ended 31 st March, 2012	
	Quantity (MT)	Value (Rupees)	Quantity (MT)	Value (Rupees)
Coke/Manganese Ore/Dolomite	-	-	15	3839
Slag RM	3750	18,75,000	4654	24,04,000
Total		18,75,000		24,07,839

34 Value of all Imported and Indigenous Raw Materials, Stores, Spare Parts and Components Consumed:

	For the year ended 31 st March, 2013		For the year ended 31 st March, 2012	
	Rupees	%	Rupees	%
Raw Materials :				
Indigenous	18,75,000	100	24,07,839	100
Imported	-	-	-	-
Total	18,75,000	100	24,07,839	100

35 Value of all Imports Calculated on CIF Basis:

	For the year ended 31 st Mar, 2013	For the year ended 31 st Mar, 2012
	Nil	Nil

36 Expenditure in Foreign Currency:

	For the year ended 31 st March, 2013	For the year ended 31 st March, 2012
	Rupees	Rupees
Professional and Consultation fees	5,24,918	4,65,690
Traveling	1,47,060	6,53,915
Total	6,71,978	11,19,605

37 Earnings in Foreign Exchange:

	For the year ended 31 st March, 2013	For the year ended 31 st March, 2012
F.O.B. Value of Goods exported	Nil	Nil

38 The Principal business of the Company is manufacturing of High/Medium/Low Carbon Ferro Manganese and Silico Manganese Slag which is facing challenges. Company is considering various projects in the manufacturing sector, including therein power generation and distribution. In the mean time the company has on temporary basis parked investible surplus in Fixed Deposit, Open-ended Mutual Funds and other investments. Considering the long term business plan of the Company and the nature of the investments that the Company has made, the Company has been advised that the provisions of Non Banking Finance Company Regulation do not apply to it. Based on these, in the opinion of the Board, the Company is not a Non Banking Finance Company defined in Section 45 I(f) of the Reserve Bank of India Act, 1934 (2 of 1934). The auditor have relied upon this expert advice and the decision of the Board of Directors in this regard.

39 Previous year figures have been regrouped / reclassified / rearranged wherever necessary to make them comparable with the current year figures.

Signature to the Notes 1 to 39 forms an integral part of the accounts.

As per our report of even date attached

For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani
Proprietor
Mumbai : 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal
Chairman & Executive Director

Girish Bakre
Director

Nidhi Salampurua - Company Secretary
Mumbai : 13th August,2013

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2013

PARTICULARS	<u>FOR THE YEAR ENDED</u> <u>ON 31st MARCH 2013</u>	<u>Amount in Rupees</u> <u>FOR THE YEAR ENDED</u> <u>ON 31st MARCH 2012</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Profit (loss) before tax paid, prior period items & extra ord. Items	43,169,004	(1,013,219)
Adjustment for :		
Depreciation - Current Year	2,894,378	2,983,804
Provision for diminution value of current investment	449,119	-
Loss/(Profit) on sale of Fixed Assets	746	315,962
Interest Expenses	204,531	129,403
Profit on sale of Investment	(65,486,226)	(25,488,488)
Dividend Received	(883,365)	(700,732)
Proceeds from sale of Fixed Assets	(17,000)	-
Interest Income	(904,867)	(480,942)
	<u>(63,742,684)</u>	<u>(23,240,993)</u>
Operating profit / (Loss) before working capital change	(20,573,680)	(24,254,212)
Adjustment for :		
Inventories	179,974	210,131
Long/Short Term Loans & Advances and other current assets	(8,599,013)	11,734,069
Trade Payables, Other Current Liabilities and Provisions	8,796,699	(860,227)
Cash generated from Operations	(20,196,020)	(13,170,239)
Cash Flow before prior period adjustments & extraordinary items	(20,196,020)	(13,170,240)
Prior Period adjustments	-	-
Income tax paid	(2,174,595)	(19,200,000)
Net cash flows from Operating Activities "A"	(22,370,615)	(32,370,240)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(1,731,129)	(37,750)
Proceeds from sale of Fixed Assets	17,000	260,000
Proceeds from Investment in Mutual Fund / Shares (incl. gain)	25,082,615	27,287,428
Dividend Received	883,365	700,732
Interest Income	904,867	480,942
Net cash from Investing Activities "B"	25,156,718	28,691,352
CASH FLOW FROM FINANCING ACTIVITIES		
Repayments of Long/Short term Loans (Net)	(1,258,235)	1,103,940
Interest expense	(204,531)	(129,403)
Net Cash provided by / (used in) Financing Activities "C"	(1,462,766)	974,537
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	1,323,337	(2,704,351)
Cash and Cash Equivalent at the beginning of the period	6,586,777	9,291,125
Cash and Cash Equivalent at the end of the period	7,910,114	6,586,777

As per our report of even date attached

For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani
Proprietor
Mumbai : 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal
Chairman & Executive Director

Girish Bakre
Director

Nidhi Salampuria - Company Secretary
Mumbai : 13th August,2013

AUDITOR'S CERTIFICATE

To,
The Board of Directors
Nagpur Power and Industries Limited
"Nirmal", 20th Floor, Nariman Point,
Mumbai - 400 021.

We have examined the attached Cash Flow Statement of Nagpur Power & Industries Limited for the year ended 31st March,2013. The statement has been prepared by the company in accordance with the requirements of Clause 32 of listing agreement with Stock Exchange and is based on and is derived from and is in agreement with the corresponding Profit & Loss Account and Balance sheet of the Company covered by our report of even date to the members of the Company.

For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn.No,119077W
M.V.Ghelani
Proprietor
Mumbai : 13th August,2013

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS

NAGPUR POWER & INDUSTRIES LIMITED

Report on the Consolidated Financial Statements

1. We have audited the accompanying consolidated financial statements of NAGPUR POWER & INDUSTRIES LIMITED ("the Company") and its subsidiary, The Motwane Manufacturing Company Pvt. Ltd.; (collectively referred to as the "Group"), which comprise the consolidated Balance Sheet as at March 31, 2013, and the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information which we have signed under reference to this report.

Management's Responsibility for the Consolidated Financial Statements

2. The Company's Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give 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 judgement, including the assessment of the risks of material 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 Company'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.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis for Qualified Opinion

6. **Attention is invited to Note 16.1 viz company's Ferro Alloys unit generated waste during the process of manufacture, which has accumulated over the years in and around the main plant. The Company has not accounted for Stock of balance of accumulated waste over the years at its unit at Khandelwal Nagar, Kanhan, Nagpur as in the opinion of the company its quality, metal content and the realizable value cannot be yet reasonably ascertained. Our audit report for the previous year was also similarly qualified.**

Qualified Opinion

7. In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the report of the other auditor on the individual audited financial statements of the subsidiary, **except for the consequential effect of the matter described in the Basis for Qualified Opinion paragraph above**, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) in the case of the consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2013;
 - (b) in the case of the consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
 - (c) in the case of the consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

Other Matter

8. We did not audit the financial statements of the subsidiary company, namely, The Motwane Manufacturing Company Pvt. Ltd. whose financial statements reflect total assets of Rs. 1887.01 lacs as at 31st March 2013, total revenues of Rs. 1498.95 lacs, net loss of Rs. 331.95 lacs and net cash outflow amounting to Rs. 66.87 lacs for the year ended on that date as considered in the Consolidated Financial Statements. These financial statements and other information have been audited by other auditor whose report has been furnished to us, and our opinion is based solely on the report of other auditor.

For M.V. GHELANI & CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. 119077W

(M. V. GHELANI)
PROPRIETOR
Membership No.: 031105

Place : Mumbai

Date : 28th May, 2013

Consolidated Balance Sheet as at 31st March, 2013

(In Rupees)

Particulars	Note No	As at 31st March, 2013	As at 31st March, 2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's funds			
(a) Share Capital	3	130,955,070	130,955,070
(b) Reserves And Surplus	4	584,957,900	524,953,226
		715,912,970	655,908,296
(2) Share Application Money		2,824	-
(3) MINORITY INTEREST		25,257,384	33,584,789
(4) Non-current Liabilities			
(a) Long-term borrowings	5	4,801,445	6,563,713
(b) Other Long Term Liabilities	6	1,035,000	985,000
(c) Long-Term Provision	7	5,208,542	5,076,431
		11,044,987	12,625,144
(5) Current Liabilities			
(a) Short-term borrowings	8	43,864,017	44,330,606
(b) Trade Payables	9	15,178,735	17,861,822
(c) Other current liabilities	10	16,585,679	13,704,790
(d) Short-term provisions	11	20,121,489	10,165,662
		95,749,920	86,062,880
Total		847,968,085	788,181,109
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	12	259,366,596	261,929,939
(ii) Intangible Assets		124,269,818	83,838,591
(b) Non-current Investments	13	29,091,044	30,368,190
(c) Long term loans and advances	14	15,685,600	6,925,250
		428,413,058	383,061,969
(2) Current assets			
(a) Current investments	15	286,028,089	287,895,650
(b) Inventories	16	57,285,218	45,885,696
(c) Trade Receivables	17	49,546,351	39,159,345
(d) Cash and Bank Balances	18	13,453,411	18,816,750
(e) Short-term loans and advances	19	13,241,958	13,361,698
		419,555,027	405,119,139
Total		847,968,085	788,181,109

Summary of Significant Accounting Policies

1 & 2

Other Notes on Financial Statements

28 to 34

Notes referred to above form an integral part of the Balance Sheet.

This is the Balance Sheet referred to in our report of even date.

As per our report of even date attached

For M.V.Ghelani & Co.

Chartered Accountants

Firm Regn. No. 119077W

M.V.Ghelani

Proprietor

Mumbai : 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal

Chairman & Executive Director

Girish Bakre

Director

Nidhi Salampuria - Company Secretary

Mumbai : 13th August,2013

Consolidated Profit and Loss statement for the year ended 31st March, 2013

(In Rupees)

Particulars	Note No	Year Ended 31st March, 2013	Year Ended 31st March, 2012
I Revenue from operations	20	165,545,081	184,815,350
II Other Income	21	69,127,414	28,889,071
III Total Revenue (I +II)		234,672,495	213,704,421
IV Expenses:			
Cost of materials consumed	22	36,094,341	31,863,475
Purchases of Stock-in-Trade	23	24,727,689	25,542,271
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	24	(7,597,739)	(2,642,284)
Employee benefits expense	25	74,541,395	62,073,807
Finance costs	26	10,372,148	8,934,811
Depreciation and amortization expense	12	19,967,473	17,193,588
Other expenses	27	66,592,817	70,440,048
Total Expenses		224,698,124	213,405,716
V Profit before tax (III - IV)		9,974,371	298,705
VI Tax expense:			
(a) Current tax		-	-
(b) Deferred tax		-	-
(c) Short/(excess) provision for earlier years		76,992	2,067,381
(d) Current Tax (MAT)		9,000,000	160,000
Less : Mat Credit Entitlement		(9,000,000)	(160,000)
VII Profit(Loss) for the year (before adjustment for Minority Interest) (V-VI)		9,897,379	(1,768,676)
Less: Share of Profit /(loss) transferred to Minority		(11,228,406)	404,552
Less: Share of Pre Acquisition Profit transferred to goodwill on consolidation.		(2,962,890)	(337,725)
Profit(Loss) for the year (after adjustment for Minority Interest)		24,088,674	(1,835,503)
VIII Earnings per equity share:			
(a) Basic		1.84	(0.14)
(b) Diluted		1.84	(0.14)

Summary of Significant Accounting Policies

Other Notes on Financial Statements

Notes referred to above form an integral part of the

**Profit & Loss Statement. This is the Profit & Loss Statement
referred to in our report of even date.**

As per our report of even date attached

For M.V.Ghelani & Co.

Chartered Accountants

Firm Regn. No. 119077W

M.V.Ghelani

Proprietor

Mumbai : 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal

Chairman & Executive Director

Girish Bakre

Director

Nidhi Salampuria - Company Secretary

Mumbai : 13th August,2013

Notes on Consolidated financial statements for the year ended 31st March 2013**1 Basis of Consolidation:**

- (a) The Consolidated Financial Statements relate to Nagpur Power & Industries Ltd ('the Company') and its subsidiary company Motwane Manufacturing Company Pvt. Ltd. ('Subsidiary'). The Company and its Subsidiary together constitute 'the Group'. The Consolidated Financial Statements have been prepared on the following basis.
- i) The financial statements of the company and its subsidiary company has been combined on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, after eliminating intra group balances, intra group transactions and unrealized profits or losses as per Accounting Standard 21 'Consolidated Financial Statements' as notified by the Companies (Accounting Standards) Rules, 2006.
 - ii) The financial statements of Subsidiary used in the consolidation are drawn up to the same reporting date as that of the Company.
 - iii) The excess of cost to the Company, of its investments in the subsidiary over the company's portion of equity as at the date of making the investment is recognized in the financial statements as Goodwill.
 - iv) The amount of the reserves and surplus comprises the amount of the reserve as per the balance sheet of parent company and its share in post acquisition increase in reserve of the subsidiary.
 - v) Goodwill arising out of consolidation is not amortised. However, the same is tested for impairment at each Balance Sheet date.
 - vi) The Minority Interest in the net assets of subsidiary consists of :
 - the amount of equity attributable to the minorities at the dates on which Investment in Subsidiary is made and
 - the minorities' share of movements in equity since the date the parent-subsidiary relationship came into existence.
- (b) The Company holding in the Subsidiary is as under;

Name of the Company	Percentage of Holding
The Motwane Manufacturing Company Pvt. Ltd.	66.25%

2. Significant Accounting Policies**2.1 Basis of Preparation of financial statements**

The financial statements are prepared under the historical cost convention on the accrual basis of accounting and in accordance with the accounting principles generally accepted in India and the provisions of the Companies Act, 1956 as adopted consistently by the Company.

2.2 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 and expenses during the reporting period. Difference between the actual results and estimate are recognized in the period in which the results are known/materialized.

2.3 Fixed Assets and Depreciation:

Holding Company :

Fixed assets are stated at Cost less impairment losses, accumulated depreciation except freehold land, which is stated at cost. Consequent to the recognition of impairment loss depreciation for the year on assets impaired has been provided on the basis of revised balance useful life of those assets and on the straight-line method and at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956 on all other assets except office equipments. Depreciation on office equipment is provided at 6.33% on Straight Line Method.

Subsidiary Company :

The subsidiary company provides depreciation as under :

- a) Fixed Assets (Tangible) are stated at their original cost.
(Net of Cenvat/Vat Credit wherever availed).
- b) Depreciation is provided on Tangible Assets and on Computer Software under Intangible Assets on WDV basis at rate prescribed in Schedule XIV to the Company's Act.
- c) Intangible Assets:
 - (i) Technical Know-How is amortized over a period of five years from the year of commercial production.
 - (ii) Research & Development expenses are amortized over a period of five years.

Of total depreciation Rs 19,967,473 depreciation Rs.2,894,378 related to Holding company and Rs. 17,073,095 related to the subsidiary company.

2.4 Investment:

Investments are classified into non-current and current investments. Non-current investments are stated at cost. Current investments are stated at lower of cost or market values. When disposing of a part of the holding of an individual investment, the carrying amount of cost allocated to the part that is disposed is determined on the basis of the average carrying amount of the total holding of the investment.

2.5 Inventories:

Inventories of raw materials are stated at lower of cost or net realizable value. Work in process is stated at cost. Stores, Spares & tools are stated at cost except the obsolete/non usable stores, which are written off for obsolescence. Finished goods, trading goods and by-products/waste products are stated at lower of cost or net realization value and by-products / waste products where cost cannot be determined are stated at net realization value. The reusable waste, which is not ascertainable, is not accounted.

2.6 Trade Receivables and Loans and Advances:

Trade Receivables and Loans and Advances are stated after making adequate provision for doubtful balances.

2.7 Revenue Recognition:

Revenue is recognized when no significant uncertainty as to determination or realization exists.

2.8 Retirement and other employee benefit:

Holding Company :

The Company contributes towards Provident Fund & Family Pension Fund which is defined contribution schemes.

Liability in respect thereof is determined on the basis of contribution as required under the statute/rules.

The Company contributes to defined benefit schemes for Gratuity, which is administered through duly constituted and approved independent trust. The liability for Gratuity and leave encashment is determined on the basis of actuarial valuations made at the year end.

Subsidiary Company :

The company has established an irrevocable trust to administer gratuity. The Trust has taken a policy under the Group Gratuity Cum Life Insurance Scheme from the LIC of India covering all the eligible employees. The company makes payment of annual premium and contribution to the Trust as demanded by LIC of India. The annual premium contribution is debited to P & L Account. It is informed that the annual premium contribution calculation is done by LIC after considering AS-15 guidelines.

Provident Fund/ESIC remittances to the Government are charged against revenue each year on accrual basis.

Leave Encashment is accounted for on accrual basis which consider the sum that would have been payable to the eligible employees on the last day of the financial year.

Provision for Bonus is made on accrual basis.

Of total provision Rs 2,53,30,030/- provision Rs.96,12,289 related to Holding company and Rs. 1,57,17,741 related to the subsidiary company.

2.9 Foreign Exchange Transactions:

Transactions denominated in foreign currency are accounted at the exchange rates prevailing on the date of the transaction. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognized in the Profit and Loss Account. Exchange differences relating to fixed assets are adjusted in the cost of the asset. Premium in respect of forward contracts is accounted over the period of the contract.

2.10 Taxation:

Holding Company :

Income tax expense comprises of current tax, deferred tax charge or credit and fringe benefit tax. The deferred tax charge or credit is recognised using current tax rates. Where there is an unabsorbed depreciation or carry forward loss, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent there is reasonable certainty of realisation in future. Deferred tax assets/liabilities are reviewed as at each Balance Sheet date based on developments during the year and available case laws, to reassess realisation/liabilities.

Subsidiary Company :

Provision for Current Tax Liability, if any is computed on the basis of "Total Income / MAT" as returnable under the Income Tax Act, 1961.

The company has not provided for deferred tax assets/liability as per Accounting Standard on Accounting for Taxes on Income (AS-22).

Of total provision Rs. 90,00,000/- provision of Rs. 90,00,000/- is related to Holding company and Rs. Nil is related to the subsidiary company.

2.11 Contingent Liability:

Contingent liabilities are usually not provided for unless it is probable that the future out come may be materially detrimental to the Company.

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
3 SHARE CAPITAL		
Authorised share capital		
2,00,00,000 Equity Shares of Rs.10 each (Previous Year 2,00,00,000 Shares of Rs.10 each)	200,000,000	200,000,000
50,00,000 Unclassified Shares of Rs.10 each (Previous Year 50,00,000 Shares of Rs.10 each)	50,000,000	50,000,000
Total	250,000,000	250,000,000
Issued, Subscribed & Paid-up		
1,30,95,507 Equity Shares of Rs.10 each fully paid up. (Previous Year 1,30,95,507 Shares of Rs.10 each)	130,955,070	130,955,070
Total	130,955,070	130,955,070
3.1 The reconciliation of the number of shares outstanding is set out below:		
Particulars	As at 31/03/2013	As at 31/03/2012
Equity shares at the beginning of the year	13,095,507	13,095,507
Add: Shares issued during the year	-	-
Less: Shares cancelled/bought back during the year	-	-
Equity shares at the end of the year	13,095,507	13,095,507
3.2 The Equity Shares of the Company have voting rights and are subject to the restriction as prescribed under the Companies Act, 1956.		
3.3 The company has no holding Company. The subsidiary company does not hold any shares in the company.		
3.4 List of share holders holding more than 5% shares		
Name of the shareholder	As at 31/03/2013	As at 31/03/2012
	No. of Shares	% held
	No. of Shares	% held
i) Khandelwals Limited	56,41,100	43.08
ii) Life Insurance Corporation of India Ltd.	15,85,094	12.10
	17,19,297	13.13
3.5 Disclosures pursuant to Note no. 6(A)(h,i,j,k,l) of Part I of Schedule VI to the Companies Act, 1956 is NIL.		
4 RESERVES AND SURPLUS		
(a) General Reserve		
Balance as per last Balance Sheet	489,447,497	489,447,497
Add: Transfer from Profit & Loss Account	-	-
Closing Balance	Total (a)	489,447,497
(b) Share Premium Account	Total (b)	73,257,232
(c) Surplus i.e. Profit and Loss Account		
Balance as per last Balance Sheet	(1,835,503)	-
Add: Profit/(Loss) for the year	24,088,674	(1,835,503)
Less: Transfer to General reserve	-	-
Closing Balance	Total (c)	22,253,171
Net Reserve and Surplus (a)+(b) -(c)	584,957,900	524,953,226

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees		As at 31st March, 2012 Rupees	
	Non Current	Current	Non Current	Current
5 LONG TERM BORROWING				
Particulars	As at 31/03/2013		As at 31/03/2012	
I Secured Loan	Non Current	Current	Non Current	Current
Term Loans				
From banks				
a) Axis Bank- Car Loan	-	-	-	32,690
- Secured by hypothecation of motor car purchased under the loan				
i) Repayable in 48 equated monthly instalments (EMI) of Rs.11,111 each till June, 2012. (Current year : Nil)				
b) Kotak Mahindra Prime Ltd - Car Loans	1,007,940	735,236	907,808	390,323
- Secured by hypothecation of motor cars purchased under the loan				
i) Repayable in 48 equated monthly installments (EMI) of Rs.22,280 each till July 2012. (Current year : Nil)				
ii) Repayable in 48 equated monthly installments (EMI) of Rs.36,350 each till August 2015, of which twelve EMI totaling to Rs.3,43,386 are current maturities.				
iii) Repayable in 36 equated monthly installments (EMI) of Rs.39,500 each till March 2015, of which twelve EMI totaling to Rs.3,91,850 are current maturities.				
c) Dena Bank*	2,681,505	1,923,404	4,543,905	2,632,968
- Secured against equitable mortgage of factory land & building and hypothecation of plant & machinery of the subsidiary company at Nashik				
i) Term Loan-II, Repayable in 60 equated monthly installments (EMI) of Rs.60,000 each till Feb. 2013. (Current year : Nil)				
ii) Term Loan-III, Repayable in 60 equated monthly installments (EMI) of Rs.1,55,200 each till Sept. 2015, of which twelve EMI totaling to Rs.19,23,404 are current maturities. (Previous year : 19,50,344) (Refer note 10)				
Total (I)	3,689,445	2,658,640	5,451,713	3,055,981
II Unsecured Loan				
Loans & advances from related party				
From a Director	1,112,000	-	1,112,000	-
Total (II)	1,112,000	-	1,112,000	-
Total (I+II)	4,801,445	2,658,640	6,563,713	3,055,981

5.1 There has been no default in repayment of principal and interest on the loan.

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
6 OTHER LONG TERM LIABILITIES		
Other Payables		
Trade/Security Deposit Received from Dealers	1,035,000	985,000
Total	1,035,000	985,000
7 LONG -TERM PROVISIONS		
Provision for employee benefits		
Provision for Leave encashment	5,208,542	5,076,431
Total	5,208,542	5,076,431
8 SHORT TERM BORROWINGS		
Loan repayable on Demand		
From banks		
Secured		
State Bank of India		
Working Capital Advances	-	1,225,545
- Secured against term deposit receipt of the bank		
Dena Bank		
Cash Credit Limit	43,864,017	43,105,061
Secured against equitable mortgage of factory land & building situated at Nashik and hypothecation of plant & machinery, stocks and book debts/receivables and other current assets of the subsidiary company		
Total	43,864,017	44,330,606
8.1 There has been no default in repayment of principal and interest on the loan.		
9 TRADE PAYABLES		
(a) To Micro, Small and Medium Enterprises (Refer Note 9.1)	-	-
(b) To Others	15,178,735	17,861,822
Total	15,178,735	17,861,822
9.1 -In the absence of information with the company, the names of Micro, Small and Medium Enterprises to whom the company owes any sum together with interest outstanding for more than 30 days have not been given. The Auditors have relied upon this management representation.		
9.2 The balance of Trade Payable are subject to cofirmation.		
10 OTHER CURRENT LIABILITIES		
(a) Current maturities of long-term debt (Refer Note no. 5)		
Axis Bank- Car Loan	-	32,690
Kotak Mahindra Prime Ltd- Car Loan	735,236	390,323
Dena Bank	1,923,404	2,632,968
(b) Other Payables		
- Statutory dues	1,761,854	2,160,318
- Security deposits	261,435	261,435
- Advances from customers	6,498,591	3,852,108
- Other liability for expenses	5,405,159	4,374,948
Total	16,585,679	13,704,790
10.1 The balances of Advance from customers are subject to confirmation.		

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
11 SHORT-TERM PROVISIONS		
(a) Provision for employee benefits		
(i) Provision for Gratuity, Leave encashment/ Bonus	2,402,987	1,920,193
(ii) Others	2,051,436	1,727,024
(b) Provision for Income Tax (Net of Advance Tax)	7,661,440	836,035
(c) Provision for Expenses	8,005,626	5,682,410
Total	20,121,489	10,165,662

11.1 The Company contributes to defined benefit schemes for Gratuity, which is administered through duly constituted and approved independent trust. The liability for Gratuity and leave encashment is determined on the basis of actuarial valuations made at the year end.

SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET

Notes 12: FIXED ASSETS

Fixed Assets	GROSS BLOCK				DEPRECIATION				IMPAIRMENT			Net Block as on 31.03.2013
	Opening as on 01.04.2012	Additions	Deductions/ W/off	Closing as on 31.03.2013	Opening as on 01.04.2012	for the year	Deletions	Closing as on 31.03.2013	Opening as on 01.04.2012	Reversed during the year	Closing as on 31.03.2013	
(A) TANGIBLE ASSETS												
Freehold Land	186,846,260	-	-	186,846,260	-	-	-	-	-	-	-	186,846,260
Buildings	40,263,156	1,340,030	-	41,603,186	13,000,654	1,284,470	-	14,285,124	-	-	-	27,318,063
Plant and Equipment	71,143,339	4,378,421	15,941	75,505,820	42,127,523	5,204,264	2,760	47,329,027	-	-	-	28,176,794
Furniture and Fixtures (see note 'c')	14,326,062	469,223	883,163	13,912,122	5,055,263	1,694,225	278,269	6,471,219	604,815	604,815	-	7,440,903
Vehicles	10,051,787	1,615,283	2,059,843	9,607,227	5,888,665	1,397,509	1,708,364	5,577,810	-	-	-	4,029,417
Office Equipment	3,605,578	292,586	427,948	3,470,216	2,048,092	198,690	427,855	1,818,927	-	-	-	1,651,290
Computers	2,837,081	85,390	1,314,938	1,607,533	2,593,130	84,855	1,314,364	1,363,621	-	-	-	243,912
Railway Siding	5,377,766	-	-	5,377,766	3,270,563	255,444	-	3,526,007	-	-	-	1,851,759
Electrical Installation	2,328,009	68,499	-	2,396,508	794,714	229,909	-	1,024,623	-	-	-	1,371,884
R & D Equipments	1,874,627	18,189	-	1,892,816	1,340,308	116,194	-	1,456,502	-	-	-	436,314
Total (A)	338,653,665	8,267,621	4,701,833	342,219,454	76,118,912	10,465,560	3,731,612	82,852,860	604,815	604,815	-	259,366,596
(B) INTANGIBLE ASSETS												
Goodwill on consolidation	61,510,846	38,878,890	-	100,389,736	-	-	-	-	-	-	-	100,389,736
Software (SAP)	2,243,040	433,605	-	2,676,645	1,548,888	306,970	-	1,855,858	-	-	-	820,787
Technical Know-how	4,056,430	-	-	4,056,430	413,659	413,659	-	827,318	-	-	-	3,229,112
Research & Development	33,285,772	10,620,645	5,778,551	38,127,866	15,294,950	8,781,284	5,778,551	18,297,683	-	-	-	19,830,183
Total (B)	101,096,088	49,933,140	5,778,551	145,250,677	17,257,497	9,501,913	5,778,551	20,980,859	-	-	-	124,269,818
Current year (A+B)	439,749,753	58,200,761	10,480,384	487,470,131	93,376,409	19,967,473	9,510,163	103,833,719	604,815	604,815	-	383,636,414
Previous year	398,014,076	52,563,230	10,860,430	439,749,753	86,411,214	17,193,587	10,228,393	93,376,408	604,815	-	604,815	345,768,531

NOTE:

- Vehicles include certain vehicles Gross Block Rs. 9,744 (Previous Year Rs.19,38,454) which are transferred to the company pursuant to the Scheme of Arrangement and yet in the process of registration in company's name.
- As regards the accounting for fixed assets & depreciation please refer to note 2.3
- In accordance with the Accounting Standard on "Impairment of Assets" AS-28, the Company has recognised impairment losses as at 1st April, 2004 on certain assets of the Company at Nagpur by a corresponding adjustment to General Reserve during the year ended 31st March, 2005 pursuant to transitional provisions of the said standard. After deductions / adjustments of the impairment during the subsequent periods, the balance amount of Furniture and Fixtures amounting to Rs. 6,04,815/- has been written off during the current year.
- Freehold land at S.No.252/6 at village parthardi, Nashik purchased during the F.Y. 2011-12 is held in the name of Director.

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
13 NON-CURRENT INVESTMENTS		
(At Cost Less permanent diminution in value (if any))		
INVESTMENTS IN EQUITY INSTRUMENTS		
AT COST - OTHERS		
(i) Quoted		
In Fully Paid-up Equity Shares		
ABB Limited	105,773	105,773
[200 Equity Shares (Previous Year : 200) of Rs. 2 each]		
ACC Limited	505,458	505,458
[700 Equity Shares (Previous Year : 700) of Rs. 10 each]		
Aditya Birla Nuvo Lim	1,010,198	1,010,198
[1300 Equity Shares (Previous Year : 1300) of Rs. 10 each]		
Axis Bank Ltd.	537,199	537,199
[1300 Equity Shares (Previous Year :1300) of Rs. 10 each]		
Bank of Baroda	465,781	465,781
[500 Equity Shares (Previous Year :500) of Rs. 10 each]		
Bharti Airtel Ltd.	230,765	230,765
[700 Equity Shares (Previous Year : 700) of Rs. 5 each]		
Biocon Limited	758,503	758,503
[2500 Equity Shares (Previous Year : 2500) of Rs.5 each]		
Coal India Limited	110,250	110,250
[450 Equity Shares (Previous Year :450) of Rs.10 each]		
Crompton Greaves Ltd.	1,116,612	1,116,612
[5375 Equity Shares (Previous Year : 5375) of Rs. 2 each]		
Globus Spirit Ltd.	2,500,000	2,500,000
[25000 Equity Shares (Previous Year : 25000) of Rs. 10 each]		
Grasim Industries Ltd.	206,121	206,121
[200 Equity Shares (Previous Year :200) of Rs. 10 each]		
HDFC Ltd.	640,576	640,576
[2000 Equity Shares(Previous Year :2000) of Rs.2 each]		
HDFC Bank Ltd.	280,152	280,152
[1500 Equity Shares (Previous Year : 1500) of Rs. 2 each]		
Hindalco Industries Ltd.	266,200	266,200
[5500 Equity Shares (Previous Year : 5500) of Re. 1 each]		
Hindustan Const	485,412	485,412
[7000 Equity Shares (Previous Year : 7000) of Rs. 1 each]		
Indian Hotel Co. Ltd.	1,258,919	1,258,919
[21940 Equity Shares (Previous Year : 21940) of Re. 1 each]		
ITC Limited	644,435	644,435
[5000 Equity Shares (Previous Year : 5000) of Re. 1 each]		
Josts Engg.	14,704	14,704
[50 Equity Shares (Previous Year : 50) of Rs. 10 each]		

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
Kotak Mahindra Bank Ltd. [3600 Equity Shares(PreviousYear :3600) of Rs.5 each]	697,928	697,928
Larsen & Toubro Ltd. [1800 Equity Shares (Previous Year : 1800) of Rs. 2 each]	2,177,445	2,177,445
Mahindra & Mahindra Ltd. [6625 Equity Shares (Previous Year : 6300) of Rs. 5 each]	1,926,304	1,634,782
Mahindra & Mahindra Financial Services Ltd. [4165 Equity Shares (Previous Year : 833 of Rs.10 each) of Rs.2 each]	471,562	471,562
Mahindra Lifespace Developers Ltd. [600 Equity Shares (Previous Year : 600) of Rs.10 each]	188,471	188,471
Marico Limited [3500 Equity Shares (Previous Year : 3500) of Re. 1 each]	193,447	193,447
MOIL Limited [19 Equity Shares (Previous Year : 19) of Rs. 10 each]	7,125	7,125
NTPC Limited [1700 Equity Shares (Previous Year : 1700) of Rs. 10 each]	300,045	300,045
Petronet LNG Ltd. [7000 Equity Shares (Previous Year : 7000) of Rs. 10 each]	281,512	281,512
Pidilite Industries Ltd. [4000 Equity Shares (Previous Year : 4000) of Re. 1 each]	191,884	191,884
Power Grid Corp. Ltd. [11273 Equity Shares (Previous Year : 11273) of Rs. 10 each]	1,064,200	1,064,200
Reliance Communications Ltd. [850 Equity Shares (Previous Year : 850) of Rs. 5 each]	307,543	307,543
Reliance Ind. Ltd. [Current Year : Nil (Previous Year : 1600 of Rs. 10 each)]	-	1,259,977
Sandur Mang. [275 Equity Shares (Previous Year : 275) of Rs. 10 each]	203,160	203,160
Satyam Computer [7200 Equity Shares (Previous Year : 7200) of Rs. 2 each]	497,046	497,046
Sesa Goa Ltd. [6000 Equity Shares (Previous Year : Nil) of Rs.1 each]	991,265	-
State Bank of India [1500 Equity Shares (Previous Year : 1500) of Rs. 10 each]	2,317,517	2,317,517
Tata Chemicals Ltd. [4250 Equity Shares (Previous Year : 4250) of Rs. 10 each]	1,233,650	1,233,650
Tata Consultancy Service Ltd. [2200 Equity Shares (Previous Year : 2200) of Rs. 1 each]	697,480	697,480
Tata Motors Limited [Current Year : Nil (Previous Year : 16500 of Rs. 2 each)]	-	1,299,957
Tata Power Co. Ltd. [2000 Equity Shares (Previous Year : 2000) of Rs. 1 each]	169,076	169,076

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
Tata Steel Ltd.	1,079,153	1,079,153
[3750 Equity Shares (Previous Year : 3750) of Rs. 10 each]		
Torrent Power Ltd.	930,878	930,878
[3000 Equity Shares (Previous Year : 3000) of Rs. 10 each]		
Unitech	327,045	327,045
[4800 Equity Shares (Previous Year : 4800) of Rs. 2 each]		
United Phosphorous Ltd.	415,780	415,780
[3500 Equity Shares (Previous Year : 3500) of Rs. 2 each]		
Yes Bank Ltd.	1,284,470	1,284,470
[4500 Equity Shares (Previous Year : 4500) of Rs. 10 each]		
Ultratech Cement Ltd.	-	-
[114 Equity Shares (Previous Year : 114) of Rs. 10 each]		
Sub Total (i)	<u>29,091,044</u>	<u>30,368,190</u>
(ii) Unquoted		
In Shares of Jhulelal Nagari Sahakari Patsantha	150,000	150,000
6000 Shares of Rs 25/- each (Previous year :6000)		
Less: Provision for Diminution Value of Investment	(150,000)	(150,000)
Sub Total (ii)	<u>-</u>	<u>-</u>
Total (i+ii)	<u>29,091,044</u>	<u>30,368,190</u>
13.1 Aggregate amount of quoted investents	29,091,044	30,368,190
13.2 Market value of quoted investents	44,714,329	46,781,948
13.3 Aggregate amount of unquoted investments	150,000	150,000
13.4 Aggregate provision for diminution in value of investments	150,000	150,000
14 LONG TERM LOANS AND ADVANCES		
(a) Capital Advance		
Unsecured,considered good	33,120	24,460
(b) Security Deposit		
(i) Unsecured,considered good	6,066,714	5,680,934
(ii) Unsecured, considered doubtful (Net of Provision)	184,441	184,441
(c) Loan & advances to related party		
Unsecured,considered good (Loan to Director)	-	600,000
(d) Other Loans & Advances		
Unsecured,considered good		
(i) Income Tax/FBT Advances (Net of Provision)	115,017	149,107
(ii) Vat/CST Credit Receivable	126,308	126,308
(iii) MAT Credit Entitlement	9,160,000	160,000
Total	<u>15,685,600</u>	<u>6,925,250</u>

14.1 Provision for doubtful deposit: Current Year: Rs. Nil (Previous Year:Rs. 91,430/-)

14.2 The balances of Security Deposits are subject to confirmation.

14.3 In the opinion of the board loans and advances have a value on realisation in the ordinary course of business at least equal to the sums stated.

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
15 CURRENT INVESTMENTS		
(At Lower of Cost or Market Value)		
INVESTMENTS IN EQUITY INSTRUMENTS		
Quoted		
(i) In Fully Paid-up Equity Shares		
Astral Poly Technik Ltd.	445,311	510,250
[2365 Equity Shares (Previous Year : 2839) of Rs. 5 each]		
Balkrishna Industries Ltd.	868,126	795,779
[4556 Equity Shares (Previous Year : 5234) of Rs. 2 each]		
City Union Bank Ltd.	489,227	
[8447 Equity Shares (Previous Year: Nil) Of Rs. 1 each]		
Dhanuka Agritech Ltd.	454,832	454,832
[4596 Equity Shares (Previous Year : 4596) of Rs. 2 each]		
Greenply Industries Ltd.	1,152,175	989,756
[6017 Equity Shares (Previous Year : 5220) of Rs. 5 each]		
Hindustan Media Ventures Ltd.	534,412	534,412
[4149 Equity Shares (Previous Year : 4149) of Rs. 10 each]		
HSIL Limited	476,131	-
[3662 Equity Shares (Previous Year : Nil) of Rs. 2 each]		
India Bulls Infra. & Power Ltd.	-	27,420
[Current Year : Nil (Previous Year : 5495 of Rs. 10 each)]		
India Bulls Real Estate Ltd.	-	243,973
[Current Year : Nil (Previous Year : 1863 of Rs. 2 each)]		
Jagran Prakashan Ltd.	-	365,503
[Current Year : Nil (Previous Year : 3282 of Rs. 2 each)]		
KPIT Cummins Infosystem Ltd.	453,646	-
[4097 Equity Shares (Previous Year : Nil) of Rs. 2 each]		
Lumax Auto Tech Ltd.	770,423	296,483
[4914 Equity Shares (Previous Year : 1974) of Rs. 10 each]		
Motherson Sumi System Ltd.	188,703	-
[2157 Equity Shares (Previous Year : Nil) of Rs. 1 each]		
Nava Bharat Ventures Ltd.	429,620	-
[2238 Equity Shares (Previous Year : Nil) of Rs. 2 each]		
Net4 India Ltd.	284,111	-
[4773 Equity Shares (Previous Year : Nil) of Rs. 10 each]		
Redington India Ltd.	-	506,488
[Current Year : Nil (Previous Year :6342 of Rs. 2 each)]		
Setco Automotive Ltd.	212,775	520,812
[2660 Equity Shares (Previous Year : 3385) of Rs. 10 each]		
Shriram Trans Fin. Co. Ltd.	557,705	182,213
[1045 Equity Shares (Previous Year : 364) of Rs. 10 each]		
Shriram City Union Finance Ltd.	565,629	-
[534 Equity Shares (Previous Year : Nil) of Rs. 10 each]		
Sundram Fasteners Ltd.	421,887	-
[8239 Equity Shares (Previous Year : Nil) of Rs. 1 each]		
Supreme Industries Ltd.	492,545	492,545
[2496 Equity Shares (Previous Year : 2496) of Rs. 2 each]		

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
TD Power System Ltd.	391,616	-
[1583 Equity Shares (Previous Year : Nil) of Rs. 10 each]		
Total (i)	9,188,874	5,920,467
(ii) In Partly Paid Up Equity Shares		
City Union Bank Ltd	18,530	-
[1853 Equity Shares (Previous Year: Nil) of Rs. 1 each of which Rs. 0.50 partly paid]		
Total (ii)	18,530	-
Total (i)+(ii)	9,207,404	5,920,467
Less: Provision for Diminution in value of Investments	(449,119)	-
Total (A)	8,758,285	5,920,467
(B) INVESTMENTS IN MUTUAL FUND INSTRUMENTS		
Unquoted		
In units of SBI Mutual Fund	38,184,572	187,799,718
Units of SBI Premier Liquid Fund-Institutional Growth [29,401.930 Units (Previous Year 1,44,603.94 Units) of Rs. 100/- each]		
In Units of HDFC Mutual Fund	-	1,758,105
Units of HDFC Cash Mgmt. Treasury Advantage- Wholesale Plan Growth [Current Year: Nil (Previous Year : 78,127.20 Units)		
In Units of HDFC Mutual Fund	213,900	-
Units of HDFC Liquid Fund-Growth [9,323.16 Units (Previous Year : Nil)		
In Units of HDFC Mutual Fund	871,331	-
Units of HDFC Cash Mgmt. Treasury Advantage- Retail Plan Growth [35,185.357 Units (Previous Year : Nil)]		
In Units of ICICI Prud. Banking Psu Debt Fund Premium Plus Growth	-	2,417,360
[Current Year : Nil (Previous Year :2,32,288.78 Units)]		
ICICI Prud. FMP Series 62-1 Year Plan C Cummulative	-	10,000,000
[Current Year : Nil (Previous Year : 10,00,000 Units)]		
ICICI Prudential Corporate Bond Fund-Regular Plan Growth	20,000,000	-
[11,40,415.073 Units (Previous Year : Nil)]		
ICICI Prudential Institutional Income Plan Growth	10,000,000	10,000,000
[2,82,934.26 Units (Previous Year :2,82,934.26 Units)]		
ICICI Prudential Income Regular Plan Growth	20,000,000	-
[5,60,783.30 Units (Previous Year : Nil)]		
Axis Constant Maturity 10 Year Fund - Growth Plan	10,000,000	10,000,000
[9,94,203.79 Units (Previous Year : 9,94,203.79 Units)]		
Birla Sun Life Dynamic Bond Fund -Retail-Growth-Regular Plan	14,000,000	-
[7,07,578.161 Units (Previous Year :Nil)]		
BNP Paribas Bond Fund - Inst. Growth	10,000,000	10,000,000
[9,03,505.60 Units (Previous Year : 9,03,505.60 Units)]		
Canara Robeco Dynamic Bond Fund - Growth	14,000,000	-
[10,84,834.021 Units (Previous Year :Nil)]		

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
Canara Robeco - Income Growth Fund [8,78,977.626 Units (Previous Year :4,69,969.63 Units)]	20,000,000	10,000,000
Kotak Bond (Short Term) - Growth [7,28,710.85 Units (Previous Year : 2,61,506.28 Units)]	15,000,000	5,000,000
Kotak Bond Scheme Plan A - Growth [9,42,642.524 Units (Previous Year : 3,29,914.32 Units)]	30,000,000	10,000,000
Kotak FMP Series 76 - Growth [10,00,000 Units (Previous Year : 10,00,000 Units)]	10,000,000	10,000,000
Templeton India Corporate Bond Opportunities Fund-Growth [8,93,152.20 Units (Previous Year : Nil)]	10,000,000	-
Templeton India Income Builder Account-Plan A - Growth [5,22,856.68 Units (Previous Year : Nil)]	20,000,000	-
Templeton India Income Builder Account-Plan B - Growth [1,48,220.61 Units (Previous Year : 1,48,220.61 Units)]	5,000,000	5,000,000
Templeton India Income Opportunities Fund - Growth [19,82,201.325 Units (Previous Year : 4,38,865.97 Units)]	25,000,000	5,000,000
Templeton India Short Term Income Retail Plan - Growth [2,468.55 Units (Previous Year : 2,468.55 Units)]	5,000,000	5,000,000
Total (B)	277,269,803	281,975,183
Total (A+B)	286,028,089	287,895,650
15.1 Aggregate amount of quoted investents	9,207,404	5,920,467
15.2 Market value of quoted investents	1,16,65,335	6,671,857
15.3 Aggregate amount of unquoted investments	277,269,803	281,975,183
15.4 Aggregate provision for diminution in value of investments	449,119	-
15.5 Investments in mutual fund instruments includes investments amounting to Rs. 10,85,231 (Previous Year Rs. 41,75,465) held in the name of portfolio manager under portfolio management service agreement.		
16 INVENTORIES		
Inventories (As taken, valued and certified by management)		
(a) Raw Materials	23,811,775	18,284,762
(b) Work-in-Progress	4,981,431	6,159,147
(c) Finished goods	20,065,995	10,302,435
(d) Stock in Trade	6,438,893	8,971,384
(e) Stores and spares	1,671,874	1,522,103
(f) By Products / Waste Products	315,250	645,865
Total	57,285,218	45,885,696
16.1 Company's Ferro Alloys unit generated waste during the process of manufacture, which has accumulated over the years in and around the main plant. The waste is reusable for extracting metal content therein. Company has set up a Metal Recovery Plant for the purpose. During the year, company has accounted for stock of unextracted metal contents valuing Rs 18,75,000/- (Previous Year Rs.2,250,000/-) out of this accumulated waste based on the finding & valuation report of the Consultant Metallurgist obtained during the year. The technical consultants have advised the Company that the balance of this accumulated waste in terms of its quality, metal content and realizable value cannot be yet reasonably ascertained. Company has therefore not been in a position to account for stock of such balance accumulated waste.		

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	As at 31st March, 2013 Rupees	As at 31st March, 2012 Rupees
17 TRADE RECEIVABLE		
Unsecured, considered good		
Debts outstanding for a period exceeding six months	10,641,628	7,707,199
Other Debts	38,904,723	31,452,146
Total	49,546,351	39,159,345
18 CASH AND BANK BALANCES		
(a) Cash and cash equivalents		
(i) Balances with Banks	4,791,496	2,290,538
(ii) Cash on hand	174,027	483,885
(iii) Others		
Bank Deposits (Less than 3 Months Maturity)	-	10,000,000
(b) Balances with banks to the extent held as security or margin money		
Security against demand loan for working capital to holding co.		
(i) Term Deposit (Less than 12 months maturity) (Held by State Bank of India as security against demand loan for working capital)	5,218,015	5,218,015
Margin Money against Bank Guarantee and letter of credit facilities to subsidiary co.		
(ii) Term Deposits (Less than 3 Months Maturity)	204,000	210,000
(iii) Term Deposits (More than 3 Months but less than 12 months Maturity)	1,444,000	614,312
(iv) Term Deposits (More than 12 Months Maturity)	1,621,873	-
Total	13,453,411	18,816,750
19 SHORT-TERM LOANS AND ADVANCES		
(a) Loans and advances to related parties	-	925,000
(Unsecured, considered good)		
(b) Others		
(Unsecured, considered good)		
(i) Advance payment of tax/taxes	3,401,831	2,189,484
(ii) Others advances	7,014,938	7,029,709
(iii) Advance recoverable in cash or in kind or for value to be received	2,825,189	3,217,505
(Unsecured, considered doubtful)*	-	-
Total	13,241,958	13,361,698

19.1 * Net of Advances considered doubtful Rs. Nil (Previous Year Rs. 5,63,000)

19.2 The balances of Loans & Advances are subject to confirmation.

19.3 In the opinion of the board the Loans and Advances have a value on realisation in the ordinary course of business at least equal to the sums stated.

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	For the year ended 31st March, 2013 Rupees	For the year ended 31st March, 2012 Rupees
20 REVENUE FROM OPERATIONS		
Sale of products	177,764,174	196,308,482
Sale of Services	2,383,656	2,365,351
Less : Excise duty	(14,340,538)	(13,633,711)
Less : Service Tax	(262,211)	(224,772)
Total	165,545,081	184,815,350
21 OTHER INCOME		
Interest income	1,178,653	1,469,193
Dividend Income	883,365	1,184,131
Net gain / loss on sale of investments	65,486,226	25,492,080
Other non-operating income	1,579,170	743,667
Total	69,127,414	28,889,071
22 COST OF MATERIALS CONSUMED		
Manufacturing		
Indigeneous	26,402,062	25,566,781
Imported	9,692,279	6,296,694
Total	36,094,341	31,863,475
23 Purchases of Stock-in-Trade		
Trading Goods		
Indigeneous	3,750,242	6,922,766
Imported	20,977,447	18,619,505
Total	24,727,689	25,542,271
24 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE		
(a) Opening stocks :		
Finished Goods	10,302,434	11,738,313
Work in progress	6,159,147	4,249,596
Stock-in-Trade	8,971,384	8,992,265
By Product/Waste Product	645,865	706,372
Total (a)	26,078,830	25,686,546
(b) Stock ascertained and accounted during the year (Refer Note 16.1)	1,875,000	2,250,000
(c) Closing stocks :		
Finished Goods	20,065,995	10,302,434
Work in progress	4,981,431	6,159,147
Stock-in-Trade	6,438,893	8,971,384
By Product/Waste Product	315,250	645,865
(d) Total (b+c)	33,676,569	28,328,830
(e) (Increase)/Decrease	(7,597,739)	(2,642,284)
Total (a)-(d)		

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	For the year ended 31st March, 2013 Rupees	For the year ended 31st March, 2012 Rupees
25 EMPLOYEE BENEFITS EXPENSE		
(a) Salaries and Wages	66,917,315	56,316,444
(b) Contribution to Provident and other funds	6,809,567	4,953,879
(c) Staff Welfare Expenses	814,513	803,484
Total	74,541,395	62,073,807
25.1 The employee benefits expense includes the Whole Time Director's remuneration which was approved by share holders at Annual General Meeting held on August 30,2012.		
26 FINANCIAL COST		
Interest Expenses	9,518,555	8,306,115
Bank Charges & Commission	853,593	628,696
Total	10,372,148	8,934,811
27 OTHER EXPENSE		
Power and Fuel	4,058,410	3,445,295
Rent	1,705,033	1,570,298
Repairs to buildings	1,330,860	1,534,769
Repairs to Machinery	1,037,232	598,466
Repairs to Others	1,739,494	1,692,332
Insurance	351,953	333,550
Rates and taxes,excluding taxes on income	2,014,561	2,228,350
Light and Water	581,649	461,273
Fright and Handling	5,953,630	12,310,509
Conveyance	2,469,274	1,833,336
Travelling Expenses	10,093,059	10,216,872
[Includes Director's Rs.25,47,580 (previous year Rs.39,80,820)]		
Payments to the auditor	571,665	392,336

Notes on Consolidated financial statements for the year ended 31st March 2013

Particulars	For the year ended 31st March, 2013 Rupees	For the year ended 31st March, 2012 Rupees
Advances written off;	673,300	6,654
Postage Telegram & Telephone	2,633,439	2,436,899
Printing & Stationery	1,011,176	982,074
Legal & Consulancy Charges	7,134,583	5,384,620
Security Expenses	1,110,091	1,271,788
Service charges	765,700	764,192
Upkeep of Heavy Vehicles	197,796	441,328
Excise Duty paid / Increase/(Decrease) on FG	2,785,510	(180,523)
Consumption of Stores and Spare Parts	447,540	458,243
Commission on Sales	3,956,880	8,335,407
Advertisement and Publicity	3,750,412	3,486,354
Sales Promotion	3,304,533	1,385,145
Recruitment Expenses	943,849	1,028,391
Upkeep of Motor Car	1,944,659	1,813,819
Service charges of Surface Vehicles	227,526	223,360
Provision for diminution of current investment	449,119	-
Membership fees	620,955	153,368
Entertainment Expenses	230,421	403,377
Miscellaneous Expenditures	2,498,508	5,428,166
TOTAL	66,592,817	70,440,048

NOTES ON CONSOLIDATED BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

Additional Information**28 CONTINGENT LIABILITIES AND COMMITMENTS:(to the extent not provided for)**

Particulars	As at 31-03-2013 Rupees	As at 31-03-2012 Rupees
(i) Contingent Liabilities		
a) Claims made against the Company not acknowledged as debt :		
- Sales Tax Demand not provided for pending outcome of appeal (Documents related to claim of Rs. 576,236 are currently not available with the company)	2,01,73,539	2,01,73,539
- Excise Duty Demand not provided for pending outcome of appeal	26,57,798	26,57,798
- Customs duty Demand not provided for pending outcome of appeal	1,17,42,500	1,17,42,500
- Other Matters (Documents related to claim of Rs.29,14,136 are currently not available with the company)	1,10,51,561	1,10,02,385
- Balance of Income Tax Demand u/s 156 of the Income Tax Act, 1961 in respect of A.Y. 2010-11 not provided for pending outcome of appeal.	36,31,578	-
b) Guarantees		
Bank Guarantees	-	-
c) Other money for which the company is contingently liable		
- Investment in partly paid up shares (To the extent un-called portion)	927	-
(ii) Commitments	-	-
Total Contingent Liabilities and Commitments	4,92,57,903	4,55,76,222

Note: i) Future cash outflow on (a) and (b) above is determinable only on the on receipt of judgments /decisions / completion of negotiations / pending with respective Hon'ble Courts / authorities / firms. ii) The Bank Guarantees and Letter of Credit issued by subsidiary's bankers, being own obligation it is not included in terms of ICAI Guidance note on Revised Schedule VI of the companies Act, 1956

29 The declaration filed under the Urban Land (Ceiling and Regulation) Act, 1976 in respect of the Company's holdings in excess of the ceiling prescribed under the said Act and the application for exemption filed under Section 20 of the Act, to retain these lands are under consideration of the concerned authorities.

30 Segment Reporting :

a) As per Accounting Standard -17 on Segment Reporting issued by the Institute of Chartered Accountants of India, the Company has reported segments information on consolidated basis including business conducted through its subsidiaries.

b) The reportable segments are :Manufacture of "High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag." and Manufacture of "Electronics & Electrical Products, Energy Meters & others."

c) Primary Segment Information :

Particulars	For the year ended 31 st Mar, 2013 Rs.	For the year ended 31 st Mar, 2012 Rs.
I Segment Revenue:		
Sale of Products		
High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag	18,052,785	201,95,683
Electronics & Electrical Products, Energy Meters & others	159,711,389	17,61,12,799
Sale of Services	2,383,656	23,65,351
Gross Revenue	180,147,830	19,86,73,833
Less: Inter Segment Revenue	-	-
Total Revenue	180,147,830	198,673,833

II Segment Results before Interest & Tax :

Profit/(Loss) before Interest & Tax from each segment		
High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag	43,373,535	(8,83,816)
Electronics & Electrical Products, Energy Meters & others	(2,30,27,017)	10,117,331
Total Profit before Interest & Tax	20,346,518	92,33,515
Less : Interest	10,372,148	89,34,811
Profit before Tax	9,974,371	298,705

III Other Information

Segment Assets

High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag	676,869,149	628,336,276
Electronics & Electrical Products, Energy Meters & others	188,700,979	173,226,568
Total Segment Assets	865,570,128	801,562,844

Segment Liability

High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag	17,394,751	12,030,881
Electronics & Electrical Products, Energy Meters & others	89,402,979	86,657,142
Total Segment Liability	1,06,797,730	9,86,88,023

Capital Expenditure

High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag	17,31,129	37,750
Electronics & Electrical Products, Energy Meters & others	17,590,743	3,30,29,383
Total	1,93,21,871	3,30,67,133

Depreciation

High/ Medium/ Low Carbon Ferro Manganese and Silico Manganese Slag	28,94,378	29,83,804
Electronics & Electrical Products, Energy Meters & others	17,073,095	1,42,09,784
Total	1,99,67,473	1,71,93,588

31 Related Party disclosures as required under Accounting Standard -18 issued by the Institute of Chartered Accountants of India and applicable to the holding company are given below:

(I) Name and Nature of Relationship of the Related Parties where Control Exists:

Name of the Related Party	Nature of Relationship
a) Informed Technologies India Limited	Enterprise that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the reporting enterprise
b) Zeppelin Investments Private Ltd.	
c) Khandelwal Remedies Private Ltd.	
d) Meteor Metals & Ores Ltd.	
e) Khandelwals Ltd.	

(II) Name of the Related Parties having transaction with the Company during the year and the details of transactions carried out with them:

1	Enterprises owned or significantly influenced by any management personnel or their relatives	
a)	Informed Technologies India Limited	Rs. 34,92,213 / Rs. 34,92,213
b)	Advance Received/Advance Repaid	(Rs.17,58,745 /Rs.17,58,745)
	H. V. M. Estate	Rs. 4,20,000
	Rent paid	(Rs. 4,20,000)
2	Key Management Personnel	
	Remuneration	
a)	Mr. Gautam P. Khandelwal	Rs. 30,00,000/-
b)	Mr. S. B. Kanbargi	Rs. 7,27,800/-
c)	Mrs Alka Arya (08/10/2012 to 31/03/2013)	Rs. 8,86,129/-
d)	Mr Arnold Allen- Professional fees	Rs. 5,13,223/-
e)	Mrs. H.H.Motwane	Rs. 14,03,548/-

f) Mr. P.H.Motwane	Rs. 4,83,384/-
g) Mr A.S.Parundekar	Rs. 26,48,454/-
h) Mr. Jitendra Agrawal	Rs. 25,01,728/-

Rent

a) Mr. P.H.Motwane	Rs.5,40,000/-
--------------------	---------------

Interest

a) Mrs. H.H.Motwane	Rs.1,33,439/-
---------------------	---------------

(III) Balances Outstanding as at 31st March, 2013

Particulars	Maximum outstanding Balance (Rs.)	Receivables (Rs.)	Payables (Rs.)
1 Related parties where control exists			
a) Informed Technologies India Limited	14,71,894 (6,68,113)	NIL (NIL)	NIL (NIL)
2 Key Management Personnel			
a) Mr. Gautam Khandelwal	1,25,000 (7,85,484)	NIL (1,25,000)	NIL (NIL)
b) Mrs. Hardevi H. Motwane	11,12,000 (11,12,000)	NIL (NIL)	11,12,000 (11,12,000)
3 Relatives of Key Management Personnel			

*See Note

Figures in brackets are related to previous year

* The company does not have an exhaustive list of business or professions in which relatives of directors of the company have substantial interest. As such, payments made to any such persons, if any have not been identified. This management representation has been relied upon by the Auditors.

(IV) No amounts have been written off/provided for or written back during the year in respect of debts due from or to related parties.

32 Earnings Per Share:

		For the year ended 31 st Mar, 2013
Profit (Loss) for the year (Rs.)	(A)	24,088,674
Number of Equity Shares Outstanding	(B)	130,95,507
Earnings per share of Rs 10 each	(A/B)	1.84

33 The Principal business of the Company is manufacturing of High/Medium/Low Carbon Ferro Manganese and Silico Manganese Slag which is facing challenges. Company is considering various projects in the manufacturing sector, including therein power generation and distribution. In the mean time the company has on temporary basis parked investible surplus in Fixed Deposit, Open-ended Mutual Funds and other investments. Considering the long term business plan of the Company and the nature of the investments that the Company has made, the Company has been advised that the provisions of Non Banking Finance Company Regulation do not apply to it. Based on these, in the opinion of the Board, the Company is not a Non Banking Finance Company defined in Section 45 I(f) of the Reserve Bank of India Act, 1934 (2 of 1934) The auditor have relied upon this expert advice and the decision of the board of the Board of Directors in this regard.

34 The figures pertaining to Subsidiary have been reclassified wherever necessary to bring them in line with the Parent Company's Financial statement.

Signature to the Notes 1 to 34 which form an integral part of the accounts

As per our report of even date attached**For M.V.Ghelani & Co.**Chartered Accountants
Firm Regn. No. 119077W**M.V.Ghelani**Proprietor
Mumbai, 13th August,2013**For and on behalf of the Board****Gautam P. Khandelwal**
Chairman**Girish Bakre**
Director**Nidhi Salampuria** - Company Secretary
Mumbai, 13th August,2013

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2013

Particulars	Amount in Rupees	
	For The Year Ended On 31st March 2013	For The Year Ended On 31st March 2012
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Profit (loss) before tax paid, prior period items & extra ord. Items	9,974,371	298,705
Adjustment for :		
Depreciation - Current Year	19,967,473	17,193,588
Provision for diminution of current Investment	449,119	-
Assets Written off	746	152,700
Loss/(Profit) on sale of Fixed Assets	(11,985)	315,962
Interest Expenses	10,372,148	8,934,811
Profit on sale of Investment	(65,486,226)	(25,492,080)
Dividend Income	(883,365)	(1,184,131)
Proceeds from sales of Fixed Assets	(17,000)	-
Interest Income	(1,178,653)	(1,469,193)
	<u>(36,787,743)</u>	<u>(1,548,343)</u>
Operating profit before working capital change	(26,813,372)	(1,249,638)
Adjustment for :		
Inventories	(11,399,522)	(2,297,051)
Trade Receivables	(10,387,006)	(1,997,354)
Long Term /Short Term Loans & Advances and other current assets	(8,674,699)	(6,356,449)
Trade Payables, Other Current Liabilities and Provisions	12,910,499	3,438,785
Cash generated from Operations	(44,364,102)	(8,461,707)
Cash Flow before prior period adjustments & extraordinary items	(44,364,102)	(8,461,707)
Prior Period adjustments	-	-
Income tax paid	(2,217,497)	(19,200,000)
Net cash flow from Operating Activities "A"	(46,581,599)	(27,661,707)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(19,321,871)	(33,067,132)
Proceeds from sale of Fixed Assets(Including Profit)	393,645	316,075
Proceeds from Investment in Mutual Fund / Shares (incl. gain)	68,181,814	49,434,770
Dividend Income	883,365	1,184,131
Interest Income	1,178,653	1,469,193
Net cash from Investing Activities "B"	51,315,606	19,337,037
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Equity Shares to Minority Interest by Subsidiary.	2,901,000	
Repayments of Long term/Short term Loans (Net)	(2,626,198)	3,294,533
Interest expense	(10,372,148)	(8,934,811)
Net Cash provided by / (used in) Financing Activities "C"	(10,097,346)	(5,640,277)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(5,363,339)	(13,964,947)
Cash and Cash Equivalent at the beginning of the period	18,816,750	32,781,697
Cash and Cash Equivalent at the end of the period	13,453,411	18,816,750

Previous year figures have been regrouped/reclassified/rearranged wherever necessary to make them comparable with the current year figures.

As per our report of even date attached

For M.V.Ghelani & Co.

Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani

Proprietor
Mumbai, 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal
Chairman

Girish Bakre
Director

Nidhi Salampuria - Company Secretary
Mumbai, 13th August,2013

AUDITOR'S CERTIFICATE

To,
The Board of Directors
Nagpur Power & Industries Limited
"Nirmal" (20th Floor), Nariman Point,
Mumbai-400 021.

We have examined the attached Cash Flow Statement of Nagpur Power & Industries Limited for the year ended 31st March,2013. The statement has been prepared by the company in accordance with the requirements of Clause 32 of listing agreement with Stock Exchange and is based on and is derived from and is in agreement with the corresponding Profit & Loss Account and Balance sheet of the Company covered by our report of even date to the members of the Company.

For M.V.Ghelani & Co.

Chartered Accountants
Firm Regn.No,119077W
M.V.Ghelani
Proprietor
Mumbai, 13th August,2013

Statement pursuant to Section 212 of the Companies Act, 1956.

Name of the Subsidiary Company	Financial year ending of the Subsidiary	Number of Shares held	Extent of holding	For Financial Year of the Subsidiary	
				Profit/(Losses) so far it concerns the members of the Holding Company and not dealt within the books of Account of the Holding Company (Except to the extent dealt with col.6)	Profit/(Losses) so far it concerns the members of the Holding Company and dealt within the books of Account of the Holding Company
(1)	(2)	(3)	(4)	(5)	(6)
THE MOTWANE MANUFACTURING COMPANY PVT. LTD	3/31/2013	190590	66.25%	(19,080,330)	Nil

As per our report of even date attached

For M.V.Ghelani & Co.
Chartered Accountants
Firm Regn. No. 119077W

M.V.Ghelani
Proprietor
Mumbai, 13th August,2013

For and on behalf of the Board

Gautam P. Khandelwal
Chairman
Girish Bakre
Director

Nidhi Salampuria - Company Secretary
Mumbai, 13th August,2013

NAGPUR POWER & INDUSTRIES LIMITED

Registered Office : 'Nirmal', 20th Floor, Nariman Point, Mumbai – 400021

ATTENDANCE SLIP

(PLEASE PRESENT THIS SLIP AT THE ENTRANCE)

Regd. Folio No.:

*DP ID :

No. of Shares Held:

*Client ID :

NAME & ADDRESS OF THE MEMBER / PROXY _____

I hereby record my presence at the Seventeenth Annual General Meeting of the Company to be held at the Orchid & Tulip, MVIRDC World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai- 400005, on Thursday, September 26, 2013 at 10:00 AM (I.S.T)

.....
(Signature of the Member/ Proxy)

(To be signed at the time of handing over this slip at the Hall and not in advance)

NAGPUR POWER & INDUSTRIES LIMITED

Registered Office : 'Nirmal', 20th Floor, Nariman Point, Mumbai – 400 021

PROXY FORM

Regd. Folio No.:

*DP ID :

No. of Shares Held:

*Client ID :

I/We _____ of _____

being a Member/Members of Nagpur Power & Industries Limited hereby appoint _____

_____ of _____ or failing him/her

_____ of _____ as my/our proxy to vote for me/us

and on my/our behalf at the Seventeenth Annual General Meeting of the Company to be held at Orchid & Tulip, MVIRDC World Trade Centre, Centre One, 1st Floor, Cuffe Parade, Mumbai- 400005, on Thursday, September 26, 2013 at 10:00 AM (I.S.T) and at any adjournment thereof.

As Witness my/our hand(s) this _____ day of _____ 2013

Affix
Re. 1/-
Revenue
Stamp

Signed by the said

NOTES :

1. A member entitled to attended vote is entitled to appoint a proxy to attend and vote instead of himself.
2. A proxy need not be a member.
3. This form inorder to be effective must be duly stamped, completed and signed must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.

* Applicable for investors holding shares in Electric (Demat) Form.

Book - Post

To

If undelivered please return to :

NAGPUR POWER & INDUSTRIES LIMITED
NIRMAL, 20TH FLOOR,
NARIMAN POINT,
MUMBAI - 400 021.

DAS PRINTING : 4002 6615/16

NAGPUR POWER & INDUSTRIES LIMITED

17th ANNUAL REPORT 2012- 2013