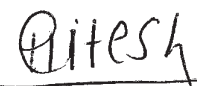


Form A

Covering Letter of the Annual Audit Report to be filed with the stock exchanges as per
Clause 31(a) of the listing agreement

Name of Company	Rajratan Global Wire Ltd.
Annual Financial Statements for the year ended	31 st March 2014
Type of Audit Observation	Un-qualified
Frequency of observation	Not applicable


Mr. Sunil Chordia
Managing Director


Mr. Ritesh Jain
Manager - Finance and Accounts


Mr Chandrashekhar Bobra
Chairman of Audit Committee

For Fadnis & Gupte
Chartered Accountants


CA Vikram Gupte
Partner
M. No. 074814



Twenty Sixth Annual Report
2013-2014



FINANCIAL HIGHLIGHTS							
₹ in Crores							
S.N.	Year	2013-14	2012-13	2011-12	2010-11	2009-10	2008-09
1	Sales	254.72	218.33	199.70	176.03	158.92	161.49
2	Gross Profit (Before Depreciation And Tax)	14.23	13.59	12.30	15.53	17.13	11.85
3	Depreciation	3.85	3.73	3.58	3.34	3.13	3.05
4	Profit Before Taxation	10.38	9.86	8.72	12.19	14.00	8.80
5	Current Taxation	3.47	3.25	2.52	3.84	4.93	2.97
6	Deferred Taxation	(0.33)	(0.19)	0.27	0.29	0.03	0.09
7	Fringe Benefit Tax	0.00	0.00	0.00	0.00	0.00	0.02
8	Profit After Taxation	7.24	6.80	5.93	8.06	9.09	5.73
9	Dividend	0.43	0.43	0.52	0.65	0.65	0.43
10	Gross Fixed Assets	76.67	74.58	74.71	69.60	64.23	61.48
11	Net Fixed Assets	42.92	44.64	47.75	46.11	43.96	44.09
12	Investments	34.16	23.90	23.90	23.90	17.84	16.93
13	Non Current Assets	3.20	8.03	7.14	0.87	0.00	0.00
14	Net Current Assets /(Liabilities)	60.18	58.69	56.38	46.49	44.27	39.39
15	Net Assets	140.46	135.26	135.17	117.37	106.07	100.40
16	Share Capital	4.35	4.35	4.35	4.35	4.35	4.35
17	Reserves & Surplus	72.54	65.82	59.52	54.20	46.91	38.58
18	Net Worth	76.90	70.17	63.87	58.55	51.26	42.93
19	Loan Funds	54.24	56.33	62.35	50.14	46.41	49.10
20	Deferred Tax Liability	8.43	8.76	8.95	8.68	8.39	8.36
21	Earning Per Share	16.63	15.63	13.63	18.51	20.89	13.16
22	Dividend Per Share	1.00	1.00	1.20	1.50	1.50	1.00
23	Book Value Per Share	176.70	161.24	146.78	134.55	117.80	98.66

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RAJRATAN GLOBAL WIRE LTD.**BOARD OF DIRECTORS**

Mr. Sunil Chordia	Managing Director
Mr. S.S. Mehta	Director
Mr. P.D. Nagar	Director
Mr. Abhishek Dalmia	Director
Mr. Chandrashekhar Bobra	Director
Mr. Surendra Singh Maru	Director
Mrs. Sangita Chordia	Whole Time Director
Mr. Deepesh Trivedi	C.O.O & Executive Director

COMPANY SECRETARY

CS Shubham Jain

BANKERS

State Bank of India
Commercial Branch,
Indore

IDBI Bank Ltd.
(Specialised Corporate Branch)
Old Palasia, Indore

AUDITORS

M/s. Fadnis & Gupte
Chartered Accountants, Indore

REGISTRAR & TRANSFER AGENT

M/s. Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
L B S Marg
Mumbai - 400078 Ph: 022-25946970

REGISTERED OFFICE

"Rajratan House"
11/2, Meera Path, Dhenu Market,
Indore - 452 003 (M.P.) INDIA
Phone: 0731-2546401
Fax: 0731-2542534
Email: investor-cell@rgwl.co.in
Website: www.rgwl.co.in
CIN : L27106MP1988PLC004778

PLANT

Plot No. 200-A & B, Sector I,
Industrial Area, Pithampur
District Dhar (M.P.) INDIA
Phone : 07292-253375, 252904
Fax : 07292-253357

RAJRATAN THAI WIRE CO., LTD.**DIRECTORS**

Mr. Sunil Chordia	Director
Mr. P.D. Nagar	Director
Mr. Abhishek Dalmia	Director
Mr. P.S. Ravi	Director
Mr. Mukesh Kumar Verma*	Whole Time Director
Mr Yashovardhan Chordia**	Whole Time Director

* Resigned on 27.07.2013

** Appointed on 22.10.2013

BANKERS

ICICI Bank Ltd. Singapore Branch
9, Raffles Place, Singapore

Bank of Ayudhya Public Company Limited
1222 Rama III Road,
Bang Phongphang, Yan Nawa,
Bangkok 10120 Thailand

United Overseas Bank (Thai) Public Company Ltd.
Head Office :
191, South Sathon Road, Bangkok 10120

AUDITORS

Mr. Phichat Phruksarajanakun
Bl, Auditing Group Co., Ltd. Thailand
55/113 Moo.9 , Town Plus Kaset-Nawamin, Klong Kum,
Beung Kum, Bangkok 10240

REGISTERED OFFICE & PLANT

155/11 Moo 4, Tambol: Chet Samein
Amphur: Potharam, Ratchaburi 70120
Thailand
Phone : +6632375841, +6632375843-844
Fax : +6632375840

NOTICE

Notice is hereby given that the **Twenty Sixth Annual General Meeting** of the Members of the Company will be held on Friday the 26th day of September, 2014 at 10.00 a.m. at the registered office at 11/2, Meera Path, Dhenu Market, Indore, Madhya Pradesh - 452 003 to transact the following:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2014 and reports of the Board of Directors and of the Auditors thereon.
2. To consider declaration of dividend on equity shares.
3. To appoint a Director in place of Mr. P.D. Nagar (DIN- 00151621), who retires by rotation, and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Abhishek Dalmia (DIN- 00011958), who retires by rotation, and being eligible, offers herself for reappointment.
5. To consider and if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 139 of the Companies Act, 2013 ("Act") and other applicable provisions of the Act, if any and the Rules framed thereunder, as amended from time to time, M/s. Fadnis & Gupte, Chartered Accountants (ICAI Firm Registration No. 006600C) be and are hereby re-appointed as the Statutory Auditors of the Company for a period of 3 years to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of 29th AGM of the Company to be held in 2017, at such remuneration as may be fixed by the board and the said re-appointment be placed for ratification by members at relevant AGM of the Company."

SPECIAL BUSINESS

6. **Appointment of Mr. Shiv Singh Mehta as an Independent Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the said Act and Companies (Appointment and Qualification of Directors) Rules, 2014, and the Clause 49 of the Listing Agreement as may be amended from time to time, Mr. Shiv Singh Mehta (DIN 00023523), who was holding positions of the Independent Director and in respect of whom the company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the director of the Company and who has also submitted a declaration confirming that he meets the criteria for independence as provided in section 149(6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years w.e.f 26.09.2014 not liable to retire by rotation."

7. **Appointment of Mr. Chandra Shekhar Bobra as an Independent Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule-IV to the said Act and Companies (Appointment and Qualification of Directors) Rules, 2014, and the Clause 49 of the Listing Agreement as may be amended from time to time, Mr. Chandra Shekhar Bobra (DIN 00209498), who was holding position of the Independent Director and in respect of whom the company has received a notice in writing under section 160 of the

Companies Act, 2013 from a member proposing his candidature for the office of the director of the Company and who has also submitted a declaration confirming that he meets the criteria for independence as provided in section 149(6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years w.e.f 26.09.2014 not liable to retire by rotation."

8. **Appointment of Mr. Surendra Singh Maru as an Independent Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution, as **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the said Act and Companies (Appointment and Qualification of Directors) Rules, 2014, and the Clause 49 of the Listing Agreement as may be amended from time to time, Mr. Surendra Singh Maru (DIN 03081191), who was holding position of the Independent Director and in respect of whom the company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the director of the Company and who has also submitted a declaration confirming that he meets the criteria for independence as provided in section 149(6) of the Companies Act, 2013 and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years w.e.f 26-09-2014 not liable to retire by rotation."

9. **Borrowing Limits of the Company**

To consider and, if thought fit to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION**:

"RESOLVED THAT in supersession of the resolution passed at the Annual General Meeting of the shareholders of the Company held on May 25, 2000 and pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby accords its consent to the Board of Directors for borrowing any sum of money from time to time, whether in Indian rupees or foreign currency, from any one or more persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or deposits, loans or bill discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets and properties whether movable or stock-in trade (including raw materials, stores, spare parts and components in stock or in transit) and work-in-progress or all or any of the undertakings of the Company notwithstanding that the monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, but, so, however, that the total amount up to which the monies may be borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of ₹ 150 Crores (Rupees One Hundred Fifty Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to

execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

10. Creation of Mortgage/Charge on the movable/immovable properties of the Company

To consider and, if thought fit to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION**:

“**RESOLVED THAT** in supersession of the Ordinary Resolution passed at the Extra-ordinary General Meeting of the shareholders of the Company held on May 30, 2001 and pursuant to Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the shareholders of the Company be and is hereby accorded for creation by the Board of Directors on behalf of the Company, of such mortgages/ charges/ hypothecation and floating charges (in addition to the existing mortgages / charges /hypothecation created by the Company in favour of the lenders) in such form and in such manner as may be agreed to between the Board of Directors and the lenders, on all or any of the present and future immovable and / or movable properties of the Company wherever situated, of every nature and kind whatsoever to secure any Indian Rupee or foreign currency loans, Debentures, advances and all other moneys payable by the Company to the lenders concerned, of loans or advances already obtained or to be obtained from, in any form including by way of subscription to debentures issued or to be issued by the Company to, any financial institution, bank, body corporate, company, insurer or to the general public as the Board may determine.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

11. Re-appointment of Mr. Deepesh Trivedi as Executive Director

To consider and, if thought fit to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION**:

“**RESOLVED THAT** pursuant to the provisions of section 196 & 197 read with Schedule V and other applicable provision, if any, of the Companies Act, 2013 (corresponding to Sections 198, 269, 309 and any other applicable provisions of the Companies Act, 1956 read with Schedule-XIII to the Companies Act, 1956), (including any statutory notification/s or re-enactment thereof for the time being in force), the consent of the members of the company be and is hereby granted for re-appointment of Mr. Deepesh Trivedi as Executive Director of the company for a period of 3 years with effect from January 21, 2014 on the existing remuneration as under -

- a) Basic Salary: ₹ One Lac Seventy Thousand per month.
- b) House Rent Allowance: ₹ Fifty Thousand per month.
- c) Restructuring Allowance: ₹ Fifty Five Thousand per month.
- d) Conveyance Allowance: ₹ Twenty Five Thousand per month.
- e) Leave Travel Allowance: Reimbursement once in a year not exceeding ₹ One Lac Ten Thousand per annum.
- f) Medical Reimbursement not exceeding ₹ Forty Thousand per annum
- g) Performance Award: As per rules of the Company subject to 30% of the basic Salary.
- h) Free use of mobile phone and car for official purpose only.
- i) Gratuity payment computed at half a month's salary for each completed year of service.

- j) Company's contribution to Provident Fund to the extent not taxable in Income Tax Act.

RESOLVED FURTHER THAT where in any financial year, during his term of office, the company makes no profits or its profits are inadequate, the Company may pay the aforesaid remuneration as the minimum remuneration for that year.

FURTHER RESOLVED THAT the Board of Directors of the company be and are hereby authorized and empowered to alter, vary and modify the terms and remuneration payable to Mr. Deepesh Trivedi as may be agreed to between the Board of Directors and Mr. Deepesh Trivedi, however the remuneration payable shall not exceed the maximum limits specified in Schedule-V to the Companies Act, 2013 or any amendment thereto as may be made from time to time or the laws or guidelines as may for the time being in force and to do all other acts, deeds, matters and things as may be considered necessary and desirable or expedient to give effect to this resolution.”

12. Re-appointment of Mrs. Sangita Chordia as Whole-Time Director

To consider and, if thought fit to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION**

Pursuant to the provisions of section 196 & 197 read with Schedule V and other applicable provision, if any, of the Companies Act, 2013 (including any statutory notification/s or re-enactment thereof for the time being in force) the consent of the members of the company be and is hereby granted for re-appointment of Mrs. Sangita Chordia as Whole Time Director of the company for a period of 3 years with effect from July 1st, 2014 on the existing remuneration as under-

- a) Basic Salary: ₹ 50,000 Pm.
- b) Gratuity payment computed at half a month's salary for each completed year of service.
- c) Company's contribution to Provident Fund to the extent not taxable in Income Tax Act.
- d) Free use of mobile phone and car for official purpose only.

RESOLVED FURTHER THAT where in any financial year, during his term of office, the company makes no profits or its profits are inadequate, the Company may pay the aforesaid remuneration as the minimum remuneration for that year.

FURTHER RESOLVED THAT the Board of Directors of the company be and are hereby authorized and empowered to alter, vary and modify the terms and remuneration payable to Mrs. Sangita Chordia as may be agreed to between the Board of Directors and Mrs. Sangita Chordia, however the remuneration payable shall not exceed the maximum limits specified in Schedule-V to the Companies Act, 2013 or any amendment thereto as may be made from time to time or the laws or guidelines as may for the time being in force and to do all other acts, deeds, matters and things as may be considered necessary and desirable or expedient to give effect to this resolution.”

Dated: 28th May 2014
Indore

By the order of Board
SUNIL CHORDIA
MANAGING DIRECTOR
DIN - 00144786

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

A proxy, in order to be effective, must be received at the registered office of the company not less than 48 hours before the commencement of the meeting. A blank proxy form is enclosed.

A member entitled to attend and vote at this meeting is entitled to participate in the voting process through e-voting, as per the section 108 of the Companies Act, 2013.

2. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2014 to 26th September, 2014 (both days inclusive).
4. The payment of dividend, if declared at the said meeting, will be made to those shareholders whose names shall appear on the Company's Register of Members on 26.08.2014 or to their nominees. In respect of shareholding in dematerialized form, dividend will be paid to the beneficial owners as per details to be furnished by the Depositories for the purpose. Dividend warrants will be dispatched or credit will be given under National Electronic Clearing Services (NECS)/ Electronic Clearing Services (ECS) as the case may be, subject to the availability of bank account details etc. as required.
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/ Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.
6. Members are requested to notify any change of address-
 - a. To their depository participants (DP) in respect of shares held in dematerialized form, and
 - b. To Registrar and Share Transfer Agent of the Company- M/s. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Mumbai-400078 Ph: 022-25946970, in respect of shares in physical form, to notify their change of address/residential status/email-id, bank details etc., if any, under their signatures and quoting respective folio number.
7. Those members who have not received/encashed dividend warrants for the financial years 2007-08 and onwards may return the time barred dividend warrants or write to the Company for the issue of duplicate dividend warrants. It may kindly be noted that once the unpaid/unclaimed dividend is transferred to the Central Government, no claim shall lie in respect thereof.
8. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
9. Members are requested to bring their Client ID and DP ID or Folio Numbers, as may be applicable, for easy identification of attendance at the meeting.
10. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
11. Members desirous of getting any information about the accounts and operations of the Company are requested to submit their queries addressed to the Company Secretary in advance at least 7 days before the date of meeting so that the information called for can be made available at the meeting.

12. Kindly bring your copy of the Annual Report to the meeting.
13. Members may also note that the Notice of the 26th Annual General Meeting and the Annual Report for the financial period ended on 31.03.2014 will also be available on the Company's website www.rgw1.co.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Indore for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: investor-cell@rgw1.co.in
14. The register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
15. The register of Contracts or Arrangements in which Directors are interested, maintained under section 189 of the companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
16. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days up to and including the date of the Annual General Meeting of the Company.
17. As per the provision of clause 49 of the Listing Agreement, particulars of Directors to be appointed / re-appointed at the 26th Annual General Meeting are given separately in the notice.
18. The investors may contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to him at the Registered office address or e-mail their grievances /queries to the Company Secretary at the following e-mail address: Investor-cell@rgw1.co.in.
19. **Procedure for e-voting**
In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote at the 26th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Ltd. (CDSL), the instructions for members for voting electronically are as under:-
 - I. In case of members receiving e-mail:**
 - (i) Log on to the e-voting website www.evotingindia.com
 - (ii) Click on "Shareholders" tab.
 - (iii) Now, select the **"RAJRATAN GLOBAL WIRE LIMITED"** from the drop down menu and click on "SUBMIT"
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant "**Rajratan Global Wire Ltd**" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Note for Institutional Shareholders

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

Institutional & Corporate Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to evoting@rgwl.co.in with a copy marked to evoting@nsdl.co.in

II. In case of members receiving the physical copy:

- (A) Please follow all steps from Sl. No. (i) to Sl. No. (xviii) above to cast vote.
- (B) The voting period begins on 19th September, 2014 at 10.00 AM and ends on 21st September, 2014 at 6.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 22nd August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

III. CS Manju Mundra (FCS 4431 & COP 3454) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

IV. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be placed on the website of CDSL and website of i.e. www.rgw1.co.in within two (2) days of passing of the resolution at the AGM of the Company and will be communicated to Bombay Stock Exchange Limited.

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to section 102 of the Companies Act, 2013 –

Item No. 6, 7 & 8

The Company had, pursuant to the provisions of Clause 49 of the Listing Agreement entered with the Stock Exchange, appointed Mr. Shiv Singh Mehta, Mr. Chandrashekhar Bobra and Mr. Surendra Singh Maru as Independent Directors at various times, in compliance with the requirements of the said clause.

As per the provisions of Section 149(4) which has come into force with effect from 1st April, 2014, every listed company is required to have at least one-third of the total number of Directors as Independent Directors. Further, Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act. Therefore it is proposed to appoint them as Independent directors at the ensuing general meeting for a period of 5 years w.e.f. 26.08.2014.

The above Independent Directors have given a declaration to the Board that they meet the criteria of independence as provided under Section 149 (6) of the Act. In the opinion of the Board, the above Independent Directors fulfill the conditions specified in the Act and the Rules made thereunder for appointment as Independent Directors and they are independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of the above Directors as Independent Directors is now being placed before the Members in General Meeting for their approval.

The brief profile of the independent directors to be appointed is given below-

1. Mr. Shiv Singh Mehta

Mr. Mehta did his Bachelors of Engineering in Electronics and posses Master Degree in Business Administration. Mr. Shiv Singh Mehta is the Founder Key Promoter and Managing Director of the Kriti Group. Kriti Group comprises of Kriti Industries (I) Ltd, Kriti Nutrient Ltd and Kriti Auto Engineering & Plastics Pvt. Ltd.

Mr. Mehta is a steadfast believer in values, ethics, honouring commitments and cherishing mutually satisfying relationships and has led all initiatives with a firm emphasis on these philosophies. Mr. Mehta has been on the Company's Board since July 07, 2003 and is an Independent Director.

2. Mr. Chandrashekhar Bobra

Mr. Bobra Holds a Master's degree in Management and Bachelor's Degree in Commerce and has a vast experience of more than three decades. Mr. Bobra has been on the Company's Board since June 11, 2005 and is an Independent Director.

3. Mr. Surendra Singh Maru

Mr. Maru a mechanical Engineer has vast knowledge and long experience at senior level in efficiently managing large industrial complexes. He has led various business turnarounds, green field projects, acquisitions in India and abroad. He has worked as an advisor with a multi-product, multi-location group business having significant turnover and profit by operating facilities in India, China, Canada, Sweden, Thailand etc. Mr. S.S. Maru has been on the Company's Board since May 28, 2012 and is an Independent Director.

The detailed profile of directorship and Committee position held by these three directors in other Companies are included separately in this Notice and report on Corporate Governance forming part of this Annual Report.

The Company has received a notice in writing as required under section 160 of the Companies Act, 2013 from members of the company for proposing the appointment of the above said directors. All the 'Independent Directors' have expertise in specific functional areas and are eminent personalities in their respective fields. The Board considers

that their continued association would be of immense benefit to the Company and it is desirable to continue services of these directors as Independent directors. Therefore your Board of Directors recommends to pass resolutions as set out in the Item No. 6 to 8 as ordinary resolution.

No Director, Key Managerial Personnel or their relative, except the relevant directors to be appointed as independent directors, are concerned or interested in the resolution, whether financially or otherwise.

Item No. 9 & 10

The members of the Company at their Annual General Meeting held on May 25, 2000 had approved by way of an Ordinary Resolution under Section 293(1)(d) for borrowings over and above the aggregate of paid up share capital and free reserves of the Company provided that the total amount of such borrowings together with the amounts already borrowed and outstanding at any point of time shall not be in excess of ₹ 50 Crores (Rupees Fifty Crores Only) and at their Extra ordinary general meeting held on May 30, 2001 had approved by way of an Ordinary Resolution under Section 293 (1)(a) of the Companies Act, 1956 for creation of mortgages/charge/hypothecation on all present and future properties of the Company in favour of lenders.

Section 180(1)(c) of the Companies Act, 2013 requires that the Board of Directors of the Company shall obtain the consent of the shareholders in the General Meeting to enable them to borrow money where the amount to be borrowed together with the amount already borrowed by the company will exceed the aggregate of the paid up capital of the company and its free reserves, that is to say, reserves not set apart for any specific purposes.

Section 180(1)(a) of the Companies Act, 2013 provides that the Board of directors of Company shall not, without the approval of shareholders in general meeting by way of special resolution, sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company.

As the assistance from the institutions/banks provided/agreed to be provided to the Company have to be secured by the mortgage and charge of the assets of the Company, both present and future and the whole of the undertaking of the Company and the aforesaid institutions would like to retain a power to take over the management of the business and concern of the Company in certain events, it is necessary for the members to pass a resolution under Section 180(1)(a) of the Companies Act, 2013. Hence, the members are required to authorize to the Board to create/renew charges on the movable and immovable assets and properties of the Company in favor of the lenders.

Therefore your board of directors recommends to pass resolutions as set out in the Item No. 9 & 10 as Special Resolutions.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 and 10.

ITEM NO. 11 & 12

The Board of Directors of the Company at its meeting held on 22nd October, 2013 re-appointed Mr. Deepesh Trivedi as C.O.O. & Executive Director for a period of three years w.e.f. 21st January, 2014 to 20th January, 2017.

The terms of appointment of Mr. Deepesh Trivedi and Mrs. Sangita Chordia were considered and approved by the remuneration committee of the Board of Directors, as per the details furnished in relevant resolution.

Mr. Deepesh Trivedi, a Mechanical Engineer and MBA (Marketing & Finance) has joined the Company as C.O.O. in March 2006. Considering his significant contribution, knowledge and vast experience in Auto,

Engineering and Process Industries, he has been reappointed as the Executive Director of the Company in the meeting of the members held on 4th August 2010 for the period of 3 years effective from 21st January 2011. Considering his significant contribution in cost reduction, quality improvement and H.R. Practices in the Company, his devotion and future prospects of the Company, the Board in its meeting held on 22nd October, 2013 has recommended the re-appointment of Mr. D. Trivedi as the Executive Director of the Company for a period of three years on such terms and conditions and remuneration as stated in the Special Resolution forming part of this notice.

Mrs. Sangita Chordia holds a bachelor degree in commerce from Mumbai University. She is actively involved in the management of the company and also a member of Investor Grievance committee. Considering her contribution in the company for past several years the board has recommended her re-appointment as whole time director of the company w.e.f. 01.07.2014 for a period of 3 years on such terms and conditions and remuneration as stated in the Special Resolution forming part of this notice.

This should be treated as an abstract of the terms and conditions of appointment and memorandum of interest of the respective appointee as required under section 190 of the Act.

Therefore the Board of directors recommend passing of the resolutions as SPECIAL RESOLUTIONS.

None of the Director, Key Managerial Personnel of the Company and their relatives, except Mr. Deepesh Trivedi in the relevant resolution of his appointment and Mrs. Sangita Chordia in relevant resolution of her appointment together with her relative Mr. Sunil Chordia, MD of the company, are concerned or interested, financially or otherwise, in the resolution.

Rajratan Global Wire Limited started its manufacturing activities in 1991, is one of the leading manufacturer of High Carbon Steel Wire in India- specializing in Automotive Tyre Bead Wire, high quality Spring & Rope Wires are other speciality products of the company. RGWL has formed a 100% subsidiary company Rajratan Thai Wire Co. Ltd. (RTWL) and started an ultra modern facility to produce Automotive Tyre Bead Wire in Thailand. The financial performance of the company is given in the Directors' Report forming part of this Annual Report.

By the order of Board

Dated: 28th May, 2014

Indore

Sunil Chordia

RAJRATAN GLOBAL WIRE LTD.

CIN: L27106MP1988PLC004778

Managing Director

(DIN - 00144786)

'Rajratan House'

11/2 MEERA PATH

Dhenu Market, Indore

Additional information pursuant to Clause 49 of the Listing Agreement with the Stock Exchange in respect of Directors appointed/re-appointed, seeking re-election, revision of remuneration under item nos. 3, 4, 6, 7, 8, 11 and 12

Name & Designation of appointee	Qualification	Age in years	Experience in Yrs.	Date of Appointment	Other Directorships [*]
Mr. Chandrashekhar Bobra	B.Com, M.B.A	56	34	11.06.2005	NIL
Mr. Shiv Singh Mehta	B.E., M.B.A.	60	35	10.07.2003	Kriti Industries Ltd Kriti Nutrients Ltd
Mrs. Sangita Chordia	B.Com	47	17	05.05.2010	Rajratan Investment Ltd
Mr. Surendra Singh Maru	M.E.	67	42	28.05.2012	NIL
Mr. Deepesh Trivedi	B.E., M.B.A.	59	34	21.01.2008	NIL
Mr. P.D. Nagar	B.Com, FCA, LLB	69	46	10.07.2003	MPSE Securities Limited
Mr. Abhishek Dalmia	B.Com (Hons), FCA, ACWA	45	22	11.06.2005	1. Avalokiteshvar Valinv Limited 2. Revathi Equipment Ltd. 3. Ashiana Housing Ltd. 4. Shogun Organics Ltd. 5. Renaiaaance Stocks Ltd.

Shareholding details -

Mr. P.D. Nagar hold 1500 shares in the company as on 31.03.2014.

Mr. Chandrashekhar Bobra, Mr. Shiv Singh Mehta, Mr. Surendra Singh Maru, Mr. Deepesh Trivedi & Mr. Abhishek Dalmia do not hold any share in the company as on 31.03.2014.

*[Excluding Private and Foreign companies but including private companies which are subsidiaries of Public Company.]

DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present their "Twenty Sixth" Annual Report on the business and operations of your Company along with the audited standalone and consolidated financial statements for the year ended March 31, 2014.

Macro-Economic Scenario

The Indian economy has been through challenging times in the last two years, faced with the twin problem of prolonged high inflation and low growth. This was also reflected in lower business sentiments, reduced investments, lowered consumption, compressed revenues, increased government welfare measures and pressure on deficits. The financial year under review was marred by continued low GDP growth, declining industrial output, decline in investment, higher inflation, lower quality of bank assets, high current account deficit (which has been brought down drastically through affirmative policy action) and depreciation in the domestic exchange rate.

The Financial performance for period under review is as follows;

FINANCIAL RESULTS:

	₹ In Lacs			
	STANDALONE		CONSOLIDATED	
	2013-14	2012-13	2013-14	2012-13
Profit before Depreciation, Interest & Tax	2,311.55	2,212.12	2,421.27	2,152.26
Interest & Financial Charges	888.16	853.50	1,541.04	1,361.69
Profit before Depreciation	1,423.39	1,358.62	880.22	790.57
Less: Depreciation	385.60	373.09	751.88	701.44
Profit before Taxation & Exceptional Items	1,037.79	985.53	128.35	89.13
Less: Provision for Taxation				
- Current Tax	358.55	326.00	375.85	330.18
- Deferred Tax	(33.34)	(19.73)	(32.52)	(18.92)
Income Tax for earlier years	(11.25)	(0.84)	(11.89)	(0.73)
Profit After Tax	723.83	680.10	(203.10)	(221.40)
Less: Minority Interest	-	-	11.76	4.31
Profit for the year	723.83	680.10	(214.86)	(225.71)
Add: Surplus of Previous Year	2,107.07	1,497.54	(127.11)	169.18
Amt. available for appropriation	2,830.90	2,177.64	(341.98)	(56.53)
APPROPRIATIONS				
Proposed Dividend	43.52	43.52	43.52	43.52
Dividend Tax	7.40	7.06	7.40	7.06
Transfer to General Reserve	20.00	20.00	20.00	20.00
Balance carried to Balance Sheet	2,759.99	2,107.06	(412.89)	(127.11)

FINANCIAL HIGHLIGHTS:

Operating in a volatile and sluggish economic environment your company has performed well during the year under review. Your company has improved in all the financial parameters on standalone basis. These improvements are the results of various initiatives taken by management to improve quality, productivity, waste elimination, superior product mix, cost control and people engagement.

- The Net revenue from standalone activity of company during the year increased by 17.8% to ₹ 23311.98 Lacs from ₹ 19792.96 Lacs in the previous year.
- PBDIT from standalone activity of company during the year increased by 4.5% to ₹ 2311.55 Lacs from ₹ 2212.11 Lacs in the previous year
- The Profit before tax is ₹ 1037.79 Lacs as against ₹ 985.53 Lacs in the previous year.
- Cash profit increased by 4.8% to ₹ 1423.39 Lacs from ₹ 1358.62 Lacs in the previous year

The consolidated Revenue of company during the year increased by 12% to ₹ 28347.02 Lacs as compared to ₹ 25,387.40 Lacs in the previous year. However, due to considerable losses in subsidiary company at Thailand, consolidated Profit before tax stood at to ₹ 128.34 Lacs as against ₹ 89.13 Lacs in the previous year.

PROSPECTS AND OUTLOOK:

We are glad to inform you that your Company enjoys the status of preferred bead wire supplier to Indian Tyre Companies and hold highest

market share in domestic market because of the superior quality and services. As Indian market is expected to grow further and radial tyre production is going to increase in coming years; it is expected that your Company will be in a stronger position to further increase its market share

It is expected that the economy in general will improve in FY15, albeit gradually on the premise that a strong government will reduce uncertainty in business environment and will focus on reviving growth. Also based on the prognosis of both the IMF and World Bank, the world economy is to improve with the impetus coming from the developed economies. Future outlook will also depend upon following;

- The infrastructure sector is likely to witness an uptrend and along with manufacturing would lead India's industrial sector. Overall income growth would be higher than that last year, thus allowing space for growth in consumption and savings.
- Although, capital inflows into emerging economies is likely to moderate with the tapering of the US stimulus and economic growth gaining momentum, inflows into India is likely to persist. India, despite witnessing a marked slowdown in its economy is widely regarded as a stable economy among emerging markets with untapped potential. The recent surge in FII inflows in the run up to the elections bears testimony to this.
- There is growing optimism that exports will improve in FY15, with expectations of improvement in global economic prospects and increase in consumption demand in advanced economies.
- Significant upside risk of inflation in FY15 has emerged on account of the expectation of below normal monsoon.

SUBSIDIARY COMPANIES:

- Rajratan Thai Wire Co. Limited, Thailand (RTWL):** The business in Thailand is affected due to continuing global economic slowdown which kept the margins under pressure. This coupled with other external & internal factors adversely affected supplies. The Net revenue of company during the year increased by 9% to ₹ 6711 Lacs from ₹ 6159 Lacs in the previous year. The company has received approvals from some of the major tyre manufacturing companies in Thailand and started serving them on regular basis, more approvals are awaited which will increase the order book and sales. Issues relating to quality have been resolved to a great extent, the order position of company is continuously improving and management is committed to make it profitable. Thailand is a strategic location as RTWL is the only local supplier of Bead wire in Thailand. Further Ratchaburi is close to port location and is able to serve all the customers in Thailand.
- Swaraj Technocrafts Pvt. Limited, Indore (STPL):** STPL plays a strategic role in growth of your company. Your company has competitive edge over others due to in house machine making capabilities. The Company recorded top line growth and achieved revenue of ₹ 1873.05 Lacs as compared to ₹ 645.07 Lacs in previous year. The Profit before tax increased from 18.57 Lacs to ₹ 55.39 Lacs.

CORPORATE SOCIAL RESPONSIBILITY:

Your company is committed to CSR as it deals with the motivation and encouragement to take up socially responsible activities that improves the economic and ethical standards. It also brings benefits in terms of risk management, cost savings, customer relationships, human resource management, innovation and foster organization's image. We are working towards improving the health standards, empowering women and tobacco / liquor free life. We continued to contribute in the institution 'Yatna Yuva Sankalp Sansthan' which works for blind students and provides them employability skills like computer operation skills and transcription skills and also continues to supports 'Friends of Tribal Society' for running five schools in tribal areas.

Your Company has dedicated team looking after the CSR activities who interacts and obtains inputs from various underprivileged sections, local and government bodies to plan CSR activities. As management we see ourselves as sustainable responsible business house and will always take prudent decisions to uplift the underprivileged sections of the society.

SUBSIDIARY COMPANY'S ACCOUNTS:

As per Section 212 of the Companies Act, 1956, the Company is required to attach the Directors' Report, Balance Sheet and Statement of Profit and Loss account of subsidiaries. The Central Government has granted general exemption from complying with Section 212 of the Companies Act, 1956 to all companies vide Notification No. 5/12/2007 – CL-III dated 8th February 2011. Accordingly, your Company has presented in this report the Consolidated Financial Statement of the holding company and all its subsidiaries duly audited by Statutory Auditors. The required information in respect of subsidiaries has been disclosed in the consolidated balance sheet.

The related information on the Annual Accounts of the subsidiary companies shall be made available to the shareholders of the company, who shall seek such information at any point of time. The Annual Accounts of the subsidiary companies will also be kept for inspection by any shareholder at the Registered Office of the Company and that of the subsidiary companies concerned.

DIVIDEND:

Your directors have recommended a dividend of 10% (₹ 1 per equity share), same as per last year. The dividend if approved by the members, would involve a cash outflow of ₹ 50.91 Lacs (inclusive of corporate dividend tax of ₹ 7.39 Lacs)

DIRECTORS:

In accordance with the provisions of the Companies Act, 2013 and Company's Articles of Association Mr. P.D. Nagar and Mr. Abhishek Dalmia retires by rotation and are eligible for reappointment/s. The Board of directors in its meeting held on 22nd October, 2013 has appointed Mr. Deepesh Trivedi as Executive Director of the Company for a period of 3 years w.e.f. 21.01.2014 and at its meeting held on 28th May, 2014 appointed Mrs. Sangita Chordia as Whole Time Director of the Company w.e.f. 01.07.2014 for a period of 3 years, subject to the approval of shareholders in the ensuing Annual General Meeting.

Further Mr. Chandrashekhar Bobra, Mr. Shiv Singh Mehta and Mr. S.S. Maru the existing Independent Directors are further proposed to be appointed as Independent Directors for a term of 5 years as per the requirement of section 149 of the Companies Act, 2013 as well as Clause-49 of the Listing Agreement to hold office till 25.09.2019. The Company has received notice in writing from the members as required under section 160 of the Act for appointment of all the Independent Directors of the Company at the ensuing Annual General Meeting. The Independent Directors have submitted a declaration confirming that they meet the criteria for independence as provided under section 149(6) of the Act and are eligible for appointment as Independent Directors of the Company.

AUDITORS:

The Board, on the recommendation of the Audit Committee, has proposed that M/s. Fadnis & Gupte, Chartered Accountants (ICAI FIRM REGISTRATION No. 006600C), Indore be re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting of the Company. The company has received letter from them to the effect that their appointment, if made, would be in accordance within the prescribed limits under section 141(3)(g) of the Companies Act, 2013 and they are not disqualified for re-appointment.

AUDITORS REPORT:

The observations made by the Statutory Auditors in their report have been clarified in the relevant notes forming part of the Account which are self explanatory.

SECRETARIAL COMPLIANCE CERTIFICATE:

Compliance Certificate has been obtained from M/s. Gangrade Purviya & Associates in terms of the provisions of Section 383A(1) of the Companies Act, 1956 which is being annexed to the Directors' Report, which is self-explanatory and needs no comments. Annexure-B

COST AUDIT:

Pursuant to Section 233-B of the Companies Act, 1956, the company has appointed M/s. Krishna S. & Associate, Mumbai as Cost Auditors to

conduct the audit of cost records of the Company for FY 2013-14. The Cost Audit Report of the Company for the financial year ended 31st March, 2013, was filed on 26th September, 2013 with the Ministry of Corporate Affairs, New Delhi.

The Cost Audit Report for the financial year ended March 31, 2014 will be filed within stipulated time.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

Your Company's internal control system is commensurate with its scale of operations. Roles and responsibilities are clearly defined and assigned. Standard operating procedures are in place and have been designed to provide a reasonable assurance. Internal audits and checks from time to time ensure that responsibilities are executed effectively. The Audit Committee reviews the adequacy and effectiveness of internal control systems and suggests ways of further strengthening them, from time to time. The Company has robust Management Information System which is an integral part of the internal control. The observations and good practices suggested are thoroughly reviewed by the Management and the Audit Committee and appropriately implemented for strengthening the controls of various business processes.

FIXED DEPOSITS:

The Company has not accepted any deposit during the year from the public (except from inter corporate). There was no public deposit outstanding as on 31st March 2014.

LISTING:

The shares of the Company are listed on The Bombay Stock Exchange Limited, and the Company is regular in payment of the listing fees. There was no suspension of trading during the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as prescribed under sec. 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988 are set out in an annexure to this report.

PARTICULARS OF THE EMPLOYEES:

None of the employee of the company draws salary more than the limits prescribed in section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of the Employees) Rules 1975.

CORPORATE GOVERNANCE:

Your Company is committed to maintain the highest standards of Corporate Governance. Your Directors adhere to the stipulations set out in the Listing Agreement with Stock Exchange.

A report on Corporate Governance as stipulated under clause 49 of the Listing Agreement with the stock exchange form part of the Annual Report.

Certificate from the statutory auditors of the Company confirming compliance of conditions of Corporate Governance as stipulated under the aforesaid Clause 49, is annexed to this Report.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under section 217(2AA) of the Companies Act, 1956, with respect to Directors Responsibility Statement, it is hereby confirmed that:

- in the preparation of the Annual Accounts for the year ended 31st March 2014, the applicable accounting standards have been followed, along with proper explanation relating to material departure from the same.
- 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 as at 31st March, 2014 and of the Profit of the Company for the year ended on that date.
- the directors have taken proper and sufficient care 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; and

- iv. the Annual Accounts have been prepared on a 'going concern' basis.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS:

Your Company has been able to operate efficiently because of a culture of professionalism, integrity, dedication, competence, commitments, high level of people engagement and continuous improvement shown by its employees in all functions and areas of business. Our basic objective is to ensure that a robust talent pipeline and a high-performance culture, centered around accountability is in place. We feel this is critical to enable us retain our competitive edge.

During the year measures for training, development, safety of the employees and environmental awareness received top priority of Management. The Directors wish to place on record their appreciation

for the efficient and loyal services rendered by all staff and work force of the Company, without whose wholehearted effort, the satisfactory performance would not have been possible.

APPRECIATION:

Your Directors place on record their gratitude to the Company's esteemed shareholders, customers, suppliers, associates, financial institutions, banks and the State and Central government for their assistance, co-operation and encouragement they extended to the Company.

For and on behalf of the Board

Place: Indore
Dated: 28th May 2014

SUNIL CHORDIA
MANAGING DIRECTOR
DIN - 00144786

ANNEXURE-A TO THE REPORT OF THE BOARD OF DIRECTORS

Particulars required by the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 and forming part of the Report of the Board of Directors for the Financial Year 2013-14.

A. PARTICULARS OF CONSERVATION OF ENERGY AND FOREIGN EXCHANGE EARNING AND OUTGO

The Company is employing indigenous technology for its operations. Constant watch is kept on the consumption of energy & fuel to effect economy wherever possible. The details regarding consumption of energy are given below:

Power and Fuel Consumed:	2013-14	2012-13
1. Electricity:		
Unit Consumed: (KWH)		
Purchased from MPSEB	14741962	1,35,32,229
Generation through Wind Mill (Transfer to Grid)	2538318	29,34,582
Total Units	17280280	1,64,66,811
Total Amount	104751926	9,90,15,102
Rate/Unit	6.06	6.01
2. RLNG		
Quantity (Kgs)	1602596	15,47,761
Total Amount	75084995	5,79,13,067
Average Rate (Per Kg)	46.85	37.42
3. DIESEL		
Quantity (Ltrs)	14697	11800
Total Amount	851241	576626
Average Rate	57.92	48.87
Consumption per Unit of Production:		
Electricity (Units)	550	552
LPG/RLNG (Kgs)	51	52

B. FOREIGN EXCHANGE:

On foreign travels ₹ 1,09,367 (₹ 1,74,420), on capital goods 1,77,976 (₹ NIL), on import of raw material in foreign exchange during the year ₹ 8,40,66,256 (₹ 15,92,34,268/-), Testing Fees 23,141 (₹ NIL/-), Technical Consultancy ₹ 5,91,888 (₹ 2,73,515), Components & Spare Parts ₹ 2,99,755 (₹ 3,96,672), Trading goods ₹ 35,86,30,774 (₹ 11,21,41,752)

The F.O.B. value of exports (Manufactured) during the year was ₹ 8,49,30,084 (₹ 8,50,52,063).

C. TECHNOLOGY ABSORPTION:

Research and Development (R&D)

- Reduced LNG consumption by improved insulation covers in Lead bath of Coating line.
- Water consumption reduced to the extent of 9000 Ltr / Day through recycling process.

Power Saving

- Provided VFD system with induction motor to upgrade wire drawing machine to reduce power consumption.

- Installed centralized panel cooling system to enhance electrical panel cooling.

- Replaced reciprocating air compressor by screw compressor to reduce power consumption.

Effluent Treatment Plant (ETP)

- Improvement in ETP press by converting mechanical clamping system to hydraulic system resulted into lower moisture content in sludge.
- Replaced centrifugal pump by positive displacement AOD pump.

Other Improvements:

- Undertook project Sarvodaya for overall organizational development.
- Installed spinning machine to reduce excess oil from Black wire.

Indore
Dated: 28th May 2014

For and on behalf of the board

SUNIL CHORDIA
MANAGING DIRECTOR
DIN - 00144786

ANNEXURE-B COMPLIANCE CERTIFICATE

CIN: L27106MP1988PLC004778

Nominal Capital: ₹ 8, 00, 00, 000

To,
RAJRATAN GLOBAL WIRE LIMITED
 'RAJRATAN HOUSE', 11/2 MEERA PATH,
 DHENU MARKET,
 INDORE (M.P.) - 452003

We have examined the registers, records, books and papers of **RAJRATAN GLOBAL WIRE LIMITED** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and other applicable provisions of the Companies Act, 2013, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended **31st March 2014 (from 01.04.2013 to 31.03.2014)**. In our opinion and to the best of our information and according to the examinations carried and explanations furnished to us by the Company and its management, we certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in **Annexure-A** to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The company has filed the forms and returns, as stated in **Annexure-B** to this certificate, with the Registrar of Companies and the Central Government or all authorities within the time prescribed under the Act, and the Rules made thereunder except belated filing of 23AC & 23ACA (XBRL) and Form 8 with the prescribed additional fees.
3. The company, being a public limited company, comments is not required.
4. The Board of directors duly met **4 (Four)** times respectively on **30th May 2013; 12th August 2013; 22nd October 2013; and 29th January 2014** and in respect of these meetings proper notices were given to the director and the proceedings were properly recorded and signed in the Minutes book maintained for the purpose.
5. The company has closed its Register of Members from **1st August, 2013 to 5th August, 2013** (both days inclusive) during the year under review and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on **31st March, 2013** was held on **12th August 2013** after giving due notice to the members and beneficiaries of the company, directors and the auditors and the resolutions passed thereat were duly recorded in Minutes book maintained for the purpose.
7. No Extra Ordinary General meeting was held by the company during the financial year.
8. The company has not advanced any loans to its directors or persons or firms or companies, referred to under section 295 of the Companies Act, 1956 and/or under Section 185 of the Companies Act, 2013 during the financial year.
9. The company has entered into contracts as specified in section 297 of the Act on cash basis and passed proper board resolution.
10. The company has made necessary entries in the register maintained under section 301 of the Companies Act, 1956.
11. The Company has obtained necessary approvals from the Board of directors and members pursuant to section 314 of the Companies Act, 1956 where ever applicable.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The company:
 - i. has delivered all the certificate on transfer/transmission of securities during the financial year in accordance with the provisions of the law. However, the company has not made any allotment of shares during the period.
 - ii. has deposited the amount of dividend declared in a separate Bank Account within five days from the date of declaration of dividend.
 - iii. has paid/posted the cheques/warrants transferred the amount in the electronic mode for the dividend to the members within a period of 30 days from the date of declaration and that all unpaid/unclaimed dividend has been transferred to unpaid dividend account of the company.
 - iv. Was not require to transfer any amounts remains in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.
 - v. has duly complied with the requirements of section 217 of the Act.
14. The Board of directors of the Company is duly constituted and the re - appointment of directors has been duly made. However, there was no appointment of alternate directors and director to fill casual vacancy during the financial year.
15. The appointment of Whole-time Director has been made in compliance with the provisions of section 269 read with Schedule XIII to the Companies Act, 1956 during the financial year and there was no requirement for seeking approval of the Central Government.
16. The company has not appointed any sole selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year, except for the appointment of the Cost Auditors which was obtained by filing of Form 23C to the Central Government.
18. The directors have disclosed their interest in other firms/companies to the Board of directors pursuant to the provisions of the Act and the rules made there under.
19. The company has not issued any shares, debentures or other securities during the financial year.
20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The company has not invited/accepted any deposits falling within the purview of section 58A during the financial year.
24. The amount borrowed by the Company during the year ending 31st March, 2013 is within the borrowing limits as specified under section 293(1)(d) of the Companies Act, 1956 and/or section 180(1)(c) of the Companies Act, 2013.
25. The company has not made any loans or advances or given guarantees or provided securities to other bodies corporate u/s 372A of the Companies Act, 1956, except guarantee in favour of its WOS which is exempted under that section.
26. The company has not altered the provisions of the Memorandum with respect to situation of the company's registered office from one State to another during the year under scrutiny.
27. The company has not altered the provisions of the Memorandum with respect to the objects of the company during the year under scrutiny.
28. The company has not altered the provisions of the Memorandum with respect to name of the company during the year under scrutiny.
29. The company has not altered the provisions of the Memorandum with respect to share capital of the company.
30. The Company has not altered its articles of association during

- financial year,
31. There was no prosecution initiated against or show cause notices received by the company and no fines or penalties or any other punishment was imposed on the company during the financial year for offences under the Companies Act, 2013.
32. The company has not received any money as security from its employees during the financial year.

33. The company has not constituted the Provident Fund pursuant to section 418 of the Companies Act, 1956.

Date: 28th May, 2014
Place: Indore

For Gangrade Purviya & Associates
Practicing Company Secretaries,
Anurag Gangrade
Partner
COP.No. 13013

ANNEXURE-A REGISTERS AS MAINTAINED BY THE COMPANY

S.No	Particulars	Sections
1.	Register of Charges	Section 143
2.	Register of Members	Section 150
3.	Index of Members	Section 151
4.	Registers and returns kept at the Registered Office i) Contracts for appointment of Managing Director/Whole-time Director ii) Annual Returns together with copies of certificate, etc.	Section 163
5.	Minute Book containing minutes of - Board Meeting - Audit Committee Meetings - Remuneration Committee Meeting - Investors Grievance Committee - General Meeting	Section 193
6.	Books of Accounts	Section 209
7.	Cost Accounting Records	Section 233
8.	Register of contracts in which Directors are interested	Section 301
9.	Register of Directors, Manager & Secretaries	Section 303
10.	Register of Director's shareholdings	Section 307
11.	Register of Investments or Loans made, Guarantee or Security provided	Section 372A
12.	Register of Transfer of Shares	Section 108
13.	Register of renewed and duplicate share certificates	Rules 7

ANNEXURE-B

Forms and Returns as filed by the Company with Registrar of Companies, during the financial year ending 31st March, 2014.

S. No.	Form No.	Section/ Rules	For dated	Filed on dated	Whether Within Time	Whether late filing fee paid	Remarks/ RoC Receipt No./ Dated
1.	Form 23AC & 23ACA(XBRL)	220	31/03/2013	10/10/2013	NO	YES	Q12953089
2.	Form 20B	159, 161	12/08/2013	04/09/2013	YES	N.A.	Q10765733
3.	Form 23C	233(B)(2)	30/05/2013	29/06/2013	YES	N.A.	S21426523
4.	Form 32	303(2)	14/08/2013	10/09/2013	YES	N.A.	B83951160
5.	Form I XBRL	233	31.03.2013	26/09/2013	YES	N.A.	S22549711
6.	Form IINV	Rule 3 of IEPF Rules, 2001	31.03.2013	13/09/2013	YES	N.A.	B84310648
7.	Form 8	125	29.07.2013	29.08.2013	NO	YES	B83032904
8.	Form 8	125	26.11.2013	25.12.2013	YES	N.A.	B92289842
9.	Form 8	125	29.07.2013	28.08.2013	YES	N.A.	B82855735

Date: 28th May, 2014
Place: Indore

For Gangrade Purviya & Associates
Practicing Company Secretaries,
Anurag Gangrade
Partner
COP.No. 13013

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Clause 49 of the Listing Agreement)

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company reaffirms its commitment to the good corporate governance practices that helps to manage the Company's affairs in a fair accountable and transparent manner. The foundation on which the structure of Corporate Governance rests is in the "Theory of Trusteeship". The shareholder, while placing their capital in the hands of Board of Directors, puts them in fiduciary capacity. Trustees, in turn, are required to run the business with Transparency, Full Disclosure, Fairness to all and Independent Monitoring and Supervision, which enable the Company to perform efficiently and maximize long-term value for the Shareholders. This is the essence of good Corporate Governance. It also puts in place and enhances the trust of Creditors, Employees, Suppliers, Customers and Public at large. At Rajratan Global Wire Ltd, it is also considered as a business necessity. It has ensured-

- A strong team of non-executive and independent Directors.
- Capable and result oriented management team.
- Due importance to compliance of laws, rules and regulations.
- Clear statement of Board processes and Board executive linkages.
- Disclosure, accountability, transparency, adequate systems and procedures to monitor the state of affairs of the Company to enable the Board to effectively discharge its responsibilities to the stakeholders of the Company.
- Identification and management of key risks to delivery of performance of the Company.

2. BOARD OF DIRECTORS

The Company functions under the supervision and control of the Board of Directors ('the Board'). The Board formulates the overall strategy and periodically reviews the implementation of the same.

The Board comprises of a fair number of independent, professionally competent and acclaimed non-executive Directors. The details of each member of the Board along with the number of Directorship are provided in this report.

Constitution of the Board as on 31st March, 2014 and related information

Name of Director	Category	No. of Board Meetings attended	Attendance at last AGM	No. of outside Directorships*
Mr. Sunil Chordia	Managing Director	4	YES	2
Mr. P.D. Nagar	Non Executive	3	NO	1
Mr. S. S. Mehta	Non Executive & Independent	3	YES	2
Mr. Abhishek Dalmia	Non Executive	3	YES	6
Mr. Chandrashekhar Bobra	Non Executive & Independent	4	YES	NIL
Mr. Deepesh Trivedi	Executive Director	4	YES	NIL
Mrs. Sangita Chordia	Executive Director	2	YES	1
Mr. Surendra Singh Maru	Non Executive & Independent	3	YES	NIL

* Excluding Private and Foreign Companies but including Private Companies which are subsidiaries of Public Company.

As required by the Listing Agreement, members of the Board do not have the office of Director in more than 15 companies or memberships of committees of the Board in more than 10 companies or Chairmanship of more than 5 committees across all companies.

Board Meetings held during the year

Board meetings are conducted in accordance with the Article of Association of the Company. The Board meets at regular intervals to discuss and decide on business strategies/ policies and financial performance of the Company and its subsidiaries. The notice of each Board meeting is given in writing to each director. The Agenda along with the relevant notes and other information are sent in advance separately to each Director. The Minutes of the Board meetings are also circulated in advance to all Directors and confirmed at subsequent Meeting.

During Financial year 2013-14 the met four times on 30th May, 2013, 12th August, 2013, 22nd October 2013 and 29th January 2014.

3. AUDIT COMMITTEE

The Audit Committee of the Board of Directors is entrusted with the responsibility to supervise the internal control and financial reporting process of the Company. The members of the Audit Committee are financially literates and bring in expertise in the field of Finance, Commerce, Taxation Economics and Risks.

(a) Terms of reference

- i. To investigate any activity within its term of reference
- ii. To seek information from any employees
- iii. To obtain outside legal or other professional advice
- iv. To secure attendance of outsiders with relevant expertise, if it considers necessary
- v. To review with the Management the annual/half-yearly/quarterly financial statements
- vi. To review the Company's financial and risk management policies and the adequacy of internal control systems.
- vii. To hold separate discussions with Internal Auditors, Statutory Auditors and among members of the Audit Committee to ensure whether the financial statements are fairly presented in conformity with the Accounting Standards issued by ICAI.
- viii. To consider appointment/re-appointment/replacement of statutory auditor and fixation of audit fee and fee for any other services rendered by statutory auditor.

(b) Composition, Names of Members and Chairman

S.No.	Name	Category
1.	Mr. Chandrasekhar Bobra, Chairman	Independent, Non-Executive
2.	Mr. P. D. Nagar	Non-Executive
3.	Mr. S. S. Maru	Independent, Non-Executive

The Internal Auditors of the Company and the Managing Director are invitees to the meetings.

The Company Secretary is the Secretary to the Committee and advises the Committee on Compliances.

(c) Meetings and attendance during the year

Four meetings were held during the financial year 2013-2014. The attendance of each member of the committee is as under:

Name of Director	No. of Meetings attended
Mr. Chandrasekhar Bobra	4
Mr. S. S. Maru	3
Mr. P. D. Nagar	4

4. REMUNERATION COMMITTEE

a. Terms of Reference

The Remuneration Committee recommends remunerations, promotions, increments etc. for the Managing Director and Executive Directors to the Board for approval.

b. Composition, Names of Members and Chairman

S.No.	Name	Category
1.	Mr. P. D. Nagar, Chairman	Non-Executive
2.	Mr. S. S. Mehta	Independent, Non-Executive
3.	Mr. Chandrasekhar Bobra	Independent, Non-Executive

One meeting was held during the year 2013-14.

5. SHARE TRANSFER & SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

The Non-Executive Directors do not draw any remuneration from the Company except sitting fees, which is paid at the rate of Rs. 2,500/- for each meeting of the Board and the Audit Committee besides professional fees to one director. The details of remuneration paid to the executive directors during 2013-14 are as under:

S.No.	Name and Designation	Tenure of appointment	Remuneration	Perquisites & Allowances
1.	Mr. Sunil Chordia - Managing Director	01.04.2012 to 31.03.2015	57,00,000/-	250,000/-
2.	Mr. Deepesh Trivedi - C.O.O. & Executive Director	21.01.2011 to 20.01.2014*	20,40,000/-	23,27,845/-
3.	Mrs. Sangita Chordia - Whole Time Director	01.07.2011 to 30.06.2014	600,000/-	78,630/-

*Reappointed w.e.f. 21.01.2014 for a period of three years.

Note: The Company has not issued any stock options to any of the directors. Severance fees-The contract may be terminated by either party giving the other party three month's notice or the Company paying three month's salary in lieu thereof.

6. SHARE TRANSFER & SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

(a) Terms of reference

The Company's shares continue to be listed on in the 'B' Group on the Bombay Stock Exchange Limited and the trading in the equity shares of the Company is mandatory in dematerialized form. In accordance with Clause 49 of the Listing Agreement a Shareholders/ Investors Grievance Committee has been constituted by the Board for the redressal of shareholder and investors complaints like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc.

(b) Composition, Names of Members and Chairman as on 31st March 2014

S.No.	Name	Category
1.	Mr. P.D. Nagar, Chairman	Non-Executive
2.	Mr. S. S. Mehta	Independent, Non-Executive
3.	Mrs. Sangita Chordia	Executive

(c) Name and Designation of Compliance Officer: Mr Shubham Jain, Company Secretary

(d) Status of the Investors / Shareholders Complaints:

- (i) No. of complaints received during the year : Nil
(ii) No. of complaints resolved during the year : Nil
(iii) No. of complaints pending at the end of the year : Nil

The Company has authorized to implement transfer, transmission and D-mat of shares to the Share transfer Agent and to resolve the related problems as professional agency. The Committee meets only on specific nature of complaints not resolved within a period of 21 days from the date of its receipts.

The Company has paid the listing fees to the Stock Exchange.

7. GENERAL BODY MEETING

Information about last three Annual General Meetings:

S.No.	Year	Date	Time	Venue
1.	2011	25th July	10.00a.m.	“Rajratan House”, 11/2, Meera Path, Dhenu Market, Indore-3, M.P.
2.	2012	23rd July	12.30p.m.	
3.	2013	12th August	10.00a.m.	

No Special Resolutions were put through postal ballot during the last year and at the forthcoming Annual General Meeting there is no item on the agenda that needs approval by Postal Ballot.

Two special resolutions were passed at the Annual General Meeting held on 25th July, 2011 and two special resolutions were passed at the Annual General Meeting held on 23rd July, 2012 and no special resolution was passed at the Annual General Meeting of 12th August, 2013.

There is no non-compliance by the Company nor any penalties or strictures imposed on the Company by Stock Exchanges, SEBI or any other statutory authority on any matter related to Capital Markets during the last three years.

7. DISCLOSURES

There were no transactions of a materially significant nature with the Promoters, the Directors or the Management, their subsidiaries or relatives that may have potential conflict with the interest of the Company at large.

Transaction with related parties as per requirement of Accounting Standard (AS- 18) issued by Institute of Chartered Accountants of India are disclosed in Note no. 41 in the Annual Report.

There has been no instance of non-compliance, penalties or strictures on any matter relating to the capital market and listing.

8. MEANS OF COMMUNICATIONS

The Quarterly, Half Yearly and Annual Financial results are faxed to the Stock Exchanges at Mumbai in the prescribed format within 15 minutes of the conclusion of the Board Meeting at which the results are taken on record. The Quarterly Financial Results of the Company are also published in the Economic Times (Mumbai), Peoples Samachar (Indore), Times of India. A report on the Limited Review of the financial results for all the Quarters were obtained from the Auditors of the Company and filed with the Stock Exchanges. Annual Report is circulated to members and others entitled thereto. However, there is no provision for dispatching Half Yearly Unaudited Financial Results to the Shareholders as the results are published in newspapers and posted on the website of the Company.

9. CEO/CFO CERTIFICATION

As per clause 49 of the listing agreement the Certificate from Mr. Sunil Chordia, the Managing Director and Mr. Hitesh Jain (Manager-Finance and Accounts) was placed before the Board of Directors at their meetings.

10. MANAGEMENT DISCUSSION AND ANALYSIS:

1. Industry Structure and Developments

While the economic activity in the year 2013-14 was subdued which largely affected the automotive and in turn the bead wire industry, the outlook for the current year looks to be optimistic in the expectation of higher economic growth. Government's recent initiatives to

encourage investment in various segments of the economy will bring back capital expenditure. On the back of improved demand scenario, automotive and tyre manufacturers are focusing on expansion projects. As a result, demand for bead wire is expected to grow in the years ahead.

2. Opportunities and Threats

The formation of strong government has renewed optimism and forecast for Indian economy. Huge investment is underway in the automotive sector for enhancing capacities across various segments. Your Company is poised to participate in the growth opportunities and is well placed to leverage on its strengths such as quality, productivity, cost control etc.

As the demand of automotive tyres has strong relationship with the general economic conditions prevailing in the country as well as in the global market. Any adverse development in the economy impacts off-take of tyres which can be a risk factor for the Company.

3. Risks and Concerns

The company regularly assesses the risks and threats to the business. These include areas such as market trends, new competition, changing customer preferences, disruptions in supplies, product development, talent management etc. Factors which may affect the Company's business includes rise in prices of raw material, interest rates, trade or govt. policies, down trend in the automobile and tyre industry. With continuous efforts towards quality improvement, customer satisfaction, cost control your company is well positioned to capture the opportunities.

4. Internal Control System

The Company has a comprehensive system of internal control to safeguard the Company's assets against the loss from unauthorized use and ensure proper authorization of financial transactions. The Company has internal control systems commensurate with the size and nature of the business and has experienced personnel positioned adequately in the organization to ensure internal control process and compliances. The Company takes abundant care in designing, reviewing and monitoring regularly the working of internal control systems and internal control compliances for all important financial internal control processes. The Audit findings are reported on quarterly basis to the Audit Committee of the Board headed by a Non-executive Independent Director.

The Company maintains a system of internal controls designed to provide a high degree of assurance regarding the effectiveness and efficiency of operations, the reliability of financial controls and compliance with laws and regulations.

5. Human Resource Development

At Rajratan, our vision drives our ambitions and our people define our business excellence. During the year under review, the Industrial relations were cordial throughout the year and the Company has initiated many programs on up-skilling its manpower. As an ongoing exercise, the Company has continued to look at, identify, create and execute seamlessly, initiatives which enhance productivity and efficiency.

The Company continues to invest in people through various initiatives which enables the work force to meet out the production requirement and challenges related thereto and to infuse positive enthusiasm towards the organization.

6. Cautionary Statement

Statements made in this report in describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized by the Company Actual results could differ materially from those expressed in the statements or implied due to the influence of external and internal factors which are beyond the control of the Company.

The Company assumes no responsibility to publically amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.

11. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting

DATE	DAY	TIME	VENUE
26th September, 2014	Friday	10.00 A.M.	"Rajratan House" 11/2, Meera Path, Dhenu Market, Indore-3, M.P.

Financial Calendar: 1st April to 31st March

Quarterly Results:

First Quarter - Forth Week of August 2014
Second Quarter - Third Week of October 2014
Third Quarter - Third Week of January 2014
Audited results - Third Week of May, 2015

Book Closure / Record Date:

The Register of Members and Share Transfer Register will remain closed 8th August, 2014 to 13th August, 2014 (both days inclusive) to determine the members entitled to the dividend for 2013-14.

Dividend Payment date: On and from 26th September, 2014

Stock Exchange Where Company's shares are listed:

1. Mumbai
The Bombay Stock Exchange Limited,
P. J. Towers, Dalal Street,
MUMBAI – 400 001

ISIN No. : INE451D01011

Scrip Code : 517522 (BSE)

Plant Location : 200 A & B, Sector I, Pithampur, Dist. Dhar, M. P.

12. SHARE TRANSFER SYSTEM

All physical share transfers are affected within 30 days of lodgment, subject to the documents being in order. The Share Transfer Committee meets as and when required.

1. Distribution of shareholding as at 31st March 2014:

Shareholding of Nominal Value of ₹	No. of Shareholders	% of Shareholders	Amount of Share Capital in ₹	% of Shareholding
upto - 5000	1390	90.3771	1580760	3.6324
5,001 - 10,000	46	2.9909	372790	0.8566
10,001 - 20,000	34	2.2107	498260	1.1450
20,001 - 30,000	17	1.1053	433340	0.9958
30,001 - 40,000	3	0.1951	97270	0.2235
40,001 - 50,000	8	0.5202	361450	0.8306
50,001 - 1,00,000	13	0.8453	981440	2.2553
100,001 & Above	27	1.7555	39192690	90.0609
Total	1538	100.00	43518000	100.00

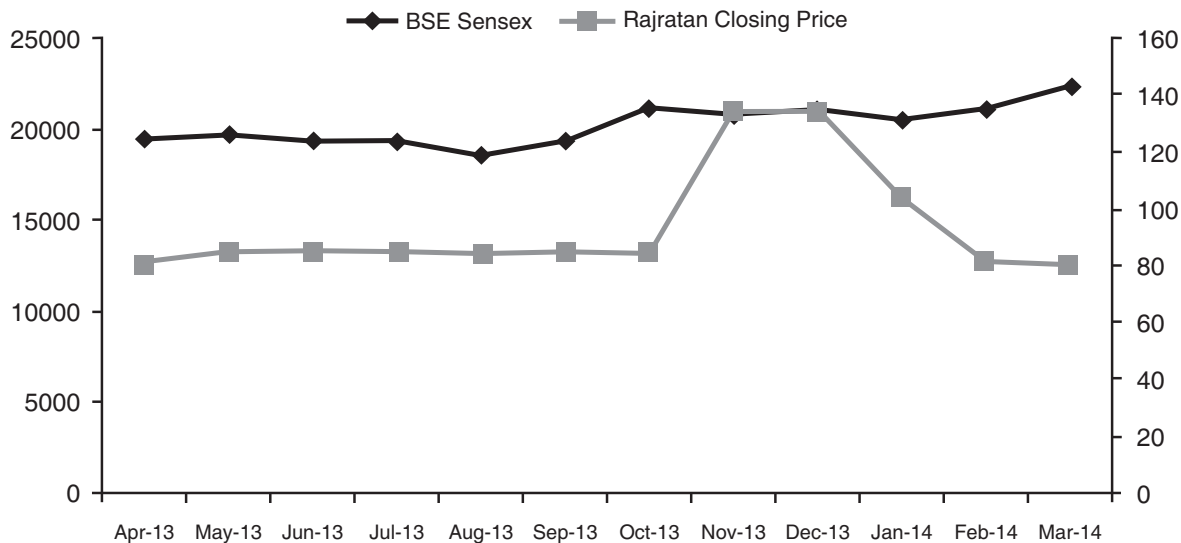
2. Distribution of Shareholding according to the categories of shareholders as on 31st March 2014

Categories	No. of Shares	Amount in ₹	% to Total
Promoters	2,710,491	27,104,910	62.28
Financial Institutions, Banks	1,000	10,000	0.02
Mutual Funds, UTI	Nil	Nil	Nil
Foreign Institutional Investors	Nil	Nil	Nil
NRIs / OCBs	1,378	13,780	0.03
Other Bodies Corporate	1,078,262	1,078,262	24.78
Public	560,669	5,606,690	12.88
Total	4,351,800	43,518,000	100.00

3. Stock Market Price Data: Monthly High and Low prices of Equity Shares of the Company quoted at the Stock Exchange, Mumbai during the year 2013-14.

Month	Price per equity share of face value of ₹ 10/-		Month	Price per equity share of face value of ₹ 10/-	
	High	Low		High	Low
April	88.00	80.80	October	93.60	77.20
May	84.80	80.80	November	135.00	88.95
June	80.80	80.80	December	149.95	121.90
July	80.80	80.80	January	134.95	104.55
August	80.80	80.80	February	104.55	69.00
September	80.80	80.80	March	87.65	71.00

4. Stock Performance index in relation to BSE Sensex:



5. Details of Demat Shares as on 31st March 2014

	No. of Shareholders	No. of Shares	% of Capital
NSDL	598	2,747,229	63.12
CDSL	313	1,502,636	34.52
Sub-total	911	4,249,865	97.64
Shares in physical form	627	101,935	2.36
Grand Total	1538	4,351,800	100

6. Details of use of Public Funds obtained in last three years

No Fund has been raised from the public in the last three years.

13. INVESTOR CORRESPONDENCE:

Shareholders should address their correspondence to the Company's Registrar & Share Transfer Agents at the address as under:

M/s. Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
L B S Marg, Mumbai - 400078 Ph: 022-25946970, Fax 022-25946969
Designated email ID for investor communication: rnt.helpdesk@linkintime.co.in

Shareholders may also contact:

Company Secretary at the Registered Office of the Company for any assistance:
"Rajratan House"
11/2, Meera Path, Dhenu Market, Indore - 452003 (M.P.)
Phone : 0731 - 2546401
Designated email ID for investor communication: investor-cell@rgwl.co.in

Place : Indore

Dated : 28th May 2014

By Order of the Board
SUNIL CHORDIA
MANAGING DIRECTOR
DIN - 00144786

DECLARATION

This is to certify that the Company has laid down Code of Conduct for all Board Members and Senior Management of the Company and the copies of the same are uploaded on the website of the Company – www.rgwl.co.in

Place : Indore

Date : 28th May 2014

SUNIL CHORDIA
MANAGING DIRECTOR
DIN - 00144786

CERTIFICATE

**To,
The Members of
Rajratan Global Wire Limited
CIN : L27106MP1988PLC004778
Indore**

We have examined the compliance of conditions of Corporate Governance by M/s. Rajratan Global Wire Limited, Indore for the year ended on 31.03.2014, as stipulated in clause 49 of the Listing Agreement of the said company with stock exchanges(s).

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

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

We 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 and on behalf of
M/s. FADNIS & GUPTE**
Chartered Accountants
FRN : 006600C

(C.A. Vikram Gupte)
Partner
M. No. 074814

Indore : 452001
Dated : 28th May 2014

INDEPENDENT AUDITOR'S REPORT

To,
The Shareholders of
Rajratan Global Wire Limited
CIN : L27106MP1988PLC004778
Indore
Report on the Financial Statements

1. We have audited the accompanying Financial Statements of M/s. RAJRATAN GLOBAL WIRE LIMITED, INDORE ("the Company"), which comprise the Balance Sheet as at 31st March 2014, and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements:

2. Management is responsible for the preparation of these Financial Statements that give true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standard referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular No. 15/2013 dated 13th September 2013 issued by the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and 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

3. 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.

4. 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, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. 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.

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

Opinion

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

- in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- 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 Requirements

- 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.
- As required by section 227(3) of the Act, we report that:
 - 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;
 - 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 [and proper returns adequate for the purposes of our audit have been received from branches not visited by us];
 - The Balance Sheet, Statement of Profit & Loss, and Cash Flow Statements dealt with by this Report are in agreement with the books of account;
 - In our opinion, the Balance Sheet, Statement of Profit & Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of Section 211 of the Companies Act, 1956 read with the General Circular No. 15/2013 dated 13th September 2013 issued by the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act 2013.
 - On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

FOR FADNIS & GUPTA

Chartered Accountants

FRN : 006600C

(CA. Vikram Gupta)

Partner

M.No. 074814

INDORE - 452 001

DATED - 28th May 2014

ANNEXURE TO THE AUDITOR'S REPORT
(As referred to in paragraph 3 of our report of even date)

- The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - As informed and explained to us, the management, during the year, has physically verified the items of the fixed assets of the company at reasonable interval and no significant discrepancies were noticed on such physical verification.
 - As per our information and according to the explanations given to us, no substantial part of the fixed assets have been disposed off by the company during the previous year which could affect its going concern.
- As informed and explained to us the inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - In our opinion the procedure of physical verification of inventories followed by the management is adequate having regard to the size of the company and the nature of its business.
 - The company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the books of account.
- The company had given unsecured loans to parties covered in the register maintained under Section 301 of the Companies Act, 1956 which was squared up during the year, number of parties involved One (Previous Year One) and the

balance outstanding as at Balance Sheet date is ₹ NIL (Previous Year ₹ 3,67,19,188/-).

- In our opinion and according to the information and explanations given to us, the rate of interest and the terms and conditions on which loans have been given are not prima facie prejudicial to the interest of the company.
- The company was in receipt of the principal amount and interest on a regular basis.
- Since there is no outstanding at the year, the clause (iii)(d) is not applicable to the company.
- The company has taken unsecured loan from the parties covered under section 301 of the Companies Act, 1956. There is one party (Previous year Two) and the balance outstanding as at Balance Sheet date is ₹ 95,85,609/- (Previous Year ₹. 93,58,623/-).
- In our opinion and according to the information and explanations given to us, the rate of interest and the terms and conditions on which loans have been taken are not prima facie prejudicial to the interest of the company.
- As informed to us, no stipulation is fixed for repayment of the loans received. The loans are repayable on demand. In view of the above, no amount is overdue.
- In our opinion and according to the information and explanations given to us, the internal control systems for the purchases of inventory, fixed assets and for sale of goods commensurate with the size of the company and the nature of its business. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- The transactions which need to be entered into the register maintained u/s. 301 of the Act have been so entered.
 - In our opinion, the transaction exceeding the value of ₹ 5 lacs, in respect of any party covered under Section 301 of the Act during the year, have been made at prices which are prima facie reasonable, having regard to prevailing market prices at the relevant time where such prices are available.
- According to the information and explanations given to us the company has not accepted any deposits under section 58A, 58AA or any other relevant provisions of the Companies Act, 1956.
- In our opinion the Company has an internal audit system commensurate with its size and nature of its business.
- We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
- According to the books of accounts and records examined by us according to generally accepted auditing practices in India, in our opinion, the company has been regular in depositing undisputed statutory dues. According to the information and explanations given to us, there were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income tax, Sales Tax, Customs Duty, Excise Duty, Service Tax, Cess and other material statutory dues which have remained outstanding as at 31st March 2014 for a period of more than six months from the date they became payable.
 - There are no disputed dues on account of Sales Tax/ Custom Duty/ Wealth Tax/ Excise Duty/ Cess that have not been deposited. The disputed dues on account of the Income Tax and the Service Tax are as under:-

Name of the Statute	Nature of the Dues	Amount (₹)	Period to which the amount relates	Forum where the Dispute is pending
Income Tax Act, 1961	Tax demanded after assessment	4,86,650	2010-11	CIT Appeal-2, Indore
Income Tax Act, 1961	Tax demanded after assessment	2,51,760	2009-10	CIT Appeal-2, Indore
Income Tax Act, 1961	Tax demanded after assessment	1,53,457	2003-04	ITAT, Indore Bench
Finance Act, 1994	Service Tax	5,84,233	2005-06	Customs, Central Excise & Service Tax Appellate Tribunal, New Delhi
Central Sales Tax	Tax demanded after assessment	90,380	2005-06	Additional Commissioner (Appeals), Indore

- There are no accumulated losses of the company at the end of the financial year. The company has neither incurred cash losses during the financial year covered by our audit and nor in the immediately preceding financial year.
- According to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
- According to the information and explanations given to us the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- In our opinion, the company is not a chit fund or a nidhi mutual benefit fund/ society. Therefore, the provisions of clause (xiii) of Para 4A of the said order are not applicable to the company.
- In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause (xiv) of Para 4A of the said order are not applicable to the company.
- The company has given corporate guarantee for loans taken by its wholly owned subsidiary M/s. Rajratan Thai Wire Company Limited. As per our information and according to the explanations given to us the terms and conditions are not prima facie prejudicial to the interest of the company.
- According to the information and explanations given to us and on the basis of our examination of book of accounts, no term loans were received.
- According to the information and explanations given to us, and on an overall examination of the balance sheet of the company, we report that no short-term funds have been utilized for long term purposes.
- According to the information and explanations given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act during the period under audit.
- As the company has not issued debentures this clause is not applicable to the company.
- According to the information and explanations given to us, during the period covered by our audit report the company has not raised any money by public issues.
- According to the information and explanations given to us, no fraud has been committed by or against the company during the year under audit.

INDORE - 452001

DATED - 28th May 2014

FOR FADNIS & GUPTA

Chartered Accountants

FRN : 006600C

(CA. Vikram Gupta)

Partner

M.No. 074814

BALANCE SHEET AS AT 31ST MARCH 2014

(Amount in ₹)

PARTICULARS	NOTE NO.	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	43,518,000	43,518,000
(b) Reserves and Surplus	3	725,484,048	658,192,048
		<u>769,002,048</u>	<u>701,710,048</u>
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	4	47,342,747	94,588,873
(b) Deferred Tax Liabilities (Net)	5	84,259,532	87,593,670
		<u>131,602,280</u>	<u>182,182,543</u>
(3) Current Liabilities			
(a) Short-Term Borrowings	6	443,058,288	416,849,087
(b) Trade Payables	7	284,373,114	189,668,261
(c) Other Current Liabilities	8	62,206,322	63,402,333
(d) Short-Term Provisions	9	13,857,582	11,173,989
		<u>803,495,305</u>	<u>681,093,669</u>
Total		<u>1,704,099,633</u>	<u>1,564,986,260</u>
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	10	428,872,639	443,637,061
(ii) Capital work-in-progress		339,825	2,774,483
(b) Non-Current Investments	11	341,562,527	239,046,023
(c) Long Term Loans and Advances	12	32,002,239	80,279,559
		<u>802,777,230</u>	<u>765,737,126</u>
(2) Current Assets			
(a) Current Investment	13	0	40,000,000
(b) Inventories	14	148,532,259	111,445,202
(c) Trade Receivables	15	656,409,166	510,618,721
(d) Cash and Bank Balances	16	9,573,682	62,154,368
(e) Short-Term Loans and Advances	17	86,646,423	74,223,149
(f) Other Current Assets	18	160,873	807,694
		<u>901,322,403</u>	<u>799,249,134</u>
Total		<u>1,704,099,633</u>	<u>1,564,986,260</u>

Notes attached to and forming part of accounts.

I

As per our Audit Report of even dated.

FOR FADNIS AND GUPTE
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTE)
PARTNER
M.No. 074814

(SHUBHAM JAIN)
COMPANY SECRETARY

(D. TRIVEDI)
EXECUTIVE DIRECTOR
DIN 02049488

(SUNIL CHORDIA)
MANAGING DIRECTOR
DIN 00144786

Indore
Dated : 28th May 2014

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

(Amount in ₹)

PARTICULARS	NOTE NO.	YEAR ENDED 31st MARCH-2014	YEAR ENDED 31st MARCH-2013
I Revenue from Operations	19	2,547,288,349	2,183,348,615
Less : Excise Duty		226,722,147	214,993,415
Revenue from Operations (Net)		2,320,566,202	1,968,355,200
II Other Income	20	10,631,810	10,941,308
III Total Revenue (I +II)		2,331,198,012	1,979,296,508
IV Expenses:			
Cost of materials consumed	21	1,242,505,818	1,222,044,185
Purchase of Stock-in-Trade	22	404,948,143	123,498,948
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	23	(1,012,898)	10,959,122
Employee benefit expense	24	99,271,821	91,611,940
Finance costs	25	88,815,910	85,349,847
Depreciation and amortization expense (including ₹ 4,45,156/- relating to prior years)		38,559,582	37,308,693
Other expenses	26	354,330,386	309,970,425
Total Expenses		2,227,418,762	1,880,743,160
V Profit before exceptional and extraordinary items and tax (III-IV)		103,779,250	98,553,348
VI Exceptional & Extra Ordinary Items		-	-
VII Profit Before Tax (V-VI)		103,779,250	98,553,348
VIII Tax Expense:			
(1) Current tax (Includes (excess)/short provision of Tax ₹ (-)11,24,537/- of earlier year Previous year ₹ 83800/-)		34,730,000	32,517,000
(2) Deferred tax		(3,334,138)	(1,973,810)
IX Profit/(Loss) for the Year from continuing operations (VII-VIII)		72,383,388	68,010,158
X Profit/(Loss) from discontinuing operation		-	-
XI Profit/(Loss) for period (IX+X)		72,383,388	68,010,158
XII Earning per equity share:			
(1) Basic		16.63	15.63
(2) Diluted		16.63	15.63

Notes attached to and forming part of accounts.

As per our Audit Report of even dated.

FOR FADNIS AND GUPTE
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTE)
PARTNER
M.No. 074814

(SHUBHAM JAIN)
COMPANY SECRETARY

(D. TRIVEDI)
EXECUTIVE DIRECTOR
DIN 02049488

(SUNIL CHORDIA)
MANAGING DIRECTOR
DIN 00144786

Indore
Dated : 28th May 2014

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2014
PURSUANT TO THE LISTING AGREEMENT WITH STOCK EXCHANGE**

PARTICULARS	2013-2014	2012-2013
A) CASH FLOW FROM OPERATING ACTIVITIES:		
NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEMS	103,779,250	98,553,348
Add: ADJUSTMENT FOR		
Depreciation	38,559,582	37,308,693
Interest & finance charges	88,805,862	85,349,847
Dividend Income	(300)	(300)
Profit/Loss on sale of assets	189,736	(98,481)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES: ADJUSTMENT FOR:	231,334,130	221,113,107
Trade and Other Receivables	(109,289,578)	(57,244,311)
Inventories	(37,087,057)	19,614,123
Trade and Other Payables	95,474,740	64,092,185
Increase in Working Capital Limits	26,209,201	(62,693,370)
CASH GENERATED FROM OPERATIONS	206,641,436	184,881,734
Direct Taxes Paid	(34,045,921)	(31,583,020)
NET CASH FROM OPERATING ACTIVITIES (A)	172,595,515	153,298,714
B) CASH FLOW FROM INVESTING ACTIVITIES		
Sale of fixed assets	304,239	1,726,618
Dividend Income	300	300
Purchase of fixed assets	(21,854,477)	(7,801,780)
Current Investments	40,000,000	(40,000,000)
Non-Current Investments	(102,516,504)	--
NET CASH FROM INVESTING ACTIVITIES (B)	(84,066,442)	(46,074,862)
C) CASH FLOW FROM FINANCING ACTIVITIES:		
Interest Paid	(88,805,862)	(85,349,847)
Proceeds from Long Term Borrowings	(47,246,126)	20,707,524
Dividend Paid	(4,351,800)	(5,222,160)
Dividend Tax Paid	(705,971)	(847,165)
NET CASH FROM FINANCING ACTIVITIES (C)	(141,109,759)	(70,711,648)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(52,580,686)	36,512,204
OPENING BALANCE OF CASH & BANK BALANCES		
Cash & Cash Equivalents	40,381,552	5,346,791
Other Bank Balances	21,772,816	20,295,373
	62,154,368	25,642,164
CLOSING BALANCE OF CASH & BANK BALANCES		
Cash & Cash Equivalents	380,977	40,381,552
Other Bank Balances	9,192,705	21,772,816
	9,573,682	62,154,368

As per our Audit Report of even dated.

FOR FADNIS AND GUPTE
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTE)
PARTNER
M.No. 074814

(SHUBHAM JAIN)
COMPANY SECRETARY

(D. TRIVEDI)
EXECUTIVE DIRECTOR
DIN 02049488

(SUNIL CHORDIA)
MANAGING DIRECTOR
DIN 00144786

Indore
Dated : 28th May 2014

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS FORMING PART OF THE BALANCE SHEET AS ON 31ST MARCH' 2014.

Overview

Rajratan Global Wire Company Limited ('the Company') alongwith its wholly owned subsidiary, M/s. Rajratan Thai Wire Company Limited is engaged in the business of manufacturing and sale of Tyre Bead Wire. In addition, the Company has a Wind Mill located in India for generation of electricity.

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation of Financial Statements

The financial statements are prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India ('ICAI'), The Companies Accounting Standard Rules, 2006 and relevant provisions of Companies Act, 1956 ("the Act") to the extent applicable read with the General Circular 15/2013 dated 13th September, 2013 of Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.

1.2 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

1.3 Fixed assets and Depreciation

Fixed assets are stated at acquisition cost less accumulated depreciation. The cost of fixed assets comprises its purchase price including import duties and other non-refundable taxes or levies and any directly, attributable cost of bringing the asset to the working condition for its intended use. Depreciation is provided on the straight-line method ('SLM') as per the depreciation rates prescribed in Schedule XIV of the Act.

Till the previous year the leasehold land, for 99 year lease with an option to renew for a further period of 30 years, has been in substance considered as equivalent to ownership of land. Accordingly the premium on land acquisition was not amortized. However, the management has now decided to amortize the leasehold land over the period of lease.

The Depreciation on the assets capitalized/sold during the year is charged on prorata basis. Capital Work-In-Progress includes the cost of fixed assets that are not ready to use at the balance sheet date. As per the Revised Schedule VI, advances paid for Capital Assets are not considered as Capital Work-in-Progress but classified as Long Term Advances.

1.4 Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (Cash Generating Unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. If such recoverable amount of the asset or the recoverable amount of the Cash Generating Unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit & Loss . If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

1.5 Investments

Investments are classified into current and non-current investments.

Investments classified as Non Current investment are carried at cost. Provision for diminution, if any, is made to recognize a decline other than temporary, in the value of the investment.

Investment in Rajratan Thai Wire Ltd., Thailand, being a non-monetary item which is carried in terms of historical cost denominated in Thai Baht, is reported using the exchange rate at the date of transaction. Exchange differences arising on loans, which in substance form part of net investments in Rajratan Thai Wire Co. Ltd., are accumulated in Foreign Currency Translation Reserve. Non Current Investments in subsidiary companies intended to promote the trade or business, are classified as Trade Investments.

Current investments are stated at lower of cost and fair value.

1.6 Inventories

- (a) Inventories are valued at cost or net realizable value whichever is lower.
- (b) The cost of inventories comprise all costs of purchase including duties and taxes (other than those subsequently recoverable from the taxing authorities), conversion cost and other costs incurred in bringing the inventories to their present location and condition.
- (c) The cost formulas used are Weighted Average Cost in case of Raw Material and First-in- First Out ('FIFO') in case of Ancillary Raw Material and Consumable Spares.
- (d) Excise Duty is included in the value of finished goods inventory.

1.7 Revenue recognition

- (a) Revenue from sale of products is recognized on transfer of all significant risk and rewards of ownership of products to the customers, which is generally on dispatch of goods. Sales are stated exclusive of Value Added Tax.
- (b) Dividend income is recognized when the right to receive the dividend is established.
- (c) Interest income is recognized on the time proportion basis.
- (d) Export incentives receivable are accrued for when the right to receive the credit is established and there is no significant uncertainty regarding the ultimate collection of export proceeds to receive the credit is established and there is no significant uncertainty regarding the ultimate collection of export proceeds.

1.8 Employee Benefits

- (a) Short Term Employee Benefits
All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and short term compensated absences, etc. are recognized in the period in which the employee renders the related services.
- (b) Post- Employment Benefits
 - (i) Defined Contribution Plans: The Employee State Insurance Scheme and Contributory Provident Fund administered by Provident Fund Commissioner are defined contribution plans. The Company's contribution paid/payable under the schemes is recognized as expense in the Profit & Loss account during the period in which the employee renders the related service.
 - (ii) Defined Benefit Plans: The Company has taken Group Gratuity and Cash Accumulation Policy issued by the Life Insurance Corporation of India (LIC). The present value of the obligation under such defined benefit plans is determined based on actuarial valuation as advised by LIC, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, are as advised by LIC.

Actuarial gains and losses are recognized immediately in the Profit & Loss Account.

1.9 Foreign Currency Transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Profit & Loss Account of the year. Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the closing exchange rate and the resultant exchange differences are recognized in the Profit & Loss Account.

The premium or the discount on forward exchange contracts not relating to firm commitments or highly probable forecast transactions and not intended for trading or speculation purpose is amortized as expense or income over the life of the contract.

1.10 Borrowing Costs

The borrowing costs that are directly attributable to the acquisition, construction or productions of a qualifying asset are capitalized as part of the cost of that asset. The amount of borrowing cost eligible for capitalization is determined in accordance with Accounting Standard (AS) 16- Borrowing Costs issued by the Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standard Rules 2006.

1.11 Research and Development

Expenditure on research phase is recognized as an expense when it is incurred. Expenditure on development phase is recognized as an intangible asset if it is likely to generate probable future economic benefits.

1.12 Taxation

Tax expenses for the current year comprises of current tax and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act 1961. Deferred tax is recognized, on timing differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

1.13 Lease

The Company classifies leases, where the lessor effectively retains substantially all the rights and benefits of ownership over the lease term, as Operating Leases. Operating lease rentals are recognized as an expense over the lease period.

1.14 Earning Per Share

Basic and diluted earnings per share is computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year. There are no diluted potential equity share.

1.15 Provisions for contingencies

Provisions comprise liabilities of uncertain timing or amount. Provisions are recognized when the company recognizes it has a present obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be reasonably estimated.

Disclosures for contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources when there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Loss contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

Contingent assets are not recognized in the financial statements.

NOTES FORMING PART OF FINANCIAL STATEMENTS

PARTICULARS	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
2. SHARE CAPITAL		
2.1 Authorised:		
80,00,000 Equity Shares of ₹ 10/-each (Previous year 80,00,000 Equity Share of ₹ 10/- each)	80,000,000	80,000,000
2.2 Issued, Subscribed and Fully Paid up:		
4,351,800 fully paid Up Equity Share of ₹ 10/- each (Previous Year 4,351,800 fully paid up Equity Shares or ₹ 10/- each)	43,518,000	43,518,000
	43,518,000	43,518,000
2.3 Par Value Per Share	₹ 10	₹ 10
2.4 Reconciliation of Number of Shares		
Shares outstanding as at 1st April 2013 / 1st April 2012	4,351,800	4,351,800
Shares outstanding at the end of the year	4,351,800	4,351,800
2.5 The company has only one class of shares having a par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval by the shareholders of the company in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. During the year ended 31st March 2014, the amount of per share dividend recognized as distributions to equity share holders is Re. 1/- per Share (Previous Year Re. 1/- per Share). The total dividend appropriation for the year ended March 31, 2014 amounts to ₹ 5,091,388/- including Corporate Dividend Distribution Tax of ₹ 739,588/- (Previous Year ₹ 5,057,771/- including Corporate Dividend Distribution Tax ₹ 705,971/-)		

PARTICULARS		AS AT 31st MARCH-2014		AS AT 31st MARCH-2013	
2.6	List of shareholders holding more than 5% of the total number of shares issued by the Company :				
	Name of the share holder	No. of Shares	%	No. of Shares	%
	Rajratan Investment Limited	782,881	17.99	782,881	17.99
	Avalokiteshvar Valinv Limited	625,200	14.37	625,200	14.37
	Rajratan Resources Pvt Limited	381,420	8.76	381,420	8.76
	Mrs. Sangita Chordia	558,100	12.82	558,100	12.82
	Mr. Sunil Chordia	479,390	11.02	479,390	11.02
	Mr. Yashovardhan Chordia	268,000	6.16	268,000	6.16
3.	RESERVES AND SURPLUS				
3.1	(A) Capital Reserves				
	State Investment Subsidy (A)		1,500,000		1,500,000
	Balance as per last account				
3.2	(B) Securities Premium Reserve				
	Balance as per last account (B)		83,985,200		83,985,200
3.3	(C) Other Reserves				
	General Reserve				
	Opening Balance		362,000,000		360,000,000
	Add: Transferred From Profit & Loss account		2,000,000		2,000,000
	Closing Balance (C)		364,000,000		362,000,000
3.4	(D) Surplus				
	Statement of Profit & Loss				
	Opening Balance		210,706,848		149,754,461
	Add: Profit For The Year		72,383,388		68,010,158
			283,090,236		217,764,619
	Less: Appropriations				
	Transfer to General Reserve		2,000,000		2,000,000
	Proposed Dividend		4,351,800		4,351,800
	Corporate Dividend Tax		739,588		705,971
	Closing Balance (D)		275,998,848		210,706,848
	Total (A+B+C+D)		725,484,048		658,192,048
4	LONG-TERM BORROWINGS				
4.1.1	Term Loans Secured				
	From Banks		45,000,000		94,588,873
	From Others		2,342,747		-
			47,342,747		94,588,873

The Outstanding of Long Term Borrowings are net of installment due within next 12 months aggregating to ₹ 50,827,279/- (Previous year ₹ 51,950,000/-) which are classified as current liabilities.

4.2 SECURITY:

- A. Term loans outstanding ₹ 45,000,000/- (Previous year ₹ 94,588,873/-) are secured by way of an equitable mortgage of immovable properties ranking pari passu amongst the lenders and by a first charge by way of hypothecation of all the company's movable machinery, present and future, subject to prior charges created in favour of Company's Bankers on the stock of raw materials, goods in process, finished and manufactured goods and Book Debts towards security for working capital facilities. Term loans are also secured by personal guarantee of the Managing Director.
- B. Vehicle loan outstanding ₹ 2,342,747/- (Previous Year NIL) is secured by hypothecation of Motor Car.

4.3 Terms of Repayment of Long Term Borrowings

Particulars	Total Tenor of Loan	Frequency of Installment	No. of Installment due as on 31.3.2013	Amount Outstanding	Rate of Interest
State Bank of India	4 years	Quarterly	12	63,814,800	14.60
State Bank of India	5 years	Monthly	10	32,006,452	14.60
Daimler Financial Services (I) P L	3 Years	Monthly	32	3,581,153	9.49

PARTICULARS	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
5 DEFERRED TAX LIABILITIES (Net)		
5.1 Deferred Tax Liabilities On account of tax effects on timing difference arising due to difference in Depreciation	85,410,652	88,029,583
Less:		
5.2 Deferred Tax Assets On Account of disallowance u/s 43B of the Income Tax Act (net of reversals of DTA created in earlier year)	1,151,120	435,913
5.3 Net Deferred Tax Liabilities	84,259,532	87,593,670
6 SHORT-TERM BORROWINGS		
Secured:		
6.1 Loans repayable on demand From Bank	430,406,279	402,104,229
Unsecured:		
6.2 Loans and advances from related parties (Refer Note No. 41)	9,585,609	9,358,623
6.3 Other loans and advances	3,066,400	5,386,235
	443,058,288	416,849,087
6.4 Security: A. Loans repayable on demand from State Bank of India, Indore and IDBI Bank Ltd., Indore are Working Capital Loans and are secured by hypothecation of company's stock and book debts, present & future and by a second charge on all the immovable properties of the company and plant and machinery, machinery spares, tools and accessories and other movables both present and future. Such advances are also secured by personal guarantees of the Managing Director. B. Loans and advances from related parties and other loans and advances are unsecured.		
7 TRADE PAYABLES		
7.1 Trade payables (Ref. Note No. 37)		
(i) Payable to entities covered under Micro, Small and Medium Enterprises Act, 2006	156,430	--
(ii) Other	284,216,684	189,668,261
	284,373,114	189,668,261
8 OTHER CURRENT LIABILITIES		
8.1 Current Maturities of Long Term debts	50,827,280	51,950,000
8.2 Interest accrued but not due on borrowings	10,048	--
8.3 Interest accrued and due on borrowings	1,232,379	885,721
8.4 Unpaid Dividends	578,190	585,366
8.5 Other Payable	9,558,425	9,981,246
	62,206,322	63,402,333
Other payable Pertain to		
(i) Statutory Liabilities	5,131,982	5,243,643
(ii) Creditors for Capital Goods	230,963	2,671,483
(iii) Advance from Customers	4,195,480	2,066,120
	9,558,425	9,981,246
9 SHORT-TERM PROVISIONS		
9.1 Provision for Employee Benefits Income Tax (Net of advance Tax ₹ 3,32,56,723/- (Previous Year ₹ 30,687,065/-)	6,168,380	4,202,483
	2,597,814	1,913,735
9.2 Proposed Dividend (Including Dividend Distribution Tax of ₹ 739,588/-, Previous Year ₹ 705,971/-)	5,091,388	5,057,771
	13,857,582	11,173,989

NOTE ATTACHED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2014

NOTE-10 : FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As On 01.04.13	Additions for the year	Deduction during the year	As on 31.03.13	Upto 01.04.13	for the year	Written Back	Upto 31.03.13	As On 31.03.13	As On 31.03.12
I. TANGIBLE ASSETS										
A. Land										
Free Hold Land	2,105,978	-	-	2,105,978	-	-	-	-	2,105,978	2,105,978
Lease Hold Land	2,003,199	-	-	2,003,199		465,390	-	465,390	1,537,809	2,003,199
B. Site Development	14,972,596	-	-	14,972,596	2,033,142	244,053	-	2,277,196	12,695,400	12,939,454
C. Building	66,801,286	159,4721	-	68,396,007	24,802,696	2,282,254	-	27,084,949	41,311,058	41,998,590
D. Plant and Equipment	632,381,702	16,518,546	1,003,779	647,896,469	259,661,347	33,588,995	523,392	292,726,950	355,169,519	372,720,355
E. Furniture and Fixtures	9,670,286	204,767	-	9,875,053	5,212,710	614,132	-	5,826,842	4,048,211	4,457,576
F. Vehicles	7,562,331	510,0730	42,572	12,620,489	2,691,961	846,304	28,984	3,509,281	9,111,208	4,870,370
G. Office Equipment	3,170,257	267,998	-	3,438,255	1,487,460	158,838	-	1,646,298	1,791,957	1,682,797
H. Other Assets	4,453,089	602,373	-	5,055,462	3,594,347	359,616	-	3,953,963	1,101,499	858,742
TOTAL	743,120,724	24,289,135	1,046,351	766,363,508	299,483,663	38,559,582	552,376	337,490,869	428,872,639	443,637,061
PREVIOUS YEAR	734,935,373	17,243,629	9,058,278	743,120,724	269,605,112	37,308,692	7,430,141	299,483,663	443,637,061	465,330,261
CAPITAL WORK IN PROGRESS	2,774,483	8,784,161	11,218,820	339,825	-	-	-	-	339,825	2,774,483
PREVIOUS YEAR	12,216,332	2,774,483	12,216,332	2,774,483	-	-	-	-	2,774,483	12,216,332

PARTICULARS	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
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11 NON-CURRENT INVESTMENTS
Investment in Equity Instruments

11.1 Trade Investment in equity of subsidiary companies

(i) 119,000 Equity shares of ₹10/- each, fully paid up in M/s. Swaraj Technocrafts Pvt. Ltd. (Previous year 119,000 Equity shares of ₹10/- each) (Extent of shareholding 68%)	5,496,500	5,496,500
(ii) 23,440,000 Equity shares of Bhat 10/- each, fully paid up in M/s. Rajratan Thai Wire Company Limited, Thailand (Previous year 17,999,930 Equity shares of Bhat 10/- each) (Wholly owned Subsidiary) Out of the total shares held in M/s. Rajratan Thai Wire Co. Ltd., Thailand the company has pledged 5,400,000 equity shares, each with State Bank of India and with ICICI Bank Ltd., against the loans sanctioned by them to the said subsidiary	336,063,527	233,547,023

11.2 Non Trade investment

250 Equity Shares of ₹ 10 Each of M/s Shamrao Vithaldas Co. operative Society Limited, Mumbai (Fully Paid up)	2,500	2,500
	<u>341,562,527</u>	<u>239,046,023</u>

11.3 The above non current (trade & non trade) investments are unquoted and valued at cost

12 LONG-TERM LOANS AND ADVANCES

12.1 Capital advance

Unsecured, Considered good	19,343,189	31,238,905
Included advance to M/s Cee Cee Engineering Industries Private Limited (Refer Note No. 41) (₹ 19,343,189/- Previous Year ₹ 31,238,905/-)		

PARTICULARS	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
12.2 Security Deposits		
Unsecured, Considered good	1 2,078,855	11,741,272
12.3 Loans and Advances to Related Parties (refer note No. 41)		
Unsecured, Considered good		
Loan to Wholly Owned Subsidiary	--	36,719,188
Rajratan Thai Wire Co Limited		--
12.4 Other Loans and Advances		
Unsecured, Considered good	580,195	580,195
Total	32,002,239	80,279,559
13 CURRENT INVESTMENT		
13.1 Investment in Mutual Funds	--	40,000,000
(Non Trade-unquoted-at the lower of cost or fair value)		
SBI Premier Liquid Fund -Regular Plan -Growth		
(Nav NILL Previous Year - ₹ 400.40 Lakhs)		
Total	--	40,000,000
14 INVENTORIES		
14.1 Raw Materials:		
Wire Rod	77,841,604	43,866,159
Ancillary Raw Material	20,752,094	21,250,725
14.2 Work-in-progress	6,330,174	6,717,486
14.3 Finished goods	29,310,159	27,909,949
14.4 Consumable Spares	14,298,228	11,700,883
Total	148,532,259	111,445,202
14.5 Inventories are valued at cost or net realizable value whichever is lower. The cost formulas used are Weighted Average Cost in case of Raw Material and First-in First Out ('FIFO') in case of Ancillary Raw Material and Consumable Spares. The cost of inventories comprises all cost of purchase including duties and taxes (other than those subsequently recoverable from the taxing authorities), conversion cost and other costs incurred in bringing the inventories to their present location and condition. Excise Duty is included in the value of finished goods inventory.		
15 TRADE RECEIVABLES		
15.1 Unsecured, Considered good		
(a) Trade Receivable outstanding for period exceeding six months from the date they are due for payment	2,130,546	2,322,777
(b) Others (Include ₹ 129,326,520/- (Previous Year ₹ 73,386,990/-) due from wholly owned subsidiary- Rajratan Thai Wire Company Limited, Thailand)	654,278,620	508,295,944
Total	656,409,166	510,618,721
16 CASH AND BANK BALANCES		
16.1 Cash and Cash Equivalents		
(a) Balances with Banks		
Current Accounts	10,436	40,012,036
(b) Cash on hand Including foreign currency	370,541	369,516
	380,977	40,381,552
16.2 Other Bank Balances		
(a) Current Account held as Margin Money	3,900,000	3,000,000
(b) Fixed Deposit Account held as Margin Money	4,714,515	18,187,842
(c) Unpaid Dividend Accounts	578,190	584,974
	9,192,705	21,772,816
Total	9,573,682	62,154,368

PARTICULARS		AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
17	SHORT-TERM LOANS AND ADVANCES (Unsecured & Considered good)		
17.1	Other Loans & Advances		
	(i) Advances recoverable in cash or in kind or for value to be received	36,443,365	21,166,446
	(ii) Balance with Government Authorities	50,203,058	53,056,703
	Total	86,646,423	74,223,149
18	OTHER CURRENT ASSETS		
	Interest Accrued on Fixed deposit	160,873	807,694
	Total	160,873	807,694
19	REVENUE FROM OPERATIONS		
	Sale of Manufactured goods	2,136,734,271	2,055,590,842
	Sale of Traded goods	408,434,217	124,578,429
	Other Operating Income	2,119,861	3,179,344
	Total	2,547,288,349	2,183,348,615
	Less:- Excise Duty	226,722,147	214,993,415
		2,320,566,202	1,968,355,200
20	OTHER INCOME		
	Interest Income	8,800,137	9,672,203
	Dividend from Long Term Investment	300	300
	Income from Mutual Fund	64,072	--
	Profit on Sale of Fixed Assets	--	98,481
	Gain on Exchange Fluctuation	1,767,301	1,170,324
	Total	10,631,810	10,941,308
21	COST OF MATERIAL CONSUMED		
	Material Consumed Comprises of:		
	Wire Rod	1,223,154,961	1,205,270,989
	Ancillary Raw material	19,350,857	16,773,196
	Total	1,242,505,818	1,222,044,185
22	COST OF TRADED GOODS		
	Wire Rod	404,597,191	119,213,694
	Others	350,952	4,285,254
	Total	404,948,143	123,498,948
23	CHANGE IN INVENTORIES OF FINISHED GOODS AND & WORK-IN-PROGRESS		
	Opening Stock		
	Work-in-Progress	6,717,486	6,507,119
	Finished Goods	27,909,949	39,079,438
		34,627,435	45,586,557
	Closing Stock		
	Work-in-Progress	6,330,174	6,717,486
	Finished Goods	29,310,159	27,909,949
		35,640,333	34,627,435
	Increase in Inventories of Finished Goods & Work-in-Progress	(1,012,898)	10,959,122

Particulars	Year Ended 31st March-2014	Year Ended 31st March-2013
24 EMPLOYEE BENEFITS EXPENSES		
Salary, Wages, Bonus & Allowances	85,482,007	80,441,324
Contribution to Provident Fund	4,141,817	3,994,517
Contribution to ESIC	1,726,850	1,650,761
Staff Welfare Expenses	3,078,752	3,217,004
Contribution to Gratuity Fund	4,130,291	1,571,234
Medical Expenses Reimbursement	712,104	737,100
	99,271,821	91,611,940
25 FINANCE COST		
Interest Expenses	75,037,078	73,675,993
Other Borrowing Costs	13,778,832	11,673,854
Total	88,815,910	85,349,847
26 OTHER EXPENDITURE		
Power & Fuel	180,688,161	157,504,795
Less: Recovery of energy generated by Windmill	(9,879,666)	(11,783,080)
	170,808,495	145,721,715
Consumable Stores	25,483,121	22,189,805
Packing Material	15,234,123	14,466,401
Freight Inward	20,500,236	18,560,730
Freight Outwards	64,147,388	49,000,865
Rent	216,000	216,000
Repair to Building	4,193,415	4,795,252
Repair to Machinery	25,352,097	23,621,557
Insurance	341,201	416,122
Rates & Taxes, excluding taxes on income	2,263,460	2,040,573
Miscellaneous Expenses (Below 1% of revenue from Operations)	25,790,850	28,941,405
Total	354,330,386	309,970,425
27 CONTINGENT LIABILITIES AND COMMITMENTS		
27.1 Contingent Liabilities		
(a) Claims against the company not acknowledged as debt;	Nil	Nil
(b) Guarantees;		
(i) Bank Guarantee	11,000,000	11,000,000
(ii) Corporate Guarantee for the credit facilities availed by M/s. Rajratan Thai Wire Co. Ltd., Thailand the Wholly Owned subsidiary of the company.	US\$ 17.50 Million	US\$ 17.50 Million
(c) 5,400,000 equity shares of M/s. Rajratan Thai Wire Co.Ltd.(RTWL), Thailand have been pledged each with State Bank of India and ICICI Bank Ltd, against loans sanctioned by them to RTWL		
(d) Other money for which the company is contingently liable		
Income Tax & Excise appeals for which no provision is considered required as the company is hopeful of successful outcome in the appeals		

Particulars	Financial year	Amount in ₹	Forum where dispute is pending
Income Tax	2009-10	251,760	CIT (A)-II, Indore
Income Tax	2010-11	486,650	CIT (A)-II, Indore
Income Tax	2003-04	153,457	ITAT, Indore
Service Tax	2005-06	584,233	Customs, Central Excise & Service Tax Appellate, Tribunal, New Delhi
Central Sales Tax	2005-06	90,380	Add. Commissioner (Appeals), Indore

Income tax appeals pending before CIT (Appeals) for F.Y. 2009-10 & 2010-11 pertain to an issue which has been decided by the Hon'ble Income Tax Appellate Tribunal, Indore in favour of the Company for earlier years.

Particulars	Year Ended 31st March-2014	Year Ended 31st March-2013
27.2 Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for;	560,175	2,025,517
28 Value of Raw Materials consumed:		
	Amount in ₹ Value 2013-14	Amount in ₹ Value 2012-13
Raw Material		
Imported	89,216,238	171,860,325
Indigenous	1,133,938,723	1,033,410,664
Total	1,223,154,961	1,205,270,989
Ancillary Raw Material		
Imported	--	--
Indigenous	19,350,857	16,773,196
Total	19,350,857	16,773,196
Total Raw Material Consumed	1,242,505,818	1,222,044,185
29 Value of Consumable Stores :		
Imported		
Indigenous	25,483,121	22,189,805
Total	25,483,121	22,189,805
30 Work in Progress comprises of Wire Rods under conversion into Tyre Bead Wires.	6,330,174	6,717,486
31 Value of Imports on CIF basis		
(i) Raw Material	84,066,256	159,234,268
(ii) Components & Spare Parts	299,755	396,672
(iii) Capital Goods	177,976	--
(iv) Trading Goods	358,630,774	112,141,752
32 Other Expenditure in Foreign Currency:		
(i) Traveling Expenses	109,367	174,420
(ii) Testing Fees	23141	--
(iii) Technical Consultancy	591,888	273,515
33 Earnings in Foreign Exchange:		
(i) F.O.B. Value of Exports (Manufactured Goods)	84,930,084	85,052,063
(ii) Interest received from Rajratan Thai Wire Co.Ltd.	967,717	3,408,411
34 Details of Prior Period Expenses		
i) On account of Wealth Tax	--	13,085
ii) On account of amortization of Leasehold Land	445,156	--
35 Till the previous year the leasehold land, for 99 year lease with an option to renew for a further period of 30 years, has been in substance considered as equivalent to ownership of land. Accordingly the premium on land acquisition was not amortized. However, the management has now decided to amortize the leasehold land over the period of lease. During the year, the management has decided to change the accounting policy with respect to amortization of leasehold land. A sum of Rs. 4,65,390/- which includes ₹ 4,45,156/- being the amount till 31.03.2013, has been charged to Statement of Profit and Loss. Accordingly the profits for the year and the Reserves & Surplus are understated to that extent.		
36 In the opinion of the Board of Directors of the Company, the Current Assets, Loans and Advances have a value realizable in the ordinary course of business at least equal to the amount at which they are stated and provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.		
37 Micro, Small and Medium Enterprises Development Act, 2006		
The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. The outstanding amount as at Balance Sheet date is given below:		

	2014	2013
(a) Amount outstanding but not due as on 31st March	1,19,629/-	NIL
(b) Amount due but unpaid as at 31st March	36,801/-	NIL
(c) Amount paid after appointed date	1,19,629/-	NIL
(d) Amount withheld on account of quality issues	36,801/-	NIL
(e) Amount of interest accrued and unpaid as on 31st March	NIL	NIL

38 Auditor's Remuneration

(Amount in ₹)

	31/03/2014	31/03/2013
- Statutory Audit	2,00,000/-	2,00,000/-
- Tax Audit	50,000/-	50,000/-
- Other Services	75,000/-	25,000/-
Total	325,000/-	275,000/-

39 The disclosure required as per Accounting Standard (AS) 15 "Employees Benefit" issued by the Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standards Rules, 2006 and based on the report issued by Life Insurance Corporation of India (LIC) is as under:-

(a) The company has taken Group Gratuity and Cash Accumulation Policy issued by the LIC which is a defined benefit plan.

(b) Table showing changes in present value of obligations as on

(Amount in ₹)

	31/03/2014	31/03/2013
Present value of obligations as at beginning of the year	1,02,75,334	81,06,685
Interest Cost	8,22,027	6,48,535
Current Service Cost	8,45,426	6,70,922
Benefit Paid	(4,29,485)	(2,02,545)
Actuarial (gain)/loss on obligations	33,79,622	10,51,737
Present value of obligations as at end of the year	1,48,92,924	1,02,75,334

(c) Table showing changes in the fair value of plan assets as on

	31/03/2014	31/03/2013
Fair value of plan assets at beginning of the year	1,05,26,035	86,55,545
Expected return on plan assets	9,16,784	7,99,960
Contribution	18,58,037	12,73,075
Benefit Paid	(4,29,485)	(2,02,545)
Actuarial (gain)/loss on plan assets	Nil	Nil
Fair value of the plan assets at the end of the year	1,28,71,371	1,05,26,035

(d) Table showing fair value of plan assets as on

	31/03/2014	31/03/2013
Fair value of plan assets at beginning of the year	1,05,26,035	86,55,545
Actual return on plan assets	9,16,784	7,99,960
Contribution	18,58,037	12,73,075
Benefit Paid	(4,29,485)	(2,02,545)
Fair value of the plan assets at the end of the year	1,28,71,371	1,05,26,035
Funded status	(20,21,553)	2,50,701
Excess of actual over estimated return on plan assets	Nil	Nil

(e) Actuarial Gain/(Loss) recognized as on 31/03/2014

	31/03/2014	31/03/2013
Actuarial Gain/(Loss) for the year-obligation	(33,79,622)	(10,51,737)
Actuarial Gain/(Loss) for the year-plan assets	Nil	Nil
Total (Gain)/Loss for the year	33,79,622	(10,51,737)
Actuarial Gain/(Loss) recognized for the year	33,79,622	(10,51,737)

(f) Expenses recognized in statement of profit and loss

	31/03/2014	31/03/2013
Current Service Cost	8,45,426	6,70,922
Interest cost	8,22,027	6,48,535
Expected return on Plan Asset	(9,16,784)	(7,99,960)
Net Actuarial (Gain)/Loss recognized in the year	33,79,622	10,51,737
Expenses recognized in the statement of profit & loss Under AS 15	41,30,291	15,71,234

(g) Assumption

	31/03/2014	31/03/2013
Discount rate	8%	8%
Salary Escalation	7%	5%

40 In accordance with the Accounting Standard (AS) 17 "Segment Reporting" issued by The Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standards Rules, 2006 the Company has only one reportable segment "Bead Wire" for the current year. "Windmill" is not a reportable segment. As the power generated by windmill is exclusively used for captive consumption in bead wire, the financial result of "Windmill" segment have been included in "Bead Wire" segment.

41 In accordance with the Accounting Standard (AS)18 "Related Party Disclosures" issued by The Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standards Rules, 2006 the names of the related parties and the relevant disclosure is as under:-

(a) Name of the related party and description of relationship:

i. Key Management Personnel:

- 1) Mr. Sunil Chordia - Managing Director
- 2) Mr. Deepesh Trivedi - Executive Director
- 3) Smt. Sangita Chordia - Whole Time Director

ii. Relatives of Key Managerial Personnel

- 1) Smt. Shantadevi Chordia W/o Shri Chandanmal Chordia
- 2) Mr. Yashovardhan Chordia S/o Mr. Sunil Chordia

iii. Companies/entities under the control of Key Management personnel

- 1) M/s. Rajratan Resources Pvt. Ltd.,
- 2) M/s. Rajratan Investment Ltd,
- 3) M/s. Cee Cee Engineering Industries Pvt. Ltd.

iv. Subsidiary

- 1) M/s. Rajratan Thai Wire Company Ltd., Thailand
- 2) M/s. Swaraj Technocraft Pvt. Ltd.

The Following Transactions were Carried Out with the Related Parties in the Ordinary Course of Business

Sr. No.	Transactions	Key Management Personnel	Relatives of Key Management Personnel	Companies/entities under the control of Key Management Personnel	Subsidiary
1.	Purchase of Goods	- (-)	- (-)	- (-)	1,75,503 (7,67,562)
2.	Sale of Goods	- (-)	- (-)	- (-)	36,24,05,128 (11,40,69,108)
3.	Job work charges Paid	- (-)	- (-)	28,04,587 (7,66,031)	53,369 (1,08,045)
4.	Purchase of Assets (net of returns)	- (-)	- (-)	22,67,119 (3,96,361)	10,20,051 (24,54,538)
5.	Sale of Assets	- (-)	- (-)	- (-)	- (24,22,054)
6.	Equity Investment	- (-)	- (-)	- (-)	10,25,16,504 (-)
7.	Unsecured Loan Received	- (-)	- (-)	95,85,608 (93,58,623)	- (-)
8.	Interest Paid	- (-)	- (-)	15,08,302 (11,39,041)	- (-)
9.	Interest Received	- (-)	- (-)	36,10,316 (3,687,911)	9,67,717 (34,08,411)
10.	Remuneration	1,09,96,475 (1,06,67,410)	2,40,000 (-)	- (-)	- (-)
11.	Rent	1,08,000 (1,08,000)	1,08,000 (1,08,000)	-	-

The figures mentioned in the brackets are for previous year figures.

- 42** In accordance with the Accounting Standard (AS) 19 “Leases” issued by The Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standards Rules, 2006 details of operating lease are as under:

S.No.	Particulars	31st March, 2014	31st March, 2013
1.	Total of future minimum lease payments under noncancellable operating leases for each of the following periods: i. not later than one year; ii. later than one year and not later than five years; iii. later than five years;	20,234/- 80,937/- 14,36,638/-	20,234/- 80,937/- 14,56,872/-
2.	Total of future minimum sublease payments expected to be received under non-cancellable subleases at the balance sheet date;	NIL	NIL
3.	lease payments recognized in the statement of profit and loss for the period, i. minimum lease payments; ii. contingent rents;	3,84,696/- NIL	1,21,907/- NIL
4.	Sub-lease payments received (or receivable) recognized in the statement of profit and loss for the period;	NIL	NIL
5.	The company has a leasehold land, for 99 year lease with an option to renew for a further period of 30 years.		

43 Earning Per Share :

The Company’s share capital consists of equity share. The basic and diluted earning per share is calculated as under:

Sr. No.	Nature of Transaction	Current Year	Previous Year
1.	Number of Shares at the Commencement	4,351,800	4,351,800
2.	Shares issued during the year	Nil	Nil
3.	No. of Shares at the end of the Year	4,351,800	4,351,800
4.	Profit After Taxes	7,23,83,388	6,80,10,158
5.	Extra Ordinary Items (Within the meaning of AS-5, Net Profit or Loss for the period, Prior Period items and Changes in the Accounting Policies)	Nil	Nil
6.	Basic Earning Per Share	16.63	15.63
7.	Diluted Earning Per Share	16.63	15.63
8.	Nominal Value Per Share	10.00	10.00

- 44** The Company has an investment of ₹ 33.60 Crore (Previous Year ₹ 23.35 crore) in equity shares of M/s. Rajratan Thai Wire Company Limited (RTWL) a wholly owned subsidiary. The Company has outstanding balances of loans amounting to NIL (Previous Year ₹ 3.67 crore) and amount receivable on account of sales, ₹.12.93 crore (Previous Year 7.33 crore), (collectively referred to as ‘Exposures’). Although the Net worth of RTWL has eroded to the extent of more than 85%, the management considers it appropriate not to recognise diminution in value of investments. Management, barring any significant uncertainties in future, relies upon the RTWL management’s anticipation of future profits. The management considers the ‘Exposures’ to be ‘Good’ at the close of the year and adequately covered, and expects full realisability of the same in future, upon which, the Auditors, being unable to make an informed judgment, have placed their reliance.
- 45** Previous Year’s figures have been regrouped and recast wherever considered necessary to make them comparable with the current year’s figures.

As per our Audit Report of even dated.

FOR FADNIS AND GUPTÉ
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTÉ)
 PARTNER
 M.No. 074814

(SHUBHAM JAIN)
 COMPANY SECRETARY

(D. TRIVEDI)
 EXECUTIVE DIRECTOR
 DIN 02049488

(SUNIL CHORDIA)
 MANAGING DIRECTOR
 DIN 00144786

Indore
 Dated : 28th May 2014

**STATEMENT PURSUANT TO SEC 212 (3) OF THE COMPANIES ACT FOR
SUBSIDIARY COMPANY**

S.No.	Particulars	Rajratan Thai Wire Co., Ltd.	Swaraj Technocrafts Private Limited
1.	Financial year ending of the subsidiary	31.03.2014	31.03.2014
2.	Date from which it became subsidiary	28.11.2006	18.06.2010
3.	a) Number of shares held by holding Co. with its Nominees at the end of the financial year of the subsidiary. (Fully paid Equity Shares of Baht 10/- each)	23,439,930	119,000
	b) Extent of holding	99.99%	68%
4.	The net aggregate amount of the Profit/(losses) of the subsidiary for the above financial year of the subsidiary so as it concern the members of the company which was not dealt with in the account of the company for the year ended 31st March, 2014.	₹ (96,190,047)	₹ 2,614,535
5.	The net aggregate amount of the profit/ (losses) of the subsidiary, since become a subsidiary so far as they concern the member of the Company not dealt with in the account of the company for the year ended 31st March 2014.	₹ (323,981,479)	₹ 4,361,160

FOR AND ON BEHALF OF BOARD

(SHUBHAM JAIN)
COMPANY SECRETARY

(D. TRIVEDI)
EXECUTIVE DIRECTOR
DIN 02049488

(SUNIL CHORDIA)
MANAGING DIRECTOR
DIN 00144786

Place : Indore

Dated : 28th May 2014

INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors
Rajratan Global Wire Limited
CIN : L27106MP1988PLC004778
Indore

1. We have audited the accompanying consolidated financial statements of M/s RAJRATAN GLOBAL WIRE LIMITED ("the Company") and its subsidiaries, which comprise the consolidated Balance Sheet as at March 31, 2014, and the consolidated Statement of Profit & Loss and the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information..

Management's Responsibility for the Consolidated Financial Statements

2. Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company 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 judgment, 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, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. 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.

Opinion

6. We did not audit the financial statement of one of the subsidiary, Rajratan Thai Wire Co. Limited, whose financial statements reflect total assets (net) of ₹ 86,51,80,117/- as at March 31, 2014, total revenues of ₹ 67,11,96,886/- and net cash outflows amounting to ₹ 15,42,104/- for the year ended on that date. These financial statements have been audited by other auditors whose reports have been furnished to us, and our opinion is based solely on the report of other auditors.
7. In our opinion and to the best of our information and according to the explanations given to us, 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 Company as at March 31, 2014;
 - (b) in the case of the consolidated Statement of Profit and Loss, of the loss for the year ended on that date; and
 - (c) in the case of the consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Indore - 452 001
Dated - 28th May, 2014

For Fadnis & Gupte
Chartered Accountants
FRN : 006600C

(CA. Vikram Gupte)
Partner
M.No. 074814

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2014

(Amount in ₹)

PARTICULARS	NOTE NO.	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	43,518,000	43,518,000
(b) Reserves and Surplus	3	462,478,503	487,269,432
		<u>505,996,503</u>	<u>530,787,432</u>
(2) Minority Interest		6,810,546	5,634,091
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	4	222,154,647	344,082,588
(b) Deferred Tax Liabilities (Net)	5	85,801,868	89,053,711
		<u>307,956,515</u>	<u>433,136,299</u>
(4) Current Liabilities			
(a) Short-Term Borrowings	6	782,750,160	743,973,843
(b) Trade Payables	7	426,040,773	234,263,900
(c) Other Current Liabilities	8	141,236,740	186,990,767
(d) Short-Term Provisions	9	14,391,230	11,888,849
		<u>1,364,418,903</u>	<u>1,177,117,359</u>
Total		<u>2,185,182,467</u>	<u>2,146,675,181</u>
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	10	1,051,423,919	1,086,357,584
(ii) Intangible Asset		1,407,842	1,486,112
(iii) Capital work-in-progress		1,495,289	8,868,583
		<u>1,054,327,050</u>	<u>1,096,712,279</u>
(b) Goodwill on Consolidation		749,034	749,034
(c) Non-Current Investments	11	2,500	2,500
(d) Long Term Loans and Advances	12	50,128,456	61,698,581
		<u>50,879,990</u>	<u>62,450,115</u>
(2) Current Assets			
(a) Current Investment	13	-	40,000,000
(b) Inventories	14	296,735,442	261,906,595
(c) Trade Receivables	15	656,592,577	519,605,017
(d) Cash and Bank Balances	16	11,825,748	71,481,930
(e) Short-Term Loans and Advances	17	114,179,569	93,428,103
(f) Other Current Assets	18	642,091	1,091,142
		<u>1,079,975,427</u>	<u>987,512,787</u>
Total		<u>2,185,182,467</u>	<u>2,146,675,181</u>

Notes attached to and forming part of Accounts

I

As per our Audit Report of even dated.

FOR FADNIS AND GUPTÉ
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTÉ)
PARTNER
M.No. 074814

(SHUBHAM JAIN)
COMPANY SECRETARY

(D. TRIVÉDÍ)
EXECUTIVE DIRECTOR
DIN 02049488

(SUNIL CHORDIA)
MANAGING DIRECTOR
DIN 00144786

Indore
Dated : 28th May 2014

CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31st MARCH, 2014
(Amount in ₹)

PARTICULARS		NOTE NO.	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
I	Revenue from Operations (Includes Prior Period ₹ 1,167,610/-, Previous Year Nil)	19	3,067,279,748	2,746,680,640
	Less: Excise duty		240,674,495	223,056,630
	Revenue from Operations (Net)		2,826,605,253	2,523,624,010
II	Other Income	20	8,097,113	15,115,595
III	Total Revenue (I +II)		2,834,702,366	2,538,739,605
IV	Expenses:			
	Cost of materials consumed	21	1,469,369,000	1,595,635,338
	Purchase of Stock-in-Trade	22	404,832,453	123,575,104
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	23	15,793,161	(15,537,308)
	Employee benefit expense	24	172,152,529	158,173,512
	Finance costs	25	154,104,138	136,168,758
	Depreciation and amortization expense		75,188,313	70,144,530
	Other expenses	26	530,428,157	461,666,220
	Total Expenses		2,821,867,751	2,529,826,154
V	Profit before exceptional and extraordinary items and tax (III-IV)		12,834,615	8,913,451
VI	Exceptional Items & Extra Ordinary Items		-	-
VII	Profit before tax (V-VI)		12,834,615	8,913,451
VIII	Tax Expenses:			
	(1) Current Tax (Includes Prior Period Tax ₹ 11,88,538/-, Previous Year ₹ 72,680/-)		36,396,100	32,946,000
	(2) Deferred Tax		(3,251,843)	(1,891,814)
IX	Profit/(Loss) for the period from continuing operations (VII-VIII) before Minority Interest		(20,309,642)	(22,140,735)
X	Minority Interest		1,176,456	430,777
XI	Profit/(Loss) for the period from continuing operations (IX-X)		(21,486,098)	(22,571,512)
XII	Profit/Loss from discontinuing operation		-	-
XIII	Profit/(Loss) for the period (XI+XII)		(21,486,098)	(22,571,512)
XIV	Earning per equity share:			
	(1) Basic		(4.94)	(5.19)
	(2) Diluted		(4.94)	(5.19)

Notes attached to and forming part of Accounts 1

As per our Audit Report of even dated.

FOR FADNIS AND GUPTÉ
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTÉ)
PARTNER
M.No. 074814

(SHUBHAM JAIN)
COMPANY SECRETARY

(D. TRIVEDI)
EXECUTIVE DIRECTOR
DIN 02049488

(SUNIL CHORDIA)
MANAGING DIRECTOR
DIN 00144786

Indore
Dated : 28th May 2014

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2014
PURSUANT TO THE LISTING AGREEMENT WITH STOCK EXCHANGE**

PARTICULARS	2013-2014	2012-2013
A) CASH FLOW FROM OPERATING ACTIVITIES:		
NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEMS	12,834,615	8,913,451
Add:- ADJUSTMENT		
Depreciation	75,188,313	70,144,5304
Interest & finance charges	154,104,138	136,168,758
Dividend Income	(300)	(300)
Profit/Loss on sale of assets	436,789	(85,811)
OPERATING PROFIT BEFORE	242,563,555	215,140,628
WORKING CAPITAL CHANGES:		
ADJUSTMENT FOR:		
Working capital changes		
Trade & Other Receivables	(145,719,850)	30,956,609
Inventories	(34,828,847)	(22,871,868)
Trade and other Payables	148,242,258	58,362,104
Increase in Working Capital Limits	38,776,317	(2,670,903)
CASH GENERATED FROM OPERATIONS	249,033,433	278,916,570
Direct Taxes Paid	(36,146,747)	(31,631,588)
CASH FLOW BEFORE EXTRA ORDINARY ITEMS:	212,886,686	247,284,982
Extra Ordinary Items	-	-
NET CASH FROM OPERATING ACTIVITIES (A)	212,886,686	247,284,982
B) CASH FLOW FROM INVESTING ACTIVITIES		
Sale of fixed assets	1,376,337	1,713,949
Dividend Income	300	300
Purchase of fixed assets	(34,170,171)	(29,373,270)
Current Investment	40,000,000	(40,000,000)
NET CASH FROM INVESTING ACTIVITIES (B)	7,206,466	(67,659,021)
C) CASH FLOW FROM FINANCING ACTIVITIES:		
Interest Paid	(154,104,138)	(136,168,758)
Proceeds from Long Term Borrowings	(121,927,941)	59,958,862
Dividend Paid	(4,351,800)	(5,222,160)
Dividend Tax Paid	(705,971)	(847,165)
Decrease in Foreign currency translation reserve	1,340,516	(60,192,888)
NET CASH FROM FINANCING ACTIVITIES (C)	(279,749,334)	(142,472,109)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(59,656,182)	37,153,852
OPENING BALANCE OF CASH & BANK BALANCES		
Cash & Cash Equivalents	43,432,308	12,755,899
Other Bank Balances	28,049,622	21,572,179
	71,481,930	34,328,078
CLOSING BALANCE OF CASH & BANK BALANCES		
Cash & Cash Equivalents	1,432,193	43,432,308
Other Bank Balances	10,393,555	28,049,622
	11,825,748	71,481,930

As per our Audit Report of even dated.

FOR FADNIS AND GUPTE
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTE)
PARTNER
M.No. 074814

(SHUBHAM JAIN)
COMPANY SECRETARY

(D. TRIVEDI)
EXECUTIVE DIRECTOR
DIN 02049488

(SUNIL CHORDIA)
MANAGING DIRECTOR
DIN 00144786

Indore
Dated : 28th May 2014

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS

1. Significant Accounting Policies of Rajratan Group

The Rajratan Group consists of Rajratan Global Wire Limited, a company incorporated in India under the Indian Companies Act and the following two subsidiaries:-

S.No.	Name of the Subsidiary	Country of Incorporation	Percentage of Voting Power	
			31.03.2014	31.03.2013
01.	Rajratan Thai Wire Co. Ltd.	Thailand	100	100
02.	Swaraj Technocrafts Pvt. Ltd.	India	68	68

1.1 Basis of Preparation of Financial Statements

The financial statements of Rajratan Global Wire Ltd. and its subsidiary (Swaraj Technocrafts Pvt. Ltd.) are prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India ('ICAI'), The Companies Accounting Standard Rules, 2006 and relevant provisions of Companies Act, 1956 ("the Act") to the extent applicable read with the General Circular 15/2013 dated 13th September, 2013 of Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013..

The financial statements of Rajratan Thai Wire Co. Ltd. have been prepared and presented in accordance with Accounting Standards enunciated under the Accounting Profession Act, Thailand. The presentation of the financial statement has been made in compliance with the stipulation of the Notification of the department of Business Development Dated 14 September 2001, issued under the Accounting Act, Thailand. .

1.2 Basis of Consolidation & Translation of foreign currency:

- The accompanying financial statements have been prepared in Indian rupees being the national currency of India.
- The consolidated financial statements of the group have been prepared based on a line-by-line consolidation of the financial statements of Rajratan Global Wire Limited and its subsidiaries. All material inter-group balances and transactions are eliminated on consolidation.
- Assets and Liabilities of subsidiary are translated into Indian Rupees at the exchange rate of 1 Thai Baht = 1.8523 INR prevailing as at the Balance Sheet date. Revenues and expenses are translated into Indian Rupee at average rate of 1 Thai Baht = 1.9212 INR and the resulting net exchange differences are accumulated in Foreign Currency Translation Reserve, as the operations of the subsidiary are considered as Non-Integral Foreign operations.
- The net difference on account of translation of investment in foreign subsidiary in the Indian Currency, at the reporting date, amounting to Rs. 98,104,811/- is also considered as part of Foreign Currency Translation Reserve.
- The Consolidation procedures adopted are as specified in Accounting Standard (AS) 21 "Consolidated Financial Statement" issued by the Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standard Rules, 2006.

1.3 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

1.4 Fixed Assets and Depreciation

Fixed assets are stated at acquisition cost less accumulated depreciation. The cost of fixed assets comprises its purchase price including import duties and other non-refundable taxes or levies and any directly, attributable cost of bringing the asset to the working condition for its intended use.

Capital Work-In-Progress includes the cost of fixed assets that are not ready to use at the balance sheet date and advances paid to acquire capital assets.

Depreciation is provided by of Rajratan Global Wire Ltd and Swaraj Technocraft P. Ltd. on the straight-line method ('SLM') as per the depreciation rates prescribed in Schedule XIV of the Indian Companies Act, 1956.

The Fixed Assets of Rajratan Thai Wire Co. Ltd. are stated at cost less accumulated depreciation and allowance for impairment loss. Depreciation of plant & equipment is calculated by reference to their cost on Straight Line Basis over the estimated useful life as follows:-

Particulars	Years
1) Building & Improvement (Factory)	30
2) Building & Improvement (Residential)	61

2) Plant, Machinery & Equipments	19
3) Furniture & Fixture	16
4) Vehicles	11
5) Office Equipments	06

Till the previous year the leasehold land, for 99 year lease with an option to renew for a further period of 30 years, has been in substance considered as equivalent to ownership of land in the case of Rajratan Global Wire Limited. Accordingly the premium on land acquisition was not amortized. However, the management has now decided to amortize the leasehold land over the period of lease.

The leasehold land, for 30 years lease is not considered as equivalent to ownership of Land in case of M/s. Swaraj Technocrats Private Limited. Accordingly the premium paid on land acquisition is amortized over the lease period.

1.5 Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit & loss account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

1.6 Investments

Investments are classified into current and non-current investments.

Investments classified as Non Current investment are carried at cost. Provision for diminution, if any, is made to recognize a decline other than temporary, in the value of the investment.

Non Current Investments in subsidiary companies intended to promote the trade or business, are classified as Trade Investments.

Current investments are stated at lower of cost and fair value.

1.7 Inventories

- (a) Inventories are valued at cost or net realizable value whichever is lower.
- (b) The cost of inventories comprise all costs of purchase including duties and taxes (other than those subsequently recoverable from the taxing authorities), conversion cost and other costs incurred in bringing the inventories to their present location and condition.
- (c) The cost formulas used are Weighted Average Cost in case of Raw Material and First-in- First Out ('FIFO') in case of Ancillary Raw Material, Consumable Spare.
- (d) The cost formula used for valuation of inventories are as under:-

- (i) Raw Material

- (a) Rajratan Global Wire Ltd.
and
Rajratan Thai Wire Co. Ltd.

Weight Average Cost

- (b) Swaraj Technocrats P. Ltd.

First-in-First-Out

- (ii) Ancillary Raw Material and Consumable Spares

First-in-First-Out

- (iii) The proportion of raw material valued on using different formula in the Consolidated Financial Statements are as under:-

	<u>2014</u>	<u>2013</u>
(iiia) Raw Material value using Weight Average Cost	₹ 128,681,301/-	₹ 77,228,917/-
(iiib) Raw Material value using First-in-First-Out basis	₹ 21,190,114/-	₹ 26,868,897/-
Total Raw Material Value	<u>₹ 149,871,415/-</u>	<u>₹ 104,097,814/-</u>

- (e) Excise Duty is included in the value of finished goods inventory.

1.8 Revenue recognition

- (a) Revenue from sale of products is recognized on transfer of all significant risk and rewards of ownership of products to the customers, which is generally on dispatch of goods. Sales are stated exclusive of Value Added Tax.

- (b) Dividend income is recognized when the right to receive the dividend is established.
- (c) Interest income is recognized on the time proportion basis.
- (d) Export incentives receivable are accrued for when the right to receive the credit is established and there is no significant uncertainty regarding the ultimate collection of export proceeds.

1.9 Employee Benefits

(a) Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and short term compensated absences, etc. are recognized in the period in which the employee renders the related services.

(b) Post- Employment Benefits

(i) Defined Contribution Plans: The Employee State Insurance Scheme and Contributory Provident Fund administered by Provident Fund Commissioner are defined contribution plans. The Company's contribution paid/payable under the schemes is recognized as expense in the profit and loss account during the period in which the employee renders the related service.

(ii) Defined Benefit Plans: The Company has taken Group Gratuity and Cash Accumulation Policy issued by the Life Insurance Corporation of India (LIC). The present value of the obligation under such defined benefit plans is determined based on actuarial valuation as advised by LIC, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, are as advised by LIC.

Actuarial gains and losses are recognized immediately in the Profit & Loss Account.

1.10 Foreign Currency Transactions

Transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the profit and loss account of the year.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the closing exchange rate and the resultant exchange differences are recognized in the profit and loss account.

The premium or the discount on forward exchange contracts not relating to firm commitments or highly probable forecast transactions and not intended for trading or speculation purpose is amortized as expense or income over the life of the contract.

1.11 Borrowing Costs

The borrowing costs that are directly attributable to the acquisition, construction or productions of a qualifying asset are capitalized as part of the cost of that asset. The amount of borrowing cost eligible for capitalization is determined in accordance with Accounting Standard (AS) 16- Borrowing Costs issued by the Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standard Rules 2006.

1.12 Research and Development

Expenditure on research phase is recognized as an expense when it is incurred. Expenditure on development phase is recognized as an intangible asset if it is likely to generate probable future economic benefits.

1.13 Lease

The Company classifies lease, where the lessor effectively retains substantially all the rights and benefits of ownership over the lease term, as operating leases. Operating lease rentals are recognized as an expense over the lease period.

1.14 Earning Per Share

Basic and diluted earnings per share are computed by dividing the net profit attributable to equity shareholders for the year, by the weighted average number of equity shares outstanding during the year. There are no diluted potential equity shares.

1.15 Provisions for Contingencies

Provisions comprise liabilities of uncertain timing or amount. Provisions are recognized when the company recognizes it has a present obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be reasonably estimated.

Disclosures for contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources when there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Loss contingencies arising from claims, litigation, assessment, fines, penalties, etc. are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated.

Contingent assets are not recognized in the financial statements.

NOTES FORMING PART OF FINANCIAL STATEMENTS

PARTICULARS	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013		
2. SHARE CAPITAL				
2.1 Authorised:				
8,000,000 Equity Shares of ₹ 10/-each (Previous year 8,000,000 Equity Share of ₹ 10/- each)	80,000,000	80,000,000		
2.2 Issued, Subscribed and Fully Paid up:				
4,351,800 fully paid up Equity Share of ₹ 10/- each (Previous Year 4,351,800 fully paid up Equity Shares or ₹ 10/- each)	43,518,000	43,518,000		
	43,518,000	43,518,000		
2.3 Par Value Per Share	₹ 10	₹ 10		
2.4 Reconciliation of Number of Shares				
Shares outstanding as at 1st April 2013 / 1st April 2012	4,351,800	4,351,800		
Shares outstanding at the end of the year	4,351,800	4,351,800		
2.5 The group has only one class of shares having a par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
2.6 List of shareholders holding more than 5% of the total number of shares issued by the Group :				
Name of the share holder	No. of Shares	%	No. of Shares	%
Rajratan Investment Limited	782,881	17.99	782,881	17.99
Avalokiteshvar Valinv Limited	625,200	14.37	625,200	14.37
Rajratan Resources Pvt Limited	381,420	8.76	381,420	8.76
Mrs. Sangita Chordia	558,100	12.82	558,100	12.82
Mr. Sunil Chordia	479,390	11.02	479,390	11.02
Mr. Yashovardhan Chordia	268,000	6.16	268,000	6.16
3. RESERVES AND SURPLUS				
3.1 (A) Capital Reserves				
State Investment Subsidy		1,500,000		1,500,000
Balance as per last account (A)				
3.2 (B) Securities Premium Reserve		83,985,200		83,985,200
Balance as per last account (B)				
3.3 (C) Other Reserves				
General Reserve				
Opening Balance		365,750,000		363,750,000
Add: Transferred From Statement of Profit & Loss account		2,000,000		2,000,000
Closing Balance (C)		367,750,000		365,750,000
3.4 (D) Surplus				
Statement of Profit & Loss				
Opening Balance		(12,711,416)		16,917,867
Add: Profit for the year		(21,486,098)		(22,571,512)
		(34,197,514)		(5,653,645)
Less: Appropriations				
Transfer to General Reserve		2,000,000		2,000,000
Proposed Dividend		4,351,800		4,351,800
Corporate Dividend Tax		739,588		705,971
Closing Balance (D)		(41,288,902)		(12,711,416)

PARTICULARS	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
3.5 (E) Foreign Currency Translation Reserve	50,532,205	48,745,648
Total (A+B+C+D+E)	462,478,503	487,269,432
4 Long-Term Borrowings		
4.1.1 Term Loans Secured		
From Banks	189,399,314	303,106,427
From Others	32,755,333	40,976,161
	222,154,647	344,082,588

4.2 SECURITY:

I. Rajratan Global Wire Ltd.

Term loans outstanding ₹ 45,000,000/- (Previous year ₹ 94,588,873/-) are secured by way of an equitable mortgage of immovable properties ranking pari passu amongst the lenders and by a first charge by way of hypothecation of all the company's movable machinery, present and future, subject to prior charges created in favour of Company's Bankers and second charge on the stock of raw materials, goods in process, finished and manufactured goods and Book Debts towards security for working capital facilities. Term loans are also secured by personal guarantee of the Managing Director.

II. Rajratan Thai Wire Co. Ltd.

- (i) Term Loan outstanding of 6.98 million Baht (Previous Year 14.73 million Baht) received from ICICI Bank Limited, Singapore is secured by Land, Factory Building and Plant & Machinery of the company.
- (ii) Term Loan outstanding of 100.50 million Baht (Previous Year 111.00 million Baht) received from Bank of Ayudhya Plc is secured by letter of Credit of ICICI Bank Limited, Singapore amounting to 4.10 million USD.
- (iii) Term Loan outstanding of 2.05 million Baht (Previous Year 2.64 million Baht) received from Bank of Ayudhya Plc is secured by mortgage of residential houses of the company.

4.3 Terms of Repayment of Long Term Borrowings

I. Repayment schedule of Rajratan Global Wire Ltd.

Particulars	Total Tenor of Loan	Frequency of Installment	No. of Installment due	Amount Outstanding as on 31.3.2014	Rate of Interest
State Bank of India	5 years	Monthly	10	32,006,452	14.60%
State Bank of India	4 Years	Quarterly	12	63,814,800	14.60%
Daimler Financial Services Pvt. Ltd.	3 Years	Monthly	22	3,581,153	9.49%

II. Repayment of Rajratan Thai Wire Co. Ltd. Thailand

Particulars	Total Tenor of Loan	Frequency of Installment	No. of Installment Due	Amount Million BAHT	Rate of Interest
Bank of Ayudhya PLC	9 Years	Quarterly	12	70.35	MLR 7.125%-Margin
Bank Of Ayudhya (BAY)	9 Years	Quarterly	12	30.15	MLR 7.125%-Margin
ICICI Bank, Singapore	7 years	Quarterly	3	6.98	3 month Libor+Margin
Bank Of Ayudhya (BAY)	10 Years	Monthly	40	1.30	MLR 7.125%-0.5%
Bank Of Ayudhya (BAY)	10 Years	Monthly	45	0.75	MLR 7.125%-0.5%

5 DEFERRED TAX LIABILITIES (NET)

5.1 a. Deferred Tax Liabilities

On account of tax effects on timing difference arising due to difference in Depreciation

86,870,693

89,468,256

5.2	Deferred Tax Assets		
	On Account of disallowance u/s 43B of the Income Tax Act (net of reversals of DTA created in earlier year)	1,068,825	414,545
	Net Deferred Tax Liabilities	85,801,868	89,053,711
6	SHORT-TERM BORROWINGS		
	Secured		
6.1	Loans repayable on demand		
	From Bank	699,754,667	704,344,244
	From Other Financial Institution	35,171,742	24,884,741
	Unsecured		
6.2	Loans and advances from related parties		
	Unsecured Loans (Refer Note No. 32)	9,585,609	9,358,623
6.3	Other loans and advances	38,238,142	5,386,235
		782,750,160	743,973,843
6.4	Security:		
I.	Rajratan Global Wire Ltd.		
	A. Loans repayable on demand from State Bank of India, Indore and IDBI Bank Ltd., Indore are Working Capital Loans and are secured by hypothecation of company's stock and book debts, present & future and by a second charge on all the immovable properties of the company and plant and machinery, machinery spares, tools and accessories and other movables both present and future. Such advances are also secured by personal guarantees of the Managing Director.		
	B. Loans and advances from related parties and other loans & advances are unsecured.		
II.	Swaraj Technocraft Pvt. Ltd.		
	Working Capital Loans from Banks are secured by first charge by hypothecation of company's stock and book debts, present and future and by a second charge on all the immovable properties of the company and plant and machinery, machinery spares, tools and accessories and other movables both present and future. Such loans are also secured by personal guarantees of the Managing Director.		
III.	Rajratan Thai Wire Co. Ltd., Thailand		
	The working capital borrowing were extended by Bank of Ayudhya PLC Thailand under working capital loan agreement dated 9th May, 2008, which is secured by SBLC of USD 3.00 million and 0.80 million issued by ICICI Bank, Singapore under the Loan Agreement dated 5th May, 2007 & 10th October, 2012 and United Oversea Bank (Thailand) Ltd., under working capital loan agreement dated 17th, January 2011, which is secured by SBLC of USD 2 million issued by IDBI Bank Limited, India.		
7	TRADE PAYABLES		
7.1	Payable to entities covered under Micro, Small and Medium Enterprises Development Act	156,430	-
7.2	Others	425,884,343	234,263,900
		426,040,773	234,263,900
8	OTHER CURRENT LIABILITIES		
8.1	Current maturities of Long Term Debts	121,048,575	92,105,180
8.2	Interest accrued but not due on borrowings	10,048	-
8.3	Interest accrued and due on borrowings	1,232,379	1,513,152
8.4	Unpaid Dividends	578,190	585,366
8.5	Other Payable	18,367,548	92,787,069
		141,236,740	186,990,767
	Other payable pertain to		
	(i) Statutory Liabilities	7,342,800	6,217,834
	(ii) Creditors for Capital Goods	842,782	2,778,143
	(iii) Advance from Customers	10,181,966	83,791,092
		18,367,548	92,787,069
9	SHORT-TERM PROVISIONS		
9.1	Provision for Employee Benefits	6,734,943	4,515,531
9.2	Income Tax (Net of advance Tax ₹ 35,091,738/- (Previous Year ₹ 30,687,065))	2,564,899	2,315,547
9.3	Proposed Dividend (Including Dividend tax of ₹ 739,588/-, (Previous Year ₹ 705,971/-))	5,091,388	5,057,771
		14,391,230	11,888,849

SCHEDULE ATTACHED TO AND FORMING PART OF CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2014

SCHEDULE-10 : FIXED ASSETS

PARTICULARS	GROSS BLOCK						DEPRECIATION				NET BLOCK	
	As On 01.04.13	Additions for the year	Deduction during the year	Adjustment for Foreign Currency	As On 31.03.14	Upto 01.04.13	For the Year	Written Back	Adjustment for Currency	Upto 31.03.14	As On 31.03.14	As On 31.03.13
I. TANGIBLE ASSETS												
A. LAND												
Free Hold Land	61,919,690	-	-	-	61,919,690	-	-	-	-	-	61,919,690	61,919,690
Lease Hold Land	17,526,555	-	-	(96,378)	17,430,177	65,434	467,910	-	-	533,344	16,896,833	17,461,121
B. Site Development	14,972,596	-	-	-	14,972,596	2,033,142	244,053	-	-	2,277,196	12,695,400	12,939,454
C. Building	224,778,349	4,190,100	-	(191,509)	228,776,940	48,608,328	7,504,254	-	(205,205)	55,907,377	172,869,563	176,170,021
D. Plant and Machinery	1,165,073,518	28,693,451	1,892,861	(585,660)	1,191,288,449	368,203,146	62,880,482	864,229	(1,094,936)	429,124,463	762,163,986	796,870,373
E. Furniture and Fixtures	10,958,223	476,953	2,778	(5,296)	11,427,102	5,624,522	914,772	182	(11,088)	6,528,024	4,899,078	5,333,701
F. Vehicles	14,720,463	6,795,210	1,635,881	(8,148)	19,871,644	6,237,360	1,567,247	853,982	2,329	6,952,953	12,918,691	8,483,103
G. Office Equipment	6,399,157	688,331	-	-	7,087,488	2,132,730	164,913	-	-	2,297,643	4,789,845	4,266,427
H. Other Assets	10,274,262	668,892	-	(6,825)	10,936,330	7,360,569	1,341,411	-	(36,484)	8,665,497	2,270,833	2,913,693
TOTAL	1,526,622,815	41,512,937	3,531,520	(893,816)	1,563,710,416	440,265,231	75,085,043	1,718,394	(1,345,383)	512,286,496	1,051,423,919	1,086,357,584
PREVIOUS YEAR	1,392,353,857	64,126,131	9,058,278	79,167,168	1,526,588,878	365,004,740	69,977,662	7,430,141	12,631,356	440,183,618	1,086,405,260	1,027,349,117
II INTANGIBLE ASSETS												
ERP Software & Technical Know-how	2,151,188	25,000	-	-	2,176,188	665,075	103,270	-	-	768,345	1,407,842	1,486,112
TOTAL	2,151,188	25,000	-	-	2,176,188	665,075	103,270	-	-	768,345	1,407,842	1,486,112
PREVIOUS YEAR	2,151,188	-	-	-	2,151,188	505,457	159,618	-	-	665,075	1,486,113	1,645,731
CAPITAL WORK IN PROGRESS	8,868,584	13,080,338	20,448,104	— 5529	1,495,289	-	-	-	-	-	1,495,289	40,952,587
PREVIOUS YEAR	40,952,587	18,269,200	53,782,998	3,429,795	8,868,584	-	-	-	-	-	8,868,584	40,952,587

PARTICULARS	AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
11 NON-CURRENT INVESTMENTS		
11.1 Non Trade investment - Unquoted		
250 Equity Shares of ₹ 10 Each of the M/s Shamrao Vithaldas Co-operative Society Limited, Mumbai (Fully Paid up)	2,500	2,500
	2,500	2,500
12 LONG-TERM LOANS AND ADVANCES		
12.1 Capital advance		
Unsecured, Considered good	19,996,408	31,863,266
Includes advance to M/s Cee Cee Engineering Private Limited (Refer Note No. 33) (₹ 19,343,189/- Previous Year ₹ 31,238,905/-)		
12.2 Security Deposits		
Unsecured, Considered good	29,551,853	29,255,120
12.3 Other Loans and Advances (Specify nature)		
Unsecured, Considered good	580,195	580,195
Total	50,128,456	61,698,581
13 CURRENT INVESTMENT		
Investment in Mutual Funds	-	40,000,000
(Non Trade-unquoted-at-the lower of cost or fair value)		
SBI Premier Liquid Fund-Regular-Plan-Growth (NAV Nil , Previous Year ₹ 400.40 Lakhs)		
Total	-	40,000,000
14 INVENTORIES		
14.1 (a) Raw materials;		
Raw Material	149,871,415	104,097,814
Ancillary Raw Material	21,851,449	23,897,035
(b) Work-in-progress;	34,519,813	50,455,011
(c) Finished goods;	50,303,883	50,153,811
(d) Stores and spares;	39,669,831	32,657,780
(e) Scrap	322,255	330,288
(F) Others	196,796	314,856
Total	296,735,442	261,906,595
14.2 Inventories are valued at cost or net realisable value whichever is lower. The cost formulas used are Weighted Average Cost in case of Raw Material of Rajratan Global Wire Ltd. and Rajratan Thai Wire Co. Ltd. and in case of Swaraj Technocrafts Pvt. Ltd. the cost formula used is First in First Out (FIFO). In case of Ancillary Raw Material and Consumable Spares the cost formula used is First in First Out (FIFO). The cost of inventories comprises all cost of purchase including duties and taxes (other than those subsequently recoverable from the taxing authorities), conversion cost and other costs incurred in bringing the inventories to their present location and condition. Excise Duty is included in the value of finished goods inventory.		
15 TRADE RECEIVABLES		
15.1 Unsecured, Considered good		
(a) Trade Receivable outstanding for period exceeding six months from the date they are due for payment	4,441,264	4,539,423
(b) Others	652,151,313	515,065,594
Total	656,592,577	519,605,017
16 CASH AND BANK BALANCES		
16.1 Cash and Cash Equivalents		
(a) Balances with Banks - Current Accounts	905,338	41,396,554
(b) Cash on hand Including foreign currency	526,855	479,435
(c) Funds In Transit	-	1,556,319
	1,432,193	43,432,308

PARTICULARS		AS AT 31st MARCH-2014	AS AT 31st MARCH-2013
16.2 Other Bank Balances			
(a) Current Account held as Margin Money		3,900,000	3,000,000
(b) Fixed Deposit Account held as margin money		5,915,365	24,464,648
(c) Unpaid Dividend Accounts		578,190	584,974
		10,393,555	28,049,622
	Total	11,825,748	71,481,930
17 SHORT-TERM LOANS AND ADVANCES (Unsecured & Considered good)			
17.1 Other Loans & Advances			
(i) Advances recoverable in cash or in kind or for value to be received		58,670,511	36,845,508
(ii) Balance with Government Authorities		55,509,058	56,582,595
	Total	114,179,569	93,428,103
18 OTHER CURRENT ASSETS			
Interest Accrued on Fixed deposit		642,091	1,091,142
	Total	642,091	1,091,142
19 REVENUE FROM OPERATIONS			
Sale of Manufactured goods		3,012,338,675	2,728,200,965
Sale of Traded goods		45,664,041	11,435,587
Other Operating Income		9,277,032	7,044,088
	Total	3,067,279,748	2,746,680,640
Less:- Excise Duty		240,674,495	223,056,630
		2,826,605,253	2,523,624,010
20 OTHER INCOME			
Interest Income		7,972,741	6,538,111
Income from Mutual Fund		64,072	-
Dividend from Long Term Investment		300	300
Profit on Sale of Fixed Assets		-	85,811
Gain on Exchange Fluctuation		-	8,452,179
Rent Received on Plant & Machinery		60,000	39,194
	Total	8,097,113	15,115,595
21 COST OF MATERIALS CONSUMED			
MATERIALS CONSUMED COMPRISES OF:			
Wire Rod		1,314,403,341	1,494,769,289
Ancillary Raw material		31,094,223	33,326,350
Others		123,871,436	67,539,699
	Total	1,469,369,000	1,595,635,338
22 COST OF TRADED GOODS			
Wire Rod		404,597,191	119,213,694
Others		235,262	4,361,410
	Total	404,832,453	123,575,104
23 CHANGE IN INVENTORIES OF FINISHED GOODS AND & WORK-IN-PROGRESS			
Opening Stock			
Work-in-Progress		50,455,014	23,428,881
Finished goods		50,153,811	61,330,990
Scrap		330,288	641,934
Closing Stock			
Work-in-Progress		34,519,813	50,455,014
Finished goods		50,303,884	50,153,811
Scrap		322,255	330,288
Change in inventories of Finished Goods & Work-in-Progress		15,793,161	(15,537,308)

PARTICULARS	AS AT	
	31st MARCH-2014	31st MARCH-2013
24 EMPLOYEE BENEFITS EXPENSES		
Salary Wages Bonus & Allowances	153,437,314	142,403,260
Contribution to Provident Fund	6,172,507	5,608,815
Contribution to ESIC	2,717,976	2,262,283
Staff Welfare Expenses	4,608,674	5,479,213
Contribution to Gratuity Fund	4,366,144	1,580,436
Medical Expenses Reimbursement	849,914	839,505
	172,152,529	158,173,512
25 FINANCE COST		
Interest Expenses	112,661,801	109,787,915
Other Borrowing Costs	41,442,337	26,380,843
	154,104,138	136,168,758
26 OTHER EXPENDITURE		
Power & Fuel	265,412,849	228,294,332
Less: Recovery of energy generated by Windmill	(9,879,666)	(11,783,080)
	255,533,183	216,511,252
Consumable Stores	38,471,021	35,895,101
Packing Material	26,797,784	25,326,284
Freight Inward	22,229,769	20,095,793
Freight Outwards	69,037,551	53,382,249
Rent	216,000	216,000
Repair & Maintenance	40,290,923	34,898,750
Transit Insurance	1,047,099	774,769
Insurance Charges	1,080,212	1,043,966
Rate & Taxes excluding taxes on income	2,284,340	2,853,792
Export Expenses	23,907,550	23,180,201
Miscellaneous expenses below 1% of revenue from operation	49,532,725	47,488,063
TOTAL	530,428,157	461,666,220

27 Contingent Liabilities and Commitments

27.1 Contingent Liabilities

(a) Claims against the company not acknowledged as debt;	Nil	Nil
(b) Bank Guarantees;		
(i) Bank Guarantee with State Bank of India, Specialised Mid Corporate Branch, Pithampur for Rajratan Global Wire Limited	11,000,000	11,000,000
(ii) Bank Guarantees with local bank for letter of guarantee issued by said banks	2.63 Million Baht	2.63 Million Baht
(iii) Bank Guarantee with State Bank of India, Germantara Complex Branch, Pithampur for Swaraj Technocrafts Pvt. Ltd.	1,217,394	1,217,394
(c) The company has given the Corporate Guarantee for the credit facilities availed by M/s. Rajratan Thai wire co. Ltd. Thailand the Wholly Owned subsidiary of the company.	US\$ 17.50 Million	US\$ 17.50 Million
(d) 54,00,000 equity shares of M/s. Rajratan Thai Wire Co. Ltd. (RTWL), Thailand have been pledged each with State Bank of India and ICICI Bank Ltd, against loans sanctioned by them to RTWL.		
(e) Other money for which the company is contingently liable		
Income Tax & Excise appeals for which no provision is considered required as the company is hopeful of successful outcome in the appeals		

Contingents liabilities for Rajratan Global Wire Ltd., are as under:-

Income Tax appeals pending before CIT (Appeals) for F.Y. 2009-10 & 2010-11 pertain to an issue which has been decided by the Hon'ble Income Tax Appellate Tribunal, Indore in favour of the Company for earlier Years.

	Financial year	Amount in ₹	Forum where dispute is pending
Income Tax	2009-10	251760	CIT Appeal-2 Indore
Income Tax	2010-11	486650	CIT Appeal-2 Indore
Income Tax	2003-04	153457	ITAT, Indore
Central Sales Tax	2005-06	90380	Add. Commissioner (Appeals), Indore
Service Tax	2005-06	584,233	Customes, Central Excise & Service Tax Appellate Tribunal, New Delhi

27.2 Commitments:	Estimated amount of contracts remaining to be executed on capital account and not provided for;	1,217,394	2,649,878
28	Work in Progress comprises of wire rods under conversion into tyre bead wires.	34,519,813	50,455,014
29	Detail of Prior Period Expenses		
	(i) On Account of Wealth Tax	-	13,085
	(ii) On Account of Rates & Taxes	-	765,971
	(iii) On Account of Lease Rent & Maintenance Charges	-	13,250
	(iv) On Account of Amortization of Leasehold Land	445,156	62,911
	(v) On Account of Foreign Exchange Fluctuation	-	1,167,610
	(vi) On Account of wages	6,000	-
	(vii) On Account of Telephone Expenses	300	-
	(viii) On Account of Legal & Professional Charges	6,000	-
	Total	457,456	2,022,827
30.	Change in Accounting Policy:- Rajratan Global Wire Limited		
	Till the previous year the leasehold land, for 99 year lease with an option to renew for a further period of 30 years, has been in substance considered as equivalent to ownership of land. Accordingly the premium on land acquisition was not amortized. However, the management has now decided to amortize the leasehold land over the period of lease. During the year, the management has decided to change the accounting policy with respect to amortization of leasehold land. A sum of ₹ 4,65,390/- which includes ₹ 4,45,156/- being the amount till 31.03.2013, has been charged to Statement of Profit and Loss. Accordingly the profits for the year and the Reserves & Surplus are understated to that extent.		
31	In the opinion of the Board of Directors of the Company, the Current Assets, Loans and Advances have a value realizable in the ordinary course of business at least equal to the amount at which they are stated and provisions for all known liabilities are adequate and not in excess of the amount reasonably necessary.		
32	In accordance with the Accounting Standard (AS)17 "Segment Reporting" issued by The Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standards Rules, 2006 the company has identified the following reportable segments and the applicable disclosure is as under:-		

Information About Business Segments
(Amt. in ₹)

REVENUE	BEAD WIRE		WIRE DRAWING MACHINE & TOOLS		CONSOLIDATED	
	2014	2013	2014	2013	2014	2013
External Sales	2,647,155,196	2,470,221,966	186,257,507	59,685,041	2,833,412,703	2,529,907,007
Inter Segment Sales	13,906	3,529,482	1,275,757	5,303,116	1,289,663	8,832,598
Total Revenue	2,647,169,102	2,473,751,448	187,533,264	64,988,157	2,834,702,366	2,538,739,605
RESULT						
Segment Result	151,450,108	135,637,153	6,339,448	2,476,168	157,789,556	138,113,321
Unallocated Corporate expenses					-	-
Operating Profit					157,789,556	138,113,321
Interest Expenses					154,104,138	136,168,758
Interest Income					7,972,741	6,538,111
Income Taxes					33,144,257	31,054,186
Profit From Ordinary Activities					(21,486,098)	(22,571,512)
Extraordinary Loss						
Net Profit					(21,486,098)	(22,571,512)
Other Information						
Segment Assets	2,048,325,241	1,986,109,040	85,977,236	98,116,026	2,134,302,477	2,084,225,066
Unallocated Corporate Assets					-	-
Total Assets					2,134,302,477	2,084,225,066
Segment Liabilities	1,606,833,998	1,528,811,314	65,541,420	81,442,344	1,672,375,418	1,610,253,658
Unallocated Corporate Liabilities					-	-
Total Liabilities					1,672,375,418	1,610,253,658
Capital Expenditure	51,463,643	80,810,815	3,154,632	2,345,453	54,618,275	83,156,268
Depreciation	74,166,324	68,897,698	1,021,989	1,246,832	75,188,313	70,144,530
Non-Cash Expenses Other than Depreciation						

Information About Business Segments

(Amt. in ₹)

REVENUE	With India		Out Side India		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Sales Revenue	2,194,465,029	1,986,610,621	640,237,337	552,128,984	2,834,702,366	2,538,739,605
Segment Assets	1,286,517,197	1,268,335,352	847,785,280	815,889,714	2,134,302,477	2,084,225,063
Cost of Acquire Tangible & Intangible Fixed Assets	36,205,659	22,277,149	18,412,616	60,879,119	54,618,275	83,156,268

33. In accordance with the Accounting Standard (AS)18 "Related Party Disclosures" issued by The Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standards Rules, 2006 the names of the related parties and the relevant disclosure is as under:-

(a) Name of the related party and description of relationship:

i. Key Management Personnel:

- 1) Mr. Sunil Chordia - Managing Director
- 2) Mr. Deepesh Trivedi - Executive Director
- 3) Smt. Sangita Chordia - Whole Time Director
- 4) Mr. Yashovardhan Chordia - Whole Time Director (Thailand)

ii. Relatives of Key Managerial Personnel

- 1) Smt. Shantadevi Chordia W/o Shri Chandanmal Chordia

iii. Companies/entities under the control of Key Management personnel

- 1) M/s. Rajratan Resources Pvt. Ltd.,
- 2) M/s. Rajratan Investment Ltd.,
- 3) M/s. Cee Cee Engineering Industries Pvt. Ltd.

iv. Subsidiary

- 1) M/s. Rajratan Thai Wire Company Ltd., Thailand
- 2) M/s. Swaraj Technocraft Pvt. Ltd.

The following transaction were carried out with the related parties in the ordinary course of business

Sr. No.	Transaction	Key Management Personnel	Relatives of Key Management Personnel	Companies/entities under the control of Key Management Personnel	Subsidiary
1.	Purchase of Goods	- (-)	- (-)	- (-)	175,503 (767,562)
2.	Sale of Goods	- (-)	- (-)	- (-)	362,405,128 (114,069,108)
3.	Job Works	-	-	2,804,587	53,369
	Charges paid	(-)	(-)	(766,031)	(108,045)
4.	Job Works	-	-	21,349	-
	Charges Received	(-)	(-)	(18,876)	(-)
5.	Machinery Rent	-	-	67,800	-
	Received	(-)	(-)	(44,290)	(-)
6.	Purchases of Assets	-	-	2,267,119	1,020,051
	(Net of Return)	(-)	(-)	(396,361)	(2,454,538)
7.	Sale of Assets	-	-	-	-
		(-)	(-)	(-)	(2,422,054)
8.	Unsecured Loan	-	-	9,585,608	-
	Received	(-)	(-)	(9,358,623)	(-)
9.	Loan Given	-	-	-	-
		(-)	(-)	(15,000,000)	(-)
10.	Interest Paid	-	-	1,508,302	-
		(-)	(-)	(1,139,041)	(-)
11.	Interest Received	-	-	3,610,316	967,717
		(-)	(-)	(3,687,911)	(3,408,411)
12.	Remuneration	13,369,238 (10,667,065)	240,000 (-)	- (-)	- (-)
13.	Rent	108,000 (108,000)	108,000 (108,000)	- (-)	- (-)

The figures mentioned in the brackets are for previous year figures.

The intra-group transactions within the group have been eliminated in the consolidated financial statements. The figures reported above are before elimination.

- 34** In accordance with the Accounting Standard (AS) 19 “Leases” issued by The Institute of Chartered Accountants of India (ICAI) and notified under the Companies Accounting Standards Rules, 2006 details of operating lease are as under:

Rajratan Global Wires Limited

S.No.	Particulars	31st March, 2014	31st March, 2013
1.	Total of future minimum lease payments under noncancellable operating leases for each of the following periods: i. not later than one year; ii. later than one year and not later than five years; iii. later than five years;	20,234/- 80,937/- 14,36,638/-	20,234/- 80,937/- 14,56,872/-
2.	Total of future minimum sublease payments expected to be received under non-cancellable subleases at the balance sheet date;	NIL	NIL
3.	lease payments recognized in the statement of profit and loss for the period, i. minimum lease payments; ii. contingent rents;	3,84,696/- NIL	1,21,907/- NIL
4.	Sub-lease payments received (or receivable) recognized in the statement of profit and loss for the period;	NIL	NIL
5.	The company has a leasehold land, for 99 year lease with an option to renew for a further period of 30 years.		

Swaraj Technocrafts Private Limited

S.No.	Particulars	31st March, 2014	31st March, 2013
1.	Total of future minimum lease payments under noncancellable operating leases for each of the following periods: i. not later than one year; ii. later than one year and not later than five years; iii. later than five years;	2,521/- 7,746/- NIL	2,521/- 10267/- NIL
2.	Total of future minimum sublease payments expected to be received under non-cancellable subleases at the balance sheet date;	NIL	NIL
3.	lease payments recognized in the statement of profit and loss for the period, i. minimum lease payments; ii. contingent rents;	17,677/-/- NIL	29,025/- NIL
4.	Sub-lease payments received (or receivable) recognized in the statement of profit and loss for the period;	NIL	NIL
5.	The company has a leasehold land, for 30 year lease with an option to renew for a further period of 30 years.		

35. Earnings Per Share

The Company's share capital consists of equity share. The basic and diluted earning per share is calculated as under:

Sr. No.	Nature of Transaction	Current	Previous
1.	Number of Shares at the Commencement	4,351,800	4,351,800
2.	Shares issued during the year	Nil	Nil
3.	No. of Shares at the end of the year	4,351,800	4,351,800
4.	Profit / (Loss) After Taxes	(21,486,098)	(22,571,512)
5.	Extra Ordinary Items (Within the meaning of AS-5, Net Profit or Loss for the period, Prior Period items and Changes in the Accounting Policies)	Nil	Nil
6.	Basic Earning Per Share	(4.94)	(5.19)
7.	Diluted Earning Per Share	(4.94)	(5.19)
8.	Nominal Value Per Share	10.00	10.00

36. Details of Subsidiary

The details of information of subsidiaries required to be disclosed pursuant to clause (iv) of General Circular No.2/2011 dated 8th February'2011 issued by Government of India Ministry of Corporate Affairs, are as under:-

Name of the Subsidiary	Rajratan Thai Wire Co. Ltd.	Swaraj Technocrafts Pvt. Ltd.
Paid Up Share Capital	434,168,338	1,750,000
Reserves and Surplus	(370,752,257)	19,417,193
Total Assets	865,180,119	86,708,613
Total Liabilities	865,180,119	86,708,613
Investments	-	-
Turnover	671,196,886	187,305,002
Profit Before Taxation	(96,190,047)	5,539,386
Provision for Tax	-	1,748,395
Profit After Taxation	(96,190,047)	3,790,991
Proposed Dividend	-	-

The above figures of Rajratan Thai Wire Co. Ltd. have been Translated from Thai Baht into Indian National Rupee using the following basis:-

- The assets and liabilities, both monetary and non-monetary at the closing rate which was 1 Thai Baht = ₹ 1.8523
- Income and expenses at the average rate which was 1 Thai Baht= ₹ 1.9212 Supplementary Information

37. Previous Year's figures have been regrouped and recast wherever considered necessary to make them comparable with the current year's figures.

As per our Audit Report of even dated.

FOR FADNIS AND GUPTE
CHARTERED ACCOUNTANTS
FRN : 006600C

FOR AND ON BEHALF OF BOARD

(CA. VIKRAM GUPTE)
 PARTNER
 M.No. 074814

(SHUBHAM JAIN)
 COMPANY SECRETARY

(D. TRIVEDI)
 EXECUTIVE DIRECTOR
 DIN 02049488

(SUNIL CHORDIA)
 MANAGING DIRECTOR
 DIN 00144786

Indore
 Dated : 28th May 2014

**PROXY FORM
FORM MGT- 11**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name : RAJRATAN GLOBAL WIRE LIMITED
CIN : L27106MP1988PLC004778
Regd office : "RAJRATAN HOUSE" 11/2, MEERA PATH
Dhenu Market, Indore-452003 (M.P.)

Name of the member (s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name :
Address :
E-mail Id :
Signature :

2. Name :
Address :
E-mail Id :
Signature : or failing him

3. Name :
Address :
E-mail Id :
Signature :

as my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the 26th Annual general meeting of the company, to be held on the 26th September, 2014 At the Registered Office at "RAJRATAN HOUSE" 11/2, MEERA PATH, Dhenu Market, Indore-452003 (M.P.) at 10.00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

	Resolution	For	Against
1.	To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2014 and reports of the Board of Directors and of the Auditors thereon.		
2.	To consider declaration of dividend on equity shares.		
3.	To appoint a Director in place of Mr. P.D. Nagar (DIN - 00151621), who retires by rotation, and being eligible, offers himself for reappointment.		
4.	To appoint a Director in place of Mr. Abhishek Dalmia (DIN - 00011958), who retires by rotation, and being eligible, offers herself for reappointment.		
5.	Appointment of Auditor and fixing their remuneration		
6.	Appointment of Mr. Shiv Singh Mehta as an Independent Director of the Company		
7.	Appointment of Mr. Chandra Shekhar Bobra as an Independent Director of the Company		
8.	Appointment of Mr. Surendra Singh Maru as an Independent Director of the Company		
9.	Special Resolution for borrowing limits under section 180(1)(c) of the Companies Act, 2013.		
10.	Special Resolution for creation of charge/mortgage under section 180(1)(a) of the Companies Act, 2013.		
11.	Re-appointment of Mr. Deepesh Trivedi as Executive Director of the Company		
12.	Re-appointment of Mrs. Sangita Chordia as Executive Director of the Company		

Signed this..... day of..... 2014
Signature of shareholder

Affix ₹ 1/-
Revenue
Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

.....ANNUAL GENERAL MEETING ON

R.F. No. _____

Mr./Mrs./Miss _____

(Shareholders' name in block letters)

I/We certify that I/We am/are registered shareholder / proxy for the registered shareholder of the company.

I/We hereby record my/our presence at the 26th Annual General meeting of the company at the Registered office of the company 26th September, 2014.

(If signed by proxy, his name should be
Written in block letters)

(Shareholders/Proxy's Signature)

Note:

1. Shareholders / proxy holders are requested to bring the attendance Slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.
2. If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.

BOOK - POST

To,

If undelivered please return to :

RAJRATAN GLOBAL WIRE LIMITED

RAJRATAN HOUSE,

11/2, Meera Path, Dhenu Market,

Indore - 452 003 (M.P.)