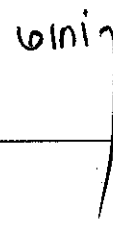

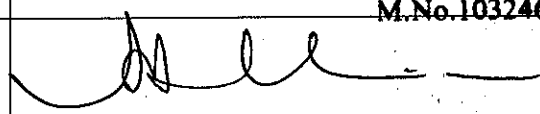


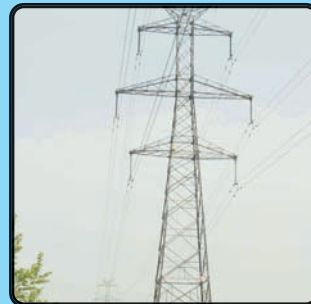
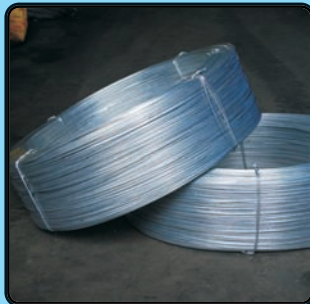
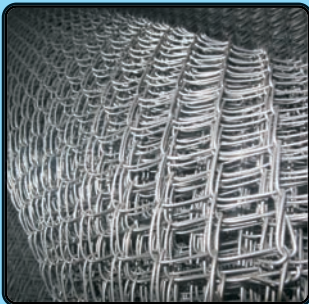
FORM A

1	Name of the Company:	BEDMUTHA INDUSTRIES LIMITED														
2	Annual Financial Statement For The Year Ended	31 st March 2013														
3	Type of audit observation	Matter of Emphasis														
4	Frequency of observation:	<p>Following observation of Statutory auditors are repetitive in the Audit Report.</p> <p><i>ix) b) According to the information and explanation given to us, there are no dues of Sales Tax, Income Tax, Custom duty, Wealth Tax, Excise duty and cess which have not been deposited on account of any dispute except as stated below:</i></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">Sr. No.</th> <th style="width: 35%;">Department</th> <th style="width: 20%;">Financial Year</th> <th style="width: 40%;">Amount of Dispute</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Department Of Sales Tax, Maharashtra</td> <td style="text-align: center;">1990-00</td> <td style="text-align: right;">Rs.45,514/-</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Customs Excise & Service Tax Appellate Tribunal, Bombay</td> <td style="text-align: center;">2004-05</td> <td style="text-align: right;">Rs. 88,75,694/-</td> </tr> </tbody> </table>			Sr. No.	Department	Financial Year	Amount of Dispute	1	Department Of Sales Tax, Maharashtra	1990-00	Rs.45,514/-	2	Customs Excise & Service Tax Appellate Tribunal, Bombay	2004-05	Rs. 88,75,694/-
Sr. No.	Department	Financial Year	Amount of Dispute													
1	Department Of Sales Tax, Maharashtra	1990-00	Rs.45,514/-													
2	Customs Excise & Service Tax Appellate Tribunal, Bombay	2004-05	Rs. 88,75,694/-													
5	Signatures															
	Mrs. Vinita Vedmutha (CEO)															
	Mr. Anirudha Jajoo (Statutory Auditors of the Company)	<p>for Patil Hiran Jajoo & Co. Chartered Accountants</p>  <p>Anirudha Jajoo Partner M.No.103246</p>														
	Mr. Balasubramanian A. (Audit committee Chairman)															



"Powering Infrastructure"

BEDMUTHA INDUSTRIES LIMITED



ANNUAL REPORT
2012 - 2013

IMPORTANT COMMUNICATION TO MEMBERS

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless Compliances by Companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative.

Accordingly, the members, who have not registered their e-mail addresses so far, are requested to register their e-mail addresses, **in respect of shareholdings in electronic form with the Depository through their concerned Depository Participant.**

Members, who hold shares in physical form, are requested to register their e-mail addresses by sending E-mail to bedmutha@unisec.com or cs@bedmutha.com of the Company so as to reach the Company at the earliest.

BEDMUTHA INDUSTRIES LIMITED

BOARD OF DIRECTORS

Mr. Kachardas Ratanchand Bedmutha	Chairman
Mr. Vijay Kachardas Vedmutha	Managing Director
Mr. Ajay Kachardas Vedmutha	Joint Managing Director
Mr. Balasubramanian Achutharaman	Independent Director
Mr. Narayan Kadu	Independent Director
Mr. Shital Nahar	Independent Director

Company Secretary

Mr. Chandan Kshirsagar

Registered Office

A 32, Sinnar Taluka Industrial Co-operative Estate (STICE)
Musalgaon, Sinnar, Nashik, Maharashtra 422 103

Registrar and Transfer Agent

Universal Capital Securities Private Limited
(Formerly known as Mondkar Computers Pvt. Ltd.)
21, Shakil Niwas, Opp Satya Saibaba Temple,
Mahakali Caves Road, Mumbai - 400 093.

Bankers

Punjab National Bank
Bank Of India
Andhra Bank
Bank Of Baroda
Export Import Bank Of India

Auditors

M/s Patil Hiran Jajoo & Co.
Chartered Accountants

Particulars	Page No.
Notice	2
Directors' Report	11
Management Discussion and Analysis Report	15
Corporate Governance Report	21
Practising Company Secretary's Certificate on Corporate Governance	31
Auditors' Report on Standalone Accounts	32
Standalone Balance Sheet, Profit & Loss Account, Cash Flow Statement, Schedules & Notes thereof	35
Information of Subsidiary Company	57
Auditors' Report on Consolidated Accounts	59
Consolidated Balance Sheet , Profit & Loss Accounts, Cash Flow Statement, Schedules & Notes thereof	63

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Members of Bedmutha Industries Limited will be held on Tuesday 13th August 2013 at 1.00 P.M. at the Hotel Saiways, F-4, Sinnar-Shirdi Road, STICE, Sinnar, Nashik-422 103 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as on 31st March 2013 and the Profit and Loss Accounts for the year ended on that date together with the reports of Board of Directors and the Auditors Report thereon.
2. To appoint a director in place of Mr. Narayan Kadu who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a director in place of Mr. Shital Nahar who retires by rotation and being eligible offers himself for reappointment.
4. To appoint statutory auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration and to pass following resolution as an ordinary resolution.

“RESOLVED THAT M/s. Patil Hiran Jajoo & Co. Chartered Accountants, (Firm Registration No 120117W) be and are hereby appointed as a Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors of the Company.”

SPECIAL BUSINESS:

5. **To consider and if thought fit, to pass with or without modification the following resolution as a special resolution.**

“RESOLVED THAT pursuant to the provisions of Section 314 (1)(b) of the Companies Act 1956, and other provisions applicable if any, approval of the shareholders be and is accorded to Mrs. Vinita Vedmutha for holding or continuing to hold office or place of profit under the Company as a Senior Chief Executive Officer (S-CEO) of the Company w.e.f. 1st April 2013 for a period of five years on the following remuneration:

1. Salary: Starting Salary ₹ 27,000/- (Basic Salary + Dearness allowance) per month in a pay scale of 27,000 - 10,000 - 37,000 - 10,000 - 47,000 p.m.
2. Perquisites as under:
 - a. House Rent Allowance: ₹ 36,000 p.m.
 - b. Conveyance Allowance: ₹ 10,000 p.m.
 - c. Medical Allowance: ₹ 4,000 p.m.
 - d. Education Allowance: ₹ 10,000 p.m.
 - e. Books and Periodicals: ₹ 3,000 p.m.

Provided that the total monthly remuneration including perquisites payable to Mrs. Vinita Vedmutha shall not exceed ₹ 2,50,000 p.m.”

“FURTHER RESOLVED THAT subject to the above proviso, the Board of Directors of the Company be and is hereby authorized to determine the components of remuneration payable to the Mrs. Vinita Vedmutha, including increments, reimbursement of actual traveling, boarding and lodging expenses and other amenities as may be incurred by her from time to time in connection with the Company's business and any other allowances, benefits and perquisites as the Board may decide from time to time.”

“FURTHER RESOLVED THAT the Board of Directors and the Company Secretary be and are hereby authorized jointly and/or severally to do all such acts, deeds and things as may be deemed necessary to give effect to the above resolution.”

6. **To consider and if thought fit, to pass with or without modification the following resolution as a special resolution.**

“RESOLVED THAT pursuant to the provisions of article no. 206 of the Articles of Association of the Company and Section 198, 269, 309, 310 and Schedule XIII of the Companies Act, 1956 (the Act) and other applicable provisions, if any of the Companies Act 1956 and subject to such other approvals as may be necessary, the consent of the members

BEDMUTHA INDUSTRIES LIMITED

be and is hereby accorded to the reappointment of Mr. Vijay K. Vedmutha as a Managing Director of the Company for a further period of 3 years effective from 14th November 2012 ending with 13th November 2015 on the following terms and conditions and remuneration as set out below:

PRINCIPAL TERMS AND CONDITIONS:

- 1 **Tenure of Appointment:** The Appointment of Managing Director is for a Period of 3 years effective from 14th November 2012.
2. The following remuneration will be effective from 14th November 2012 to the Managing director for a period of three years.

A REMUNERATION:

- i. Basic Salary ₹ 55,500/- per month with the increments as may be decided by the Board from time to time.

B ALLOWANCES AND PERQUISITES:

1. House Rent Allowance: ₹ 37,000 p.m.
2. Conveyance Allowance: ₹ 10,000 p.m.
3. Medical Allowance: ₹ 19,000 p.m.
4. Books and Periodicals: ₹ 16,500 p.m.
5. Education Allowance: ₹ 10,000 p.m.
6. Furnished Rent Free Accommodation
7. Company's car with driver for official and personal use.
8. Telephone, internet facility and mobile phone for use on Company's business.
9. Leave Travel Concession For self & family once in a year in accordance with the Rules of the Company.
10. Contribution to Provident Fund.
11. Gratuity at the rate not exceeding half month's salary for each completed year of service.
12. The appointee will be entitled to one month's leave with full pay and allowance for every eleven month of service. Such leave may be accumulated in accordance with the Company's rules and practice force from time to time.
13. Leave encashment at the end of the tenure.

Notes:

- "Family" for the above purpose shall means wife, dependent children and dependent parents of the Managing Director.
- Perquisites shall be valued as per the provisions of Income Tax Act, 1961.

C INCENTIVE BONUS/COMMISSION:

The appointee may be paid such amount by way of incentive bonus and/or commission, in addition to the salary and perquisites payable, calculated with reference to the net profits of the Company in a particular financial year as may be determined by the Board of Directors of the Company at the end of financial year subject to the overall ceilings stipulated in Sections 198, 309 and Schedule XIII of the Act as may be applicable from time to time. The specific amount payable to the appointee will be based on certain performance criteria to be laid down by the Board and Remuneration Committee and will be payable annually in one or more tranches.

Any Incentive Bonus/Commission over and above the maximum ceiling will be payable subject to prior approval of the members and the Central Government.

D MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year, notwithstanding anything to the contrary herein contained, the appointee shall be paid the above remuneration as minimum remuneration subject however to the overall limits and conditions as per the provisions contained in Schedule XIII to the Companies Act, 1956 or any amendments made hereafter as may be agreed to between the Directors and the appointee.

- E The Managing Director shall not be paid any sitting fees for attending the meetings of the Board or committees thereof.

“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution.”

“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to vary the terms of remuneration from time to time within the limits prescribed and permitted under Section 198, 309 and Schedule XIII of the Companies Act, 1956, as amended from time to time or under any statutory enactment substituting Companies Act, 1956, during the tenure of the appointment without being required to seek fresh approval of the members of the Company, but with such other approvals, sanctions or permissions in the remuneration and that the decision of the Board of Directors shall be final and conclusive in this regard.”

“FURTHER RESOLVED THAT any Director and Company Secretary of the Company be and are hereby authorized jointly and/or severally to file relevant E-forms and documents with the Registrar of Companies and to do all necessary acts, deeds and things including executing necessary documents, agreements to effect the above resolution.”

7. To consider and if thought fit, to pass with or without modification the following resolution as a special resolution.

“RESOLVED THAT pursuant to the provisions of article no. 206 of the Articles of Association of the Company and Section 198, 269, 309, 310 and Schedule XIII of the Companies Act, 1956 (the Act) and other applicable provisions, if any of the Companies Act 1956 and subject to such other approvals as may be necessary, the consent of the members be and is hereby accorded to the reappointment of Mr. Ajay K. Vedmutha as the Joint Managing Director of the Company for a further period of 3 years effective from 14th November 2012 ending with 13th November 2015 on the following terms and conditions and remuneration as set out below:

PRINCIPAL TERMS AND CONDITIONS:

1 Tenure of Appointment: The Appointment of Joint Managing Director is for a Period of 3 years effective from 14th November 2012.

2. The following remuneration will be effective from 14th November 2012 to the Joint Managing director for a period of three years.

A REMUNERATION:

Basic Salary ₹ 55,500/- p.m. with the increments as may be decided by the Board from time to time.

B ALLOWANCES AND PERQUISITES:

1. House Rent Allowance: ₹ 37,000 p.m.
2. Conveyance Allowance: ₹ 10,000 p.m.
3. Medical Allowance: ₹ 19,000 p.m.
4. Books and Periodicals: ₹ 16,500 p.m.
5. Education Allowance: ₹ 10,000 p.m.
6. Furnished Rent Free Accommodation
7. Company's car with driver for official and personal use.
8. Telephone, internet facility and mobile phone for use on Company's business.
9. Leave Travel Concession For self & family once in a year in accordance with the Rules of the Company.
10. Contribution to Provident Fund.
11. Gratuity at the rate not exceeding half month's salary for each completed year of service.
12. The appointee will be entitled to one month's leave with full pay and allowance for every eleven month of service. Such leave may be accumulated in accordance with the Company's rules and practice force from time to time.
13. Leave encashment at the end of the tenure.

Notes:

- “Family” for the above purpose shall means wife, dependent children and dependent parents of the Joint Managing Director.
- Perquisites shall be valued as per the provisions of Income Tax Act, 1961.

BEDMUTHA INDUSTRIES LIMITED

C INCENTIVE BONUS/COMMISSION:

The appointee may be paid such amount by way of incentive bonus and/or commission, in addition to the salary and perquisites payable, calculated with reference to the net profits of the Company in a particular financial year as may be determined by the Board of Directors of the Company at the end of financial year subject to the overall ceilings stipulated in Sections 198, 309 and Schedule XIII of the Act as may be applicable from time to time. The specific amount payable to the appointee will be based on certain performance criteria to be laid down by the Board and Remuneration Committee and will be payable annually in one or more tranches.

Any Incentive Bonus/Commission over and above the maximum ceiling will be payable subject to prior approval of the members and the Central Government.

D MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year, notwithstanding anything to the contrary herein contained, the appointee shall be paid the above remuneration as minimum remuneration subject however to the overall limits and conditions as per the provisions contained in Schedule XIII to the Companies Act, 1956 or any amendments made hereafter as may be agreed to between the Directors and the appointee.

E The Joint Managing Director shall not be paid any sitting fees for attending the meetings of the Board or committees thereof.

“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution.”

“FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to vary the terms of remuneration from time to time within the limits prescribed and permitted under Section 198,309 and Schedule XIII of the Companies Act, 1956, as amended from time to time or under any statutory enactment substituting Companies Act, 1956, during the tenure of the appointment without being required to seek fresh approval of the members of the Company, but with such other approvals, sanctions or permissions in the remuneration and that the decision of the Board of Directors shall be final and conclusive in this regard.”

“FURTHER RESOLVED THAT any Director and Company Secretary of the Company be and are hereby authorized jointly and/or severally to file relevant E-forms and documents with the Registrar of Companies and to do all necessary acts, deeds and things including executing necessary documents, agreements to effect the above resolution.”

8. To consider and if thought fit, to pass with or without modification the following resolution as a special resolution.

“RESOLVED THAT pursuant to the provisions of article no. 206 of the Article of Association of the Company and Section 198, 269, 309, Schedule XIII of the Companies Act, 1956 (the Act) and other applicable provisions, if any of the Companies Act 1956 and subject to such sanctions as may be necessary Mr. K. R. Bedmutha be and is hereby reappointed as the whole time Director, to be designated as an Executive Chairman for a period of 3 years to take effect from 14th November 2012 ending with 13th November 2015 on the following terms and conditions and remuneration as set out below:

PRINCIPAL TERMS AND CONDITIONS:

- 1 Tenure of Appointment:** The Appointment of whole time director is for a Period 3 years effective from 14th November 2012.
- 2.** The following remuneration will be effective from 14th November 2012 to the whole time director for a period of three years.

A REMUNERATION:

- iii. Basic Salary ₹ 55,500/- p.m. with the increments as may be decided by the Board from time to time.

B ALLOWANCES AND PERQUISITES:

1. House Rent Allowance: ₹ 37,000 p.m.
2. Conveyance Allowance: ₹ 10,000 p.m.
3. Medical Allowance: ₹ 19,000 p.m.
4. Books and Periodicals: ₹ 16,500 p.m.
5. Education Allowance: ₹ 10,000 p.m.
6. Company's car with driver for official and personal use.

7. Telephone, internet facility and mobile phone for use on Company's business
8. Leave Travel Concession For self & family once in a year in accordance with the Rules of the Company.
9. Contribution to Provident Fund.
10. Gratuity at the rate not exceeding half month's salary for each completed year of service.
11. The appointee will be entitled to one month's leave with full pay and allowance for every eleven month of service. Such leave may be accumulated in accordance with the Company's rules and practice force from time to time.
12. Leave encashment at the end of the tenure.

Notes:

- "Family" for the above purpose shall means wife, dependent children and dependent parents of the Whole Time Director.
- Perquisites shall be valued as per the provisions of Income Tax Act, 1961.

C INCENTIVE BONUS/COMMISSION:

The appointee may be paid such amount by way of incentive bonus and/or commission, in addition to the salary and perquisites payable, calculated with reference to the net profits of the Company in a particular financial year as may be determined by the Board of Directors of the Company at the end of financial year subject to the overall ceilings stipulated in Sections 198, 309 and Schedule XIII of the Act as may be applicable from time to time. The specific amount payable to the appointee will be based on certain performance criteria to be laid down by the Board and Remuneration Committee and will be payable annually in one or more tranches.

Any Incentive Bonus/Commission over and above the maximum ceiling will be payable subject to prior approval of the members and the Central Government.

D MINIMUM REMUNERATION:

In the event of loss or inadequacy of profits in any financial year, notwithstanding anything to the contrary herein contained, the appointee shall be paid the above remuneration as minimum remuneration subject however to the overall limits and conditions as per the provisions contained in Schedule XIII to the Companies Act, 1956 or any amendments made hereafter as may be agreed to between the Directors and the appointee.

- E** The whole time Director shall not be paid any sitting fees for attending the meetings of the Board or committees thereof.

"FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution."

"FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to vary the terms of remuneration from time to time within the limits prescribed and permitted under Section 198,309 and Schedule XIII of the Companies Act, 1956, as amended from time to time or under any statutory enactment substituting Companies Act, 1956, during the tenure of the appointment without being required to seek fresh approval of the members of the Company, but with such other approvals, sanctions or permissions in the remuneration and that the decision of the Board of Directors shall be final and conclusive in this regard."

"FURTHER RESOLVED THAT any Director and Company Secretary of the Company be and are hereby authorized jointly and/or severally to file relevant E-forms and documents with the Registrar of Companies and to do all necessary acts, deeds and things including executing necessary documents, agreements to effect the above resolution."

For **BEDMUTHA INDUSTRIES LIMITED**

Chandan Kshirsagar
Company Secretary

Date:16th May 2013

Place: Sinnar

BEDMUTHA INDUSTRIES LIMITED

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies in order to be effective must be received at the Company's Registered Office not later than 48 hours before the meeting. A Proxy form is annexed.
3. Members/proxies should bring duly filled Attendance Slip to attend the meeting.
4. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, for item no. 5 to 8 is attached and forms part of this notice.
5. Brief resume of Directors proposed to be re-appointed, nature of their expertise in specific functional areas, numbers of companies in which they hold directorships and memberships/ chairmanships of Board Committees, shareholding as stipulated under clause 49 of the listing agreement with the Stock Exchanges in India, are provided in the Report on Corporate Governance which is circulated along with the Annual Accounts for the year ended on 31st March, 2013..
6. The Register of Director's shareholding, maintained under Section 307 of the Companies Act 1956 will be available during the meeting for inspection by the members.
7. In case the joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. The Register of Members and Transfer Books of the Company will remain closed from 9/08/2013 to 13/08/2013 (Both days inclusive) in order to comply with the requirements of clause 16 of the listing agreement.
9. Members are requested to send to the Company their queries, if any on accounts and operations of the Company at least 10 days before the meeting to enable the Company to provide the required information.
10. As per the provisions of the Companies Act, 1956, facility for making nominations is available to the shareholders in respect of the shares held by them. Nominations forms can be obtain from the Registrar and Transfer Agent of the company, Universal Capital Securities Private Limited.
11. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday, between 10.00 a.m. to 1.00 p.m. up to the date of the Meeting.

For **BEDMUTHA INDUSTRIES LIMITED**

Chandan Kshirsagar
Company Secretary

Date: 16th May 2013

Place: Sinnar

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT 1956
FOR SPECIAL BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING:****Item No. 5**

As per section 314 (1) (b) of the Companies Act 1956, a relative of director cannot be appointed to the office and place of profit under the Company drawing the remuneration of ₹ 50,000 /- (Rs Fifty Thousand) or more unless such appointment is approved by the shareholders by special resolution.

Mrs. Vinita Vedmutha, is an Engineer by qualification. She has very rich experience in management of IT initiatives, financial, accounting, legal functions and overall administration of the business. Recently the company has successfully implemented the ERP system under the able leadership of Mrs. Vinita Vedmutha.

The Board is of the view that the management skills, the experience and expertise possessed and developed by Mrs. Vinita Vedmutha will supplement the efforts of the Board to develop best working system and culture in the organization.

Mrs. Vinita A. Vedmutha is wife of Mr. Ajay Vedmutha, Jt. Managing Director of the Company and also relative of Mr. K. R. Bedmutha and Mr. Vijay Vedmutha, Directors of the company.

None of the Directors of the Company except Mr. Ajay Vedmutha, joint Managing Director Mr. K. R. Bedmutha, whole time director and Chairman and Mr. Vijay Vedmutha, Managing Director of the Company is concerned or interested in the resolution.

The Directors recommend to appoint Mrs. Vinita Vedmutha as a Senior Chief Executive Officer (S-CEO) of the Company on a remuneration specified in the resolution no.5.

Item No. 6

Mr. Vijay Vedmutha was appointed as a Managing Director of the Company for a period of 3 (Three) years with effect from 14th November 2009 to function subject to the superintendence, control and directions of the Board of Directors ("the Board") of the Company. His appointment and remuneration as Managing Director was approved at the Extra Ordinary General meeting of the Company held on 19th November 2009. His earlier terms as a Managing Director expired on 14th November 2012.

In the light of contribution made by Mr. Vijay Vedmutha in deployments of the Company, on the recommendation of the Remuneration Committee of the Board of Directors of the Company, the Board of Directors at their meeting held on 6th November 2012 have reappointed Mr. Vijay Vedmutha, as a Managing Director of the Company for a further period of 3 (three) years, with effect from 14th November 2012, subject to the approval of the members of the Company in its ensuing Annual General Meeting. The terms and conditions of his employment have been detailed in the resolution at serial number 6. The reappointment and remuneration of Mr. Vijay Vedmutha as a Managing Director requires the approval of the members of the Company in General Meeting by passing a special resolution in terms of Section 198, 269, 309 and Schedule XIII of the Companies Act, 1956 .

The reappointment of Mr. Vijay Vedmutha satisfies the conditions laid down in part I and II of schedule XIII to the Act. Further as required under sub-paragraph (A) of paragraph 1 of section II of Part II of schedule XIII of the Companies Act 1956, it is confirm that:

- i) The remuneration payable to Mr. Vijay Vedmutha has been approved by a Resolution passed at a meeting held on 6th November 2012 by Remuneration Committee of the Board of Directors of the Company.
- ii) The Company has not defaulted in repayment of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year before the date of reappointment of Mr. Vijay Vedmutha.

The Board considers that having regard to his background, past performance and long experience, the reappointment and remuneration of Mr. Vijay Vedmutha as Managing Director of the Company is in the best interest of the Company.

No Directors of the Company except Mr. Vijay Vedmutha, Mr. K. R. Bedmutha (father of Mr. Vijay Vedmutha) and Mr. Ajay Vedmutha, (brother of Mr. Vijay Vedmutha) are concerned or interested in the resolution.

The Board recommends passing of the said resolution.

Item No. 7

Mr. Ajay Vedmutha was appointed as a Joint Managing Director of the Company for a period of 3 (Three) years with effect from 14th November 2009 to function subject to the superintendence, control and directions of the Board of Directors ("the Board") of the Company. His appointment and remuneration as Joint Managing Director was approved at the Extra Ordinary General meeting of the Company held on 19th November 2009. His earlier terms as a Joint Managing Director expired on 14th November 2012.

BEDMUTHA INDUSTRIES LIMITED

In the light of contribution made by Mr. Ajay Vedmutha in deployments of the Company, on the recommendation of the Remuneration Committee of the Board of Directors of the Company, the Board of Directors at their meeting held on 6th November 2012 have reappointed Mr. Ajay Vedmutha, as a Joint Managing Director of the Company for a further period of 3(three)years, with effect from 14th November 2012,subject to the approval of the members of the Company in its ensuing Annual General Meeting. The terms and conditions of his employment have been detailed in the resolution at serial number 7 . The reappointment and remuneration of Mr. Ajay Vedmutha as a Joint Managing Director requires the approval of the members of the Company in General Meeting by passing a special resolution in terms of Section 198, 269, 309 and Schedule XIII of the Companies Act, 1956 .

The reappointment of Mr. Ajay Vedmutha satisfies the conditions laid down in part I and II of schedule XIII to the Act. Further as required under sub-paragraph (A) of paragraph 1 of section II of Part II of schedule XIII of the Companies Act 1956, it is confirm that:

- i) The remuneration payable to Mr. Ajay Vedmutha has been approved by a Resolution passed at a meeting held on 6th November 2012 by Remuneration Committee of the Board of Directors of the Company.
- ii) The Company has not defaulted in repayment of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year before the date of reappointment of Mr. Ajay Vedmutha.

The Board considers that having regard to his background, past performance and long experience, the reappointment and remuneration of Mr. Ajay Vedmutha as Joint Managing Director of the Company is in the best interest of the Company.

No Directors of the Company except Mr. Ajay Vedmutha, Mr. K. R. Bedmutha (father of Mr. Ajay Vedmutha) and Mr. Vijay Vedmutha, (brother of Mr. Ajay Vedmutha) are concerned or interested in the resolution.

The Board recommends passing of the said resolution.

Item No. 8

Mr. K.R. Bedmutha was appointed as a Whole Time Director of the Company for a period of 3 (Three) years with effect from 14th November 2009. His appointment and remuneration as Whole Time Director was approved at the Extra Ordinary General meeting of the Company held on 19th November 2009. His earlier terms as a Whole Time Director, designated as Executive Chairman, expired on 14th November 2012.

Mr. K.R. Bedmutha is a founder director and has sphere headed Company under his able entrepreneurship for last 23 years. On the recommendation of the Remuneration Committee of the Board of Directors of the Company, the Board of Directors at their meeting held on 6th November 2012 have reappointed Mr. K.R. Vedmutha, as a Whole Time Director of the Company for a further period of 3(three)years, with effect from 14th November 2012, subject to the approval of the members of the Company in its ensuing Annual General Meeting. The terms and conditions of his employment have been detailed in the resolution at serial number 8. The reappointment and remuneration of Mr. K.R. Bedmutha as a Whole Time Director requires the approval of the members of the Company in General Meeting by passing a special resolution in terms of Section 198, 269, 309 and Schedule XIII of the Companies Act, 1956 .

The reappointment of Mr. K.R. Bedmutha satisfies the conditions laid down in part I and II of schedule XIII to the Act. Further as required under sub-paragraph (A) of paragraph 1 of section II of Part II of schedule XIII of the Companies Act 1956, it is confirm that:

- i) The remuneration payable to Mr. K.R. Bedmutha has been approved by a Resolution passed at a meeting held on 6th November 2012 by Remuneration Committee of the Board of Directors of the Company.
- ii) The Company has not defaulted in repayment of any of its debts or interest payable thereon for a continuous period of 30 days in the preceding financial year before the date of reappointment of Mr. K.R. Bedmutha.

The Board considers that having regard to his background, past performance and long experience, the reappointment and remuneration of Mr. K.R. Bedmutha as Whole Time Director of the Company is in the best interest of the Company.

The Board recommends passing of the said resolution.

No Directors of the Company except Mr. K.R. Bedmutha, Mr. Vijay Vedmutha and Mr. Ajay Vedmutha (Sons of Mr. K.R. Bedmutha) are concerned or interested in the resolution.

For **BEDMUTHA INDUSTRIES LIMITED**

Chandan Kshirsagar
Company Secretary

Date: 16th May, 2013

Place: Sinner

LETTER TO SHAREHOLDERS

Dear Shareholders,

The macroeconomic and industrial scenario in the country during the year under review has been extremely challenging. An environment of reducing GDP growth, high interest rates and persistent inflation has put considerable pressure on your Company's performance.

Your Company's products majorly linked to the power sector and auto sector, which has faced a significant slackening of demand and adversely affected on the sale of company's products. The auto industry has registered a huge drop in growth, thereby impacting on the sale of spring steel wire, MS wire and patented black wire, sales to the auto sector. The power sector has somehow supported the sales plan of the Company, during the year there was satisfactory demand for G.I. Wire, earth wire, and stay wire.

Along with the power and auto sector, your Company concentrate on Retail and Infrastructure sector to cover the niche market, includes the large private sector customers which have also suffered a paucity of orders because of deferred capital investment programs.

Your Company has done cost cutting during the year including areas like materials, manpower and interest. These savings are likely to be seen during Financial Year 2013-14. Notwithstanding this difficult environment, your Company continued to sustain and improve itself from time to time. After successful implementation of Business Process Re-engineering(BPR), your company is implementing ERP systems in the Company for more effective control and to take decisions on real time basis.

Despite the Government's several re-assurances to industry, the forecast for year 2013-14 continues to look very difficult in terms of demand and growth and hence Considering the limitations to the products in the domestics market, your Company's management is endeavor to cross the territorial barriers and to expand the Company's business overseas. With the start of mega project of the Company at Naradana, Dist. Dhule, Maharashtra the production capacity of the Company will increase and the company will be able to export the product after fulfilling the needs of domestics market. Your Company continues to work on new product lines and markets to augment its business growth.

Finally, I would like to thank all the Company's stake holders for their unstintedsupport during this difficult time and also to appreciate all levels of the Management team for their zealous commitment to your Company's growth and success.

With Best Regards,

K. R. Bedmutha
Chairman

BEDMUTHA INDUSTRIES LIMITED

DIRECTORS' REPORT TO THE MEMBERS

To the Members,

The Board of Directors are pleased to present their 23rd Annual Report of your Company on the business and the operation along with the standalone and consolidated financial statement for the year ended 31st March 2013.

Financial Results:

The financial results of the Company for the year ended on 31st March, 2013 as Compared with the previous year are as under:

(Amount in ₹ Lacs)

Particulars	Standalone		Consolidated	
	2012-2013	2011-2012	2012-2013	2011-2012
Income from Operations	21484.43	20874.63	22028.86	23785.38
Add : Other Income	255.00	284.31	262.88	237.60
Profit before Interest, Depreciation and Taxes	19,53.40	1323.85	2024.63	1733.24
Less : Finance Cost	972.91	928.70	988.90	1152.77
Profit before Depreciation and Taxes	980.49	395.15	1035.73	580.47
Less : Depreciation	632.55	511.28	635.98	513.35
Profit Before Taxes	347.93	(116.13)	399.75	67.12
Less : Provision for Current Taxation	8.00	-	23.00	61.40
Less: Provision for Deferred Taxation	96.50	(51.20)	100.92	(51.11)
Less: Taxes in respect of earlier years	15.04	(30.89)	15.04	(16.30)
Profit/ Loss after Taxes	228.39	(34.04)	260.79	73.13

Dividend:

The Board does not recommend any dividend for the financial year 2012-13.

Management Discussion and Analysis

The management discussion and analysis on the operations and financial position of the Company is provided in a separate section forming part of the annual report.

Project Implementation

Pursuant to the provisions of Section 61 of the Companies Act, 1956 and other applicable rules, regulations, guidelines and other statutory provisions which were then in force, the members of the Company, in the 21st Annual General Meeting held on 12th August 2011, have accorded their consent to vary the terms referred to in the Prospectus of the Company dated 5th October, 2010, filed with the Registrar of Companies, Maharashtra, Mumbai (the prospectus) including to vary and / or revise the utilization of the proceeds of the Initial Public Offering (IPO) of the Equity Shares allotted in pursuance of the said prospectus and to utilise the proceeds from the IPO including, but not limited to, change in allocation intended for implementation of identified projects and towards any other project(s) considered beneficial to the Company including change in location, changes in amount and / or schedule of deployment for the projects and/or also for general corporate purposes, as the case may be.

It was stated in the said Annual General Meeting that the Company has acquired lands at Rashegaon in Tehsil Dindori, Dist. Nashik and Nardana, M.I.D.C. , Dist. Dhulia and your company will decide one of these locations or any other location where such benefit is available and the Company proposes to utilise such land for the Mega Project. Accordingly, the directors took a decision to implement the Project at Nardana MIDC.

In the Prospectus, the Company had proposed to manufacture LRPC wire and Spring Steel wire. The Company will carry out the manufacture of Spring steel wire and defer the manufacture of LRPC wire in future, in view of the changed market conditions and due to recent development in the economy and industry. If the market conditions and demand turn around, the Company will immediately start manufacturing of LRPC wire. The cost of Mega Project after changed policy is around 311 Cr. The Company succeeded in sanctioning consortium finance from bankers of term loan of ₹ 200Cr. The Company is utilizing the fund generated through IPO in procuring high speed galvanizing line, wire drawing lines and machinery for manufacture of various wire products envisaged under the Mega Project.

BEDMUTHA INDUSTRIES LIMITED



The greenfield project at Naradana is on the verge of Completion, the construction of factory building is completed except with few minor things. The Company has imported German technology based advance machineries and installation of machineries has been completed under the supervisions of German technician. The Company has recruited the well qualified and experienced employees for the Mega Project, the recruitment of manpower for different activities at the project site is in process. The Company has started the trial production at phase – 1 of the project i.e. high speed galvanizing line for manufacture of wire products. Due to some unavoidable circumstances the implementation of the project is delayed, but the management of your company is taking vigorous efforts to start the project at the earliest possible. Barring unforeseen situation, the entire project will be operational by the end of financial year 2013-14.

For smooth functioning of activities at all the locations of the Company and considering the huge flow of information the management of your Company had decided to switch to ERP Accordingly the Company has purchased the appropriate software which enables the management to take decisions on real time basis. ERP implementation is in process and its results are encouraging.

Subsidiary Company:

In accordance with the Directions issued under Section 212(8) of the Companies Act, 1956 by the Ministry of Corporate Affairs, Government of India, wide circular no.2/2011 dated February 8, 2011 the balance sheet and Profit And Loss Account of the Subsidiary Company, M/s. Kamalasha Infrastructure and Engineering Private Limited for the year ended on 31st March 2013 have not been attached to the annual report of the Company. The board has passed the necessary resolution in the meeting held on 16th May 2013 and granted exemption from attaching the balance sheet and profit and loss account of subsidiary Company to the annual report. However, the financial information of subsidiary company is disclosed in the Annual Report in compliance with the said circular. The consolidated financial statements presented by the Company include the financial result of its subsidiary company.

The turnover of the Kamalasha Infrastructure and Engineering Private Limited, was ₹ 904.56 Lacs for the year ended on 31st March, 2013. The Company achieved the operating profit (PBIT) of ₹ 98.22 Lacs for the year.

Utilization of Funds from IPO

Your Company had the following objects of IPO as stated in the Prospectus

Particulars	Amount (₹ In Lacs)
Setting up of new plant at Sinnar, Nashik for manufacturing of new product LRPC Wire and Spring Steel Wire	8494.40
General Corporate Purpose	175.00
Issue Expenses	542.00
Total	9211.40

Note: The Shareholder have approved deferment of the manufacture of LRPC wire in the future, in view of the changes in market conditions due to recent developments in the economy and industry.

During the year under review, your company utilized the proceeds of IPO (₹ 9184.30) as under:

Particulars of fund utilization	Utilisation as per Prospectus	Actual utilization up to the 31 st march 2013
Expansion Project	8494.40	6471.25
General Corporate Purpose	175.00	-
Share Issue Expenses	542.00	394
Total	9211.40	6866.16

As on 31st March 2013, unutilized amount in the Company amounting to ₹ 2318.14 have been temporarily invested in company's Cash Credit account, interest being ICD's, for the expansion project at sinnar unit and advances given to parties for purchase of fixed asset.

Particulars of Employees:

There were no employees during the year drawing remuneration more than the limits specified under the provisions of Section 217(2A) of the Companies Act 1956, read with the Companies (Particulars of Employees) Rules 1975 as amended.

BEDMUTHA INDUSTRIES LIMITED

Corporate Governance:

Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirement set out by SEBI. The Board is driven by a philosophy of implementing best corporate governance practices.

A report on the Corporate Governance as stipulated under clause 49 of the listing agreement forms part of the Annual Report.

The requisite certificate from M/s KANJ & ASSOCIATES, Practicing Company Secretaries confirming compliance with the conditions of corporate governance as stipulated under the aforesaid clause 49 is attached to this report.

Directors:

Mr. Narayan Kadu and Mr. Shital Nahar retire by rotation in accordance with the provisions of the Companies Act, 1956 at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment.

Conservation of Energy, Technology absorption and Foreign exchange earnings and outgo:

The information required under section 217(1)(e) of the Companies Act 1956, read with Companies (Disclosure of particulars in the Report of Board of Directors) Rules 1988 is annexed to this report.

Directors Responsibility statement:

Pursuant to Section 217 (2AA) of the Companies Act 1956, the Board of Directors hereby state that:

- i) In the preparation of the Annual accounts for the year ended 31st March 2013, the applicable accounting standards have been followed.
- ii) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2013 and of the profit of the company for the year ended on that date.
- iii) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- iv) That the directors had prepared the annual accounts on a going concern basis.

Fixed Deposit:

The Company has not accepted any fixed deposit during the year under review falling within the purview of Section 58A of the Companies Act 1956.

Cash Flow Statements:

A cash flow statement for the year ended on 31st March, 2013 is attached with the Annual Audited Accounts.

Auditors:

M/s. Patil HiranJajoo & Co. Chartered Accountants, the Statutory Auditors (Firm Registration No. 120117W of the Company, hold office until the conclusion of ensuing Annual General Meeting and are eligible for reappointment. The Company has received a letter from them to the effect that their reappointment if made, would be within the prescribed limits under section 224(1B) of the Companies Act, 1956, and they are not disqualified for reappointment within the meaning of section 226 of the said Act.

Cost Auditor:

During the year Board appointed M/s DBK & Associates, Cost Accountants to conduct the cost audit of the Company. The Company has received the approval from the Central Government for the appointment of M/s DBK & Associates as a Cost Accountant for the financial year 2012-2013.

Alteration of Object Clause.

Considering the future business opportunities and also with a view to diversify the business of the Company, the Board of Directors is proposing addition of two new businesses, viz. Stone Crusher Business and Related Activities and Non Conventional Energy Generation Businesses, in the Object Clause of Memorandum of Association of the Company. The Directors are of the opinion that the said new businesses under existing circumstances may conveniently or advantageously be combined with the business of the company.

BEDMUTHA INDUSTRIES LIMITED



To incorporate the said businesses in the Object Clause of Memorandum of Association of the Company, approval of shareholders required to be obtained by passing special resolution through postal ballot pursuant to the provisions of Section 192A of the Companies Act, 1956 and Companies (Passing of resolution by postal ballot) Rules 2001.

In support of the Green initiatives of the Government, the Board Of Directors recommend to the members to pass the special resolution for alteration of object clause for insertion of the business of stone crusher and non conventional energy generation through E-Voting on the platform of CDSL. The necessary instructions for E-voting process will be conveyed to the members through separate notice.

Approval of shareholders is also sought under Section 149 of the Companies Act, 1956 for commencement of the stone crusher and non conventional energy generation as and when the Board of Directors deemed fit.

Acknowledgment:

Your Directors wish to thank and acknowledge the Financial Institutions, Banks, Government Authorities, dealers, suppliers, business associates, auditors, consultants and the Company's valued customers for their assistance and cooperation and the esteemed shareholders for their continued trust and support. The Directors also wish to acknowledge team of Bedmutha group, at all levels for their spirit of commitment, dedication and support extended in challenging times.

Date: 16 May 2013

Place: Sinner

For and on behalf of Board of Directors
Of **BEDMUTHA INDUSTRIES LIMITED**

K. R. Bedmutha
Chairman

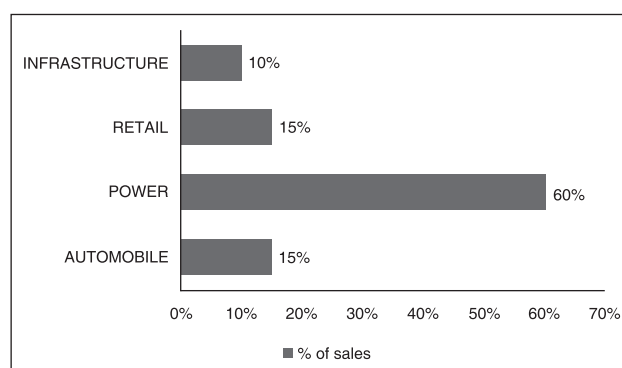
**ANNEXURE TO DIRECTORS REPORT:
MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

INDUSTRY STRUCTURE AND OUTLOOK

The year 2012-13 was marked by global uncertainties and slowdown in the Indian economy. The auto sector has slowed much lower growth causing auto ancillaries to taper down capital investment during the year. This had adverse impact on the sale of spring steel wire, MS wire and patented black wire, sales to the auto sector. The power sector had performed satisfactory during the year and it is expected that the demand from the power sector will further increase in the coming financial years. The uncertain business scenario is likely to be continued during the financial year 2013-14 due to lack of clarity in the government policy and challenging business environment.

SEGMENT REVIEW

Manufacturing of steel wire is the only segment of the Company. The Company do not have any other segment along with manufacturing of steel wire. The Company mainly focuses on four different sectors namely automobile, power, retail and infrastructure. The sales performance of different sectors during the year is as indicated.



RISK, OPPORTUNITIES AND THREATS:

Opportunities

Considering the global scenario there will be heavy demand in the long term from the power, auto and infrastructure sector. The Company is endeavor to expand the business abroad and started developing the market in the zone of South Africa and Kenya. The Bedmutha Industries Limited aims to address the opportunities offered and threats posed by its business environment strategically by maintaining sustainable and robust business models & further improving on them.

Risks and Threats:

i) Raw material price volatility:

During the year 2012-2013 there was increase in the raw material prices due to mining issues, government policies and shortage of raw material availability. Management is working with the suppliers to achieve competitive prices.

ii) Health, Safety and Environment Risk:

The manufacture of steel wire involves processes that are potentially hazardous if not executed with due care. The Business of the Company are subject to numerous laws, regulations and contractual commitments relating to health, safety and the environment in the country and these rules and regulations are becoming more stringent.

Regarding the health and safety the philosophy of management is that the Injuries can be prevented. The aim of the management is to reduce the risk of health and safety and considering this aim, extra efforts are being taken to ensure safety measures at the work place.

iii) Technology Risk:

A key challenge before the Company is to ensure that its plants are equipped with updated technologies in order to serve clients better and secure cost competitiveness. To that effect the management of the Company has continued to be geared at improving existing process to advance the groups cost competitive position.

iv) Foreign Exchange Risk:

Volatility in the currency markets can adversely affect the outcome of commercial transaction and cause trading uncertainties. Company have some foreign exchange hedging policies in place to protect its trading and manufacturing margins against rapid and significant foreign exchange movement.

v) Financing Risk:

The expansion of Bedmutha Industries Limited at the Nardana, District Dhule is sufficiently depend upon the fund raised through Initial public offer and term loan availed from the various banks. So financial planning of the Company is affected by fluctuation in the interest due to volatility conditions in the market which is evident from the RBI's move during the financial year 2012-2013 by increasing the rate of interest quarter on quarter. Foreign Exchange Fluctuations also added further financial risks though company has been hedging the risk to the extent possible.

vi) Regulatory and Compliance Risk:

There are number of complex laws and regulation and multiple compliance to be complied with by the Company. Further unstable political system and frequent changes in investment and economic policies are common and any unforeseen change can expose the Company's business. Management of the company is keen to avoid such kind of risk and taking various steps to save the company from adverse effect of such risk.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

During the year M/s N.K. Muni & Co., Chartered Accountants were Internal Auditor of the Company who undertake to check on the adequacy of controls in the overall operations and functioning of various departments. The quarterly summary of Internal audit reports of the Internal Audit are placed before the Audit committee meetings. It is a key component which assists the management in discovering control, weaknesses, regulatory violations, policy violations and operational inefficiencies. This self-discovery of issues provides the management the ability to take corrective action in order to maintain the safety, soundness, profitability and integrity. For the year 2013-14 the Company has appointed Ms. Swati Ware, Chartered Accountant as an Internal Auditor of the Company.

Further your Company has implemented ERP system. The purpose for ERP implementation is to make system more transparent and efficient with accountability and real time availability of information to the management. These measures will benefit the organization in optimum utilization of its resources and building strong and automated internal control mechanism.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**Revenue:**

The Company's Standalone income which comprises of income in form of operating and other income increased by 2.74% to ₹ 21,739.42 lacs as compared to ₹ 21,158.93 lacs of the previous year. The consolidated income of the Company and its subsidiary during the year was 22,291.73 lacs in previous year.

Raw Material & Direct Cost:

Inspite of increased consumption of raw material, management succeeded in reducing the raw material cost by effective inventory management. Cost of raw material was reduced by 0.32% from 16394.44 to 16340.54 lac. Extreme volatility in

BEDMUTHA INDUSTRIES LIMITED

foreign exchange rate also affected adversely the cost of raw material. The management of the Company is endeavor to reduce the raw material cost by effective planning and implementation.

Manufacturing and operating cost increased by 20.25% over last year, due to increase in power and fuel cost.

Indirect cost:

Sales and administration expenses for the year constituted 2.73% of the net sales as against 2.16 % for the previous year .

Finance Cost:

During the year finance cost was increased by 4.54% to ₹ 972.90 lacs from ₹ 928.69 lacs. The volatility in the foreign exchange rate continuously hit the bank interest rate which adversely resulted in increasing the finance cost during the year.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS FRONT.

Bedmutha Industries Limited recognizes people as its key strength. The company is on a growth path and the Human Resource team has been continually focusing on the means to achieve the company's goal of meeting such growth targets through external recruitment and right skilling and by improving the capabilities of existing people through employee development programmes.

The Companies Industrial relations remained cordial and harmonious throughout the year. Overall manpower strength is 680 persons which include managerial person, technicians, staff, Contracted Labour and other employees of the Company.

Employee training at all level is a key priority. Considering the business expansion, the training programme focused on developing the Commercial and technical skills of the employee necessary for international business market. The training highlights include the Customer service workshop for sales and marketing division, finance for non-finance employees, The Import-Export procedure and statutory compliances, transactions through LC's and documentations.

The Company and employee at Bedmutha industries limited are undivided part of society and considering the social responsibility towards society the Company has arranged blood donation camp in the premises of the Company which was participated by large number of employee of the Company and the people in vicinity of the Company premises.

Annexure to Directors Report:**A. CONSERVATION OF ENERGY****a) Energy conservation measure taken:**

1. Replacement of 90 Watt CFL by 72 watt prompt make Eetamax brand Energy efficient in the factory premises.
2. Installation of new 100 kvar of harmonics filter.

b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy:

- 1) Proposed installation of VFD panel for service water pump house to control water flow as per requirement.
- 2) Proposed installation of VFD panel for furnace air blower to control air flow as per requirement.

c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods:

With the implementation of measures as mention in para (1) and (2) of point (a) the company has achieved direct saving of 900 watt energy in major operating plants of the Company.

With the proposed installation of VFD panel for service water pump house and furnace air blower the flow of water and air will be controlled as per the requirement in the production process which will reduce the energy consumption. With the saving of energy consumption the energy cost vis-à-vis cost of production will be reduced.

BEDMUTHA INDUSTRIES LIMITED

FORM A

A		Power and fuel consumption	2012-2013	2011-2012
1		Electricity		
	A)	Purchased		
		Unit (Thousand KWH)	91,22,412	84,52,965
		Total amount (₹ in Lacs)	683.05	550.79
		Rate/unit	7.49	6.52
	B)	Own Generation		
	i)	<i>Through diesel generator</i>		
		Unit (Thousand KWH)	43,072	65,936
		Units per Liter of diesel oil (KWH)	3.2	3.20
		Cost/unit	16.85	13.13
	ii)	<i>Through steam turbine/generator</i>		
		Units	NIL	NIL
		Units per Liter of fuel oil/gas	-	-
		Cost /Unit	-	-
2		Coal	NIL	NIL
		Quantity	-	-
		Total cost	-	-
		Average rate	-	-
3		Furnace oil		
		Quantity (MT)	1769.9	1607.52
		Total amount (₹ in Lacs)	698.63	582.62
		Average Rate	39,473.01	36,243.67
4		Others/ Internal generation		
		<i>Fuel Oil/LDO</i>		
		Quantity (Ltr.)	2,23,013	2,04,607
		Total Cost (₹ in Lacs)	104.81	107.08
		Rate/unit	47.00	52.34
B Consumption per Unit of Production				
	I	<i>Wire Drawing (Unit : MT)</i>	42,977.33	38,869.13
	i	Electricity	531.86	433.29
	ii	Furnace Oil	N A	N A
	iii	Others	243.87	275.49
	II	<i>Galvanising (Unit : MT)</i>	29,993.59	26,468.52
	i	Electricity	145.46	111.98
	ii	Furnace Oil	2,329.27	2,201.20
	iii	Others	N A	N A

FORM B**B) TECHNOLOGY ABSORPTION**

Research and Development (R &D)

1. Specific areas in which R & D carried out by the company.

- i. Energy & Environment

2. Benefit derived as a result of the above R & D.

- i. Replacement of old motor & its DOL starter by latest PLC based Variable Frequency Drive panel in wet wire drawing machine, which has resulted in reduction of the energy consumption by 5 - 6%.

3. Future Plan of action. Nil**4. Expenditure on Research & Development : Nil****5. Technology Absorption, Adoption and Innovation, Efforts made, Benefit derived , Import of Technology : Nil****C) FOREIGN EXCHANGE EARNINGS AND OUTGO****1. Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services, and export plans:**

Marketing team is visiting the customer abroad to consider the rate, quality and other requirement of the market and developing the market for export.

2. Total foreign exchange used and earned :

- Foreign Exchange Earnings : **NIL**

- 1. Foreign Exchange Used

- 2. Raw Material : ₹ 3731.69Lacs

- 3. Plant & Machinery: ₹ 3909.32 Lacs

- Total : ₹ 7641.01 Lacs

- Exchange incurred in Foreign Currency on Tour & Travelling: ₹ 2.59 Lacs.

BEDMUTHA INDUSTRIES LIMITED

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON 31ST MARCH, 2013

I. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

Bedmutha's philosophy on Corporate Governance is aimed at attainment of high level of transparency, accountability and equity in all facets of its operations, to enhance the stakeholders' value viz. customers, shareholders, employees, lenders, vendors including the society of which the Company is a part. Your Company practices sound corporate governance in line with standard practices and believe that good corporate governance is an ongoing and evolving process.

II. BOARD OF DIRECTORS:

A. Composition of Board

The composition of Board of Directors is in compliance with provisions of Listing Agreement with Stock Exchanges and the Companies Act, 1956. The present strength of the Board is of Six Directors comprising of optimum combination of Executive and Non-Executive Directors.

Category	No. of Directors	% of Total No. Directors
Executive Directors	3	50%
Independent Directors	3	50%
Total	6	100%

None of the Directors on the board is a member on more than ten committees and chairman of more than five committees across all the Companies in which he is a Director. All the Directors have made necessary disclosures regarding committee positions occupied by them.

A Composition and categories and brief resume of all the Directors on the Board, number of Board meeting along with their attendance thereat, as also the number of Directorships and Committee Memberships held by them in other companies are given below:

i) Directors Profile:

Mr. Kachardas Ratanchand Bedmutha:

Aged 75 years is an Engineer by Qualification. He is a founder of Bedmutha Industries Limited (BIL). Under his leadership the Bedmutha Industries Limited has grown from single product to multiproduct group. Mr. K.R. Bedmutha has worked with leading companies such as Birla Group, Heavy Engineering Corporation and Indian Tools, etc before venturing in the industry. He is the member of Institute of Engineers (India), Indian Institute of Industrial Engineers, and Institute of Works Managers (London), Board of national safety council and Industrial safety and health association. Mr. Bedmutha, along with his sons, promoted Bedmutha Industries Limited in 1990. K. R. Bedmutha is an Executive Chairman of the Company and represents the promoter group.

Mr. Vijay K. Vedmutha, Aged 46 years elder son of Mr. K.R. Bedmutha is qualified Industrial & Production Engineer. He has done MBA with specialization in Finance. He is a member of 'Institution of Engineers of India'. 'Associate Member of Institute of Valuers (India). 'Institute of Surveyors & Loss Assessors', 'Associate Member of the Society of Non-destructive Tester Institute' and 'Indian Institute of Plant Engineer'. Mr. Vijay Vedmutha is a Managing Director of the company and represents the promoter group. He joined the company since inception and looks after overseas Marketing and Finance operations of the company.

Mr. Ajay K. Vedmutha Aged 44, years younger son of Mr. K.R. Bedmutha is a qualified Mechanical Engineer. He is a member of 'Institution of Engineers of India', 'Deccan Sugar Technologies & Association'. 'Member of the 'National Safety Council' and 'Institute of Energy Engineers'. Mr. Ajay Vedmutha is Joint Managing Director of the company and represents the promoter group. He joined the company since inception and has been on the board since then. He is responsible for Production, Planning and Control operations of the Company.

Mr. Balasubramanian A:

Mr. Balasubramanian, A. aged 64 years is a Chartered Accountant by qualification, with a wide and varied experience of more than 30 years in industry and commercial banking. He had worked with Punjab National Bank for about 27 years, holding different positions in various areas of banking before retiring in 2008 as Chief General Manager. Before joining bank he had worked with a Tata group company for about 4 years.

Mr. Narayan Kadu:

Mr. Narayan Kadu, Aged 64 years is M.Sc. (Agri) & CAIIB by qualification. He worked as Asstt. Professor in Veterinary College for four years after that Joined Punjab National Bank as Officer (Technical) in the year 1977 and worked with Punjab National Bank in different capacities for 32 years. He worked as Chief Manager in Exceptionally Large Branch, New Delhi and then worked as Regional Manager of Rajkot (Gujarat) and Pune Regions. After his Promotion as Senior Regional Manager he headed Indore (MP) Region. In the year 2009 he retired as an Assistant General Manager from Mid Corporate Branch, Nagpur (specialized branch to deal only with corporate loan accounts) He is having vast experience in banking, specially Credit Management, appraisal of credit proposals, staff management, HRD etc. He earned several prestigious awards from bank during his tenure. He was a prudent and successful banker.

Mr. Shital Nahar:

Aged 42 years is B.E.(Computer) by qualification. He is Director of Nahar Integrated System Private Limited (NISPL) and looking after Entire business of NISPL from the year of 1995 till today. He is also active member of Computer Media Dealer Association.

ii) Details of meeting attended by Directors and their Directorship and membership in other Companies:

Name of Director	Categories	Attendance of meeting during the year		No. of Directorships	No. of Membership(s)/ Chairmanship(S) of Board Committees in other Companies.
		Board Meeting	Last AGM		
Mr. Kachardas R. Bedmutha	Executive Director	4	Yes	1	Nil
Mr. Vijay K. Vedmutha	Executive Director	3	Yes	1	Nil
Mr. Ajay K. Vedmutha	Executive Director	4	Yes	Nil	Nil
Mr. Balasubramanian A.	Independent Director	4	Yes	2	2 (one as chairman and one as a member)
Mr. Narayan Kadu	Independent Director	3	Yes	Nil	Nil
Mr. Shital Nahar	Independent Director	1	No	Nil	Nil

Note:

The directorship held by Directors as mentioned above, do not include Alternate Directorships and Directorships in Foreign Companies, Companies Registered under Section 25 of the Companies Act, 1956 and Private Limited Companies.

In accordance with clause 49 of the listing agreement, Membership/Chairmanship of Audit Committee and Shareholders/Investors Grievance committees in all public limited companies (Excluding Bedmutha Industries Limited) is considered.

iii) Details of Board Meeting Held:

Four board meetings were held during the year ended 31st March 2013, at least one board meeting was held in every quarter and time gap between the two board meetings was not more than four months as required under the provisions of clause 49 (I)(C)(i) of the Listing Agreement. The details of such Board Meetings are as follows:

Sr. No	Date of the Board Meeting	Board Strength	No. of Directors present.
1	28 th May 2012	6	5
2	14 th August 2012	6	5
3	6 th November 2012	6	5
4	7 th February 2013	6	4

BEDMUTHA INDUSTRIES LIMITED

III. BOARD COMMITTEES:

The Company has following five committees,

- A) Audit Committee (Mandatory)
- B) Shareholders and Investors Grievance Committee (Mandatory)
- C) Remuneration Committee. (Non Mandatory)
- D) Management Committee. (Non Mandatory)
- E) Project Management Steering Committee (Non Mandatory)

A) AUDIT COMMITTEE (MANDATORY)

i) Brief Description of Terms of reference:

The terms of reference stipulated by the Board to the Audit Committee are as follows:

1. Review of Company's financial reporting process and the disclosure to ensure that the financial statement is correct, sufficient and credible.
2. Recommending Appointment/Removal of External Auditors, Fixation of audit fee and payment for other services.
3. Reviewing Annual Financial statement before submission to the Board with focus on changes in accounting policies and practice, major accounting entries, qualifications in draft report, significant adjustments arising out of audit Accounting standards.
4. Statutory compliance and legal requirements.
5. Any related party transactions of material nature with promoters, managements, subsidiaries or relatives etc. that may have potential conflict with interest of the Company at large.
6. Reviewing with the management, external and internal auditors, the adequacy of internal control systems and internal audit function.
7. Discussion with internal Auditors, any significant findings and follow-up thereon. Reviewing any suspected fraud, irregularity or failure of internal control system of material nature and reporting the matter to Board.
8. Discussion with external Auditor in respect of pre and post audit matters.
9. Reviewing Company's financial and risk management policies.
10. Look into reason for substantial defaults in payments to depositors, debenture holders and creditors.

ii) Composition, names of members & chairman:

Name of Member	Designation	Category
Mr. Balasubramanian A.	Chairman	Independent Director
Mr. Narayan Kadu	Member	Independent Director
Mr. Vijay Vedmutha	Member	Executive Director (Managing Director)

iii) Meetings and Attendance during the year

Name of Members	Dates of the Audit Committee Meetings held and Attendance				
	13 th April 2012	28 th May 2012	13 th Aug 2012	6 th Nov. 2012	6 th Feb 2013
Mr. Balasubramanian A	✓	✓	✓	✓	✓
Mr. Narayan Kadu	✓	X	✓	✓	✓
Mr. Vijay Vedmutha	✓	✓	✓	✓	✓

✓ = Present X = Absent

The joint Managing Director, Chief Executive Officer, Senior Account personal, General Managers and the representative of Statutory Auditors, Internal Auditor/Consultants were also invited for the meetings of Audit Committee. The Company Secretary acts as Secretary of the Committee. Apart from various responsibilities, Committee focus on the area of Internal Control System to improve overall efficiency of organization.

B) SHAREHOLDERS AND INVESTORS GRIEVANCE COMMITTEE (MANDATORY):
i) Brief Description of Terms of reference:

The Company has constituted a shareholders and Investors Grievance Committee of Directors to redress the complaints of investors such as non-receipt of refund orders, shares sent for registration of transfer, non-receipt of notices and audited annual report, dividend etc.

ii) Composition of Shareholders and investors grievance Committee:

Name of the Member	Designation	Category
Mr. Shital Nahar	Chairman	Independent Director
Mr. Narayan Kadu	Member	Independent Director
Mr. Vijay Vedmutha	Member	Managing Director

On 6th February 2013 the meeting of Shareholders and Investors Grievance Committee was held to review the status of complaints.

iii) Share Transfer Agent

The Company has appointed Universal Capital Securities Pvt. Ltd. as common share transfer agent, to look after the shareholders correspondence, share transfer, transmissions, transpositions, to prepare shareholding pattern, issue of duplicate, split and consolidated share certificates, which are approved by the Committee. The Company has connectivity with NSDL & CDSL for dematerialization of shares.

- iv) The Compliance officer in terms of the requirements of the stock exchange who liaises with and monitor, the activities of the Share Transfer Agent.
- v) During the year the Company has not received any complaints from any shareholder and there were no outstanding Complaints as on 31st March 2013.

C) REMUNERATION COMMITTEE (NON MANDATORY) :
i) Brief Description of Terms of reference:

The remuneration Committee is responsible for recommending the fixation and periodic revision of compensation paid to Managing Director and Whole time Director after reviewing their experience, qualification and performance based on certain parameters.

ii) Composition of Remuneration Committee:

Name of Member	Designation	Category
Mr. Balasubramanian A	Chairman	Independent Director
Mr. Narayan Kadu	Member	Independent Director
Mr. Shital Nahar	Member	Independent Director

Committee meeting is convened as and when required to execute duties under terms of reference. During the year the meeting of Remuneration Committee was held on 6th November 2012 to consider about the remuneration of Managing Directors and whole time director.

BEDMUTHA INDUSTRIES LIMITED

iii) Details of Remuneration for the year ended on 31st March, 2013

a) Executive Directors:

(Amount in lacs)

Name of the Director	Basic Salary	Perquisites and allowance	Retire benefits	Commission payable	Performance linked insensitive	Total	Stock option granted
Mr. K. R. Bedmutha	6.66	11.496	-	-	-	18.156	-
Mr. V. K Vedmutha	6.66	12.387	-	-	-	19.047	-
Mr. A.K. Vedmutha	6.66	12.387	-	-	-	19.047	-

b) Independent Directors:

(In ₹)

Name of the Directors	Sitting Fees	Commission	Total
Mr. Balasubramanian A	1,30,000	-	1,30,000
Mr. Narayan Kadu	1,00,000	-	1,00,000
Mr. Shital Nahar	10,000	-	10,000

D) MANAGEMENT COMMITTEE (NON MANDATORY):

Board of Director has formed the Management Committee to look after the day to day administrative work of the Company and the matters related to Banking and legal.

i) Composition:

Name of the Director	Designation	Category
Mr. K.R. Bedmutha	Member	Executive Chairman
Mr. Vijay Vedmutha	Member	Managing Director
Mr. Ajay Vedmutha	Member	Joint Managing Director
Mr. Shital Nahar	Member	Independent Director

E) PROJECT MANAGEMENT STEERING COMMITTEE (NON MANDATORY):

The Board of Directors has constituted the project management steering committee to look in the implementation of mega project of the Company at Naradana. Dist. Dhule. The committee reviews of implementation of the project from various aspects which include financial, technical, personal activity and statutory requirements/compliances etc. The review and suggestions of the Project Management steering Committee has upgraded the implementation.

1) Composition:

Name of Director	Designation	Category
Mr. Balasubramanian A.	Chairman	Independent Director
Mr. Narayan Kadu	Member	Independent Director
Mr. K.R. Bedmutha	Member	Executive Director
Mr. Vijay K. Vedmutha	Member	Managing Director
Mr. Ajay K. Vedmutha	Member	Jt. Managing Director

GENERAL BODY MEETINGS:

i) Annual General Meetings:

The Annual General Meetings of the company during the preceding three years held within the limits of the city where the registered office of the Company is situated.

The date and time of the Annual General Meetings held during the preceding three years and the special resolutions passed thereat are as follows.

Year	Date	Time	Particulars of Special resolution passed
2011-12	21 st September 2012	3.00 pm	Pursuant to the provisions of section 163(1) of the Companies Act 1956 and all the applicable laws, rules, regulations then in force the members of the Company in the 22 nd Annual General Meeting have accorded their consent to keep the Register and Index of Members and copies of all annual Returns, certificates and documents required to be annexed to the annual return and all other statutory registers at the Corporate office of the Company at A-70/71/72 STICE, Sinnar, Dist. Nashik- 422103 instead of at the registered office of the Company.
2010-11	12 th August 2011	4.00 pm	Pursuant to the provisions of Section 61 of the Companies Act, 1956 and other applicable rules, regulations, guidelines and other statutory provisions which were then in force, the members of the Company, in the 21 st Annual General Meeting held on 12 th August 2012, have accorded their consent to vary the terms referred to in the Prospectus of the Company dated 05 th October, 2010, filed with the Registrar of Companies, Maharashtra, Mumbai.
2009-10	25 th September 2010	11.30 am	Authority from Shareholders u/s 372A to make any loan to body corporate, to provide security in connection with a loan made to body corporate by any other person or to any other person by any body corporate, and to acquire by way of purchase, subscription or otherwise the securities of other body corporate up to an aggregate amount of ₹ 25 Cr. (Rupees Twenty Five Crores) over and above the limits as prescribed under section 372 A of the companies Act 1956.

ii) Special resolution passed through Postal Ballot:

During the year the Company has not passed any special resolution by circulation or by postal Ballot.

DISCLOSURES:

- There were no transactions of material nature undertaken by your Company with its promoters, Directors or the management, their subsidiaries or relatives that may have a potential Conflict with the interest of the Company.
- The company has fulfilled all statutory compliance and there was no penalties, strictures imposed on the Company, by Stock Exchanges or SEBI or any Statutory Authority, on any matter related to Clause-49 of Listing Agreement, during the last three years.
- The Company has complied with the requirements regarding the Board of Directors, Audit Committee and other Board Committees and other disclosures as required under the provisions of the revised clause 49 of the listing agreement.

MEANS OF COMMUNICATION:

- Quarterly Results and Annual Financial Results:** Quarterly and Annual Financial results of the Company are generally published in National news paper *Free Press Journal* in English and *Nav Shakti* in vernacular language. There was delay of one day in publishing results for the last quarter of the year ended on 31st March 2013 due to circumstance beyond the control of the Company. The delay was immediately intimated to the stock exchange.
- Website:** The Securities and Exchange Board of India (SEBI) has made it mandatory for companies to maintain an updated website to post yearly and quarterly financial statements, shareholding pattern, details for shareholders, code of conduct, presentation made to institutional investors/ analyst/press release etc, on the site. Accordingly company has provided all such disclosures under Investor relation section of the Company's website: www.bedmutha.com apart from filing the same to NSE and BSE for publishing the same on their website.

BEDMUTHA INDUSTRIES LIMITED

GENERAL INFORMATION:

i) Forthcoming Annual General Meeting

Date: 13th August 2013

Time: 1.00 P.M.

Venue: Hotel Saiways, F-4, Sinnar-Shirdi Road, STICE, Dist. Nasik, Sinnar, 422 103.

ii) Financial year: 1st April 2012 to 31st March 2013.

iii) Date of Book Closure: 9th August, 2013 to 13th August, 2013 (both days inclusive).

iv) Dividend Payment: Board of Director has not recommended any dividend for the financial year ended on 31st March 2013.

v) Listing on stock exchange:

Bombay Stock Exchange Limited (BSE)

Phiroj Jeejibhoy Towers, Dalal street
Mumbai-400001.

National Stock Exchange of India Limited

"Exchange Plaza", Bandra –Kurla Complex.
Bandra (E). Mumbai- 400051.

vi) Stock Code:

1) BSE : 533270

2) NSE : BEDMUTHA

vii) Market Price Data:

Monthly high and low of shares prices at the stock exchange:

Month	BSE		NSE	
	Monthly High Price	Monthly Low price	Monthly High Price	Monthly low price
April 2012	19.80	15.95	19.45	15.90
May 2012	19.20	13.60	19.20	13.30
June 2012	19.30	13.80	19.35	13.90
July 2012	16.50	11.70	16.60	11.80
August 2012	12.80	11.00	12.70	10.75
September 2012	15.70	11.26	15.60	11.30
October 2012	13.99	11.20	14.00	10.85
November 2012	12.67	11.00	12.50	10.85
December 2012	17.88	11.51	18.00	11.35
January 2013	14.85	11.71	15.45	11.80
February 2013	12.80	10.60	12.80	10.90
March 2013	12.50	8.61	12.50	9.05

viii) Performance of the Company's share prices:

Monthly closing share prices vis-à-vis monthly closing of BSE Sensex and monthly closing of Nifty:

Month	Share price at BSE	% increase (+)/ decrease(-) change	Sensex	%change from previous Month	Share price at NSE	% increase (+)/ decrease(-) change	Nifty	%change from previous Month
April 2012	17.05	-9.79	17,318.81	-0.49	17.30	-7.24	5248.15	-0.90
May 2012	18.40	7.92	16,218.53	-6.35	18.45	6.65	4924.25	-6.17
June 2012	15.40	-16.30	17,429.98	7.46	15.20	-17.62	5278.90	7.20
July 2012	12.00	-22.08	17,236.18	-1.11	12.00	-21.05	5229.00	-0.95
Aug 2012	11.41	-4.92	17,429.56	1.12	11.65	-2.92	5258.50	0.56
Sept 2012	12.62	10.60	18,762.74	7.64	12.65	8.58	5703.30	8.46
Oct 2012	11.37	-9.90	18,505.38	-1.37	11.45	-9.49	5619.70	-1.47
Nov 2012	11.60	2.02	19,339.90	-4.50	11.75	2.62	5879.85	4.63
Dec 2012	13.50	16.38	19,426.71	0.44	13.50	14.89	5905.10	0.43
Jan 2013	11.92	-11.70	19,894.98	2.41	11.85	-12.22	6034.75	2.20
Feb 2013	11.18	-6.21	18,861.54	-5.19	11.05	-6.75	5693.05	5.66
March 2013	10.53	-5.81	18,835.77	1.96	10.55	-4.52	5682.55	0.18

ix) Registrar and Transfer Agent:

Universal Capital Securities Private Limited
 (Formerly known as Mondkar Computers Pvt. Ltd.)
 21, Shakil Niwas, Opp. Satya Saibaba, Temple, Mahakali Caves Road. Mumbai-400093.
 Tel : +91 22 28207203/05/28257641.
 Fax : 28207207.

x) Share Transfer System:

Transfer of shares which are in dematerialized form will be done through the depositories with no involvement of the Company. As regards transfer of share held in physical form, the transfer of document can be lodged to the Registrar and Transfer Agent at the above address. The directors/ Company Secretary are severally empowered to approve the above transfer.

The Company obtains a certificate from Company Secretary in practice under clause 47(C) of the Listing Agreement on half yearly basis and files the said certificate with the stock Exchanges.

xi) Distribution of Shareholding:

No. of Shares	Shareholders	Shares	% of the total shares
0-5000	4986	706335	3.358
5001- 10,000	565	469386	2.232
10001-20,000	331	517009	2.458
20,001-30,000	112	290925	1.383
30,001-40,000	48	172089	0.818
40,001-50,000	54	253776	1.207
50,001-1,00,000	87	601304	2.859
1,00,001 and above	100	18020787	85.684
Total	6283	21031611	100

BEDMUTHA INDUSTRIES LIMITED

xii) Dematerialization of shares and liquidity as on 31st March 2013:

Category	Shareholders	Number of Shares	%
NSDL	3501	3440607	16.36
CDSL	2982	17571935	83.55
Physical	5	19069	0.09
Total	6488	21031611	100

xiii) Shareholding Pattern as on 31st March 2013:

Category code	Category of Shareholders	Numbers of Shareholders	Total number of Shares	As a percentage of A+B+C
A	Shareholding Pattern of Promoter and Promoter Group			
1	Indian	14	13512651	64.25
2	Foreign	0	0	0
	Total shareholding of Promoter and promoter Group	14	13512651	64.25
B	Public Shareholding			
1	Institutions	1	251000	1.19
2	Non Institutions	6268	7267960	34.56
	Total Public Shareholding	6269	7518960	35.75
C	Shares held by Custodians and against which Depository receipt have been issued			
1	Promoter and promoter group	0	0	0
2	Public	0	0	0
	Total A+B+C	6283	21031611	100

Note: The above shareholding pattern is as per the record of Registrar and Transfer Agent as on 31st March 2013.

xiv) Plant Locations:

Plant-1: Plot No. A-31 to 35 & 57, STICE, Musalgaon, Sinner, Dist. Nashik (Maharashtra)-422103

Plant-2: Plot No. A-70/71/72, STICE, Musalgaon, Sinner, Dist. Nashik (Maharashtra)-422103.

Plant-3: plot No. B-113, STICE, Musalgaon, Sinner, Dist. Nashik (Maharashtra)-422103.

Plant-4: plot No. B-140, STICE, Musalgaon, Sinner, Dist. Nashik (Maharashtra)-422103.

Plant-5: Plot No. E-1, MIDC, Phase-2, Naradana, Tal. Sindkheda, Dist. Dhule.

xv) Address for correspondence:

The shareholders may address their queries and communications to the Registrar and Transfer agent at the address given above or may contact a company at the following address:

BEDMUTHA INDUSTRIES LIMITED:

Registered Office:	A-32 STICE, Musalgaon, Sinner, Dist. Nashik-422103 (Maharashtra).
Tel	+91 2551 240481/240631/240068/240069
Fax	+91 2551 240482.
Corporate office	A-70/71/72, STICE, Musalgaon, Sinner, Dist. Nashik – 422103.
Website	www.bedmutha.com
Email	cs@bedmutha.com

For **BEDMUTHA INDUSTRIES LIMITED**

Date: 16th May 2013
Place: Sinner

Vijay K. Vedmutha
Managing Director

Chief Executive Officer and Chief Financial Officer Certificate under clause 49 of the Listing Agreement with the Stock Exchange.

To,

The Board of Directors of

BEDMUTHA INDUSTRIES LIMITED

A-32, STICE, Musalgaon, Sinner, Nashik-422 103

Certificate under clause 49(V) of the Listing Agreement.

I, Vijay Kachardas Vedmutha, Managing Director and Vinita Ajay Vedmutha, Chief Executive officer of the Company, heading the finance function certify that:

- a) We have reviewed financial statements and the cash flow statement for the Financial Year 2012-13 and that to the best of our knowledge and belief:
 - i) These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the said year which are fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditor and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee
 - (i) Significant changes in internal control over financial reporting during the year; if any
 - (ii) Significant changes in accounting policies, if any during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Vijay K Vedmutha
(Managing Director)

Vinita A Vedmutha
(CEO)

Date: 16/05/2013

Place: Sinner

BEDMUTHA INDUSTRIES LIMITED

PRACTISING COMPANY SECRETARIES CERTIFICATE ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT(S)

To the Members of Bedmutha Industries Limited,

We have examined the compliance of conditions of Corporate Governance by Bedmutha Industries Limited (Company) for the year ended 31st March 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

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

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

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

FOR KANJ & ASSOCIATES
Company Secretaries

Vikas Khare
Partner

Date: 16 May, 2013

Place: Sinner

Independent Auditor's Report

To the Members of Bedmutha Industries Limited

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **Bedmutha Industries Ltd** ("the Company"), which comprise the Balance Sheet as at **31st March, 2013**, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating

the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

for Patil Hiran Jajoo & Co.
Chartered Accountants
Firm Registration No: **120117 W**
Aniruddha Jajoo
Partner
Membership No: **103246**

Place : Nashik

Date : 16 /05 / 2013

BEDMUTHA INDUSTRIES LIMITED

ANNEXURE TO THE AUDITORS REPORT ON FINANCIAL STATEMENTS

- i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) These fixed assets have been physically verified by the management at reasonable intervals. According to the information given to us no material discrepancies were noticed on such verification.
- (c) During the year, the company has not disposed off its fixed assets so as to affect it as a going concern.
- (d) No fixed assets has been revalued during the year
- ii) (a) As explained to us, the inventories of finished goods, semi-finished goods and raw material were physically verified by the management at reasonable interval. In our opinion, the frequency of verification is reasonable.
- (a) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the company and the nature of its business.
- (b) In our opinion, the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical verification and book records were not material.
- (c) In respect of the Company's trading activity, we are informed that there are no damaged stocks.
- iii) (a) Particulars of loans and advances unsecured taken by company from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.

No. of Parties	Type	Amount involved in the transaction (₹ in Lacs)	
		Closing Balance	Maximum Amount Outstanding
-----Nil-----			

Particulars of loans and advances unsecured granted by company to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.

No. of Parties	Type	Amount involved in the transaction (₹ in Lacs)	
		Closing Balance	Maximum Amount Outstanding
Two	Loan	283.53	297.72
Five	Advance	1,249.18	1,308.05

- (b) In our opinion, the rate of interest and other terms and conditions on which loans and advances have been taken from / granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 are not prima facie, prejudicial to the interest of the company.
- (c) The company has taken loans from or granted advances to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956. According to the information & explanation given to us, the loan & advances are without stipulation of repayment of principal or interest amount.
- (d) There is no overdue amount of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to sale of Goods and Services. Further on the basis of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
- v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lac in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- vi. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Sec 58A and Sec 58 AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.
- vii. The company has an adequate internal audit system commensurate with the size and nature of its business.

- viii. We have broadly reviewed the books of accounts maintained by the company in respect of activity where, pursuant rules made by Central Government of India, the maintenance of cost records has been prescribed u/s 209 (1) (d) of the Companies Act, 1956 & are of opinion that prima facie the prescribed accounts & records have been made & maintained. We have not, however made a detailed examination of cost records with a view to determine whether they are accurate or complete.
- ix. (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income tax, sales tax, service tax, employees' state insurance, custom duty, excise duty, cess and other material statutory dues applicable to it. There have been no taxes unpaid as on 31st March 2013 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute except as stated below:-

Sr. No.	Department	Financial Year	Amount of Dispute (In ₹)
1	Department of Sales Tax, Maharashtra	1999-00	45,514/-
2	Custom Excise & Service tax Appellate Tribunal, Bombay	2004-05	88,75,694/-

- x. The company does not have any accumulated loss as on 31st March 2013, and has not incurred cash loss during the year covered by our audit and in the immediately preceding financial year.
- xi. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to the bank or financial institutions.
- xii. In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantee given by the company for loans taken by others from banks or financial institutions are not prima facie prejudicial to the interest of the Company. Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund /society. Therefore, the provision of clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- xiv. In our opinion, and according to the information and explanations given to us, the company is not dealing in or trading in shares, securities, debentures and other investments.
- xv. In our opinion & according to information & explanation given to us, the terms & conditions of guarantees given by company for loans taken by others from bank or financial institutions during the year are not prejudicial to the interest of the company.
- xvi. In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which they were obtained.
- xvii. On the Basis of our overall examination of the financial statements and other records of the company, we report that the no funds raised on short-term basis have been used for long-term investment.
- xviii. According to the information and explanations given to us, the company has not made the preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- xix. According to the information and explanations given to us, the company has not issued any debentures during the year.
- xx. During the period covered by our audit report, the company has not raised money through public issue, We have verified the end use of money raised by public issue in last year disclosed in notes to the financial statements.
- xxi. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing standards in India, and according to the information and explanations given to us we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have been informed of such case by the management.

for Patil Hiran Jajoo & Co.
Chartered Accountants
Firm Registration No: **120117 W**
Aniruddha Jajoo
Partner
Membership No: **103246**

Place : Nashik
Date : 16 /05 / 2013

BEDMUTHA INDUSTRIES LIMITED

Standalone Balance Sheet as at 31st March, 2013.

			(₹ In Lacs)
	Note	As at 31st March 2013	As at 31st March 2012
I. EQUITY & LIABILITIES			
1. Shareholders' Fund			
a. Share Capital	1	2,103.16	2,103.16
b. Reserves & Surplus	2	10,393.81	10,174.81
		-	-
2. Non-current Liabilities			
a. Long-term borrowings	3	7,620.08	2,135.10
b. Deferred tax liabilities (Net)	4	398.36	301.86
c. Other long term liabilities	5	1.94	18.76
		-	-
3. Current Liabilities			
a. Short-term borrowings	6	9,584.58	6,489.20
b. Trade Payables	7	2,795.98	2,218.72
c. Other short term liabilities	8	574.90	558.63
d. Short-term provisions	9	8.00	-
		33,480.81	24,000.24
II. ASSETS			
1. a. Fixed Assets	10		
i. Tangible Assets		10,092.10	6,021.35
ii. Intangible Assets		35.48	43.23
iii. Capital work-in-progress		5,945.69	1,242.46
b. Non-current Investment	11	394.41	291.34
c. Long term loans and advances	12	1,539.34	1,552.33
d. Other non-current assets	13	340.21	1,093.70
		-	-
2. Current Assets			
a. Inventories	14	4,297.02	5,132.35
b. Trade Receivables	15	5,436.49	4,163.88
c. Cash and Cash equivalents	16	1,055.35	1,701.15
d. Short-term loans and advances	17	3,100.47	1,887.72
e. Other Current assets	18	1,244.25	870.73
		33,480.81	24,000.24

Notes form an integral part of these financial statements

As per our attached report of even date.

for M/s Patil Hiran Jajoo & Co.
Chartered Accountants

Aniruddha Jajoo
Partner
M.No. 103246
Firm Regd 120117W
Place: Nashik
Date : 16.05.2013

for and on the behalf of Board of Directors of
Bedmutha Industries Limited

K R Bedmutha
Chairman

Vijay Vedmutha
Managing Director

Chandan Kshirsagar
Company Secretary

Profit and Loss Statement for the Period ended 31st March, 2013.

(₹ In Lacs)

	Note	Year ended 31st March 2013	Year ended 31st March 2012
Revenue from operations	19	24,039.06	23,021.93
less: Excise Duty/Service Tax/Tax Collected		2,554.63	2,147.30
I. Net Revenue from operations		21,484.43	20,874.63
II. Other Income	20	255.00	284.31
III. Total Revenue (I + II)		21,739.43	21,158.94
IV. Expenses:			
Cost of material consumed	21	16,340.56	16,394.46
Purchase of Stock-in-Trade	22	221.58	832.54
Manufacturing and Operating Cost	23	2,444.90	2,033.11
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	24	(202.97)	(352.44)
Employee benefits expenses	25	387.61	470.20
Finance Cost	26	972.91	928.70
Depreciation and amortisation expenses	27	632.55	511.28
Other Expenses	28	594.36	457.22
Total Expenses		21,391.50	21,275.07
V. Profit before exceptional item & Tax (III - IV)		347.93	(116.13)
VI. Exceptional item		-	-
VII. Profit before Tax (V - VI)		347.93	(116.13)
VIII. Tax Expenses			
(1) Current Tax		8.00	-
(2) Deferred Tax		96.50	(51.20)
(3) Tax in respect of earlier year		15.04	(30.89)
IX. Profit / (Loss) for the year (VII - VIII)		228.39	(34.04)
X. Earning per equity share of ₹ 10 each			
(1) Basic		1.09	(0.16)
(2) Diluted		1.09	(0.16)
Weighted average number of shares outstanding		21,031,611	21,031,611

Notes form an integral part of these financial statements

As per our attached report of even date.

 for M/s Patil Hiran Jajoo & Co.
Chartered Accountants

 for and on the behalf of Board of Directors of
Bedmutha Industries Limited

 Aniruddha Jajoo
Partner
M.No. 103246
Firm Regd 120117W
Place: Nashik
Date : 16.05.2013

 K R Bedmutha
Chairman

 Vijay Vedmutha
Managing Director

 Chandan Kshirsagar
Company Secretary

BEDMUTHA INDUSTRIES LIMITED**Cash Flow Statement for the year ended 31st March , 2013**

	31/03/2013	(₹ In Lacs) 31/03/2012
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax and Extra Ordinary items	347.93	(116.13)
Adjustment For		
Add : Depreciation	544.22	475.01
(Profit) / Loss on Sale Of Investment	1.42	(1.12)
Miscellaneous Expenses written off	88.33	36.27
Interest & Financial charges (Net)	972.91	928.70
Dividend Income	(0.70)	(0.01)
Operating Profit Before Working Capital Changes	1,954.11	1,322.72
Adjustment for working capital changes		
(Increase) / Decrease in Trade & Other Receivables	(2,778.89)	(1,412.94)
(Increase) / Decrease in Inventories	835.33	(836.94)
Increase / (Decrease) in Trade Payable & Other Liabilities	576.67	400.47
Cash Generated from Operations	(1,366.89)	(1,849.41)
Direct Taxes paid	(78.67)	(78.47)
Net Cash From Operating Activities	508.55	(605.16)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets / Capital Work In Progress	(8,659.85)	(1,427.02)
Purchase of Investments	(105.10)	(46.04)
Sale of Fixed Assets / Investment	2.47	0.00
Dividend Income	0.70	0.01
Net Cash used in Investing Activities	(8,761.78)	(1,473.05)
C CASH FLOW FROM FINANCING ACTIVITIES		
Increase/ (Decrease) Net Proceeds from Long Term Borrowings	5,484.98	262.61
Increase/ (Decrease) Net Proceeds form Short Term Borrowings	3,095.37	2,967.22
Interest & Financial charges (Net)	(972.91)	(928.70)
Net Cash From Financing Activities	7,607.44	2,301.13
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	(645.80)	222.92
Opening Cash & Cash equivalents	1,701.15	1,478.23
Closing Cash & Cash equivalents	1,055.35	1,701.15

Note : i. Figures in brackets represents outflows
ii. Previous year figures have been regrouped / restated wherever necessary

As per our attached report of even date.

for M/s Patil Hiran Jajoo & Co.
Chartered Accountants

for and on the behalf of Board of Directors of
Bedmutha Industries Limited

Aniruddha Jajoo
Partner
M.No. 103246
Firm Regd 120117W
Place: Nashik
Date : 16.05.2013

K R Bedmutha
Chairman

Vijay Vedmutha
Managing Director

Chandan Kshirsagar
Company Secretary

BEDMUTHA INDUSTRIES LIMITED



	(₹ In Lacs)	
	As at 31st March 2013	As at 31st March 2012
NOTE - 1		
SHARE CAPITAL		
Authorised Equity Capital	2,500.00	2,500.00
[25000000 Equity Shares Of ₹ 10 Each]		
[25000000 Equity Shares Of ₹ 10 Each For Previous Year]		
Issued, Subscribed and Paid up Capital		
[2,10,31,611 Equity Shares Of ₹ 10 Each]	2,103.16	2,103.16
[2,10,31,611 Equity Shares Of ₹ 10 Each for Previous Year]		
	2,103.16	2,103.16

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

Name of Shareholder	No. of Shares (% of holding)	
	As at	As at
	31st March 2013	31st March 2012
Ajay Kachardas Vedmutha	33,54,897 (15.95%)	32,63,059 (15.52%)
Vijay Kachardas Vedmutha	33,41,593 (15.89%)	32,63,059 (15.52%)
Kachardas Ratanchand Vedmutha	21,00,829 (9.99%)	20,03,357 (9.53%)
Vinita Ajay Vedmutha	12,30,148 (5.85%)	11,80,148 (5.61%)
Bedmutha Sons Reality Ventures Private Limited	11,87,108 (5.64%)	11,18,200 (5.32%)
Usha Vijay Vedmutha	12,30,134 (5.85%)	11,05,148 (5.25%)

Details of shares issued other than cash

22,96,862 Equity Shares of ₹ 10 each fully paid up issued on 5th December 2008, to Shareholders of Shriram Wire Private Limited, Kamdhenu Wire Private Limited and Ajay Wire Products Private Limited pursuant to Scheme of amalgamation.

30,06,850 Equity Shares of ₹ 10 each fully paid were issued as Bonus Shares in ratio of 1:3 on 31st October 2009.

NOTE - 2

RESERVES & SURPLUS

Capital Reserve

Opening Balance	44.17	44.17
Addition : During the year	-	-
Closing Balance	44.17	44.17

Share Premium Account

Opening Balance	8,287.99	8,287.99
Addition : During the year	0	0
Closing Balance	8,287.99	8,287.99

Revaluation Reserve

Opening Balance	9.39	18.89
Less : Written off during the year	9.39	9.50
Closing Balance	-	9.39

Surplus

Opening Balance	1,833.26	1,867.30
Add : Surplus / (Deficit) during the year	228.39	(34.04)
Closing Balance	2,061.65	1,833.26
	10,393.81	10,174.81

BEDMUTHA INDUSTRIES LIMITED

	(₹ In Lacs)	
	As at	As at
	31st March 2013	31st March 2012
NOTE - 3		
Non-current Liabilities		
(a) LONG-TERM BORROWINGS		
i. Secured		
1. Term Loan from Banks	5,981.25	1,078.39
2. Letter of Credit	579.09	-
	6,560.34	1,078.39

Nature of Security

Term loans amounting to ₹ 452.57 lacs (March 31, 2012 : ₹ 825.78 lacs are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, and the personal guarantee of Promoter Directors and others.

Term loans amounting to ₹ 5764.95 lacs (March 31, 2012 : ₹ 593.09 and Letter of Credit amounting to ₹ 579.09 lacs (March 31, 2012 : ₹ Nil) are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, Gat no. 232,237,29, Rasegaon, Taluka Dindori, Nahsik, Plot No. E 1, Nardana Industrial Estate, Dhule, and personal guarantee of promoter directors

Vehicle Loans amounting to ₹ 28.57 lacs (March 31, 2012 : ₹ 29.13 lacs) are secured by the way of hypothecation of Vehicle purchased thereunder.

Terms of Repayment

Term loan amounting to ₹ 80.30 lacs (March 31, 2012 : ₹ 152.30 lacs) is repayable in 28 quarterly instalments. Last instalment due in May 2014

Term loan amounting to ₹ 84.41 lacs (March 31, 2012 : ₹ 144.42 lacs) is repayable in 60 monthly instalments. Last instalment due in June 2015

Term loan amounting to ₹ 155.56.00 lacs (March 31, 2012 : ₹ 208.62 lacs) is repayable in 60 monthly instalments. Last instalment due in June 2015

Term loan amounting to ₹ 9.83 lacs (March 31, 2012 : ₹ 58.46 lacs) is repayable in 60 monthly instalments. Last instalment due in April 2013

Term loan amounting to ₹ 92.35 lacs (March 31, 2012 : ₹ 137.37 lacs) is repayable in 60 monthly instalments. Last instalment due in May 2015

Term loan amounting to ₹ 30.12 lacs (March 31, 2012 : ₹ 75.98 lacs) is repayable in 60 monthly instalments. Last instalment due in March 2014

Term loan amounting to ₹ 1073.29 lacs (March 31, 2012 : ₹ 243.09 lacs) is repayable in 24 Structured Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 1469.16 lacs (March 31, 2012 : ₹ 350.00) is repayable in 24 Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 2225.00 lacs (March 31, 2012 : Nil) is repayable in 24 Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 947.50 lacs (March 31, 2012 : Nil) is repayable in 24 Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 50.00 lacs (March 31, 2012 : Nil) is repayable in 24 Quarterly Instalments. Last instalment due in December 2019

Vehicle loan amounting to ₹ 11.71 lacs (March 31, 2012 : ₹ 14.04) is repayable in 59 monthly instalments. Last instalment due in February 2017

Vehicle loan amounting to ₹ 3.28 lacs (March 31, 2012 : ₹ 4.13 lacs) is repayable in 45 monthly instalments. Last instalment due in December 2014

BEDMUTHA INDUSTRIES LIMITED



Vehicle loan amounting to ₹ 3.35 lacs (March 31, 2012 : ₹ 4.27 lacs) is repayable in 45 monthly instalments. Last instalment due in November 2014

Vehicle loan amounting to ₹ 7.00 lacs (March 31, 2012 : ₹ Nil) is repayable in 84 monthly instalments. Last instalment due in February 2020

Vehicle loan amounting to ₹ 3.29 lacs (March 31, 2012 : ₹ 4.19 lacs) is repayable in 45 monthly instalments. Last instalment due in October 2014

	As at 31st March 2013	As at 31st March 2012
(₹ In Lacs)		
ii. Unsecured		
1. From WMDC / DIC	1,050.74	1,047.71
2. From Others	9.00	9.00
ii	<u>1,059.74</u>	<u>1,056.71</u>
il+ ii	<u>7,620.08</u>	<u>2,135.10</u>

Instalments falling due in respect of all the above Loans upto 31st March 2014 has been grouped under "Current maturities of long term debt (refer Note 8)

NOTE - 4

Non-current Liabilities

(b) DEFERRED TAX LIABILITIES (NET)

Deferred Tax Liability on account of :

Depreciation	395.47	307.95
Misc. Expenditure written off	2.89	11.21
	<u>398.36</u>	<u>319.16</u>

Deferred Tax Asset on account of :

Unabsorbed Depreciation	-	17.30
	<u>-</u>	<u>17.30</u>

Deferred Tax - Liability / (Assets)- Net

<u>398.36</u>	<u>301.86</u>
---------------	---------------

NOTE - 5

Non-current Liabilities

(c) OTHER LONG TERM LIABILITIES

i Advances From Customers	0.01	7.24
ii Creditors For Fixed Assets##	1.93	4.07
iii Earnest Money Deposit	-	7.45
	<u>1.94</u>	<u>18.76</u>

NOTE - 6

Current Liabilities

(a) SHORT-TERM BORROWINGS

Secured

i Working Capital Loans***	3,847.30	3,724.55
ii Demand Loan **	35.00	-
iii Buyers credit arrangements****	1,765.30	1,319.78
iv. Letter of Credit****	3,936.98	1,444.87
	<u>9,584.58</u>	<u>6,489.20</u>

BEDMUTHA INDUSTRIES LIMITED

***Working Capital loans amounting to ₹ 3847.30 lacs (March 31, 2012 ₹ : 3724.55 lacs) and Buyers Credit Arrangements amounting to ₹ 1115.37 lacs (March 31, 2012 : ₹ 1319.79 lacs) and Letter of Credit amounting to ₹ 2514.82 lacs (March 31, 2012 : ₹ 1319.79) are secured by way of hypothecation of Current Assets and extension of second pari passu charge on the movable and non-movable fixed assets excluding windmill and vehicles.

##Buyers Credit Arrangement amounting to ₹ 647.92 lacs (March 31, 2012 : ₹ Nil) and Letter of Credit amounting to ₹ 1422.16 lacs (March 31, 2012 : ₹ Nil) are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, Gat no. 232,237,29, Rasegaon, Taluka Dindori, Nashik, Plot No. E 1, Nardana Industrial Estate, Dhule, and personal guarantee of promoter directors

**Demand loan is secured by way hypothecation of Fixed Deposit Reciepts of ₹ 38 lacs

	As at 31st March 2013	As at 31st March 2012
NOTE - 7		
Current Liabilities		
(b) TRADE PAYABLES		
i Advances From Customers	42.00	28.95
ii Creditors Raw Material ##	1,571.26	1,409.14
iii Creditors For Expenses ##	367.16	248.52
iv Creditors For Fixed Assets##	815.56	532.11
	2,795.98	2,218.72

refer Note 32

NOTE - 8		
Current Liabilities		
(c) OTHER SHORT TERM LIABILITIES		
i Current maturities of long term debts	268.12	370.93
ii Other Advances	36.97	4.78
iii Outstanding Expenses	269.81	180.57
iv Credit Balance in Current Account	-	0.26
v Banks & Financial Institutions	-	2.09
	574.90	558.63

NOTE - 9		
Current Liabilities		
(d) SHORT-TERM PROVISIONS		
i Provision for Income Tax	8.00	-

Note-10 FIXED ASSETS

Description of Assets	GROSS BLOCK						DEPRECIATION				NET BLOCK	
	As at 01.04.2012	Revalued Asset on Amalgamation	Addition	Deductions / Adjustment	As at 31.03.2013	As at 01.4.2012	On Revaluation	For the Year	Deduction	Depreciation Reversed	As at 31.03.2013	As at 31.3.2012
A Intangible Fixed Assets												
Goodwill	86.51	-	-	-	86.51	43.28	-	8.65	-	-	51.93	43.23
	-	-	-	-	-	-	-	-	-	-	-	-
B Tangible Fixed Assets												
Land Leasehold	2,110.99	12.23	19.91	-	2,130.91	-	-	-	-	-	2,130.91	2,110.99
Land Freehold	654.50	-	-	-	654.50	-	0.28	-	-	-	654.50	654.50
Factory Buildings	1,473.17	33.62	2,534.11	2.28	4,005.00	284.32	2.93	58.45	-	0.80	3,661.43	1,188.85
Plant & Machinery	4,457.57	81.02	1,525.81	-	5,983.37	2,497.32	6.18	466.44	-	-	2,963.76	1,960.22
Furniture & Fixtures	131.53	-	12.85	-	144.39	19.55	-	11.19	-	(2.55)	116.21	111.99
Office Equipment	77.96	-	4.35	-	82.30	29.86	-	4.01	-	(0.22)	48.65	48.10
Vehicles	123.41	-	7.06	6.11	124.37	52.29	-	12.42	4.57	(0.93)	65.15	71.12
Computer Equipment	50.59	-	113.08	-	163.67	18.70	-	10.32	-	0.16	134.50	31.89
Electrical Installations	-	-	258.98	-	258.98	-	-	0.28	-	(0.06)	258.77	-
Kalamboli Office & Staff Quarter	3.32	-	-	-	3.32	-	-	0.04	-	-	3.27	3.32
C Capital Work-in-progress												
	1,082.84	-	4,874.12	11.27	5,945.69	-	-	-	-	-	5,945.69	1,082.84
Grand Total (A+B+C)	10,252.38	126.87	9,350.27	19.66	19,582.99	2,945.31	9.39	571.79	4.57	(2.81)	16,073.26	7,307.04

(₹ In Lacs)

BEDMUTHA INDUSTRIES LIMITED

NOTE - 11	As at 31st March 2013			As at 31st March 2012		
	Nos	Face Value	₹ In Lacs	Nos	Face Value	₹ In Lacs
b. NON-CURRENT INVESTMENTS						
Subsidiary Company {Trade Investments (unquoted)}						
Kamalasha Infrastructure & Engineering Pvt. Ltd.	542,000	10	51.21	542,000	10	51.21
Associates {Trade Investments (unquoted)}						
Ashoka Pre-con Private Ltd. Refer '(a)' below	418,256	10	165.83	418,256	10	165.83
Other Companies {Trade Investments (unquoted)}						
Jenil Steel Pvt. Ltd.	1	10	₹ 10.00	1	10	₹ 10.00
(i)			217.04			217.04
Non Trade Investments (unquoted)						
Land at Sinnar (refer Note 39)			117.60			-
Government Securities & Others			0.65			0.70
ICICI Prudential Life Insurance			2.00			1.50
Metlife India Insurance Co.Ltd			5.00			5.00
Shares In Steel Chamber			0.01			0.01
Shares In Stice Sinnar			0.01			0.01
Sharamrao Vitthal Bank Shares			0.03			0.03
Saraswat Co-operative Bank			0.05			0.05
Nashik Merchants Co-op Bank			0.36			0.36
(ii)			125.71			7.66
Share Application Money						
Ashoka Precon Pvt Ltd.			-			30.00
(iii)			-			30.00
Mutual Fund (quoted)	Nos	NAV in Lacs	₹ In Lacs	Nos	NAV in lacs	₹ In Lacs
Birla SL Dividend Yield Plus G Fund	3,334.482	2.88	2.80	1,952.341	1.68	1.60
L & T Equity Fund (Filidity Equity Fund)	2,000.000	0.71	0.20	2,000.000	0.68	0.20
Franklin Asian Equity Fund-Growth	1,955.990	0.25	0.20	1,955.990	0.23	0.20
Franklin India Prima Plus Fund-Growth	98.385	0.23	0.20	98.385	0.22	0.20
Franklin India Blue Chip G Fund	712.757	1.61	1.08	712.760	1.52	1.08
Franklin India Bluechip Fund-Growth	107.740	0.24	0.20	107.740	0.23	0.20
Franklin India Opprtunity G Fund	3,646.297	1.11	0.93	3,646.300	1.07	0.93
Franklin India Prima Plus G Fund	1,846.138	4.39	3.68	1,322.718	2.92	2.58
HDFC Prudence Growth Fund	2,085.711	4.64	3.85	1,544.736	3.33	2.65
HDFC-Top-200 Growth Fund	2,143.192	4.51	3.85	1,563.356	3.15	2.65
ICICI Prudential Discovery Growth Fund	5,798.821	3.11	2.80	3,492.002	1.68	1.60
ICICI Prudential Flexi Growth Fund	3,962.275	5.20	5.00	2,000.000	2.00	2.00
IDFC Mutual Growth Fund F-701987/06	10,000.000	1.62	1.00	10,000.000	1.53	1.00
IDFC Premier Equity Plan A Growth Fund	7,852.581	2.87	2.70	5,063.056	1.57	1.60
Principal Emerging Fund	50,000.000	15.51	5.00	50,000.000	13.63	5.00
Principal Large Cap Fund-Dividend Plan	4,945.598	0.96	1.00	4,945.598	0.90	1.00

BEDMUTHA INDUSTRIES LIMITED



Mutual Fund (quoted)	Nos	NAV in Lacs	₹ In Lacs	Nos	NAV in lacs	₹ In Lacs
Reliance Equity Opprtunity G Fund	12,103.189	4.98	3.75	9,351.773	3.31	2.55
Reliance Growth Fund	294.898	1.30	0.95	294.900	1.28	0.94
Reliance Infrasutructure Fund	4,792.176	0.27	0.49	4,792.176	0.36	0.49
Reliance Regular Saving Equity G Fund	9,735.836	2.89	2.80	5,452.977	1.58	1.60
SBI Magnum Contra Growth Fund	2,401.535	1.36	1.08	2,401.540	1.24	1.08
SBI Magnum Global Growth Fund	2,614.264	1.68	1.05	2,614.260	1.52	1.05
Sunderam Paribas Select Midcap G Fund	2,940.623	4.56	3.85	2,092.976	3.15	2.44
U.T.I Infrastructure Fund	5,000.000	1.32	0.50	5,000.000	1.14	0.50
UTI Master Value Growth Fund	5,365.656	2.68	2.70	2,991.286	1.49	1.50
	(iv)		51.66			36.64
	(i + ii + iii + iv)		394.41			291.34
			Book Value		Market Value	
			31/03/13	31/03/12	31/03/13	31/03/12
Aggregate of Quoted Investment			51.46	34.44	70.86	48.72
Aggregate of unQuoted Investment			166.34	100.45	166.14	100.93
			217.80	134.89	237.00	149.65

- (a) The company has an investment of ₹ 165.83 lacs in the shares of Ashoka Pre-con Private Limited, the company has 49% share holding. Further the company has given advances, Trade receivables, net of Trade Payable amounting to ₹ 216.74 lacs recoverable from APPL. The net worth of APPL has eroded due to operational losses. No provision is provided by the management at present as the losses are expected to be recoverable in the near future.

	As at 31st March 2013	As at 31st March 2012
NOTE - 12		
Non-current assets		
(c) OTHER LONG TERM LOAN & ADVANCES		
i. Security Deposit	142.16	94.47
ii. Loans & advances to related parties	527.28	324.83
iii. Other Loans & advances	869.90	1,133.03
	1,539.34	1,552.33
NOTE - 13		
Non-current assets		
(d) OTHER NON-CURRENT ASSETS		
Deferred Revenue Expenses		
Opening	28.06	64.33
Less : Written off during the year	9.35	36.27
a.	18.71	28.06
Pre Operative Expenses		
Opening	0.01	424.99
Add : Addition during the year	1,910.27	245.75
Less : Capitalised to Fixed Asset	1,904.70	-
b.	5.58	670.74
Issue Expenses		
Opening	394.90	394.90
Less : Written off during the year	78.98	-
c.	315.92	394.90
(a + b + c)	340.21	1,093.70

BEDMUTHA INDUSTRIES LIMITED

	As at 31st March 2013	(₹ In Lacs) As at 31st March 2012
NOTE - 14		
Current Assets		
(a) INVENTORIES		
(As taken, valued and certified by the management)		
i Raw Material	581.20	479.58
- in transit	-	1,043.14
ii Finished Goods	781.65	476.72
iii Trading Stock	168.08	123.69
less : Transferred to Investment (refer Note 39)	117.60	-
	50.48	123.69
iv Consumables	326.13	305.31
v Work-in-Progress	2,557.56	2,703.91
	4,297.02	5,132.35
Details of Raw Material		
Wire Rod	83.85	1,072.01
Zinc	335.54	295.84
Lead	160.71	153.76
Iron & Steel	1.10	1.11
	581.20	1,522.72
Details of Finished Goods		
G I Wire	590.75	345.45
M S Wire	48.15	19.06
H C Wire	138.60	73.30
P C Wire	3.34	20.32
Others	0.80	18.59
	781.65	476.72
Details of Stock in Trade		
Wire Nail	-	6.09
Crushed Stone	50.48	-
Land	-	117.60
	50.48	123.69
Details of Work in Progress		
Wire Rod & Zinc, Lead & Others	2,557.56	2,703.91
	2,557.56	2,703.91
NOTE - 15		
Current Assets		
(b) TRADE RECEIVABLES		
i Debtors outstanding for a period exceeding six months (Unsecured and Considered Good)	362.16	174.53
ii Other Debtors		
a. Secured & Considered Good	538.88	549.80
b. Unsecured & Considered Good	4,105.76	3,315.96
c. Doubtful	-	-
	4,644.64	3,865.76
iii Allowances for bad and doubtful debts	-	-
iv Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member	429.69	123.59
	5,436.49	4,163.88

	As at 31st March 2013	(₹ In Lacs) As at 31st March 2012
NOTE - 16		
Current Assets		
(c) CASH AND CASH EQUIVALENTS		
i Cash In Hand	103.44	54.84
ii Balance in Bank		
a. In Current Account with Scheduled Bank	264.54	713.57
iii FDR with Bank & Accrued Interest thereon	687.37	932.74
(FDR are pledged with Banks for availment of letter of credit & Bank Gaurantee)		
	<u>1,055.35</u>	<u>1,701.15</u>
NOTE - 17		
Current Assets		
(d) SHORT-TERM LOANS AND ADVANCES		
Unsecured, considered good		
i Loans & Advances to Related Parties	1,005.42	686.93
ii Others	2,095.05	1,200.79
	<u>3,100.47</u>	<u>1,887.72</u>
NOTE - 18		
Current Assets		
(e) OTHER CURRENT ASSETS		
i Sundry Deposits	401.59	355.80
ii Receivables from statutes and others	726.11	434.74
iii Tax Deducted at Sources	71.76	63.17
iv Advance Tax	-	-
v Prepaid Expenses	44.79	17.02
	<u>1,244.25</u>	<u>870.73</u>
NOTE - 19		
REVENUE FROM OPERATIONS		
Manufacturing Goods	19,932.02	19,355.55
Stock in Trade	232.27	866.87
Service Reciepts	773.78	219.15
Other Operating Revenues	11.48	10.25
Scrap Sales	460.47	402.24
Excise Duty / Service Tax and others	2,554.63	2,147.30
Carriage Outward, P & F	74.41	20.57
	<u>24,039.06</u>	<u>23,021.93</u>
Class of Goods		
Manufacturing Goods		
Manufacturing Sales		
Galvanised Wire	11,207.18	10,510.55
M.S. / H. C Wire	6,681.48	6,705.33
Wire Nail	393.82	625.69
Stranded Wire / Earth Wire	199.44	386.06
P C Wire	1,213.56	1,123.66
Conversion Charges	236.54	4.26
	<u>19,932.02</u>	<u>19,355.55</u>

BEDMUTHA INDUSTRIES LIMITED

	(₹ In Lacs)	
	As at 31st March 2013	As at 31st March 2012
Trading Sales		
Wire Rod Sales	58.95	339.52
Highseas Wire Rod Sale	171.66	516.95
Misc Spares / Consumables Sales	1.66	10.40
	232.27	866.87
Sales of Services		
Business Auxiliary Services	41.00	17.00
Scientific & Technical Consultancy	340.20	198.40
Maintainance & Repairs Services	380.00	-
Rent on P & M	12.00	-
Receipts of KRBTA Division (Consultancy)	0.58	3.75
	773.78	219.15
Other Operating Revenues		
Wind Mill Energy Receipts	11.48	10.25
	11.48	10.25
Scrap Sales		
Zinc, Lead & Ash	225.05	221.49
Scrap	235.42	180.75
	460.47	402.24
NOTE - 20		
OTHER INCOME		
Dividend Receipt	0.70	0.01
Interest Income		
On Deposit	172.36	56.26
On Advances	67.72	221.86
Profit / (Loss) on Sale of Fixed Asset / Investment	(1.42)	(1.12)
Other non-operative income	15.64	7.30
	255.00	284.31
NOTE - 21		
COST MATERIAL CONSUMED		
Opening Stock Of Raw Material	1,522.71	1,062.15
Add : Manufacturing Purchases	15,399.04	16,855.03
	16,921.75	17,917.18
Less : Closing Stock Of Raw Material	581.20	1,522.72
	16,340.55	16,394.46
Imported and Indigenous Raw Material purchase		
Imported	3,063.56	4,096.29
(%)	20%	24%
Indigenous	12,335.48	12,758.74
(%)	80%	76%
	15,399.04	16,855.03
Details of Raw Material Purchase		
Wire Rod	13,577.04	14,979.05
Zinc	1,487.25	1,414.15
Lead	92.48	75.33
Others	242.26	386.50
	15,399.03	16,855.03

	(₹ In Lacs)	
	As at 31st March 2013	As at 31st March 2012
NOTE - 22		
PURCHASE OF STOCK IN TRADE		
Trading Purchase	221.58	832.54
	<u>221.58</u>	<u>832.54</u>
Details of Stock in Trade		
Wire Rod	53.41	327.50
High Seas (Wire Rod)	168.17	505.04
	<u>221.58</u>	<u>832.54</u>
NOTE - 23		
MANUFACTURING AND OPERATING COSTS		
Job Work, Wages & Others	321.44	252.62
Packing Material	143.75	104.91
Power & Fuel	1,468.01	1,281.36
Other Manufacturing & Operating Expenses	88.43	81.06
Royalty Paid	50.48	-
Consumables, Stores & Spares	235.30	186.15
Repairs & Maintainance	137.49	127.01
	<u>2,444.90</u>	<u>2,033.11</u>
NOTE - 24		
CHANGES IN IVENTORIES OF FINISHED GOODS		
WORK IN PROGRESS AND STOCK IN TRADE		
Opening Stock		
i Finished Goods	476.72	611.02
ii Stock-in-Trade	123.69	123.69
iii Work in Progress	2,703.91	2,217.17
	<u>3,304.32</u>	<u>2,951.88</u>
Closing Stock		
i Finished Goods	781.65	476.72
ii Stock-in-Trade	168.08	123.69
iii Work in Progress	2,557.56	2,703.91
	<u>3,507.29</u>	<u>3,304.32</u>
(Increase) / Decrease in Stock	<u>(202.97)</u>	<u>(352.44)</u>
NOTE - 25		
EMPLOYEE BENEFIT EXPENSES		
Salary	300.29	369.77
Directors Remuneration	27.01	36.26
Workmen and Staff Welfare	29.25	25.91
Contribution to Provident Fund and Others	31.06	38.26
	<u>387.61</u>	<u>470.20</u>
NOTE - 26		
FINANCE COST		
Interest On		
Fixed Loans	97.21	148.66
Working Capital	726.56	640.52
Bank Charges & Commission	149.14	139.52
	<u>973.91</u>	<u>928.70</u>

BEDMUTHA INDUSTRIES LIMITED

	(₹ In Lacs)	
	As at 31st March 2013	As at 31st March 2012
NOTE - 27		
DEPRECIATION AND AMORTISATION EXPENSES		
Depreciation on Fixed Asset	568.98	492.11
Less : Amount transferred from Revaluation Reserve	9.39	9.50
Less : Amount transferred to Pre-operative expenses	15.37	7.60
	<u>544.22</u>	<u>475.01</u>
Miscellaneous Expenditure Written off	88.33	36.27
	<u>632.55</u>	<u>511.28</u>
NOTE - 28		
SELLING & DISTRIBUTION EXPENSES		
Advertisement & Exhibitions	16.43	7.87
Carriage Outward, Freight & Octroi	207.46	144.66
Conveyance Charges	10.37	11.28
Discount On Sales	13.77	9.29
Entry Tax	5.48	17.56
Loading & Unloading	13.91	26.01
Rent Expenses	30.09	43.23
Tender Expenses	0.37	2.63
Tour & Travelling Exp.	20.15	21.74
Other Selling & Distribution expenses	24.62	36.95
a.	<u>342.65</u>	<u>321.22</u>
OPERATING, ADMINISTRATIVE & OTHER EXPENSES		
Audit Fees	3.00	3.31
Insurance Premium	9.05	9.74
Legal & Statutory Expenses	21.06	15.79
Office Exp	4.15	3.64
Other Expenses	35.60	21.78
Postage & Telegram	1.96	1.92
Printing & Stationery	8.75	7.40
Professional Charges	27.72	30.22
Rent Expenses	12.73	9.79
Security Charges	19.31	18.24
Telephone Charges	13.63	9.97
Forex (Gain) / Loss	91.61	2.16
Testing Expenses	3.14	2.04
b.	<u>251.71</u>	<u>136.00</u>
(a. + b.)	<u>593.36</u>	<u>457.22</u>

29. Contingent liabilities not provided for in respect of

(₹ in Lacs)

(a)

Particular	For the year ended	
	31 st March , 2013	31 st March , 2012
Counter Guarantees given against Bank Guarantees.	242.08	237.53
Corporate Guarantee given on behalf of Subsidiary Company, Kamalasha Infrastructure & Engineering Pvt. Ltd.	Nil	208.22
Corporate Guarantee given on behalf of Associate Company, Ashoka Pre-con Private Ltd.	Nil	90.20
Income Tax Department, Nashik (A.Y. 2004-05) (Reassessment u/s 148	Nil	No demand notice received from Income Tax
Income Tax Department, Nashik (A.Y. 2009-10)	Nil	6.23
Assistant Commissioner of Sales Tax (BST), Sales Tax Office, Nashik. (Financial Year 1999-2000)	0.46	-
Custom Excise & Service Tax Appellate Tribunal, Bombay (A.Y.2004-2005)	88.76	84.17

(b) Claims Outstanding with Banks

Following claims were made by the company which are still outstanding as on the last day of the balance sheet and no confirmation from bank is there on record

Name of Bank			Excess Interest / Charges debited by bank	
			31/03/2013	31/03/2012
a	Bank Of India	Nashik	Nil	3.34
b	Bank Of India	Pune	4.25	1.99
c	Bank Of India	Mulund	1.15	0.26
d	Andhra Bank	Nashik	0.37	0.22
e	Andhra Bank	Mulund	0.48	0.27
f	Andhra Bank	Pune	24.09	5.85
g	Punjab National Bank	Pune	49.63	48.21
h	Punjab National Bank	Nashik	2.28	0.90
Total			82.26	61.06

30. Remuneration Paid to Directors

(₹ in Lacs)

Particular	For the year ending	
	31/03/2013	31/03/2012
Mr. Vijay Vedmutha	19.05	20.60
Mr. Ajay Vedmutha	19.05	20.44
Mr. K. R. Bedmutha	18.16	19.23

** figures includes perquisites given to directors, contribution to Provident Fund etc.

31. Auditors Remuneration

(₹ in Lacs)

Particular	For the year ending	
	31/03/2013	31/03/2012
Statutory & Tax Audit Fees	3.37	3.31
Consultation & Certification	1.19	1.48

BEDMUTHA INDUSTRIES LIMITED

32. Suppliers/ Service providers covered under Micro, Small Medium Enterprises Development Act. 2006 have not furnished the information the same to the company. In view of this, the information required to be disclosed u/s. 22 of the said Act is not disclosed.

33. Employees Benefit

During the period company paid premium of ₹ 7.99/- lacs towards group gratuity for the period 2012-13. (₹ 6.64 lacs in previous year 2011-12)

34. i. VALUE OF IMPORTS ON C.I.F. BASIS :-

(₹ In Lacs)

Particulars	For the year ending	
	31.03.2013	31.03.2012
Raw Material	3,731.69	1,806.44
Plant & Machinery	3,909.32	830.88
Total	7,641.01	2,637.32

ii. EXPENSES INCURRED IN FOREIGN CURRENCY :-

Foreign Tour & Traveling	2.59	7.64
--------------------------	------	------

35. Disclosure in respect of derivative instruments (Amount in Lacs)

(a) Derivative Instruments that are outstanding

	Particulars	Forward in USD
i	Against Import	0.50
	Previous year	4.50

All the derivative instruments have been acquired for hedging purpose

(b) Foreign currency exposure that are not hedged by derivative instruments

	Particulars	in USD	in Euro	in AUD
i	Creditors	-	61.56	-
	(Previous year)	2.82	14.00	-
ii	Buyers Credit	20.01	9.99	-
	(Previous year)	21.30	-	-
iii	Cash Balance	-	-	-
	(Previous year)	-	-	0.03

36. Related Party Transactions (As required by Accounting Standard AS-18 "Related Parties Disclosure")

I) List of Related Parties and Relationship (As identified by the Management)

- | | |
|--|--|
| (a) KeyManagerial Personnel | - Mr. K R Bedmutha, Chairman
Mr. Vijay K. Vedmutha, M. D.
Mr. Ajay K. Vedmutha, J. M. D. |
| (b) Relatives of Key Management | - Mrs. Usha V. Vedmutha
Mrs. Vinita A.Vedmutha |
| (c) Enterprises over which Key Management Personnel and their relatives exercise significant influence with whom transactions have been taken place during the year | - Bedmutha Sons Reality Ventures Pvt. Ltd.
Bedmutha Agro Farms
Kamal Wire Products
K.R. Bedmutha Techno Associates Pvt. Ltd.
Elme Plast Co.
Kreepa Steel Industries
Bedmutha Chemicals Pvt. Ltd. |
| (d) Associates | - Ashoka Pre-con Private Limited (49%) |
| (e) Subsidiary Company | - Kamalasha Infrastructure & Engineering Private Limited (54.75%) |

BEDMUTHA INDUSTRIES LIMITED

II) Transactions

(₹ In Lacs)

Description	31st March, 2013			31st March, 2012		
	Associates / Subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives	Associates/ subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives
Purchase of goods/Services & Fixed Assets	123.00	-	6.42	-	-	12.81
Bedmutha Chemicals P.Ltd	-	-	-	-	-	0.01
Kamal Wire Products	-	-	4.97	-	-	11.44
Kamalasha Infrastructure & Engineering Pvt. Ltd.	117.23	-	-	-	-	-
Ashoka Pre-con Private Limited	5.77	-	-	-	-	-
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	1.43	-	-	1.36
Usha Chemicals	-	-	0.03	-	-	-
Sales of goods / Services	442.53	-	314.31	173.88	-	446.46
Bedmutha Chemicals P.Ltd	-	-	-	-	-	36.08
Kamal Wire Products	-	-	280.60	-	-	286.74
Ashoka Pre-con Private Limited	81.44	-	-	120.68	-	-
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	33.71	-	-	123.54
Kamalasha Infrastructure & Engineering Pvt. Ltd.	361.10	-	-	53.20	-	-
Bedmutha Agro	-	-	-	-	-	0.09
Interest Received	23.27	-	4.95	48.63	-	4.69
KRBTA Techno Associates Pvt. Ltd.	-	-	4.95	-	-	4.69
Kamalasha Infrastructure & Engineering Pvt. Ltd.	23.27	-	-	48.63	-	-
Other Services Receipts	55.94	-	-	13.96	-	112.00
KRBTA Techno Associates Pvt. Ltd.	-	-	-	-	-	112.00
Kamalasha Infrastructure & Engineering Pvt. Ltd.	55.94	-	-	13.96	-	-
Remuneration paid	-	56.26	-	-	60.27	-
Vijay Vedmutha	-	19.05	-	-	20.60	-
Ajay Vedmutha	-	19.05	-	-	20.44	-
Kachardas Bedmutha	-	18.16	-	-	19.23	-
Salary Paid	-	10.80	-	-	9.14	-
Vinita Vedmutha	-	10.80	-	-	9.14	-
Rent paid	-	4.56	1.62	-	-	1.62
Vijay Vedmutha	-	1.92	-	-	-	-
Ajay Vedmutha	-	0.90	-	-	-	-
Vinita Vedmutha	-	0.90	-	-	-	-
Kamlabai K Bedmutha	-	0.84	-	-	-	-
Elme Plast	-	-	1.62	-	-	1.62
Advance given for ;	347.93	-	-	-	-	0.39

BEDMUTHA INDUSTRIES LIMITED

II) Transactions

(₹ In Lacs)

Description	31st March, 2013			31st March, 2012		
	Associates / Subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives	Associates/ subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives
Capital Procurement						
Kamalasha Infrastructure & Engineering Private Limited	347.93	-	-	-	-	-
Bedmutha Chemicals P Ltd.	-	-	-	-	-	0.37
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	-	-	-	0.01
Net Loans and advances given	210.00	-	42.53	-	-	-
Bedmutha Chemicals P Ltd.	-	-	42.53	-	-	-
Ashoka PreCon Private Ltd.	210.00	-	-	-	-	-
Balances as at 31st March 2013	627.93	-	279.02	280.00	-	337.90
Advance given for ;						
Capital Procurement						
Kamalasha Infrastructure & Engineering Private Limited	627.93	-	-	280.00	-	-
Bedmutha Chemicals P Ltd.	-	-	0.37	-	-	0.37
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	-	-	-	0.01
Elme Plast Co.	-	-	278.65	-	-	337.51
Others	506.94	-	118.81	310.04	-	83.83
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	76.28	-	-	83.83
Bedmutha Chemicals P Ltd.	-	-	42.53	-	-	-
Ashoka PreCon Private Ltd.	210.00	-	-	-	-	-
Kamalasha Infrastructure & Engineering Private Limited	296.94	-	-	310.04	-	-
Share Application Money	-	-	-	30.00	-	-
Ashoka Precon Pvt Ltd.	-	-	-	30.00	-	-
Trade Receivables	177.69	-	252.00	48.26	-	75.34
Ashoka Pre-con Private Ltd.	12.51	-	-	22.58	-	-
Bedmutha Agro	-	-	0.09	-	-	0.09
Kamal Wire Products	-	-	97.97	-	-	26.40
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	153.94	-	-	48.85
Kamalasha Infrastructure & Engineering Pvt. Ltd.	165.18	-	-	25.68	-	-
Trade Payables	5.77	-	9.36	-	-	10.90
Ashoka PreCon Private Limited	5.77	-	-	-	-	-
Elme Plast	-	-	4.45	-	-	1.62
Kamal Wire Products	-	-	4.91	-	-	9.28

III) Disclosure as required by clause 32 of the Listing Agreement with Stock Exchanges.

(₹ In Lacs)

Name of Concern	Type of relationship	Amount Outstanding as on 31.03.2013	Maximum Amount Outstanding
Advance given for Fixed Assets			
Kamalasha Infrastructure & Engineering Private Limited	Subsidiary	627.93	627.93
Elme Plast Co.	Director is partner	278.65	337.51
Bedmutha Chemicals Private Limited	Director's wife is Director	0.37	0.37
Loans & advances			
K R Bedmutha Techno Associates Private Limited	Director's wife is Director	76.28	76.28
Bedmutha Chemicals Private Limited	Director's wife is Director	42.53	56.72
Kamalasha Infrastructure & Engineering Private Limited	Subsidiary	241.00	241.00

37. Disclosure as per Clause 43 of the Listing Agreement for the quarter ended on March 31, 2013

The utilization of issue proceeds from IPO (₹ 9184.30 lakhs) is as follows:-

Particulars of Fund Utilization for	Amount to be utilized as per prospectus	Actual Utilization
Expansion Project	8,494.40	6,471.26
General Corporate Purpose	175.00	-
Share Issue Expenses	542.00	394.90
Total	9,211.40	6,866.16

As on March 31, 2013, unutilized funds in the Company amounting to ₹ 2318.14 lakhs have been temporarily invested in companies Cash credit account, interest bearing ICDs', for the expansion project at Sinnar Unit and given advance to parties for purchase of fixed asset.

38. The Company is organized into two segments mainly:

- Wire & Wire Products
- Consultancy **

(During the period 1st April 2012 to 31st March 2013, No significant revenue was generated in consultancy division, and hence the same is not reported.)

**As regards to the Consultancy / Contracting activities of the company are carried out in the name of K.R. Bedmutha & Techno Associates.

39. Inventory of land held for trading is transferred to investment in view of the change in its envisaged usage.
40. The company has some of its bank accounts in the name of Shriram Wire Private Limited, Kamdhenu Wire Private Limited and Ajay Wire Private Limited, these companies have been amalgamated to Bedmutha Industries Limited in Financial Year 2007-08.
41. Previous Year's figures have been re-grouped and re-arranged as and when necessary.
42. Significant accounting policies and practices adopted by the Company are disclosed in the statement annexed to these financial statements as per Annexure I

As per our attached report of even date.

for M/s Patil Hiran Jajoo & Co.
 Chartered Accountants

for and on the behalf of Board of Directors of
Bedmutha Industries Limited

Aniruddha Jajoo
 Partner
 M.No. 103246
 Firm Regd 120117W
 Place: Nashik
 Date : 16.05.2013

K R Bedmutha
 Chairman

Vijay Vedmutha
 Managing Director

Chandan Kshirsagar
 Company Secretary

BEDMUTHA INDUSTRIES LIMITED

Annexure I

Significant Accounting Policies

a. Basis of Accounting

The Financial statements of the company have been prepared under the historical cost convention on an accrual basis, in accordance with applicable Accounting Standards and relevant provisions of Companies Act, 1956.

b. Use of Estimates

The presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known.

c. Fixed Assets

Fixed Assets (including Capital Work in Progress) are recorded at the cost of acquisition or construction, net of tax credit wherever eligible. Cost includes all expenses related to acquisition or construction, including attributable borrowing cost on qualifying assets.

d. Expenditure during Construction Period

In case of new projects and in case of substantial modernization / expansion at existing units of the company, all pre-operative expenditure specifically for the project, incurred up to the date of completion, is capitalized and added pro-rata to the cost of fixed assets.

e. Depreciation

- i Depreciation on Fixed Assets is provided on Straight Line Method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956.
- ii Depreciation on addition to the Fixed Asset or on sale/discardment is calculated pro rata from the date of such addition or up to the date of such sale/discardment, as the case may be;
- iii Cost of Leasehold land is not amortised and is shown at cost.
- iv The charge over and above the depreciation calculated on the original cost of the revalued assets is transferred from Revaluation Reserve to Depreciation Account (Profit & Loss Account)

f. Intangible Assets

Intangible Assets are stated at cost of acquisition less amortization. Goodwill is amortised at ten percent on Straight Line Method.

g. Investments

- i Investment are classified as investments in Subsidiaries (valued at cost), Associates (valued at cost) within the meaning of Accounting Standard 13 "Accounting for Investments".
- ii Investments are recorded as Long Term Investments unless they are expected to be sold within one year.
- iii Investments are stated at cost in accordance with Accounting Standard 13 on "Accounting for Investments". Provision for diminution is made to recognize a decline, other than temporary, in the value of such investments. & Accounting Standard 23 on "Investment in Associates".

h. Inventories

- i Inventories of Raw Material, Work in Progress, Finished Goods (including Goods for Trade) are valued 'at cost or net realizable value' whichever is lower. Scrap is valued at net realizable value as per the assessment of the Management. Excise duty is added in valuation of Finished Goods.
- ii Major Consumables (Stores & Spares) like LDO, lead, dies etc are valued at cost and other minor Consumables (Stores & Spares) are written off in the year of purchase.
- iii Cost comprises all cost of purchase, appropriate direct production overheads and other costs incurred in bringing the inventories to their present location and condition. For the purpose of valuation of closing stock, FIFO method is being used as prescribed by Accounting Standard 2.

i. Revenue Recognition

- i Sale of goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods. Gross sales are inclusive of excise duty, service tax, value added tax, but are net of sales returns.
- ii Income from Services is recognized when on completion of services or part completion of the assignment as per Contract.
- iii Revenue / Income and Cost / Expenses are generally accounted on accrual as they are earned or accrued or incurred, except in case of significant uncertainties.
- iv Dividend income is recognized when the right to receive the same is established.

j. Borrowing Costs

Borrowing costs attributable to the acquisition or construction of qualifying assets, as defined in Accounting Standard 16 on "Borrowing Costs" are capitalized as part of such assets up to the date when the asset is ready for its intended use. Other borrowing costs are expensed as incurred.

k. Employees Benefit

Post Employment / Retirement Benefits - The liability for Gratuity benefits, on the basis of amounts contributed to LIC's Group Gratuity Policy and the difference between the amounts paid on retirement and recovered from LIC, is charged to Profit & Loss Account. Employer's Contribution to Provident Fund is debited to Profit & Loss Account.

l. Foreign Currency Transactions

- i. Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transactions.
- ii. Monetary Foreign Currency assets and liabilities (monetary items) are reported at the exchange rate prevailing on the balance sheet date.
- iii. Exchange difference relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of depreciable capital assets are added to / deducted from the cost of the asset and depreciated over the balance life of the asset.
- iv. All other exchange difference are dealt with in profit and loss account.

m. Provision for current tax and deferred tax

- i Provision for income tax is made on the basis of estimated taxable income for the year. Advance Tax and Tax Deducted at Source (TDS) are shown in the balance sheet under head Other Current Assets during the year and in subsequent years the Advance Tax & TDS are adjusted against Provision for Tax. The net effect has shown under Provision for Tax.
- ii The deferred tax assets and deferred tax liabilities are calculated by applying current tax rate and tax laws that have been enacted or substantively enacted on the balance sheet date.

n. Earnings Per Share

The Company reports basic and diluted Earnings per share (EPS) in accordance with Accounting Standard 20 on "Earnings per Share". Basic EPS is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

o. Cash Flow Statement

The cash flow statement is prepared by the "indirect method" set out in Accounting Standard 3 on "Cash Flow Statement" and presents the cash flows by operating, investing and financing activities of the company.

Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand and cash at bank.

p. Issue Expenses

The expenses incurred for Initial Public Offer "IPO" is shown as Issues expenses under the head Other Long term Assets (Note 13). In current year, 20% of IPO Expenses is written off and charged to Profit & Loss Account.

BEDMUTHA INDUSTRIES LIMITED**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT 1956,
RELATING TO SUBSIDIARY COMPANY**

1	Name of the company	Kamalasha Infrastructure and Engineering Pvt. Ltd.
2	Financial year of the subsidiary company	01/04/2012 - 31/03/2013
3	Holding companies interest	54.75 %
4	Total paid up capital of subsidiary company	99,00,000 (9,90,000 equity shares of ₹ 10 each)
5	Interest of holding company	54,20,000 (5,42,000 equity shares of ₹ 10 each)
6	The net aggregate amount of profit of the subsidiary company in so far as it concerns the members of the holding company	
	a. Dealt in the accounts of the holding company	
i.	For the subsidiary's financial year 2012-13	NIL
ii.	For the previous financial year of the subsidiary since it become subsidiary of holding Company:	NIL
	b. Not dealt in the accounts of the holding Company.	
i.	For the subsidiary's financial year 2012-13	NIL
ii.	For the previous financial year of the subsidiary since it become subsidiary of holding company:	NIL
6	Change in the interest of holding Company between the end of the subsidiary's financial year ended on 31 st March 2013	NIL
7	Additional information	NIL

For **BEDMUTHA INDUSTRIES LIMITED**K R Bedmutha
ChairmanVijay Vedmutha
Managing DirectorPlace: Nashik
Date: 16th May, 2013Chandan Kshirsagar
Company Secretary

INFORMATION REGARDING SUBSIDIARY COMPANY

NAME : Kamalasha Infrastructure And Engineering Private Limited.

FINANCIAL YEAR ENDING ON: 31ST March 2013

REPORTING CURRENCY: INR

Sr. No.	Particulars	₹ In lacs
1	Share Capital	99.00
2	Reserves	642.35
3	Total assets	3100.29
4	Total liabilities	2358.94
5	Investments	NIL
6	Turnover	873.42
7	Profit before tax	58.97
8	Provisions for Taxes	19.42
9	Profit after tax	39.55
10	Interim dividend	NIL
11	Proposed Dividend	NIL

Independent Auditor's Report

To the Members of Bedmutha Industries Limited

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of **Bedmutha Industries Ltd** ("the Company"), which comprise the Balance Sheet as at **31st March, 2013**, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 the internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating

the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- (c) The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

for Patil Hiran Jajoo & Co.

Chartered Accountants

Firm Registration No:120117 W

Aniruddha Jajoo

Partner

Membership No: 103246

Place : Nashik

Date : 16 /05 / 2013

ANNEXURE TO THE AUDITORS REPORT ON FINANCIAL STATEMENTS

- i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) These fixed assets have been physically verified by the management at reasonable intervals. According to the information given to us no material discrepancies were noticed on such verification.
- (c) During the year, the company has not disposed off its fixed assets so as to affect it as a going concern.
- (d) No fixed assets has been revalued during the year
- ii) (a) As explained to us, the inventories of finished goods, semi-finished goods and raw material were physically verified by the management at reasonable interval. In our opinion, the frequency of verification is reasonable.
- (a) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the company and the nature of its business.
- (b) In our opinion, the company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical verification and book records were not material.
- (c) In respect of the Company's trading activity, we are informed that there are no damaged stocks.
- iii) (a) Particulars of loans and advances unsecured taken by company from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.

No. of Parties	Type	Amount involved in the transaction (₹ in Lacs)	
		Closing Balance	Maximum Amount Outstanding
One	Loan	100.00	100.00
One	Advance	21.46	21.46

BEDMUTHA INDUSTRIES LIMITED

Particulars of loans and advances unsecured granted by company to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.

No. of Parties	Type	Amount involved in the transaction	
		(₹ in Lacs)	Maximum Amount Outstanding
One	Loan	42.53	56.72
Four	Advance	565.31	624.17

- (b) In our opinion, the rate of interest and other terms and conditions on which loans and advances have been taken from / granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 are not prima facie, prejudicial to the interest of the company.
- (c) The company has taken loans from or granted advances to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956. According to the information & explanation given to us, the loan & advances are without stipulation of repayment of principal or interest amount.
- (d) There is no overdue amount of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to sale of Goods and Services. Further on the basis of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
- v) (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lac in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- vi. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Sec 58A and Sec 58 AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.
- vii. The company has an adequate internal audit system commensurate with the size and nature of its business.
- viii. We have broadly reviewed the books of accounts maintained by the company in respect of activity where, pursuant rules made by Central Government of India, the maintenance of cost records has been prescribed u/s 209 (1) (d) of the Companies Act, 1956 & are of opinion that prima facie the prescribed accounts & records have been made & maintained. We have not, however made a detailed examination of cost records with a view to determine whether they are accurate or complete.
- ix. (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income tax, sales tax, service tax, employees' state insurance, custom duty, excise duty, cess and other material statutory dues applicable to it. There have been no taxes unpaid as on 31st March 2013 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of sales tax, income tax, customs duty, wealth tax, excise duty and cess which have not been deposited on account of any dispute except as stated below:-

Sr. No.	Department	Financial Year	Amount of Dispute (In `)
1	Department of Sales Tax, Maharashtra	1999-00	45,514/-
2	Custom Excise & Service tax Appellate Tribunal, Bombay	2004-05	88,75,694/-

- x. The company does not have any accumulated loss as on 31st March 2013, and has not incurred cash loss during the year covered by our audit and in the immediately preceding financial year.
- xi. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to the bank or financial institutions.
- xii. In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantee given by the company for loans taken by others from banks or financial institutions are not prima facie prejudicial to the interest of the Company. Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund /society. Therefore, the provision of clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- xiv. In our opinion, and according to the information and explanations given to us, the company is not dealing in or trading in shares, securities, debentures and other investments.
- xv. In our opinion & according to information & explanation given to us, the terms & conditions of guarantees given by company for loans taken by others from bank or financial institutions during the year are not prejudicial to the interest of the company.
- xvi. In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which they were obtained.
- xvii. On the Basis of our overall examination of the financial statements and other records of the company, we report that the no funds raised on short-term basis have been used for long-term investment.
- xviii. According to the information and explanations given to us, the company has not made the preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- xix. According to the information and explanations given to us, the company has not issued any debentures during the year.
- xx. During the period covered by our audit report, the company has not raised money through public issue, We have verified the end use of money raised by public issue in last year disclosed in notes to the financial statements.
- xxi. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing standards in India, and according to the information and explanations given to us we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have been informed of such case by the management.

for Patil Hiran Jajoo & Co.

Chartered Accountants

Firm Registration No: **120117 W**

Aniruddha Jajoo

Partner

Membership No: **103246**

Place : Nashik

Date : 16 /05 / 2013

BEDMUTHA INDUSTRIES LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2013.

			(₹ In lacs)
	Note	Year ended 31st March 2013	Year ended 31st March 2012
I. EQUITY & LIABILITIES			
1. Shareholders' Fund			
a. Share Capital	2	2,103.16	2,103.16
b. Reserves & Surplus	3	10,307.63	10,247.23
2. Minority Interest		648.06	476.77
3. Non-current Liabilities			
a. Long-term borrowings	4	7,723.94	2,235.75
b. Deferred tax liabilities (Net)	5	405.26	304.34
c. Other long term liabilities	6	1.93	18.75
d. Long term provisions	7	-	568.16
3. Current Liabilities			
a. Short-term borrowings	8	9,584.58	6,697.43
b. Trade Payables	9	2,945.48	2,444.68
c. Other short term liabilities	10	1,105.39	1,123.69
d. Short-term provisions	11	542.07	61.40
		35,367.50	26,281.36
II. ASSETS			
1. a. Fixed Assets	12		
i. Tangible Assets		10,175.08	6,037.28
ii. Intangible Assets		39.82	47.57
iii. Capital work-in-progress		5,924.86	1,242.46
b. Non-current Investment	13	217.77	134.89
c. Long term loans and advances	14	1,648.34	1,311.31
d. Other non-current assets	15	340.26	1,094.31
2. Current Assets			
a. Inventories	16	4,503.76	5,157.77
b. Trade Receivables	17	6,641.11	6,532.73
c. Cash and Cash equivalents	18	1,292.58	1,792.31
d. Short-term loans and advances	19	3,202.74	1,960.34
e. Other Current assets	20	1,381.18	970.39
		35,367.50	26,281.36

Notes form an integral part of these financial statements

As per our attached report of even date.

for M/s Patil Hiran Jajoo & Co.
Chartered Accountants

for and on the behalf of Board of Directors of
Bedmutha Industries Limited

Aniruddha Jajoo
Partner
M.No. 103246
Firm Regd 120117W
Place: Nashik
Date : 16.05.2013

K R Bedmutha
Chairman

Vijay Vedmutha
Managing Director

Chandan Kshirsagar
Company Secretary

CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2013

		(₹ In lacs)	
	Note	Year ended 31st March 2013	Year ended 31st March 2012
Revenue from operations	21	24,682.11	26,087.85
less: Excise Duty/Service Tax/Tax Collected		2,653.25	2,302.46
I. Net Revenue from operations		22,028.86	23,785.38
II. Other Income	22	262.88	237.60
III. Total Revenue (I + II)		22,291.74	24,022.99
IV. Expenses:			
Cost of material consumed	23	16,340.55	16,394.45
Purchase of Stock-in-Trade	24	593.84	2,035.76
Manufacturing and Operating Cost	25	2,621.53	2,986.96
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	26	(384.29)	(185.67)
Employee benefits expenses	27	442.72	538.78
Finance Cost	28	988.90	1,152.77
Depreciation and amortisation expenses	29	635.98	513.35
Other Expenses	30	652.76	519.47
Total Expenses		21,891.99	23,955.87
V. Profit before exceptional Item & Tax (III - IV)		399.75	67.12
VI. Exceptional Item			
VII. Profit before Tax (V - VI)		399.75	67.12
VIII. Tax Expenses			
(1) Current Tax		23.00	61.40
(2) Deferred Tax		100.92	(51.11)
(3) Tax in respect of earlier year		15.04	(16.30)
IX. Profit / (Loss) after tax before share of results of associates and minority interest (VII - VIII)		260.79	73.13
less: Minority Interest		170.83	91.00
add: Share in Profit / (Loss) of Associates		(20.17)	(105.24)
X. Profit / (Loss) for the year		69.79	(123.11)
XI. Earning per equity share of ₹ 10 each			
(1) Basic		0.33	(0.59)
(2) Diluted		0.33	(0.59)
Weighted average number of shares outstanding		21,031,611	21,031,611
Notes form an integral part of these financial statements			

As per our attached report of even date.

for M/s Patil Hiran Jajoo & Co.
Chartered Accountants

for and on the behalf of Board of Directors of
Bedmutha Industries Limited

Aniruddha Jajoo
Partner
M.No. 103246
Firm Regd 120117W
Place: Nashik
Date : 16.05.2013

K R Bedmutha
Chairman

Vijay Vedmutha
Managing Director

Chandan Kshirsagar
Company Secretary

BEDMUTHA INDUSTRIES LIMITED

Consolidated Cash Flow Statement for the year ended 31st March, 2013

Particulars	31/03/2013	(₹ In Lacs) 31/03/2012
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax and Extra Ordinary items	399.75	67.12
Adjustment For		
Add : Depreciation	547.62	477.05
(Profit) / Loss on Sale Of Investment	1.42	(1.12)
Miscellaneous Expenses written off	88.35	36.30
Interest & Financial charges (Net)	988.90	1,152.77
Provision for Defect Liability Charges	39.52	461.23
Dividend Income	(0.70)	(0.01)
Operating Profit Before Working Capital Changes	2,064.86	2,193.34
Adjustment for working capital changes		
(Increase) / Decrease in Trade & Other Receivables	(2,098.99)	109.23
(Increase) / Decrease in Inventories	654.00	(670.16)
Increase / (Decrease) in Trade Payable & Other Liabilities	718.69	389.61
Cash Generated from Operations	(726.30)	(171.32)
Direct Taxes paid	(78.67)	(344.06)
Net Cash From Operating Activities	1,259.89	1,677.96
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets / Capital Work In Progress	(8,709.50)	(1,427.58)
Purchase of Investments	(105.10)	(46.04)
Sale of Fixed Assets / Investment	2.47	0.00
Dividend Income	0.70	0.01
Net Cash used in Investing Activities	(8,811.43)	(1,473.61)
C CASH FLOW FROM FINANCING ACTIVITIES		
Increase/ (Decrease) Net Proceeds from Long Term Borrowings	5,138.19	262.61
Increase/ (Decrease) Net Proceeds form Short Term Borrowings	2,902.52	1,600.00
Refund of Share Application Money	-	(251.06)
Interest & Financial charges (Net)	(988.90)	(1,152.77)
Net Cash From Financing Activities	7,051.81	458.78
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	(499.73)	663.14
Opening Cash & Cash equivalents	1,792.31	1,129.18
Closing Cash & Cash equivalents	1,292.58	1,792.31

Note : i. Figures in brackets represents outflows

ii. Previous year figures have been regrouped / restated wherever necessary

As per our attached report of even date.

for M/s Patil Hiran Jajoo & Co.
Chartered Accountants

for and on the behalf of Board of Directors of
Bedmutha Industries Limited

Aniruddha Jajoo
Partner
M.No. 103246
Firm Regd 120117W
Place: Nashik
Date : 16.05.2013

K R Bedmutha
Chairman

Vijay Vedmutha
Managing Director

Chandan Kshirsagar
Company Secretary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(₹ In Lacs)

	As at	As at
	31st March 2013	31st March 2012

NOTE - 1

GENERAL INFORMATION

- i) The Consolidated Financial Statements present the consolidated Accounts of Bedmutha Industries Limited with its following subsidiary, Associates :

	Proportion of Ownership of Interest	
A. Subsidiary		
Kamalasha Infrastructures & Engineering Private Limited	54.75%	54.75%
B. Associates		
Ashoka Pre-Con Private Limited	49.00%	49.00%

- ii) Significant Accounting Policies and Notes to these Consolidated Financial Statements are intended to serve as a means of informative disclosure and guide to better understanding the consolidated position of the Companies. Recognising this purpose, the Company has disclosed only such Policies and Notes from the individual financial statements, which fairly present the needed disclosures.

NOTE - 2

SHARE CAPITAL

Authorised Equity Capital	2,500.00	2,500.00
[25000000 Equity Shares Of ₹ 10 Each]		
[25000000 Equity Shares Of Rs ₹ Each For Previous Year]		
Issued, Subscribed and Paid up Capital		
[2,10,31,611 Equity Shares Of ₹ 10 Each]	2,103.16	2,103.16
[2,10,31,611 Equity Shares Of ₹ 10 Each for Previous Year]		
	2,103.16	2,103.16

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

Name of Shareholder	No. of Shares (% of holding)	
Ajay Kachardas Vedmutha	33,54,897 (15.95%)	32,63,059 (15.52%)
Vijay Kachardas Vedmutha	33,41,593 (15.89%)	32,63,059 (15.52%)
Kachardas Ratanchand Vedmutha	21,00,829 (9.99%)	20,03,357 (9.53%)
Vinita Ajay Vedmutha	12,30,148 (5.85%)	11,80,148 (5.61%)
Bedmutha Sons reality ventures Private Limited	11,87,108 (5.64%)	11,18,200 (5.32%)
Usha Vijay Vedmutha	12,30,134 (5.85%)	11,05,148 (5.25%)

Details of shares issued other than cash

22,96,862 Equity Shares of ₹ 10 each fully paid up issued on 5th December 2008, to Shareholders of Shriram Wire Private Limited, Kamdhenu Wire Private Limited and Ajay Wire Products Private Limited pursuant to Scheme of amalgamation.

30,06,850 Equity Shares of ₹ 10 each fully paid were issued as Bonus Shares in ratio of 1:3 on 31st October 2009.

BEDMUTHA INDUSTRIES LIMITED

	(₹ In Lacs)	
	As at	As at
	31st March 2013	31st March 2012
NOTE - 3		
RESERVES & SURPLUS		
Capital Reserve		
Opening Balance	44.17	44.17
Addition : During the year	-	-
Closing Balance	44.17	44.17
Share Premium Account		
Opening Balance	8,289.21	8,289.21
Addition : During the year	-	-
Closing Balance	8,289.21	8,289.21
Revaluation Reserve		
Opening Balance	9.39	18.89
Less : Written off during the year	9.39	9.50
Closing Balance	-	9.39
Surplus		
Opening Balance	1,904.46	2,027.57
Add : Surplus / (Deficit) during the year	69.79	(123.11)
Closing Balance	1,974.25	1,904.46
	10,307.63	10,247.23

NOTE - 4

Non-current Liabilities

(a) LONG-TERM BORROWINGS

i. Secured

1. Term Loan from Banks	6,010.11	1,079.04
2. Through Letter of Credit	579.09	-
	6,589.20	1,079.04

Nature of Security

Term loans amounting to ₹ 452.57 lacs (March 31, 2012 : ₹ 825.78 lacs are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, and the personal guarantee of Promoter Directors and others.

Term loans amounting to ₹ 5764.95 lacs (March 31, 2012 : ₹ 593.09 and Letter of Credit amounting to ₹ 579.09 lacs (March 31, 2012 : ₹ Nil) are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, Gat no. 232,237,29, Rasegaon, Taluka Dindori, Nahsik, Plot No. E 1, Nardana Industrial Estate, Dhule, and personal guarantee of promoter directors

Vehicle Loans are secured by the way of hypothecation of Vehicle purchased thereunder.

Terms of Repayment

Term loan amounting to ₹ 80.30 lacs (March 31, 2012 : ₹ 152.30 lacs) is repayable in 28 quarterly instalments. Last instalment due in May 2014

Term loan amounting to ₹ 84.41 lacs (March 31, 2012 : ₹ 144.42 lacs) is repayable in 60 monthly instalments. Last instalment due in June 2015

Term loan amounting to ₹ 155.56.00 lacs (March 31, 2012 : ₹ 208.62 lacs) is repayable in 60 monthly instalments. Last instalment due in June 2015

Term loan amounting to ₹ 9.83 lacs (March 31, 2012 : ₹ 58.46 lacs) is repayable in 60 monthly instalments. Last instalment due in April 2013

Term loan amounting to ₹ 92.35 lacs (March 31, 2012 : ₹ 137.37 lacs) is repayable in 60 monthly instalments. Last instalment due in May 2015

Term loan amounting to ₹ 30.12 lacs (March 31, 2012 : ₹ 75.98 lacs) is repayable in 60 monthly instalments. Last instalment due in March 2014

Term loan amounting to ₹ 1073.29 lacs (March 31, 2012 : ₹ 243.09 lacs) is repayable in 24 Structured Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 1469.16 lacs (March 31, 2012 : ₹ 350.00) is repayable in 24 Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 2225.00 lacs (March 31, 2012 : Nil) is repayable in 24 Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 947.50 lacs (March 31, 2012 : Nil) is repayable in 24 Quarterly Instalments. Last instalment due in June 2019

Term loan amounting to ₹ 50.00 lacs (March 31, 2012 : Nil) is repayable in 24 Quarterly Instalments. Last instalment due in December 2019

Vehicle loan amounting to ₹ 11.71 lacs (March 31, 2012 : ₹ 14.04) is repayable in 59 monthly instalments. Last instalment due in February 2017

Vehicle loan amounting to ₹ 3.28 lacs (March 31, 2012 : ₹ 4.13 lacs) is repayable in 45 monthly instalments. Last instalment due in December 2014

Vehicle loan amounting to ₹ 3.35 lacs (March 31, 2012 : ₹ 4.27 lacs) is repayable in 45 monthly instalments. Last instalment due in November 2014

Vehicle loan amounting to ₹ 7.00 lacs (March 31, 2012 : ₹ Nil) is repayable in 84 monthly instalments. Last instalment due in February 2020

Vehicle loan amounting to ₹ 3.29 lacs (March 31, 2012 : ₹ 4.19 lacs) is repayable in 45 monthly instalments. Last instalment due in October 2014

Vehicle loan amounting to ₹ 3.29 lacs (March 31, 2012 : ₹ 4.19 lacs) is repayable in 45 monthly instalments. Last instalment due in October 2014

Vehicle loan amounting to ₹ 3.29 lacs (March 31, 2012 : ₹ 4.19 lacs) is repayable in 45 monthly instalments. Last instalment due in October 2014

Vehicle loan amounting to ₹ 3.29 lacs (March 31, 2012 : ₹ 4.19 lacs) is repayable in 45 monthly instalments. Last instalment due in October 2014

	(₹ In Lacs)	
	As at 31st March 2013	As at 31st March 2012
ii. Unsecured		
1. From WMDC / DIC	1,050.74	1,047.71
2. From Others	84.00	109.00
ii	1,134.74	1,156.71
ii+ ii	7,723.94	2,235.75

Instalments falling due in respect of all the above Loans upto 31st March 2014 has been grouped under "Current maturities of long term debt (Refer Note 10)"

BEDMUTHA INDUSTRIES LIMITED

	(₹ In Lacs)	
	As at 31st March 2013	As at 31st March 2012
NOTE - 5		
Non-current Liabilities		
(b) DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liability on account of :		
Depreciation	402.37	310.43
Misc. Expenditure written off	2.89	11.21
	405.26	321.64
Deferred Tax Asset on account of :		
Unabsorbed Depreciation	-	17.30
	-	17.30
Deferred Tax - Liability / (Assets)- Net	405.26	304.34
NOTE - 6		
Non-current Liabilities		
(c) OTHER LONG TERM LIABILITIES		
i Advances From Customers	0.01	7.23
ii Creditors For Fixed Assets ^{##}	1.92	4.07
iii Earnest Money Deposit	-	7.49
	1.93	18.75
NOTE - 7		
Non-current Liabilities		
(d) OTHER LONG TERM PROVISIONS		
Provision for Liquidity Damages As Per Contract	-	307.38
Provision for Defect Liability for Repairs & Maintenance	-	260.78
	-	568.16
NOTE - 8		
Current Liabilities		
(a) SHORT-TERM BORROWINGS		
Secured		
i Working Capital Loans ^{***}	3,847.30	3,932.77
ii Demand Loan ^{**}	35.00	-
iii Buyers credit arrangements ^{####}	1,765.29	1,319.79
iv. Letter of Credit ^{####}	3,936.99	1,444.87
	9,584.58	6,697.43
^{***} Working Capital loans amounting to ₹ 3847.30 lacs (March 31, 2012 ₹ : 3724.55 lacs) and Buyers Credit Arrangements amounting to ₹ 1115.37 lacs (March 31, 2012 : ₹ 1319.79 lacs) and Letter of Credit amounting to ₹ 2514.82 lacs (March 31, 2012 : ₹ 1319.79) are secured by way of hypothecation of Current Assets and extention of second pari passu charge on the movable and non-movable fixed assets excluding windmill and vehicles.		
^{##} Buyers Credit Arrangement amounting to ₹ 647.92 lacs (March 31, 2012 : ₹ Nil) and Letter of Credit amounting to ₹ 1422.16 lacs (March 31, 2012 : ₹ Nil) are secured by first pari-passu / equitable mortgage on entire block of assets of the company situated at Plant 1, A 32-35 & 57, STICE, Sinnar, Nashik 422103, Plant 2, A 70-72, STICE, Sinnar, Nashik 422 103, Plant 3, B113, STICE, Sinnar, Nashik 422103, Plant 4, B 140, STICE, Sinnar, Nashik 422 103, Gat no. 232,237,29, Rasegaon, Taluka Dindori, Nahsik, Plot No. E 1, Nardana Industrial Estate, Dhule, and personal guarantee of promoter directo [₹]		

BEDMUTHA INDUSTRIES LIMITED



**Demand loan is secured by way hypothecation of Fixed Deposit Receipts of ₹ 38 lacs

	As at 31st March 2013	As at 31st March 2012
NOTE - 9		
Current Liabilities		
(b) TRADE PAYABLES		
i Advances From Customers	42.00	28.96
ii Creditors Raw Material ##	1,709.63	1,581.22
iii Creditors For Expenses ##	378.29	302.40
iv Creditors For Fixed Assets##	815.56	532.10
	2,945.48	2,444.68

refer Note 34

NOTE - 10

Current Liabilities

(c) OTHER SHORT TERM LIABILITIES

i Current maturities of long term debts	285.50	372.95
ii Other Advances	141.49	31.89
iii Outstanding Expenses	678.40	716.50
iv Credit Balance in Current Account	-	0.26
v Banks & Financial Institutions	-	2.09
	1,105.39	1,123.69

NOTE - 11

Current Liabilities

(d) SHORT-TERM PROVISIONS

i Provision for Income Tax	84.40	61.40
ii. Provision for Liquidity Damages As Per Contract	132.29	-
iii. Provision for Defect Liability for Repairs & Maintenance	325.38	-
	542.07	61.40

BEDMUTHA INDUSTRIES LIMITED

NOTE - 12 FIXED ASSETS

	Description of Asset	Gross Block (At Cost)					Depreciation			Depreciation Reversed	As at 31 st March 2013	Net Block	
		As at 1 st April 2012	Revalued Asset on Amalgamation	Addition	Deductions / Adjustment	As at 31 st March 2013	As at 1 st April 2012	On Revaluation	For the Year			As at 31 st March 2013	As at 31 st March 2012
(I)	Intangible Fixed Assets												
	Goodwill	86.51	-	0	0	86.51	43.28	-	8.65	-	51.93	34.58	43.23
	Goodwill on Consolidation	4.34		0	0	4.34	-		-	-	-	4.34	4.34
(II)	Tangible Fixed Assets												
	Land Leasehold	277.72	12.23	19.91	0	297.63	-	-	-	-	-	297.63	277.72
	Land Freehold	2,334.01	-	-	0	2,334.01	-	0.28	-	-	-	2,334.01	2,334.01
	Factory Buildings	1,481.01	33.62	2,534.11	2.28	4,012.84	284.79	2.93	58.45	0.80	344.04	3,668.79	1,196.22
	Plant & Machinery	4,464.04	81.02	1,841.09	0	6,305.14	2,497.66	6.18	469.35	(0.06)	2,966.94	3,338.20	1,966.39
	Furniture & Fixtures	119.06	-	12.85	0	131.91	19.62	-	11.26	(2.55)	28.32	103.59	99.44
	Office Equipment	79.97	-	4.50	0	84.48	30.10	-	4.16	(0.22)	34.05	50.43	49.87
	Vehicles	133.24	-	7.06	6.11	134.19	54.79	-	13.35	(0.93)	62.65	71.55	78.45
	Computer Equipment	55.04	-	113.39	0	168.43	19.86	-	11.08	0.16	31.09	137.33	35.18
		8,944.10	126.87	4,532.92	8.39	13,468.63	2,906.82	9.39	567.65	(2.81)	3,467.10	10,001.53	6,037.28
(III)	Capital Work-in-progress	1,242.46	-	4,874.12	11.27	6,105.31	-	-	-	-	-	6,105.31	1,242.46
	Grand Total	10,277.41	126.87	9,407.04	19.66	19,664.79	2,950.10	9.39	576.30	(2.81)	3,519.03	16,145.76	7,327.31

BEDMUTHA INDUSTRIES LIMITED



NOTE - 13	Year ended 31 st March 2013			Year ended 31 st March 2012		
	Nos	Face Value	₹ in Lacs	Nos	Face Value	₹ in Lacs
b. NON-CURRENT INVESTMENTS						
Subsidiary Company {Trade Investments (unquoted)}						
Kamalasha Infrastructure & Engineering Pvt.Ltd.	542,000	10.00	-	542,000	10.00	-
Associates {Trade Investments (unquoted)}						
Ashoka Pre-con Private Ltd. Refer '(a)' below	418,256	10.00	40.43	418,256	10.00	60.60
Other Companies {Trade Investments (unquoted)}						
Jenil Steel Pvt. Ltd.	1	10.00	₹ 10.00	1	10.00	₹ 10.00
(i)			40.43			60.60
Others {Trade Investments (unquoted)}						
Land at Sinnar			117.60			-
(ii)			117.60			-
Non Trade Investments (unquoted)						
Government Securities & Others			0.65			0.70
ICICI Prudential Life Insurance			2.00			1.50
Metlife India Insurance Co.Ltd			5.00			5.00
Shares In Steel Chamber			0.01			0.01
Shares In Stice Sinnar			0.01			0.01
Sharamrao Vitthal Bank Shares			0.03			0.03
Saraswat Co-operative Bank			0.05			0.05
Nashik Merchants Co-op Bank			0.36			0.36
(iii)			8.10			7.65
Share Application Money						
Ashoka Precon Pvt Ltd.			-			30.00
(iv)			-			30.00
Mutual Fund (Unquoted)	Nos	NAV	₹ in lacs	Nos	NAV	₹ in lacs
Birla SL Dividend Yield Plus G Fund	3,334.482	2.88	2.80	1,952.341	1.68	1.60
L & T Equity Fund (Filidity Equity Fund)	2,000.000	0.71	0.20	2,000.000	0.68	0.20
Franklin Asian Equity Fund-Growth	1,955.990	0.25	0.20	1,955.990	0.23	0.20
Franklin India Prima Plus Fund-Growth	98.385	0.23	0.20	98.385	0.22	0.20
Franklin India Blue Chip G Fund	712.757	1.61	1.08	712.760	1.52	1.08
Franklin India Bluechip Fund-Growth	107.740	0.24	0.20	107.740	0.23	0.20
Franklin India Opprtunity G Fund	3,646.297	1.11	0.93	3,646.300	1.07	0.93
Franklin India Prima Plus G Fund	1,846.138	4.39	3.68	1,322.718	2.92	2.58
HDFC Prudence Growth Fund	2,085.711	4.64	3.85	1,544.736	3.33	2.65
HDFC-Top-200 Growth Fund	2,143.192	4.51	3.85	1,563.356	3.15	2.65
ICICI Prudential Discovery Growth Fund	5,798.821	3.11	2.80	3,492.002	1.68	1.60
ICICI Prudential Flexi Growth Fund	3,962.275	5.20	5.00		2.00	2.00
IDFC Mutual Growth Fund F-701987/06	10,000.000	1.62	1.00	10,000.000	1.53	1.00
IDFC Premier Equity Plan A Growth Fund	7,852.581	2.87	2.70	5,063.056	1.57	1.60

BEDMUTHA INDUSTRIES LIMITED

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Mutual Fund (Unquoted)	Year ended 31 st March 2013			Year ended 31 st March 2012		
	Nos	NAV	₹ in lacs	Nos	NAV	₹ in lacs
Principal Emerging Fund	50,000.000	15.51	5.00	50,000.000	13.63	5.00
Principal Large Cap Fund-Dividend Plan	4,945.598	0.96	1.00	4,945.598	0.90	1.00
Reliance Equity Opportunity G Fund	12,103.189	4.98	3.75	9,351.773	3.31	2.55
Reliance Growth Fund	294.898	1.30	0.95	294.900	1.28	0.95
Reliance Infrasutstructure Fund	4,792.176	0.27	0.49	4,792.176	0.36	0.49
Reliance Regular Saving Equity G Fund	9,735.836	2.89	2.80	5,452.977	1.58	1.60
SBI Magnum Contra Growth Fund	2,401.535	1.36	1.08	2,401.540	1.24	1.08
SBI Magnum Global Growth Fund	2,614.264	1.68	1.05	2,614.260	1.52	1.05
Sunderam Paribas Select Midcap G Fund	2,940.623	4.56	3.85	2,092.976	3.15	2.45
U.T.I Infrastructure Fund	5,000.000	1.32	0.50	5,000.000	1.14	0.50
UTI Master Value Growth Fund	5,365.656	2.68	2.70	2,991.286	1.49	1.50
	(v)		51.64			36.64
	(i + ii + iii + iv + v)		217.77			134.89

	Book Value		Market Value	
	31 st March 2013	31 st March 2012	31 st March 2012	31 st March 2012
Aggregate of Quoted Investment	51.64	34.64	70.86	49.40
Aggregate of unQuoted Investment	166.13	100.25	166.13	100.25
	217.77	134.89	236.98	149.65

- (a) The company has an investment of ₹ 165.83 lacs in the shares of Ashoka Pre-con Private Limited, the company has 49% share holding. Further the company has given advances, Trade receivables, net of Trade Payable amounting to ₹ 216.74 lacs recoverable from APPL. The net worth of APPL has eroded due to operational losses. No provision is provided by the management at present as the losses are expected to be recoverable in the near future.

(₹ In Lacs)

Year ended 31st March 2013	Year ended 31st March 2012
-------------------------------	-------------------------------

NOTE - 14

Non-current assets

(c) OTHER LONG TERM LOAN & ADVANCES

i. Security Deposit	142.16	94.45
ii. Loans & advances to related parties	286.28	83.83
iii. Other Loans & advances	1,219.90	1,133.03
	1,648.34	1,311.31

BEDMUTHA INDUSTRIES LIMITED



	Year ended 31st March 2013	(₹ in Lacs) Year ended 31st March 2012
Non-current assets		
(d) OTHER NON-CURRENT ASSETS		
Deferred Revenue Expenses		
Opening	28.05	64.32
Less : Written off during the year	9.35	36.27
a.	18.70	28.05
Pre Operative Expenses		
Opening	671.74	425.99
Add : Addition during the year	1,239.54	245.75
Less : Written off during the year	1.00	-
Less : Capitalised to Fixed Asset	1,904.70	-
b.	5.58	671.74
Preliminary Expenses		
Opening	0.13	0.15
Add : Addition during the year	-	-
Less : Written off during the year	0.02	0.02
c.	0.11	0.13
Issue Expenses		
Opening	394.90	394.90
Less : Written off during the year	78.98	-
d.	315.92	394.90
Less : Minority Interest	0.05	0.51
(a + b + c + d)	340.26	1,094.31

NOTE - 16

Current Assets

(a) INVENTORIES

(As taken, valued and certified by the management)

i Raw Material	581.20	479.58
- in transit	-	1,043.14
ii Finished Goods	781.65	476.72
iii Trading Stock	222.08	127.90
iv Consumables	326.13	305.31
v Work-in-Progress	2,592.70	2,725.12
	4,503.76	5,157.77

Current Assets

(b) TRADE RECEIVABLES

i Debtors outstanding for a period exceeding six months (Unsecured and Considered Good)	1,560.22	692.74
ii Other Debtors	-	-
a. Secured & Considered Good	538.89	549.80
b. Unsecured & Considered Good	4,277.49	5,192.28
c. Doubtful	-	-
	4,816.38	5,742.07
iii Allowances for bad and doubtful debts	-	-
iv Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member	264.51	97.92
	6,641.11	6,532.73

BEDMUTHA INDUSTRIES LIMITED

	(₹ In Lacs)	
	Year ended 31st March 2013	Year ended 31st March 2012
NOTE - 18		
Current Assets		
(c) CASH AND CASH EQUIVALENTS		
i Cash In Hand	107.49	73.97
ii Balance in Bank		
a. In Current Account with Scheduled Bank	496.49	783.24
b. FDR & Accrued Interest thereon	688.60	935.10
	1,292.58	1,792.31
NOTE - 19		
Current Assets		
(d) SHORT-TERM LOANS AND ADVANCES		
Unsecured, considered good		
i Loans & Advances to Related Parties	377.50	337.90
ii Others	2,825.24	1,622.44
	3,202.74	1,960.34
NOTE - 20		
Current Assets		
(e) OTHER CURRENT ASSETS		
i Sundry Deposits	402.56	357.24
ii Receivables from statutes and others	744.29	459.44
iii Tax Deducted at Sources	189.42	136.61
iv Advance Tax	0.12	0.08
v Prepaid Expenses	44.79	17.02
	1,381.18	970.39
NOTE - 21		
REVENUE FROM OPERATIONS		
Manufacturing Goods	19,930.16	19,324.21
Stock in Trade	222.48	866.87
Service Receipts	463.58	205.19
Other Operating Revenues	11.48	10.25
Scrap Sales	460.47	402.23
Sales of Subsidiary Unit	866.26	2,956.06
Excise Duty / Service Tax and others	2,653.25	2,302.46
Carriage Outward, P & F	74.43	20.58
	24,682.11	26,087.85
NOTE - 22		
OTHER INCOME		
Dividend Receipt	0.70	0.01
Interest Income		
On Deposit	173.85	58.06
On Advances	74.11	173.24
Net Surplus / (Deficit) on disposal of Assets	(1.42)	(1.12)
Other non-operative income	15.64	7.41
	262.88	237.60

(₹ In Lacs)

	Year ended 31st March 2013	Year ended 31st March 2012
NOTE - 23		
COST MATERIAL CONSUMED		
Opening Stock Of Raw Material	1,522.71	1,062.15
Add : Manufacturing Purchases	15,399.04	16,855.01
	16,921.75	17,917.16
Less : Closing Stock Of Raw Material	581.20	1,522.71
	16,340.55	16,394.45
NOTE - 24		
PURCHASE OF STOCK IN TRADE		
Trading Purchase	593.84	2,035.76
	593.84	2,035.76
NOTE - 25		
MANUFACTURING AND OPERATING COSTS		
Job Work, Wages & Others	321.44	252.62
Packing Material	143.75	104.91
Power & Fuel	1,468.01	1,281.36
Other Manufacturing & Operating Expenses	265.07	1,034.92
Royalty Paid	50.48	-
Consumables, Stores & Spares	235.30	186.14
Repairs & Maintainance	137.48	127.01
	2,621.53	2,986.96
NOTE - 26		
CHANGES IN IVENTORIES OF FINISHED GOODS WORK IN PROGRESS AND STOCK IN TRADE		
Opening Stock		
i Finished Goods	476.72	611.02
ii Stock-in-Trade	123.69	123.69
iii Work in Progress	2,729.33	2,409.36
	3,329.74	3,144.07
Closing Stock		
i Finished Goods	781.65	476.72
ii Stock-in-Trade	339.68	127.90
iii Work in Progress	2,592.70	2,725.12
	3,714.03	3,329.74
(Increase) / Decrease in Stock	(384.29)	(185.67)
NOTE - 27		
EMPLOYEE BENEFIT EXPENSES		
Salary	354.15	437.15
Directors Remuneration	27.01	36.26
Workmen and Staff Welfare	30.20	26.84
Contribution to Provident Fund and Others	31.36	38.53
	442.72	538.78

BEDMUTHA INDUSTRIES LIMITED

	(₹ In Lacs)	
	Year ended 31st March 2013	Year ended 31st March 2012
NOTE - 28		
FINANCE COST		
Interest On		
Fixed Loans	97.21	148.66
Working Capital	728.67	824.56
Bank Charges & Others	163.02	179.55
	988.90	1,152.77
NOTE - 29		
DEPRECIATION AND AMORTISATION EXPENSES		
Depreciation on Fixed Asset	572.39	494.15
Less : Amount transferred from Revaluation Reserve	9.39	9.50
Less : Amount transferred to Pre-operative expenses	15.37	7.60
	547.62	477.05
Miscellaneous Expenditure Written off	88.35	36.30
	635.98	513.35
NOTE - 30		
SELLING & DISTRIBUTION EXPENSES		
Advertisement & Exhibitions	16.43	7.87
Carriage Outward, Freight & Octroi	207.46	144.66
Conveyance Charges	10.37	11.28
Discount On Sales	13.77	9.29
Entry Tax	5.48	17.56
Loading & Unloading	13.91	26.01
Rent Expenses	30.09	43.23
Tender Expenses	0.37	2.63
Tour & Travelling Exp.	36.22	49.34
Other Selling & Distribution expenses	24.64	36.95
a.	358.74	348.82
OPERATING, ADMINISTRATIVE & OTHER EXPENSES		
Audit Fees	3.40	3.71
Insurance Premium	9.22	9.98
Legal & Statutory Expenses	27.14	20.82
Office Exp	5.57	5.68
Other Expenses	50.42	31.40
Postage & Telegram	1.99	1.92
Printing & Stationery	11.20	8.88
Professional Charges	39.28	37.45
Rent Expenses	14.83	13.55
Security Charges	20.56	21.01
Telephone Charges	15.66	12.03
Forex (Gain) / Loss	91.61	2.16
Testing Expenses	3.14	2.06
b.	294.02	170.65
(a. + b.)	652.76	519.47

31. Contingent liabilities not provided for in respect of
(a)

(₹ in Lacs)

Particular	For the year ended	
	31 st March , 2013	31 st March , 2012
Counter Guarantees given against Bank Guarantees.	452.08	237.53
Corporate Guarantee given on behalf of Subsidiary Company, Kamalasha Infrastructure & Engineering Pvt. Ltd.	Nil	208.22
Corporate Guarantee given on behalf of Associate Company, Ashoka Pre-con Private Ltd.	Nil	90.20
Income Tax Department, Nashik (A.Y. 2004-05) (Reassessment u/s 148	Nil	No demand notice received from Income Tax
Income Tax Department, Nashik (A.Y. 2009-10)	Nil	6.23
Assistant Commissioner of Sales Tax (BST), Sales Tax Office, Nashik. (Financial Year 1999-2000)	0.46	-
Custom Excise & Service Tax Appellate Tribunal, Bombay (A.Y.2004-2005)	88.76	84.17

(b) Claims Outstanding with Banks

Following claims were made by the company which are still outstanding as on the last day of the balance sheet and no confirmation from bank is there on record

Name of Bank			Excess Interest / Charges debited by bank	
			31/03/2013	31/03/2012
a	Bank Of India	Nashik	Nil	3.34
b	Bank Of India	Pune	4.25	1.99
c	Bank Of India	Mulund	1.15	0.26
d	Andhra Bank	Nashik	0.37	0.22
e	Andhra Bank	Mulund	0.48	0.27
f	Andhra Bank	Pune	24.09	5.85
g	Punjab National Bank	Pune	49.63	48.21
h	Punjab National Bank	Nashik	2.28	0.90
Total			82.26	61.06

32. Remuneration Paid to Directors

(₹ in Lacs)

Particular	For the year ending	
	31/03/2013	31/03/2012
Mr. Vijay Vedmutha	19.05	20.60
Mr. Ajay Vedmutha	19.05	20.44
Mr. K. R. Bedmutha	18.16	19.23

** figures includes perquisites given to directors, contribution to Provident Fund etc.

33. Auditors Remuneration

(₹ in Lacs)

Particular	For the year ending	
	31/03/2013	31/03/2012
Statutory & Tax Audit Fees	3.82	3.75
Consultation & Certification	1.21	1.51

- 34.** Suppliers/ Service providers covered under Micro, Small Medium Enterprises Development Act. 2006 have not furnished the information the same to the company. In view of this, the information required to be disclosed u/s. 22 of the said Act is not disclosed.

BEDMUTHA INDUSTRIES LIMITED

35. Employees Benefit

During the period company paid premium of ₹ 7.99/- lacs towards group gratuity for the period 2012-13. (₹ 6.64 lacs in previous year 2011-12)

36. i. VALUE OF IMPORTS ON C.I.F. BASIS :-

(₹ In Lacs)

Particulars	For the year ending	
	31.03.2013	31.03.2012
Raw Material	3,731.69	1,806.44
Plant & Machinery	3,909.32	830.88
Total	7,641.01	2,637.32

ii. EXPENSES INCURRED IN FOREIGN CURRENCY :-

Foreign Tour & Traveling	2.59	7.64
--------------------------	------	------

37. Disclosure in respect of derivative instruments (Amount in Lacs)

(a) Derivative Instruments that are outstanding

		Forward in USD
i	Against Import	0.50
	Previous year	4.50

All the derivative instruments have been acquired for hedging purpose

(b) Foreign currency exposure that are not hedged by derivative instruments

		in USD	in Euro	in AUD
i	Creditors	-	61.56	-
	(Previous year)	2.82	14.00	-
ii	Buyers Credit	20.01	9.99	-
	(Previous year)	21.30	-	-
iii	Cash Balance	-	-	-
	(Previous year)	-	-	0.03

38. Related Party Transactions (As required by Accounting Standard AS-18 "Related Parties Disclosure")

I) List of Related Parties and Relationship (As identified by the Management)

(a) Key Managerial Personnel

:- Mr. K R Bedmutha, Chairman
Mr. Vijay K. Vedmutha, M. D.
Mr. Ajay K. Vedmutha, J. M. D.

(b) Relatives of Key Management

:- Mrs. Usha V. Vedmutha
Mrs. Vinita A. Vedmutha

(c) Enterprises over which Key Management Personnel and their relatives exercise significant influence with whom transactions have been taken place during the year

:- Bedmutha Sons Reality Ventures Pvt. Ltd.
Bedmutha Agro Farms
Kamal Wire Products
K.R. Bedmutha Techno Associates Pvt. Ltd.
Elme Plast Co.
Kreepa Steel Industries
Bedmutha Chemicals Pvt. Ltd.

(d) Associates

:- Ashoka Pre-con Private Limited (49%)

(e) Subsidiary Company

:- Kamalasha Infrastructure & Engineering Private Limited (54.75%)

BEDMUTHA INDUSTRIES LIMITED

II) Transactions

(₹ In Lacs)

Description	31st March, 2013			31st March, 2012		
	Associates / Subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives	Associates/ subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives
Purchase of goods/Services & Fixed Assets	5.77	-	36.30	40.13	-	211.12
Bedmutha Chemicals P.Ltd	-	-	-	-	-	0.01
Kreepa Steel Industries	-	-	19.28	-	-	183.54
Kamal Wire Products	-	-	4.97	-	-	23.43
Elme Plast Co.	-	-	10.60	-	-	-
Ashoka Pre-con Private Limited	5.77	-	-	40.13	-	-
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	1.43	-	-	4.14
Usha Chemicals	-	-	0.03	-	-	-
Sales of goods / Services	442.53	-	314.31	173.88	-	501.35
Bedmutha Chemicals P.Ltd	-	-	-	-	-	36.08
Kamal Wire Products	-	-	280.60	-	-	286.74
Ashoka Pre-con Private Limited	81.44	-	-	120.68	-	-
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	33.71	-	-	178.43
Kamalasha Infrastructure &Engineering Pvt.Ltd.	361.10	-	-	53.20	-	-
Bedmutha Agro	-	-	-	-	-	0.09
Interest Received	-	-	4.95	-	-	4.69
KRBTA Techno Associates Pvt. Ltd.	-	-	4.95	-	-	4.69
Other Services Receipts	55.94	-	-	13.96	-	112.00
KRBTA Techno Associates Pvt. Ltd.	-	-	-	-	-	112.00
Kamalasha Infrastructure &Engineering Pvt.Ltd.	55.94	-	-	13.96	-	-
Interest Paid	-	-	8.93	-	-	-
Elme Plast Co.	-	-	1.62	-	-	-
Margo Engineering Pvt. Ltd.	-	-	7.31	-	-	-
Remuneration paid	-	56.26	-	-	60.27	-
Vijay Vedmutha	-	19.05	-	-	20.60	-
Ajay Vedmutha	-	19.05	-	-	20.44	-
Kachardas Bedmutha	-	18.16	-	-	19.23	-
Salary Paid	-	10.80	-	-	9.14	-
Vinita Vedmutha	-	10.80	-	-	9.14	-
Rent paid	-	4.56	4.62	-	-	4.62
Vijay Vedmutha	-	1.92	-	-	-	-
Ajay Vedmutha	-	0.90	-	-	-	-
Vinita Vedmutha	-	0.90	-	-	-	-
Kamlabai K Bedmutha	-	0.84	-	-	-	-
Elme Plast	-	-	4.62	-	-	4.62
Advance given for ; Capital Procurement	-	-	-	-	-	0.39
Bedmutha Chemicals P Ltd.	-	-	-	-	-	0.37
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	-	-	-	0.01

BEDMUTHA INDUSTRIES LIMITED

Description	31st March, 2013			31st March, 2012		
	Associates / Subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives	Associates/ subsidiary	Key Managerial Personnels	Enterprise Controlled by Key Managerial Personnels & their relatives
Net Loans and advances given	210.00	-	42.53	-	-	-
Bedmutha Chemicals P Ltd.	-	-	42.53	-	-	-
Ashoka PreCon Private Ltd.	210.00	-	-	-	-	-
Net Loans and advances taken	-	-	21.46	-	-	-
Elme Plast	-	-	21.46	-	-	-
Balances as at 31st March 2013						
Advance given for ;	-	-	279.02	-	-	337.90
Capital Procurement						
Bedmutha Chemicals P Ltd.	-	-	0.37	-	-	0.37
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	-	-	-	0.01
Elme Plast Co.	-	-	278.65	-	-	337.51
Others	210.00	-	118.81	-	-	83.83
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	76.28	-	-	83.83
Bedmutha Chemicals P Ltd.	-	-	42.53	-	-	-
Ashoka PreCon Private Ltd.	210.00	-	-	-	-	-
Share Application Money	-	-	-	30.00	-	-
Ashoka Precon Pvt Ltd.	-	-	-	30.00	-	-
Trade Receivables	12.51	-	252.00	22.58	-	75.34
Ashoka Pre-con Private Ltd.	12.51	-	-	22.58	-	-
Bedmutha Agro	-	-	0.09	-	-	0.09
Kamal Wire Products	-	-	97.97	-	-	26.40
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	153.94	-	-	48.85
Loans & Advances taken						
Elme Plast	-	-	21.46	-	-	-
Trade Payables	5.77	-	19.96	0.71	-	20.69
Ashoka PreCon Private Limited	5.77	-	-	0.71	-	-
Elme Plast	-	-	15.05	-	-	1.85
K R Bedmutha Techno Associates Pvt. Ltd.	-	-	-	-	-	2.50
Kreepa Steel Industries	-	-	-	-	-	7.06
Kamal Wire Products	-	-	4.91	-	-	9.28

III) Disclosure as required by clause 32 of the Listing Agreement with Stock Exchanges.

(₹ In Lacs)

Name of Concern	Type of relationship	Amount Outstanding as on 31.03.2013	Maximum Amount Outstanding
Advance given for Fixed Assets			
Kamalasha Infrastructure & Engineering Private Limited	Subsidiary	627.93	627.93
Elme Plast Co.	Director is partner	278.65	337.51
Bedmutha Chemicals Private Limited	Director's wife is Director	0.37	0.37
Loans & advances			
K R Bedmutha Techno Associates Private Limited	Director's wife is Director	76.28	76.28
Bedmutha Chemicals Private Limited	Director's wife is Director	42.53	56.72
Kamalasha Infrastructure & Engineering Private Limited	Subsidiary	241.00	241.00

BEDMUTHA INDUSTRIES LIMITED



39. Disclosure as per Clause 43 of the Listing Agreement for the quarter ended on March 31, 2013

The utilization of issue proceeds from IPO (₹ 9184.30 lakhs) is as follows:-

Particulars of Fund Utilization for	Amount to be utilized as per prospectus	Actual Utilization
Expansion Project	8,494.40	6,471.26
General Corporate Purpose	175.00	-
Share Issue Expenses	542.00	394.90
Total	9,211.40	6,866.16

As on March 31, 2013, unutilized funds in the Company amounting to ₹ 2318.14 lakhs have been temporarily invested in companies Cash credit account, interest bearing ICDs', for the expansion project at Sinnar Unit and given advance to parties for purchase of fixed asset.

40. The Company is organized into two segments mainly:

- i. Wire & Wire Products
- ii. Consultancy **

(During the period 1st April 2012 to 31st March 2013, No significant revenue was generated in consultancy division, and hence the same is not reported.)

**As regards to the Consultancy / Contracting activities of the company are carried out in the name of K.R. Bedmutha & Techno Associates.

- 41. Inventory of land held for trading is transferred to investment in view of the change in its envisaged usage.
- 42. The company has some of its bank accounts in the name of Shriram Wire Private Limited, Kamdhenu Wire Private Limited and Ajay Wire Private Limited, these companies have been amalgamated to Bedmutha Industries Limited in Financial Year 2007-08.
- 43. Previous Year's figures have been re-grouped and re-arranged as and when necessary.
- 44. Significant accounting policies and practices adopted by the Company are disclosed in the statement annexed to these financial statements as per Annexure I

As per our attached report of even date.

for M/s Patil Hiran Jajoo & Co.
Chartered Accountants

Aniruddha Jajoo
Partner
M.No. 103246
Firm Regd 120117W
Place: Nashik
Date : 16.05.2013

for and on the behalf of Board of Directors of
Bedmutha Industries Limited

K R Bedmutha
Chairman

Vijay Vedmutha
Managing Director

Chandan Kshirsagar
Company Secretary

BEDMUTHA INDUSTRIES LIMITED

Annexure I

Significant Accounting Policies

a. Basis of Accounting

The Financial statements of the company have been prepared under the historical cost convention on an accrual basis, in accordance with applicable Accounting Standards and relevant provisions of Companies Act, 1956.

b. Use of Estimates

The presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known.

c. Fixed Assets

Fixed Assets (including Capital Work in Progress) are recorded at the cost of acquisition or construction, net of tax credit wherever eligible. Cost includes all expenses related to acquisition or construction, including attributable borrowing cost on qualifying assets.

d. Expenditure during Construction Period

In case of new projects and in case of substantial modernization / expansion at existing units of the company, all pre-operative expenditure specifically for the project, incurred up to the date of completion, is capitalized and added pro-rata to the cost of fixed assets.

e. Depreciation

- i Depreciation on Fixed Assets is provided on Straight Line Method at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956.
- ii Depreciation on addition to the Fixed Asset or on sale/discardment is calculated pro rata from the date of such addition or up to the date of such sale/discardment, as the case may be;
- iii Cost of Leasehold land is not amortised and is shown at cost.
- iv The charge over and above the depreciation calculated on the original cost of the revalued assets is transferred from Revaluation Reserve to Depreciation Account (Profit & Loss Account)

f. Intangible Assets

Intangible Assets are stated at cost of acquisition less amortization. Goodwill is amortised at ten percent on Straight Line Method.

g. Investments

- i Investment are classified as investments in Subsidiaries (valued at cost), Associates (valued at cost) within the meaning of Accounting Standard 13 "Accounting for Investments".
- ii Investments are recorded as Long Term Investments unless they are expected to be sold within one year.
- iii Investments are stated at cost in accordance with Accounting Standard 13 on "Accounting for Investments". Provision for diminution is made to recognize a decline, other than temporary, in the value of such investments. & Accounting Standard 23 on "Investment in Associates".

h. Inventories

- i Inventories of Raw Material, Work in Progress, Finished Goods (including Goods for Trade) are valued 'at cost or net realizable value' whichever is lower. Scrap is valued at net realizable value as per the assessment of the Management. Excise duty is added in valuation of Finished Goods.
- ii Major Consumables (Stores & Spares) like LDO, lead, dies etc are valued at cost and other minor Consumables (Stores & Spares) are written off in the year of purchase.
- iii Cost comprises all cost of purchase, appropriate direct production overheads and other costs incurred in bringing the inventories to their present location and condition. For the purpose of valuation of closing stock, FIFO method is being used as prescribed by Accounting Standard 2.

i. Revenue Recognition

- i Sale of goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods. Gross sales are inclusive of excise duty, service tax, value added tax, but are net of sales returns.
- ii Income from Services is recognized when on completion of services or part completion of the assignment as per Contract.
- iii Revenue / Income and Cost / Expenses are generally accounted on accrual as they are earned or accrued or incurred, except in case of significant uncertainties.
- iv Dividend income is recognized when the right to receive the same is established.

j. Borrowing Costs

Borrowing costs attributable to the acquisition or construction of qualifying assets, as defined in Accounting Standard 16 on "Borrowing Costs" are capitalized as part of such assets up to the date when the asset is ready for its intended use. Other borrowing costs are expensed as incurred.

k. Employees Benefit

Post Employment / Retirement Benefits - The liability for Gratuity benefits, on the basis of amounts contributed to LIC's Group Gratuity Policy and the difference between the amounts paid on retirement and recovered from LIC, is charged to Profit & Loss Account. Employer's Contribution to Provident Fund is debited to Profit & Loss Account.

l. Foreign Currency Transactions

- i. Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transactions.
- ii. Monetary Foreign Currency assets and liabilities (monetary items) are reported at the exchange rate prevailing on the balance sheet date.
- iii. Exchange difference relating to long term monetary items, arising during the year, in so far as they relate to the acquisition of depreciable capital assets are added to / deducted from the cost of the asset and depreciated over the balance life of the asset.
- iv. All other exchange difference are dealt with in profit and loss account.

m. Provision for current tax and deferred tax

- i Provision for income tax is made on the basis of estimated taxable income for the year. Advance Tax and Tax Deducted at Source (TDS) are shown in the balance sheet under head Other Current Assets during the year and in subsequent years the Advance Tax & TDS are adjusted against Provision for Tax. The net effect has shown under Provision for Tax.
- ii The deferred tax assets and deferred tax liabilities are calculated by applying current tax rate and tax laws that have been enacted or substantively enacted on the balance sheet date.

n. Earnings Per Share

The Company reports basic and diluted Earnings per share (EPS) in accordance with Accounting Standard 20 on "Earnings per Share". Basic EPS is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

o. Cash Flow Statement

The cash flow statement is prepared by the "indirect method" set out in Accounting Standard 3 on "Cash Flow Statement" and presents the cash flows by operating, investing and financing activities of the company.

Cash and Cash equivalents presented in the Cash Flow Statement consist of cash on hand and cash at bank.

p. Issue Expenses

The expenses incurred for Initial Public Offer "IPO" is shown as Issues expenses under the head Other Long term Assets (Note 13). In current year, 20% of IPO Expenses is written off and charged to Profit & Loss Account.

NOTES

[illegible]

[illegible]



BEDMUTHA INDUSTRIES LIMITED

Registered Office : A-32, STICE, Musalgaon, Sinner, Nashik-422 103

ATTENDANCE SLIP

I/We hereby record my/our presence at the 23rd Annual General Meeting held on Tuesday 13th August 2013 at 1.00 pm at Hotel Saiways, F-4, Sinnar–Shirdi Road, STICE, Sinnar, Nashik-422 103.

Name of the Shareholder/Proxy* :

No. of shares held:

Folio No.: Client ID: DP ID:

Signature of the Shareholder/Proxy:

*Strike out whichever is not applicable.

Note:

1. Shareholder/Proxy intending to attend the meeting must bring the duly signed Attendance Slip to the meeting and handover at the entrance.
2. Shareholder/Proxy should bring his/her copy of the Annual Report, if hard copy is previously provided to him.
3. No gifts/gift coupons will be distributed at the Annual General Meeting.



BEDMUTHA INDUSTRIES LIMITED

Registered Office : A-32, STICE, Musalgaon, Sinner, Nashik-422 103

PROXY

I/We

of.....in the District ofbeing a

Member(s) of the above named Company, hereby appoint.....

of..... in the District of or failing

him/her of..... in the district

of..... as my/our Proxy to attend and vote for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company to be held on Tuesday 13th August 2013 at 1.00 pm at Hotel Saiways, F-4, Sinnar–Shirdi Road, STICE, Sinnar, Nashik-422 103 and at any adjournment thereof.

Please affix
Revenue
Stamp here

Signed this..... day of

.....2013

FOLIO NO.: CLIENT ID:

DP ID:

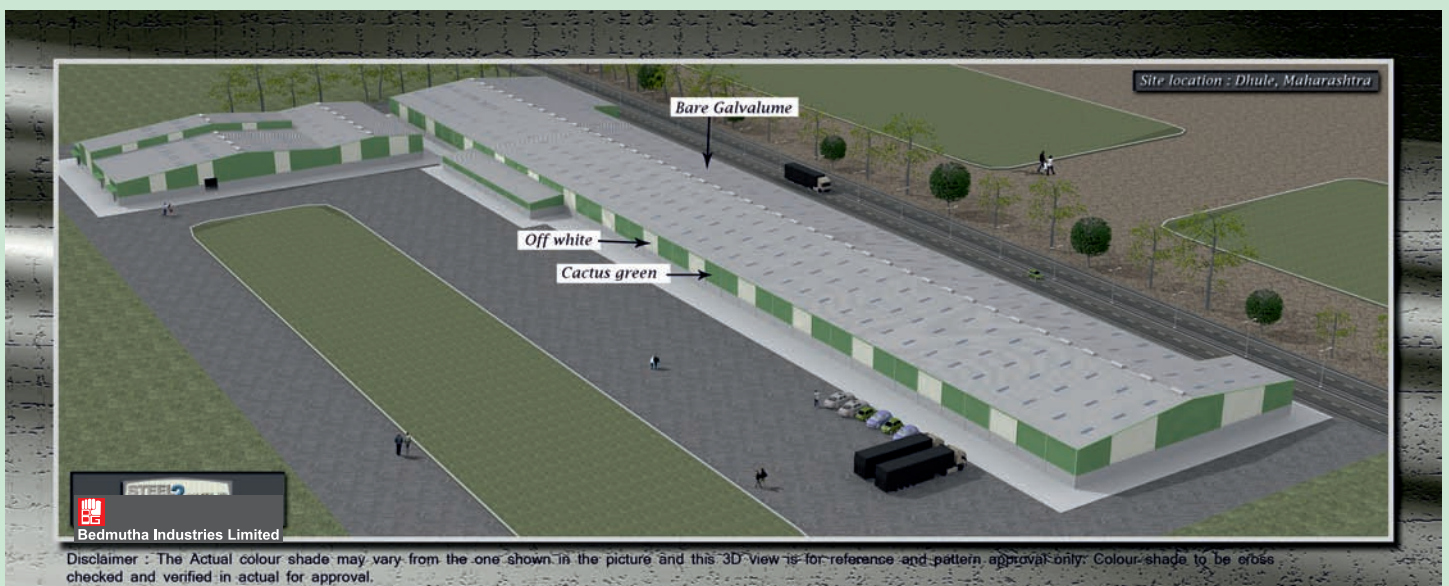
No of shares:..... Signature:

Note: The Proxy in order to be effective must reach duly filled in at least 48 (Forty Eight) hours before the commencement of the aforesaid meeting.

Machinery Installed



Factory building



Final Expectation

BOOK-POST

if undelivered, please return to :

BEDMUTHA INDUSTRIES LIMITED

A-32, STICE, Sinnar, Dist. Nasik - 422 103