



SHREE PRECOATED STEELS LIMITED

5th

**ANNUAL REPORT
2012-13**

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SHREE PRECOATED STEELS LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri Ishwarlal S Ajmera
Shri Sanjay C Ajmera
Shri Dhaval R Ajmera
Shri Jagdish J Doshi
Shri Ambalal C Patel
Shri Nilesh Sarvaiya

Chairman & Managing Director
Managing Director
Director-Operations & Marketing
Director
Director
Director

COMPLIANCE OFFICER

Mr. Harish Taparia

BANKERS

Dena Bank
ICICI Bank Ltd.

AUDITORS

M/s. V. Parekh & Associates
Chartered Accountants
37, Hamam Street, 2nd Floor, Fort,
Mumbai - 400 001.

REGISTERED OFFICE

Rehman Building, 2nd Flr. Mezzanine,
24 Veer Nriman Road, Fort,
Mumbai-400 001
www.spsl.com
E-mail - investors.spsl@gmail.com

FIFTH ANNUAL GENERAL MEETING

Date : 27th September, 2013
Day : Friday
Time : 12.45 P.M
Place : Activity Hall, Gr. Floor, Juhu Vile
Parle Gymkhana Club, N. S. Road,
JVPD Scheme, Vile Parle (West),
Mumbai - 400 049.
Book Closure : Saturday, 21st September, 2013 to
Friday 27th, September, 2013
(Both days inclusive)

REGISTRAR & SHARE TRANSFER AGENT

Sharex Dynamic (India) Pvt Limited,
Branch Office : Unit 1, Luthra Industrial Premises
Andheri Kurla Road, Safed Pool, Sakinaka,
Andheri (E), Mumbai - 400 072.



NOTICE

NOTICE is hereby given that the Fifth Annual General Meeting of the Shareholders of Shree Precoated Steels Limited will be held on Friday, September 27, 2013 at 12.45 P.M. at Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, N. S. Road, JVPD Scheme, Vile Parle (West), Mumbai 400049 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and the Profit and Loss Account ended on that date and the Report of Auditors and Directors thereon;
2. To appoint a Director in place of Shri Ishwarlal S Ajmera, Chairman and Managing Director who retires by rotation and being eligible, offers himself for reappointment;
3. To appoint a Director in place of Shri Nilesh Sarvaiya, Director, who retires by rotation and being eligible, offers himself for reappointment;
4. To appoint Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution, which will be proposed as an Ordinary Resolution:

“**RESOLVED THAT** M/s. V Parekh & Associates, Chartered Accountants, Mumbai, be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration to be decided by the Board in addition to out of pocket expenses as may be incurred by them during the course of the Audit.”

SPECIAL BUSINESS:

5. Alteration of other Object Clause (III-C) of the Memorandum of Association of the Company:
To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:-
“**RESOLVED THAT** pursuant to the provisions of Section 17 and other applicable provisions, if any of the Companies Act, 1956, the Other Object Clause (III-C) of the Memorandum of Association of the Company, be and is hereby altered by insertion of new Clause No 67 and 68 after the existing Clause No. 66:
67. To carry on the business in India or abroad to take on lease, rent, hire, sell and to construct, build, establish, erect, promote, undertake, acquire, own operate, equip, manage, renovate, recondition, turn to account, maintain and to run warehouses, cold storage, container yards, dry storage area, godowns, open platforms, refrigeration houses, stores and other similar establishments to provide facilities for storage of commodities, goods, articles and things, and for the purpose to act as C & F agent, custodian, warehouseman, transportation and distribution agent, maintain cold storage, storage chambers, refrigerators, room coolers and freezing house for storage and preserving all types of fruits and vegetables, dehydrated food, provision of fruits, commodities, articles, things and preparation of all kinds and descriptions whatsoever.
68. To carry on business of farming, sell serve, distribute, manage, market, selling, serving, processing, producing, pack, preserve, extract, refine, manufacture, import, export, buy, trade, deal & distribute both natural & artificial fresh & canned all types of fruits & vegetables, dry fruits, spices & condiments, processed foods, health foods, protein foods, food products, agro foods, fast foods, packed foods, milk foods, health and diet foods and drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods,

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preserved foods, bakery products and confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condes, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, tea and coffee, jams, jelly, pickles, squashes, sausages, nutrient, cereals products and any other food products in and outside India ,and otherwise deal in all kinds of organic and inorganic foods products and drinking products like soft drinks, aerated drinks, beverages of all kinds and other consumable provision of every description .

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution and to settle any questions or disputes that may arise in relation thereto.”

6. Commencement of New Business:

To consider and if thought fit to pass with or without modification following resolution as a Special Resolution:-

"RESOLVED THAT pursuant to Section 149 (2-A) and other applicable provisions, if any, of the Companies Act, 1956, consent is hereby given to the Board of Directors to commence and continue to commence any or all of the business activities specified in the Clause 67and Clause 68 of the Other Object Clause (III-C) of the Memorandum of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution and to settle any questions or disputes that may arise in relation thereto.”

NOTE

- I. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE METING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF OR HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- II. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- III. **The Register of Members and Share Transfer Books of the Company will remain closed for Seven days from the 21st September 2013 to the 27th September 2013 (both days inclusive).**
- IV. All documents referred to in the accompanying Notice and the Explanatory Statement is open for inspection at the Registered Office of the Company during the office hours on all working days except Sundays between 11.00 a. m. and 1.00 p. m., up to the date of the ensuing Annual General Meeting.
- V. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in order of the names will be entitled to vote.
- VI. Members are requested:
 - a. to notify any change in their addresses to their Depository Participants (DPs) in respect of their electronic share accounts quoting Client ID no. and to the Sharex Dynamics (India) Private Limited – Registrar and Transfer Agent (RTA) or to the Company in respect of their physical shares quoting their folio numbers;



- b. to write to RTA to enable them to consolidate their holdings in one folio, who are not opting for depository and are holding Shares in identical order of names in more than one folio;
- c. to write to the Company at an early date so as to enable the Management to keep information ready, who are desiring any information as regard to accounts;
- d. to bring their Client ID and DP ID numbers for easy identification of attendance at the Meeting, who hold Shares in dematerialized form;
- e. to bring their copies of the Annual Reports to the Meeting.

In terms of Section 109A of the Companies Act, 1956, the Share holder(s) of the Company may nominate a person on whom the Shares held by him/them shall vest in the event of his/their death. Share holder(s) desirous of availing this facility may submit nomination in Form 2B.

By Order of the Board of Directors
For SHREE PRECOATED STEELS LTD.

Ishwarlal S. Ajmera
Chairman & Managing Director

Place : Mumbai,

Date: 12th August, 2013

Registered Office:

Rehman Building, 2nd Floor Mezzanine, 24

Veer Nariman Road, Fort, Mumbai-400 001.

NOTICE



SHREE PRECOATED STEELS LIMITED

EXPLANATORY STATEMENT

As required by Section 173 (2) of the Companies Act, 1956, the following Explanatory Statements set out all material facts relating to the business under Item Nos.5 & 6 of the accompanying Notice dated 12th August, 2013:

ITEM No.5:

The government has declared various fiscal incentives for logistic and warehousing business. Further having regard to the food security bill, storage of food is required at various places. In order to diversify into business ventures which are related to our main activity and in line with the government incentive policy your Directors have decided to alter the Object clause (III-C) by inserting two new clauses relating to logistic and food processing business.

Your Directors recommend Special Resolution at Item No.5 for your approval.

None of the Directors of the Company is in any way deemed to be concerned or interested in the resolution.

ITEM NO. 6

Your company intends to enter into real estate based businesses such as logistic and warehousing as a corollary to its main business. Further as an extension of logistic and warehousing business, the company also plans to enter into food processing business as provided in terms of Clause nos. 67 and 68 of the Other Object Clause (III-C) of Memorandum of Association. For commencement of new business/activities, under the provisions of Section 149(2A) of the Companies Act, 1956 approval of shareholders by way of Special Resolution is required hence this resolution

Your Directors recommend Special Resolution at Item No.6 for your approval.

None of the Directors of the Company is in any way deemed to be concerned or interested in the resolution

By Order of the Board of Directors

for SHREE PRECOATED STEELS LTD.

ISHWARLAL S AJMERA

CHAIRMAN & MANAGING DIRECTOR

Place : Mumbai,

Date : 12th August, 2013

Registered Office:

Rehman Building, 2nd Floor Mezzanine,

24 Veer Nariman Road, Fort, Mumbai- 400 001.

NOTICE


INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT

As required under the Listing agreement, the particulars of Director who are proposed to be appointed / re-appointed are given below:

A Name	Shri Ishwarlal S. Ajmera
Date of Birth	30th October 1925
Date of Appointment	15th October 2007
Expertise in specific functional area	Industrialist with rich business experience in general.
Qualifications	Higher Secondary
Directorship held in other listed/ unlisted public companies as on 12th August, 2013	Ajmera Steels Strips Limited Shree Ram Estates Limited Ajmera Biofuel Limited
Chairman / Member of the Committees of the Board of the other Companies on which he is a Director as on 12th August 2013.	Nil

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SHREE PRECOATED STEELS LIMITED

B	Name	Shri Nilesh Sarvaiya
	Date of Birth	7th April, 1969
	Date of Appointment / Period	30th January, 2010
	Expertise in specific functional area	Over all 15 year vast experience in trading Electrical equipments .
	Qualifications	Commerce Graduate and DBM from Mumbai
	Directorship held in other listed/ unlisted public companies as on 12th August, 2013	Nil
	Chairman / Member of the Committees of the Board of the other Companies on which he is a Director as on 12th August 2013.	Nil

By Order of the Board of Directors
For **SHREE PRECOATED STEELS LTD.**

Ishwarlal S. Ajmera
Chairman & Managing Director

NOTICE

Place : Mumbai,
Dated : 12th August,2013
Registered Office:
Rehman Building, 2nd Floor Mezzanine, 24
Veer Nariman Road, Fort, Mumbai- 400 001.



DIRECTORS' REPORT TO THE MEMBERS

Dear Shareholder,

Your Directors are pleased to present the 5th ANNUAL REPORT AND AUDITED ACCOUNTS for Company for the financial year ended March, 31, 2013.

FINANCIAL HIGH LIGHTS:

The financial performance of the Company, for the year ended March 31, 2013 is summarised below :

(Rs. in Lacs)

Particulars	2012 - 2013	2011 - 2012
Gross Turnover/Revenue	558.93	305.26
Profit before interest, Depreciation & Taxation	104.87	237.49
Less: Interest	0.26	0.07
Profit before Depreciation & Taxation	104.61	237.42
Less: Depreciation	9.77	11.01
Profit before Taxation	94.84	226.41
Provision for Taxation	-	-
Net Profit/ (Loss)	94.84	226.41
Add: Debit Balance in P& L Account B/F	17703.99	17930.40
Balance available for appropriation	NA	NA
Appropriations		
Transfer to General Reserve	-	-
Proposed Dividend on Equity Shares	-	-
Dividend Distribution Tax	-	-
Debit balance in P&L carried to Balance Sheet	17609.15	17703.99

DIRECTORS' REPORT

RESULTS OF OPERATION:

During the period under review, the Sales Turnover is Rs. 558.93 Lacs and the Company incurred Profit of Rs. 94.84 Lacs.

DIVIDEND:

In view of the inadequate profits & carry forward losses, during the year, your Directors do not recommend payment of Dividend.

DIRECTORS:

The Board of directors has been broad-based to comply with the Listing requirements.

Shri Ishwarlal S.Ajmera, Chairman and Managing Director and Shri Nilesh Sarvaiya, Director retires by rotation at the ensuing Annual General

Meeting and being eligible, offers themselves for re-appointment.

The Board recommends these appointments / reappointments.

LISTING:

The Equity Shares of the Company are listed with Bombay Stock Exchange (533110).

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management's Discussion and Analysis Report for the year ended review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange.

Some of the events of the year include the following:-



1. Overview

The Management have rich experience of over four decades in the steel and steel related business and Real Estate business and have developed and established excellent business relationships in the Industry which can be helpful to the Company to form a strategic alliance with them in the future. The goodwill and expertise of the Company and Management is the greatest strength.

The Company has currently traded in Development rights and is exploring opportunities in real estate development and redevelopment projects. The company is focussing on projects related to trading of flats, development rights and investment in real estate, if right opportunity exists.

2. Future Outlook

In order to utilize their expertise and knowledge of the Management and the Company has explored various projects like trading in Steel Commodities undertaking construction contracts, trading in flats, trading in Development rights and so on. The Company has earned its income during the year from such projects. The Company may also enter into venture of redevelopment projects, if sound opportunity persists.

The Company's Management has niche in real estate market since ages which is a boon to the Company and adds strength to the company's performance. Expansion and entering into the construction contracts are most likely arena of the year.

3. Risks and Concerns

Your Company is continuously evolving and improving systems and measures to take care of all the risk exigencies involved in our business.

4. Internal Controls and System

The company has implemented adequate internal control system enduring proper management information system and integration of various

operations and functions of the organisation – all under one umbrella. This has resulted in harmonious monitoring and regulation of operations in a systemised manner in each and every activity of the Company. Correct use of funds, proper budgeting, efficient monitoring and its regulation by due approval and authorization policy enforcement have resulted in the use of funds in the most profitable and correct manner.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors, based on the representations received from the operating management, confirm that :-

- I. in the preparation of the annual accounts for the year ended 31st March, 2013, the applicable accounting standards had been followed along with the proper explanation relating to material departures;
- II. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit & Loss of the Company for the year ended under review;
- III. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing & detecting;
- IV. the Directors have prepared the accounts on a going concern basis.

CORPORATE GOVERNANCE:

The Company is committed to maintain the standards of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI.



The Report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report.

The requisite Certificate from the Auditors of the Company confirming compliances with the conditions of Corporate Governance is attached herewith.

AUDITORS:

M/s. V. Parekh & Associates, Chartered Accountants, Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have indicated their willingness to accept reappointment and have further furnished necessary Certificate in terms of Section 224(1B) of the Companies Act, 1956.

The Audit Committee have recommended the re-appointment of M/s. V. Parekh & Associates, Chartered Accountants, Mumbai as the Statutory Auditors of the Company. Your Directors have accepted the recommendation and recommend to the shareholders reappointment of M/s V. Parekh & Associates, Chartered Accountants, Mumbai as the Statutory Auditors of the Company.

AUDITORS' REPORT

The observations made by the Auditors in their Report referring to the Notes forming part of the Accounts are self-explanatory and therefore, do not require any further comments under Section 217(3) of the Companies Act, 1956.

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

The provisions of Section 217 (1) (e) of the Companies Act, 1956 and the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of energy and technology absorption are not applicable.

Since the company caters to domestic market only, it has not undertaken any activities relating to export, initiatives to increase exports, development of new export markets for products and services or formulated any export plans.

There are no transactions involving foreign exchanges during the year are as below:-

During the year, Company had an foreign exchange inflow of Rs. NIL (Previous year Rs. NIL). The foreign exchange outgo during the period was Rs. NIL. (Previous year NIL).

Your Company is glad to report that it continues to ensure that the air, water, and other environmental standards are achieved as per the prescribed norms.

HUMAN RELATIONS:

Our Employees are most valuable Assets of the Company. We encourage innovation, meritocracy and pursuit of the excellence. We have set up scalable recruitment and human resources management process.

During the year employee relations continued to be cordial and harmonious at all levels and in all divisions of the Company. There was a total understanding of the Management objectives by the workers. The Company has consistently tried to improve its HR policies and processes so as to acquire, retain & nurture the best of the available talent in the Industry.

PARTICULARS OF THE EMPLOYEES:

During the year, no employee of the Company was in receipt of remuneration exceeding the sum prescribed under Section 217 (2A) of the Companies Act, 1956. Hence, furnishing of particulars under the Companies (Particulars of employees) Rules, 1975 does not arise.

FIXED DEPOSITS:

During the period under review, your company has



SHREE PRECOATED STEELS LIMITED

not accepted or renewed any fixed Deposit from the public.

CAUTIONARY STATEMENT :

Statements made in the Report, includes those stated under the caption "Management Discussion Analysis" describing the Company's plans, projections and expectations may constitute "forward looking statement" within the meaning of applicable laws and regulations. Actual results may differ materially from those either expressed or implied.

APPRECIATION:

On behalf of the Directors of the Company, I would like to place on record our deep appreciation to our Shareholders, Customers, Business Partners, Vendors, Bankers and, Financial Institutions. The

Directors are thankful to the Government of India and the various Ministries, the state Governments and the various Ministries, and Municipal authorities of Mumbai and other cities where we are operational.

Finally, we appreciate and value the contributions made by all our employees and their families and all associated with the Company for making their organization successful.

The Directors express their appreciation to all the employees at various divisions for their diligence and contributions. The Directors record their appreciation for the support and co-operation received from franchisees, dealers, agents, suppliers, bankers and all other stakeholders .Last but not the least the Directors wish to thank the shareholders for their continued support.

By Order of the Board of Directors
For **SHREE PRECOATED STEELS LTD.**

Place : Mumbai
Date :12th August, 2013

Ishwarlal S. Ajmera
Chairman & Managing Director

Registered Office:
Rehman Building, 2nd Floor Mezzanine,
24 Veer Nariman Road, Fort, Mumbai - 400 001.



CORPORATE GOVERNANCE REPORT

A. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:-

The Company believes in ensuring corporate fairness, transparency, professionalism, accountability and propriety in total functioning of the Company, which are pre-requisites for attaining sustainable growth in this competitive corporate world. Obeying the law, both in letter and spirit, is the foundation on which the Company's ethical standards are built. The Company would constantly endeavor to improve on these aspects.

The Company's corporate governance philosophy has been further strengthened by adopting a Code of Conduct and Ethics & Code of Conduct for Prevention of Insider Trading for Board and Senior Management.

The Board of Directors performs the pivotal role in the governance system and they are primarily responsible for corporate governance of the Company. The Board has formed several Committees to assist them in specific areas resulting in sharper focus on Good Governance in order to ensure that the endeavour to maximize value for the entire spectrum of its stakeholders leads to long term benefits to society at large.

B. BOARD OF DIRECTORS:-

a. Composition & Category of Directors:-

Your Company's Board comprises of 6 (Six) Directors, which include three Executive Directors and three Non-Executive Independent Directors.

The names, designation and category of Directors on the Board is as follows:

Name of Directors	Designation	Category
Shri Ishwarlal S. Ajmera	Chairman & Managing Director	Promoter & Executive
Shri Sanjay C Ajmera	Managing Director	Promoter & Executive
Shri Dhaval R Ajmera	Additional Director	Promoter & Executive
Shri Nilesh Sarvaiya	Director	Independent & Non-Executive
Shri Jagdish J. Doshi	Director	Independent & Non-Executive
Shri Ambalal C. Patel	Director	Independent & Non-Executive

Apart from sitting fees paid for attending Board / Committee Meetings, the Non-executive Directors did not have any pecuniary relationship or transactions with the Company, during the year ended on 31.03.2013. All non-executive Directors with their diverse knowledge, experience and expertise provide valuable contribution in the deliberations and decisions of the Board.

b. Attendance at the Board Meeting for the year ended 31st March, 2013 & the last Annual General Meeting and other directorship & Memberships in other Boards and Board Committees:-

Table 1

Name of Directors	Attendance		Directorship in other Public Limited Companies		Memberships / Chairmanships in Committees
	Board Meetings	Last AGM	Listed	Unlisted	
Shri Rajnikant S Ajmera*	1	-	-	-	-
Shri Ishwarlal S. Ajmera	5	Yes	-	3	1
Shri Sanjay C. Ajmera	3	Yes	1	-	1
Shri Dhaval R. Ajmera	4	Yes	-	-	1
Shri Jagdish J. Doshi	5	Yes	1	2	2
Shri Ambalal C. Patel	5	Yes	9	2	1
Shri Nilesh Sarvaiya**	5	Yes	-	-	1

*Resigned w.e.f.24th April 2012

**Appointed as a member in audit committee meeting w.e.f. 9th May, 2013

None of the Directors were a Member in more than 10 Committees or a Chairman in more than five Committees across all Companies in which he was a Director.



SHREE PRECOATED STEELS LIMITED

c. Number of Board Meetings held:-

During the year ended 31st March, 2013, 5 (Five) Board Meetings were held on the following dates:

Date of Meeting	Directors Present
24th April 2012	5
30th April 2012	6
30th July 2012	6
1st November 2012	5
31st January 2013	6

C. AUDIT COMMITTEE:-

(i) Constitution and Composition:-

The Audit committee of the Board Comprises Three Non-Executive Independent Directors and One Executive Director. The Members of the Audit Committee are financially literate. The Composition of Audit committee meets the requirement of Section 292A of the Act and Clause 49 of the Listing Agreement.

The terms of reference of the Audit Committee are:-

- To review the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- To recommend to the Board, the appointment, re-appointment of the statutory auditor, fixation of audit fees and approval of payment to statutory auditors for any other services rendered by the statutory auditors along with reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
- To review, with the management, the annual financial statements before submission to the board for approval, with particular reference to:

a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956

b. Compliance with listing and other legal requirements relating to financial statements

c. Disclosure of any related party transactions

d. Qualifications in the draft audit report.

4. To review, with the management, the quarterly financial statements before submission to the board for approval.

5. To review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage, frequency of internal audit and to periodically interact with internal auditors, any significant findings and follow up there on.

6. To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

7. To discuss with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

(ii) Meetings and attendances:-

The details of the Meeting attended by the Members, during the year ended as on 31st March, 2013, as follows:-

Name of Members	No. of Meetings attended
Shri Jagdish J. Doshi (Chairman)	4
Shri Ambalal C. Patel (Member)	4
Shri Sanjay C. Ajmera (Member)	4
Shri Nilesh S. Sarvaiya (Member)*	-

*Appointed as Member w.e.f 9th May 2013.

The Statutory and Internal Auditors of your Company attend the Audit Committee Meetings.

(iii) Remuneration To Directors:-

All decisions relating to the remuneration of the Directors are taken by the Board of Directors of your Company in accordance with the Shareholder's approval, whenever necessary. Details of Sitting Fees/remuneration paid to the Directors are as under as on 31st March 2013:-

Name of the Director	Sitting Fees paid in Rs.	Salary (in Rs.)	Allowances (in Rs.)
Shri Ishwarlal S Ajmera	0	716096	112750
Shri Sanjay C Ajmera	0	0	0
Shri Dhaval R. Ajmera	0	2078346	225500
Shri Jagdish J Doshi	45000.00	0	0
Shri Ambalal C Patel	45000.00	0	0
Shri Nilesh Sarvaiya	25000.00	0	0

D. SHARE HOLDERS / INVESTORS GRIEVANCE COMMITTEE :-

The terms of reference of the Shareholders/ Investors Grievance committee comprised of Shri Jagdish Doshi, Chairman of the Committee, Shri Ishwarlal S. Ajmera and Shri Dhaval R. Ajmera looking into redressal of Investor complaints, e.g. Transfer of Shares, non-receipt of Balance Sheet etc, and also to authorize registration of transfer of shares, issue of duplicate/new certificates etc.



The composition and attendance of the Shareholder/Investor Grievance committee is as under as on 31st March 2013 :-

Name of Director	No. of Meetings attended	
Shri Ishwarlal S. Ajmera	4	*Appointed w.e.f 24th April 2012
Shri Jagdish J. Doshi	4	** Resigned w.e.f 24th April,2012
Shri Dhaval R. Ajmera*	3	
Shri Rajnikant S. Ajmera**	1	

The Status of Investor's queries handled by the Company and also by the Registrars during the year ended on 31st March 2013 is given below:-

Number of complaints received from the shareholders during April 2012 to March 2013	13
Number of Complaints solved to the satisfaction of the Shareholders as on 31st March, 2013	13
Number of pending complaints / share transfers as on 31st March, 2013	NIL

Name, designation & address of Compliance Officer:-	7	Jolly Brothers Private Limited
Mr. Harish Taparia	8	Ajmera Biofuel Ltd
Compliance Officer	9	Ajmera Builders(Banglore) Pvt Ltd
Rehman Building, 2nd Floor, Mezzanine,	10	Ajmera Estates (Karnataka) Pvt Ltd.
24 Veer Nariman Road, Fort	11	Ajmera Citi Developers Pvt. Ltd.
Mumbai-400 001	12	Ajmera Realcon Pvt. Ltd.
Tel.: 91-022-22841777	13	Ajmera Realty Ventures Pvt. Ltd.
Fax: 91-022-26325902	14	Ajmera Synergy Housing Scheme Private Limited
E. CODE OF CONDUCT	15	Troika Estate Private Limited

I hereby confirm that:

The Company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct and ethics for the Director and Senior Management in respect of the Financial Year 2012-13

Place: Mumbai

Date : 12th August, 2013

Ishwarlal S. Ajmera
Chairman & Managing Director

F. SHAREHOLDERS INFORMATION

1) Disclosure regarding appointment or reappointment of Directors:-

Shri Ishwarlal S Ajmera is retiring by rotation and is eligible for reappointment. Being eligible, he has offered himself for reappointment. His attendance in the Board/General Meeting has been given in Table 1.

Shri. Ishwarlal S Ajmera holds Directorship in following companies in addition to his Directorship in Shree Precoated Steels Limited:-

Sr.No	Name of the Company
1	AG Estates Private Limited.
2	Ajmera Cements Private Limited.
3	Ajmera Steel Strips Limited.
4	Ajmera Water 'N' Amusement Park Private Limited.
5	Shree Ram Estates Limited.
6	Yogi Nagar Vasahat Private Limited.

Shri Nilesh S Sarvaiya, Director is retiring by rotation and is eligible for re-appointment. Being eligible, he has offered himself for re-appointment. His attendance in the Board/General Meeting has been given in Table 1.

II) Communication to shareholders:-

- Shree Precoated Steels Limited recognizes communication as a key element of the overall Corporate Governance framework, and therefore emphasizes continuous, efficient, and relevant communications to all external constituents. The corporate communications and investor relation functions are accorded the highest level of importance within the Company, with active ongoing monitoring by, and involvement of, the top management.
- The annual, half-yearly and quarterly results are regularly posted by the Company on its website, www.spsl.com. These are also submitted to The Bombay Stock Exchange Ltd. (BSE) in accordance with the Listing Agreement.
- Your Company's quarterly, half-yearly and annual financial results are published in the Business Standard (in English) and Lakshadweep (in Marathi).
- Shree Precoated Steels Limited communicates corporate financial and product information, online, on its Website, www.spsl.com with details of plants, product ranges & specifications.



SHREE PRECOATED STEELS LIMITED

III) General Body Meetings:-

Details on General Meetings:-

Location, date and time of General Meetings held during the last three Years:

Period	Date and Time of AGM	Venue	No. of Special Resolutions passed
01/04/2008-30/09/2009	30th January, 2010 at 11.30 a.m.	"CitiMall", 3rd Floor, Andheri New Link Road, Mumbai-400 053	04
01/10/2009-31/03/2011	15th July, 2011 at 11.30 a.m	Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, JVPD Scheme, Vile Parle (W), Mumbai – 400 049	04
01/10/2009-31/09/2012	28th September, 2012 at 5.00 p.m.	"Esquire Hall", The Classic Club, Raheja Classique, Andheri Link Road, Andheri (W), Mumbai – 400 053	05

IV) Disclosures:

- The Company has not entered into any related party transactions.
- No penalties / structures have been imposed on the Company by Stock Exchanges or SEBI or any Statutory Authority, on any matter related to capital markets, during the last two years.

V) General Information:-

- Annual General Meeting :-**
 - Day, Date and Time
Friday, 27th September, 2013 at 12.45 p.m.
 - Venue
"Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, N S Road, JVPD Scheme, Vile Parle (West), Mumbai – 400 049."
- Financial Calendar (Tentative):-**
 - Period Ending
31st March, 2014
 - Annual General Meeting
on or before 30th September, 2014
 - Board Meeting for considering Un-audited Results of the Company for the Financial Year as 31st March, 2013.
Within 45 days from the end of the each quarter ended.
 - Audited Results of the Company for the Financial Year as on 31st March 2013
Within 45 days from the end of the Financial Year.
- Book Closure Date**
21st September 2013 to 27th September 2013 (both days inclusive)
- Listing on Stock Exchanges**
The Bombay Stock Exchange Ltd. (BSE)
- Stock Code in the Bombay Stock Exchange, Mumbai – (BSE)
533110
 - Demat in ISIN numbers in NSDL & CDSL for Equity Shares
ISIN No. INE-318K01017

During the year under review, the Company has paid the Annual Listing fees payable to the Bombay Stock Exchange (BSE), in full.



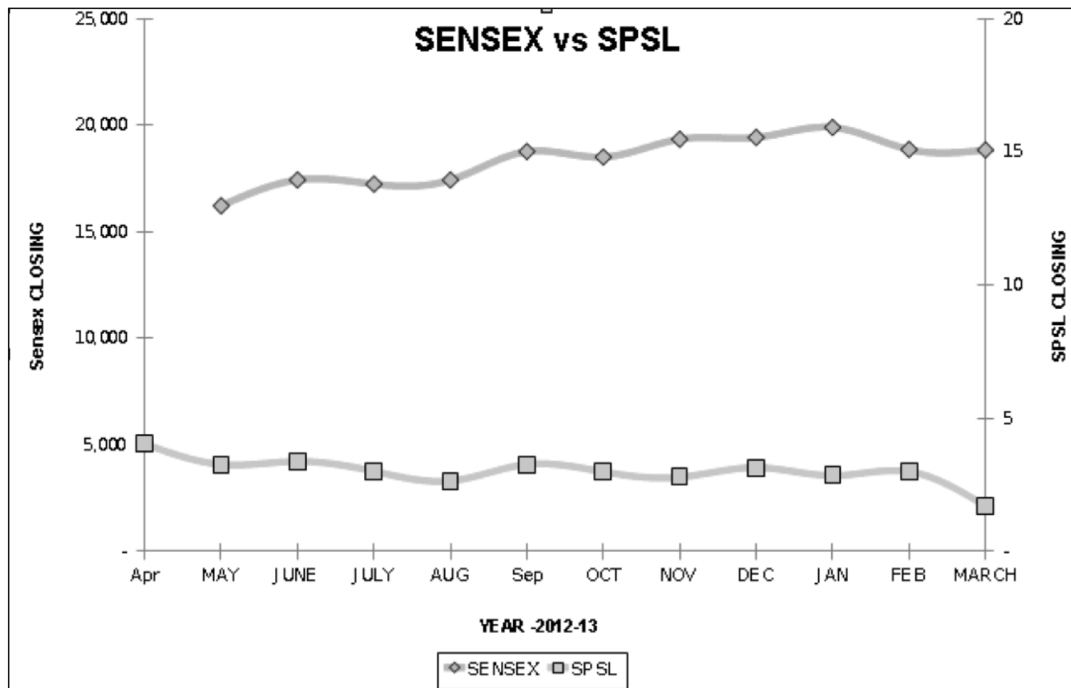
VI. Market Price Data:-

a Monthly Highs / Lows and number of shares traded of the Company in 2012 - 13 on BSE

Month	BSE		SENSEX (Closing)
	High Price	Low Price	
Apr-12	5.2	3.65	17318.81
May-12	4.45	3.06	16218.53
Jun-12	3.9	2.91	17429.98
Jul-12	3.8	2.9	17236.18
Aug-12	3.43	2.52	17429.56
Sep-12	3.46	2.52	18762.74
Oct-12	4.59	2.9	18505.38
Nov-12	3.75	2.56	19339.9
Dec-12	3.94	2.6	19426.71
Jan-13	3.6	2.6	19894.98
Feb-13	3.45	2.32	18861.54
Mar-13	2.97	1.53	18835.77

b Stock Price Performance of the Shares of the Company vis-a-vis SENSEX

SHARE PRICE vs. SENSEX





SHREE PRECOATED STEELS LIMITED

VII. Registrar & Transfer Agent:-
Registered Office:-

Sharex Dynamic India Private Limited
Unit – 1, Luthra Industrial Premises,
Safed Pool, Andheri Kurla Road,
Andheri (E), Mumbai – 400 072
Tel: 9122 2851 5606/9122 2851 5644
Fax: 9122 2851 2885
Email: sharexindia@vsnl.com
Website: www.sharexindia.com

VIII. Share transfer system:-

- a. To expedite the share transfer process in the physical segment, authority has been delegated to the Shareholder's / Investor's Grievance Committee. The Committee looks into redressal of investors' grievances pertaining to share transfers and other related matters concerning the Shareholders / investors.
- b. The Company is affecting the share transfer and returning the same within 15 days from the date of receipt, provided the documents are valid and complete in all respects. The Investor's Grievance Committee approves in their Meeting and sends to Registrar and Share Transfer Agent who will proceed to dispatch the share certificates, duly endorsed in favor of the purchaser / transferee.
- c. Total number of Shares transferred in physical category during 2012 –13 were 1568. Total number of Shares transferred to Demat category during 2012 – 13 were 2828.

In CDSL: 763
In NSDL: 2065

IX. Distribution of shareholdings:-

Distribution of shareholdings according to size class as on 31st March, 2013:-

No. of Shares	Number of shareholders		Shares held in each class	
	Number	%	Number	%
Up to 100	35397	77.90	698183	.84
101 to 200	2767	6.09	425622	.51
201 to 500	3250	7.15	1179648	1.42
501 to 1,000	1810	3.98	1482598	1.79
1,001 to 5,000	1679	3.69	3781440	4.57
5,001 to 10,000	260	.57	1862978	2.25
10,001 to 100,000	211	.46	5172807	6.25
100,001 to above	66	.15	68194766	82.36
Total	46437	100.00	82798042	100.00



Distribution of shareholdings across categories as on 31st March, 2013:-

Sr. No	Category	Percentage-%
1.	Promoter Holding	62.891
2.	NRI's /OCB's/FII's	1.292
3.	Institutions & Mutual Funds	0.002
4.	Indian Public/others	33.556
5.	Private Corporate Bodies	2.080
6.	Clearing Members	0.179

X. Dematerialization of shares:-

As on 31st March 2013, 82525019 (99.67% of the total number of Shares) are in dematerialized form.

As on 31st March, 2013, the Company's Shares are traded under 'B' Category in the Bombay Stock Exchange (BSE).

XI. Outstanding GDR's / ADR's / Warrants or any convertible instruments, conversions date and likely impact on Equity.

:- The Company has not issued GDR's / ADR's / Warrants or any convertible instruments so far.

XII. Address for correspondence for Investors

:- **Mr. Harish Taparia**
Compliance Officer
Shree Precoated Steels Limited.
Rehman Building, 2nd Floor, Mezzanine,
24, Veer Nariman Road, Fort,
Mumbai - 400 001.

Tel.: 91-22-22841777
Fax: 91-22-26325902
e-mail: investors.spsl@gmail.com
Internet: www.spsl.com

XIII. Investor Grievances

:- The company has designated an exclusive e-mail id viz. investors.spsl@gmail.com to enable the investors to register their grievances.



SHREE PRECOATED STEELS LIMITED

CHIEF EXECUTIVE OFFICER (CEO) CERTIFICATION

I, Sanjay C. Ajmera, Managing Director of Shree Precoated Steels Limited, to the best of my knowledge and belief, certify that:

1. I have reviewed the balance sheet and profit and loss account and all its schedules and notes on accounts, as well as the cash flow statements and the directors' report;
2. Based on my knowledge and information, these statements do not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the statements made;
3. Based on my knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of, the company's affairs, the financial condition, results of operations and cash flows of the company as of, and for, the periods presented in this report, and are in compliance with the existing accounting standards and / or applicable laws and regulations;
4. To the best of my knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the company's code of conduct;
5. I am responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the company, and I have:
 - a. Designed such disclosure controls and procedures to ensure that material information relating to the company is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under my supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) evaluated the effectiveness of the company's disclosure, controls and procedures. And
 - d) disclosed in this report any change in the company's internal control over financial reporting that occurred during the company's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the company's internal control over financial reporting
6. I have disclosed based on our most recent evaluation, wherever applicable, to the company's auditors and the audit committee of the company's Board of Directors (and persons performing the equivalent functions)
 - a) all deficiencies in the design or operation of internal controls, which could adversely affect the company's ability to record, process, summarize and report financial data, and have identified for the company's auditors, any material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies;
 - b) significant changes in internal controls during the year covered by this report;
 - c) all significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements.
 - d) Instances of significant fraud of which I am aware, that involves management or other employees who have a significant role in the company's internal controls system;
7. In the event of any materially significant misstatements or omissions, we will return to the company that part of any bonus or incentive or equity-based compensation, which was inflated on account of such errors, as decided by the audit committee;
8. I affirm that we have not denied any personnel, access to the audit committee of the company (in respect of matters involving alleged misconduct) and we have provided protection to 'whistle blowers' from unfair termination and other unfair or prejudicial employment practices.

CEO CERTIFICATION

Place: Mumbai
Date : 12th August, 2013

Sanjay C. Ajmera
Managing Director



AUDITORS' CERTIFICATE ON COMPLIANCE WITH CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

**The Members,
Shree Precoated Steels Limited
Mumbai.**

We have examined the records concerning the Company's compliance of the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into by the Company with The Stock Exchange, Mumbai (BSE) and National Stock Exchange (NSE) for the period ended 31st March 2013.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. The objective of our examination is to give our opinion on whether the Company has complied with the conditions of Corporate Governance as stipulated in the provisions of Clause 49 of the Listing Agreement entered into by the Company with BSE and NSE. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

We have conducted our examination on the basis of the relevant records and documents maintained by the Company and furnished to us for examination and the information and explanations given to us by the Company. Based on such examination, in our opinion, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement of BSE and NSE.

We state that there are no investor's grievances pending against the Company for the period exceeding one month as at 31st March 2013 as per the records maintained by the Shareholders/Investors Grievance Committee.

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

**For and on behalf of
V. PAREKH & ASSOCIATES
CHARTERED ACCOUNTANTS**

**Place : Mumbai
Dated : 12th August, 2013**

**RASESH V. PAREKH - PARTNER
Membership No. 38615
Firm Reg. No. 107488W**

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE



SHREE PRECOATED STEELS LIMITED

AUDITORS' REPORT

AUDITORS' REPORT

**THE MEMBERS,
SHREE PRECOATED STEELS LIMITED,
MUMBAI.**

1. Report on the Financial Statements

We have audited the accompanying financial statements of "SHREE PRECOATED STEELS LIMITED," which comprise the Balance Sheet as at 31st, March 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

2. Management's Responsibility for the Financial Statements

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

3. Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

4. 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 Profit and Loss Account, of the profit for the year ended on that date; and

c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

5. Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

As required by section 227(3) of the Act, we report that:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account ;

d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;

e) on the basis of written representations received from the directors as on 31st, March 2013, and 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 Companies Act, 1956.

f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company. s for the year ended on that date.

**For and on behalf of
V. PAREKH & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. 107488W**

**Place : Mumbai
Dated : 9th May, 2013**

**RASESH V. PAREKH - PARTNER
Membership No. 38615**



ANNEXURE REFERRED TO IN PARA 5 OF OUR REPORT OF EVEN DATE

- I. In respect of its Fixed Assets:
- a. The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b. The fixed assets have been physically verified by the Management at reasonable intervals. No material discrepancies were noticed during the course of such verification.
 - c. The disposal of part of fixed assets, in our opinion has not affected the going concern.
- ii. In respect of its inventories:
- a. The physical verification of inventories has been conducted at reasonable intervals by the Management.
 - b. In our opinion and according to the explanations given to us, the procedures for physical verification of inventories followed by the Management are reasonable and adequate in relation to the size of the Company and nature of its business.
 - c. In our opinion and according to the explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were observed during the course of physical verification.
- iii. a. The Company has not granted any loans to any entity covered in the register maintained under Section 301 of the Act.
- b. The Company has taken interest free unsecured loans from three promoters companies covered in the register maintained under section 301 of the Act. The maximum amount involved during the year and year end balance of the loans taken from such companies was Rs. 661.44 lacs.
- c. In our opinion and according to the information and explanations given to us, the terms and conditions on which loan have been taken from companies, firm 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.
- d. There were no stipulations as to the repayment of the loans taken as the same are repayable on demand.
- iv. In our opinion, and according to the explanations given to us, the Company has adequate internal control systems commensurate with the size of the Company with regard to the purchase of inventory, fixed assets and sale of goods. During the course of our audit no major weakness has been noticed in the internal controls. We have not observed any failure on the part of the Company to correct major weakness in internal control system.
- v. a) Based on the audit procedures applied by us and according to the information and explanations provided to us by the Management, we are of the opinion that the particulars of the contract or arrangements referred to in Section 301 of the Act have been entered in the register required to be maintained under that Section.
- b) According to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 of the Act have been made at prices which are reasonable having regard to prevailing market prices at relevant time.
- vi. In our opinion and according to the explanations given to us the Company has not accepted any deposits within the meaning of Section 58A and Section 58AA or any other relevant provisions of the Act and the rules framed there under.
- vii. The Company does not have any formal internal audit system.
- viii. The Central Government has not prescribed maintenance of Cost Records under Section 209 (1) (d) of the Act in respect of activities of the Company. We have broadly reviewed the accounts and records have been made and maintained. We have not, made a detailed examination of the same.
- ix. a. According to the information and explanations given to us the Company is regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, investor education fund, employees state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other statutory dues to the extent applicable to it.
- b. In respect of Contingent dues on account of Sales tax, Service tax and Custom duty dues disputed by the Company including liability of the unit vested in to the company pursuant to Demerger and not being paid vis-a-vis forums where such disputes are pending are mentioned below :



SHREE PRECOATED STEELS LIMITED

Name of Statute	Nature of Dues	Amount (Rs. in Lacs)	Period to which amount relates	Forum where pending
Service Tax	GTA of Services	22.85	2005 -06	Appeal has been filed in CESTAT.
Service Tax	Cenvat credit on Service Tax	95.84	2006-07 & 2007-08	Appeal has been filed in CESTAT.
Custom Act	Fine Penalty	15.00 5.00	2006-07	Appeal has been filed in CESTAT.

ANNEXURE TO AUDITORS' REPORT

- x. The Company's accumulated losses are more than its net worth, however Company has not incurred any cash losses in current as well as preceding financial year.
- xi. In our opinion and according to information and explanation given to us, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holder.
- xii. The Company has not granted 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 Society. Therefore, the provisions of clause are not applicable to the Company.
- xiv. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly the provisions of the clause are not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us the Company has not given any guarantees for loans taken by others from banks and institutions
- xvi. Based on the information and explanations given to us by the Management, no term Loans obtained during the year.
- xvii. According to the information and explanation given to us and on overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term investment.
- xviii. The Company has not made any preferential allotment of shares to any of the entities/ persons covered in the register maintained under Section 301 of the Act.
- xix. The Company has not issued any debentures during the year, which required creation of security or charge.
- xx. The company has not raised any money by public issue during the year ended.
- xxi. Based on the audit procedures performed and information and explanations given by the Management, we report that no fraud on or by the Company has been noticed or reported during the year ended.

For and on behalf of
V. PAREKH & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No. 107488W

Place : Mumbai
Dated : 9th May, 2013

RASESH V. PAREKH - PARTNER
Membership No. 38615



Balance Sheet as at 31st March 2013

(Rs. in Lacs)

	Notes	As at 31st March 2013	As at 31st March 2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	8279.80	8279.80
(b) Reserves and Surplus	4	(11275.64)	(11370.48)
(2) Non-Current Liabilities			
(a) Long-term borrowings	5	5628.37	5073.87
(b) Other Long term liabilities	6	1168.12	1148.72
(c) Long term provisions	7	4.59	1.39
(3) Current Liabilities			
(a) Trade payables	8	328.91	117.12
(b) Other current liabilities	9	11.73	0.86
Total		4145.88	3251.28
II. ASSETS			
(1) Non-current Assets			
(a) Fixed Assets			
(i) Tangible assets	10	10.47	20.24
(b) Long term loans and advances	11	0.36	0.06
(c) Other non-current assets	12	1470.15	1579.46
(2) Current Assets			
(a) Inventories	13	296.94	--
(b) Trade receivables	14	480.36	204.12
(c) Cash and cash equivalents	15	44.56	15.11
(d) Short-term loans and advances	16	1368.61	177.88
(e) Other current assets	17	474.43	1254.41
Total		4145.88	3251.28

BALANCE SHEET

Significant Accounting policies and notes to the Financial Statements 2

As per our Audit Report of even date
For and on behalf of

V. PAREKH & ASSOCIATES

Chartered Accountants

Firm Registration No. : 107488W

RASESH V. PAREKH PARTNER
Membership No. 38615

Place : Mumbai
Dated : 9th May, 2013

For and on behalf of Board
ISHWARLAL S. AJMERA - CHAIRMAN & MANAGING DIRECTOR

SANJAY C. AJMERA - MANAGING DIRECTOR

Place : Mumbai
Dated : 9th May, 2013



SHREE PRECOATED STEELS LIMITED

Statements of Profit & Loss for the year ended 31st March 2013

(Rs. in Lacs)

STATEMENT OF PROFIT & LOSS

	Notes	Year ended 31st March 2013	Year ended 31st March 2012
I. Revenue from operations	18	551.81	170.33
II. Other Income	19	7.12	134.93
III. Total Revenue (I +II)		558.93	305.26
IV. Expenses:			
Purchase of Stock In Trade		442.40	---
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	20	(62.89)	---
Employee benefit expenses	21	44.48	18.03
Financial costs	22	0.26	0.07
Depreciation and amortization expenses	10	9.77	11.01
Other expenses	23	30.07	49.74
IV. Total Expenses		464.09	78.85
V. Profit before exceptional and extraordinary items and tax	(III - IV)	94.84	226.41
VI. Extraordinary Items		---	---
VII. Profit before tax (V - VI)		94.84	226.41
VIII. Tax expense:		---	---
(1) Adjustment During the year		---	---
(2) Deferred tax		---	---
IX. Profit from the year from continuing operations		94.84	226.41
X. Profit for the year		94.84	226.41
XI. Earning per equity share before extraordinary items and after Tax:			
(1) Basic	24	0.11	0.27
(2) Diluted	24	---	---
Significant Accounting policies and notes to the Financial Statements	2		

As per our Audit Report of even date
For and on behalf of
V. PAREKH & ASSOCIATES
Chartered Accountants
Firm Registration No. : 107488W

RASESH V. PAREKH PARTNER
Membership No. 38615

Place : Mumbai
Dated : 9th May, 2013

For and on behalf of Board
ISHWARLAL S. AJMERA - CHAIRMAN & MANAGING DIRECTOR

SANJAY C. AJMERA - MANAGING DIRECTOR

Place : Mumbai
Dated : 9th May, 2013



Cash Flow Statements for the year ended 31st March 2013

	(Rs. in Lacs)	
	Year ended 31st March 2013	Year ended 31st March 2012
Cash Flow From Operating Activities:		
Profit before tax	94.84	226.41
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation/amortisation	9.77	11.01
(Profit)Loss/ on sale of assets	-	(131.60)
Interest Expense	0.26	0.07
Extra Ordinary Items	—	---
Operating Profit before working capital changes	104.87	105.89
Movements in working capital:		
Increase/(decrease) in trade payables	211.79	(0.78)
Increase/(decrease) in long term provision	3.20	0.63
Increase/(decrease) in Other Long term Liabilities	19.40	467.98
Increase/(decrease) in Other Current Liabilities	10.87	0.29
Decrease/(increase) in trade receivables	(276.24)	1.50
Decrease/(increase) in inventories	(296.94)	---
Decrease/(increase) in short term loans and advances	(1190.75)	19.85
Decrease/(increase) in other Non current assets	109.31	---
Decrease/(increase) in other current assets	779.98	(410.44)
Cash generated from/(used in) operating activities	(524.80)	184.92
Direct taxes paid	—	---
Net cash flow from/(used in) operating activities (A)	(524.80)	184.92
Cash flow from investing activities:		
Proceeds from sale of assets	---	190.79
Net cash flow from/(used in) investing activities (B)	---	190.79
Cash flow from financing activities:		
Proceed/(Repayment) of long term borrowings	554.50	(618.27)
Interest paid	(0.26)	(0.07)
Net cash flow from/(used in) financing activities (C)	554.24	(618.34)
Net increase/(decrease) in cash and cash equivalents (A)+(B)+ (C)	29.45	(242.63)
Cash and cash equivalents at the beginning of the year	15.11	257.74
Cash and cash equivalents at the end of the year	44.56	15.11
Significant Accounting policies and notes to the Financial Statements	2	

CASH FLOW STATEMENTS

As per our Audit Report of even date
For and on behalf of
V. PAREKH & ASSOCIATES
Chartered Accountants
Firm Registration No. : 107488W

RASESH V. PAREKH PARTNER
Membership No. 38615

Place : Mumbai
Dated : 9th May, 2013

For and on behalf of Board
ISHWARLAL S. AJMERA - CHAIRMAN & MANAGING DIRECTOR

SANJAY C. AJMERA - MANAGING DIRECTOR

Place : Mumbai
Dated : 9th May, 2013



Notes to Financial Statements for the Year ended 31st March, 2013

Notes to Accounts:

1. Corporate Information

Shree Precoated Steels Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on one stock exchanges in India. The company engaged in the Manufacturing, Processing, Trading of Steel Products and Real Estate business.

2. Basis of Preparation

The financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous period, except for the change in accounting policy explained below.

2.1 SIGNIFICANT ACCOUNTING POLICIES:

a Change in Accounting Policy

Presentation and Disclosure of Financial Statements

During the year ended 31st March, 2012, the revised schedule VI notified under the Companies Act, 1956, has become applicable to the company, for preparation and presentation of its financial statements. Except accounting for dividend on investments in subsidiary companies, the adoption of revised schedule VI does not impact recognition and measurement principles followed for preparation. However it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous period figure in accordance with the requirements applicable in the current year.

b. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these adjustments are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods

c. Current and Non Current Classification

An asset is classified as current when it satisfies any of the following criteria :

- i. It is expected to be realized/ settled, or is intended for sale or consumption, in the companies normal operating cycle or
- ii. It is held primarily for the purpose of being traded or
- iii. It is expected to be realized/ due to be settled within 12 months after the reporting date or
- iv. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date or
- v. The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

All other assets and liabilities are classified as non current

d Tangible Fixed Assets:

Fixed assets, are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price. Subsequent expenditure related to an item of fixed is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred. Gains or losses arising from de recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

e. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use. Gains or losses arising from de recognition of an intangible asset are



Notes to Financial Statements for the Year ended 31st March, 2013

measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

f. Depreciation and Amortization

Depreciation on fixed assets is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management, or those prescribed under the schedule XIV to the companies Act, 1956, whichever is higher.

Intangible assets are amortized on a straight line basis over the estimated useful economics life

g. Impairment of Tangible and Intangible Assets

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generated units (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other asset or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset. In determining net selling price, recent market transaction is taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

h Revenue Recognition

Revenue is recognized to the extent that is probable that the economic benefits will flow to the Company and the revenue can be reliable measured. The following specific recognition criteria must be met before revenue is recognized .

Sale of Goods:

Revenue from sale of goods is recognized when all the risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. If the company collects sales taxes and value added taxes (VAT) on behalf of the government and , therefore , these are not economic benefits flowing to the company . Hence they are excluded from revenue. Excise duty deducted from revenue (gross) is the amount that is included in the revenue (gross) and not the entire amount of liability arising during the year.

Income from Services:

Revenues from maintenance contracts are recognized pro-rata over the period of the contract as and when the services are rendered.

i. Revenue from Real estate projects is recognized when it is reasonably certain that the ultimate collection will be made and that there is buyers commitment to make the complete payment. Revenue from real estate under development is recognized upon transfer of all significant risks and rewards of ownership of such real estate, as per the terms of the contracts entered into with buyers, which generally coincides with the firming of the sales contracts/ agreement, except for the contracts where the company still has obligations to perform substantial acts even after the transfer of all significant risks and rewards. In such cases, the revenue is recognized on percentage of completion method, when the stage of completion of each project reaches a reasonable level of progress. The revenue is recognized in proportion that the contract cost incurred for work performed up to the reporting date bear to the estimated total contract cost.

ii. Interest Income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

iii. Dividend Income

Dividend income is recognized with the company's right to receive dividend is established by the reporting date.

iv. Other Income

Other Income is accounted on accrual basis

i. Foreign currency transactions

Foreign currency transaction are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.



Notes to Financial Statements for the Year ended 31st March, 2013

Exchange differences

- i. Exchange difference arising on a monetary item that, in substance forms part of the company's net investment in a non-integral foreign operation is accumulated in the foreign currency translation reserve until the disposal of the net investment. On the disposal of such net investment, the cumulative amount of the exchange differences which have been deferred and which relates to that investment is recognized as income or as expenses in the same period in which the gain or loss on disposal is recognized.
- ii. Exchange difference arising on long-term foreign currency monetary items related to acquisition of a fixed asset are capitalized and depreciated over the remaining useful life of the asset. For this purpose, the company treats a foreign monetary item as "long-term foreign currency monetary items", if it has a term of 12 months or more at the date of its origination.
- iii. Exchange differences arising on other long-term foreign currency monetary items are accumulated in the "Foreign Currency Monetary Translation Difference Account" and amortized over the remaining life of the concerned monetary item.
- iv. All other exchange differences are recognized as income or as expenses in the period in which they arise.

j. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The contribution to the provident fund is charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund.

The company operates two defined benefit plans for its employee, viz., gratuity and post employment medical benefit liability. The costs of providing benefits under these plans are determined on the basis actuarial valuation at each year-end. Separate actuarial valuation is carried out for each plan using the projected unit credit method. Actuarial gains and losses for both defined plans are recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short – term employee benefit. The company measures the expected cost of such absences as the additional amount that is except to pay as a result of the unused entitlement that has accumulated at the reporting date.

The company treats accumulated leave excepted to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at

the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

k. Income Taxes

Tax expenses comprise current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdiction where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted by the reporting date. Deferred income tax relating to items recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situation where the company has unabsorbed or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

In the situation where the company is entitled to a tax holiday under the income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdiction where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which after the tax holiday is recognized in the year in which the timing differences originate. However, the restrict recognition of deferred tax assets to the extent that it has become reasonable certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax can be realized. For recognition of deferred taxes, the timing difference which originates first is considered to reverse first.

At each reporting date, the company re-assesses unrecognized deferred tax assets. It recognized unrecognized deferred asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be



Notes to Financial Statements for the Year ended 31st March, 2013

available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of deferred tax asset to the extent that is no longer reasonably

certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such written-down is reserved to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specific period, i. e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognize MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income Tax Act, 1961, the said is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

l. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a right issue, share split, and reserve share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

m. Provisions

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not

discounted to their present value and are determined based on the best estimate.

required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

n. Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statement.

o. Cash and cash equivalents

Cash and cash an equivalent for the purposes of cash flow statement comprises cash at bank and in hand and short-term investments with an original maturity of three months or less.



SHREE PRECOATED STEELS LIMITED

Notes to Financial Statements for the Year ended 31st March, 2013

(Rs. in Lacs)

	As at 31st March 2013		As at 31st March 2012	
3 : SHARE CAPITAL				
<u>AUTHORISED</u>				
8,50,00,000 (Previous year 8,50,00,000) Equity Shares of Rs. 10/- each		8,500.00		8,500.00
		8,500.00		8,500.00
Issued, subscribed and fully paid up				
8,27,98,042 (Previous Year 8,27,98,042) Equity Shares of Rs.10/- each fully paid up.		8,279.80		8,279.80
		8,279.80		8,279.80
a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period				
Equity shares	Nos.	Rs. in lacs	Nos.	Rs. in lacs
At the beginning of the year	82,798,042	8,279.80	82,798,042	8,279.80
Issued during the year - Bonus	-	-	-	-
Issued during the year - ESOP	-	-	-	-
Outstanding at the end of the year	82,798,042	8,279.80	82,798,042	8,279.80
b. Term/rights attached to equity shares				
The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.				
During the year ended 31st March, 2013, the amount of per share dividend recognised as distributions to equity shareholders was Rs. NIL (Previous year Rs. NIL).				
c. Aggregate numbers of bonus shares issued, share issued for consideration other than cash and shares brought back during the period of five years immediately preceding the reporting date:				
Equity shares allotted as fully paid bonus shares by capitalisation of securities premium.		Nil		Nil
Equity shares allotted as fully paid-up pursuant to contracts for considerations other than cash.		Nil		Nil
Equity shares bought back by the company		Nil		Nil



Notes to Financial Statements for the Year ended 31st March, 2013

	As at 31st March 2013		As at 31st March 2012	
For the period of five years starting from preceding date Share issued for consideration other than cash:				
F.Y. 2012-2013				NIL
F.Y. 2011-2012				NIL
F.Y. 2009-2011				NIL
F.Y. 2008-2009 **				8,27,88,042
**During F.Y. 2008-2009 the company has issued total 8,27,88,042 shares (PY NIL) pursuant to the Demerger Scheme of Steel division from Ajmera Realty & Infra India Limited.				
d. Details of shareholders holding more than 5% shares in the company				
Equity shares of Rs. 10 each fully paid	Nos.	%	Nos.	%
Ajmera Water N Amusement Park Private Limited	5,833,333	7.05	5,833,333	7.05
As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.				
4. Reserves and Surplus :				
Capital Reserve				
Balance as per last financial statements		30.00		30.00
Less: amount transferred to the statement of profit and loss as reduction from depreciation		-		-
Closing Balance		30.00		30.00
General reserve				
Balance as per last financial statements		6,303.51		6,303.51
Closing Balance		6,303.51		6,303.51
Surplus/(deficit) in the statement of profit and loss				
Balance as per last financial statements	(A)	(17,703.99)		(17,930.40)
Add: Profit for the Year	(B)	94.84		226.41
Closing Balance	(A+B)	(17,609.15)		(17,703.99)
Total Reserves and Surplus		(11,275.64)		(11,370.48)



SHREE PRECOATED STEELS LIMITED

Notes to Financial Statements for the Year ended 31st March, 2013

NOTES TO FINANCIAL STATEMENTS

	As at 31st March 2013	As at 31st March 2012
5 Long term borrowings		
From Corporate Bodies	661.44	4806.94
Others	4966.93	266.93
Total	5,628.37	5,073.87
The above amount includes		
Secured borrowings	5,340.58	1,500.00
Unsecured borrowings	287.79	3,573.87
Total Amount	5,628.37	5,073.87
The Company borrowed term loan aggregating to Rs. 5340.58 lacs (Previous year Rs. 1500 Lacs) by secured against company's moveable properties, Book Debts and receivables.		
6 Other long term liability		
Others	297.02	392.46
Advance from customers	871.10	756.26
Total	1,168.12	1,148.72
7 Long term Provisions		
Provisions for employee benefits		
Provision for gratuity	1.88	0.46
Provision for leave benefits	2.71	0.93
Total	4.59	1.39
8 Trade Payables		
Trade payables (including acceptance)		
Due to micro and small enterprises (Refer note no: 29)	-	-
Others	328.91	117.12
Total	328.91	117.12
9 Other Current Liabilities		
Others		
Provision for Wealth Tax	0.91	0.25
Provision for Bonus	2.93	0.61
Others	8.61	-
Total	11.73	0.86



Notes to Financial Statements for the Year ended 31st March, 2013

Note No.10 Tangible Assets (Rs. in Lacs)

Sr. No.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
		As on 1-Apr-12	Additions	Deductions during the Year	As on 31-Mar-13	Dep. On 1-Apr-12	For the Year	On Deletion	Upto 31-Mar-13	As at 31-Mar-13	As at 31-Mar-12
1.	Land	3.45	-	-	3.45	-	-	-	-	3.45	3.45
2.	Building	-	-	-	-	-	-	-	-	-	-
3.	Vehicles	112.93	-	-	112.93	96.14	9.77	-	105.91	7.02	16.79
	TOTAL	116.38	-	-	116.38	96.14	9.77	-	105.91	10.47	20.24
	Previous Year	197.76	-	81.38	116.38	107.32	11.01	22.19	96.14	20.24	90.44

Note No.10 (a) for Intangible Assets

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	As on 1-Apr-12	Additions	Deductions during the Year	As on 31-Mar-13	Dep. On 1-Apr-12	For the Year	On Deletion	Upto 31-Mar-13	As at 31-Mar-13	As at 31-Mar-12
Intangible Assets	-	-	-	-	-	-	-	-	-	-
TOTAL	-	-	-	-	-	-	-	-	-	-
Previous Year	-	-	-	-	-	-	-	-	-	-

NOTES TO FINANCIAL STATEMENTS



NOTES TO FINANCIAL STATEMENTS

Notes to Financial Statements for the Year ended 31st March, 2013

PREVIOUS YEAR
Note No.10 Tangible Assets

(Rs. in Lacs)

Sr. No.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		As on 1-Apr-11	Additions	Deductions during the Year	As on 31-Mar-12	Dep. On 1-Apr-11	For the Year	On Deletion	Upto 31-Mar-12	As at 31-Mar-11
1.	Land	3.45	-	-	3.45	-	-	-	-	3.45
2.	Building	59.35	-	59.35	-	6.91	7.60	-	-	52.44
3.	Vehicles	134.96	-	22.03	112.93	100.41	10.32	14.59	96.14	34.55
	TOTAL	197.76	-	81.38	116.38	107.32	11.01	22.19	96.14	20.24
	Previous Period	87,560.60	19.15	87,381.99	197.76	24,827.28	422.58	25,142.54	107.32	62,733.32

Note No.10 (a) for Intangible Assets

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As on 1-Apr-11	Additions	Deductions during the Year	As on 31-Mar-12	Dep. On 1-Apr-11	For the Year	On Deletion	Upto 31-Mar-12	As at 31-Mar-11
Intangible Assets	-	-	-	-	-	-	-	-	-
TOTAL	-	-	-	-	-	-	-	-	-
Previous Period	-	-	-	-	-	-	-	-	-



Notes to Financial Statements for the Year ended 31st March, 2013

(Rs. in Lacs)

	As at 31st March 2013	As at 31st March 2012
11. Long term loans and advances		
Security deposits		
Secured, considered good	-	-
unsecured, considered good	0.36	0.06
Doubtful	-	-
	<u>0.36</u>	<u>0.06</u>
Provision for doubtful advances	-	-
Total	<u>0.36</u>	<u>0.06</u>
12. Other non current assets	1,470.15	1,579.46
Total	<u>1,470.15</u>	<u>1,579.46</u>
13 Inventories:(Valued at lower of Cost and net realisable value)		
Stock in Trade	62.89	-
Work in Progress	234.05	-
Total	<u>296.94</u>	<u>-</u>
14. Trade receivables		
Outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	480.36	204.12
Doubtful	78.12	78.12
	<u>558.48</u>	<u>282.24</u>
Provisions for doubtful receivables	78.12	78.12
Total	<u>480.36</u>	<u>204.12</u>
15. Cash and cash equivalent		
Balance with banks:		
On current accounts	44.08	15.00
Cash on Hand	0.48	0.11
Total	<u>44.56</u>	<u>15.11</u>
16. Short term loans and advances		
Unsecured, considered good:		
Advances to related parties for purchases of Flats	1,193.11	-
	<u>(A) 1,193.11</u>	<u>-</u>
Other loans and advances		
Advance income tax (net of provision for taxation)	175.50	174.26
Prepaid expenses	-	3.62
	<u>(B) 175.50</u>	<u>177.88</u>
Total	<u>(A)+(B) 1,368.61</u>	<u>177.88</u>
17. Other current assets:		
Advance to Suppliers:(Unsecured)	198.77	174.26
Doubtful	65.12	3.62
	<u>263.89</u>	<u>1,112.90</u>
Less: Provision for Doubtful advances	65.12	65.12
	<u>198.77</u>	<u>1,047.78</u>
Other Current Assets	275.66	206.63
Total	<u>474.43</u>	<u>1,254.41</u>

NOTES TO FINANCIAL STATEMENTS



SHREE PRECOATED STEELS LIMITED

Notes to Financial Statements for the Year ended 31st March, 2013

NOTES TO FINANCIAL STATEMENTS

	(Rs. in Lacs)	
	Year ended 31st March 2013	Year ended 31st March 2012
18. Revenue from operations		
Sales of products		
Sales of Flats	416.38	-
Other operating revenue		
Others	135.43	170.33
Revenue from operations	551.81	170.33
19. Other Income		
Profit on Sale of Fixed Assets	-	131.60
Interest income on		
Bank deposits	0.11	0.21
Others	7.01	3.12
Interest income on	7.12	134.93
20. Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		
Stock in Trade at the beginning of the Year	-	-
Stock in Trade at the end of the Year	62.89	-
(Increase)/Decrease in Stock in Trade	(62.89)	-
21. Employee benefit expenses		
Salaries, wages and bonus	42.48	17.42
Gratuity expense	1.43	0.20
Staff welfare expenses	0.57	0.41
Employee benefit expenses	44.48	18.03
22. Financial costs		
Interest	0.01	-
Bank charges	0.26	0.07
Financial costs	0.26	0.07



Notes to Financial Statements for the Year ended 31st March, 2013

(Rs. in Lacs)

	Year ended 31st March 2013	Year ended 31st March 2012
23 Other Expenses		
Rates and taxes	-	0.22
Insurance	-	0.84
Repairs and maintenance - Others	0.02	0.25
Advertising and sales promotions	0.47	0.56
Travelling and Conveyance	0.27	3.19
Payment to Auditors	0.50	0.50
Miscellaneous Expenses	6.21	15.82
Communication Expenses	0.87	1.53
Legal & Professional Fees	3.48	5.80
Vehicle Expenses	1.72	2.20
Sales Tax	-	0.24
Listing Fees	5.23	4.47
Membership Subscription	1.90	2.43
Postage & Courier	4.25	4.27
Printing & Stationery expenses	4.45	6.27
Board Meeting Fees	0.70	1.15
Total	30.07	49.74
Payment to auditor		
As auditor:		
Audit fee	0.25	0.25
Tax audit fee	0.15	0.15
In other capacity:		
Other services(certification fees)	0.10	0.10
	0.50	0.50
24 Earning per share (EPS)		
The following reflects the profit and share data used in the basic and diluted EPS computations.		
Profit after tax (A)	9483862	22640664
No.of outstanding equity share (B)	82798042	82798042
Earning per share (EPS) (A)/(B)	0.11	0.27

NOTES TO FINANCIAL STATEMENTS



Notes to Financial Statements for the Year ended 31st March, 2013

25. Employee Benefit

Consequent to Revised Accounting Standards 15 (AS-15) "Employee Benefits" read with guidance note on implementation of AS-15 issued by Institute of Chartered Accountants of India, effective from April 1,2007, the company has reviewed and revised its accounting policy in respect of employee benefits.

Sr. No.	Particulars	Amount in Rs. as on 31.03.2013		
		Gratuity unfunded	Leave Salary unfunded	Total
[I]	Reconciliation in Present Value of Obligation (PVO) - defined benefits			
	Current Service Cost	124038	161882	285920
		22,839	44,134	66,973
	Interest Cost	3997	8134	12131
		2,102	4123	6,225
	Actuarial (gain)/ losses	14541	8465	23006
		(3994)	27,574	23,580
	Benefits Paid	-	-	-
		-	31,377	31,377
I	Past service cost			
	PVO at the beginning of the year	45677	92956	138633
		24,730	48,502	73,232
	PVO at end of the year	188253	271437	459690
		45,677	92,956	1,38,633
[II]	Change in fair value of plan assets :-			
	Expected Return on plan assets	-	-	-
	Actuarial (gain)/ losses	-	-	-
	Contribution by employers	-	-	-
	Benefits Paid	-	-	-
	Fair value of plan assets at the beginning of the year	-	-	-
	Fair value of plan assets at end of the year	-	-	-
[III]	Reconciliation of PVO and fair value of plan assets :			
	PVO at end of year	188253	271437	459690
		45,677	92,956	138633
	Fair value of plan assets at end of the year	-	-	-
		-	-	-
	Funded status			
	Unrecognised actuarial (gain)/ losses	(188253)	(271437)	(459690)
	Net assets/(liability) recognised in the balance sheet	(45,677)	(92,956)	(138633)



Notes to Financial Statements for the Year ended 31st March, 2013

Sr. No.	Particulars	Amount in Rs. as on 31.03.2013		
		Gratuity unfunded	Leave Salary unfunded	Total
[IV]	Net cost for the year ended March 31, 2013 :			
	Current Service Cost	124038 22,839	161882 44,134	285920 66,973
	Interest Cost	3997 2,102	8134 4,123	12131 6,225
	Expected Return on plan assets	-	-	-
	Actuarial (gain)/ losses	14541 (3994)	8465 27,574	23006 23580
	Net Cost	188253 45,677	271437 92,956	459690 138633
[V]	Category of assets as at March 31, 2013	-	-	-
[VI]	Actual return of plan assets	-	-	-
[VII]	Assumption used in accounting for the Gratuity & Leave Salary plan:			
	Discount rate (%)	8% 8.75%	8% 8.75%	
	Salary escalation rate(%)	7.5% 7.5%	7.5% 7.5%	
	Expected amount of return on plan assets	-	-	

Figures in Bold represents current financial year & others represents for previous year.



SHREE PRECOATED STEELS LIMITED

Notes to Financial Statements for the Year ended 31st March, 2013

26. Segment Information:

The Company primarily deals in the business of Real Estate and hence there is no Primary reportable segment in the context of Accounting Standard – 17 issued by Institute of Chartered Accountants of India (ICAI).

27. Related Party Disclosures:

The related party and relationships, as identified by the Management and relied upon by the Auditors, with whom transactions have taken place during the year ended are :

a. List of related parties and their relationship:

Name of the Party	Relationship
A.G. Estate Private Limited	Associate
Ajmera Cement Private Limited	Associate
Ajmera Realty & Infra India Ltd.	Associate
Ajmera Housing Corporation Bangalore	Associate
Ajmera Housing Corporation	Associate
Ajmera Steel Strips Limited	Associate
Ajmera Water N Amusement Park Private Limited	Associate
Bombay Freezco Private Limited	Associate
Jolly Brothers Private Limited	Associate
Vijay Nagar Appartment	Associate
Rushabh Investments Pvt. Ltd.	Associate
Yogi Nagar Vasahat Private Limited	Associate
Four Brothers	Associate
Nilkanth Tech Park Private Limited	Associate

b. Directors and their relatives :

Name of the Party	Relationship
Shri Rajnikant S. Ajmera *	Managing Director
Shri Rajnikant S. Ajmera – HUF	Relative
Shri Ishwarlal S. Ajmera**	Chairman & Managing Director
Shri Ishwarlal S. Ajmera – HUF	Relative
Shri Sanjay C Ajmera***	Managing Director
Shri Bhogilal S. Ajmera	Relative
Shri Natwarlal S. Ajmera	Relative
Shri Shashikant S. Ajmera	Relative
Shri Surendra I. Ajmera	Relative
Shri. Manoj I. Ajmera	Relative
Shri. Jayant I. Ajmera	Relative
Shri. Atul C. Ajmera	Relative
Smt. Bharati R. Ajmera	Relative
Shri. Dhaval R. Ajmera***	Director

*Resigned w.e.f 24th April,2012

** Change in designation w.e.f 24th April,2012

***Appointed w.e.f 24th April,2012



Notes to Financial Statements for the Year ended 31st March, 2013

c. Related Party Transactions:

(Rs. in Lacs)

Transactions	Associates/ Subsidiary	Directors and Relatives	Key Management Personnel	Year ended 31.03.2013 Balances
Finance received / (repaid) in form of loans	(4145.50) (618.27)	NIL NIL	NIL NIL	661.44 4806.94

Note : Bold figures represents for Current Year

d. Disclosure in respect of material transactions with related parties

(Rs. in Lacs)

Nature of Transaction	Related Parties	Year ended on 31 .03. 2013	Year ended on 31.03.2012
Finance received / (repaid) in form of Loans	- Ajmera Cements Private Limited	(2045.50)	(583.27)
	- Sankalp Holdings Pvt. Ltd.	(2100.00)	(35.00)
Advance paid for purchase of Flats.	- Yogi Developers Corporation	199.88	-
	- Vijay Nagar Corporation	593.23	-
	- Ajmera Housing Corporation - Bangalore	235.00	-

28. Contingent Liabilities

Contingent Liabilities not provided for in respect of :

Name of Statute	Nature of Dues	Amount (Rs. in Lacs)	Period to which Amount relates	Forum where pending
Service Tax	GTA of Services	22.85	2005 -06	Appeal has been filed in CESTAT.
Service Tax	Cenvat credit on Service Tax	95.84	2006-07 & 2007-08	Appeal has been filed in CESTAT.
Custom Act	Fine Penalty	15.00 5.00	2006-07	Appeal has been filed in CESTAT.

29. Disclosure under Micro, Small and Medium Enterprises Development Act, 2006:

There are no delays in payment to Micro and Small enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006.

The above information and that given in Note No. 8 regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.



SHREE PRECOATED STEELS LIMITED

Notes to Financial Statements for the Year ended 31st March, 2013

NOTES TO FINANCIAL STATEMENTS

30. Value of Import Calculated on CIF Basis: - NIL-
31. Earnings & Expenditure in Foreign Currency (accrual basis): - NIL-
32. Imported and indigenous raw materials, components and spare parts consumed: - NIL-
33. Regrouping of Previous Year Figures.

Till the period ended 31st March 2011, the company was using pre- revised Schedule-VI of the Companies Act, 1956, for preparation and presentation of its financial statements. During the year ended 31st March 2012, the revised Schedule VI notified under the Companies Act, 1956, has become applicable to the company. The company has reclassified previous year figures to conform to this year's classification. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However it has significant impact on presentation and discloses made in financial statements.

34. The balances in Debtors, Creditors, Bank Balances and advance accounts are subject to confirmation and reconciliation if any. However, as per the management opinion no material impact on financial statement out of such reconciliation is anticipated.

As per our Audit Report of even date
For and on behalf of
V. PAREKH & ASSOCIATES
Chartered Accountants
Firm Registration No. : 107488W

RASESH V. PAREKH PARTNER
Membership No. 38615

Place : Mumbai
Dated : 9th May, 2013

For and on behalf of Board
ISHWARLAL S. AJMERA - CHAIRMAN & MANAGING DIRECTOR

SANJAY C. AJMERA - MANAGING DIRECTOR

Place : Mumbai
Dated : 9th May, 2013



SHREE PRECOATED STEELS LIMITED

Rehman Building, 2nd Floor, Mezzanine, 24, Veer Nariman Road, Fort, Mumbai - 400 001.

ATTENDANCE SLIP

I hereby record my presence at the FIFTH ANNUAL GENERAL MEETING on Friday, the 27th September, 2013 at 12.45 PM at Activity Hall, Gr. Floor, Juhu Vile Parle Gymkhana Club, N. S. Road, JVPD Scheme, Vile Parle (West), Mumbai - 400 049.

(For demat holding)

(For physical holding)

DP ID

Folio No.

Client ID

No. of Share(s) held

Name of equity shareholder/proxy/representative _____

Signature of equity shareholder/proxy/representative _____

- NOTES: 1. Member/Proxyholder wishing to attend the meeting must bring the Attendance Slip with them when they come to the meeting and handed over at the gate after affixing their signature on it.
2. Member/Proxyholder desiring to attend the meeting should bring his copy of the Annual Report for reference at the Meeting.

TEAR HERE

ATTENDANCE SLIP



SHREE PRECOATED STEELS LIMITED

Rehman Building, 2nd Floor, Mezzanine, 24, Veer Nariman Road, Fort, Mumbai - 400 001.

PROXY

I/we _____
of _____ being
a Member/Members of SHREE PRECOATED STEELS LIMITED hereby appoint _____
of _____ or failing him/her _____
of _____ or failing him/her _____
of _____ as my/our Proxy to attend and

vote for me/us and on my/ our behalf at the FIFTH ANNUAL GENERAL MEETING on Friday, the 27th September, 2013 at 12.45 PM at Activity Hall, Gr. Floor, Juhu Vile Parle Gymkhana Club, N. S. Road, JVPD Scheme, Vile Parle (West), Mumbai - 400 049. and at any adjournment thereof.

Signed this _____ day of _____ 2013.

Ledger Folio No : _____ DP ID No.* _____ Client ID .* _____

No of Share(s) held : _____

* Applicable for member holding shares in electronic form.

Revenue
Stamp

** In Favour of

This form is to be used _____ the resolution Unless otherwise instructed, the Proxy will act as thinks fit.

** Against

** Strike out whichever is not desired.

- Notes :** (i) The Proxy must be returned so as to reach the Registered Office of the Company, not less than FORTY-EIGHT Hours before the time holding the aforesaid meeting.
(ii) Those members who have multiple folios with different joint holders may use copies of this Attendance Slip/Proxy.

TEAR HERE

PROXY

BOOK-POST

STAMP

If undelivered please return to:

Sharex Dynamic (India) Pvt Ltd.
Unit: SHREE PRECOATED STEELS LTD.
Unit No. 1, Luthra Industrial Premises,
Andheri Kurla Road, Safed Pool, Sakinaka,
Andheri (East), Mumbai - 400072.