



GLASCOAT

21st ANNUAL REPORT

2011-12



SWISS **GLASCOAT** EQUIPMENTS LIMITED

Board of Directors

Chairman	Mr. Kanubhai K. Patel
Managing Director	Mr. Sudarshan P. Amin
Technical Director	Mr. Ambalal P. Patel
Executive Director Planning & Administration	Ms. Phagun Amin
Directors	Mr. Paresh S. Shah Mr. Bhanubhai B. Patel Mr. Jagrut H. Bhatt Mr. Kaushik R. Shah Mr. Bharat R. Patel Mr. Dharmesh J. Patel

Company Secretary

Ms. Dhvani Shah

Company Secretary in Practice

D. G. Bhimani & Associates
Anand

Statutory Auditors

Darji and Associates
V. V. Nagar

Cost Auditors

Nanty Shah and Associates
Surat

Bankers

State Bank of India
Karur Vysya Bank

Registered Office

H – 106, Phase – IV, G.I.D.C. Estate,
Vithal Udyognagar – 388121.
Dist. Anand, Gujarat



NOTICE

NOTICE is hereby given that the 21st Annual General Meeting of **SWISS GLASCOAT EQUIPMENTS LIMITED** will be held on September 17, 2012 at 10.00 a.m. at the Registered Office of the Company situated at H-106, G.I.D.C. Estate, Vitthal Udyognagar – 388 121 to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Report of the Auditor and the Directors' Report thereon.
2. To declare dividend on Equity Shares of the Company for the year 2011-12.
3. To appoint a Director in place of Mr. Kanubhai Patel, Director, who retires by rotation and being eligible, has offered himself for reappointment.
4. To appoint a Director in place of Mr. Pares Shah, Director, who retires by rotation and being eligible, has offered himself for reappointment.
5. To appoint Statutory Auditors and fix their remuneration.

BY THE ORDER OF THE BOARD OF
SWISS GLASCOAT EQUIPMENTS LTD.

Date : 25.07.2012
Place : V. U. Nagar

Ms. Dhvani Shah
Company Secretary

NOTES:

- (A) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE ON HIS BEHALF AND THE PROXY NEED NOT BE A MEMBER. A PROXY IN ORDER TO BE EFFECTIVE, MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF THE MEETING. BLANK PROXY FORM IS ANNEXED HERETO.**
- (B) 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 representatives to attend and vote on their behalf at the Meeting.
- (C) Members are requested to intimate to the Company queries, if any, regarding the accounts/ notices at least ten days before the Annual General Meeting to enable the Management to keep the information ready at the meeting.
- (D) The Register of Members and Share Transfer Books of the Company will remain closed from 04.09.2012 to 11.09.2012 (both days inclusive) for the purpose of the payment of Dividend, subject to the approval by the shareholders in the ensuing Annual General Meeting.
- (E) Dividend on equity shares, as recommended by the Board of Directors, if declared at the Annual General Meeting, will be payable to those Members, whose names appear on the Register of Members of the Company, after giving effect to valid share transfers in physical form lodged with the Company on 03.09.2012, to their registered addresses and the respective Beneficial Owners as per the list provided by the National Securities Depository Ltd and the Central Depository Services Ltd at the close of business hours on 03.09.2012.
- (F) Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change in bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the Members.
- (G) Members are requested to notify immediately any change of address quoting their Folio Number/ DP ID, Banker's name and Account number to ensure prompt and safe receipt of dividend warrants:



- (i) to their Depository Participants(DPs) in respect of their shares held in electronic form, and
 - (ii) to MCS Ltd, the Registrar and Share Transfer Agents of the Company, in respect of their physical shares.
- (H) Shareholders are advised to encash their dividend warrants within the validity period. Thereafter, the payment of unencashed dividend warrants shall be made after expiry of initial validity period and receipt of unpaid list after reconciliation of Dividend Account from Bank.
- (I) Shareholders who have so far not encashed dividend warrant(s) of the earlier years 2004-05 to 2010-11 are requested to claim payments by writing to the Company. The Company shall allow claims for unpaid dividend for the year 2004-05 only up to the date of the ensuing Annual General Meeting. Thereafter, the said Dividend Account has to be closed as per the provisions of the Companies Act, 1956.

Kindly note that no claims shall lie against the Company in respect of any amounts, which being unclaimed and unpaid for a period of seven years from the date of its transfer to the dividend account, have been transferred to the Investors Education and Protection Fund(IEPF) as per the provisions of the Companies Act, 1956.

- (J) Members are requested to note that as per SEBI Circular dated May 20, 2009, it has been made compulsory, from the date of issue of the circular, for every market participant dealing in shares in physical form to provide a PAN Card copy to the Company or its Registrar and Share Transfer Agent for processing any type of requests viz, transfer, transmission, consolidation, etc. Hence, the transferee(s) are requested to submit their application for transfer/ transmission, etc of physical shares, along with a photocopy of both sides of their PAN Card(s) for expeditious transfer of shares.
- (K) Shareholders holding shares in identical order of names in more than one folio are requested to write to the Registrar and Share Transfer Agent of the Company, enclosing their Share Certificates, for consolidation of their shares.
- (L) Members are requested:-
- (i) to bring their copies of Annual Report, Notice and Attendance Slip duly filled in at the time of the Meeting.
 - (ii) to quote their Folio Nos. / DP ID Nos. in all correspondence.

BY THE ORDER OF THE BOARD OF
SWISS GLASCOAT EQUIPMENTS LTD.

Date : 25.07.2012
Place : V. U. Nagar

Ms. Dhvani Shah
Company Secretary

DIRECTORS' REPORT

Dear Members

Your Directors are pleased to present the 21st Annual Report together with the Audited Statement of Accounts for the Financial Year ended on 31st March, 2012.

(1) FINANCIAL AND WORKING RESULTS

(INR in '000)

Particulars	2011-2012	2010-2011
Turnover	704,022.46	5,29,536.04
Profit Before Depreciation and Tax	62,941.23	54,646.80
Profit Before Tax	46,415.12	38,662.24
Profit After Tax	28,075.40	27,070.21
Appropriation		
Proposed Dividend	11,000.00	10,000.00
Tax on proposed dividend	1,784.48	1,622.25
General Reserve	12,000.00	18,000.00
Earning Per Share (EPS)	5.62	5.41

* The figures are regrouped and rearranged wherever necessary.

(2) PERFORMANCE REVIEW

Your Company has been able to steer through financial year 2011-12, which was another challenging year witnessing rapidly rising inflation rate, and has achieved a good performance with an increase in turnover and profitability. The Company has reported an increase in turnover of INR 704022.46 thousands as against last year's turnover of INR 529536.04 thousands. The Company has earned INR 28075.40 thousands as Profit after Tax as against INR 27070.21 thousands in last year.

Your Company has installed Welding Robot to enhance productivity.

With a view to strengthen its global presence, the Company had exhibited its products in theACHEMA, an international exhibition held in Frankfurt, Germany, so as to meet its global end users and to understand their needs.

(3) DIVIDEND

Looking to the profitability of the Company, your Directors are pleased to recommend a Dividend of INR 2.20 (@ 22 %) per share for the year 2011-12, subject to the approval of the Members in the ensuing Annual General Meeting. The Dividend, if approved by the Members, will result in cash outflow of INR 12784.48 thousands, including dividend tax.

(4) DEPOSITS

The Company has accepted the deposits from the promoters, directors and their friends and relatives in compliance with Section 58A of the Companies Act, 1956 and rules made there under.

(5) TRANSFER TO INVESTOR EDUCATION & PROTECTION FUND

Pursuant to the provisions of Section 205A(5) of the Companies Act, 1956, dividend of INR 191.80/- thousands pertaining to the year 2003-04, which remained unpaid and/or unclaimed for a period of seven years, has been transferred to the Investor Education and Protection Fund.

(6) DIRECTORS

WE MOURN THE DEATH OF MR. SHASHIKANT PURSHOTTAMDAS PATEL, ONE OF THE PROMOTERS AND NON-EXECUTIVE DIRECTORS OF THE COMPANY. MAY HIS SOUL REST IN PEACE.

Mr. Kanubhai Patel and Mr. Paresh Shah are to retire by rotation and being eligible, offer themselves for re-appointment at the ensuing Annual General Meeting. The profile of these Directors is provided in the Corporate Governance Report.



(7) CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION ANALYSIS REPORT

A Report on Corporate Governance and also a Management Discussion Analysis Report are annexed hereto this Report.

(8) PARTICULARS RELATING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required under Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Board of Directors) Rules, 1988 is annexed hereto and forms part of this Report.

(9) PARTICULARS OF EMPLOYEES

There was no employee drawing remuneration of INR 60,00,000 or more per annum or INR 5,00,000 or more per month or for any part of the year and hence particulars as required under section 217(2A) of the Companies Act, 1956 have not been furnished.

(10) DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, your Directors hereby confirm that:

- (i) the applicable Accounting Standards along with proper explanation relating to material departure, if any, have been followed while preparing the Annual Accounts;
- (ii) appropriate Accounting Policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits of the Company for that period;
- (iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Annual Accounts have been prepared on a going concern basis.

(11) AUDITORS AND AUDITORS' REPORT

M/s. Darji & Associates, Chartered Accountants, V. V. Nagar, the Statutory Auditor of the Company, hold office until the conclusion of this Annual General Meeting and is eligible for re-appointment.

The Company has received the letter from him to the effect that his reappointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956 and that he is not disqualified for reappointment within the meaning of Section 226 of the said Act.

The Notes on Accounts referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

(12) COST AUDITOR'S APPOINTMENT

Consequent to the Cost Audit Order dated 24.01.2012 issued by the Ministry of Corporate Affairs, the Company has appointed M/s. Nanty Shah & Associates, Cost Accountants, Surat, with the approval of the Central Government.

The Company has received the letter from him to the effect that his appointment, if made, would be in accordance with Section 233(2) read with Section 224(1B) and Section 226(3) & (4) of the Companies Act, 1956.

(13) ACKNOWLEDGEMENTS

Your Directors thank the Company's customers, vendors, investors, business associates, bankers and other stakeholders for their continued support. Your Directors also take this opportunity to applaud the contributions made by all the employees of the Company to the operations of the Company during the year.

BY THE ORDER OF THE BOARD OF
SWISS GLASCOAT EQUIPMENTS LTD.

Date: : 25.07.2012
Place : Vitthal Udyognagar

Mr. Kanubhai K. Patel
Chairman

Mr. Sudarshan P. Amin
Managing Director



ANNEXURE TO DIRECTORS' REPORT

Information as per Section 217(1)(e) read with the Companies (Disclosure Of Particulars in the Report of Board of Directors) Rules, 1988 and forming Part of the Directors Report for the Year Ended 31-03-2012

CONSERVATION OF ENERGY

The Company is aware of the importance of saving energy consumption at all levels and has endeavored to conserve energy wherever possible.

As a move to encourage Green Energy generation, in the year 2009-10, your Company had installed 1.25MW Windmill at Baradia in Jamnagar. During the Financial Year 2011-12, nearly 23 lacs units have been generated through Windmill and consumed by the Company; consequently promoting green and clean energy.

(i) Total Electric Consumption

(a)	Purchased Units (in '000s)	:	11841.36
	Total Cost (INR in '000s)	:	66596.95
	Rate per unit (INR)	:	5.624
(b)	Generation through Windmill (units in '000s)	:	2084.44

(ii) Total Fuel Consumption of Oil Gas and Lubricants (INR in '000s)

: 1795.47

FOREIGN EXCHANGE EARNINGS AND OUTGO :

a) The Company has exported its product during the year.

b) Total Foreign Exchange Used and Earned : (INR in '000s)

1) Total foreign exchange used	:	Import of goods	INR	5067.15
		Dividend	INR	994.80
		Professional Fees	INR	514.20
2) Total foreign exchange earned	:	Exports	INR	1762.36

BY THE ORDER OF THE BOARD OF
SWISS GLASCOAT EQUIPMENTS LTD.

Date : 25.07.2012

Place : Vitthal Udyognagar

Mr. Kanubhai K. Patel

Chairman

Mr. Sudarshan P. Amin

Managing Director

**CORPORATE GOVERNANCE REPORT**

Forming part of the Directors Report

COMPANY PHILOSOPHY

The Company's essential character revolves around core ethical values based on transparency, integrity, professionalism and accountability. The philosophy of your Company in relation to Corporate Governance is adherence to these ethical values by ensuring transparency in all its operations, making timely disclosures and enhancing shareholder values without compromising in any way the compliance with laws and regulations. Your Company believes that the good governance process has a positive impact on the Company's reputation, employees, customers and stakeholders at large.

BOARD OF DIRECTORS

The details of the Director, including their positions and performance by way of attendance in the Board Meetings held during the year 2011-12, are as under:

Name of Directors	Category of Directorship	Attendance	Sitting Fees paid (INR in '000s)	Whether Attended Last AGM	Other Public Companies		
					Directorship held	Members in Committee	Chairman in Committee
Kanubhai K. Patel	Independent Director	4	40.00	Yes	0	0	0
Sudarshan P. Amin	Managing Director	5	N. A.	Yes	0	0	0
Ambalal P. Patel	Technical Director	5	N. A.	Yes	0	0	0
Phagun S. Amin	Executive Director-						
	Planning & Administration	4	N. A.	Yes	0	0	0
Shashikant P. Patel	Non Executive Director	3	30.00	Yes	0	0	0
Pareesh S. Shah	Non Executive Director	5	50.00	Yes	0	0	0
Bhanubhai B. Patel	Independent Director	5	50.00	Yes	0	0	0
Jagrut H. Bhatt	Independent Director	5	50.00	Yes	0	0	0
Kaushik R. Shah	Independent Director	5	50.00	Yes	0	0	0
Bharat R. Patel	Independent Director	5	50.00	Yes	0	0	0
Dharmesh J. Patel	Independent Director	4	40.00	Yes	0	0	0

The Board of Directors met 5 (FIVE) times during the year on the following dates: 07.05.2011, 30.07.2011, 22.09.2011, 08.11.2011 and 10.02.2012.

COMMITTEES:

The Board functions either as a full Board or through Committees. The Board of Directors and its Committees meet at regular intervals. Policy formulation, setting up of goals and evaluation of performance and control functions vest with the Board, while the Committees oversee operational issues.

AUDIT COMMITTEE

The Audit Committee of the Company comprises of four Independent and one Non-Executive Directors. The Company Secretary acts as the Secretary of the Audit Committee.

The rule and terms of reference of the Audit Committee cover the areas mentioned under Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956, besides other terms as may be referred by the Board of Directors.

The Committee met 4 (four) times during the year on 07.05.2011, 30.07.2011, 08.11.2011 and 10.02.2012 and the attendance of the Members at the Meetings was as follows:

Name of Member	Designation	Attendance
Kaushik R. Shah	Chairman	4
Kanubhai K. Patel	Member	3
Bhanubhai B. Patel	Member	4
Bharat R. Patel	Member	4
Paresh S. Shah	Member	4

SHAREHOLDERS GRIEVANCE COMMITTEE

The Shareholders' Grievance Committee has been formed for solving the grievances of the shareholders of the Company. It comprises of 3 (Three) Directors – Two Independent and 1 Executive Director. The Company Secretary acts as the Secretary of the Shareholders' Grievance Committee.

During the year, 4 (Four) Meetings were held during the year on following dates:

07.05.2011, 30.07.2011, 08.11.2011 and 10.02.2012 and the attendance of the Members at the Meetings was as follows:

Name of Member	Designation	Attendance
Mr. Bharat R. Patel	Chairman	4
Mr. Ambalal P. Patel	Member	4
Mr. Kaushik R. Shah	Member	4

The Company Secretary of the Company has been entrusted with the role of Compliance Officer to look after day-to-day requests and the grievances of the shareholders.

The status of the complaints received by the Company during the year under review is as under:

As on 01.04.11: 1 Received: 6 Disposed Off: 7 Pending: 0

During the year under review, the Company received following types of requests from the shareholders, which have been responded within reasonable time and resolved to the satisfaction of the respective shareholders:

Nature of Requests	Nos.
Transfer of Shares	49
Transmission of Shares	0
Issue of Duplicate Share Certificates	8
Consolidation of Shares	0
Name Deletion	0
TOTAL	57

REMUNERATION COMMITTEE:

On 07.05.2011, the Remuneration Committee has been formed to determine with agreed terms of reference, the Company's policy on remuneration packages and regulate remuneration of the managerial personnel in accordance with the provisions of the Companies Act, 1956, on behalf of and subject to the approval of the Board and the shareholders.

The Committee comprises of 3(three) Independent Directors. During the year, The Committee Members met twice for the appointment of the Executive Directors and fixation of remuneration thereof on following dates: 07.05.2011 and 30.07.2011; and the attendance of the Members at the Meetings was as follows:

Name of Member	Designation	Attendance
Mr. Jagrut Bhatt	Chairman	2
Mr. Kaushik Shah	Member	2
Mr. Bharat Patel	Member	2

**NON EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:**

The Non-Executive and Independent Directors do not have any pecuniary relationships or transactions with the Company.

The sitting fees paid to the Non-Executive and Independent Directors for attending the Board Meetings are within the limits specified in the Companies Act, 1956.

CODE OF CONDUCT

The Board has laid down a Code of Conduct for all the Board Members and the Senior Management personnel of the Company. The said Code is available on the Company's website. All the Board Members and the Senior Management personnel have affirmed their compliance with the Code. The Managing Director of the Company has given Declaration to the Company regarding the affirmation, which forms part of this Annual Report.

GENERAL BODY MEETINGS

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

Financial Year	Date	Time	Type	Location
2008-09	26/09/2009	10.00 A.M.	ANNUAL GENERAL MEETING	AT THE REGISTERED OFFICE : H-106, G I D C ESTATE, VITTHAL UDYOGNAGAR - 388 121
2009-10	30/08/2010	10.00 A.M.	ANNUAL GENERAL MEETING	
2010-11	22/09/2011	10.00 A.M.	ANNUAL GENERAL MEETING	

POSTAL BALLOT

No business has been transacted using Postal Ballots for voting at the aforesaid Meetings.

DISCLOSURES**(A) Basis of Related Party Transactions:**

There were no materially significant transactions with related parties i.e. Promoters, Directors or the Management, their subsidiaries or relatives conflicting with the Company's interest. All transactions with the related parties are put before the Board for their approval as and when required. The prior Government approvals whenever required have also been obtained by the Company before entering into any related party transactions.

(B) Board Disclosures – Risk Management

The Company has laid down procedures to inform Board Members about the risk assessment and minimization procedures, which are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

(C) Remuneration of Directors

- The Non-Executive Directors do not receive any remuneration except sitting fees of INR 10000 per meeting of the Board of the Company. The details of the sitting fees paid to the Non-Executive Directors for attending the Board Meetings have been disclosed in the beginning of this Report.
- The Company pays remuneration to the Executive Directors within the limits as specified in the Schedule XIII and other applicable provisions of the Companies Act, 1956.



SWISS GLASCOAT EQUIPMENTS LIMITED

The details of remuneration paid by the Company for the year 2011-12 are given below:

(INR in '000s)

Name Of Director	Basic Salary	Allowances, Bonus & Perquisites	Commission	Total
Mr. Sudarshan P. Amin	1230.00	1282.20	531.70	3043.90
Mr. Ambalal P. Patel	780.00	826.11	0	1606.11
Ms. Phagun S. Amin	86.46	202.83	0	289.29
TOTAL	2096.46	2311.14	531.70	4939.30

Note:

The abovementioned Directors are entitled to Allowances and Perquisites as agreed in the Agreements entered into with them.

(c) The number of shares held by the Board Members as on 31.03.2012 is stated hereunder:

Name of the Director	No. of Shares	Name of the Director	Shares Held
Mr. Sudarshan Amin@	571800	Mr. Bhanubhai Patel	5100
Mr. Ambalal Patel	61300	Mr. Jagrut Bhatt	Nil
Ms. Phagun Amin	228202	Mr. Kaushik Shah	Nil
Mr. Shashikant Patel	353100	Mr. Bharat Patel	Nil
Mr. Paresh Shah	203375	Mr. Dharmesh Patel	Nil
Mr. Kanubhai Patel	19500		

@ Out of 571800 shares, 306600 shares are held jointly in the name of Amin Sudarshan-Nita Amin

(D) Management

The Management Discussion & Analysis Report pertaining to external and internal environment of the Company has been annexed herewith.

(E) Shareholders

Mr. Kanubhai Patel and Mr. Paresh Shah are the Directors of the Company, retiring by rotation at the ensuing Annual General Meeting, and being eligible, offer themselves for re-appointment.

Details of the Directors proposed to be re-appointed are as under:

Particulars	Mr. Kanubhai Patel	Mr. Paresh Shah
Date of Birth	01.01.1929	31.07.1960
Date of Appointment	08.04.1994	26.08.1991
Qualifications	L.L.B.	M.CoM
Expertise	Automobile Industry	Capital Equipments
Directorships held in other public cos.	None	None
No. of shares held in the Co.	19500	203375

(F) Compliance

There were no instances of non-compliances or any matter viz imposition of penalties or strictures on the Company by the Stock Exchange or SEBI or any statutory authority, related to the capital markets during the last Three Years.

The Company has complied with all mandatory requirements as stipulated in Clause 49 of the Listing Agreement.

The Company has obtained a Certificate from the Statutory Auditors regarding compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and the same is annexed hereto.

CEO/CFO CERTIFICATION

The Managing Director (de-facto Chief Executive Officer and the Chief Financial Officer) of the Company has certified to the



Board regarding review of financial statements for the year, compliance with the Accounting Standards, maintenance of internal control for financial reporting, accounting policies, etc.

MEANS OF COMMUNICATION

The Company believes that all stakeholders should have access to adequate information regarding the Company's position to enable them to accurately access its future potential.

***Website:** Your Company's website www.glascoat.com provides comprehensive information on its financial performance, operational performance and press releases.

***Financial Results:** The annual, half-yearly and quarterly results are regularly submitted to the Stock Exchanges in accordance with the Listing Agreement are published in newspapers, namely, Business Standards and Jansatta.

***Annual Report:** Annual Report containing inter alia Annual Accounts, Directors' Report, Auditors' Report and other important information is circulated to Members and others entitled thereto.

***Corporate Filing:** Announcements, Periodical Financial Results, Shareholding Pattern, etc. of the Company regularly filed by the Company, are available on the website of the Bombay Stock Exchange – www.bseindia.com, whereon the shares of the Company are listed.

GENERAL SHAREHOLDERS INFORMATION

Compliance Officer	:	Ms. Dhvani Shah Mr. Bipin Thakkar (in absence of Ms. Dhvani Shah)
Date, Time and Venue of the 21st Annual General Meeting	:	September 17, 2012 at 10.00 a.m. at H-106, G I DC Estate, Vitthal Udyognagar – 388 121
Financial Calendar	:	April 1 to March 31
Date of Book Closure	:	04.09.2012 to 11.09.2012
Dividend Payment	:	12.10.2012
Listing on Stock Exchange	:	The Bombay Stock Exchange Limited
Registrar and Share Transfer Agents	:	MCS LTD. Neelam Apartments, 88, Sampatrao Colony, Aikapuri, Vadodara – 390 007 Phone No. : 0265-2350490 Fax no. : 0265-2341639 E-Mail Id : mcsitdbaroda@yahoo.com
ISIN of DEMAT Shares	:	INE461D01010

SHARE TRANSFER SYSTEM

The transfer of Shares in Physical form is processed and completed by MCS LIMITED within the period specified from the date of receipt thereof.

DEMATERIALISATION OF SHARES AND LIQUIDITY

The Company's shares are available for dematerialization on both the depositories viz National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The Shareholders holding shares of the Company in physical form are requested to dematerialize their shares for easy and expeditious transfer thereof.



SWISS GLASCOAT EQUIPMENTS LIMITED

DISTRIBUTION OF SHAREHOLDING

(A) Distribution of shares as per Category as on 31st March, 2012

Category Code	Category of Shareholders	No. of Shareholders	Total No. of Shares	% of (A+B+C)
(A)	Shareholding of Promoter & Promoter Group			
(1)	Indian	20	2179502	43.59
(2)	Foreign	0	0	0.00
	Total	20	2179502	43.59
(B)	Public Shareholding			
(1)	Institutions	0	0	0.00
(2)	Non-Institutions	5327	2820498	56.41
	Total	5327	2820498	56.41
(C)	Shares held by Custodians and against which Depository Receipts have been issued			
(1)	Promoter and Promoter Group	0	0	0.00
(2)	Public	0	0	0.00
	Total	0	0	0.00
	GRAND TOTAL (A+B+C)	5347	5000000	100.00

(B) Distribution of shares by size as on 31st March, 2012

Category of Shares	Number of Shareholders	% Holders	Number of shares	% Shares
1 to 500	4735	88.56	891140	17.83
501 to 1,000	363	6.79	300413	6.00
1,001 to 2,000	143	2.67	218673	4.37
2,001 to 3,000	24	0.45	63789	1.28
3,001 to 4,000	14	0.26	49697	0.99
4,001 to 5,000	16	0.30	76401	1.53
5,001 to 10,000	21	0.39	156353	3.13
10,001 to 50,000	18	0.34	543255	10.87
50,001 to 1,00,000	5	0.09	371500	7.43
1,00,001 & Above	8	0.15	2328779	46.57
TOTAL	5347	100.00	5000000	100.00

ADDRESS FOR CORRESPONDENCE

Registered Office:

Swiss Glascoat Equipments Limited
H-106, GIDC Estate,
Vitthal Udyog Nagar – 388 121.

E-mail ID:

share@glascoat.com

To allow us to service the Shareholders with greater speed and efficiency, the Company strongly recommends e-mail based correspondence on all issues which do not require signature verification for being processed.

BY THE ORDER OF THE BOARD OF
SWISS GLASCOAT EQUIPMENTS LTD.

Date: : 25.07.2012
Place : Vitthal Udyog Nagar

Mr. Kanubhai K. Patel
Chairman

Mr. Sudarshan P. Amin
Managing Director



Declaration by the Managing Director under Clause 49(1)(D) of the Listing Agreement regarding adherence to the Company's Code of Conduct

In accordance with Clause 49 sub-clause 1 (D) of the Listing Agreement with the Stock Exchanges, I hereby confirm that, all Directors and Senior Management personnel of the Company have affirmed their compliance with the Code of Conduct laid down by the Company, as applicable to them for the Financial Year ended March 31, 2012.

For Swiss Glascoat Equipments Limited

Sd/-

**Mr. Sudarshan P. Amin
Managing Director**

Date: 25.07.2012

AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Members of
Swiss Glascoat Equipments Limited

We have examined the compliance of condition of corporate governance by Swiss Glascoat Equipments Limited for the year ended on 31st March, 2012 as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Shareholders and Investors' Grievance Committee/ Share Transfer Committee.

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

For Darji and Associates
Chartered Accountants
(Registration No. 116519W)

C.A. L.B. Darji
Proprietor
M.No. 30992

Place: Vallabh Vidyanagar
Date: 25.07.2012



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Forming part of the Directors Report

A) Industry structure and Development

The Glass line Industry is engaged in manufacturing of specialized Glass lined equipments used for reactions of corrosive chemicals by the Pharmaceuticals, Agro-based and other Chemical Industries. The core element of the Glass line Industry lies in the technology for manufacturing of glass frit and its applications.

Swiss Glascoat Equipments Ltd. is engaged in the manufacture and sale of glass lined equipments and spares in India and abroad. The Company offers glass lined reactors, process tanks, evaporation vessels, RCVDs, distillation columns, mixers and agitators, heat exchangers, dryers, blenders, agitated filters, pipes, valves and fittings, and other paraphernalia for use in pharmaceuticals, dyes and chemical and fertilizers industries. These equipments are manufactured under approved Quality Plan of the Company.

At present, India has three major suppliers, including your Company, of Glass lined equipments; and your Company today stands second biggest supplier servicing every end user of Indian Pharmaceuticals, Agro-based and other Chemical Industries.

Your Company, with sustainable marketing efforts, even in turbulent times witnessed by the Indian economy, has been able to register a profitable performance and has crossed 70 crores turnover mark during 2011-12.

B) Opportunities, Threats, Risk and Concerns

Your Company always tries to find the opportunities in the Glass-line Industry through its strength, technology edge and management expertise. These opportunities are linked directly to the growing demand from the customers. Your Company has designed user-friendly Glass lined reactors which have been very well accepted by the customers. Almost all the Indian glass-lined equipment end users have used and are satisfied with the Company's products. Now, the Company has intensified marketing efforts and service network to strengthen its global presence.

The threats for your Company are mostly associated with rising inflation and unavailability of adequate skilled manpower. We expect electricity/fuel cost and cost of wages and salaries to increase, while cost of credit is expected to either decline or remain unchanged.

Your Company has identified the major thrust areas to concentrate on, which it believes to be critical for achievement of organizational goals. A well defined structure has been laid down to assess, monitor and mitigate risk associated with these areas. Hence, your Company is optimistic to tide over the problems and fulfill the profit expectations of the members.

C) Outlooks for 2012-13

The year 2011-12 was a challenging year for the economy. The key developed economies are facing economic and financial troubles and India is not insulated from the impact of the same. Inflation remains one of the key things to watch out for in 2012. Capital outflows, domestic corruption and policy paralysis (lack of policy developments) have also given a massive blow to the economic sentiments here. On an aggregate basis, inflation, soaring energy costs and poverty are dragging on the economy which grew 6.9% in 2011. We expect the current scenario to be a temporary scenario considering the strong fundamentals India enjoys.

The Indian pharmaceutical industry, one of the principal end user industries for our glass-lined products, is growing at about 8 to 9 percent annually according to a Report published in January 2011. Union Budget 2012-13, as expected, is positive for the pharmaceutical sector.

Further, a research report says that the, Indian crude steel production will grow at a CAGR of around 10% during 2012-2013. The costs of steel, one of the prime raw materials of our Company's products, will witness an upper trend. However, due to cost management and aggressive marketing of the Company's products, the Company continues to maintain its positive stance.

Stagnancy in reforms is the top concern, followed by High interest rates and High raw material cost. The Industry is widely expected to continue its growth performance in the medium and long term. Your Company believes in firm and steady growth and is continuously heading towards that direction.



D) Internal Control Systems and their adequacy

We have strong integrated systems which are adequate for our class and size of the business. The Company has established sufficient internal control systems to detect and mitigate irregularities and frauds. To further strengthen the internal control systems, an external agency has also been appointed as the internal auditors of the Company, apart from appointment of the statutory auditors. The Company has also appointed Cost Auditors for establishing a proper and adequate cost management system aiming towards cost effective strategy.

E) Material Developments on Human Resources

Long term agreements have been concluded with all the concerned levels of employees. We have been having excellent co-operation and support from the entire hierarchy of personnel, resulting in a sharp improvement in productivity and overall growth of the Company during the current year.

BY THE ORDER OF THE BOARD OF
SWISS GLASCOAT EQUIPMENTS LTD.

Date: 25.07.2012

Place : Vitthal Udyognagar

Mr. Kanubhai K. Patel

Chairman

Mr. Sudarshan P. Amin

Managing Director



AUDITORS REPORT

To the Members of Swiss Glascoat Equipments Limited.

We have audited the attached Balance Sheet of SWISS GLASCOAT EQUIPMENTS LTD. as at 31st March, 2012 and also the Statement of Profit & Loss and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. This financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

1. As required by the Companies (Auditors Report) Order 2003, issued by the Central Government of India in terms sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure hereto a statement on the matters specified in paragraph 4 and 5 of the said Order.
2. Further to our comments in the annexure referred to in paragraph 1 above, 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 accounts as required by law have been kept by the Company, so far as it appears from our examination of those book;

- c) The Balance sheet and 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 and Statement of Profit and Loss and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
- e) On the bases of written representation received from the Directors as on 31st March, 2012 and taken on record by the Board of Directors, we report that non of the Directors are disqualified as on 31st March, 2012 from being appointed as a Director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with Significant Accounting Policies and notes thereon, give the information as required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (i) in the case of the Balance Sheet of the state of affairs of the Company as at 31st March, 2012;
 - (ii) in case of Statement of Profit & Loss of the profit for the year ended on that date; and
 - (iii) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For, Darji And Associates
Chartered Accountants
(Registration No. 116519W)

CA L. B. DARJI
Proprietor
M.No. 030992

Place : Vallabh Vidyanagar
Date : 25th July, 2012



ANNEXURE TO AUDITORS REPORT

- I) In respect of its fixed assets;
- The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
 - The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - During the year, the Company has not disposed off substantial part of fixed assets that affects the going concern status of the Company.
- II) In respect of its inventories;
- As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals.
 - In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - In our opinion and according to the information and explanations given to us, the Company is maintaining proper records of inventories and no material discrepancies were noticed on physical verification.
- III) In respect of loans, secured or unsecured, granted or taken by the Company to / from companies, firm or other parties covered in the register maintained under Section 301 of the Companies Act, 1956:
- The Company has not granted any loans, secured or unsecured to the companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the provisions of sub-clause (b), (c) and (d) of clause 4(iii) of the order are not applicable to the Company.
 - The Company has taken unsecured loans amounting to Rs. 65.00 lacs from four parties covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount outstanding during the year was Rs. 100.00 lacs and balance at the year end was Rs. 50.00 lacs.
- c. The rate of interest and other terms and conditions on which loans have been taken are not prima-facie, prejudicial to the interest of the Company.
- d. The payment of the principal amount and the interest was regular during the year.
- IV) In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regards to purchases of inventory, fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weaknesses in such internal control system.
- V) In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of knowledge and belief and according to the information and explanations given to us:
- The particulars of contracts or arrangements referred to Section 301 that needed to be entered in the Register maintained under the said Section 1956 have been so entered.
 - Where each of such transaction is in excess of Rs. 5.00 lacs in respect of any party, the transactions have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time except in respect of certain purchases for which comparable quotations are not available and in respect of which we are unable to comment.
- VI) The Company has accepted deposits from the public during the year. In our opinion and according to the information and explanations given to us, the Company has complied with the derivatives issued by the Reserve Bank of India and the provisions of sections 58A, 58AA or any relevant provisions of the Act and the rules framed thereunder, where applicable, have been complied with, and no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

VII) In our opinion, the Company's present internal audit carried out by a firm of Chartered Accountants is commensurate with size and nature of its business.

VIII) The Companies (Cost Accounting Records) Rules 2011 have been applicable to the Company w.e.f. the financial year 2011-2012. The company has appointed a Cost Accountant and is in the process of compliance with the said rules.

IX) In respect of statutory dues:

- a. The Company has generally been regular in depositing undisputed dues, including Provident Funds, Investor Education & Protection Fund, Income tax, Sales tax, Customs duty, Service tax, Excise duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- b. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Funds, Investor Education & Protection Fund, Income tax, Sales tax, Customs duty, Excise duty, Service tax and Cess were in arrears, as at 31st March, 2012 for a period of more than six months from the date of they became payable.
- c. Details of dues of Sales tax and Income tax which have not been deposited as on 31st March, 2012 on account of disputes are given below:

Particulars	Period of which amount relates	Forum where the dispute is pending	Amount (Rs. in lacs)
Income Tax	1999-00	Commissioner of Income Tax (Appeals)	0.30
	2000-01		0.20
	2001-02		0.18
	2002-03		10.00
	2003-04		45.00

X) The Company neither has any accumulated losses nor incurred any cash losses during the financial year covered by the audit and immediately preceding financial year.

XI) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions or bank.

XII) In our opinion and according to the information and

explanations given to us, the Company has not granted any loans and advances on the bases of security by way of pledge of shares, debentures or other securities.

XIII) In our opinion and according to the information and explanations given to us, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause (xiii) of paragraph 4 of the Order are not applicable to the Company.

XIV) In our opinion and according to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. Therefore, the provisions of clause 4(xiv) of the Order 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 guarantee for loans taken by others from banks or financial institutions.

XVI) In our opinion and according to the information and explanations given to us, the term loans obtained have been applied for the purpose for which they were raised.

XVII) In our opinion and according to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that funds raised on short-term bases have not been used during the year for long-term investment.

XVIII) The Company has not made any preferential allotment of shares to the parties or companies covered in the Register maintained under Section 301 of the Companies Act, 1956 during the year.

XIX) The Company has not issued any secured debentures during the year.

XX) The Company has not raised any money by way of public issue during the year.

XXI) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

For, **Darji And Associates**
Chartered Accountants
(Registration No. 116519W)

CA L. B. DARJI
Proprietor
M.No. 030992

Place : Vallabh Vidyanagar
Date : 25th July, 2012

**BALANCE SHEET AS AT 31ST MARCH, 2012**

(INR in '000 s)

	Note No.	As at 31-Mar-12	As at 31-Mar-11
I. EQUITY AND LIABILITIES			
(1) Share Holders' funds			
(a) Share capital	2	50000.00	50000.00
(b) Reserves and surplus	3	129671.48	114380.55
(2) Non-current liabilities			
(a) Long - term borrowings	4	21299.13	22095.15
(b) Deferred tax liabilities (Net)	5	38039.99	35134.00
(c) Other Long-term liabilities	6	12667.12	9055.66
(d) Long - term provisions		-	-
(3) Current liabilities			
(a) Short - term borrowings	7	148748.43	158335.17
(b) Trade payables	8	136724.63	147467.52
(c) Other current liabilities	9	137613.01	125616.17
(d) Short - term provisions	10	16141.47	11622.25
TOTAL		690905.25	673706.47
II. ASSETS			
(1) Non - current assets			
(a) Fixed assets	11		
(i) Tangible assets		221855.83	184004.60
(ii) Intangible assets		2037.77	1260.41
(iii) Capital work - in - progress		1001.76	19753.47
(iv) Intangible assets under development			
(b) Non - current investments	12	2.50	2.50
(c) Long - term loans and advances	13	1441.00	7770.28
(d) Other non - current assets	14	18814.09	18322.40
(2) Current assets			
(a) Inventories	15	390631.44	359067.14
(b) Trade receivables	16	34704.02	48407.24
(c) Cash and cash equivalents	17	9764.67	8110.54
(d) Short - term loans and advances	18	6436.45	23273.68
(e) Other current assets	19	4215.72	3734.21
TOTAL		690905.25	673706.47

As per our report attached
For Darji and Associates
Chartered Accountants
(Registration No. 116519W)

For and on behalf of the Board
Mr. Kanubhai Patel **Chairman**
Mr. Sudarshan Amin **Managing Director**
Ms. Dhvani Shah **Company Secretary**

CA L. B. DARJI
Proprietor
M.No. 030992

Place : V. V. Nagar
Date : 25.07.2012

Place : V. U. Nagar
Date : 25.07.2012

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2012

(INR in '000 s)

		Year Ended 31-Mar-12	Year Ended 31-Mar-11
	Note No.		
I. Revenue from Operation	20	704022.46	529536.04
II. Other Income	21	8773.45	1682.55
III. Total Revenue (I+II)		712795.91	531218.59
IV. Expenses			
Cost of Materials Consumed	22	366633.91	327809.60
Changes in Inventories of Finished Goods & stock in process	23	-33773.98	-102943.73
Employee benefit Expenses	24	43100.63	34457.95
Finance Cost	25	32028.79	25823.05
Depreciation & Amortization Expenses	26	16526.11	15984.56
Other Expenses	27	241841.30	191424.91
Total Expenses		666356.76	492556.35
Profit before Exceptional Items & Extraordinary Items & Tax		46439.15	38662.24
Exceptional Items		—	—
Profit before Extraordinary Items & Tax		46439.15	38662.24
Extraordinary Items		24.04	—
Profit before Tax		46415.12	38662.24
Tax Expenses			
(1) Current tax		12360.00	7706.00
(2) Deferred Tax		2905.99	5967.92
(3) MAT		3073.72	-2081.89
Profit/(Loss) for the Period		28075.40	27070.21
Earning Per Equity Shares			
(1) Basic		5.62	5.41
(2) Diluted		5.62	5.41

As per our report attached
For Darji and Associates
Chartered Accountants
(Registration No. 116519W)

For and on behalf of the Board

Mr. Kanubhai Patel	Chairman
Mr. Sudarshan Amin	Managing Director
Ms. Dhvani Shah	Company Secretary

CA L. B. DARJI
Proprietor
M.No. 030992

Place : V. V. Nagar
Date : 25.07.2012

Place : V. U. Nagar
Date : 25.07.2012



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

(Pursuant to the Listing Agreement with Stock Exchange)

	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax and extraordinary items	46415.12	38662.24
Adjustments for:		
(Profit)/Loss on fixed assets sold/discarded	1451.82	1442.51
Depreciation	16526.11	15984.56
Exchange rate difference	-118.92	-
Interest Expenses	32028.79	25823.05
Previous Year Adjustment	24.04	-
Excess Provision of IT	-26.26	-
Interest Subsidy	-3077.01	-
Interest income	-1009.83	-850.56
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	92213.86	81061.79
Adjustments for:		
Inventories	-31564.29	-156289.50
Trade receivables	14274.70	-16798.88
Other receivables	16574.67	-1061.48
Current Liabilities		
(Excluding proposed dividend, Tax on distributed profits, Income-tax Provision)	1683.29	111193.09
CASH GENERATED FROM OPERATIONS	93182.24	18105.02
Direct Taxes Paid (Net)	-8625.58	-4089.40
Exchange rate difference	118.92	-
Previous Year Adjustment	-24.04	-
NET CASH FLOW FROM OPERATING ACTIVITIES	84651.55	14015.62
B. CASHFLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	-41657.33	-31601.94
Sale of Fixed Assets	3802.51	829.75
Interest income	1009.83	850.56
NET CASH FLOW FROM INVESTING ACTIVITIES	-36844.99	-29921.63
C. CASHFLOW FROM FINANCING ACTIVITIES		
Change in short term borrowing (Net)	-9699.82	55050.83
Change in long term borrowing (Net)	2690.97	-4895.73
Interest paid	-32028.79	-25823.05
Interest Subsidy	3077.01	-
Dividend paid (Including tax on distributed profits)	-10000.00	-9944.58
NET CASH FLOW FROM FINANCING ACTIVITIES	-45960.63	14387.47
Net increase/ (Decrease) in cash and cash equivalents (A+B+C)	1845.93	-1518.54
Cash and cash equivalents Opening Balance	8110.54	9629.08
Cash and cash equivalents Closing Balance	9956.47	8110.54
Net increase/ (Decrease) in cash and cash equivalents	1845.93	-1518.54

As per our report attached
For Darji and Associates
Chartered Accountants
(Registration No. 116519W)

CA L. B. DARJI
Proprietor
M.No. 030992

Place : V. V. Nagar
Date : 25.07.2012

For and on behalf of the Board

Mr. Kanubhai Patel **Chairman**
Mr. Sudarshan Amin **Managing Director**
Ms. Dhvani Shah **Company Secretary**

Place : V. U. Nagar
Date : 25.07.2012



NOTES ON ACCOUNTS TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012

NOTE I SIGNIFICANT ACCOUNTING POLICIES:

1) Basis of Accounting:

The financial statements are prepared under historical cost convention in accordance with the Generally Accepted Accounting Principles in India. The applicable mandatory Accounting standards notified under the Companies (Accounting Standard) Rules, 2006 and the requirements of the Companies Act, 1956 of India have been followed in preparation of these financial statements.

2) Use of Estimates:

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

3) Fixed Assets:

(i) Tangible Assets

Fixed Assets are stated at cost net of tax/ duty credit availed, if any, after reducing accumulate depreciation until the date of the Balance sheet. Self constructed assets are capitalized at factory cost.

Direct costs are capitalized until the assets are ready to use and include financial cost relating to any borrowing attributable to acquisition.

(ii) Intangible Assets

Intangible Assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the asset can be measured reliably

4) Valuation of Inventories:

Inventories are valued at lower of costs or estimated net realizable value. The cost of inventories is arrived at on the following basis:

Raw Material and Stores : FIFO Method

Stock-in-process : Raw Material at Weighted Average Cost & absorption of Labour and Overhead

Finished Goods : Raw Material at Weighted Average Cost & absorption of Labour and Overhead

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

5) Foreign Currency Transactions:

(a) Transactions denominated in foreign currencies are normally recorded at the exchange rates prevailing at the time of the transaction.

(b) All foreign currency denominated monetary assets and liabilities, remaining unsettled at the end of the period, are translated at the exchange rates prevailing on the balance sheet date.

(c) Exchange differences arising on foreign currency transactions settlement / translation are recognized in the Profit and Loss Account.

6) Depreciation:

Depreciation on Fixed Assets has been provided on straight line method as per the rates prescribed in Schedule XIV (as amended) to the Companies Act, 1956. Depreciation on additions to the Fixed Assets is provided on pro rata basis from the day on which it is put to use.

7) Recognition of Revenue:

The Company recognizes sales and labour income on the basis of actual delivery of the goods. Sales and labour income are



recorded at invoice values net of excise duty, value added tax and trade discounts.

Interest income is recognized on the time proportion method.

8) Employee Benefits:

Post-employment benefit plans:

- a) **Defined Contribution Plan:** Contribution for Provident Fund are accrued in accordance with applicable statutes and deposited with regional Provident Fund Commissioner.
- b) **Defined Benefit Plan:** The liability in respect of gratuity is determined using Projected Unit Credit Method with actuarial valuation carried out as at Balance Sheet date. Actuarial gains are recognized in full in the profit and loss account for the period in which they occur.

Contributions in respect of gratuity are made to the Group Gratuity Scheme with Bajaj Alliance Life Insurance.

With respect to leave encashment, the Company determines the liability for the leave encashment and makes the payment to the eligible employees every year in the same year and recognizes in full in the Profit and Loss account.

Short-term employee benefits: All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages, short term compensated absences, etc. and the expected cost of bonus, ex-gratia, are recognized in the period in which the employee renders the related services.

9) Borrowing Cost:

Interest on borrowings, if any, attributable to acquisition of qualifying Assets are capitalized and included in the cost of the asset, as appropriate.

10) Earning Per Share:

Basic Earning per share is calculated by dividing the Net Profit after tax attributable to the equity shareholders by the weighted average number of Equity Shares outstanding during the year.

11) Taxation:

Provision for income-tax is made on the basis of estimated taxable income for the year. Deferred tax resulting from timing differences between the book and tax profits is accounted for under the liability method, at the current rate of tax, to the extent that the timing differences are expected to crystallize.

Minimum alternative tax (MAT) paid in accordance to the tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset when it is probable that the future economic benefit associated with it will flow to the Company and the asset can be measured reliably.

12) Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes to financial statements. Contingent assets are neither recognized nor disclosed in the financial statements. Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

13) Impairment of Asset:

An asset is treated as impaired when the carrying amount of the asset exceeds its estimated recoverable value. Carrying amounts of fixed assets are reviewed at each balance sheet date to determine indications of impairment, if any, of those assets. If any such indication exists, the recoverable amount of the asset is estimated and an impairment loss equal to the excess of the carrying amount over its recoverable value is recognized as an impairment loss. The impairment loss, if any, recognized in prior accounting period is reversed if there is a change in estimate of recoverable amount.

14) Accounting for Lease:

Operating Lease: Rental in respect of all operating leases are charged to the profit and loss account.

	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
NOTE - 2 SHARE CAPITAL		
AUTHORISED SHARE CAPITAL*		
50,00,000 Equity shares of Rs. 10 each	50,000.00	50,000.00
	50,000.00	50,000.00
Issued, Subscribed and Paidup Capital		
50,00,000 Equity shares of Rs. 10 each	50,000.00	50,000.00
	50,000.00	50,000.00

NOTE - 2.1 DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES

	As on 31-3-2012		As on 31-3-2011	
	No of Shares	% held	No of Shares	% held
Overseas Pearl Ltd	4,97,400	9.95	4,97,400	9.95
Patel Shashikant Purshottamdas	3,53,100	7.06	3,51,200	7.02
Amin Sudarshan jointly with Amin Nitaben	3,06,600	6.13	3,06,600	6.13
Sudarshan Purshottamdas Amin	2,65,200	5.3	2,65,200	5.3

NOTE - 2.2 RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW:

Equity shares at the beginning of the year	50,000.00	50,000.00
Add : Issued During The Year	-	-
Equity shares at the end of the year	50,000.00	50,000.00

NOTE - 3 RESERVES AND SURPLUS

a) Capital Reserve		
As Per Last Balance Sheet	152.00	152.00
b) General Reserves		
Balance at Beginning of the Year	108000.00	90000.00
Add : Transfer from Surplus in Statement of Profit and Loss	12000.00	18000.00
Balance as on 31.03.2012	120000.00	108000.00
c) Surplus in Statement of Profit and Loss		
Balance at Beginning of the Year [A]	6228.55	8780.59
Add : Transfer During the Year from Statement of Profit and Loss [B]	28075.40	27070.21
Less : Appropriations		
Proposed Dividend	11000.00	10000.00
Tax on Proposed Dividend	1784.48	1622.25
Transfer to General Reserve	12000.00	18000.00
Total Appropriations [C]	24784.48	29622.25
Net Surplus in Statement of Profit and Loss [A + B - C]	9519.48	6228.55
TOTAL RESERVES & SURPLUS (a+b+c)	129671.48	114380.55



	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
NOTE - 4 LONG TERM BORROWINGS		
Secured		
a) Term Loans		
From Bank	20347.14	22095.15
b) Vehicle Loans		
From Banks	951.99	—
Total	21299.13	22095.15

NOTE - 4.1 NATURE OF SECURITIES

- I. Term Loans (A Above) obtain from, State Bank of India is Secured by way of hypothecation of Wind Mill with all its accessories located at plot No. BAR 06 at village : Baridia, Taluka : Dwarka, District : Jamnagar, Gujarat and Karur Vysya Bank is secured by way of hypothecation of assets acquired through said term loan.
- II. Vehicles Loans acquired on H.P Loans form Banks (B Above) are secured by exclusive charged on respective Vehicle purchased through those on.

NOTE - 4.2 TERMS OF REPAYMENT OF TERM LOANS AND OTHER LOANS**1. Term Loans**

(INR in '000s)

Lender	As on 31-3-2012	As on 31-3-2011	Terms of Repayment
Karur Vysya Bank – TL	26607.79	10222.65	Repayable in equated quarterly installments of Rs. 1565.16 thousands starting from July, 2011.
State Bank of India – Windmill	14229.01	28706.67	Repayable in equated quarterly installments of Rs. 3600.00 thousands starting from June, 2010.
Total	40836.81	38929.32	

2. Vehicle Loan

(INR in '000s)

Lender	As on 31-3-2012	As on 31-3-2011	Terms of Repayment
State Bank of India	—	658.86	Repayable in equated monthly installment Rs. 97.69 thousands starting from September, 2008.
Kotak Mahindra Bank	392.09	—	Repayable in equated monthly installment Rs. 13.44 thousands starting from February, 2012.
Kotak Mahindra Bank	371.16	—	Repayable in equated monthly installment Rs. 12.72 thousands starting from February, 2012.
Kotak Mahindra Bank	371.16	—	Repayable in equated monthly installment Rs. 12.72 thousands starting from February, 2012.
HDFC Bank	307.94	—	Repayable in equated monthly installment Rs. 12.71 thousands starting from August, 2011.
Total	1442.34	658.86	



	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
NOTE - 5 DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liability		
In respect of difference between book and Tax W.D.V.	38039.99	35134.00
Total	38039.99	35134.00
NOTE - 6 OTHER LONG TERM LIABILITIES		
a) Trade Payables	5980.18	22.83
b) Caution Money Deposits	277.01	129.25
c) Advance From Customer	6409.94	8903.58
Total	12667.12	9055.66
NOTE - 7 SHORT TERM BORROWINGS		
Secured		
a) Loans Repayable on Demand		
Working Capital Loans From Bank	119634.43	129831.17
Unsecured		
a) Deposits	29114.00	28504.00
Total	148748.43	158335.17
NOTE - 7.1 NATURE OF SECURITIES		
Working capital loans are secured by hypothecation of entire chargeable current assets and hypothecation / equitable mortgage of entire fixed assets of the company, situated at H-106, GIDC Estate Vitthal Udhyognagar, Anand, Gujarat.		
NOTE - 8 TRADE PAYABLE		
Micro Small and Medium Enterprise	64012.33	35495.78
Others	72712.31	111971.74
Total	136724.63	147467.52
NOTE - 8.1 THE DETAILS OF AMOUNTS OUTSTANDING TO MICRO, SMALL AND MEDIUM ENTERPRISES BASED ON AVAILABLE INFORMATION WITH COMPANY AS UNDER		
Principal amount due and remaining unpaid	64012.33	35495.78
Interest due on above and the unpaid interest	---	---
Interest paid	---	---
Payment made beyond the appointed day during the year	---	---
Interest due and payable for the period of delay	---	---
Interest accrued and remaining unpaid	---	---
Amount of further Interest due and payable in succeeding year	---	---



	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
NOTE - 9 OTHER CURRENT LIABILITIES		
a) Current Maturities of		
Term Loan (Secured)	20260.66	16527.50
Vehical Loan (Secured)	490.35	636.19
b) Advance from customers	81828.06	75437.75
c) Interest accrued and due on borrowings		
-Term Loan Interest	229.01	329.34
- Working Capital interest	1110.44	1223.51
d) Unpaid Dividends	2406.99	2146.20
e) Other Liabilities*	31287.49	29315.68
Total	137613.93	125616.17

* Includes statutory dues, creditors for expenses and capital creditors.

NOTE - 10 SHORT TERM PROVISIONS

a) Provision for Employee Benefits	-	-
b) Proposed Dividend	11000.00	10000.00
c) Provision for Taxation	1734.74	-
d) Tax on Proposed Dividend	3406.73	1622.25
Total	16141.47	11622.25



NOTE - I I FIXED ASSETS

(INR in '000s)

Description of Assets	Gross Block			Depreciation Block			Net Block	
	As at 1-4-2011	Addition	Deduction	As on 31-3-2012	As at 1-4-2011	For the Year	Upto 31-03-2012	As on 31-3-2012
TANGIBLE ASSETS (A)								
OWN ASSETS								
Buildings**	52307.18	10916.32	-	63223.51	19607.10	1927.85	21534.94	41688.57
Plant and Machinery	99488.76	44602.24	5064.28	139026.71	38534.75	5295.01	42627.47	96399.25
Windmill	62250.09	-	-	62250.09	6718.81	6436.66	13155.47	49094.62
Electrical Installation	11713.09	171.03	-	11884.13	5067.89	562.77	5630.66	6253.46
Tools & Equipments*	19917.05	1071.36	2033.81	18954.60	4881.91	868.22	4849.98	14104.63
Furniture and Fixture	4720.12	519.24	-	5239.36	2743.93	323.07	3066.99	2172.37
Office Equipments	2708.98	82.78	-	2791.76	2020.35	172.79	2193.13	598.63
Vehicles	8187.36	2116.38	444.92	9858.81	3054.99	812.65	3681.41	6177.41
Air Conditioners	1153.76	45.00	-	1198.76	602.38	75.56	677.94	520.82
Computers	294.55	106.95	-	401.50	24.99	51.18	76.17	325.33
Leasehold Land	4520.76	-	-	4520.76	-	-	-	4520.76
Total (A)	267261.70	59631.30	7543.01	319349.99	83257.10	16525.74	97494.16	221855.83
INTANGIBLE ASSETS (B)								
Software -SAP	1260.41	567.74	-	1828.15	-	-	-	1828.15
Software - PROE	-	210.00	-	210.00	-	0.37	0.37	209.63
TOTAL (B)	1260.41	777.74	-	3928.15	-	0.37	0.37	2037.77
TOTAL (A+B)	268522.10	60409.04	7543.01	321388.13	83257.10	16526.11	97494.53	223893.60
Previous Year	263945.27	11848.47	3670.07	272123.67	72271.92	15984.56	86858.66	185265.01
Capital Work-in-process								1001.76
								19753.47

* Lab Equipments

** Buildings include Tube well



	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
NOTE - 12 NON CURRENT INVESTMENT		
Other Investment		
In Equity Shares (Fully Paid-up) (Unquoted)		
50 Shares of Charotar Gas Sahakari Mandali Ltd. of Rs 50 each	2.50	2.50
Total	2.50	2.50
NOTE - 13 LONG-TERM LOANS AND ADVANCES		
Unsecured , Considered Good		
a) Capital Advances	68.70	6330.72
b) Deposits	953.25	1020.50
c) Advances Recoverable in Cash or Kind	419.06	419.06
Total	1441.00	7770.28
NOTE - 14 OTHER NON-CURRENT ASSETS		
Unsecured , Considered Good		
a) Long term trade receivables	4465.77	5037.24
b) Loan to Staff	17.10	24.96
c) Margin Money Deposits (FDRs with SBI)	14331.23	13260.20
Total	18814.09	18322.40
NOTE - 15 INVENTORIES		
a) Raw Materials	93058.59	96265.55
b) Semi Finish Goods	268903.68	242319.92
c) Finish Goods	26047.27	18857.05
d) Stores and Spares	2621.90	1624.63
Total	390631.44	359067.14
NOTE - 15.1 INVENTORIES ARE TAKEN, VALUED AND CERTIFIED BY THE MANAGEMENT		
NOTE - 16 TRADE RECEIVABLES		
Unsecured and Considered Good		
a) Outstanding for a period exceeding six months from the due date	3650.66	5173.47
b) Others	31053.35	43233.78
Total	34704.02	48407.24
NOTE - 17 CASH AND CASH EQUIVALENTS		
a) Balance with Bank		
- In Current Account	7345.47	5599.27
- Unpaid Dividend Bank Account	2406.77	2145.98
b) Cash on hand	12.43	365.29
Total	9764.67	8110.54

	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
NOTE - 18 SHORT-TERM LOANS AND ADVANCES		
Unsecured , Considered Good		
a) Loan to staff	126.53	333.95
b) Balance with Central Excise & VAT	4994.10	5563.27
c) Advance Payment of Tax (Net)	—	1973.43
d) MAT Credit Entitlement	1204.77	4278.49
e) Deposits	111.05	11124.54
Total	6436.45	23273.68
NOTE - 19 OTHER CURRENT ASSETS		
a) Interest receivable on FDR	391.95	572.60
b) Advances Recoverable in Cash or Kind	979.29	2731.97
c) Prepaid Expenses	1589.87	429.64
d) Interest Subsidy Receivable	1254.62	—
Total	4215.72	3734.21
NOTE - 20 REVENUE FROM OPERATIONS		
a) Sale of products	744690.04	565563.80
b) Sale of services	10344.83	10085.61
	755034.87	575649.40
Less : Excise / Service Tax	51012.41	46113.36
Total	704022.46	529536.04
NOTE - 21 OTHER INCOME		
a) Interest income	1009.83	850.56
b) Exchange rate difference	118.92	—
c) Other non operating income	7644.70	831.98
Total	8773.45	1682.55
NOTE - 22 COST OF MATERIALS CONSUMED		
Raw materials consumed	366633.91	327809.60
Total	366633.91	327809.60
NOTE - 22.1 RAW MATERIAL CONSUMED IN BROAD HEADS		
Plates	125632.27	136452.94
Forgings	47500.62	34808.32
Castings	6970.09	6528.51
Pipes	15298.23	9115.85
Bought out Items	134701.58	103931.08
Chemicals	9453.99	7500.14
Other Components	27077.14	29472.77
Total	366633.91	327809.60



As at
31-Mar-2012
INR in '000s

As at
31-Mar-2011
INR in '000s

NOTE - 22.2 VALUE OF INDIGENOUS & IMPORTED RAW MATERIALS CONSUMED DURING THE YEAR

(INR in '000s)

	As on 31-3-2012		As on 31-3-2011	
	Amt	% of Consum.	Amt	% of Consum.
Indigenous	362257.16	98.81	327809.60	100
Imported	4376.74	1.19	-	0
Total	366633.91		327809.60	

NOTE - 23 CHANGES IN INVENTORIES OF FINISHED GOODS & STOCK-IN-PROCESS

a) Opening Stock		
Work-in-progress	242319.92	139422.53
Finished Goods	18857.05	18810.71
(A)	261176.97	158233.24
b) Closing Stock		
Work-in-progress	268903.68	242319.92
Finished Goods	26047.27	18857.05
(B)	294950.94	261176.97
Total(A)-(B)	-33773.98	-102943.73

NOTE - 24 EMPLOYEE BENEFIT EXPENSES

Salaries, Wages, Allowance & Bonus	39459.30	32022.77
Contribution to Provident Fund	986.94	929.35
Employees Welfare Expenses	2654.39	1505.84
Total	43100.63	34457.95

NOTE - 25 FINANCE COSTS

Interest Expenses	28491.25	20646.51
Other Borrowing Cost	3537.54	5176.54
Total	32028.79	25823.05

NOTE - 26 DEPRECIATION & AMORTISATION EXPENSES

Depreciation	16526.11	15984.56
Total	16526.11	15984.56

	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
NOTE - 27 OTHER EXPENSES		
a) Manufacturing Expenses		
Consumption of Stores & Spares	28592.38	24124.30
Power & Fuel	71895.79	56521.11
Repairs to Machinery	7217.57	4866.68
Labour Charges	73024.67	57139.02
Other Manufacturing Expenses	6622.97	7532.22
(A)	187353.38	150183.33
b) Administrative, Selling & Other Expenses		
Selling Commission	19538.67	14584.20
Transport Outward	6918.14	7779.99
Rent	800.42	731.89
Repair to Building	1802.34	1677.25
Rates & Taxes	2002.27	3495.19
Insurance	885.69	756.04
Exchange Rate Difference	—	178.74
Other Expenses	22540.41	12038.28
(B)	54487.93	41241.58
(A) + (B)	241841.30	191424.91

**NOTE - 27.1 VALUE OF INDIGENOUS & IMPORTED STORES,
TOOLS & SPARES CONSUMED DURING THE YEAR**

(INR in '000s)

	As on 31-3-2012		As on 31-3-2011	
	Amt	%	Amt	%
Indigenous	28592.38	100	24124.30	100
Imported	—	—	—	—
Total	28592.38		24124.30	

NOTE - 27.2 VALUE OF IMPORT ON CIF BASIS IN RESPECT OF

Raw Materials and Stock-in-Trade	4376.74	—
Capital goods	705.99	1074.63

NOTE - 27.3 PAYMENT TO AUDITOR

Statutory Audit fees	110.00	80.00
Tax audit fees	25.00	20.00
Total	135.00	100.00



	As at 31-Mar-2012 INR in '000s	As at 31-Mar-2011 INR in '000s
--	--------------------------------------	--------------------------------------

NOTE - 27.4 EXPENDITURE IN FOREIGN CURRENCY

Professional & Consultation fees	514.20	-
Total	514.20	-

NOTE - 28 EARNINGS PER SHARE

Net Profit after tax as per statement of Profit & Loss attributed to Equity Shareholder (INR in '000s)	28075.40	27070.21
Weighted Average Number of equity shares as denominator for calculating EPS (Nos. in '000s)	5000.00	5000.00
Basic and Diluted Earning per Share	5.62	5.41
Face value per Equity Shares	10	10

NOTE - 29 EARNING IN FOREIGN EXCHANGE

FOB value of exports	1762.36	10859.67
	1762.36	10859.67

NOTE - 30 REMITTANCE IN FOREIGN CURRENCY ON ACCOUNT OF DIVIDEND

a) Number of Non Resident Shareholders	1	1
b) Number of Equity Shares held by them	4,97,400	4,97,400
c) Amount of Dividend Paid	994.80	845.58
d) Year End to Which Dividend Relates	2010-11	2009-10

NOTE - 31 RELATED PARTY DISCLOSURE

Related Party disclosure as required by AS-18, are given below:

1) Relationship:

- a) Subsidiary of the Company
 - Nil
- b) Associates and Joint Ventures
 - Nil
- c) Individuals having significant influence
 - Mr. Sudarshan Amin (Managing Director)
- d) Key Managerial Personnel & Relatives thereof
 - Mr. Sudarshan Amin (Managing Director)
 - Mr. Sudarshan Amin (Managing Director)
 - Mr. Ambalal Patel (Whole Time Director)
 - Mr. Phagun Amin (Executive Director)
 - Mrs. Urmilaben Patel, Mr. Tanmay Patel
- e) Enterprises over which (c) & (d) above have significant influence
 - Chemfilt
 - Cera Coats


II) Transactions during the year with related parties:

(InR In '000s)

Sr. No.	Nature of Transaction	Enterprise covered in (e) above		Relatives covered in (d) above		Key Managerial Personal	
		As At 31st March 2012	As At 31st March 2011	As At 31st March 2012	As At 31st March 2011	As At 31st March 2012	As At 31st March 2011
1.	Purchase of Goods & Services	14914.83	11777.69	-	-	-	-
2.	Sale of Goods	-	1221.07	-	-	-	-
3.	Interest Paid	-	-	240.00	182.14	729.70	156.99
4.	Remuneration	-	-	-	-	4939.30	3829.89
5.	Outstanding Payable	5417.73	4211.31	-	-	-	-
6.	Deposit Taken	-	-	-	1000.00	5500.00	2500.00
7.	Deposit Paid	-	-	-	-	5000.00	-
8.	Job Work Charges	181.46	-	-	-	-	-

Note 32

As The Company's business activity, in the opinion of the management, falls within a single primary segment subject to the same risk and return, the disclosure requirement of Accounting Standard AS-17 "Segment Reporting" issued by the Institute of Chartered Accountants of India are not applicable.

Note 33 CONTINGENT LIABILITIES AND COMMITMENTS

(InR In '000s)

	As at 31st March 2012	As at 31st March 2011
(i) Contingent Liabilities		
(a) Claims against the Company/disputes & liabilities not acknowledge against debt	6568.00	9534.25
(b) Guarantee	61230.85	62392.11
(c) Letter of Credit	37668.94	61876.60
(ii) Commitments		
(a) Estimated amt. of contract remaining to be executed on capital advance	2226.61	14070.00
(b) Other commitments		



Note 34

(INR. In '000s)

PARTICULARS		GRATUITY FUND	
1.	Reconciliation in Present value of obligation (PVO) - defined benefit obligation.	AS on 31.03.2012	AS on 31.03.2011
	Current Service Cost	290.08	256.40
	Interest Cost	219.40	170.07
	Settlement Cost	0.00	0.00
	Actuarial (Gain)/Losses on obligation	-382.02	-235.83
	Benefit Paid	409.52	55.71
	Past Service Cost	0.00	658.64
	PVO at the beginning of the year	2947.28	2153.72
	PVO at the end of the year	3429.26	2947.28
2)	Changes in Fair Value of Plan Assets:		
	Expected return on Plan Assets	291.02	255.53
	Contribution by Employer	6.98	21.70
	Benefit Paid	409.52	55.71
	Actuarial Gain / (Loss) on Plan Assets	-192.68	221.98
	Fair Value of Plan Assets at the beginning of the Year	3637.69	3194.80
	Fair Value of Plan Assets at the end of the Year	3333.50	3637.69
3)	Reconciliation of PVO and fair value of plan assets:		
	PVO as at Year end	3429.26	2947.28
	Fair value of plan assets as at Year end	3333.50	3637.69
	Funded status [Surplus/(Deficit)]	-95.76	690.41
	Unrecognized actuarial gain/(loss)	0.00	0.00
	Net assets/ (liability) as at Year end	-95.76	690.41
4)	Net cost for the year		
	Current Service Cost	290.08	256.40
	Past Service Cost	0.00	658.64
	Interest Cost	219.40	170.07
	Expected return on Plan Assets	-291.02	-255.53
	Net Actuarial Gain / Losses	574.69	-457.82
	Settlement Cost	0.00	0.00
	Net Cost for the Year	793.16	371.76
5)	Assumption Used in accounting for the gratuity plan:		
	Mortality Table	LIC1 1994-1996	
	Superannuation Age (Yrs.)	60	60
	Early Retirement & Disablement	10 PER THOUSAND PA	
	Discount Rate (%)	8	8
	Salary Escalation Rate (%)	5	5
	Return on Asset (%)	8	8
	Remaining Working Life (Yrs.)	19	20
	Formula Used	PROJECTED UNIT CREDIT METHOD	



NOTE 35 PROPOSED DIVIDEND

The Board of Directors have proposed equity dividend of Rs. 2.20 (Previous Year Rs. 2.00) per equity share of Rs. 10 each. The aggregate amount of equity dividend proposed to be distributed is Rs. 12784.48 thousands (Previous Year Rs. 11622.25 thousands) Including Dividend distribution tax of Rs 1784.48 thousands (Previous Year Rs. 1622.25 thousands)

NOTE 36 PREVIOUS YEAR FIGURES

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 statement. 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 disclosure made in the financial statement. The company has also reclassified the previous year figure in accordance with the requirement applicable in the current year. In view of this reclassification, certain figures of current year are not strictly comparable with those of the previous year.

NOTE 37

Note 1 to 36 form an integral part of the financial statements.

As per our report attached
For Darji and Associates
Chartered Accountants
(Registration No. 116519W)

CA L. B. DARJI
Proprietor
M.No. 030992

Place : V. V. Nagar
Date : 25.07.2012

For and on behalf of the Board
Mr. Kanubhai Patel **Chairman**
Mr. Sudarshan Amin **Managing Director**
Ms. Dhvani Shah **Company Secretary**

Place : V. V. Nagar
Date : 25.07.2012



SWISS GLASCOAT EQUIPMENTS LIMITED

SWISS GLASCOAT EQUIPMENTS LIMITED

Regd. Office : H-106, Phase IV, G.I.D.C., Vitthal Udyognagar - 388 121.

PLEASE COMPLETE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTERANCE OF THE MEETING HALL,

JOINT SHARE HOLDERS MAY OBTAIN ADDITIONAL SLIP ON REQUEST

Name & Address of the Shareholder (In Block Letters)

No. of Shares Held :

Registered Folio No. :

DPID & Client ID No. :

I hereby record my presence at the 21st Annual General Meeting of the Company held on September 17, 2012 at 10.00 a.m. at its Registered Office.

TEAR HERE

TEAR HERE

SWISS GLASCOAT EQUIPMENTS LIMITED

Regd. Office : H-106, Phase IV, G.I.D.C., Vitthal Udyognagar - 388 121.

Proxy Form

Folio No. :

No. of Share held :

DPID & Client ID No. :

I / We _____ being a member / members of Swiss Glascoat Equipments Ltd. hereby appoint _____ as my / our proxy to vote for me / us on our behalf at the 21st Annual General Meeting of the Company to be held on September 17, 2012 at 10.00 a.m. and its adjournment thereof.

Signed this _____ day of _____, 2012

For Office Use

Proxy No. : _____

Date of Receipt : _____

Affix One
Rupee
Revenue
Stamp

Note :

The Proxy must be lodged at the Regd. Office of the Company mentioned as above, not less than 48 hours before the time of the Annual General Meeting. The Proxy need not be a Member of the Company.