

TRANSWELD MECHANICAL ENGINEERING WORKS LIMITED

19TH ANNUAL REPORT 2013-2014

Board of Directors

Mr. Satyen Mamtora (DIN No. 00139984)	-	Chairman
Mr. Mahendra Vyas (DIN No. 00797484)	-	Director
Mr. Sureshchandra Agarwal (DIN No. 00889931)	-	Director

Bankers

Axis Bank
Ahmedabad

Auditors

D. R. Thakkar & Co.
Chartered Accountants,
Ahmedabad

Registered office/ Plant

44-C, Ashwamegh Industrial Estate, Changodar,
Taluka - Sanand, Dist.: Ahmedabad-382213, Gujarat
CIN No.: U55101GJ1995PLC026055

CIN No. U55101GJ1995LC026055

44-C, Ashwamegh Industrial Estate, Sarkhej-Bavala Highway, Village : Changodar,
Tal : Sanand, Dist. : Ahmedabad - 382 213. Tele. : 02717 - 645621 Telefax : 02717 - 250622

NOTICE

NOTICE is hereby given that 19th Annual General Meeting of the Members of Transweld Mechanical Engineering Works Limited, will be held on Monday, 8th day of September, 2014 at 12.00 noon at the Registered office of the Company to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014 and Profit & Loss Account for the year ended on that date together with the Directors' Report and Auditors' Report thereon.
2. To appoint a director in place of Mr. Satyen Mamtora (holding DIN No. 00139984), who retire by rotation and being eligible, offer himself for re-appointment.
3. To re-appoint auditors of the Company to hold office from the conclusion of the this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration and to pass the following resolution thereof.

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, and pursuant to the recommendations of the Board of Directors, M/s. D.R.Thakkar & Co, Chartered Accountants, Ahmedabad, (Firm Registration No.110895W) be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of the this Annual General Meeting to the conclusion of the next Annual General Meeting and that the Board of Directors be and are hereby authorised to fix such remuneration as may be determined in consultation with the auditors, and that such remuneration as may be agreed upon between the auditors and the Board of Directors."

SPECIAL BUSINESS

4. Increase in Borrowing Power u/s. 180(1)(c) of the Companies Act, 2013

To consider and if thought fit, to pass with or without modifications the following resolution as **Special Resolution**:

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"RESOLVED THAT in supersession of the earlier resolution passed in this behalf by the members in their Annual General Meeting of the Company held on 9th June, 2007, and pursuant to the provisions of the Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors ("hereinafter referred to as "the Board" which term shall include any committee constituted by the Board or any person(s) authorised by the Board to exercise the power conferred on the Board by this resolution) of the Company, to borrow any sum or sums of money from time to time, with or without security and upon such terms & conditions as they may think fit, notwithstanding that the moneys, to be borrowed by the Company (apart from the temporary loans obtained from the Company's bankers and other financial institutions in the ordinary course of the business) may exceed the aggregate of paid up share capital and free reserves provided however, that the total amount so borrowed by the Company shall not exceed a sum of Rs. 30 Crores (Rupees Thirty Crores only) outstanding at one time excluding the interest thereon."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, as may be necessary to give effect to the foregone resolution for and on behalf of the Company."

5. Mortgage, Hypothecate and/or charge all or any of the movable and or immovable properties of the Company u/s. 180(1)(a) of the Companies Act, 2013

To consider and if thought fit, to pass with or without modifications the following resolution as **Special Resolution**

"RESOLVED THAT in supersession of the earlier resolution passed in this behalf by the members in their Annual General Meeting of the Company held on 9th June, 2007 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), consent of the Company be and is hereby given to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee thereof) to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable

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properties, both present and future, and in such manner as the Board may deem fit in favour of Banks/Financial Institutions, other investing agencies and holders of other instruments to secure rupee / foreign currency loans (hereinafter collectively referred to as "Loans") provided that the total amount of loans and facilities together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said loans, shall not, at any time exceed the limit of Rs. 30 Crores (Rupees Thirty Crores Only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required."

Date: 22nd April, 2014

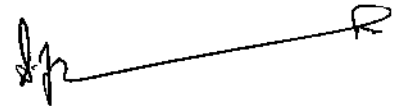
Place: Ahmedabad

On behalf of Board of Director

Registered Office

44-C, Ashwamegh Industrial Estate,
Changodar, Ta. Sanand,
Ahmedabad-382213

CIN No.: U55101GJ1995PLC026055



Satyen Mamtara
Chairman
(DIN No. 00139984)

Notes:

- The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is appended.
- A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the company. Proxies in order to be effective must reach the registered office of the Company not less than 48 hours before the time fixed for the meeting.

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EXPLANATORY STATEMENT

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 & 5

As per the provision of Section 180(1) (c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the permission of the members, borrow monies in excess of the aggregate of the paid-up share capital of the Company and its free reserves.

As per the resolution passed by the Shareholders of the Company in Annual General Meeting of the Company held on 9th June, 2007, the Board of Directors of the Company were authorised to borrow money and to create charge/ mortgage/ hypothecation upto a limit not exceeding Rs. 5 Crores (Rupees Five Crores Only). The increasing business operations and future growth plans of the Company would necessitate enhancing of the borrowing limits. A resolution for enhancing the limits is proposed, by authorizing the Board of Directors to borrow further funds amounting, in aggregate to a sum of not more than Rs. 30 Crores (Rupees Thirty Crores Only).

The borrowings of the Company are, in general, required to be secured by suitable mortgage/ charge/hypothecation on all or any other movable and/ or immovable properties of the Company in such form, manner and ranking as may be determined by Board of Directors of the Company, from time to time, in consultation with the lender(s), hence it is necessary to pass a resolution under Section 180(1)(a) of the Companies Act, 2013, for creation of charges/ mortgages/hypothecations on Company's assets for an amount not exceeding the limit of Rs. 30 Crores (Rupees Thirty Crores Only).

Your Directors recommend the resolution no. 4 & 5 to be passed as a Special Resolution.

None of the Directors or their relatives are interested in resolution no. 4 & 5 of the accompanying notice.

Date: 22nd April, 2014

Place: Ahmedabad

Registered Office

44-C, Ashwamegh Industrial Estate,
Changodar, Ta. Sanand, Ahmedabad

CIN No.: U55101GJ1995PLC026055

On behalf of Board of Directors



Satyen Mamtara
Chairman

(DIN No. 00139984)

CIN No. U55101GJ1995LC026055

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DIRECTORS' REPORT

To
The Members
Transweld Mechanical Engineering Works Limited
Ahmedabad

Your Directors have pleasure in presenting the 19th Annual Report along with the Audited Accounts of the Company for the year ended on 31st March, 2014.

	(Rs. In Lacs)	
Financial Results	2013-2014	2012-2013
Net Revenue form Operation	1106.21	1056.47
Other Income	7.94	4.69
Total Revenue	1114.15	1061.16
Cost of Raw Material Consumed	733.85	743.20
(Increase)/Decrease in Inventories of Finished Goods and Process Stock	(42.34)	(155.97)
Employee Benefit Expense	9.48	32.76
Finance Cost	19.26	3.13
Depreciation & Amortization	16.70	12.76
Other Expenses	361.70	398.99
Total Expenses	1098.65	1034.87
Profit/(Loss) before tax	15.50	26.29
Tax Expenses	6.91	8.09
Profit/(Loss) after tax	8.59	18.20

Results of Operation

The total turnover for the financial year 2013-14, stood at Rs. 1,106.21 Lacs as against Rs. 1061.16 Lacs in financial year 2012-13. The Company earned Profit before Tax of Rs. 15.50 Lacs for financial year 2013-14, which is lower as compared to 26.29 Lacs of last year. The net Profit after Tax stood at Rs. 8.59 Lacs for financial year 2013-14 as against Rs. 18.20 Lacs of the last year.

Dividend

Your directors considered it prudent to conserve the resources of the company to sustain future growth and as such have not recommended any dividend for the year 2013-2014.

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Directors

Mr. Satyen Mamtara (holding DIN No. 00139984) retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment in accordance with the provisions of the Articles of Association of the company. Further the Board of Directors of the Company comprises of Mr. Satyen Mamtara, Mr. Mahendra Vyas and Mr. Sureshchandra Agarwal

Fixed Deposits

The Company has neither invited nor accepted / renewed any deposits from the Public within the meaning of section 58A of the Companies Act, 1956 during the year under review.

Change in legislation governing Companies in India

During the year under review, the provisions of the new Companies Act have been made effective replacing the Companies Act of 1956 vintage by the induction of the Companies Act, 2013. The Government has notified 287 sections out of total 470 sections which cover all the material provisions of the new Companies Act, 2013. However, as clarified by the Ministry of Corporate Affairs, the provisions of Companies Act, 1956 would remain applicable in respect of financial accounts, auditor's report and directors' report thereon for the financial year ended on 31st March, 2014.

Directors' Responsibility Statement

Pursuant to the requirement of Section 217 (2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement your Directors confirms that:

- a) In preparation of annual accounts for the year ended 31st March, 2014, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the

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Company at the end of the financial year and of the profit or loss of the Company for that year;

c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The Directors have prepared the annual accounts for the year ended 31st March, 2014 on going concern basis.

Particulars required to be furnished by the Companies (Disclosure of particulars in the report of the Board of Directors) Rule, 1988.

The particulars as prescribed under Section 217(1)(e) of the Companies Act, 1956, read with Rule 2 of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, relating to conservation of energy, technology absorption and foreign exchange earnings and expenditure are forming part of the Director's Report.

Particulars regarding Employees

Particulars of employees under section 217 (2A) of the Companies Act 1956 and the rules framed there under is not applicable this year, as there were no employees drawing the remuneration of Rs. 60 Lacs or more, paid in respect of persons employed throughout the financial year or to whom remuneration of Rs.5 lacs or more per month, paid in respect of persons employed for part of the financial year.

Secretarial Compliance Certificate

In accordance with Section 383A of the Companies Act, 1956, and Companies (Compliance Certificate) Rule, 2001, the Company has obtained a certificate from Mr. Tapan Shah, Company Secretary in whole time practice confirming that the Company has complied with various provisions of the Companies Act, 1956 and copy of such certificate is annexed to this Report.

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Auditors

M/s. D. R. Thakkar & Co., Chartered Accountants, Ahmedabad, the auditors of the Company, hold their office until the conclusion of the ensuing Annual General Meeting, and are recommended for re-appointment. The Company has received a letter from them to the effect that their appointment, if made, would be within the prescribed limits under section 139 of the Companies Act, 2013. You are requested to re-appoint auditors to hold office until the conclusion of the next Annual General Meeting and to fix their remuneration.

Auditors' Report

Notes forming part of the accounts are self-explanatory as far as Auditor's Report is concerned and therefore, it does not require any further comments.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo.

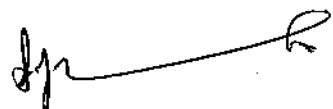
Information in accordance with the provisions of section 217 (1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 are given in the Annexure forming part of the report.

Acknowledgement

The Directors extend their sincere thanks to the Bankers, Central Government and State Government Authorities, Customers, Valued Shareholders, Staff members and all other associated with the Company, for their co-operation, continued support and confidence reposed by them in the Company.

Date: 22nd April, 2014
Place: Ahmedabad

On behalf of the Board of Directors



Satyen Mamtara
Chairman
(DIN No. 00139984)

CIN No. U55101GJ1995LC026055

ANNEXURE TO THE DIRECTOR'S REPORT

Information as per Section 217(1)(e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended on 31st March, 2014

(1) Conservation of Energy and Technology Absorption:-

There was no major step taken for conservation of energy during the year.

Power and Fuel Consumption: -

Electricity:

Particulars	2013-2014	2012-2013
Total Consumptions in Units	359060 Units	5019429 Units
Total Cost	Rs. 24,93,079.10 /-	Rs 21,49,824.00/-
Cost per Unit	Rs. 6.94 Units	Rs 4.22 Units

(2) Research & Development and Technology absorption:-

The Company has not taken any technology in particular or entered into any technology agreement during the period. During the year, no further development is done for research.

(3) Foreign Exchange Earnings & Outgo:-

The Company has neither earned nor spend any foreign currency, during the year as well as in last year.

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D. R. THAKKAR & CO.
CHARTERED ACCOUNTANTS



Office : B-102, Adhunik Apartment, 58, Pritamnagar Society, Ellisbridge, Ahmedabad - 380 006.
Phone : (O) 079-26441029, 26461979 Resi. : 26754852

Independent Auditor's Report

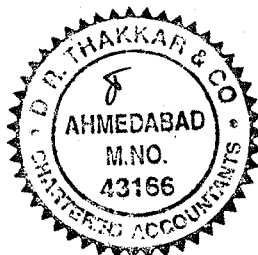
To,
The Members of
Transweld Mechanical Engineering Works Ltd.
Ahmedabad

Report on the Financial Statements

We have audited the accompanying financial statements of **Transweld Mechanical Engineering Works Ltd.** ("the Company"), which comprise the Balance Sheet as at **March 31, 2014**, and the Statement of Profit and Loss and Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. 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.



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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.

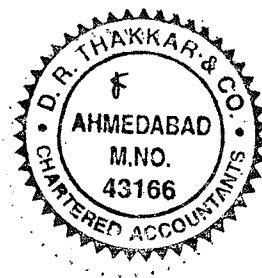
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or 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, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;



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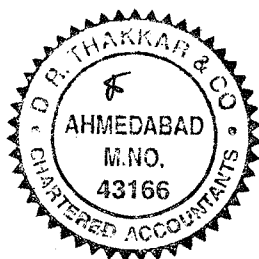
- b) in the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:

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;

 - a) 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
 - b) 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.
 - c) 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, read with General Circular 15/2013 dated 13 th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.
 - d) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - e) 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



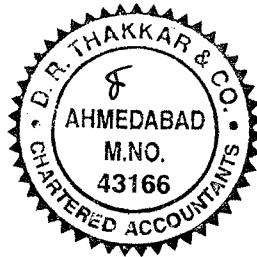
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Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

Place : Ahmedabad
Date : 22nd April, 2014.



For, D.R. Thakkar & Co.
Chartered Accountants

[Dipak R. Thakkar]
PROPRIETOR
M.NO. 43166
Firm Regn.No. 110895W

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The Annexure referred to in paragraph 1 of the Our Report of even date to the members of Transweld Mechanical Engineering Works Limited on the accounts of the company for the period ended 31st March, 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

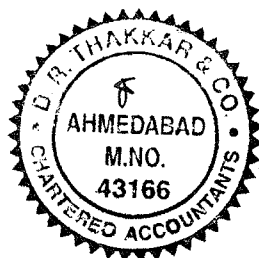
1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.

(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.

(c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2. (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

(c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained



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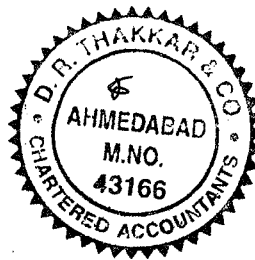
under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii (c) and iii (d) of the order are not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clause (f) & (g) are not applicable to the company.

4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

5. a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.

b) In our opinion and according to information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.



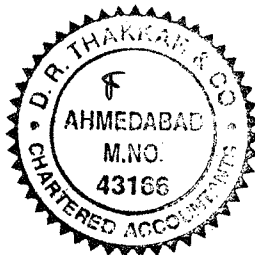
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6. The Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.
7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
8. As informed to us the company is not required to maintain the cost records pursuant to rules made by the Central Government for the maintenance of cost records under section 209 (1) (d) of the Companies Act
9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on **31st of March, 2014** for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.
10. The Company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.



D. R. THAKKAR & CO.

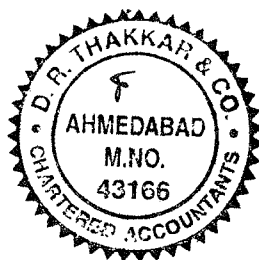
CHARTERED ACCOUNTANTS



Office : B-102, Adhunik Apartment, 58, Pritamnagar Society, Ellisbridge, Ahmedabad - 380 006.

Phone : (O) 079-26441029, 26461979 Resi. : 26754852

12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is not trading in Shares, Securities, Debentures, Mutual funds and other Investments. Therefore the provision of the this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has raised term loans from Axis Bank for worth of Rs.59,29,161 during the year.
17. Based on the information and explanations given to us and on an 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 by the Company.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.



D. R. THAKKAR & CO.
CHARTERED ACCOUNTANTS



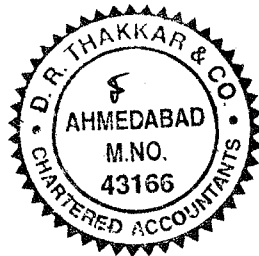
Office : B-102, Adhunik Apartment, 58, Pritamnagar Society, Ellisbridge, Ahmedabad - 380 006.
Phone : (O) 079-26441029, 26461979 Resi. : 26754852

19. The Company has no outstanding debentures during the period under audit.

20. The Company has not raised any money by public issue during the year.

21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

Place : Ahmedabad
Date : 22nd April, 2014.



For, D.R. Thakkar & Co.
Chartered Accountants

[Dipak R. Thakkar]
PROPRIETOR
M.NO. 43166
Firm Regn.No. 110895W

Transweld Mechanical Engineering Works Ltd.

BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Note No.	As at 31.03.2014	As at 31.03.2013
		(Amount inRs.)	(Amount inRs.)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	25,00,000	25,00,000
(b) Reserves and Surplus	3	4,30,52,122	4,21,93,219
(2) Share Application money pending allotment			
(3) Non-Current Liabilities			
(a) Long Term Borrowing	4	56,41,988	
(a) Deferred Tax Liabilities (Net)	5	32,27,000	28,26,361
(b) Trade Payable	6	20,000	82,741
(4) Current Liabilities			
(a) Trade Payables	7	1,62,48,201	2,19,52,763
(b) Short Term Borrowing	8	2,55,33,136	23,79,095
(b) Other Current Liabilities	9	8,61,132	22,13,077
(c) Short-Term Provisions	10	10,70,726	15,89,189
Total Equity & Liabilities		9,81,54,305	7,57,36,445
II.ASSETS		(Amount inRs.)	(Amount inRs.)
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	11	3,17,38,629	2,74,61,654
(ii) Capital Work in Progress		21,61,580	11,25,291
(b) Long term Loans and Advances	12	3,39,00,209	2,85,86,945
(c) Trade Receivables	13	9,53,011	9,02,514
		2,33,899	2,33,899
(2) Current Assets			
(a) Inventories	14	5,08,62,571	3,75,08,335
(b) Trade Receivables	15	63,48,063	34,42,573
(c) Cash and Cash Equivalents	16	52,13,144	41,02,454
(d) Short-Term Loans and Advances	17	5,57,122	8,78,710
(e) Other Current Assets	18	86,286	81,015
Total Assets		9,81,54,305	7,57,36,445

NOTES TO ACCOUNTS

1 - 28

SIGNIFICANT ACCOUNTING POLICIES

1

Notes attached there to form an integral part of Financial Statements

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

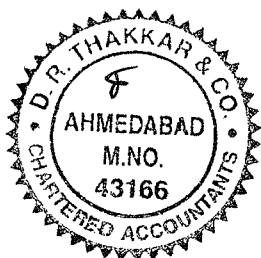
FOR, D.R. THAKKAR & Co.

FOR & Behalf of Board of

CHARTERED ACCOUNTANTS

Transweld Mechanical Engineering Works Ltd.

(CA. DIPAK R. THAKKAR)
FCA, PROPRIETOR
Membership No.: 043166
Firm Reg. No.: 110895W



PLACE : AHMEDABAD
DATE : 22ND APRIL, 2014.

[Satyen J. Mamtara]
DIRECTOR

[Mahendra S. Vyas]
DIRECTOR

PLACE : AHMEDABAD
DATE : 22ND APRIL, 2014.

Transweld Mechanical Engineering Works Ltd.

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

Sr. No	Particulars	Note No.	As at 31.03.2014 (Amount inRs.)	As at 31.03.2013 (Amount inRs.)
I	Revenue from Operations	19	110,621,054	105,647,155
II	Other Income	20	793,856	469,274
III	III. Total Revenue (I +II)		111,414,910	106,116,429
IV	Expenses:			
	Cost of Materials Consumed	21	73,385,260	74,319,720
	Changes in Inventories of Finished Foods, Work-in-Progress	22	(4,234,168)	(15,597,138)
	Employee Benefit Expenses	23	948,440	3,276,335
	Financial Costs	24	1,925,905	312,652
	Depreciation and Amortization Expense	25	1,669,786	1,276,465
	Other Expenses	26	36,169,699	39,898,907
	Total Expenses (IV)		109,864,922	103,486,941
V	Profit before Exceptional and Extraordinary Items and Tax	(III - IV)	1,549,988	2,629,489
VI	Exceptional Items		-	-
VII	Profit before Extraordinary Items and Tax (V - VI)		1,549,988	2,629,489
VIII	Extraordinary Items		-	-
IX	Profit Before Tax (VII - VIII)		1,549,988	2,629,489
X	Tax expense:			
	(1) Current tax		296,000	555,000
	(2) Short \ (Excess) Provision of Taxation of Earlier Years		(5,554)	(37,956)
	(3) Deferred tax		400,639	292,759
XI	Profit(Loss) from the year from Continuing Operations	(IX-X)	858,903	1,819,686
XII	Profit/(Loss) from Discontinuing Operations		-	-
XIII	Tax Expense of Discounting Operations		-	-
XIV	Profit/(Loss) from Discontinuing Operations (XII - XIII)		-	-
XV	Profit/(Loss) for the Year (XI + XIV)		858,903	1,819,686
XVI	Earning per Equity Share:	27		
	(1) Basic		3.44	7.28
	(2) Diluted		3.44	7.28

NOTES TO ACCOUNTS

SIGNIFICANT ACCOUNTING POLICIES

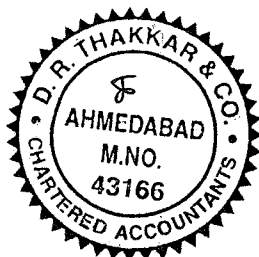
Notes attached there to form an integral part of Financial Statements

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

FOR, D.R. THAKKAR & Co.

CHARTERED ACCOUNTANTS

(CA. DIPAK R. THAKKAR)
FCA, PROPRIETOR
Membership No. :043166
Firm Reg. No.: 110895W



PLACE : AHMEDABAD
DATE : 22ND APRIL, 2014.

1 - 28

1

FOR & Behalf of Board of

Transweld Mechanical Engineering Works Ltd.

[Satyen J. Mamtara]
DIRECTOR

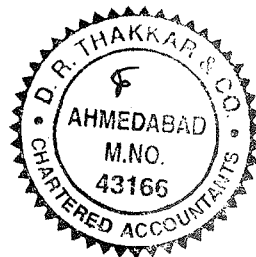
[Mahendra S. Vyas]
DIRECTOR

PLACE : AHMEDABAD
DATE : 22ND APRIL, 2014.

Transweld Mechanical Engineering Works Ltd.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014.

PARTICULARS	2013-2014		2012-2013	
		TOTAL		TOTAL
		(Amount in Rs.)		(Amount in Rs.)
(A) Cash Flow From Operating Activities				
Net profit before tax		15,49,988	-	26,29,489
Adjustments for:				
Interest Income	(4,05,481)		(4,69,274)	
Depreciation	16,69,786		12,76,465	
Finance Charges	19,25,905		3,12,652	
		31,90,210		11,19,842
Operating Profit before Working capital changes		47,40,198		37,49,330
Movements in Working Capital:				
Change in Long Term Loans and Advances	(32,174)		1,000	
Change in Non Current Trade Receivables	-		18,855	
Change in Inventories	(1,33,54,236)		(2,57,31,193)	
Change in Trade Receivables (Current)	(29,05,490)		1,92,37,861	
Change in Short Term Loans and Advances	3,21,588		(4,58,426)	
Change in Other Current Assets	(5,270)		(18,555)	
Change in Trade Payable (Non Current)	(62,742)		82,741	
Change in Trade Payables (Current)	(57,04,563)		90,42,970	
Change in Short Term Provisions	(2,23,434)		15,588	
Change in Other Liabilities	(13,51,945)	(2,33,18,266)	13,54,195	35,45,036
Cash generated from operations		(1,85,78,067)		72,94,366
Direct Taxes Paid		(6,03,797)		1,54,166
Net Cash from Operating Activities (A)		(1,91,81,864)		74,48,532
(B) Cash flow from Investing activities				
Purchase of Fixed Assets	(69,83,050)		(72,17,654)	
Interest Received	4,05,481		4,69,274	
Net cash from investing activities (B)		(65,77,569)		(67,48,380)
		(2,57,59,433)		7,00,152
(C) Cash flow from financing activities				
Proceeds From Borrowing	3,11,75,124		23,79,095	
Repayment Of Borrowing	(23,79,095)		-	
Finance Charges Paid	(19,25,905)		(3,12,652)	
Dividend Paid	-		(2,90,55,570)	
Net cash generated from financing activities (C)		2,68,70,124		(8,39,127)
Net increase in cash & cash equivalents (A+B+C)		11,10,690		(1,38,975)
Cash &Cash equivalents at the beginning of the period		41,02,454		42,41,428
Cash & cash equivalents at the end of the period		52,13,144		41,02,454



Components of Cash and cash equivalents :

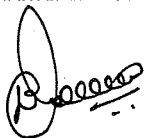
Particulars	2013-2014		2012-2013	
Cash on hand	65,134		29,041	
Balances with the banks	11,46,864		3,59,151	
FDR with banks	40,01,146		37,14,262	
Total Cash and cash equivalents as restated	52,13,144		41,02,454	

Notes to Cash Flow:-

1. All figures in bracket are outflow.
2. The above Cash Flow Statement has been prepared under the ' Indirect Method' as set out in Accounting Standard 3 on " Cash Flow Statement " issued by The Institute of Chartered Accountants of India

FOR, D.R. THAKKAR & Co.

CHARTERED ACCOUNTANTS



(CA. DIPAK R. THAKKAR)

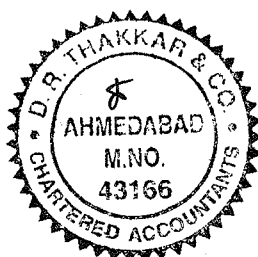
FCA , PROPRIETOR

Membership No. :043166

Firm Reg. No.: 110895W

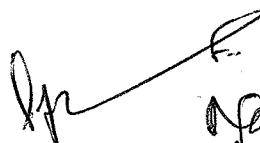
PLACE : AHMEDABAD

DATE : 22ND APRIL, 2014.



FOR & Behalf of Board of

Transweld Mechanical Engineering Works Ltd.



[Satyen J.Mamtora]

DIRECTOR



[Mahendra S. Vyas]

DIRECTOR

PLACE : AHMEDABAD

DATE : 22ND APRIL, 2014.

Transweld Mechanical Engineering Works Ltd.

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Note : 1 Significant Accounting Policies

A Accounting Convention

The Accounts are prepared on historical cost basis and based on accrual method of Accounting and applicable Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and relevant provision of the Companies Act, 1956.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year,

B Use of Estimates

The preparation of financial statement in conformity with Indian GAAP requires the management to make estimates and assumptions to be made that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on date of financial statement and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognised in the period in which the results are known / materialized.

C Fixed Assets

a) Tangible Fixed Assets are stated at cost of Acquisition or construction less accumulated depreciation. The cost of fixed assets includes non-refundable taxes and levies, freight and other incidental expenses related to acquisition and installation of the respective assets.

b) The Company evaluated the impairment losses on the fixed assets, whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. If such assets are considered to be impaired, the impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount. For the purpose of assessing impairment assets are grouped at the smallest level for which there are separately identifiable cash flows.

D Depreciation and Amortisation

Depreciation on fixed assets is provided on Straight Line Method in accordance with Section 205 (2) (b) of the Companies Act, 1956 at the rate and in the manner prescribed in schedule XIV of the said Act.

E Investment

Investment which are readily realizable and intended to be held for not more than one year from the date on which such investments are made are classified as current investments. All other investments are classified as long term investments. Long term Investment are stated at Cost and provisions is made to recognise any diminution in value, other than that of temporary mature.

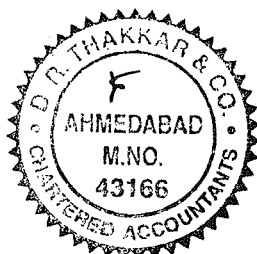
F Inventories

a) Raw Materials, Process Stock and Finished Goods are valued at lower of cost or net realisable value.

b) Cost for Raw materials is determined on Weighted Average / FIFO basis, net of cenvat credit availed.

c) Cost for Finished Goods and Process Stock is determined taking material cost (Net of cenvat credit availed), labour and relevant appropriate overheads.

Contd....



G Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

Sale of Goods

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. 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. The Company collects sales taxes and Value Added Tax (VAT) on behalf of the Government and therefore these are not economic benefits flowing to the company. Revenue from sale does not include other recoveries, if any, such as insurance charges, transportation charges, etc.

Income from Services

The Company collects service tax on behalf of the Government and, therefore, it is not an economic benefit flowing to the company. Hence, Service tax is excluded from revenue from Services. Revenues from maintenance contracts, if any, are recognised pro-rata over the period of the contracts as and when services are rendered.

Interest Income

Interest Income is recognised on a time proportion basis taking into account the amount outstanding and the applicable rate of interest. Interest Income is included under the head "Other Income" in the statement of Profit and Loss.

Dividend

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

H Cenvat Credit

Cenvat Credit is accounted for on accrual basis on purchase of eligible inputs, capital goods and services

J Foreign Currency Transaction

Transactions in foreign currency are recorded at the exchange rates prevailing at the time the transactions are affected. The gain or loss due to exchange rates prevailing at the year end, if any, is taken into account. Exchange difference related to fixed assets are adjusted in cost of fixed assets. However, no foreign currency transaction has been made during the period.

I Employee Benefits.

The contribution to the provident fund are charged to the statement of profit and loss for the year when the contribution are due. Gratuity liabilities is determined on the basis of actuarial valuation of each year end.

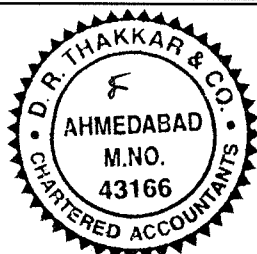
Accumulated leave, which is expected to be utilized within next 12 months, is treated as short-term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The company treats accumulated leave expected to be carried forward beyond 12 months, as long-term employee benefit for measurement purpose.

The company treats accumulated leave expected to be carried forward beyond 12 months, as long-term employee benefit for measurement purpose.

K Borrowing Cost

Interest and other costs in connection with the borrowing of the funds to the acquisition / construction of qualifying fixed assets are capitalised upto the date when such assets are ready to intended use and other borrowing costs are charged to Statement of Profit and Loss.

Contd...



L Taxes on Income

Tax expense comprises current tax and deferred tax. Current Tax is the amount of tax payable on the taxable income for the year as determined in accordance with provision of Income Tax, 1961.

Deferred tax resulting from 'timing difference' between accounting income and taxable income originating during the current year and reversal of timing difference of earlier years using the tax rates and laws that have been enacted or subsequently enacted as on reporting date. Deferred Tax Assets are recognised and carried forward only to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

M Leases

a) Assets acquired under lease where the company has substantially all risk and rewards incidental to ownership are classified as finance leases. Such assets are capitalised at the inception of lease at the lower of fair value or present value of minimum lease payment and liability is created for an equivalent amount. Each lease rental is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability of each period.

b) Assets acquired on lease where a significant portion of risk and rewards incidental to ownership is retained by the lessor are classified as operating lease. Lease rental are charged to the Statement of Profit and Loss on accrual basis.

N Earning Per Share

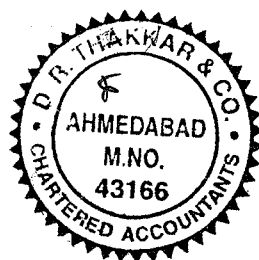
The Company reports basic and diluted Earning Per Share (EPS) in accordance with Accounting Standard 20 on Earning Per Share. Basic Earning Per Share is computed by dividing the Net Profit for the year by the weighted average number of equity shares outstanding during the year. Diluted Earning Per Share, the net profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

O Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognised 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 recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

P Cash & Cash Equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short-term investments.



Transweld Mechanical Engineering Works Ltd.

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Note : 2 Share Capital

Particulars	(Amount in Rs.)		(Amount in Rs.)
	As at 31st Mar 2014		As at 31st Mar 2013
AUTHORISED SHARE CAPITAL : 2,50,000 Equity Shares of Rs. 10/- each	25,00,000		25,00,000
	25,00,000		25,00,000
ISSUED, SUBSCRIBED AND PAID UP SHARE CAPITAL 2,50,000 Equity Shares of Rs. 10/- each fully paid up	25,00,000		25,00,000
	25,00,000		25,00,000
Total in (Amount in Rs.)			

Terms / rights attached to equity shares

The Company has one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares 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 shareholders in ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note : 2(a)

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	As at 31st Mar 2014	As at 31st Mar 2013
At the Beginning of the Period	2,50,000	2,50,000
Issued during the period	2,50,000	2,50,000
Outstanding at the end of Period		

Note : 2(b)

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

	As at 31st Mar 2014	As at 31st Mar 2013
Transformers & Rectifiers India Ltd. (100% Holding Since 1st August, 2006.)	2,50,000	2,50,000

Note : 2(c)

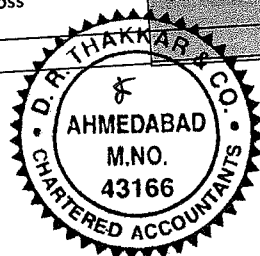
Details of Shares allotted as fully paid up by way of Bonus Shares, Shares issued for consideration other than cash during Last five years Immediately Preceding Reporting Date.

Since No such transaction has been made during the reporting period.

	As at 31st Mar 2014	As at 31st Mar 2013
	Not Applicable	Not Applicable

Note : 3 Reserve & Surplus

Particulars	(Amount in Rs.)		(Amount in Rs.)
	As at 31st Mar 2014		As at 31st Mar 2013
(a) General Reserve As per last Financial Statement Add : Amount transferred from Statement Profit and Loss	31,50,000	31,50,000	31,50,000
(b) Surplus/(Deficit) in Statement of Profit and Loss Balance As per Last Financial Statement Profit for the year	3,90,43,219 8,58,903 3,99,02,122	3,72,23,533 18,19,686 3,90,43,219	
Less: Appropriations Proposed Final Equity Dividend Tax on Proposed Equity Dividend Transfer to General Reserve		- - -	
Net surplus in the Statement of Profit and Loss	3,99,02,122		3,90,43,219
Total in (Amount in Rs.)	4,30,52,122		4,21,93,219



Note : 4 Long Term Borrowings

Particulars	(Amount inRs.)		(Amount inRs.)	
		As at 31st Mar 2014		As at 31st Mar 2013
(a) <u>From Axis Bank</u>				-
<u>Secured Against</u>		56,41,988		-
Total in (Amount inRs.)		56,41,988		-

The above amount includes

Secured Borrowings
Unsecured Borrowings

As at 31st Mar 2014	As at 31st Mar 2013
56,41,988	-
-	-

a. Term Loans from financial Institutions are secured as follows:-

- Primary:- Hypothecation over entire current assets of the company.
- Collateral:- Equitable mortgage over Factory land and building and extension on the charges over the entire moveable fixed Assets.
- Gurantee :- Corporate gurantee of Transpares Limited and personal gurantee of Mr. Satyen Mamtora

Note : 5 Deferred Tax Liabilities [Net]

Consequent to the issuance of AS : 22 " Accounting of Taxes on Income ", by The Institute of Chartered Accountants of India, the Company has recognised the deferred tax liabilities of Rs. 4,00,639/- in the Statement of Profit & Loss during the Current Year. Break up of Deferred Tax Liabilities and Deferred Tax Asset into major components of respective balance are as under :

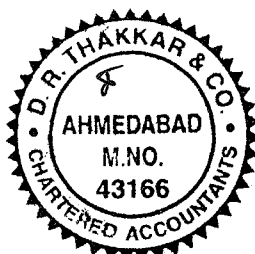
Particulars	(Amount inRs.)		(Amount inRs.)	
		As at 31st Mar 2014		As at 31st Mar 2013
Deferred Taxes				
Deferred Taxes Liability				
Fixed Asset : Impact of difference between Tax depreciation and depreciaton charged to Financial Statement	28,26,361		25,33,602	
Add : Addition During The Year	4,00,639	32,27,000	2,92,759	28,26,361
Other (if any)				
Total of Deferred Liabilites (in (Amount inRs.)) [a]		32,27,000		28,26,361
Deferred Taxes Asset				
Impact of Expenditure Charged to Statement of Profit and Loss in Current year but allowed for Tax Purpose on Payment basis			-	-
Add : Addition During The Year				-
Other (if any)				-
Total of Deferred Assets (in (Amount inRs.)) [b]				-
Total in (Amount inRs.) [a] - [b]		32,27,000		28,26,361

Note : 6 Trade Payables (Non Current)

Particulars	(Amount inRs.)		(Amount inRs.)	
		As at 31st Mar 2014		As at 31st Mar 2013
Trade Paybles : (Unsecured)				
a) Micro and Small Enterprise	-			-
b) Others				
- For Goods	20,000		70,274	
- For Services	-	20,000	12,467	82,741
Total in (Amount inRs.)		20,000		82,741

Notes:-

- The Company has called for balance confirmation of creditors on random basis. Out of which the Company has received reponse from some of the parties, which are reconciled with Company's account. The other balances of Creditors are subject to confirmation.
- As no information was available with Company regarding Provision of interest Status under the Micro, Small and Medium Enterprise Development Act, 2006, accordingly Company has not provided any amount of interest , being payable as required under the said Act.



Note : 7 Trade Payables (Current)

Particulars		(Amount inRs.)		(Amount inRs.)
		As at 31st Mar 2014		As at 31st Mar 2013
Trade Payables : (Unsecured)				
a) Micro and Small Enterprise				
b) Others				
- For Goods	1,52,40,036		1,67,83,646	
- For Services	10,08,165	1,62,48,201	51,69,117	2,19,52,763
Total in (Amount inRs.)		1,62,48,201		2,19,52,763

Notes:-

(i) The Company has called for balance confirmation of creditors on random basis. Out of which the Company has received reponse from some of the parties, which are reconciled with Company's account. The other balances of Creditors are subject to confirmation.

(ii) As no information was available with Company regarding Provision of interest Status under the Micro, Small and Medium Enterprise Development Act, 2006, accordingly Company has not provided any amount of interest , being payable as required under the said Act.

Note : 8 Short Term Borrowing (Non Current)

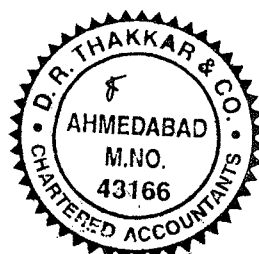
Particulars		(Amount inRs.)		(Amount inRs.)
		As at 31st Mar 2014		As at 31st Mar 2013
Bank Overdraft from Banks (Secured)				
- IDBI Bank				23,79,095
- Axis Bank		2,55,33,136		-
Total in (Amount inRs.)		2,55,33,136		23,79,095

Note : 9 Other Current Liabilities

Particulars		(Amount inRs.)		(Amount inRs.)
		As at 31st Mar 2014		As at 31st Mar 2013
Unpaid Salary & Wages				63,328
Excise Duty Payable		2,62,531		5,65,120
Service Tax Payable				2,35,207
TDS & TCS Payable		61,574		8,30,662
VAT & CST Payable		52,235		4,12,694
Professional Tax Payable		800		680
Advance from Customers		4,77,793		1,00,000
Other Liabilities		6,199		5,386
Total in (Amount inRs.)		8,61,132		22,13,077

Note : 10 Short Term Provisions

Particulars		(Amount inRs.)		(Amount inRs.)
		As at 31st Mar 2014		As at 31st Mar 2013
Provision for Employee Benefits				
Employee Providend Fund Payable	4,268		3,471	
Employee Insurance Payable	239	4,507	129	3,600
Others :				
Outstanding Expenses	8,81,637		11,05,978	
Dividend Payable (Proposed)	-		-	
Dividend Distribution Tax Payable	-		-	
Provision for Taxation (Net of Advacne Tax & TDS)	1,84,582	10,66,219	4,79,611	15,85,589
Total in (Amount inRs.)		10,70,726		15,89,189

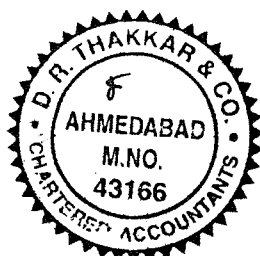


Transweld Mechanical Engineering Works Ltd.

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Note : 11 Fixed Assets

Particulars	Factory Land	Building	Plant & Machinery	Electrifications	Furniture & Fixture & Office equipments	Other equipment	Computer	Vehicle	Total
(Amount in `)									
(A) TANGIBLE ASSETS									
Gross Block									
As at 01.04.2012	1,49,560	1,00,15,905	1,11,21,440	39,35,204	3,05,911	2,15,252	85,226	1,523	2,58,30,021
- Additions	-	49,66,893	39,98,897	5,44,601	-	-	25,000	-	95,35,391
- Disposals	-	-	-	-	-	-	-	-	-
Other Adjstments :									
- Borrowing Costs	-	-	-	-	-	-	-	-	-
- Exchange Differences	-	-	-	-	-	-	-	-	-
As at 31.03.2013	1,49,560	1,49,82,798	1,51,20,337	44,79,805	3,05,911	2,15,252	1,10,226	1,523	3,53,65,412
- Additions	-	6,26,676	50,75,997	1,49,278	-	61,360	33,450	-	59,46,761
- Disposals	-	-	-	-	-	-	-	-	-
Other Adjstments :									
- Borrowing Costs	-	-	-	-	-	-	-	-	-
- Exchange Differences	-	-	-	-	-	-	-	-	-
As at 31.03.2014	1,49,560	1,56,09,474	2,01,96,334	46,29,083	3,05,911	2,76,612	1,43,676	1,523	4,13,12,173
Depreciation									
Rate [Straight Line Method]	0.00%	3.34%	4.75%	4.75%	6.33%	4.75%	16.21%	4.75%	
As at 01.04.2012	-	23,64,826	28,32,587	12,19,783	1,01,610	46,069	61,982	436	66,27,293
- Additions	-	3,82,933	6,47,789	1,99,822	19,363	10,224	16,190	144	12,76,465
- Disposals	-	-	-	-	-	-	-	-	-
As at 31.03.2013	-	27,47,759	34,80,376	14,19,605	1,20,973	56,293	78,172	580	79,03,758
- Additions	-	5,06,736	8,95,455	2,15,170	19,363	12,697	20,221	144	16,69,786
- Disposals	-	-	-	-	-	-	-	-	-
As at 31.03.2014	-	32,54,495	43,75,831	16,34,775	1,40,336	68,990	98,393	724	95,73,544
Net Block									
As at 31-03-2013	1,49,560	1,22,35,039	1,16,39,961	30,60,200	1,84,938	1,58,959	32,054	943	2,74,61,654
As at 31-03-2014	1,49,560	1,23,54,979	1,58,20,503	29,94,308	1,65,575	2,07,622	45,283	799	3,17,38,629
(B) CAPITAL WORK IN PROCESS									
As at 01.04.2012	-	34,43,028	-	-	-	-	-	-	34,43,028
- Additions	-	19,74,529	5,91,096	5,17,651	-	-	-	-	30,83,276
- Disposals	-	48,83,362	-	5,17,651	-	-	-	-	54,01,013
Other Adjstments :									
- Borrowing Costs	-	-	-	-	-	-	-	-	-
- Exchange Differences	-	-	-	-	-	-	-	-	-
As at 31.03.2013	-	5,34,195	5,91,096	-	-	-	-	-	11,25,291
- Additions	-	6,15,642	15,98,953	-	-	-	-	-	22,14,595
- Disposals	-	5,87,210	5,91,096	-	-	-	-	-	11,78,306
Other Adjstments :									
- Borrowing Costs	-	-	-	-	-	-	-	-	-
- Exchange Differences	-	-	-	-	-	-	-	-	-
As at 31.03.2014	-	5,62,627	15,98,953	-	-	-	-	-	21,61,580



Transweld Mechanical Engineering Works Ltd.

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Note : 12 Long Term Loans and Advances

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Advance Income Tax/Refund Due (Net of Provision)	2,83,609	2,65,286
Security Deposit		
a) Secured, Considered Good :		
- Earnest Money Deposit	2,000	2,000
b) Unsecured, Considered Good :		
- G.E.B Power Deposits	6,65,402	6,33,228
- LIC- EDLI Deposit	2,000	2,000
- A.E.I. Trust (Group Gratuity)	-	-
Total in (Amount inRs.)	9,53,011	9,02,514

Note : 13 Trade Receivable (Non Current)

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Long Term Trade Recievables overdue for more than twelve months		
a) Unsecured, Considered Good :	2,33,899	2,33,899
Total in (Amount inRs.)	2,33,899	2,33,899

Note : 14 Inventories (Valued at lower of Cost or Net Realizable Value)

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Raw Material (Refer to note no.21)	2,70,43,815	1,79,23,747
Work-in-Progress (Refer to Note No. 22)	2,28,74,356	1,85,67,580
Finished Goods (Refer to Note No. 22)		-
Scrap (Refer to Note No. 22)	9,44,400	10,17,008
Total in (Amount inRs.)	5,08,62,571	3,75,08,335

Note : 15 Trade Recievables

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Outstanding overdue for more than six months		
a) Unsecured, Considered Good :	4,51,260	-
Others		
a) Unsecured, Considered Good :	58,96,803	34,42,573
Total in (Amount inRs.)	63,48,063	34,42,573

Notes:-

- (i) The Company has called for balance confirmation of Trade Receivables on random basis. Out of which the Company has received response from some of the parties, which are reconciled with Company's account. The other balances of Trade receivables are subject to confirmation.



Note : 16 Cash & Cash Equivalent

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Cash-in-Hand		
Cash on hand	65,134	29,041
Sub Total (A)	65,134	29,041
Balance with Banks		
In Current Accounts & Overdraft Accounts	11,46,864	3,59,151
Other Bank Balance :-		
Fixed Deposit with State Bank of India	4,69,918	4,48,656
Fixed Deposit with IDBI Bank	35,31,228	32,65,606
Sub Total (B)	51,48,010	40,73,413
Cheques on Hand (C)		
Total [A + B + C]	52,13,144	41,02,454

Note : 17 Short Terms Loans and Advances

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Advance Recoverable in cash or in kind or for value to be considered good		
Advance to Suppliers	87,038	48,570
Balance With Revenue Authorities (Indirect Taxes)	2,70,695	6,66,771
Prepaid Expenses	82,731	62,369
Advance to Staff	1,16,658	1,01,000
Total in (Amount inRs.)	5,57,122	8,78,710

Note : 18 Other Current Assets

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Interest Receivable on GEB Deposit	47,000	36,000
Interest Accrued but not due	39,286	45,015
Total in (Amount inRs.)	86,286	81,015



Transweld Mechanical Engineering Works Ltd.

Schedules Forming Part of the Profit & Loss Accounts as at 31st March, 2014

Note : 19 Revenue from Operations

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Revenue form Operations		
Sale of Finished Goods (Gross)	11,25,93,985	11,25,34,178
Sale of Services - Jobwork (Gross)	20,73,321	15,23,523
Other Operating Revenue		
Scrap Sales	91,63,424	46,26,741
Revenue from Repairs	-	2,73,615
Revenue form Operations (Gross)	12,38,30,730	11,89,58,057
Less : Excise Duty	1,32,09,676	1,33,10,902
Total in (Amount inRs.)	11,06,21,054	10,56,47,155

Note : 20 Other Income

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
Interest Received on Fixed Deposit with Banks	3,31,459	3,46,934
Interest Received From Others	74,022	1,22,340
Rent Income	3,60,000	-
Other Income	28,375	-
Total in (Amount inRs.)	7,93,856	4,69,274

Note : 21 Cost of Material Consumed

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
RAW MATERIALS CONSUMED :		
Inventory at the beginning of the year	1,79,23,747	77,89,691
Add : Purchase (Net of CENVAT Credit)	8,25,05,328	8,44,53,776
	10,04,29,075	9,22,43,467
Less : Inventory at the end of the year	2,70,43,815	1,79,23,747
Sub-total (a)	7,33,85,260	7,43,19,720

Note : 22 Change in Inventories

Particulars	(Amount inRs.)	(Amount inRs.)
	As at 31st Mar 2014	As at 31st Mar 2013
(A) Opening Stock		
Work - in - Progress	1,85,67,580	33,87,510
Finished Goods	-	-
Scrap	10,17,008	5,99,940
Goods In Transit	-	-
Total (a)	1,95,84,588	39,87,450
(B) Closing Stock		
Work - in - Progress	2,28,74,356	1,85,67,580
Finished Goods	-	-
Scrap	9,44,400	10,17,008
Goods In Transit	-	-
Total (b)	2,38,18,756	1,95,84,588
Total in (Amount inRs.) (a-b)	(42,34,168)	(1,55,97,138)



Note : 23 Employee Benefit Expenses

	(Amount inRs.)	(Amount inRs.)
Particulars	As at 31st Mar 2014	As at 31st Mar 2013
Wages, Bonus, PF & ESIC, Leave Encashment & Welfare Exp	9,48,440	9,76,335
Directors Remuneration	-	23,00,000
Total in (Amount inRs.)	9,48,440	32,76,335

Note :24 Financial Cost

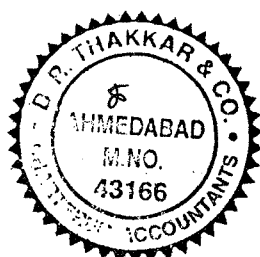
	(Amount inRs.)	(Amount inRs.)
Particulars	As at 31st Mar 2014	As at 31st Mar 2013
Interest to Bank	19,20,689	1,64,791
Other Interest Expenses (Incl. On Statutory Liabilities)	5,216	1,47,861
Total in (Amount inRs.)	19,25,905	3,12,652

Note : 25 Depreciation & Amortised Cost

	(Amount inRs.)	(Amount inRs.)
Particulars	As at 31st Mar 2014	As at 31st Mar 2013
Depreciation	16,69,786	12,76,465
Total in (Amount inRs.)	16,69,786	12,76,465

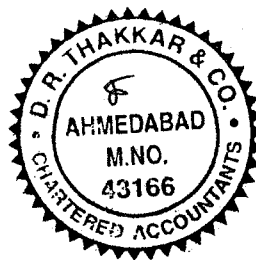
Note : 26 Other Expenses

	(Amount inRs.)	(Amount inRs.)
Particulars	As at 31st Mar 2014	As at 31st Mar 2013
Audit Fees	75,000	75,000
Inward Frieght	10,73,543	9,81,012
Power & Fuel	30,15,915	26,61,311
Repair & Maintenance		
- Plant & Machinery	6,07,881	9,63,344
- Electrical	1,75,496	3,96,893
- Factory Building	30,500	47,587
- Others	2,15,200	-
Processing Labour Charges	1,58,73,797	1,91,49,248
Job Work Charges	56,30,220	57,52,032
Tools Purchase	27,70,771	36,13,476
Testing Charges & Other Expenses	2,12,059	3,14,055
Factory Expenses	11,55,924	7,97,665
Loading & Unloading Expenses	50	-
Packing Expenses	90,735	92,936
Labour Welfare Expenses	-	6,198
Advertisement Expenses	-	4,900
Stationery, Printing ,Postage & Telephone Expenses	95,435	75,867
Insurance Expenses	48,466	39,537
Repair & Maintenance	-	5,562
Rates & Taxes	1,17,383	26,801
Rent	5,04,000	5,60,000
Bank Charges	10,269	9,684
Bank Processing Charges	4,94,254	-
Travelling & Conveyance Expenses	16,786	50,039
Legal & Professional Fees	2,07,530	8,64,659
Membership Expenses	11,000	-
Outward Frieght	20,39,098	16,54,711
Security Service Charges	12,33,001	9,06,882
Selling Expenses	-	-
Prior Period Expenses	-	1,194
Other Expenses	4,65,386	8,48,315
Total in (Amount inRs.)	3,61,69,699	3,98,98,907



Note : 26(a)	As at 31st Mar 2014	As at 31st Mar 2013
Auditors Remuneration :	(Amount inRs.)	(Amount inRs.)
<u>As Auditor</u>		
Audit Fees	75,000	75,000
<u>In other Capacity</u>		

Note : 27 Earning Per Share	(Amount inRs.)	(Amount inRs.)
Particulars	As at 31st Mar 2014	As at 31st Mar 2013
Profit after Taxation	8,58,903	18,19,686
Basic and Weighted number of equity shares outstanding during the year	2,50,000	2,50,000
Nominal Value of Share	10	10
Earning Per Share	3.44	7.28



Transweld Mechanical Engineering Works Ltd.

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2014

Note : 28 Other Disclosures

- 1 Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. 19,00,000 (Previous Year Rs. 14,00,000)
- 2 Managerial Remuneration : Rs.Nil (Previous year Rs. 23,00,000)
- 3 Closing balances of debtors, creditors and Loans and advances are subject to confirmation.
- 4 **Related Parties Transaction :**

Name of Related Parties

Nature of Relation	Name of Related Parties
Holding Company	Transformers and Rectifiers (India)Ltd. (Since 1st August,2006.)
Associates Companies / Enterprise	Transpares Limited ,Savas Engineering Co. (P) Ltd & Taril Infrastructure Ltd.
Key Management Personnel	Mr. Satyen J. Mamtara & Mr. Mahendra S. Vyas

Details of Transactions with related parties

Nature of Transaction	Holding Company & Companies/Enterprise		Key Management Personnel & Relatives		Total	
	2013-2014	2012-2013	2013-2014	2012-2013	2013-2014	2012-2013
<u>Service Rendered</u>						
Transformers & Rectifiers (India) Ltd	1498575	1516188	0	0	1498575	1516188
Transpares Limited	4590					
Savas Engg. Co. (P) Ltd.	606206	568	0	0	606206	568
<u>Service Received</u>						
Transformers & Rectifiers (India) Ltd	3370010	45844	0	0	3370010	45844
Savas Engg. Co. (P) Ltd.	797305	2219389	0	0	797305	2219389
<u>Rent Paid</u>						
Karunaben Jitendra Mamtara	0	0	162000	215000	162000	215000
<u>Rent Received</u>						
Transformers & Rectifiers (India) Ltd.	360000	0	0	0	360000	0
<u>Sale of Goods</u>						
Transformers & Rectifiers (India) Ltd	116014282	114159449	0	0	116014282	114159449
Transpares Limited	25484	608148	0	0	25484	608148
Savas Engineering Co. (P) Ltd.	549170	1156417	0	0	549170	1156417
<u>Purchase of Materials</u>						
Transformers & Rectifiers (India) Ltd	279093	224109	0	0	279093	224109
Transpares Limited	0	82769	0	0	0	82769
Savas Engineering Co. (P) Ltd.	14335	7670	0	0	14335	7670
<u>Purchase of Capital Goods</u>						
Savas Engineering Co.(P) Ltd.	0	304033				
<u>Amount Owed by (as on 31st march):</u>						
Transformers & Rectifier (India) Ltd	5542032	29,84,164	0	0	5542032	2984164
Savas Engineering Co. (P) Ltd.	8,06,031	458409	0	0	806031	458409
<u>Amount Owed to (as on 31st march):</u>						
Savas Engineering Co. (P) Ltd.	0	0	0	0	0	0

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4 Information required by Part II of Schedule VI to the Companies Act, 1956

a) Quantitive and Value analysis of stock, production and sales turnover of finished goods :

Particulars	Unit	Tank & Trolly		M.S. Channel	
		2013-2014	2012-2013	2013-2014	2012-2013
Opening Stock	Nos.	NIL	NIL	NIL	NIL
Production	Nos.	45	56	445	283
Sales	Nos.	45	56	445	283
Closing Stock	Nos.	NIL	NIL	NIL	NIL

b) Particulars of Consumption of major Raw Materials

Statement showing Quantitative Details for the Year 2013-14

(Units in Kgs.)

Items	Opening Stock		Receipts		Consumption		Closing Stock	
	Qty.	Amount	Qty.	Amount	Qty.	Amount	Qty.	Amount
Plates	142750	6463720	1293171	56033099.43	1282296	55660507	153625	6836312
Flats	5107	217703	55606	2196227.67	50404	1990110	10309	423821
Channels	9288	378153	32155	1296489.6	33747	1366668	7696	307975
Angles	1574	64150	21500	843875	19828	777442	3246	130583

Statement showing Quantitative Details for the Year 2012-2013

(Units in Kgs.)

Items	Opening Stock		Receipts		Consumption		Closing Stock	
	Qty.	Amount	Qty.	Amount	Qty.	Amount	Qty.	Amount
Plates	42244	1774248	1311366	55688462	1210860	50998990	142750	6463720
Flats	5140	205600	7416	367964	7449	355861	5107	217703
Channels	1753	77132	62163	2611272	54628	2310251	9288	378153
Angles	2170	95480	19930	824303	20526	855633	1574	64150

c) Particulars of consumption of Principal Imported Raw Materials during the year Rs. NIL (Previous Year Rs.. NIL)

d) CIF Value of Imports Rs.. NIL (Previous Year Rs..NIL)

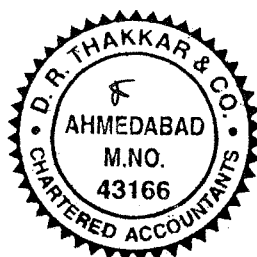
e) Expenditure and earning in Foreign Currency Rs.. NIL (Previous Year Rs..NIL)

5 Contingent Liabilities is provided Rs.NIL/- (Previous Year Rs. NIL)

6 Details of expenditure incurred on employes who were in receipt of remuneration at not less than Rs..2400000/- per annum when employed for the part of the year Rs. NIL (Previous Year Rs..NIL)

7 Remittance made on account of dividend in Foreign Currency Rs. NIL (Previous Year Rs..NIL)

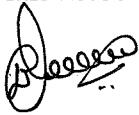
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- 8 As per practice consistently followed, Cenvat duty on finished goods lying in the plants at the end of the year is neither included in expenditure nor valued in such stock, but is accounted for on clearance of goods. This has no effect on Profit / Loss for the year.

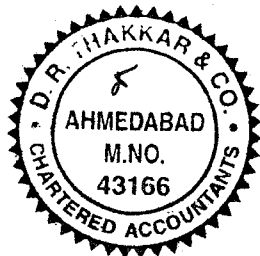
Notes to Accounts No. 1 to 28 Signed

FOR, D.R. THAKKAR & Co.
CHARTERED ACCOUNTANTS



(CA. DIPAK R. THAKKAR)
FCA, PROPRIETOR
Membership No. :043166
Firm Reg. No.: 110895W

PLACE : AHMEDABAD
DATE : 22ND APRIL, 2014.



FOR & on Behalf of Board of
Transweld Mechanical Engineering Works Ltd.



[Satyen J. Mamtara]
DIRECTOR



[Mahendra S. Vyas]
DIRECTOR

PLACE : AHMEDABAD
DATE : 22ND APRIL, 2014.