

ISO 9001 : 2008
TS 16949 : 2009
ISO 14001 : 2004
OHSAS 18001 : 2007
AD 2000 - Merkblatt W0
PED 97/23/EC
Certified Company
DUNS No.: 95-050-1435
Type Approval From
CEMLAC, DRDO for
AEROSPACE Castings



SINCE : 1975

39th ANNUAL REPORT 2013-2014

INVESTMENT & PRECISION CASTINGS LTD

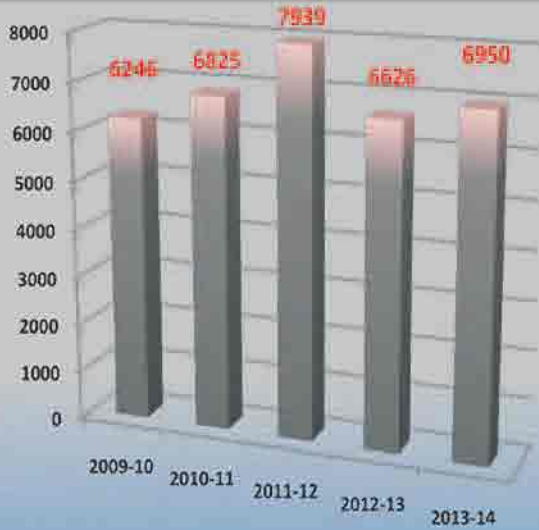
You Design, We Cast

Corporate Identification No. (CIN) :
L27100GJ1975PLC002692

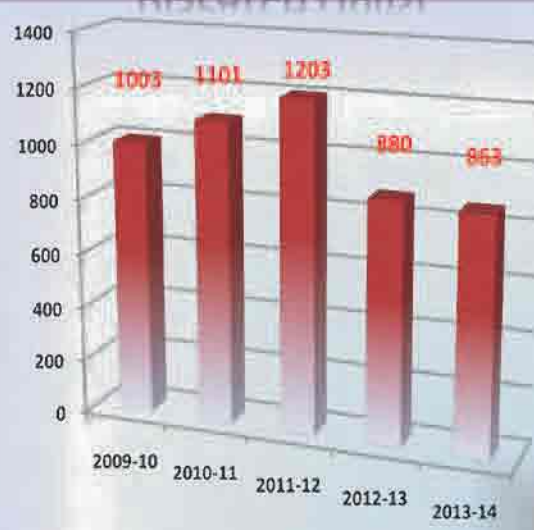
REGD. OFFICE
& WORKS
TELEPHONE
FAX
E-MAIL
WEBSITE

NARI ROAD, BHAVNAGAR
GUJARAT, INDIA 364 006
(91) (278) 252 3300 to 04
(91) (278) 252 3500 to 02
direct1@ipcl.in
www.ipcl.in

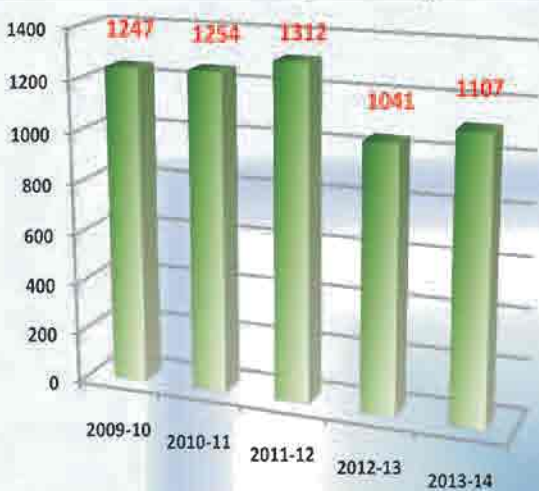
SALES (Lacs)



DISPATCH (Tons)



EBIDTA (Lacs)



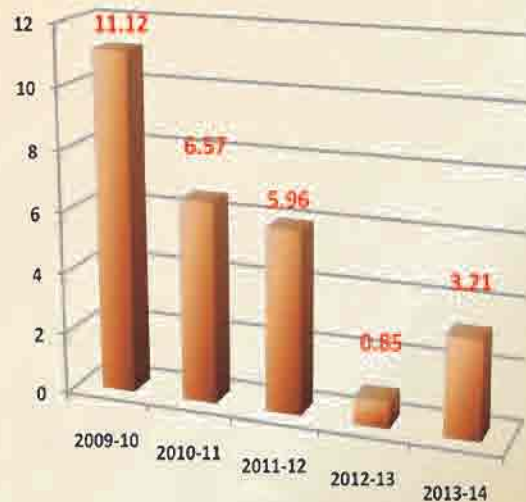
CAPEX (Lacs)



PBT (Lacs)



EPS (Rs.)



INVESTMENT & PRECISION CASTINGS LIMITED

BOARD OF DIRECTORS	:	Shri Piyush I. Tamboli	Chairman & Managing Director
		Shri Akshay R. Shah	Independent Director
		Shri J. M. Mapgaonkar	Independent Director
		Shri Girish C. Shah	Independent Director
		Shri R. K. Menon	Executive Director
		Smt. V. P. Tamboli	Director
		Shri I. F. Tamboli	Chairman Emeritus

BANKERS : Bank of Baroda
Lokhand Bazar, Main Branch,
Bhavnagar, Gujarat

AUDITORS : Sanghavi & Company
Chartered Accountants
Bhavnagar

**REGISTERED OFFICE &
WORKS** : Nari Road, Bhavnagar
Gujarat 364 006.
Telephone (91) (278) 2523300 to 304
E-Mail direct1@ipcl.in
Website www.ipcl.in

**COMPANY IDENTIFICATION
NUMBER (CIN)** : L27100GJ1975PLC002692

ISIN : INE155E01016

BSE Scrip Code : 504786

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY-NINETH ANNUAL GENERAL MEETING OF INVESTMENT & PRECISION CASTINGS LIMITED WILL BE HELD ON SEVENTH AUGUST, 2014 AT HOTEL NILAMBAUG PALACE, BHAVNAGAR, AT 1630 HOURS, to transact the following business:

ORDINARY BUSINESS :

1. To consider and adopt the Balance Sheet as at March 31, 2014 and Profit & Loss Account for the period ending on that date and the report of the Board Of Directors and Auditors thereon, and to consider and adopt Compliance Certificate received from Practicing Company Secretary.
2. To declare Dividend.
3. To appoint a Director in place of Smt. Vishakha P. Tamboli (DIN 06600319) who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

SPECIAL BUSINESS :

- 5 To appoint Shri Akshay R. Shah (DIN 00367382) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Akshay R. Shah (DIN 00367382), who was appointed as a Director liable to retire by rotation and whose terms expires at this annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company in the calendar year 2015”

6. To appoint Shri J M Mapgaonkar (DIN 00348345) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri J M Mapgaonkar (DIN 00348345), who was appointed as a Director liable to retire by rotation and whose terms expires at this annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company in the calendar year 2015”

- 7 To appoint Shri Girish C. Shah (DIN 03009213) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Girish C. Shah (DIN 03009213), who was appointed as a Director liable to retire by rotation and whose terms expires at this annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company in the calendar year 2015”

Registered Office:
Nari Road
Bhavnagar
Gujarat 364 006
Dated: May 30, 2014

BY ORDER OF THE BOARD OF DIRECTORS
Piyush I. Tamboli
CHAIRMAN & MANAGING DIRECTOR
DIN 00146033

Notes:

1. A member entitled to attend and vote at the above meeting is also entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.
2. Register of Members shall remain closed from 1.8.2014 to 7.8.2014 (both days inclusive).
3. Members are requested to notify change of address, if any.
4. Members desiring any information pursuant to an item on the Agenda are requested to write sufficiently early so as to reach the Company at least 7 days prior to the Annual General Meeting, to enable the Management to keep the information available at the meeting.
5. Members holding shares in dematerialised form are requested to bring their Client ID and DPID numbers and photo identity for easy identification of attendance at the meeting.
6. Under the provisions of Section 205-C of the Companies Act, 1956, dividends remaining unpaid/unclaimed for a period over 7 years will be transferred to the Investor Education & Protection Fund (IEPF) of the Central Government. The members may write to the Company for claiming the amount if any, relating to following years before it is transferred to the IEPF.

Financial year Ended	Date of Declaration of Dividend	Last date for claiming unpaid Dividend	Due date for transfer to IEP fund
2006-2007	28.7.2007	27.7.2014	27.8.2014
2007-2008	28.6.2008	27.6.2015	27.7.2015
2008-2009	17.8.2009	16.8.2016	16.9.2016
2009-2010	26.7.2010	25.7.2017	25.8.2017
2010-2011	12.8.2011	11.8.2018	11.9.2018
2011-2012	04.8.2012	03.8.2019	03.9.2019
2012-2013	07.8.2013	06.8.2020	06.9.2020

7. Dividend, if sanctioned at the meeting, will be payable to the members whose names appear on the Company's Register of Members on the Record Date 7.8.2014, and to those members who hold the shares in dematerialised form as per the record of Depositories, National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL), as on the close of the day before start of Book Closure date from 1.8.2014 to 7.8.2014, both days inclusive.

INVESTMENT & PRECISION CASTINGS LTD

8. Members holding shares in dematerialised 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 and Transfer Agents cannot act on any request received directly from the members holding shares in dematerialised form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their dematerialised accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrars and Transfer Agents, M/s. MCS Limited.
10. Payment of Dividend through Electronic Clearing Service (ECS) facility:
 - 10.1 Reserve Bank of India's Electronic Clearance Service (ECS) Facility provides investors an option to collect dividend directly through their bank accounts rather than receiving the same through post.
 - 10.2 The Company has already started making payment of Dividend to the members through the said Electronic Clearing Service (ECS) facility since F. Y. 2006-2007.
 - 10.3 Investors holding shares in physical form may send their ECS Mandate Form duly filled in, to the Company, R&TA. ECS Mandate Form is enclosed (Annexure A) for immediate use of investors. However, if shares are held in dematerialised form, ECS mandate has to be sent to the concerned Depository Participant (DP) directly in the format prescribed by the DP.
- 11.0 Members are requested to take note that copy of annual report will be sent to them as per their e-mail address registered with the R&TA of the Company in response to its letter dated 25.2.2012 regarding "GREEN INITIATIVE".

Registered Office:
Nari Road
Bhavnagar
Gujarat 364 006
Dated: May 30, 2014

BY ORDER OF THE BOARD OF DIRECTORS
Piyush I. Tamboli
CHAIRMAN & MANAGING DIRECTOR
DIN 00146033

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 5, 6 & 7 :

Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah are Independent Directors of the Company and have held the positions as such for more than 3 (three) years.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement *inter alia* stipulating the conditions for the appointment of independent directors by a listed company.

It is proposed to appoint Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah as Independent Directors under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company in the calendar year 2015.

Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

INVESTMENT & PRECISION CASTINGS LTD

The company has received notices in writing from members along with the deposit of requisite amount under Section 160 of the Act proposing the candidatures of each of Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah for the office of the company.

The company has also received declarations from Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Agreement. Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah are independent of the Management.

Copy of the draft letters for respective appointments of Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchange.

Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah are interested in the resolutions set out respectively at item No. 5, 6 & 7 of the Notice with regard to their respective appointments.

The relatives of Shri Akshay R. Shah, Shri J. M. Mapgoankar and Shri Girish C. Shah may be deemed to be interested in the resolutions set out respectively at item No. 4,5 & 6 of the Noticed to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Ordinary Resolutions set out at item No. 5,6 & 7 of the Notice for approval by the shareholders.

Registered Office:
Nari Road
Bhavnagar
Gujarat 364 006
Dated: May 30, 2014

BY ORDER OF THE BOARD OF DIRECTORS
Piyush I. Tamboli
CHAIRMAN & MANAGING DIRECTOR
DIN 00146033

DIRECTORS' REPORT: 2013-2014

To
The Members

The Directors have pleasure in presenting the Directors' Report and audited statement of accounts of the Company for the period ended on March 31, 2014.

1. Financial Results:

	<u>2013-2014</u>	(Rs. in Lacs) <u>2012-2013</u>
Total Income	6949.46	6626.07
Profit Before Taxation	229.69	47.34
Less: Tax Expenses:		
1. Current	83.00	9.44
2. Deferred	-13.14	-5.10
3. Earlier Years' Tax	0.68	0.87
Profit After Taxation	159.14	42.13
Which has been appropriated as follows:		
1. Proposed Dividend	25.00	24.80
2. Corporate Dividend Tax	4.25	4.02
3. General Reserve	129.89	13.31

2. **Operations:** The total Income during the year went up by over 4 % over the previous year. The profit before finance costs, depreciation and tax (EBITDA) increased to Rs. 1107.33 from Rs. 1042.00 Lacs in the previous year.
3. **Dividend:** The Directors are pleased to recommend a Dividend for the period ended March 31, 2014 @ Rs. 0.50 per share on 50,00,000 Equity Shares for financial year 2013-2014 amounting to Rs. 25.00 Lacs as against Rs. 0.50 per share, amounting to Rs. 24.80 Lacs for last financial year 2012-2013, subject to approval of the members at this Annual General Meeting.
4. **Research & Development:** Product Development and Process Improvements actively continued during the year.
5. **Wind Power Project:** The company's two Wind Turbine Generators are operating satisfactorily.
6. **Disclosure by the Company on its Subsidiary in the Annual Report:**

According to the general exemptions granted under section 212 by The Ministry of Corporate Affairs, the balance sheet of the Subsidiary Company as at end of 31.3.2014 is not required to be attached in this annual report. Further, the summary information on the balance sheet of the subsidiary company is given in this annual report on page No. 41 according to the aforesaid exemptions.

The annual accounts of the subsidiary company will be furnished to members on request. However, the Consolidated Financial Statements furnished in the report, includes the details of Subsidiary Company.

7. Directors:

- a) Smt. Vishakha P. Tamboli (DIN 06600319) retires by rotation as required by the New Companies Act, 2013, and being eligible, offers himself for re-election.
- b) Shri Akshay R. Shah (DIN 00367382), Shri J. M. Mapgoankar (DIN 00348345) and Shri Girish C. Shah (DIN 03009213) are being appointed as Independent Directors under Section 149 of the Companies Act 2013 and Clause 49 of the Listing Agreement to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company in the calendar year 2015"

INVESTMENT & PRECISION CASTINGS LTD

8. **Personnel:** Industrial relations continued to be cordial during the year.
9. **Particulars of Employees:** Information in accordance with sub-section (2A) of Section 217 of the Companies Act, 1956 is annexed herewith.
10. **Directors' Responsibility Statement:** Pursuant to Section 217 (2AA) of the Companies Act, 1956 the Directors confirm that:
 - a) in the preparation of the annual accounts, the applicable accounting standards have been followed;
 - b) they have selected prudent accounting policies;
 - c) they 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) they have prepared the annual accounts on a going concern basis.
11. **Segment Reporting:** As all the manufacture is of one class of products, segment wise reporting of the results is not applicable to your Company.
12. **Accounting for Taxes on income:** Deferred Tax Asset of Rs. 13.14 Lacs, resulting from application of the Accounting Standard AS-22, has been credited to the amount available for appropriation for the present Financial Year, 2013-2014.
14. **Corporate Governance:** The company has complied with amended Clause 49 of listing agreement concerning strength of independent directors on the Board before March 31, 2014. Please see the enclosed Annexure for details.
15. **Management Discussion & Analysis:** The Management Discussion & Analysis is also enclosed.
16. **Auditors:** The members will be requested at the forthcoming Annual General Meeting to appoint Auditors and fix their remuneration. M/s. Sanghavi & Co., the existing Auditors, are eligible for re-appointment.
17. **Cost Audit:** Your company carries out an audit of cost records relating to the principle product of the Company viz. "Un machined and Machined, Ferrous and Non-ferrous alloys Investment Casting" according to the requirement of the Central Government and pursuant to Section 148 of the Companies Act, 2013. Your company has appointed M/s. S. K. Rajani, Cost Accountants, Bhavnagar, as the Cost Auditors to audit the cost accounts of the company for the Financial Year 2014-2015.
18. **Compliance Certificate:** A copy of this certificate is enclosed with this report.
19. **Appreciation:** The Directors thank the Bankers, Bank of Baroda, and the concerned authorities of the Government for their co-operation, and also record their appreciation for the efforts put in by the employees.

Registered Office:
Nari Road, Bhavnagar
Gujarat 364 006
Dated May 30, 2014

ON BEHALF OF THE BOARD OF DIRECTORS
Piyush I. Tamboli
CHAIRMAN & MANAGING DIRECTOR
DIN 00146033

ANNEXURE TO DIRECTORS' REPORT

Particulars of Employee(s) as required u/s. 217(2A) of the Companies Act, 1956, forming part of the Directors' Report for the year ended on March 31, 2014

A. Employed throughout the financial year:

Sr. No.	Name	Age	Qualification	Designation	Experience (in years)	Remuneration Gross Rs.	Nature Of Duties	Joining Date	Particulars Of Previous Employment
1.	Shri Piyush I. Tamboli	48	B.Sc. MBA	Chairman And Managing Director	25	2,793,600	As assigned by the Board from time to Time	12.6.2003	Senior Executive (Operations) Steel Cast Ltd.
2.	Shri R. K. Menon	78	B.Sc	Executive Director	57	756,000	As assigned by the Board from time to Time	1.5.2011	Priya Blue Holdings Pvt. Ltd.

Notes: 1. Gross remuneration includes Basic Salary, monthly allowances, commission and Company's contribution to Provident, Gratuity and Superannuation Funds.

2. The conditions of employment are contractual and terminable by three months' notice from either side.

Registered Office:
Nari Road
Bhavnagar
Gujarat 364 006
Dated: May 30, 2014

ON BEHALF OF THE BOARD OF DIRECTORS
Piyush I. Tamboli
CHAIRMAN & MANAGING DIRECTOR
DIN 00146033

MANAGEMENT DISCUSSION & ANALYSIS

A. INDUSTRY STRUCTURE & DEVELOPMENT:

The growth rate of Indian economy has been lower than projected during the year. The Indian automotive industry has continued sluggish performance during the year.

B. OPPORTUNITIES, THREATS, RISKS & CONCERNS:

1. Opportunities:

The next year forecast of the Indian Automotive Sector is projected to be stable and slightly better as compared to the last year. The Company has been able to retain strong loyalties and high market share from automobile sector customers which has resulted adequate order position for the company, in terms of tonnage. The commencement of export business with high value orders has also helped the company.

2. Threats:

Some competition from China and the prevailing economic crisis in European countries, as well as in India, to some extent, may affect the company.

3. Risks & Concerns:

The prevailing high inflation rate and the unprecedented increasing trend in the cost of inputs, and also the high interest rate etc. have caused adverse effect on growth of the Company. Also, the frequent and uncontrolled increase in fuel cost has also affected automotive sector very badly. All these factors have put strain on the profit margins of the company.

C. OUTLOOK:

Overall market seems improved as compared to last couple of years for IPCL. We also see good business potential from the Export market in coming years.

The Company has made need based Capital Investment during the year.

D. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place adequate systems of internal control and documented procedures covering all financial and operating functions. These have been designed to provide reasonable assurance with regard to maintaining proper accounting controls, monitoring economy and efficiency of operations, protecting assets from unauthorised use or losses, and ensuring reliability of financial and operational information.

An Audit Committee of the Board of Directors comprising of Independent Directors and Whole Time Directors, which is functional from 2005-06 Financial Year, has reviewed regularly the audit plans, significant audit findings, adequacy of internal controls as well as compliance with Accounting Standards.

E. FINANCIAL PERFORMANCE:

Turnover (sales and other income from operations), net of Excise Duties, increased by over 4 % from Rs. 6626.07 Lacs to Rs. 6949.46 Lacs.

Expenditure increased by over 2 % from Rs. 6578.22 Lacs to Rs. 6719.77 Lacs, mainly on account of the increase in the turnover and level of production. During the year finance costs and depreciation cost decreased from Rs. 994.65 Lacs to Rs. 877.64 Lacs, a decrease of over 12 %.

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Profit before depreciation, finance costs and tax increased from Rs. 1042.00 Lacs to Rs. 1107.33 Lacs.

The Company's Profit Before Tax (PBT) increased from Rs. 47.34 Lacs to Rs. 229.69 Lacs.

F. HUMAN RESOURCES:

Industrial relations continued to be cordial during the year.

G. CAUTIONARY STATEMENT:

Statement in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied important factors that could make a difference to the Company's operations include, among others, economic conditions affecting demand/supply and price conditions in the domestic and overseas markets, change in the Government regulations, tax laws and other statutes and incidental factors.

COMPLIANCE CERTIFICATE

Registration No. of the Company: L27100GJ1975PLC002692

Nominal Capital: Equity Capital Rs. 104,000,000
Preference Capital Rs. 1,000,000

To
The Members,
INVESTMENT & PRECISION CASTINGS LIMITED

I have examined the registers, records, books and papers of INVESTMENT & PRECISION CASTINGS LIMITED (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2014. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The company has duly filled the forms and returns as stated in *Annexure 'B'* to this certificate with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company is a public company within the meaning under section 3(1)(iv) of the Act.
4. The Board of Directors duly met Five times on 9th May, 2013; 7th August, 2013; 29th October, 2013; 23rd December 2013; 10th February, 2014; in respect of which meetings proper notices were given and the proceedings were properly recorded and signed.
5. The Company closed its Register of Members once during the year from 1.8.2013 to 7.8.2013 and necessary compliance of section 154 of the Act has been made.
6. The annual general meeting for the financial year ended on 31st March, 2013 was held on 7th August, 2013 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary meeting was held during the financial year.
8. The company has not advanced any loan to its directors and/or persons or firms or companies referred to in the section 295 of the Act. The Company has granted unsecured loan to a wholly-owned subsidiary.
9. The Company has duly complied with the provisions of section 297 of the Act in respect of contracts specified in that section and to the extent applicable.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. The Company has obtained necessary approval from the members pursuant to section 314 of the Act wherever applicable.
12. No duplicate share certificates were issued during the financial year under review.
13. The Company has;
 - l) delivered all the certificates on lodgement thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act;

INVESTMENT & PRECISION CASTINGS LTD

- ii) deposited the amount of declared dividend in a separate Bank Account on 8th August, 2013 which is within five days from the date of declaration and
- iii) paid/posted warrants for dividends to all the members within a period of 30 (Thirty) days from the date of declaration and that all unclaimed/unpaid dividend has been transferred to unpaid dividend account of the company (Account No. 50200001400940) with HDFC Bank Limited, G 1-2, Ground Floor, Sterling Point Waghawadi Road, Bhavnagar.
- iv) transferred the amounts in unpaid dividend account which have remained unclaimed or unpaid for a period of seven years as required to be transferred to Investor Education and Protection Fund.
- v) duly complied with the requirements of section 217 of the Act.
- 14. The Board of Directors of the company is duly constituted and the appointment of one additional director has been duly made. The additional director was regularized in Annual General Meeting.
- 15. The company has re-appointed Shri P. I. Tamboli as the Chairman and Managing Director for a period of five years w.e.f. 1.6.2013 as per the provision of Schedule XIII of the Companies Act during the financial year.
- 16. No appointment of sole-selling agents was made during the financial year.
- 17. The Company was not required, during the financial year, to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or other authorities as may be prescribed under the various provisions of the Act.
- 18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
- 19. The Company has issued, 40,000 equity shares of Rs. 10/- each issued at premium of Rs. 63/- per share bearing distinctive No. 49,60,001 to 50,00,000 to the promoter, Shri Piyush I. Tamboli on a preferential basis on date 7.8.2013 during the financial year.
- 20. The Company has not bought back any shares during the financial year ending 31st March, 2014.
- 21. The Company has not redeemed any preference shares/debentures during the financial year.
- 22. The Company was not required to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 23. The Company has not invited/accepted any deposits including unsecured loans within the provisions of sections 58A during the financial year.
- 24. The amounts borrowed by the Company from financial institutions, banks and others during the financial year ending 31st March, 2014 are within the borrowing limits of the Company and that necessary resolution as per section 293(1)(d) of the Act has been passed in duly convened general meeting.
- 25. The Company has not made any loans and has not given guarantees or provided securities to other bodies corporate during the financial year under scrutiny and the Company has made investments in compliance with the provisions of the Act, but was not required to make any entries in the register pursuant to section 372A (8)(e) of the Act.
- 26. The Company has not altered the provisions of the memorandum with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
- 27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the year under scrutiny.

INVESTMENT & PRECISION CASTINGS LTD

28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the memorandum with respect to share capital of the Company during the year under scrutiny.
30. The company has not altered its articles of association during the year under scrutiny.
31. No prosecutions were initiated against and no show cause notices were received by the Company for alleged offences under the Act.
32. The Company has received Rs. 4,60,941/- as security from its employees during the financial year under certification and the same has been kept in current account of the Company with Schedule Bank.
33. The company has deposited both employee's and employer's contribution towards Provident Fund with the prescribed authorities pursuant to section 418 of the Act.

Place: Rajkot
Date: 30th May, 2014

Signature: sd/-
Name of Company Secretary: Priti Doshi
C. P. No. 3394 FCS 4112

Annexure 'A'

Registers as maintained by the Company

1. Register of Charges under section 143
2. Register of Members under section 150
3. Register of Contracts under section 301
4. Register of Directors etc. under section 303
5. Register of Directors' Shareholdings under section 307

Annexure 'B'

Forms and Returns as filed by the Company with the Regional Director, Central Government or other authorities during the financial year ending on 31st March, 2014: NIL

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

Sr. No.	Form Number	Filed under Section	For	Remarks SRN
1	e-Form 32	303;	notifying appointment of Mrs. V.P.Tamboli as additional Director w.e.f. 9.5.2013	B76641612
2.	e-Form 32	303;	notifying resignation of Director Shri P. A. Subramnian from the Board of Directors of the Company w.e.f. 09.05.2013	B76641166
3.	e-Form 23C	233B(2);	notifying Appointment of Cost Auditor of the Company For F.Y.2013-14	S21431705
4.	Form A-XBRL		notifying Cost Compliance For F.Y.2011-12	S21475488
5.	Form I- XBRL		notifying Cost Audit Report for F.Y.2011-12	S21530290
6.	e-Form 32	303;	notifying Change in Designation of Shri P.I.Tamboli w.e.f. 1.6.2013 (Filed late with additional fee)	B82699257
7.	e-Form 25C	269(2);	notifying Appointment of Shri P.I.Tamboli as Managing Director w.e.f. 1.6.2013	B82720426

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8.	e -Form 32	303;	notifying Change in Designation of Mrs. V.P.Tamboli as Director w.e.f 7.8.2013	B83203471
9.	e-Form 66 for Compliance Certificate	383A(1);	certifying compliances of the statutory provisions under the Act during 2012 -13.	Q10650133
10.	E - Form 1 (IEPF)	205(A);	intimation regarding the payment of unpaid dividend of Rs. 1,75,464/- on 30.8.2013 for the financial year 2005-2006.	B83344333
11.	e-Form 23	192;	notifying approval of members at 38th AGM by a Ordinary resolution Re-appointment of Shri P. I. Tamboli as Chairman & Managing Director w.e.f 1.6.2013	B83570952
12.	e - Form 2	75 (1);	notifying Return of Allotment of 40,000 Equity Shares of Rs.10/- each at a Premium of Rs.63/- per Share to Shri P.I.Tamboli (File Late with Additional Fees)	S22433460
13.	e - Form 23	192;	notifying approval of members at 38th AGM by Ordinary resolution for appointment of Mrs. V.P.Tamboli as Director.	B83571596
14.	E - Form XBRL 23AC & 23ACA		adopted at annual general meeting on 7.8.2013. Annual Accounts & Report for F.Y.2012-13. (File Late with Additional fee)	Q12459012
15.	e-Form 20B for Annual Return upto 7.8.2013	159;	annual General Meeting held on 7.8.2013	Q12520706
16.	e-Form 8	125;127, 130, 132,135;	notifying the particulars Modification of Equitable Mortgage form 58.39 Cr. to 44.40 Cr. in favour of Bank of Baroda	B92557131
17.	e-Form-XBRL		notifying Cost Audit Report for F.Y.2012-13	S28819159
18.	e-Form-XBRL		notifying Cost Compliance for F.Y. 2012-13	

The following one e-form was filed by Statutory Auditors:

1	e-Form 23B	28.12.13	Reappointment of Auditors	S28784239
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Signatures to Annexures 'A' and 'B'

Place: Rajkot
Date: 30th May, 2014

Signature: sd/-

Name of Company Secretary: Priti Doshi
C. P. No. 3394 FCS 4112

CORPORATE GOVERNANCE

1.0 BOARD OF DIRECTORS:

The Board of Directors comprises six Directors out of which three are Non-Executive Directors as on the date of the accompanying Notice, May 30, 2014. The Company has an Executive and Promoter Director as the Chairman. Out of the total strength of six directors fifty percent directors are independent directors. The company has complied with amended Clause 49 of listing agreement concerning strength of independent directors on the Board as on the date of the accompanying Notice, May 30, 2014. The day-to-day operations of the Company are being overseen by Shri Piyush I. Tamboli, Chairman and Managing Director. None of the Directors on the Company's Board is a member of more than ten Committees and Chairman of more than five Committees across all the companies in which he is a Director. The composition of the Board, details of remuneration paid, attendance at the Board Meetings (BM) held during the financial year under review and at the last Annual General Meeting (AGM), number of Directorships memberships/chairmanships in public companies(including the Company) are annexed herewith.

Information on appointment or re-appointment of Directors as required under Listing Agreement is given below:

Sr. No.	Name	Date of Birth	Date of *Appointment	Expertise In specific functional areas	No. of other Directorship
1	Piyush I. Tamboli	2.5.1966	1.6.2013	Overall operations & Marketing	3

* Re-appointed as Chairman and Managing Director for a further period of five years.

During the year under review, five Board Meetings were held on dates 9.5.2013, 7.8.13, 29.10.13, 23.12.2013 and 10.2.2014.

2.0 Audit Committee: At present, the composition of the Audit Committee is as under:

1.	Chairman	:	Mr. Akshay R. Shah, (Independent Director)
2.	Members	:	Shri J. M. Mapgaonkar, (Independent Director)
		:	Shri Girish C. Shah (Independent Director)
		:	Shri P. I. Tamboli, Chairman & Managing Director

During the year under review, the Audit Committee met four times on dates 9.5.2013, 7.8.13, 29.10.13 and 10.2.14.

3.0 Investor's Grievance Committee: At present, the composition of the Investors' Grievance Committee is as under:

1.	Chairman	:	Shri J. M. Mapgaonkar (Independent Director)
2.	Members	:	Shri Akshay R. Shah, (Independent Director)
		:	Shri Girish C. Shah (Independent Director)
		:	Shri P. I. Tamboli, Chairman & Managing Director

During the year under review, the Investor's Grievance Committee met four times on dates 9.5.13, 7.8.13, 29.10.13 and 10.2.14.

The status on the total number of Complaints received during the year were as follows:

# Complaints pending at the beginning of the year	: 1
# Complaints received during the year	: 0
# Complaints redressed and replied during the year	: 1
# Complaints pending at the end of the year.	: 0

4.0 Remuneration Committee: Presently, the composition of the Remuneration Committee is as under:

1.	Chairman	:	Shri J. M. Mapgaonkar, (Independent Director)
2.	Members	:	Shri Akshay R. Shah, (Independent Director)
		:	Shri Girish C. Shah (Independent Director)

4.1 Scope of the Remuneration Committee: The Remuneration Committee recommends/reviews remuneration of Whole Time Directors.

During the year under review, the Remuneration Committee met three times on dates 9.5.13, 7.8.13 and 10.2.14.

5.0 As per the provision of Section 205 A read with Section 205 C of the Companies Act 1956, the Company has transferred unpaid dividends to the Investor Education and Protection Fund (IEPF).

6.0 Means of communication:

Half-yearly reports sent to each household of shareholders	Yes
Quarterly and Half Yearly Results	Published in The Economic Times & Maharashtra Times, Mumbai and Financial Express, Ahmedabad
Any Website where displayed	www.ipcl.in
Whether it displays official news releases and presentations made to institutional investors or to the analysts.	No
Whether Management Discussion & Analysis is a part of the Annual Report	Yes

Details of last three Annual General Meetings:

Annual General Meeting for Financial Year	:	2012-2013	2011-2012	2010-2011
Date	:	7.8.2013	4.8.2012	12.8.2011
Time	:	4.30 P.M.	4.30 P.M.	4.30 P.M.
Venue	:	Hotel Nilambaug Palace, Bhavnagar		

7.0 Disclosures:

During the year under review, besides the transactions reported elsewhere in the Annual Report, there were no other related party transactions with its promoters, directors, management and subsidiaries that had a potential conflict with the interest of the Company.

The Company has complied with various rules and regulations prescribed by stock exchanges, SEBI or any other statutory authority relating to the capital markets during the last three years. No penalties or structures have been imposed by them on the Company.

8.0 General Shareholder information:

8.1 Annual General Meeting:

- Date & Time : August 7, 2014 at 4.30 p.m.
- Venue : Hotel Nilambaug Palace, Bhavnagar.
- 8.2** Registered Office : Nari Road, Bhavnagar, Gujarat 364 006.
- 8.3** Telephone Nos. : 2523300 to 04
- 8.4** E-mail : direct1@ipcl.in

8.5 Financial Calendar:

Quarter ending	:	30th June 2013	30th September 2013	31st December 2013	31st March 2014
Reporting Month	:	July 2013	October 2013	January 2014	May 2014

8.6 The Company has paid annual listing fees to The Bombay Stock Exchange Limited (BSE) in respect of the financial year 2013-2014.

8.7 **Market Price Data:** Market Price Data: High, Low during each month in last financial year:

Months	BSE High	BSE Low	Months	BSE High	BSE Low	Months	BSE High	BSE Low
April 13	38.50	32.55	Aug. 13	36.75	34.30	Dec. 13	39.00	35.80
May 13	41.80	31.50	Sept. 13	36.85	33.30	Jan. 14	48.30	39.00
June 13	36.70	33.00	Oct. 13	37.80	33.55	Feb. 14	44.40	38.00
July 13	38.65	34.65	Nov. 13	37.85	35.25	Mar. 14	53.00	38.55

8.8 **Registrar and Transfer Agent:** MCS LIMITED
 101, Shatdal Complex, 1st Floor, Opp. Bata Show Room,
 Ashram Road, Ahmedabad, Gujarat 380 009.
 TELEPHONES: 079 26582878, 26584027
 Fax 079 26581296
 E-MAIL : mcsamd@reliancemail.net

8.9 **Distribution of Shareholding as at end of 31st March 2014:**

Category	No. of Shares held	Percentage (%) of Shareholding
Promoters	24,19,530	48.39
Nationalised Banks	0	0.00
Financial Institutions	0	0.00
Non Resident Indian	89,384	1.79
Others	24,91,086	49.82
Total	50,00,000	100.00

8.10 **Distribution Schedule as on 31st March, 2014:**

Number of Shares held	Shares held in				No. of Holders			
	Physical	%	Electronic	%	Physical	%	Electronic	%
Upto 250	34	21.25	2946	72.14	3369	2.15	241487	5.00
251 to 500	12	7.50	439	10.75	4800	3.07	171022	3.53
501 to 1000	78	48.75	328	8.03	61700	39.44	263567	5.44
1001 to 2000	27	16.89	197	4.82	41800	26.71	298497	6.16
2001 to 3000	0	0	57	1.40	0	0	145368	3.00
3001 to 4000	6	3.75	37	0.91	20000	12.78	131793	2.72
4001 to 5000	1	0.62	12	0.29	4800	3.07	55141	1.14
5001 to 10000	1	0.62	41	1.00	8000	5.11	313114	6.46
10001 and above	1	0.62	27	0.66	12000	7.67	3223542	66.55
Total	160	100.00	4084	100.00	156469	100.00	4843531	100.00

CEO CERTIFICATION UNDER CLAUSE 49 (V):

To
 The Board of Directors

(a) We have reviewed the attached financial statements and the cash flow statement for the year ended on 31 March 2014.

To the best of our knowledge and belief, we certify that:

- (i) these statements do not contain any materially un-true statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

INVESTMENT & PRECISION CASTINGS LTD

- (c) We accept responsibility for establishing and maintaining internal controls and we have evaluated the effectiveness of the internal control systems of the company. We certify that no deficiencies in the design or operation of internal control were found.
- (d) We have indicated to the auditors about:
 - (i) no significant changes in internal control during the year:
 - (ii) no significant changes in accounting policies during the year.
 - (iii) no instances of any fraud during the year under review.

Place : Bhavnagar
Dated : May 30, 2014

(Piyush I Tamboli)
CHAIRMAN & MANAGING DIRECTOR
DIN 00146033

CERTIFICATE

To,
The members of
Investment & Precision Castings Ltd.

We have examined the compliance of conditions of Corporate Governance by Investment & Precision Castings Limited for the year ended 31st March, 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchange.

The compliance of the 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 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 agreements.

We state that one investor's grievance is pending for a period of less than one month, pending receipt of necessary documents from the investor.

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.

Place: Bhavnagar
Date: May 30, 2014

For and on behalf of
Sanghavi & Company,
Chartered Accountants,
FRN : 109099W
Manoj Ganatra
Partner
Member Ship No:043485
Bhavnagar

Board of Directors: Name of the Director	Category	Remuneration paid , Rs. F. Y. 2013-2014				F. Y. 2013-14 Attendance at		As on 30.5.2014		
		Salary & Perks	Sitting Fees	Commis- sion	Total	BM	Last AGM	No. of Direc- torship	Committee Positions	
									Mem- ber*	Chair- Man
Mr. I. F. Tamboli	Non-Executive Chairman (Emeritus), Promoter	-	54,000	-	54,000	4	Yes	3	-	-
Mr. Akshay R. Shah	Non-Executive, Independent	-	91,700	-	91,700	4	Yes	3	2	1
Mr. J. M. Mappaonkar	Non-Executive, Independent	-	66,700	-	66,700	3	Yes	2	1	2
Mr. Girish C. Shah	Non-Executive, Independent	-	60,500	-	60,500	4	Yes	3	2	-
Mrs. Vishakha P. Tamboli	Non-Executive Director, Promoter	-	54,000	-	54,000	5	Yes	1	-	-
Mr. R. K. Menon	Whole-Time Director Non-Promoter	756,000	-	-	756,000	5	Yes	4	-	-
Mr. P. I. Tamboli	Chairman and Managing Director, Promoter	2,793,600	-	-	2,793,600	5	Yes	4	2	-
	Total	3,549,600	3,26,900	-	3,876,500					

*Member does not include chairman

INDEPENDENT AUDITORS' REPORT

To
The Members of
INVESTMENT & PRECISION CASTINGS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Investment & Precision Castings Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2014 and the statement of Profit & Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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 recognition and measurement principles laid down in the Companies (Accounting Standards) Rules, 2006 [which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of general circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs] as per Section 211(3C) of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with 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 auditors' 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 auditors consider 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 company'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 31st March 2014;
- b) In the case of the Profit and Loss Statement, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

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 terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 [which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of general circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs];
 - e) On the basis of written representations received from the directors as on 31st March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess to be paid, no cess is due and payable by the Company.

For SANGHAVI & COMPANY
Chartered Accountants
FRN: 109099W

Bhavnagar
30th May 2014

MANOJ GANATRA
Partner
Membership No. 043485

ANNEXURE TO AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

On the basis of such checks as we considered appropriate and in terms of information and explanations given to us, we state that:

1. In respect of fixed assets:
 - a. The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. Fixed assets are physically verified by the management at reasonable intervals in a phased manner in accordance with a programme of physical verification. No material discrepancies were noticed on physical verification.
 - c. There was no substantial disposal of fixed assets during the year.
2. In respect of inventories:
 - a. The inventories were physically verified by the management at reasonable intervals during the year.
 - b. 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. The company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
3. In respect of loans granted or taken to/from companies, firms or other parties in the register maintained under section 301 of the Companies Act, 1956:
 - a. The company has granted unsecured loans to the companies, firms or other parties covered in the register maintained under section 301 of the companies Act, 1956. The number of companies to which loans are granted is one (a wholly-owned subsidiary company) and the amount involved in the transactions and the year-end balance is Rs. 300,000 and Rs. 5,190,566 respectively.
 - b. The rate of interest and other terms and conditions of loans given by the company, are *prima facie* not prejudicial to the interest of the company except that no interest is charged on such loans being a wholly-owned subsidiary company.
 - c. Since no terms and conditions of the loans granted are stipulated, we cannot offer any comments as to the repayment of principal amount or overdue amounts, if any.
 - d. The company has not taken any loans, secured or unsecured, from the parties covered in the register maintained under section 301 of the companies Act, 1956.
4. There are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal controls.
5. In respect of transactions entered in the register maintained in pursuance of section 301 of the Companies Act 1956:
 - a. Based on the audit procedures applied by us and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register maintained under that section.

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- b. According to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements have been made at the prices which are *prima facie* reasonable having regard to the prevailing market prices at the relevant time, wherever such comparison is possible.
6. The company has not accepted any deposits within the meaning of section 58A and 58AA of the Companies Act 1956 and the rules framed thereunder.
7. The company has an internal audit system commensurate with its size and the nature of its business.
8. We have broadly reviewed the cost records maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209(1)(d) of the Companies Act, 1956 and are of the opinion that, *prima facie*, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
9. In respect of statutory and other dues:
- a. The company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Investor Education & Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues, to the extent applicable, with the appropriate authorities during the year. There are no undisputed statutory dues outstanding for a period of more than six months from the date they became payable except for value added tax Rs. 22,838.
- b. There are no statutory dues as prescribed under the clause, which have not been deposited on account of any dispute except for the followings:

Nature of Payment	Financial Year	Rs. in lacs	Forum where dispute is pending
Income Tax	2002-2003	312,000	Income Tax Appellate tribunal
Sales Tax	2002-2003	894,939	The Commissioner of Gujarat Commercial Tax

10. The company does not have any accumulated losses as at the end of the financial year. The company has not incurred cash losses during the current or the immediately preceding financial year.
11. Based on our audit procedures and the information and explanations given to us, the company has not defaulted in repayment of dues to banks. The company has not obtained any borrowings from any financial institutions or by way of debentures.
12. The company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, the company is not a chit fund or a *nidhi* / mutual benefit fund/society. Therefore, the provisions of clause 4 (xiii) are not applicable to the company.
14. The company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly the provisions of clause 4(xiv) of the Order are not applicable to the company.
15. According to the information and explanations given to us, the company has not given any guarantees for loans taken by others from banks and financial institutions.
16. Terms loans obtained by the company have been applied for the purpose for which they were obtained.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, funds raised on short-term basis, *prima facie*, have not been used during the year for long-term investment.

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- 18 The company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act 1956 except for allotment of 40,000 equity shares to a director against conversion of warrants issued to them on preferential basis in accordance with the guidelines issued by the Securities and Exchange Board of India in this regard.
- 19 The company did not have any outstanding debentures during the year.
- 20 The company has not raised any money through a public issue during the year.
- 21 To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company was noticed or reported during the year.

For SANGHAVI & COMPANY
Chartered Accountants
FRN: 109099W

Bhavnagar
30th May 2014

MANOJ GANATRA
Partner
Membership No. 043485

INVESTMENT & PRECISION CASTINGS LTD

BALANCE SHEET as at March 31, 2014

		31st March 2014	31st March 2013
EQUITY AND LIABILITIES::			
Shareholders' Funds:			
Share Capital	2	50,000,000	49,600,000
Reserves & Surplus	3	419,044,896	397,148,523
Money received against Share Warrants	4	--	469,044,896
		<u>469,044,896</u>	<u>7,117,500</u>
			453,866,023
Non-Current Liabilities			
Long-term Borrowings	5	47,993,180	79,349,373
Deferred Tax Liabilities (Net)		29,776,000	31,090,000
Other Long Term Liabilities	6	1,052,672	1,649,382
Long Term Provisions	7	2,328,151	81,150,003
		<u>2,328,151</u>	<u>2,460,404</u>
			114,549,159
Current Liabilities			
Short-term Borrowing	8	228,516,104	238,644,399
Trade Payables		97,498,531	59,456,080
Other Current Liabilities	9	49,546,556	72,358,986
Short-term Provisions	10	8,568,934	384,130,125
		<u>8,568,934</u>	<u>6,915,193</u>
			377,374,658
TOTAL		<u><u>934,325,024</u></u>	<u><u>945,789,840</u></u>
ASSETS::			
Non-Current Assets			
Fixed Assets	11		
Tangible Assets		396,610,382	385,232,738
Intangible Assets			
Capital Work-in-Progress		46,887,299	53,074,305
		<u>46,887,299</u>	<u>53,074,305</u>
		443,497,681	438,307,043
Non-current Investments	12	2,500,000	2,500,000
Long-term Loans and Advances	13	30,951,699	26,797,159
Other Non-current Assets			476,949,380
		<u>476,949,380</u>	<u>467,604,202</u>
			467,604,202
Current Assets			
Current Investment			
Inventories	14	155,229,456	169,526,687
Trade Receivables	15	183,313,557	201,796,541
Cash & Bank Balances	16	16,145,346	16,645,866
Short-term Loans and Advances	17	102,687,285	90,216,544
Other Current Assets		--	457,375,644
		<u>--</u>	<u>--</u>
			478,185,638
TOTAL		<u><u>934,325,024</u></u>	<u><u>945,789,840</u></u>
The accompanying Notes 1 to 38 are an integral part of these Financial Statements.			

As per our Report of even Date
For SANGHAVI & COMPANY
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD
Piyush I Tamboli **R. K. Menon**

MANOJ GANATRA
Partner
Bhavnagar
Dated: May 30, 2014

CHAIRMAN &
& MANAGING DIRECTOR EXECUTIVE DIRECTOR
(DIN 00146033) (DIN 00088753)
Bhavnagar
Dated: May 30, 2014

INVESTMENT & PRECISION CASTINGS LTD

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

		2013-2014	2012-13
REVENUE:			
Revenue from Operations (Gorss)	18	780,326,611	741,972,949
Less: Excise Duty		86,614,351	81,387,132
Revenue from Operations (Net)		<u>693,712,260</u>	<u>660,585,817</u>
Other Income	19	1,233,473	2,020,961
Total Revenue		<u>694,945,733</u>	<u>662,606,778</u>
EXPENSES:			
Materials Consumed	20	70,442,089	50,227,502
Purchase of Stock-in-Trade		--	--
Change in Inventories	21	11,656,070	17,423,910
Employee Benefits Expenses	22	68,582,007	62,122,714
Finance Costs	23	43,969,596	49,648,401
Depreciation and Amortization		46,014,726	49,817,006
Manufacturing Expenses	24	375,182,368	377,433,950
Other Expenses	25	56,130,352	51,198,987
	TOTAL	<u>671,977,208</u>	<u>657,872,470</u>
Profit Before exceptional and extraordinary items and tax		22,968,525	4,734,308
Exceptional Items		--	--
Extraordinary Items		--	--
Profit Before Tax		22,968,525	4,734,308
Tax Expenses:			
Current Tax		9,033,717	944,000
MAT Credit Entitlement		-733,717	--
Deferred Tax		-1,314,000	-510,000
Earlier Years' Tax		68,777	86,671
		7,054,777	520,671
Net Profit for the year		<u>15,913,748</u>	<u>4,213,637</u>
Face Value per Equity Share		10	10
Earning Per Equity Share Basic/Diluted		3.21	0.85
The accompanying Notes 1 to 38 are an integral part of these Financial Statements.			

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EXECUTIVE DIRECTOR
(DIN 00088753)

INVESTMENT & PRECISION CASTINGS LTD

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

(Rs. in lacs)

	2013-2014	2012-2013
A CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax And Extraordinary Items	229.69	47.34
Adjustments for -		
Depreciation	460.15	498.17
Loss (Profit) on sale of fixed assets	(1.24)	(3.31)
Interest	396.85	502.30
Operating Profit Before Working Capital Changes	<u>855.76</u>	<u>997.16</u>
Adjustments for -		
Trade and Other Receivables	(6.81)	878.23
Inventories	142.97	236.17
Trade and Other Payables	162.87	(447.75)
Cash Generated From Operations	<u>1,384.48</u>	<u>1,711.15</u>
Direct Taxes Paid	<u>(57.89)</u>	<u>(29.20)</u>
NET CASH FROM OPERATING ACTIVITIES	1,326.59	1,681.95
B CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(513.21)	(1,096.36)
Sale of Fixed Assets	2.39	3.70
Interest Received	9.44	8.32
Dividend Received	-	-
NET CASH USED IN INVESTING ACTIVITIES	<u>(501.38)</u>	<u>(1,084.34)</u>
C CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from Long Term Borrowings (net)	(313.57)	204.31
Proceeds from Short Term Borrowings (net)	(101.29)	(190.92)
Proceeds from issue of Equity Shares	21.90	-
Loans Lent	(3.00)	(22.12)
Interest Paid	(406.29)	(510.62)
Dividend Paid	<u>(26.34)</u>	<u>(50.46)</u>
NET CASH USED IN FINANCING ACTIVITIES	<u>(828.59)</u>	<u>(569.81)</u>
Net Increase in Cash and Cash Equivalents	(3.38)	27.80
Cash and Cash Equivalents as at beginning of the year	156.41	128.61
Cash and Cash Equivalents as at end of the year	<u>153.03</u>	<u>156.41</u>
Cash and Cash Equivalents:		
Cash and Bank Balances	161.45	166.46
Statutory restricted accounts	<u>(8.42)</u>	<u>(10.05)</u>
	<u>153.03</u>	<u>156.41</u>

As per our Report of even Date
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Chartered Accountants

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Partner
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Dated: May 30, 2014

Piyush I Tamboli
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(DIN 00146033)
Bhavnagar
Dated: May 30, 2014

R. K. Menon
EXECUTIVE DIRECTOR
(DIN 00088753)

1.0 Significant Accounting Policies:

1.1 Basis of Accounting: The financial statement have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Accounting Standards) Rules, 2006 [which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of general circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs] as per Section 211(3C) of the Companies Act, 1956 and other accounting principles generally accepted in India and are based on historical cost convention on accrual basis.

1.2 Use of Estimates: The preparation of financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

1.3 Fixed Assets: Fixed Assets are stated at cost less depreciation. Depreciation is provided on Straight Line Method on the basis of the useful life of the respective assets as determined by the management on the basis of technological evaluation of the assets and depreciation thereon is provided accordingly at the rates which are equal to or higher than the rates specified in the schedule XIV of The Companies Act, 1956.

1.4 Inventories: Inventories are valued at cost or net realizable value, whichever is lower. Cost is determined on the following basis:

Raw materials, traded goods and stores and spares – on weighted average basis;

Finished and semi-finished goods – at material cost plus direct expenses and appropriate value of overheads; cost of finished goods includes excise duty.

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

Revenue from sale of goods are recognized when significant risks and rewards of ownership are passed to the buyer, which generally coincides with dispatch of goods. Sales taxes and value added taxes, wherever applicable, are collected on behalf of the Government and therefore, excluded from the revenue.

1.6 Excise and Custom Duty: Excise Duty in respect of goods manufactured by the company is, according to the method consistently followed by the company, accounted for at the time of removal of goods from the factory for sale.

However, excise duty payable on the closing stock of finished goods is provided for in the accounts. Purchases of goods and fixed assets are accounted for net of excise cenvat credit availed. Custom duty paid on import of materials is dealt with in respective materials accounts.

1.7 Research and Development:

Revenue expenditure on Research and Development is charged against the profit for the year in which it is incurred. Capital expenditure on Research and Development is shown as an addition to the fixed assets and is depreciated on the same basis as other fixed assets.

1.8 Employee Benefits:**Post-employment benefit plans:**

Defined Contribution Plan: Contribution for provident fund is accrued in accordance with applicable statutes and deposited with the Regional Provident Fund Commissioner. Contribution for Superannuation in respect of certain employees of the company is made in accordance with the scheme with Life Insurance Corporation of India.

Defined Benefit Plan: The liabilities in respect of gratuity and leave encashment are determined using Projected Unit Credit Method with actuarial valuation carried out as at balance sheet date. Actuarial gains are recognised in full in the profit and loss account for the period in which they occur.

Contribution in respect of gratuity are made to the Group Gratuity Scheme with Life Insurance Corporation of India. Employee benefits recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost and as reduced by the fair value of respective fund.

Short-term employee benefits: The undiscounted amount of short-term benefits expected to be paid in exchange for services rendered by employee is recognised during the period when the employee renders the service.

- 1.9 Borrowing Costs:** Net cost of borrowed funds for the projects till completion are capitalised and included in the cost of fixed assets. Other borrowing costs are recognised as expenses in the period in which they are incurred.
- 1.10 Foreign Currencies Transactions:** Foreign currency transactions are accounted for at the rates prevailing on the date of transaction. Differences arising out of foreign exchange rates are dealt with in the profit & loss account. Current assets and current liabilities relating to foreign currency transactions remaining unsettled at the end of the year are translated at the closing rates and profit or loss arising there from is dealt with in the profit & loss account.
- 1.11 Taxation:** Provisions are made for current tax based on tax liability computed in accordance with relevant tax rates and tax laws. Deferred tax is recognised, subject to the consideration of prudence, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- 1.12 Earning per Share:** Basic earning per Share is computed by dividing the net profit attributable to equity shareholders for the year by weighted average number of equity shares outstanding during the year. Diluted earning per share is computed by using the weighted average number of equity and dilutive equity equivalent shares outstanding at the year end.
- 1.13 Provision and Contingencies:** The Company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow or where a realisable estimate of the obligation can not be made.

Note No. 2

2.1 Share Capital

	31st March 2014	31st March 2013
Authorised:		
10,400,000	104,000,000	104,000,000
Equity Shares of Rs.10 each		
10,000 11 % Redeemable Cumulative Preference Shares of Rs. 100 each	1,000,000	1,000,000
TOTAL	105,000,000	105,000,000
Issued, Subscribed and Paid up:		
5,000,000 (4,960,000)	50,000,000	49,600,000
Equity Shares of Rs.10 each		
TOTAL	50,000,000	49,600,000

a) Of the total share capital, 4,650,000 equity shares were issued as fully paid up bonus shares.

b) Equity shares issued as fully paid up bonus shares or otherwise than by cash during the preceding five years Nil.

2.2 Share Capital Reconciliation:

Particulars	Equity Shares		Equity Shares	
	No.of Shares	Rs.	No.of Shares	Rs.
Shares outstanding at the beginning of the year	4,960,000	49,600,000	4,960,000	49,600,000
Shares issued during the year	40,000	400,000	--	--
Shares bought back during the year	--	--	--	--
Shares outstanding at the end of the year	5,000,000	50,000,000	4,960,000	49,600,000

2.3 Shares held by each shareholder holding more than five per cent shares

Name of Shareholder	31.3.2014		31.3.2013	
	No.of Shares	% of holding	No.of Shares	% of holding
MECHE PRIVATE LIMITED	809,728	16.19	809,728	16.33
PIYUSH I TAMBOLI	779,602	15.59	662,046	13.35
REKHA N SHAH	500,000	10.00	500,000	10.08
VISHAKHA P TAMBOLI	313,200	6.26	313,200	6.32
JAINAM P TAMBOLI	296,000	5.92	296,000	5.97

Note No. 3

Reserves and Surplus

	31st March 2014	31st March 2013
a. General Reserve		
Balance at the beginning of the year	396,148,523	394,836,362
Transfer from surplus	12,988,873	1,312,161
Balance at the end of the year	409,137,396	396,148,523
b. Surplus		
Balance at the beginning of the year	1,000,000	1,000,000
Net Profit for the year	15,913,748	4,213,637
Transfer to general reserve	-12,988,873	-1,312,161
Proposed dividend	-2,500,000	-2,480,000
Corporate dividend tax	-424,875	-421,476
Balance at the end of the year	1,000,000	1,000,000
c. Capital Reserve		
Balance at the beginning of the year	--	--
Forefeiture of equity warrants application money	6,387,500	--
Balance at the end of the year	6,387,500	--
d. Share Premium Account		
Balance at the beginning of the year	--	--
Additions during the year	2,520,000	--
Balance at the end of the year	2,520,000	--
	419,044,896	397,148,523

Note No. 4

Money Received Against Share Warrants

	31st March 2014	31st March 2013
The Company has, during the financial year 2011-12, issued 390,000 convertible equity share warrants of Rs.10/- each to one of the promoters of the company on preferential basis at a premium of Rs. 63/- per warrant. These warrants are convertible within 18 months from the date of issue.		
The amount received in respect of these convertible equity warrants	--	7,117,500
	<u> </u>	<u> </u>
	--	7,117,500

Note No. 5

Long Term Borrowings

	31st March 2014	31st March 2013
a. Secured		
Term loans from Bank	47,993,180	79,349,373
	<u> </u>	<u> </u>
	47,993,180	79,349,373
Note: Term loans from Bank of Baroda are secured by hypothecation of plant and equipment and mortgage of land, buildings and vehicle and further secured by personal guarantee of one of the directors.		
Period of default : Not applicable Amount : Nil		
b. Unsecured	--	--
	<u> </u>	<u> </u>
	--	--
Period of default : Not applicable Amount : Nil		
	<u> </u>	<u> </u>
	47,993,180	79,349,373

Note No. 6

Other Long Term Liabilities

	31st March 2014	31st March 2013
Gujarat State Industrial Development Corporation	951,361	1,427,041
Staff Security Deposits	101,311	222,341
	<u> </u>	<u> </u>
	1,052,672	1,649,382

Note No. 7

Long Term Provisions

	31st March 2014	31st March 2013
Provision for leave encashment	2,328,151	2,460,404
	<u> </u>	<u> </u>
	2,328,151	2,460,404

Note No. 8

Short Term Borrowings

	31st March 2014	31st March 2013
a. Secured		
Working capital finance from banks	228,516,104	238,644,399
	<u>228,516,104</u>	<u>238,644,399</u>
Note:		
Working Capital from Bank of Baroda are secured by hypothecation of inventories, book debts, and all movable properties and mortgage of all immovable properties and further secured by personal guarantee of one of the directors.		
Period of default : Not applicable		
Amount : Nil		
b. Unsecured	--	--
	<u>--</u>	<u>--</u>
	<u>228,516,104</u>	<u>238,644,399</u>

Note No. 9

Other Current Liabilities

	31st March 2014	31st March 2013
Current maturities of long-term debt	31,913,362	51,399,144
Advances from customers	1,297,222	490,147
Statutory liabilities	8,613,053	11,489,082
Group gratuity premium payable	739,260	67,841
Unclaimed Dividends	594,662	748,462
Other liabilities	6,388,997	8,164,310
	<u>49,546,556</u>	<u>72,358,986</u>

Note No. 10

Short Term Provisions

	31st March 2014	31st March 2013
Provision for bonus	5,249,000	3,656,000
Provision for leave encashment	395,059	357,717
Proposed dividend	2,500,000	2,480,000
Corporate dividend tax	424,875	421,476
	<u>8,568,934</u>	<u>6,915,193</u>

NOTE NO. 11 Fixed Assets

ASSETS	GROSS BLOCK		ACCUMULATED DEPRECIATION			NET BLOCK				
	As on 1.4.2013	Additions during the Year	Sales or Adjustments	As on 31.3.2014	As on 1.4.2013	For the Year	On Deductions/ Adjustments	Up to 31.3.2014	As at 31.3.2014	As at 31.3.2013
Tangible Assets										
LAND (FREE HOLD)	11,701,357	183,320	--	11,884,677	--	--	--	--	11,884,677	11,701,357
LAND (LEASE HOLD)	5,562,718	--	--	5,562,718	224,756	56,189	--	280,945	5,281,773	5,337,962
BUILDINGS	157,905,214	25,130,505	--	183,035,719	26,282,002	7,729,539	--	34,011,541	149,024,178	131,623,212
PLANT & EQUIPMENT	474,879,042	25,772,331	3,511,528	497,139,845	252,379,276	34,613,882	3,511,528	283,481,630	213,658,215	222,499,766
VEHICLES	12,844,181	1,471,869	2,288,030	12,028,020	6,844,385	2,012,506	2,173,629	6,683,262	5,344,758	5,999,796
FURNITURE & FIXTURES	7,968,794	2,830,980	--	10,799,774	2,486,370	775,956	--	3,262,326	7,537,448	5,482,424
OFFICE EQUIPMENT	12,933,954	2,117,766	--	15,051,720	10,345,733	826,654	--	11,172,387	3,879,333	2,588,221
TOTAL	683,795,260	57,506,771	5,799,558	735,502,473	298,562,522	46,014,726	5,685,157	338,892,091	396,610,382	385,232,738
Intangible Assets										
Total	683,795,260	57,506,771	5,799,558	735,502,473	298,562,522	46,014,726	5,685,157	338,892,091	396,610,382	385,232,738
Capital work in progress	53,074,305	9,709,770	15,896,776	46,887,299	--	--	--	--	46,887,299	53,074,305
Total	736,869,565	67,216,541	21,696,334	782,389,772	298,562,522	46,014,726	5,685,157	338,892,091	443,497,681	438,307,043
Previous Year	628,129,618	109,530,375	790,428	736,869,565	249,496,252	49,817,006	750,736	298,562,522	438,307,043	378,633,366

Note No. 12

Non-Current Investments

	31st March 2014	31st March 2013
Trade Investments:		
Unquoted; at cost:		
a. Investment in Subsidiary Companies:		
250,000 equity shares of I&PCL Vacuum Cast Limited of Rs. 10 each (A Wholly Owned Subsidiary)	2,500,000	2,500,000
	<u>2,500,000</u>	<u>2,500,000</u>

Note No. 13

Long-term Loans and Advances

	31st March 2014	31st March 2013
Unsecured (considered good)		
Capital advances	11,312,179	17,156,115
Security deposits (including to a company in which some of the directors are interested Rs. 10,000,000 (Nil))	10,391,942	391,942
Loans to a subsidiary company	5,190,566	4,890,566
Loans to staff (including officers of the company Rs. 220,231 (393,363))	289,829	526,520
Loans to ancillary units	3,767,183	3,832,016
	<u>30,951,699</u>	<u>26,797,159</u>

Note No. 14

Inventories

	31st March 2014	31st March 2013
(Valued at lower of cost or net realisable value)		
Raw materials	23,080,705	24,157,425
Work-in-progress	70,269,182	64,048,787
Finished goods	27,169,215	45,045,680
Stores & Spares	34,710,354	36,274,795
	<u>155,229,456</u>	<u>169,526,687</u>

Note No. 15

Trade Receivables

	31st March 2014	31st March 2013
Unsecured (considered good)		
Over six months	7,359,813	11,724,367
Others	175,953,744	190,072,174
	<u>183,313,557</u>	<u>201,796,541</u>

Note No. 16

Cash and Bank Balances

	31st March 2014	31st March 2013
I. Cash and Cash Equivalent		
a. Balances with Banks		
Current accounts	15,136,241	15,398,732
Short term deposits	--	--
Cheque on Hand	--	--
	<u>15,136,241</u>	<u>15,398,732</u>
b. Cash on Hand	167,477	242,401
	<u>15,303,718</u>	<u>15,641,133</u>
II. Other Bank Balances		
Dividend accounts	616,528	779,906
Terms deposits with more than 12 months maturity	--	--
Other terms deposits	225,100	224,827
	<u>841,628</u>	<u>1,004,733</u>
	<u>16,145,346</u>	<u>16,645,866</u>
Term deposits of Rs. 225,100 (224,827) are under lien with banks against bank guarantees and L/C)		

Note No. 17

Short-term Loans and Advances

	31st March 2014	31st March 2013
Unsecured (considered good)		
Trade advances to suppliers (including to a company in which some of the directors are interested Rs. 7,500,000 (7,500,000))	83,012,884	68,469,264
Loans and advances to staff (including officers of the company Rs. 205,165 (153,573))	4,190,432	761,618
Input credits receivable	6,593,143	6,896,360
Prepaid expenses	4,087,386	4,520,670
Loans to ancillary units	1,896,862	2,219,688
Advance payment of taxes(net of provisions)	401,674	3,402,813
Other Loans and advances	2,504,904	3,946,131
	<u>102,687,285</u>	<u>90,216,544</u>

Note No. 18

Revenue from Operations

	2013-2014		2012-2013	
Sale of Products				
Export sales	23,980,150		6,324,198	
Domestic Sales	<u>755,306,750</u>		<u>734,822,770</u>	
		779,286,900		741,146,968
Other Operating Revenue				
Foreign currency fluctuation gain/(loss)	641,685		719,373	
Export incentive and credits	398,026		106,608	
Other operational income	<u>--</u>	1,039,711	<u>--</u>	825,981
		<u>780,326,611</u>		<u>741,972,949</u>

Note No. 19

Other Income

	2013-2014		2012-2013	
Interest receipts		944,105		831,566
Insurance claim received		--		180,499
Profit on sale of assets		124,213		330,570
Prior period income		--		223,679
Miscellaneous income		<u>165,155</u>		<u>454,647</u>
		<u>1,233,473</u>		<u>2,020,961</u>

Note No. 20

Cost of Materials Consumed

	2013-2014		2012-2013	
Raw Materials Consumed				
Opening Stock	24,157,425		19,468,351	
Purchase and direct expenses	<u>69,365,369</u>		<u>54,916,576</u>	
		<u>93,522,794</u>		<u>74,384,927</u>
Closing Stock	<u>23,080,705</u>		<u>24,157,425</u>	
		<u>70,442,089</u>		<u>50,227,502</u>

Note No. 21

Change in Inventories

	2013-2014		2012-2013	
Opening Stock				
Finished Goods	45,045,680		20,020,446	
Work-in-progress	<u>64,048,787</u>	109,094,467	<u>106,497,931</u>	126,518,377
Closing Stock				
Finished Goods	27,169,215		45,045,680	
Work-in-progress	<u>70,269,182</u>	97,438,397	<u>64,048,787</u>	109,094,467
		<u>11,656,070</u>		<u>17,423,910</u>

Note No. 22

Employee Benefit Expenses

	2013-2014		2012-2013	
Salaries, Wages, allowances and bonus		59,768,404		52,724,978
Contribution to employee benefits funds		7,467,849		8,437,692
Staff welfare expenses		<u>1,345,754</u>		<u>960,044</u>
		<u>68,582,007</u>		<u>62,122,714</u>
includes directors' remunerations		3,549,600		3,141,600

Note No. 23
Finance Costs

	2013-2014		2012-2013	
Interest				
Working Capital Finance	27,563,409		32,459,628	
Term loans	12,999,157		15,538,864	
Others	<u>66,730</u>	40,629,296	<u>1,591,739</u>	49,590,231
Other borrowing costs (including guarantee commission to a director Rs. 2,220,000)		3,340,300		58,170
		<u>43,969,596</u>		<u>49,648,401</u>

Note No. 24
Manufacturing Expenses

	2013-2014		2012-2013	
Manufacturing Expenses				
Power & Fuel	91,957,594		89,363,301	
Stores & Spares	151,423,731		146,133,780	
Machinery repairs and maintenance	4,337,348		3,986,401	
Fettling and other external processing charges	117,178,390		118,784,511	
Other expenses	<u>10,285,305</u>	375,182,368	<u>19,165,957</u>	377,433,950

Note No. 25
Other Expenses

	2013-2014		2012-2013	
Selling and Distribution Expenses				
Sales Commission	1,184,324		1,440,792	
Export freight and insurance	455,965		73,317	
Other selling expenses	<u>25,356,270</u>	26,996,559	<u>24,314,254</u>	25,828,363
Administration and Other Expenses				
Travelling expenses	5,359,553		4,382,589	
Rent	131,350		130,750	
Rates and taxes	298,009		465,806	
Advertisement expenses	304,164		282,807	
Insurance premiums	657,017		785,487	
Building and other repairs	2,446,160		2,499,095	
Directors' sitting fees	326,900		302,400	
Legal and professional fees	3,923,548		3,233,907	
Payment to auditors	249,776		204,074	
Bank discount, commission and other charges	878,761		888,505	
Donations	41,000		23,100	
Corporate social responsibility expenses	57,000		--	
Bad debts and sundry balances written off (net)	2,107,450		713,034	
Prior period expenses	229,009		--	
General expenses	<u>12,124,096</u>	29,133,793	<u>11,459,070</u>	25,370,624
		<u>56,130,352</u>		<u>51,198,987</u>

INVESTMENT & PRECISION CASTINGS LTD

- 26 Balances with sundry debtors, sundry creditors and for advances are subject to confirmations from the respective parties. In absence of such confirmations, balances as per books have been relied upon by the Auditors.
- 27 The Company has not received information from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interests paid/payable under this act have not been given.
- 28 Deferred tax asset of Rs. 1,314,000 arising during the year, a major component of which is due to timing difference related to depreciation charged in the accounts and as claimed under the Income Tax Act, is credited to the profit & loss account. Details of the balance of Rs. 29,776,000 are as under:

Particulars	Rs.
Depreciation	32,422,585
Disallowance u/s 43B of the Income Tax Act	(2,646,585)
Total	29,776,000

- 29 The management of the Company has, during the year, carried out technological evaluation for identification of impairment of assets, if any, in accordance with the Accounting Standard AS-28 notified under the Companies (Accounting Standard) Rules, 2006. Based on the judgement of the management and as certified by the Directors, no provision for impairment is found to be necessary in respect of any of the assets.
- 30 As the company's business activity, in the opinion of the management, falls within a single primary segment subject to the same risks and returns, the disclosure requirements of Accounting Standard AS-17 "Segment Reporting" notified under the Companies (Accounting Standard) Rules, 2006 are not applicable.
- 31 In the opinion of the Directors, the current assets, loans and advances are approximately of the value as stated in the balance sheet, if realised in the ordinary course of the business. The provision of all known liabilities is adequate and not in excess of the amount reasonably required.

32 Contingent Liabilities:

- (i) In respect of Central Sales Tax for which 'C' forms are pending for collection Rs. 79,839,000 (137,670,000)
- (ii) In respect of disputed Value Added Tax liabilities Rs. 1,193,604 (1,193,604).
- (iii) In respect of disputed Income Tax liabilities Rs. 312,000 (312,000)

33 Payments to Auditors:

	2013-2014	2012-2013
	Rs.	Rs.
Audit Fees including quarterly review	190,000	156,500
Taxation Matters	38,500	35,000
For certification and other matters.	21,276	12,574

34 Disclosure as per AS-15 (Revised) on "Employee Benefit" for the year ended 31st March 2014:

Gratuity Plan:	(Amount, Rs.)	
Particulars	2013-2014	2012-2013
A. Change in the defined benefit obligations:		
Defined benefit obligations as at beginning of the year:	16,567,638	15,371,328
Service cost	1,055,935	1,045,449
Interest cost	1,325,411	1,229,706
Actuarial loss / (Gain)	(365,472)	1,062,545
Benefits paid	(1,196,514)	(2,141,390)
Defined benefit obligations as at close of the year (a)	17,386,998	16,567,638

INVESTMENT & PRECISION CASTINGS LTD

B. Change in plan assets:

Fair value of plan assets as at beginning of the year:	18,652,743	16,721,680
Expected return on plan assets	1,576,625	1,642,653
Contributions by employer	0	2,429,800
Actuarial loss / (Gain)	Nil	--
Benefits paid	(1,196,514)	(2,141,390)
Fair value of plan assets as at close of the year (b)	19,032,854	18,652,743
Present Value of unfunded obligations (a-b)	--	--
The net amount recognized in the statement of profit and loss for the year ended 31st March is as follows:		
Current service cost	1,055,935	1,045,449
Interest cost	1,325,411	1,229,706
Expected return on plan assets	(1,576,625)	(1,642,653)
Net actuarial loss / (gain) recognized	(365,472)	1,062,545
Net amount recognized	439,249	1,695,047

Actual Return on Plan Assets

The principal actuarial assumptions used as at end of financial year are as follows:

Discount Rate	8.00%	8.00%
Expected rate of return on plan assets	8.75%	8.50%
Rate of increase in compensation levels	7.00%	7.00%

35 Related Party Disclosures:

35.1 Subsidiary: I&PCL Vacuum Cast Limited:

Nature of Transactions		2013-2014	2012-2013
Subsidiary:		Rs.	Rs.
1.	Advance granted	300,000	2,211,540
2.	Outstanding balance: Advance Recoverable	5,190,566	4,890,566

35.2 Associates: Tamboli Foundry Supplies and Services Ltd.

Nature of Transactions		2013-2014	2012-2013
Associates:		Rs.	Rs.
1.	Purchases of Materials and Services	3,302,503	1,998,391
2.	Purchase of Building	--	6,000,000
2.	Sale of Materials and assets	61,000	--
3.	Outstanding balance: Trade payable	--	--
	Trade receivable	5,104,822	7,92,925
	Security Deposit	10,000,000	--
	Trade Advance to suppliers	7,500,000	7,500,000

35.3 Key Management Personnel & Relatives : a) Shri Piyush I. Tamboli, b) Shri R. K. Menon c) Smt. Vishakha P. Tamboli.

Key Management Personnel:	2013-2014	2012-2013
	Rs.	Rs.
Remuneration	3,549,600	3,141,600
Guarantee Commission	2,220,000	--
Director Sitting Fee	54,000	--

36 Additional Information (as certified by the management):

A. Details of Sales and Stocks of Castings (Finished Goods):

Product	Opening Stock		Sales*		Closing Stock	
	2013-2014	2012-2013	2013-2014	2012-2013	2013-2014	2012-2013
Investment Casting	45,045,680	20,020,446	779,286,900	741,146,968	27,169,215	45,045,680
work-in process	64,048,787	106,497,931	--	--	70,269,182	64,048,787

* Sales including excise duty on sales.

B. Consumption of Raw Materials:

Item	2013-2014 Rs.	2012-2013 Rs.
a) Scrap	42,844,105	27,330,708
b) Ferro Alloys	27,597,984	22,896,794
c) Total	70,442,089	50,227,502

C. Percentage of Consumption:

Item	2013-2014		2012-2013	
	%	Rs.	%	Rs.
Raw Materials:				
a) Imported	3.82	2,689,240	10.02	5,032,456
b) Indigenous	96.18	67,752,849	89.98	45,195,046
c) Total	100.00	70,442,089	100.00	50,227,502

D. Imports on CIF Basis: (accrual basis):

Item	2013-2014 Rs.	2012-2013 Rs.
Raw materials	--	7,097,356
Stores & Spares	2,781,671	4,610,446
Capital Goods	1,515,372	41,511,460

E. Earnings and Expenditure (accrual basis) in Foreign Currency:

Item		2013-2014 Rs.	2012-2013 Rs.
Earnings	Exports of Goods (FOB)	24,165,870	6,970,254
Expenditure	Traveling Expenses	713,938	977,148
	Membership Fee	58,571	48,493
	Sales Promotion expense	4,951,985	2,140,175

F. Payment of Dividend to Non-resident shareholders:

Number of Shareholders	47
Amount of Dividend Rs.	44,734.50
Year to which dividend relates	2012-2013

37. Figures in the brackets are the figures for the previous year, unless otherwise stated.

38. All the amounts are stated in Indian Rupees, unless otherwise stated.

Signatures to Note No. 1 to 38

As per our Report of even Date
For **SANGHAVI & COMPANY**
Chartered Accountants

MANOJ GANATRA
Partner
Bhavnagar
Dated: May 30, 2014

FOR AND ON BEHALF OF THE BOARD
Piyush I Tamboli **R. K. Menon**

CHAIRMAN & MANAGING DIRECTOR **EXECUTIVE DIRECTOR**
(DIN 00146033) (DIN 00088753)
Bhavnagar
Dated: May 30, 2014

ANNEXURE TO BALANCE SHEET FOR THE YEAR ENDED 31ST MARCH, 2014

STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956

1. Name of the Subsidiary Company : I&PCL VACUUM CAST LIMITED
2. Financial Year of the Subsidiary Company : 31 March, 2014
3. Date from which it became subsidiary : 30 August, 2010
4. Extent of the Holding Company's interest in the Subsidiary Company at the end of the financial year of the Subsidiary Company : 100 %
5. Net aggregate amount of the profit/(loss) of the Subsidiary Company not dealt with in the Holding Company's Account (concerning the members of the Holding Company)
 - i) For the Current Year : Nil
 - ii) For the previous years since it became a Subsidiary : Nil
6. Net aggregate amount of the profit of the Subsidiary Company dealt with in the Holding Company's Accounts.
 - i) For the Current Year : (67,676)
 - ii) For the previous year since it became a Subsidiary : (1,697,021)

FOR AND ON BEHALF OF THE BOARD
Piyush I Tamboli **R. K. Menon**

Bhavnagar
 Dated: May 30, 2014

CHAIRMAN & EXECUTIVE DIRECTOR
 MANAGING DIRECTOR (DIN 00088753)
 (DIN 00146033)

DISCLOSURE ON BALANCE SHEET OF THE SUBSIDIARY COMPANY I&PCL VACUUM CAST LIMITED as at 31.3.2014

No.	Item	As at 31.3.2014 Amount, Rs.	As at 31.3.2013 Amount, Rs.
1.	Capital	2,500,000	2,500,000
2.	Reserves	(1,764,697)	(1,697,021)
3.	Total Assets	6,161,164	5,855,650
4.	Total Liabilities	6,161,164	5,855,650
5.	Investments	60,000	60,000
6.	Turnover	--	--
7.	Profit Before Taxation	(67,676)	(2,65,940)
8.	Provision for Taxation	--	--
9.	Profit After Taxation	(67,676)	(2,65,940)
10.	Proposed Dividend	--	--

INDEPENDENT AUDITORS' REPORT

To
**The Board of Directors of
INVESTMENT & PRECISION CASTINGS LIMITED**

We have audited the accompanying consolidated financial statements of **Investment & Precision Castings Limited** and its wholly-owned subsidiary company, I&PCL Vacuum Cast Limited (collectively referred to as "the I&PCL Group") which comprise the Consolidated Balance Sheet as at 31st March 2014, the Consolidated Statement of Profit & Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the I&PCL Group in accordance with the recognition and measurement principles laid down in the Companies (Accounting Standards) Rules, 2006 [which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of general circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs] as per Section 211(3c) of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the I&PCL Group's preparation and fair presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

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 consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) In the case of the Consolidated Balance Sheet, of the state of affairs of the I&PCL Group as at 31st March 2014;

INVESTMENT & PRECISION CASTINGS LTD

- b) In the case of the Consolidated Profit and Loss Statement, of the profit of the I&PCL Group for the year ended on that date; and
- a) In the case of the consolidated Cash Flow Statement, of the cash flows of the I&PCL Group for the year ended on that date.

Bhavnagar
30th May 2014

For SANGHAVI & COMPANY
Chartered Accountants
FRN: 109099W
MANOJ GANATRA
Partner
Membership No. 043485

INVESTMENT & PRECISION CASTINGS LTD

CONSOLIDATED BALANCE SHEET as at March 31, 2014

		31st March 2014	31st March 2013
EQUITY AND LIABILITIES::			
Shareholders' Funds:			
Share Capital	2	50,000,000	49,600,000
Reserves & Surplus	3	417,280,198	395,451,501
Money received against Share Warrants	4	--	452,169,001
		467,280,198	7,117,500
Non-Current Liabilities			
Long-term Borrowings	5	47,993,180	79,349,373
Deferred Tax Liabilities (Net)		29,776,000	31,090,000
Other Long Term Liabilities	6	1,052,672	1,649,382
Long Term Provisions	7	2,328,151	114,549,159
		81,150,003	2,460,404
Current Liabilities			
Short-term Borrowing	8	228,516,104	238,644,399
Trade Payables		97,716,612	59,605,859
Other Current Liabilities	9	49,563,771	72,371,310
Short-term Provisions	10	8,568,934	377,536,761
		384,365,421	6,915,193
TOTAL		<u>932,795,622</u>	<u>944,254,921</u>
ASSETS::			
Non-Current Assets			
Fixed Assets	11		
Tangible Assets		396,610,382	382,232,738
Intangible Assets			
Pre-operative Expenses (pending capitalisation)		1,899,507	1,107,965
Capital Work-in-Progress		50,325,389	56,126,509
		448,835,278	442,467,212
Non-current Investments	12	60,000	60,000
Long-term Loans and Advances	13	26,045,207	22,955,495
Other Non-current Assets			
		474,940,485	465,482,707
Current Assets			
Current Investment			
Inventories	14	155,229,456	169,526,687
Trade Receivables	15	183,313,557	201,796,541
Cash & Bank Balances	16	16,326,935	16,939,232
Short-term Loans and Advances	17	102,985,189	90,509,754
Other Current Assets		--	478,772,214
		457,855,137	--
TOTAL		<u>932,795,622</u>	<u>944,254,921</u>
The accompanying Notes 1 to 37 are an integral part of these Financial Statements.			

As per our Report of even Date
For SANGHAVI & COMPANY
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD
Piyush I Tamboli **R. K. Menon**

MANOJ GANATRA
Partner
Bhavnagar
Dated: May 30, 2014

CHAIRMAN &
& MANAGING DIRECTOR EXECUTIVE DIRECTOR
(DIN 00146033) (DIN 00088753)
Bhavnagar
Dated: May 30, 2014

INVESTMENT & PRECISION CASTINGS LTD

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

		2013-2014	2012-13
REVENUE:			
Revenue from Operations (Gorss)	18	780,326,611	741,972,949
Less: Excise Duty		86,614,351	81,387,132
Revenue from Operations (Net)		<u>693,712,260</u>	<u>660,585,817</u>
Other Income	19	1,251,429	2,020,961
Total Revenue		<u>694,963,689</u>	<u>662,606,778</u>
EXPENSES:			
Materials Consumed	20	70,442,089	50,227,502
Purchase of Stock-in-Trade		--	--
Change in Inventories	21	11,656,070	17,423,910
Employee Benefits Expenses	22	68,582,007	62,122,714
Finance Costs	23	43,969,596	49,648,401
Depreciation and Amortization		46,014,726	49,817,006
Manufacturing Expenses	24	375,182,368	377,433,950
Other Expenses	25	56,215,984	51,464,927
	TOTAL	<u>672,062,840</u>	<u>658,138,410</u>
Profit Before exceptional and extraordinary items and tax		22,900,849	4,468,368
Exceptional Items		--	--
Extraordinary Items		--	--
Profit Before Tax		22,900,849	4,468,368
Tax Expenses:			
Current Tax		9,033,717	944,000
MAT Credit Entitlement		-733,717	0
Deferred Tax		-1,314,000	-510,000
Earlier Years' Tax		68,777	86,671
		7,054,777	520,671
Net Profit for the year		<u>15,846,072</u>	<u>3,947,697</u>
Face Value per Equity Share		10	10
Earning Per Equity Share			
Basic/Diluted		3.21	0.80
The accompanying Notes 1 to 37 are an integral part of these Financial Statements.			

As per our Report of even Date
For SANGHAVI & COMPANY
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD
Piyush I Tamboli **R. K. Menon**

MANOJ GANATRA
Partner
Bhavnagar
Dated: May 30, 2014

CHAIRMAN &
& MANAGING DIRECTOR
(DIN 00146033)
Bhavnagar
Dated: May 30, 2014

EXECUTIVE DIRECTOR
(DIN 00088753)

INVESTMENT & PRECISION CASTINGS LTD

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

(Rs. in lacs)

	2013-2014	2012-2013
A CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax And Extraordinary Items	229.01	44.68
Adjustments for -		
Depreciation	460.15	498.17
Loss (Profit) on sale of fixed assets	(1.24)	(3.31)
Interest	396.67	502.30
Operating Profit Before Working Capital Changes	<u>1,084.59</u>	<u>997.16</u>
Adjustments for -		
Trade and Other Receivables	0.80	881.28
Inventories	142.97	236.17
Trade and Other Payables	163.60	(446.92)
Cash Generated From Operations	<u>1,391.96</u>	<u>1,712.37</u>
Direct Taxes Paid	<u>(57.89)</u>	<u>(29.20)</u>
NET CASH FROM OPERATING ACTIVITIES	1,334.07	1,683.17
B CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(524.98)	(1,118.29)
Sale of Fixed Assets	2.39	3.70
Interest Received	9.62	8.32
Dividend Received	<u>-</u>	<u>-</u>
NET CASH USED IN INVESTING ACTIVITIES	(512.97)	(1,106.27)
C CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from Long Term Borrowings (net)	(313.57)	204.31
Proceeds from Short Term Borrowings (net)	(101.29)	(190.92)
Proceeds from issue of Equity Shares	21.90	-
Interest Paid	(406.29)	(510.62)
Dividend Paid	<u>(26.34)</u>	<u>(50.46)</u>
NET CASH USED IN FINANCING ACTIVITIES	(825.59)	(547.69)
Net Increase in Cash and Cash Equivalents	(4.49)	29.21
Cash and Cash Equivalents as at beginning of the year	<u>159.34</u>	<u>130.13</u>
Cash and Cash Equivalents as at end of the year	<u><u>154.85</u></u>	<u><u>159.34</u></u>
Cash and Cash Equivalents:		
Cash and Bank Balances	163.27	169.39
Statutory restricted accounts	<u>(8.42)</u>	<u>(10.05)</u>
	<u>154.85</u>	<u>159.34</u>

As per our Report of even Date
For SANGHAVI & COMPANY
Chartered Accountants

FOR AND ON BEHALF OF THE BOARD

MANOJ GANATRA
Partner
Bhavnagar
Dated: May 30, 2014

Piyush I Tamboli
CHAIRMAN &
& MANAGING DIRECTOR
(DIN 00146033)
Bhavnagar
Dated: May 30, 2014

R. K. Menon
EXECUTIVE DIRECTOR
(DIN 00088753)

CONSOLIDATED ACCOUNTS

1.0 Significant Accounting Policies:

Basis of Accounting:

1.1 The financial statement have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Accounting Standards) Rules, 2006 [which continue to be applicable in respect of section 133 of the Companies Act, 2013 in terms of general circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs] as per Section 211(3C) of the Companies Act, 1956 and other accounting principles generally accepted in India and are based on historical cost convention on accrual basis.

1.2 Use of Estimates: The preparation of financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosures of contingent assets and liabilities at the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

1.3 Fixed Assets: Fixed Assets are stated at cost less depreciation. Depreciation is provided on Straight Line Method on the basis of the useful life of the respective assets as determined by the management on the basis of technological evaluation of the assets and depreciation thereon is provided accordingly at the rates which are equal to or higher than the rates specified in the schedule XIV of the Companies Act, 1956.

1.4 Inventories: Inventories are valued at cost or net realizable value, whichever is lower. Cost is determined on the following basis:

Raw materials, traded goods and stores and spares – on weighted average basis;

Finished and semi-finished goods –at material cost plus direct expenses and appropriate value of overheads; cost of finished goods includes excise duty.

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

Revenue from sale of goods are recognized when significant risks and rewards of ownership are passed to the buyer, which generally coincides with dispatch of goods. Sales taxes and value added taxes, wherever applicable, are collected on behalf of the Government and therefore, excluded from the revenue.

1.6 Excise and Custom Duty: Excise Duty in respect of goods manufactured by the company is, according to the method consistently followed by the company, accounted for at the time of removal of goods from the factory for sale.

However, excise duty payable on the closing stock of finished goods is provided for in the accounts. Purchases of goods and fixed assets are accounted for net of excise cenvat credit availed. Custom duty paid on import of materials is dealt with in respective materials accounts.

1.7 Research and Development: Revenue expenditure on Research and Development is charged against the profit for the year in which it is incurred. Capital expenditure on Research and Development is shown as an addition to the fixed assets and is depreciated on the same basis as other fixed assets.

1.8 Employee Benefits:

Post-employment benefit plans:

Defined Contribution Plan: Contribution for provident fund is accrued in accordance with applicable statutes and deposited with the Regional Provident Fund Commissioner. Contribution for Superannuation in respect of certain employees of the company is made in accordance with the scheme with Life Insurance Corporation of India.

Defined Benefit Plan: The liabilities in respect of gratuity and leave encashment are determined using Projected Unit Credit Method with actuarial valuation carried out as at balance sheet date. Actuarial gains are recognised 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 Life Insurance Corporation of India. Employee benefits recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost and as reduced by the fair value of respective fund.

Short-term employee benefits: The undiscounted amount of short-term benefits expected to be paid in exchange for services rendered by employee is recognised during the period when the employee renders the service.

1.9 Borrowing Costs: Net cost of borrowed funds for the projects till completion are capitalised and included in the cost of fixed assets. Other borrowing costs are recognised as expenses in the period in which they are incurred.

1.10 Foreign Currencies Transactions: Foreign currency transactions are accounted for at the rates prevailing on the date of transaction. Differences arising out of foreign exchange rates are dealt with in the profit & loss account. Current assets and current liabilities relating to foreign currency transactions remaining unsettled at the end of the year are translated at the closing rates and profit or loss arising there from is dealt with in the profit & loss account.

1.11 Taxation: Provisions are made for current tax based on tax liability computed in accordance with relevant tax rates and tax laws.

Deferred tax is recognised, subject to the consideration of prudence, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

1.12 Earning per Share: Basic earning per Share is computed by dividing the net profit attributable to equity shareholders for the year by weighted average number of equity shares outstanding during the year. Diluted earning per share is computed by using the weighted average number of equity and dilutive equity equivalent shares outstanding at the year end.

1.13 Provision and Contingencies: The Company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow or where a realisable estimate of the obligation can not be made.

1.14 The Company has disclosed only such policies and notes from the individual financial statements, which fairly present the needed disclosures. Lack of homogeneity and other similar considerations made it desirable to exclude some of them, which in the opinion of the management, could be better viewed, when referred from the individual financial statements.

Note No. 2

2.1 Share Capital

	31st March 2014	31st March 2013
Authorised:		
10,400,000	104,000,000	104,000,000
Equity Shares of Rs.10 each		
10,000 11 % Redeemable Cumulative Preference Shares of Rs. 100 each	1,000,000	1,000,000
TOTAL	105,000,000	105,000,000
Issued, Subscribed and Paid up:		
5,000,000 (4,960,000)	50,000,000	49,600,000
Equity Shares of Rs.10 each		
TOTAL	50,000,000	49,600,000

a) Of the total share capital, 4,650,000 equity shares were issued as fully paid up bonus shares.

b) Equity shares issued as fully paid up bonus shares or otherwise than by cash during the preceding five years Nil.

2.2 Share Capital Reconciliation:

Particulars	Equity Shares		Equity Shares	
	No.of Shares	Rs.	No.of Shares	Rs.
Shares outstanding at the beginning of the year	4,960,000	49,600,000	4,960,000	49,600,000
Shares issued during the year	40,000	400,000	--	--
Shares bought back during the year	0	0	--	--
Shares outstanding at the end of the year	5,000,000	50,000,000	4,960,000	49,600,000

2.3 Shares held by each shareholder holding more than five per cent shares

Name of Shareholder	31.3.2014		31.3.2013	
	No.of Shares	% of holding	No.of Shares	% of holding
MECHE PRIVATE LIMITED	809,728	16.19	809,728	16.33
PIYUSH I TAMBOLI	779,602	15.59	662,046	13.35
REKHA N SHAH	500,000	10.00	500,000	10.08
VISHAKHA P TAMBOLI	313,200	6.26	313,200	6.32
JAINAM P TAMBOLI	296,000	5.92	296,000	5.97

Note No. 3

Reserves and Surplus

	31st March 2014	31st March 2013
a. General Reserve		
Balance at the beginning of the year	395,162,718	394,116,498
Transfer from surplus	12,921,197	1,046,220
Balance at the end of the year	408,083,915	395,162,718
b. Surplus		
Balance at the beginning of the year	288,783	288,782
Net Profit for the year	15,846,072	3,947,697
Transfer to general reserve	-12,921,197	-1,046,220
Proposed dividend	-2,500,000	-2,480,000
Corporate dividend tax	-424,875	-421,476
Balance at the end of the year	288,783	288,783
c. Capital Reserve		
Balance at the beginning of the year	--	--
Forefeiture of equity warrants application money	6,387,500	--
Balance at the end of the year	6,387,500	--
d. Share Premium Account		
Balance at the beginning of the year	--	--
Additions during the year	2,520,000	--
Balance at the end of the year	2,520,000	--
	417,280,198	395,451,501

Note No. 4

Money Received Against Share Warrants

	31st March 2014	31st March 2013
<p>The Company has, during the financial year 2011-12, issued 390,000 convertible equity share warrants of Rs.10/- each to one of the promoters of the company on preferential basis at a premium of Rs. 63/- per warrant. These warrants are convertible within 18 months from the date of issue.</p>		
The amount received in respect of these convertible equity warrants	--	7,117,500
	<u> </u>	<u> </u>
	--	7,117,500

Note No. 5

Long Term Borrowings

	31st March 2014	31st March 2013
a. Secured		
Term loans from Bank	47,993,180	79,349,373
	<u> </u>	<u> </u>
	47,993,180	79,349,373
<p>Note: Term loans from Bank of Baroda are secured by hypothecation of plant and equipment and mortgage of land, buildings and vehicle and further secured by personal guarantee of one of the directors.</p>		
<p>Period of default : Not applicable Amount : Nil</p>		
b. Unsecured		
	--	--
	<u> </u>	<u> </u>
	--	--
<p>Period of default : Not applicable Amount : Nil</p>		
	<u> </u>	<u> </u>
	47,993,180	79,349,373

Note No. 6

Other Long Term Liabilities

	31st March 2014	31st March 2013
Gujarat State Industrial Development Corporation	951,361	1,427,041
Staff Security Deposits	101,311	222,341
	<u> </u>	<u> </u>
	1,052,672	1,649,382

Note No. 7

Long Term Provisions

	31st March 2014	31st March 2013
Provision for leave encashment	2,328,151	2,460,404
	<u> </u>	<u> </u>
	2,328,151	2,460,404

Note No. 8

Short Term Borrowings

	31st March 2014	31st March 2013
a. Secured		
Working capital finance from banks	228,516,104	238,644,399
	<u>228,516,104</u>	<u>238,644,399</u>
Note:		
Working Capital from Bank of Baroda are secured by hypothecation of inventories, book debts, and all movable properties and mortgage of all immovable properties and further secured by personal guarantee of one of the directors.		
Period of default : Not applicable		
Amount : Nil		
b. Unsecured	--	--
	<u>--</u>	<u>--</u>
	<u>228,516,104</u>	<u>238,644,399</u>

Note No. 9

Other Current Liabilities

	31st March 2014	31st March 2013
Current maturities of long-term debt	31,913,362	51,399,144
Advances from customers	1,297,222	490,147
Statutory liabilities	8,630,268	11,501,406
Group gratuity premium payable	739,260	67,841
Unclaimed Dividends	594,662	748,462
Other liabilities	6,388,997	8,164,310
	<u>49,563,771</u>	<u>72,371,310</u>

Note No. 10

Short Term Provisions

	31st March 2014	31st March 2013
Provision for bonus	5,249,000	3,656,000
Provision for leave encashment	395,059	357,717
Proposed dividend	2,500,000	2,480,000
Corporate dividend tax	424,875	421,476
	<u>8,568,934</u>	<u>6,915,193</u>

NOTE NO. 11 Fixed Assets

ASSETS	GROSS BLOCK			ACCUMULATED DEPRECIATION				NET BLOCK		
	As on 1.4.2013	Additions during the Year	Sales or Adjustments 31.3.2014	As on 31.3.2014	As on 1.4.2013	For the Year	On Deductions/ Adjustments	Up to 31.3.2014	As at 31.3.2014	As at 31.3.2013
Tangible Assets										
LAND (FREE HOLD)	11,701,357	183,320	--	11,884,677	--	--	--	--	11,884,677	11,701,357
LAND (LEASE HOLD)	5,562,718	--	--	5,562,718	224,756	56,189	--	280,945	5,281,773	5,337,962
BUILDINGS	157,905,214	25,130,505	--	183,035,719	26,282,002	7,729,539	--	34,011,541	149,024,178	131,623,212
PLANT & EQUIPMENT	474,879,042	25,772,331	3,511,528	497,139,845	252,379,276	34,613,882	3,511,528	283,481,630	213,658,215	222,499,766
VEHICLES	12,844,181	1,471,869	2,288,030	12,028,020	6,844,385	2,012,506	2,173,629	6,683,262	5,344,758	5,999,796
FURNITURE & FIXTURES	7,968,794	2,830,980	--	10,799,774	2,486,370	775,956	--	3,262,326	7,537,448	5,482,424
OFFICE EQUIPMENT	12,933,954	2,117,766	--	15,051,720	10,345,733	826,654	--	11,172,387	3,879,333	2,588,221
TOTAL	683,795,260	57,506,771	5,799,558	735,502,473	298,562,522	46,014,726	5,685,157	338,892,091	396,610,382	382,232,738
Intangible Assets	--	--	--	--	--	--	--	--	--	--
Total	683,795,260	57,506,771	5,799,558	735,502,473	298,562,522	46,014,726	5,685,157	338,892,091	396,610,382	385,232,738
Capital work in progress	56,126,509	10,095,656	15,896,776	50,325,389	--	--	--	--	50,325,389	56,126,509
Total	739,921,769	67,602,427	21,696,334	785,827,862	298,562,522	46,014,726	5,685,157	338,892,091	446,935,771	441,359,247
Previous Year	628,129,618	112,582,579	790,428	739,921,769	249,496,252	49,817,006	750,736	298,562,522	441,359,247	378,633,366

Note No. 12
Non-Current Investments

	31st March 2014	31st March 2013
Trade Investments:		
Unquoted; at cost:		
a. Investment in Subsidiary Companies:		
250,000 equity shares of I&PCL Vacuum Cast Limited of Rs. 10 each (A Wholly Owned Subsidiary)	--	--
Investment in Government Securities (Pledged with sales tax authorities)	60,000	60,000
	<u>60,000</u>	<u>60,000</u>

Note No. 13
Long-term Loans and Advances

	31st March 2014	31st March 2013
Unsecured (considered good)		
Capital advances	11,507,179	17,351,115
Security deposits (including to a company in which some of the directors are interested Rs. 10,000,000 (Nil))	10,481,016	1,245,844
Loans to a subsidiary company	--	--
Loans to staff (including officers of the company Rs. 220,231 (393,363))	289,829	526,520
Loans to ancillary units	3,767,183	3,832,016
	<u>26,045,207</u>	<u>22,955,495</u>

Note No. 14
Inventories

	31st March 2014	31st March 2013
(Valued at lower of cost or net realisable value)		
Raw materials	23,080,705	24,157,425
Work-in-progress	70,269,182	64,048,787
Finished goods	27,169,215	45,045,680
Stores & Spares	34,710,354	36,274,795
	<u>155,229,456</u>	<u>169,526,687</u>

Note No. 15

Trade Receivables

	31st March 2014	31st March 2013
Unsecured (considered good)		
Over six months	7,359,813	11,724,367
Others	175,953,744	190,072,174
	<u>183,313,557</u>	<u>201,796,541</u>

Note No. 16

Cash and Bank Balances

	31st March 2014	31st March 2013
I. Cash and Cash Equivalent		
a. Balances with Banks		
Current accounts	15,308,547	15,676,694
Short term deposits	--	--
Cheque on hand	--	--
	<u>15,308,547</u>	<u>15,676,694</u>
b. Cash on Hand	<u>176,760</u>	<u>257,805</u>
	<u>15,485,307</u>	<u>15,934,499</u>
II. Other Bank Balances		
Dividend accounts	616,528	779,906
Terms deposits with more than 12 months maturity	--	--
Other terms deposits	<u>225,100</u>	<u>224,827</u>
	<u>841,628</u>	<u>1,004,733</u>
	<u>16,326,935</u>	<u>16,939,232</u>
Term deposits of Rs. 225,100 (224,827) are under lien with banks against bank guarantees and L/C)		

Note No. 17

Short-term Loans and Advances

	31st March 2014	31st March 2013
Unsecured (considered good)		
Trade advances to suppliers (including to a company in which some of the directors are interested Rs. 7,500,000 (7,500,000))	83,012,884	68,469,264
Loans and advances to staff (including officers of the company Rs. 205,165 (153,573))	4,190,432	761,618
Input credits receivable	6,840,458	7,138,980
Prepaid expenses	4,087,386	4,520,670
Loans to ancillary units	1,896,862	2,219,688
Advance payment of taxes(net of provisions)	401,674	3,402,813
Other Loans and advances	<u>2,555,493</u>	<u>3,996,721</u>
	<u>102,985,189</u>	<u>90,509,754</u>

Note No. 18

Revenue from Operations

	2013-2014		2012-2013	
Sale of Products				
Export sales	23,980,150		6,324,198	
Domestic Sales	<u>755,306,750</u>		<u>734,822,770</u>	
		779,286,900		741,146,968
Other Operating Revenue				
Foreign currency fluctuation gain/(loss)	641,685		719,373	
Export incentive and credits	398,026		106,608	
Other operational income	<u>0</u>	1,039,711	<u>0</u>	825,981
		<u>780,326,611</u>		<u>741,972,949</u>

Note No. 19

Other Income

	2013-2014		2012-2013	
Interest receipts		962,061		831,566
Insurance claim received		--		180,499
Profit on sale of assets		124,213		330,570
Prior period income		--		223,679
Miscellaneous income		<u>165,155</u>		<u>454,647</u>
		<u>1,251,429</u>		<u>2,020,961</u>

Note No. 20

Cost of Materials Consumed

	2013-2014		2012-2013	
Raw Materials Consumed				
Opening Stock	24,157,425		19,468,351	
Purchase and direct expenses	<u>69,365,369</u>		<u>54,916,576</u>	
		<u>93,522,794</u>		<u>74,384,927</u>
Closing Stock	<u>23,080,705</u>		<u>24,157,425</u>	
		<u>70,442,089</u>		<u>50,227,502</u>

Note No. 21

Change in Inventories

	2013-2014		2012-2013	
Opening Stock				
Finished Goods	45,045,680		20,020,446	
Work-in-progress	<u>64,048,787</u>	109,094,467	<u>106,497,931</u>	126,518,377
Closing Stock				
Finished Goods	27,169,215		45,045,680	
Work-in-progress	<u>70,269,182</u>	97,438,397	<u>64,048,787</u>	109,094,467
		<u>11,656,070</u>		<u>17,423,910</u>

Note No. 22

Employee Benefit Expenses

	2013-2014		2012-2013	
Salaries, Wages, allowances and bonus		59,768,404		52,724,978
Contribution to employee benefits funds		7,467,849		8,437,692
Staff welfare expenses		<u>1,345,754</u>		<u>960,044</u>
		<u>68,582,007</u>		<u>62,122,714</u>
includes directors' remunerations		3,549,600		3,141,600

Note No. 23
Finance Costs

	2013-2014		2012-2013	
Interest				
Working Capital Finance	27,563,409		32,459,628	
Term loans	12,999,157		15,538,864	
Others	<u>66,730</u>	40,629,296	<u>1,591,739</u>	49,590,231
Other borrowing costs (including Guarantee Commission to a director Rs. 2,220,000)		3,340,300		58,170
		<u>43,969,596</u>		<u>49,648,401</u>

Note No. 24
Manufacturing Expenses

	2013-2014		2012-2013	
Manufacturing Expenses				
Power & Fuel	91,957,594		89,363,301	
Stores & Spares	151,423,731		146,133,780	
Machinery repairs and maintenance	4,337,348		3,986,401	
Fettling and other external processing charges	117,178,390		118,784,511	
Other expenses	<u>10,285,305</u>	375,182,368	<u>19,165,957</u>	377,433,950

Note No. 25
Other Expenses

	2013-2014		2012-2013	
Selling and Distribution Expenses				
Sales Commission	1,184,324		1,440,792	
Export freight and insurance	455,965		73,317	
Other selling expenses	<u>25,356,270</u>	26,996,559	<u>24,314,254</u>	25,828,363
Administration and Other Expenses				
Travelling expenses	5,359,553		4,385,589	
Rent	131,350		130,750	
Rates and taxes	298,009		465,806	
Advertisement expenses	304,164		282,807	
Insurance premiums	657,017		785,487	
Building and other repairs	2,446,160		2,499,095	
Directors' sitting fees	326,900		302,400	
Legal and professional fees	3,950,248		3,248,907	
Payment to auditors	281,276		232,192	
Bank discount, commission and other charges	878,761		984,893	
Donations	41,000		23,100	
Corporate social responsibility expenses	57,000		--	
Bad debts and sundry balances written off (net)	2,107,450		713,034	
Prior period expenses	229,009		--	
General expenses	<u>12,151,528</u>	29,219,425	<u>11,582,504</u>	25,636,564
		<u>56,215,984</u>		<u>51,464,927</u>

26 Basis of presentation of Financial Statements:

The consolidated financial statements relate to Investment & Precision Castings Limited (“the Company”) and its wholly owned subsidiary company, I&PCL Vacuum Cast Limited. The Consolidated accounts have been prepared on the following basis:

The audited financial statements of the subsidiary used in the consolidation are drawn up to the same reporting date as that of the parent company, i.e. year ended 31st March 2014.

27 Principles of Consolidation:

- a) The financial statements of the Company and its subsidiary company have been combined on a line-by-line basis by adding together the book values of like items of the assets, liabilities, income and expenses, after fully eliminating there from intra-group balances and intra-group transactions as per Accounting Standard (AS) - 21 “Consolidated Financial Statements” notified under the Companies (Accounting Standards) Rules, 2006.
- b) The financial statements of the parent company and its subsidiary company have been consolidated using uniform account policies for like transactions and other events in similar circumstances.

28 Balances with sundry debtors, sundry creditors and for advances are subject to confirmations from the respective parties. In absence of such confirmations, balances as per books have been relied upon by the Auditors.

29 The Company has not received information from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interests paid/payable under this act has not been given.

30 Deferred tax asset of Rs. 1,314,000 arising during the year, a major component of which is due to timing difference related to depreciation charged in the accounts and as claimed under the Income Tax Act, is credited to the profit & loss account. Details of the balance of Rs. 29,776,000 are as under:

Particulars	Rs.
Depreciation	32,422,585
Disallowance u/s 43B of the Income Tax Act	(2,646,585)
Total	29,776,000

31 The management of the Company has, during the year, carried out technological evaluation for identification of impairment of assets, if any, in accordance with the Accounting Standard AS-28 notified under the Companies (Accounting Standards) Rules, 2006. Based on the judgement of the management and as certified by the Directors, no provision for impairment is found to be necessary in respect of any of the assets.

32 As the company’s business activity, in the opinion of the management, falls within a single primary segment subject to the same risks and returns, the disclosure requirements of Accounting Standard AS-17 “Segment Reporting” notified under the Companies (Accounting Standards) Rules, 2006 are not applicable.

33 In the opinion of the Directors, the current assets, loans and advances are approximately of the value as stated in the balance sheet, if realised in the ordinary course of the business. The provision of all known liabilities is adequate and not in excess of the amount reasonably required.

34 Contingent Liabilities:

- (i) In respect of Central Sales Tax for which 'C' forms are pending for collection Rs. 79,839,000 (137,670,000)
- (ii) In respect of disputed Value Added Tax liabilities Rs. 1,193,604 (1,193,604).
- (iii) In respect of disputed Income Tax liabilities Rs. 312,000 (312,000)

35 Related Party Disclosures:

35.1 Associates: Tamboli Foundry Supplies and Services Ltd.

Nature of Transactions		2013-2014	2012-2013
Associates:		Rs.	Rs.
1.	Purchases of Materials and Services	3,302,503	1,998,391
2.	Purchase of Building	--	6,000,000
2.	Sale of Materials and assets	61,000	--
3.	Outstanding balance: Trade payable	--	--
	Trade receivable	5,104,822	7,92,925
	Security Deposit	10,000,000	--
	Trade Advance to suppliers	7,500,000	7,500,000

35.2 Key Management Personnel & Relatives : a) Shri Piyush I. Tamboli, b) Shri R. K. Menon c) Smt. Vishakha P. Tamboli.

Key Management Personnel:	2013-2014	2012-2013
	Rs.	Rs.
Remuneration	3,549,600	3,141,600
Guarantee Commission	2,220,000	--
Director Sitting Fee	54,000	--

36. Figures in the brackets are the figures for the previous year, unless otherwise stated.

37. All the amounts are stated in Indian Rupees, unless otherwise stated.

Signatures to Note No. 1 to 37

As per our Report of even Date
For SANGHAVI & COMPANY
 Chartered Accountants

MANOJ GANATRA
 Partner
 Bhavnagar
 Dated: May 30, 2014

FOR AND ON BEHALF OF THE BOARD
Piyush I Tamboli **R. K. Menon**

CHAIRMAN & EXECUTIVE DIRECTOR
 MANAGING DIRECTOR (DIN 00088753)
 (DIN 00146033)
 Bhavnagar
 Dated: May 30, 2014

INVESTMENT & PRECISION CASTINGS LIMITED

Reg. Office: Nari Road, Bhavnagar, Gujarat, India 364 006.

CIN: L27100GJ1975PLC002692

PROXY FORM

I/We residing at.....

being a Member/Members of Investment & Precision Castings Limited, with my/our shareholding details as shown below, hereby appoint.....

residing at

or failing him/her,

residing at

as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Seventh August 2014 and/or at any adjournment thereof.

Number of Equity Share held		
Folio Number		
If Demat	DP ID	
Shares	Client ID	

As witness my/our hand(s) is set this day of 2014.

Signed by the said.....

Affix
1 Rupee
Revenue
Stamp

Note: The proxy must be returned so as to reach the Registered Office of the Company at Nari Road, Bhavnagar not less than FORTY EIGHT HOURS before the time for holding the aforesaid meeting.

ELECTRONIC CLEARING SERVICES (ECS) MANDATE FORM**(For use by Investors holding shares in physical form)**

To,
 Investment & Precision Castings Limited
 C/o. MCS Limited, 101, Shatdal Complex, 1st Floor,
 Opp. Bata Show Room, Ashram Road
 Ahmedabad, Gujarat 380 009

Dear sirs,

FORM FOR ELECTRONIC CLEARING SERVICES FOR PAYMENT OF DIVIDEND

Please fill-in the information in CAPITAL LETTERS in ENGLISH ONLY

For shares held in physical formMaster Folio No. **For shares held in electronic form**DP Id Client Id

FOR OFFICE USE ONLY

ECS
Ref. No.

Name of Sole/First holder

Bank Name

Branch Name

Branch Code

(9 Digits Code Number appearing on the MICR Band of the cheque supplied by the Bank). Please attach a xerox copy of a cheque or a blank cheque of your bank duly cancelled for ensuring accuracy of the banks name, branch name and code number.

Account Type
(Please Tick (✓) wherever applicable)

→ Savings	<input type="checkbox"/>	Current	<input type="checkbox"/>	Cash Credit	<input type="checkbox"/>
-----------	--------------------------	---------	--------------------------	-------------	--------------------------

A/c No. (as appearing in the cheque book)

→

Effective date of this mandate

→

I, hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness of information supplied as above, the Company/MCS Ltd, will not be held responsible. I agree to avail ECS facility provided by RBI, as and when implemented by RBI/Investment & precision Castings Limited)

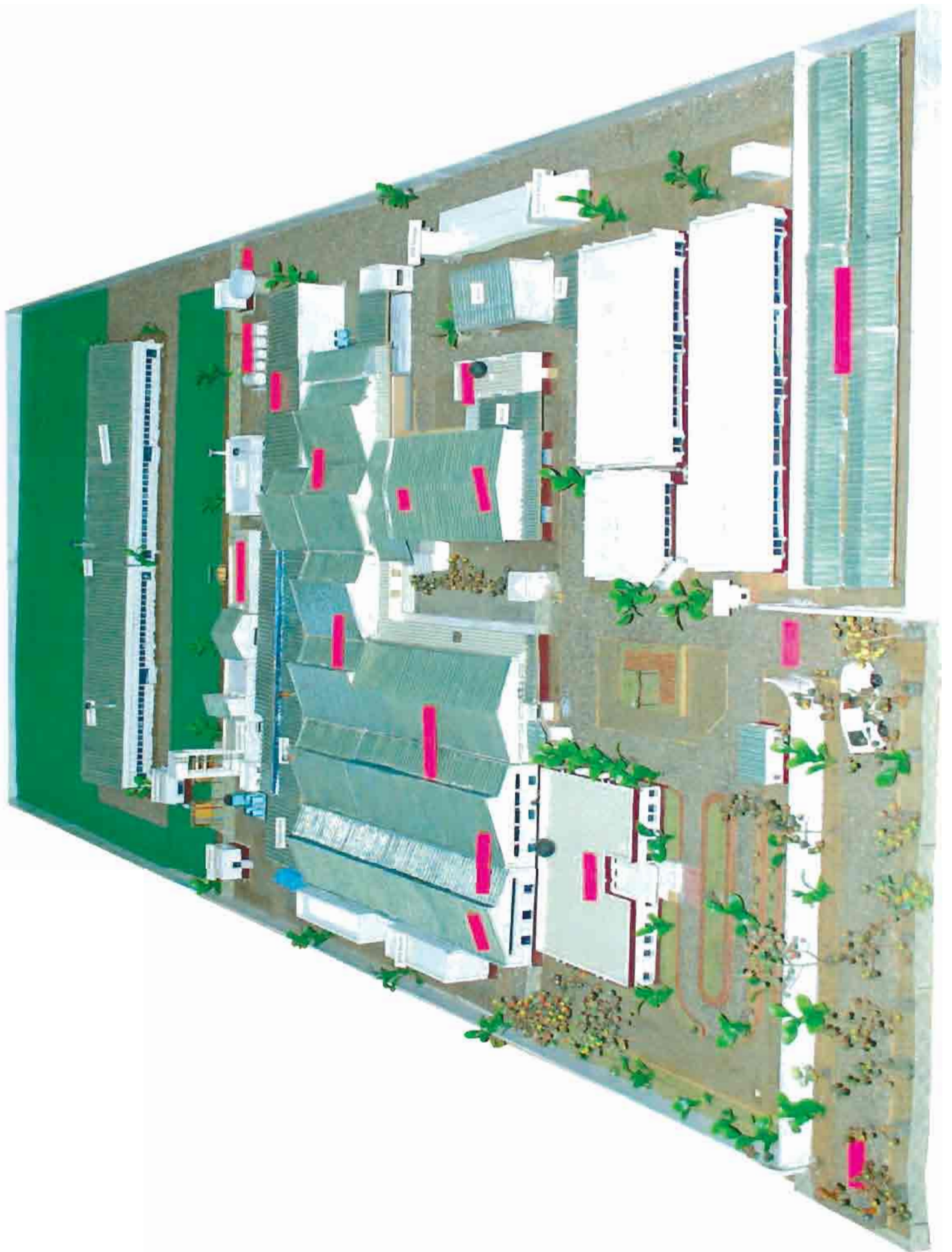
I further undertake to inform the Company any change in my Bank/branch and account number.

Dated : _____

(Signature of Sole/First holder)

Notes:

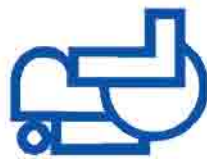
1. Whenever the Shares in the given folio are entirely dematerialised, then this ECS mandate form will stand cancelled
2. For Shares held in dematerialised mode nomination is required to be filed with the Depositor Participant in their prescribed form.



To,

If undelivered please return to :

INVESTMENT & PRECISION CASTINGS LTD.



REGD. OFFICE : NARI ROAD, BHAVNAGAR
& WORKS : GUJARAT, INDIA-364 006
TELEPHONE : (91) (0278) 252 3300 to 04
FAX : (91) (0278) 252 3500 to 02
EMAIL : direct1@ipcl.in
investor@ipcl.in
WEBSITE : www.ipcl.in