

# **RUTRON INTERNATIONAL LIMITED**

## **ANNUAL REPORT 2012-2013**

**Regd. Office.:** 1020, Ijmima Complex, Raheja Metroplex, Behind Goregaon Sports Club,  
Link Road, Malad (W), Mumbai - 400 064.



# RUTRON INTERNATIONAL LIMITED

## BOARD OF DIRECTORS:

|                         |   |                     |
|-------------------------|---|---------------------|
| Mr. Bipin M. Patel      | : | Director            |
| Mr. Pareshkumar K. Shah | : | Director            |
| Mr. Mayur M. Shah       | : | Director            |
| Mr. Vinay Todi          | : | Whole-time Director |
| Mr. Kailash Todi        | : | Whole-time Director |
| Mr. Deep Manoj Bathia   | : | Additional Director |

## AUDITORS:

Vishvesh A. Shah & Co.  
Chartered Accountants  
316, Abhishek Plaza, B/H Nav Gujrat Collage,  
Income Tax, Ahmedabad-380014

**Company CIN:** L60200MH1980PLC022303

## Registrars and Transfer Agents:

### Bigshare Services Pvt. Ltd.

E-2/3, Ansa Industrial Estate, Sakivihar Road,  
Saki Naka, Andheri (East),  
Mumbai – 400 072.  
Phone No. : 022- 40430200, Fax No. : 022-28475207  
Email id.:info@bigshareonline.com,  
Website: www.bigshareonline.com

## Bankers:

**Indian Bank**, Malad (W) Branch, Mumbai – 400 064.

## REGISTERED OFFICE:

1020, Ijmima Complex,  
Raheja Metroplex,  
Behind Goregaon Sports Club,  
Link Road,  
Malad (W),  
Mumbai - 400064  
Email: rutron1980@gmail.com  
Website: www.rutroninternational.com

## Compliance Officer:

Mr. Vinay Todi

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## Annual Report 2012-2013

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### NOTICE

NOTICE is hereby given that the Annual General Meeting of **RUTRON INTERNATIONAL LIMITED** will be held on Saturday, 24<sup>th</sup> August, 2013 at 11.00 a.m. at the Hotel Land Mark, Link Road, Malad (W), Mumbai - 400 064 to transact the following business.

#### **ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013, the Profit and Loss Account of the Company for the year ended on that date and the reports of the Directors and auditors thereon.
2. To appoint a Director in place of Mr. Pareshkumar Kantilal Shah, Director of the company who retires by rotation and being eligible offers himself for re-appointment.
3. To declare the dividend on Equity shares
4. To reappoint Auditors and to fix their remuneration.

“**RESOLVED THAT** M/s. Vishvesh A. Shah & Co., Chartered Accountants, be and is hereby reappointed as auditors of the Company to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting and that the Board of Directors be and is hereby authorized to fix their remuneration.”

#### **SPECIAL BUSINESS:**

##### **5. Sub division of face value of each Equity Share from ₹ 10/- to Re. 1/-**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution.

“**RESOLVED THAT** pursuant to the provisions of Section 94 and other applicable provisions, if any, of the Companies Act, 1956, (Act) and the provisions of Memorandum & Articles of Association and subject to the approvals, consents, permissions and sanctions as sub-divided into 20,00,00,000 Equity Shares of Re. 1/- each AND THAT Clause V (being may be necessary from the appropriate authorities or bodies, the 2,00,00,000 Equity shares of the nominal value of ₹10/- each in the authorized share capital of the Company be sub Capital Clause) of the Memorandum of Association be altered accordingly.

“**RESOLVED FURTHER** that the Board of Directors of the Company (“the Board”, which expression shall also include a Committee thereof) be and they are hereby authorized to issue new share certificates representing the sub-divided equity shares with new distinctive numbers, consequent to the sub-division of shares as aforesaid and /or credit the shareholders' accounts maintained with the Depositories, subject to the rules as laid down in the Companies (Issue of Share Certificates) Rules, 1960, and the Articles of Association of the Company and to inform the Depositories and the Registrar and Transfer Agents of the Company and execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board, to any Committee thereof or to any Director(s), to give effect to the aforesaid resolution.”

##### **6. Regularization of Additional Director**

To Consider and if thought fit to pass the following resolution with or without modification(s) as an Ordinary Resolution.

“**RESOLVED THAT** Mr. Deep Manoj Bathia who was appointed as additional Director of the company by the Board of Directors with effect from 25th July, 2013 and who according to section 260 of the companies Act, 1956 hold office up to the date of this Annual General Meeting and in respect of whom the company has received a notice from shareholders in writing proposing his candidature for the office of the Directors be and is hereby appointed as a Director of the company”.

**BY ORDER OF THE BOARD**

**Sd/-  
Vinay Todi  
Whole Time Director**

**Dated : 25.07.2013  
Place : Mumbai.**

# RUTRON INTERNATIONAL LIMITED

## NOTES :

1. The Register of Members will be closed from the 19<sup>th</sup> July, 2013 to 23<sup>th</sup> July, 2013 (both days inclusive), for the purpose of Dividend and Annual General Meeting.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on his behalf. A Proxy need not be a Member of the Company. Proxy forms in order to be effective must be received at Registered Office of the company situated at 1020, Ijmima Complex, Raheja Metroplex, Behind Goregaon Sports Club, Link Road, Malad (W), Mumbai -400 064, 48 hours before the Annual General Meeting.
3. Members are requested to bring their copies of the Report and Accounts to the Meeting.
4. The Members are requested to intimate the Company regarding any change of their address immediately to the Registered Office quoting their Folio Number.
5. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 11.00 a.m. to 1.00 p.m. up to the date of AGM.
6. Members are requested to affix their signatures at the space provided on the Attendance Slip annexed to the Proxy Form and hand over the Slip at the entrance to the place of the Meeting.
7. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the AGM.
8. Brief Profiles of the Director who is proposed to be appointed / re-appointed is given as Additional Information on Directors, which part of the Notice.
9. The Company has made necessary arrangements for the Members to hold their shares in dematerialized form. Those members who are holding shares in physical form are requested to dematerialize the same by approaching any of the Depository Participants (DPs). In case any member wishes to dematerialize his/her shares and needs any assistance, he/she may write to the Director at the Registered office of the company
10. **Payment of dividend through ECS/NECS :**  
All companies are mandatorily required to use ECS/NECS facility wherever available for distributing dividends, wherein the dividend amount would be directly credited to Member's respective bank accounts.  
The Members, holding shares in dematerialized form are advised to intimate the bank details/change in bank details to their respective DPs. Those Members who are holding their shares in physical form are advised to send bank details/changes therein, if any, to the RTA or to the company. In case of absence of ECS/NECS facility, the Company will send the dividend pay orders/Demand Draft to the registered address of the Members.  
To enable the Company to print the bank account details on the dividend pay orders/Demand Draft as a security measure for the credit to the correct recipient, members are required to update their bank account details with their respective DPs, RTA or the Company.

## ANNEXURE TO THE NOTICE:

### EXPLANATORY STATEMENT UNDER SECTION 173(2) OF THE COMPANIES ACTS, 1956.

The following Explanatory Statement sets out the material facts relating to the business under item 5 & 6 of the accompanying Notice:

#### Special Business -Item No. 5:

The shareholders to note that the Equity Shares of your Company are listed on the Bombay Stock Exchange Limited, Mumbai (BSE). The market price of the shares of the Company has witnessed significant spurt in the recent past. In order to improve the liquidity of the Company's shares in the stock market and to make it affordable to the small investors, the Board of Directors of the Company ('the Board') at their meeting held on 04<sup>th</sup> July, 2013 considered it desirable to sub-divide the nominal value of the equity portion of the authorized share capital of the Company.

The shareholders may please note that presently the nominal value of the equity shares is ₹10/- each and consequent to the sub-division it is being divided into 10 (Ten) equity shares of Re. 1/- each. The date on which this sub-division would become effective, will be decided by the Board after obtaining the shareholders' approval, which will be notified to the Stock Exchange.

Shareholders attention is also invited to the fact that in view of the foregoing, the existing Capital Clause V in the Memorandum of Association of the Company relating to equity shares also need relevant amendment to give effect to the sub-division.

The Board of Directors recommends the resolution for your approval.

None of the directors is concerned or interested in the said resolution, except to the extent of shares held by them in the Company.

#### Special Business- Item No 6

Mr. Deep Manoj Bathia who was appointed as additional director of the company by the Board of Directors w.e.f 25th July, 2013. He holds office upto the ensuing Annual General Meeting. The company has received the notice proposing his appointment as a regular director. The Board recommends his appointment as Director. Board recommends the shareholders to pass the resolution as an Ordinary resolution.

Except Mr. Deep Manoj Bathia, None of the other Directors of the Company are interested or concerned in aforesaid Resolution.

**BY ORDER OF THE BOARD**

Sd/-

**Vinay Todi**

**Whole Time Director**

**Dated : 25.07.2013**

**Place : Mumbai.**

## Annual Report 2012-2013

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### INFORMATION AS REQUIRED UNDER CLAUSE 49(IV)(G) OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT

|                             |   |
|-----------------------------|---|
| Name of Director            | Pareshkumar Kantilal Shah   |
| Age                         | 52 years  |
| Date of appointment         | 01/09/2010  |
| Qualification               | Engineer  |
| Brief Profile               | An engineer by qualification having experience both in Business and Service Sector. |
| Shareholding in the Company | NIL   |

### INFORMATION AS REQUIRED UNDER CLAUSE 49(IV)(G) OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT

|                             |  |
|-----------------------------|--|
| Name of Director            | Deep Manoj Bathia  |
| Age                         | 23 years   |
| Date of appointment         | 25/07/2013   |
| Qualification               | B.Com  |
| Brief Profile               | A graduate by qualification Having experience in Business field. |
| Shareholding in the Company | NIL  |

# RUTRON INTERNATIONAL LIMITED

## DIRECTORS REPORT

To,  
The Members

### Rutron International Limited

Your Directors have pleasure in presenting the Annual Report together with the audited statement of accounts for the financial year ended on 31st March, 2013.

### FINANCIAL RESULTS :

| Particulars   | ₹ in Lacs)   |              |
|---|--------------|--------------|
|   | 2012-2013    | 2011-2012    |
| Total Income  | 516.11       | 303.50       |
| Total Expenditure                                       | 443.29       | 272.82       |
| <b>Profit/(Loss) before Depreciation &amp; Taxation</b> | <b>72.86</b> | <b>30.69</b> |
| Depreciation  | 0.04         | 0.01         |
| Provision for taxation                                  | 22.44        | 20.09        |
| Profit (loss) after Tax                                 | 50.37        | 10.59        |
| <b>Appropriations</b>                                   |              |              |
| Proposed Equity Dividend                                | 17.61        | -            |
| Tax on Proposed Equity Dividend                         | 2.86         | -            |

### DIVIDEND :

Your directors are pleased to recommend the dividend for the financial year 2012-13 on Equity Shares of ₹ 10/- each at Re. 0.10/- per share equivalent to 1% aggregating to ₹ 17,61,000/- (Rupees Seventeen Lacs Sixty One Thousand Only)

### DIRECTORS :

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association, Mr. Pareshkumar Kantilal Shah, Director retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Mr. Bharatkumar Nathabhai Buha has resigned from directorship w.e.f. 07/02/2013.

### AUDITORS :

The retiring auditors, namely M/s. Vishvesh A. Shah & Co., Chartered Accountants, hold office until the conclusion of the forthcoming Annual General Meeting and are seeking re-appointment. They have confirmed that their appointment if made, at the Annual General Meeting, will be within the limits prescribed under sub section (1B) of Section 224 of the Companies Act, 1956. Members are requested to consider their re-appointment.

### AUDITORS REPORTS :

The observations of the Auditors in their Report and Notes Attached to the Accounts are Self-Explanatory and do not require any Further Clarifications.

### DIRECTORS RESPONSIBILITY STATEMENT :

Pursuant to the requirement under section 217 (2AA) of the Companies Amendment Act, 2000 with respect to Director Responsibility Statement it is hereby confirmed:

1. That in the preparation of the annual accounts for the financial year ended 31st March, 2013 the applicable accounting standard had been followed along with proper explanation relating to material departures.
2. That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of loss of the Company for the year under review.
3. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. That the directors had prepared the accounts for the financial year ended 31st March, 2013 on a going concern basis.

## Annual Report 2012-2013

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### **CORPORATE GOVERNANCE :**

The Board had implemented Corporate Governance Code in pursuance of clause 49 of Listing Agreement during the year. The report on Corporate Governance is annexed hereto forming part of this report. The requisite certificate from Statutory Auditors of the Company on implementation of requirements of the Corporate Governance is also annexed herewith forming part of this report.

### **POSTAL BALLOT :**

Your company has taken the approval from the members of the company for transfer of its logistic Business to M/S Rutron Logistics Private Limited through postal ballot whereof result was declared on 29.08.2012.

### **LISTING :**

The Company's Shares are listed on Bombay Stock Exchange Limited. The Company has paid Listing fees for F.Y. 2013-14 to the Bombay Stock Exchange Limited.

### **MANAGEMENT DISCUSSION AND ANALYSIS :**

The Management Discussion and Analysis Report is attached herewith and forms part of the Director Report.

### **PARTICULARS OF THE EMPLOYEES :**

The Company has no employee to whom the provision of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 apply and henceforth not applicable to the company.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO :**

Conservation of energy and technology absorption information pursuant to Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is not applicable. There is no Foreign Exchange Earnings and Outgoes during the year.

### **ACKNOWLEDGMENT :**

The Directors wish to thank and deeply acknowledge the co-operation and assistance received from the Bankers and shareholders. The Director also wishes to place on record their appreciation of the devoted services of employees of the Company.

**PLACE : Mumbai**

**DATE : 04.07.2013**

**FOR AND ON BEHALF OF THE**

**BOARD OF DIRECTORS,**

**Sd/-**

**Vinay Todi**

**Whole Time Director**

**Sd/-**

**Kailash Todi**

**Whole Time Director**



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### A) INDUSTRY STRUCTURE AND DEVELOPMENT:

The company is engaged in Financial Services Activity, Consultancy Business.

### B) PERFORMANCE:

During the fiscal 2013, the Income from Operations of the Company stood at ₹ 516.11 Lacs as compared to previous fiscal of ₹ 303.50 Lacs.

In this fiscal, Company profits have increased to ₹ 50.37 Lacs as compared to the profit of ₹ 10.59 Lacs in fiscal 2012.

### C) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

An appropriate and adequate system of internal controls exist in your company to ensure that all assets are safeguarded and protected against loss or from misuse or disposition, and that the transactions are authorized, recorded and reported suitably. Internal control systems are ensuring effectiveness of operations, accuracy and promptness of financial reporting and observance with laws & regulations.

The internal control is supplemented on an ongoing basis, by an extensive program of internal audit being implemented throughout the year, by the in house internal audit. The internal audit reports along with management comments thereon are review by the Audit Committee of the Board comprising of independent and non-executive Directors, on a regular basis. Implementations of the suggestions are also monitored by the Audit Committee. The internal control is designed to ensure that the financial and other records of the company are reliable for preparing financial statements and other data, and for maintaining accountability of assets.

### D) HUMAN RESOURCES POLICIES:

At present the Directors of the company were taking care of the operations mainly. However, the Company has plans to appoint staff now to improve the business.

### E) CAUTIONARY STATEMENT:

The statements in report of the Board of Directors and the Management Discussion & Analysis Report describing the Company's outlook, estimates or predictions may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied since the Company's operations are influenced by many external and internal factors beyond the control of the Company. The Company takes no responsibility for keeping the members updated on changes in these factors except as may be statutorily required from time to time.

### CORPORATE GOVERNANCE REPORT

#### 1) COMPANY'S PHILOSOPHY:

The Corporate Governance code as introduced by Securities and Exchange Board of India (SEBI) in pursuance of clause 49 of Listing Agreement and subsequently amended from time to time.

The company believes in maximum utilization of resources at minimum cost and attaining maximum long term shareholders value. The company has also consistently followed good corporate policy and enhanced its value in the eyes of shareholders, Bankers, Customers and Employees.

#### 2) BOARD OF DIRECTORS:

##### a) Composition and category of Directors as on 31.03.2013:

The Board of Directors of the Company comprises of a fair number of Independent, professionally competent and acclaimed Non Executive Directors. The Board of Directors of the Company consists of Five Members.

|                               |   |                                      |
|-------------------------------|---|--------------------------------------|
| Mr. Bipin Magaldas Patel      | - | Non-Executive & Independent Director |
| Mr. Pareshkumar Kantilal Shah | - | Non-Executive & Independent Director |
| Mr. Mayur Manubhai Shah       | - | Non-Executive & Independent Director |
| Mr. Vinay Todi                | - | Executive & Non-Independent Director |
| Mr. Kailash Todi              | - | Executive & Non-Independent Director |

None of the Directors have pecuniary or Business relationship with the Company except as mentioned elsewhere in the Annual Report.

During the year there were in total Six Board Meetings held on the following dates 29/05/2012, 24/07/2012, 13/08/2012, 28/09/2012, 09/11/2012 and 08/02/2013. The time gap between the two meetings was not more than 4 months. All the information required to be furnished to the Board was made available to them along with detailed Agenda notes.

| Sl. No. | Name of Director             | Category            | No of Meetings Attended | Attendance at Last AGM | No. of Directorships | No. of Committee membership |
|---------|------------------------------|---------------------|-------------------------|------------------------|----------------------|-----------------------------|
| 1.      | Mr Bipin Magaldas Patel      | Director            | 4                       | Yes                    | 2                    | 3                           |
| 2.      | Mr Pareshkumar Kantilal Shah | Director            | 5                       | Yes                    | 2                    | 1                           |
| 3.      | Mr. Mayur Manubhai Shah      | Director            | 6                       | Yes                    | 4                    | 3                           |
| 4.      | Mr. Vinay Todi               | Whole Time Director | 6                       | Yes                    | 1                    | 2                           |
| 5.      | Mr. Kailash Todi             | Whole Time Director | 6                       | Yes                    | 1                    | Nil                         |
| 6.      | Bharatkumar Nathabhai Buha   | Director            | 3                       | Yes                    |                      |                             |

\* Mr. Bharatkumar Nathabhai Buha resigned from the Board w.e.f. 07/02/2013

#### 3) AUDIT COMMITTEE

The company has Reconstituted the Audit Committee on 08/02/2013 with the following Members:-

1. Mayur Manubhai Shah - Chairman
2. Bipin Mangaldas Patel - Member
3. Vinay Todi - Member

#### 4) REMUNERATION COMMITTEE

The company has Reconstituted the Remuneration Committee on 08/02/2013 with the following Members:-

- Mr. Bipin Magaldas Patel - Chairman  
Mr. Pareshkumar Kantilal Shah - Member  
Mr. Mayur Manubhai Shah - Member

# RUTRON INTERNATIONAL LIMITED

5) **SHAREHOLDERS GRIEVANCES / INVESTOR'S SERVICE COMMITTEE**

The company has Reconstituted the Shareholders Grievance Committee on 08/02/2013 with the following Members:-

1. Mayur Manubhai Shah - Chairman
2. Bipin Mangaldas Patel - Member
3. Vinay Todi - Member

6) **GENERAL BODY MEETINGS :**

A. **Particulars of General meetings held during last three years**

| Year      | Location  | Date       | Time       |
|-----------|---|------------|------------|
| 2009-2010 | 211, NEW INDUSTRIAL ESTATE, OFF MAHAKALI CAVES ROAD, MUMBAI - 400093  | 30/08/2010 | 11:00 A.M. |
| 2010-2011 | A-9, GIRIRAJ INDUSTRIAL ESTATE, OPP. AHURA CENTRE, MAHAKALI CAVES ROAD, ANDHERI (E), MUMBAI-400 093.        | 30/09/2011 | 11:00 A.M. |
| 2011-2012 | 1020, IJMIMA COMPLEX, RAHEJA METROPLEX, BEHIND GOREGAON SPORTS CLUB,, LINK ROAD, MALAD (W), MUMBAI – 400064 | 29/09/2012 | 11:00 A.M. |

B. **Extraordinary General meetings held during the year:**

| Date       | Location  | Time      |
|------------|---|-----------|
| 09/04/2012 | 1020, IJMIMA COMPLEX, RAHEJA METROPLEX, BEHIND GOREGAON SPORTS CLUB,, LINK ROAD, MALAD (W), MUMBAI – 400064 | 4:30 P.M. |

C. **Postal Ballot :**

|            |   |
|------------|---|
| 29/08/2012 | 1020, IJMIMA COMPLEX, RAHEJA METROPLEX, BEHIND GOREGAON SPORTS CLUB, LINK ROAD, MALAD (WEST), MUMBAI – 400 064. |
|------------|---|

7) **DISCLOSURES:**

During the year under review, besides the transactions reported in this Annual Report there were no other related party transactions of material nature with the promoters, Directors, the management or their subsidiaries or relatives during the year that may have potential conflict with the interest of the company at large.

There were no fresh instances of Non-compliance on any matter related to the capital market during the past three years and that no penalties or strictures were imposed on the Company by any Stock Exchange or SEBI.

8) **MEANS OF COMMUNICATION:**

a. Quarterly Financial Results were published during the Financial year as follows:

| Financial Result           | Un-audited / Audited* | Newspaper                           |
|----------------------------|-----------------------|-------------------------------------|
| First Quarter              | Un-audited            | Business Standard & Aapla Mahanagar |
| Second Quarter             | Un-audited            | Financial Express & Aapla Mahanagar |
| Third Quarter              | Un-audited            | Business Standard & Aapla Mahanagar |
| Fourth Quarter / Full year | Audited               | Business Standard & Aapla Mahanagar |

\* The Board of Directors of the Company approved and took on record the Un-Audited / Audited financial results within 45 days of quarter / half year and communicated the result to the Stock Exchange where the shares of the Company is listed and published in news papers as indicated above and also put on Company's website [www.rutroninternational.com](http://www.rutroninternational.com)

Note: Un-audited Financial Results were intimated to Stock Exchanges within 45 days of first three quarters and Audited Financial Results for the last quarter /financial year ending within 60 days of close of financial year.

b. **MANAGEMENT DISCUSSION AND ANALYSIS**

The Directors Report includes management Discussions and analysis.

c. **GENERAL SHAREHOLDERS INFORMATION:**

The Annual General Meeting is scheduled to be held on Saturday, 24th July, 2013 at 11.00 a.m. at Hotel Land Mark, Link Road, Malad (W), Mumbai - 400 064.

## Annual Report 2012-2013

The Financial year of the company is from 1<sup>st</sup> April to 31<sup>st</sup> March.

Tentative calendar for the year 2013-14 is as per following:-

Results for the quarter ending on 30th June 2013: Second week of August 2013.

Results for the quarter ending on 30<sup>th</sup> Sept. 2013: Second Week of Nov. 2013.

Results for the quarter ending on 31<sup>st</sup> Dec. 2013: Second Week of Feb. 2014.

Results for the quarter ending on 31<sup>st</sup> March 2014: Last Week of May 2014.

### 9) Book Closure

Book Closure dates are from 19th July, 2013 to 23<sup>rd</sup> July 2013 (both days inclusive).

#### Dividend :

Your directors declared dividend @ 1% i.e. Re. 0.10 per equity share on face value of ₹10/- only each for the financial year ended 2012-13.

### 10) Listing Fees

The company's shares are listed at the Bombay Stock Exchange, Mumbai and the Annual listing fees as prescribed by the Bombay Stock Exchange where shares of the Company is listed is paid upto 31<sup>st</sup> March 2014.

### 11) Stock Code

Trading Symbol at : Bombay Stock Exchange Limited (Physical Segment)

504335 RUTRINT

Demat ISIN Number in : Equity Shares

NSDL & CDSL : INE040N01011

- 12) **Share Transfer System** : Share transfer in physical form are presently registered and returned within a period of 15 days from the date of lodgment, in case the documents are complete in all respects. The Share Transfer Committee meets once a month if there are transfers to be approved.

### 13) Stock Market data from April 2012 to March 2013 (In ₹ / Per Share):

| Re-constituted | High (₹) | Low (₹) | Period   | High (₹) | Low (₹) |
|----------------|----------|---------|----------|----------|---------|
| April 2012     | --       | --      | Oct 2012 | 40.15    | 31.90   |
| May 2012       | 6.06     | 5.25    | Nov 2012 | 79.70    | 40.95   |
| June 2012      | 8.91     | 6.36    | Dec 2012 | 121.30   | 83.65   |
| July 2012      | 18.41    | 9.35    | Jan 2013 | 186.85   | 123.70  |
| Aug 2012       | 25.40    | 19.30   | Feb 2013 | 244.00   | 190.55  |
| Sep 2012       | 31.30    | 25.90   | Mar 2013 | 270.00   | 243.00  |

### DISTRIBUTION OF SHAREHOLDINGS AS ON 31<sup>st</sup> MARCH 2013

| Shares or Debentures Holding of nominal value of (in ₹) | Shares / debenture Holders |               | Shares / Debenture amount |               |
|---|----------------------------|---------------|---------------------------|---------------|
|   | Number                     | % total       | (In ₹)                    | % of total    |
| Upto 5000   | 49                         | 27.84         | 44840                     | 0.026         |
| 5001 - 10000  | 2                          | 1.14          | 20000                     | 0.011         |
| 10001 - 20000   | 5                          | 2.84          | 73620                     | 0.042         |
| 20001 - 30000   | 3                          | 1.70          | 78000                     | 0.044         |
| 30001 - 40000   | 1                          | 0.57          | 38600                     | 0.022         |
| 40001 - 50000   | 3                          | 1.70          | 150000                    | 0.085         |
| 50001 - 100000  | 10                         | 5.68          | 797300                    | 0.453         |
| 100001 and above  | 103                        | 58.53         | 174897640                 | 99.317        |
| <b>Total</b>  | <b>176</b>                 | <b>100.00</b> | <b>176100000</b>          | <b>100.00</b> |

## RUTRON INTERNATIONAL LIMITED

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### SHAREHOLDING PATTERN AS ON 31<sup>st</sup> MARCH, 2013:

| Category                   | No. of Shares   | Percentage    |
|----------------------------|-----------------|---------------|
| Promoters                  | 0.00            | 0.00          |
| Mutual Funds / UTI & Banks | --              | --            |
| Private Corporate Bodies   | 823759          | 4.6778        |
| Resident Individuals       | 16725684        | 94.9783       |
| NRIs / FIIs                | 0.00            | 0.00          |
| Other                      | 60557           | 0.3439        |
| <b>Total :</b>             | <b>17610000</b> | <b>100.00</b> |

**14) Dematerialization of Shares:**

As on 31.03.2013, Total 98.86% of total Paid capital of the Company was stood as Dematerialized.

**15) Registrar and Transfer Agent.**

The name and address of Company's Transfer Agent is as per following:

**Bigshare Services Pvt. Ltd.**

E-2/3, Ansa Industrial Estate, Sakivihar Road,  
Saki Naka, Andheri (East),  
Mumbai – 400 072.

Phone No. : 022-40430200, Fax No. : 022-28475207

Email id.:info@bigshareonline.com, Website: www.bigshareonline.com

**16) GDRs / ADRs/Warrant etc.:**

The Company did not issue any GDRs / ADRs/Warrants or any convertible instruments.

**AUDITORS' REPORT ON CORPORATE GOVERNANCE**

To  
The Members,  
**RUTRON INTERNATIONAL LTD.**

We have examined the compliance of conditions of Corporate Governance by Rutron International Limited, for the year ended on 31<sup>st</sup> March, 2013, as stipulated in Clause 49 of listing agreement of the said Company with stock exchange.

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

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

As required by the Guidance Note issued by the Institute of Chartered Accountants of India we have to state that no investor grievances were pending for a period of one month against the company as per the records maintained by the Share transfer-cum-investors Grievance Committee.

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

**For Vishves A Shah & Co.,  
Chartered Accountants,  
Firm Regn No.121356W**

**Sd/-  
Vishves A Shah  
Proprietor.  
M. No. 109944**

**Place : Mumbai  
Date : 04.07.2013**

# RUTRON INTERNATIONAL LIMITED

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## CEO/CFO CERTIFICATION

To  
The Board of Directors  
**RUTRON INTERNATIONAL LTD.**  
Mumbai

Dear Sirs,

We have reviewed financial statements and the cash flow statement for the year ended 31<sup>st</sup> March 2013 and to the best of our knowledge and belief that:

- i. These statements do not contain any materially untrue 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;
- iii. No transactions entered into by the Company during the above said period which is fraudulent, illegal or volatile of the company's code of conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

We have indicated to the auditors that:

- iv. There is no significant changes in internal control over financial reporting during the year;
- v. There is no significant changes in accounting policies during the period and that the same have been disclosed in the notes to the financial statements; and
- vi. There is no instances of fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For Rutron International Limited

*sd/-*  
**Vinay Todi**  
Whole Time Director

Place : Mumbai  
Date : 04.07.2013

### INDEPENDENT AUDITOR'S REPORT

To,

The Members of

M/s. Rutron International Ltd.

We have audited the accompanying financial statements of **M/s. Rutron International Ltd.**, which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
  - b) in the case of the Statement of Profit and Loss, of the profit/ loss for the year ended on that date; and
  - c) In the case of the Cash Flow Statement, of the cash flow for the year ended on that date.
1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
  2. As required by section 227(3) of the Act, we report that:
    - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.



## RUTRON INTERNATIONAL LIMITED

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- d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956.
- e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) It may be noted that at present, no Rules relating to the amount of cess for rehabilitation or revival or protection of assets of sick industrial companies, payable by a company under section 441A of the Act have been notified by the central Government. Thus, it would not be possible for the auditor to comment on the regularity or otherwise about the cess till the time relevant rules or regulations are issued.

**For, Vishves A. Shah & Co.**

Chartered Accountants

Firm No.121356w

Sd/-

(Vishves A. Shah)

Proprietor

M. No. 109944

Date: Mumbai

Place : 29<sup>th</sup> May, 2013

### **Annexure To Independent Auditor's Report For the Year Ended as on 31<sup>st</sup> March, 2013.**

(Referred to in Paragraph (1) of our Report of even date)

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

1. (a) The company has maintained proper fixed records showing full particulars, including quantitative details and situation of fixed assets.  
(b) The fixed assets of the company have been physically verified by the Management during the year in accordance with the regular program, which in our opinion is reasonable having regard to the size of the company and the nature of fixed assets. No material discrepancies were noticed on such physical verification.  
(c) During the year company has sold its loss making logistics division and otherwise No substantial part of the fixed assets has been disposed off during the year, which has bearing on the going concern assumptions.
2. Since the company is engaged in commission trading and distribution services this clause is not applicable in this case.
3. (a) The company has not granted interest free unsecured loan to any company or parties, covered in the register maintained under section 301 of the companies act, 1956.  
(b) The company has not taken any unsecured loans from companies, firms or other parties covered in the register maintained u/s 301 of the companies act,1956.
4. (a) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regards to purchase of fixed assets and with regard to the sale of services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. In respect of particulars of contracts or arrangements and transactions entered in the register maintained in pursuance of section 301 Companies Act, 1956.  
(a) To the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that transaction that need to be entered into the register maintained under 301 of the Companies Act, 195 has been duly entered in the register maintained u/s 301 of the Companies Act, 1956.
6. As informed by the management during the year, the Company has not accepted any deposits from the public within the purview of Section 58A, 58AA or any other relevant provisions of the Companies Act, 1956.
7. In our opinion, The Company has an adequate internal audit system commensurate with its size and nature of the business.
8. The company has not been prescribed to maintain cost records under section 209(1)(d) of the Companies Act, 1956.
9. (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including income tax, sales tax, wealth tax, service tax, and other statutory dues, applicable to it. No undisputed amounts payable were in arrears, as 31<sup>st</sup> March,2013 for a period of more than six months from the date they became payable.  
(b) The records of the company examined by us there are no disputed amounts in respect of various statutes which have not been deposited.
10. The company does not have accumulated losses as at the end of financial year. The company has not incurred cash losses in the current financial year covered by the audit.
11. In our opinion and according to the information and explanation given to us, the company has not defaulted in repayment of dues to its bankers or financial institution.
12. The Company has not granted any loans and 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 society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
14. In our opinion, the company has maintained proper records of the transactions and contracts of its trading or dealing in shares, securities and other investments and timely entries have been made therein. All the shares, securities and other investments have been held by the company in its own name.

## RUTRON INTERNATIONAL LIMITED

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15. The Company has not given any guarantee for loan taken by others from bank or financial institutions.
16. The company has not obtained any term loan during the year. Accordingly clause 4(xvi) is not applicable to the company.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment.
18. According to the information and explanations given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
19. The company did not have any outstanding debentures during the year.
20. The company has not raised any money by public issue during the year covered by our report.
21. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the course or our audit.

**For, Vishves A. Shah & Co.  
Chartered Accountants**

**Firm No.121356w**

**Sd/-  
(Vishves A. Shah)  
Proprietor  
M. No. 109944**

**Date : 29<sup>th</sup> May, 2013**

**Place : Mumbai**

# Annual Report 2012-2013

## BALANCE SHEET AS AT MARCH 31, 2013

| Particulars   | Note No. | (Amount in INR)      |                      |
|---|----------|----------------------|----------------------|
|   |          | As at March 31, 2013 | As at March 31, 2012 |
| <b>I Equity &amp; Liabilities</b>                   |          |                      |                      |
| <b>1. Shareholders' funds</b>                       |          |                      |                      |
| (a) Share Capital                                   | 2        | 176,100,000          | 176,100,000          |
| (b) Reserves and Surplus                            | 3        | 2,764,045            | (226,421)            |
| (c) Money received against share warrants           |          | -                    | -                    |
|   |          | <b>178,864,045</b>   | <b>175,873,579</b>   |
| <b>2. Share application money pending allotment</b> |          |                      |                      |
|   |          | -                    | -                    |
| <b>3. Non - Current Liabilities</b>                 |          |                      |                      |
| (a) Long -Term Borrowings                           |          | -                    | -                    |
| (b) Deferred Tax Liabilities (Net)                  |          | -                    | 3,843                |
| (c) Other Long - Term Liabilities                   |          | -                    | -                    |
| (d) Long - Term Provisions                          |          | -                    | -                    |
|   |          | -                    | <b>3,843</b>         |
| <b>4. Current Liabilities</b>                       |          |                      |                      |
| (a) Short - Term Borrowings                         | 4        | -                    | 10,543,439           |
| (b) Trade Payables                                  | 5        | 80,350               | 938,389              |
| (c) Other Current Liabilities                       | 6        | 16,307               | 199,000              |
| (d) Short - Term Provisions                         | 7        | 5,268,742            | 954,000              |
|   |          | <b>5,365,399</b>     | <b>12,634,828</b>    |
| <b>TOTAL</b>  |          | <b>184,229,444</b>   | <b>188,512,250</b>   |
| <b>II Assets</b>                                    |          |                      |                      |
| <b>1. Non - Current Assets</b>                      |          |                      |                      |
| (a) Fixed Assets                                    | 8        |                      |                      |
| (i) Tangible Assets                                 |          | -                    | 96,255               |
| (ii) Intangible Assets                              |          | -                    | -                    |
| (iii) Capital Work-in-Progress                      |          | -                    | -                    |
| (b) Non - Current Investments                       |          | -                    | -                    |
| (c) Long - Term Loans and Advances                  |          | -                    | -                    |
| (d) Other Non - Current Assets                      |          | -                    | -                    |
|   |          | -                    | <b>96,255</b>        |
| <b>2. Current Assets</b>                            |          |                      |                      |
| (a) Inventories                                     |          | -                    | -                    |
| (b) Trade Receivables                               | 9        | -                    | 15,332,846           |
| (c) Cash and Cash equivalents                       | 10       | 5,813,618            | 21,265,408           |
| (d) Short - Term Loans and Advances                 | 11       | 178,415,826          | 151,817,741          |
| (e) Other Current Assets                            |          | -                    | -                    |
|   |          | <b>184,229,444</b>   | <b>188,415,995</b>   |
| <b>TOTAL</b>  |          | <b>184,229,444</b>   | <b>188,512,250</b>   |
| <b>Significant Accounting Policies</b>              | 1        |                      |                      |

As per our report of even date

**For Vishves A Shah & Co.**  
Chartered Accountants  
FRN : 121356W

Sd/-  
**Vishves A Shah**  
Proprietor  
M. No. 109944  
Place : Mumbai  
Date : 29/5/2013

For & on behalf of the Board  
**Rutron International Limited**

Sd/-  
**Kailash Todi**  
Whole-time Director

Sd/-  
**Vinay Todi**  
Whole-time Director

# RUTRON INTERNATIONAL LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2013

| Particulars   | Note No. | For the year ended<br>March 31, 2013 | For the year ended<br>March 31, 2012 |
|---|----------|--------------------------------------|--------------------------------------|
| (Amount in INR)   |          |                                      |                                      |
| I Revenue from Operations   | 12       | 40,619,704                           | 29,874,759                           |
| II Other Income   | 13       | 10,990,978                           | 474,743                              |
| <b>III Total Revenue (I + II)</b>   |          | <b>51,610,682</b>                    | <b>30,349,502</b>                    |
| <b>IV Expenses</b>  |          |                                      |                                      |
| Purchases   | 14       | 41,251,513                           | 24,054,993                           |
| Employee Benefits Expenses  | 15       | 791,454                              | 620,825                              |
| Finance Costs   | 16       | 170,979                              | 41,453                               |
| Depreciation and Amortization Expense   | 17       | 4,343                                | 1,050                                |
| Other Expenses  | 18       | 2,111,028                            | 2,563,245                            |
| Total Expense   |          | <b>44,329,317</b>                    | <b>27,281,566</b>                    |
| <b>V Profit before Exceptional and Extraordinary Items and Tax (III-IV)</b>   |          | <b>7,281,365</b>                     | <b>3,067,936</b>                     |
| VI Exceptional Items  |          | -                                    | -                                    |
| <b>VII Profit before Extraordinary Items and Tax (V-VI)</b>                   |          | <b>7,281,365</b>                     | <b>3,067,936</b>                     |
| VIII Extraordinary Items  |          | -                                    | -                                    |
| <b>IX Profit Before Tax (VII-VIII)</b>  |          | <b>7,281,365</b>                     | <b>3,067,936</b>                     |
| <b>X Tax Expense:</b>   |          |                                      |                                      |
| (a) Current Tax   |          | 2,248,063                            | 944,000                              |
| (b) Deferred Tax  |          | (3,843)                              | 3,843                                |
| (c) Tax of Earlier Year   |          | -                                    | 1,061,470                            |
| (d) MAT Credit Entitlement  |          | -                                    | -                                    |
|   |          | <b>2,244,220</b>                     | <b>2,009,313</b>                     |
| <b>XI Profit for the Period from Continuing Operations (IX - X)</b>           |          | <b>5,037,145</b>                     | <b>1,058,623</b>                     |
| XII Profit/(Loss) for the Period from Discontinuing Operations                |          | -                                    | -                                    |
| XIII Tax Expense of Discontinuing Operations                                  |          | -                                    | -                                    |
| <b>XIV Profit/(Loss) from Discontinuing Operations (After Tax) (XII-XIII)</b> |          | <b>-</b>                             | <b>-</b>                             |
| <b>XV Profit for the Period (XI + XIV)</b>                                    |          | <b>5,037,145</b>                     | <b>1,058,623</b>                     |
| <b>XVI Earnings Per Equity Share (Face Value ₹ 10/- Per Share):</b>           | 19       |                                      |                                      |
| Basic (₹)   |          | 0.29                                 | 0.33                                 |
| <b>Significant Accounting Policies</b>  | 1        |                                      |                                      |

As per our report of even date

**For Vishves A Shah & Co.**  
Chartered Accountants  
FRN : 121356W

Sd/-  
**Vishves A Shah**  
Proprietor  
M. No. 109944  
Place : Mumbai  
Date : 29/5/2013

For & on behalf of the Board  
**Rutron International Limited**

Sd/-  
**Kailash Todi**  
Whole-time Director

Sd/-  
**Vinay Todi**  
Whole-time Director

## Annual Report 2012-2013

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

|  | Year ended<br>31st March, 2013<br>₹ | Year ended<br>31st March, 2012<br>₹ |
|--|-------------------------------------|-------------------------------------|
| <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                         |                                     |                                     |
| Net Profit before Tax for the year                                 | 7,281,365                           | 3,067,936                           |
| <b>Adjustments for :</b>   |                                     |                                     |
| Misc. Expenses w/off   | -                                   | -                                   |
| Depreciation   | 4,343                               | 1050                                |
| Short term Capital Gain  | (4,965,023)                         |                                     |
| Interest Received  | (6,025,955)                         | (474,743)                           |
| Interest Paid  | 170,979                             | 41,453                              |
| <b>Operating Profit before Working Capital change</b>              | <u>(10,815,656)</u>                 | <u>(432,240)</u>                    |
| <b>Adjustments for :</b>   |                                     |                                     |
| Decrease/(Increase) in Receivables                                 | 15,332,846                          | (14,981,846)                        |
| Decrease/(Increase) in Loans & Advances                            | (26,039,659)                        | (150,841,326)                       |
| Decrease/(Increase) in Other Current Assets                        | -                                   | 344,000                             |
| Increase/(Decrease) in Payables                                    | (858,039)                           | 818,324                             |
| Increase/(Decrease) in Current Liabilities                         | (10,726,132)                        | 10,742,439                          |
| Increase/(Decrease) in Provisions                                  | 20,000                              | 5,000                               |
| <b>Cash Generated From Operations</b>                              | <u>(25,805,275)</u>                 | <u>(151,277,713)</u>                |
| Income Tax paid  | 558,426                             | 3,402,864                           |
| <b>NET CASH FROM OPERATING ACTIVITIES Total (A)</b>                | <u>(26,363,701)</u>                 | <u>(154,680,577)</u>                |
| <b>CASH FLOW FROM INVESTING ACTIVITIES</b>                         |                                     |                                     |
| Purchase of Fixed Assets   | -                                   | (97,305)                            |
| Sale of Fixed Asset  | 91,912                              |                                     |
| STCG   | 4,965,023                           |                                     |
| Rent Received  | -                                   | -                                   |
| Interest Received  | -                                   | -                                   |
| <b>NET CASH USED IN INVESTING ACTIVITIES Total (B)</b>             | <u>5,056,935</u>                    | <u>(97,305)</u>                     |
| <b>CASH FLOW FROM FINANCING ACTIVITIES</b>                         |                                     |                                     |
| Issue of Equity Capital  | -                                   | 175,600,000                         |
| Share Application Money  | -                                   | -                                   |
| Interest paid  | (170,979)                           | (41,453)                            |
| Interest received  | 6,025,955                           | 474,743                             |
| <b>NET CASH FROM FINANCING ACTIVITIES Total (C)</b>                | <u>5,854,976</u>                    | <u>176,033,290</u>                  |
| Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C) | <u>(15,451,790)</u>                 | <u>21,255,408</u>                   |
| Cash and Cash Equivalents -- Opening Balance                       | 21,265,408                          | 10,000                              |
| Cash and Cash Equivalents -- Closing Balance                       | <u>5,813,618</u>                    | <u>21,265,408</u>                   |

Note: Previous year's figures have been regrouped/ rearranged wherever considered necessary.

As per our report of even date

**For Vishves A Shah & Co.**  
Chartered Accountants  
**FRN : 121356W**

**Sd/-**  
**Vishves A Shah**  
Proprietor  
**M. No. 109944**  
Place : Mumbai  
Date : 29/5/2013

For & on behalf of the Board  
**Rutron International Limited**

**Sd/-**  
**Kailash Todi**  
Whole-time Director

**Sd/-**  
**Vinay Todi**  
Whole-time Director

# RUTRON INTERNATIONAL LIMITED

## NOTE - 1

### SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2013:

#### A. SIGNIFICANT ACCOUNTING POLICIES:

##### 1. Basis of Preparation:

The financial statements have been prepared under the historical cost convention and materially comply with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI) and the provisions of the Companies Act, 1956. All income and expenditure having material bearing on the financial statements have been recognized on the accrual basis.

##### 2. Use of Estimates:

The preparation of financial statement are in conformity with generally accepted accounting principals which requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities and disclosure of contingent liabilities at on the date of financial statements and the results of operation during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

##### 3. Accounting of Income/Expenditure:

All income and expenditure items having a material bearing on the financial statements are recognised on accrual basis except in the case of dividend incomes, debenture interest and interest receivable from/payable to government on tax refunds/late payment of taxes, duties/levies which are accounted for on cash basis.

##### 4. Fixed Assets/Depreciation:

- Fixed assets are shown at historical cost inclusive of incidental expenses less accumulated depreciation.
- Depreciation on fixed assets is provided on Straight Line Method at the rates prescribed under Schedule XIV of the companies Act, 1956.
- Depreciation on fixed Assets or sold during the year, is provided on pro-rata basis with reference to the date of addition/deletion.

##### 5. Taxation:

Provision for income tax has been made in accordance with normal provisions of Income Tax, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using tax rates and laws that have been substantively enacted as of the balance sheet date.

##### 6. Impairment of assets

The carrying amounts of assets are viewed at each Balance Sheet date if there is any indication of impairment based on internal / external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss is charged to the Profit & Loss Account in the year in which an asset is identified as impaired. An impairment loss recognized in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

##### 7. Earning per Share

Basic earning per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average, No of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders by the weighted average, No of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

##### 8. Retirement Benefit

No provision has been made for gratuity and leave encashment as no liability arises on the date of Balance Sheet because provision of this acts are not applicable.

#### B. NOTES ON ACCOUNTS:

- Contingent liability not provided for is ₹ Nil (Previous Year amounting ₹ Nil)

##### 2. Auditors' Remuneration :

| Particulars            | 2012-2013<br>₹ | 2011-2012<br>₹ |
|------------------------|----------------|----------------|
| Auditors' Remuneration | 56,000         | 10000          |

##### 3. Foreign Currency Transactions:

Earning / Expenditure in foreign currency ₹ Nil (P.Y. ₹ Nil)

## Annual Report 2012-2013

### 4. Earning Per Share:

| Particulars     | 2011-2012<br>₹ | 2012-2013<br>₹ |
|-----------------|----------------|----------------|
| Basic & Diluted | 0.33           | 0.29           |

### 5. Managerial Remuneration

| Particulars                 | 31st March,2013 | 31st March,2012 |
|-----------------------------|-----------------|-----------------|
| Salaries & Allowances       | Nil             | Nil             |
| Perquisites & Other Benefit | Nil             | Nil             |
| <b>Total</b>                | <b>Nil</b>      | <b>Nil</b>      |

### 6. Related Parties Disclosures

(i) As per Accounting Standard on "Related Party Disclosure" (AS 18), the related parties of the company as at March 31, 2013 are as follows:

- (a) Wholly Owned Subsidiary Company: N.A.
- (b) Promoter Group/ Holding Company:  
- M/s. Rutron Logistics Pvt Ltd.
- (c) Key Management Personal :  
- Mr, Kailash Todi - Whole Time Director  
- Mr.Vinay Todi - Whole Time Director

(ii) The nature and volume of transaction of the company during the year with the above parties were as follows:

| Particulars                           | Wholly Owned<br>Subsidiary Company | Promoter/ Holding<br>Company | Key Management<br>Personal |
|---------------------------------------|------------------------------------|------------------------------|----------------------------|
| Remuneration                          | Nil                                | Nil                          | Nil                        |
| Investment                            | Nil                                | 1,24,99,853/-                | Nil                        |
| Sale Consideration from sale of Unit* | Nil                                | 20769577/-                   | Nil                        |

\*During the year company has sold its Logistics Division to Rutron logistics Pvt. Ltd and all assets and liabilities of this division has been transferred to the purchaser which is incurring loss of ₹ 2531881/- in the current financial year and total accumulated loss of the division is ₹ 438564.90/- and division in pursuance to this sale company earned profit of ₹ 4965023/-.

7. Balances of the Sundry Debtors, Loans and Advances and Sundry Creditors are subject to confirmation and resultant reconciliation, if any
8. There are no dues to Micro and Small Enterprises as at 31st March, 2013. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.
9. In accordance with Accounting standard AS -22 relating to "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the Company has recognized nil net deferred tax liability as on 31ST March, 2013. (Previous Year 3,843 ). As company no any fixed assets at the end of the year
10. The Previous year's figures have been regrouped/ rearranged / reclassified wherever necessary. Amounts and other disclosures for the preceding financial year are included as an integral part of current year's financial statements.

As per our report of even date

**For Vishves A Shah & Co.**  
Chartered Accountants  
**FRN : 121356W**

**Sd/-**  
**Vishves A Shah**  
Proprietor  
**M. No. 109944**  
Place : Mumbai  
Date : 29/5/2013

For & on behalf of the Board  
**Rutron International Limited**

**Sd/-**  
**Kailash Todi**  
Whole-time Director

**Sd/-**  
**Vinay Todi**  
Whole-time Director



# RUTRON INTERNATIONAL LIMITED

## Notes to financial statements for the year ended March 31, 2013

### Note 2 - Share Capital

(Amount in INR)

| (a) Particulars                          | As at March 31, 2013 | As at March 31, 2012 |
|--|----------------------|----------------------|
| <b>Authorised :</b>                      |                      |                      |
| 2,00,00,000 Equity Shares of ₹ 10/- each | 200,000,000          | 200,000,000          |
| <b>TOTAL</b>                             | <u>200,000,000</u>   | <u>200,000,000</u>   |
| <b>Issued, Subscribed and Paid-up :</b>  |                      |                      |
| 1,76,10,000 Equity Shares of ₹ 10/- each | 176,100,000          | 176,100,000          |
| <b>TOTAL</b>                             | <u>176,100,000</u>   | <u>176,100,000</u>   |

**(b) Detailed note on the terms of the rights, preferences and restrictions relating to each class of shares including restrictions on the distribution of dividends and repayment of capital.**

- i) The Company has only one class of Equity Shares having a par value of ₹ 10/- per share. Each holder of Equity Share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. During the year ended 31st March 2013, the Company has declared dividend @ 1% on the paid up Capital of the Company.
- b) In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

**(c) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period**

|   |                   |                   |
|---|-------------------|-------------------|
| <b>No. of shares at the beginning of the year</b> | 17,610,000        | 50,000            |
| <b>Add: Issue of Shares during the year</b>       |                   |                   |
| Subscriber to the Memorandum                      | -                 | -                 |
| Private Placement                                 | -                 | 17,560,000        |
|   | -                 | 17,560,000        |
| <b>No. of shares at the end of the year</b>       | <u>17,610,000</u> | <u>17,610,000</u> |

**(d) Aggregate details for five immediately previous reporting periods for each class of shares**

|  |   |   |
|--|---|---|
| - No. of shares allotted as fully paid up pursuant to contracts without payment being received in cash | - | - |
| - No. of shares allotted as fully paid by way of Bonus Shares  | - | - |
| - No. of shares bought back  | - | - |

**(e) Details of shareholders holding more than 5% shares in the company**

| No. of Shares held by | As at March 31, 2013 |       | As at March 31, 2012 |       |
|-----------------------|----------------------|-------|----------------------|-------|
|                       | Nos.                 | %     | Nos.                 | %     |
| Amit Patel HUF        | 1,100,000            | 6.25% | 1,100,000            | 6.25% |
| Hasmukh Patel HUF     | 1,100,000            | 6.25% | 1,100,000            | 6.25% |

**(f) Detailed note on shares reserved to be issued under options and contracts / commitment for the sale of shares / divestments including the terms and conditions.**

The company does not have any such contract / commitment as on reporting date.

**(g) Detailed terms of any securities convertible into shares, e.g. in the case of convertible warrants, debentures, bonds etc.**

The company does not have any securities convertible into shares as on reporting date.

## Annual Report 2012-2013

### Notes to financial statements for the year ended March 31, 2013

#### Note 3 - Reserves & Surplus

| Particulars   | (Amount in INR)      |                      |
|---|----------------------|----------------------|
|   | As at March 31, 2013 | As at March 31, 2012 |
| <b>(i) Capital Reserve</b>                          |                      |                      |
| As per last Balance Sheet                           | 5,000                | 5,000                |
| Add: Additions during the year                      |                      | -                    |
| Less: Utilised / transferred during the year        |                      |                      |
|   | 5,000                | 5,000                |
| <b>(ii) General Reserve</b>                         |                      |                      |
| As per last Balance Sheet                           | 101,000              | 101,000              |
| Add: Transferred from Profit and Loss Account       | -                    | -                    |
| Less: Transferred to Profit and Loss Account        | -                    | -                    |
|   | 101,000              | 101,000              |
| <b>iv) Surplus in the Profit &amp; Loss Account</b> |                      |                      |
| As per last Balance Sheet                           | (332,421)            | (1,391,044)          |
| Add: Profit / (Loss) for the year                   | 5,037,145            | 1,058,623            |
| Amount available for appropriations                 | 4,704,724            | (332,421)            |
| <b>Appropriations:</b>                              |                      |                      |
| Add: Transferred from reserves                      | -                    | -                    |
| Less: Transferred to General reserve                | -                    | -                    |
| Proposed dividend                                   | 1,761,000            | -                    |
| Corporate Dividend Tax                              | 285,679              | -                    |
|   | 2,046,679            | -                    |
| <b>TOTAL</b>  | <b>2,764,045</b>     | <b>(226,421)</b>     |

#### Note 4 - Short Term Borrowings

|  |   |                   |
|--|---|-------------------|
| <b>(a) Loans repayable on demand</b>               |   |                   |
| From banks   |   |                   |
| Secured  | - | 10,243,439        |
| Unsecured  | - | -                 |
|  | - | 10,243,439        |
| <b>(b) Loans and advances from related parties</b> |   |                   |
| Secured  | - | -                 |
| Unsecured  | - | 300,000           |
|  | - | 300,000           |
|  | - | <b>10,543,439</b> |

#### Note 5 - Trade Payables

|  |               |                |
|--|---------------|----------------|
| Current payables (including acceptances) outstanding for less than 12 months | 80,350        | 938,389        |
|  | <b>80,350</b> | <b>938,389</b> |

#### Note 6 - Other Current Liabilities

|                  |               |                |
|------------------|---------------|----------------|
| Salaries Payable | 11,000        | 180,000        |
| TDS Payable      | 5,307         | 19,000         |
| <b>TOTAL</b>     | <b>16,307</b> | <b>199,000</b> |

# RUTRON INTERNATIONAL LIMITED

## Notes to financial statements for the year ended March 31, 2013

### Note 7 - Short-Term Provisions

|  | (Amount in INR)             |                             |
|--|-----------------------------|-----------------------------|
| <b>Particulars</b>                         | <b>As at March 31, 2013</b> | <b>As at March 31, 2012</b> |
| Provision for Audit fees                   | 30,000                      | 10,000                      |
| Provision for Taxation (net of taxes paid) | 3,192,063                   | 944,000                     |
| Provision for Proposed Dividend            | 1,761,000                   | -                           |
| Provision for Tax on Proposed Dividend     | 285,679                     | -                           |
| <b>TOTAL</b>                               | <b>5,268,742</b>            | <b>954,000</b>              |

### Note 9 - Trade Receivables

| <b>(a) Particulars</b>   | <b>As at March 31, 2013</b> | <b>As at March 31, 2012</b> |
|--|-----------------------------|-----------------------------|
| <b>(i) Due for a period exceeding six months</b>                 |                             |                             |
| - Unsecured, considered good                                     | -                           | -                           |
| - Doubtful   | -                           | -                           |
| Less: Provision for Doubtful Debts                               | -                           | -                           |
| <b>(ii) Others</b>   |                             |                             |
| - Unsecured, considered good                                     | -                           | 15,332,846                  |
| - Doubtful   | -                           | -                           |
| Less: Provision for Doubtful Debts                               | -                           | -                           |
| <b>TOTAL</b>   | <b>-</b>                    | <b>15,332,846</b>           |
| <b>(b) Detailed note on debts due by the following persons :</b> |                             |                             |
| (i) Directors and other officers                                 | -                           | -                           |
| (ii) Firms in which any director is a partner                    | -                           | -                           |
| (iii) Private companies in which director is a member/director   | -                           | -                           |
| <b>TOTAL</b>   | <b>-</b>                    | <b>-</b>                    |

### Note 10 - Cash & Cash equivalents

| <b>Cash &amp; Cash Equivalents</b>        |                  |                   |
|---|------------------|-------------------|
| <b>(i) Balances with Banks :</b>          |                  |                   |
| - Current Accounts                        | 4,145,663        | 7,000,000         |
| - Deposit Accounts                        | 1,500,000        | 13,500,000        |
| <b>(ii) Cash-in-hand</b>                  | 167,955          | 765,408           |
| <b>(iii) Cheques &amp; Drafts in-hand</b> | -                | -                 |
| <b>TOTAL</b>                              | <b>5,813,618</b> | <b>21,265,408</b> |

## Notes to financial statements for the year ended March 31, 2013

## Note 8 Fixed assets

| A. Tangible assets         | Gross block                        |                  |                  | Accumulated depreciation and impairment |                                    |   |                          | Net block                           |                                     |
|----------------------------|------------------------------------|------------------|------------------|---|------------------------------------|---|--------------------------|-------------------------------------|-------------------------------------|
|                            | Balance as at 1 April, 2012<br>(₹) | Additions<br>(₹) | Disposals<br>(₹) | Balance as at 31 March, 2013<br>(₹)     | Balance as at 1 April, 2012<br>(₹) | Depreciation / amortisation expense for the year<br>(₹) | Other adjustments<br>(₹) | Balance as at 31 March, 2013<br>(₹) | Balance as at 31 March, 2012<br>(₹) |
| (a) Plant and Equipment    |                                    |                  |                  |   |                                    |   |                          |                                     |                                     |
| Owned                      | 54,450.00                          | -                | 54,450.00        | -                                       | 836.00                             | 3,075.00  | -3,911.00                | -                                   | 53,614.00                           |
| (b) Furniture and Fixtures |                                    |                  |                  |   |                                    |   |                          |                                     |                                     |
| Owned                      | 31,075.00                          | -                | 31,075.00        | -                                       | 148.00                             | 281.00  | -429.00                  | -                                   | 30,927.00                           |
| (c) Office equipment       |                                    |                  |                  |   |                                    |   |                          |                                     |                                     |
| Owned                      | 11,780.00                          | -                | 11,780.00        | -                                       | 66.00                              | 987.00  | -1,053.00                | -                                   | 11,714.00                           |
| <b>Total</b>               | 97,305.00                          | -                | 97,305.00        | -                                       | 1,050.00                           | 4,343.00  | (5,393.00)               | -                                   | 96,255.00                           |
| <b>Previous year</b>       | -                                  | 97,305.00        | -                | 97,305.00                               | -                                  | 1,050.00  | -                        | 1,050.00                            | 96,255.00                           |
|                            |                                    |                  |                  |   |                                    |   |                          |                                     | -                                   |

# RUTRON INTERNATIONAL LIMITED

## Notes to financial statements for the year ended March 31, 2013

### Note 11 - Short Term Loans & Advances

|  | (Amount in INR)      |                      |
|--|----------------------|----------------------|
| (a) Particulars                            | As at March 31, 2013 | As at March 31, 2012 |
| <b>(i) Security deposits</b>               |                      |                      |
| Secured, considered good                   | -                    |                      |
| Unsecured, considered good                 | -                    | 400,000              |
| Doubtful                                   | -                    | -                    |
|  | -                    | 400,000              |
| <b>(ii) Inter-corporate deposits</b>       |                      |                      |
| Secured, considered good                   | -                    |                      |
| Unsecured, considered good                 | 36,496,414           | 94,800,000           |
| Doubtful                                   | -                    | -                    |
|  | 36,496,414           | 94,800,000           |
| <b>(iii) Share Application Money Given</b> | 110,499,853          | 38,040,000           |
| <b>(iv) Advance income tax and TDS</b>     | 1,534,841            | 976,415              |
| <b>- Unsecured, considered good</b>        |                      |                      |
| <b>(v) Others</b>                          |                      |                      |
| Secured, considered good                   | -                    |                      |
| Unsecured, considered good                 | 29,884,718           | 17,601,326           |
| Doubtful                                   | -                    | -                    |
|  | 29,884,718           | 17,601,326           |
| <b>TOTAL</b>                               | <b>178,415,826</b>   | <b>151,817,741</b>   |

### Note 12 - Revenue from Operations

|                   | (Amount in INR)                   |                                   |
|-------------------|-----------------------------------|-----------------------------------|
| Particulars       | For the year ended March 31, 2013 | For the year ended March 31, 2012 |
| Sales             | 40,619,704                        | 24,975,333                        |
| Commission Income | -                                 | 4,899,426                         |
|                   | 40,619,704                        | 29,874,759                        |
| <b>TOTAL</b>      | <b>40,619,704</b>                 | <b>29,874,759</b>                 |

### Note 13 - Other Income

|                         |                   |                |
|-------------------------|-------------------|----------------|
| Short term Capital Gain | 4,965,023         |                |
| Interest on FDR         | 216,078           | 112,585        |
| Interest Recd           | 5,809,877         | 362,158        |
|                         | 10,990,978        | 474,743        |
| <b>TOTAL</b>            | <b>10,990,978</b> | <b>474,743</b> |

### Note 14 - Purchases

|              |                   |                   |
|--------------|-------------------|-------------------|
| Purchases    | 41,251,513        | 24,054,993        |
| <b>TOTAL</b> | <b>41,251,513</b> | <b>24,054,993</b> |

### Note 15 - Employment Benefit Expenses

|                        |                |                |
|------------------------|----------------|----------------|
| Salary                 | 713,938        | 609,000        |
| Staff Welfare Expenses | 77,516         | 11,825         |
| <b>TOTAL</b>           | <b>791,454</b> | <b>620,825</b> |

## Annual Report 2012-2013

### Notes to financial statements for the year ended March 31, 2013

#### Note 16 - Financial Costs

| Particulars   | (Amount in INR)                      |                                      |
|---------------|--------------------------------------|--------------------------------------|
|               | For the year ended March<br>31, 2013 | For the year ended March<br>31, 2012 |
| Bank Interest | 170,979                              | 41,453                               |
| <b>TOTAL</b>  | <b><u>170,979</u></b>                | <b><u>41,453</u></b>                 |

#### Note 17 - Depreciation & Amortised Cost

|              |                     |                     |
|--------------|---------------------|---------------------|
| Depreciation | 4,343               | 1,050               |
| <b>TOTAL</b> | <b><u>4,343</u></b> | <b><u>1,050</u></b> |

#### Note 18 - Other Expenses

|                                 |                         |                         |
|---------------------------------|-------------------------|-------------------------|
| Advertisement Expenses          | 55,658                  | 20,578                  |
| Annual Listing Fees             | 44,944                  | 19,650                  |
| Bank Charges                    | 50,230                  | 29,397                  |
| Business Promotion Expenses     | 67,206                  | 14,660                  |
| CDSL Processing Fees            | 30,338                  | 51,950                  |
| Commission & Brokerage          | 349,630                 | 241,000                 |
| Computer Expenses               | 6,468                   | 15,975                  |
| Conveyance Expenses             | 126,107                 | 39,372                  |
| Electricity Expenses            | 44,427                  | 20,050                  |
| General Expenses                | 51,988                  | 36,525                  |
| Legal & Professional Fees       | 372,188                 | 14,681                  |
| ROC Filing Fees                 | 13,650                  | 733,160                 |
| Listing Fees                    | -                       | 257,875                 |
| Miscellaneous Expenses          | 93,964                  | 623,612                 |
| Motor Car Expenses              | 83,650                  | 47,123                  |
| NSDL Processing Fees            | 18,560                  | 1,103                   |
| Office Rent                     | 279,000                 | 84,000                  |
| Postage & Courier               | 23,668                  | 11,015                  |
| Printing & Stationery           | 70,347                  | 63,467                  |
| Professional Fees               | -                       | 96,329                  |
| Payments to Auditors :          |                         |                         |
| - Audit fees                    | 30,000                  | 10,000                  |
| - Tax Audit fees                | -                       | -                       |
| - For Other Services            | 26,000                  | -                       |
| - For Reimbursement of Expenses | -                       | -                       |
|                                 | <u>56,000</u>           | <u>10,000</u>           |
| Repairs & Maintainance          | 4,000                   | 50,689                  |
| Telephone Expenses              | 87,490                  | 17,953                  |
| Travelling Expenses             | 181,515                 | 63,081                  |
| <b>TOTAL</b>                    | <b><u>2,111,028</u></b> | <b><u>2,563,245</u></b> |

# RUTRON INTERNATIONAL LIMITED

## Notes to financial statements for the year ended March 31, 2013

### Note 19 - Earnings Per Equity Share

| Particulars  | (Amount in INR)                      |                                      |
|--|--------------------------------------|--------------------------------------|
|  | For the year ended March<br>31, 2013 | For the year ended March<br>31, 2012 |
| (a) Net profit after tax attributable to equity shareholders for |                                      |                                      |
| Basic EPS  | 5,037,145                            | 1,058,623                            |
| Add/Less: Adjustment relating to potential equity shares         |                                      | -                                    |
| Net profit after tax attributable to equity shareholders for     | 5,037,145                            | 1,058,623                            |
| Diluted EPS  |                                      |                                      |
| (b) Weighted average no. of equity shares outstanding during     |                                      |                                      |
| the year   |                                      |                                      |
| For Basic EPS  | 17,610,000                           | 3,225,683                            |
| (c) Face Value per Equity Share (₹)                              | 10.00                                | 10.00                                |
| Basic EPS  | 0.29                                 | 0.33                                 |

### Note 20 - Amounts due to Micro, Small and Medium Enterprises:

Under the Micro, Small and Medium Enterprises Development Act, 2006 certain disclosures are required to be made related to micro, small and medium enterprise. The company does not have any transactions with such entities.

### Note 21-Previous year figures

The figures of the previous year have been re-arranged, re-grouped and re-classified wherever necessary.

### Note 22- Profit from Sale of its division

In the year 2012-13 company has sold its one division and the Short term profit from sales of its division comes to ₹ 4965023/- which shown on Other income





**RUTRON INTERNATIONAL LIMITED**

**Registered office : 1020, Ijmima Complex, Raheja Metroplex, Behind Goregaon Sports Club, Link Road, Malad (W), Mumbai – 400064, Maharashtra**

**Attendance Slip**

To be handed over at the entrance of the Meeting Hall

Full Name of the member attending .....

Full Name of the first Joint-holder.....

(To be filled in if first named joint-holder does not attend the meeting)

Name of Proxy.....

(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the Annual General Meeting of the Company held on Saturday, the 24th August, 2013, at 11.00 A.M. at Hotel Land Mark, Link Road, Malad (W), Mumbai - 400 064.

Ledger Folio No.....

No. of Share held.....

Member's/Proxy's Signature  
(To be signed at the time of handling over the slip)

**RUTRON INTERNATIONAL LIMITED**

**Registered office : 1020, Ijmima Complex, Raheja Metroplex, Behind Goregaon Sports Club, Link Road, Malad (W), Mumbai – 400064, Maharashtra**

**PROXY**

I/We.....of.....

..... in the district of..... being a

Member / Members of RUTRON INTERNATIONAL LIMITED hereby appoint .....

.....of.....

.....in the district of .....or.....

.....failing him.....

..... of .....

..... in the district of .....

..... as my / our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company held on Saturday, the 24th August, 2013, at 11.00 A.M. at Hotel Land Mark, Link Road, Malad (W), Mumbai - 400 064. and at any adjournment thereof.

Signed this ..... day of .....2013.



(Signature of Member / Proxy)

**Note :** Proxy must be deposited at the Registered Office of the Company not less than 48 Hours before the commencement of the meeting. The proxy need not be a shareholder of the Company,





# Book Post

If undelivered, please return to:

**RUTRON INTERNATIONAL LIMITED**

**Regd. Office.:** 1020, Ijmima Complex,  
Raheja Metroplex, Behind Goregaon Sports Club,  
Link Road, Malad (W), Mumbai - 400 064.

Orient Press Ltd.

**FORM A**

*Sub: Manner of dealing with audit reports filed by listed companies*

*Ref: Clause -31a of the listing agreement and SEBI Circular no.CIR/CFD/DIL/7/2012 dated 13<sup>th</sup> August 2012*

|    |  |   |
|----|--|---|
| 1. | Name of the Company  | Rutron International Limited  |
| 2. | Annual Financial statements for the year ended   | 31 <sup>st</sup> March, 2013  |
| 3. | Type of Audit qualification  | Un-qualified  |
| 4. | Frequency of qualification   | N.A.  |
| 5. | To be signed by -  |   |
| a  | Kailash Todi<br>Whole Time Director  | <br><i>Kailash Todi</i>      |
| b  | Vinay Todi<br>CFO/ CEO   | <br><i>Vinay Todi</i>       |
| c  | Vishves A Shah<br>(Proprietor)<br>Vishves A Shah & Co.<br>Chartered Accountants<br>FRN : 121356W | <br><i>Vishves A. Shah</i> |
| d  | Mayur Manubhai Shah<br>Audit Committee Chairman  |                             |