Annual Report 2013

INTEGRAL INVESTMENTS LIMITED

Board of Directors

Mr.J.Sridhar

Mrs.Visalam.R.S.

Mr.S.A.Gopalakrishnan

Auditors

M/s. Haribhakti & Co.,

Chartered Accountants

Coimbatore

Bankers

IndusInd Bank Limited

652 - 656, Avanashi Road

Coimbatore - 641 037

Registered Office

CPM Towers, 109, Race Course, Coimbatore – 641 018, India.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Nineteenth Annual General Meeting of the shareholders of the Company will be held on Wednesday, 3rd July 2013 at 9.30 a.m. at CPM Towers, 109, Race Course, Coimbatore - 641 018 to transact the following business:

ORDINARY BUSINESS

- 1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and the Profit and Loss Account for the year ended 31st March, 2013 and the Report of the Directors and the Auditors thereon.
- 2. To appoint a Director in place of Mrs.Visalam.R.S, who retires by rotation and being eligible, offers herself for reappointment.
- 3. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr.S.A.Gopalakrishnan, who was appointed as an additional Director of the Company on 26th September 2012 pursuant to the provisions of Section 260 of the Companies Act, 1956 and holds office up to the date of the Annual General Meeting and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, in writing proposing his candidature to the office of the Director be and is hereby appointed as a Director of the Company, liable to retire by rotation."

By order of the Board

V. Sundles

Coimbatore 21st May 2013 J.Sridhar Director

NOTE:

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON HIS BEHALF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2. Explanatory statement pursuant to section 173(2) is attached.

EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

Item No: 4

The Board of Directors at their meeting held on 26th September 2012 appointed Mr.S.A.Gopalakrishnan as additional Director to hold office upto the conclusion of the Nineteenth Annual General Meeting. The Company has received notice pursuant to Section 257 of the Companies Act, 1956 proposing the candidature of Mr.S.A.Gopalakrishnan.

The resolution in Item No: 4 is therefore recommended for the approval of the Members.

None of the Directors other than Mr.S.A.Gopalakrishnan is concerned or interested in the resolution.

By order of the Board

J. Lunder

Coimbatore 21th May 2013

J.Sridhar Director

DIRECTORS' REPORT

Your Directors are pleased to present the Nineteenth Annual Report along with the Audited Accounts for the year ended 31st March 2013.

Financials

During the financial year 2012-13, the Company has received a dividend of Rs.796,269 and ended with a loss of Rs.206,558.

Dividend

No dividend has been recommended for the financial year ended 31st March 2013.

Directors

Mr.Visalam R.S. Director, retire by rotation at the ensuing Annual General Meeting and is eligible for reappointment.

The Board has appointed Mr.S.A.Gopalakrishnan as additional director of the company with effect from 26th September 2012 under section 260 of the Companies Act, 1956. He vacates office on the date of the forthcoming Nineteenth Annual General Meeting and is eligible for appointment.

Mr.A. Venkatesan has resigned his directorship from the Board of the Company with effect from 26th September 2012. The directors would like to place on record a special appreciation to him who had associated himself with the Company for a long time.

Compliance Certificate

Compliance Certificate from a Secretary in Whole-time practice as required under Section 383A(1) is attached.

Auditors

The Auditors of the Company, M/s. Haribhakti & Co., Chartered Accountants, Coimbatore, retire at the ensuing Annual General Meeting and are eligible for reappointment.

Fixed Deposits

The Company has not accepted any fixed deposit from public during the year under review.

Subsidiary Company:

Shanmuga Steel Industries Limited

A Wholly owned subsidiary during the financial year 2012-13 received a dividend of Rs.25,854 and incurred a loss of Rs.232,354

STATUTORY STATEMENTS

The Government of India vide its circular no. 2/2011 dated 08/02/2011 granted general exemption under Section 212(8) of the Companies Act, 1956 from attaching the Balance Sheet and Profit & Loss Account and other documents of its subsidiaries and hence the same have not been attached.

The annual accounts, reports and other documents of the subsidiary company will be made available to the members upon receipt of a request from them.

The annual accounts of the subsidiary company will be available at the registered office of the company and at the respective subsidiary companies concerned. Any member or investor can inspect the same during the business hours of any working day.

Information as per Section 217(1)(e) of the Companies Act, 1956

The Company has no activities relating to conservation of energy or technology absorption. The Company did not have foreign exchange earnings or outgo during the year under review.

Personnel

Your Company has not employed any person attracting the provisions of Section 217(2A) of the Companies Act, 196 during the period under review.

Directors Responsibility Statement

In accordance with the provisions of Section 217(2AA) of the Companies Act, 1956, the Directors hereby confirm that:

- a) in the preparation of annual accounts for the financial year ended 31st March 2013, the applicable accounting standards have been followed.
- b) they had selected such accounting policies and applied them consistently and made judgements 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 loss of the company for the year under review;

- c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities and
- d) they had prepared the annual accounts for the financial year ended 31st March 2013, on a going concern basis.

For and on behalf of the Board

S.A.Gopalakrishnan

J.Sridhar

Coimbatore, 21st May 2013

Directors



JMACS ASSOCIATES COMPANY SECRETARIES

[See Rule 3] Compliance Certificate

To

The Members INTEGRAL INVESTMENTS LIMITED CIN NO: U67120TZ1994PLC005250

We have examined the registers, records, books and papers of the above Company as required to be maintained under the Companies Act, 1956 (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended 31st March 2013. In our opinion and to the best of our information and according to the examinations carried out by us and the explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

- 1. The Company has kept and maintained all registers as stated in <u>Annexure 'A'</u> to this certificate, as per the provisions of the Act, the rules made there under, and all entries therein have been duly recorded.
- 2. The Company has duly filed the forms and returns as stated in <u>Annexure 'B'</u> to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
- 3. The Company being a public limited Company, the comments are not required.
- 4. The Board of Directors duly met <u>six</u> times on <u>11.04.2012</u>, <u>25.05.2012</u>, <u>29.05.2012</u>, <u>26.09.2012</u>, <u>12.12.2012</u> and <u>30.03.2013</u> in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
- 5. The Company has not opted to close its Register of Members, and/or Debenture holders during the financial year.
- The Annual General Meeting for the financial year ended on 31st March 2012 was held on <u>01.08.2012</u> after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minute Book maintained for the purpose.
- 7. No Extra Ordinary General Meetings were held during the financial year.
- 8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act.
- 9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act.



JMACS ASSOCIATES COMPANY SECRETARIES

- 10. The company has made necessary entries in the register maintained under section 301(3) of the Act.
- 11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of directors, members or Central Government.
- 12. The Company has not issued any duplicate share certificate during the financial year.
- 13. The Company
 - a. has delivered all the share certificates on lodgment thereof for transfer and there was no allotment /transmission of securities during the financial year.
 - b. has not deposited any amount in separate bank account as no dividend was declared / paid during the financial year.
 - c. has not required to post warrants to any member of the company as no dividend was declared /paid during the financial year.
 - d. has no amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and he interest accrued thereon which have remained unclaimed or unpaid for a period of seven years for transfer to Investor Education and Protection Fund
 - e. has duly complied with the requirements of section 217 of the Act.
- 14. The Board of Directors of the company is duly constituted and the appointment of Additional Directors and the re-appointment of Directors have been duly made.
- 15. The company has not appointed any Managing directors/ whole time Directors/Managers during the financial year.
- 16. The Company has not appointed any sole selling agents during the financial year.
- 17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
- 18. The directors have disclosed their interest in other firms/ companies to the Board of Directors pursuant to provisions of the Act and the rules made there under.
- 19. The Company has not issued any shares, debentures or other securities during the financial year.
- 20. The Company has not bought back any shares during the financial year.
- 21. There was no redemption of preference shares or debentures during the financial year.



IMACS ASSOCIATES COMPANY SECRETARIES

- 22. There were no transactions necessitating the company to keep in abeyance rights to dividends, rights shares and bonus shares pending registration of transfer of shares.
- 23. The Company has not invited/accepted any deposits including unsecured loans falling within the purview of section 58A during the financial year.
- 24. The company has not made any borrowings during the financial year.
- 25. The Company has made investments and consequently entries have been made in the register kept for the purpose and has not made any loans or advances or given guarantees or provide securities to other bodies corporate during the year.
- 26. The Company has not altered the provisions of memorandum with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
- 27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the year under scrutiny.
- 28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the year under scrutiny.
- 29. The Company has not altered the provisions of the memorandum with respect to share capital of the Company during the year under scrutiny.
- 30. The Company has not altered its Articles of the Association during the year.
- 31. There was/were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or other punishment was imposed on the Company during the financial year, for offences under the Act.
- 32. The Company has not received any money as security deposit from the employees during the year under certification.
- 33. The provision of section 418 is not applicable since Provident Fund has not been constituted by the Company for the employees.

Place: Coimbatore Date: 20.05.2013 Sold Parks

K.Muthusamy Company Secretary

M.No: F 5865 CP No: 3176





ANNEXURE - 'A'

Registers maintained by the Company

1.	Register of Members	150
2.	Minutes Book of Board Meetings	193
3.	Minutes Book of General Meetings	193
4.	Register of contracts, Companies /firms in which Directors are interested	d 301
5.	Register of Directors, Managing Directors, Manager and Secretary	303
6.	Register of Director's shareholding	307
7.	Register of Investments	372A

Notes: No other registers were maintained as it was informed that there were no entries / transactions to be recorded.

ANNEXURE - 'B'

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government and other authorities during the year

S. NO	FORM NO	UNDER SECTION	SERVICE	DATE OF FILING
1	18	146	Change of the Registered Office	29.11.2012
2	32	303(2)	Change in designation of Directors	13.08.2012
3	66	383A(1)	Secretarial compliance Certificate.	13.08.2012
4	20B	159(1)	Annual Return as on 01.08.2012	07.09.2012
5	32	303(2)	Changes among Directors	22.10.2012
6	23AC& 23ACA	220(1)	Annual Accounts 31.03.2012 - XBRL	02.01.2013



No.51, 1st Floor, Ramasamy Layout (D.P.F Street), Pappanaickenpalayam, Coimbatore - 641 037. Phone: 0422-2245224 Mob: 90034 32173, 94433 71791 E-mail: jmacsassociates@gmail.com

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of Integral Investments Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Integral Investments Limited ("the Company"), which comprise the Balance Sheet as at March 31st, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the 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.

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 31st, 2013;

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

Chartered Accountants

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditors' 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, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e. on the basis of written representations received from the directors as on March 31st, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For Haribhakti & Co.

Chartered Accountants

Firm Registration No.103523W

C. S. Sathyanarayanan

Partner

Membership No. 028328

Coimbatore

May 21st, 2013

Chartered Accountants

ANNEXURE TO AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the members of Integral Investments Limited on the financial statements for the year ended March 31st, 2013]

- 1. As informed, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the provisions stated in paragraph 4 (iii) (b), (c) and (d) of the order are not applicable.
- 2. As informed, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the provisions stated in paragraph 4 (iii) (f) and (g) of the order are not applicable.
- 3. According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956 that need to be entered into the register maintained under section 301 have been so entered.
- 4. None of the transactions made in pursuance of such contracts or arrangements exceed the value of ₹ five lakhs in respect of any one such party in the financial year.
- 5. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- 6. The Company is regular in depositing with appropriate authorities undisputed statutory dues including income-tax, cess and other material statutory dues applicable to it.
- 7. According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, cess and other undisputed statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- 8. According to the information and explanation given to us, there are no dues of income tax and cess which have not been deposited on account of any dispute.
- 9. In our opinion, the accumulated losses of the company are not more than fifty percent of its net worth. Further, the company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- 10. According to the information and explanations given to us and based on the documents and records produced to us, the company has not granted loans & advances on the basis of security by way of pledge of shares, debentures and other securities.
- 11. In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause (xiii) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.

Chartered Accountants

- 12. In respect of dealing/trading in shares, securities, debentures and other investments, in our opinion and according to the information and explanations given to us, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the Company, in its own name.
- 13. In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- 14. According to the information and explanation given to us, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
- 15. According to the information and explanations given to us, no debentures have been issued by the company during the year.
- 16. The Company has not raised money by way of public issue during the year.
- 17. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

The Other provisions of the Companies (Auditor's report) Order, 2003, do not apply to the company.

For Haribhakti & Co.

Chartered Accountants

Firm Registration No.103523W

C. S. Sathyanarayanan

Partner

Membership No. 028328

Coimbatore: May 21st, 2013

CERTIFICATE

The Board of Directors of Integral Investments Limited,

We have been requested by Integral Investments Limited ("the Company"), having its registered office at CPM Tower, 109, Race course, Coimbatore - 641 018, vide mandate letter dated 29.05.2013, to issue a certificate under Rule 4(a) of the 'Companies (Disqualification of directors' under section 274(1)(g) of the Companies Act, 1956) Rules 2003' as to whether any directors of the Company is disqualified under section 274(1)(g) of the Companies Act, 1956.

The following documents have been furnished by the Company:

- a) List of Directors during the period covered by Auditor's Report.
- b) Register of Directors maintained under section 303(1) of the Companies Act, 1956.
- c) Copy of the Form 32 filed by the Company.
- d) Copy of Form DD-A filed by the Company.
- e) Written representation from the management.

Based on the above documents and information and explanation provided to us, we have performed the following procedures:

- a) Verified form 32 filed by the Company with the List of Directors.
- b) Verified the information provided by the management from the information contained in the register maintained under section 303(1) of the Companies Act, 1956.
- c) Verified the contents of Form DD-A with the information given by all directors.

We have performed our procedures in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ("ICAI").

Based on the procedures performed by us as stated above and according to the information, explanations and written representation provided to us, we certify that none of the directors of the company as on 31.03.2013 are disqualified for appointment as a director in the Company in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.



Chartered Accountants

This certificate is issued under Rule 4(a) of the 'Companies (Disqualification of directors under section 274(1)(g) of the Companies Act, 1956) Rules 2003'. This Certificate may not be useful for any other purpose. Haribhakti & Co. shall not be liable to the Company or to any other concerned, for any claims, liabilities or expenses relating to this assignment, except to the extent of fees relating to this assignment

For Haribhakti & Co., Chartered Accountants

Firm Registration No.103523W

CS Sathyanarayanan

Membership No:028328

Coimbatore

21st May 2013

Integral Investments Limited

Balance Sheet as at 31st March 2013

PARTICULARS		NOTE NO	Year End	ded
	5 50.		31.3.2013	31.3.2012
I.EQUITY AND LIABILITIES			₹	₹
1.Shareholders' funds				
a.Share Capital .		1	22,500,000	. 22,500,000
b.Reserves & Surplus	·	2	849,585	1,056,143
			23,349,585	23,556,143
2.Current Liabilities			·	
a.Other current Liabilities		. 3	13,483	11,030
b.Short term Provisions	·	4	13,738	7,947
•			27,221	18,977
	TOTAL		. 23,376,806	23,575,120
II.ASSETS				
1.Non - Current Assets				
a.Non Current Investment		5	7,692,000	7,692,000
	•		7,692,000	7,692,000
2.Current Assets				
a.Current Investments		6	15,627,267	15,769,009
b.Cash and cash equivalents		7	57,539	114,095
c.Other Current Assets		8	-	. 16
		[15,684,806	15,883,120
•			,	
	TOTAL		23,376,806	23,575,120

Significant Accounting Policies and Notes to Financial Statements 1 to 8

As per our report of date attached

For HARIBHAKTI & Co.,

Chartered Accountants

Firm Regn.No.103523W

For and on behalf of the Board

S.A.Gopalakrishnan

J.Sridhar

Directors

C.S.Sathyanarayanan

Partner

Membership No.028328

Coimbatore

Colmbatore, 21st May 2013

Integral Investments Limited

Statement of Profit and Loss for the year ended 31st March 2013 Particulars Note No Year Ended 31.03.2012 31.03.2013 ₹ Dividend Received 796,269 777,373 **Total Revenue** 796,269 777,373 Expenses Loss on sale of Investments 645,657 620,855 Auditors Remuneration 27,734 11,030 Other Expenses 10 37,306 40,038 Provision for Diminution - Shares 146,673 Provision for Diminution - Mutual Funds 132,866 **Total Expenses** 990,236 671,923 Profit before tax . (193,967)105,450 Current 13,738 7,896 For earlier years (1,147)Profit for the period (206,558)97,554

Significant Accounting Policies and Notes to Financial Statements 9 to 11

As per our report of date attached

Earnings per share (Basic & Diluted)

For HARIBHAKTI & Co., **Chartered Accountants**

Firm Regn.No.103523W

C.S.Sathyanarayanan

Partner

Membership No.028328

Coimbatore, 21st May 2013

For and on behalf of the Board

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apalakrishnan

J.Sridhar

0.04

Directors

S.No	Particulars	2012 ₹	2 - 13	2011 ₹	- 12
A.	Cash flow from operating activities :				
-	Net Profit Before Tax		(193,967)	•	105,450
	Adjustments for :			.	
	Provision for Diminution in value of investment	279,539	***************************************	- 1	
	Loss on sale of Investments (Net)	645,657		· 620,855	•
	Dividend Income	(796,269)		(777,373)	•
		l	(65,040)		(51,067)
	Operating Profit before working capital changes			. [
	Adjustments for :-				
•	Trade and other receivables	· 16		1,699	
	Trade and other payables	2,453		2,757	
			2,469	· · · · · · · · · · · · · · · · · · ·	4,456
	Cash generated from Operations		(62,571)		(46,611)
	Income Tax Paid		(6,800)	}	
	Net cash from operating activities		(69,371)		(46,611)
В	Cash flow from investing activities :		, , ,		(, ,
	Dividend received .	796,269		777,373	
	Purchase of Investments	(25,606,694)		(10,854,098)	·
	Sale of Investments	24,823,241		10,195,058	
,	Net Cash (used in) / from investing activities		12,816		118,333
р	Net increase / (decrease) in cash and cash equivalents		(56,556)		71,723
	(A+B+C)		(00,000)	ļ	, 4,
	Cash and cash equivalents as at				
	1.4.2012 and 1.4.2011 (Opening Balance)		114,095		42,372
			117,033		72,2/2
	Cash and cash equivalents as at 31.3.2013 and 31.3.2012	}	57,539	•	114,095
	(Closing Balance)	}	3/,359	}	7.1-4-033

As per our report of date attached For HARIBHAKTI & Co., Chartered Accountants Firm Regn.No.103523W

and and the

C.S. Sathyanarayanan Partner Membership No.028328 Coimbatore. Coimbatore, 21st May 2013 COIMBATORE &

For and on behalf of the Board

S.A.Gopalakrishnan

J Sridhar

Directors

Integral Investments Limited

Notes to Financial Statements for the year ended 31st March 2013.

Note 1

Α.	Authorized	. Issued	, Subscribed	2	Paid un	
•••	, tatio 1200	, issucu	Junzellnen	CX,	ratu up	

 <u> Share Capital</u>	As at 31.03.	2013	As at 31.03.2012	
	Number	₹	Number	₹
Authorised				
37,50,000 Equity Shares of Rs.10/- each	3,750,000	37,500,000	3,750,000	37,500,000
<u>Issued</u> .				
22,50,000 Equity Shares of Rs.10/- each	2,250,000	22,500,000	2,250,000	22,500,000
Subscribed & fully Paid up				
22,50,000 Equity Shares of Rs.10/- each		4 4		•
22,50,000 Equity States Of RS.10/ - each	2,250,000	22,500,000	2,250,000	22,500,000
Total	2,250,000	22,500,000	2,250,000	22,500,000

B.Shares held by its holding company Out of Equity issued by the Company

Particulars	•	Nature of Relationship	As at 31.03.2013	As at 31.03.2012
Equity Shares		Holding Company	2,250,000	2,250,000

C.Shares held by each shareholder holding more than 5%

Name of Shareholder	-	Equity S	hares	
	As at 31.0	3.2013	As at 31.	03.2012
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Pricol Limited	2,250,000	100%	22,500,000	100%

Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. No dividend has been declared and paid by the Company. The dividend proposed by the Board of Directors if any, is subject to the approval of shareholders in the Annual General Meeting.

Note 2 Reserves & Surplus: Other Reserves 1. Statutory Reserve	As at 31.03.2013 ₹	As at 31.03,2012 ₹
Opening Balance (+) Current Year Transfer	9,309,511	1,091,000 8,218,511
Closing Balance	9,309,511	9,309,511
General Reserve Opening Balance (+) Current Year Transfer	4,282,700	4,282,700
Closing Balance	4,282,700	4,282,700
Total Reserves	13,592,211	13,592,211

Integral Investments Limited
Notes to Financial Statements for the year ended 31st March 2013

Surplus:	As at 3	1.03.2013 ₹	As at 31.03,2012 ₹
Opening balance		(12,536,068)	(4,415,111)
(+) Net Profit/(Net Loss) For the current y	ear -	(206,558)	97,554
(-) Transfer to Statutory reserve	·		(8,218,511)
Closing Balance		(12,742,626)	(12,536,068)
Total Reserves & Surplus		849,585	1,056,143
Note 3			
Other current Liabilities			
Other Payables		13,483	11,030
·		13,483	11,030
Note 4	•	÷	
Short Term Provisions			
Provision for taxation		13,738	7,947
•		13,738	7,947
Note 7			
Cash & Cash Equivalents			
Balances with banks		57,539	114,095
		57,539	114,095
N v a			
Note 8			•
Other Current Assets			
Cholamandalam Securities Limited		-	16
·		•	16_
Note 9			*
Auditors Remuneration			7
Audit Fees for:			÷
Statutory Audit		15,936	11,030
Taxation Matters		9,550	-
Certification Fees		2,248	-
		27,734	11,030
·			
Note 10			
Other Expenses			
Certification Fees		-	` 3,155
Demat Charges		-	1,231
Filing Fees		2,500	10,906
Professional Charges		15,118	12,425
Securities Transaction Tax	•	11,386	12,320
Service Tax paid		271	-
Bank Charges		3,382	-
Brokerage charges		3,049	•.
Printing & Stationary		1,600	- •
			•
		27.200	40.000
		37,306	40,038
Note 11			•
Earnings per Share (Basic & Diluted)			•
a.Profit After Tax		(206,558)	07 554
b Equity shares of Rs.10/-each(Nos)		2,250,000	97,554 2,250,000
c.Earnings per share (a/b) (In Rupees)	•	(0.09)	0.04
(a) a) (iii makaca)	• •	(0.05)	0.04

Note 5 Non Currér A,	Non Currênt Investments A				Details of Otl	Details of Other Investments		Š.			
Sr. No.	Particulars	Subsidiary / Associate / JV/ Controlled Special Purpose	No. of Shares / Units	res / Units	Quoted / Unquoted	Quoted / Partly Paid / Unquoted Fully paid	Extent of Holding (%)	(%) Julpto	Amount (₹)	١١ (٤)	Basis of Valuation #
		T CHARLES TO THE COLUMN TO THE	2013	2012	Ì		2013	2042	6100		1
9	(2)	(3)	9	(2)	(9)	5	(8)	(6)	(10)	(11)	(12)
(c)	Investment Properties	IIN.	-	i							
(q)	Investment in Equity instruments										
1	Pricol Technologies Ltd	Others	720,000	720,000	720,000 Unquoted	Fully paid	5.35%	5.35%	7,200,000	7,200,000 At cost	At cost
7	Shanmuga steel Industries Ltd	Subsidiary	6,510		6,510 Unquoted	Fully paid	100%		492,000	492.000 At cost	At cost
(c)	Investments in Mutual Funds	NB	-					†-		-	
	Total	•			-				7,692,000	7,692,000	

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Α.			۵	Details of Trade Investments	vestments					
Sr. No.	Particulars	Subsidiary /	No. of Shares / Units	es / Units	Quoted /	Partly Paid /	Amount (₹)	t(<i>₹</i>)	Market Value	Basis of Valuation #
		Associate / JV/			Unquoted	Fully paid				
		Controlled	,					erre Bell-A		
•		Special Purpose			,					
			2013	2012			2013	2012	2013	
Ξ	(2)	(3)	(4)	(5)	(e)	2	(8)	(8)		(10)
(c)	Investment Properties	IIN		1		-	-	·		
(q)	Investmentin Equity Instruments									
1	Ashok Leyland Umited	Others	000'1	1,000 (1,000 Quoted	Fully paid	31,869	31,869	21.950	At market value
2	- Bajaj Auto Ltd	Others	25	752	25 Quoted	Fully paid	33,339	33,339		<u> </u>
m	Bannari Amman Sugars Ltd	Others		100[100 Quoted	Fully patd	'	129,872		
4	Bharat Heavy Electricals Ltd	Others	-	225	225 Quoted	Fully paid	•	104,932		At cost
Ş	Bharti Shipyard Ltd	Others	-	300	300 Quoted	Fully paid	-	103,476	•	At cost
9	Cholamandalam Investment & Flnance	Others	200	007	200 Quoted	Fully paid	61,715	91,716		
	GMS tofracture to	Others	+	1 200.	1 300 Ottobad	Silve Sales		1000	54,270	¥
۵.	Hero Motocoon limited	. saylo	06) OCCUPANT	Outstad '	runy paid	23.55	145,574		┸
9	IDB1	Others	905		Olloted	Fully paid	201.05		35a/05	1
٥	1170114	Others	001	1001	100 Chated	Diego ville	055,50	11070	44,075	At n
7	Salve Constant (1) miles	Others	1 20	2001	Cuched	Cully paid	ETC'/T	216,11	30,910	At cost
=	Dave Energy Limited	Others	9	200/		Fully patd	86,682	86,682	38,255	At market value
12	Larsen & Toubro timited	Others	150	150(Fully paid	263,307	263,307	204,735	At market value
13	LIC Housing Finance	Others	200	- 	Quoted	Fully pald	44,319	-	44,990	
. 14	Mahindra & Mahindra Limited	Others	100	1001	į	Fully pald	51,862	51,862	86,115	
15	Maruti Suzuki India	Others	15	}-	- Quoted	Fully pald	16,769	•	19,196	
16	Munjal Auto Ltd	Others .	1	250 (Fuffy paid	'	, 500	ı	
71	Regaliaa Realty Limited	Others	20,692	20,692 Quoted	Quoted	Fully paid	206,920	206,920	320,933	
18	Rural Electrification Ltd	Others	250	250 (250 Quoted	Fully paid	65,497	65,497	52,038	At n
13	. Shivam Auto Tech Limited	Others		205	50 Quoted	Fully paid	-	200	1	L
20	South Indian Bank	Others	. 005)-	- Quoted	Fully paid	11,800	1	12.275	
27	. Tata Motors	Others	100	-	Quoted	Fully paid	21,900	i	26,930	
22	TVS Motors Ltd	Others	700	. 142 (142 Quoted	Fully paid	18,913	778	22.715	
	TOTAL		25,052	25,484			576'566	1,301,941	1.035.096	
	Provision for Diminution						(146,673)			
	Net Investment Value in shares						849,302			1

Integral Investments Limited

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Note	Į

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Sr. No.	Particulars	Subsidiary /	No. of Sha	No. of Shares / Units	Quoted /	Partly Paid /	Amount (₹)	ıt(گ)	Market Value	Basis of Valuation #
		Controlled			par on the	any pan-				
				•••						
		Special Purpose	•							
			2013	2012			2013	2012	2012	
(0)	Investments in Mutual Funds						-	7707	CT 27	
ı	Birla Sunlife Floating Rate Fund	Others		5,247 Quoted	Juoted	Enily paid		000 000		1000
'n	Franklin Indla Bluechip Fund	Others	•	13,105 Ouoted	Juoted	pled Aling		000,000		At cost
4	70	Others		40.605 Quoted	hoted	Culty paid		481,671		At cost
ß		Others	-	Datono 021,27	hiotod	Cully Daid	1	818.020	•	At cost
عا	HDFC Floating Rate Income Fund	Others	•	26.616 Onother	Another Monther	rully paid		1,254,512	,	At cost
_	HDFC MF Monthly Income plan - Long	Others		101,764 Quoted	luoted	Fully paid		1,349,639	,	At cost At cost
1	Т							5		
	HDFC Short Term Plan Dividend	Others	1	96,055 Quoted	uoted	Fully paid	-	1,000,000	,	At cost
Q1	- 1	Others	-	11,044 Quoted	tuoted	Fully paid		200,000		At cost
.	Ger Weekly	Others	1,500	<u>o</u>	Quoted	Fully paid	158.225		158,275	4000
유		Others	13,075	19,604 Quoted		Fully paid	1.275,914	1.968.177	1.313.540	At 7054
11	d bluechip	Others	150,592	<u>a</u> -	Quoted	Fully paid	2.500.000	-	2.395.913	At market value
17	,	Others	148,73	0	Quoted	Fully pald	2.500.000		2.519.629	At cort
13		Others	35	171 Quoted	noted	Fully pald	35.000	ואר ודר	36.851	A15024
14	Reliance Dynamic Bond Fund	Others		53,887 Quoted		Fully naid		077 712		71.0031
15	fund .	Others	11.462	1,207 Onoted		Filly paid	200 200	212 370		At cost
16	ļ	Others		44,862 Ouoted		Ently paid	620,004	242,470	4TT'/C7	Ar marker value
17.	nd	Others	-	408 Quoted		Suffer pale	•	pon'non	•	At cost
18		Others	750,427	Ō		Fuffy palet	0.00 331 9	405/204	000000000000000000000000000000000000000	At cost
19	Rellance Regular Savings Fund	Others		13,334 Quoted		Fully paid	-	300 859	not on to	At cost
20	Reliance Viston Fund	Others	-	7,362 Quoted		Fully paid	'	200 000	•	At 5051
21	Sundaram Select Midcap	Others	1	30,273 Quoted		Fully paid	-	574 604		Tree 14
22	Sundaram Ultra ST Fund	Others	•	77,414 Quoted		Fully paid	<u>'</u>	825,059	,	Atroct
23	Templeton India Ultra Short Bond Fund	Others	1	105,871 Quoted		Fully pald		1061312.85		At cost
24	ton India Short Term, Income	Others		435 Quoted		Fully paid		.500,000	1	Atrost
			994,989	778,020			14,910,832	14.467.068	14 849 722	0000
	Provision for Diminution				,		(132.866)			
	Net Investment in Mutual Funds	-				-	14,777,966			
	Total						15 627 267		15 904 010	
						-		-	1	

INTEGRAL INVESTMENTS LIMITED ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2013

Significant Accounting Policies:

1 Investments - Long Term

Investments are stated at Cost.

Provision for diminution in value of Long Term Investments is made if the diminution is other than temporary.

Investments - Short Term

Investments are stated at lower of cost or market value.

Provision for diminution in value of Short Term Investments is made when the market value is less than the cost of investments.

2 Income:

Dividend is accounted as and when declared and received.

Profit on sale of investments is recogonised as and when sale is made.

3 Expenditure: **

Expenses are accounted for on accrual basis.

Loss on sale of investments is recogonised as and when sale is made.

4 Accounting Standards prescribed under Sub Section 3C of Section 211 of the Companies Act, 1956 and

NBFC Prudential Norms issued by Reserve Bank of India have been followed wherever applicable.

Additional Disclosures

- 1 Income Tax Assessments are completed upto Assessment year 2008-09.
- 2 Earnings in Foreign Currency and Expenditure in Foreign Currency Nil.
- 3 As a prudent measure, the recognition of deferred tax asset as required by the accounting standard for accounting of taxes on income has not been considered in the accounts.
- 4 List of Related Parties with whom transactions have taken place during the year 2012-13 and relationship.

Holding Company: Pricol Limited.

Fellow Subsidiaries: Pricol Castings Limited, Pricol Components Limited, PT Pricol Surya, Indonesia

& Pricol Asia Pte Ltd, Singapore

Subsidiary Company: Shanmuga Steel Industries Limited

Name of Transaction	Holding	Company	Fel	low Subsidiari	es	Sub	sidiary Compa	anies
1	2012-13	2011-12		2012-13	2011-12		2012-13	2011-12
Outstanding Loan Opening	-	_		- .	•		-	-
Amount received during the year	•	_		-	-		-	-
Amount paid during the year	-	<u>.</u>		-	-		-	• •
Outstanding Loan Closing	-	-	•		•		-	
Investments Opening	-	-	•	-	-		-	160,000
Investments made during the year	-	* .		<u>.</u>	•		-	332,000
Investments Closing	· ,		• .	· -	. ·	1	- '	492,000

SCHEDULE TO THE BALANCE SHEET FOR THE YEAR ENDED 31ST MARCH, 2013

(As required in terms of paragraph 13 on Non-banking Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007)

		(Rs. l	In lakhs)
S.No.	Particulars	- Amount outstanding	Amount Overdue
	Liabilities side		
1	Loans & Advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid a) Debentures: Secured Unsecured (Other than falling within the meaning of public deposits)	Nil Nil	Nil Nil
	 b) Deferred Credits c) Term Loans d) Inter-corporate loans and borrowings e) Commercial Paper f) Public Deposits g) Other Loans (specify nature) 	Nil Nil Nil Nil Nil Nil	Nil Nil Nil Nil Nil Nil

Assets side:

S.No.	Particulars	Amount outstanding
2	Break-up of Loans and Advances including bills Receivables (other than those included in (4) below) a) Secured b) Unsecured	Nil Nil
	Break-up of leased assets and stock on hire and other assets counting towards AFC activities i) Lease assets including lease rentals under Sundry Debtors: (a) Financial lease (b) Operating lease	Nil Nil
V	ii) Stock on hire including hire charges under Sundry Debtors (a) Assets on hire (b) Repossessed assets iii) Other loans counting towards AFC Activities	Nil Nil
	(a) Loans where assets have been repossessed (b) Loans other than (a) above	Nil Nil

(Rs. In lakhs)

S.No.	Particulars	Amount
		outstanding
4	Break-up of Investments:	
	Current Investments:	
	1. Quoted:	0.00
	l) Shares: a) Equity	9.96
	b) Preference	Nil
	ii) Debentures & Bonds	Nil
	iii) Units of mutual funds	149.11
	lv) Government Securities	Nil Nil
	v) Others (please specify) 2. Unquoted:	INII
	· · · · · · · · · · · · · · · · · · ·	Nii
	I) Shares: a) Equity b) Preference	· Nil
	ii) Debentures & Bonds	Nil
	iii) Units of mutual funds	Nil
	Iv) Government Securities	Nil
	v) Others (please specify)	Nil
	Long term investments:	171
	1. Quoted:	
	l) Shares: a) Equity	Nil
	b) Preference	Nil
	ii) Debentures & Bonds	Nil
	iii) Units of mutual funds	Nil
	lv) Government Securities	Nil
	v) Others (please specify)	Nil
	2. Unquoted:	
•	I) Shares: a) Equity	76.92
	b) Preference	Nil
	ii) Debentures & Bonds	Nil
	iii) Units of mutual funds	Nil
	lv) Government Securities	Nil
	v) Others (please specify)	Nil

5 Borrower group wise classification of assets financed as in (2) and (3) above

	Category	Amou	nt net of provi	sions
		Secured	Unsecured	Total
1.	Related Parties			
	a) Subsidiaries b) Companies in the same group c) Other related parties – Holding Company	Nil Nil Nil	Nil Nil Nil	Nil Nil Nil
2.	Other than related parties	Nil	Nil	Nii
	Total	Nil	Nil	Nil

Investor group-wise classification of all investment (current and long term) in shares and securities (both quoted and unquoted)

Rs.in lakhs

·			1/3.111 14/113
		Market Value /	Book Value
1	Category	Break up or fair	(Net of
		value or NAV	provisions)
(i)	Related Parties		
	(a) Subsidiaries	Nil	Nil
Ì.,	(b) Companies in the same group	76.92	76.92
	(c) Other related parties	- 1	
(ii)	Other than related parties	158.85	156.27
	Total	235.77	233.19

Other information

7	Other information	,
	Particulars	Amount
•	Gross Non-Performing Assets	
(i)	(a) Related parties	Nil
	(b) Other than related parties	Nil
	Net Non-Performing Assets	
(ii)	(a) Related parties	Nil
	(b) Other than related parties	Nii
(iii)	Assets acquired in satisfaction of debt	Nil

Disclosure of Information relating to the Subsidiary Companies as required by the Ministry of Corporate Affairs, Government of India vide their General Circular No. 2/2011, No. 51/12/2007-CL-III dated 8th

February, 2011

SI No.	Particulars	Shanmuga Steel Industries Limited
		2012-13 ₹ Million
(a)	Share Capital	0.651
(b)	Reserves & Surplus	(0.494)
(c)	Total assets	1.240
(d)	Total liabilities	1.240
(e)	Details of investments *	0.045
(f)	Turnover	. 0.000
(g)	Profit / (Loss) Before Tax	(0.059)
(h)	Provision for Taxation	0.174
(i)	Profit / (Loss) After Tax	(0.233)
(j)	Proposed Dividend	
(k)	Reporting Currency	Indian Rupee (INR)

^{*} Excluding investment in subsidiaries

