

DEE GREAVES LIMITED

ACCOUNTS : 31st March, 2015

Walker Chandiook & Co LLP

Walker Chandiook & Co LLP
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Independent Auditor's Report

To the Members of Dee Greaves Limited

Report on the Financial Statements

1. We have audited the accompanying financial statements of Dee Greaves Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (the "Act") with respect to 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 principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act; safeguarding the assets of the Company; preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit.
4. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.



5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the 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 financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, of the state of affairs of the Company as at 31 March 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2015 (the "Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143(3) of the Act, we report that:
 - a. we have sought and 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 it appears from our examination of those books;
 - c. the financial statements dealt with by this report are in agreement with the books of account;
 - d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
 - e. on the basis of the written representations received from the directors as at 31 March 2015 and taken on record by the Board of Directors, none of the directors is disqualified as at 31 March 2015 from being appointed as a director in terms of Section 164(2) of the Act;
 - f. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company does not have any pending litigations which would impact its financial position;



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- ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Walker Chandiok & Co LLP
For **Walker Chandiok & Co LLP**
(Formerly Walker, Chandiok & Co)
Chartered Accountants
Firm's Registration No.: 001076N/N500013



per **Bharat Shetty**
Partner
Membership No: 106815

Place : Mumbai

Date : 04 May 2015

Walker Chandiook & Co LLP

Annexure to the Independent Auditor's Report of even date to the members of Dee Greaves Limited, on the financial statements for the year ended 31 March 2015

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) The Company does not have any fixed assets. Accordingly, the provisions of clause 3(i) of the Order are not applicable.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has not granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a) and 3(iii)(b) of the Order are not applicable.
- (iv) Owing to the nature of its business, the Company does not maintain any physical inventories or sells any goods. Further, there are no transactions pertaining to purchase of fixed assets or sales of services. Accordingly, clause 3(iv) of the Order with respect to purchase of inventories and fixed assets and sale of goods and services is not applicable.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii)(a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
- (b) There are no dues in respect of income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and cess that have not been deposited with the appropriate authorities on account of any dispute.
- (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder. Accordingly, the provisions of clause 3(vii)(c) of the Order are not applicable.
- (viii) In our opinion, the Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and the immediately preceding financial year.



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Annexure to the Independent Auditor's Report of even date to the members of Dee Greaves Limited, on the financial statements for the year ended 31 March 2015

- (ix) The Company has no dues payable to a financial institution or a bank or debenture-holders during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.
- (x) The Company has not given any guarantees for loans taken by others from banks or financial institutions. Accordingly, the provisions of clause 3(x) of the Order are not applicable.
- (xi) The Company did not have any term loan outstanding during the year. Accordingly, the provisions of clause 3(xi) of the Order are not applicable.
- (xii) No fraud on or by the Company has been noticed or reported during the period covered by our audit.

Walker Chandiook & Co LLP
For **Walker Chandiook & Co LLP**
(Formerly Walker, Chandiook & Co)
Chartered Accountants
Firm's Registration No.: 001076N/N500013

B Shetty

per **Bharat Shetty**
Partner
Membership No.: 106815

Place : Mumbai

Date : 04 May 2015

DEE GREAVES LIMITED

BALANCE SHEET

I. EQUITY AND LIABILITIES:

1. SHAREHOLDERS' FUNDS:

- (a) Share Capital
(b) Reserves and Surplus

Note No.	As at 31.03.2015		As at 31.03.2014
	₹	₹	₹
3	13,38,510		13,38,510
4	8,69,196		8,52,678
		22,07,706	21,91,188
5		29,090	29,090
		<u>22,36,796</u>	<u>22,20,278</u>

2. CURRENT LIABILITIES:

- (a) Other Current Liabilities

TOTAL

II. ASSETS:

1. NON-CURRENT ASSETS:

- (a) Long-Term Loans and Advances

6		1,67,844	1,67,844
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2. CURRENT ASSETS

- (a) Current Investment
(b) Cash and Cash Equivalents

7		20,20,965	19,98,258
8		47,987	54,176
		<u>22,36,796</u>	<u>22,20,278</u>

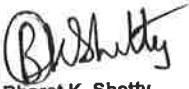
TOTAL

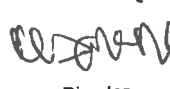
The Notes are an integral part of these financial statements.

1 TO 15

As per our report of even date attached

For Walker Chandiook & Co LLP
(Formerly Walker, Chandiook & Co)
Chartered Accountants


Bharat K. Shetty
Partner


Director


Director

Date: 4th May 2015
Mumbai



DEE GREAVES LIMITED


STATEMENT OF PROFIT AND LOSS

	Note No.	Year Ended 31.03.2015		Year Ended 31.03.2014
		₹	₹	₹
Income				
Other Income	9		1,22,708	1,28,406
			<u>1,22,708</u>	<u>1,28,406</u>
Total Revenue				
Expenditure				
Other Expenses	10		1,06,190	53,197
			<u>1,06,190</u>	<u>53,197</u>
Total Expenditure				
			16,518	75,209
Profit Before Tax				
Tax Expense:				
Current Tax			-	-
Deferred Tax			-	-
			<u>16,518</u>	<u>75,209</u>
Profit for the year				
Earnings per share (Face Value of ₹ 10/- per share)	11		0.12	0.56
(i) Basic			0.12	0.56
(ii) Diluted				
The Notes are an integral part of these financial statements	1 TO 15			

As per our report of even date attached

For Walker ChandioK & Co LLP
(Formerly Walker, ChandioK & Co)
Chartered Accountants


Bharat K. Shetty
Partner


Director


Director

Date: 4th May 2015
Mumbai



DEEGREAVES LIMITED

CASH FLOW STATEMENT

Year Ended
31.03.2015Year Ended
31.03.2014

₹

₹

A CASH FLOW FROM OPERATING ACTIVITIES

Profit before tax

16,518

75,209

Adjustment for:

Dividend Income from Current Investment

(1,22,708)

(1,28,406)

Operating profit/(loss) before working capital changes

(1,06,190)

(53,197)

Adjustment for:

Increase / (decrease) in trade payables

-

1,000

Cash used in operating activities

(1,06,190)

(52,197)

Direct taxes refunded / (paid) (net)

-

-

Net cash used in operating activities

(1,06,190)

(52,197)

B CASH FLOW FROM INVESTING ACTIVITIES

Dividend Income from Current Investment

1,22,708

1,28,406

Dividend Income reinvested

(22,707)

(1,28,406)

Net cash generated from investing activities

1,00,001

-

C CASH FLOW FROM FINANCING ACTIVITIES

Net cash (used in) / generated from financing activities

-

-

NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS(A+B+C)

(6,189)

(52,197)

Cash and cash equivalents at the beginning of the year

54,176

1,06,373

Cash and cash equivalents at the end of the year

47,987

54,176

Notes on cash flow statement :

- The cash flow statement has been prepared under the indirect method as set out in Accounting Standard [AS]-3, 'Cash Flow Statements'.
- Cash and cash equivalents represent cash and cash equivalents as per Note 8.
- Previous year's figures have been regrouped, wherever applicable.

As per our report of even date attached

For **Walker Chandiook & Co LLP**
(Formerly Walker, Chandiook & Co)
Chartered Accountants


Bharat Shetty
Partner




Director


Director

Date: 4th May 2015
Mumbai



DEE GREAVES LIMITED

NOTES TO THE FINANCIAL STATEMENTS: 31ST MARCH, 2015

1 General Information:

The Company was dealing in Aero Engines machinery, parts and services. However, currently the Company has suspended its operations. The Company is a wholly owned subsidiary of Greaves Leasing Finance Limited, which in turn is a wholly owned subsidiary of Greaves Cotton Limited.

2 Significant Accounting Policies

2.1 Basis of accounting :

The Financial Statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP) to comply in all material aspects with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and the relevant provisions of Companies Act, 2013. These Financial Statements have been prepared under the historical cost convention on accrual basis of accounting. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

The preparation of financial statements in conformity with GAAP requires that the management of the Company make estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include provision for doubtful advances, etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

All assets and liabilities have been classified as current and non-current as per normal operating cycle of the Company and other criteria set out in Schedule III to the Companies Act, 2013. Based on nature of products/services, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

2.2 Taxes on Income :

- (a) Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961 and based on the expected outcome of assessments / appeals. The provision for tax is adjusted for Minimum Alternate Tax (MAT) paid in earlier years.
- (b) Deferred tax is recognised on timing differences between the accounting income and the taxable income for the period and quantified using the tax rates and laws enacted or substantively enacted on the balance sheet date. Where there are unabsorbed business losses and/or unabsorbed depreciation, deferred tax assets are recognised and carried forward only to the extent that management is virtually certain that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are recognised only to the extent there is a reasonable certainty of realisation in future. Such assets are reviewed at each balance sheet date to reassess realisation.



DEE GREAVES LIMITED

NOTES TO THE FINANCIAL STATEMENTS: 31ST MARCH, 2015

2.3 Provisions and Contingent liabilities:

- (a) Provisions are recognised for liabilities that can be measured only by using a substantial degree of estimation, if
- (i) the Company has a present obligation as a result of a past event,
 - (ii) a probable outflow of resources is expected to settle the obligation, and
 - (iii) the amount of the obligation can be reliably estimated.
- (b) Reimbursement expected in respect of expenditure required to settle a liability is recognised only when it is virtually certain that the reimbursement will be received.
- (c) Contingent liability is disclosed in the case of
- (i) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation, and
 - (ii) a present obligation when no reliable estimate is possible.
- (d) Contingent assets are neither recognised nor disclosed.
- (e) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date and recognised/updated as appropriate.



DEE GREAVES LIMITED

NOTES TO THE FINANCIAL STATEMENTS: 31ST MARCH, 2015

3. Share Capital:

	As at 31.03.2015		As at 31.03.2014	
	₹	₹	₹	₹
a) Authorised Share Capital:				
4,00,000 (Previous Year 4,00,000) Equity Shares of ₹ 10/- each		40,00,000		40,00,000
		<u>40,00,000</u>		<u>40,00,000</u>
b) Issued, Subscribed and Paid up:				
1,33,851 (Previous Year 1,33,851) Equity Shares of ₹ 10/- each		13,38,510		13,38,510
		<u>13,38,510</u>		<u>13,38,510</u>

c) Terms / Rights attached to equity shares:

- The entire share capital is held by Greaves Leasing Finance Limited, the holding company.
- The Company has only one class of equity shares having a face value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. Any fresh issue of equity shares shall rank pari-passu with the existing shares.
- In the event of liquidation of the Company, the holder of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any, in proportion to the number of equity shares held by the shareholders.

4. Reserves and Surplus :

General Reserve:		4,30,000		4,30,000
As per last Balance Sheet		-		-
Add : Transferred from Surplus in Statement of Profit and Loss during the year			4,30,000	4,30,000
Surplus in Statement of Profit and Loss		4,22,678		3,47,469
As per last Balance Sheet		16,518		75,209
Add : Profit for the year			4,39,196	4,22,678
			<u>8,69,196</u>	<u>8,52,678</u>

5. Other Current Liabilities:

Provision for expenses		29,090		29,090
		<u>29,090</u>		<u>29,090</u>

6. Long-Term Loans and Advances:

Other Loans and Advances		1,67,844		1,67,844
Advance Income Taxes (net of provisions)				
		<u>1,67,844</u>		<u>1,67,844</u>

7. Current Investment (Non-trade, Unquoted) :

Mutual Fund				
20,183.506 Units ((Previous Year 19,956.732 Units) of ICICI Prudential Money Market Fund - Regular Plan - Daily Dividend		20,20,965		19,98,258
		<u>20,20,965</u>		<u>19,98,258</u>
Unquoted investment - Book value		20,20,965		19,98,258

8. Cash and Cash Equivalents:

Bank balance:		47,987		54,176
In Current Accounts				
		<u>47,987</u>		<u>54,176</u>



DEE GREAVES LIMITED

NOTES TO THE FINANCIAL STATEMENTS: 31ST MARCH, 2015

	Year Ended 31.03.2015		Year Ended 31.03.2014
	₹	₹	₹
9. Other Income:			
Dividend Income - Current Investment		1,22,708	1,28,406
		<u>1,22,708</u>	<u>1,28,406</u>
10. Other Expenses:			
Rates and Taxes		11,372	7,892
Registration and Filing Fees		3,040	2,101
Auditor's remuneration (refer note (a) below)		25,500	26,000
Legal and Professional Charges		54,056	17,000
Office Rent		11,067	-
Miscellaneous Expenses		1,155	204
		<u>1,06,190</u>	<u>53,197</u>
a) Auditor's remuneration :-		25,000	25,000
Statutory Audit		500	1,000
Out of pocket expenses		<u>25,500</u>	<u>26,000</u>
11. Earnings per share:			
Disclosure as required by Accounting Standard (AS)-20 'Earnings per share' (EPS)			
Basic EPS			
Weighted average number of shares issued of ₹ 10/- each	(A)	1,33,851	1,33,851
Profit for the year after tax	(B)	16,518	75,209
Basic EPS (₹)	(B / A)	<u>0.12</u>	<u>0.56</u>
Diluted EPS			
Weighted average number of shares issued of ₹ 10/- each	(C)	1,33,851	1,33,851
Diluted EPS (₹)	(B / C)	<u>0.12</u>	<u>0.56</u>



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NOTES TO THE FINANCIAL STATEMENTS: 31ST MARCH, 2015

2 Details of Related party transactions

Disclosures as required by Accounting Standard (AS)-18 'Related Party Disclosures'

Relationships with Related Parties:

Name of the Related Party	Relationship	Transactions during the year	
		Yes	No
Greaves Cotton Limited	Ultimate Holding Company		
Greaves Leasing Finance Limited	Holding Company		
Greaves Cotton Middle East (FZC)	Subsidiary of Greaves Leasing Finance Limited		

The following transactions were carried out with the related parties in the ordinary course of business:

Sr. No.	Transactions	2014-15		2013-14	
		Ultimate Holding Company	Total	Ultimate Holding Company	Total
1	Reimbursement of expenses	33,772	33,772	101	101

13. No provision has been made for Gratuity and Compensated absences since there are no employees.

14. The Company has no amount due to suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 as at 31st March, 2015.

15. Previous year figures have been regrouped wherever necessary.

As per our report of even date attached

For Walker Chandiook & Co LLP
(Formerly Walker, Chandiook & Co)
Chartered Accountants


Bharat K. Shetty
Partner


Director


Director

Date: 4th May 2015
Mumbai



