# 53<sup>rd</sup> Annual Report - 2012









Ultramodern Sand Plant under construction



High Pressure moulding machine under commissioning



Inside view from Furnace side





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#### ANNUAL GENERAL MEETING

Date: 12th April, 2013

Day : Friday
Time : 2.00 p.m.

Venue : Bajaj Bhavan, Ground Floor,

(Kamalnayan Bajaj Hall), 226, Nariman Point, Mumbai 400 021.

#### **COMMUNICATION DETAILS**

Tel No. : 022-66588787 Fax No. : 022-66588788

Shareholders' Grievance Cell: mitra.parchure@ksb.com

Website: www.ksbindia.co.in

#### **GENERAL INFORMATION**

#### **Board Of Directors**

G. Swarup (Chairman)

A.R. Broacha

D.N. Damania

N.N. Kampani

DR. A. Lee

DR. W. Schmitt

Pradip Shah

W. Spiegel (Managing Director)

#### Registered Office

126, Maker Chambers III, Nariman Point, Mumbai 400 021

#### **Zonal Offices**

North - NOIDA

Offices - Chandigarh, Jaipur & Lucknow

East - Kolkata

Offices - Bhubaneshwar, Jamshedpur & Raipur

West - Mumbai

Offices - Ahmedabad, Aurangabad, Baroda, Indore,

Nagpur & Pune

South - Chennai

Offices - Bangalore & Secunderabad

#### Factories

Pimpri, Pune 411 018

Chinchwad, Pune 411 019

Vambori 413 704, Dist. Ahmednagar

NSN Palayam, Coimbatore 641 031

Sinnar, Dist. Nashik 422 103

#### Collaborators

KSB Aktiengesellschaft, Germany

#### Bankers

Central Bank of India Deutsche Bank AG Standard Chartered Bank

#### Auditors

Deloitte Haskins & Sells

#### Cost Auditors

Dhananjay V. Joshi & Associates

#### Registrars & Transfer Agents

Link Intime India Pvt. Ltd. Tel. No.: 022 25946970

E-mail: rnt.helpdesk@linkintime.co.in



#### **BOARD'S REPORT**

To

The Shareholders,

The Board of Directors have pleasure to submit the report and audited Balance Sheet and Statement of Profit and Loss of the Company for the year ended 31st December, 2012.

#### FINANCIAL RESULTS AND DIVIDEND

#### (i) Financial Results:

		₹ in Million
	Year ended	Year ended
	31.12.2012	31.12.2011
Revenue from operations		
(net) & Other Income	7404.80	7641.32
Profit before taxation	806.58	622.94
Less: Provision for taxation		
Current	265.10	207.00
Deferred	(22.25)	(5.43)
Adjustment of tax of		
earlier years	(16.43)	(8.45)
	226.42	193.12
Profit after tax	580.16	429.82
Balance brought forward	2651.61	2428.61
Profit for appropriation	3231.77	2858.43
Appropriation:		
First Interim Dividend	34.81	34.81
Second Interim Dividend	156.64	-
Final Dividend	-	104.42
Tax on Dividend	31.06	22.59
General Reserve	60.00	45.00
Balance carried to		
Balance Sheet	2949.26	2651.61
	3231.77	2858.43

Note: previous year's figures have been regrouped/reclassified, wherever necessary to correspond with the current year classification/ disclosure required as per revised Schedule- VI.

#### (ii) Dividend:

First Interim dividend of ₹ 1 per share of ₹ 10 each (10%) was paid during the year.

The Board of Directors declared Second interim dividend of ₹ 4.50 per share of ₹ 10 each (45%) making total dividend paid for the year ₹ 5.50 (55%). No Final Dividend is recommended by the Board.

#### **GENERAL REVIEW**

#### (i) Working:

During the year under review, the Company has earned higher profit before tax compared to the previous year even though there has been decrease in the sales. The overall economic slowdown and delay in project execution continued in 2012. Hence situation of heavy pressure on margin continued in the year. The Company has taken various cost reduction and efficiency improvement measures during the year which resulted in increased profitability despite of reduction in sale.

Export increased by ₹ 333 mio. from ₹ 701 mio. last year to ₹ 1034 mio.

The Company continues with its efforts to maintain growth even during the economic downturn and face new challenges.

#### (ii) Unclaimed Bonus Shares:

Total 23,608 bonus shares held by 152 shareholders were unclaimed in the year 2012, after allotment. Out of which 2,914 bonus shares were transferred to respective 6 shareholders who had approached for such shares. Now the total number of shares outstanding is 20,694 held by 146 shareholders.

#### (iii) Fixed Deposits:

The Company has no unpaid deposits except those unclaimed after the period of maturity. As on 31st December, 2012, 1 depositor (₹15,000) did not claim his deposit on the due date.

### **BOARD'S REPORT (Contd.)**

(iv) Transfer to Investor Education & Protection Fund:

During the year, in accordance with section 205°C of the Companies Act, 1956, an amount of ₹41,409 being unclaimed fixed deposits and interest and an amount of ₹205,708 being unclaimed dividends up to the year 31.12.2005, were transferred to the Investor Education & Protection Fund established by the Central Government.

(v) Subsidiary & Associate:

The Ministry of Corporate Affairs, the Government of India has vide Circular No. 2/2011 dated 8th February, 2011 granted general exemption subject to fulfillment of certain conditions from attaching the Balance Sheet of the Subsidiary to the Balance Sheet of the Company without making an application for exemption. Accordingly, the Balance Sheet, the Statement of Profit and Loss Account and other documents of the subsidiary company is not being attached with the Balance Sheet of the Company. Financial information of the subsidiary company is disclosed in the Annual Report. The Audited Annual Accounts of this subsidiary and related detailed information will be made available to any member of the Company/ its subsidiary seeking such information at any point of time and are also available for inspection by any member of the Company/ its subsidiary at the Registered Office of the Company. The Audited Annual Accounts of the said Subsidiary will also be available for inspection, as above, at the Head Office of the subsidiary company.

The Associate Company, MIL Controls Limited (MIL) has made a profit before tax of ₹ 337.7 mio for the year ended 31st December, 2012 (previous year - ₹ 280.5 mio).

(vi) Management Discussion and Analysis Report:

Annexed to this Report

(vii) Corporate Governance:

Annexed to this Report

(viii) Consolidated Accounts:

As per the requirement of SEBI, consolidated accounts in accordance with Accounting Standard AS 21 have been annexed to this Annual Report.

#### **DIRECTORS**

Mr. N.N. Kampani, Mr. D.N. Damania, and Dr. A. Lee retire by rotation and are eligible for re-appointment.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

The Board of Directors confirm that

- i. in the preparation of annual accounts, the applicable accounting standards have been followed and there is no material departure;
- ii. the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are 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 or loss of the Company for the year under review;
- iii. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act,1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. the Directors have prepared the annual accounts on a going concern basis.



### **BOARD'S REPORT (Contd.)**

#### **ACKNOWLEDGEMENTS**

The Board of Directors are grateful to Canadian Kay Pump Ltd., the main shareholder, and to KSB AG, Germany, the Company's collaborators, for their valuable assistance and support. They wish to record their appreciation for the co-operation and support of the Company's shareholders, bankers and other lending institutions, all employees including the workers, staff and middle management and all others concerned with the Company's business.

#### PARTICULARS OF EMPLOYEES

The particulars prescribed under section 217(2A) of the Companies Act, 1956 are furnished in the annexure to this report.

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars prescribed by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are furnished in the annexure to this report.

#### SAFETY AND ENVIRONMENT

The Company is committed to improve its processes and operations to achieve and enhance its initiatives towards improving environment, health and safety standards on a continuous basis.

In line with our vision under EHS and Global Compact, we have initiated several activities some of them being disposal of e-waste through authorized agency, programs initiated to increase awareness on environment conservation and distribution of saplings, improvised lamp fittings, VFDs, programmer for voltage regulation for AC's, motion sensors in aisles etc., to save power, wet scrubbers, oil skimmers to

reduce pollution, conservation of wood & other packing material etc.

Further we have decided to have OHSAS 18001 certification for organization health and safety in coming year. Two plants will be audited and certified for OHSAS in the first phase. Extensive training programs are held to train our core team members who would be responsible to implement the requirements of this standard across all plants.

We have initiated dialogue with our supplier's through correspondence and one-to-one meeting to begin the EHS activities at their end, this will be closely monitored in future to bring in desired result.

#### **CORPORATE SOCIAL RESPONSIBILITY**

KSB Care Charitable Trust has initiated a project of supporting a school near Company's foundry at Vambori. Proposed support is to construct a primary school building.

#### **AUDITORS**

You are requested to appoint auditors for the current year and to fix their remuneration. The retiring auditors Messrs. Deloitte Haskins & Sells, Chartered Accountants, are eligible and offer themselves for re-appointment. The Company has received a certificate from Messrs. Deloitte Haskins & Sells to the effect that their re-appointment, if made, will be within the prescribed limits specified in section 224(1B) of the Companies Act, 1956.

On behalf of the Board of Directors

G. SWARUP CHAIRMAN

Mumbai, 22nd February, 2013

#### **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

#### ANNEXURE TO BOARD'S REPORT

#### 1.0 INTRODUCTION

The Company is engaged in the business of manufacture of power driven pumps and industrial valves. Castings are mainly produced for captive consumption.

## 2.0 INDUSTRY STRUCTURE AND DEVELOPMENT

#### 2.1 General

On the backdrop of decelerated growth in 2011, growth prospects for 2012 remained uncertain. Advanced Economies clouding the global growth lost its momentum due to the protracted debt crisis in euro area and fiscal fragilities dampened business and consumer confidence. Growth in emerging markets, especially China and India, was slower beyond what was anticipated.

Contrary to expectation, Indian economy did not show signs of recovery. Lower global demand, domestic policy uncertainties and cumulative impact of monetary tightening lowered the growth rate below six percent. Industrial growth remained subdued due to supply-side bottlenecks as well as no flow of investments. The growth slowdown has been driven by sharp fall in investment which may remain sluggish in new projects. With reduced stress on global financial markets and revival of capital inflows, financial conditions improved in India. However, tight liquidity conditions saw money market rates firm-up.

Deficient monsoon conditions repercussed overall foodgrain production in the later part of the year. Industrial activities lost steam on account of weak demand for consumer durables, reflecting interest rate sensitivity, deceleration in external demand and subdued investment demand due to decline in business confidence. Growth in service sector moderated, reflecting the slowdown in construction. Persistent

inflationary pressures began easing in the initial period of year but remained sticky at about current level.

All in all, dampening of investment sentiments, global uncertainties, domestic cyclical and structural factors affected all three sectors in economy agriculture, industry and service. Alongside, reviving growth in a non-inflationary manner also posed a big challenge for Indian Economy.

#### 2.2 Pumps & Valves Industries

After an encouraging start, the world economy cooled again in the course of 2012, which adversely affected the confidence of many investors in sound economic development. The mechanical engineering sector continued to grow in 2012 but much more slowly.

For Pumps and Valves manufacturers, the project business in energy sector continued to be characterised by low number of new orders and tight margins. Demand from chemical and petrochemical industries remained subdued as well as with no major grass root project started during the year.

#### 3.0 OPPORTUNITIES AND THREATS

With India's ever growing requirements of energy and capacity addition planned by the Government's though demand is subdued at the moment, there exists substantial opportunity for the Company as the Company's products are geared up for this sector.

With the globalisation, new international players are making a thrust in the Indian market by creation of additional manufacturing capacities. This would result in further intensification of competition leading to price pressures.

#### 4.0 SEGMENTWISE PERFORMANCE

During the year under review, Pumps worth ₹ 4875 mio. (Previous year ₹ 5248 mio.)



were sold. Similarly during the year under review, valves worth ₹ 1423 mio (previous year ₹ 1396 mio) were sold.

#### **EXPORT**

During the year under review, exports of pumps and valves in terms of value were ₹ 1034 mio. as against ₹ 701 mio. in previous year. Agency commission earned was ₹ 35 mio.

#### 5.0 OUTLOOK

Despite only moderate growth in the global economy, we expect order intake and sales revenue to grow once again in 2013. The implementation of strategic project would contribute significantly to this. Expansion of the standard business and the continued development of the service and aftermarket business will be important priorities.

Infrastructural developments in BRIC countries, urbanization in Asia Pacific countries resulted in more demand on power and fuel that would considerably contribute for growth in Pump & Valves industry.

For the current year, KSB expects the market for pumps, valves and services to grow moderately. Company is taking effective steps to improve earning before income tax in current year.

Program of production harmonization at various manufacturing locations is progressing satisfactorily. The Company continues its focus on innovation to meet the ever changing requirements of the customer.

## 6.0 RISKS & CONCERNS THE MANAGEMENT PERCEIVE

The competition is expected to be more aggressive leading to price pressures. Uncertainty in global economic growth coupled with inflationary pressures is

expected to impact the growth rate in India and consequently the Company's operations.

The growth in the industrial sector depends on better infrastructure, removal of labour market rigidities and growth in agricultural sector.

## 7.0 INTERNAL CONTROL SYSTEM & THEIR ADEQUACY

Internal Control Systems are implemented:-

- To safeguard the Company's assets from loss or damage
- To keep constant check on cost structure
- To provide adequate financial and accounting controls and implement accounting standards.

The system is improved and modified continuously to meet with changes in business condition, statutory and accounting requirements.

Internal controls are adequately supported by Internal Audit and periodic review by the management.

The Audit Committee meets periodically to review -

- with the management, and statutory auditors, financial statements
- with the internal auditors, adequacy/ scope of internal audit function, significant findings and follow up thereon and findings of any abnormal nature.

# 8.0 DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL EFFICIENCY

Due to some cost control measures, there is reduction in total expenses for 2012 as compared to last year. Consequently Profit after Tax improved even though the total turnover has decreased.

The following statements cover financial Performance Review, which are attached to this report.

- a) Distribution of Income
- b) Financial Position at a glance
- c) Financial Summary

# 9.0 MATERIAL DEVELOPMENTS IN HUMAN RESOURCES, INDUSTRIAL RELATIONS

In 2012, we have continued to focus on various people development initiatives such as Learning and Development, Developing Leadership Culture, Succession Planning and Performance Management. At the same time, new initiatives like Employee Communications Meetings and E-learning were introduced.

In Learning and Development programmes more emphasis was given on development of technical and functional competencies with the support of Internal Trainers. Productivity linked wage agreement was signed with the Union at Vambori. Industrial relations at all the plants were cordial and healthy.

#### 10.0 CAUTION

This report is based on the experience and information available to the Company in the Pump and Valve business and assumption in regard to domestic and global economic conditions, government and regulation policies etc. The performance of the Company is dependent on these factors. It may be materially influenced by the changes therein beyond the Company's control, affecting the views expressed in or perceived from this report.

On behalf of the Board of Directors,

G SWARUP Chairman

Mumbai, 22nd February, 2013

#### **DISTRIBUTION OF INCOME**

	Year ended 31.12.2012			₹ in Million r ended
	₹	%	₹	%
Raw Materials/Bought-out     Components Consumed	3582	48.37	3984	52.14
2. Employee benefit expenses	1036	14.00	1044	13.66
3. Administrative, Sales & Other	1693	22.86	1744	22.82
Expenses				
4. Finance Cost	52	0.70	28	0.37
5. Depreciation	235	3.17	218	2.85
6. Taxation				
Current	249	3.36	199	2.60
Deferred	(22)	(0.30)	(5)	(0.07)
On Dividend	31	0.42	22	0.30
7. Dividend	191	2.59	139	1.82
8. Retained Earnings	358	4.83	268	3.51
TOTAL	<u>7405</u>	100.00	7641	100.00

Note: Previous year's figures have been regrouped / reclassified, wherever necessary to correspond with the current year classification / disclosure required as per revised Schedule VI.



### FINANCIAL POSITION AT A GLANCE

				₹ in Million
CA	PITAL		Year ended	Year ended
			31.12.2012	31.12.2011
	SETS OWNED			
No	n Current Assets -			
1.	Fixed Assets (net)		1852	1597
2.	Investments		64	64
3.	Other Non-Current Assets (net	;)	211	233
4.	Deferred Tax Assets (net)		75	52
Cur	rent Assets (Net) - excluding bo	rrowings	2226	2587
		TOTAL	4428	4533
FIN	IANCED BY			
1.	Borrowings		169	632
2.	Net Worth*		4259	3901
		TOTAL	4428	4533
	*Represented by			
	Share Capital		348	348
	Reserves (Net)		3911	3553
		TOTAL	4259	3901
INC	COME EARNED			
1.	Revenue from operations (net)		7224	7495
2.	Other Income		181	146
		TOTAL	7405	7641
INC	COME DISTRIBUTED	TOTTLE		7011
1.	Materials Consumed		3582	3984
2.	Employee benefit expenses		1036	1044
3.	Other Expenses		1693	1744
4.	Finance Cost		52	28
5.	Depreciation Depreciation		235	218
6.	Taxation		233	210
0.	Current		249	199
	Deferred		(22)	
	On Dividend		, ,	(5)
7	On Dividend Dividend		31 191	22
7.				139
8.	Retained Income	TOTAL	358	268
		TOTAL	7405	7641

Note: Previous year's figures have been regrouped / reclassified, wherever necessary to corrospond with the current year classification / disclosure required as per revised Schedule VI.

### FINANCIAL SUMMARY

FINANCIAL			2010	2000	2000
	2012	2011	2010	2009	2008
CAPITAL ACCOUNTS (₹ in million)					
Liabilities					
Share Capital	348	348	174	174	174
Reserves & Surplus	3911	3553	3459	3146	2739
Non-Current Liabilities	284	237	177	146	131
Assets					
Non-Current Assets -					
Gross Block	3522	3265	3095	2645	2314
Net Block	1852	1597	1574	1542	1305
Investments	64	64	64	64	64
Other Non Current Assets	495	470	355	277	305
Deferred Tax Assets (net)	75	52	47	20	11
Current Assets (Net) -	2057	1955	1770	1563	1359
REVENUE ACCOUNTS (₹ in million)					
Revenue from operations & Other Income	7405	7641	6269	5753	6065
Gross Profit before					
finance cost and depreciation	1094	869	954	1230	1139
Finance cost	52	28	5	18	23
Depreciation	235	218	207	204	130
Profit before tax	807	623	742	1008	986
Profit after tax	580	429	515	665	638
Tax on Dividend	31	22	28	37	16
Dividend amount	191	139	174	218	96
Retained earnings	358	268	313	407	535
SELECTED INDICATORS					
Return on Capital Employed %	19.40	14.36	19.81	30.22	31.29
Current Ratio	1.92	2.11	1.90	1.89	1.97
Earnings per share	16.67	12.35	14.82	19.02	18.60
Debt equity ratio	0.04	0.16	0.04	0.02	0.11
Book value per share	122.36	112.08	104.38	95.39	83.69
Dividend %	55	40	100	125	55
Fixed Assets Turnover	4.00	4.78	3.98	3.73	4.65

Note: Previous year's figures have been regrouped / reclassified, wherever necessary to correspond with the current year classification / disclosure required as per revised Schedule VI.



#### REPORT ON CORPORATE GOVERNANCE

#### ANNEXURE TO BOARD'S REPORT

#### A. MANDATORY REQUIREMENTS

#### 1. Company's philosophy of Corporate Governance

The Company aims at conducting its business efficiently, by following professionally acknowledged good governance policies, thus meeting its obligations to all stakeholders in a balanced and accountable manner.

#### 2. Board of Directors

(a) Composition

The Board of Directors comprises of eight directors, of whom one is Managing Director. The office of Managing Director is held by a nominee of Canadian Kay Pump Ltd., the Company's main shareholder.

(b) Attendance of each Director at the Board Meetings and the last Annual General Meeting (AGM): -

Name of the Director	Category of Directorship	No. of Board	Attendance at
		Meetings attended	the last AGM
Mr. G. Swarup	Chairman – NED	6	Yes
Mr. A.R. Broacha	NED – I	6	Yes
Mr. D.N. Damania	NED – I	5	Yes
Mr. N.N. Kampani	NED – I	6	Yes
Dr. A. Lee	NED	3	No
Dr. W. Schmitt	NED	2	No
Mr. Pradip Shah	NED – I	6	Yes
Mr. W. Spiegel	Managing Director –ED	4	Yes

ED - executive director

NED - I - non-executive director - independent

Note:- The Company has disclosed to the Stock Exchanges in the "Quarterly Compliance Report on Corporate Governance" on compliance in regard to composition of Board of Directors.

(c) Number of other Companies or Committees the Director of the Company is a Director/ Member/Chairman: -

Name of Director	No. of	No. of Memberships	No. of Chairmanships
	Directorships in	in other Board	in other Board
	other Boards *	Committees #	Committees #
Mr. G. Swarup	17	1	1
Mr. A.R. Broacha	2	Nil	Nil
Mr. D.N. Damania	10	5	Nil
Mr. N.N. Kampani	10	3	1
Dr. A. Lee	16	Nil	Nil
Dr. W. Schmitt	9	Nil	Nil
Mr. Pradip Shah	18	8	1
Mr. W. Spiegel	10	Nil	Nil

<sup>\*</sup> Directorships in Foreign Companies and Private Limited Companies are included in the above table.

<sup>#</sup> Memberships in Committees other than Audit Committee / Shareholder Grievance Committee of public limited companies and all Committees of private limited/foreign companies are excluded in the above table.

(d) Details of Board Meetings held during the year under review: -

Sr. No.	Date	
1.	22.02.2012	
2.	12.04.2012	
3.	27.04.2012	
4.	27.07.2012	
5.	26.10.2012	
6.	14.12.2012	

#### 3. Audit Committee

i. Terms of Reference:

The terms of reference of this Committee are wide enough covering the matters specified under the Listing Agreement and the Companies Act, 1956.

ii. Composition, Name of Members and Chairperson

Name of Member	No. of Meetings attended
Mr. N.N. Kampani, Chairman	5
Mr. D.N. Damania	4
Mr. G. Swarup	5
Dr. A. Lee	3
Mr. A.R. Broacha	5

iii. Details of Audit Committee Meetings held during the year under review:

Sr. No.	Date
1.	22.02.2012
2.	27.04.2012
3.	27.07.2012
4.	26.10.2012
5.	14.12.2012

Managing Director, Chief Financial Officer, Internal Auditors and Statutory Auditors are invitees to the meeting. The Company Secretary of the Company acts as the Secretary to the Committee.

#### 4. Remuneration of Directors

The remuneration payable to the executive directors is approved by the members at the general meeting of the Company. Remuneration of executive directors consists of a fixed salary, perquisites, performance linked bonus, based on the individual and the Company's performance, and Commission based on net profits of the Company subject to a ceiling of 50% of the annual salary. The Board of Directors determine the performance linked bonus from year to year.

(a) Details of remuneration paid to the executive director for the year under review: -

₹ '000s

Name of the	Salary	Commission	Performance	Perquisites and	Terms of
Director			linked bonus	Contribution to	appointment
				Provident Fund	
Mr. W. Spiegel	3336	1668	-	1215	5 years, from
					01.01.2012 to
					31.12.2016



#### Notes:

- i. Above excludes contribution for gratuity, superannuation and personal accident insurance premium and the liability for encashable leave as the figures for the Director is not separately available.
- ii. The Company does not have a stock option scheme.
- iii. There is no notice period for severance of the executive director and no severance fees are payable to the director.
- (b) The Board of Directors decide the remuneration of non-executive directors which consists of a sitting fee as well as commission based on the net profits of the Company. As approved by the members commission amount is limited to 1% of the net profits of the Company or ₹25,00,000 whichever is less for all the Directors (excluding the Managing Director).

Payments made for the period 1.1.2012 to 31.12.2012 are as under:

₹'000s

Name of the Directors	Directors' Fees	Commission
Mr. G. Swarup	85	400
Mr. A.R. Broacha	85	400
Mr. D.N. Damania	70	400
Mr. N.N. Kampani	60	400
Dr. A. Lee	30	400
Mr. Pradip Shah	60	400
Dr. W. Schmitt	20	400

Note: The amount of commission is to be paid after Annual General Meeting subject to approval of Shareholders in ensuing Annual General Meeting for increased amount of ₹ 28,00,000 as per Section 309(4) of Companies Act 1956.

#### 5. Shareholders'/ Investors' Grievance Committee

i. Composition

Members of the Committee are: -

- a. Mr. A.R. Broacha, Chairman (Non-Executive Director)
- b. Mr. G. Swarup
- c. Mr. W. Spiegel

The meeting of the Committee was held on 26th October, 2012 which was attended by the then available members.

ii. Compliance Officer

Mr. M.G. Bhave, Company Secretary

iii. Complaints

54 complaints were received during the year under review. All the complaints have been solved to the satisfaction of the shareholders. There were no pending transfers as on 31st December, 2012.

#### 6. General Body Meetings

A. (i) Location and time where last three Annual General Meetings were held:

Financial Year	Date	Time	Venue
2009	29.04.2010	2.00 p.m.	Bajaj Bhavan, Mumbai
2010	07.04.2011	2.00 p.m.	Bajaj Bhavan, Mumbai
2011	12.04.2012	2.00 p.m.	Bajaj Bhavan, Mumbai

(ii) Special Resolution passed in the previous three Annual General Meetings

Financial Year	Special Resolution Passed
2009	No
2010	Yes
2011	Yes

#### (iii) Postal Ballot

No resolution was required to be passed by means of a postal ballot during the last year.

#### 7. Disclosures

- A. Basis of Related Party Transactions
  - i. Disclosures on materially significant related party transactions that may have potential conflict with the interests of the company at large
    - a. Details of shareholdings of Non-Executive Directors and dividend paid thereon:

Name of the Directors	No. of shares held	Dividend paid (₹)
Mr. Gaurav Swarup	34000	136000.00
Mr. A.R. Broacha	30000	120000.00
Mr. D.N. Damania	4200*	13800.00

<sup>\* 3200 -</sup> Final Dividend

4200 - Interim Dividend

#### b. Related party transactions

Normal trade transactions, Sole Selling Agency Agreement for exports and License and Technical Collaboration Agreements are being entered into with KSB AG, Germany and other group companies from time to time. Further, remuneration is paid to directors, dividend is paid on shares held by directors, etc. Full disclosures on related party transactions, as per the Accounting Standard 18 issued by the Institute of Chartered Accountants of India, is given under Note 38 of the Annual Accounts.

ii. Details of non-compliance, penalties and strictures imposed on the Company by the Stock Exchanges/ SEBI/ Statutory Authorities on matters relating to capital markets during the last three years.

The Company has complied with the requirements of regulatory authorities on capital markets and no penalties/strictures have been imposed against it in the last three years.

#### B. Disclosure of Accounting Treatment

The financial statements of the Company are prepared in accordance with the relevant Accounting Standards.

#### C. Board Disclosures - Risk Management

The Company has laid down procedures and informed the Board Members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.



### 8. Means of Communication

i.	Quarterly Results	Yes, published in the Newspapers every quarter
ii.	Newspapers wherein results normally	i. The Economic Times
	published	ii. Maharashtra Times
iii.	Any website, where results are displayed	www.ksbindia.co.in
iv.	Whether it also displays official news	Yes
	releases	
v.	The presentations made to Institutional	No presentation has been made to Institutional
	Investors or to the Analysts	Investors or to the Analysts

### 9. General Shareholder Information

AGM: Date, Time and Venue	12th April, 2013 at 2.00 p.m. at Bajaj Bhavan, Ground Floor (Kamalnayan Bajaj Hall), 226, Nariman Point, Mumbai 400 021
Financial Year	The financial year under review covers the period 1st January, 2012 to 31st December, 2012. The next financial year would be the calendar year 2013.
Date of Book Closure	9th April, 2013 to 12th April, 2013 (both days inclusive)
Listing on Stock Exchanges	<ol> <li>Bombay Stock Exchange Limited, Mumbai</li> <li>National Stock Exchange of India Limited.</li> <li>The Company has paid the listing fees for the period</li> <li>1st April, 2012 to 31st March, 2013.</li> </ol>
Stock Code	<ol> <li>500249 on Bombay Stock Exchange Limited</li> <li>KSB PUMPS – National Stock Exchange of India Limited</li> <li>ISIN Number for NSDL &amp; CDSL - INE/999A01015</li> </ol>
Market Price Data: High, Low during each month in last Financial year	Please see Annexure 'A'
Performance in comparison to broad- based indices such as BSE Sensex, CRISIL index etc.	The performance of the Company's share relative to the BSE sensitive index is given in Annexure 'B'
Registrar and Transfer Agents	Link Intime India Pvt. Ltd.
Share Transfer System	All the transfers received are processed by the Registrar and Transfer Agent. To facilitate prompt services to the shareholders, the Company Secretary is authorised to approve transfers not exceeding 300 shares per folio per occasion. These are processed on a fortnightly basis. Transmission, consolidation, sub-division of shares and issue of duplicate share certificates are approved by the Share Transfer Committee/Board of Directors.  Please see Annexure 'C'
Distribution of Shareholding and Shareholding pattern as on 31.12.2012	Please see Annexure 'C'
Dematerialisation of shares and liquidity	98.61% of the Paid-up Capital has been dematerialised as on 31.12.2012.

Outstanding GDRs/ ADRs/ Warrants	Not issued
or any Convertible instruments	
conversion date and likely impact	
on equity	
Plant Locations	The Company's plants are located at Pimpri,
	Chinchwad, Vambori, Coimbatore and Nashik
Address for correspondence	Shareholders should address correspondence to:
	Link Intime India Pvt. Ltd.
	C-13, Pannalal Silk Mills Compound
	L.B.S. Marg, Bhandup (W)
	Mumbai 400 078
	Phone: 022-25946970
	E-mail: rnt.helpdesk@linkintime.co.in

### B. NON-MANDATORY REQUIREMENTS:

a. Chairman of the Board – Re : Non-executive Chairman–Maintenance of office at Company's expense

The Company has non-executive Chairman.

b. Tenure of Independent Directors

Under review

c. Re: Remuneration Committee

The Company has decided not to proceed with formation of Remuneration Committee at this stage.

d. Shareholders' Rights - Re: half yearly results

It is proposed to introduce in due course.

e. Audit Qualifications

The financial statements of the Company are unqualified.

- f. Training of Board Members
- g. Mechanism for evaluating non-executive Board members

The members of the Board are professionals having extensive experience in their fields and contribute substantially towards decision making process. Therefore, these non-mandatory requirements are not considered necessary.

h. Whistle Blower Policy

Whistle Blower policy is not adopted by the Company

On behalf of the Board of Directors

G. SWARUP

Chairman

Mumbai, 22nd February, 2013

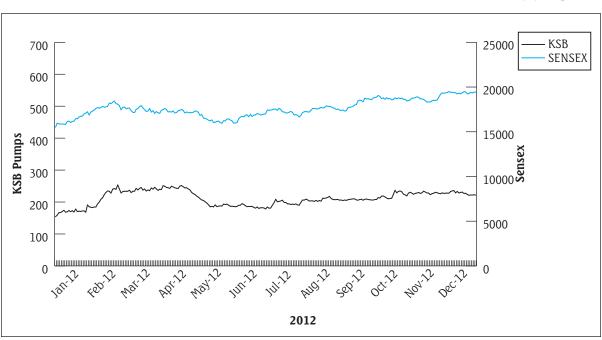


#### ANNEXURE A

#### Price and volume of shares traded

Month/Year	Bombay	Stock Exch	ange Ltd.	Ltd. National St		ock Exchange of India Ltd.	
	High (₹)	Low (₹)	Volume traded	High (₹)	Low (₹)	Volume traded	
January, 12	197.95	144.50	38376	199.00	139.00	55505	
February, 12	266.00	180.15	121491	267.00	181.00	279130	
March, 12	252.95	229.00	199528	255.20	225.60	183394	
April, 12	255.95	221.25	85985	258.95	220.10	108038	
May, 12	229.85	182.00	62889	230.00	180.00	58915	
June, 12	195.90	177.25	19770	197.85	176.30	35897	
July, 12	222.00	180.00	43714	225.00	179.80	135147	
August, 12	222.00	199.00	36942	223.65	199.00	139189	
September, 12	212.90	203.00	55161	215.85	202.50	124308	
October, 12	240.95	204.35	348790	237.90	205.15	407691	
November, 12	236.45	222.00	181402	238.00	220.10	126274	
December, 12	236.50	216.30	40128	239.80	218.05	103717	

#### ANNEXURE B



ANNEXURE C

### Distribution of shareholding as on 31st December, 2012

Number of shares held	Men	nbers	Shares		
	Number	%	Number	%	
1-500	9849	81.69	1196266	3.44	
501-1000	1028	8.53	789665	2.27	
1001-2000	711	5.90	1069163	3.07	
2001-3000	212	1.76	506473	1.46	
3001-4000	87	0.72	310533	0.89	
4001-5000	44	0.37	201156	0.58	
5001-10000	57	0.47	404693	1.16	
10001 and above	68	0.56	30329895	87.13	
TOTAL	12056	100.00	34807844	100.00	

## Shareholding pattern as on 31st December, 2012

Category	No. of Members	No. of Shares held	% to the Capital
Indian Promoters	9	9140410	26.26
Foreign Promoters	1	14110848	40.54
Mutual Funds & UTI	14	3723787	10.70
Banks, Financial Institutions and Insurance Companies	5	358681	1.03
Foreign Institutional Investors	12	207982	0.60
Private Corporate Bodies	301	2205705	6.34
Indian Public / Trust	11423	4850090	13.93
Foreign Nationals / NRIs	291	210341	0.60
Total	12056	34807844	100.00



#### CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of KSB Pumps Limited

We have examined the compliance with conditions of Corporate Governance by KSB Pumps Ltd., for the year ended on 31<sup>st</sup> December, 2012, as stipulated in clause 49 of the Listing Agreement of the said Company with the stock exchanges.

The compliance with conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the 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 and the representations made by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

Based on the representation received from the Company and certified by the Registrars and Transfer Agents, no investor grievance is pending for a period exceeding one month as on 31st December, 2012 against the Company and the Registrars and Transfer Agents have reported to the Shareholders/Investors Grievances Committee on the status of the grievances.

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 Nilesh Shah & Associates Company Secretaries

> (Nilesh Shah) Partner

Mumbai, 22nd February, 2013

(FCS - 4554) C.P.No: 2631

#### **Disclosure/Declaration under Listing Agreement**

#### A. DISCLOSURE UNDER CLAUSE 32

Sr.	Disclosure of loans / advances / investments	As at	Maximum
No.	Outstanding during the year	31st December,	amount during
		2012	the year
		₹	₹
1.	Loans and advances in the nature of loans to subsidiary	NIL	NIL
2.	Loans and advances in the nature of loans to associate	NIL	NIL
3.	Loans and advances in the nature of loans where there is		
	a. No repayment schedule or repayment beyond seven		
	years of the Companies Act, 1956	NIL	NIL
	b. No interest or interest below sec. 372A of the		
	Companies Act, 1956	NIL	NIL
4.	Loans and advances in the nature of loans to		
	firms/companies in which directors are interested	NIL	NIL

#### **B. DECLARATION UNDER CLAUSE 49**

All Board members and senior management personnel have affirmed compliance with the Code of Conduct for the year 2012.

W. Spiegel Managing Director

#### ANNEXURE TO BOARD'S REPORT

Statement pursuant to section 212 of the Companies Act, 1956 relating to Subsidiary Company

Pofran Sales & Agency Ltd.

(A) The financial year of the Subsidiary Company

Year ended 31st December, 2012

(B) (a) Number of shares held by KSB Pumps Limited in Subsidiary Company

5,000 Equity shares of

(b) Extent of holding

₹ 100 each 100.00%

- (C) The net aggregate of Profits/(Losses) of the Subsidiary Company so far it concerns the members of KSB Pumps Limited
  - (a) not dealt with in the accounts of KSB Pumps Limited for the year ended 31st December, 2012 amounted to -
    - (i) for the subsidiary's financial year ended as in (A) above ₹11.60 mio
    - (ii) for the previous financial years of the subsidiary since it became the holding company's subsidiary ₹38.87 mio

(b) dealt with in the accounts of KSB Pumps Limited for the year ended 31st December, 2012 amounted to -

- (i) for the subsidiary's financial year ended as in (A) above NIL
- (ii) for the previous financial years of the subsidiary since it became the holding company's subsidiary

M.G. Bhave

G. Swarup Chairman
A.R. Broacha
D.N. Damania
N.N. Kampani
Dr.A. Lee Directors

₹18.00 mio

Pradip Shah

Dr. W. Schmitt -

W. Spiegel Managing Director

Mumbai, 22nd February, 2013 Company Secretary

Information pursuant to section 217 (2A)(b)(ii) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975

	1550 read with the companies (ratheatars of Employees) reales, 1575						
Name	Age Years	Qualifications	Designation/Nature of Duties/ Commencement of Employment and Experience (Years)		Remuneration Received Amount (₹)	Name of Previous Employer, Post held	
Employed throu	ghout	the year					
Spiegel W.	61	Graduate Mechanical Engineer	Managing Director (Board Member)	01.01.2002	47	6,217,729	KSB AG, Germany - Head of Division (Industry, Water & Sewage)

#### Notes:

- Remuneration as shown above includes salary, H.R.A., Company's contribution to Provident Fund, Leave Travel Assistance and expenditure incurred by the Company on accommodation and other facilities.
- 2) Perquisites have been valued on the basis of Income-tax Act, 1961 and rules thereof.
- 3) The above employee is not relative of any Director of the Company.
- 4) The appointment is governed by the terms approved by members/Government of India.

On behalf of the Board of Directors

G. SWARUP Chairman

Mumbai, 22nd February, 2013



#### ANNEXURE TO BOARD'S REPORT

#### A. CONSERVATION OF ENERGY

The Company continues to undertake various initiatives to conserve energy. Improvements for conservation of energy are an ongoing process. Some of the recently implemented measures are installation of VFD on compressor, introduction of Auto programmer for office air conditioning system and introduction of online hydraulic oil filter unit for reducing the consumption of hydraulic oil.

#### B. TECHNOLOGY ABSOPRTION

## 1. Performance and Product Improvements

Most of our submersible products handling water up to 7 lps are accredited as Energy Efficient Pumps with 4 and 5 Star labelling from Bureau of Energy Efficiency.

#### 2. Research and Development

Optimization of submersible motors is under progress. Development of submersible pumps with high head per stage is also under progress.

#### 3. Benefits of Research and Development

Recent introductions like domestic range of hydro pneumatic boosters and high suction self priming jet pump are well received in the market. Further extension of the range shall be undertaken in the near future.

#### 4. Future Plans

Introduction of end suction pumps for handling high temperature liquids.

## 5. Expenditure on Research and Development

(₹ iı	n million)
Year ended	Year ended
31.12.2012	31.12.2011
-	-
2.06	1.07
2.06	1.07
0.03	0.01
	Year ended 31.12.2012 - 2.06 2.06

## 6. Technology Absorption, Adaptation and Innovation

Worldwide rationalization of end suction pumps is under progress. The Company is playing major role in this project.

## C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Exports during the year were ₹1034 million. Total foreign exchange earned during the year was ₹1106 million. Export orders outstanding for execution are ₹550 million. Total foreign exchange used during the year was ₹609 million.

On behalf of the Board of Directors

G Swarup Chairman

Mumbai, 22nd February, 2013

#### **AUDITORS' REPORT TO THE SHAREHOLDERS**

- (1) We have audited the attached Balance Sheet of KSB Pumps Limited as at 31st December, 2012, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- (2) We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- (3) As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- (4) Further to our comments in the annexure referred to above, we report that:
  - i) we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - ii) 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;
  - iii) the balance sheet, the statement of profit and loss and cash flow

- statement dealt with by this report are in agreement with the books of account;
- iv) in our opinion, the balance sheet, the statement of profit and loss and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
- v) in our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st December, 2012;
  - b) in the case of the statement of profit and loss, of the profit for the year ended on that date; and
  - c) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.
- (5) On the basis of written representations received from the directors, as on 31st December, 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st December, 2012, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act,1956.

For Deloitte Haskins & Sells Chartered Accountants Registration No.: 117366W

Hemant M. Joshi
Partner

Membership No.: 038019

Pune, 22nd February, 2013



#### ANNEXURE TO THE AUDITORS' REPORT

STATEMENT REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF KSB PUMPS LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st DECEMBER, 2012.

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - (b) As explained to us, the management has physically verified most of the fixed assets during the year, other than patterns lying with third parties for which confirmations have been obtained from parties in most of the cases, and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification of fixed assets is reasonable having regard to the size of the Company and the nature of the assets.
  - (c) The fixed assets disposed off during the year, in our opinion, do not constitute substantial part of the fixed assets of the Company and such disposal has, in our opinion, not affected the going concern status of the Company.
- (ii) (a) Inventories have been physically verified during the period by the management. In respect of inventories lying with third parties confirmation have been obtained for a major portion of inventories. In our opinion, the frequency of verification is reasonable.
  - (b) In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories. The discrepancies noticed on verification between physical stocks and book stocks were not material having

- regard to the size of operations of the Company and have been properly dealt with in the books of accounts.
- (iii) According to the information and explanations given to us, the Company has not granted or taken any loans, secured or unsecured, to or from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.

  Accordingly clauses (iii)(a) to (iii)(g) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable.
- (iv) In our opinion and according to the information and explanations given to us and having regard to the explanation that some of the items purchased/ sold are of a special nature and comparable alternative quotations/ prices are not available, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, with regard to purchase of inventory and fixed assets and for the sale of goods and services. There is no continuing failure to correct major weaknesses, if any, in internal controls system.
- (v) (a) Based upon the audit procedures applied by us and according to the information and explanations given to us, contracts or arrangements that need to be entered into the register maintained in pursuance of section 301 of the Companies Act, 1956 have been so entered.
  - (b) The transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposits from the public to which the provisions of sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under apply.
- (vii) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.

### ANNEXURE TO THE AUDITORS' REPORT (Contd.)

- (viii) We have broadly reviewed the books of account maintained by the Company pursuant to the notification of the Central Government for the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 and, on the basis of the information received, are of the opinion that prima facie the prescribed accounts and records have been maintained / are being made up. We have not, however, made a detailed examination of the records with a view to determining whether they are accurate or complete.
- (ix) (a) According to the records of the Company, apart from the certain instances of delays in depositing undisputed income tax deducted at source, Provident Fund, Employees' State Insurance and Sales tax, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Investor Education and Protection Fund, Income tax, Sales tax, Service Tax, Wealth tax, Customs Duty, Excise Duty, cess and other statutory dues with the appropriate authorities. Based on our audit procedures and according to the information and explanations given to us, there are no arrears of statutory dues which has remained outstanding as at 31st December, 2012 for a period of more than six months from the date they became payable.
  - (b) According to the information and explanations given to us and records of the company the dues of sales tax/ income tax/ customs duty/ wealth tax/ service tax/ excise duty/ cess, which have not been deposited on account of any dispute are as follows:

Nature of Dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending	
Excise Duty	772,000*	1994-1998	Customs Excise and Service Tax Appellate Tribunal (CESTAT), Mumbai.	
Excise Duty	19,510,000*	2002-2007	Customs Excise and Service Tax Appellat Tribunal (CESTAT), Mumbai.	
Excise Duty	411,000*	2004	Customs Excise and Service Tax Appellate Tribunal (CESTAT), Delhi.	
Excise Duty	635,000*	2004	Customs Excise and Service Tax Appellate Tribunal (CESTAT), Delhi.	
Excise Duty	975,585*	2004	Customs Excise and Service Tax Appellate Tribunal (CESTAT), Chennai.	
Service Tax	600,000	2004-2005	Customs Excise and Service Tax Appellate Tribunal (CESTAT), Mumbai.	
Service Tax	7,270,000	2005-2007	Customs Excise and Service Tax Appellate Tribunal (CESTAT), Mumbai.	
Service Tax	10,730,000*	2008-2009	Customs Excise and Service Tax Appellate Tribunal (CESTAT), Mumbai.	

<sup>\*</sup> stay granted for recovery.



## ANNEXURE TO THE AUDITORS' REPORT (Contd.)

- (x) The Company does not have any accumulated losses as at 31st December, 2012. The Company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xi) Based on our audit procedures and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institution/ bank/ debenture holders.
- (xii) According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company is not a chit fund, nidhi/ mutual benefit fund and therefore the requirements pertaining to such class of companies is not applicable.
- (xiv) The Company is not dealing or trading in shares, securities, debentures and other investments.
- (xv) 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.
- (xvi) To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, the Company has not availed any term loans during the year.
- (xvii) According to the information and explanations given to us, and on an overall examination of the Balance Sheet

- of the Company, funds raised on short-term basis have not been used during the year for long term investments.
- (xviii) The Company has not made any preferential allotment of shares during the year to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company has not issued any debentures during the year and therefore the question of creating security or charge in respect thereof does not arise.
- (xx) The Company has not made any public issue during the year and therefore the question of disclosing the end use of money does not arise.
- (xxi) Based upon the audit procedures performed and according to the information and explanations given and representations made by the management, we report that no fraud on or by the Company has been noticed or reported during the year.

For Deloitte Haskins & Sells Chartered Accountants Registration No.: 117366W

Hemant M. Joshi Partner Membership No.: 038019

Pune, 22nd February, 2013

## Balance Sheet as at 31st December, 2012

			Particulars	Note No.	As at 31st December, 2012 ₹ in Million	As at 31st December, 2011 ₹ in Million
I	EQU	JITY	AND LIABILITIES			
	(1)	Sha	reholders' funds			
		(a)	Share capital	3	348.08	348.08
		(b)	Reserves and surplus	4	3,910.79	3,553.14
					4,258.87	3,901.22
	(2)	Nor	n-current liabilities			
		(a)	Long-term borrowings	5	-	0.03
		(b)	Other long-term liabilities	6	56.04	53.02
		(c)	Long-term provisions	7	227.65	183.71
					283.69	236.76
	(3)	Cur	rent liabilities			
		(a)	Short-term borrowings	8	168.52	631.55
		(b)	Trade payables	9	1,226.47	1,294.68
		(c)	Other current liabilities	10	838.19	775.93
		(d)	Short-term provisions	11	346.47	261.73
					2,579.65	2,963.89
			TC	TAL	7,122.21	7,101.87
II		ETS				
	(1)		n-current assets			
		(a)	Fixed assets			
			(i) Tangible assets	12.A	1,566.74	1,513.15
			(ii) Intangible assets	12.B	17.90	14.38
			(iii) Capital work-in-progress		267.06	69.66
		(1.)	NT		1,851.70	1,597.19
		(b)	Non-current investments	13	63.56	63.56
		(c)	Deferred tax assets (net)	14	74.58	52.33
		(d)	Long-term loans and advances	. 15	486.96	421.48
		(e)	Other non-current assets - Long-term tra		8.61	48.03
			receivables (Unsecured, Considered Good	1)	2,485.41	2 102 50
	(2)	Cur	rent assets		2,403.41	2,182.59
	(2)	(a)	Inventories	16	1,935.35	1980.19
		(b)	Trade receivables	17	1,453.08	1822.47
		(c)	Cash and cash equivalents	18	1,002.07	817.39
		(d)	Short-term loans and advances	19	218.68	272.96
		(e)	Other current assets	20	27.62	26.27
		(=)	<b></b>	20	4,636.80	4919.28
			TO	TAL	7,122.21	7,101.87
	See	accor	npanying notes forming part of the finance		1,122.21	7,101.07
	566	40001	mpan, mg notes forming part of the finance	-a. otatemento		

In terms of our report attached		G. Swarup	Chairman
For Deloitte Haskins & Sells		A.R. Broacha	
Chartered Accountants		D.N. Damania	
		N.N. Kampani	
		Dr.A. Lee	Directors
Hemant M. Joshi		Pradip Shah	
(Partner)		Dr. W. Schmitt	
	M.G. Bhave	W. Spiegel	Managing Director
	Company Secretary		
Pune, 22nd February, 2013		Mumbai, 22nd Februa	rv. 2013



## Statement of Profit and Loss for the year ended 31st December, 2012

	Particulars	Note No.	Year ended 31st December, 2012 ₹ in Million	Year ended 31st December, 2011 ₹ in Million
1	Revenue from operations (gross)	21	7,697.96	7,933.99
	Less: Excise duty	21	(474.30)	(438.56)
	Revenue from operations (net)		7,223.66	7,495.43
2	Other income	22	181.14	145.89
3	Total revenue (1+2)		7,404.80	7,641.32
4	Expenses			
	Cost of materials consumed	23.a	3,415.15	4,147.91
	Purchases of stock-in-trade		108.17	112.40
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	23.b	58.10	(276.80)
	Employee benefits expense	24	1,036.30	1,044.17
	Finance costs	25	52.40	27.76
	Depreciation and amortisation expense	12.A & 12.B	235.39	218.95
	Other expenses	26	1,701.49	1,756.71
	Expenditure transferred to capital account		(8.78)	(12.72)
	Total expenses		6,598.22	7,018.38
5	Profit before tax (3 - 4)		806.58	622.94
6	Tax expense:			
	(a) Current tax		265.10	207.00
	(b) Short / (excess) provision in respect of earlier years		(16.43)	(8.45)
	(c) Deferred tax		(22.25)	(5.43)
			226.42	193.12
7	Profit for the year (5 - 6)		580.16	429.82
8	Earnings per equity share (Face Value per share ₹ 10/-): (Refer Note 41)			
	(a) Basic		16.67	12.35
	(b) Diluted		16.67	12.35
	See accompanying notes forming part of the financial st	atements		

In terms of our report attached t	o the Balance Sheet	G. Swarup	Chairman
For Deloitte Haskins & Sells		A.R. Broacha	
Chartered Accountants		D.N. Damania	
		N.N. Kampani	
		Dr.A. Lee	Directors
Hemant M. Joshi		Pradip Shah	
(Partner)		Dr. W. Schmitt	
	M.G. Bhave	W. Spiegel	Managing Director
	Company Secretary		
Pune, 22nd February, 2013		Mumbai, 22nd Febr	uary, 2013

## Cash Flow Statement for the year ended 31st December, 2012

		20	12	20	11
	Particulars	₹ in Million	₹ in Million	₹ in Million	₹ in Million
A.	Cash flow from operating activities				
	Net Profit/(Loss) before tax		806.58		622.94
	Adjustments for:				
	Depreciation and amortisation	235.39		218.95	
	(Profit)/loss on sale/write off of assets	(1.84)		0.42	
	Finance costs	52.40		27.76	
	Interest income	(103.34)		(81.87)	
	Income from non-trade investements	(38.96)		(38.96)	
	(non-current)				
	Dividend from subsidiary company	-		(8.00)	
	Unrealised exchange (gain)/loss	(5.17)		(1.66)	
		-	138.48	-	116.64
	Operating profit/(loss) before working capital changes		945.06		739.58
	Adjustment for changes in working capital:				
	Inventories	44.84		(395.18)	
	Trade receivables	369.39		(695.48)	
	Short-term loans and advances	54.28		92.35	
	Long-term loans and advances	(26.32)		(149.88)	
	Other non-current assets - Long-term trade receivables	39.42		(48.03)	
	Trade payables	(68.21)		75.22	
	Other current liabilities	56.20		170.21	
	Other long-term liabilities	3.02		4.41	
	Short-term provisions	(5.83)		4.14	
	Long-term provisions	43.94		55.94	
			510.73		(886.30)
	Cash generated from operations		1,455.79		(146.72)
	Direct taxes paid	_	(209.41)		(166.09)
	Net cash flow from/(used in) operating activities (A)	-	1,246.38	-	(312.81)
В.	Cash flow from investing activities				
	Purchase of Fixed Assets	(534.27)		(245.20)	
	Proceeds from sale of fixed assets	3.52		1.34	
	Interest received	101.99		69.68	
	Income from non-trade investements	38.96		38.96	
	(non-current)				
	Dividend from subsidiary company			8.00	
	Net cash flow from/(used in) investing activities (B)		(389.80)		(127.22)



## Cash Flow Statement for the year ended 31st December, 2012

		2012	20	11
	Particulars	₹ in Million ₹ in Millio	n ₹ in Million	₹ in Million
C.	Cash flow from financing activities			
	Working capital borrowings	(463.03)	495.39	
	Finance cost	(52.40)	(27.76)	
	Dividends paid	(139.05)	(174.07)	
	Tax on dividend	(22.59)	(28.77)	
	Net cash flow from/(used in) financing activities (C)	(677.07		264.79
D.	Unrealized exchange gain/ (loss) in cash and cash equivalents (D)	5.17		1.66
	Net increase / (decrease) in Cash and cash equivalents (A+B+C+D)	184.68		(173.58)
	Cash and cash equivalents (Opening Balance)	817.39		990.97
	Cash and cash equivalents (Closing Balance)	1002.07		817.39
Casl inclu	h and cash equivalents at the end of the year ide:	As at 31s _ Dec., 2012		As at 31st Dec., 2010
(a)	Cash on hand	0.4	0.39	0.37
(b)	Balances with banks			
	(i) In current accounts	205.52	82.62	287.55
	(ii) In deposit accounts	793.90	732.31	700.96
	(iii) In unpaid dividend/deposits account	2.24	2.07	2.09
Casl	n and Cash equivalents at the end of the year	1,002.07	817.39	990.97

#### Notes:

(i) Figures in brackets represent outflows of cash and cash equivalents

In terms of our report attached to	the Balance Sheet	G. Swarup	Chairman
For Deloitte Haskins & Sells		A.R. Broacha	
Chartered Accountants		D.N. Damania	
		N.N. Kampani	
		Dr.A. Lee	Directors
Hemant M. Joshi		Pradip Shah	
(Partner)		Dr. W. Schmitt	
	M.G. Bhave	W. Spiegel	Managing Director
	Company Secretary	1 0	
Dung 22nd Fohrmany 2012		Mumbai 22nd Fahmu	2012

Pune, 22nd February, 2013 Mumbai, 22nd February, 2013

## Notes forming part of the financial statements

Note	Particulars
1	Company Overview
	Products: The Company is engaged in the business of manufacture of different types of power driven pumps and industrial valves. Castings are mainly produced for captive consumption.
2 2.1	Operations: The Company has factories at the following places:- A) Irrigation and Process Pumps Division (I.P.D.) at Pimpri    Manufacturing of submersible pumps, vertical and horizontal pumps, series and non-series pumps,    Multistage pumps, chemical process pumps, non-clog pumps and water pumps. B) Power Projects Division (P.P.D.) at Chinchwad    Manufacturing of primary heat transfer pumps, moderator pumps, main boiler feed pumps and    multistage condense extraction pumps, re-heater drain pumps and auxiliary boiler feed pumps. C) Foundry Division at Vambhori    Manufacturing of steel & iron castings including for captive consumption. D) Coimbatore Unit    Manufacturing of valves (Globe, Gate, Check, Butterfly & Ball valves). E) Nasik Unit (Sinnar)    Established in 1995, this unit is engaged in the manufacture of high pressure and submersible pumps. Significant accounting policies Fixed assets and depreciation/amortisation:
	<ul> <li>(a) Fixed assets are stated at cost of acquisition or construction less depreciation/amortisation. Cost comprises the purchase price and other attributable costs.</li> <li>(b) Depreciation/amortisation on fixed assets:  i) Depreciation on tangible fixed assets is provided at the rates and in the manner laid down in Schedule XIV to the Companies Act, 1956 on the written down value (WDV) method in respect of buildings, furniture and fixtures and vehicles and on the straight line method (SLM) in respect of other assets. However, the rate of depreciation in respect of the following assets is higher:  Jigs &amp; fixtures</li></ul>
2.2	Investments Long-term Investments are valued at cost of acquisition and related expenses. Provision is made for other
	than temporary diminution, if any, in the value of such investments.
2.3	Inventories Inventories are stated at the lower of cost and net realisable value. In determining the cost of raw materials, components, stores, spares and loose tools the weighted average method is used. Costs of work-in-progress and manufactured finished products include material costs, labour and factory overheads on the basis of full absorption costing.
2.4	Sundry debtors and advances Specific debts and advances identified as irrecoverable or doubtful are written-off or provided for, respectively.
2.5	Foreign exchange transactions
	Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. Realised gains and losses as also exchange differences arising on translation at year end exchange rates of current assets and current liabilities outstanding at the end of the year are recognised in the Statement of Profit and Loss. Premium/Discount in respect of Forward Contracts is accounted for over the period of contract.
2.6	<ul> <li>Revenue Recognition</li> <li>(i) Sale of goods is recognised when all significant risks and rewards of ownership have been transferred to the buyers.</li> <li>(ii) Dividend income from investments is recognised when the owner's right to receive the payment is</li> </ul>
	established. (iii) Income from services rendered is accounted for when the work is performed.



# Notes forming part of the financial statements (Contd.) Note

Note	Particulars
2.7	Employee Benefits
	Employee benefits includes gratuity, superannuation and provident fund and leave encashment benefits under the approved schemes of the Company. In respect of defined contribution plans, the contribution payable for the year is charged to the Statement of Profit and Loss. In respect of defined benefit plans and other long-term employee benefits, the employee benefit costs is accounted for based on an actuarial valuation as at the Balance Sheet date.
2.8	Product Warranty
	Cost of product warranties is disclosed under the head  (i) 'raw materials and components consumed' as consists of free replacement of spares.  (ii) 'miscellaneous expenses' which includes provision for warranties.
2.9	Taxes on Income
2.10	Tax expense for the year is included in the determination of the net profit for the year. Deferred tax is recognised on all timing differences, subject to consideration of prudence in respect of deferred tax assets.
2.10	Leases
	Assets acquired under finance leases are recognised at the lower of the fair value of the leased assets at inception of the lease and the present value of minimum lease payments. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to periods during the lease term at a constant periodic rate of interest on the remaining balance of the liability.
2.11	Borrowing Costs
	Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the year in which they are incurred.
2.12	Cash Flow Statement
	The Cash Flow statement is prepared by the indirect method set out in Accounting Standard (AS) - 3 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company.
2.13	Use of Estimates
	The preparation of the financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting year. Difference between the actual result and estimates are recognized in the year in which the results are known/ materialised.
2.14	Provisions, Contingent Liabilities and Contingent Assets
	As per Accounting Standard 29, Provisions, Contingent Liabilities and Contingent Assets, issued by the Institute of Chartered Accountants of India, the Company recognizes provisions only when it has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.
	No provision is recognised for:
	(i) Any possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
	(ii) Any present obligation that arises from past events but is not recognized because
	- It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
	- A reliable estimate of the amount of obligation cannot be made.
	Such obligations are recorded as Contingent Liabilities. These are assessed continually and only that part of the obligation for which an outflow of resources embodying economic benefits is probable, is provided for, except in the extremely rare circumstances where no reliable estimate can be made. Contingent Assets are not recognised in the financial statements since this may result in the recognition of income that may never be realised.
2.15	Earnings per share
	The Company reports basic and diluted earnings per share in accordance with Accounting Standard - 20 on Earnings per Share.
	Basic earnings per share is computed by dividing the profit for the year after tax by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit for the year after tax by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.
	1 17 1

## Notes forming part of the financial statements (Contd.)

Note 3 - Share capital

Note 5 - Share capital						
Particulars	As at 31st De	As at 31st December, 2012		As at 31st December, 2011		
	Number of shares	₹ in Million	Number of shares	₹ in Million		
Authorised:						
Equity shares of ₹ 10/- each.	40,000,000	400.00	40,000,000	400.00		
Issued, Subscribed and Fully Paid-up:						
Equity shares of ₹ 10/- each.	34,807,844	348.08	34,807,844	348.08		
Total	34,807,844	348.08	34,807,844	348.08		

(i) Reconciliation of the no. of shares outstanding at the beginning and at the end of the year:

	As at 31st De	cember, 2012	As at 31st De	cember, 2011
	₹ in Million	Number of shares	₹ in Million	Number of shares
No. of shares outstanding at the beginning				
- Equity shares	348.08	34,807,844	174.04	17,403,922
Add: Additional shares issued				
- Equity shares (Bonus issue)	-	-	174.04	17,403,922
Less: Shares forfeited/Bought back				
- Equity shares	-	-	-	_
No. of shares outstanding at the end				
- Equity shares	348.08	34,807,844	348.08	34,807,844

- (ii) The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each shareholder of equity shares is entitled to one vote per share.
- (iii) Aggregate number of equity shares allotted as fully paid-up by way of bonus shares for the period of five years immediately preceding the Balance Sheet date 17,403,922
- (iv) Number of shares held by each shareholder holding more than 5% shares in the Company are as follows:

Particulars	As at 31 December, 2012		As at 31 December, 2011	
	No of shares	% of shares held	No of shares	% of shares held
Canadian Kay Pump Ltd.	14,110,848	40.54%	14,110,848	40.54%
The Industrial & Prudential Investment Co. Ltd.	7,140,000	20.51%	7,140,000	20.51%
Reliance Capital Trustee Company Limited (held in Reliance Infrastructure Fund and Reliance Tax Saver (ELSS) Fund)	2,740,280	7.87%	2,767,630	7.95%

(v) The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amount exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.



## Notes forming part of the financial statements (Contd.)

	Note 4	l - I	Reserves	and	surp	lus
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Note 4 - Reserves and surplus		
Particulars	As at 31st	As at 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
Capital reserve	0.00	0.00
Opening balance	0.09	0.09
Add: Additions	-	-
Less: Utilised / transferred		
Closing balance	0.09	0.09
Capital redemption reserve		
Opening balance	0.10	0.10
Add: Additions	-	-
Less: Utilised / transferred	-	-
Closing balance	0.10	0.10
Securities premium account		
Opening balance	3.20	3.20
Add: Premium on shares issued	_	_
Less: Utilised	_	_
Closing balance	3.20	3.20
General reserve		
Opening balance	898.08	1,027.12
Add: Transferred from surplus in Statement of Profit and Loss	60.00	45.00
Less: Transferred to share capital following capitalisation	00.00	174.04
(Bonus Issue)	-	174.04
Closing balance	958.08	898.08
Amalgamation Reserve		
Opening balance	0.06	0.06
Add: Additions/transfers	-	_
Less: Utilisations/transfers	_	_
Closing balance	0.06	0.06
	0.00	5.65
Surplus in Statement of Profit and Loss		
Opening balance	2,651.61	2,428.61
Add: Transferred from Profit and Loss Account	580.16	429.82
Less: First interim dividend	34.81	34.81
Second interim dividend	156.64	-
Proposed dividend (₹ Nil per share) (previous year ₹ 3 per share)	-	104.42
Tax on first interim dividend	5.65	5.65
Tax on second interim dividend	25.41	-
Tax on proposed dividend	-	16.94
Transferred to General reserve	60.00	45.00
Closing balance	2,949.26	2,651.61
Total	3,910.79	3,553.14

## Notes forming part of the financial statements (Contd.)

		-	
Note '	S _	ong-term	borrowings
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Note 5 - Long-term borrowings			
Particulars		As at 31st	As at 31st
		December, 2012	December, 2011
		₹ in Million	₹ in Million
Long-term maturities of finance lease obligations (Unsecured)		-	0.03
(Refer Note 36)			
	Total	_	0.03
Note 6 - Other long-term liabilities			
Other than trade payables:			
Other Payables (includes Deposits received from dealers, etc.)		56.04	53.02
	Total	56.04	53.02
Note 7 - Long-term provisions			
Provision for employee benefits (Refer Note 37)		218.90	175.63
Other Provisions:			
Provision for Warranty (Refer Note 40)		8.75	8.08
	Total	227.65	183.71
Note 8 - Short-term borrowings			
Loans Repayable on Demand			
Working Capital Facilities/ Packing credit from banks (Secured)		151.72	631.55
Book overdraft (Unsecured)		16.80	
	Total	168.52	631.55

#### Note:

### (i) Details of security for the secured short-term borrowings:

Particulars	Nature of security	As at 31st December, 2012 ₹ in Million	As at 31st December, 2011 ₹ in Million
Working Capital Facility -1	Pledge of Fixed Deposits of ₹ 220 Million (previous year ₹ 220 Million)	2.04	189.92
Working Capital Facility -2	Pledge of Fixed Deposits of ₹ 433.76 Million (Previous year ₹ 433.76 Million) and hypothecation of stocks including loose tools, stores and spares, book debts.	40.21	406.92
Working Capital Facility -3	Hypothecation of stocks including loose tools, stores and spares, book debts.	109.47	34.71
	Total	151.72	631.55



Note 9 - Trade payables
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Note 9 - Trade payables			
Particulars		As at 31st December, 2012	As at 31st December, 2011
		₹ in Million	₹ in Million
Trade payables		1,226.47	1,294.68
То	Total	1,226.47	1,294.68
Note 10 - Other current liabilities			
Current maturities of finance lease obligations (Refer Note 36)		0.02	0.17
Unclaimed Dividend		2.24	2.06
Other payables			
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)		148.07	200.23
(ii) Payables for purchase of fixed assets		10.75	4.72
(iii) Advances from customers		512.18	422.23
(iv) Others (Liquidated damages, Donation etc.)		164.93	146.52
To	Total	838.19	775.93
Note 11 - Short-term provisions			
Provision for employee benefits (Refer Note 37)		63.57	50.61
Provision - Others:			
(i) Tax provisions less payments (current tax)		36.34	6.46
(ii) Provision for Warranty (Refer Note 40)		17.49	16.17
(iii) Second interim dividend		156.64	-
(iv) Proposed dividend		-	104.42
(v) Tax on second interim dividend		25.41	-
(vi) Tax on proposed dividend		-	16.94
(vii) Provision - others (for statutory levies) (Refer Note 40)		47.02	67.13
		282.90	211.12
To	Total	346.47	261.73
	=		

Notes forming part of the financial statements (Contd.)

Note 12 - Fixed assets - Tangible and Intangible	ible and Intan	gible assets							nv	₹ in Million
Particulars		Gross block	block		I	Depreciation/	Depreciation/Amortisation		Net block	lock
	As at 31st	Additions	Deductions	As at 31st	Upto 31st	Provided	Deductions	Upto 31st	As at 31st	As at 31st
	December,	during the	during the	December,	December, 2011	during the	during the	December,	December, 2012	December,
A. Tangible Assets		,								
(a) Land										
- Freehold	3.01	1	1	3.01	1	1	1	ı	3.01	3.01
- Leasehold	15.51	1	0.36	15.15	3.01	0.19	0.34	2.86	12.29	12.50
(b) Buildings (See Note)	495.14	43.34	2.62	535.86	230.62	28.25	1.52	257.35	278.51	264.52
(c) Plant and Equipment	2,468.08	227.42	29.66	2,665.84	1,299.08	178.99	29.54	1,448.53	1,217.31	1,169.00
(d) Furniture and Fixtures	76.39	2.37	0.08	78.68	62.92	5.80	0.08	68.64	10.04	13.47
(e) Vehicles										
- Owned	46.12	3.43	2.46	47.09	33.22	7.70	2.19	38.73	8.36	12.90
- Taken under finance lease (Refer Note 36)	06.0	•	0.69	0.21	0.85	0.01	99'0	0.20	0.01	0.05
(f) Office equipment	77.81	6.78	1.36	83.23	40.11	7.13	1.22	46.02	37.21	37.70
(g) Development of Property	0.04	•	1	0.04	0.04	•	1	0.04	1	I
Total Tangible Assets	3,183.00	283.34	37.23	3,429.11	1,669.85	228.07	35.55	1,862.37	1,566.74	1,513.15
Previous year	3,026.54	221.74	65.28	3,183.00	1,519.77	213.60	63.52	1,669.85	1,513.15	
B. Intangible Assets										
(other than internally generated)										
(a) Computer software	28.36	7.92	,	36.28	21.43	5.90	•	27.33	8.95	6.93
(b) Copyrights, patents and other intellectual	53.53	2.92	1	56.45	46.08	1.42	1	47.50	8.95	7.45
property rights, services and operating rights										
Total Intangible Assets	81.89	10.84	1	92.73	67.51	7.32	1	74.83	17.90	14.38
Previous year	99.89	13.23	1	81.89	62.16	5:35	1	67.51	14.38	

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Buildings include ₹ 10,750 (previous year - ₹ 10,750) being the cost of shares in co-operative housing/industrial societies.



	•	
Note 13 - Non-current investments		
Particulars	As at 31st	As at 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
Unquoted, Non-trade		
Investment in equity instruments of subsidiary (at cost)		
Pofran Sales & Agency Ltd 5,000 (previous year 5,000) equity shares	0.50	0.50
of ₹ 100 each fully paid		
Investment in equity instruments of associate (at cost)		
MIL Controls Limited - 735,000 (previous year -735,000) equity shares	62.65	62.65
of ₹ 10 each fully paid.		
Investment in equity instruments of Other Entities (at cost)		
Pravara Electric Co-operative Society Limited Mula - 15,995	0.40	0.40
(previous year - 15,995) shares of ₹ 25 each fully paid.	0.40	0.40
Investment in government securities - Indira Vikas Patra	0.01	0.01
Total	63.56	63.56
1000		
Note 14 - Deffered Tax Assets (Net)		
(i) Break up of deferred tax liability as at year end:		
Nature of timing difference		
Provision for Depreciation	90.18	88.29
Total	90.18	88.29
Total		00.29
(ii) Break up of deferred tax asset as at year end:		
Nature of timing difference		
Provision for compensated absences and gratuity	91.66	73.41
Provision for doubtful debts and advances	34.68	20.61
Others	38.42	46.60
Total		
(iii) Deferred tax Asset/(Liability) Net	164.76	140.62
(iii) Deletted tax Asset/Clability) Net	74.58	52.33
Note 15 - Long-term loans and advances		
(Unsecured - considered good unless otherwise stated)		
Capital advances	75.18	26.64
Security Deposits		
Considered good	25.54	30.25
Considered Doubtful	8.37	3.48
	33.91	33.73
Less: Provision for doubtful security deposits	8.37	3.48
	25.54	30.25
Other loans and advances		
- Loans and advances to employees	20.38	21.77
- Taxes paid in advance less provisions (current tax)	103.35	112.73
- Balances with government authorities - VAT credit receivable etc.		
Considered Good	262.14	229.86
Considered Doubtful	20.90	
T D :: ( .1 1 1.011	283.04	229.86
Less: Provision for other doubtful loans and advances	20.90	-
D	262.14	229.86
- Prepaid Expenses	0.37	0.23
Total	486.96	421.48

### Note 16 - Inventories

Note 16 - Inventories			
(at cost or net realisable value whichever is lower)			
Particulars		As at 31st	As at 31st
		December, 2012	December, 2011
		₹ in Million	₹ in Million
Raw materials (including Goods-in-transit ₹ 1.50 millions		546.73	538.72
(previous year ₹ 16.70 millions))			
Work-in-progress		906.54	873.33
Finished goods		338.71	429.42
Stock-in-trade (in respect of goods acquired for trading)		85.60	86.20
Stores and spares		42.10	28.95
Loose tools		15.67	23.57
2000 1000	Total	1,935.35	1,980.19
	Total	1,333.33	1,360.13
Note 17 - Trade receivables			
(Unsecured - considered good unless otherwise stated)			
Trade receivables outstanding for a period exceeding six months	from		
the date they were due for payment	5 110111		
Considered good		134.48	81.10
Doubtful		72.19	54.03
Doubliui			
Osh Tradaibl		206.67	135.13
Other Trade receivables			
Considered good		1,318.60	1,741.37
Doubtful			0.60
		1,318.60	1,741.97
	Total	1,525.27	1,877.10
Less: Provision for doubtful trade receivables		72.19	54.63
	Total	1,453.08	1,822.47
Note 18 - Cash and cash equivalents			
Cash on hand		0.41	0.39
Balances with banks			
- In current accounts		205.52	82.62
- In deposit accounts		140.14	78.55
- In earmarked accounts		•	
- Unpaid dividend accounts		2.24	2.06
- Unpaid matured deposits			0.01
- Balances held as security against borrowings		- 652.76	
balances neid as security against bollowings	Total	653.76	653.76
	10141	1,002.07	817.39



### Note 19 - Short-term loans and advances

(Unsecured - considered good unless otherwise stated)

(Onsecured Considered good timess otherwise stated)			
Particulars		As at 31st	As at 31st
		December, 2012	December, 2011
		, ₹ in Million	, ₹ in Million
T			
Loans and advances to related parties (Refer Note 38)		13.08	5.21
Other Loans and Advances			
- Employee advances		12.87	11.54
- Prepaid expenses		9.92	6.68
- Balances with government authorities (CENVAT and Service		83.22	142.61
Tax receivable)			
- Others (includes Advances to Suppliers, DEPB Receivable,			
Insurance Claim Receivable, etc.)			
Considered good		99.59	106.92
Considered Doubtful		5.40	5.40
		104.99	112.32
Less: Provision for other doubtful loans and advances		5.40	5.40
		99.59	106.92
	Total	218.68	272.96
Note 20 - Other current assets			
Interest accrued on fixed deposits		27.62	26.27
<del>-</del>	Total	27.62	26.27

Hotes forming part of the infancial statement	Contany	
Note 21 - Revenue from operations		
Particulars	For the Year	For the Year
	ended 31st	ended 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
Sale of products	7,502.61	7,761.62
Sale of services	155.73	131.58
Other operating revenues		
- Scrap Sale	23.78	29.02
- Export Incentive	15.84	11.77
	7,697.96	7,933.99
Less:		
Excise duty	(474.30)	(438.56)
Total	7,223.66	7,495.43
Note 22 - Other income	·	
	402.24	04.07
Interest on Bank deposits, Income tax refunds, delayed	103.34	81.87
payments from dealers/customers, etc.		
Dividend income from Non-trade investments (non-current)	38.96	38.96
Dividend from subsidiary company	-	8.00
Sundry credit balances & Provisions no longer required, written back	10.90	-
Profit on sale/ disposal/ write off of fixed assets	1.84	-
Other non-operating income (net of expenses directly attributable	26.40	17.00
to such income) Total	26.10	17.06
Total	181.14	145.89
Note 23. a - Cost of materials consumed		
Raw Materials and Components Consumed (Refer Note 30d)	3,415.15	4,147.91
Cost of materials consumed	3,415.15	4,147.91
Note 22 b. Changes in inventories of finished goods		
Note 23. b - Changes in inventories of finished goods, work-in-progress and stock-in-trade		
Inventories at the end of the year:		
Finished goods	338.71	429.42
Work-in-progress	906.54	873.33
Stock in trade	85.60	86.20
	03.00	33.23
•	1,330.85	1,388.95
Inventories at the beginning of the year:	1,550.05	1/300.33
Finished goods	429.42	344.24
Work-in-progress	873.33	760.37
Stock in trade	86.20	7.54
	1,388.95	1,112.15
Net (increase)/decrease	58.10	(276.80)
	30.10	(270.00)
Note 24 - Employee benefit expenses		
Salaries and wages	865.90	861.44
Contributions to provident and other funds (Refer Note 37)	94.68	105.26
Staff welfare expenses	75.72	77.47
Total	1,036.30	1,044.17
Note 25 - Finance costs		
Interest expense	52.40	27.76
Total	52.40	27.76
Total	J2.4U	27.70



Note 26 - Other expenses

Note 26 - Other expenses		
Particulars	For the Year ended 31st	For the Year ended 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
Processing & Machining Charges	295.09	296.59
Stores Consumed	112.40	136.51
Tools Consumed	55.21	48.41
Water Power and fuel	143.56	139.52
Rent	9.85	8.16
Excise duty relating to increase/(decrease) in finished goods stock	0.10	6.66
Rates and taxes (Refer Note 40)	(2.64)	16.51
Insurance (Net)	3.31	3.08
Repairs and maintenance - Buildings	13.61	3.46
- Machinery	60.05	39.89
- Others	83.57	76.17
	157.23	119.52
Travelling and conveyance	58.64	73.88
Packing & Forwarding Charges	205.36	216.26
(net of recoveries - ₹ 37.02 million; previous year ₹ 42.96 millio	n)	
Directors' fees	0.41	0.38
Auditors' remuneration (net of service tax) and expenses:		
Audit fees	1.30	1.30
Tax audit fees	0.30	0.30
Accounts for tax purposes	0.45	0.45
Company law matters	0.01	0.01
Fees for other services	1.40	1.30
Reimbursement of out of pocket expenses	0.13	0.23
	3.59	3.59
Cost Audit Fees	0.38	0.18
Sales commission		
Sole Selling agents	103.36	70.07
Other Selling agents	17.49	24.65
	120.85	94.72
Cash and Quantity Discount	102.64	86.18
Royalty Charges	29.87	41.57
In respect of late delivery under contracts	1.96	51.53
Provision for doubtful receivables and advances (net)	43.35	(11.71)
Legal and professional (including SAP implementation/	27.98	106.42
upgradation expences ₹ - Nil; previous year - ₹ 75.27 million)		
Net loss on foreign currency transactions and translation	17.61	13.27
Loss on sale/disposal/write off of fixed assets	-	0.42
Miscellaneous expenses	314.74	305.06
Total	1,701.49	1,756.71

Note 27 - Contingent Liabilities and Commitments

Particulars	As at 31st	As at 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
(i) Contingent Liabilities		
(a) Claims against the Company not acknowledged as debts	7.44	5.97
(b) Taxation matters in dispute pending at various stages of appeal	50.61	63.82
(c) Bills Discounted / Cheques purchased with banks	26.79	25.55
(d) Excise matters	70.83	58.20
(e) Guarantees given by the bankers on behalf of the Company	970.70	922.36
(ii) Commitments		
Estimated amount of contracts remaining to be executed on capital accoun	t	
and not provided for -		
- Tangible Assets	83.85	73.86

#### Note 28

- a) Principal amount payable to Micro and Small Enterprises (to the extent identified by the Company from available information) as at 31/12/2012 is ₹ Nil (Previous year ₹ 3.29 million) including unpaid amounts of ₹ Nil (Previous year ₹ 1.44 million) outstanding for more than 45 days. Estimated interest due thereon is ₹ Nil (Previous year ₹ 0.05 million).
- b) Amount of payments made to suppliers beyond 45 days during the year is ₹ 0.45 million (Previous year ₹ 103.45 million). Interest paid thereon is ₹ Nil (Previous year ₹ Nil) and the estimated interest due and payable thereon is ₹ Nil (Previous year ₹ 1.26 million).
- c) The amount of estimated interest accrued and remaining unpaid as at 31/12/2012 is ₹ 1.71 million (Previous year ₹ 1.71 million).
- d) The amount of estimated interest due and payable for the period from 01/01/2013 to actual date of payment or 08/02/2013 (whichever is earlier) is ₹ Nil

#### Note 29 - (a) Details on derivatives instruments (for hedging)

Outstanding forward exchange contracts entered into by the Company as on 31st December, 2012.

Particulars	Amount i	n foreign	Equivalen	t amount	Purpose
	Curr	ency	₹ in N	Iillion	
	Current Year	Previous year	Current Year	Previous year	
Forward Cover	USD 8,573,870	USD 9,371,332	462.81	467.60	Covering Trade Receivables
	Euro 696,876	Euro 1,130,996	49.58	77.93	and future sales
Forward Cover	USD 180,000	USD 539,324	10.03	24.96	,
	Euro 823,155	Euro 113,664	60.70	7.53	and future purchases

#### (b) Details of year-end foreign currency exposures that are not hedged by a derivative instrument or otherwise:

Particulars	Amount in for	Amount in foreign Currency		unt ₹ in Million
	Current Year	Previous year	Current Year	Previous year
Trade Payables	USD 4,107,814	USD 5,190,324	228.80	280.23
Trade Tayables	Euro 751,462	Euro 1,035,163	55.41	72.41
Trade Receivables	USD 772,078	USD 1,480,723	41.68	76.99
Trade Receivables	Euro 321,358	Euro 436,271	22.86	29.30
Bank balances	USD 2,268,059	USD 882,141	122.43	45.87
Dank Dalances	Euro 97,170	Euro 27,985	6.91	1.88

Note 30 - CIF Value of Imports

rote 50 - Cir value of hilports			
Particulars		Year ended 31st	Year ended 31st
		December, 2012	December, 2011
		₹ in Million	₹ in Million
Raw materials and components		152.54	201.65
Stores, spares and tools		6.91	5.42
Capital goods		92.15	44.14
Items imported for resale		93.75	89.79
٦	Гotal	345.35	341.00



Note 30b. - Value of imported and indigenous raw materials, spare parts and components consumed

Particulars	For the year 31st Decembe		For the year 31st Decembe	
	₹ in Million	%	₹ in Million	%
Raw materials and Bought-out components:				
Imported at landed cost	126.03	3.69%	159.14	3.84%
Indigenously obtained	3,289.12	96.31%	3,988.77	96.16%
Total	3,415.15	100.00%	4,147.91	100.00%

#### Note:

Components and spare parts referred to in paragraph 5(viii)(c) of Part II of revised Schedule VI of the Companies Act, 1956, are interpreted to mean the components and spare parts which are incorporated in the products sold and not those used for the maintenance of plant and machinery.

Note 30c. - Details of Goods purchased for Trading under broad heads

₹ in Million

	Particulars	Goods Purchase	d for trading
		As at 31st	As at 31st
		December, 2012	December, 2011
Pumps		94.05	90.72
Valves		6.72	16.28
Spares		7.40	5.40
		Total 108.17	112.40

Note 30d. - Details of Raw Material Consumption and Raw Material Stock under broad heads ₹ in Million

Particulars	Raw Materia	l Consumed	Raw Mater	ial Stock
	For the year ended 31st			
	December, 2012 [			
Castings	650.31	750.63	148.02	142.13
Electric motors	127.16	233.56	12.48	6.09
Winding wire & cables	166.31	208.61	19.69	11.63
Forgings	131.54	179.95	42.25	48.84
Stampings	118.48	161.21	25.15	20.98
Steels	98.48	132.08	31.52	24.24
Metal Scrap	101.17	105.29	28.65	12.36
Pig Iron	44.49	46.76	1.63	3.76
Melting additions	54.58	43.45	10.43	5.46
Other metals & bought-out components	1,922.63	2,286.37	226.91	263.23
Total	3,415.15	4,147.91	546.73	538.72

### Notes:

- 1. As the Company also sells as spare parts (for goods manufactured and sold by it ), some of its bought-out components, the items shown above as consumption include cost of such items sold, this being an activity ancillary to its manufacturing activity.
- 2. The Company is of the opinion that the purchase & sale of such bought-out components is a part of its activity to manufacture and deliver a complete pump unit and, therefore, is not a trading activity as referred to in paragraph 5(ii)(b) of Part II of Revised Schedule VI to the Companies Act, 1956.
- 3. The consumption figures in value are balancing figures ascertained on the basis of opening stocks plus purchases less closing stocks and therefore, include adjustments for excesses and shortages ascertained on physical count, etc.

Note 30e. - Details of Work-in-Progress Stock under broad heads ₹ in Million

36 111 111 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1							
	Particulars		WIP Oper	ning Stock	WIP Closing Stock		
			As at	As at	As at 31st	As at 31st	
			1st January, 2012	1st January, 2011	December, 2012	December, 2011	
Pumps			663.37	602.08	675.19	663.37	
Valves			140.39	117.83	98.88	140.39	
Others			69.57	40.46	132.47	69.57	
		Total	873.33	760.37	906.54	873.33	

Note 30f - Details of Sales of I	Products and	Finished (	Goods (FG) S	Stock under	broad heads	₹ in Million
Particulars	FG Oper	ning Stock	FG Cl	osing Stock	Sales	(Net)
	As at 1st	As at 1st	As at 31st	As at 31st	For the year	For the year
	January,	January,	December,	December,	ended on 31st	ended on 31st
	2012	2011	2012	2011	December, 2012	December, 2011
I. a) Power Driven Pumps	270.42	203.39	198.14	270.42	4,875.10	5,247.80
b) Spares for above	-	-	-	-	557.26	547.10
II. a) Industrial Valves	159.00	140.84	140.57	159.00	1,423.41	1,395.68
b) Spares for above	-	-	-	-	34.91	10.78
III. Castings - Carbon Steel, Alloy Steel & Alloy						
Iron Castings	-	-	-	-	2.80	6.37
IV. Export Incentives	-	-	-	-	15.84	11.77
V. Income from Services	-	-	-	-	155.73	131.58
VI. Pumps for resale	81.17	7.54	82.14	81.17	117.61	104.13
VII. Valves for resale	2.36	-	-	2.36	9.35	10.13
VIII. Spares for resale	2.67	-	3.46	2.67	7.87	1.07
IX. Scrap Sales	-	-	-	-	23.78	29.02
Total	515.62	351.77	424.31	515.62	7,223.66	7,495.43

#### Notes:

Note 31 - Expenditure in foreign currency (disclosed on accrual basis)

Particulars	As at 31st	As at 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
(i) Royalty (net of tax)	26.88	37.42
(ii) Professional fees (net of tax)	47.59	46.91
(iii) Technical services (net of tax)	2.55	0.22
(iv) Other matters	128.59	116.47
Note 32 - Earnings in foreign currency		
(i) Exports at FOB value *	1,033.56	700.69
(ii) Recovery of packing and forwarding charges	5.58	3.77
(iii) Service charges	18.40	18.80
(iv) Technical services	13.31	11.47
(v) Commission	35.10	35.59
(vi) Others	<u>-</u>	13.05

<sup>\*</sup> Excludes ₹ 17.72 million (previous year - ₹ 16.36 million) on account of exports to Nepal, consideration for which is receivable in Indian Rupees.

Note 33 - Amounts remitted in foreign currency during the year on account of dividend

The object of an interest in the second of account of an account of account o									
Particulars	Paid in Year 2012		Paid in Y	'ear 2011					
	Final	Interim	Final	Interim					
(i) Year to which the dividend relates	2011	2012	2010	2011					
(ii) Number of non resident shareholders to whom									
remittance was made	216	215	212	224					
(iii) Number of shares on which remittance was made	14,385,562	14,418,593	7,273,323	14,548,355					
(iv) Amount remitted (₹ in Million)	43.16	14.42	58.19	14.55					

The above information pertains to only those non-resident shareholders where the Company has made direct remittance or has made payment into non-resident designated accounts with banks in India.

<sup>1.</sup> In addition to spares purchased for re-sale, the Company also sells as spares some of its bought-out components. The Company is of the opinion that the purchase and sale of such bought-out components is a part of its activity to manufacture and deliver a complete pump unit and therefore, is not a trading activity as referred to in paragraph 5(ii)(b) of revised Schedule VI of the Companies Act, 1956.



Note 34 - Research and Development expenditure debited to the Statement of Profit and Loss aggregating ₹ 2.06 million (previous year - ₹ 1.07 million) has been incurred by the Company and disclosed under appropriate account heads.

Note 35 - The net exchange differences arising during the year recognised appropriately in the Statement of Profit and Loss - net loss- ₹ 17.61 million (previous year - net loss- ₹ 13.27 million)

Note 36 - Particulars of assets taken on finance lease on or after 1st April, 2001:

(i) Total minimum lease payments as at the balance sheet date is ₹ 0.04 million (previous year – ₹ 0.22 million) and the present value of total minimum lease payments as at the balance sheet date is ₹ 0.02 million (previous year – ₹ 0.20 million)

(ii) Total of minimum lease payments at the balance sheet date:

₹ in Million

Particulars	Total minimum at the balanc		Present Value lease pa	of minimum syments
	Current Year	Previous Year	Current Year	Previous Year
Not later than one year	0.04	0.17	0.02	0.17
Later than one year and not later than five years	-	0.05	-	0.03
Total	0.04	0.22	0.02	0.20

(iii) The aforesaid leasing arrangements are in respect of vehicles. The lease period ranges from three years to seven years.

#### Note 37 Disclosures under Accounting Standards

- 37.1 Details of Employee Benefits as required by the Accounting Standard 15 (Revised) Employee benefits are as under:
  - 37.1.a Defined contribution Plan

Amount recognised as an expense in the Statement of Profit and Loss in respect of Defined Contribution Plan is ₹ 43.72 million (previous year ₹ 44.23 million)

- 37.1.b Defined benefit plans
  - i. Actuarial gains and losses in respect of defined benefit plans are recognised in the Profit & Loss
  - ii. The Defined Benefit Plans comprise of Gratuity and superannuation.

Gratuity is a benefit to an employee based on 15/20/25/30 days (depending on the grade/ category of the employee and the completed years of service) last drawn salary for each completed year of service.

Superannuation is a benefit to certain employees at ₹ 1000 / 500 / 250 (depending on the grade/catagory of the employee and the completed years of service) per month for each completed year of service.

Both the plans are funded.

₹ in Million

	₹ ın Mıl						
	Particulars	Grat	uity	Superan	nuation		
(A)	Changes in the present value of defined obligation representing reconciliation of opening and closing balances thereof are as follows:	Year 2012	Year 2011	Year 2012	Year 2011		
1	Present Value of Defined Benefit Obligation as at 1st January	315.40	260.21	23.17	21.74		
2	Current Service cost	24.84	20.53	1.41	1.38		
3	Interest cost	26.10	20.30	1.73	1.64		
4	Losses (gains) on Curtailment	-	-	-	-		
5	Liabilities extinguished on settlements	-	-	-	-		
6	Plan amendments	-	-	-	-		
7	Actuarial (gains)/losses	14.30	33.52	0.46	1.41		
8	Benefits paid	(23.84)	(19.16)	(6.14)	(3.00)		
9	Present Value of Defined Benefit Obligation as at 31st December	356.80	315.40	20.63	23.17		
(B)	Changes in the fair value of plan assets representing reconciliation of opening and closing balances thereof are as follows:						
1	Fair value of Plan assets as at 1st January	222.94	192.09	22.80	23.29		
2	Expected return on plan assets	16.88	15.88	1.62	1.80		
3	Actuarial gains and (losses)	(0.05)	2.18	0.02	(0.60)		
4	Actual contributions by employers	-	31.95	1.16	1.31		
5	Benefits paid	(23.84)	(19.16)	(6.14)	(3.00)		
6	Plan assets as at 31st December	215.93	222.94	19.46	22.80		
(C)	Analysis of Defined Benefit Obligation:						
1	Defined Benefit Obligation as at 31st December	356.80	315.40	20.63	23.17		
2	Fair Value of Plan Assets at the end of year	(215.93)	(222.94)	(19.46)	(22.80)		
3	Net (Asset)/Liability recognised in the Balance Sheet as at 31st December	140.87	92.46	1.17	0.37		
(D)	Reconciliation of Present Value of Defined Benefit Obligation and fair value of plan assets showing amount recognised in the Balance Sheet:						
1	Present value of Defined Benefit Obligation	356.80	315.40	20.63	23.17		
2	Fair value of plan assets	215.93	222.94	19.46	22.80		
3	Funded status [Surplus/(Deficit)]	(140.87)	(92.46)	(1.17)	(0.37)		
4	Unrecognised Past Service Costs	-	-	-	-		
5	Net Asset/(Liability) recognised in Balance Sheet	(140.87)	(92.46)	(1.17)	(0.37)		
(E)	Components of employer expenses recognised in the statement of profit and loss for the year ended 31st December						
1	Current Service cost	24.84	20.53	1.41	1.38		
2	Interest cost	26.10	20.30	1.73	1.64		
3	Expected return on plan assets	(16.88)	(15.88)	(1.62)	(1.80)		
4	Curtailment cost/(credit)	-	-	-	-		
5	Settlement cost/(credit)	-	-	-	-		
6	Past Service cost	-	-	-	-		
7	Actuarial Losses/(Gains)	14.35	31.34	0.44	2.01		
8	Total expense recognised in the Statement of Profit & Loss under Contribution to Provident Fund and other Funds	48.41	56.29	1.96	3.23		



	Particulars	Gratuity		Superannuation	
		Year	Year	Year	Year
		2012	2011	2012	2011
(F)	In respect of Funded Benefits with respect to gratuity and				
	superannuation, the fair value of Plan assets represents the amounts				
	invested through "Insurer Managed Funds"				
(G)	Actuarial Assumptions:				
1	Discount Rate (%)	8.30	8.60	8.30	8.60
2	Expected Return on plan assets (%)	8.00	8.00	8.00	8.00
3	Salary Escalation (%)	7.50	7.50	N/A	N/A
4	Medical cost inflation	N/A	N/A	N/A	N/A
5	Withdrawal Rate (%)	7.00	7.00	7.00	7.00

The Discount rate is based on the prevailing market yields of Indian Government securities as at the Balance Sheet date for the estimated terms of the obligations.

Expected Rate of Return of Plan Assets: This is based on the expectation of the average long-term rate of return expected on investments of the Fund during the estimated term of obligations.

Salary Escalation Rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

₹ in Million

			(	Fratuity			Superannuation				
(H)	Experience History	Year	Year	Year	Year	Year	Year	Year	Year	Year	Year
		2012	2011	2010	2009	2008	2012	2011	2010	2009	2008
1	Defined Benefit										
	Obligation at end of										
	the period	356.80	315.40	260.21	198.52	175.01	20.63	23.17	21.74	18.63	17.32
2	Plan Assets at end of										
	the period	215.93	222.94	192.09	173.47	149.65	19.46	22.80	23.29	19.60	18.78
3	Funded Status	(140.87)	(92.46)	(68.12)	(25.05)	(25.36)	(1.17)	(0.37)	1.55	0.97	1.46
4	Experience Gain/										
	(Loss) adjustments on										
	plan liabilities	(7.96)	(42.57)	(7.56)	(14.09)	5.51	(0.22)	(1.88)	0.33	(2.06)	1.24
5	Experience Gain/										
	(Loss) adjustments on										
	plan assets	(0.05)	2.18	0.17	2.15	(0.05)	0.02	(0.60)	0.97	0.24	(0.47)

		Grat	uity	Superannuation		
(I)	Actual Return on Plan Assets	Year 2012	Year 2011	Year 2012	Year 2011	
1	Expected return on plan assets	16.88	15.88	1.62	1.80	
2	Acturial (gains) and Losses	14.35	31.34	0.44	2.01	
3	Actual Return on Plan Assets	31.23	47.22	2.06	3.81	

<sup>(</sup>I) Contributions expected to be paid to the plan during the next financial year ₹ 35.42 in millions (previous year- ₹ 38 in millions).

#### Note 38 - Related Party disclosures

(A) Name of the related party and nature of relationship where control exists:

Naı	ne of the party	Nature of relationship
1.	KSB AG	Controlling Company
2.	Canadian Kay Pump Ltd.	Controlling Company
3.	Klein Pumpen GmbH	Controlling Company
4.	Pofran Sales & Agency Ltd.	Subsidiary Company

<b>Notes forming</b>	part of the	financial	statements	(Contd.)
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No	otes formi	ng	pa	art	0	f t	he	f	inar	ıci	al	sta	ate	em	er	its	((	OI	ntd	.)						
	Total	₹ in Million	107.00	(123.97)	908.06	(535.06)	36.04	(35.53)	,	(13.05)	0.92	(2.24)	35.10	(35.59)	103.36	(70.07)	38.96	(46.96)	1.27	( - )	58.52	(96.48)	29.87	(41.57)	14.14	(0.01)
	Enterprises over which individuals having significant influence over the reporting enterprise exercise significant influence	₹ in Million ₹		(-)	6.17	(6.65)	0.02	(-)	•	•	•	(-)	•	(-)	•	(-)	•	(-)		(-)	٠	( - )	•	(-)	٠	(-)
	Relatives of individuals having significant influence over the enterprise	₹ in Million	1	( - )	1	( - )	1	( - )	1	(-)	ı	( - )	1	( - )	1	( - )	1	( - )		( - )	1	(-)	ı	( - )	1	( - )
	Individuals having significant influence over the reporting enterprise	₹ in Million	1	( - )	•	( - )	1	( - )	ı	(-)	•	( - )	1	( - )	1	( - )	•	( - )	1	(-)	1	( - )	•	( - )	1	(-)
	Relatives of Key Management Personnel	₹ in Million		( - )	•	(-)	1	( - )	1	(-)	•	(-)	1	( - )	1	(-)	ı	( - )	•	( - )	1	(-)	•	(-)	,	(-)
	Key Management Personnel	₹ in Million		( - )	•	(-)	•	(-)	1	( - )	,	(-)	1	(-)	1	( - )	•	(-)	'	( - )	,	( - )	,	(-)	,	( - )
	Control	₹ in Million	53.04	(70.91)	456.87	(393.44)	12.15	(15.35)	1	(-)	0.82	(2.24)	5.11	(3.19)	103.36	(70.07)	•	(-)	1.27	( - )	5.64	(5.81)	0.46	(0.39)	0.81	(0.01)
	Associate	₹ in Million	0.59	(8.66)	•	(-)	•	(-)	1	(-)	•	(-)	•	(-)	•	(-)	38.96	(38.96)	1	( - )	1	(-)	•	(-)	1	(-)
	Subsidiary Company	₹ in Million		(-)	•	(-)	0.03	(0.08)	ı	(-)	•	(-)	•	(-)	•	(-)	•	(8.00)	1	(-)	1	(-)	•	(-)	1	(-)
ransactions	Controlling Companies	₹ in Million	53.37	(44.41)	445.02	(131.98)	23.84	(20.11)	ı	(13.05)	0.10	(-)	29.99	(32.41)	1	(-)	•	(-)	1	(-)	52.88	(89.08)	29.41	(41.18)	13.33	(-)
(b) Kelated Party Iransactions	Nature of transactions		Purchase of goods		Sale of goods		Income from services		Order Cancellation Charges received		Site expenses paid		Commission income		Commission paid		Dividend received		Liquidated Damages Paid		Charges paid for technical /	Professional services	Royalty paid		Warranty charges paid	•



Notes forn		<u>ıg</u>	pa	rt	01		<u>e t</u>	ina	<u>an</u>	Cla		sta	ite		en	ts		ontd							_
Total	₹ in Million	1.67	(1.67)	15.74	(23.07)	4.65	(1.22)	2.83	(-)	6.22	(3.54)	0.09	(0.09)	92.48	(115.44)	0 0	(0,35)	•	193.43	(196.06)	273.01	(309.92)	1.96	(0.01)	
Enterprises over which individuals having significant influence over the reporting enterprise exercise significant influence	₹ in Million	•	(-)	0.03	(-)	ı	(-)	•	(-)	•	(-)	•	(-)	35.42	(44.28)		(-)		3.31	(0.63)	0.44	(0.11)	1	( - )	
Relatives of individuals having significant influence over the enterprise	₹ in Million	ı	(-)	1	( - )	,	( - )	1	(-)	1	(-)	1	( - )	0.48	(0.43)		-)		•	(-)	1	( - )	•	( - )	
Individuals having significant influence over the reporting enterprise	₹ in Million	-	( - )	1	( - )	1	( - )	1	( - )	1	( - )	0.00	(0.09)	0.14	(0.17)	0	(0.35)	,	1	( - )	1	(0.35)	1	( - )	
Key Relatives nagement of Key Personnel Management Personnel	₹ in Million	1	(-)	ı	(-)	,	(-)	1	(-)	1	(-)	1	( - )	1	( - )		(-)	•		( - )	1	(-)	1	( - )	
key Management Personnel	₹ in Million	•	(-)	•	(-)	,	(-)	•	(-)	6.22	(3.54)	1	(-)	1	(-)		(-)		•	(-)	•	(-)	•	(-)	
Control	₹ in Million	•	( - )	4.17	(6.53)	0.16	(0.43)	•	(-)	1	(-)	•	(-)	ı	( - )		(-)	•	128.22	(138.15)	192.35	(180.95)	1.96	(0.01)	
Associate Company	₹ in Million	1.61	(1.61)	10.89	(14.77)	1	( - )	•	(-)	•	( - )	•	(-)	•	( - )		(-)	•	10.86	(3.54)	0.57	(-)	1	( - )	
Subsidiary Company	₹ in Million ₹ in Million ₹ in	90'0	(0.06)	0.33	(0.62)	1	( - )	'	(-)	•	(-)	•	(-)	•	(-)		( - )	,	0.33	(0.56)	'	(-)	,	( - )	
Controlling Companies	₹ in Million	1	( - )	0.32	(1.16)	4.49	(0.79)	2.83	( - )	1	(-)	1	( - )	56.44	(70.55)		(-)		50.71	(53.18)	79.65	(128.52)	•	(-)	
Nature of transactions		Rent received		Recovery of expenses		Reimbursement of expenses		Technical knowhow		Remuneration		Sitting fees paid		Dividend paid		Commission to		Amounts outstanding at year end	Receivable		- Payable		Provision for doubtful debts		;

Notes:-

1) Previous year's figures are shown within brackets.

2) The related parties included in the various categories above, where transactions have taken place are given below:	are given below:
Controlling Companies	KSB AG
	Canadian Kay Pump Ltd.
Associate Company	MIL Controls Ltd.
Subsidiary Company	Pofran Sales & Agency Ltd.
Common Control	KSB S.A.
	KSB Inc., USA
	KSB Pumps (S.A.) (Pty.) Ltd., South Africa
	KSB Australia
	KSB Chile S.A.
	KSB Singapore (Asia Pacific) PTE Ltd., Singapore
	KSB Limited, Hongkong
	KSB Pumps Co. Ltd., Thailand
	P.T. KSB., Indonesia
	KSB Taiwan Co., Ltd.
	KSB Ltd., Tokyo
	KSB Brazil
	KSB Korea
	KSB Mexico
	KSB Nederland
	DP Industries B.V., Nederland
	KSB Pumps Arabia Ltd.
	KSB Ltd., U.K.
	KSB Italia S.p.A., Italy
	KSB Pompa Turkey
	KSB Shanghai Pump Co. Ltd., China
	KSB Valves (Shanghai) Co. Ltd., China
	Mercantile-KSB Oy AB, Finland
	KSB Pakistan
	Delian KSB Amri Valves Co. Ltd., China
	Bombas ITUR S.A., Spain
	KSB TESMA S.A., Griechenland
	KSB Tech. Pvt. Ltd., India
	GIW Industries Inc., USA
	KSB Middle East FZE, Dubai



	KSB Pumpy + Armatury spol. sr. o, Czech
	KSB Service LLC
	KSB Pompy Armatura Poland
	KSB Compania Sudamericana
	KSB Belgium SA
	KSB China
	KSB Pumps & Valves Malaysia
	KSB Finanz SA
	KSB AMV SA Spain
	KSB Finland
	KSB Mork AB, Sweden
	KSB Lindflaten, Norway
	KSB Oesterreich, Austria
	KSB Pompes ET Robintteries Sarl, Morocco
	KSB Argentina
	KSB Service GMBH
	KSB Canada
	KSB New Zeland
	Rotary Equipment
	KSB OOO, Russia
	KSB Valvulas Ltd., Brazil
Key management personnel	Mr. W. Spiegel
Individuals having significant influence over the enterprise	Mr. Gaurav Swarup
Relatives of individuals having significant influence over the enterprise	Mrs. Gyan M Swarup
	Mahendra Swarup & Sons HUF
	Mr. Vikram Swarup
	Mrs. Bindu Swarup
	Mrs. Parul Swarup
ich individuals having significant influence over the reporting enterprise exercise	The Industrial & Prudential Investment Co. Ltd.
significant influence	New Holding and Trading Company Ltd.
	Paharpur Cooling Towers Ltd.
	,

Note 39 - Where a financial report contains both consolidated financial statements and separate financial statement for the parent, segment information needs to be presented only in case of consolidated financial statements. Accordingly, segment information has been provided only in the consolidated financial statements.

Note 40 - Details of provisions and movements in each class of provisions as required by the Accounting Standard on 'Provisions, Contingent liabilities and Contingent assets' (AS-29)

Particulars	2	012	2011			
	Warranty	Other	Warranty	Other		
		<b>Provisions</b> (for		<b>Provisions</b> (for		
	2	statutory levies)	S	tatutory levies)		
	₹ in Million	₹ in Million	₹ in Million	₹ in Million		
Carrying amount at the beginning of the year	24.25	67.13	17.69	66.13		
Additional Provision Made during the year	29.80	47.02	31.98	67.13		
Amount used during the year	(27.71)	-	(25.35)	-		
Unused amount reversed during the year	(0.10)	(67.13)	(0.07)	(66.13)		
Carrying amount at the end of the year	26.24	47.02	24.25	67.13		

#### Note 41 - Earnings per Share

- (a) The amount used as the numerator in calculating basic and diluted earnings per share is the Profit for the year after tax disclosed in the Statement of Profit and Loss.
- (b) The weighted average number of equity shares used as the denominator in calculating both basic and diluted earnings per share is 34,807,844.

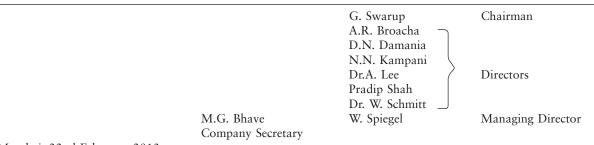
Note 42 - Repairs to machinery include ₹ 40.23 million (previous year - ₹ 24.13 million) spares consumed.

#### Note 43 - Income Tax

Provision for taxation for the year is an aggregate of the provision made for the year ended 31st March, 2012 as reduced by the provision for 9 months up to 31st December, 2011 and the provision based on the figures for the remaining 9 months up to 31st December, 2012. However, the ultimate tax liability for the remaining 9 months up to 31st December, 2012 will be determined based on the results for the year 1st April, 2012 to 31st March, 2013.

Note 44 - The Revised schedule VI has become effective from 1st April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

#### Signature to Notes 1 to 44



Mumbai, 22nd February, 2013



### **AUDITORS' REPORT**

### CONSOLIDATED

The Board of Directors, KSB Pumps Limited. 126, Maker Chambers III, Nariman Point, Mumbai 400021.

# REPORT ON CONSOLIDATED FINANCIAL STATEMENTS OF KSB PUMPS LIMITED AND ITS SUBSIDIARY

We have audited the attached Consolidated Balance Sheet of KSB Pumps Limited ("the Company") and its subsidiary (the Company and its subsidiary constitute "the Group") as at 31st December, 2012, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement of the Group for the year ended on that date, both annexed thereto. The Consolidated Financial Statements include investment in an associate accounted on the equity method in accordance with Accounting Standard 23 (Accounting for Investments in Associates in Consolidated Financial Statements) as notified under the Companies (Accounting Standards) Rules, 2006. These financial statements are the responsibility of the Company's Management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of Pofran Sales and Agency Limited, a subsidiary, whose financial statements reflect total assets of ₹ 51,348,320 as at 31st December, 2012, the total revenues of ₹ 18,596,810 and cash flows amounting to ₹ 5,053,080 for the year then ended. These financial statements and other financial information have been audited by other auditors whose report has been furnished to us, and our opinion is based solely on the report of the other auditors.

We report that the Consolidated Financial Statements have been prepared by the Company in accordance with the requirements of Accounting Standard (AS) 21, Consolidated financial statements and Accounting Standard (AS) 23, Accounting for Investments in Associates in Consolidated Financial Statement.

Based on our audit and on consideration of reports of other auditors on separate financial statements and on the other financial information of the components, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Consolidated Balance Sheet, of the state of affairs of KSB Pumps Limited and its subsidiary as at 31st December, 2012;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

For Deloitte Haskins & Sells Chartered Accountants Registration No.: 117366W

Hemant M. Joshi Partner Membership No.: 038019

Pune, 22nd February, 2013

# Consolidated Balance Sheet as at 31st December, 2012

		Particulars		Note No.	As at 31st December, 2012 ₹ in Million	As at 31st December, 2011 ₹ in Million
I.	EQU	JITY AND LIABILITIES				
	(1)	Shareholders' funds				
		(a) Share capital		3	348.08	348.08
		(b) Reserves and surplus		4	4,325.99	3,912.71
					4,674.07	4,260.79
	(2)	Non-current liabilities				
		(a) Long-term borrowings		5	-	0.03
		(b) Other long-term liabilitie	es	6	56.04	53.02
		(c) Long-term provisions		7	227.65	183.71
					283.69	236.76
	(3)	Current liabilities				
		(a) Short-term borrowings		8	168.52	631.55
		(b) Trade payables		9	1,226.51	1,295.32
		(c) Other current liabilities		10	838.20	775.93
		(d) Short-term provisions		11	346.51	262.32
					2,579.74	2,965.12
			TOTAL		7,537.50	7,462.67
II.	ASS					
	(1)	Non-current assets				
		(a) Fixed assets				
		(i) Tangible assets		12.A	1,566.74	1,513.15
		(ii) Intangible assets		12.B	17.90	14.38
		(iii) Capital work-in-pro	ogress		267.06	69.66
		4			1,851.70	1,597.19
		(b) Non-current investments		13	427.79	383.76
		(c) Deferred tax assets (net)		14	74.58	52.33
		(d) Long-term loans and adv		15	486.96	421.48
		(e) Other non-current assets receivables (Unsecured, C			8.61	48.03
					2,849.64	2,502.79
	(2)	Current assets				
		(a) Inventories		16	1,935.35	1980.19
		(b) Trade receivables		17	1,460.86	1835.04
		(c) Cash and cash equivalen		18	1,044.66	844.87
		(d) Short-term loans and adv	vances	19	218.68	272.96
		(e) Other current assets		20	28.31	26.82
					4,687.86	4959.88
			TOTAL		7,537.50	7,462.67
See	accoi	npanying notes forming part of	f the consolidated finance	cial state	ements	

In terms of our report attached		G. Swarup	Chairman
For Deloitte Haskins & Sells		A.R. Broacha	
Chartered Accountants		D.N. Damania	
		N.N. Kampani	
		Dr.A. Lee	Directors
Hemant M. Joshi		Pradip Shah	
(Partner)		Dr. W. Schmitt	
	M.G. Bhave	W. Spiegel	Managing Director
	Company Secretary		
Pune 22nd February 2013		Mumbai 22nd Februa	ry 2013

Pune, 22nd February, 2013

Mumbai, 22nd February, 2013



# Consolidated Statement of Profit and Loss for the year ended 31st December, 2012

	Particulars	Note No.	Year ended 31st December, 2012 ₹ in Million	Year ended 31st December, 2011 ₹ in Million
1.	Revenue from operations (gross)	21	7,714.10	7,957.69
	Less: Excise duty	21	(474.30)	(438.56)
	Revenue from operations (net)		7,239.80	7,519.13
2.	Other income	22	144.53	99.88
3.	Total revenue (1+2)		7,384.33	7,619.01
4.	Expenses			
	Cost of materials consumed	23.a	3,415.15	4,147.91
	Purchases of stock-in-trade		108.17	112.40
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	23.b	58.10	(276.80)
	Employee benefits expense	24	1,036.67	1,044.79
	Finance costs	25	52.40	27.76
	Depreciation and amortisation expense	12.A & 12.B	235.39	218.95
	Other expenses	26	1,701.81	1,755.43
	Expenditure transferred to capital account		(8.78)	(12.72)
	Total expenses		6,598.91	7,017.72
5.	Profit before tax (3 - 4)		785.42	601.29
6.	Tax expense:			
	(a) Current tax		271.30	215.50
	(b) Short/(excess) provision in respect of earlier years		(16.43)	(8.45)
	(c) Deferred tax		(22.25)	(5.43)
			232.62	201.62
7.	Profit for the year (5 - 6)		552.80	399.67
8.	Add: Share of profit for the year in respect of investment in Associate Company (Refer Note - 39)	t	82.99	89.73
			635.79	489.40
9.	Earnings per equity share (Face Value per share ₹ 10/-): (Refer Note 36)			
	(a) Basic		18.27	14.06
	(b) Diluted		18.27	14.06
	See accompanying notes forming part of the consolidate	ed financial	statements	

In terms of our report attached to For Deloitte Haskins & Sells	o the Balance Sheet	G. Swarup A.R. Broacha	Chairman
Chartered Accountants		D.N. Damania	
		N.N. Kampani	
		Dr.A. Lee	Directors
Hemant M. Joshi		Pradip Shah	
(Partner)		Dr. W. Schmitt	
	M.G. Bhave	W. Spiegel	Managing Director
	Company Secretary		
Pune 22nd February 2013		Mumbai 22nd Febru	1ary 2013

# Consolidated Cash Flow Statement for the year ended 31 December, 2012

	Particulars	20	12	20	11
		₹ in Million	₹ in Million	₹ in Million	₹ in Million
A.	Cash flow from operating activities				
	Net Profit/(Loss) before tax		785.42		601.29
	Adjustments for:				
	Depreciation and amortisation	235.39		218.95	
	(Profit)/loss on sale/write off of assets	(1.84)		0.42	
	Finance costs	52.40		27.76	
	Interest income	(105.74)		(82.88)	
	Unrealised exchange (gain) / loss	(5.17)		(1.66)	
			175.04		162.59
	Operating profit/(loss) before working capital changes		960.46		763.88
	Adjustment for changes in working capital:				
	Inventories	44.84		(395.18)	
	Trade receivables	374.18		(696.63)	
	Short-term loans and advances	54.28		92.35	
	Long-term loans and advances	(26.32)		(149.88)	
	Other non-current assets – Long-term trade receivables	39.42		(48.03)	
	Trade payables	(68.81)		75.86	
	Other current liabilities	56.21		170.12	
	Other long-term liabilities	3.02		4.41	
	Short-term provisions	(5.83)		4.14	
	Long-term provisions	43.94		55.94	
			514.93		(886.90)
	Cash generated from operations		1,475.39		(123.02)
	Direct taxes paid		(216.16)		(178.58)
	Net cash flow from / (used in) operating activities (A)		1,259.23		(301.60)
В.	Cash flow from investing activities				
	Purchase of Fixed Assets	(534.27)		(245.20)	
	Proceeds from sale of fixed assets	3.52		1.34	
	Interest received	104.25		75.81	
	Income from non-trade investements (non-current)	38.96		38.96	
	Net cash flow from / (used in) investing activities (B)		(387.54)		(129.09)



# Consolidated Cash Flow Statement for the year ended 31 December, 2012

Particulars		20	2012		11
		₹ in Million	₹ in Million	₹ in Million	₹ in Million
C.	Cash flow from financing activities				
	Working capital borrowings	(463.03)		495.39	
	Finance cost	(52.40)		(27.76)	
	Dividends paid	(139.05)		(174.07)	
	Tax on dividend	(22.59)		(30.10)	
	Net cash flow from/(used in) financing activities (C)		(677.07)		263.46
D.	Unrealized exchange gain/(loss) in cash and cash equivalents (D)		5.17		1.66
	Net increase/(decrease) in Cash and cash equivalents (A + B + C + D)		199.79		(165.57)
	Cash and cash equivalents (Opening Balance)		844.87		1,010.44
	Cash and cash equivalents (Closing Balance)		1044.66		844.87
Casl	h and cash equivalents at the end of the year ude:		As at 31st Dec., 2012	As at 31st Dec., 2011	As at 31st Dec., 2010
(a)	Cash on hand		0.41	0.39	0.37
(b)	Balances with banks				
	(i) In current accounts		207.56	87.60	295.68
	(ii) In deposit accounts		834.45	754.81	712.30
	(iii) In unpaid dividend/deposits account		2.24	2.07	2.09
Cas	h and Cash equivalents at the end of the year	•	1,044.66	844.87	1,010.44
Not	es:	:			

(i) Figures in brackets represent outflows of cash and cash equivalents

In terms of our report attached to For Deloitte Haskins & Sells	the Balance Sheet	G. Swarup A.R. Broacha	Chairman
Chartered Accountants		D.N. Damania	
		N.N. Kampani	
		Dr.A. Lee	Directors
Hemant M. Joshi		Pradip Shah	
(Partner)		Dr. W. Schmitt	
	M.G. Bhave	W. Spiegel	Managing Director
	Company Secretary		
Pune, 22nd February, 2013		Mumbai, 22nd Febru	ary, 2013

Company Overview   Products:   The Company is engaged in the business of manufacture of different types of power driven pumps are industrial valves. Castings are mainly produced for captive consumption. Operations:   The Company has factories at the following places:   Al Irrigation and Process Pumps Division (I.P.D.) at Pimpri   Manufacturing of submersible pumps, vertical and horizontal pumps, series and non-series pump   Multistage pumps, chemical process pumps, non-clog pumps and water pumps.   B)   Power Projects Division (IP.D.) at Chinchwad   Manufacturing of primary heat transfer pumps, moderator pumps, main boiler feed pumps at multistage condense extraction pumps, re-heater drain pumps and auxiliary boiler feed pumps at multistage condense extraction pumps, re-heater drain pumps and auxiliary boiler feed pumps.   C)   Foundry Division at Vambhori   Manufacturing of steel & iron castings including for captive consumption.   D)   Coimbatore Unit   Manufacturing of valves (Globe, Gate, Check, Butterfly & Ball valves).   E)   Nasik Unit (Sinnar)   Established in 1995, this unit is engaged in the manufacture of high pressure and submersible pumps   Significant accounting policies   Eixed assets and depreciation/amortisation: (a)   Fixed assets are stated at cost of acquisition or construction less depreciation/amortisation (a)   Fixed assets are stated at cost of acquisition or construction less depreciation/amortisation on fixed assets:   Depreciation/amortisation on fixed assets:   Depreciation/amortisation on fixed assets:   Depreciation/amortisation on fixed assets:   Depreciation on tangible fixed assets is provided at the rates and in the manner laid down   Schedule XIV to the Companies Act, 1956 on the written down value (WDV) method in respect of other assets. However, the rate of depreciation in respect of the following assets is higher:   Jigs & fixtures   33% (SLM)   Furniture & fixtures	Note	Particulars					
Products: The Company is engaged in the business of manufacture of different types of power driven pumps an industrial valves. Castings are mainly produced for captive consumption.  Operations: The Company has factories at the following places: A) Irrigation and Process Pumps Division (I.P.D.) at Pimpri Manufacturing of submersible pumps, vertical and horizontal pumps, series and non-series pump Multistage pumps, chemical process pumps, non-clog pumps and water pumps. B) Power Projects Division (P.P.D.) at Chinchwad Manufacturing of primary heat transfer pumps, moderator pumps, main boiler feed pumps an multistage condense extraction pumps, reheater drain pumps and auxiliary boiler feed pumps. C) Foundry Division at Vambhori Manufacturing of steel & iron castings including for captive consumption. D) Coimbatore Unit Manufacturing of steel & iron castings including for captive consumption. D) Coimbatore Unit Manufacturing of steel & iron castings including for captive consumption. E) Nasik Unit (Sinnar) E stablished in 1995, this unit is engaged in the manufacture of high pressure and submersible pumps Significant accounting policies  2.1 Fixed assets and depreciation/amortisation:  (a) Fixed assets are stated at cost of acquisition or construction less depreciation/amortisation. Co-comprises the purchase price and other attributable costs. (b) Depreciation/amortisation on fixed assets: b) perceitation/amortisation on fixed assets: c) Depreciation/amortisation on fixed assets is provided at the rates and in the manner laid down Schedule XIV to the Companies Act, 1956 on the written down value (WDV) method in respe of buildings, furniture and fixtures and vehicles and on the straight line method (SLM) in respe of buildings, furniture and fixtures and vehicles and on the straight line method (SLM) in respe of buildings, furniture and							
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2.6 Revenue Recognition		Profit and Loss. Premium/Discount in respect of Forward Contracts is accounted for over the period of					
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	2.0	(i) Sale of goods is recognised when all significant risks and rewards of ownership have been transferred					
to the buyers.  (ii) Dividend income from investments is recognised when the owner's right to receive the payment established.		(ii) Dividend income from investments is recognised when the owner's right to receive the payment is					
(iii) Income from services rendered is accounted for when the work is performed.							



#### 2.7 Employee Benefits

Employee benefits includes gratuity, superannuation and provident fund and leave encashment benefits under the approved schemes of the Company. In respect of defined contribution plans, the contribution payable for the year is charged to the Statement of Profit and Loss. In respect of defined benefit plans and other long-term employee benefits, the employee benefit costs is accounted for based on an actuarial valuation as at the Balance Sheet date.

#### 2.8 Product Warranty

Cost of product warranties is disclosed under the head

- i) 'raw materials and components consumed' as consists of free replacement of spares.
- (ii) 'miscellaneous expenses' which includes provision for warranties.

#### 2.9 Taxes on Income

Tax expense for the year is included in the determination of the net profit for the year. Deferred tax is recognised on all timing differences, subject to consideration of prudence in respect of deferred tax assets.

#### 2.10 Leases

Assets acquired under finance leases are recognised at the lower of the fair value of the leased assets at inception of the lease and the present value of minimum lease payments. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to periods during the lease term at a constant periodic rate of interest on the remaining balance of the liability.

#### 2.11 Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the year in which they are incurred.

#### 2.12 | Cash Flow Statement

The Cash Flow statement is prepared by the indirect method set out in Accounting Standard (AS) - 3 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company.

#### 2.13 Use of Estimates

The preparation of the financial statements in conformity with the generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting year. Difference between the actual result and estimates are recognized in the year in which the results are known/ materialized.

#### 2.14 Provisions, Contingent Liabilities and Contingent Assets

As per Accounting Standard 29, Provisions, Contingent Liabilities and Contingent Assets, issued by the Institute of Chartered Accountants of India, the Company recognizes provisions only when it has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

No provision is recognised for:

- (i) Any possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
- (ii) Any present obligation that arises from past events but is not recognized because -
  - It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - A reliable estimate of the amount of obligation cannot be made.

Such obligations are recorded as Contingent Liabilities. These are assessed continually and only that part of the obligation for which an outflow of resources embodying economic benefits is probable, is provided for, except in the extremely rare circumstances where no reliable estimate can be made. Contingent Assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

#### 2.15 Earnings per share

The Company reports basic and diluted earnings per share in accordance with Accounting Standard - 20 on Earnings per Share.

Basic earnings per share is computed by dividing the profit for the year after tax by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit for the year after tax by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

Particulars		As at 31st De	cember, 2012	As at 31st De	cember, 2011
		Number of shares	₹ in Million	Number of shares	₹ in Million
Authorised:					
Equity shares of ₹ 10/- each. Issued, Subscribed and Fully Paid up:		40,000,000	400.00	40,000,000	400.00
Equity shares of ₹ 10/- each.		34,807,844	348.08	34,807,844	348.08
	Total	34,807,844	348.08	34,807,844	348.08

(i) Reconciliation of the no. of shares outstanding at the beginning and at the end of the year:

at the beginning and at the end of the year:							
	As at 31st December, 2012		As at 31st December, 2012 As at 31st		As at 31st Dec	t December, 2011	
	₹ in Million	No of shares	₹ in Million	No of shares			
No. of shares outstanding at the beginning							
- Equity shares	348.08	34,807,844	174.04	17,403,922			
Add: Additional shares issued							
- Equity shares (Bonus issue)	-	-	174.04	17,403,922			
Less: Shares forfeited/Bought back							
- Equity shares	-	-	-	-			
No of shares outstanding at the end							
- Equity shares	348.08	34,807,844	348.08	34,807,844			

- (ii) The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each shareholder of equity shares is entitled to one vote per share.
- (iii) Aggregate number of equity shares allotted as fully paid-up by way of bonus shares for the period of five years immediately preceding the Balance Sheet date 17,403,922
- (iv) Number of shares held by each shareholder holding more than 5% shares in the Company are as follows:

Particulars	Particulars As at 31 December, 2012		As at 31 December, 2011	
	No. of % of shares		No. of	% of shares
	shares	held	shares	held
Canadian Kay Pump Ltd.	14,110,848	40.54%	14,110,848	40.54%
The Industrial & Prudential Investment Co. Ltd.	7,140,000	20.51%	7,140,000	20.51%
Reliance Capital Trustee Company Limited (held in Reliance Infrastructure Fund and Reliance Tax Saver (ELSS) Fund)	2,740,280	7.87%	2,767,630	7.95%

(v) The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amount exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.



Note 4 - Reserves and surplus

Note 4 - Reserves and surplus		
Particulars	As at 31st	As at 31st
	December, 2012	December, 2011
Capital reserve	₹ in Million	₹ in Million
Opening balance	0.09	0.09
Add: Additions	0.09	0.03
Less: Utilised/transferred		
Closing balance	0.09	0.09
Capital redemption reserve	0.03	0.03
Opening balance	0.10	0.10
Add: Additions	0.10	0.10
Less: Utilised/transferred		
Closing balance	0.10	0.10
Securities premium account	0.10	0.10
Opening balance	3.20	3.20
Add: Premium on shares issued	3.20	3.20
Less: Utilised		
Closing balance	3.20	3.20
General reserve	5.20	3.20
Opening balance	898.97	1,028.01
Add: Transferred from surplus in Statement of Profit and Loss	60.00	45.00
Less: Transferred to share capital following capitalisation (Bonus Issue)	00.00	174.04
Closing balance	958.97	898.97
Amalgamation Reserve	330.37	030.37
Opening balance	0.06	0.06
Add: Additions/transfers	-	-
Less: Utilisations/transfers	_	_
Closing balance	0.06	0.06
Surplus in Statement of Profit and Loss		
Opening balance	3,010.29	2,729.04
Add: Transferred from Profit and Loss Account	635.79	489.40
Less: First interim dividend	34.81	34.81
Second interim dividend	156.64	
Proposed dividend (₹ Nil per share) (previous year ₹ 3 per share)	-	104.42
Tax on first interim dividend	5.65	6.98
Tax on second interim dividend	25.41	_
Tax on proposed dividend	_	16.94
Transferred to General reserve	60.00	45.00
Closing balance	3,363.57	3,010.29
Total	4,325.99	3,912.71

* T /	_	r	1 .
Note:	) -	Long-term	borrowings

Note 5 - Long-term borrowings			
Particulars		As at 31st December, 2012	As at 31st December, 2011
		₹ in Million	₹ in Million
Long-term maturities of finance lease obligations (Unsecured) (Refer Note 31)		-	0.03
	Total		0.03
Note 6 - Other long-term liabilities			
Other than trade payables: Other Payables (includes Deposits received from dealers, etc.)		56.04	53.02
	Total	56.04	53.02
Note 7 - Long-term provisions			
Provision for employee benefits (Refer Note 32)		218.90	175.63
Other Provisions: Provision for Warranty (Refer Note 35)		8.75	8.08
	Total	227.65	183.71
Note 8 - Short-term borrowings			
Loans Repayable on Demand			
Working Capital Facilities/ Packing credit from banks (Secured)		151.72	631.55
Book overdraft (unsecured)		16.80	
	Total	168.52	631.55

#### Note:

### (i) Details of security for the secured short-term borrowings:

Particulars	Nature of security	As at 31st December, 2012 ₹ in Million	As at 31st December, 2011 ₹ in Million
Working Capital Facility -1	Pledge of Fixed Deposits of ₹ 220 Million (previous year ₹ 220 Million)	2.04	189.92
Working Capital Facility -2	Pledge of Fixed Deposits of ₹ 433.76 Million (Previous year ₹ 433.76 Million) and hypothecation of stocks including loose tools, stores and spares, book debts.	40.21	406.92
Working Capital Facility -3	Hypothecation of stocks including loose tools, stores and spares, book debts.	109.47	34.71
	Total	151.72	631.55



Note 9 - Trade payables

Particulars		As at 31st December, 2012	As at 31st December, 2011
		₹ in Million	₹ in Million
Trade payables		1,226.51	1,295.32
	Total	1,226.51	1,295.32
Note 10 - Other current liabilities			
Current maturities of finance lease obligations (Refer Note 31)		0.02	0.17

Unclaimed Dividend	2.24	2.06
Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	148.08	200.23
(ii) Payables for purchase of fixed assets	10.75	4.72

(iii)	Advances from customers	512.18	422.23
(iv)	Others (Liquidated damages, Donation etc.)	164.93	146.52

#### Total 838.20 775.93 Note 11 - Short-term provisions

Tiote II Short term provisions		
Provision for employee benefits (Refer Note 32)	63.57	50.61
Provision - Others:		

(i) Tax provisions less payments (current tax)	36.38	7.05
(ii) Provision for Warranty (Refer Note 35)	17.49	16.17
(iii) Second interim dividend	156.64	-
(iv) Proposed dividend	_	104.42

(11)	Troposed dividend	-	104.42
(v)	Tax on second interim dividends 25.	41	-
(vi)	Tax on proposed dividend	_	16.94

(vii) Provision - others (for statutory levies) (Refer Note 35)	47.02	67.13
	393.04	211 71

(vii) Trovision others (for statutory levies) (Refer rote 33)	47.02	07.13
	282.94	211.71
Total	346.51	262.32

A Tangible Assers  A sa at 31st Additions Declactions As at 31st Upto 31st Provided Declactions Upto 31st As at 31st As at 31st As at 31st December, during the December, during the December, during the December, during the December, Dec	Particulars		Gross block	block		I	Depreciation/	Depreciation/Amortisation		Net block	lock
December, during the during the December, during the		As at 31st	Additions	Deductions	As at 31st	Upto 31st	Provided		Upto 31st	As at 31st	As at 31st
re) 3.01		December, 2011	during the	during the year	December, 2012	December, 2011	during the	during the year	December, 2012	December, 2012	December, 2011
3.01   3.01											
15.51											
te) 495.14 43.34 2.62 535.86 230.62 28.25 1.52 257.35 278.51 264.52 lent 2,468.08 22742 2.9.66 2,665.84 1,299.08 178.99 29.54 1,448.53 1,217.31 1,169.00 lance 0.90 2.37 0.08 78.68 62.92 5.80 0.08 68.64 10.04 13.47 1,669.08 1.20 0.00 1.51.91 1,669.08 1.20 0.00 1.51.91 1,169.00 1.20 0.00 1.51.91 1,169.00 1.20 0.00 1.51.91 1,169.00 1.20 0.00 1.20		3.01	ı	•	3.01	1	1	1	1	3.01	3.01
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tures 76.39 2.27.42 29.66 2,665.84 1,299.08 178.99 29.54 1,448.53 1,217.31 1,169.00 tures 76.39 2.37 0.08 78.68 62.92 5.80 0.08 68.64 10.04 13.47 13.47 13.63 1.2 1.2 1.2 1.2 1.2 1.2 1.2 1.2 1.2 1.2	ote)	495.14	43.34	2.62	535.86	230.62	28.25	1.52	257.35	278.51	264.52
tures 76.39 2.37 0.08 78.68 62.92 5.80 0.08 68.64 10.04 13.47  46.12 3.43 2.46 47.09 33.22 7.70 2.19 38.73 8.36 12.90  31) 77.81 6.78 1.36 83.23 40.11 7.13 1.22 46.02 37.21 37.70  3.183.00 283.34 37.23 3,429.11 1,669.85 228.07 35.55 1,862.37 1,566.74 1,513.15  3.026.54 221.74 65.28 3,183.00 1,519.77 213.60 63.52 1,669.85 1,513.15  trail 53.53 2.92 - 56.45 46.08 1.42 - 47.50 89.5 1,863.31  81.89 10.84 - 92.73 67.51 73.3 - 67.51 14.38  68.66 13.23 - 181.89 10.84 - 92.73 67.51 73.5 - 67.51 14.38	ment	2,468.08	227.42	29.66	2,665.84	1,299.08	178.99	29.54	1,448.53	1,217.31	1,169.00
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ance 0.90 - 0.69 0.21 0.85 0.01 0.66 0.20 0.01 0.05  31)  77.81 6.78 1.36 83.23 40.11 7.13 1.22 46.02 37.21 37.70  3,183.00 283.34 37.23 3,429.11 1,669.85 228.07 35.55 1,862.37 1,566.74 1,513.15  ally  2.8.36 7.92 - 36.28 21.43 5.90 - 27.33 8.95 6.93  15. 53.53 2.92 - 56.45 46.08 1.42 - 74.83 17.90 14.38  81.89 10.84 - 92.73 67.51 7.32 - 74.83 17.90 14.38  68.66 13.23 - 10.84 - 92.73 67.51 7.32 - 74.83 17.90 14.38											
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T7.81   6.78   1.36   83.23   40.11   7.13   1.22   46.02   37.21   37.70     J.83.00   283.34   37.23   3,429.11   1,669.85   228.07   35.55   1,862.37   1,566.74   1,513.15     J.026.54   221.74   65.28   3,183.00   1,519.77   213.60   63.52   1,669.85   1,513.15     J. Sala	nance e 31)	06.0	•	0.69	0.21	0.85	0.01	99.0	0.20	0.01	0.05
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ts 53.53 2.92 - 36.28	nally										
ts band that the first state of the control of the	are	28.36	7.92	1	36.28	21.43	5.90	1	27.33	8.95	6.93
trs  81.89	ents ectual	53.53	2.92	ı	56.45	46.08	1.42	1	47.50	8.95	7.45
81.89         10.84         -         92.73         67.51         7.32         -         74.83         17.90         14.38           68.66         13.23         -         81.89         62.16         5.35         -         67.51         14.38	services ghts										
13.23 - 81.89 62.16 5.35 - 67.51 14.38	ts	81.89	10.84	-	92.73	67.51	7.32	-	74.83	17.90	14.38
		99.89	13.23	1	81.89	62.16	5.35		67.51	14.38	

Note:

Buildings include ₹ 10,750 (previous year - ₹ 10,750) being the cost of shares in co-operative housing/industrial societies.



	•	
Note 13 - Non-current investments		
Particulars	As at 31st	As at 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
Unquoted, Non-trade		
Investment in equity instruments of associates (at carrying cost)		
MIL Controls Limited (Note 38)	427.38	383.35
735,000 (previous year -735,000) equity shares of ₹ 10 each fully paid	427.50	303.33
(Includes ₹ 24.52 million (previous year - ₹ 24.52 million) of goodwill		
arising on acquisition of associate)		
Investment in equity instruments of Other Entities (at cost)		
Mula Pravara Electric Co-operative Society Limited - 15,995 (previous	0.40	0.40
	0.40	0.40
year -15,995) shares of ₹ 25 each fully paid.	0.04	0.04
Investment in government securities - Indira Vikas Patra	0.01	0.01
Total	427.79	383.76
Note 14 Deferred Tay Access (Not)		
Note 14 - Deferred Tax Assets (Net)		
(i) Break up of deferred tax liability as at year end:		
Nature of timing difference		
Provision for Depreciation	90.18	88.29
Total	90.18	88.29
(ii) Break up of deferred tax asset as at year end:		
Nature of timing difference		
Provision for compensated absences and gratuity	91.66	73.41
Provision for doubtful debts and advances	34.68	20.61
Others	38.42	46.60
Total	164.76	140.62
(iii) Deferred tax Asset/(Liability) Net	74.58	52.33
(iii) Deferred tax risses (Elatinity) rec	74.30	J2.JJ
Note 15 - Long-term loans and advances		
(Unsecured - considered good unless otherwise stated)		
Capital advances	75.18	26.64
Security Deposits		
Considered good	25.54	30.25
Considered Doubtful	8.37	3.48
	33.91	33.73
Less: Provision for doubtful security deposits	8.37	3.48
, 1	25.54	30.25
Other loans and advances		55.25
- Loans and advances to employees	20.38	21.77
- Taxes paid in advance less provisions (current tax)	103.35	112.73
- Balances with government authorities - VAT credit receivable etc.	103.33	112.73
Considered Good	262.14	229.86
Considered Doubtful	20.90	-
	283.04	229.86
Less: Provision for doubtful loans and advances	20.90	223.00
2000, 110 (1010) for doubtful louis and advantes	262.14	229.86
- Prepaid Expenses		
Total	0.37	0.23
Total	486.96	421.48

### Note 16 - Inventories

1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
(at cost or net realisable value whichever is lower)		
Particulars	As at 31st December, 2012	As at 31st December, 2011
	₹ in Million	₹ in Million
Demonstrated to the distance of the second to the second t		
Raw materials (including Goods-in-transit ₹ 1.50 millions	546.73	538.72
(previous year ₹ 16.70 millions))		
Work-in-progress	906.54	873.33
Finished goods	338.71	429.42
Stock-in-trade (in respect of goods acquired for trading)	85.60	86.20
Stores and spares	42.10	28.95
Loose tools	15.67	23.57
Total	1,935.35	1,980.19
Note 17 - Trade receivables		
(Unsecured - considered good unless otherwise stated)		
Trade receivables outstanding for a period exceeding six months from		
the date they were due for payment		
Considered good	134.48	81.10
Doubtful	72.19	54.03
	206.67	135.13
Other Trade receivables		
Considered good	1,326.38	1,753.94
Doubtful		0.60
	1,326.38	1,754.54
Total	1,533.05	1,889.67
Less: Provision for doubtful trade receivables	72.19	54.63
Total	1,460.86	1,835.04
Note 18 - Cash and cash equivalents		
Cash on hand	0.41	0.39
Balances with banks	51.1.	5,52
- In current accounts	207.56	87.60
- In deposit accounts	180.69	101.05
- In earmarked accounts	100.03	101103
- Unpaid dividend accounts	2.24	2.06
- Unpaid matured deposits	-	0.01
- Balances held as security against borrowings	653.76	653.76
Zamices nere as secure, against corrowings	033.70	055.76
Total	1,044.66	844.87



### Note 19 - Short-term loans and advances

(Unsecured - considered good unless otherwise stated)

(Oliseculed - Collisidered good ulliess officiwise stated)			
Particulars		As at 31st December, 2012	As at 31st December, 2011
		₹ in Million	₹ in Million
Loans and advances to related parties (Refer Note 34)		13.08	5.21
Other Loans and Advances			
- Employee advances		12.87	11.54
- Prepaid expenses		9.92	6.68
- Balances with government authorities (CENVAT and Service		83.22	142.61
Tax receivable)			
- Others (includes Advances to Suppliers, DEPB Receivable,			
Insurance Claim Receivable, etc.)			
Considered good		99.59	106.92
Doubtful		5.40	5.40
		104.99	112.32
Less: Provision for other doubtful loans and advances		5.40	5.40
		99.59	106.92
	Total	218.68	272.96
Note 20 - Other current assets			
Interest accrued on fixed deposits		28.31	26.82
	Total	28.31	26.82

Note 21 - Revenue from operations		
Particulars	Year ended 31st	Year ended 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
Sale of products	7,518.75	7,785.32
Sale of services	155.73	131.58
Other operating revenues		
- Scrap Sale	23.78	29.02
- Export Incentive	15.84	11.77
	7,714.10	7,957.69
Less:		
Excise duty	(474.30)	(438.56)
Total	7,239.80	7,519.13
Note 22 - Other income		
	405.74	02.00
Interest on Bank deposits, Income tax refunds, delayed	105.74	82.88
payments from dealers/customers, etc.	40.00	
Sundry credit balances & Provisions no longer required, written back	10.90	-
Profit on sale/ disposal/ write off of fixed assets	1.84	-
Other non-operating income (net of expenses directly attributable	26.05	17.00
to such income)  Total	26.05	17.00
Total	144.53	99.88
Note 23. a - Cost of materials consumed		
Raw Materials and Components Consumed	3,415.15	4,147.91
Cost of materials consumed	3,415.15	4,147.91
New 22 h Channelin insuration of finished and		
Note 23. b - Changes in inventories of finished goods, work-in-progress and stock-in-trade		
Inventories at the end of the year:		
Finished goods	338.71	429.42
Work-in-progress	906.54	873.33
Stock-in-trade	85.60	86.20
	1,330.85	1,388.95
Inventories at the beginning of the year:		
Finished goods	429.42	344.24
Work-in-progress	873.33	760.37
Stock-in-trade	86.20	7.54
	1,388.95	1,112.15
Net (increase)/decrease	58.10	(276.80)
Note 24 - Employee benefit expenses		
Salaries and wages	866.27	862.06
Contributions to provident and other funds	94.68	105.26
Staff welfare expenses	75.72	
Total		77.47
Total	1,036.67	1,044.79
Note 25 - Finance costs		
Interest expense	52.40	27.76
Total	52.40	27.76



Note 26 - Other expenses

Note 26 - Other expenses		
Particulars	Year ended 31st December, 2012	Year ended 31st December, 2011
	₹ in Million	₹ in Million
Processing & Machining Charges	295.09	296.59
Stores Consumed	112.40	136.51
Tools Consumed	55.21	48.41
Water Power and fuel	143.56	139.52
Rent	9.85	8.16
Excise duty relating to increase/(decrease) in finished goods stock	0.10	6.66
Rates and taxes (Refer Note 35)	(2.62)	16.51
Insurance (Net)	3.31	3.08
Repairs and maintenance - Buildings	13.61	3.46
- Machinery	60.05	39.89
- Others	83.57	76.17
	157.23	119.52
Travelling and conveyance	58.64	73.88
Packing & Forwarding Charges	205.36	216.26
(net of recoveries - ₹ 37.02 in millions; previous year ₹ 42.96 in millions)		
Directors' fees	0.41	0.38
Auditors' remuneration (net of service tax) and expenses:		
Audit fees	1.30	1.30
Tax audit fees	0.30	0.30
Accounts for tax purposes	0.45	0.45
Company law matters	0.01	0.01
Fees for other services	1.40	1.30
Reimbursement of out of pocket expenses	0.13	0.23
	3.59	3.59
Cost Audit Fees	0.38	0.18
Sales commission		
Sole Selling agents	103.36	70.07
Other Selling agents	17.69	24.65
	121.05	94.72
Cash and Quantity Discount	102.64	86.18
Royalty Charges	29.87	41.57
In respect of late delivery under contracts	1.96	51.53
Provision for doubtful receivables and advances (net)	43.35	(11.71)
Legal and professional (including SAP implementation/ upgradation expences ₹ - Nil; previous year - ₹ 75.27 million)	27.98	106.42
Net loss on foreign currency transactions and translation	17.65	11.89
Loss on sale/disposal/write off of fixed assets	-	0.42
Miscellaneous expenses	314.80	305.16
Total	1,701.81	1,755.43
		.,

Note 27 - Contingent Liabilities and Commitments

Particulars	As at 31st	As at 31st
	December, 2012	December, 2011
	₹ in Million	₹ in Million
(i) Contingent Liabilities		
(a) Claims against the Company not acknowledged as debts	7.44	5.97
(b) Taxation matters in dispute pending at various stages of appeal	50.61	63.82
(c) Bills Discounted/Cheques purchased with banks	26.79	25.55
(d) Excise matters	70.83	58.20
(e) Guarantees given by the bankers on behalf of the Company	970.70	922.36
(ii) Commitments		
Estimated amount of contracts remaining to be executed on capital account		
and not provided for -		
- Tangible Assets	83.85	73.86

Note 28 - Details on derivatives instruments and unhedged foreign currency exposures

(i) Outstanding forward exchange contracts entered into by the Company as on 31st December, 2012

1) Outstanding forward exchange contracts effected into by the Company as on 31st December, 2012						
Particulars	Amount in foreign		Equivalent amount		Purpose	
	Currency		₹ in Million			
	Current Year	Previous year	Current Year	Previous year		
Forward Cover	USD 8,573,870	USD 9,371,332	462.81	338.52	Covering Trade Receivables	
	Euro 696,876	Euro 1,130,996	49.58	9.53	and future sales	
Forward Cover	USD 180,000	USD 539,324	10.03	8.62		
	Euro 823,155	Euro 113,664	60.70	2.67	and future purchases	

(ii) Details of year-end foreign currency exposures that are not hedged by a derivative instrument or otherwise:

Particulars	Amount in foreign Currency		Equivalent amount ₹ in Million		
	Current Year	Previous year	Current Year	Previous year	
Trade Payables	USD 4,107,814	USD 5,190,324	228.81	280.23	
Trade Tayables	Euro 751,462	Euro 1,035,163	55.41	72.41	
Trade Receivables	USD 772,078	USD 1,480,723	41.68	76.99	
Trade Receivables	Euro 434,872	Euro 436,271	30.93	29.30	
Bank balances	USD 2,268,059	USD 882,141	122.43	45.87	
Dalik Dalances	Euro 97,170	Euro 27,985	6.91	1.88	

Note 29 - Research and Development expenditure debited to the Statement of Profit and Loss aggregating ₹ 2.06 million (previous year - ₹ 1.07 million) has been incurred by the Company and disclosed under appropriate account heads.

Note 30 - The net exchange differences arising during the year recognised appropriately in the Statement of Profit and Loss - net loss- ₹ 17.65 million (previous year - net loss- ₹ 11.89 million)

Note 31 - Particulars of assets taken on finance lease on or after 1st April, 2001:

- (i) Total minimum lease payments as at the balance sheet date is ₹ 0.04 million (previous year ₹ 0.22 million) and the present value of total minimum lease payments as at the balance sheet date is ₹ 0.02 million (previous year ₹ 0.20 million)
- (ii) Total of minimum lease payments at the balance sheet date:

₹ in Million

Particulars	Total minimum lease payments at the balance sheet date		Present Value of minimum lease payments	
	Current Year	Previous Year	Current Year	Previous Year
Not later than one year	0.04	0.17	0.02	0.17
Later than one year and not later than five years	-	0.05	-	0.03
Total	0.04	0.22	0.02	0.20

(iii) The aforesaid leasing arrangements are in respect of vehicles. The lease period ranges from three years to seven years.



Note 32 Disclosures under Accounting Standards

- 32.1 Details of Employee Benefits as required by the Accounting Standard 15 (Revised) Employee benefits are as under:
- 32.1.a Defined contribution Plan
  Amount recognised as an expense in the Statement of Profit and Loss in respect of Defined Contribution
  Plan is ₹ 43.72 million (previous year ₹ 44.23 million)
- 32.1.b Defined benefit plans
  - i. Actuarial gains and losses in respect of defined benefit plans are recognised in the Profit & Loss Account.
  - ii. The Defined Benefit Plans comprise of Gratuity and Superannuation.

    Gratuity is a benefit to an employee based on 15/20/25/30 days (depending on the grade/ category of the employee and the completed years of service) last drawn salary for each completed year of service. Superannuation is a benefit to certain employees at ₹ 1000 / 500 / 250 (depending on the grade / catagory of the employee and the completed years of service) per month for each completed year of service.

Both the plans are funded.

₹ in Million

	Particulars	Grat	uitv	Superan	nuation
		Year 2012	Year 2011	Year 2012	Year 2011
(A)	Changes in the present value of defined obligation representing reconciliation of opening and closing balances thereof are as follows:				
1	Present Value of Defined Benefit Obligation as at 1st January	315.40	260.21	23.17	21.74
2	Current Service cost	24.84	20.53	1.41	1.38
3	Interest cost	26.10	20.30	1.73	1.64
4	Losses (gains) on Curtailment	-	-	_	-
5	Liabilities extinguished on settlements	-	-	-	-
6	Plan amendments	-	-	-	-
7	Actuarial (gains)/losses	14.30	33.52	0.46	1.41
8	Benefits paid	(23.84)	(19.16)	(6.14)	(3.00)
9	Present Value of Defined Benefit Obligation as at 31st December	356.80	315.40	20.63	23.17
(B)	Changes in the fair value of plan assets representing reconciliation of opening and closing balances thereof are as follows:				
1	Fair value of Plan assets as at 1st January	222.94	192.09	22.80	23.29
2	Expected return on plan assets	16.88	15.88	1.62	1.80
3	Actuarial gains and (losses)	(0.05)	2.18	0.02	(0.60)
4	Actual contributions by employers	-	31.95	1.16	1.31
5	Benefits paid	(23.84)	(19.16)	(6.14)	(3.00)
6	Plan assets as at 31st December	215.93	222.94	19.46	22.80
(C)	Analysis of Defined Benefit Obligation:				
1	Defined Benefit Obligation as at 31st December	356.80	315.40	20.63	23.17
2	Fair Value of Plan Assets at the end of year	(215.93)	(222.94)	(19.46)	(22.80)
3	Net (Asset)/Liability recognised in the Balance Sheet as at 31st December	140.87	92.46	1.17	0.37
(D)	Reconciliation of Present Value of Defined Benefit Obligation and fair value of plan assets showing amount recognised in the Balance Sheet:				
1	Present value of Defined Benefit Obligation	356.80	315.40	20.63	23.17
2	Fair value of plan assets	215.93	222.94	19.46	22.80
3	Funded status [Surplus/(Deficit)]	(140.87)	(92.46)	(1.17)	(0.37)
4	Unrecognised Past Service Costs	-	-	-	-
5	Net Asset/(Liability) recognised in Balance Sheet	(140.87)	(92.46)	(1.17)	(0.37)

₹ in Million

	Particulars	Grat	uity	Superan	nuation
		Year 2012	Year 2011	Year 2012	Year 2011
(E)	Components of employer expenses recognised in the statement of profit and loss for the year ended 31st December				
1	Current Service cost	24.84	20.53	1.41	1.38
2	Interest cost	26.10	20.30	1.73	1.64
3	Expected return on plan assets	(16.88)	(15.88)	(1.62)	(1.80)
4	Curtailment cost/(credit)	-	-	-	-
5	Settlement cost/(credit)	-	-	-	-
6	Past Service cost	-	-	-	-
7	Actuarial Losses/(Gains)	14.35	31.34	0.44	2.01
8	Total expense recognised in the Statement of Profit & Loss under Contribution to Provident Fund and other Funds	48.41	56.29	1.96	3.23
(F)	In respect of Funded Benefits with respect to gratuity and superannuation, the fair value of Plan assets represents the amounts invested through "Insurer Managed Funds"				
(G)	Actuarial Assumptions:				
1	Discount Rate (%)	8.30	8.60	8.30	8.60
2	Expected Return on plan assets (%)	8.00	8.00	8.00	8.00
3	Salary Escalation (%)	7.50	7.50	N/A	N/A
4	Medical cost inflation	N/A	N/A	N/A	N/A
5	Withdrawal Rate (%)	7.00	7.00	7.00	7.00

The Discount rate is based on the prevailing market yields of Indian Government securities as at the Balance Sheet date for the estimated terms of the obligations.

Expected Rate of Return of Plan Assets: This is based on the expectation of the average long term rate of return expected on investments of the Fund during the estimated term of obligations

Salary Escalation Rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors

₹ in Million

				Fratuity				Supe	erannua	tion	
(H)	Experience History	Year 2012	Year 2011	Year 2010		Year 2008	Year 2012	Year 2011	Year 2010	Year 2009	Year 2008
1	Defined Benefit Obligation at end of the period	356.80	315.40	260.21	198.52	175.01	20.63	23.17	21.74	18.63	17.32
2	Plan Assets at end of the period	215.93	222.94	192.09	173.47	149.65	19.46	22.80	23.29	19.60	18.78
3	Funded Status	(140.87)	(92.46)	(68.12)	(25.05)	(25.36)	(1.17)	(0.37)	1.55	0.97	1.46
4	Experience Gain/(Loss) adjustments on plan liabilities	(7.96)	(42.57)	(7.56)	(14.09)	5.51	(0.22)	(1.88)	0.33	(2.06)	1.24
5	Experience Gain/(Loss) adjustments on plan assets	(0.05)	2.18	0.17	2.15	(0.05)	0.02	(0.60)	0.97	0.24	(0.47)

		Grat	uity	Superan	nuation
		Year 2012 Year 2011		Year 2012	Year 2011
(I)	Actual Return on Plan Assets				
1	Expected return on plan assets	16.88	15.88	1.62	1.80
2	Acturial (gains) and Losses	14.35	31.34	0.44	2.01
3	Actual Return on Plan Assets	31.23	47.22	2.06	3.81

<sup>(</sup>I) Contributions expected to be paid to the plan during the next financial year ₹ 35.42 in millions (previous year- ₹ 38 in millions).



		Pumps	sd	Valves	res	Others	ers	Elimination	ation	Total Amount	nount
		₹ in Million	₹in Million ₹in Million ₹in Million	₹ in Million	₹ in Million	₹ in Million	₹ in Million ₹ in Million	₹ in Million	₹ in Million ₹ in Million	₹ in Million ₹ in Million	₹ in Million
		2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
a)	Segment Revenue										
	Sales to External Customers	5,727.43	6,061.15	1,469.95	1,410.81	2.80	6.38	•	•	7,200.18	7478.34
	Inter Segment Revenue	•	•	4.77	4.97	380.44	468.66	(385.21)	(473.63)	•	
	Total Segment Revenue	5,727.43	6,061.15	1,474.72	1,415.78	383.24	475.04	(385.21)	(473.63)	7,200.18	7478.34
p)	Segment Results	647.97	431.85	159.19	158.13	(19.47)	(2.48)	•		787.69	587.50
	Unallocated Corporate expenses									(55.61)	(41.33)
	Interest expense									(52.40)	(27.76)
	Interest & Dividend income									105.74	82.88
	Profit before tax									785.42	601.29
	Income taxes (including short/(excess) provision in respect of earlier years)									(254.87)	(207.05)
	Deferred Tax									22.25	5.43
	Profit after tax									552.80	399.67
c)	Segment Assets	3,845.02	4,398.46	1,336.94	1,305.49	705.13	365.03			5,887.09	6,068.98
	Unallocated Corporate Assets									1,650.41	1,393.69
	Total Assets									7,537.50	7,462.67
<del>p</del>	Segment Liabilities	(1,950.21)	(1,896.58)	(456.98)	(471.79)	(52.32)	(71.29)			(2,459.51)	(2,439.66)
	Unallocated Corporate liabilities									(403.92)	(762.22)
	Total Liabilities									(2,863.43)	(3,201.88)
	Net Assets	1,894.81		879.96		652.81					
(e)	Cost Incurred during the period to acquire										
	segment fixed assets	199.31	153.66	57.02	90.99	283.97	25.48				
(j	Depreciation / Amortisation	161.54	153.77	50.84	44.08	23.01	21.10				
g)	Non-cash expenditure other than depreciation /	43.35	1	1	1	1	1				
	amortisation										

(A) Primary segments - Business Segments

Note 33 Segment Information:

Inter-segment transfers have been priced on arm's length basis.

- Pumps segment includes manufacturing / trading of all types of pumps like industrial, submersible, effluent treatment, etc and spares and services in respect thereof. Valves segment consists basically of manufacturing and trading of industrial valves and spares and services in respect thereof.
  - - " Others" represents manufacture of castings.

# (B) Secondary segments - Geographical Segments

	Domestic	stic	Export	ort	Total	al
	₹ in Million					
	2012	2011	2012	2011	2012	2011
Segment revenue by geographical area based on	6,083.64	6,692.72	1,116.54	785.62	7,200.18	7,478.34
geographical location of customers (including sales, services, export incentives,etc.)						

The Company's operating facilities are located in India

Note 34 - Related Party disclosures
(A) Name of the related party and nature of relationship where control exists: 2. Canadian Kay Pump Ltd. Klein Pumpen GmbH Name of the party 1. KSB AG

Nature of relationship Controlling Company Controlling Company Controlling Company

Subsidiary Company	
4. Pofran Sales & Agency Ltd.	Related Party Transactions
	(B)

Nature of transactions	Controlling Companies	Associate	Control	Control Management Personnel	Relatives of Key Management Personnel	Individuals having significant influence over the reporting enterprise	Relatives of individuals having significant influence over the enterprise	Enterprises over which individuals having significant influence over the reporting enterprise exercise significant influence	Total
	₹ in Million	₹ in Million ₹ in Million	in Million	₹ in Million	₹ in Million	₹ in Million	₹ in Million	₹ in Million	₹ in Million
Purchase of goods	53.37	0.59	53.04			1	ı	•	107.00
	(44.41)	(8.66)	(70.91)	(-)	(-)	(-)	(-)	(-)	(123.97)
Sale of goods	445.02	•	456.87	1	1	•	•	6.17	908.06
	(131.98)	(-)	(393.44)	(-)	(-)	(-)	(-)	(6.65)	(535.06)
Income from services	23.84	٠	12.15	•	•	•	•	0.02	36.01
	(20.11)	(-)	(15.35)	(-)	(-)	(-)	(-)	(-)	(35.45)
Order Cancellation Charges received	1	•	•	1	1	•	•		•
	(13.05)	(-)	(-)	(-)	(-)	(-)	(-)	•	(13.05)
Site expenses paid	0.10	•	0.82	1	•	•	•	•	0.92
	(-)	(-)	(2.24)	(-)	(-)	(-)	(-)	(-)	(2.24)
Commission income	29.99	•	5.11	ı	1	•	•	•	35.10
	(32.41)	(-)	(3.19)	(-)	(-)	(-)	(-)	(-)	(35.59)
Commission paid	1	•	103.36	1	•	•	•	•	103.36
	(-)	(-)	(70.07)	(-)	(-)	(-)	(-)	(-)	(70.07)
Dividend received	•	38.96	,	•	•	•	•	•	38.96
	(-)	(38.96)	(-)	(-)	(-)	(-)	(-)	(-)	(38.96)
Liquidated Damages Paid	1	•	1.27	ı	1	•	•	•	1.27
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Charges paid for technical/	52.88	•	5.64	1	1	•	•	•	58.52
Professional services	(89.06)	(-)	(5.81)	(-)	(-)	(-)	(-)	(-)	(96.48)
Royalty paid	29.41	•	0.46	1	•	1	•	•	29.87
	(41.18)	(-)	(0.39)	(-)	(-)	(-)	(-)	(-)	(41.57)
Warranty charges paid	13.33	•	0.81	1	1	•	•	•	14.14
	(-)	(-)	(0.01)	(-)	(-)	(-)	(-)	(-)	(0.01)



Nature of transactions	Controlling Companies	Associate	Common	Key Management Personnel	Relatives of Key Management Personnel	Individuals having significant influence over the reporting enterprise	Relatives of individuals having significant influence over the enterprise	Enterprises over which individuals having significant influence over the reporting enterprise exercise significant influence	Total
	₹ in Million	₹ in Million ₹ in Million	in Million	₹ in Million	₹ in Million	₹ in Million	₹ in Million	₹ in Million	₹ in Million
Rent received		1.61	'						1.61
	(-)	(1.61)	(-)	(-)	(-)	(-)	(-)	(-)	(1.61)
Recovery of expenses	0.32	10.89	4.17	•	•	•	•	0.03	15.41
	(1.16)	(14.77)	(6.53)	(-)	(-)	(-)	(-)	(-)	(22.45)
Reimbursement of expenses	4.49	•	0.16	•	•	•	•	•	4.65
	(0.79)	(-)	(0.43)	(-)	(-)	(-)	(-)	(-)	(1.22)
Technical knowhow	2.83	•	•		•	•	•	•	2.83
	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Remuneration	•	•	•	6.22	•	•	•		6.22
	(-)	(-)	(-)	(3.54)	(-)	(-)	(-)	(-)	(3.54)
Sitting fees paid	•	•	•		•	0.00	•	•	0.09
	(-)	(-)	(-)	(-)	(-)	(60.0)	(-)	(-)	(0.09)
Dividend paid	56.44	•	•		•	0.14	0.48	35.42	92.48
	(70.55)	(-)	(-)	(-)	(-)	(0.17)	(0.43)	(44.28)	(115.44)
Commission to Directors	1	•	•	•	1	0.40	•	•	0.40
	(-)	(-)	(-)	(-)	(-)	(0.35)	(-)	(-)	(0.35)
Amounts outstanding at year end									
- Receivable	50.71	10.86	128.22	•	•	•	•	3.31	193.10
	(53.18)	(3.54)	(138.15)	(-)	(-)	(-)	(-)	(0.63)	(195.50)
- Payable	79.65	0.57	192.35	1	1	•	•	0.44	273.01
	(128.52)	(-)	(180.95)	(-)	(-)	(0.35)	(-)	(0.11)	(309.92)
Provision for doubtful debts	1	•	1.96		1	•	•	•	1.96
	(-)	(-)	(0.01)	(-)	(-)	(-)	(-)	(-)	(0.01)

Notes:1) Previous year's figures are shown within brackets.

	_
Controlling Companies	KSB AG
	Canadian Kay Pump Ltd.
Associate Company	MIL Controls Ltd.
Common Control	KSB S.A.
	KSB Inc., USA
	KSB Pumps (S.A.) (Pty.) Ltd., South Africa
	KSB Australia
	KSB Chile S.A.
	KSB Singapore (Asia Pacific) PTE Ltd. Singapore
	KSB Limited, Hongkong
	KSB Pumps Co. Ltd., Thailand
	P.T. KSB., Indonesia
	KSB Taiwan Co. Ltd.
	KSB Ltd., Tokyo
	KSB Brazil
	KSB Korea
	KSB Mexico
	KSB Nederland
	DP Industries B.V., Nederland
	KSB Pumps Arabia Ltd.
	KSB Ltd., U.K.
	KSB Italia S.p.A., Italy
	KSB Pompa Turkey
	KSB Shanghai Pump Co. Ltd., China
	KSB Valves (Shanghai) Co. Ltd., China
	Mercantile-KSB Oy AB, Finland
	KSB Pakistan
	Delian KSB Amri Valves Co. Ltd., China
	Bombas ITUR S.A., Spain
	KSB TESMA S.A., Griechenland
	KSB Tech. Pvt. Ltd., India
	GIW Industries Inc., USA
	KSB Middle East FZE, Dubai
	KSB Pumpy + Armatury spol. sr. o, Czech

The related parties included in the various categories above, where transactions have taken place are given below:



	KSB Service LLC
	KSB Pompy Armatura Poland
	KSB Compania Sudamericana
	KSB Belgium SA
	KSB China
	KSB Pumps & Valves Malaysia
	KSB Finanz SA
	KSB AMV SA Spain
	KSB Finland
	KSB Mork AB, Sweden
	KSB Lindflaten, Norway.
	KSB Oesterreich, Austria
	KSB Pompes ET Robintteries Sarl, Morocco
	KSB Argentina
	KSB Service GMBH
	KSB Canada
	KSB New Zeland
	Rotary Equipment
	KSB OOO, Russia
	KSB Valvulas Ltd. Brazil
Key management personnel	Mr. W. Spiegel
Individuals having significant influence over the enterprise	Mr. Gaurav Swarup
Relatives of individuals having significant influence over the enterprise	Mrs.Gyan M. Swarup
	Mahendra Swarup & Sons HUF
	Mr. Vikram Swarup
	Mrs. Bindu Swarup
	Mrs. Parul Swarup
Enterprises over which individuals having significant influence over	The Industrial & Prudential Investment Co. Ltd.
the reporting enterprise exercise significant influence	New Holding and Trading Company Ltd.
	Paharpur Cooling Towers Ltd.

Note 35 - Details of provisions and movements in each class of provisions as required by the Accounting Standard on 'Provisions, Contingent liabilities and Contingent assets' (AS-29)

Particulars	20	12	20	11
	Warranty	Other Provisions (for Statutory levies)	Warranty	Other Provisions (for Statutory levies)
	₹ in Million	₹ in Million	₹ in Million	₹ in Million
Carrying amount at the beginning of the year	24.25	67.13	17.69	66.13
Additional provision made during the year	29.80	47.02	31.98	67.13
Amount used during the year	(27.71)	-	(25.35)	-
Unused amount reversed during the year	(0.10)	(67.13)	(0.07)	(66.13)
Carrying amount at the end of the year	26.24	47.02	24.25	67.13

#### Note 36 - Earnings per Share

- (a) The amount used as the numerator in calculating basic and diluted earnings per share is the Profit for the year after tax disclosed in the Statement of Profit and Loss.
- (b) The weighted average number of equity shares used as the denominator in calculating both basic and diluted earnings per share is 34,807,844.

Note 37 - The Consolidated Financial Statements have been prepared in accordance with the Accounting Standard (AS-21) on "Consolidated Financial Statements". The subsidiary considered in the Consolidated Financial Statement is:

Name of Company	Country of Incorporation	% of Voting power held	
		As at 31st December, 2012	As at 31st December, 2011
Pofran Sales & Agency Ltd.	India	100	100

Note 38 - (a) The Investment in Associate is accounted for in accordance with AS - 23, "Accounting for Investment in Associates in Consolidated Financial Statements". The details of associates, ownership interest, etc. is given below:

#### For the year 2012

101 the year 2012					
Name of Associate and Country	Ownership	Original	Amount of	Share of	Carrying
of Incorporation	Interest	cost of	Goodwill in	Accumulated	cost of
	(%)	Investment	Original cost	Profit as at	Investment
				year end	(net of
					dividend)
		₹ in Million	₹ in Million	₹ in Million	₹ in Million
MIL Controls Ltd. India	49	62.65	24.52	364.73	427.38

#### For the year 2011

Name of Associate and Country	Ownership	Original	Amount of	Share of	Carrying
of Incorporation	Interest (%)	cost of	Goodwill in	Accumulated	cost of
		Investment	Original cost	Profit as at	Investment
				year end	(net of
					dividend)
		₹ in Million	₹ in Million	₹ in Million	₹ in Million
MIL Controls Ltd. India	49	62.65	24.52	320.70	383.35

<sup>(</sup>b) The Associate Company follows a different accounting policy in respect of fixed assets and inventories. All the fixed assets are depreciated on straight line method by the associate company. No adjustments have been made for the said differences in accounting policies to arrive at the share of profits of associate company, etc. as the said differences are not expected to have a material impact on the accounts of the Group.

Note 39 - Shares of profit for the year in respect of investment in associate company is net off the companys share of dividend tax of ₹ 21.58 million (previous year - ₹ NIL) in respect of earlier years.

Note 40 - Repairs to machinery include ₹ 40.23 million (previous year - ₹ 24.13 million) spares consumed.



Note 41 - Income Tax

Provision for taxation for the year is an aggregate of the provision made for the year ended 31st March, 2012 as reduced by the provision for 9 months up to 31st December, 2011 and the provision based on the figures for the remaining 9 months up to 31st December, 2012. However the ultimate tax liability for the remaining 9 months up to 31st December, 2012, will be determined based on the results for the year 1st April, 2012 to 31st March, 2013

Note 42 - The Revised Schedule VI has become effective from 1st April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

Signature to Notes 1 to 42

G. Swarup
A.R. Broacha
D.N. Damania
N.N. Kampani
Dr.A. Lee
Pradip Shah
Dr. W. Schmitt
M.G. Bhave
Company Secretary

G. Swarup
Chairman

Chairman

M.G. Shairman

M.G. Bairman

M.G. Bairman

M.G. Bairman

M.G. Bairman

M.G. Bairman

Managing Director

Mumbai, 22nd February, 2013

# Summary of Financial Information of Subsidiary Company under Section 212 read with General Circular No 2/2011 dated 8th February, 2011 For the year ended on 31st December, 2012

	Name of the Subsidiary :	POFRAN SALES & AGENCY LIMITED	
a	Share Capital		₹ in Million 0.50
b	Reserves		50.47
c	Total Assets		51.35
d	Total Liabilities		0.38
e	Details of investment (except in case of investment in the	subsidiary)	NIL
f	Turnover ( Including other income of	f ₹ 2.43mio.)	18.60
g	Profit before taxation		17.80
h	Provision for taxation		6.20
i	Profit after taxation		11.60
j	Proposed Dividend		NIL

# moviboost M

## **Mini Pressure Booster Systems**

## **Features & Applications**

- Suitable for water pressure boosting systems
- Multi-jet shower panels
- Domestic water supply systems
- Irrigation and small industrial water supply

## **Technical data:**

Pump size : 2 models

Capacity : Up to 200 lpm

Head : Up to 51 m Power : Up to 1 kW



# MegaCPK

New generation centrifugal end suction process pumps

## **Features & Applications**

- High efficiency
- High reliability & lower operating costs
- Low investment costs
- Large range of applications in chemical, petrochemical, sugar, process industry, hot water, brine etc.

#### **Technical data:**

Pump size : 25 to 250 mm

Capacity : Up to  $1160 \text{ m}^3/\text{hr}$ .

Head : Up to 162 mPressure : Up to 25 bar

Temperature : -30  $^{\circ}\text{C}$  to +300  $^{\circ}\text{C}$ 



## **CENTRIJET**

## Self priming monobloc jet pumps

## **Features & Applications**

- Most suitable over conventional centrifugal and mini- monobloc pumps.
- Self priming upto 8.0 meters
- Optimally designed for better efficiency in wide range of operation.
- Non overloading characteristics through out the range.
- Extruded Aluminum motor body.

#### **Technical data:**

Pump size : 25 mm

Capacity : Up to 60 lpm Head : Up to 32 m

Power : Up to 0.37 kW







#### **Coimbatore works**

 $Top: New\ Cardex\ system\ is\ being\ used\ for\ better\ \&\ efficient$  material handling of components.

Right: Outside view of the new building where Cardex system has been installed.

## **Sinnar Works**

A unique initiative towards energy conservation - 'Wind mill project' successfully completed at Sinnar division in year 2012.



Precision machining of Seal Housing of RSR 400/2 pump

A single forging weighing about 4 tons in Martensitic Stainless Steel. Being an important component of the pump, precision machining is done using modern manufacturing techniques.

## Making ready for dynamic balancing

A huge rotor of RSR 400/2 pump. Weighing about 1.6 tons.



