

MAHARASHTRA
CORPORATION
LIMITED

30TH

ANNUAL REPORT

2011 – 2012

MAHARASHTRA CORPORATION LIMITED
ANNUAL REPORT 2011 – 2012

CORPORATE INFORMATION

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BOARD OF DIRECTORS
Tilok Chand Kothari Chairman & Director
Rajendra H. Mehta Director
Ravi Grover Director
Jayanti Sharma Director

BANKERS
HDFC Bank Limited
The Pratap Co-op Bank Limited

AUDITORS
M/S LAKHPAT M TRIVEDI & CO. Chartered Accountants

REGISTERED OFFICE
907/908, Dev Plaza, S. V. Road, Andheri – West, Mumbai – 400 058 Tel – 022-6742 4815

REGISTRAR & TRANSFER AGENT
M/s Adroit Corporate Services Pvt Ltd. 19/20, Jafferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri – East, Mumbai – 400 059. Tel – 2859 6060 Fax – 2850 3748.

WEB SITE: www.mahacorp.in	ISIN NO. – INE272E01019	email – moverseas@yahoo.com

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NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the Members of M/s MAHARASHTRA CORPORATION LIMITED will be held at the Registered Office of the Company at 1008/1009, Gold Crest Business Centre, L T Road, Borivali – West, Mumbai – 400092, Maharashtra, India on Saturday, the 15th December, 2012 at 11.30 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 30th June, 2012 and Profit & Loss Account of the Company for the year ended on that date together with the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Tilokchand Kothari, who retires by rotation and being eligible, offers himself for re-appointments.
3. To appoint M/s. Lakhpat M Trivedi & Co., Chartered Accountants, Mumbai, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as shall be fixed by the Board of Directors.

SPECIAL BUSINESS:

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

“RESOLVED THAT MR Ravi Grover, who was appointed as an Additional Director of the Company by the Board of Director, who holds office under Section 260 of the Companies Act, 1956, until the date of the Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 257 of the Companies Act, 1956, from a member proposing his candidature for the office of a Director, who has given his consent to act as director and declaration in form DD-A, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

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

“RESOLVED THAT Smt. Jayanti Sharma, who was appointed as an Additional Director of the Company by the Board of Director, who holds office under Section 260 of the Companies Act, 1956, until the date of the Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 257 of the Companies Act, 1956, from a member proposing his candidature for the office of a Director, who has given his consent to act as director and declaration in form DD-A, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

By Order of the Board of Directors
For Maharashtra Corporation Limited
Sd/-
Tilokchand Kothari
Director

Place : Mumbai
Date : 15.11.2012

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NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The share Transfer Books and Members Register of the Companies will remain closed from 12th December, 2012 to 15th December, 2012 (both days inclusive) in terms of the provision of Section 154 of the Companies Act, 1956.
3. A) Members are requested to notify immediately any change of address;
 - o To their Depository Participants (Dps) in respect of their electronic share accounts and
 - o To the Company to its Share Transfer Agents in respect of their physical share folios, if any.B) In case the mailing address on this Annual Report is without the PINCODE, members are requested to kindly inform their PINCODE immediately.
- 4) Non-resident Indian Shareholders are requested to inform Share Transfer Agents immediately:
 - A) The change in the residential status on return to India for permanent settlement.
 - B) The particulars of NRE Account with a Bank in India, if not furnished earlier.
- 5) Members who are holding shares in identical order of names in more than one folio are requested to send to the Company the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes thereon.
- 6) Members desires of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions writing to the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.
- 7) The Company has connectivity from the CDSL & NSDL and equity shares of the Company may also be held in the Electronic form with any Depository Participant (DP) with whom the members / investors having their depository account. The ISIN No. for the Equity Shares of the Company is INE272E01019. In case of any query / difficulty in any matter relating thereto may be addressed to the Share Transfer Agents, M/s Adroit Corporate Services Pvt. Ltd., 19/20, Jafferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400 059.
- 9) As per the provisions of the Companies Act, 1956, facility for making nominations is now available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down load from the website of the Department of Company Affairs.
- 10) Your Company has implemented the Green Initiative as per the Ministry of Corporate Affairs ("MCA") Circular Nos. 17/2011 and 18/2011 dated April 21,2011 and April 29,2011, respectively, which allows the Company to serve all notices/ documents and annual reports to its shareholders through an electronic mode. Henceforth, the email addresses registered by the shareholders : (a) in respect of shareholding in demat mode - with the

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respective Depository Participant which will be periodically downloaded from NSDL / CDSL, and (b) in respect of physical holding - through a written request letter to the Registrar and Transfer Agent of the Company M/s. Adroit Corporate Services Private Limited; will be deemed to be the registered email address for serving all notices / documents including those covered under Section 219 read with Section 53 of the Companies Act. Members are therefore requested to keep their email addresses updated in case of electronic holding with their respective Depository Participant and in case of physical holding with the Registrar and Transfer Agent of the Company. The Annual Report of your Company for the Financial Year 2011-12 is displayed on the website of the Company i.e. www.mahacorp.in. As a member of the Company you will be entitled to be furnished, free of cost, an Annual Report of the Company upon receipt of a written request from you at anytime.

INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT

As required under the Listing Agreement, the particulars of Directors who are proposed to be appointed/re-appointed are given below:

Name	Age	Educational Qualification	Experience	No. of shares held
Mr Tilokchand Kothari	47	Graduate	More then 25 years experience in the field of marketing and finance	163306
Mr Ravi Grover	39	Company Secretaries	Good experience in handling secretarial work.	NIL
Smt. Jayanti Sharma	28	Company Secretaries	Experience in Finance.	NIL

By Order of the Board of Directors
For Maharashtra Corporation Limited
Sd/-
Tilokchand Kothari
Director

Place : Mumbai
Date : 15.11.2012

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DIRECTORS' REPORT

TO,
THE MEMBERS,
MAHARASHTRA CORPORATION LIMITED

Your Directors have pleasure in presenting the 30th Annual Report and the Audited Accounts for the year ended on 30th June, 2012.

BUSINESS PERFORMANCE:

	Current Year	Rs. In Lacs Current Year
	Ended	Ended
	30-06-2012	30-06-2011
	(Rs. In Lacs)	(Rs. In Lacs)
Profit before Tax	3.29	1.64
Less : Provision For Tax	0.70	0.40
Less : Deffered Tax	0.05	0.04
Less : Short/ Excess earlier year	0	0
Profit after Tax	2.54	1.20
Profit / (Loss) brought from Previous Year	110.92	109.72
Balance carried to the Balance Sheet	113.46	110.92

PERFORMANCE :

The resources of the Company were optimally utilized to maximize the return with minimize risk. The Proactive and Pragmatic approach of the Company has reflected in the results in spite of the difficult and turbulent Economic conditions prevailing in the Country.

DIVIDEND :

Your Directors do not recommend any dividend for the year ended 30th June, 2012 in view to conserve the resources.

DIRECTORS :

Mr. Tilokchand Kothari, Director of the Company retires by rotation and being eligible offers himself for re-appointment.

The Board at its meeting on 10.07.2012 appointed Mr. Ravi Grover and Smt. Jayanti Sharma as Additional Directors of the Company, will hold the office upto the date of forthcoming Annual General Meeting and is eligible for appointment as Director in the Annual General Meeting.

During the year Mr. Jethmal Rathi and Mr. Ramesh Kumar Bhattar were resigned from the post of Director of the company.

A brief resume of the Director retiring by rotation at the ensuing Annual General Meeting and of the Additional Directors whose candidature has been proposed by the member, nature of their expertise in specific functional areas and name of Companies in which they hold directorship and/or membership/ chairmanship of Committees of the Board, as stipulated under Clause 49 of the listing agreement with the Stock Exchanges, is given in the section on Corporate Governance elsewhere in the Annual Report.

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FIXED DEPOSITS :

The Company did not invite/accept/renew any fixed deposits during the year under review.

DEMATERIALISATION OF SHARES :

Your Company has connectivity with the NSDL & CDSL for dematerialization of its Equity Shares. The ISIN No. INE272E01019 has been allotted for the Company. Therefore, the members and / or investors may keep their shareholdings in the electronic mode with their Depository Participant.

PARTICULARS OF EMPLOYEES :

There is no employee covered pursuant to provisions of section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended vide Notification no. GSR 839 (c) dated 25/10/2000.

ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE :

Details of Energy, conservation research and development activities undertaken by the Company along with the information in accordance with provisions of Section 217(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in respect of Board of Directors), Rules, 1998 is given in the Annexure.

AUDITORS REPORT :

The observations of the Auditors in their report, read with noted annexed to accounts, are self explanatory and therefore do not call for the any further comment and explanation under section 217(3) of the Companies Act, 1956.

AUDITORS :

M/s Lakhpat M Trivedi & Co., the Auditors retire at the ensuing Annual General Meeting but being eligible offer themselves for reappointed. The Company has received the letter from Auditors to the effect that their appointment if made it would be within the prescribed limits under section 224 (1B) of the Companies Act, 1956. Your Directors recommend reappointment of M/s Lakhpat M Trivedi & Co. as the Auditors of the Company.

DIRECTORS RESPONSIBILITY STATEMENT

As required under section 217(2AA) of the Companies Act, 1956 relating to the Directors Responsibility Statement, it is hereby confirmed that:

In the preparation of the Annual Account for the financial year ended 30th June, 2012 the applicable accounting standard have been followed along with proper explanations relating to material departures.

The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are responsible and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the Profit or Loss of the Company for the year ended on that date.

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.

The Directors have prepared the Annual Accounts on a going concern basis.

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STATEMENT PURSUANT TO LISTING AGREEMENTS

The company's shares are listed with The Bombay Stock Exchange Limited. Your Company has paid the respective Annual Listing fees up to date and there are no arrears.

ACKNOWLEDGEMENT

The Directors wish to place on records their appreciation of the contributions made by the employees at the all levels, whose continued commitment and dedication helped the Company to achieve better results. The Directors also wish to thank customers, bankers, etc. for their continued support. Finally your Directors would like to express their sincere & whole-hearted gratitude to all of you for your faith in us in your Co-operation & never failing support.

For and on behalf of Board of Directors

Sd/-

Tilokchand Kothari

Director

Place : Mumbai

Date : 30.08.2012

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AUDITORS' REPORT

**TO,
THE MEMBERS,
MAHARASHTRA CORPORATION LIMITED.**

We have audited the attached Balance Sheet of M/S **MAHARASHTRA CORPORATION LIMITED** as at 30th June, 2012, Profit & Loss A/c for the year ended on that date. 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.

We conducted our audit in accordance with the Auditing Standards generally accepted in India. These standards require that, we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from any material misstatement. An audit also 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 presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure statement on the matters specified therein. We further report that:

4. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
5. In our opinion, the company has maintained proper record as required by law so far as it appears from our examination of the books of accounts.
6. The Balance Sheet, the Profit & Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts of the Company;
7. In our opinion the Balance Sheet and the Profit & Loss Account and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section [3C] of Section 211 of the Companies Act, 1956.
8. On the basis of written representation received from Director and taken on record by the Board of Directors, we report that none of the Directors are disqualified from being appointed as a Director in terms of Clause (g) of sub section (1) of section 274 of the Companies Act, 1956.

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9. In our opinion and according to the information and explanations given to us, the said accounts read together with the notes thereon, gives the information required by the Companies Act, 1956 and in the manner as required and give a true and fair view:

- a. In the case of the Balance Sheet of the state of affairs of the Company as on 30th June, 2012.
- b. In the case of Profit & Loss Account of the Profit of the Company for the year ended on that date; and
- c. In the case of Cash Flow statement, of the cash flow for the year ended on that date.

Place: Mumbai
Date: 30.08.2012

For Lakhpat M Trivedi & Co.
Chartered Accountants
Sd/-
Lakhpat M Trivedi
Proprietor
M. No. 109047

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ANNEXURE TO THE AUDITORS' REPORT

(Statement referred to in our Report of even date on the Accounts of M/S Maharashtra Corporation Limited for the year ended on 30th June, 2012.)

- 1) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed Assets.

As explained to us, the fixed assets of the Company are physically verified by the management at reasonable intervals, during the year in accordance with the regular program which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

The Company has not disposed off any substantial part of its Fixed Assets during the year, so as to affect its going concern.

- 2) As explained to us, inventories have been physically verified during the year by the Management. The intervals at which the inventories have been verified are, in our opinion reasonable in relation to the size of the Company and the nature of its business.

The procedures explained to us, which are followed by the Management for physical verification of inventories, are, in our opinion reasonable and adequate in relation to the size of the Company and the nature of its business

On the basis of our examination, we are of opinion that, the company is maintaining proper records of its inventory. Discrepancies which were noticed on physical verification of inventory as compared to book records have been properly dealt with in the books of account.

- 3) According to the information and explanations given to us, the Company has not granted any loan, Secured or Unsecured to Companies, Firms or other parties listed in the register maintained under section 301 and/or from the Companies under the same Management as defined under section 370 (1B) of the Companies Act, 1956.

According to the information and explanations given to us, the Company has not taken any loan, Secured or Unsecured to Companies, Firms or other parties listed in the register maintained under section 301 and/or from the Companies under the same Management as defined under section 370 (1B) of the Companies Act, 1956.

- 4) In our opinion and according to the information and explanation given to us there are adequate Internal Control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to purchase of inventory, fixed assets and with regard to sale of goods and services. During the course of our audit, no major weakness in internal control has come to our notice

- 5) On the basis of the audit procedures performed by us, and according to the information, explanations and representations given to us, we are of the opinion that, the transactions in which directors were interested, and which were required to be entered in the register maintained under Section 301 of the Companies Act, 1956, have been so entered.

In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 exceeding the value of Rupees five lacs in respect of any party during the year have been made at prices which are reasonable having regard to market prices prevailing at that time.

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- 8) In our opinion and according to the information and explanations given to us the Company has not accepted any deposit from the public during the year as stated in the provisions of Section 58 A of the Companies Act, 1956.
- 9) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- 10) The provisions of Section 209 (1) (d) of the Companies Act, 1956 are not applicable to the Company.
- 11) According to the records of the Company, there were no undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Cess and other Statutory dues applicable to it as at 30th June, 2012 for a period of more than six months from the date they became payable.
- 12) The Company, neither has accumulated losses at the end of the year ended nor has incurred cash losses, both, in the financial year under report and in the immediately preceding financial year.
- 13) On the basis of the record examine by us and the information and explanation given to us, the company has taken loans from the scheduled bank against proper hypothecation of the property.
- 14) As explained to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares or other securities.
- 15) In our opinion and according to the information and explanations given to us, the nature of activities of the Company does not attract any special statute applicable to chit fund and nidhi/mutual benefit fund, Societies.
- 16) In our opinion, and according to the information and explanations given to us, The Company has maintained proper record of the transaction and contracts of the trading and shares, securities, debentures and other investments. All the entries with respect to investments were timely entered in the books of accounts. All investments at the close of the year are generally held in the name of the Company except in a few cases where the titles to the investments are in dispute or are in the process of transfer.
- 15) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loan taken by others from bank or financial institutions.
- 16) According to the information and explanations given to us, the term loans taken by the Company have been applied for the purpose for which they are raised.
- 17) The Company has not made any preferential allotment of shares to the parties or Companies covered in the register maintained under section 301 of the Companies Act, 1956 during the financial year.
- 18) The Company has not issued any debentures during the year.

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19) Based upon the audit procedures performed by us for expressing our opinion on these financial statements and information and explanations given by the Management, we report that no fraud on or by the Company has been noticed or reported during the year.

Place: Mumbai
Date: 30.08.2012

For Lakhpat M Trivedi & Co.
Chartered Accountants
Sd/-
Lakhpat M Trivedi
Proprietor
M. No. 109047

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CERTIFICATES

TO,
THE MEMBERS,
MAHARASHTRA CORPORATION LIMITED

We have reviewed the records concerning the Company's compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into, by the Company, with the Stock Exchange of India, for the financial year ended 30th June, 2012.

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

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for the review and the information and explanation given to us by the Company.

Based on such a review, in our opinion the Company has complied with the condition of Corporate Governance, as stipulated in Clause 49 of the Listing Agreements.

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

Place: Mumbai
Date: 30.08.2012

For Lakhpat M Trivedi & Co.
Chartered Accountants
Sd/-
Lakhpat M Trivedi
Proprietor
M. No. 109047

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CORPORATE GOVERNANCE REPORT

The detailed report on Corporate Governance as per the format prescribed by SEBI and incorporated in Clause 49 of the Listing Agreement is set out below:

MANDATORY REQUIRMENTS

A. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's Philosophy on Corporate Governance envisages the attainment of the high level of transparency and accountability in the functioning of the Company and assist the top management of the Company in the efficient conduct of its business internally and externally, including its inter-action with employees, shareholders, creditors, consumers and institutional and other lenders and place due emphasis on regulatory compliance.

The Company believes that its system and actions must be followed for enhancing corporate performance and maximizing shareholder value in the long term.

In compliances with the regulatory requirements and effective implementation of Corporate Governance practices, the Company has adopted the following codes of governance in accordance with the applicable regulations of Security & Exchange Board of India:

- Code of Conduct for prevention of Insider Trading; or regulation in dealings of the Directors and Employees of the Company possessing or likely to possess price-sensitive information, in the securities of the Company;
- Code of Conduct for the Board of Directors and Senior Management.

B. BOARD OF DIRECTORS

COMPOSITION AND CATEGORY

1. Executive Directors.
2. Independent, Non-Executive Directors.

The Company believes that an active, well informed and independent Board of Directors is vital to achieve the apex standards of Corporate Governance. The Board of Directors of the Company comprises of an optimal combination of executive, non-executive and independent directors so to preserve and maintain the independence of the Board and Composition as on 30th June 2012 was as follows:

Particulars	Composition of the Board	
	No. of Directors	% to the Board
Promoter & Director - Executive	1	25%
Executive Director	NIL	-
Independent, Non-Executive Director	3	75%
Total	4	100%

The composition of the Board of Directors is in accordance with the requirements of the revised Clause 49 of the Listing Agreement, the Companies Act, 1956 and the Articles of Association of the Company

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Independent Directors are Directors, who apart from receiving Directors' remuneration do not have any other material pecuniary relationship or transactions with the Company.

The Present composition of the Board of Directors and also the number of other Board of Directors or Board Committees of which he is a member/Chairman are as under.

Sr. No.	Name of Director	Category of Directorship	No. of other Directorships* (i)
001	Mr. Tilokchand Kothari	Executive Chairman	5
002	Mr. Rajendra H Mehta	Independent Director	Nil
003	Mr. Ravi Grover	Independent Director	Nil
004	Ms. Jayanti Sharma	Independent Director	Nil

**Excludes Directorship in Indian Private Limited Companies, membership of Managing Committees of various bodies.*

ATTENDANCE OF EACH DIRECTOR AT THE BOARD MEETINGS AND THE LAST ANNUAL GENERAL MEETING

During the financial year ended 30th June, 2012 Six Board Meeting were held on 25/07/2011, 30/08/2011, 16/09/2011, 31/10/2011, 26/12/2011, 31/01/2012, 09/02/2012, 23/04/2012, 12/05/2012, 09/06/2012 and 29/06/2012. The attendance of each Director at Board Meetings and the last Annual General Meeting (AGM) is as under.

Sr.No	Name of Directors	No of Meetings Attended	Attendance at last AGM held on 14.12.2011
001	Mr. Tilokchand Kothari	5	Present
002	Mr. Ramesh Kumar Bhattar (Resigned w.e.f. 10.07.2012)	5	Present
003	Mr. Jethmal Rathi(Resigned w.e.f. 10.07.2012)	5	Present
004	Mr. Rajendra H Mehta	5	Present
005	Mr. Ravi Grover (appointed w.e.f. 10.07.2012)	N.A	Not Present
006	Mr. Jayanti Sharma (appointed w.e.f. 10.07.2012)	N.A	Not Present

Details of the Directors retiring by rotation and seeking Re-appointment at the Annual General Meeting. (Pursuant to clause 49 of the listing agreement)

Name	Mr. Tilokchnad Kothari	Mr. Ravi Grover	Ms. Jayanti Sharma
Date of Birth	14.02.1965	21.10.1974	23.06.1984
List of Directorship in other Companies	Five	None	None
List of Membership in other Companies*	Five	None	None
No of Shares held	163306l	Nil	`Nil

**Excludes Directorship in Indian Private Limited Companies, membership of Managing Committees of various bodies*

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C. AUDIT COMMITTEE

BROAD TERMS OF REFERENCE

The terms of reference of this Committee cover the matters specified for Audit Committee under Clause 49 of the Listing Agreement as well as in Section 292A of the Companies Act, 1956.

The terms of reference of the Audit Committee include the following:

- Reviewing the Company's financial reporting process and the disclosure of its financial information.
- Recommending the appointment and removal of statutory auditors, fixation of audit fees and also to approve payment for other services.
- Reviewing the quarterly and annual financial statements with primary focus on accounting policies and practices, compliance with accounting standards and legal requirements concerning financial statements.
- Reviewing the adequacy of internal control systems and internal audit function, ensuring compliance of internal control systems and reviewing the Company's financial and risk management policies.
- Reviewing the reports furnished by the statutory auditors and ensure suitable follow-ups thereon.

The role of the Audit Committee is to supervise the Company's reporting process and disclosure of its financial information, to recommend the appointment of Statutory Auditors and fixation of their remuneration, to review and discuss with the Auditors about adequacy of internal control systems, the scope of Audit including the observations of the Auditors, major accounting policies, practices and entries, compliances with accounting standards and listing agreement with the stock exchanges, reviewing with the management the annual financial statements before submission of the same to the Board for approval with reference to matters to be included in the Directors Responsibility Statement, adjustments to be made in the financial statements arising out of Audit findings, qualifications in the Draft Audit Report, Disclosure of any related party transaction and other legal requirements concerning financial statements, if any, to review the Company's financial and risk management policies and discuss with the internal auditors and significant findings for follow-up thereon, to review the quarterly, half yearly and annual financial statements before they are submitted to the Board of Directors.

As per the recent circular issued by the ministry of corporate affairs and better operations, the audit committee is also assigned the task of recommending the appointment of cost auditors, to ensure their independence, scope of work, review their performance etc.

COMPOSITION

The Audit Committee of the Company comprises Three Directors. All these Directors possess knowledge of corporate finance, accounts and Company law. The Chairman of the Committee is a Non-Executive, Director nominated by the Board. The statutory Auditors and the Executives in the Finance Department are invitees to the Meetings.

The Board of Directors at the subsequent Board Meeting notes the minutes of the Audit Committee Meetings.

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The present constitution of the Audit Committee is as follows:

1. Mr. Rajendra H. Mehta : Chairman.
2. Mr. Ravi Grover (appointed w.e.f. 10.07.2012) : Member.
3. Ms. Jayanti Sharma (appointed w.e.f.10.07.2012) : Member.

MEETINGS AND ATTENDANCE

During the financial year ended 30th June, 2012, Five Audit Committee Meetings were held on 29/07/2011, 30/08/2011, 31/10/2011, 30/01/2012 and 12/05/2012.

The attendance at the Audit Committee Meetings is as under:

Sr. No.	Name of the Directors	No. of Meeting attended
001	Mr. Rajendra H. Mehta	5
002	Mr. Ramesh Kumar Bhattar (Resigned w.e.f. 10.07.2012)	5
003	Mr. Jethmal Rathi (Resigned w.e.f. 10.07.2012)	5
004	Mr. Ravi Grover (appointed w.e.f. 10.07.2012)	N.A.
005	Ms. Jayanti Sharma (appointed w.e.f.10.07.2012)	N.A.

INTERNAL AUDITORS

The Company has in-built system of internal checks and to review the internal control systems of the Company and to report thereon. The report of such reviews is being submitted to the Audit Committee.

D. REMUNERATION COMMITTEE

The Remuneration Committee of the Company comprises Three Directors.

The Present constitution of the Remuneration Committee is as follows:

1. Ms. Jayanti Sharma (appointed w.e.f.10.07.2012) : Chairman.
2. Mr. Rajendra H Mehta : Member.
3. Mr. Ravi Grover (appointed w.e.f. 10.07.2012) : Member.

The remuneration committee mainly looks after fixation of salary, perquisites and commissions etc. to the directors of the company.

REMUNERATION POLICY

The Remuneration Policy of the Company is based upon well defined performance and responsibility criterions. The Company endeavours to attract, retain, develop and motivate its high skilled and dedicated personnel through its Remuneration Policy.

The Non-Executive Directors did not draw any remuneration (other than sitting fees) from the Company during the Financial Year under review.

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- Appointment, terms, conditions and payment of Remuneration to the Managing Director/ Wholetime Director/ Executive Director is governed by the resolutions passed by the Remuneration/ Compensation Committee, Board of Directors and Members of the Company, where necessary. The remuneration structure comprises salary, incentive allowances, perquisites and allowance, contribution to PF and superannuation, as per Company's policy and as applicable from time to time.
- The Company does not have any Employee Stock Option Scheme.

SITTING FEES PAID TO NON-EXECUTIVE INDEPENDENT DIRECTORS FOR THE FINANCIAL YEAR 2011-2012:

The remuneration of Non-Executive Independent Directors consists of sitting Fees not exceeding the limits prescribed under Section 309 of the Companies Act 1956, which is decided by the Board within limits approved by the shareholders. The Non-Executive Independent Directors would be paid sitting fees of Rs. 2500/- per Board Meeting or any other Committee Meetings of the Company attended subject to necessary approvals of the Board/ Regulators/ Shareholders.

E. SHAREHOLDERS' COMMITTEE

The company has constituted a "Share Transfer-cum-investors Grievance Committee" comprised of following Directors:

- | | |
|--|-------------|
| 1. Mr. Tilikchand Kothari | : Chairman. |
| 2. Mr. Rajendra H. Mehta | : Member. |
| 3. Ms. Jayanti Sharma (appointed w.e.f.10.07.2012) | : Member. |

The Board has delegated to the committee powers to inter alia approve the transfer/transmission of share, issue of duplicate share certificate and review of all matters connected with Investors complaints/ Grievances if any and redressal of the same. The committee also approves requests for issue of new share certificates on spilt / consolidation / renewal / rematerialisation etc.

The committee also sees the overall performance of the Registrar and Share Transfer agent, and recommend to the Board of director for improvement in the investor service.

The Company Secretary is the Compliance officer. She also acts as the Secretary to the Committee and is responsible for convening and holding of the meetings of the Committee. It meets once in a fortnight to ensure proper services to the shareholders of the company.

The Minutes of the committee meeting are placed at the Board Meeting from time to time.

COMPLIANCE OFFICER

Mr. Ravi Grover is the compliance officer in terms of the listing agreement executed by the Company with the Stock Exchange.

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DETAILS OF SHAREHOLDERS COMPLIANCE RECEIVED, NOT SOLVED AND PENDING SHARE TRANSFERS.

Number of shareholders complaints received so far and number of complaints solved to the satisfaction of shareholders.

Sr. No.	Nature of Complaints	Received	Replied	Balance	No. of Days Taken
1.	Received from Share Holders	NIL	NIL	NIL	N.A.
	Revalidation of Dividend	NIL	NIL	NIL	N.A.
	Non receipt of Warrants	NIL	NIL	NIL	N.A.
	Non receipt of Dividend	NIL	NIL	NIL	N.A.
	Non receipt of Share Certificates	NIL	NIL	NIL	N.A.
2.	Received from SEBI/Stock Exchange	NIL	NIL	NIL	N.A.
	Revalidation of Dividend	NIL	NIL	NIL	N.A.
	Non receipt of Warrants	NIL	NIL	NIL	N.A.
	Non receipt of Dividend	NIL	NIL	NIL	N.A.
	Non receipt of Share Certificates	NIL	NIL	NIL	N.A.

There is one outstanding complaint, for non receipt of Dividend.

GENERAL BODY MEETINGS :

Location and time, where last three Annual General Meetings were held is given below :

Financial Year	Date	Location of Meeting	Time
2008-2009	14/12/2009	18, Medon House, 4th Flr, Dr.M.B.Welkar Street, Chira Bazar, Mumbai - 400 002.	1:00 p.m.
2009-2010	14/12/2010	18, Medon House, 4th Flr, Dr.M.B.Welkar Street, Chira Bazar, Mumbai - 400 002.	10:00 a.m.
2010-2011	14/12/2011	907/908, Dev Plaza, S V Road, Andheri - West, Mumbai - 400 058.	11:30 a.m.

G. CEO & CFO CERTIFICATION

The Managing Director (CEO) and the Chief Financial Officer (CFO) have certified to the Board of Directors of the Company that:

- a) They have reviewed financial statements and the Cash Flow Statement for the year and that to the best of their knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) There are, to the best of their knowledge and belief, no transactions entered into by the Company during the year

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which are fraudulent, illegal or violate the Company's Code of Conduct.

- c) They accept responsibility for establishing and maintaining internal controls for Financial Reporting and that they have evaluated the effectiveness of the internal control systems of the company pertaining to Financial Reporting and they have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d) They have indicated the Auditors and the Audit Committee:
 - (i) significant changes in internal control over Financial Reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's Internal Control System over Financial Reporting.

H. DISCLOSURES

- A. The Company has not entered into any transaction of material nature with the Promoters, Directors or Management, their subsidiaries or relative that may have potential conflict with the interest of the Company at large. The register of Contracts containing the transactions in which Directors are interested is placed before the Board regularly for its approval.
- B. During the last three years, there were no strictures or penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital market.

I. MEANS OF COMMUNICATION :

- 1. The quarterly and half yearly results are forthwith communicated to all the Stock Exchanges with whom the Company has listing agreement as soon as they are approved and taken on record by the Board of Directors of the Company. Further the results are published in the newspapers English and Marathi.
- 2. Management discussion and analysis forms part of the Annual Report, which is posted to the shareholders of the Company.

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J. GENERAL SHAREHOLDERS INFORMATION:

<ul style="list-style-type: none"> Annual General Meeting 	<ul style="list-style-type: none"> Date Time Venue 	<ul style="list-style-type: none"> 15th DECEMBER, 2012 11:30 A.M. 1008/1009, Gold Crest Centre, L T Road, Borivali - West, Mumbai - 400 092.
<ul style="list-style-type: none"> Financial Calendar 	<ul style="list-style-type: none"> Financial reporting for the quarter ending September, 2012 Financial reporting for the quarter ending December, 2012 Financial reporting for the quarter ending March, 2013 Financial reporting for the quarter ending June, 2013 	<ul style="list-style-type: none"> JULY 2012 to JUNE 2013 OCTOBER END 2012 JANUARY END 2013 APRIL END 2013 JULY END 2013
<ul style="list-style-type: none"> Date of Book Closure 		<ul style="list-style-type: none"> 12th December, 2012 to 15th December, 2012 (BOTH DAYS INCLUSIVE)
<ul style="list-style-type: none"> Registered office 		<ul style="list-style-type: none"> 907/908, Dev Plaza, S V Road, Andheri - West, Mumbai - 400 058.
<ul style="list-style-type: none"> Dividend Payment Date Listing on Stock Exchange Stock Code (The Stock Exchange, Mumbai) ISIN No. 		<ul style="list-style-type: none"> NOT APPLICABLE THE STOCK EXCHANGE, MUMBAI 505523 INE272E01019

Market Price Data :High Low during each month in last financial year.

Date	Open (Rs.)	High (Rs.)	Low (Rs.)	Close (Rs.)	No. of Shares	No. of Trades
July 2011	14.20	15.00	10.93	10.94	3,562	30
August 2011	11.48	11.48	8.50	8.85	1,968	24
September 2011	9.29	11.99	8.41	8.41	2,628	29
October 2011	8.05	10.06	8.00	9.89	51,969	50
November 2011	10.38	11.50	9.50	9.67	48,366	42
December 2011	10.10	10.44	8.37	8.50	4,255	22
January 2012	8.50	10.50	8.50	9.03	3,796	28
February 2012	9.48	9.75	9.48	9.50	1,089	7
March 2012	9.45	11.56	9.45	10.46	12,579	55
April 2012	9.98	9.98	8.98	9.00	2,691	12
May 2012	9.00	9.50	7.90	8.25	19,609	21
June 2012	7.84	11.45	7.84	11.45	38,824	40

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Registrar and Share Transfer Agent

M/s Adroit Corporate Services Pvt Ltd

19/20, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka,
Andheri (West), Mumbai - 400 059.

Tel Nos - (022) 4227 0400 Fax -
(022) 2850 3748

Email - investorgrievance@adroitcorporate.com

Website: www.adroitcorporate.com

Share Transfer System : Share certificates received for transfer in physical form and requests for Demat are generally registered / confirmed within 15 days of receipt of the same, provided documents are clear in all respects. The Company also provides simultaneous transfer cum Demat facility to its equity shareholders.

Distribution of holding and share holding pattern as on 30th June, 2012.

No. of Equity Shares held	No. of Holders	% of Holders	No. of Shares	% of Shares
Upto - 100	299	20.11	19514	0.14
101 - 500	606	40.75	163434	1.21
501 - 1000	182	12.24	144039	1.06
1001 - 2000	86	5.78	133257	0.98
2001 - 3000	79	5.31	208707	1.54
3001 - 4000	47	3.16	170320	1.26
4001 - 5000	33	2.22	154245	1.14
5001 - 10000	81	5.45	522019	3.86
10001 - 20000	32	2.15	480375	3.55
20001 - 50000	23	1.55	736496	5.44
50001 & Above	19	1.28	10800927	79.81
Total	1487	100.00	13533333	100.00

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Categories of Shareholding as on June 30, 2012.

Category	No. of Shares held	Percentage of Shareholding
A Promoter's Holding		
1) Promoters		
Indian promoters:	18,35,706	13.56
Foreign Promoters:	NIL	NIL
2) Persons acting in concert		
Sub-Total	18,35,706	13.56
B Non-Promoters Holding		
3) Institutional Investors	NIL	NIL
a. Mutual Funds and UTI	NIL	NIL
b. Banking, Financial Institutions/Insurance Companies (Central/State Govt. Institutions Non-government Institutions)	NIL	NIL
c. FIs	NIL	NIL
Sub-Total	NIL	NIL
4) Others		
a. Private Corporate Bodies	93,77,211	69.29
b. Indian Public	23,18,953	17.14
c. NRIs/OCBs		
d. Any other (Please Specify)	1,458	0.01
Sub-total	1,16,97,627	86.44
Grand Total	1,35,33,333	100.00

Particulars of Shares held in physical / Electronic form as on 30th June, 2012.

Category	No. of shares	% of shares
Paper Mode	1,08,04,701	79.84
NSDL	16,78,896	12.40
CDSL	10,49,736	7.76
TOTAL	1,35,33,333	100.00
	1,35,33,333	100.00

Depository Services

For guidance on depository services, shareholders may write to:

Adroit Corporate Services Private Ltd (RTA of the Company), 19/20, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai - 400 059, Telephone - (022) 4227 0400, Facsimile - (022) 2850 3748, email - investorgrievances@adroitcorporate.com, Website - www.adroitcorporate.com

OR

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National Securities Depository Ltd, Trade World, A Wing, 4th and 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai - 400 013, Telephone - (022) 2499 4200, Facsimile - (022) 2497 2993 /2497 6351, email - info@nsdl.com, Website - www.nsdl.com

OR

Central Depository Services (India) Ltd, PhirozeJeejeebhoy Towers, 16th Floor, Dalal Street, Mumbai- 400 023, Telephone - (022) 2272 3333, Facsimile - (022) 2272 3199 / 2072, email - investors@cDSLindia.com, Website - www.cdslindia.com.

Outstanding GDRs/ADRs/Warrants or any convertible instruments.

The Company has not issued any GDR/ADR/Warrants etc.

K. MANAGEMENT DISCUSSION AND ANALYSIS

Statement of Management Discussion and Analysis is appearing elsewhere in this Annual Report in terms of the requirement of the Code of Corporate Governance.

NON-MANDATORY REQUIRMENTS

CHAIRMAN OF THE BOARD:

The Company has a Executive Chairman.

REMUNERATION COMMITTEE :

The Company has constituted remuneration committee.

POSTAL BALLOT:

The provision relating to Postal Ballot will be complied with in respect of matters where applicable.

DECLARATION BY THE DIRECTOR REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT

I, Tilokchand Kothari, Director of Maharashtra Corporation Limited hereby affirm and declare, to the best of my knowledge and belief, and on behalf of the Board of Directors of the Company and Senior Management personnel, that:

- The Board of Directors has laid down a code of conduct for all the Board Members and Senior Management of the Company ["the Code"];
- The Code of Conduct has been posted on the website of the Company;
- All the Directors and Senior Management personnel have affirmed their compliance and adherence to the provisions of the Code of Conduct.

For and on behalf of Board of Directors

Sd/-

Tilokchand Kothari

Director

Place : Mumbai

Date : 30.08.2012

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BALANCE SHEET AS AT 30TH JUNE, 2012.

PARTICULARS	NOTE NO.	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
I EQUITY AND LIABILITIES			
1. SHAREHOLDER'S FUNDS			
(a) Share Capital	1	135,333,330	35,333,330
(b) Reserve & Surplus	2	11,346,534	81,842,417
2. NON-CURRENT LIABILITIES			
(a) Long-term Borrowings	3	-	-
(b) Deferred Tax Liability (Net)	4	17,853	12,734
(c) Long-term provisions	5	101,569	39,435
3. CURRENT LIABILITIES			
(a) Short-term borrowings	6	-	-
(b) Trade Payables	7	10,871,918	28,466,755
(c) Other current liabilities	8	-	-
(d) Short-term Provisions	9	18,510	-
TOTAL		157,689,714	145,694,671
II ASSETS			
1. NON-CURRENT ASSETS			
(a) Fixed Asset	10		
(i) Tangible assets		85,821	115,491
(ii) Intangible assets		-	-
(iii) Capital work in progress		-	-
(b) Non-current investments	11	47,876,634	21,396,634
(c) Long-term loans and advances	12	32,440,716	18,604,917
(d) Deferred Tax Asset (Net)	4	-	-
2. CURRENT ASSETS			
(a) Inventories	13	19,520,300	64,443,042
(b) Trade receivables	14	43,515,063	33,060,155
(c) Cash and cash equivalents	15	1,459,227	7,194,484
(d) Short-term loans and advances	16	12,000,000	-
(e) Other current assets	17	791,953	879,948
TOTAL		157,689,714	145,694,671

See accompanying notes to the financial statements
as per our report of even date

For **Lakhpat M Trivedi & Co.**

Chartered Accountants

Sd/-

Lakhpat M Trivedi

Proprietor

M. No: 109047

Place : Mumbai

Dated : 30.08.2012

For **Maharashtra Corporation Ltd.**

Sd/-

(Tilok Kothari)

Director

Sd/-

(Ravi Grover)

Director

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PROFIT & LOSS ACCOUNTS FOR THE YEAR ENDED 30TH JUNE, 2012.

PARTICULARS	NOTE NO.	YEAR ENDED 30.06.2012 (RS.)	YEAR ENDED 30.06.2011 (RS.)
INCOME			
Revenue from operations	18	69,698,988	37,499,448
Other Income	19	633,805	891,909
Total Revenue		70,332,793	38,391,357
EXPENDITURE			
Cost of material consumed		-	-
Purchases of Stock in Trade		23,564,638	101,673,853
Change in inventories of finished goods	20	44,922,742	(64,443,042)
Employees benefit expenses	21	638,185	629,355
Finance Cost	22	-	-
Depreciation & amortization	10	29,670	35,128
Other expenses	23	848,009	331,974
Total expenses		70,003,244	38,227,268
Profit / (Loss) before tax			
Tax expenses		67,000	9,000
Current tax		3,313	30,529
Deferred Tax		5,119	3,660
Profit / (Loss) before exceptional item		254,117	120,900
Earning per equity shares			
(1) Basic		0.02	0.01

See accompanying notes to the financial statements
as per our report of even date

For **Lakhpat M Trivedi & Co.**

Chartered Accountants

Sd/-

Lakhpat M Trivedi

Proprietor

M. No: 109047

Place : Mumbai

Dated : 30.08.2012

For **Maharashtra Corporation Ltd.**

Sd/-

(Tilok Kothari)

Director

Sd/-

(Ravi Grover)

Director

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CASH FLOW STATEMENT FOR THE YEAR ENDED ON 30th JUNE 2012.

PARTICULARS	30/06/2012	30/06/2011
A. Cash Flow from operating activities :		
Net Profit before Tax as per P & L A/c		
Adjusted for	329,549	164,089
Misc Income	-	-
Interest Income	-	-
Depreciation	29,670	35,128
Misc Exp W/off	87,995	97,772
Income tax Paid	-	-
Operating Profit Before Working Capital Changes	447,214	296,989
Add : Adjusted for		
Other Current Asset	-	78,211
Sundry Debtors	(10,454,908)	(27,308,652)
Loans & Advances	(25,835,799)	(649,045)
Current Liabilities	(17,584,505)	20,774,502
Closing Stock	44,922,742	(64,443,042)
Net Cash Inflow/Outflow Operations (A)	(8,952,470)	(71,548,026)
B. Cash Flow from Investing Activities :		
Fixed Assets	-	(59,395)
Investments	(26,480,000)	8,603,846
Net Cash Flow from Investing Activities (B)	(26,450,330)	8,544,451
C. Cash Flow from Financial Activities:		
Share Capital	100,000,000	-
Share Premium	(70,750,000)	70,750,000
Deposits/Unsecured Loans	-	-
Misc. Expenditure	-	(897,800)
Income Tax Paid	-	(39,529)
Net Cash Flow from Financing Activities (C)	29,250,000	69,812,671
Net Cash Increase in Cash & Cash Equivalents		
(A + B + C)	(5,735,256)	7,106,085
Opening Balances of Cash & Cash Equivalents	7,194,483	88,398
Closing Balances of Cash & Cash Equivalents	1,459,227	7,194,483
NET INFLOW	(5,735,256)	7,106,085

See accompanying notes to the financial statements
as per our report of even date

For **Lakhpat M Trivedi & Co.**

Chartered Accountants

Sd/-

Lakhpat M Trivedi

Proprietor

M. No: 109047

Place : Mumbai

Dated : 30.08.2012

For **Maharashtra Corporation Ltd.**

Sd/-

(Tilok Kothari)

Director

Sd/-

(Ravi Grover)

Director

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ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2012

NOTE NO.	PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
1	SHARE CAPITAL		
	AUTHORISED		
	1,40,00,000 Equity Shares of Rs. 10/- Each (P.Y. 4000,000 Equity Shares of Rs. 10/- Each)	140,000,000	40,000,000
	ISSUED, SUBSCRIBED & PAID UP		
	13,53,33,330 Equity Shares of Rs. 10/- Each (P.Y. 3,53,33,330 Equity Shares of Rs. 10/- Each)	135,333,330	35,333,330
		135,333,330	35,333,330
1.1	The reconciliation of the number of shares outstanding is set out below :		
	Equity Shares at the beginning of the year	35,333,330	35,333,330
	Add: Shares issued during the year	100,000,000	-
	Equity Shares at the end of the year	135,333,330	35,333,330
1.2	Terms / rights attached to equity shares		
	The company has only one class of equity shares having a par value of Re. 10/- per share.		
1.3	Details of shareholders holding more than 5% shares in the company		
	Name of shareholder	As at 30 th June 2012	As at 30 th June 2011
		No of shares held % of Holding	No of shares held % of Holding
	Amritvani Mercantile Pvt Ltd	1350000 9.98	- -
	Chamunda Vincon Pvt Ltd	1350000 9.98	- -
	Chintupurni Distributors Pvt Ltd	1300000 9.61	- -
	Chamunda Vinimay Pvt Ltd	1285000 9.50	- -
	Bajreswari Commerce Pvt Ltd	1200000 8.87	- -
	Osiajee Housing Developments Ltd	1015000 7.50	- -
	Parmatma Commodities Pvt Ltd	1000000 7.39	- -

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ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2012

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
2 RESERVE & SURPLUS		
Capital Reserve		
As per last Balance Sheet	-	-
(a)	-	-
Security Premium Account		
As per last Balance Sheet	-	70,750,000
(b)	-	70,750,000
General Reserve		
As per last Balance Sheet	-	-
(c)	-	-
Statement of Profit & Loss		
As per last Balance Sheet	11,092,417	10,971,517
Add : profit / (Loss) for the year	254,117	120,900
Less : Proposed Dividend	-	-
Less : Tax on Proposed Dividend	-	-
(d)	-	-
Total reserve & surplus	(a+b+c+d) 11,346,534	81,842,417

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
3 LONG TERM BORROWINGS		
Secured		
Cash Credit/ Overdrafts	-	-
Term Loan	-	-
	-	-

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
4 DEFERRED TAX ASSET / (LIABILITY) NET		
i. Deferred Tax liability on account of:		
Timing Difference on Depreciation	17,853	12,734
ii. Deferred Tax Asset on account of:		
Disallowances under Income Tax Act:	-	-
Unabsorbed Depreciation Allowance	-	-
Business Loss	-	-
	17,853	12,734

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ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2012

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
5 LONG TERM PROVISIONS		
Provision for Tax	101,569	39,435
Provision for sub-assets	-	-
	101,569	39,435

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
6 SHORT TERM BORROWINGS		
Secured		
Working Capital facilities from Bank	-	-
Total	-	-
Unsecured		
Inter Corporate Loan (refer note 4.1)	-	-
Total	-	-
4.1 – Loans are repayable on demand.		

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
7 TRADE PAYABLES		
Due to Micro small & medium Enterprises	10,871,918	28,466,755
Due to others	-	-
	10,871,918	28,466,755

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
8 OTHER CURRENT LIABILITIES		
Employees Benefits payable	-	-
Provision for sub-assets	-	-
	-	-

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ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012

PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
	(RS.)	(RS.)
9 SHORT TERM PROVISIONS		
Standard Debts	18,510	-
Proposed Dividend	-	-
Tax on proposed Dividend	-	-
	18,510	-

10 FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	AS AT 01.07.2011	ADD/DED DURING	AS AT 30.06.2012	UPTO 01.07.2011	PROVIDED DURING	UPTO 30.06.2012	AS AT 30.06.2012	AS AT 30.06.2011
Tangible Assets								
Computer	424,723	-	424,723	372571	20,860	393,431	31,292	52,152
Office Equipments	133,200	-	133,200	69861	8,810	78,671	54,529	63,339
Intangible Assets								
None	-	-	-	-	-	-	-	-
TOTAL RS.	557,923	-	557,923	442432	29,670	472,102	85,821	115,491

PARTICULARS	AS AT 30.06.2012	AS AT 30.06.2011
	(RS.)	(RS.)
11 NON CURRENT INVESTMENTS		
Unquoted	1,560,000	1,560,000
Quoted	44,416,634	16,736,634
Share Application Money	1,900,000	3,100,000
	47,876,634	21,396,634

PARTICULARS	AS AT 30.06.2012	AS AT 30.06.2011
	(RS.)	(RS.)
12 LONG-TERM LOANS AND ADVANCES (Unsecured and Considered good)		
Loans (Inclusive interest accrues thereon)	31,684,920	17,274,121
Deposit	167,771	167,771
Advance Payment of Tax (Net of provision)	588,025	1,163,025
	32,440,716	18,604,917

MAHARASHTRA CORPORATION LIMITED

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ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2012

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
13 INVENTORIES		
Finished Goods	19,520,300	64,443,042
	19,520,300	64,443,042

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
14 TRADE RECEIVABLES		
(Unsecured and Considered good)		
Outstanding for a period exceeding Six Months	9,388,360	8,608,864
Others	34,126,703	24,451,291
	43,515,063	33,060,155

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
15 CASH AND BANK BALANCES		
Cash in Hand	576,413	795,455
Balance with bank in current account	882,814	6,399,029
A	1,459,227	7,194,484
OTHER BALANCES		
Unpaid Dividend	-	-
B	-	-
Total	1,459,227	7,194,484

PARTICULARS	AS AT 30.06.2012 (RS.)	AS AT 30.06.2011 (RS.)
16 SHORT TERM LOANS AND ADVANCES		
Advance to Suppliers	12,000,000	-
	12,000,000	-

PARTICULARS		
17 OTHER CURRENT ASSETS		
Pre operative expenses	791,953	879,948
	791,953	879,948

MAHARASHTRA CORPORATION LIMITED**ANNUAL REPORT 2011 – 2012****ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2012**

PARTICULARS	YEAR ENDED	YEAR ENDED
	30.06.2012	30.06.2011
	(RS.)	(RS.)
18 REVENUE FROM OPERATIONS		
Sales	69,698,988	37,499,448
	<u>69,698,988</u>	<u>37,499,448</u>

PARTICULARS	YEAR ENDED	YEAR ENDED
	30.06.2012	30.06.2011
	(RS.)	(RS.)
19 OTHER INCOME		
Dividend/Interest Received	632,000	953,840
Profit / (Loss) on sale of Shares	-	(61,931)
Other Receipt	1,805	-
	<u>633,805</u>	<u>891,909</u>

PARTICULARS	YEAR ENDED	YEAR ENDED
	30.06.2012	30.06.2011
	(RS.)	(RS.)
20 CHANGE IN INVENTORIES		
Balance as of commencement of the Year :		
Finished Goods	64,443,042	-
Less:		
Balance as of end of the Year :		
Finished Goods	19,520,300	64,443,042
	<u>44,922,742</u>	<u>(64,443,042)</u>

PARTICULARS	YEAR ENDED	YEAR ENDED
	30.06.2012	30.06.2011
	(RS.)	(RS.)
21 EMPLOYEE BEBEFIT EXPENSES		
Salaries	460,000	444,200
Staff Welfare Expenses	36,185	33,155
Remuneration to Directors	142,000	152,000
	<u>638,185</u>	<u>629,355</u>

MAHARASHTRA CORPORATION LIMITED
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PARTICULARS	YEAR ENDED	YEAR ENDED
	30.06.2012	30.06.2011
	(RS.)	(RS.)
22 FINANCE COST		
Interest on :		
Borrowing from Banks	-	-
Bank Charges and Processing Charges		
Short term borrowings from bank	-	-
	-	-

ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2012

PARTICULARS	YEAR ENDED	YEAR ENDED
	30.06.2012	30.06.2011
	(RS.)	(RS.)
23 OTHER EXPENSES		
Advertisement & Sales Promotion	12,541	4,980
Commission & Brokerage	-	-
Conveyance & Travelling expenses	16,369	77,403
General expenses	640,777	114,781
Insurance Premium	-	-
Discount & Rate Difference	-	-
Legal & Professional Charges	87,103	6,758
Printing, Stationary & Communication expenses	27,719	34,798
Electricity Charges	-	-
Rent, Rate & Taxes	45,000	74,754
Remuneration to Auditors		
Audit Fees	18,500	18,500
	848,009	331,974

ACCOMPANYING NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2012

NOTE – 24

NOTES TO ACCOUNT & SIGNIFICANT POLICIES

1. Significant Accounting Policies

FIXED ASSETS

Fixed Assets are stated at cost of acquisition, inclusive of inward freight, duties and taxes and incidental expenses related to acquisition.

DEPRECIATION

Depreciation is calculated on Fixed Assets on straight line method in accordance with schedule XIV of the Companies Act, 1956.

MAHARASHTRA CORPORATION LIMITED
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INVENTORIES

Stock is Valued at cost. The closing stock of film produced is valued at Actual Cost by allocating all direct expenses which are related to the production. The fixed expenses under which the allocation was necessary as per the management discretion is allocated to the respective projection to arrive at its Actual cost of production

The Work – in – Progress is valued accordingly as per the completion of the projection. All expenses which can be related directly are all Capitalized and added to the cost.

INVESTMENTS

Investments are valued at cost, any diminution in the value of investments, if considered permanent, is provided for.

INCOME FROM INVESTMENTS / DEPOSITS

Income from investments / Deposits is credited to revenue in the year in which it accrues expect Dividend which is accounted for on Cash basis.

RECOGNITION OF INCOME & EXPENDITURE

All income and expenditure are accounted for on accrual basis.

RETIRMENT BENEFITS

Provision for Payment of Gratuity Act, 1972 is not applicable and as such no provision is made. Leave Encashment, if any, would be accounted for as and when paid.

2. In the opinion of the Board the value of Current Assets, Loans & Advances have a value in ordinary course of business at least equal to that stated in the Balance Sheet except in case of those show in doubtful. Loans & Advances, Sundry Debtors & Sundry creditors are subject to confirmation from the parties.
3. No Interest has been provided for the year on loans & advances made by the Company during the year in many cases.
4. Estimated Amount of Contracts Remaining to be executed on Capital Accounts and not provide for Rs. NIL.
5. Additional information Pursuant to the Provision of Paragraph 3, 4C and 4D of part II of the Schedule VI of the Companies Act, 1956.
 - A. Particulars of Purchase, Turnover and Stock of Goods traded in –
 - B. Other additional information – NIL (Previous Year NIL)
 - C. Earning & Expenditure in Foreign Currency – NIL (Previous Year NIL)

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6. Previous Year's Figure have been Regrouped and rearrange wherever found necessary.

Signature to the Schedule 1 to 24 forming part of the Balance Sheet & Profit & Loss Account.

As per our Report of even date

For **Lakhpatt M Trivedi & Co.**

Chartered Accountants

Sd/-

Lakhpatt M Trivedi

Proprietor

M. No: 109047

Place : Mumbai

Dated : 30.08.2012

For **Maharashtra Corporation Ltd.**

Sd/-

(Tilok Kothari)

Director

Sd/-

(Ravi Grover)

Director

Book – Post
(Under Postal Certificate)

To, _____

If Undelivered please return to :
MAHARASHTRA CORPORATION LIMITED
907, Dev Plaza, S V Road, Opp Andheri Fire Station, Andheri (West), Mumbai – 400 058.