

ACE EXPORTS LIMITED

20/157, PATKAPUR, KANPUR-208001

NOTICE

NOTICE is hereby given that the 22nd Annual general Meeting of the Members of Ace Exports Limited will be held on Saturday, 29th September, 2012 at 12.30 P.M. at the Registered Office of the Company to transact the following businesses:-

ORDINARY BUSINESS:

01. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2012, the Balance Sheet at that date together with the Reports of Directors and Auditors thereon.
02. To re-appoint Mrs. Shabana Roofi, who retires by rotation and has communicated his eligibility and willingness to be re-appointed as Director.
03. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual general Meeting of the Company and to fix their remuneration.


DATE : 16.08.2012

PLACE: KANPUR

**By Order of the Board
For ACE EXPORTS LIMITED**

Registered Office:

20/157,
Patkapur,
Kanpur



**[R.S. ROOFI WAKI]
MANAGING DIRECTOR**

NOTES:

01. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 (FORTY EIGHT) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
02. The Register of members and Share Transfer Books of the Company shall remain closed from Saturday 22nd September, 2012 to Saturday 29th September, 2012(both days inclusive).
03. In order to ensure prompt response and avoid unnecessary movement of documents, members are advised to lodge their correspondence addressed to POST BOX NO. 39, KANPUR-208001.

ACE EXPORTS LIMITED

20/157, PATKAPUR, KANPUR-208001

DIRECTOR'S REPORT

To The Members,

Your Directors present herewith their Eighteenth Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2012.

FINANCIAL RESULTS:

| | Year Ended 31.03.2012 | Year Ended 31.03.2011 |
|----------------------------------|--------------------------|--------------------------|
| | (Amount in Rs. lac) | |
| Sales and export benefits | 887.38 | 960.75 |
| Profit before Depreciation | 1.42 | 54.90 |
| Depreciation | 25.30 | 23.20 |
| Profit/(Loss) after Depreciation | (23.88) | 31.70 |

OPERATIONAL PERFORMANCE:

During the year under review, your company decreases its sales and export benefits from Rs. 960.75 lac reported in the previous year to Rs. 887.38 lac in the current year. Consequently, the Company has decrease in its trading profits from Rs. 54.90 lac in the previous year to Rs. 1.42 lac in the current year. The Net Loss during the year after charging for depreciation stands at Rs. 23.88 Lac as compared to Profit of Rs. 31.70 Lac during the previous year. However, your Directors expect better performance by the company during the year to come.

Moreover as already intimated through our last report your Company is now proud awardees of ISO 9001-2008, 14001-2004 & 18001-2007.

DIVIDEND:

In view to set-off the previous losses, your Directors regret the inability to recommend any dividend for the year.

PUBLIC DEPOSITS:

The Company has not invited or accepted any deposits from the Public, shareholders or from others within the meaning of Section 58-A of the Companies Act, 1956 read with Companies (Acceptance of Deposits) Rules, 1975.

DIRECTORS:

Pursuant to the provisions of the Companies Act, 1956 read with Articles of Association of the Company Mrs. Shabana Roofi, Director retire by rotation and have communicated her eligibility and willingness to be re-appointed as Director. Therefore it is proposed to re-appoint him at the ensuing Annual General Meeting.

AUDITORS:

The term of present Auditors of the Company, M/s. MEHROTRA & MEHROTRA, Chartered Accountants, Kanpur expires at the conclusion of ensuing Annual General Meeting and being eligible they have confirmed their willingness to accept office, if re-appointed. The Board recommends the appointment.

The observations made in the Auditors Report are self explanatory and do not call for any further information.

ACE EXPORTS LIMITED

20/157, PATKAPUR, KANPUR-208001

PERSONNEL:

Employees and Management relations continued to be cordial reflecting mutual trust, goodwill and management's concern for the employees. As none of the employee of the Company was in receipt of remuneration in excess of the limits prescribed, information as per Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees Rules, 1975) as amended is not given.

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

The information as required under section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Director) Rules, 1988 the particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are NIL.

DIRECTOR'S RESPONSIBILITY STATEMENT IN TERMS OF SECTION 217 (2AA) OF THE COMPANIES ACT, 1956:

Your Directors have prepared financial statements in conformity with generally accepted accounting principle so as to ensure that they give a true and fair view of the state of affairs of the company at the end of the financial year and the profit and loss of the company for that period.

Your directors hereby confirm that:

- (i) In the preparation of the financial statement applicable accounting standards have been followed;
- (ii) appropriate accounting policies have been followed and applied consistently;
- (iii) all the books of accounts and statutory registers have been properly maintained and proper and sufficient care has been taken for safeguarding all the assets and other interest of the company and for preventing and detecting fraud and other irregularities.
- (iv) the directors have prepared the annual accounts on going concern basis.

LISTING INFORMATION:

The equity shares of the Company are listed at U.P. Stock Exchange Association Ltd (The Regional Stock Exchange) and Delhi Stock Exchange Association Ltd.

CORPORATE GOVERNANCE:

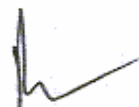
During the year under review the Company has taken necessary steps to comply with requirements of the corporate governance code and a report of Corporate Governance forms the part of this report.

ACKNOWLEDGMENTS:

Your Directors wish to place on record their sincere thanks to the Bankers, Business associates, Government Departments, Shareholders at large and people at all levels of the organization for their co-operation and support to the Company. Your Directors also wish to express their deep appreciation for the devoted & sincere service rendered by all the employees of the Company.

PLACE : KANPUR
DATE : 16.08.2012

By Order of the Board
For ACE EXPORTS LIMITED



(R.S. ROOFI WAKI)
MANAGING DIRECTOR

Ref. No.

AUDITORS' REPORT

16 AUG 2012

To the members of ACE EXPORTS LIMITED

1. We have audited the attached Balance Sheet of M/s. ACE EXPORTS LIMITED as at 31st March, 2012 and the Profit & Loss Account for the year ended on that date annexed hereto. 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 and profit & loss account are in agreement with the books of account. In our opinion the balance sheet, profit and loss account dealt with by this report comply with the accounting standards referred to in sub-section (3c) of section 211 of the Companies Act, 1956.
 - (iv) On the basis of representations received from the directors, as on 31st March, 2012 and taken on record by the board of directors, we report that none of the directors is disqualified as on 31st March, 2012 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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(v) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with the Accounting Policies and Notes there on, 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 balance sheet, of the state of affairs of the company as at 31st March, 2012;
- (b) In the case of profit and loss account of the loss for the year ended on that date.
- (c) In the case of Cash Flow Statement, of the Cash flows of the Company for the year ended on that date.

For MEHROTRA & MEHROTRA,
CHARTERED ACCOUNTANTS,
FRN 000226C



(A. N. RASTOGI)
PARTNER
M.No. 70168

PLACE : KANPUR

DATE : 16 AUG 2012



Ref. No.

ANNEXURE TO THE AUDITORS' REPORT
Referred to in paragraph 3 of our report of even date

1. (a) The Company has maintained proper records showing full particulars including quantities details and situation of fixed assets.
- (b) All the assets have been physically verified by the management at the end of the year. No discrepancies were noticed on such verification.
- (c) During the year, company has not disposed off any part of the plant and machinery.
2. (a) The management has conducted Physical verification of Inventories at reasonable intervals during the year.
- (b) The procedure of physical verification of stock followed by the Management are, in our opinion, reasonable and adequate in relation to the size of the Company and nature of its business.
- (c) The company is maintaining proper records of inventory. As far as we can ascertain and according to the information and the explanations given to us, the discrepancies noticed between the physical stocks and book stocks were not material and the same have been properly dealt with in the books of account.
3. As per the information and explanations given to us, the company has not taken or granted any secured or unsecured loans from/to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.
4. On the basis of checks carried out during the course of audit and as per explanations given to us, in our opinion, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of Inventory and Fixed Assets and for the sale of goods. During the course of our Audit, no major weakness has been noticed in the internal controls in these respects.
5. (a) As per the information & explanations given to us, no transactions have been undertaken during the year in pursuance of contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956.



No.

- (b) As per the information and explanations given to us, there are no transactions of purchases and sale of goods, materials and services made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 aggregating during the year to Rs.5,00,000 or more in respect of each party.
6. In our opinion and according to the information and explanations given to us, the company has Not accepted any deposit from public.
7. In our opinion, the internal audit system of the company is commensurate with the size and the nature of its business, however it requires to be strengthened.
8. The company has not made any cost records as it is not required to maintain cost records under section 209(1)(d) of the Companies Act, 1956.
9. (a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Cess and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amount payable in respect of Income tax, Wealth tax, Sales tax, Service Tax, Custom duty, Excise duty and Cess were in arrears, as at 31st March, 2012 for a period of more than six months from the date they became payable.
- (c) According to the information and explanation given to us, there are no dues of Sales tax, Service Tax, Income tax, Customs duty, Wealth tax, Excise duty and Cess which have not been deposited on account of any dispute.
10. In our opinion, the accumulated losses of the company at the end of the financial year are Less than fifty per cent of its net worth. The company has not incurred cash losses during the financial year covered by our audit and also in the preceding year.
11. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institution and banks.
12. 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.



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13. In our opinion, the company is not a chit fund or a Nidhi/Mutual benefit fund/Society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
14. In our opinion, the company is not dealing in or trading in shares, securities, debentures and investments. Accordingly the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
16. The term loans obtained by the company have been applied for the purposes for which they were obtained.
17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term Investment. No long-term funds have been used to finance short-term assets except permanent working capital.
18. According to the information and explanations given to us, company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
19. According to the information and explanations given to us, company has not issued any debentures during the year.
20. The company has not raised any money by way of public issue during the year.
21. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

PLACE : KANPUR
DATE : 16 AUG 2012

For MEHROTRA & MEHROTRA,
CHARTERED ACCOUNTANTS,
FRN 000226C


(A. N. RASTOGI)
PARTNER
M.No. 70168



ACE EXPORTS LTD.
Balance Sheet as at 31st March, 2012

| Particulars | Notes Number | As At 31.03.2012 | As At 31.03.2011 |
|---|-----------------|----------------------|----------------------|
| I EQUITY AND LIABILITIES | | | |
| (1) Shareholder's funds | | | |
| (a) Share Capital | 1 | 50,150,250.00 | 49,406,250.00 |
| (b) Reserves and Surplus | 2 | (20,212,132.04) | (17,824,436.14) |
| (c) Money received against share warrants | | | |
| (2) Share application money pending allotment | | | |
| (3) Non-Current Liabilities | | | |
| (a) Long-term borrowings | 3 | 13,006,198.87 | 12,593,940.20 |
| (b) Deferred tax liabilities (Net) | | | |
| (c) Other long term liabilities | 4 | 100,000.00 | 100,000.00 |
| (d) Long term provisions | | | |
| (4) Current Liabilities | | | |
| (a) Short-term borrowings | | | |
| (b) Trade payables | 5 | 9,533,901.04 | 7,409,824.90 |
| (c) Other current liabilities | 6 | 20,129.00 | 29,183.00 |
| (d) Short-term provisions | 7 | 476,586.23 | 441,058.32 |
| Total | | <u>53,081,023.10</u> | <u>52,155,820.28</u> |
| II Assets | | | |
| (1) Non-current assets | | | |
| (a) Fixed assets | | | |
| (i) Tangible assets | 8 | 29,260,556.22 | 28,330,881.15 |
| (ii) Intangible assets | | | |
| (iii) Capital work-in-progress | | | |
| (iv) Intangible assets under development | | | |
| (b) Non-current investments | | | |
| (c) Deferred tax assets (net) | | | |
| (d) Long term loans and advances | | | |
| (e) Other non-current assets | | | |
| (2) Current assets | | | |
| (a) Current investments | | | |
| (b) Inventories | 9 | 13,812,128.00 | 16,141,963.00 |
| (c) Trade receivables | 10 | 7,180,840.63 | 2,568,932.01 |
| (d) Cash and cash equivalents | 11 | 519,119.51 | 478,846.02 |
| (e) Short-term loans and advances | 12 | 2,308,378.74 | 4,635,198.10 |
| (f) Other current assets | | | |
| Total | | <u>53,081,023.10</u> | <u>52,155,820.28</u> |

As per our Audit Report of even date attached hereto.
For MEHROTRA & MEHROTRA
Chartered Accountants
FRN000226C

(A.N. Rastogi)
Partner
M.No 70168
Place Kanpur
Dated

16 AUG 2012



For & on behalf of Board of Directors of
ACE EXPORTS LTD.

(R.S. Roofi Waki)
Managing Director

(M.A.W. Khurram)
Director

Statement of Profit and Loss for the year ended as on 31st March, 2012

| Particulars | Notes Number | As At 31/03/2012 | As At 31/03/2011 |
|--|--------------|------------------|------------------|
| I Revenue from operations | 13 | 88,737,869.50 | 86,075,463.02 |
| II Other Income | 13 | 84,050.40 | 356,861.96 |
| III Total Revenue (I+II) | | 88,821,920.02 | 96,432,324.98 |
| IV Expenses: | | | |
| Cost of materials consumed | 15 | 54,564,965.94 | 69,602,977.20 |
| Purchase of Stock-in-Trade | 16 | - | - |
| Changes in inventories of finished goods, work-in-progress and Stock-in-stock in Trade | 17 | 6,529,517.00 | 18,060,222.00 |
| Employee benefit expense | 18 | 4,621,748.00 | 3,370,840.82 |
| Finance costs | 19 | 1,309,758.54 | 1,259,878.61 |
| Depreciation and amortization expense | 8 | 2,529,731.79 | 2,319,918.42 |
| Other expenses | 20 | 21,653,894.65 | 24,768,782.60 |
| Total Expenses | | 91,209,615.92 | 93,262,175.65 |
| V Profit (Loss) before exceptional and extraordinary items and tax (III-IV) | | (2,387,695.90) | 3,170,149.33 |
| VI Exceptional Items | | 0.00 | 0.00 |
| VII Profit (Loss) before extraordinary items and tax (V-VI) | | (2,387,695.90) | 3,170,149.33 |
| VIII Extraordinary Items | | 0.00 | 0.00 |
| IX Profit before tax (VII-VIII) | | (2,387,695.90) | 3,170,149.33 |
| X Tax expense: | | | |
| (a) Current tax | | 0.00 | 0.00 |
| (b) Deferred tax | | 0.00 | 0.00 |
| XI Profit (Loss) from the period from continuing operations (IX-X) | | (2,387,695.90) | 3,170,149.33 |
| XII Profit (Loss) from discontinuing operations | | 0.00 | 0.00 |
| XIII Tax expense of discontinuing operations | | 0.00 | 0.00 |
| XIV Profit (Loss) from Discontinuing operations (XII-XIII) | | 0.00 | 0.00 |
| XV Profit (Loss) for the period (XI+XIV) | | (2,387,695.90) | 3,170,149.33 |
| XVI Earning per equity share | | | |
| (a) Basic | | (0.476) | 0.642 |
| (b) Diluted | | | |

As per our Audit Report of even date attached hereto.
For MEHROTRA & MEHROTRA
Chartered Accountants
FRN000226C

(A.N. Rastogi)
Partner
M.No. 70168
Place, Kanpur
Dated



For & on behalf of Board of Directors of
ACE EXPORTS LTD.

(R.S. Rishi Waki)
Managing Director

(M.A.W. Khurram)
Director

16 AUG 2012

| | | | |
|-----------------|---|----------------------|----------------------|
| 1 Share Capital | | | |
| 1.1 | Classification | | |
| 1.1.1 | Authorized share capital | | |
| | 750000 equity shares of Rs. 10 each | 75,000,000.00 | 75,000,000.00 |
| | | 75,000,000.00 | 75,000,000.00 |
| 1.1.2 | Issued Capital | | |
| | 55154 equity shares of Rs. 10 each | 55,154,000.00 | 55,154,000.00 |
| | | 55,154,000.00 | 55,154,000.00 |
| 1.1.3 | Subscribed Capital | | |
| | 53928 equity share of Rs. 10 each | 53,928,000 | 53,928,000 |
| | | 53,928,000 | 53,928,000 |
| 1.1.4 | Paid up Capital | | |
| | 482540 (Previous Year 472540) equity shares of Rs. 10 each fully paid | 48,254,000 | 47,254,000 |
| | 56740 (Previous Year 66740) Equity Shares of Rs. 10 each Partly Paid | 5,305,500 | 5,555,500 |
| | Balance at the end of the year | 53,559,500 | 52,809,500 |
| 1.2 | Less: Allotment money in arrear | | |
| | Director | | |
| | Others | 3,403,250.00 | 3,403,250.00 |
| | | 50,156,250.00 | 49,406,250.00 |
| 1.3 | Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company | | |
| | R.S. Roofi Waki | 728000 Shares | 728000 Shares |
| | | 13.499% ^a | 13.499% ^a |
| | Shabana Roofi | 692000 Shares | 692000 Shares |
| | | 12.832% ^a | 12.832% ^a |
| | M. Nadeem Waki | 404000 Shares | 404000 Shares |
| | | 7.491% ^a | 7.491% ^a |
| | M. Adnan Waki | 404000 Shares | 404000 Shares |
| | | 7.491% ^a | 7.491% ^a |
| 2 | Reserves and surplus | | |
| 2.1 | Surplus in the Statement of Profit & Loss | | |
| | Balance at the beginning of the year | (17,824,436.14) | (20,994,585.47) |
| | Add: Profit of the year | (2,387,695.90) | 3,170,149.33 |
| | | (20,212,132.04) | (17,824,436.14) |
| | Less: Transfer to General Reserve | 0.00 | 0.00 |
| | | (20,212,132.04) | (17,824,436.14) |
| 3 | Long Term Borrowings | | |
| 3.1 | From Banks- PNB (C C A/c) | 11,855,956.80 | 11,000,129.66 |
| 3.1.1 | Security- Primary- Secured against hypothecation of stock of Raw Material, Semi Finished and Finished Goods of Fashion and Safety Footwear Leather Soles and Shoe | | |
| 3.2 | Term Loans from Other Parties- PNB | 651,908.00 | 826,474.00 |
| 3.2.1 | Secured by Equitable Mortgage of Land & Building including Plant & Fixed Assets of the Company | | |
| | | 12,507,864.80 | 11,826,603.66 |
| 3.2.2 | Vehicle Loan | | |
| | Tata Motor Finance | 115,627.75 | 191,515.04 |
| | HDFC Bank | 382,706.32 | 575,821.50 |
| | | 498,334.07 | 767,336.54 |
| | | 13,006,198.87 | 12,593,940.20 |
| 4 | Other Long Term Liabilities | | |
| | Unsecured Loans (From Director) | 100,000.00 | 100,000.00 |
| | | 100,000.00 | 100,000.00 |



| | | |
|---|----------------------|----------------------|
| Trade payables | | |
| Trade Payables for Goods & Services (Cris) | 9,533,991.04 | 7,409,824.90 |
| | <u>9,533,991.04</u> | <u>7,409,824.90</u> |
| 6. Other current liabilities | | |
| 6.1 State Cheque | 4,607.00 | 4,607.00 |
| 6.2 TDS Payable | 15,522.00 | 24,576.00 |
| | <u>20,129.00</u> | <u>29,183.00</u> |
| Short Term Provisions | 476,586.23 | 441,058.42 |
| | <u>476,586.23</u> | <u>441,058.42</u> |
| 9. Inventories | | |
| 9.1 Raw Materials | 8,800,668.00 | 4,741,984.00 |
| 9.1.1 Valued at Cost | | |
| 9.2 Packing Material | 214,127.00 | 73,129.00 |
| 9.2.1 Valued at Cost | | |
| 9.3 Finished goods | 4,797,333.00 | 11,326,850.00 |
| 9.3.1 Valued at Cost | | |
| | <u>13,812,128.00</u> | <u>16,141,963.00</u> |
| 10. Trade Receivable (Unsecured considered goods) | | |
| 10.1 i Debts outstanding for over six months | | |
| ii Other debts | 7,180,840.63 | 2,568,932.01 |
| | <u>7,180,840.63</u> | <u>2,568,932.01</u> |
| 11. Cash and Bank Balances | | |
| 11.1 Balance With Banks | | |
| In current accounts | 513,207.19 | 452,051.19 |
| 11.2 Cash in Hand | 5,912.32 | 26,794.83 |
| | <u>519,119.51</u> | <u>478,846.02</u> |
| 12. Short term Loans and Advances | | |
| 12.1 Unsecured considered good | | |
| 12.1.1 Other Advances | 2,025,792.74 | 4,236,412.10 |
| 12.1.2 TDS | 7,586.00 | 7,586.00 |
| 12.1.3 Security Deposits | 275,000.00 | 391,200.00 |
| | <u>2,308,378.74</u> | <u>4,635,198.10</u> |
| 13. Revenue From Operations | | |
| (a) Sale of products | 88,602,481.56 | 96,024,677.02 |
| (b) Sale of services | | |
| (c) Other operating revenues (Duty Drawback) | 135,388.00 | 50,786.00 |
| | <u>88,737,869.56</u> | <u>96,075,463.02</u> |
| Less: Excise Duty | 0.00 | 0.00 |
| | <u>88,737,869.56</u> | <u>96,075,463.02</u> |
| 14. Other Income | | |
| Interest Received on FDR | 10,051.00 | 21,162.00 |
| Fluctuation in Exchange Rates | 58,861.46 | |
| Round off | | 42.96 |
| Other Income | 15,138.00 | 335,657.00 |
| | <u>84,050.46</u> | <u>356,861.96</u> |
| 15. Cost of Raw Material Consumed | | |
| Opening Stock | 4,741,984.00 | 4,107,492.00 |
| Add: Purchases | 58,623,649.94 | 70,237,469.20 |
| | <u>63,365,633.94</u> | <u>74,344,961.20</u> |
| Less: Closing Stock | 8,800,668.00 | 4,741,984.00 |
| | <u>54,564,965.94</u> | <u>69,602,977.20</u> |
| 16. Purchase of Stock-in-Trade | 0.00 | 0.00 |
| | <u>0.00</u> | <u>0.00</u> |



7 Changes in Inventories of Finished Goods, Work-in-Process & Stock-in-Trade

A Opening Stock

| | | |
|-----------------|----------------------|---------------------|
| Finished Goods | 11,326,850.00 | 3,266,628.00 |
| Work-in-Process | - | - |
| Stock-in-Trade | - | - |
| | <u>11,326,850.00</u> | <u>3,266,628.00</u> |

B Closing Stock

| | | |
|-----------------|---------------------|----------------------|
| Finished Goods | 4,797,333.00 | 11,326,850.00 |
| Work-in-Process | - | - |
| Stock-in-Trade | - | - |
| | <u>4,797,333.00</u> | <u>11,326,850.00</u> |

Change in Inventories (A-B)

6,529,517.00 (8,060,222.00)

8 Employee Benefits Expenses

| | | |
|-------------------------------|---------------------|---------------------|
| Salaries, Bonus and P.F. Dues | 4,270,997.00 | 3,050,954.00 |
| Contribution to FSI | 120,500.00 | 96,171.00 |
| Staff Welfare | 224,191.00 | 223,713.82 |
| | <u>4,621,748.00</u> | <u>3,370,840.82</u> |

19 Finance Costs

| | | |
|----------------------|---------------------|---------------------|
| Interest on Car Loan | 62,137.53 | 87,532.84 |
| Interest on C/C | 1,075,245.00 | 815,930.00 |
| Bank Charges | 141,354.01 | 356,415.77 |
| Processing Charges | 31,022.00 | - |
| | <u>1,309,758.54</u> | <u>1,259,878.61</u> |



Other Expenses

| | | |
|---------------------------------------|----------------------|----------------------|
| Hire Charges (Plant & Machinery) | 67,550.00 | 40,000.00 |
| Production Expenses | 10,247,547.00 | 13,460,316.00 |
| Consumption of Stores and Spare Parts | 458,999.70 | 345,256.15 |
| Power and Fuel | 1,815,621.80 | 1,982,024.00 |
| Rent | 620.00 | 620.00 |
| Repairs to Building | 415,612.82 | 220,028.55 |
| Repairs to Machinery | 1,261,786.22 | 1,066,927.28 |
| Insurance | 150,180.00 | 147,786.00 |
| Rates & Taxes | 19,300.00 | 14,275.00 |
| Travelling Expenses | 212,135.00 | 163,051.37 |
| Carriage Outward | 382,696.00 | 426,813.53 |
| Director Remuneration | 590,000.00 | 525,000.00 |
| Quality Control | 140,180.00 | 92,166.00 |
| Foreign Travelling Expenses | 25,600.00 | - |
| Quality Inspection Charges | - | 103,975.00 |
| Packing Material Consumed | 4,111,900.08 | 4,430,949.85 |
| Miscellaneous Expenses | 1,754,297.03 | 1,749,594.07 |
| | <u>21,653,894.65</u> | <u>24,768,782.60</u> |

Additional Information

21 Miscellaneous Expenses

| | | |
|--------------------------------|---------------------|---------------------|
| Freight & Cartage Inward | 51,293.90 | 71,479.00 |
| Conveyance Expenses | 1,706.00 | 6,339.00 |
| Audit fee | 67,210.00 | 44,120.00 |
| Fee & Subscription | 59,567.00 | 80,368.00 |
| Repairs & Maintenance (Others) | 94,200.35 | 244,937.27 |
| Postage & Courier charges | 101,906.99 | 54,782.71 |
| Printing & stationery | 156,211.00 | 148,632.21 |
| Internal Audit Fees | 3,000.00 | 3,000.00 |
| Sampling Expenses | 131,264.00 | 61,713.00 |
| Telephone Expenses | 8,425.00 | 11,012.00 |
| Legal Exp. | 87,912.00 | 112,036.00 |
| Misc. Expenses | 94,054.00 | 94,328.60 |
| Mobile Phone Exp. | 143,115.53 | 106,949.02 |
| Sales Promotion | 12,863.00 | 35,505.00 |
| Commission | - | 5,955.00 |
| Entertainment Exp. | 55,318.00 | 43,504.00 |
| Vehicle Running | 567,786.70 | 545,499.87 |
| Advertisement Exp. | 11,000.00 | 7,500.00 |
| Computer Exp. | 59,291.00 | 38,443.39 |
| Round off | 388.56 | - |
| Listing Fees | 19,500.00 | 19,500.00 |
| Broad Band (Internet) | 28,284.00 | 13,990.00 |
| | <u>1,754,297.03</u> | <u>1,749,594.07</u> |

| | | | |
|----|--------------------------|------------|------------|
| 22 | CONTINGENT LIABILITIES: | 31.03.2012 | 31.03.2011 |
| | For Bank Guarantee Given | 155,000.00 | 270,000.00 |

23 In the opinion of the Board, on realisation the value of Current Assets, Loans & Advances, if realised, in ordinary course of business, shall not be less than the amount at which they are stated in the Balance Sheet.

24 Earning Per Share

| Particulars | 31.03.2012 | 31.03.2011 |
|--|----------------|--------------|
| | Rs. | Rs. |
| 24.1 Numerator | (2,387,695.90) | 3,170,149.33 |
| Profit after tax | | |
| 24.2 Denominator | 5,015.625 | 4,940,205 |
| Weighted average number of equity shares (Fully paid) | | |
| 24.3 Earning per share (EPS) | -0.476 | 0.642 |



| | | | |
|------|--|--------------------------|--------------------------|
| 22 | CONTINGENT LIABILITIES For Bank Guarantee Given | 31.03.2012 155,000.00 | 31.03.2011 270,000.00 |
| 23 | In the opinion of the Board, on realisation the value of Current Assets, Loans & Advances if realised in ordinary course of business, shall not be less than the amount at which they are stated in the Balance Sheet. | | |
| 24 | Earning Per Share Particulars | 31.03.2012 | 31.03.2011 |
| | | Rs | Rs |
| 24.1 | Numerator Profit after tax | (2,387,695.39) | 3,170,149.35 |
| 24.2 | Denominator Weighted average number of equity shares (Fully paid) | 5,015,025 | 4,940,205 |
| 24.3 | Earning per share (EPS) Basic & diluted (a,b) Nominal Value of share | 0.476 10/- | 0.642 10/- |
| 25 | Accounting for Taxes on Income The Company has not accounted for deferred tax assets/liabilities on account of unabsorbed depreciation loss available under the Income Tax Act 1961 (In view of past losses) | | |
| 26 | The Company is primarily, a Leather Footwear Manufacturing Company. Other activities do not contribute significantly to the Company's business. Therefore there are no separate reportable segments as defined by AS-17 (Segmental Reporting) issued by the Institute of Chartered Accountants of India. | | |
| 27 | (I) Value of Imports calculated on C.I.F. Basis | NIL | NIL |
| | (a) Raw Materials | NIL | NIL |
| | (b) Components & Spare Parts | NIL | NIL |
| | (II) Earnings in Foreign Currency Export (at C.I.F. value) | 2204575.54 | 647153 |
| 28 | Value of raw materials, consumable stores Consumed - Indigenous : | | |
| | (a) Raw Materials | 54564965.94 | 69602977.20 |
| 29 | Amount remitted during the year in Foreign Currency on account of Dividend | NIL | NIL |
| 30 | Expenditure in Foreign Currency on Foreign travel | | NIL |
| 31 | Total outstanding dues to SME / Small Scale Industrial undertakings (SSI) could not be ascertained as the necessary information have not been received from the suppliers. | | |
| 32 | The figures of the previous year have been regrouped, reclassified and rearranged wherever considered necessary to make them comparable | | |
| 33 | Significant Accounting Policies and Practices adopted by the company are disclosed in the statement annexed to these financial statement as Annexure - I | | |

As per our report of even date attached hereto

For MEHIROTRA & MEHIROTRA,

Chartered Accountants

FRN/00226C

(A.N. RASTOGI)

Partner

M.No. 70168

PLACE KANPUR

DATE

(R.S. ROOFI WAKI) (M.A.W. KHURRAM)
Managing Director Director

ACE EXPORTS LIMITED

8. Tangible Assets

8. Tangible Assets

ACE EXPORTS LIMITED

| PARTICULARS | Rate % | GROSS BLOCK | | DEPRECIATION | | NET BLOCK | | |
|-------------------------|-----------|--------------------------|------------------|----------------------------|---------------------------|------------------------|---------------------------|----------------------------|
| | | As on 1.4.2011 Rs. | Additions Rs. | As on 31.03.2012 Rs. | Upto 31.03.2011 Rs. | For the Year Rs. | Upto 31.03.2012 Rs. | As on 31.03.2012 Rs. |
| Lease Hold Land | 0.00 | 1,610,461.00 | | 1,610,461.00 | | | | 1,610,461.00 |
| Building | 3.34 | 14,513,615.66 | 450,908.72 | 14,964,524.38 | 4,796,328.71 | 486,071.52 | 5,282,400.23 | 9,682,124.15 |
| Plant & Machinery | 4.75 | 20,719,084.76 | 1,952,174.00 | 28,671,258.76 | 13,697,452.14 | 1,295,286.54 | 14,992,738.68 | 13,678,520.08 |
| Computer | 16.21 | 761,117.24 | 72,132.00 | 833,249.24 | 686,035.78 | 128,571.80 | 812,607.58 | 20,641.66 |
| Other Equipment | 4.75 | 678,764.17 | | 678,764.17 | 196,985.03 | 32,241.30 | 229,226.33 | 449,537.84 |
| Shoe Last | 11.31 | 1,329,765.13 | 284,208.64 | 1,613,973.77 | 1,164,792.87 | 174,649.24 | 1,339,442.11 | 274,531.66 |
| Furniture & Fixtures | 6.33 | 976,724.11 | | 976,724.11 | 220,630.79 | 61,763.34 | 282,394.13 | 693,329.98 |
| Vehicles | 9.50 | 3,024,122.00 | 690,109.00 | 3,714,231.00 | 995,937.69 | 324,370.81 | 1,320,308.60 | 2,393,922.50 |
| Air Conditioner | 4.75 | 64,385.00 | | 64,385.00 | 30,090.79 | 3,058.26 | 33,149.08 | 31,235.03 |
| Electrical Installation | 4.75 | 532,980.25 | 9,874.50 | 542,854.75 | 90,864.37 | 26,718.96 | 116,603.33 | 426,251.42 |
| Total | | 50,210,019.32 | 3,459,406.86 | 53,669,426.18 | 21,879,138.17 | 2,529,731.79 | 24,408,869.96 | 29,260,556.22 |
| Previous year | | 45,987,284.25 | 4,222,735.07 | 50,210,019.32 | 19,559,219.75 | 2,319,918.42 | 21,879,138.17 | 28,330,881.15 |

28,330,881.15

26,428,064.50



Appendix - I

Summary of Accounting Policies

1. Basis of Accounting

- 1.1.1 The financial statements have been prepared under the historical cost convention, in accordance with generally accepted accounting principles in India and the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to in Section 311 (3C) of the Companies Act, 1956.
- 1.1.2 The fundamental accounting assumptions relating to going concern, consistency and accrual have been followed.
- 1.1.3 Accounting concepts followed during the year are prudence, substance over form and materiality.
- 1.1.4 Accounting Policies not specifically referred to otherwise be consistent and in consonance with Generally Accepted Accounting Principles consistently followed by the company.
- 1.1.5 Use of Estimates
The preparation and presentation of financial statements requires estimates and assumptions and/or revised estimates and assumptions to be made that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known materialised.

1.2 Fixed Assets and Depreciation

All Fixed Assets are stated at cost which comprises the cost price, levies, duties, and other direct administrative expenses which have been incurred to bring the assets into intended use.

- a) Depreciation has been charged on fixed assets under the straight line method at the rates prescribed under schedule XIV to the Companies Act, 1956.
- b) No amount has been written off in respect of leasehold land.

1.3 Inventories

- i) Finished Goods: is valued at cost or net realisable value whichever is lower.
- ii) Raw Material and Packing Material are valued at cost (FIFO)

1.4 Gratuity

No provision has been made, as no employee has completed five years of employment to be eligible for Gratuity Payment.

1.5 Exchange Rate Fluctuation

- a) Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transaction.
- b) Current assets and Current Liabilities being monetary items in foreign currency remaining unsettled at the year end are converted at the year end rates.

1.6 Earning Per Share

The earning considered in ascertaining the company's earning per share comprises the net profit / (loss) for the period attributable to equity shareholders. The number of shares used in computing basic earning per share is the weighted average number of shares outstanding during the year.

1.7 Provision for Current and Deferred Tax

Provision for Current income tax is made on the taxable income using the applicable tax rules and tax laws. Deferred tax arising on account of timing difference and which are capable of reversal in one or more subsequent periods, is recognised using the tax rates and tax laws that have enacted or substantively enacted. Deferred tax assets are not recognised unless there is sufficient assurance with respect to reversal of the same in future years.



ACE EXPORTS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

CASH FLOW FROM OPERATING ACTIVITIES

| | 2011-12 | (Amount Rs. in Thousand) | 2010-11 |
|--|-----------------|--------------------------|-------------------|
| NET PROFIT / LOSS BEFORE TAX AND EXTRA ORDINARY ITEMS | (2,178.48) | | 3,170.15 |
| Adjustments for: | | | |
| Depreciation | 2,529.73 | 2,319.92 | |
| Interest on Long Term Borrowings | 1,075.25 | 3,604.98 | 3,135.85 |
| Net Profit / Loss before Change in Working Capital | 1,226.52 | 815.93 | 6,306.00 |
| Adjustment for Increase/Decrease in Inventories | 2,329.84 | (8,600.45) | |
| Provisions For Expenses | 24.29 | 183.57 | |
| Loans & Advances | 2,326.82 | (959.41) | |
| Trade Creditors Payable | 2,115.11 | (9,085.84) | |
| Sundry Debtors | (4,611.91) | 4,656.97 | |
| | 2,184.15 | | (13,805.16) |
| NET CASH USED IN OPERATING ACTIVITIES (A) | 3,412.67 | | (7,499.16) |

CASH FLOW FROM INVESTING ACTIVITIES

| | | | |
|--|-------------------|------------|-------------------|
| 1. Increase in Capital (W.I.P.) | | | |
| 2. Purchase of Fixed Assets | (3,459.41) | (4,222.74) | (4,222.74) |
| Net Cash used in Investing activities (B) | (3,459.41) | | (4,222.74) |

CASH FLOW FROM FINANCING ACTIVITIES

| | | | |
|---|--------------|-----------|------------------|
| Issue of Shares | 750.00 | 750.00 | |
| Secured Loans | 412.26 | 10,832.41 | |
| Interest Paid | (1,075.25) | (815.93) | |
| Net Cash from Financing activities (C) | 87.01 | | 10,766.48 |

Net Increase in cash & cash equivalents
(A+B+C)

| | | | |
|---|--------|----------|--------|
| | 40.27 | | 955.42 |
| Cash & Cash equivalents as at 1st April '2011 | 478.85 | 1,434.27 | |
| Cash & Cash equivalents as at 31st March 2012 | 519.12 | 478.85 | 955.42 |

For MEHROTRA & MEHROTRA,
Chartered Accountants
FRN000226C

(A.N. RASTOGI)
Partner

M No 70168

PLACE : KANPUR

DATE 16 AUG 2012



(R.S. ROOFI WAKI)
Managing Director

(M.A.W. KHURRAM)
Director

ACE EXPORTS LIMITED

20/157, PATKAPUR, KANPUR-208001

CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE PHILOSOPHY:

ACE Exports Limited ("the Company") believes in conducting its affairs in a fair, transparent and professional manner and maintaining the good ethical standards in its dealing with all its constituents.

Thus the Company is committed to follow good Corporate Governance practices which includes having experienced directors on the Board, adopting pragmatic policies and effective systems and procedures and subjecting business procedures to audits and checks measuring up to the required standards.

The policies and actions of the Company are in terms of applicable guidelines on Corporate Governance pursuant to clause 49 of the Listing Agreement of Stock Exchange, the following details are presented:

BOARD OF DIRECTORS:

1. The Board of Directors has more than 50% Non-executive Directors. The Chairman is an Executive Director. All the members of the Board are eminent persons with excellent qualifications and experience and have made valuable contribution to the Company.
2. The Board of Directors met at least once in a quarter to review the Company's performance and financial results.
3. The composition and details with regard to the Board of Directors are as under:

| Name of Directors | Category of Directors | No. of Directorships in other Public Companies | No. of Committees Memberships in other Public Companies |
|---------------------|-----------------------------|--|---|
| MR. R.S. ROOFI WAKI | VICE-CHAIRMAN & EXECUTIVE | NIL | NIL |
| MR. M.J. RAMZI | INDEPENDENT & NON EXECUTIVE | NIL | NIL |
| MR. M.A.W. KHURRAM | INDEPENDENT & NON EXECUTIVE | NIL | NIL |
| MRS. SHABANA ROOFI | NON EXECUTIVE | NIL | NIL |

During the financial year 2011-2012 Six Board meetings were held. The dates on which the Board meetings are as follows:

| S.NO. | DATE OF BOARD MEETINGS |
|-------|--------------------------------|
| 01 | 26 TH JUNE, 2011 |
| 02 | 22 ND JULY, 2011 |
| 03 | 16 TH AUGUST, 2011 |
| 04 | 30 TH OCTOBER, 2011 |
| 05 | 28 TH JANUARY, 2012 |
| 06 | 31 ST MARCH, 2012 |

ACE EXPORTS LIMITED

20/157, PATKAPUR, KANPUR-208001

The last Annual General Meeting was held on 30th September, 2011. Details regarding attendance of Directors at the Board meeting and Annual General Meeting held during the financial year are as follows:

| Name of Directors | No. of Board Meetings held during the tenure of Directors | No. of meetings attended | Last AGM Attended |
|---------------------|---|--------------------------|-------------------|
| MR. R.S. ROOFI WAKI | SIX | SIX | YES |
| MR. M.J. RAMZI | SIX | SIX | YES |
| MR. M.A.W. KHURRAM | SIX | SIX | YES |
| MRS. SHABANA ROOFI | SIX | SIX | YES |

AUDIT COMMITTEE:

The Company has constituted an Audit Committee of Directors in accordance with the requirements of section 292A of the Companies Act, 1956 read with clause 49 of the Listing Agreement. The Audit Committee consists of Mr. M.J Ramzi, M.A.W. Khurram, Mrs. Shabana Roofi all being Non Executive Directors. The broad terms of reference to the Audit Committee include, reviewing with management the quarterly and annual financial results/ statements, financial or risk management policies, adequacy of internal control systems and internal audit functions, overseeing of the Company's financial reporting process, recommending the appointment and removal of auditors etc.

During the financial year the Audit Committee met on:

| S.NO. | DATE OF MEETINGS OF AUDIT COMMITTEE |
|-------|-------------------------------------|
| 01 | 26 TH JUNE, 2011 |
| 02 | 22 ND JULY, 2011 |
| 03 | 16 TH AUGUST, 2011 |
| 04 | 30 TH OCTOBER, 2011 |
| 05 | 28 TH JANUARY, 2012 |

DETAILS OF REMUNERATION PAID TO ALL THE DIRECTORS:

The Company has continued its commercial production. On account of non availability of sufficient profits, the Directors have no increment any amount as remuneration from the Company.

| S.N | NAME | 2011-2012 | 2010-2011 |
|-----|-------------------|-----------|-----------|
| 1 | MR R S ROOFI WAKI | 5,90,000 | 5,25,000 |
| 2 | MS SHABANA ROOFI | NIL | NIL |
| 3 | MR M A W KHURRUM | NIL | NIL |
| 4 | MR M J RAMZI | NIL | NIL |

SHARE TRANSFER AND SHAREHOLDER'S GREIVANCE COMMITTEE:

The Share transfer & Shareholder's Grievance Committee was constituted to specifically look into Share Transfers and redressal of investor's complaints relating to transfer of shares, non-receipt of balance sheet, non-receipt of declared dividends etc. under the Chairmanship of Mr. M.A.W. Khurram who is independent, non-executive Director. The other members of the Committee are Mr. R.S. Roofi Waki, Managing Director and Mr. M.J. Ramzi, Director of the company.

ACE EXPORTS LIMITED

20/157, PATKAPUR, KANPUR-208001

Compliance Officer:

Since the Company was inoperative for past several years.

| | |
|--|-----|
| No. of Complaints received from Investors from 01.04.11 to 31.03.12 | NIL |
| Not solved to the satisfaction of the Shareholders | NIL |
| No. of pending share transfers | NIL |

DISCLOSURES:**a) ANNUAL GENERAL MEETINGS**

Location and time of last three Annual General Meetings:

| Year | Location | Date |
|-----------|--------------------------|------------|
| 2008-2009 | 20/157, Patkapur, Kanpur | 30.09.2009 |
| 2009-2010 | -----do----- | 30.09.2010 |
| 2010-2011 | -----do----- | 30.09.2011 |

For the year ended 31st March, 2012 there have been no resolutions passed by the Shareholders through postal ballot.

b) Related Party Transactions:

The company has not entered into any commercial transaction where Directors or their relatives have personal interests. There are no materially significant related party transactions which have potential conflict with the interest of the Company at large.

c) There has not been any non-compliance by the Company, penalties, strictures imposed on the Company by stock exchanges or SEBI or any Statutory authority on matter related to Capital markets during last three years.**d) Means of Communication:**

The Quarterly, Half yearly and annual results and information relating to Annual General Meeting, Book Closures is published as required under the listing agreement. In addition, the Company also files quarterly results, shareholding pattern etc. in such form so as to enable the Stock Exchanges on which the Company is listed to put it on its own web-site.

The Management Discussions and analysis is a part of this Annual Report and is annexed separately.

GENERAL SHAREHOLDER INFORMATION:**1. Annual General Meeting: [Date, Time and Venue]**

The 22nd Annual General Meeting of the Company is scheduled to be held on 29th September, 2012 at 12:30 P.M. at the Registered Office of the Company as per notice enclosed with the Annual Report.

ACE EXPORTS LIMITED

20/157, PATKAPUR, KANPUR-208001

2. Financial Calendar: [Tentative]

| | |
|--|-------------------|
| Financial Year | April-March |
| First Quarter Results | End July, 2012 |
| Half-yearly Results | End October, 2012 |
| Third Quarter Results | End January, 2012 |
| Results for the year ending March 31, 2013 | End June, 2013 |

3. Book Closure Dates:

The share transfer registers of the Company will remain closed from 22nd September, 2012 to 29th September, 2012 (both days inclusive) for the purpose of Annual General Meeting for the year 2012.

4. Dividend Payment Date:

No dividend shall be paid to the shareholders during the period under review.

5. Listing on Stock Exchanges:

The Equity Shares of the Company are listed on U.P. Stock Exchange Association Ltd., Civil Lines, Kanpur and Delhi Stock Exchange Association Ltd., DSE House, 3/1, Asaf Ali Road, New Delhi-110002.

The company has paid Listing Fee for the year 2012-2013 to the above Stock Exchanges.

6. Market Price Data:

Company's share price was not quoted during the year under review on account of the absence of trading of its shares in the Stock Exchange.

7. Share Transfer System:

Share Transfers in physical form can be lodged at the registered office of the company or to Post Box No. 39, Kanpur, 208001.

8. Distribution of Holdings:

The distribution of holdings as on 31.03.2012 is as follows:

| | | |
|------------------------------|---|-----|
| DIRECTOR AND THEIR RELATIVES | : | 42% |
| BODIES CORPORATE | : | 02% |
| OTHER TOP 50 SHAREHOLDERS | : | 27% |

ADDRESSES:

REGISTERED OFFICE:
20/157, PATKAPUR,
KANPUR-208001

CORRESPONDENCE ADDRESS:
POST BOX NO. 39,
KANPUR-208001

DATE : 16.08.2012

PLACE: KANPUR

**By Order of the Board
For ACE EXPORTS LIMITED**

**SD/-
(R.S. ROOFI WAKI)
MANAGING DIRECTOR**