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COMPANY INFORMATION

BOARD OF DIRECTORS

SHRI P.K. TYAGI	- DIRECTOR
SHRI B S RAJU	- WHOLETIME DIRECTOR
SHRI P. HARINADHA BABU	- INDEPENDENT DIRECTOR
SHRI G.NITYANAND	- INDEPENDENT DIRECTOR
SHRI S.RADHAKRISHNAN	- INDEPENDENT DIRECTOR
SHRI K.DEEPAK	- DIRECTOR
SHRI S. ANAND REDDY	- CHIEF FINANCIAL OFFICER (CFO)
SHRI T.THIRUMALESH	- COMPANY SECRETARY & COMPLIANCE OFFICER

AUDITORS : ***M/s. G.L. KOTHARI & CO.***
Chartered Accountants
No. 23, Arihanth Complex, Third Floor,
A. M. Road, J. C. Road Cross,
Bangalore - 560 002
Phone: 080 416 08883
E- Mail: glk@glkothari.com.

REGISTERED OFFICE : ***25-A, Attibele Industrial Area,***
Attibele -562 107, Bangalore district.
Phone No.: 080 27820407 ,
Fax: 27820207
Website : www.midwestgoldltd.com
E-mail-ID : novagranites1990@gmail.com



CORPORATE OFFICE : 8-2-684/3/25&26, Road No.12,
Banjara Hills, Hyderabad,
Telangana- 500 034.
Ph : 040-23305194. Fax : 23305167

**REGISTRAR AND
SHARE TRANSFER AGENT** : **Bigshare Services Private Limited.,**
G-10, Left Wing, Amrutha Ville,
Opposite Yashoda Hospital,
Somajiguda, Rajbhawan Road,
Hyderabad – 500082.

LISTED AT : Bombay Stock Exchange Limited
The Bangalore Stock Exchange Limited
The Ahmadabad Stock Exchange Limited
The Delhi Stock Exchange Limited

CIN NO : L13200KA1990PLC011396



NOTICE

Notice is hereby given that the **Twenty Fourth Annual General Meeting** of the members of Midwest Gold Limited will be held on Monday, the 29th September, 2014 at 11.00 A.M **at the Registered office of the Company at 25-A, Attibele Industrial Area, Attibele - 562107**, Bangalore District to transact the following business:

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2014 and the Profit and Loss Account for the financial year ended on that date along with the Report of Directors and the Auditors thereon.
2. To appoint Director in the place of Sri K. Deepak who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint M/s. G.L. Kothari & Co., Chartered Accountants Bangalore, Firm Registration Number 001445S, as statutory Auditors of the Company who shall hold office from the conclusion of this AGM for three consecutive years until the conclusion of the 27th AGM of the Company and to fix their remuneration and to pass the following resolution :

“RESOLVED THAT pursuant to the provisions of sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under and pursuant to the recommendations of the Audit Committee of the Board, M/s. G.L. Kothari & Co., Chartered Accountants Bangalore, Firm Registration Number 001445S ,be and is hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this AGM, for three consecutive years until the conclusion of the 27th AGM of the Company, subject to ratification of appointment by the members at every AGM held after this AGM, on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to reimbursement of all out of- pocket expenses and such remuneration may be paid on progressive billing basis to be agreed upon between the Auditors and Board of Directors .”

AS SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri P. Harinadha Babu (DIN: 01251310), who was appointed as Independent Director of the Company under the provisions of the Companies Act, 1956 and liable to retire by rotation under the said Act, 1956 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature



for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years up to 28th September, 2019, and whose office is not subject to liable to retire by rotation.”

5. To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri G. Nityanand (DIN: 00078426), who was appointed as Independent Director of the Company under the provisions of the Companies Act, 1956 and liable to retire by rotation under the said Act, 1956 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years up to 28th September, 2019, and whose office is not subject to liable to retire by rotation.”

6. To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri. S. Radhakrishnan (DIN: 00196796), who was appointed as Independent Director of the Company under the provisions of the Companies Act, 1956 and liable to retire by rotation under the said Act, 1956 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years up to 28th September, 2019, and whose office is not subject to liable to retire by rotation.”

7. To consider and if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION:**

“RESOLVED THAT in suppression of the Ordinary Resolution adopted at the Postal Ballot Meeting held on 7th March, 2012 under Section 293 (1)(d) under the provisions of the Companies Act, 1956 and pursuant to section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modifications or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the company, provided that the total amount borrowed and outstanding at any point of time, apart from the temporary loans obtained or to be obtained from the Company’s Bankers in the ordinary course of



business, shall not be in excess of Rs. 50 Crores (Rupees Fifty Crores only) over and above the aggregate of the paid up share capital and free reserves of the Company.”

8. To consider and if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

BY THE ORDER OF THE BOARD

Sd/-

B.S.RAJU

WHOLE TIME DIRECTOR

Place : Hyderabad
Date : 13.08.2014



NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND TO VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE MEETING.**
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.
3. The Register of Members and the Share Transfer Books will remain closed from 17th September, 2014 to 19th September, 2014 (both days inclusive).
4. Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting.
5. Members are requested to quote their Registered Folio No on all correspondence with the Company.
6. Members are requested to send all communication relating to shares to the Company's Share Transfer Agents (Physical and Electronic) at Bigshare Services Private Limited., G-10, Left Wing, Amrutha Ville, Opposite- Yashoda Hospital, Somajiguda, Rajbhawan Road, Hyderabad – 500082.
7. The information pursuant to Clause 49 of the Listing Agreement with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is annexed.
8. In view of the green initiatives taken by the Ministry of Corporate Affairs all the members of the Company are hereby requested to send their email IDs to novagrancies1990@gmail.com or info@midwestgoldltd.com to send the annual reports and other information electronically.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar.
10. **e-voting :**
In compliance with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014 and Clause 35B of the Listing Agreement Midwest Gold Limited ("the Company") is pleased to provide to the shareholders the facility to exercise their right to vote at the AGM by electronic means and the business may be transacted through e-voting services provided by M/s. Karvy Computershare Private Limited. Members may exercise their vote at any general meeting by electronic means and the Company may adopt any resolution by way of the electronic voting system.



Further, the Company has appointed Mr. Prathap Satla Practicing Company Secretary, Hyderabad, having their office situated at H.No. 6-3- 1238/15/1, Flat No. 301, 3rd Floor, Elite Heights, Somajiguda, Hyderabad – 500082, Who in the opinion of the Board is a duly qualified person, as a Scrutinizer to collate the electronic voting process in a fair and transparent manner.

Process for e-voting:

The Company has arrangements with M/s. Karvy Computershare Private Limited ('Karvy') for facilitating e-voting to enable the Shareholders to cast their vote electronically.

A. Members who received the notice through e-mail :

- (i). Launch internet browser by typing the following URL: <http://evoting.karvy.com>.
- (ii). Enter the login credentials (i.e., User ID and password mentioned in your email/ AGM Notice). Your Folio No. / DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.

User Id :

For Members holding shares in Demat form :

- a. For NSDL: 8 character DP ID followed by 8 digit Client ID
- b. For CDSL: 16 digit Beneficiary ID/Client ID

For Members holding shares in Physical form :

Event No. (EVENT) followed by Folio No. registered with the Company.

Password :

Your unique password is annexed/attached to the AGM Notice/provided in the email forwarding the electronic notice.

- (iii). After entering these details appropriately, Click on "LOGIN".
- (iv). You will now reach password Change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (v). After changing password, you need to login again with the new credentials.
- (vi). On successful login, the system will prompt you to select the "EVENT" i.e. **Midwest Gold Limited**.
- (vii). On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

- (viii). You may then cast your vote by selecting an appropriate option and click on "Submit", a confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any numbers of times till they have voted on the Resolution.
- (ix). Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI, etc.) are additionally required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email ID: **sprathapacs@gmail.com**, with a copy marked to **evoting@karvy.com**. The scanned image of the above mentioned documents should be in the naming format "Corporate Name EVENT NO."

B. In case of Members receiving AGM Notice by Post/Courier:

- (i). Please use the User ID and initial password as provided in the AGM Notice Form.
- (ii). Please follow all steps from Sr. No. (i) To (ix) as mentioned in (A) above, to cast your vote.

C. The e-voting period commences on 24th September, 2014 at 10.00 A.M. and ends on 25th September, 2014 at 5.00 P.M. (both days inclusive).

11. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. Varghese P A of Karvy Computershare Pvt Ltd at 040 44655000 or at 1800 345 4001 (toll free).
12. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not be allowed to vote again at the Meeting.
13. **Mr. Prathap Satla**, Practising Company Secretary, as Scrutinizer for conducting the e-voting process in accordance with law. The Scrutinizer's decision on the validity of e-voting shall be final.
14. The Scrutinizer shall, within a period of three working days from the date of conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a scrutinizer's report of the votes cast in favor or against, if any, and submit to the Chairman.
15. The result of voting will be announced by the Chairman of the AGM at or after the AGM to be held on 29th September, 2014 and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favor of the Resolutions.
16. The result of the voting along with Scrutinizers' Report will be communicated to the stock exchanges and will also be hosted on the website of the Company www.midwestgoldltd.com and on Karvy's website ([https:// evoting.karvy.com](https://evoting.karvy.com)) within two (2) days of passing of resolutions.
17. The voting rights for the shares are one vote per equity share, registered in the name of the shareholders / beneficial owners as on cut-off date of 29th August,

2014. Members holding shares either in physical form or dematerialized form may cast their vote electronically. Members who do not cast their vote electronically, may only cast their vote at the Annual General Meeting.

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

Item No. 4

Shri P. Harinadha Babu is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company in March, 2006.

Shri P. Harinadha Babu retires by rotation at the ensuing Annual General Meeting under the erstwhile applicable provisions of the Companies Act, 1956. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Shri P. Harinadha Babu, is proposed to be appointed as an Independent Director for five consecutive years for a term upto 28th September, 2019. A notice has been received from a member proposing Shri P. Harinadha Babu as a candidate for the office of the Independent Director of the Company.

In the opinion of the Board, Shri P. Harinadha Babu fulfils the conditions specified in the Companies Act, 2013 and rules made there under for his appointment as an Independent Director of the Company and is independent of the management.

Shri P. Haranadha Babu, is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Company has received a declaration from Shri P. Haranadha Babu that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Shri P. Harinadha Babu as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Shri P. Harinadha Babu as an Independent Director, for the approval of the shareholders of the Company. He is not subject to liable to retire by rotation.

Brief resume of Shri P. Harinadha Babu, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Additional information Report forming part of the Annual Report.

Copy of the draft letter for appointment of Shri P. Harinadha Babu as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Except Shri P. Harinadha Babu, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

Item No. 5

Shri G. Nityanand is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company in May, 2010.

Shri G. Nityanand was appointed under the erstwhile applicable provisions of the Companies Act, 1956. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Shri G. Nityanand being eligible and offering himself for appointment as an Independent Director for five consecutive years for a term upto 28th September, 2019. A notice has been received from a member proposing Shri G. Nityanand as a candidate for the office of Director of the Company.

In the opinion of the Board, Shri G. Nityanand fulfils the conditions specified in the Companies Act, 2013 and rules made there under for his appointment as an Independent Director of the Company and is independent of the management.

Shri G. Nityanand, is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Company has received a declaration from Shri G. Nityanand that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Shri G. Nityanand as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Shri G. Nityanand as an Independent Director, for the approval of the shareholders of the Company. He is not liable to retire by rotation.

Brief resume of Shri G. Nityanand, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Additional information Report forming part of the Annual Report.

Copy of the draft letter for appointment of Shri G. Nityanand as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Except Shri G. Nityanand, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

Item No. 6

Shri. S. Radhakrishnan is a Non-Executive Independent Director of the Company. He joined the Board of Directors of the Company in March, 2006.

Shri S. Radhakrishnan was appointed under the erstwhile applicable provisions of the Companies Act, 1956. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Shri S. Radhakrishnan being eligible and offering himself for appointment as an Independent Director for five consecutive years for a term upto 28th September, 2019. A notice has been received from a member proposing Shri S. Radhakrishnan as a candidate for the office of Director of the Company.

In the opinion of the Board, Shri S. Radhakrishnan fulfils the conditions specified in the Companies Act, 2013 and rules made there under for his appointment as an Independent Director of the Company and is independent of the management.

Shri S. Radhakrishnan, is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Company has received a declaration from Shri S. Radhakrishnan that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Shri S. Radhakrishnan as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Shri S. Radhakrishnan as an Independent Director, for the approval by the shareholders of the Company. He is not liable to retire by rotation.

Brief resume of Shri S. Radhakrishnan, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Additional information Report forming part of the Annual Report.

Copy of the draft letter for appointment of Shri S. Radhakrishnan as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Except Shri S. Radhakrishnan, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

ITEM No.7

The members of the Company at their Postal Ballot meeting held on 7th March, 2012 had approved by way of an Ordinary Resolution under Section 293(1) (d) of the Companies Act, 1956 borrowings over and above the aggregate of paid up share capital and free reserves of the Company provided that the total amount of such borrowings together with the amounts already borrowed and outstanding at any point of time shall not be in excess of 50 Crores (Rupees Fifty crores Only).

Section 180 (1)(c) of the Companies Act, 2013 effective from September 12, 2013 requires that consent of the company accorded by way of a special resolution is required to borrow money in excess of the company's paid up share capital and free reserves. Further, as per the clarification issued by the Ministry of Corporate Affairs approval granted by the shareholders by way of an ordinary resolution shall be valid for one year from the date Section 180 became effective. Thus, the approval granted by members is valid up to 11th September, 2014.

It is, therefore, necessary for the members to pass a Special Resolution under Section 180(1) (c) of the Companies Act, 2013, as set out at Item No. 7 of the Notice. The Board recommends the resolution for approval by the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 7 except to the extent of their share holding.

ITEM No. 8

The existing Articles of Association ("AoA") is based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the recently enacted Companies Act, 2013 (the "Act").

Many of the provisions of the erstwhile Companies Act were amended/deleted and the provisions of the new Act is now largely in force. On September 12, 2013, the Ministry of Corporate Affairs ("MCA") had notified 98 Sections for implementation. Subsequently, on March 26, 2014, MCA notified most of the remaining Sections (barring those provisions which require sanction / confirmation of the National Company Law Tribunal ("Tribunal") such as variation of rights of holders of different classes of shares (Section 48), reduction of share capital (Section 66), compromises, arrangements and amalgamations (Chapter XV), prevention of oppression and mismanagement (Chapter XVI), revival and rehabilitation of sick companies (Chapter XIX), winding up (Chapter XX) and certain other provisions including, *inter alia*, relating to Investor Education and Protection Fund (Section 125) and valuation by registered valuers (Section 247). However, substantive sections of the Act which deal with the general working of companies stand notified.

With the Act coming into force, several regulations of the existing AoA of the Company require alteration or deletions. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles.

The new AoA to be substituted in place of the existing AoA is based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 8 of the Notice. The Board recommends the Special Resolution set forth in Item No. 8 for approval of the shareholders.

BY THE ORDER OF THE BOARD

Sd/-

B.S.RAJU

WHOLE TIME DIRECTOR

Place : Hyderabad
Date : 13.08.2014

ADDITIONAL INFORMATION

(Pursuant to Clause 49 IV (G) of the Listing Agreement)

Sri G. Nityanand is a commerce graduate having vast experience in the field of business. His services are considered to be useful to the Company in various aspects.

He is also Director in the following Companies:

1. M.R. Avenues Private Limited
2. N.S. Infrastructure Private Limited

Shareholding in the Company : Nil

Sri Deepak Kukreti is a graduate of Hotel Management, having vast experience in the field business. His services are considered to be useful to the Company in various aspects.

He is also Director in the following Companies:

1. S-Square Bistros Private Limited
2. Reliance Granite Private Limited
3. DRK (IND) Trading Private Limited
4. Yarra Agro Estates Private Limited
5. RDT Diamond Tools Private Limited

Shareholding in the Company : Nil

Sri P.Harinadha Babu is a retired Director General (GSI) and also having vast experience in the field of business and geological information. His services are considered to be useful to the Company in various aspects.

He is not Director in other Companies.

Shareholding in the Company : Nil

SRI S.RADHA KRISHNAN is a Diploma holder in engineering and having vast experience in the filed of mining machinery industry. He is considered as one of the best experts and technically sound person in the Country in the mining machinery installation and maintenance. The Board considers the knowledge and experience of Sri S.Radha Krishnan , as invaluable use for the Company.

He is the Managing Director of Manjal Granite and Marble Private Limited.

Shareholding in the Company : NIL

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting the **TWENTY FOURTH ANNUAL REPORT** together with the Audited Accounts of the company for the financial year ended 31st March, 2014.

FINANCIAL HIGHLIGHTS:

The performance of the company for the financial year ended 31st March 2014 is summarized below.

PARTICULARS	(Rupees In Lakhs)	
	2013-14	2012-13
Gross Revenue	111.37	680.36
Total Expenditure	162.55	658.48
Profit/ (Loss) before Financial Charges, Depreciation and Taxation	(51.18)	21.88
Less : Financial Charges	2.27	6.69
Depreciation	6.32	6.22
Profit/(Loss) before Tax (PBT)	(59.78)	8.97
Less/Add: Profit/ loss on sale / discard nation of Fixed Assets	0	0
Less : (Income Tax)	0	0
Add: Provision for Fringe Benefit Tax	0	0
Add: Provision for Deferred Tax Liability / (Asset)	(18.93)	2.77
Profit/(Loss) after Tax	(40.84)	6.19

PERFORMANCE

Your Company achieved a Turnover of Rs. 111.37 Lacs when compared to Rs 680.36 lacs during the previous year. The operations of the Company resulted in a Loss of Rs.59.78 lacs when compared to Profit of Rs. 8.97 Lacs before taxes during the previous year.

FUTURE OUTLOOK:

The management has done well to ensure sustain operations. However, due to low income, high cost, and expenditure, the operations resulted in loss as specified above. Efforts are being made to improve the turnover and reduce the costs involved in the coming years and also for improving the overall business activities of the Company.

DIRECTORS' REPORT

The Management is also looking to enhance the profit in the ensuing financial year.

DIVIDEND:

Your Directors do not recommend any dividend for the financial year 2013-2014, in view of the loss in the current year and accumulated losses.

FIXED DEPOSITS:

We have not accepted any fixed deposits and as such no amount of principal or interest as outstanding as on the Balance Sheet Date.

DIRECTORS:

Shri K. Deepak, director is retiring at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. There are three independent directors on the Board of Directors of the Company viz. Shri. P.Haranadha Babu, Shri. G.Nityanand and Shri S.Radha Krishnan. Till this AGM these Directors are subject to liable to retire by rotation.

According to the Companies Act, 2013, w.e.f : 01-04-2014 the independent directors should be appointed for a period of five years by passing Ordinary Resolution and for another Five years they should be appointed by passing Special Resolution since the said Act mandated for appointment of Independent Director for two consecutive terms of five years and there should be a gap of minimum three years period after 10 years period as prescribed. It is silent about the continuation of existing independent directors. However by implication the existing directors can only be continued for a period of five years if they appointed.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Clause 49 of the Listing Agreements with the Stock Exchanges.

AUDITORS:

The Auditors, M/s. G.L. Kothari & Co., Chartered Accountants, Bangalore retire at the ensuing Annual General meeting and, being eligible, offer themselves for reappointment subject to the time stipulated in the notice of the AGM.

The Company has received letter from the auditors to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment.

INTERNAL AUDIT:

The company does not have an internal audit system commensurate with the size and nature of its business. However the company has its own internal control system which enables it from time to time to monitor employee adherence to internal procedure and external regulatory guidelines.

DIRECTORS' REPORT

COST AUDIT :

The Board of Directors at their meeting held on 30th May, 2013 had appointed M/s. P. Krishna Reddy & Co., Cost Accountant, as the Cost Auditor of the Company for the FY 2013-14. The Cost Auditor has submitted his Cost Complaints Report and the Board has approved the said Report in the Board Meeting held on 13th August, 2014. The Company will file the Cost Audit Report with in the due date.

PARTICULARS OF EMPLOYEES:

There are no employees whose particulars are required to be furnished under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of employees) Rules, 1975, and as amended from time to time as remuneration, none of the employees is in excess of Rs. 5,00,000/- per month, if employed for the part of year or Rs. 60, 00,000/- per annum during the financial year 2013-14.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors of your Company hereby report:

- (i) that in the preparation of Annual Accounts for the financial year ended 31st March, 2014, the applicable accounting standards have been followed along with the proper explanation relating to material departures, if any, there from;
- (ii) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (iii) that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) that the directors have prepared the annual accounts on a going concern basis.

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

The details regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo as required by section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of the particulars in the report of the Board of Directors) Rules, 1988 are given as Annexure A and forms part of this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report, pursuant to Clause 49 of the Listing Agreement forms part of this Report and is annexed hereto.



DIRECTORS' REPORT

CORPORATE GOVERNANCE:

The Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance enunciated in Clause 49 of the Listing Agreement with the Stock Exchanges. A separate report on Corporate Governance is annexed herewith, as a part of the Annual Report along with the Auditor's Certificate on its compliance.

COMPLIANCE CERTIFICATE:

The Company has obtained Compliance Certificate for the financial year 2013-14, pursuant to the provisions of Section 383A of the Companies Act, 1956 from a qualified Company Secretary in whole time practice. A copy of the same is attached to this report.

LISTING:

Your Company's shares are presently listed on the Stock Exchanges of Bombay, Bangalore, Ahmadabad, and Delhi. However there is no trading in Bangalore, Ahmadabad and Delhi, since the said stock exchanges are not providing trading platform. The Ahmadabad Stock Exchange suspended the listing status of the Company w.e.f 01.06.2014 due to non payment of listing fees. This may not effect any rights of the share holders since the said stock exchange is not providing any trading platform for the share holders since several years.

ACKNOWLEDGEMENTS:

The Board of Directors would like to place on record its appreciation towards all the employees & the managerial personnel of the company for their contribution in the operations of the company during the year under review. The Directors would also like to record their sincere thanks to the Company's bankers, Central and State Government officials, customers, vendors and the shareholders for their continued support and co-operation.

BY THE ORDER OF THE BOARD

For MIDWEST GOLD LIMITED

Sd/-

P.K. Tyagi

Director

Sd/-

B.S.Raju

Whole Time Director

Place : Hyderabad

Date : 13.08.2014



Annexure – A

INFORMATION UNDER SECTION 217(1) (e) OF THE COMPANIES ACT, 1956, READ WITH COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF THE BOARD OF DIRECTORS) RULES, 1988.

A. CONSERVATION OF ENERGY:

- i. The Operations of the Company require extensive use of power and the company is supplementing its power requirement by use of generators installed in the Factory.
- ii. The Company has not made any additional investments and has not proposed any amount for reduction of consumption of energy.
- iii. There is no impact of the measures at (i) and (ii) above for reduction of energy consumption and consequent impact on the cost of production of goods.
- iv. Disclosure under Form A is not applicable to the Company.

B. TECHNOLOGY ABSORPTION:

FORM B

(Disclosure of particulars with respect to technology Absorption)

i) Research and Development (R & D):

Specific areas in which R & D carried out by the Company : NIL

Benefits derived as a result of the above : NIL

Future plan of action : NIL

Expenditure on R & D : NIL

ii) Technology absorption, adaptation and innovation : NIL

C) FOREIGN EXCHANGE EARNINGS AND OUT GO :

Foreign Exchange earnings and outgo : **Rs in Lacs**

(On receipts and payments basis)

Particulars	Rs in Lacs	
	2013-2014	2012-2013
Foreign Exchange Earnings	0.00	0.00
Foreign Exchange Outgo	72.71	567.50

**BY THE ORDER OF THE BOARD
For MIDWEST GOLD LIMITED**

Sd/-
P.K. Tyagi
Director

Sd/-
B.S.Raju
Whole Time Director

Place : Hyderabad

Date : 13.08.2014



FORM (See Rule 3)
COMPLIANCE CERTIFICATE

CIN No : L13200KA1990PLC011396
Authorised capital : Rs. 20, 00, 00,000/-
Paid up capital : Rs. 3, 27, 00,000/-

To
The Members of
Midwest Gold Limited
(Formerly Nova Granites (India) Limited.)

I have examined the Registers, Records, Books and papers of **M/s Midwest Gold Limited (Formerly Nova Granites (India) Limited)** (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2014. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents. I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities prescribed under the Act and rules made there under.
3. The Company being a public limited Company, the provisions of Section 3 (1) (iii) (b), (c) and (d) are not applicable to the Company.
4. The Board of Directors duly met 4 (Four) times respectively on 30.05.2013, 14.08.2013, 14.11.2013 and 14.02.2014 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from 18th September, 2013 to 20th September, 2013 (both days inclusive) and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31.03.2013 was held on 26.09.2013 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
7. No Extra-ordinary General Meeting was held during the financial year.



FORM (See Rule 3)
COMPLIANCE CERTIFICATE

8. As per the explanations and clarifications provided, the Company has not advanced loans to its directors or persons or firms or companies referred to under section 295 of the Act during the year under review.
9. As per the explanations and clarifications given, the Company has not entered into contracts falling within the purview of section 297 of the Act during the year.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As per the explanations and clarifications provided by the management there were no instances falling within the purview of section 314 of the Act, and accordingly the Company has not required to obtain any approvals from the Board of Directors, Members or Central Government.
12. The Board of Directors or duly constituted Committee of Directors has not required to approve the issue of duplicate share certificates during the year under review.
13. The Company :
 - i. Has duly delivered all the certificates on lodgment thereof for transfer / transmission of securities or any other purpose in accordance with the provisions of the Act during the year.
 - ii. Has not deposited any amount in separate Bank Account as no dividend was declared during the financial year.
 - iii. Was not required to post warrants to any member of the Company as no dividend was declared during the financial year.
 - iv. Has not transferred the amounts in unpaid dividend account, application money due for refund, matured debentures, matured deposits and the interest accrued thereon which have remained unclaimed or unpaid for a period of Seven years to Investor Education and Protection Fund – No such cases
 - v. Has duly complied with the requirements of section 217 of the Act.
14. The Board of directors of the Company is duly constituted. Two directors who were retired by rotation at the annual general meeting held on 26.09.2013 have been re-appointed.
15. There is no appointment of Director or Managing Director during the year under review.
16. The Company has not appointed any sole selling agents during the financial year.
17. As per the clarifications and explanations provided to me, the Company is not required to obtain approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies or such other authorities as prescribed under the various provisions of the Act during the year.



FORM (See Rule 3)
COMPLIANCE CERTIFICATE

18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and rules made there under.
19. The Company has not issued /allotted any shares/ debentures/ or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was/were no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited or/accepted any public deposits pursuant to section 58A and 58AA, of read with companies (Acceptance of Deposit) Rules 1975, including any unsecured loans falling within the purview of section 58A during the financial year.
24. The Company has not borrowed any money (ies) from the directors, members, public financial institutions, banks during the financial year. However it has borrowed from the Companies for its day to day operations which is not prejudicial to the interest of the Company.
25. The company has not given guarantees to other bodies corporate in accordance with Section 372A of the Companies Act, 1956 during the financial year 2013-14. The Audit Committee has been duly constituted.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital during the year under scrutiny.
30. The Company has not altered its Articles of Association during the year under scrutiny.
31. There was/were no prosecution initiated against or show cause notices received by the Company during the year.
32. The Company has not received any amount as security from its employees during the year under certification as per the provisions of section 417(1) of the Act.



FORM (See Rule 3)
COMPLIANCE CERTIFICATE

33. The Company has not constituted any provident fund for its employees pursuant to the provisions of Section 418 of the Act.

Place: Hyderabad

Date: 13.08.2014

Sd/-

NAME : G. Shyam Krishna

C P No: 13041

M. NO: A22569



Annexure - A

Statutory Registers as maintained by the Company

1. Register of Charges U/s 143
2. Register of Members U/s 150 obtained from the Share Transfer Agents Regularly.
3. Register of Share Transfers obtained from the Share Transfer Agents Regularly.
4. Minute Books of Board Meetings, Committee Meetings and
5. Minute Books of General Meetings U/s 193
6. Register of particulars of contracts in which Directors are interested U/s 301
7. Register of Directors, Managing Director, Manager and Secretary U/s 303
8. Register of Directors Shareholding U/s 307
9. Register of Investments/Guarantees/Securities under Section 372A of the Companies Act, 1956,



Annexure - B

Forms and Returns as filed by the Company with Registrar of Companies during the financial year ending 31st March 2014.

SL No	Form No/Return	Under section	Description	Date of filing	Whether filed Within prescribed Time- Yes/No	If delay in filing whether requisite Additional fee paid-Yes/No
1.	Form 23AC& ACA	220	Annual Reports for the year 2012-13.	24/01/2014	NO	YES
2.	Form20-B	159	Annual Return for the Year 2012-2013	25/11/2013	YES	NO
3.	Form 66	383A	Compliance Certificate	23/10/2013	YES	NO
4.	FORM A-XBRL	209(1)(d), 600(3)(b)	Cost Compliance Report	25/09/2013	YES	NO

Place: Hyderabad

Date: 13.08.2014

Sd/-

NAME: G. Shyam Krishna

C P No: 13041

M. NO: A22569

MANAGEMENT DISCUSSION & ANALYSIS

OVERVIEW :

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1956, guidelines issued by the Securities and Exchange Board of India (SEBI) and other statutory requirements. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions and reasonably present our state of affairs, profits and cash flows for the year.

INDUSTRY REVIEW

Contribution of mining sector to India's GDP has been stagnant at around 1.2% over the last decade. The Indian mining sector grew at a CAGR of 7.3% in the last decade compared to 22% in China for the same period. The percentage of population employed in mining sector in India is only 0.3% as compared to 3.8% in South Africa, 1.4% in Chile and 0.7% for China. Employment in the Indian mining sector has grown at a rate of about 3% per annum over the last 10 years. (Source : Ministry of Mines, Government of India).

Recent global trends indicate that there is a rising demand relative to supply and increasing cost of mining leading to an increase in commodity prices. Replenishing mineral reserves has become more difficult due to declining ore grades and additional challenges such as inadequate infrastructure and human capital, critical to support the growth of the sector. The Governments worldwide are adopting progressive policy measures to boost mining and mineral exploration in their countries. The Indian Government, too, has initiated several measures like the new mining legislation (still awaiting the approval of the Indian Parliament) and Sustainable Development Framework. The mining and mineral exploration industry keenly awaits the legislative and regulatory initiatives from the Government to promote private and foreign investment and introduction of internationally compatible mining policies.

RISKS AND CONCERNS :

The Company has applied for RP/PL for gold exploration which is highly speculative in nature and subject to several approvals and operational risks. These risks include exploration and mining risks, delays in approvals to undertake exploration activities, delays in grant of appropriate mineral concession licences, actual resources differing from estimates, operational delays and the availability of equipment, personnel and infrastructure.

The Company is also dependent on key personnel and subject to actions of third parties, including the staff, other contractors and suppliers.

The Company's operations are also subject to government laws and regulations, particularly environmental and land acquisition regulations.

MANAGEMENT DISCUSSION & ANALYSIS

The Company's future revenues from product sales will be affected by changes in the market price of gold which is affected by numerous factors which are beyond its control. These include international supply and demand, the level of consumer product demand, international economic trends, currency exchange rate fluctuations, the level of interest rates, rate of inflation, global or regional political events and international events as well as a range of other market forces. In the absence of cash flow from operations, the Company may have to rely on capital markets / private equity investment to fund its operations. The Company's ability to raise further funds will depend on the success of existing operations.

All the above factors notwithstanding, your Company and its Directors believe that they have adequate experience and access to expertise and capital sources that will enable the Company to successfully develop, launch and execute its projects successfully.

OUT LOOK AND OPPORTUNITIES :

India has the right geological potential for discovery and development of new gold mines. The 12th Five Year Plan Core Group on Precious Metals has estimated that it is possible to produce about 45 tonnes of gold in the last year (2017) of the Plan.

With the untapped mineral potential in India, the contribution of the mining sector in the GDP should aspire to around 7-8% over 20 years. The mining sector needs to play a major role if India has to realize the potential growth of 9% per annum in the coming years.

To unlock the potential of the mineral sector, the Indian Government would need to rework the legislative framework for transparent, safe, scientific & sustainable mining and effective regulation. Concerted action is required to promote scientific exploration for expanding the mineral reserves in India to its full potential. India needs to ensure globally best, fair, transparent and efficient process for the mineral concession system that reduces permit delays to create a more favourable policy environment.

Despite all these shortcomings, the gold exploration and mining sector holds substantial potential to contribute to the growth of the economy and create value for all stakeholders, including the Central Government, State Government (s) and the community at large .

To sum up Midwest Gold Limited will implement the RP/PL of the gold mines if the government of India sanction the RP/PL in its favor with state of the art technology; a large pool of well trained geologists, geophysicists and mining engineers to generate a mineral-based economic development of enormous scale and value.

RISK MANAGEMENT :

The Company has the mechanism to combat the risks of exposure to Business, Assets and Financial Risks in the form of competition, accidents, natural calamities, obsolescence, and fluctuations in foreign currency etc. **The management of your company is on constant vigil to combat any eventuality that may pose threat to the company's business.**

SEGEMENT-WISE PERFORMANCE:

In view of getting difficulties in obtaining in RP/Prospecting Licenses from the Government of India/State Government and to avoid the long gestation period for getting the revenues , the Company is now operating in two segments, one is processing and the other is trading of marble and granite apart from its gold activities . Hence the segment wise disclosure was made under Accounting Standard 17 on Segment Reporting. However the Company has not made any turnover with regard to gold mining/processing as the applications for RP/Prospecting license filed for gold mining are still pending before the Government of India. Due to over fluctuations in Gold Trading, the Company has discontinued the exclusive trading in Gold from a couple of years.

INTERNAL CONROL SYSTEMS AND THEIR ADEQUACY:

The philosophy we have with regard to internal control systems and their adequacy has been formulation of effective systems and their strict implementation to ensure that assets and interests of the Company are safeguarded; checks and balances are in place to determine the accuracy and reliability of accounting data. The Company has a well defined organization structure with clear functional authority, limits for approval of all transactions. The Company has a strong reporting system, which evaluates and forewarns the management on issues related to compliance. Company updates its internal control system from time to time, enabling it to monitor employee adherence to internal procedures and external regulatory guidelines.

FINANCIAL PERFORMANCE & OUTLOOK:

Your Company achieved Turnover of Rs. 111.37 lacs when compared to Rs 680.36 lacs during the previous year. The operations of the Company resulted in loss of Rs.59.78 lacs when compared to Profit of Rs.8.97 lacs before taxes during the previous year.

The management has done well to ensure sustain operations. However, due to high cost and expenditure, the operations resulted into losses. Efforts are being made to reduce the costs involved. The Management is also looking to get profits in the ensuing financial year.

PERSONNEL:

Human wealth is the ultimate wealth for any industry. The Company recognizes this fact and understands that employees are one of the most important sources for sustained growth of any business. Quality personnel delivering their optimum potential for the organization is the key differentiator. The Company maintained good relations with its employees and there was no unrest in the Company at any point of time during the year.



REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

Corporate Governance is the set of processes, customs, policies, laws and institutions affecting the way a company is directed, administered or controlled. It is a system of structuring, operating and controlling a company with a view to achieve long term strategic goals to satisfy shareholders, creditors, employees, customers and suppliers.

Corporate governance is based on principles such as conducting the business with all integrity and fairness, being transparent with regard to all transactions, making all the necessary disclosures and decisions, complying with all the laws of the land, accountability and responsibility towards the stakeholders and commitment to conducting business in an ethical manner.

Your Company adheres to the principles of corporate governance and commits itself to accountability and fiduciary duty in the implementation of guidelines and mechanisms to ensure its corporate responsibility to the members and other stakeholders.

2. BOARD OF DIRECTORS

During the Financial year ended 31st March, 2014, Board of Directors met 4 (Four) times as mentioned below and gap between two Board meetings did not exceed four months. None of the Directors on the Board is a member in more than 10 committees and none of them act as Chairman of more than five committees across all companies in which he is a Director :

30.05.2013	14.08.2013
14.11.2013	14.02.2014

The attendance at the Board Meetings conducted during the 12 months period ended 31st March, 2014 and at the Annual General Meeting as also the number of Directorships and committee memberships (other than Midwest Gold Limited) are given below :



REPORT ON CORPORATE GOVERNANCE

Name of Director	Category	Designation	No. of Board Meetings Attended	Attendance at previous AGM	No. of Directorships held in other companies		No. of other Board/ Committee he/ She is a Member/ Chairman	
					Public	Private	Public	Private
K. Deepak	Non-Executive	Director	4	Yes	–	5	–	–
P.K.Tyagi	Promoter & Non-Executive	Director	4	Yes	–	–	–	–
P. Harinadha Babu	Non-Executive, Independent	Director	4	Yes	–	–	–	–
S. Radhakrishnan	Non-Executive, Independent	Director	4	No	–	1	–	–
B S Raju	Whole Time Director	Whole Time Director	4	Yes	1	1	–	–
G.Nityanad	Non-Executive, Independent	Director	4	Yes	–	2	–	–

3. AUDIT COMMITTEE

The Committee purely consists of 3 independent and Non-Executive Directors, which provides assistance to the Board of Directors in fulfilling its oversight responsibilities. The Audit committee has been entrusted with the responsibilities as laid down under Clause 49 of the Listing Agreement, read with Section 177 of the Companies Act, 2013.

Composition:

The audit Committee constituted as follows

Name	Designation	Category
Shri G. Nityanand	Chairman	Independent Non Executive Director
Shri S. Radhakrishnan	Member	Independent Non Executive Director
Shri P. Harinadha Babu	Member	Independent Non Executive Director

REPORT ON CORPORATE GOVERNANCE

The terms of reference as per Clause 49 of the Listing Agreement are as follows:

- a. To review the results and announcement and the report and accounts at the end of a quarter, half year and the full year before submission to the board, focusing particularly on:
 - (i) Any changes in accounting policies and practices.
 - (ii) Compliance with accepted accounting standards.
 - (iii) Compliance with the Listing and other Legal requirements
 - (iii) Major Judgmental Decisions; etc.
- b. To consider appointment of Statutory Auditors, the Audit Fee, and any matter of resignation and dismissal.
- c. To discuss with the statutory Auditor, before the audit commences, the nature and scope of the Audit.
- d. To discuss problems and reservations arising from the statutory audit, and any matters the statutory auditor may wish to discuss.
- e. To consider other matters as may be delegated by the Board from time to time.

Powers of Audit Committee:

- To investigate any activity within its terms of reference.
- To seek information from any employee
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

Meetings during the year :

During the Financial year ended 31st March, 2014, the Audit Committee met 4 times as follows, and all the members were present in each of such meetings.

30.05.2013	14.08.2013
14.11.2013	14.02.2014

The Company continued to derive immense benefit from the deliberations of the Audit Committee. Shri G. Nityanand, who headed the Audit Committee as Chairman has rich experience and knowledge in Finance, and Accounts. The members always added value for the Company. Minutes of each Audit Committee are placed before the Board and discussed in the meeting.

REPORT ON CORPORATE GOVERNANCE

4. NOMINATION & REMUNERATION COMMITTEE

Terms of Reference:

The terms of reference as per Clause 49 of the Listing Agreement is to determine and review the remuneration, performance, and related bonuses of Executive Director(s), if any.

Composition

During the year nomination & remuneration committee constituted with following directors:

<i>Name</i>	<i>Designation</i>	<i>Category</i>
Shri G. Nityanand	Chairman	Independent Non Executive Director
Shri S. Radhakrishnan	Member	Independent Non Executive Director
Shri P. Harinadha Babu	Member	Independent Non Executive Director

Remuneration paid to Directors during the financial year 2013 - 2014:

Executive Directors : NIL

Non - Executive Directors : NIL

No meeting of the remuneration committee was held during the financial year 2013-2014 since there was no remuneration paid to the directors.

Shareholding of Non-Executive Director:

None of the Non-Executive Directors of the Company holds any shares in the Company except Mr. P.K.Tyagi.

5. STAKEHOLDER RELATIONSHIP COMMITTEE (SHAREHOLDERS / INVESTOR GRIEVANCE AND SHARE TRANSFER COMMITTEE):

Brief description of terms of reference:

The Committee focuses on shareholders' grievances and strengthening of investor relations. The committee looks after the services of the Registrars and share transfer agents and recommends measures for providing efficient services to investors.

The Committee specifically looks into investor complaints like Transfer/ transmission/ transposition of shares, non receipt of Annual Report, non - receipt of dividend, and other related issues.

Composition

The committee consists of the following directors:

Name	Designation	Category
Shri G.Nityanand	Chairman	Independent Non Executive Director
Shri B.S Raju	Member	Whole Time Director
Shri P. Harinadha Babu	Member	Independent Non Executive Director

Four meetings were held during the financial year 2013-14.

Mr. Thirumalesh Tumma, Company Secretary is the Compliance Officer of the Company for attending to Complaints / Grievances of the members w.e.f 4th July, 2014.

There are no outstanding complaints as on 31st March 2014.

6. MANAGEMENT DISCUSSION AND ANALYSIS REPORT :

A Report of the Management Discussion and Analysis is attached as part of the Annual Report.

7. GENERAL BODY MEETINGS :

Venue and time where the last three AGMs held :

Year	AGM	Venue	Day & Date	Time
2011	21 st	25-A, Attibele Industrial Area Attibele -562 107 Bangalore district	Tuesday, 20 th September, 2011	11:30 A.M.
2012	22 nd	25-A, Attibele Industrial Area Attibele -562 107 Bangalore district	Tuesday, 25 th September, 2012	11.30 A.M
2013	23 rd	25-A, Attibele Industrial Area Attibele -562 107 Bangalore district	Thursday, 26 th September, 2013	11.00 A.M

8. DISCLOSURES :

Related Party Transaction (Shown in Notes to Accounts)

There are no materially significant related party transactions i.e., transactions material in nature, with its Promoters, the directors or the management, their subsidiaries or relatives, etc. having potential conflict with the interests of Company at large.

9. PENALTIES FOR NON-COMPLIANCE:

There were no penalties and strictures imposed on the company by stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

10. DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF NON-MANDATORY REQUIREMENTS OF THE CLAUSE

Pursuant to sub-clause VII of clause 49 of the listing agreement, the Company confirms that it has complied with all mandatory requirements prescribed.

REPORT ON CORPORATE GOVERNANCE

11. C.E.O/C.F.O. CERTIFICATION

To
The Board of Directors
Midwest Gold Limited
(Formerly Nova Granites (India) Limited)

We, B S Raju, Whole time Director and P K Tyagi, Director, to the best of our knowledge and belief, certify that:

- a. We have reviewed the financial statements and the cash flow statement for the year 2013-14 and that to the best of our knowledge and belief:
 - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - These statements present a true and fair view of the state of affairs of the Company and of the results of the operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including accounting standards, applicable laws and regulations.
- b. There are to the best of our knowledge and belief, no transactions entered into by the Bank during the year 2013-14 which are fraudulent, illegal or violative of the Bank's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting.
- d. There are no deficiencies in the design or operation of internal controls.
- e. We have disclosed to the Company's Statutory Auditors and to the Audit Committee of the board that:
 - There were no significant changes in internal control over financial reporting during the year under review.
 - There were no significant changes in accounting policies during the year.
 - There were no Instances of significant fraud of which we 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 the financial reporting.

Sd/
P.K.Tyagi
Director

Sd/-
B.S.Raju
Whole Time Director

Date: 13.08.2014

Place: Hyderabad



REPORT ON CORPORATE GOVERNANCE

12. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting

- Day, Date and time** : Monday, 29th Day of September, 2014 at
11.00 A.M
- Venue** : **25-A, Attibele Industrial Area**
Attibele -562 107
Bangalore district, Karnataka
- Book Closure Date** : 17.09.2014 to 19.09.2014 (Both days inclusive)
- Dividend** : No dividend is recommended for the year.
- Listing on Stock Exchanges** : The shares of the company are listed on:
Bombay Stock Exchange Limited
The Bangalore Stock Exchange Limited
The Ahmadabad Stock Exchange Limited
The Delhi Stock Exchange Limited
- Stock Code** : BSE - 526570
BgSE- NVG
ASE- 41019
DSE - 6771
- ISIN** : INE519N01014
- Registrars and Transfer Agents** : Share Transfers & Communication regarding
Share Certificates, Dividends & Change of
Address may be sent to:
Bigshare Services Private Limited
306, Right wing, Amrutha Ville
Opp. Yashoda Hospital, Somajiguda
Rajbhawan Road, Hyderabad-500082
Tel- 91-40-2337 4967
Fax- 91-40-2337-0295
Email:bsshyd@bigshareonline.com
Website:bigshareonline.com



REPORT ON CORPORATE GOVERNANCE

13. SHARE TRANSFER SYSTEM:

The R & T Agent process the Physical Share Transfers and the Share Certificates are returned to the shareholder within a maximum period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects.

14. **ISSUE OF EQUITY SHARES** : Nil

15. **STOCK/MARKET PRICE DATA** :

The monthly high / low prices of shares of the Company from April, 2013 to March, 2014 at BSE Limited is given below. The Company's shares are not traded on Bangalore Stock Exchange, Ahmadabad Stock Exchange and Delhi Stock Exchange since the said Stock Exchanges are not providing any trading platform since several years.

Month	High (Rs.)	Low (Rs.)
April, 2013	NIL	NIL
May, 2013	NIL	NIL
June, 2013	NIL	NIL
July, 2013	NIL	NIL
August, 2013	NIL	NIL
September, 2013	NIL	NIL
October, 2013	NIL	NIL
November, 2013	NIL	NIL
December, 2013	NIL	NIL
January, 2014	NIL	NIL
February, 2014	NIL	NIL
March, 2014	22.75	19.60



REPORT ON CORPORATE GOVERNANCE

16. DISTRIBUTION OF HOLDINGS AS ON 31.03.2014

Shares or Debenture holding of shares Nos.	Share/ DebentureHolders		Share/ DebentureAmount	
	Number	% to Total	In Nos.	% to Total
(1)	(2)	(3)	(4)	(5)
Upto - 500	6779	99.0647	142355	4.3435
501 - 1,000	18	0.2630	13771	0.4211
1,001 - 2,000	11	0.1607	15040	0.4599
2,001 - 3,000	2	0.0293	5400	0.1651
3,001 - 4,000	1	0.0146	3660	0.1119
4,001 - 5,000	1	0.0146	5000	0.1529
5,001 - 10,000	9	0.1315	65021	1.9884
10,001 - 99,99,999	22	0.3215	3019753	92.3472
Total	6843	100.00	3270000	100.00

17. OUTSTANDING GDR'S / ADR'S / WARRANT OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:

The Company has not issued any of these instruments till date.

18. RECONCILIATION OF SHARE CAPITAL :

A qualified practicing Company Secretary carries out Audit of RECONCILIATION OF Share Capital every quarter to reconcile the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the aggregate total number of shares in physical form & in the Electronic Form.



REPORT ON CORPORATE GOVERNANCE

19. ADDRESS FOR CORRESPONDENCE:

- Plant Locations** : 25-A, Attibele Industrial Area,
Attibele -562 107, Bangalore,district.
- Registered Office* : **25-A Attibele Industrial Area,**
Attibele -562 107,
Bangalore district.
- Corporate Office* : 8-2-684/3/25&26, Road No.12,
Banjara Hills, Hyderabad,
Telangana- 500 034.
Phone No.: 040-23305194.
Fax : 23305167

20. NOMINATION FACILITY:

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 109A of the Companies Act, 1956 are requested to submit to the Company the prescribed Form 2B for this purpose.

21. CODE OF CONDUCT FOR THE BOARD & SENIOR MANAGEMENT PERSONNEL:

The Company has laid down a Code of Conduct which has been effectively adopted by the Board Members and Senior Management Personnel of the Company.

22. DECLARATION OF COMPLIANCE OF CODE OF CONDUCT

MIDWEST GOLD LIMITED has adopted a Code of Business Conduct and Ethics (the Code) which applies to all the employees and Directors of the Company. Under the Code, it is the responsibility of all the employees and directors to familiarize themselves with the code and comply with its standards.

We, hereby certify that the Board of Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year 2013-14.

Sd/-
P.K.Tyagi
Director

Sd/-
B.S.Raju
Whole Time Director

Place: Hyderabad
Date: 13.08.2014



**CERTIFICATE FROM AUDITORS REGARDING COMPLIANCE OF
CONDITIONS OF CORPORATE GOVERNANCE**

To
The Members,
MIDWEST GOLD LIMITED
(Formerly NOVA GRANITES (INDIA) LIMITED)
Bangalore

We have examined the compliance of conditions of corporate governance by **MIDWEST GOLD LIMITED** (Formerly **NOVA GRANITES (INDIA) LIMITED**) for the year ended 31st March, 2014, as stipulated in clause 49 of the Listing Agreement of the Company with Stock Exchanges.

The compliance of the conditions of the corporate governance is the responsibility of the Management. Our examinations were 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 expression of the opinion on the financial statements of the Company. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate Governance as stipulated in the above mentioned listing agreement.

We state that no investor grievances were pending for a period exceeding 15days against the Company as per the records maintained by the Company.

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

For G.L.Kothari & Co.
Chartered Accountants

Sd/-
G. L. Kothari
Proprietor
M. No. 25481

Place : Bangalore
Date : 13.08.2014

INDEPENDENT AUDITOR'S REPORT

**To the Members of
MIDWEST GOLD LIMITED
(Formerly Nova Granites (India) Limited)
Report on the Financial Statements**

We have audited the accompanying financial statements of **MIDWEST GOLD LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:



- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Profit and Loss Account, of the Loss for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.
 - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For G.L.KOTHARI & Co.,
CHARTERED ACCOUNTANTS

G.L.KOTHARI
PROPRIETOR
M. No. 25481
(Firm Registration No. 001445 S)

PLACE : Bangalore

DATE : 30.05.2014

Annexure to the Auditors' Report

Referred to in paragraph 1 of our report

1. In respect of Fixed Assets:
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) A substantial portion of the fixed assets has been physically verified by the management during the year and in our opinion frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.
 - (c) The Company has not disposed off any substantial part of the fixed assets during the current year.
2. In respect of Inventories:
 - (a) The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of inventory, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to the books of account were not material and have been properly dealt with in the books of account.
3.
 - (a) According to the information and explanations given to us, the company has not granted any loans, secured or unsecured to and from companies, firms and other parties covered in the register maintained under section 301 of the Companies Act, 1956.
 - (b) According to the information and explanations given to us, the company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to the purchase of inventory and fixed assets, and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in the internal control.



5. In respect of transactions covered under Section 301 of the Companies Act, 1956:
 - (a) According to the information and explanations given to us, we are of the opinion that the transaction that need to be entered in the register maintained u/s 301 of the Companies Act, 1956 have been entered.
 - (b) In our opinion and according to the information and explanations given to us, the transactions during the year made in pursuance of the contract or arrangements with the parties referred to in (a) above, and exceeding the value of Rs. 5.00 Lakhs in each case. The rates charged / paid were not comparable as no such transaction were made with any other party for such material.
6. In our opinion and according to the information and as per the explanations given to us, the Company has not accepted deposits from the public during the year under consideration and the Company Law Board has not passed any orders against the Company for any contravention under Sections 58A & 58AA of the Companies Act.
7. In our opinion, the Company does not have an internal audit system commensurate with the size and the nature of its business.
8. We have broadly reviewed the books of account maintained by the company pursuant to clause (d) of sub-section (1) of section 209 of the Act and are of the opinion that prima facie, the prescribed accounts and records have been maintained and are being made up. We have not, however, made detailed examination of the records with a view to determine whether they are accurate or complete.
9. According to the records of the Company and information and explanations given to us, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employee's State Insurance, Income tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Cess and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of above were in arrears, as at March 31, 2014 for a period of more than six months from the date on which they become payable.
10. According to the records of the Company, Income tax, Sales tax, Wealth Tax, Customs Duty, Excise Duty and cess, which have not been deposited on account of dispute, are given below.

Nature of the Statute	Amount Unpaid (Rs. In Lakhs)	Year to which it relates	Forum where dispute is pending.
Custom Duty	15.01	2001-2002	Directorate General of Central Excise Intelligence.

11. The accumulated losses at the end of the financial year are more than 100% of its net worth. The Company has incurred cash loss of Rs. 53,45,889/- during the current financial year 2013-14. The Company's total capital is Rs. 3,27,00,000/- against total accumulated losses of Rs. 7,14,78,838/-
12. Based on our audit procedures and on the basis of information and explanations given by the management, we are of the opinion that the Company has not defaulted in the repayment of dues to financial institutions and banks.
13. 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.
14. In our opinion and according to the information and as per the explanations given to us, the provisions of any special statute applicable to chit funds are not applicable to the Company.
15. In our opinion and according to the information and as per the explanations given to us, the Company is not dealing in or trading in Shares, Securities, debentures and other investment.
16. In our opinion, the terms and conditions on which the Company has given guarantees for loans taken by others from banks or Financial Institutions are not prejudicial to the interest of the Company.
17. In our opinion and to the best of our information and as per the records of the Company, the Company had not borrowed any Term Loans during the year under consideration.
18. According to the Cash flow statement and records examined by us and according to the information and explanations given to us, on overall basis, funds raised on short term basis, prima facie, not been used during the year for long term investment and vice versa.
19. The Company has not made any preferential allotment of shares during the year to parties and companies covered in the Register maintained U/s 301 of the Companies Act, 1956.
20. The Company has not issued any debentures during the year and therefore the question of creating security in respect thereof does not arise.
21. The Company has not made any Public issues during the year and therefore the question of disclosing the end use of money does not arise.
22. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

**For G.L.KOTHARI & Co.,
CHARTERED ACCOUNTANTS
(Registration No.001445 S)**

**PLACE : Bangalore
DATE : 30.05.2014**

**G.L.KOTHARI
PROPRIETOR
M. No. 25481**



MIDWEST GOLD LIMITED
(formerly NOVA GRANITES (INDIA) LIMITED)
BALANCE SHEET AS AT 31ST MARCH, 2014

	Notes	31 March,2014 Rs	31 March,2013 Rs
Equity and Liabilities			
Shareholders' funds			
Share capital	3	32,700,000	32,700,000
Reserves and Surplus	4	(33,464,478)	(29,379,849)
		(764,478)	3,320,151
Non -Current Liabilities			
Long Term Provisions	5	89,451	65,388
		89,451	65,388
Current Liabilities			
Trade Payables	6	30,505,424	35,055,063
Other Current Liabilities	7	154,675,168	148,837,710
Short-term provisions	8	44,195	42,316
		185,224,787	183,935,089
Total		184,549,760	187,320,628
Assets			
Non-current Assets			
Fixed assets			
Tangible assets	9	55,036,391	55,669,075
Deferred tax asset (net)	10	37,047,737	35,153,792
Long-term loans and advances	11	4,068,324	4,068,324
		96,152,452	94,891,191
Current assets			
Inventories	12	17,359,687	22,428,006
Trade receivables	13	58,742,463	54,992,826
Cash and bank balances	14	487,120	887,079
Short-term loans and advances	15	11,808,038	14,121,526
		88,397,308	92,429,437
Total		184,549,760	187,320,628
Summary of significant accounting policies & Notes to Accounts 1 & 2			

The accompanying notes are an integral part of the financial statements.

For and on behalf of the board of directors

As per our report of even date
For G. L.KOTHARI & COMPANY
CHARTERED ACCOUNTANTS,

Sd/-
Director

Sd/-
Whole Time Director

Place : Hyderabad
Date : 30-05-2014

Sd/-
CA G.L.KOTHARI
PROPRIETOR
M. No. 025481



MIDWEST GOLD LIMITED
(formerly NOVA GRANITES (INDIA) LIMITED)
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

	Notes	31 March, 2014 Rs	31 March, 2013 Rs
Continuing operations			
Income			
Revenue from operations	16	10,784,209	67,841,336
		10,784,209	67,841,336
Other Income	17	353,189	194,475
Total Revenue (I)		11,137,398	68,035,811
Expences			
Cost of raw material and components consumed	18	-	-
(Increase)/decrease in inventories of finished goods, work-in-progress and traded goods	19	5,068,319	(526,434)
Purchahse of traded goods	20	8,364,995	63,005,699
Employee benefits expense	21	659,281	526,435
Other expences	22	2,163,143	2,842,546
Total (II)		16,255,738	65,848,246
Earnings before interest, tax, depreciation and amotization (EBITDA) (I) -(II)		(5,118,340)	2,187,565
Finance costs	23	227,549	668,886
		(5,345,889)	1,518,679
Depreciation and amortization expense	24	632,684	622,136
Less: recoupment from revaluation reserve		-	-
Net Depreciation and amortization expense		632,684	622,136
Profit/(Loss) before tax		(5,978,573)	896,543
current tax		-	-
deferred tax		(1,893,944)	277,032
Total tax expense		(1,893,944)	277,032
Profit/(Loss) for the year from continuing operations(A)		(4,084,629)	619,511
Earnings per equity share (norminal value of share Rs.10/- (31 march, 2014 : Rs.10/-)	25		
Basic			
Computed on the basis of profit/(loss) from continuing operations		(1.25)	0.19
Computed on the basis of total profit/(loss) for the year		(1.25)	0.19
Diluted			
Computed on the basis of profit/(loss) from continuing operations		(1.25)	0.19
Computed on the basis of total profit/(loss) for the year		(1.25)	0.19

Summary of significant accounting policies & Notes to Accounts 1 & 2

The accompanying notes are an integral part of the financial statements.

For and on behalf of the board of directors

**As per our report of even date
For G. L.KOTHARI & COMPANY
CHARTERED ACCOUNTANTS,**

Sd/-
Director

Sd/-
Whole Time Director

Place : Hyderabad
Date : 30-05-2014

Sd/-
CA G.L.KOTHARI
PROPRIETOR
M. No. 025481

MIDWEST GOLD LIMITED
(formerly NOVA GRANITES (INDIA) LIMITED)

1 & 2. ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2014.

1. SIGNIFICANT ACCOUNTING POLICIES

I. Corporate Information

Midwest Gold Limited (the company) is a public company domiciled in India and incorporated under the provisions of the companies Act, 1956. Its Shares are listed on stock exchanges in India. The company is presently engaged in the trading business of Granite, Marbles and Gold.

1. Basis of Preparation

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provision of the companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year, except for the change in accounting policy explained below.

2. The Accounts are prepared on a historical cost convention, all the expenses and income to the extent considered payable and receivable, unless stated otherwise, have been accounted for on accrual basis.

II FIXED ASSETS AND DEPRECIATION:

1. Fixed Assets are Stated at Cost less Depreciation.
2. Depreciation on all Assets, other than leasehold Land / free hold quarry Land is provided on straight line method in accordance with the provision of schedule XIV of the Companies Act, 1956.
3. Depreciation on Free Hold Quarry land has been provided taking economic life of the quarries on 20 Years. In case of abandoning a quarry the remaining book value will be written off in the year it is abandoned.
4. Depreciation on the Fixed Assets added during the year has been provided with reference to the date of acquisition thereof.

III VALUATION OF INVENTORIES ARE MADE AS UNDER

- | | |
|---------------------|---|
| 1. Raw Material | - At Cost (Weighted Average) |
| 2. Stores & Spares | - At Cost (FIFO) |
| 3. Consumables | - At Cost (FIFO) |
| 4. Work In Progress | - Lower of Cost or Estimated Realizable Value |
| 5. Finished Goods | - Lower of Cost or Net Realizable Value |
| 6. Stock in Trade | - Lower of Cost or Net Realizable Value |

IV SALES

1. Sales are accounted for on passing of title to the customers. Returns and rebates and discounts against goods sold are recognized as and when ascertained and deducted from sales of the respective year.

V MISCELLANEOUS EXPENDITURE

1. **Preliminary & Public Issue Expenses:** Preliminary & Public Issue Expenses incurred by the Company will be charged to revenue on a deferred basis over a period of 10 Years on a Commencement of Commercial Production.

2. **Quarry Development Expenditure:**

Expenditure incurred on quarry development is treated as deferred revenue expenditure to be written off over a period of ten years after commencing regular quarrying Operation. In the event of abandoning the quarrying operation with in the period of Ten Years, the Same shall be written off in that year.

VI TRANSACTIONS IN FOREIGN CURRENCY:

1. Foreign currency transactions are recorded on the basis of exchange rates prevailing on the date of their occurrence.
2. Foreign currency balances as on the Balance Sheet date are realigned in the accounts on the basis of exchange rates prevailing at the close of the year and exchange difference arising there from, is adjusted to the cost of fixed Assets or charged to the Profit and Loss Account, as the case may be.

VII RETIREMENT BENEFITS FOR EMPLOYEES

EMPLOYEE BENEFITS

Defined Contribution Plan

The Company makes contribution towards Provident Fund and Employee State Insurance as a defined contribution retirement benefit fund for qualifying employees.

The Provident Fund plan is operated by the Regional Provident Fund Commissioner. Under this scheme, the Company is required to contribute a specified percentage of payroll cost, as per the statute, to the retirement benefit schemes to fund the benefits. Employee State Insurance is remitted to Employee State Insurance Corporation.

Defined Benefit Plan

For Defined Benefit Plant the cost of providing benefits is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains or losses are recognized in full in the Profit and Loss Account for the period in which they occur.

(a) GRATUITY

Liability towards gratuity is provided for on actuarial Valuation Basis.



(b) **Leave Encashment Benefits**

The Company extends benefits of leave to the employees while in service as well as on retirement. Provision for leave encashment benefit is being made on the cash basis.

Short Term Employee Benefits.

Short term employee benefits are recognized as expenses as per Companies scheme based on expected obligation

VIII RESEARCH AND DEVELOPMENT EXPENDITURE

Research and development expenditure of revenue nature are charged to the Profit and Loss Account, while capital expenditure are added to Fixed Assets in the year in which they are incurred.

IX CONTINGENCIES

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent and disclosed by way of Notes to Accounts

X BORROWING COSTS

Borrowings costs incurred in relation to the acquisition, construction of assets are capitalized as part of the costs of such assets up to the date when such assets are ready for intended use. Other borrowing costs are charges as an expense in the year in which these are incurred.

XI TAXES ON INCOME

- a. Provision for Tax for current year has been made on the basis of estimated taxable income computed in accordance with the provisions as per Income Tax Act, 1961.
- b. Deferred Tax resulting from all timing differences between Book Profit and profit as per Income Tax Act, 1961 is accounted for, at the enacted rate of Tax, to the extent that the timing difference as expected to crystallize. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable profits will be available against which such deferred tax assets can be realized.

As Per Our Report of Even Date attached

For G.L. KOTHARI & CO.
CHARTERED ACCOUNTANTS

*For and on behalf of the Board
of Directors*

Sd/-
G.L.KOTHARI
Proprietor
M. No. 25481

Sd/-
P K Tyagi
Director

Sd/-
B.S.Raju
Whole Time Director

Place : Hyderabad
Date : 30.05.2014



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

	31 March,2014		31 March,2013	
		Rs.		Rs.
3 Share Capital				
Authorized				
2,00,00,,000 Equity Shares of Rs. 10/- each		20,00,00,000		20,00,00,000
Issued,Subscribed and fully paid-up shares				
32,70,000 Equity Shares of Rs. 10/- each		32,700,000		32,700,000
		32,700,000		32,700,000
a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period				
Equity Shares	No.	Rs.	No.	Rs.
At the beginning of the period	3,270,000	32,700,000	3,270,000	32,700,000
Issued During the period	-	-	-	-
Outstanding at the end of the period	3,270,000	32,700,000	3,270,000	32,700,000
b. Terms/rights attached to equity shares				
The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share.				
c. Shares held by holding Company				
Midwest Granite Pvt. Ltd	2,275,000	22,750,000	2,275,000	22,750,000
d. Details of Shareholders holding more than 5% shares in the company				
	No.	%	No.	%
Equity Shares of Rs. 10/- each fully paid				
Midwest Granite Pvt. Ltd	2,275,000	69.57	2,275,000	69.57
	2,275,000	69.57	2,275,000	69.57
4 Reserves and Surplus				
		Rs.		Rs.
Capital Reserve		38,014,360		38,014,360
Represents the cessation of liability on one time settlement of Term Loan and balance of Reduction of share capital by Virtue of BIFR Order No. 39/99(11) dated 11/11/03 which is not available for distribution of dividends		38,014,360		38,014,360
Surplus/(deficit) in the statement of Profit and loss				
Balance as per last financial statements		(67,394,209)		(68,013,720)
Profit / (Loss) for the year		(4,084,629)		619,511
Net surplus / (deficit) in the statement of Profit and loss		(71,478,838)		(67,394,209)
Total reserves and surplus		(33,464,478)		(29,379,849)



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

		31 March,2014		31 March,2013	
			Rs.		Rs.
5	Long-term provisions				
	Provision for employee benefits				
	Provision for gratuity		89,451		65,388
			89,451		65,388
6	Current Liabilities				
	Trade payables (including acceptances)		30,505,424		35,055,063
			30,505,424		35,055,063
7	Other current liabilities				
	Advance Received Against Sale of Quarry		150,000		150,000
	Advance from Related Parties - Against Supplies		148,058,755		142,010,279
	Advance from Customers		5,865,772		5,865,772
			154,074,527		148,026,051
	Others				
	TDS payable		7,439		19,862
	Professional Tax payable		200		200
	Outstanding Liabilities		593,002		791,597
			600,641		811,659
			154,675,168		148,837,710
8	Short-term provisions				
	Provision for employee benefits				
	Provision for Bonus		22,660		22,660
	Provision for Leave Salary		21,535		19,656
			44,195		42,316



MIDWEST GOLD LIMITED
(formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31 March 2014

9. Fixed Assets

(Amount in Rupees)

Particulars	Gross Carrying Value			Depreciation			Net Carrying Value			
	As At 01.04.2013	Additions During the Year	Sale/ deletion During the Year	As At 31.03.2014	Rate of Deprn.	As At 01.04.2013	For the Year	Adjust- ment	As At 31.03.2014	As At 31.03.2013
Tangible Assets										
Land	10,037,981	-	-	10,037,981	-	-	-	-	10,037,981	10,037,981
Free Hold Quarry Land	1,017,637	-	-	1,017,637	5.00	926,372	50,882	-	977,254	40,383
Building -Office	1,353,352	-	-	1,353,352	1.63	334,731	22,060	-	356,791	996,561
Building -Factory	13,890,606	-	-	13,890,606	3.34	8,230,580	463,946	-	8,694,526	5,196,080
Temporary Shed	35,010	-	-	35,010	-	35,010	-	-	35,010	-
Plant & Equipment	131,807,528	-	-	131,807,528	4.75	93,075,054	-	-	93,075,054	38,732,474
Furniture & Fixtures	957,481	-	-	957,481	6.33	957,481	-	-	957,481	-
Vehicles	1,383,110	-	-	1,383,110	9.50	1,383,110	-	-	1,383,110	-
Computer	782,725	-	-	782,725	16.21	754,704	28,021	-	782,725	28,021
Office Equipment	1,070,705	-	-	1,070,705	6.33	970,018	67,776	-	1,037,794	32,911
Total	162,336,135	-	-	162,336,135		106,667,060	632,684	-	107,299,744	55,036,391
Previous Year -Tangible	162,286,253	49,882	-	162,336,135		106,044,924	622,136	-	106,667,060	55,669,075



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

	31 March,2014		31 March,2013	
		Rs.		Rs.
10	Deferred tax assets/liability (Net)			
	Deferred tax liability			
	Fixed assets:Impact of difference between tax	11,411,073		11,556,020
	Gross deferred tax liability	11,411,073		11,556,020
	Deferred tax asset			
	Brought forward Business Loss	22,805,720		21,051,579
	Brought forward Depreciation Loss	25,653,090		25,658,234
	Gross deferred tax asset	48,458,810		46,709,813
	Net deferred tax asset	37,047,737		35,153,793
11	Long-term Loans and advances			
	Deposit -(Unsecured considered good)	4,068,324		4,068,324
		4,068,324		4,068,324
12	Inventories			
	Raw materials and components-Valued at Weighted Average	8,783,212		8,783,212
	Finished goods - Valued at Lower of cost or net realizable value	887,490		5,032,076
	Traded goods - Valued at Lower of cost or net realizable value	5,084,783		6,008,516
	Consumables, Stores and spares -Valued At Cost (FIFO)	2,594,224		2,594,224
	Packing Material - Valued At Cost (FIFO)	9,978		9,978
		17,359,687		22,428,006
13	Trade receivables and other assets			
	Trade receivables			
	Outstanding for a period Exceeding six months from the Date they are due for payment			
	Unsecured, considered good	14,722,331		10,267,388
	Doubtful	39,942,123		39,942,124
	(A)	54,664,454		50,209,512
	Trade recivables outstanding for a period less than six months from the date they are due for payment			
	Unsecured, considered good	4,078,009		4,783,314
	(B)	4,078,009		4,783,314
	Total (A+B)	58,742,463		54,992,826



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

		31 March,2014		31 March,2013	
		Rs.		Rs.	
14	Cash and cash equivalents				
	Balance with Banks				
	On current accounts		115,765		313,424
	Deposits with original maturity for more than 12 months		162,000		162,000
	Cash on hand		209,355		411,655
			487,120		887,079
15	Short-term Loans and advances				
	Advance Against Suppliers/Expenses				
	Unsecured considered good		249,401		215,901
	Doubtful		2,173,177		2,173,177
	(A)		2,422,578		2,389,078
	Other loans and advances				
	Prepaid expenses- Secured considered good		10,200		22,560
	TDS Receivable		24,770		16,243
	Income Tax Refund Due -Secured considered good		104,128		87,885
	Other Advances		10,000		10,000
	Others -doubtful		3,579,170		3,579,170
	With Government authorities - Secured considered good		5,571,254		7,950,863
	(B)		9,299,522		11,666,721
	Total (A+B)		11,722,100		14,055,799
	Others				
	Interest accrued on fixed deposits	-	85,938		65,727
	(C)	-	85,938	-	65,727
	Total (A+B+C)	-	11,808,038	-	14,121,526
16	Revenue from operations				
	Revenue from operations Sales of products				
	Traded goods		10,784,209		67,841,336
			10,784,209		67,841,336
	Traded goods sold				
	Marble		10,784,209		67,632,005
	Granite		-		209,331
			10,784,209		67,841,336



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

		31 March,2014		31 March,2013	
		Rs.		Rs.	
17	Other income				
	Interest income on				
	Bank deposits		20,211		17,819
	Others		247,703		162,428
	Prior Period Income		85,275		-
	Miscellaneous Credit Balance Wo.		-		14,228
			353,189		194,475
18	Cost of raw material and components consumed				
	Inventory at the beginning of the year		11,387,414		11,387,414
	Add: Purchases		-		-
			11,387,414		11,387,414
	Less:inventory at the end of the year		11,387,414		11,387,414
	Cost of raw material and components Consumed		-		-
	Details of inventory				
	Granite Blocks		8,783,212		8,783,212
	Mechanical Spares		1,165,061		1,165,061
	Electrical Spares		101,573		101,573
	Consumables		1,202,793		1,202,793
	Tools, Plumbing,Welding,DG Sets & General Items		124,797		124,797
	Packing Material		9,978		9,978
			11,387,414		11,387,414
19	(Increase)/decrease in inventories	(Increase)/Decrease			
		31 March,	31 March,	31 March,	
		2014	2013	2014	
	Inventories at the end of the year				
	Traded goods	5,084,783	6,008,516		923,733
	Work-in-progress	-	-		-
	Finished goods	887,490	5,032,076		4,144,586
		5,972,273	11,040,592		5,068,319



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

	31 March,2014		31 March,2013	
		Rs.		Rs.
Inventories at the beginning of the year				
Traded goods	6,008,516	5,482,082		
Finished goods	5,032,076	5,032,076		
	11,040,592	10,514,158		
20 Details of purchase of traded goods				
Marble Slabs		8,364,995		62,828,683
Granite Slabs		-		177,016
		8,364,995		63,005,699
Details of Inventory				
Traded goods				
Marble Slabs		5,084,783		6,008,516
Granite Slabs		-		-
		5,084,783		6,008,516
Finished goods				
Marble Slabs		599,965		3,428,371
Granite Slabs		275,547		1,537,159
Artificial Stone		11,978		66,546
		887,490		5,032,076
21 Employee benefit expense				
Staff Salaries		485,669		390,840
Bonus		49,000		42,186
Leave Salary		21,535		19,656
Gratuity expenses		24,063		20,199
Staff welfare expenses		79,014		53,554
		659,281		526,435



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

	31 March,2014	31 March,2013
	Rs.	Rs.
22 Other expenses		
Power and fuel	403,948	421,398
Water charges	52,411	52,498
Freight and forwarding charges	7,500	1,230
Rent	145,200	126,300
Rates and taxes	313,915	318,544
Insurance	5,418	34,000
Repairs and maintenance		
Plant and machinery	-	7,350
Others	9,326	4,683
Advertising and sales promotion	119,840	129,460
Travelling and conveyance	81,735	148,727
Communication costs	54,190	53,317
Printing and stationery	8,674	40,506
Legal and professional fees	158,526	301,915
Payment to auditor	131,270	180,298
Security Charges	342,000	342,000
Penalty	10,808	33,746
Subscription & Seminar Fee	12,360	41,000
Listing fee	46,517	35,500
Sales Tax /Entry Tax	173,379	382,478
Service Tax	66,104	172,630
Miscellaneous Debit Balance W/o.	2	-
Miscellaneous expenses	20,020	14,966
	2,163,143	2,842,546
Payment to auditor		
As auditor:		
Audit fee	67,416	67,416
Tax audit fee	16,854	16,854
Limited review	20,000	20,000
In other capacity:		
Taxation matters	-	15,028
Other service (Certification fees)	27,000	61,000
	131,270	180,298



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

		31 March,2014		31 March,2013	
			Rs.		Rs.
23	Finance costs				
	Interest		164,495		516,741
	Bank charges		63,054		152,145
			227,549		668,886
24	Depreciation and amortization expense				
	Depreciation of tangible assets		632,684		622,136
			632,684		622,136
25	Earnings per share(EPS)				
	Total operations for the year				
	Profit/(loss) before tax		(5,978,573)		370,109
	Add/(less) : Provision for Deferred tax		(1,893,944)		1
	Profit/(loss) after tax		(4,084,629)		370,108
	Net profit/(loss) for calculation of basic EPS		(1.25)		0.11
26	Gratuity and other post-employment benefit plans				
	Under the gratuity plan, every employee who has completed atleast five years of service gets a gratuity on departure @ 15 days of last drawn salary for each each completed year of service.				
	The Company has made provision as per the Gratuity Act since there is only one employee who has completed above five years of service in the company.				
27	Segment information				
			(Rs. in Lakhs)		
Sl No	Particulars	Year Ended 31.03.2014	Previous Year 31.03.2013		
		(Audited)	(Audited)		
1	Segment Revenue				
	(Net sale/Income from each segment should be disclosed under this head)				
	(a) Segment - Trading		107.84		678.41
	(b) Segment - Manufacturing		-		-
	Increase/(Decrease) in Stock		(50.68)		5.26
	Less: Inter Segment Revenue		-		-
	Total Revenue		57.16		683.67
2	Segment Results				
	(Profit) (+)/Loss (-) before tax and interest from each segment)				
	(a) Segment - Trading		-61.67		12.19
	(b)Segment - Manufacturing		-		-
	Total		(61.67)		12.19
	Less: (i) Interest Expenses		1.64		5.17
	(ii) Other Un-allocable Expenditure net off		-		-
	(iii) Un-allocable Income		3.53		1.94
	Total Profit Before Tax		(59.78)		8.96
3	Capital Employed				
	(Segment assets - Segment Liabilities)				
	(a) Segment - Trading		Nil		Nil
	(b) Segment - Manufacturing		Nil		Nil
	(c) Unallocated		Nil		Nil
	Total				



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2013

	31 March,2014		31 March,2013	
		Rs.		Rs.
28 Related party disclosures				
Names of related parties and related party relationship				
Related parties where control exists	Outstanding Credit balance	Outstanding Credit balance		
	as on 31-03-2014	as on 31-03-2013		
Holding company				
Midwest Granite Private Limited	148,058,755	142,010,279		
Related party transactions (Sale/purchase of goods and services)	Nil	Nil		

Relatives of

Key Managerial Personnel

Key Managerial Personnel

Mr. B S Raju

Whole time director

Mr. S. Anand Reddy

CFO

Mr. T. Thirumalesh

Company Secretary

Holding Company

M/s. Midwest Granite Pvt. Ltd.



MIDWEST GOLD LIMITED (formerly NOVA GRANITES (INDIA) LIMITED)
Notes to Financial Statements for the year ended 31st March, 2014

		31 March,2014	31 March,2013
		Rs.	Rs.
29	Contingent liabilities		
	Contingent liability not provided for :		
	a. Un expired Bank Guarantee	14.40	14.40
	b. Corporate Guarantee given by M/s. Midwest Granite Pvt. Ltd. In favor of President of India	175.00	175.00
	c. Bond in favor of President of India on account of central excise.	10.00	10.00
	d. Bond in favor of President of India on account of custom	468.23	468.23
	f Customduty (Refer Note No. B -7)	15.01	15.0
	Note No. B-7 - The Company has received a show cause Notice from customs Department towards differential duty under Notification No. 2/95 Dated 01/04/95 to the tune of Rs. 15.01 Lakhs. The company has made appeal against this and the status not known.		
30	Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 As informed to us there are no Micro and Small Enterprises to whom the company owes dues, which are outstanding for more than 45 days as at march 31 2014. This information required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. However no documents produced before us for our verification.		
31	Sundry debtors includes amount due from company under the same management Rs. -Nil- (Previous year Rs. -Nil-) maximum amount due at any time during the year Rs. -Nil-.		
32	Sundry Creditors, Other Liabilities, Sundry Debtors, Loans and Advances are subject to confirmation. Sundry Debtors includes Rs. 399.42 lakhs outstanding more than three years out of which 132.32 lakhs claim was filed with united states bankruptcy court, USA since the party filed the bankruptcy petition with the said court.		
33	In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provisions for all known liabilities have been adequately made in the accounts.		
34	Value of imports calculated on CIF basis	31 March,2014	31 March,2013
		Rs. in Lacs	Rs. in Lacs
	Traded Goods -Marble Slabs	72.71	567.5
	Expenditure in foreign currency (accrual basis)	Nil	Nil
	Imported and indigenous raw materials, components and spare parts consumed	% fo total Consumption 31 March,2014	% fo total Consumption 31 March,2013
	Raw Materials	Value Rs.	Value Rs.
	Imported	-	-
	Indigenously obtained	-	-
	Components		
	Imported	-	-
	Indigenously obtained	-	-
35	Earnings in foreign currency (accrual basis)	Nil	Nil



MIDWEST GOLD LIMITED
(formerly NOVA GRANITES (INDIA) LIMITED)
Cash flow statement for the year ended 31st March,2014

	31 March,2014	31 March,2013
	Rs	Rs
Cash flow from operating activities		
Profit/(Loss) from continuing operations	(59.78)	8.96
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation/amortization on continuing operation	6.33	6.22
Interest Expense	1.64	5.17
Interest Income	(2.68)	(1.80)
Decrease/(Increase) in trade payables	(45.50)	209.4
Increase/(decrease) in long-term provisions	0.24	0.20
Increase/(decrease) in short-term provisions	0.02	0.07
Increase/(decrease) in other current liabilities	58.37	(80.08)
Decrease/(Increase) in trade receivables	(37.49)	(104.82)
Decrease/(Increase) in inventories	50.68	(5.26)
Decrease/(Increase) in long-term loans and advances	-	(0.34)
Decrease (Increase) in short-term loans and advances	23.13	(33.25)
Net cash flow from/(used in) operating activities (A)	(5.04)	4.47
Cash flow from investing activities		
Purchase of fixed assets, including intangible assets, CWIP and Interest received	-	(0.50)
	2.68	1.80
Net cash flow from/(used in) investing activities (B)	2.68	1.30
Cash flows from financing activities		
Interest paid	(1.64)	(5.17)
Net Cash flow from/(used in) financing activities (C)	-1.64	-5.17
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(4.00)	0.60
Cash and cash equivalents at the beginning of the year	8.87	8.27
Cash and cash equivalents at the end of the year	4.87	8.87
Components of cash and cash equivalents		
Cash on hand	2.09	4.12
Cheques /drafts on hand		
With banks -on current account	1.16	3.13
- on deposit account	1.62	1.62
Total cash and cash equivalents (note 18)	4.87	8.87
Summary of significant accounting policies		
The company can utilize these balances only toward settlement of the respective unpaid dividend, unpaid matured deposits and unpaid matured debenture liabilities.		

The accompanying notes are an integral part of the financial statements.

For and on behalf of the board of directors

As per our report of even date
For G. L.KOTHARI & COMPANY
CHARTERED ACCOUNTANTS,

Sd/-
Director

Sd/-
Whole Time Director

Sd/-
CA G.L.KOTHARI
PROPRIETOR
M. No. 025481

Place : Hyderabad
Date : 30-05-2014



MIDWEST GOLD LIMITED

(Formerly Nova Granites (India)Limited)

Corporate Identification No. (CIN) – L13200KA1990PLC011396

Registered Office: 25-A, Attibele Industrial Area,
Attibele -562 107, Bangalore District, Karnataka

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

<i>DP Id / Client Id</i>	
<i>Regd. Folio No.</i>	
<i>Name of the Shareholder</i>	
<i>Name of the Proxy</i>	
<i>No. of Share(s) held</i>	
<i>Signature of the Member/ Proxy</i>	

I certify that I am a member/proxy for a member of the Company. I hereby record my presence in 24th Annual General Meeting to be on Monday, 29th September, 2014 at 11.00 A.M. at the registered office of the company at 25-A, Attibele Industrial Area, Attibele - 562 107, Bangalore district, Karnataka.

Note :

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the Entrance of the Meeting venue.
2. This Attendance Slip is valid only in case shares are held on the date of the meeting.



MIDWEST GOLD LIMITED

(Formerly Nova Granites (India)Limited)

Corporate Identification No. (CIN) – L13200KA1990PLC011396

Registered Office: 25-A, Attibele Industrial Area, Attibele -562 107,
Bangalore District, Karnataka

Form No MGT-11

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s):

Registered address:

E-mail Id:

Folio No. / Client ID No. :DP ID No.

I/We, being the member(s) of Shares of Midwest Gold Limited, hereby appoint

1. Name:**E-mail Id:**

Address:

..... **Signature:** Or failing him

2. Name:**E-mail Id :**

Address:

..... **Signature:** Or failing him

3. Name: **E-mail Id:**

Address:

..... **Signature:**

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Fourth Annual General Meeting of the Company to be held on Monday, 29th September, 2014 at 11.00 A.M at The Registered Office of the Company at 25-A, Attibele Industrial Area, Attibele -562 107, Bangalore District, Karnataka and at any adjournment thereof in respect of such resolutions as are indicated below :



S.No.	Resolutions	For	Against
1	Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2014.		
2	Appointment of Sri K.Deepak as a Director of the Company who retire by rotation.		
3	Appointment of Statutory Auditors		
4	Appointment of Shri P. Harinadha Babu as an Independent Director		
5	Appointment of Shri G. Nityanand as an Independent Director		
6	Appointment of Shri. S. Radhakrishnan as an Independent Director		
7	To approve Borrowing limits of the Company		
8	To adopt the new Articles of Association in compliance with the Companies Act, 2013.		

Signed this day of 2014

Signature of shareholder.....

Signature of Proxy holder(s).....

Affix
Revenue
Stamp

NOTES:

1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at 25-A, Attibele Industrial Area, Attibele -562 107, Bangalore District, Karnataka, not less than 48 hours before the commencement of the Meeting.
2. Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/Proxy.