



**ASTRAL<sup>®</sup>**  
*where INNOVATION flows*

COMMITMENT TO PROGRESS

**17th**  
**ANNUAL REPORT**  
**2012-13**

## AWARDS & RECOGNITION



**Power Brands Leadership  
Enterprising Entrepreneur 2012**



**ASTRAL - India's Rising Brand  
Chosen By The Indian Consumer**



Shri **Sandeep Engineer**, Managing Director of the Company has been awarded "Power Brands Leadership Enterprising Entrepreneur 2012 Award".

Both the Awards have been presented to Shri Sandeep Engineer, the Managing Director of the Company at the Power Brands Hall of Fame Ceremony on August 29, 2012 in Dubai. This Award has been given to upcoming Leaders who shall be the torch bearers in the near future.

## THE VISION



With continuous growth in Indian infrastructure, Astral always introduce new innovative and cost effective products for its share. Our vision shall always to be one of the leading companies for the products & services to our customers, shareholders and community. Astral will approach the future with great enthusiasm and optimism.

## OUR PRODUCTS

# COMPLETE PLUMBING & DRAINAGE SOLUTIONS™

**ASTRAL** **FLOWGUARD™**  
PIPE & FITTINGS

**ASTRAL** **CORZAN®**  
INDUSTRIAL PIPING SYSTEMS

**ASTRAL** **BENDABLE™**  
COMPOSITE PIPE

**ASTRAL** **BlazeMaster®**  
FIRE SPRINKLER SYSTEMS

**ASTRAL**  
**Aquarius®**  
STANDARDS REDEFINED  
uPVC PLUMBING SYSTEM FOR OUTER LOOP LINES

**ASTRAL**  
**COLUMN™**  
PIPE  
FOR UNDERGROUND STREAM WATER

**ASTRAL**  
**Foamcore™**  
PVC PIPE  
FOR DWV & UNDERGROUND SYSTEMS

**ASTRAL**  
**DWV®**  
DRAIN WASTE & VENT  
LEAK PROOF SYSTEM

**ASTRAL**  
**ULTRADRAIN®**  
CONVENTIONAL SYSTEM

**ASTRAL**  
**AquaSAFE™**

**ASTRAL**  
**UNDER GROUND®**  
DRAINAGE SYSTEMS

**ASTRAL** **wavin**

**ASTRAL** **Alca** PLAST®

***STRONG NAHIN, ASTRAL STRONG!!™***

## Key Highlights

(₹In Lacs)

Particulars	2008-09	2009-10	2010-11	2011-12	2012-13
Capacity (In M.T.)	25,968	30,867	48,432	65,496	77,212
Utilisation (In M.T.)	11,164	19,411	28,289	38,824	49,495
Sales	20,524.90	30,452.36	43,676.35	62,221.01	89,893.02
Less : Excise Duty	1,198.72	1,433.56	2,593.87	4,289.20	7,784.23
Net Sales	19,326.19	29,018.80	41,082.48	57,931.81	82,108.79
Other Operating Income	121.87	80.40	64.28	189.85	11.64
Total Income	19,448.05	29,099.20	41,146.76	58,121.66	82,120.43
Operating Profit (PBITD)	3,087.06	4,275.01	5,663.42	8,372.83	11,175.27
Non Operating Income	420.82	143.23	62.62	199.93	189.41
Interest	531.19	484.21	459.17	655.46	711.10
Gross Profit	2,976.69	3,934.04	5,266.87	7,917.30	10,653.59
Depreciation	617.49	860.43	1,071.92	1,337.75	1,766.60
Profit Before Tax & Exceptional Items	2,359.20	3,073.60	4,194.95	6,579.54	8,886.99
Exceptional Items (Exchange Gain/(Loss))	(733.67)	299.18	24.47	(1,542.97)	(1,095.53)
Profit Before Tax	1,625.53	3,372.78	4,219.42	5,036.57	7,791.46
Tax	165.02	557.34	794.97	992.62	1,736.00
Profit After Tax	1,460.51	2,815.45	3,424.45	4,043.95	6,055.46
Prior Year Adjustments	41.45	12.64	65.17	68.48	103.42
Net Profit	1,419.07	2,802.81	3,359.28	3,975.46	5,952.04
Paid Up Equity Capital	1,123.81	1,123.81	1,123.81	1,123.81	1,123.81
Reserve and Surplus *	8,028.46	10,568.78	13,633.80	17,315.39	22,939.60
Shareholders' Funds	9,152.26	11,692.59	14,757.60	18,439.20	24,063.41
Loans	3,903.35	4,040.06	3,113.37	6,354.89	6,305.89
Deferred Tax Liability (Net)	169.00	169.00	169.00	169.00	875.91
Capital Employed **	12,623.50	15,286.11	17,230.14	23,725.92	30,115.85
Gross Fixed Assets	9,372.32	11,121.16	13,798.71	20,236.72	27,032.04
Capital Work In Progress	601.15	615.54	809.84	1,237.18	1,129.37
Net Fixed Assets ***	7,763.31	8,662.67	10,400.96	15,505.43	20,429.02
Net Current Assets	4,854.92	6,618.17	5,791.00	7,228.58	8,711.27
Book Value (₹)	40.72	52.02	65.66	82.04	107.06
Earning Per Equity Share (₹)	6.31	12.47	14.95	17.69	26.48
Cash Earning Per Equity Share (₹)	9.06	16.30	19.72	23.64	34.34
Dividend (%)	10.00%	20.00%	22.50%	22.50%	25.00%
ROACE % (PBIT/Average Capital Employed)	22.29	24.47	28.24	34.35	34.95
PBITD/Average Capital Employed	27.87	30.63	34.83	40.89	41.51
ROANW(%) (PAT/Average Net Worth)	16.68	26.89	25.40	23.95	28.01
Debt : Equity ( Long Term Debt/Total Net Worth)	0.42	0.31	0.30	0.48	0.37
Debt : Equity ( Total Debt/Total Net Worth)	0.43	0.35	0.21	0.34	0.26

\* Excluding Revaluation Reserves and reducing miscellaneous expenditure

\*\* Excluding Revaluation Reserves, Miscellaneous Expenditure and Capital Work in Progress

\*\*\* Excluding Revaluation Reserves and Capital Work in Progress.

Figures of financial year 2010-11, 2011-12 &amp; 2012-13 are as per Revised Schedule VI.

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## COMPANY INFORMATION

### BOARD OF DIRECTORS

K.R. Shenoy  
Chairman  
(Independent Director)

Sandeep P. Engineer  
Managing Director

Jagruiti S. Engineer  
Executive Director

Pradip N. Desai  
Independent Director

Kyle A. Thompson  
Non Executive Director

### COMPANY SECRETARY

Zankhana V.Trivedi

### CHIEF FINANCIAL OFFICER (CFO)

Hiranand A. Savlani

### STATUTORY AUDITORS

M/s. Deloitte Haskins & Sells,  
Chartered Accountants  
Ahmedabad

### BANKERS

Corporation Bank  
Standard Chartered Bank  
IDBI Bank Limited  
HDFC Bank Limited

### REGISTERED & CORPORATE OFFICE

"ASTRAL HOUSE"  
207/1, B/h Rajpath Club,  
Off.S.G.Highway,  
Ahmedabad-380 059,  
Gujarat, India.  
Ph.No.: +91 79 66212000  
Fax No.: +91 79 66212121

### REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited  
E-2/3, Ansa Industrial Estate,  
Sakivihar Road, Saki Naka,  
Andheri (E), Mumbai – 400 072  
Ph. No.: +91 22 40430200  
Fax No.: +91 22 28475207

### FACTORY LOCATION

1. Santej (Gujarat)
2. Dholka (Gujarat)
3. Baddi (Himachal Pradesh)
4. Hosur (Tamilnadu) Under Construction

### BRANCH OFFICES

1. New Delhi
2. Mumbai (Maharashtra)
3. Secunderabad (Andhra Pradesh)
4. Chennai (Tamilnadu)
5. Bangalore (Karnataka)
6. Jaipur (Rajasthan)



## Directors' Report

Dear Shareholders,

Your Directors have pleasure in presenting the **17th Annual Report** of the Company together with the Audited Statements of Accounts for the year ended on 31st March, 2013.

### 1. FINANCIAL HIGHLIGHTS

The Standalone Financial Results for the year ended on 31st March, 2013 are as follows: (₹ In Lacs)

Particulars	Financial Year	
	2012-13	2011-12
Net Sales/Income from Operations	82,108.79	57,931.81
Other Operating Income	11.64	189.85
Total Income	82,120.43	58,121.66
Total Expenditure	70,945.15	49,748.84
<b>Profit Before Depreciation, Interest and Tax</b>	<b>11,175.28</b>	<b>8,372.82</b>
Finance Cost	711.10	655.46
Depreciation	1,766.60	1,337.75
<b>Profit Before Exceptional Items</b>	<b>8,697.58</b>	<b>6,379.61</b>
Other Non-Operating (Income) Expenses/Exceptional Items	906.12	1,343.05
<b>Profit Before Tax</b>	<b>7,791.46</b>	<b>5,036.56</b>
Provision for Taxation (Including Prior Year Adjustment)	1,839.42	1,061.10
<b>Net Profit for the year</b>	<b>5,952.04</b>	<b>3,975.46</b>

### 2. DIVIDEND

- During the year under review, Interim Dividend of ₹ 0.50 per share was declared and paid.
- The Board of Directors of the Company has recommended a Final Dividend of ₹ 0.75 per share for the FY 2012-2013 subject to the approval of the members at the ensuing Annual General Meeting. The Final Dividend, if approved, will be paid to the eligible members within the period stipulated by the Companies Act, 1956.
- The Final Dividend will absorb ₹ 168.57 Lacs in addition to the Interim Dividend of ₹ 112.38 Lacs paid during the year under review and the Dividend Distribution Tax payable on Final Dividend by the Company will amount to ₹ 28.65 Lacs in addition to the Dividend Distribution Tax of ₹ 18.23 Lacs already paid on Interim Dividend.

### 3. FINANCIAL AND OPERATIONAL REVIEW

- During the year under review, your Company has continued its growth momentum and has crossed a land mark figure of ₹900 Crores in Sales (Gross).
- Net Sales amounted to ₹821.09 Crores as compared to ₹579.32 Crores in the previous year, recording a growth of 42%.
- The EBDITA has increased by 33% from ₹83.73 Crores to ₹111.75 Crores.
- Net Profit has increased by 50% from ₹39.75 Crores to ₹59.52 Crores.
- Export Sales has increased by 16.93% from ₹659.13 Lacs to ₹770.72 Lacs.
- Earnings per share (basic) amounted to ₹26.48 per Share, as against ₹17.69 per Share in the previous year.

### 4. PROJECT IMPLEMENTATION AND PERFORMANCE REVIEW

- During the year under review, your Company has increased its installed capacity by 18% from 65,496 M.T. to 77,212 M.T. by creating an additional Capacity at its Gujarat and Himachal Pradesh Plants involving a Capex outflow of ₹42.00 Crores. The Company has utilized its capacity to the tune of 49,495 M.T. as against the last year's figure of 38,824 M.T. which shows a growth of 27%.
- During the year under review, the Company has incurred a Capital Expenditure to the tune of ₹23.16 Crores towards the purchase of Land situated at Gujarat and Tamilnadu and balance ₹45.55 Crores towards the Plant & Machinery, Factory Building and Other Capital Expenditure.
- During the year under review, The Company has launched Column Pipes & Bendable Pipes in Domestic/International Market.



- During the year under review, the Company had entered into an Agreement with “**Arbaaz Khan Production Pvt. Ltd.**” for promoting its Brand ASTRAL through in film advertisement in Film “**Dabangg 2**” by a leading Film Actor **Mr. Salman Khan** and its overwhelming response from all over India has enabled the Company to make its Brand more popular among the people all over India which can be seen from the results of last Quarter of the FY 2012-2013 as the Film was released in the month of November/December, 2012.

## 5. CREDIT RATING

We are happy to inform you that during the year under review, your Company has been able to upgrade its rating with CRISIL even under difficult environment of the Indian Economy.

Sr. No.	Facility	Old Rating	New Rating
1	Cash Credit Limit	A/Stable	A+/Stable
2	Long Term Loan	A/Stable	A+/Stable
3	Letter of Credit	A1	A1
4	Bank Guarantee	A1	A1

## 6. INVESTMENT IN JOINT VENTURE COMPANY IN KENYA

Company has entered the Kenyan market under the name of **ASTRAL TECHNOLOGIES LTD.** to capture the CPVC and PVC market of Kenya and neighbouring Countries such as Uganda, Tanzania, Rwanda and Ethiopia. Recently, a New Joint Venture Partner, RAMCO Group, Kenya, has been inducted in Astral Technologies Ltd. to facilitate greater market demand for PVC and CPVC products of Astral Technologies Ltd. in East Africa Market. At present Company has a stake of 37.5% in the JV Company while 37.5% is held by the local partners RAMCO Group and balance 25% is held by Allied Plumbers Ltd. The Company has installed capacity of 3000 M.T. and shortly it is planning to double the capacity and orders for machineries have already been placed.

## 7. SUBSIDIARY COMPANIES

### Astral Biochem Private Limited:

During the year under review, there was no activity in the said Subsidiary Company.

### Advanced Adhesives Limited:

During the year under review, the Company has successfully commenced commercial production of CPVC Solvent Cement for hot and cold water application Pipes on a royalty sharing arrangement with IPS-Corporation of USA. Due to Local production of CPVC Solvent Cement as against the imported Solvent Cement, the Company has been able to generate a significant growth both in top-line as well as bottom-line. Income from operations amounted to ₹1238.69 Lacs as compared to ₹259.93 Lacs in the previous year. The Net Profit amounted to ₹243.91 Lacs as compared to Net Loss of ₹21.71 reported in the previous year. EBITA Margin has increased from 12.35% to 28.74%. The management of the Company has put in all efforts to utilize the existing capacity fully by 2013-2014 and the Company is also planning to increase the capacity in near future.

## 8. CONSOLIDATED FINANCIAL STATEMENTS

The Shareholders may refer to the Statement under Section 212 of the Companies Act, 1956 and information on the Financial Statements of Subsidiary Companies appended to the above Statement under Section 212 of the Companies Act, 1956 in this Annual Report, for further information on the Subsidiaries.

The Consolidated Financial Statements, in terms of Clause 32 of the Listing Agreement and in terms of Accounting Standard 21 issued by the Institute of Chartered Accountants of India (ICAI) also form part of this Annual Report.

## 9. MANAGEMENT DISCUSSION AND ANALYSIS STATEMENT

Management Discussion and Analysis Statement which is required under the Listing Agreement with the Stock Exchanges is given in **Annexure – D** to the Directors' Report.

## 10. CORPORATE GOVERNANCE

A separate Report on Corporate Governance, along with Auditors' Certificate relating thereto is given in **Annexure – C** to the Directors' Report.

## 11. INSURANCE

The Fixed Assets and Stocks of the Company are adequately insured.

## 12. FIXED DEPOSITS

Your Company has not accepted any Fixed Deposits as defined under Section 58A of the Companies Act, 1956 and rules framed thereunder.

### 13. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors confirm that:

- (i) in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed;
- (ii) the Directors have selected such Accounting Policies and have applied them consistently and have 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 or loss of the Company for the period;
- (iii) the Directors have taken proper and sufficient care for the maintenance of adequate Accounting records in accordance with the Provisions of the Act for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Annual Accounts have been prepared on a going concern basis.

### 14. DIRECTORS - RETIRING BY ROTATION

Pursuant to Article 157 of the Articles of Association of the Company, Mr. Pradip N. Desai is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. The requisite particulars in respect of Director seeking reappointment are given in Corporate Governance Report which is given in **Annexure C** to the Directors' Report.

### 15. STATUTORY AUDITORS

M/s. Deloitte Haskins & Sells, the Statutory Auditors of the Company retire at the forthcoming Annual General Meeting and are eligible for re-appointment. The retiring Auditors have furnished a Certificate of their eligibility for re-appointment under Section 224(1B) of the Companies Act, 1956 and have indicated their willingness to continue.

### 16. APPOINTMENT OF COST AUDITOR

The Board of Directors of the Company has appointed **M/s. V.H. Savaliya & Associates, Cost Accountants, Ahmedabad** as the Cost Auditors of the Company for the purpose of conducting Cost Audit of the Cost Accounting Records of the Company for the Financial Year 2013-2014.

### 17. PARTICULARS OF EMPLOYEES

The list of Employees covered under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 is provided in **Annexure- A** to the Directors' Report.

### 18. DISCLOSURE WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars of Section 217(1)(e) with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, pursuant to the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are provided in the **Annexure-B** to the Report.

### 19. ACHIEVEMENTS

During the year under review, the Company has been awarded **PowerBrands Rising Stars 2012 Award in Dubai**. PowerBrands Rising Stars 2012 Award presented by Planman Media is an endeavour to bring into spotlight India's fastest growing brands which have shown tremendous promise and growth over the past 5 years and have been able to create a huge impact on the minds of the Indian Consumer. PowerBrands Rising Stars is an effort to recognize the efforts of such new age brands that are shaping up India's future. These brands are not only on their way to set new benchmarks in the industry, but have also consistently been on the fore front of delivering value and satisfaction to their customers and stakeholders.

### 20. ACKNOWLEDGMENTS

Your Company has maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinted efforts of the employees have enabled your Company to remain at the forefront of the industry. The Directors place on record their sincere appreciation for significant contributions made by the employees through their dedication, hard work and commitment towards the success and growth of the Company. The Directors wish to thank Specialty Process LLC., U.S.A for the technical and financial support extended to the Company throughout the journey of the Company. Your Directors take this opportunity to place on record their sense of gratitude to the Banks, Financial Institutions, Central and State Government Departments, their Local Authorities and other agencies working with the Company for their guidance and support.

**For, Astral Poly Technik Limited**

**Sandeep P. Engineer**

Managing Director

Place : Ahmedabad  
Date : May 20, 2013

**For, Astral Poly Technik Limited**

**Jagruti S. Engineer**

Executive Director

## Annexures to Directors' Report

### ANNEXURE - A

Statement under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended and forming part of the Directors' Report for the year ended 31st March, 2013.

Sr. No.	Name	Age	Qualification	Date of Commencement of Employment	Designation/ Nature of Duties	Experience in Years	Remuneration (₹)	Last Employment held with Designation
1	2	3	4	5	6	7	8	9
(A) Employed throughout the year and was in receipt of remuneration which in the aggregate was not less than ₹60,00,000/- p.a.								
1	Mr. Sandeep P. Engineer	52	B.E. (Chemical)	25.03.1996	Managing Director	29 Years	1,77,90,000/-	NA
(B) Employed for a part of the year and was in receipt of remuneration which in the aggregate was not less than ₹5,00,000/- p.m.								
----- NA -----								

### ANNEXURE - B

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

Information as required under Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is set out hereunder.

#### A. CONSERVATION OF ENERGY

##### (a) Energy Conservation Measure Taken:

Energy conservation continues to be the key focus area of your Company. The Company is making continuous effort for energy conservation. Effective measures have been taken to monitor consumption of energy during the process of manufacture. Continuous monitoring and awareness amongst employees has helped to avoid wastage of energy.

##### (b) Additional investment and proposal for reduction of consumption of energy:

- The Company has installed Harmonics Filtration Panel for Extruder Machine to reduce high amp and Kwh.
- The Company has installed insulated jacketed heater in some injection molding machine which can save 30% against Normal heater.
- The Company has installed timer base circuit in all streets light.

##### (c) Impact of the above measures:

The Company has achieved both reduction in consumption of energy and subsequently reduction in cost of production of goods.

(d) Total energy consumption and energy consumption per unit of production:

<b>A. Power &amp; Fuel Consumption</b>		<b>2012-13</b>	<b>2011-12</b>
1. (a) Electricity			
(i) Purchase (Unit)		2,55,51,938	2,02,57,001
(ii) Total Amount (₹ in Lacs)		1,870.16	1,400.35
(iii) Rate/ Unit (₹)		7.32	6.91
(b) Own Generation			
(i) Through Diesel Generation (kWh)-			
LDO (Ltrs)		1,33,000	95,800
Total Amount (₹ in Lacs)		62.46	41.30
Average Rate (₹/Ltrs)		46.96	43.11
(ii) Through Steam Turbine Generator		Nil	Nil
Unit			
Unit per Ltr. of fuel			
Oil/Gas cost per Unit			
2. Coal and Lignite		Nil	Nil
(i) Quantity (Tones)			
(ii) Total cost (₹)			
(iii) Average Rate (₹/Tones)			
3. Furnace Oil		Nil	Nil
(i) Quantity (Ltrs)			
(ii) Total Cost (₹)			
(iii) Average Rate (₹/Ltrs)			
4. Other/Internal Generation		Nil	Nil
(i) Fuel			
Quantity (K. Ltrs)			
Total Cost (₹)			
Rate/K. Ltr. (₹)			
(ii) L. P. G.			
Quantity (Kgs.)			
Total Cost (₹)			
Rate/Kg (₹)			

<b>B. Consumption Per Unit of Production</b>	<b>Standard</b>	<b>2012-13</b>	<b>2011-12</b>
1. Electricity (KWH) (Total production during the year was ..... M.T. previous year .....)	There are many sizes of pipes and fittings hence it is difficult to measure and standardise	-	-
2. Furnace Oil (Ltrs)	Nil	-	-
3. Coal Lignite	Nil	-	-
4. Other	Nil	-	-

**B. RESEARCH AND DEVELOPMENT AND TECHNOLOGY ABSORPTION****Research & Development (R & D)****1. Specific areas in which R & D was carried out by your Company**

Your Company lays considerable emphasis on quality maintenance and product enhancement. The Company is continuously trying to develop more and more products in its R & D Center. During the year under review, your Company has spent ₹7.52 Lacs for its ultramodern R & D center at its Plant located at Santej-near Ahmedabad and the Company now is in a position to carry out a lot of R & D activities in-house.

Further yours is the only Company in India which has NSF approved Plant.

**2. Benefits derived as a result of the above R & D**

Your Company's efforts in quality maintenance and product enhancement have resulted in development of products which provide better quality at a lower cost of production. Further, your Company will be eligible for Export of these approved products to the developed markets.

**3. Future plan of action**

Your Company will continue to exercise utmost care in maintaining the quality of its products and will endeavour to upgrade the Products and their range

**4. Expenditure on R & D**

Your Company is regularly incurring R & D expenses. During the year under review, your Company has spent ₹33.09 Lacs on R & D expenses and the cost of equipment purchased for R & D is shown under the head of Plant & Machineries and Laboratory Equipment. The said expenditures are tabled below:

(₹ in Lacs)	
Expenditure on R & D	2012-13
(a) Capital Expenditure	7.52
(b) Revenue Expenditure	25.57
<b>Total (a+b)</b>	<b>33.09</b>
(c) Total R & D expenditure as a percentage of turnover	<b>0.04%</b>

**Technology Absorption, Adaptation and Innovation**

Your Company is using the latest technology of Extrusion Machine imported from Theysohn Extrusionstechnik GmbH, Austria and Ferrometrik Milacron for Injection Moulding.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO****Total Foreign Exchange Used and Earned**

(₹ in Lacs)

Particulars	2012-13	2011-12
(a) Total Foreign Exchange Used	28,127.98	20,676.27
(b) Total Foreign Exchange Earned	770.72	659.13

For, Astral Poly Technik Limited

For, Astral Poly Technik Limited

**Sandeep P. Engineer**

Managing Director

**Jagruiti S. Engineer**

Executive Director

Place : Ahmedabad

Date : May 20, 2013

**ANNEXURE-C**

**REPORT ON CORPORATE GOVERNANCE**

(Pursuant to Clause 49 of the Listing Agreements entered into with the Stock Exchanges)

**I. CORPORATE GOVERNANCE PHILOSOPHY**

Your Company believes in adopting the best corporate governance practices, based on the following principles in order to maintain transparency, accountability and ethics:

- Recognition of the respective roles and responsibilities of the management;
- Independent verification and assured integrity of financial reporting;
- Protection of Shareholders' right and priority for investor relations; and
- Timely and accurate disclosure on all material matters concerning operations and performance of your Company.

Keeping the above in mind, your Company is fully committed to conduct its affairs in a fair and transparent manner and to enhance Shareholders value while complying with the applicable Rules and Regulations. We are in compliance with all the requirements of the Corporate Governance Code, enshrined in Clause 49 of the Listing Agreement.

**2. BOARD OF DIRECTORS**

**Composition**

The Board of your Company consists of 5(Five) Directors as on 31st March, 2013, out of which 2(Two) are Executive Directors and 3(Three) are Non-executive Directors. The Chairman of the Board is Non-Executive Independent Director and 1/3 of the Board is independent. The Composition of the Board is in compliance with the requirements of Clause 49 of the Listing Agreement entered into with Stock Exchanges. All the Directors have certified to us that they are not members of more than 10(Ten) Committees and do not act as Chairman of more than 5(Five) Committees across all the Companies in which they are Directors.

The composition of the Board of Directors as on 31st March, 2013 is as follows:

Name of the Director	Category	Total No. of Directorship	Total No. of Membership of the Committees of Board		Total No. of Chairmanship of the Committees of Board	
			Membership in Audit/Investor grievance Committee	Membership in other Committees	Chairmanship in Audit/Investor grievance Committee	Chairmanship in other Committees
Mr. K. R. Shenoy	Independent Chairman	1	2	2	2	2
Mr. Sandeep P. Engineer	Managing Director	5	2	-	-	-
Mrs. Jagruti S. Engineer	Executive Director	4	-	-	-	-
Mr. Kyle A. Thompson	Non Executive Director	1	-	-	-	-
Mr. Pradip N. Desai	Independent Director	3	2	2	-	-

**Notes:**

1. While considering the total number of Directorships, Directorships in Private Companies and Section 25 Companies have also been included. Further, memberships in various Committees include all Committees whether mandatory in terms of Listing Agreement or otherwise.

**Details of Board Meetings held during the Financial Year 2012-2013**

During the Financial Year 2012-2013, the Board of Directors of your Company met 6 (Six) times on **22/05/2012, 13/08/2012, 29/09/2012, 09/11/2012, 27/11/2012 and 28/01/2013.**

**Dates of Board Meetings and Attendance at the Board Meetings and the last Annual General Meeting**

The Board of Directors met 6(Six) times in the Financial Year 2012-2013 and the details of attendance of each Director at Board Meetings held in Financial Year 2012-2013 and the last Annual General Meeting are as under:

Name of Director	Dates of Board Meetings and Attendance of each director at Board Meetings							Attendance at the last AGM held on August 13, 2012
	22/05/2012	13/08/2012	29/09/2012	09/11/2012	27/11/2012	28/01/2013	Total No. of Board Meetings Attended	
Mr. K. R. Shenoy	Yes	Yes	No	Yes	No	Yes	4	Yes
Mr. Sandeep P. Engineer	Yes	Yes	Yes	Yes	Yes	Yes	6	Yes
Mrs. Jagruti S. Engineer	Yes	Yes	No	Yes	No	Yes	4	Yes
Mr. Kyle A. Thompson	No	No	Yes	No	Yes	No	2	No
Mr. Pradip N. Desai	Yes	Yes	No	Yes	No	Yes	4	Yes

**Code of Conduct for Board & Senior Management Personnel**

Your Company has adopted a Code of Conduct for Board Members & Senior Management Personnel and the declaration from the Managing Director, stating that all the Directors and the Senior Management Personnel of your Company have affirmed compliance with the Code of Conduct has been included in this Report. The Code has been posted on your Company's website [www.astralcpvc.com](http://www.astralcpvc.com).

**Profile of Director seeking appointment / re-appointment****(a) Mr. Pradip N. Desai**

Aged 61 years, is a B.Sc (Physics) from Gujarat University. He started his career by setting up his sole proprietorship firm, which was a manufacturing unit of PVC conduit pipes and pressure pipes, which was operational for seven years. He was the Secretary and President of the Paper Merchants' Association, Ahmedabad, for six years, a Committee Member of the Gujarat Chamber of Commerce for ten years and the Vice President of All India Federation of Paper Traders' Association. He is also the Director of N. Desai Papers Private Limited, which is authorised to distribute paper manufactured by Ballarpur Paper Mills Limited.

**3. COMMITTEES OF BOARD****(I) AUDIT COMMITTEE****Terms of Reference**

The broad terms of reference of the Audit Committee include the following as has been mandated in Clause 49 of Listing Agreement and Section 292A of Companies Act, 1956:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors and the fixation of audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
- Appointment, removal and terms of remuneration of Internal Auditors.
- Reviewing, with the Management, the annual financial statements before submission to the Board for approval, with particular reference to:
  1. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of Clause (2AA) of Section 217 of the Companies Act, 1956;
  2. Changes, if any, in Accounting Policies and practices and reasons for the same;
  3. Major accounting entries involving estimates based on the exercise of judgment by the Management;
  4. Significant adjustments made in the financial statements arising out of Audit findings;
  5. Compliance with Listing and other Legal requirements relating to the financial statements;
  6. Disclosure of any related party transactions;
  7. Qualifications in the draft Audit Report;



- Reviewing with the Management, the quarterly financial statements before submission to the Board for approval;
- Monitoring the use of the proceeds of the initial public offering of the Company;
- Reviewing, with the Management, performance of Statutory and Internal Auditors, and adequacy of the internal control systems;
- Reviewing the adequacy of Internal Audit function, if any, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of Internal Audit;
- Discussions with Internal Auditors on any significant findings and follow up thereon;
- Reviewing Internal Audit Reports in relation to internal control weaknesses;
- Reviewing management letters / letters of internal weaknesses issued by the Statutory Auditors;
- Reviewing the findings of any internal investigation by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discussion with Statutory Auditors, before the Audit commences, about the nature and scope of Audit as well as Post-Audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the Depositors, Debenture Holders, Shareholders (in case of non-payment of declared dividends) and Creditors.

The Chief Financial Officer and the representatives of the Statutory Auditors and Internal Auditors are invited to attend the meetings of the Audit Committee from time to time.

#### **Composition, Meetings and Attendance**

The Audit Committee of your Company has been constituted as per the requirements of Clause 49 of Listing Agreement. The Chairman of the Audit Committee is an Independent Director and two-thirds of the members of the Audit Committee are Independent Directors. During the Financial Year 2012-2013, the Audit Committee met 4 (Four) times on **22/05/2012, 13/08/2012, 09/11/2012 and 28/01/2013**.

The composition of the Audit Committee as on 31st March, 2013 and the attendance of the members in the meetings held during the Financial Year 2012-2013 are as follows:

<b>Name of the Member</b>	<b>Designation</b>	<b>No. of meetings attended</b>
Mr. K.R. Shenoy	Chairman	4
Mr. Sandeep P. Engineer	Member	4
Mr. Pradip N. Desai	Member	4

The Company Secretary of the Company acted as the Secretary to the Audit Committee.

#### **(ii) INVESTORS' GRIEVANCE COMMITTEE**

##### **Terms of Reference**

The broad terms of reference of the Investors' Grievance Committee are to supervise and ensure the following:

1. Efficient transfer of shares; including review of cases for refusal of transfer/ transmission of Shares and Debentures;
2. Redressal of Shareholder and Investor complaints like transfer of shares, non-receipt of Balance Sheet, non-receipt of declared Dividends etc;
3. Issue of duplicate / split / consolidated Share Certificates;
4. Allotment of Shares;
5. Review of cases for refusal of transfer / transmission of Shares and Debentures;
6. Reference to Statutory and Regulatory authorities regarding Investor Grievances; and
7. To otherwise ensure proper and timely attendance and redressal of Investor's queries and Grievances.

**Composition, Meetings and Attendance**

The Investors' Grievance Committee of your Company consists of 3 (Three) Directors. The Chairman of the Investors' Grievance Committee is a Non-Executive Independent Director. During the Financial Year 2012-2013, Investors' Grievance Committee met 4 (Four) times on **22/05/2012, 13/08/2012, 09/11/2012 and 28/01/2013**.

The composition of the Investors' Grievance Committee as on 31st March, 2013 and attendance of the members in the meetings held during the Financial Year 2012-2013 is as follows:

Name of the Member	Designation	No. of meetings attended
Mr. K. R. Shenoy	Chairman	4
Mr. Sandeep P. Engineer	Member	4
Mr. Pradip N. Desai	Member	4

**Name and Designation of Compliance Officer**

Ms. Zankhana V. Trivedi, Company Secretary, is the Compliance Officer of the Company.

**Status of Investors' Complaints**

The status of Investors complaints as on 31st March, 2013 is as follows :

Number of complaints as on April 01, 2012	Nil
Number of complaints received during the year ended on March 31, 2013	3
Number of complaints resolved up to March 31, 2013	3
Number of complaints pending as on March 31, 2013	Nil

The complaints received were mainly in the nature of non-receipt of Annual Report and non-receipt of dividend warrants. None of the complaints were pending for a period of more than one month.

There were no pending requests for transfer of shares of the Company as on March 31, 2013.

**4. GENERAL BODY MEETINGS**

The details of last three Annual General Meetings of the Company are as follows :

Financial Year	Date Time Venue
2011-2012	August 13, 2012 at 11.00 a.m. at Rajpath Banquet Hall, Rajpath Club, S.G. Highway, Ahmedabad-380059.
2010-2011	August 4, 2011 at 11.00 a.m. at Rajpath Banquet Hall, Rajpath Club, S.G. Highway, Ahmedabad-380059.
2009-2010	August 9, 2010 at 11.00 a.m. at Karnavati Banquet Hall, Karnavati Club, S.G. Highway, Ahmedabad-380058.

**Details of Special Resolutions passed in Previous Three AGMs.**

Details of the Special Resolutions passed in last three Annual General Meetings are as follows :

Financial year	Particulars of Special Resolutions passed
2011-2012	Appointment of Mr. Kairav S. Engineer, Son of Mr. Sandeep Engineer and Mrs. Jagruti Engineer, the Directors of the Company, as the Manager- Business Development of the Company.
2010-2011	Revision in remuneration payable to Relative of the Executive Director of the Company.
2009-2010	Nil

The Company was not required to pass any Resolution by means of Postal ballot during the Financial Year 2012-2013.

No Special Resolution is proposed to be conducted through postal ballot at the ensuing Annual General Meeting of the Company.

No Extra Ordinary General Meeting was held during the Financial Year 2012-2013.

**5. DISCLOSURES**
**(a) Disclosure on materially significant related party transactions**

There were some related party transactions during the Financial Year 2012-2013 and the same do not have potential conflict with the interest of the Company at large. The details of related party transactions as per Accounting Standard – 18 are included in the notes to the accounts of the Auditors' Report.

**(b) Details of non-compliance with regard to capital market**

The Equity Shares of the Company got listed on the National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE) with effect from March 20, 2007. The Company has complied with all the requirements of Listing Agreement as well as the Regulations and Guidelines prescribed by the Securities and Exchange Board of India (SEBI). The Company has complied with Clause 38 of the Listing Agreement with respect to payment of Listing fees to the Exchanges and Annual Custodial Fees to the Depositories for the year 2013-2014.

There were no penalties imposed nor strictures passed on the Company by the Stock Exchanges, SEBI or any other Statutory Authority on any matter related to Capital Markets during last year.

**(c) Disclosure of Accounting treatment**

There is no deviation in following the treatments prescribed in any Accounting Standard in preparation of financial statements for the year 2012-2013.

**(d) Board disclosures – Risk Management**

The Board members of the Company have been appraised about the risk assessment and minimization procedures intended to be adopted. The Audit Committee of the Board is also regularly informed about the business risks and the steps taken to mitigate the same. The implementation of the risk assessment and minimization procedures is an ongoing progress and the Board members are periodically informed of the status.

**(e) Details of remuneration and pecuniary benefits to the Directors**

(₹ In Lacs)

Name of the Director	Salary	Perquisites	Sitting Fees	Others	Total
Mr. K.R. Shenoy	-	-	-	2.00	<b>2.00</b>
Mr. Sandeep P. Engineer	99.20	-	-	78.70	<b>177.90</b>
Mrs. Jagruti S. Engineer	23.50	-	-	-	<b>23.50</b>
Mr. Kyle A. Thompson	-	-	-	-	-
Mr. Pradip N. Desai	-	-	-	-	-
<b>Total</b>	<b>122.70</b>	-	-	<b>80.70</b>	<b>203.40</b>

**Notes:**

- There are no pecuniary relationships or transactions of the Non-Executive Directors Vis-à-Vis Company as mentioned above.
- The Members of the Company at its Annual General Meeting held on 4th August, 2011 had approved the reappointment of Mrs. Jagruti Engineer as an Executive Director of the Company w.e.f. 20th May, 2011 for a period of 3 years.
- The Members of the Company at its Annual General Meeting held on 13th August, 2012 had approved the reappointment of Mr. Sandeep Engineer as the Managing Director of the Company w.e.f. 1st February, 2012 for a period of 3 years.
- The Managing Director shall be entitled to an incentive payment at the rate of 1% (One percent) of Net Profits of the Company in addition to the salary, increment and reimbursement of expenses, if the Company registers an increase in Net Profits by 15% (Fifteen percent) or more in that year as compared to the Net Profits of the previous accounting year, which however would be applicable from the Financial year 2012-2013.

None of the Directors except the Managing Director shall be entitled to such an Incentive.

5. Your Company has a Service Contract with-
- Mr. Sandeep Engineer, the Managing Director of the Company from 1st February, 2012 to 31st January, 2015 and said Contract may be terminated by issuing a written notice of 90 days by the party terminating the office to the other party. In the event of termination of office of Managing Director before the expiration of tenure thereof, Managing Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 318 of the Companies Act, 1956. The said Contract is renewable.
  - Mrs. Jagruti Engineer, the Executive Director of the Company from 1st May, 2011 to 30th April, 2014. There is no provision regarding Termination of Contract and Severance Fees. The said Contract is renewable.
6. No Stock Option Schemes have been introduced by the Company.
7. The shareholding of Directors as on the 31st March, 2013 is as under:

**Details of Shareholding of Directors**

Sr. No.	Name of Director	Shareholding	%
1	Mr. K.R. Shenoy	Nil	Nil
2	Mr. Sandeep P. Engineer	47,34,282	21.06
3	Mrs. Jagruti S. Engineer	18,28,682	8.14
4	Mr. Kyle A. Thompson	Nil	Nil
5	Mr. Pradip N. Desai	77,142	0.34

**(f) Certification from CEO and CFO**

The requisite certificate from the Managing Director and Chief Financial Officer of the Company required to be given under Clause 49(V) was placed before the Board of Directors of the Company at its Meeting held on 20th May, 2013 and Mr. Sandeep P. Engineer, Managing Director and Mr. Hiranand A. Savlani, Chief Financial Officer of the Company, have certified to the Board that:

- They have reviewed the Financial Statement and the Cash Flow Statement for the year 2012-2013 and that to the best of their 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 together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable Laws and Regulations.
- There are, to the best of their knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of Company's Code of Conduct.
- They accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and they have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- They have indicated to the Auditors and the Audit Committee :
  - significant changes in internal control over financial reporting during the year;
  - significant changes in Accounting Policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**g) Details of compliance with mandatory requirements and adoption of non-mandatory requirements of Clause 49 of the Listing Agreement**

The Company has complied with all the mandatory requirements as mandated under Clause 49 of Listing Agreement. A Certificate from the Statutory Auditors of the Company to this effect has been included in this Report.

**(h) Whistle Blower Policy**

The Company does not have a Whistle Blower Policy.

**6. MEANS OF COMMUNICATION TO SHAREHOLDERS**

**(a) Quarterly / Annual Results**

The Quarterly / Annual Results and Notices as required under Clause 41 of the Listing Agreement are normally published in the Leading Daily Newspaper "The Economic Times" in English and Local Language, i.e. Gujarati editions.

**(b) Posting of information on the website of the Company / Stock Exchanges**

- The Quarterly / Annual Results of the Company, Shareholding pattern, Code of Conduct for Board and Senior Management of the Company are displayed on the Company's website [www.astralcpvc.com](http://www.astralcpvc.com).
- The official news releases of the company are displayed on the websites of BSE & NSE.
- The Presentations made to Institutional Investors/Analysts are displayed on the Company's website [www.astralcpvc.com](http://www.astralcpvc.com).

**7. MANAGEMENT DISCUSSION & ANALYSIS REPORT**

The Management Discussion & Analysis Report is provided as **Annexure-D** to the Director's Report.

**8. GENERAL SHAREHOLDERS' INFORMATION**

**(a) Annual General Meeting (Proposed): Seventeenth Annual General Meeting:**

<b>Day and date</b>	August 5, 2013
<b>Time</b>	11.00 a.m.
<b>Venue</b>	The Rajpath Banquet Hall, Rajpath Club, S.G. Highway, Ahmedabad-380 059

**(b) Financial Year 2013-2014**

<b>Financial Year</b>	April 1 to March 31
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**(c) Board Meetings for approval of Quarterly Results**

<b>Quarter</b>	<b>Tentative Date of Board Meeting [F.Y.2013-2014]</b>
Ist Quarter Results	Within 45 days from the close of the quarter
IIInd Quarter Results	Within 45 days from the close of the quarter
IIIrd Quarter Results	Within 45 days from the close of the quarter
IVth Quarter Results	Within 60 days from the close of the quarter

Annual Results for financial year ended : Within 60 days of the close of financial Year ending on March 31, 2014

Annual General Meeting for the year 2013-2014 : In accordance with Section 166 of the Companies Act, 1956

**(d) Book Closure Date**

The Share Transfer Book and Register of Members will remain closed from July 25, 2013 to August 5, 2013 (Both days inclusive).

**(e) Dividend Payment Date**

The Dividend, if declared, will be paid within the Statutory Time Limit to the eligible members of the Company.

**(f) Listing on Stock Exchanges**

The Equity Shares of the Company are listed on the following Stock Exchanges in India since March 20, 2007:

1.	<b>The Bombay Stock Exchange Limited (BSE)</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001.
2.	<b>National Stock Exchange Limited (NSE)</b> "Exchange Plaza", Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.

The Company has paid Annual Listing fees to the above Stock Exchanges for the Current Financial Year 2013-2014.

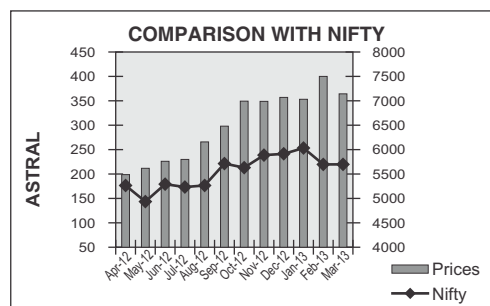
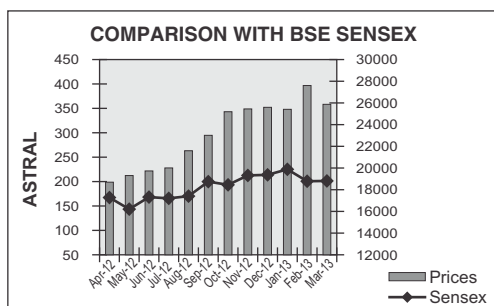
**(g) Stock Code**

The Bombay Stock Exchange Limited (BSE)	<b>532830</b>
The National Stock Exchange Limited (NSE)	<b>ASTRAL</b>
International Security Identification Number (ISIN) for Equity Shares held in Demat form with NSDL and CDSL	<b>INE006I01020</b>

**(h) Stock Market Data**

(In ₹)

MONTH	BSE		NSE	
	High	Low	High	Low
April, 2012	206.95	188.00	203.00	188.05
May, 2012	212.00	175.65	212.00	182.00
June, 2012	228.35	209.00	225.00	208.45
July, 2012	240.50	217.50	241.95	222.05
August, 2012	277.00	229.15	278.90	228.10
September, 2012	305.00	266.50	310.05	252.15
October, 2012	363.85	296.05	362.50	296.15
November, 2012	418.00	337.50	418.00	330.10
December, 2012	379.00	325.25	382.00	328.95
January, 2013	423.65	348.00	415.00	348.10
February, 2013	419.80	342.00	421.60	341.05
March, 2013	415.00	335.10	415.00	331.60



**(i) Registrar and Share Transfer Agents**

All the work relating to the Share registry for Shares held in Physical form as well as Shares held in Electronic Form (Demat) is being done at one single point at Bigshare Services Private Limited.

The detailed address is as under :

**BIGSHARE SERVICES PRIVATE LIMITED**

E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai – 400072,

Tel: 022-40430200, Fax No. 022-28475207, E-mail : investor@bigshareonline.com

**Website:** www.bigshareonline.com, **Contact person:** Mr. N.V.K. Mohan

**(j) Share Transfer System**

The Shares of Company are compulsorily traded in dematerialized form. Shares received in Physical Form are transferred within a period of 15 days from the date of lodgment subject to documents being valid and complete in all respects. The request for dematerialization of Shares are also processed by the R&T agent within stipulated period and uploaded with the concerned Depositories. In terms of Clause 47(c) of the Listing Agreement, Company Secretary in Practice examines the records and processes of Share transfers and issues half yearly Certificate which is being sent to the Stock Exchanges.

**(k) Distribution of Shareholding**

The distribution of Shareholding of the Company as on 31st March, 2013 is as follows:

No. of Equity Shares Held	No. of Shareholders	% of Total Shareholders	No. of Shares	% of Total Capital
Upto 5000	4,839	96.53	17,84,630	7.94
5001-10000	86	1.71	6,14,356	2.73
10001-20000	39	0.78	6,11,319	2.72
20001-30000	12	0.24	2,96,428	1.32
30001-40000	7	0.14	2,51,085	1.12
40001-50000	4	0.08	1,89,150	0.84
50001-100000	10	0.20	8,04,989	3.58
100001- and above	16	0.32	1,79,24,155	79.75
<b>Total</b>	<b>5,013</b>	<b>100.00</b>	<b>2,24,76,112</b>	<b>100.00</b>

**(l) Shareholding Pattern**

The Shareholding Pattern of the Company as on 31st March, 2013 is as follows :

Category	No of Shares	% of Total Capital
Promoters (including persons acting in concert)	1,43,43,232	63.82
Foreign Institutional Investors	26,33,418	11.72
Non-resident Indians/Overseas Corporate Bodies	3,94,668	1.75
Mutual Funds, Financial Institutions and Banks	1,50,340	0.67
Private Corporate Bodies	9,10,683	4.05
Resident Indians	40,43,771	17.99
<b>Grand Total</b>	<b>2,24,76,112</b>	<b>100.00</b>



**(m) Shares in Suspense Account**

As per Clause 5A of the listing agreement total 100 shares are lying in the Escrow Account in the name of **BIGSHARE SERVICES PRIVATE LIMITED - ESCROW ACCOUNT-ASTRAL POLYTEKNIK LTD - IPO** with IDBI Bank having **DP ID IN300450 13481768** and voting rights on these Shares shall remain frozen till the rightful owner of such Shares claims the Shares.

**(n) Dematerialization of Shares and Liquidity**

As on March 31, 2013, 99.92% of the total Equity Shares were held in dematerialized form with National Securities Depository Ltd. [NSDL] and Central Depository Services Limited [CDSL].

The details of which are as under :

Sr. No.	Mode of Holding	No. of Shares	% of Total Capital
1.	NSDL	2,10,20,973	93.53
2.	CDSL	14,36,074	6.39
3.	Physical	19,065	0.08
<b>TOTAL</b>		<b>2,24,76,112</b>	<b>100.00</b>

**(o) GDRs/ADRs/Warrants or Convertible Instruments outstanding as on the date of this Report : Nil****(p) Plant Locations :**

Gujarat Units		Himachal Pradesh Unit	Tamilnadu Unit (Under Construction)
Santej	Dholka		
<b>Plot No. 1253 &amp; 1264,</b> Village: Santej, Taluka: Kalol, Dist: Gandhinagar, Gujarat, India	<b>Survey No. 149/1,</b> Dholka-Kheda Road, Rampur, Dholka, Gujarat, India	<b>Khasra No. 67-72,</b> Village: Bated, P.O. Barotiwala, Dist: Solan, Tehsil: Kasauli, Himachal Pradesh, India	<b>Survey No. 128/2B, 128/3B2, 129, 130/1, 130/2, 130/3, 130/4, 131/1, 131/2</b> Perandaplli Post, Village-Alur, District-Krishnagiri, Hosur - 635 109, Tamilnadu, India

**(q) Address for Correspondence**

Shareholders' correspondence should be addressed to the Company's Registrar & Share Transfer Agent at the address mentioned at point (i).

Shareholders may also contact Company Secretary at the Registered Office of the Company for any assistance.

**Registered Office**

"ASTRAL HOUSE",  
207/1, B/h. Rajpath Club, Off S. G. Highway,  
Ahmedabad - 380 059, Gujarat, India

**Tel. No. :** +91 79 66212000

**Fax No. :** +91 79 66212121

**Email :** co@astralcpvc.com

**Website :** www.astralcpvc.com

**For, Astral Poly Technik Limited**

**Sandeep P. Engineer**

Managing Director

Place : Ahmedabad

Date : May 20, 2013

**For, Astral Poly Technik Limited**

**Jagruti S. Engineer**

Executive Director

**DECLARATION**

**To,**

The Members,

**Astral Poly Technik Limited**

I, Sandeep P. Engineer, Managing Director of **Astral Poly Technik Limited** hereby declare that, as of March 31, 2013, all the Board Members and Senior Management have affirmed compliance with the Code of Conduct laid down by the Company.

**For, Astral Poly Technik Limited**

Place : Ahmedabad

Date : May 20, 2013

**Sandeep P. Engineer**  
Managing Director

**ANNEXURE - D****MANAGEMENT DISCUSSION AND ANALYSIS STATEMENTS****Industry Structure and Developments**

According to the Knight Frank report of March 2013, with improvement in employment stability in the IT/ITES sector compared to the period 2008-2010 when global turmoil had begun to threaten its growth and expansion plans, demand for housing property has now achieved a steady momentum. We also believe that with the change in demographic structure of the Country, the demand for housing sector and particularly for the low cost housing schemes will increase in a big way in the coming days.

Further we observe that in the last few years, many infrastructure projects have been planned near metropolitan regions which attract a large influx of job-seekers from across the Country, enhancing the cosmopolitan nature of the respective metros and resulting in residential demand in the location where most of the Companies are located. Also, rise in employment opportunities due to commercial and industrial activities has resulted in an increase in income levels, hence the propensity to purchase residential properties. Other advantages working in favour of the city's residential market include continued support from both the manufacturing and the service industries and a relatively stable government, which ensures a positive environment to home-buyers in all income categories.

As reported in the Economic Times, Property Consultant Cushman & Wakefield have ranked India 20th in the list of world's top real estate investment markets with investment volume of USD 3.4 billion in 2012. China was ranked at the top position with investment of USD 304.1 billion, followed by US (USD 267.1 billion) and UK (USD 56.3 billion).

The above Consultants have also stated that global Property investment market grew by 6 per cent in 2012 to USD 929 billion and was expected to cross USD 1 trillion mark in 2013. The majority of the investments in India were through institutional sales (67 per cent) while remaining were through Private Equity (PE) investments (33 per cent). The market witnessed institutional sales (excluding apartments) of ₹12,800 Crores, concentrated in commercial development sites and office segment including stand-alone and pre-leased office buildings. Investments in institutional sales saw a decline of 37 per cent over last year, but private equity investment in India rose by 7 per cent in 2012 at ₹6,200 Crores. Bengaluru saw the highest number and value of private equity investments at ₹3,250 Crores in 2012, more than doubling the investment over the last year, followed by Mumbai with ₹1,300 Crores and NCR with ₹700 Crores investments. Investment in ready income generating/operational office assets has gained strength over the last few years due to lower risk and steady cash-flows associated with this type of investment. With increase in number of high value transactions in this sector, the market is moving towards a mature phase according to C&W South Asia Executive Managing Director, Mr. Sanjay Dutt.

As per the report of Knight Frank in the past three years ending 2011, approximately 367000 units equating to roughly 533 mn. Sq. ft. of Grade A residential supply were to crop up in the seven major cities around India. Of this unit supply, NCR was to account for approximately 25% and Mumbai approximately 20%.

From the above one can see the prevalence of potential demand in the construction sector which in turn will significantly contribute to the growth potential of your Company which is engaged in the manufacture of Plastic Pipes and accessories.

**Opportunities and Threats :**

The unorganised sector in Plastic Industry is very large and your Company believes that with the growth of GDP and per capital income, the share of unorganised will reduce and organised sector will grow which will be beneficial to your Company. Further the Plastic consumption in India is still at a very nascent stage compared to the developed Countries and even compared to Asian Countries like China. Your Company always believes in innovation and tries to introduce new value added Products in the market with the first mover advantage. Channel partners of your Company are also very happy that every year Astral gives them new Product which increase the confidence of the Customers as well as dealers of your Company, providing a good opportunity for the growth.

Your Company believes in creating the capacity first and thinking of the market next. Plenty of opportunities are available in our Country, but your Company has to be innovative and creative to serve the market with new Products which helps your Company to continuously maintain its growth momentum.

During the current year, your Company has increased the manufacturing capacity from **65,496 M.T.** to **77,212 M.T.** This shows that ASTRAL's Products are widely accepted in the market.

Last year your Company set up a team for introducing its new Column Pipes which will yield results in the coming years. Similarly in the second half of the last year, CPVC Solvent Cement has been commercially launched in the Indian market with the technical collaboration of IPS – USA. Your Company is very close in completing the formalities with Govt. of India for Blazemaster Fire Sprinkler System. Likewise, the new plant, manufacturing Bendable Pipes will be operational in 2013-14.

As regularly communicated to Shareholders, your Company firmly believes in creating a strong Brand in the Pipes Segment in our Country. Therefore your Company allots sufficient funds for the purpose. A live example is the recent in-film Branding Campaign in Mr. Salman Khan's movie "Dabbang 2".

Dabbang-2 campaign has given Astral a very good exposure across the Country and helped in widening your Company's retail network. A strong Brand can carry your Company to greater heights. Our long term objective is to reach out to dealers and plumbers and create awareness and credibility among the major stakeholders. Astral will continue to spend on Print Media, Exhibitions and other forms of Branding for enhancing its Brand image across the Country.

Increasing imports/ local purchase of CPVC/PVC raw material, a derivative of crude and the fluctuations in the exchange rate of foreign currency could affect the profitability of your Company. Volatility in crude prices will also affect the raw material cost of PVC/CPVC resin. However, so far your Company has been able to manage the exchange risk and price fluctuation risk in a balanced way. During the last financial year, your Company was able to increase the PAT margin in spite of significant fluctuations in the raw material prices and foreign exchange rates.

**Outlook :**

The Plastic consumption in India is growing at 15% CAGR. Therefore your Company sees a bright growth potential for ASTRAL in the years ahead. Being a leader in CPVC pipes market in India, your Company foresees a very good demand going forward. With expected higher growth in GDP and a more benign interest rate environment, prospects for over all industrial growth in general and growth in Plastic Industry in particular, appear to be good.

With a strong branding activity, your Company foresees the possibility of retail market (Replacement Market) picking up in the days ahead. With the introduction of Column Pipes, Astral will reach the rural market which in turn will help your Company to introduce its bouquet of Products comprising PVC, CPVC, SWR, Under ground etc. in the rural segment.

The management of your Company further opines that not only new construction create a lot of demand for plumbing pipes but also the replacement demand, which is growing at a good pace. This will help your Company to expand its business rapidly. Metallic pipes will become a thing of the past over a period of time and polymer will dominate most of the market because of plenty of advantages compared to the metal Products.

Your Company which manufactures world class CPVC Products at its NSF approved plants has immense opportunities for accelerated growth. Your Company always endeavors to achieve a rate of growth which is superior to that of its competitors and the market in general. Your Company has a bouquet of Products which is not restricted to only few applications so much so that it is in a position to provide the complete solution to any construction scheme. Your Company's Product range covers Under Ground, Above Ground, Hot Water, Cold Water, Waste Water, Solar Water, Sewage Water, Rain Water etc. In short, for all applications of water, Astral has a Product available. Once the Fire Application is introduced during the current financial year, as now it is already approved by BIS, your Company will be the first Company in the Country to provide all solutions from one source.

Further with the introduction of the Bendable (CPVC Aluminum CPVC) Pipe for the first time in the world for commercial application and since the production of the said Pipe has already been started at the Santej Plant of your Company, we are quite confident that this Pipe will be widely accepted by the Multi Storied Buildings segment and for the Solar Application.

Your Company has Clients from different Sectors which include Hospitals, Academic Institutions, Resorts, Clubs, Government Sectors, Construction Houses, Technology Parks, Industries, Hotels, Commercial Complexes, Corporate Houses etc.

Your Company believes in increasing the efficiency in operations and bringing innovative Products in to the market thereby building sustainable competitiveness and edge over the others. The main thrust of the Company is on Product innovation and diversification. Besides that your Company also tries to reduce the cost of production to make its Products more competitive without sacrificing quality. As a part of cost reduction efforts, your Company is continuously increasing the production of value added items at its Himachal Pradesh Unit, which is enjoying the benefits of Excise Duty, Concessional Power and Income Tax.

International alliances with various Companies help your Company to bring new and innovative Products to India at competitive prices. Your Company has already set up a facility for manufacturing the Solvent Cement by its Subsidiary Company "Advanced Adhesives Ltd". During the year under review, Advanced Adhesives Limited has commenced commercial production of CPVC Solvent Cement through a royalty sharing arrangement with IPS-Corporation of USA.

Your Company is at an advanced stage of commencement of production at its Hosur Plant which is targeting to go on stream in the second half of this financial year. With the Hosur Plant your Company will be in the heart of the Southern Market which will help your Company in many aspects such as faster delivery to distributors, saving of freight and availing of local tax benefits.

ASTRAL now has geographical presence in the West, North and South of India. Soon your Company will also reach the East.

Our Joint Venture Company in Kenya has recently undergone a change of management and a very reputed local group "RAMCO" has taken 37.5% stake from the outgoing partners which will help your Company to grow further in the East African Market. RAMCO group has a very vast presence in the building material related Products in Africa and has a group turnover of more than USD 220 Million. With this change, the Company has decided to increase the production capacity from 3000 M.T. to 6000 M.T. by the second half of the current financial year. This will also increase the export business of Astral India.

#### **Risk and Concerns :**

##### **Foreign Exchange Risk**

Being significantly dependent on imports and loans in foreign currency, your Company is exposed to the risk of fluctuations in exchange rate of foreign currency. Appropriate decisions are taken for hedging the exposure from time to time based on the market scenario. However, the volatility is increasing day by day which has elevated the risk.

##### **Raw Material Prices**

Since a significant part of the raw material is imported, any increase in the import price or fluctuations in the foreign currency rate may affect the margins of your Company. Further, the price of raw material is to some extent, linked to the International crude price, which may affect the price of raw material. But your Company has been successfully managing this risk for the past several years. Whenever the revision in raw material prices is on the higher side, it is passed on to the customers.

#### **Internal Control and their adequacy :**

Your Company has adequate Internal Control Systems and Procedures commensurate with the size of the Company and its nature of business. The independent Internal Auditors continuously review the adequacy and effectiveness of the internal control systems vis-a-vis on-going operations of the Company, which provides reasonable assurance of adequacy and effectiveness of control, governance and risk Management procedures to the Audit Committee. The recommendations of Internal Auditors and the Audit Committee are followed up effectively for implementation.

#### **Financial Performance :**

An overview of the financial performance is given in the Directors' Report. The Audit Committee constituted by the Board of Directors periodically reviews the financial performance and reporting systems.

#### **Human Resources :**

Your Company continues to maintain constructive relationship with its employees with a positive environment so as to improve efficiency. The industrial relations at plants were cordial. Your Company places great value on the commitment, competence and vigour shown by its employees in all aspects of business. Your Company confirms its commitment to take initiative to further align its HR policies in order to meet the growing needs of the business.

Your Company has employee focus in the sense that it provides fulfillment, stretch and opportunity for development of its employees at all levels. It is because of the considerable skill and motivation of the employees, that your Company is able to deliver performance satisfaction. Your Board would like to express its sincere appreciation and gratitude to all employees on behalf of the Stakeholders of the Company, who benefit from their hard work.

#### **Cautionary Statement :**

Some of the statements in this Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable Laws and Regulations.

Actual results might differ substantially from those expressed or implied. Important developments that could affect the Company's operations include changes in economic conditions affecting demand, supply and price movements in the domestic and overseas markets in which your Company operates, changes in the Government regulations, Tax Laws and other Statutes or other incidental factors.

The Company assumes no responsibility in respect of forward looking statements which may be amended or modified in future.

**On behalf of the Board of Directors**

Place : Ahmedabad  
Date : May 20, 2013

**Sandeep P. Engineer**  
Managing Director

## **Auditors' Certificate on Corporate Governance**

To the Members of **Astral Poly Technik Limited**

We have examined the compliance of the conditions of Corporate Governance by **Astral Poly Technik Limited** for the year ended on **March 31, 2013**, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We 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, **Deloitte Haskins and Sells**  
Chartered Accountants  
(Firm Registration No. 117365W)

Place : Ahmedabad  
Date : May 20, 2013

**(Gaurav J. Shah)**  
Partner  
(Membership No. 35701)

## Independent Auditors' Report

To The Members of **Astral Poly Technik Limited**

### Report on the Financial Statements

We have audited the accompanying financial statements of **ASTRAL POLY TECHNIK LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

The Company's 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 referred to in Section 211(3C) of the Companies Act, 1956 ("the Act") and in accordance with the accounting principles generally accepted in India. 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.

### Auditors' 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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal 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 on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the 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.

### Opinion

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows of the Company 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 in terms of Section 227(4A) 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 purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Act.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of Section 274(1)(g) of the Act.

For, **Deloitte Haskins and Sells**  
Chartered Accountants  
(Firm Registration No. 117365W)

(**Gaurav J. Shah**)  
Partner  
(Membership No. 35701)

Place : Ahmedabad  
Date : May 20, 2013



## Annexure to the Auditors' Report

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) Having regard to the nature of the Company's business, clauses (x), (xii), (xiii), (xiv) and (xix) of paragraph 4 of CARO are not applicable.
- (ii) In respect of its fixed assets:
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
  - (b) The fixed assets were physically verified during the year by the management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) The fixed assets disposed off during the year, in our opinion, do not constitute a substantial part of the fixed assets of the Company and such disposal has, in our opinion, not affected the going concern status of the Company.
- (iii) In respect of its inventory:
  - (a) As explained to us, the inventories were physically verified during the year by the management at reasonable intervals.
  - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
  - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iv) In respect of loans, secured or unsecured, granted by the Company to companies, firms or other parties covered in the Register under Section 301 of the Companies Act, 1956, according to the information and explanations given to us:
  - (a) The Company has granted loans aggregating ₹874.96 Lacs to four parties during the year. At the year end, the outstanding balances of such loans aggregated ₹1,195.13 Lacs from two parties and the maximum amount involved during the year was ₹1,345.13 Lacs.
  - (b) The rate of interest of such loans is, in our opinion, prima facie not prejudicial to the interests of the Company. There are no other terms and conditions of such loans.
  - (c) The receipts of principal amounts and interest have been as per stipulations.
  - (d) There are no overdue amounts during the year and hence the question of taking reasonable steps for recovery of principal amount and interest does not arise.

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.
- (v) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.
- (vi) In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanations given to us:
  - (a) The particulars of contracts or arrangements referred to in Section 301 that needed to be entered in the Register maintained under the said Section have been so entered.
  - (b) Where each of such transaction is in excess of ₹5 Lacs in respect of any party, the transactions have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time.
- (vii) According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year. Accordingly, provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 are not applicable.

- (viii) In our opinion, the Company has an adequate internal audit system commensurate with the size of the Company and the nature of its business.
- (ix) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209(1) (d) of the Companies Act, 1956 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (x) According to the information and explanations given to us in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed dues, including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues in arrears as at 31st March, 2013 for a period of more than six months from the date they became payable.
- (c) Details of dues of Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited as on 31st March, 2013 on account of disputes are given below:

Statute	Nature of Dues	Forum where matter is pending	Period to which the matter pertains	Amount involved (₹ in Lacs)
Income Tax	Income Tax	Commissioner of Income Tax (Appeals), Ahmedabad.	2004-05	0.53
Income Tax	Income Tax	Commissioner of Income Tax (Appeals), Ahmedabad.	2005-06	5.24

- (xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks and financial institutions.
- (xii) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xiii) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.
- (xiv) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet, we report that funds raised on short-term basis have not been used during the year for long-term investment.
- (xv) According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
- (xvi) During the year, the Company has not raised any money by way of public issue.
- (xvii) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For, **Deloitte Haskins and Sells**  
Chartered Accountants  
(Firm Registration No. 117365W)

Place : Ahmedabad  
Date : May 20, 2013

(**Gaurav J. Shah**)  
Partner  
(Membership No. 35701)

## Balance Sheet as at 31st March, 2013

(₹ In Lacs)

Particulars	Note	As At 31st March, 2013	As At 31st March, 2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>Share Holders' Funds</b>			
Share Capital	1	1,123.81	1,123.81
Reserves & Surplus	2	23,060.74	17,436.53
		<b>24,184.55</b>	<b>18,560.34</b>
<b>Non Current Liabilities</b>			
Long Term Borrowings	3	6,305.89	6,354.89
Deferred Tax Liability (Net)	4	875.91	169.00
		<b>7,181.80</b>	<b>6,523.89</b>
<b>Current Liabilities</b>			
Trade Payables	5	17,004.75	16,923.91
Other Current Liabilities	6	4,919.01	5,018.44
Short Term Provisions	7	753.48	479.35
		<b>22,677.24</b>	<b>22,421.70</b>
<b>Total</b>		<b>54,043.59</b>	<b>47,505.93</b>
<b>II. ASSETS</b>			
<b>Non Current Assets</b>			
Fixed Assets	8		
Tangible Assets		20,550.16	15,505.44
Capital Work In Progress		1,129.37	1,237.17
Non Current Investments	9	191.70	191.70
Long Term Loans and Advances	10	783.86	910.58
		<b>22,655.09</b>	<b>17,844.89</b>
<b>Current Assets</b>			
Inventories	11	14,811.75	12,551.73
Trade Receivables	12	10,468.82	10,248.82
Cash and Cash Equivalents	13	1,140.42	3,500.68
Short Term Loans and Advances	14	4,927.33	3,277.79
Other Current Assets	15	40.18	82.02
		<b>31,388.50</b>	<b>29,661.04</b>
<b>Total</b>		<b>54,043.59</b>	<b>47,505.93</b>
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>	<b>1 to 33</b>		

As per our report of even date

For and on behalf of the Board

For, **Deloitte Haskins & Sells**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruti S. Engineer)  
Managing Director Executive Director

(Gaurav J. Shah)  
Partner  
Membership No.: 35701  
Place : Ahmedabad  
Date : May 20, 2013

(Zankhana V. Trivedi)  
Company Secretary  
Place : Ahmedabad  
Date : May 20, 2013

## Statement of Profit and Loss for the Year ended on 31st March, 2013

(₹ In Lacs)

Particulars	Note	2012-13	2011-12
<b>INCOME</b>			
Revenue from Operations (Gross)		89,893.02	62,221.01
<b>Less : Excise duty</b>		7,784.23	4,289.20
Revenue from Operations (Net)	16	82,108.79	57,931.81
Other Income	17	201.05	389.77
<b>Total</b>		<b>82,309.84</b>	<b>58,321.58</b>
<b>EXPENSES</b>			
Cost of Materials Consumed	18	55,955.15	41,337.41
Purchase of Stock In Trade		4,623.39	1,996.62
Changes in Inventories of Finished Goods, and Stock In Trade	19	(2,189.84)	(2,280.16)
Employee Benefits Expenses	20	2,001.65	1,460.64
Finance Costs	21	1,806.63	2,198.43
Depreciation and Amortization Expenses	8	1,766.60	1,337.75
Other Expenses	22	10,554.80	7,234.33
<b>Total</b>		<b>74,518.38</b>	<b>53,285.02</b>
<b>Profit Before Tax</b>		<b>7,791.46</b>	<b>5,036.56</b>
Tax Expenses:			
Current Tax		1,905.00	992.62
Short Provision of Tax in Earlier Years		103.42	68.48
MAT Credit Entitlement		(875.92)	-
Deferred Tax		706.92	-
<b>PROFIT FOR THE YEAR</b>		<b>5,952.04</b>	<b>3,975.46</b>
Earnings Per Equity Share: (In ₹) (Face Value of ₹5/- each)			
Basic & Diluted	23	26.48	17.69
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>	<b>1 to 33</b>		

As per our report of even date

For and on behalf of the Board

For, **Deloitte Haskins & Sells**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruhi S. Engineer)  
Managing Director Executive Director

(Gaurav J. Shah)  
Partner  
Membership No.: 35701  
Place : Ahmedabad  
Date : May 20, 2013

(Zankhana V. Trivedi)  
Company Secretary  
Place : Ahmedabad  
Date : May 20, 2013

**Cash Flow Statement for the Year ended on 31st March, 2013**

(₹ In Lacs)

No.	Particulars	2012-13	2011-12
<b>A</b>	<b>Cash flow from Operating Activities</b>		
	<b>Net Profit before tax and Extraordinary items</b>	<b>7,791.46</b>	<b>5,036.56</b>
	<b>Adjustments for :</b>		
	Depreciation	1,766.60	1,337.75
	Finance Costs	1,365.51	1,691.35
	Provision for Doubtful debts	234.08	174.59
	Unrealised Foreign Exchange	467.17	606.66
	Loss/(Profit) on Sale of Fixed Assets	(0.22)	4.69
	Dividend from Current Investment	-	(1.60)
	Gain on Sale of Current Investment	(127.24)	(90.49)
	Interest Income	(44.51)	(93.46)
	<b>Operating profit before Working Capital Changes</b>	<b>11,452.85</b>	<b>8,666.05</b>
	<b>Adjustments for :</b>		
	(Increase)/Decrease in Inventories	(2,260.03)	(3,933.23)
	Increase in Trade & Other Receivables	(1,295.89)	(3,079.35)
	Increase/(Decrease) in Trade Payables	(169.65)	7,681.40
	<b>Cash generated from Operations</b>	<b>7,727.28</b>	<b>9,334.87</b>
	Direct Taxes Paid	(843.01)	(914.80)
	<b>Net Cash from Operating Activities</b>	<b>6,884.27</b>	<b>8,420.07</b>
<b>B</b>	<b>Cash flow from Investing Activities</b>		
	Purchase of Fixed Assets	(6,869.90)	(6,448.78)
	Proceeds from the Sales of Fixed Assets	58.80	1.83
	Changes in Capital Work In Progress	107.80	(427.34)
	Increase/(Decrease) in Loans & Advances	(639.20)	184.23
	Interest Received	44.51	93.46
	Gain on Sale of Current Investment	127.24	90.49
	Dividend From Current Investment	-	1.60
	Increase in Investment in Subsidiary and Joint Venture	-	(182.18)
	<b>Net Cash used in Investing Activities</b>	<b>(7,170.75)</b>	<b>(6,686.69)</b>
<b>C</b>	<b>Cash flow from Financing Activities</b>		
	Dividend paid	(293.87)	(293.87)
	Interest paid	(1,365.51)	(1,691.35)
	Net proceeds from Borrowing	(412.44)	2,737.35
	<b>Net Cash flow from Financing Activities</b>	<b>(2,071.82)</b>	<b>752.13</b>
	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>(2,358.29)</b>	<b>2,485.51</b>
	Cash and Cash Equivalents at the beginning of the year	3,500.68	1,015.12
	Effect of Foreign Exchange rate changes	(1.97)	0.05
	Cash and Cash Equivalents at the end of the year	1,140.42	3,500.68

- Note:**
1. Cash and Cash Equivalents represents Cash and Bank Balances. (Refer Note No. 13)
  2. Fixed Deposits of ₹0.68 Lacs (Previous Year : ₹0.56 Lacs) are pledged with a bank towards Letters of Credit / Bank Guarantees.
  3. Cash and Cash Equivalents include ₹1.85 Lacs (Previous Year : ₹1.66 Lacs) of unclaimed dividend not available for use by the company.
  4. The previous year's figures have been regrouped wherever necessary.
  5. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.

As per our report of even date

For and on behalf of the Board

 For, **Deloitte Haskins & Sells**  
Chartered Accountants

 (Sandeep P. Engineer) (Jagruiti S. Engineer)  
Managing Director Executive Director

 (Gaurav J. Shah)  
Partner  
Membership No.: 35701

 (Zankhana V. Trivedi)  
Company Secretary

 Place : Ahmedabad  
Date : May 20, 2013

 Place : Ahmedabad  
Date : May 20, 2013

## Significant Accounting Policies

### a) Basis of Preparation of Financial Statements

The financial statements have been prepared on a going concern basis under the historical cost convention, except in case of certain fixed assets which are re-valued, on accrual basis of accounting in accordance with the generally accepted accounting principles and applicable provisions of the Companies Act, 1956. Except where otherwise stated, the accounting principles are consistently applied.

### b) Use of Estimates

The preparation of Financial Statements in conformity with Generally Accepted Accounting Principles (GAAP), requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

### c) Fixed Assets

Fixed Assets are stated at cost of acquisition inclusive of freight, duties, non-refundable taxes and levies and other incidental expenses related to acquisition/installation, adjusted by revaluation of Land in 2004-05.

### d) Lease

Operating lease rentals are expensed with reference to lease terms and other considerations. There are no finance leases.

### e) Impairment of Assets

An asset is treated as impaired when the carrying cost of the same exceeds its recoverable amount. Impairment is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of the recoverable amount.

### f) Depreciation

Depreciation is charged under Straight Line Method in accordance with the rates and manner as specified in Schedule XIV of the Companies Act, 1956. Assets Value up to ₹5,000/- is fully depreciated in the year of acquisition.

### g) Investments

Long Term investments are stated at cost less provision for diminution in value other than temporary, if any.

### h) Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined on first-in first-out (FIFO) basis. The cost of finished goods comprises of raw materials, direct labour, other direct costs and related production overhead, but excludes interest expenses. Net realizable value is the estimate of the selling price in the ordinary course of business, less the cost of completion and selling expenses.

### i) Revenue Recognition

Sales are recognized on transfer of significant risks and rewards of ownership to the buyer. Sales are net of trade discounts, Sales Tax and VAT. Excise duties collected on Sales are shown by way of deduction from Sales.

Dividend income is recognized when the right to receive dividend is established.

Interest income is recognized using the time-proportion method based on rates implicit in the transaction.

Revenue in respect of other income is recognized when a reasonable certainty as to its realization exists.

### j) Cenvat

CENVAT (Central Value Added Tax) credit in respect of Excise, Custom and Service tax is accounted on accrual basis on purchase of eligible inputs, capital goods and services. The balance of CENVAT credit is reviewed at the end of each year and amount estimated to be un-utilizable is charged to the Profit and Loss Account for the year.

**k) Foreign Currency Transactions**

Transactions denominated in foreign currencies are normally recorded at exchange rate prevailing at the time of transaction. Monetary items denominated in foreign currencies at the year end and not covered by forward exchange contracts are translated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the year-end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contract.

The Company has not exercised the option for capitalization or amortization of exchange differences on long term foreign currency monetary items as provided by notification issued by the Ministry of Corporate Affairs.

Any income or expenses on account of exchange difference either on settlement or on translation are recognised in the Profit and Loss Account.

**l) Borrowing costs**

Borrowing costs relating to (i) funds borrowed for qualifying assets are capitalised up to the date the assets are put to use, and (ii) funds borrowed for other purposes are charged to the Profit and Loss Account.

**m) Taxes on Income**

Income tax expenses for the year comprises of current tax and deferred tax. Current tax provision is determined on the basis of taxable income computed as per the provisions of the Income Tax Act. Deferred tax is recognized for all timing differences that are capable of reversal in one or more subsequent periods by applying tax rates that have been substantively enacted by the balance sheet date. Deferred tax assets are recognized to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**n) Research & Development Expenditure**

Research and Development expenses of revenue nature are charged to the Profit and Loss Account and the expenditure on capital assets is added to the fixed assets.

**o) Employee Benefits**

Contributions to Provident Fund, a defined contribution scheme, is made to a government administered Provident Fund and is charged to the Profit and Loss account as incurred. The Company has no further obligations beyond its monthly contributions to this fund. Provision for gratuity, under a LIC administered fund, which is in the nature of defined benefit plan, is provided based on valuations, as at the balance sheet date, made by the independent actuaries. Termination benefits are recognised as expense as and when incurred.

Short Term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

**p) Amortization of Miscellaneous Expenditure**

Preliminaries Expenses are being written off equally over a period of ten years.

Share issue expenses are deducted from the balance of Securities Premium Account as per the permission of Section 78 of the Companies Act, 1956.

**q) Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.



## Notes on Accounts for the Year ended on 31st March, 2013

### 1. SHARE CAPITAL

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Authorised Share Capital</b>		
Equity Share Capital		
3,00,00,000 Equity Shares of ₹5/- each (3,00,00,000)	1,500.00	1,500.00
<b>Issued, Subscribed &amp; Fully Paid Share Capital</b>		
Equity Share Capital		
2,24,76,112 Equity Shares of ₹5/- each fully paid up (2,24,76,112)	1,123.81	1,123.81
<b>Total</b>	<b>1,123.81</b>	<b>1,123.81</b>

- a) The Company has issued only one class of shares referred to as equity shares having a par value of ₹5/-. All equity shares carry one vote per share without restrictions and are entitled to dividend, as and when declared. All shares rank equally with regard to the Company's residual assets.
- b) The amount of per share dividend recognised as distributions to equity Shareholders during the year ended March 31, 2013 is ₹1.25 (Previous Year ₹1.125), subject to approval by shareholders in the ensuing annual general meeting.
- c) The details of shareholders holding more than 5% shares as at March 31, 2013 and March 31, 2012 is set out below.

Sr. No.	Name of Shareholders	As At 31st March, 2013	As At 31st March, 2012
1	Sandeep Pravinbhai Engineer - No. of Shares	47,34,282	47,34,282
	- % of Shares Held	21.06	21.06
2	Saumya Polymers LLP - No. of Shares	42,52,910	31,51,634
	- % of Shares Held	18.92	14.02
3	HSBC Bank (Mauritius) Limited - No. of Shares	22,32,457	-
	A/C. Jwalmukhi Investment Holdings - % of Shares Held	9.93	-
4	Specialty Process LLC. - No. of Shares	20,63,206	31,64,482
	- % of Shares Held	9.18	14.08
5	Jagruti Sandeep Engineer - No. of Shares	18,28,682	18,28,682
	- % of Shares Held	8.14	8.14
6	Hansa Pravinbhai Engineer - No. of Shares	13,34,092	13,34,092
	- % of Shares Held	5.94	5.94

## Notes on Accounts for the Year ended on 31st March, 2013

### 2. RESERVES AND SURPLUS

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Capital Reserves</b>		
As per Last Balance Sheet	40.00	40.00
<b>Securities Premium Account</b>		
As per Last Balance Sheet	3,890.73	3,890.73
<b>General Reserves</b>		
As per Last Balance Sheet	970.00	570.00
<b>Add :</b> Transferred from Surplus in Statement of Profit & Loss	600.00	400.00
	<b>1,570.00</b>	<b>970.00</b>
<b>Revaluation Reserves</b>		
As per Last Balance Sheet	121.14	121.14
<b>Surplus in Statement of Profit &amp; Loss</b>		
As per Last Balance Sheet	12,414.66	9,133.07
<b>Add :</b> Profit for the Year	5,952.04	3,975.46
Amount Available for Appropriation	18,366.70	13,108.53
<b>Less : Appropriations</b>		
Interim Dividend	112.38	112.38
Proposed Final Dividend	168.57	140.48
Dividend Distribution Tax	46.88	41.01
Transferred to General Reserve	600.00	400.00
	927.83	693.87
	<b>17,438.87</b>	<b>12,414.66</b>
<b>Total</b>	<b>23,060.74</b>	<b>17,436.53</b>

### 3. LONG TERM BORROWINGS

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Secured</b>		
Term Loans from Banks		
In Rupee	1,701.53	408.43
In Foreign Currency	5,792.05	7,592.40
	7,493.58	8,000.83
<b>Less : Current Maturity of Long Term Loans</b>	2,382.93	2,257.93
	<b>5,110.65</b>	<b>5,742.90</b>
Buyers Credit	1,376.58	670.86
<b>Less : Current Maturity of Long Term Buyers Credits</b>	214.86	229.95
	<b>1,161.72</b>	<b>440.91</b>
Vehicle Loans	76.22	45.33
<b>Less : Current Maturity of Vehicle Loans</b>	42.70	26.87
	<b>33.52</b>	<b>18.46</b>
<b>Unsecured</b>		
Buyers Credit	-	152.62
<b>Less : Current Maturity of Long Term Buyers Credits</b>	-	-
	-	<b>152.62</b>
<b>Total</b>	<b>6,305.89</b>	<b>6,354.89</b>

Note: Amount stated in Current Maturity is disclosed under the head of "Other Current Liabilities" (Refer Note No. 6).

- a) Term Loans Secured by way of first charge, in respect of Fixed assets, both present and future, and second charge on entire current assets of the Company both present and future and also further secured by personal guarantees of Directors.
  - i. Corporation Bank Term Loan of ₹ 2,909.67 Lacs (Previous Year ₹ 2,477.13 Lacs) repayable within 72 months including initial moratorium period of twelve months from the date of first disbursement in twenty quarterly equal instalments. Repayable by September 2019.
  - ii. Standard Chartered Bank Term Loan of ₹ 71.88 Lacs (Previous Year ₹ 359.38 Lacs) repayable within 60 months including initial moratorium period of twelve months from the date of first disbursement in sixteen quarterly equal instalments. Repayable by April 2013.
  - iii. HDFC Bank ECB Loan of ₹ 3,229.66 Lacs (Previous Year ₹ 3,561.60 Lacs) repayable within 66 months including initial moratorium period of twelve months from the date of first disbursement in eighteen quarterly instalments. Repayable by December 2016.

## Notes on Accounts for the Year ended on 31st March, 2013

- iv. Standard Chartered Bank ECB Loan of ₹ 1,282.37 Lacs (Previous Year ₹ 1,602.72 Lacs) repayable within 60 months including initial moratorium period of twelve months from the date of first disbursement in nine half yearly instalments. Repayable by March 2016.
- b) Buyers Credit
- i. HDFC Bank Limited Buyers Credit of ₹ 205.94 Lacs (Previous Year ₹ 146.05 Lacs) Repayable by December 2014. Secured by way of first charge, in respect of Fixed assets, both present and future, and second charge on entire current assets of the Company both present future and also further secured by personal guarantees of Directors.
- ii. Corporation Bank Buyers Credit of ₹ 141.21 Lacs (Previous Year ₹ 524.81 Lacs) Repayable by February 2016. Secured by way of first charge, in respect of entire current assets of the Company both present future and further secured by personal guarantees of Directors.
- iii. IDBI Bank Limited Buyers Credit of ₹ 1,029.43 Lacs (Previous Year ₹ Nil) Repayable by April 2015. Secured by way of first charge, in respect of entire current assets of the Company both present future and further secured by personal guarantees of Directors.
- c) Vehicle Loans are Secured by way of hypothecation of respective motor vehicles purchased.
- i. Kotak Mahindra Prime Limited Vehicle Loan of ₹ 50.58 Lacs (Previous Year ₹ 35.74 Lacs) repayable on monthly basis. Repayable by March 2015.
- ii. Axis Bank Limited Vehicle Loan of ₹ 4.27 Lacs (Previous Year ₹ 7.11 Lacs) repayable on monthly basis. Repayable by July 2014.
- iii. Tata Motors Finance Limited Vehicle Loan of ₹ 0.12 Lacs (Previous Year ₹ 2.48 Lacs) repayable on monthly basis. Repayable by April 2013.
- iv. ICICI Bank Limited Vehicle Loan of ₹ 21.25 Lacs (Previous Year ₹ Nil) repayable on monthly basis. Repayable by November 2015.

#### 4. DEFERRED TAX LIABILITIES (NET)

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Deferred Tax Liabilities</b>		
Related to Fixed Assets	1,297.22	171.96
<b>Deferred Tax Assets</b>		
Disallowance under Income Tax Act, 1961	421.31	2.96
<b>Total</b>	<b>875.91</b>	<b>169.00</b>

#### 5. TRADE PAYABLES

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Acceptances	9,412.96	9,828.16
Other than Acceptances *	7,591.79	7,095.75
<b>Total</b>	<b>17,004.75</b>	<b>16,923.91</b>

\* There are no dues to Micro and small Enterprises as at 31st March, 2013. This information as 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.

#### 6. OTHER CURRENT LIABILITIES

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Current Maturities of Long Term Borrowings (Refer Note No. 3)	2,640.49	2,514.75
Interest Accrued and due on Borrowings	14.90	2.80
Interest Accrued but not due on Borrowings	43.50	63.60
Unclaimed Dividends	1.85	1.66
Other Liabilities		
For Statutory Dues	1,806.61	1,501.40
Advance Received from Customers	82.78	75.91
Other Payables *	328.88	858.32
<b>Total</b>	<b>4,919.01</b>	<b>5,018.44</b>

\* Other Payables includes Payable for Capital Goods.

**Notes on Accounts for the Year ended on 31st March, 2013**
**7. SHORT TERM PROVISIONS**

	(₹ In Lacs)
	As At 31st March, 2013
Provision for Employee Benefits	
Unpaid Leave (Refer Note No. 26)	4.49
Provision for Dividend	
Proposed Final Dividend	168.57
Tax on Dividend	28.65
Provision for Taxation	
Taxation	550.65
(Net of Advance Tax of ₹1,350.00 Lacs and TDS of ₹4.35 Lacs (Previous Year Advance Tax of ₹725.00 Lacs and TDS of ₹5.90 Lacs))	
Provision for Wealth Tax	1.12
<b>Total</b>	<b>753.48</b>
	As At 31st March, 2012
	53.82
	140.48
	22.79
	261.72
	0.54
	<b>479.35</b>

**8. FIXED ASSETS**

	(₹ In Lacs)									
Assets	Gross Block			Depreciation				Net Block		
	As At 01.04.2012	Additions	Deductions	As At 31.03.2013	As At 01.04.2012	For The Year	Deductions	As At 31.03.2013	As At 31.03.2013	As At 31.03.2012
Land	916.92	2,315.88	-	3,232.80	-	-	-	-	3,232.80	916.92
Buildings	5,086.76	1,398.12	-	6,484.89	345.41	156.32	-	501.73	5,983.16	4,741.36
Plant & Machinery	13,282.15	2,801.45	62.65	16,020.95	4,203.87	1,527.17	8.64	5,722.40	10,298.55	9,078.28
Furniture & Fixtures	720.71	224.37	0.81	944.27	102.89	52.21	0.37	154.73	789.54	617.82
Vehicles	230.17	130.08	11.13	349.12	79.11	30.90	7.00	103.01	246.11	151.06
<b>Total</b>	<b>20,236.72</b>	<b>6,869.90</b>	<b>74.59</b>	<b>27,032.03</b>	<b>4,731.28</b>	<b>1,766.60</b>	<b>16.01</b>	<b>6,481.87</b>	<b>20,550.16</b>	<b>15,505.44</b>
Capital Work In Progress									1,129.37	1,237.17
	<b>20,236.72</b>	<b>6,869.90</b>	<b>74.59</b>	<b>27,032.03</b>	<b>4,731.28</b>	<b>1,766.60</b>	<b>16.01</b>	<b>6,481.87</b>	<b>21,679.53</b>	<b>16,742.61</b>
<b>Previous Year</b>	<b>13,798.70</b>	<b>6,448.78</b>	<b>10.76</b>	<b>20,236.72</b>	<b>3,397.76</b>	<b>1,337.75</b>	<b>4.23</b>	<b>4,731.28</b>	<b>16,742.61</b>	

- a) Building Includes ₹750/- being face value of 15 number of shares of ₹50/- each held in Kant Apartment Co- Operative Housing Society Limited. Also includes ₹127.11 Lacs (Previous Year ₹127.11 Lacs) for which the procedure for transfer of title in the name of the company is in process.
- b) Capital Work In Progress includes ₹6.26 Lacs (Previous Year ₹Nil) on account of Pre - Operative Expenses.
- c) Accumulated Depreciation upto 31st March, 2013 includes impairment loss on Plant and Machinery ₹96.20 Lacs (Previous Year ₹96.20 Lacs).

**9. NON CURRENT INVESTMENTS**

	(₹ In Lacs)
	As At 31st March, 2013
<b>Long Term Investment - At Cost</b>	
<b>Trade - Unquoted</b>	
Investment in Equity Shares of Subsidiary	
i) 50,000 Nos. (Previous Year : 50,000 Nos.) of Equity Shares of ₹10/- each fully paid in Astral Biochem Private Limited.	5.00
ii) 42,500 Nos. (Previous Year : 42,500 Nos.) of Equity Shares of ₹10/- each fully paid in Advanced Adhesives Limited.	4.25
Investment in Equity Shares of Joint Venture	
i) 6,38,000 Nos. (Previous Year : 6,38,000 Nos.) of Equity Shares of KSHS 50/- each fully paid in Astral Technologies Ltd., Kenya.	182.45
<b>Total</b>	<b>191.70</b>
	As At 31st March, 2012
	5.00
	4.25
	182.45
	<b>191.70</b>

## Notes on Accounts for the Year ended on 31st March, 2013

### 10. LONG TERM LOANS AND ADVANCES

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Unsecured, considered good</b>		
Capital Advances		
To Related Parties (Refer Note No. 27)	-	187.00
To Others	262.44	214.07
Security Deposits	14.36	12.38
Prepaid Expenses	1.38	1.96
Loans to Related Parties (Refer Note No. 27)	505.68	495.17
<b>Total</b>	<b>783.86</b>	<b>910.58</b>

### 11. INVENTORIES

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Raw Materials	5,765.89	5,801.11
Stock In Trade	2,215.32	1,299.47
Finished Goods	6,725.14	5,451.15
Packing Materials	105.40	-
<b>Total</b>	<b>14,811.75</b>	<b>12,551.73</b>

### 12. TRADE RECEIVABLES

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Unsecured</b>		
Debts Outstanding for a period exceeding six months		
Considered Good	110.56	246.66
Considered Doubtful	405.57	269.47
<b>Less:</b> Provision	405.57	269.47
	110.56	246.66
Other Debts		
Considered Good	10,358.26	10,002.16
<b>Total</b>	<b>10,468.82</b>	<b>10,248.82</b>

### 13. CASH AND CASH EQUIVALENTS

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Cash on Hand	8.38	7.06
Balance With Banks		
In Current Account	1,129.51	1,041.40
In Deposit Account	0.68	2,450.56
In Unclaimed Dividend Account	1.85	1.66
<b>Total</b>	<b>1,140.42</b>	<b>3,500.68</b>

### 14. SHORT TERM LOANS AND ADVANCES

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Unsecured, Considered Good</b>		
Loans to Related Parties (Refer Note No. 27)	689.46	60.76
Prepaid Expenses	81.36	62.94
Security Deposits	68.90	127.94
Advance For Purchase of Non Current Investment	193.24	-
Loans and Advances to Employees	4.46	6.26
Balance with Custom, Central Excise Authorities	2,587.78	2,795.26
MAT Credit Entitlements	875.92	-
Advances to Suppliers	395.91	193.91
Taxes Receivable	30.30	30.72
<b>Total</b>	<b>4,927.33</b>	<b>3,277.79</b>

## Notes on Accounts for the Year ended on 31st March, 2013

### 15. OTHER CURRENT ASSETS

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Interest Receivable	12.10	24.62
Advance to Gratuity Fund (Refer Note No. 26)	28.08	26.29
Others	-	31.11
<b>Total</b>	<b>40.18</b>	<b>82.02</b>

### 16. REVENUE FROM OPERATIONS

	(₹ In Lacs)	
	2012-13	2011-12
Domestic Sales	89,122.30	61,561.88
Export Sales	770.72	659.83
<b>Gross</b>	<b>89,893.02</b>	<b>62,221.01</b>
<b>Less : Excise Duty</b>	<b>7,784.23</b>	<b>4,289.20</b>
<b>Revenue from Operations (Net)</b>	<b>82,108.79</b>	<b>57,931.81</b>

#### PARTICULARS OF SALE OF PRODUCTS

	(₹ In Lacs)	
	2012-13	2011-12
Pipes and Fittings	78,144.23	54,734.84
Others	3,964.56	3,196.97
<b>Total</b>	<b>82,108.79</b>	<b>57,931.81</b>

### 17. OTHER INCOME

	(₹ In Lacs)	
	2012-13	2011-12
Interest Income	44.51	93.46
Dividend from Current Investment	-	1.60
Gain on Sale of Current Investment	127.24	90.49
Profit on Sale of Fixed Assets	0.22	-
Miscellaneous Income	29.08	204.22
<b>Total</b>	<b>201.05</b>	<b>389.77</b>

### 18. COST OF MATERIALS CONSUMED

	(₹ In Lacs)	
	2012-13	2011-12
Opening Stock	5,801.11	4,148.03
<b>Add: Purchases</b>	<b>55,919.93</b>	<b>42,990.49</b>
	<b>61,721.04</b>	<b>47,138.52</b>
<b>Less : Closing Stock</b>	<b>5,765.89</b>	<b>5,801.11</b>
<b>Cost of Materials Consumed</b>	<b>55,955.15</b>	<b>41,337.41</b>

#### PARTICULARS OF MATERIAL CONSUMED

	(₹ In Lacs)	
	2012-13	2011-12
Resins	48,787.84	34,786.14
Others	7,167.31	6,551.27
<b>Material Consumed</b>	<b>55,955.15</b>	<b>41,337.41</b>

### 19. CHANGES IN INVENTORIES OF FINISHED GOODS & STOCK IN TRADE

	(₹ In Lacs)	
	2012-13	2011-12
Inventories At the End of the Year		
Finished Goods	6,725.14	5,451.15
Stock In Trade	2,215.32	1,299.47
	<b>8,940.46</b>	<b>6,750.62</b>
Inventories At the Beginning of the Year		
Finished Goods	5,451.15	3,402.92
Stock In Trade	1,299.47	1,067.54
	<b>6,750.62</b>	<b>4,470.46</b>
<b>Net (Increase) / Decrease</b>	<b>(2,189.84)</b>	<b>(2,280.16)</b>

## Notes on Accounts for the Year ended on 31st March, 2013

### 20. EMPLOYEE BENEFITS EXPENSES

(₹ In Lacs)

	2012-13	2011-12
Salaries and Wages	1,829.22	1,319.42
Contribution to Provident and Other Funds (Refer Note No. 26)	96.69	84.41
Staff Welfare Expenses	75.74	56.81
<b>Total</b>	<b>2,001.65</b>	<b>1,460.64</b>

### 21. FINANCE COSTS

(₹ In Lacs)

	2012-13	2011-12
Interest Expenses		
Borrowings	590.17	512.26
Others	11.09	6.22
Other Borrowing Costs	109.84	136.98
Net Loss on Foreign Currency Transactions	1,095.53	1,542.97
<b>Total</b>	<b>1,806.63</b>	<b>2,198.43</b>

### 22. OTHER EXPENSES

(₹ In Lacs)

	2012-13	2011-12
Stores and Spares	416.11	244.76
Power and Fuel	1,932.63	1,441.65
Rent Expenses *	113.35	91.21
Repairs Expenses		
Repairs to Buildings	99.58	94.20
Repairs to Machinery	110.17	166.28
Repairs Others	26.70	22.17
Insurance Expenses	100.43	59.90
Rates & Taxes	49.69	38.49
Communication Expenses	64.93	53.78
Travelling Expenses	380.79	296.99
Factory & Other Expenses	141.47	104.42
Printing & Stationary	35.43	34.82
Freight & Forwarding	1,319.12	886.87
Packing Material Consumed	821.73	606.92
Changes in Excise Duty on Inventories	198.34	81.17
Commission	121.65	97.78
Discount on Sales	2,270.77	1,798.33
Sales Promotions	1,644.66	610.02
Donations & Contributions	9.59	2.42
Security Service Charges	103.80	73.69
Legal & Professional	126.40	115.14
Payments to Auditors **	13.68	8.21
Provision for Doubtful Trade and Other Receivable	234.08	174.59
Loss on Sale of Fixed Assets	-	4.69
Other Expenses	219.70	125.83
<b>Total</b>	<b>10,554.80</b>	<b>7,234.33</b>

\* The Company is lessee under various operation leases under which rental expenses for the year was ₹113.35 Lacs (Previous year: ₹91.21 Lacs). The Company has not executed any non cancelable lease agreement.

\*\* Payment to Auditors As:

(₹ In Lacs)

Particulars	2012-13	2011-12
For Statutory Audit	8.00	6.00
For Other Services	5.68	2.21
For Service Tax	1.66	0.97
<b>Total</b>	<b>15.34</b>	<b>9.18</b>



## Notes on Accounts for the Year ended on 31st March, 2013

### 23. EARNINGS PER SHARE

	As At 31st March, 2013	As At 31st March, 2012
Profit After Tax (₹ In Lacs)	5,952.04	3,975.46
Weighted Average No. of Equity Shares Outstanding	22,476,112	22,476,112
Basic & Diluted Earnings Per Share (In ₹) (Face Value of ₹ 5/- each)	26.48	17.69

### 24. CONTINGENT LIABILITIES AND COMMITMENTS NOT PROVIDED FOR

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
<b>Contingent Liabilities</b>		
Bank Guarantees	298.22	155.18
Letters of Credit for Purchases	-	38.00
Income tax matters under appeal	5.77	772.53
<b>Commitments</b>		
Capital Contracts remaining to be executed	1,182.31	840.82

### 25. INTEREST IN JOINT VENTURE

The Company has 31.90% ownership interest in Joint Venture Company Astral Technologies Limited ('ATL'), incorporated in Kenya. Its proportionate share in the assets, liabilities, income and expenses etc. in the said Joint Venture Company is given below:

(₹ In Lacs)

	As At 31st Dec., 2012	As At 31st Dec., 2011
Assets	592.55	573.46
Liabilities	597.55	477.01
Income	269.17	264.18
Expenses (including Depreciation and taxation)	368.57	321.39
Contingent Liabilities	-	-
Capital Commitments remaining to be executed	-	-

### 26. EMPLOYEE BENEFITS

The disclosures required under Accounting Standard 15 (Revised) "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006 are given below:

#### Defined Contribution Plan:

Amount towards Defined Contribution Plan have been recognized under "Contribution to Provident and Other funds" in Note No.20 ₹ 66.63 Lacs (Previous Year ₹ 53.70 Lacs).

#### Defined Benefit Plan:

The Company has defined benefit plans for gratuity to eligible employees, contributions for which are made to Life Insurance Corporation of India, who invests the funds as per IRDA guidelines. The details of these defined benefit plans recognised in the financial statements are as under:

#### General Description of the Plan:

The Company operates a defined benefit plan (The Gratuity Plan) covering eligible employees, which provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employees salary and the tenure of employment.

## Notes on Accounts for the Year ended on 31st March, 2013

### Status of Defined Benefit Plans/Long term Compensated Absences – As per Actuarial Valuations as on 31st March, 2013:

#### a) Reconciliation of opening and closing balances of the present value of the Defined benefit Obligation (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Obligations at the beginning of the year	79.01	53.51	-	-
Current service cost	16.30	15.15	4.49	-
Interest cost	6.91	4.46	-	-
Actuarial (gain) / loss	5.42	8.49	-	-
Benefits paid	(2.68)	(2.60)	-	-
<b>Obligations at the end of the year</b>	<b>104.96</b>	<b>79.01</b>	<b>4.49</b>	-

#### b) Reconciliation of opening and closing balances of the fair value of plan assets (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Plan assets at the beginning of the year, at fair value	105.30	75.65	-	-
Expected return on plan assets	9.21	6.93	-	-
Actuarial gain / (loss)	1.33	1.03	-	-
Contributions	19.88	24.29	-	-
Benefits paid	(2.68)	(2.60)	-	-
<b>Plan assets at the end of the year, at fair value</b>	<b>133.04</b>	<b>105.30</b>	-	-

#### c) Reconciliation of the present value of the defined benefit obligation & fair value of plan Asset (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Obligations at the end of the year	104.96	79.01	4.49	-
Plan assets at the end of the year, at fair value	133.04	105.30	-	-
<b>Liability/(Assets) recognised in Balance sheet as at 31st March, 2013</b>	<b>(28.08)</b>	<b>(26.29)</b>	<b>4.49</b>	-

#### d) Cost for the year (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Current service cost	16.30	15.15	4.49	-
Interest cost	6.91	4.46	-	-
Expected return on plan assets	(9.21)	(6.93)	-	-
Actuarial (Gain)/Loss	4.09	7.47	-	-
<b>Expense recognized in the Statement of Profit and Loss</b>	<b>18.09</b>	<b>20.15</b>	<b>4.49</b>	-

#### e) Investment details of plan assets

To fund the obligations under the gratuity plan, Contributions are made to Life Insurance Corporation of India, who invests the funds as per IRDA guidelines.

#### f) Assumptions

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Discount Rate	8.25%	8.34%	8.25%	-
Expected return on plan assets	8.70%	9.15%	-	-
Annual Increase in Salary Costs	5.00%	5.00%	5.00%	-

Future Salary increases are based on long term average salary rise expected taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employee market. Future Separation & mortality rates are obtained from relevant data of Life Insurance Corporation of India.

#### g) Experience History (₹ In Lacs)

Particulars	2012-13	2011-12	2010-11	2009-10	2008-09
Defined Benefit Obligation at the end of the period	104.96	79.01	53.51	45.88	32.15
Plan Assets at the end of the period	133.04	105.30	75.65	56.52	26.18
Funded Status	(28.08)	(26.29)	(22.14)	(10.64)	5.97
Experience Adjustments on Plan Liabilities	-	-	-	-	-
Experience Adjustments on Plan Assets	-	-	-	-	-

#### h) Contributions expected to be paid to the plan during the next financial year ₹ Nil (Previous Year: ₹ Nil)

## Notes on Accounts for the Year ended on 31st March, 2013

### 27. RELATED PARTY DISCLOSURES

#### 1. Name of Party and relationship

Sr. No.	Description of Relationship	Name of Related Parties
a.	Subsidiaries	Astral Biochem Private Limited Advanced Adhesives Limited
b.	Enterprises over which Key Managerial Personnel are able to exercise significant influence	Kairav Chemicals Limited Saumya Polymers LLP (Formerly known as Saumya Polymers Private Limited)
	Joint Venture	Astral Technologies Limited
c.	Key Management Personnel	Mr. Sandeep P. Engineer Mrs. Jagruti S. Engineer Mr. K. R. Shenoy
d.	Relatives of Key Management Personnel	Sandeep P. Engineer HUF Mr. Bipin R. Mehta Mrs. Rekha B. Mehta Mrs. Hansa P. Engineer Mr. Kairav S. Engineer

#### 2. Details of Related Party Transactions during the year ended 31st March, 2013

(₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		1(a) above	1(b) above	1(c) above	1(d) above	
1.	<b>Unsecured Loan Given</b>					
	Astral Biochem Private Limited	10.51	-	-	-	10.51
		(10.00)	-	-	-	(10.00)
	Advanced Adhesives Limited	175.00	-	-	-	175.00
		-	-	-	-	-
	Astral Technologies Limited	-	689.46	-	-	689.46
		-	-	-	-	-
2.	<b>Receipt Towards Loan Given</b>					
	Advanced Adhesives Limited	200.00	-	-	-	200.00
		(79.99)	-	-	-	(79.99)
	Kairav Chemicals Limited	-	25.00	-	-	25.00
		-	(125.00)	-	-	(125.00)
3.	<b>Purchase of Goods / Assets</b>					
	Advanced Adhesives Limited	1,790.74	-	-	-	1,790.74
		(365.83)	-	-	-	(365.83)
	Mr. Sandeep P. Engineer	-	-	941.04	-	941.04
		-	-	-	-	-
	Mrs. Jagruti S. Engineer	-	-	941.04	-	941.04
		-	-	-	-	-

## Notes on Accounts for the Year ended on 31st March, 2013

(₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		1(a) above	1(b) above	1(c) above	1(d) above	
4.	<b>Sale of Goods / Assets</b>					
	Advanced Adhesives Limited	33.75	-	-	-	33.75
		(9.49)	-	-	-	(9.49)
	Kairav Chemicals Limited	-	-	-	-	-
		-	(0.31)	-	-	(0.31)
	Astral Technologies Limited	-	127.45	-	-	127.45
		-	(61.58)	-	-	(61.58)
5.	<b>Rent Received</b>					
	Kairav Chemicals Limited	-	3.23	-	-	3.23
		-	(3.00)	-	-	(3.00)
6.	<b>Dividend Paid</b>					
	Saumya Polymers LLP	-	35.46	-	-	35.46
		-	(35.46)	-	-	(35.46)
	Mr. Sandeep P. Engineer	-	-	53.26	-	53.26
		-	-	(39.10)	-	(39.10)
	Mrs. Jagruti S. Engineer	-	-	20.57	-	20.57
		-	-	(20.57)	-	(20.57)
	Mr. Bipin R. Mehta	-	-	-	1.46	1.46
		-	-	-	(1.46)	(1.46)
	Mrs. Hansa P. Engineer	-	-	-	15.01	15.01
		-	-	-	(6.68)	(6.68)
7.	<b>Interest Received</b>					
	Advanced Adhesives Limited	11.34	-	-	-	11.34
		(9.79)	-	-	-	(9.79)
	Astral Technologies Limited	-	13.04	-	-	13.04
		-	-	-	-	-
	Kairav Chemicals Limited	-	0.57	-	-	0.57
		-	(11.18)	-	-	(11.18)
8.	<b>Remuneration</b>					
	Mr. Sandeep P. Engineer	-	-	177.90	-	177.90
		-	-	(63.50)	-	(63.50)
	Mrs. Jagruti S. Engineer	-	-	23.50	-	23.50
		-	-	(17.25)	-	(17.25)
	Mr. K. R. Shenoy	-	-	2.00	-	2.00
		-	-	(2.00)	-	(2.00)
	Mr. Bipin R. Mehta	-	-	-	20.63	20.63
		-	-	-	(19.00)	(19.00)
	Mr. Kairav S. Engineer	-	-	-	15.89	15.89
		-	-	-	(7.65)	(7.65)

**Notes on Accounts for the Year ended on 31st March, 2013**

(₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		1(a) above	1(b) above	1(c) above	1(d) above	
9.	<b>Rent Paid</b>					
	Kairav Chemicals Limited	-	8.45	-	-	8.45
		-	(5.47)	-	-	(5.47)
	Sandeep P. Engineer (H.U.F.)	-	-	-	7.79	7.79
		-	-	-	(6.49)	(6.49)
	Mrs. Hansa P. Engineer	-	-	-	1.20	1.20
		-	-	-	(0.60)	(0.60)

Details of Related Party Transactions outstanding balances as at 31st March, 2013:

(₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		1(a) above	1(b) above	1(c) above	1(d) above	
1.	<b>Unsecured Loan Given</b>					
	Astral Biochem Private Limited	505.68	-	-	-	505.68
		(495.17)	-	-	-	(495.17)
	Advanced Adhesives Limited	-	-	-	-	-
		(25.00)	-	-	-	(25.00)
	Kairav Chemicals Limited	-	-	-	-	-
		-	(25.00)	-	-	(25.00)
	Astral Technologies Limited	-	686.29	-	-	686.29
		-	(10.76)	-	-	(10.76)
2.	<b>Subscription to Share Capital</b>					
	Astral Biochem Private Limited	5.00	-	-	-	5.00
		(5.00)	-	-	-	(5.00)
	Advanced Adhesives Limited	4.25	-	-	-	4.25
		(4.25)	-	-	-	(4.25)
	Astral Technologies Limited	-	182.45	-	-	182.45
		-	(182.45)	-	-	(182.45)
3.	<b>Payable towards Purchase of Goods / Assets</b>					
	Advanced Adhesives Limited	140.50	-	-	-	140.50
		-	-	-	-	-
	Mr. Sandeep P. Engineer	-	-	-	-	-
		-	-	(99.50)	-	(99.50)
	Mrs. Jagruti S. Engineer	-	-	-	-	-
		-	-	(87.50)	-	(87.50)
4.	<b>Receivables</b>					
	Astral Technologies Limited	-	87.33	-	-	87.33
		-	(32.73)	-	-	(32.73)

## Notes on Accounts for the Year ended on 31st March, 2013

(₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		1(a) above	1(b) above	1(c) above	1(d) above	
5.	<b>Interest Receivable on Loans Given</b>					
	Advanced Adhesives Limited	-	-	-	-	-
		(8.81)	-	-	-	(8.81)
	Astral Technologies Limited	-	12.10	-	-	12.10
		-	-	-	-	-
	Kairav Chemicals Limited	-	-	-	-	-
		-	(10.06)	-	-	(10.06)
6.	<b>Payable towards Expenses</b>					
	Mr. Sandeep P. Engineer	-	-	60.68	-	60.68
		-	-	(5.63)	-	(5.63)
	Mrs. Jagruti S. Engineer	-	-	1.21	-	1.21
		-	-	(0.33)	-	(0.33)
	Mr. K. R. Shenoy	-	-	0.45	-	0.45
		-	-	(0.50)	-	(0.50)
	Mr. Bipin R. Mehta	-	-	-	0.97	0.97
		-	-	-	(1.16)	(1.16)
	Mr. Kairav S. Engineer	-	-	-	0.72	0.72
		-	-	-	(0.86)	(0.86)

Figures in the brackets are in respect of the previous year.

## 28. SEGMENT REPORTING

The Company is engaged mainly in production of plastic products and as such is the only reportable segment as per Accounting Standard on Segment Reporting (AS – 17) issued by the Institute of Chartered Accountants of India. The geographical segmentation is not relevant as export turnover is not significant in respect of total turnover.

## 29. DERIVATIVE INSTRUMENTS

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. The use of foreign currency forward contracts is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such forward contracts consistent with the Company's Risk Management Policy. The Company does not use forward contracts for speculative purposes.

Outstanding Forward Exchange Contracts entered into by the Company on accounts of payables and receivables:

As at	No. of Contracts	Buy/Sell	US \$ Equivalent (Lacs)	INR Equivalent (Lacs)
31st March, 2013	9	Buy	63.63	3,453.88
31st March, 2012	3	Buy	45.00	2,289.60

Expenditure on account of premium on forward exchange contracts to be recognized in the profit and loss of subsequent accounting period aggregates to ₹16.22 Lacs (Previous Year: ₹51.65 Lacs).

Foreign Currency Exposures not hedged by derivative instruments as at 31st March, 2013 on payable amounting US\$ 318.16 Lacs & EURO 9.47 Lacs Equivalent ₹17,927.61 Lacs (Previous Year: US\$ 399.45 Lacs & EURO 9.55 Lacs Equivalent ₹20,972.25 Lacs) and on receivables amounting US\$ 1.61 Lacs Equivalent ₹87.33 Lacs (Previous Year: US\$ 3.61 Lacs Equivalent ₹183.46 Lacs).

Foreign Exchange Loss (Net) of ₹1,277.37 Lacs (Previous Year: Exchange Loss (Net) of ₹2,236.87 Lacs) for the year has been included in respective heads of Statement of Profit and Loss.

**Notes on Accounts for the Year ended on 31st March, 2013**
**30. VALUE OF IMPORTED AND INDIGENOUS MATERIAL CONSUMED**

Sr. No.	Particulars	2012-13		2011-12	
		Value in Lacs	% of Total Consumption	Value in Lacs	% of Total Consumption
1.	Imported	27,463.18	49.08	21,291.61	51.51
2.	Indigenous	28,491.97	50.92	20,045.80	48.49
	<b>Total</b>	<b>55,955.15</b>	<b>100.00</b>	<b>41,337.41</b>	<b>100.00</b>

**31. VALUE OF IMPORTED AND INDIGENOUS STORES & SPARES CONSUMED**

Sr. No.	Particulars	2012-13		2011-12	
		Value in Lacs	% of Total Consumption	Value in Lacs	% of Total Consumption
1.	Imported	5.63	1.35	0.37	0.15
2.	Indigenous	410.48	98.65	244.39	99.85
	<b>Total</b>	<b>416.11</b>	<b>100.00</b>	<b>244.76</b>	<b>100.00</b>

**32. EARNINGS AND EXPENSES IN FOREIGN CURRENCY AND CIF VALUE OF IMPORTS**

a) CIF Value of Imports		(₹ In Lacs)
	<b>2012-13</b>	<b>2011-12</b>
Capital Goods	417.60	885.22
Resin, Pipes & Fittings	26,828.42	20,505.85
b) Expenditure in foreign currency		(₹ In Lacs)
	<b>2012-13</b>	<b>2011-12</b>
Interest	396.34	154.57
Travelling	50.66	36.64
Others	55.26	65.84
c) Dividend Remitted to Non-resident Shareholders		
	<b>2012-13</b>	<b>2011-12</b>
Number of Non-resident Shareholders	1	3
Number of shares held by Non-resident Shareholders	3,164,482	3,504,522
Amount remitted during the year (₹In Lacs)	35.60	39.43
Year to which dividend relates	2011-12 & 2012-13	2010-11 & 2011-12
d) Earnings in foreign currency		(₹ In Lacs)
	<b>2012-13</b>	<b>2011-12</b>
Value of Export Sales	770.72	659.13

**33.** Previous year's figures have been regrouped and reclassified, wherever necessary, so as to make them comparable.

As per our report of even date

For and on behalf of the Board

For, **Deloitte Haskins & Sells**  
Chartered Accountants

(**Sandeep P. Engineer**) (**Jagruti S. Engineer**)  
Managing Director Executive Director

(**Gaurav J. Shah**)  
Partner  
Membership No.: 35701  
Place : Ahmedabad  
Date : May 20, 2013

(**Zankhana V. Trivedi**)  
Company Secretary  
Place : Ahmedabad  
Date : May 20, 2013



## Independent Auditors' Report on Consolidated Financial Statements

To The Board of Directors of **Astral Poly Technik Limited**

### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Astral Poly Technik Limited** (the "Company"), its subsidiaries and jointly controlled entity (the Company, its subsidiaries and jointly controlled entity constitute "the Group"), which comprise the Consolidated Balance Sheet as at 31st March, 2013, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Consolidated Financial Statements

The Company's Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated 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 presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the consolidated financial statements.

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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on the financial statements / financial information of the subsidiaries and jointly controlled entity referred to below in the Other Matter paragraph, the aforesaid consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2013;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

**Other Matter**

We did not audit the financial statements of the subsidiaries and jointly controlled entity, whose financial statements reflect total assets (net) of ₹551.29 Lacs as at 31st March, 2013/31st December, 2012, total revenues of ₹414.09 Lacs and net cash flows amounting to ₹38.52 Lacs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entity, is based solely on the reports of the other auditors.

Our opinion is not qualified in respect of this matter.

For, **Deloitte Haskins and Sells**  
*Chartered Accountants*  
(Firm Registration No. 117365W)

Place : Ahmedabad  
Date : May 20, 2013

**(Gaurav J. Shah)**  
Partner  
Membership No. 35701

## Consolidated Balance Sheet as at 31st March, 2013

(₹ In Lacs)

Particulars	Note	As At 31st March, 2013	As At 31st March, 2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>Share Holders' Funds</b>			
Share Capital	1	1,123.81	1,123.81
Reserves & Surplus	2	23,013.79	17,282.54
		<b>24,137.60</b>	<b>18,406.35</b>
<b>Minority Interest</b>		<b>34.08</b>	<b>(2.51)</b>
<b>Non Current Liabilities</b>			
Long Term Borrowings	3	6,435.86	6,477.58
Deferred Tax Liabilities (Net)	4	817.04	145.99
		<b>7,252.90</b>	<b>6,623.57</b>
<b>Current Liabilities</b>			
Short Term Borrowings	5	122.39	359.71
Trade Payables	6	17,236.59	17,099.14
Other Current Liabilities	7	5,047.55	5,071.66
Short Term Provisions	8	763.56	479.35
		<b>23,170.09</b>	<b>23,009.86</b>
<b>Total</b>		<b>54,594.67</b>	<b>48,037.27</b>
<b>II. ASSETS</b>			
<b>Non Current Assets</b>			
Fixed Assets	9		
Tangible Assets		21,496.21	16,403.75
Capital Work In Progress		1,198.84	1,296.11
Long Term Loans and Advances	10	279.11	416.11
		<b>22,974.16</b>	<b>18,115.97</b>
<b>Current Assets</b>			
Inventories	11	15,046.53	12,705.65
Trade Receivables	12	10,628.70	10,316.10
Cash and Cash Equivalents	13	1,152.27	3,551.05
Short Term Loans and Advances	14	4,757.12	3,273.98
Other Current Assets	15	35.89	74.52
		<b>31,620.51</b>	<b>29,921.30</b>
<b>Total</b>		<b>54,594.67</b>	<b>48,037.27</b>
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>	<b>1 to 32</b>		

As per our report of even date

For and on behalf of the Board

For, **Deloitte Haskins & Sells**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruti S. Engineer)  
Managing Director Executive Director

(Gaurav J. Shah)  
Partner  
Membership No.: 35701  
Place : Ahmedabad  
Date : May 20, 2013

(Zankhana V. Trivedi)  
Company Secretary  
Place : Ahmedabad  
Date : May 20, 2013

**Consolidated Statement of Profit and Loss for the Year ended on 31st March, 2013**

(₹ In Lacs)

Particulars	Note	2012-13	2011-12
<b>I N C O M E</b>			
Revenue from Operations (Gross)		90,371.53	62,566.65
<b>Less :</b> Excise duty		7,835.05	4,297.38
Revenue from Operations (Net)	16	82,536.48	58,269.27
Other Income	17	187.47	381.45
<b>Total</b>		<b>82,723.95</b>	<b>58,650.72</b>
<b>E X P E N S E S</b>			
Cost of Materials Consumed	18	56,894.89	41,664.57
Purchase of Stock In Trade		3,579.10	1,769.39
Changes in Inventories of Finished Goods and Stock In Trade	19	(2,246.98)	(2,280.16)
Employee Benefits Expenses	20	2,065.99	1,515.37
Finance Costs	21	1,917.89	2,275.99
Depreciation and Amortization Expenses	9	1,812.21	1,378.90
Other Expenses	22	10,717.83	7,329.37
<b>Total</b>		<b>74,740.93</b>	<b>53,653.43</b>
<b>Profit Before Tax</b>		<b>7,983.02</b>	<b>4,997.29</b>
Tax Expenses:			
Current Tax		1,985.04	992.62
Short Provision of Tax in earlier years		103.42	68.48
MAT Credit Entitlement		(875.92)	-
Deferred Tax		672.77	(10.08)
<b>Profit For The Year (Before Adjustment for Minority Interest)</b>		<b>6,097.71</b>	<b>3,946.27</b>
Share of Gain / (Loss) Transferred to Minority Interest		36.58	(3.26)
<b>Profit For The Year</b>		<b>6,061.13</b>	<b>3,949.53</b>
Earnings Per Equity Share: (In ₹) (Face Value of ₹5/- each)			
Basic & Diluted	24	26.97	17.57
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>	<b>1 to 32</b>		

As per our report of even date

For and on behalf of the Board

For, **Deloitte Haskins & Sells**  
Chartered Accountants

(**Sandeep P. Engineer**) (**Jagruti S. Engineer**)  
Managing Director Executive Director

(**Gaurav J. Shah**)  
Partner  
Membership No.: 35701  
Place : Ahmedabad  
Date : May 20, 2013

(**Zankhana V. Trivedi**)  
Company Secretary  
Place : Ahmedabad  
Date : May 20, 2013

## Consolidated Cash Flow Statement for the Year ended on 31st March, 2013

(₹ In Lacs)

No.	Particulars	2012-13	2011-12
<b>A</b>	<b>Cash flow from Operating Activities</b>		
	<b>Net Profit before tax and Extraordinary items</b>	<b>7,983.02</b>	<b>4,997.29</b>
	<b>Adjustments for :</b>		
	Depreciation	1,812.21	1,378.90
	Finance Costs	1,450.71	1,669.33
	Provision for Doubtful debts	235.04	174.59
	Unrealised Foreign Exchange	467.17	606.66
	Loss/(Profit) on Sale of Fixed Assets	(0.22)	4.69
	Dividend from Current Investment	-	(1.60)
	Gain on Sale of Current Investment	(127.24)	(90.49)
	Interest Income	(30.92)	(85.13)
	<b>Operating profit before Working Capital Changes</b>	<b>11,789.77</b>	<b>8,654.24</b>
	<b>Adjustments for :</b>		
	(Increase)/Decrease in Inventories	(2,340.88)	(4,013.06)
	Increase in Trade & Other Receivables	(1,856.90)	(3,091.02)
	Increase/(Decrease) in Trade Payables	(199.23)	7,875.30
	<b>Cash generated from Operations</b>	<b>7,392.76</b>	<b>9,425.46</b>
	Direct Taxes Paid	(913.04)	(914.80)
	<b>Net Cash from Operating Activities</b>	<b>6,479.72</b>	<b>8,510.66</b>
<b>B</b>	<b>Cash flow from Investing Activities</b>		
	Purchase of Fixed Assets	(6,957.05)	(6,939.63)
	Proceeds from the Sales of Fixed Assets	52.60	6.10
	Capital Work In Progress	97.26	(22.75)
	Interest Received	30.92	85.13
	Increase/(Decrease) in Investment	-	0.07
	Gain on Sale of Current Investment	127.24	90.49
	Dividend from Current Investment	-	1.60
	FCTR on Consolidation	(2.05)	(19.48)
	<b>Net Cash used in Investing Activities</b>	<b>(6,651.08)</b>	<b>(6,798.47)</b>
<b>C</b>	<b>Cash flow from Financing Activities</b>		
	Dividend paid	(293.87)	(293.87)
	Interest paid	(1,450.71)	(1,669.33)
	Net proceeds from Borrowings	(480.88)	2,779.12
	<b>Net Cash flow from Financing Activities</b>	<b>(2,225.46)</b>	<b>815.92</b>
	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>(2,396.82)</b>	<b>2,528.11</b>
	Cash and Cash Equivalents at the beginning of the year	<b>3,551.05</b>	<b>1,022.89</b>
	Effect of Foreign Exchange rate change	(1.96)	0.05
	Cash and Cash Equivalents at the end of the year	<b>1,152.27</b>	<b>3,551.05</b>

- Note:**
1. Cash and Cash Equivalents represent Cash and Bank Balances. (Refer note No. 13)
  2. Fixed Deposits of ₹5.91 Lacs (Previous Year : ₹0.56 Lacs) are pledged with a bank towards Letters of Credit / Bank Guarantees.
  3. Cash and Cash Equivalents include ₹1.85 Lacs (Previous Year : ₹1.66 Lacs) of unpaid dividend not available for use by the company.
  4. The previous year's figures have been regrouped wherever necessary.
  5. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard - 3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.

As per our report of even date

For and on behalf of the Board

For, **Deloitte Haskins & Sells**  
Chartered Accountants

(**Sandeep P. Engineer**) (**Jagruiti S. Engineer**)  
Managing Director Executive Director

(**Gaurav J. Shah**)  
Partner  
Membership No.: 35701

(**Zankhana V. Trivedi**)  
Company Secretary

Place : Ahmedabad  
Date : May 20, 2013

Place : Ahmedabad  
Date : May 20, 2013

## Significant Accounting Policies To The Consolidated Financial Statements

### a) Principles of Consolidation

The Consolidated Financial Statements relate to Astral Poly Technik Limited ("the Company") and its Subsidiary Companies. The Consolidated Financial Statements have been prepared on the following basis:

- The financial statements of the Company and its Subsidiary Companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses as per Accounting Standard 21 – Consolidated Financial Statements issued by The Institute of Chartered Accountants of India.
- In case of foreign Joint Venture, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Exchange gains/ (losses) arising on conversion are recognised under Foreign Currency Translation Reserve.
- Interests in Joint Venture have been accounted by using the proportionate consolidation method as per Accounting Standard 27 - Financial Reporting of Interests in Joint Ventures issued by The Institute of Chartered Accountants of India.
- The financial statements of the Subsidiaries used in the consolidation are drawn up to the same reporting date as that of the Company i.e. 31st March, 2013 and in case of Joint Venture the financial statements used in the consolidation are drawn up to 31st December, 2012.
- The excess of cost to the Company, of its investment in the Subsidiary Company and Joint Venture over the Company's portion of equity is recognised in the financial statement as Goodwill.
- The excess of the Company's portion of equity of the Subsidiary and Joint Venture on the acquisition date over its cost of investment is treated as Capital Reserve.
- Intra-group balances and intra-group transactions and resulting unrealised profits have been eliminated.

### b) Investments other than in Subsidiaries and Associates have been accounted as per Accounting Standard (AS) 13 "Accounting for Investments".

### c) Other significant accounting policies

These are set out under "Significant Accounting Policies" as given in the Standalone Financial Statements of Astral Poly Technik Limited.

## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

### 1. SHARE CAPITAL

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Authorised Share Capital</b>		
Equity Share Capital		
3,00,00,000 Equity Shares of ₹5/- each (3,00,00,000)	1,500.00	1,500.00
<b>Issued, Subscribed &amp; Fully Paid Share Capital</b>		
Equity Share Capital		
2,24,76,112 Equity Shares of ₹5/- each fully paid up (2,24,76,112)	1,123.81	1,123.81
<b>Total</b>	<b>1,123.81</b>	<b>1,123.81</b>

- a) The Company has issued only one class of shares referred to as equity shares having a par value of ₹5/-. All equity shares carry one vote per share without restrictions and are entitled to dividend, as and when declared. All shares rank equally with regard to the Company's residual assets.
- b) The amount of per share dividend recognised as distributions to equity shareholders during the year ended March 31, 2013 is ₹1.25 (Previous Year ₹1.125), subject to approval by shareholders in the ensuing Annual General Meeting.
- c) The details of Shareholders holding more than 5% shares as at March 31, 2013 and March 31, 2012 is set out below.

Sr. No.	Name of Shareholders	As At 31st March, 2013	As At 31st March, 2012
1	Sandeep Pravinbhai Engineer - No. of Shares	47,34,282	47,34,282
	- % of Shares Held	21.06	21.06
2	Saumya Polymers LLP - No. of Shares	42,52,910	31,51,634
	- % of Shares Held	18.92	14.02
3	HSBC Bank (Mauritius) Limited - No. of Shares	22,32,457	-
	A/C. Jwalmukhi Investment Holdings - % of Shares Held	9.93	-
4	Specialty Process LLC. - No. of Shares	20,63,206	31,64,482
	- % of Shares Held	9.18	14.08
5	Jagruti Sandeep Engineer - No. of Shares	18,28,682	18,28,682
	- % of Shares Held	8.14	8.14
6	Hansa Pravinbhai Engineer - No. of Shares	13,34,092	13,34,092
	- % of Shares Held	5.94	5.94



## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

### 2. RESERVES AND SURPLUS

	As At 31st March, 2013	(₹ In Lacs) As At 31st March, 2012
<b>Capital Reserves</b>		
As per Last Balance Sheet	56.31	40.00
<b>Add :</b> Capital Reserve on Consolidation	-	16.31
	<b>56.31</b>	<b>56.31</b>
<b>Securities Premium Account</b>		
As per Last Balance Sheet	<b>3,890.73</b>	<b>3,890.73</b>
<b>General Reserves</b>		
As per Last Balance Sheet	970.00	570.00
<b>Add :</b> Transferred from Surplus in Statement of Profit & Loss	600.00	400.00
	<b>1,570.00</b>	<b>970.00</b>
<b>Revaluation Reserves</b>		
As per Last Balance Sheet	<b>121.14</b>	<b>121.14</b>
<b>Foreign Currency Translation Reserve</b>		
As per Last Balance Sheet	(19.48)	10.10
<b>Add :</b> For the Year	(2.05)	(29.58)
	<b>(21.53)</b>	<b>(19.48)</b>
<b>Miscellaneous Expenditure</b>		
(To the extent not written off or adjusted)		
As per Last Balance Sheet	-	(0.58)
<b>Less :</b> Amount written off during the year	-	(0.58)
	-	-
<b>Surplus in Statement of Profit &amp; Loss</b>		
As per Last Balance Sheet	12,263.84	9,008.18
<b>Add :</b> Profit For the Year	6,061.13	3,949.53
Amount Available for Appropriation	18,324.97	12,957.71
<b>Less : Appropriations :</b>		
Interim Dividend	112.38	112.38
Proposed Final Dividend	168.57	140.48
Dividend Distribution Tax	46.88	41.01
Transferred to General Reserve	600.00	400.00
	927.83	693.87
	<b>17,397.14</b>	<b>12,263.84</b>
<b>Total</b>	<b>23,013.79</b>	<b>17,282.54</b>

### 3. LONG TERM BORROWINGS

	As At 31st March, 2013	(₹ In Lacs) As At 31st March, 2012
<b>Secured</b>		
Term Loans from Banks		
In Rupee	1,815.88	508.23
In Foreign Currency	5,792.05	7,592.40
	7,607.93	8,100.63
<b>Less : Current Maturity of Long Term Loans</b>	2,399.93	2,279.93
	<b>5,208.00</b>	<b>5,820.70</b>
Buyers Credit	1,376.58	670.86
<b>Less : Current Maturity of Long Term Buyers Credits</b>	214.86	229.95
	<b>1,161.72</b>	<b>440.91</b>
Vehicle Loans	122.29	101.04
<b>Less : Current Maturity of Vehicle Loans</b>	56.15	37.69
	<b>66.14</b>	<b>63.35</b>
<b>Unsecured</b>		
Buyers Credit	-	152.62
<b>Less : Current Maturity of Long Term Buyers Credits</b>	-	-
	-	<b>152.62</b>
<b>Total</b>	<b>6,435.86</b>	<b>6,477.58</b>

Note: Amount stated in Current Maturity is disclosed under the head of "Other Current Liabilities" (Refer Note No. 7).

## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

a) Term Loans Secured by way of first charge, in respect of Fixed assets, both present and future, and second charge on entire current assets of the Company both present and future and also further secured by personal guarantees of Directors.

- i. Corporation Bank Term Loan of ₹2,909.67 Lacs (Previous Year ₹2,576.93 Lacs) repayable within 72 months including initial moratorium period of twelve months from the date of first disbursement in twenty quarterly equal instalments. Repayable by September 2019.
- ii. Standard Chartered Bank Term Loan of ₹71.88 Lacs (Previous Year ₹359.38 Lacs) repayable within 60 months including initial moratorium period of twelve months from the date of first disbursement in sixteen quarterly equal instalments. Repayable by April 2013.
- iii. HDFC Bank ECB Loan of ₹3,229.66 Lacs (Previous Year ₹3,561.60 Lacs) repayable within 66 months including initial moratorium period of twelve months from the date of first disbursement in eighteen quarterly instalments. Repayable by December 2016.
- iv. Standard Chartered Bank ECB Loan of ₹1,282.37 Lacs (Previous Year ₹1,602.72 Lacs) repayable within 60 months including initial moratorium period of twelve months from the date of first disbursement in nine half yearly instalments. Repayable by March 2016.
- v. Term Loan of ₹114.35 Lacs (Previous Year ₹Nil) are secured over all assets of the jointly controlled entity and personal guarantee of all directors of the jointly controlled entity.

b) Buyers Credit

- i. HDFC Bank Limited Buyers Credit of ₹205.94 Lacs (Previous Year ₹146.05 Lacs) Repayable by December 2014. Secured by way of first charge, in respect of Fixed assets, both present and future, and second charge on entire current assets of the Company both present and future and also further secured by personal guarantees of Directors.
- ii. Corporation Bank Buyers Credit of ₹141.21 Lacs (Previous Year ₹524.81 Lacs) Repayable by February 2016. Secured by way of first charge, in respect of entire current assets of the Company both present and future and further secured by personal guarantees of Directors.
- iii. IDBI Bank Limited Buyers Credit of ₹1,029.43 Lacs (Previous Year ₹Nil) Repayable by April 2015. Secured by way of first charge, in respect of entire current assets of the Company both present and future and further secured by personal guarantees of Directors.

c) Vehicle Loans are Secured by way of hypothecation of respective motor vehicles purchased.

- i. Kotak Mahindra Prime Limited Vehicle Loan of ₹50.58 Lacs (Previous Year ₹35.74 Lacs) repayable on monthly basis. Repayable by March 2015.
- ii. Axis Bank Limited Vehicle Loan of ₹4.27 Lacs (Previous Year ₹7.11 Lacs) repayable on monthly basis. Repayable by July 2014.
- iii. Tata Motors Finance Limited Vehicle Loan of ₹0.12 Lacs (Previous Year ₹2.48 Lacs) repayable on monthly basis. Repayable by April 2013.
- iv. ICICI Bank Limited Vehicle Loan of ₹21.25 Lacs (Previous Year ₹Nil) repayable on monthly basis. Repayable by November 2015.
- v. Vehicle loan ₹46.07 Lacs (Previous Year ₹55.71 Lacs) are secured by hypothecation of respective motor vehicle purchased by the jointly controlled entity.

#### 4. DEFERRED TAX LIABILITIES (NET)

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Deferred Tax Liabilities</b>		
Related to Fixed Assets	1,324.27	190.82
<b>Deferred Tax Assets</b>		
Disallowance under Income Tax Act, 1961	507.22	44.83
<b>Total</b>	<b>817.04</b>	<b>145.99</b>

#### 5. SHORT TERM BORROWINGS

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Secured</b>		
From Banks*	122.39	336.01
<b>Unsecured</b>		
From Banks	-	3.90
From Others	-	19.80
<b>Total</b>	<b>122.39</b>	<b>359.71</b>

\* Bank Overdraft Secured by way fixed charge over all assets of the Company (Astral Technologies Limited) and personal guarantee of all the director of Astral Technologies Limited.

**Consolidated Notes on Accounts for the Year ended on 31st March, 2013**
**6. TRADE PAYABLES**

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Acceptances	9,412.96	9,828.16
Other than Acceptances *	7,823.63	7,270.98
<b>Total</b>	<b>17,236.59</b>	<b>17,099.14</b>

\* There are no dues to Micro and small Enterprises as at 31st March, 2013. This information as 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.

**7. OTHER CURRENT LIABILITIES**

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Current Maturities of Long Term Borrowings (Refer Note No. 3)	2,670.94	2,547.57
Interest Accrued and due on Borrowings	14.90	-
Interest Accrued but not Due on Borrowings	41.49	67.72
Unclaimed Dividends	1.85	1.66
Other Liabilities		
For Statutory Dues	1,849.23	1,514.86
Advance Received from Customers	82.78	75.91
Other Payables *	386.36	863.94
<b>Total</b>	<b>5,047.55</b>	<b>5,071.66</b>

\* Other Payables includes Payable for Capital Goods.

**8. SHORT TERM PROVISIONS**

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Provision for Employee Benefits		
Unpaid Leave (Refer Note No. 26)	4.57	53.82
Provision for Dividend		
Proposed Final Dividend	168.57	140.48
Tax on Dividend	28.65	22.79
Provision for Taxation		
Taxation	560.65	261.72
(Net of Advance Tax of ₹1,420.00 Lacs and TDS of ₹4.38 Lacs (Previous Year Advance Tax of ₹725.00 Lacs and TDS of ₹5.90 Lacs))		
Provision for Wealth Tax	1.12	0.54
<b>Total</b>	<b>763.56</b>	<b>479.35</b>

**9. FIXED ASSETS**

(₹ In Lacs)

Assets	Gross Block				Depreciation				Net Block	
	As At 01.04.2012	Additions	Deductions/ Adjustments	As At 31.03.2013	As At 01.04.2012	For The Year	Deductions/ Adjustments	As At 31.03.2013	As At 31.03.2013	As At 31.03.2012
Land	1,355.93	2,315.88	-	3,671.81	-	-	-	-	3,671.81	1,355.93
Buildings	5,135.55	1,398.12	(1.29)	6,534.96	351.51	161.72	(0.24)	513.47	6,021.49	4,784.04
Plant & Machinery	13,714.31	2,880.69	56.66	16,538.34	4,243.04	1,563.46	7.48	5,799.02	10,739.32	9,471.27
Furniture & Fixtures	742.42	225.95	0.51	967.86	105.88	53.33	0.30	158.91	808.95	636.54
Vehicles	239.27	136.41	10.89	364.79	83.30	33.70	6.85	110.15	254.64	155.97
<b>Total</b>	<b>21,187.48</b>	<b>6,957.05</b>	<b>66.77</b>	<b>28,077.76</b>	<b>4,783.73</b>	<b>1,812.21</b>	<b>14.39</b>	<b>6,581.55</b>	<b>21,496.21</b>	<b>16,403.75</b>
Capital Work In Progress									1,198.84	1,296.11
	<b>21,187.48</b>	<b>6,957.05</b>	<b>66.77</b>	<b>28,077.76</b>	<b>4,783.73</b>	<b>1,812.21</b>	<b>14.39</b>	<b>6,581.55</b>	<b>22,695.05</b>	<b>17,699.86</b>
<b>Previous Year</b>	<b>14,256.26</b>	<b>6,939.64</b>	<b>8.42</b>	<b>21,187.48</b>	<b>3,402.45</b>	<b>1,378.90</b>	<b>(2.38)</b>	<b>4,783.73</b>	<b>17,699.86</b>	

- Building Includes ₹750/- being face value of 15 number of shares of ₹50/- each held in Kant Apartment Co-operative Housing Society Limited. Also includes ₹127.11 Lacs (Previous Year : ₹127.11 Lacs) for which the procedure for transfer of title in the name of the Company is in process.
- Capital Work In Progress includes ₹59.56 Lacs (Previous Year : ₹52.68 Lacs) on account of Pre - Operative Expenses.
- Accumulated Depreciation upto 31st March, 2013 includes impairment loss on Plant and Machinery ₹96.20 Lacs (Previous Year : ₹96.20 Lacs).

## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

### 10. LONG TERM LOANS AND ADVANCES

(₹ In Lacs)

#### Unsecured, considered good

Capital Advances

To Related Parties (Refer Note No. 27)

To Others

Security Deposits

Prepaid Expenses

Total

As At 31st March, 2013	As At 31st March, 2012
-	187.00
262.67	214.07
15.06	13.08
1.38	1.96
<b>279.11</b>	<b>416.11</b>

### 11. INVENTORIES

(₹ In Lacs)

Raw Materials

Stock In Trade

Finished Goods

Packing Materials

Goods In Transit

Total

As At 31st March, 2013	As At 31st March, 2012
5,924.80	5,943.78
2,272.46	1,299.47
6,725.14	5,451.15
105.40	-
18.73	11.25
<b>15,046.53</b>	<b>12,705.65</b>

### 12. TRADE RECEIVABLES

(₹ In Lacs)

#### Unsecured

Debts Outstanding for a period exceeding six months

Considered Good

Considered Doubtful

**Less:** Provision

Other Debts

Considered Good

Total

As At 31st March, 2013	As At 31st March, 2012
110.56	246.66
405.57	269.47
405.57	269.47
110.56	246.66
10,518.14	10,069.44
<b>10,628.70</b>	<b>10,316.10</b>

### 13. CASH AND CASH EQUIVALENTS

(₹ In Lacs)

Cash on Hand

Balance with Banks

In Current Account

In Deposit Account

In Unclaimed Dividend Account

Total

As At 31st March, 2013	As At 31st March, 2012
9.49	7.48
1,135.02	1,091.35
5.91	2,450.56
1.85	1.66
<b>1,152.27</b>	<b>3,551.05</b>

### 14. SHORT TERM LOANS AND ADVANCES

(₹ In Lacs)

#### Unsecured, Considered Good

Loans to Related Parties (Refer Note No.27)

Prepaid Expenses

Security Deposits

Advance for Purchase of Non Current Investment

Loans and Advances to Employees

Balance with Custom, Central Excise Authorities

MAT Credit Entitlements

Advances to Suppliers

Taxes Receivable

Total

As At 31st March, 2013	As At 31st March, 2012
472.52	36.08
83.55	64.12
70.45	129.10
193.24	-
4.46	6.01
2,619.11	2,812.38
875.92	-
407.57	195.57
30.30	30.72
<b>4,757.12</b>	<b>3,273.98</b>

**Consolidated Notes on Accounts for the Year ended on 31st March, 2013**

**15. OTHER CURRENT ASSETS**

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Interest Receivable	7.98	17.12
Advance to Gratuity Fund (Refer Note No. 26)	27.91	26.29
Others	-	31.11
<b>Total</b>	<b>35.89</b>	<b>74.52</b>

**16. REVENUE FROM OPERATIONS**

	(₹ In Lacs)	
	2012-13	2011-12
Domestic Sales	89,600.81	61,866.93
Export Sales	770.72	699.72
<b>Gross</b>	<b>90,371.53</b>	<b>62,566.65</b>
<b>Less : Excise Duty</b>	<b>7,835.05</b>	<b>4,297.38</b>
<b>Revenue from Operations (Net)</b>	<b>82,536.48</b>	<b>58,269.27</b>

**17. OTHER INCOME**

	(₹ In Lacs)	
	2012-13	2011-12
Interest Income	30.92	85.13
Dividend from Current Investment	-	1.60
Gain on Sale of Current Investment	127.24	90.49
Profit on Sale of Fixed Assets	0.22	-
Miscellaneous Income	29.09	204.23
<b>Total</b>	<b>187.47</b>	<b>381.45</b>

**18. COST OF MATERIALS CONSUMED**

	(₹ In Lacs)	
	2012-13	2011-12
Opening Stock	5,943.78	4,197.19
<b>Add: Purchases</b>	<b>56,875.91</b>	<b>43,411.16</b>
	62,819.69	47,608.35
<b>Less : Closing Stock</b>	<b>5,924.80</b>	<b>5,943.78</b>
<b>Cost of Materials Consumed</b>	<b>56,894.89</b>	<b>41,664.57</b>

**19. CHANGES IN INVENTORIES OF FINISHED GOODS & STOCK IN TRADE**

	(₹ In Lacs)	
	2012-13	2011-12
Inventories at the end of the Year		
Finished Goods	6,725.14	5,451.15
Stock In Trade	2,272.46	1,299.47
	8,997.60	6,750.62
Inventories at the beginning of the Year		
Finished Goods	5,451.15	3,402.92
Stock In Trade	1,299.47	1,067.54
	6,750.62	4,470.46
<b>Net (Increase) / Decrease</b>	<b>(2,246.98)</b>	<b>(2,280.16)</b>

**20. EMPLOYEE BENEFITS EXPENSES**

	(₹ In Lacs)	
	2012-13	2011-12
Salaries and Wages	1,890.50	1,370.11
Contribution to Provident and Other Funds (Refer Note No.26)	97.55	84.73
Staff Welfare Expenses	77.94	60.53
<b>Total</b>	<b>2,065.99</b>	<b>1,515.37</b>

**21. FINANCE COSTS**

	(₹ In Lacs)	
	2012-13	2011-12
Interest Expenses		
Borrowings	689.02	568.93
Others	21.13	15.42
Other Borrowing Costs	112.63	140.51
Net Loss on Foreign Currency Transactions	1,095.11	1,551.13
<b>Total</b>	<b>1,917.89</b>	<b>2,275.99</b>

## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

### 22. OTHER EXPENSES

(₹ In Lacs)

	2012-13	2011-12
Stores & Spares	419.26	245.11
Power and Fuel	1,949.11	1,456.15
Rent Expenses *	141.55	110.48
Repairs Expenses		
Repairs to Buildings	99.69	97.97
Repairs to Machinery	115.48	176.15
Repairs Others	28.34	22.82
Insurance Expenses	105.96	65.04
Royalty Expenses	75.07	16.94
Rates & Taxes	49.69	38.49
Communication Expenses	65.87	54.73
Travelling Expenses	387.64	304.42
Factory & Other Expenses	141.47	104.42
Printing & Stationary	37.74	36.55
Freight & Fowarding	1,323.34	888.75
Packing Expenses	821.73	606.92
Changes in Excise Duty on Inventories	198.34	81.17
Commission	121.65	97.78
Discount on Sales	2,270.77	1,798.33
Sales Promotions	1,644.78	611.70
Donations & Contributions	9.75	2.42
Security Service Charges	106.17	75.66
Legal & Professional	130.38	119.11
Payments to Auditors **	14.38	8.74
Provision for Doubtful Trade and Other Receivable	235.04	174.59
Loss on Sale of Fixed Assets	-	4.69
Other Expenses	224.63	130.24
<b>Total</b>	<b>10,717.83</b>	<b>7,329.37</b>

\* The Company is leasee under various operation leases under which rental expenses for the year was ₹141.55 Lacs (Previous year: ₹110.48 Lacs). The Company has not executed any non cancelable lease agreement.

\*\* Payment to Auditors As:

(₹ In Lacs)

#### Particulars

For Statutory Audit  
For Other Services  
For Service Tax

	2012-13	2011-12
For Statutory Audit	8.70	6.00
For Other Services	5.68	2.21
For Service Tax	1.66	0.97
<b>Total</b>	<b>16.04</b>	<b>9.18</b>

23. The list of Subsidiaries Company and Joint Venture which are included in the consolidation and the Company's holdings therein are as under:

Name of the Company	% of Holding		Country of Incorporation
	2012-13	2011-12	
<b>Subsidiaries</b>			
Astral Biochem Private Limited	100%	100%	India
Advanced Adhesives Limited	85%	85%	India
<b>Joint Venture</b>			
Astral Technologies Limited	31.90%	31.90%	Kenya

The audited financial statements of Astral Technologies Limited (Kenya) up to 31st December, 2012 have been prepared in accordance with International Financial Reporting Standards. Differences in accounting policies of the Company and the Joint Venture are not material and there are no material transactions from 1st January, 2013 to 31st March, 2013 in respect of the Joint Venture having financial year ended on 31st December, 2012. There is no change in Company's interest in the Joint Venture from 1st January, 2013 to 31st March, 2013.

Figures pertaining to the Subsidiary Companies and the Joint Venture have been reclassified wherever necessary to bring them in line with the Company's financial statements.

## **Consolidated Notes on Accounts for the Year ended on 31st March, 2013**

### **24. EARNING PER SHARE**

	<b>As At 31st March, 2013</b>	<b>As At 31st March, 2012</b>
Profit After Tax (₹ In Lacs)	6,061.13	3,949.53
Weighted Average No. of Equity Shares Outstanding	2,24,76,112	2,24,76,112
Basic & Diluted Earnings Per Share (In ₹) (Face Value of ₹5/- each)	26.97	17.57

### **25. CONTINGENT LIABILITIES NOT PROVIDED FOR**

	<b>As At 31st March, 2013</b>	<b>As At 31st March, 2012</b>
(₹ In Lacs)		
<b>Contingent Liabilities</b>		
Bank Guarantees	298.22	155.18
Letters of Credit for Purchases	24.54	38.00
Income tax matters under appeal	5.77	772.53
<b>Commitments</b>		
Capital Contracts remaining to be executed	1,182.31	869.41

### **26. EMPLOYEE BENEFITS**

The disclosures required under Accounting Standard 15 (Revised) "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006 are given below:

#### **Defined Contribution Plan:**

Amount towards Defined Contribution Plan have been recognized under "Contribution to Provident and Other funds" in Note No.20 ₹66.63 Lacs (Previous Year ₹ 53.70 Lacs).

#### **Defined Benefit Plan:**

The Company has defined benefit plans for gratuity to eligible employees, contributions for which are made to Life Insurance Corporation of India, who invests the funds as per IRDA guidelines. The details of these defined benefit plans recognized in the financial statements are as under:

#### **General Description of the Plan:**

The Company operates a defined benefit plan (The Gratuity Plan) covering eligible employees, which provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employees salary and the tenure of employment.



## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

### Status of Defined Benefit Plans/Long term Compensated Absences – As per Actuarial Valuations as on 31st March, 2013

#### a) Reconciliation of opening and closing balances of the present value of the Defined benefit Obligation (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Obligations at the beginning of the year	79.07	53.51	-	-
Current service cost	16.37	15.21	4.57	-
Interest cost	6.92	4.46	-	-
Actuarial (gain) / loss	5.45	8.49	-	-
Benefits paid	(2.68)	(2.60)	-	-
<b>Obligations at the end of the year</b>	<b>105.13</b>	<b>79.07</b>	<b>4.57</b>	-

#### b) Reconciliation of opening and closing balances of the fair value of plan assets (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Plan assets at the beginning of the year, at fair value	105.30	75.65	-	-
Expected return on plan assets	9.21	6.93	-	-
Actuarial gain / (loss)	1.33	1.03	-	-
Contributions	19.88	24.29	-	-
Benefits paid	(2.68)	(2.60)	-	-
<b>Plan assets at the end of the year, at fair value</b>	<b>133.04</b>	<b>105.30</b>	-	-

#### c) Reconciliation of the present value of the defined benefit obligation & fair value of plan Asset (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Obligations at the end of the year	105.13	79.07	4.57	-
Plan assets at the end of the year, at fair value	133.04	105.30	-	-
<b>Liability/(Assets) recognised in Balance sheet as on 31st March, 2013</b>	<b>(27.91)</b>	<b>(26.23)</b>	<b>4.57</b>	-

#### d) Cost for the year (₹ In Lacs)

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Current service cost	16.37	15.15	4.57	-
Interest cost	6.92	4.46	-	-
Expected return on plan assets	(9.21)	(6.93)	-	-
Actuarial (Gain)/Loss.	4.12	7.47	-	-
<b>Expense recognized in the Statement of Profit and Loss</b>	<b>18.20</b>	<b>20.15</b>	<b>4.57</b>	-

#### e) Investment details of plan assets

To fund the obligations under the gratuity plan, Contributions are made to Life Insurance Corporation of India, who invests the funds as per IRDA guidelines.

#### f) Assumptions

Particulars	Gratuity		Leave Encashment	
	2012-13	2011-12	2012-13	2011-12
Discount Rate	8.25%	8.34%	8.25%	-
Expected return on plan assets	8.70%	9.15%	-	-
Annual Increase in Salary Costs	5.00%	5.00%	5.00%	-

Future Salary increases are based on long term average salary rise expected taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employee market. Future Separation & mortality rates are obtained from relevant data of Life Insurance Corporation of India.

#### g) Experience History (₹ In Lacs)

Particulars	2012-13	2011-12	2010-11	2009-10	2008-09
Defined Benefit Obligation at the end of the period	105.13	79.07	53.51	45.88	32.15
Plan Assets at the end of the period	133.04	105.30	75.65	56.52	26.18
Funded Status	(27.91)	(26.23)	(22.14)	(10.64)	5.97
Experience Adjustments on Plan Liabilities	-	-	-	-	-
Experience Adjustments on Plan Assets	-	-	-	-	-

#### h) Contributions expected to be paid to the plan during the next financial year ₹ Nil (Previous Year: ₹ Nil)

**Consolidated Notes on Accounts for the Year ended on 31st March, 2013**

**27. RELATED PARTY DISCLOSURES**

1. Name of Party and relationship

Sr. No.	Description of Relationship	Name of Related Parties
a.	Enterprises over which Key Managerial Personnel are able to exercise significant influence	Kairav Chemicals Limited Saumya Polymers LLP (Formerly Saumya Polymers Private Limited) Plumbware Limited Allied Plumbers Limited Architectural Supplies Limited Allied Plumbers U Limited Ole Sereni Hotel
b.	Key Management Personnel	Mr. Sandeep P. Engineer Mrs. Jagruti S. Engineer Mr. K. R. Shenoy Mr. Kairav S. Engineer Mr. Bhavesh Merchant Mr. Yogesh Patel
c.	Relatives of Key Management Personnel	Sandeep P. Engineer HUF Mr. Bipin R. Mehta Mrs. Rekha B. Mehta Mrs. Hansa P. Engineer

2. Details of Related Party Transactions during the year ended 31st March, 2013

(₹ In Lacs)

Sr. No.	Nature of Transaction	Related Referred in			Total
		1(a) above	1(b) above	1(c) above	
1.	<b>Receipt towards Loan given</b>				
	Kairav Chemicals Limited	25.00	-	-	25.00
		(125.00)	-	-	(125.00)
2.	<b>Purchase of Goods / Assets</b>				
	Kairav Chemicals Limited	11.44	-	-	11.44
		(1.47)	-	-	(1.47)
	Mr. Sandeep P. Engineer	-	941.04	-	941.04
		-	-	-	-
	Mrs. Jagruti S. Engineer	-	941.04	-	941.04
		-	-	-	-
	Plumbware Limited	0.67	-	-	0.67
		(0.08)	-	-	(0.08)
	Allied Plumbers Limited	47.42	-	-	47.42
		(16.91)	-	-	(16.91)
	Architectural Supplies Limited	0.01	-	-	0.01
		(0.12)	-	-	(0.12)
	Ole Sereni Hotel	-	-	-	-
		(0.34)	-	-	(0.34)

## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

(₹ In Lacs)

Sr. No.	Nature of Transaction	Related Referred in			Total
		1(a) above	1(b) above	1(c) above	
3.	<b>Sale of Goods</b>				
	Kairav Chemicals Limited	-	-	-	-
		(0.31)	-	-	(0.31)
	Plumbware Limited	8.50	-	-	8.50
		(8.03)	-	-	(8.03)
	Allied Plumbers Limited	109.26	-	-	109.26
		(74.46)	-	-	(74.46)
	Allied Plumbers U Limited	16.43	-	-	16.43
		(4.02)	-	-	(4.02)
4.	<b>Rent Received</b>				
	Kairav Chemicals Limited	3.23	-	-	3.23
		(3.00)	-	-	(3.00)
5.	<b>Dividend Paid</b>				
	Saumya Polymers LLP	35.46	-	-	35.46
		(35.46)	-	-	(35.46)
	Mr. Sandeep P. Engineer	-	53.46	-	53.46
		-	(39.10)	-	(39.10)
	Mrs. Jagruti S. Engineer	-	20.57	-	20.57
		-	(20.57)	-	(20.57)
	Mr. Bipin R. Mehta	-	-	1.46	1.46
		-	-	(1.46)	(1.46)
	Mrs. Hansa P. Engineer	-	-	15.01	15.01
		-	-	(6.68)	(6.68)
6.	<b>Interest Income</b>				
	Kairav Chemicals Limited	0.57	-	-	0.57
		(11.18)	-	-	(11.18)
7.	<b>Remuneration</b>				
	Mr. Sandeep P. Engineer	-	177.90	-	177.90
		-	(63.50)	-	(63.50)
	Mrs. Jagruti S. Engineer	-	23.50	-	23.50
		-	(17.25)	-	(17.25)
	Mr. K. R. Shenoy	-	2.00	-	2.00
		-	(2.00)	-	(2.00)
	Mr. Yogesh Patel	-	1.41	-	1.41
		-	(4.68)	-	(4.68)
	Mr. Bipin R. Mehta	-	-	20.63	20.63
		-	-	(19.00)	(19.00)
	Mr. Kairav S. Engineer	-	15.89	-	15.89
		-	(7.65)	-	(7.65)

Consolidated Notes on Accounts for the Year ended on 31st March, 2013

Sr. No.	Nature of Transaction	Related Referred in			Total
		1(a) above	1(b) above	1(c) above	
8.	<b>Rent Paid</b>				
	Kairav Chemicals Limited	8.45	-	-	8.45
		(5.47)	-	-	(5.47)
	Allied Plumbers Limited	23.64	-	-	23.64
		(13.43)	-	-	(13.43)
	Sandeep P. Engineer (H.U.F.)	-	-	7.79	7.79
		-	-	(6.49)	(6.49)
	Mrs. Hansa P. Engineer	-	-	1.20	1.20
		-	-	(0.60)	(0.60)

Details of Related Party Transactions outstanding balances as at 31st March, 2013 (₹ In Lacs)

Sr. No.	Nature of Transaction	Related Referred in			Total
		1(a) above	1(b) above	1(c) above	
1.	<b>Unsecured Loan Given</b>				
	Kairav Chemicals Limited	-	-	-	-
		(25.00)	-	-	(25.00)
2.	<b>Payables towards Purchase of Goods / Assets</b>				
	Allied Plumbers Limited	1.30	-	-	1.30
		-	-	-	-
	Mr. Sandeep P. Engineer	-	-	-	-
		-	(99.50)	-	(99.50)
	Mrs. Jagruti S. Engineer	-	-	-	-
		-	(87.50)	-	(87.50)
3.	<b>Receivables</b>				
	Allied Plumbers Limited	55.89	-	-	55.89
		(41.45)	-	-	(41.45)
	Plumbware Limited	2.15	-	-	2.15
		(4.15)	-	-	(4.15)
	Allied Plumbers U Limited	6.36	-	-	6.36
		-	-	-	-
4.	<b>Interest on Loans</b>				
	Kairav Chemicals Limited	-	-	-	-
		(10.06)	-	-	(10.06)
5.	<b>Payable towards Expenses</b>				
	Mr. Sandeep P. Engineer	-	60.68	-	60.68
		-	(5.63)	-	(5.63)
	Mrs. Jagruti S. Engineer	-	1.21	-	1.21
		-	(0.33)	-	(0.33)
	Mr. K. R. Shenoy	-	0.45	-	0.45
		-	(0.50)	-	(0.50)
	Mr. Bipin R. Mehta	-	-	0.97	0.97
		-	-	(1.16)	(1.16)
	Mr. Kairav S. Engineer	-	0.72	-	0.72
		-	(0.86)	-	(0.86)

Figures in the brackets are in respect of the previous year.

## Consolidated Notes on Accounts for the Year ended on 31st March, 2013

### 28. SEGMENT INFORMATION

The Company is engaged mainly in production of plastic products and as such is the only reportable segment as per Accounting Standard on Segment Reporting (AS – 17) issued by the Institute of Chartered Accountants of India. The geographical segmentation is not relevant as export turnover is not significant in respect of total turnover.

### 29. DERIVATIVE INSTRUMENTS

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. The use of foreign currency forward contracts is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such forward contracts consistent with the Company's Risk Management Policy. The Company does not use forward contracts for speculative purposes.

Outstanding Forward Exchange Contracts entered into by the Company on accounts of payables and receivables:

As at	No. of Contracts	Buy/Sell	US \$ Equivalent (Lacs)	INR Equivalent (Lacs)
31st March, 2013	9	Buy	63.63	3,453.88
31st March, 2012	3	Buy	45.00	2,289.60

Expenditure on account of premium on forward exchange contracts to be recognized in the profit and loss of subsequent accounting period aggregates to ₹16.22 Lacs (Previous Year: ₹51.65 Lacs).

Foreign Currency Exposures not hedged by derivative instruments as at 31st March, 2013 on payable amounting US\$ 318.16 Lacs & EURO 9.47 Lacs Equivalent ₹17,927.61 Lacs (Previous Year: US\$ 399.45 Lacs & EURO 9.55 Lacs Equivalent ₹20,972.25 Lacs) and on receivables amounting US\$ 1.61 Lacs Equivalent ₹87.33 Lacs (Previous Year: US\$ 3.61 Lacs Equivalent ₹183.46 Lacs).

Foreign Exchange Loss (Net) of ₹1,277.37 Lacs (Previous Year: Exchange Loss (Net) of ₹2,236.87 Lacs) for the year has been included in respective heads of Statement of Profit and Loss.

### 30. INTEREST IN JOINT VENTURE

The Company has 31.90% ownership interest in Joint Venture Company Astral Technologies Limited ('ATL'), incorporated in Kenya. Its proportionate share in the assets, liabilities, income and expenses etc. in the said Joint Venture Company is given below:

	As At 31st Dec., 2012	As At 31st Dec., 2011
Assets	592.55	573.46
Liabilities	597.55	477.01
Income	269.17	264.18
Expenses (including Depreciation and taxation)	368.57	321.39
Contingent Liabilities	-	-
Capital Commitments remaining to be executed	-	-

31. Figures pertaining to the Subsidiary Companies and Joint Venture have been reclassified, wherever necessary to bring them in line with the Company's financial statements.

32. Previous year figures have been accordingly regrouped /reclassified to confirm to the current year's classification.

As per our report of even date

For and on behalf of the Board

For, **Deloitte Haskins & Sells**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruiti S. Engineer)  
Managing Director Executive Director

(Gaurav J. Shah)  
Partner  
Membership No.: 35701  
Place : Ahmedabad  
Date : May 20, 2013

(Zankhana V. Trivedi)  
Company Secretary  
Place : Ahmedabad  
Date : May 20, 2013

**Statement Pursuant to Section 212 of the Companies Act, 1956  
relating to Company's interest in the Subsidiary Company**

1	Name of the Subsidiary Company	<b>Astral Biochem Private Limited</b>	<b>Advanced Adhesives Limited</b>
2	The Financial Year of the Subsidiary Company ended on	March 31, 2013	March 31, 2013
3	Date from which it became Subsidiary	July 19, 2008	October 25, 2010
4	a) No. of Shares held by the Astral Poly Technik Limited (Holding Company) with its nominees in the Subsidiary at the end of the financial year of the Subsidiary  b) Extent of Interest of Holding Company at the end of the financial year of the Subsidiary	50,000 No. Equity shares of ₹10/- each fully paid up  100%	42,500 No. Equity shares of ₹10/- each fully paid up  85%
5	Net aggregate amount of the Subsidiary's Profit/(loss) so far as they concern the members of the Holding Company. a) Not dealt with in Holding Company's accounts. i) For the Financial Year ended March 31, 2013 ii) For the Previous Financial Years b) Dealt with in Holding Company's accounts. i) For the Financial Year ended March 31, 2013 ii) For the Previous Financial Years	- - - -	36,58,650 (3,25,648)  2,07,32,350 (18,45,338)
6	Changes in the Holding Company's interest in the Subsidiary between the end of the financial year of the Subsidiary and the end of the Holding Company's financial year.	None	None
7	Material Changes between the end of the financial year of the Subsidiary and the end of the Holding Company's financial year in respect of- a) Fixed Asset b) Investments c) Money Lent by the Subsidiary d) Money borrowed by the Subsidiary for any purpose other than for meeting Current Liabilities.	- - - -	- - - -

## ASTRAL BIOCHEM PRIVATE LIMITED

### 5th ANNUAL REPORT

2012-2013

#### COMPANY INFORMATION

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##### BOARD OF DIRECTORS

Mr. Sandeep P. Engineer	Director
Mrs. Jagruti S. Engineer	Director
Mrs. Hansaben P. Engineer	Director

##### STATUTORY AUDITORS

M/s. Shekhawat Dagra & Associates  
Chartered Accountants  
B-16, District Shopping Centre,  
Sector-21, Gandhinagar - 382021.  
Gujarat, India.

##### BANKERS

Corporation Bank  
Industrial Finance Branch, Ashram Road, Ahmedabad.

##### REGISTERED OFFICE

"ASTRAL HOUSE"  
207/1, B/h Rajpath Club, Off. S.G. Highway,  
Ahmedabad-380 059, Gujarat, India.

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## Directors' Report

Dear Shareholders,

Your Directors have pleasure in presenting the **5th Annual Report** of the Company together with the Audited Statements of Accounts for the year ended on 31st March, 2013.

### OPERATIONS

Till date your Company has not commenced any business activity and is looking forward for setting up a project in the near future. The management of the Company is putting in all its efforts to ensure that the project is conceived and implemented at the earliest possible.

### DIRECTORS

There has been no change in the Board of your Company.

Mr. Sandeep Engineer, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his reappointment.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors confirm that:

- (i) in the preparation of the Annual Accounts for the Financial year ended on 31st March, 2013, the applicable Accounting Standards have been followed;
- (ii) 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 or loss of the Company for the period;
- (iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Annual Accounts have been prepared on a going concern basis for the Financial year ended on 31st March, 2013.

### FIXED DEPOSIT

Your company has not accepted any deposit from the public as defined under section 58A of the Companies Act, 1956 and rules made thereunder.

### PERSONNEL

Information required under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 regarding employees is not applicable as none of the employees of the company is in receipt of remuneration which is more than the sum specified by the prevalent law.

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

The particulars of Section 217(1) (e) with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, pursuant to the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are not provided as the Company has not started any manufacturing activity and consequently there is no relevant information in this regard.

### AUDITORS

#### • RESIGNATION OF M/S. PANKAJ GHIYA & ASSOCIATES, STATUTORY AUDITORS OF THE COMPANY

During the year under review, **M/s. Pankaj Ghiya & Associates**, Statutory Auditors of the Company have resigned from the Office of the Auditors of the Company and expressed their unwillingness to continue as the Statutory Auditors of the Company from the Financial Year 2012-2013.



- **APPOINTMENT OF M/S. SHEKHAWAT DAGRA & ASSOCIATES, CHARTERED ACCOUNTANTS, GANDHINAGAR AS THE STATUTORY AUDITORS OF THE COMPANY**

During the year under review, **M/s. Shekhawat Dagra & Associates, Chartered Accountants, Gandhinagar**, having **Firm's Registration No. 132604W** have been appointed by the members of the Company as the Statutory Auditors of the Company who shall hold the office until the conclusion of the ensuing Annual General Meeting of the Company.

**M/s. Shekhawat Dagra & Associates, Chartered Accountants, Gandhinagar**, the Statutory Auditors of the Company, retire at the forthcoming Annual General Meeting and are eligible for re-appointment. The retiring Auditors have furnished a certificate of their eligibility for re-appointment under Section 224(1B) of the Companies Act, 1956 and have indicated their willingness to continue with the Company. The Board recommends their re-appointment.

#### **ACKNOWLEDGMENTS**

Your Directors would like to express their appreciation for assistance and cooperation received from Banks, Government Authorities, Vendors and Members during the year under review.

**By the Order of the Board of Directors**

Place : Ahmedabad  
Date : April 5, 2013

**SANDEEP ENGINEER**  
Chairman

## **Independent Auditors' Report**

To The Members of **ASTRAL BIOCHEM PRIVATE LIMITED**

### **Report on Financial Statements**

We have audited the accompanying financial statements of **ASTRAL BIOCHEM PRIVATE LIMITED** which comprise the Balance Sheet as at March 31, 2013, 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 referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). 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 Judgement, 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. 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.

### **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, 2013;
- (b) In the case of the Profit and Loss Account, of the profit 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 referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- (e) On the basis of written representations received from the Directors as on March 31, 2013, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2013, 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, **Shekhawat Dagra & Associates**  
Chartered Accountants  
FRN: 132604W

Place : Ahmedabad  
Date : April 5, 2013

**(Ajeetsingh Shekhawat)**  
Partner  
M. No. 134434

## Annexure to the Auditors' Report

Referred to in Point no. 1 of our report of even date to the members of **ASTRAL BIOCHEM PRIVATE LIMITED**.

1. (a) The Company has maintained proper records showing full particulars including quantitative details & situation of Fixed Assets.
- (b) As the Company's project is in start up phase, expenditures incurred during the year are shown as Pre-operative expenses awaiting capitalization under the Capital work-in- progress.
- (c) During the year, Company has not disposed off any substantial/major part of Fixed Assets.
2. As the Company has not purchased and sold goods during the year nor is there any opening stocks, requirement of reporting on physical verification of stocks or maintenance of inventory records, in our opinion, does not arise.
3. (a) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms or 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, Company has taken loan from one Company listed in the Register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved during the year was ₹505.68 Lacs and the year-end balance was ₹505.68 Lacs.
- (c) In our opinion, the rate of interest and other terms and conditions on which above loans have been taken from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956, are not, prima facie, prejudicial to the interest of the Company.
- (d) The Company is regular in repaying the principal amounts as stipulated and has been regular in payment of interest.
4. In our opinion and according to information and explanation given to us, we report that the Company's activity do not include purchase of inventory and sale of goods. In our opinion and according to information and explanation given to us, we report that there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to the purchase of fixed assets. During the course of our audit, no major weakness has been noticed in the internal controls with regards to purchase of fixed assets.
5. In respect of contracts or arrangements entered in the register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanations given to us:
  - (a) The particulars of contracts or arrangements referred to in Section 301 that needed to be entered in the register maintained under the said Section have been so entered.
  - (b) Where each of such transactions is in excess of ₹5 Lacs in respect of any party, in our opinion, the transactions have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public and therefore, the provisions of Section 58A and 58AA of the Companies Act, 1956 and Rules there under are not applicable to the Company.
7. In our opinion and in accordance with the information and explanation given to us, the aggregate of the paid up capital and free reserve did not exceed rupees Fifty Lacs nor did the turnover exceed Rupees Five Crores. Hence, no comment on the Internal Audit System is required.
8. According to the information and explanations given to us, the requirement of maintenance of cost records as prescribed by the Central Government under Section 209(1) (d) is not applicable to the Company.

9. (a) 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, Investor Education and Protection Fund, Employee's State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and any other statutory dues with the appropriate authorities during the year. There were no arrears as at 31st March, 2013 for a period more than Six Months from the date they became payable.
- (b) According to the records of the Company, there are no dues of Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited as on 31st March, 2013 on account of any dispute.
10. The Company does not have accumulated losses at the end of the year and the Company has not incurred cash losses during current and the immediately preceding financial year.
11. There are no dues to the Financial Institutes, Banks and Debenture holder hence there is no question of any default on repayment of the same.
12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any Special Statute applicable to Chit Fund, Nidhi or Mutual Benefit Fund/Societies are not applicable to the Company hence clause (xiii) of para 4 are not applicable.
14. As per records of the Company and the information and explanations given to us by the management, Company is not dealing or trading in shares, securities, debentures and other Investments.
15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks and Financial Institutions.
16. The Company has not availed any term loan and hence requirement of reporting about its application is not applicable.
17. According to the information and explanations given and on overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been used for long-term investment by the Company or vice versa except the permanent working capital.
18. The Company has not made any preferential allotment to parties and companies covered under register maintained under Section 301 of the Companies Act, 1956, during the year and the question of whether the price at which the shares have been issued is prejudicial to the interest of the Company does not arise.
19. The Company has not issued any Debentures hence question of creation of securities or charges thereof does not arise.
20. The Company has not raised money by way of public issues during the year and hence the question of disclosure and verification of end use of such money does not arise.
21. 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 has been noticed or reported during the year.

For, **Shekhawat Dagra & Associates**  
Chartered Accountants  
FRN: 132604W

Place : Ahmedabad  
Date : April 5, 2013

**(Ajeetsingh Shekhawat)**  
Partner  
M. No. 134434

## Balance Sheet as at 31st March, 2013

(₹ In Lacs)

Particulars	Note	As At 31st March, 2013	As At 31st March, 2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	1	5.00	5.00
Reserves & Surplus	2	-	-
<b>Non current Liabilities</b>			
Long Term Borrowings	3	505.68	495.17
<b>Current Liabilities</b>			
Other Current Liabilities	4	0.10	0.12
<b>Total</b>		<b>510.78</b>	<b>500.29</b>
<b>II. ASSETS</b>			
<b>Non current Assets</b>			
Fixed Assets	5		
Tangible Assets		439.00	439.00
Capital Work-In-Progress		69.55	58.93
Long Term Loans and Advances	6	0.50	0.50
<b>Current Assets</b>			
Cash and Cash Equivalents	7	1.73	1.86
<b>Total</b>		<b>510.78</b>	<b>500.29</b>
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>			
	<b>1 to 9</b>		

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

**(Sandeep P. Engineer)**    **(Jagruti S. Engineer)**  
 Director                      Director

**(Ajeetsingh Shekhawat)**  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 5, 2013

Place : Ahmedabad  
Date : April 5, 2013

**Statement of Profit and Loss for the Year ended on 31st March, 2013**

(₹ In Lacs)

Particulars	Note	2012-13	2011-12
Income		-	-
<b>Total</b>		<b>-</b>	<b>-</b>
Other Expenses	8	0.20	2.84
<b>Total</b>		<b>0.20</b>	<b>2.84</b>
Tr. To Pre-Operative Expenses (CWIP in Fixed Assets)		0.20	2.84
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>	<b>1 to 9</b>		

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

(**Sandeep P. Engineer**) (**Jagruti S. Engineer**)  
Director Director

(**Ajeetsingh Shekhawat**)  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 5, 2013

Place : Ahmedabad  
Date : April 5, 2013

**Cash Flow Statement for the Year ended on 31st March, 2013**

(₹ In Lacs)

	Particulars	2012-13	2011-12
<b>A</b>	<b>Cash flow from Operating Activities</b>		
	Net Profit after tax and Extraordinary items	-	-
	Adjustments for :		
	Depreciation		
	Interest		
	Taxation		
	Interest received		
	Operating profit before working Capital Changes	-	-
	Adjustment for :		
	Increase /(Decrease) in Trade Payables	(0.02)	-
	(Increase)/Decrease in Inventories	-	-
	(Increase)/Decrease in Trade & other receivables	-	(0.50)
	<b>Cash generated from operations</b>	(0.02)	(0.50)
	Interest		
	Income tax	-	-
	<b>Net Cash from Operating Activities</b>	<b>(0.02)</b>	<b>(0.50)</b>
<b>B</b>	<b>Cash flow from Investing Activities</b>		
	Purchase of Fixed Assets	-	-
	Capital work-in-progress	(10.62)	(9.09)
	Advances for Capital Goods	-	-
	Interest received	-	-
	<b>Net Cash used in Investing Activities</b>	<b>(10.62)</b>	<b>(9.09)</b>
<b>C</b>	<b>Cash flow from Financing Activities</b>		
	Equity Share Capital	-	-
	Preliminary Expenses	-	0.29
	Interest	-	-
	Proceeds from Long Term Borrowings	10.51	10.00
	(Decrease)/Increase in Short Term Loans	-	0.01
	<b>Net Cash flow from Financing Activities</b>	<b>10.51</b>	<b>10.30</b>
	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>(0.13)</b>	<b>0.71</b>
	Cash and Cash Equivalents (Opening Balance)	1.86	1.15
	Cash and Cash Equivalents (Closing Balance)	1.73	1.86

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruti S. Engineer)  
Director Director

(Ajeetsingh Shekhawat)  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 5, 2013

Place : Ahmedabad  
Date : April 5, 2013



## Significant Accounting Policies

### a) Accounting Policies

The Company generally follows the Mercantile System of Accounting and recognizes Income & Expenditure on accrual Basis, except otherwise stated.

The financial statements are prepared on historical cost basis and following the generally accepted accounting principles.

### b) Fixed Assets

Fixed Assets are stated at historical costs less accumulated depreciation. All cost relating to acquisition and installation of fixed assets, if any, till the assets get ready for their intended use are capitalized.

### c) Taxation

Provision for Income-tax is made in accordance with the tax provisions of the Indian Income Tax Act, 1961 applicable to the relevant assessment year.

Deferred Tax Liabilities/Assets is recognized subject to the consideration of prudence, on timing differences being the difference between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

### d) Pre-Operative Expenses

As the Company is yet to commence its commercial operations, expenses incurred have been transferred to Pre-Operative Expenditure. The same will be capitalized once the operations of the Company are started.

**Notes on Accounts for the Year ended on 31st March, 2013**

**1 SHARE CAPITAL**

		(₹ In Lacs)	
		As At 31st March, 2013	As At 31st March, 2012
<b>Authorised Share Capital :</b>			
Equity Share Capital		5.00	5.00
50,000 Equity Shares of ₹10/- each (50,000)			
<b>Issued, Subscribed &amp; Fully Paid Share Capital</b>			
Equity Share Capital		5.00	5.00
50,000 Equity Shares of ₹10/- each fully paid up (50,000)			
<b>Total</b>		<b>5.00</b>	<b>5.00</b>

a) The details of shareholder holding more than 5% shares as at 31st March, 2013 and 31st March, 2012 is set out below:

Sr. No.	Name of Shareholders	As At 31st March, 2013	As At 31st March, 2012
1	Astral Poly Technik Limited - No. of Shares	50,000	50,000
	- % of Shares Held	100%	100%

**2 RESERVES & SURPLUS**

		(₹ In Lacs)	
		As At 31st March, 2013	As At 31st March, 2012
<b>Surplus in Statement of Profit &amp; Loss</b>			
As per Last Balance Sheet		-	-
<b>Add:</b> Profit for the Year		-	-
Amount Available for Appropriation		-	-
<b>Miscellaneous Expenditure</b>			
(To the extent not written off or adjusted)			
Opening Balance		-	(0.29)
<b>Less:</b> Amount written off during the year		-	(0.29)
Closing Balance		-	-
<b>Total</b>		<b>-</b>	<b>-</b>

**3 LONG TERM BORROWINGS**

		(₹ In Lacs)	
		As At 31st March, 2013	As At 31st March, 2012
<b>Unsecured</b>			
Loans and Advances from Related Parties			
Astral Poly Technik Limited - The Holding Company		505.68	495.17
<b>Total</b>		<b>505.68</b>	<b>495.17</b>

a) There are no stipulations as to repayment of loan.

**4 OTHER CURRENT LIABILITIES**

		(₹ In Lacs)	
		As At 31st March, 2013	As At 31st March, 2012
Other Payables		0.10	0.12
<b>Total</b>		<b>0.10</b>	<b>0.12</b>

## Notes on Accounts for the Year ended on 31st March, 2013

## 5 FIXED ASSETS

(₹ In Lacs)

Assets	Gross Block				Depreciation			Net Block	
	As at 01.04.2012	Additions	Deduction / Adjustments	As At 31.03.2013	As At 01.04.2012	For The Year	As At 31.03.2013	As At 31.03.2013	As At 31.03.2012
Land	426.58	-	-	426.58	-	-	-	426.58	426.58
Land Development	12.42	-	-	12.42	-	-	-	12.42	12.42
<b>Total (A)</b>	<b>439.00</b>	<b>-</b>	<b>-</b>	<b>439.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>439.00</b>	<b>439.00</b>
<b>Capital Work In Progress</b>									
Factory Building	6.25	-	-	6.25	-	-	-	6.25	6.25
Pre-Operative Expenses	52.68	10.62	-	63.30	-	-	-	63.30	52.68
<b>Total (B)</b>	<b>58.93</b>	<b>10.62</b>	<b>-</b>	<b>69.55</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>69.55</b>	<b>58.93</b>
<b>Grand Total (A+B)</b>	<b>497.93</b>	<b>10.62</b>	<b>-</b>	<b>508.55</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>508.55</b>	<b>497.93</b>
<b>Previous Year</b>	<b>488.85</b>	<b>9.09</b>	<b>-</b>	<b>497.93</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>497.93</b>	

## 6 LONG TERM LOANS AND ADVANCES

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Deposit		
G.I.D.C- Deposit	0.50	0.50
<b>Total</b>	<b>0.50</b>	<b>0.50</b>

## 7 CASH AND CASH EQUIVALENTS

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Cash on hand	0.08	0.06
Balances with banks	1.65	1.80
<b>Total</b>	<b>1.73</b>	<b>1.86</b>

## 8 OTHER EXPENSES

(₹ In Lacs)

	2012-13	2011-12
Travelling Expenses	0.05	0.14
Payment to Auditors *	0.10	0.10
Professional Fees	-	0.08
Legal Expenses	0.03	0.01
Printing & Stationary Expenses	0.01	0.01
Factory Expenses	-	2.21
Priliminary Expenses Written Off	-	0.29
Bank Charges	0.01	-
<b>Total</b>	<b>0.20</b>	<b>2.84</b>

\* Payment to Auditors As:

	2012-13	2011-12
Particulars		
For Statutory Audit	0.10	0.10
<b>Total</b>	<b>0.10</b>	<b>0.10</b>

## Notes on Accounts for the Year ended on 31st March, 2013

### 9 ADDITIONAL INFORMATION TO THE FINANCIAL STATEMENT

- Previous year balances have been regrouped, rearranged and reclassified wherever required to make them comparable.
- There is no contingent liability not provided for in the books except otherwise stated.
- Related Party Transactions

Name of Parties and relationships :

Sr. No.	Description of Relationship	Names of Related Parties
1.	Holding Company	Astral Poly Technik Limited
2.	Associates	Advanced Adhesives Limited Kairav Chemicals Limited Saumya Polymers LLP (Formerly Saumya Polymers Private Limited)
3.	Key Management Personnel	Mr. Sandeep P. Engineer Mrs. Jagruti S. Engineer
4.	Relatives of Key Management Personnel	Mr. Bipin R. Mehta Mrs. Rekha B. Mehta Mr. Kairav Engineer Mr. Saumya Engineer

Details of related party transactions during the year ended 31st March, 2013 : (₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		c(1) above	c(2) above	c(3) above	c(4) above	
1.	<b>Unsecured Loans Taken</b>					
	Astral Poly Technik Limited	10.51	-	-	-	10.51
		(10.00)	-	-	-	(10.00)

Note: - Figures in brackets relate to the previous year.

Details of related party transactions outstanding balances as at 31st March, 2013 : (₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		c(1) above	c(2) above	c(3) above	c(4) above	
1.	<b>Equity Share Capital</b>					
	Astral Poly Technik Limited	5.00	-	-	-	5.00
		(5.00)	-	-	-	(5.00)
2.	<b>Unsecured Loans</b>					
	Astral Poly Technik Limited	505.68	-	-	-	505.68
		(495.17)	-	-	-	(495.17)

Note: - Figures in brackets relate to the previous year.

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruti S. Engineer)  
Director Director

(Ajeetsingh Shekhawat)  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 5, 2013

Place : Ahmedabad  
Date : April 5, 2013

## ADVANCED ADHESIVES LIMITED

### 4th ANNUAL REPORT

2012-2013

#### COMPANY INFORMATION

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##### BOARD OF DIRECTORS

Mr. Sandeep P. Engineer	Director
Mrs. Jagruti S. Engineer	Director
Mr. Kairav Engineer	Director

##### AUDITORS

M/s. Shekhawat Dagra & Associates  
Chartered Accountants  
B-16, District Shopping Centre,  
Sector-21, Gandhinagar - 382021  
Gujarat, India.

##### BANKERS

Corporation Bank  
Industrial Finance Branch, Ashram Road, Ahmedabad.

##### REGISTERED OFFICE

"ASTRAL HOUSE"  
207/1, B/h Rajpath Club, Off. S.G. Highway,  
Ahmedabad-380 059, Gujarat, India.

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## Directors' Report

Dear Shareholders,

Your Directors have pleasure in presenting the **4th Annual Report** of the Company together with the Audited Statements of Accounts for the year ended on 31st March, 2013.

### FINANCIAL RESULTS

The Performance of the Company for the Financial Year ended on 31st March, 2013 is summarized below:

(₹ In Lacs)

Particulars	Financial Year	
	2012-13	2011-12
Income from Operations	1,238.48	259.93
Other Income	0.21	0.00
<b>Total Income</b>	<b>1,238.69</b>	<b>259.93</b>
<b>Total Expenditure</b>	<b>882.65</b>	<b>227.83</b>
<b>Profit Before Depreciation, Interest &amp; Tax</b>	<b>356.04</b>	<b>32.10</b>
Interest	12.89	25.41
Depreciation	11.07	9.56
<b>Profit/(Loss) Before Tax</b>	<b>332.08</b>	<b>(2.87)</b>
Provision for Taxation	88.17	18.84
<b>Net Profit/(Loss) After Tax</b>	<b>243.91</b>	<b>(21.71)</b>

### REVIEW OF OPERATION

During the year under review, the Company has generated a significant growth both in top line as well as bottom line because of commencement of production of CPVC Solvent Cement started from June, 2013. Income from Operations amounted to ₹1238.48 Lacs as compared to ₹259.93 Lacs in the previous year. The Net Profit amounted to ₹243.91 Lacs as compared to Net Loss of ₹21.71 Lacs reported in the previous year. EBITA Margin has increased from 12.35% to 28.74%. The management of the Company has put in all efforts to utilize the existing capacity fully by 2013-2014 and the Company is also planning to increase the Capacity in near future.

### DIRECTORS

#### • RESIGNATION OF DIRECTOR

During the year under review, Mr. Bhavesh Merchant, Director of your Company, has resigned from the Directorship of the Company w.e.f. 24th day of November, 2012 on account of his personal pre-occupations. The Board of Directors of the Company places on records its deep appreciation for the valuable services rendered by Mr. Bhavesh Merchant during his tenure as the Director on the Board of the Company.

#### • APPOINTMENT OF DIRECTOR

During the year under review, Mr. Kairav Engineer has been appointed as the Director of the Company w.e.f. 24th day of November, 2012 to fill the vacancy caused by the resignation of Mr. Bhavesh Merchant.

#### • DIRECTORS-RETIRING BY ROTATION

Mr. Sandeep Engineer, who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his reappointment.

### DIVIDEND

With a view to conserving the resources of the Company and taking into consideration the business plans, future expansion and projects in near future, the Board of Directors do not recommend any dividend for the year on the Equity Share Capital of the Company.

### FIXED DEPOSIT

Your Company has not accepted any deposit from the public as defined under section 58A of the Companies Act, 1956 and rules made thereunder.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors confirm that:

- in the preparation of the Annual Accounts for the Financial year ended on 31st March, 2013, the applicable Accounting Standards have been followed;
- 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 or loss of the Company for the period;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Annual Accounts have been prepared on a going concern basis for the Financial year ended on 31st March, 2013.

**PARTICULARS OF EMPLOYEES**

The information required under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 regarding employees of the Company is given in the **Annexure-A** and forms part of this Report.

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

The particulars of Section 217(1)(e) with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, pursuant to the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 to the extent applicable are given in the **Annexure-B** and form part of this Report.

**AUDITORS**

- RESIGNATION OF M/S. PANKAJ GHIYA & ASSOCIATES, STATUTORY AUDITORS OF THE COMPANY**

During the year under review, **M/s. Pankaj Ghiya & Associates**, Statutory Auditors of the Company have resigned from the Office of the Auditors of the Company and expressed their unwillingness to continue as the Statutory Auditors of the Company from the Financial Year 2012-2013.

- APPOINTMENT OF M/S. SHEKHAWAT DAGRA & ASSOCIATES, CHARTERED ACCOUNTANTS, GANDHINAGAR AS THE STATUTORY AUDITORS OF THE COMPANY**

During the year under review, **M/s. Shekhawat Dagra & Associates, Chartered Accountants, Gandhinagar**, having **Firm's Registration No. 132604W** have been appointed by the members of the Company as the Statutory Auditors of the Company who shall hold the office until the conclusion of the ensuing Annual General Meeting of the Company.

**M/s. Shekhawat Dagra & Associates, Chartered Accountants, Gandhinagar**, the Statutory Auditors of the Company, retire at the forthcoming Annual General Meeting and are eligible for re-appointment. The retiring Auditors have furnished a certificate of their eligibility for re-appointment under Section 224(1B) of the Companies Act, 1956 and have indicated their willingness to continue with the Company. The Board recommends their re-appointment.

**ACKNOWLEDGMENTS**

The Board of Directors of the Company would like to express their deep appreciation for all required supports extended by the Members, Creditors, Vendors, Customers, Employees, Banks and other Agencies associated with the Company and wish to place on record their appreciation for the valuable services rendered by all towards the functioning of the Company.

By the Order of the Board of Directors

Place : Ahmedabad  
Date : April 10, 2013

**SANDEEP P. ENGINEER**  
Chairman

**Annexure to Directors' Report****ANNEXURE – A**

Statement under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended and forming part of the Directors' Report for the year ended 31st March, 2013.

Sr. No.	Name	Age	Qualification	Date of Commencement of Employment	Designation/ Nature of Duties	Experience in Years	Remuneration (₹)	Last Employment held with Designation
1	2	3	4	5	6	7	8	9
(A) Employed throughout the year and was in receipt of remuneration which in the aggregate was not less than ₹60,00,000/- p.a.								
Nil								
(B) Employed for a part of the year and was in receipt of remuneration which in the aggregate was not less than ₹5,00,000/- p.m.								
Nil								

## ANNEXURE – B

Information as required under Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is set out hereunder.

**(a) Energy Conservation Measure Taken:**

Energy Conservation continues to be the key focus area of your Company. The Company is making its continuous efforts for energy conservation. Effective measures have been taken to monitor consumption of energy during the process of manufacture.

**(c) Impact of the above measures:**

The impact of the measures taken has been positive.

**(d) Total energy consumption and energy consumption per unit of production:**

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**B. RESEARCH AND DEVELOPMENT AND TECHNOLOGY ABSORPTION****Research & Development (R & D)****1. Specific areas in which R & D carried out by the Company**

During the year under review, the Company has developed the process of CPVC Solvent Cement for hot and cold water application Pipes in consultation with IPS.

**2. Benefits derived as a result of the above R & D**

The Company has been able to successfully launch the new Products in the Indian Market.

**3. Future plan of action**

The Company shall continue to exercise utmost care in maintaining the quality of its products and shall endeavour to upgrade the products and its range.

**4. Expenditure on R & D**

NA

**Technology Absorption, Adaptation and Innovation**

The Company has adopted foreign technology for its products from IPS Corporation of USA.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO****Total Foreign Exchange Used and Earned**

(₹ In Lacs)

Particulars	2012-13	2011-12
(a) Total Foreign Exchange Used	260.35	20.09
(b) Total Foreign Exchange Earned	Nil	Nil

For and on behalf of Board of Directors

Place : Ahmedabad

Date : April 10, 2013

**SANDEEP P. ENGINEER**

Chairman

## Independent Auditors' Report

To The Members of **ADVANCED ADHESIVES LIMITED**

### Report on Financial Statements

We have audited the accompanying financial statements of **ADVANCED ADHESIVES LIMITED** which comprise the Balance Sheet as at March 31, 2013, 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 referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). 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. 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.

### 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, 2013;
- (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- © 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 referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- (e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, 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, **Shekhawat Dagra & Associates**  
Chartered Accountants  
FRN: 132604W

Place : Ahmedabad  
Date : April 10, 2013

**(Ajeetsingh Shekhawat)**  
Partner  
M. No. 134434

## Annexure to the Auditors' Report

Referred to in point no. 1 of our report of even date to the members of **Advanced Adhesives Limited**.

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
- (b) All the Fixed Assets have not been physically verified by the management during the year but there is a regular programme of verification, which in our opinion, is reasonable having regard to the size of the Company and the nature of its Assets. As explained to us, no material discrepancies were noticed on such physical verification.
- (c) During the year, Company has not disposed off any substantial/major part of Fixed Assets.
2. (a) As explained to us, the inventory has 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 explanations 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 book records 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 companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act.
- (b) According to the information and explanations given to us, Company has taken loan from one company listed in the Register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved during the year was ₹125 Lacs and the year-end balance was ₹Nil.
- (c) In our opinion, the rate of interest and other terms and conditions on which above loans have been taken from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956, are not, prima facie, prejudicial to the interest of the Company.
- (d) The Company is regular in repaying the principal amounts as stipulated and has been regular in payment of interest.
4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and nature of its business, for the purchase of inventory and Fixed Assets. During the course of our audit, we have not observed any major weakness in such internal control system.
5. In respect of contracts or arrangements entered in the register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanations given to us:
  - (a) the particulars of contracts or arrangements referred to in Section 301 that needed to be entered in the Register maintained under the said Section have been so entered.
  - (b) where each of such transactions is in excess of ₹5 Lacs in respect of any party, in our opinion, the transactions have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public and therefore, the provisions of Section 58A and 58AA of the Companies Act, 1956 and Rules there under are not applicable to the Company.
7. In our opinion, the Company has an Internal Audit System commensurate with the size of the Company and the nature of its business.

8. According to the information and explanations given to us, the requirement of maintenance of cost records as prescribed by the Central Government under Section 209(1) (d) is not applicable to the company.
9. (a) 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, Investor Education and Protection Fund, Employee's State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and any other statutory dues with the appropriate authorities during the year. There were no arrears as at 31st March, 2013 for a period more than six months from the date they became payable.
- (b) According to the records of the Company, there are no dues of Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited as on 31st March, 2013 on account of any dispute.
10. The Company does not have accumulated losses at the end of the year and the Company has not incurred cash losses during current and the immediately preceding financial year.
11. There are no dues to the Financial Institutes, Banks and debenture holder hence there is no question of any default on repayment of the same.
12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any Special Statute applicable to Chit Fund, Nidhi or Mutual Benefit Fund/Societies are not applicable to the Company hence clause (xiii) of para 4 are not applicable.
14. As per records of the Company and the information and explanations given to us by the management, Company is not dealing or trading in shares, securities, debentures and other Investments.
15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks and financial institutions.
16. To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the Company were, prima facie, applied by the Company during the year for the purposes for which the loans were obtained.
17. According to the information and explanations given and on overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been used for long-term investment by the Company or vice versa except the permanent working capital.
18. The Company has not made any preferential allotment to parties and companies covered under register maintained under Section 301 of the Companies Act, 1956, during the year and the question of whether the price at which the shares have been issued is prejudicial to the interest of the Company does not arise.
19. The Company has not issued any Debentures hence question of creation of securities or charges thereof does not arise.
20. The Company has not raised money by way of public issues during the year and hence the question of disclosure and verification of end use of such money does not arise.
21. 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 has been noticed or reported during the year.

For, **Shekhawat Dagra & Associates**  
Chartered Accountants  
FRN: 132604W

Place : Ahmedabad  
Date : April 10, 2013

**(Ajeetsingh Shekhawat)**  
Partner  
M. No. 134434

## Balance Sheet as at 31st March, 2013

(₹ In Lacs)

Particulars	Note	As At 31st March, 2013	As At 31st March, 2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>Share Holder's Fund</b>			
Share Capital	1	5.00	5.00
Reserves & Surplus	2	222.20	(21.71)
<b>Non current Liabilities</b>			
Long Term Borrowings	3	-	77.80
Deferred Tax Liabilities (Net)	24	26.97	18.84
<b>Current Liabilities</b>			
Short Term Borrowings	4	-	37.71
Trade Payables	5	253.48	91.49
Other Current Liabilities	6	100.24	58.89
Short Term Provisions	7	10.00	-
<b>Total</b>		<b>617.89</b>	<b>268.02</b>
<b>II. ASSETS</b>			
<b>Non current Assets</b>			
Fixed Assets	8		
Tangible Assets		276.07	206.34
Long Term Loans and Advances	9	0.20	0.20
<b>Current Assets</b>			
Inventories	10	137.11	52.79
Trade Receivables	11	143.06	-
Cash and Cash Equivalents	12	24.55	0.34
Short Term Loans and Advances	13	36.90	8.35
<b>Total</b>		<b>617.89</b>	<b>268.02</b>
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>	<b>1 to 28</b>		

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruti S. Engineer)  
Director Director

(Ajeetsingh Shekhawat)  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 10, 2013

Place : Ahmedabad  
Date : April 10, 2013

## Statement of Profit and Loss for the Year ended on 31st March, 2013

(₹ In Lacs)

Particulars	Note	2012-13	2011-12
<b>INCOME:</b>			
Revenue from Operations (Gross)		1,570.39	318.95
<b>Less:</b> Excise Duty		331.91	59.02
Revenue from Operations (Net)		1,238.48	259.93
Other Income	14	0.21	-
<b>Total</b>		<b>1,238.69</b>	<b>259.93</b>
<b>EXPENSES:</b>			
Cost of Materials Consumed	15	766.31	185.36
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade		-	-
Employee Benefit Expenses	16	11.49	3.62
Financial Costs	17	12.89	25.41
Depreciation and Amortization Expenses	8	11.07	9.56
Other Expenses	18	104.85	38.85
<b>Total</b>		<b>906.61</b>	<b>262.80</b>
<b>Profit Before Tax</b>		<b>332.08</b>	<b>(2.87)</b>
Tax Expenses:			
a) Current Tax		80.04	-
b) Deferred Tax		8.13	18.84
<b>Total</b>		<b>88.17</b>	<b>18.84</b>
<b>Profit/(Loss) for the year</b>		<b>243.91</b>	<b>(21.71)</b>
Earning Per Equity Share: (In ₹) (Face Value of ₹10/- each)			
Basic and Diluted	19	487.82	(43.42)
<b>Significant Accounting Policies</b>			
<b>Notes on Accounts</b>	<b>1 to 28</b>		

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruiti S. Engineer)  
Director Director

(Ajeetsingh Shekhawat)  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 10, 2013

Place : Ahmedabad  
Date : April 10, 2013

## Cash Flow Statement for the Year ended on 31st March, 2013

(₹ In Lacs)

	Particulars	2012-13	2011-12
<b>A</b>	<b>Cash flow from Operating Activities</b>		
	Net Profit before tax and Extraordinary items	332.08	(2.87)
	<b>Adjustments for :</b>		
	Depreciation	11.07	9.56
	Preliminary Expenditure written off	-	0.29
	Interest	12.89	25.41
	Interest received	(0.21)	-
	<b>Operating profit before Working Capital Changes</b>	<b>355.83</b>	<b>32.39</b>
	<b>Adjustment for :</b>		
	Increase/(Decrease) in Trade Payables	161.98	90.68
	(Increase) / Decrease in Inventories	(84.32)	(41.22)
	(Increase) / Decrease in Trade & Other Receivables	(171.61)	16.50
	<b>Cash generated from operations</b>	<b>261.88</b>	<b>98.35</b>
	Direct Taxes Paid	(70.03)	-
	<b>Net Cash from Operating Activities</b>	<b>191.85</b>	<b>98.35</b>
<b>B</b>	<b>Cash flow from Investing Activities</b>		
	Purchase of Fixed Assets	(80.80)	(215.90)
	Capital work-in-progress	-	179.63
	Interest received	0.21	-
	<b>Net Cash used in Investing Activities</b>	<b>(80.59)</b>	<b>(36.27)</b>
<b>C</b>	<b>Cash flow from Financing Activities</b>		
	Interest	(12.89)	(25.41)
	Proceeds from Long Term Borrowings	(77.80)	(0.13)
	(Decrease) / Increase in Short Term Loans	3.64	(39.88)
	<b>Net Cash flow from Financing Activities</b>	<b>(87.05)</b>	<b>(65.42)</b>
	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>24.21</b>	<b>(3.34)</b>
	Cash and Cash Equivalent (Opening Balance)	0.34	3.68
	Cash and Cash Equivalent (Closing Balance)	24.55	0.34

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

(Sandeep P. Engineer) (Jagruti S. Engineer)  
Director Director

(Ajeetsingh Shekhawat)  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 10, 2013

Place : Ahmedabad  
Date : April 10, 2013



## Significant Accounting Policies

### a) Accounting Policies

- (i) The Company generally follows the Mercantile System of Accounting and recognizes Income & Expenditure on accrual basis, except otherwise stated.
- (ii) The financial statements are prepared on historical cost basis and following the generally accepted accounting principles.

### b) Use of Estimates

The preparation of Financial Statements in conformity with Generally Accepted Accounting Principles (GAAP) requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

### c) Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined on first-in first-out (FIFO) basis. The cost of finished goods comprises of raw materials, direct labour, other direct costs and related production overhead, but excludes interest expenses. Net realizable value is the estimate of the selling price in the ordinary course of business, less the cost of completion and selling expenses.

### d) Revenue Recognition

Sales are recognized on transfer of significant risks and rewards of ownership to the buyer.

Sales are net of trade discounts but exclude Excise duty and Sales Tax.

### e) Fixed Assets

Fixed Assets are stated at historical costs less accumulated depreciation. All cost relating to acquisition and installation of fixed assets, if any, till the assets get ready for their intended use are capitalized.

### f) Depreciation

Depreciation is charged under Straight Line Method in accordance with the rates and manner as specified in Schedule XIV of the Companies Act, 1956.

### g) Taxation

Provision for Income-tax is made in accordance with the tax provisions of the Indian Income Tax Act, 1961 applicable to the relevant assessment year.

Deferred Tax Liabilities/Assets is recognized subject to the consideration of prudence, on timing differences being the difference between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

### h) Provisions and Contingent Liabilities

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

### i) Retirement Benefits

Provision for gratuity is provided based on valuations, as at the balance sheet date. Termination benefits are recognized as expense as and when incurred. Short Term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

### j) Foreign Currency Transactions

Transactions denominated in foreign currencies are normally recorded at exchange rate prevailing at the time of transaction.

Any income or expenses on account of exchange difference either on settlement or on translation are recognized in the Profit and Loss Account.

**Notes on Accounts for the Year ended on 31st March, 2013**

**1 SHARE CAPITAL**

	(₹ In Lacs)
	As At 31st March, 2013
<b>Authorised Share Capital :</b>	
Equity Share Capital	50.00
5,00,000 Equity Shares of ₹10/- each (5,00,000)	50.00
<b>Issued, Subscribed &amp; Fully Paid Share Capital</b>	
Equity Share Capital	5.00
50,000 Equity Shares of ₹10/- each fully paid up (50,000)	5.00
<b>Total</b>	<b>5.00</b>

a) The details of shareholders holding more than 5% shares as at 31st March, 2013 and 31st March, 2012 is set out below :

Sr. No.	Name of Shareholders	As At 31st March, 2013	As At 31st March, 2012
1	Astral Poly Technik Limited - No. of Shares	42,500	42,500
	- % of Shares Held	85%	85%
2	Sandeep P. Engineer - No. of Shares	7,500	-
	- % of Shares Held	15%	-
3	Bhavesb Merchant - No. of Shares	-	7,500
	- % of Shares Held	-	15%

**2 RESERVES & SURPLUS**

	(₹ In Lacs)
	As At 31st March, 2013
<b>Surplus in Statement of Profit &amp; Loss</b>	
As per Last Balance Sheet	(21.71)
<b>Add:</b> Profit For the Year	243.91
Surplus - Closing Balance	222.20
<b>Miscellaneous Expenditure</b> (To the extent not written off or adjusted)	
As per Last Balance Sheet	-
<b>Less:</b> Amount written off during the year	(0.29)
Closing Balance	-
<b>Total</b>	<b>222.20</b>

**3 LONG TERM BORROWINGS**

	(₹ In Lacs)
	As At 31st March, 2013
<b>Secured</b>	
Term Loans from Bank	99.80
<b>Less:</b> Current Maturity of Long Term Loans	22.00
<b>Total</b>	<b>77.80</b>

## Notes on Accounts for the Year ended on 31st March, 2013

### 4 SHORT TERM BORROWINGS

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Loans from Related Parties - <b>Unsecured</b> (Refer Note No. 22)	-	33.81
Other Loans and Advances Corporation Bank - Current Account	-	3.90
<b>Total</b>	<b>-</b>	<b>37.71</b>

a) Other Loans and Advances consist of Credit Balance of Corporation Bank on account of Uncleared Cheques or Cheques under Reconciliation.

### 5 TRADE PAYABLES

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Trade Payables for Goods Purchased*	253.48	91.49
<b>Total</b>	<b>253.48</b>	<b>91.49</b>

\* There are no dues to Micro and small Enterprises as at 31st March, 2013. This information as 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.

### 6 OTHER CURRENT LIABILITIES

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
Share Application Money Pending Allotment	-	4.32
Current Maturity of Long Term Loan	-	22.00
Other Payables For Statutory Dues	42.61	13.46
Other Payables*	57.63	19.11
<b>Total</b>	<b>100.24</b>	<b>58.89</b>

\* Other Payables includes Payable for Capital Goods.

### 7 SHORT TERM PROVISIONS

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
<b>Provisions for Taxation</b>		
Taxation (Net of Advance Tax of ₹70.00 Lacs and TDS of ₹0.03 Lacs (Previous Year ₹Nil))	10.00	-
<b>Total</b>	<b>10.00</b>	<b>-</b>

### 8 FIXED ASSETS

(₹ In Lacs)

Assets	Gross Block				Depreciation			Net Block	
	As At 01.04.2012	Additions	Deduction / Adjustments	As At 31.03.2013	As At 01.04.2012	For The Year	As At 31.03.2013	As At 31.03.2013	As At 31.03.2012
Plant & Machinery	184.24	76.85	-	261.09	7.89	9.75	17.64	243.45	176.35
Laboratory Equipments	18.77	0.29	-	19.06	0.50	0.90	1.40	17.66	18.27
Computers	1.73	1.89	-	3.62	0.26	0.40	0.66	2.96	1.47
Office Equipments	0.35	0.18	-	0.53	0.02	0.02	0.04	0.49	0.33
Furniture & Fixtures	10.51	1.59	-	12.10	0.59	0.00	0.59	11.51	9.92
<b>Assets Below ₹5000/- :</b>									
Furniture & Fixtures	0.10	-	-	0.10	0.10	-	0.10	-	-
Plant & Machinery	0.18	-	-	0.18	0.18	-	0.18	-	-
Office Equipments	0.02	-	-	0.02	0.02	-	0.02	-	-
<b>Total</b>	<b>215.90</b>	<b>80.80</b>	<b>-</b>	<b>296.70</b>	<b>9.56</b>	<b>11.07</b>	<b>20.63</b>	<b>276.07</b>	<b>206.34</b>
<b>Previous Year</b>	<b>179.63</b>	<b>219.53</b>	<b>183.26</b>	<b>215.90</b>	<b>-</b>	<b>9.56</b>	<b>9.56</b>	<b>206.34</b>	

**Notes on Accounts for the Year ended on 31st March, 2013**

**9 LONG TERM LOANS AND ADVANCES**

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Unsecured, considered good</b>		
Security Deposit	0.20	0.20
<b>Total</b>	<b>0.20</b>	<b>0.20</b>

**10 INVENTORIES**

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Raw Materials	108.98	37.99
Finished Goods	-	-
Packing Materials	28.13	14.80
<b>Total</b>	<b>137.11</b>	<b>52.79</b>

**11 TRADE RECEIVABLES**

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Unsecured, considered good</b>		
Debts Outstanding for a period exceeding six months	-	-
Other Debts		
From Related Party (Refer Note No. 22)	140.50	-
Others	2.56	-
<b>Total</b>	<b>143.06</b>	<b>-</b>

**12 CASH AND CASH EQUIVALENTS**

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
Balances with banks		
In Current Account	18.30	-
In Deposit Account*	5.24	-
Cash on hand	1.01	0.34
<b>Total</b>	<b>24.55</b>	<b>0.34</b>

\* Balances with bank in deposit account is under lien against letter of Credit facility of bank.

**13 SHORT TERM LOANS AND ADVANCES**

	(₹ In Lacs)	
	As At 31st March, 2013	As At 31st March, 2012
<b>Unsecured, considered good</b>		
Prepaid Expenses	0.85	0.23
Deposit - Others	1.14	0.76
Interest Receivable	0.04	-
Balance with Custom, Central Excise Authorities	22.97	5.70
Others Advances		
Supply of Goods & Rendering of Services	11.66	1.66
Capital Advance	0.24	-
<b>Total</b>	<b>36.90</b>	<b>8.35</b>

**14 OTHER INCOME**

	(₹ In Lacs)	
	2012-13	2011-12
Interest Income	0.21	-
<b>Total</b>	<b>0.21</b>	<b>-</b>

## Notes on Accounts for the Year ended on 31st March, 2013

### 15 COST OF MATERIALS CONSUMED

	(₹ In Lacs)	
	2012-13	2011-12
Opening Stock	52.79	11.57
<b>Add:</b> Purchases	850.63	226.58
	903.42	238.15
<b>Less:</b> Closing Stock	137.11	52.79
<b>Cost of Materials Consumed (Including Packing Materials)</b>	<b>766.31</b>	<b>185.36</b>

### 16 EMPLOYEE BENEFITS EXPENSES

	(₹ In Lacs)	
	2012-13	2011-12
Salaries and Wages	10.89	3.30
Staff Welfare Expenses	0.60	0.32
<b>Total</b>	<b>11.49</b>	<b>3.62</b>

### 17 FINANCE COSTS

	(₹ In Lacs)	
	2012-13	2011-12
Interest Expenses	12.19	24.31
Other Borrowing Costs	0.70	1.10
<b>Total</b>	<b>12.89</b>	<b>25.41</b>

### 18 OTHER EXPENSES

	(₹ In Lacs)	
	2012-13	2011-12
Power and Fuel	4.53	2.14
Rent Expenses*	7.93	5.85
Stores & Spares (Refer Note No. 26)	3.14	0.35
Repairs to Buildings	0.12	3.77
Repairs to Machinery	1.07	0.07
Repairs Others	1.15	0.03
Insurance Expenses	0.65	0.15
Royalty Expenses	75.07	16.94
Freight and Handling Charges	4.22	2.10
Travelling Expenses	2.76	3.57
Net loss on foreign currency transactions	0.36	0.03
Payment to Auditors **	0.15	0.15
Preliminary Expenditure written off	-	0.29
Other Expenses	3.70	3.41
<b>Total</b>	<b>104.85</b>	<b>38.85</b>

\* The Company is Lessee under operational leases under which rental expenses for the year was ₹7.93 Lacs (Previous Year: ₹6.20 Lacs (including ₹0.35 lacs transferred to pre-operative expenses)). The Company has not executed any non-cancelable lease agreement.

\*\* Payment to Auditors As:

	(₹ In Lacs)	
Particulars	2012-13	2011-12
For Statutory Audit	0.15	0.15
For Service Tax	-	0.02
<b>Total</b>	<b>0.15</b>	<b>0.17</b>

### 19 EARNINGS PER SHARE

	As At 31st March, 2013	As At 31st March, 2012
Profit After Tax (₹In Lacs)	243.91	(21.71)
Weighted Average No. of Equity Shares Outstanding	50,000	50,000
Basic & Diluted Earnings Per Share (In ₹) (Face Value of ₹10/- each)	487.82	(43.42)

## Notes on Accounts for the Year ended on 31st March, 2013

### 20 CONTINGENT LIABILITIES AND COMMITMENTS NOT PROVIDED FOR

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
<b>Contingent Liabilities</b>		
Letter of Credit for Purchases	24.54	-
<b>Commitments</b>		
Capital Contracts remaining to be executed	-	28.59

### 21 EMPLOYEE BENEFITS

The disclosures required under Accounting Standard 15 (Revised) "Employee Benefits" notified in the Companies (Accounting Standards) Rules 2006 are given below:

#### Defined Contribution Plan:

There is no defined contribution plan applicable during the year.

#### Defined Benefit Plan:

The Company has defined benefit plan for gratuity. However, the same is wholly unfunded plan and the same has been recognized based on actuarial valuation from actuary based on various assumptions.

#### Status of Defined Benefit Plans/Long term Compensated Absences – As per Actuarial Valuations as on 31st March, 2013:

a) Reconciliation of opening and closing balances of the present value of the Defined benefit Obligation (₹ In Lacs)

Particulars	Gratuity	Leave Encashment
	2012-13	2012-13
Obligations at the beginning of the year	0.06	-
Current service cost	0.07	0.08
Interest cost	0.01	-
Actuarial (gain) / loss	0.03	-
Benefits paid	-	-
<b>Obligations at the end of the year</b>	<b>0.17</b>	<b>0.08</b>

b) Reconciliation of the present value of the defined benefit obligation & fair value of plan Asset (₹ In Lacs)

Particulars	Gratuity	Leave Encashment
	2012-13	2012-13
Obligations at the end of the year	0.17	0.08
Plan assets at the end of the year, at fair value	-	-
<b>Liability/(Assets) recognised in Balance sheet as at 31st March, 2013</b>	<b>0.17</b>	<b>0.08</b>

c) Cost for the year

(₹ In Lacs)

Particulars	Gratuity	Leave Encashment
	2012-13	2012-13
Current service cost	0.07	0.08
Interest cost	0.01	-
Expected return on plan assets	-	-
Actuarial (Gain)/Loss	0.03	-
<b>Expense recognized in the Statement of Profit and Loss</b>	<b>0.11</b>	<b>0.08</b>

## Notes on Accounts for the Year ended on 31st March, 2013

## d) Assumptions

Particulars	Gratuity	Leave Encashment
	2012-13	2012-13
Discount Rate	8.25%	8.25%
Expected return on plan assets	-	-
Annual Increase in Salary Costs	5.00%	5.00%

## e) Experience History

(₹ In Lacs)

Particulars	Gratuity	Leave Encashment
	2012-13	2012-13
Defined Benefit Obligation at the end of the period	0.17	0.08
Plan Assets at the end of the period	-	-
Funded Status	-	-
Experience Adjustments on Plan Liabilities	-	-
Experience Adjustments on Plan Assets	-	-

## 22 RELATED PARTY DISCLOSURES

## 1. Name of Parties and relationship

Sr. No.	Description of Relationship	Names of Related Parties
a.	Holding Company	Astral Poly Technik Limited
b.	Associates	Astral Biochem Private Limited Saumya Polymers LLP (Formerly known as Saumya Polymers Private Limited) Kairav Chemicals Limited
c.	Key Management Personnel	Mr. Sandeep P. Engineer Mrs. Jagruti S. Engineer Mr. Bhavesh Merchant Mr. Kairav S. Engineer
d.	Relatives of Key Management Personnel	Mr. Bipin R. Mehta Mrs. Rekha B. Mehta Mr. Saumya Engineer

## Notes on Accounts for the Year ended on 31st March, 2013

## 2. Details of related party transactions during the year ended 31st March, 2013

(₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		1(a) above	1(b) above	1(c) above	1(d) above	
1.	<b>Unsecured Loans Taken</b>					
	Astral Poly Technik Limited	175.00	-	-	-	175.00
		-	-	-	-	-
2.	<b>Unsecured Loans Repayment</b>					
	Astral Poly Technik Limited	200.00	-	-	-	200.00
		(79.99)	-	-	-	(79.99)
3.	<b>Purchase of Goods / Services</b>					
	Kairav Chemicals Limited	-	11.44	-	-	11.44
		-	(1.47)	-	-	(1.47)
	Astral Poly Technik Limited	33.75	-	-	-	33.75
		(9.49)	-	-	-	(9.49)
4.	<b>Sale of Goods</b>					
	Astral Poly Technik Limited	1,790.74	-	-	-	1,790.74
		(365.83)	-	-	-	(365.83)
5.	<b>Interest on Loan</b>					
	Astral Poly Technik Limited	11.34	-	-	-	11.34
		(9.79)	-	-	-	(9.79)

## Details of related party transactions outstanding balances as at 31st March, 2013

(₹ In Lacs)

Sr. No.	Nature of Transactions	Related Referred in				Total
		1(a) above	1(b) above	1(c) above	1(d) above	
1.	<b>Sale of Goods</b>					
	Astral Poly Technik Limited	140.50	-	-	-	140.50
		-	-	-	-	-
2.	<b>Unsecured Loans</b>					
	Astral Poly Technik Limited	-	-	-	-	-
		(25.00)	-	-	-	(25.00)
3.	<b>Interest Payable</b>					
	Astral Poly Technik Limited	-	-	-	-	-
		(8.81)	-	-	-	(8.81)

Note: - Figures in brackets relate to the previous year.

## 23 SEGMENT REPORTING

The Company is engaged mainly in production of Adhesive Solvent and as such is the only reportable segment as per Accounting Standard on Segment Reporting (AS – 17) issued by the Institute of Chartered Accountants of India.



## Notes on Accounts for the Year ended on 31st March, 2013

### 24 COMPONENTS OF DEFERRED TAX LIABILITY (NET) ARE AS UNDER

(₹ In Lacs)

	As At 31st March, 2013	As At 31st March, 2012
<b>Deferred Tax Liabilities</b>		
Related to Fixed Assets	27.05	18.86
<b>Deferred Tax Assets</b>		
Disallowance under Income Tax Act, 1961	0.08	0.02
<b>Total</b>	<b>26.97</b>	<b>18.84</b>

### 25 ADDITIONAL DISCLOSURES ON THE BASE OF NATURE OF ACTIVITIES

#### a) Particulars of Materials Consumed

Particulars	2012-13		2011-12	
	₹ In Lacs	%	₹ In Lacs	%
Chemicals	530.78	69.26	131.01	70.68
Others	235.53	30.74	54.35	29.32
<b>Total</b>	<b>766.31</b>	<b>100.00</b>	<b>185.36</b>	<b>100.00</b>

#### b) Particulars of Sale of Products

(₹ In Lacs)

Particulars	Sales Value		Closing Inventory	Opening Inventory
	2012-13	2011-12		
Adhesive Solutions	1,228.58	259.14	-	-
Others	9.90	0.79	-	-
<b>Total</b>	<b>1,238.48</b>	<b>259.93</b>	<b>-</b>	<b>-</b>

### 26 VALUE OF IMPORTED AND INDIGENOUS MATERIAL AND STORES & SPARES CONSUMED

Sr. No.	Particulars	2012-13		2011-12	
		Value in Lacs	% of Total Consumption	Value in Lacs	% of Total Consumption
1.	<b>Imported</b>				
	Raw Materials	69.66	100.00	-	-
	Stores & Spares	-	-	-	-
	<b>Total</b>	<b>69.66</b>	<b>100.00</b>	<b>-</b>	<b>-</b>
2.	<b>Indigenous</b>				
	Raw Materials	696.65	99.55	185.36	99.81
	Stores & Spares	3.14	0.45	0.35	0.19
	<b>Total</b>	<b>699.79</b>	<b>100.00</b>	<b>185.71</b>	<b>100.00</b>

## Notes on Accounts for the Year ended on 31st March, 2013

### 27 EARNINGS AND EXPENSES IN FOREIGN CURRENCY AND CIF VALUE OF IMPORTS

#### a) CIF Value of Imports

(₹ In Lacs)

Particulars	2012-13	2011-12
Capital Goods	31.58	-
Raw Material	151.42	-

#### b) Expenditure in foreign currency

(₹ In Lacs)

Particulars	2012-13	2011-12
Royalty	75.07	16.94
Travelling	2.28	3.15

**28** Previous year balances have been regrouped, rearranged and reclassified wherever required to make them comparable.

As per our report of even date

For and on behalf of the Board

For, **Shekhawat Dagra & Associates**  
Chartered Accountants

(**Sandeep P. Engineer**) (**Jagruti S. Engineer**)  
Director Director

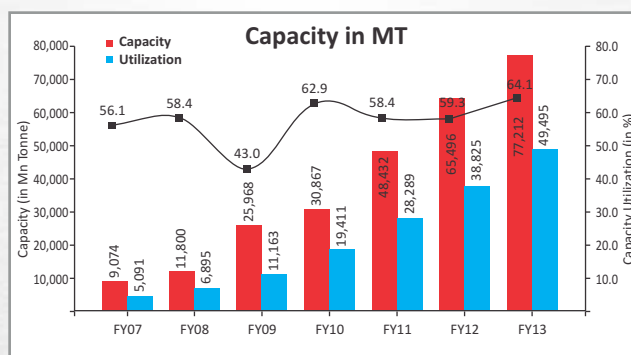
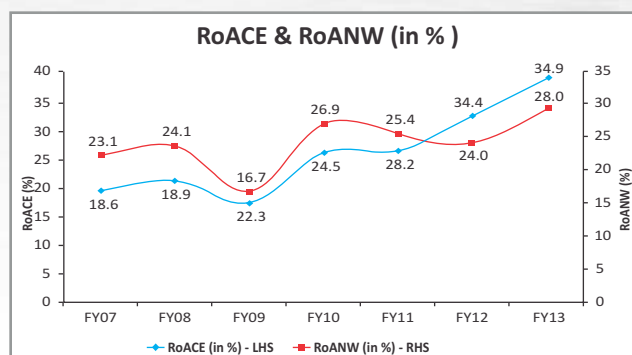
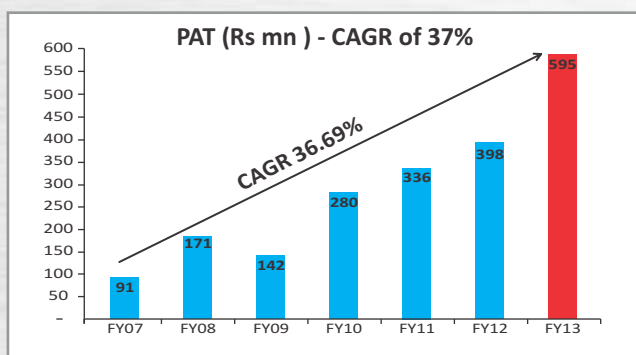
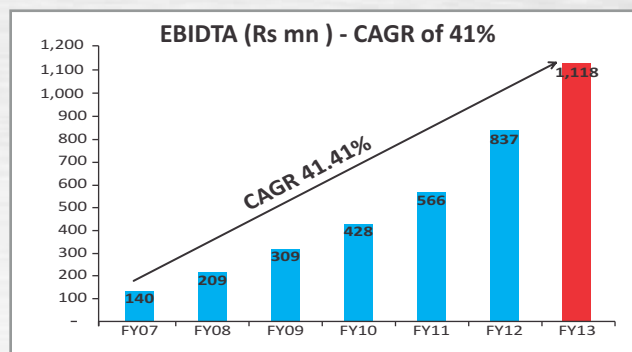
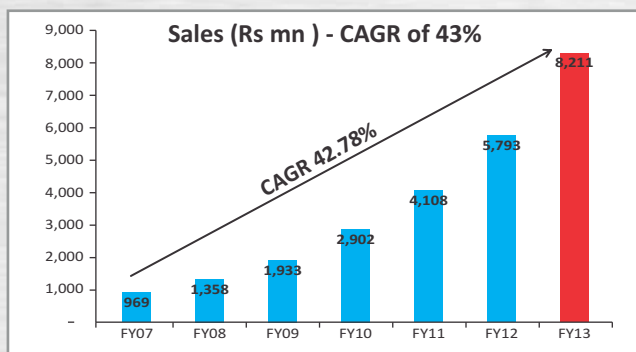
(**Ajeetsingh Shekhawat**)  
Partner  
Membership No. 134434  
Place : Ahmedabad  
Date : April 10, 2013

Place : Ahmedabad  
Date : April 10, 2013

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## PERFORMANCE HIGHLIGHTS, 2012-13

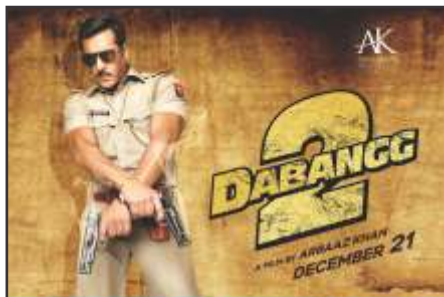


**ASTRAL**  
ಕಾಲಂ  
ನಿರ್ದಿಷ್ಟಿತ ಗುಣಮಟ್ಟದ ನೀರಿಗೆ

ಬಾರಕದಲ್ಲೇನ ಸರ್ವಿಸ್‌ಮನ್‌ ಕಂಪನಿಗಳು  
ಲೋಹಮುಕ್ತ ಮತ್ತು ನೀನಮುಕ್ತ ಕಾಲಂ ಪಕ್ಕಗಳು

ಬೆಂಗಳೂರು ಆಸ್ಟ್ರಲ್ ಪೈಪ್ಸ್ ಲಿಮಿಟೆಡ್  
bgloffice@astralpipes.com / www.astralpipes.com  
Tel: 080-26617236 Mob: 9300019643

**ದೇಶದ ಸೇವೆಗಾಗಿ, ರೈತರ ಸೇವೆಗಾಗಿ**





## BRANDING AND MARKETING ACTIVITIES



If undelivered please return to :



**ASTRAL POLY TECHNIK LIMITED**

**Registered & Corporate Office :**

207/1, Astral House, B/h. Rajpath Club, Off. S.G. Highway, Ahmedabad 380 059, Gujarat, India.

**Phone :** +91-79-6621 2000 **Fax :** +91-79-6621 2121 **E-mail :** [info@astralcpvc.com](mailto:info@astralcpvc.com) **Website :** [www.astralcpvc.com](http://www.astralcpvc.com)