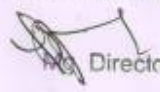


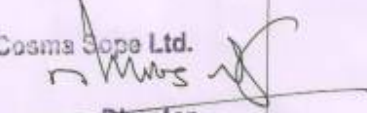


FORM A

Format of covering letter of the Annual Audit Report

1.	Name of the Company	Pee Cee Cosma Sope Ltd
2.	Annual financial statements for the year Ended	31st March, 2013
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	NA
5.	To be signed by- <ul style="list-style-type: none"> • Pramod Kumar Jain (Managing Director) • CFO (NA) • Udit Bansal (Auditor of the company) • Nemi Chandra Jain (Audit Committee Chairman) 	<p>For Pee Cee Cosma Sope Ltd.</p> <p> Director</p> <p> </p> <p>For Pee Cee Cosma Sope Ltd.</p> <p> Director</p>



Company Information

Board of Directors

Ashok Kumar Jain	: Executive Chairman
Pramod Kumar Jain	: Managing Director
Mahendra Kumar Jain	: Director
Nemi Chandra Jain	: Director
Amar Singh Rajput	: Director
Anil Gupta	: Director

Company Secretary

Athar Ali Abdi
3/496 A, Rui Ki Mandi,
Shahganj, Agra

Auditors

M/s. Doogar & Associates
Chartered Accountants
13, Cummunity Centre,
East of Kailash, New Delhi-110065

Registered Office

"Padam Deep"
G-10/8, Sanjay Place,
AGRA-282 002 (U.P.)

Works

- (1) 51 & 52, Malanpur Industrial Area,
Malanpur, Distt - Bhind (M.P.)
- (2) 7th K.M. Stone, Adalpur, Dholpur (Raj.)
- (3) 655, Village Artoni, Agra (U.P.)

Bankers

State Bank of India, Agra

Registrar & Share Transfer Agent

Skyline Financial Services Pvt. Ltd.
D-153, 1st Floor, Okhla Ind. Area
Phase-I, New Delhi-110 020

CONTENTS

Notice of Annual General Meeting.....	2
Directors' Report.....	3
Management Discussion And Analysis Report	7
Report on Corporate Governance	8
Independent Auditors' Report	16
Balance Sheet as at 31st March 2013.....	20
Profit and Loss Account for the Year ended 31st March 2013.....	21
Cash Flow Statement.....	22
Notes on Accounts.....	23

**Annual General Meeting on Thursday, 26th September, 2013
at Hotel Ashish Palace, Fatehabad Road, Agra at 3.00 p.m.**

As a measure of economy copies of the Annual Report will not be distributed at the Annual General Meeting. Share holders are requested to kindly bring their copies to the meeting.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE : Notice is hereby given that the 26th Annual General Meeting of the Members of the Company will be held on **Thursday, 26th September, 2013 at 3:00 P.M. at Hotel Ashish Palace, Fatehabad Road, Agra** to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2013 and Profit and Loss Account for the year ended on that date together with the Reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Mr Anil Gupta, who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr Nemi Chandra Jain, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To declare dividend on Preference Shares and Equity Shares for the financial year 2012-13.
5. To appoint the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.

For and on Behalf of the Board
For Pee Cee Cosma Sope Ltd

Date: 14.08.2013

Place: Agra

Ashok Kumar Jain
Executive Chairman
DIN: 00113133

- A. APPOINTMENT OF PROXY:** A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. The proxy form in order to be effective must be deposited with the Company not less than 48 hours before the time fixed for commencement of the Meeting.
- B. Corporate Members:** Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting.
- C. Book Closure:** The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 21st September,

2013 to Thursday, 26th September 2013 (both date inclusive).

- D. Members/Proxies attending the meeting** are requested to bring their copy of Annual Report to the Meeting.
- E. Queries at the AGM:** Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of AGM to enable the management to compile the relevant information to reply the same in the meeting.
- F. Transfer of unclaimed dividend to Investors' Fund:** In terms of the provisions of Section 205C of the Companies Act, 1956 read with Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, any dividend, which remains unpaid/unclaimed for a period of 7 years from the date of declaration, is required to be transferred to Investor Education and Protection Fund ('the Fund'). A shareholder can therefore claim the amount of unpaid/unclaimed dividend up till 7 years from the date of declaration of dividend.

Financial Year Ended	Rate of Dividend (%)	Date of Declaration of Dividend	Last Date for claiming unpaid dividend	Last Date for transfer to IEP Fund
31.03.2009	25	09.09.2009	14.10.2016	13.11.2016
31.03.2010	25	30.12.2010	04.02.2018	06.03.2018

- G.** The unpaid/unclaimed dividend pertaining to the financial year 2009-10 that still remains unclaimed is required to be transferred to the Investors Education and Protection Fund on or before 13th November, 2016. Therefore, the shareholders who have not encashed their Dividend warrants are requested to kindly contact the Company for revalidation/issue of fresh dividend warrants on or before the last date of claiming dividend i.e. 14th October, 2016.
- H.** Members are requested to notify any change in their address/ mandate/ bank details immediately to the Company at its Registered Office.
- I. Inspection of Documents:** Documents referred to in the Notice etc., are open for inspection at the registered office of the Company at all working days except Saturdays between 11 A.M. and 2 P.M. up to the date of Annual General Meeting.

DIRECTORS' REPORT
Dear Members

Your Directors are pleased to present 26th Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2013.

Financial Highlights

(Amount in lacs)

Particulars	Financial Year ended	
	31 st March, 2013	31 st March, 2012
Total Income	8212.93	7882.76
Total Expenditure	7843.06	7805.85
Profit before tax	369.87	76.91
Provision Expenses :		
i. Current Tax	127.00	34.70
ii. Tax related to earlier years	(0.75)	
iii. Deferred Tax Liability	(0.27)	(0.89)
		(13.66)
Profit after tax	243.90	56.76
Transfer to Reserve	-	-
Paid-up Share Capital	987.75	264.63
Reserves and Surplus (excluding revaluation reserve)	996.22	891.00
Earning per share	9.22	2.15

Year in Retrospect

During the year under review, total income of the Company was Rs. 8212.93 lac as against Rs. 7882.76 lac in the previous year. The Company was able to earn a profit after tax of Rs. 243.90 lac for the year as against a profit of Rs. 56.76 lac. Your Directors are putting in their best efforts to improve the performance of the Company.

The detailed Management Discussion & Analysis Report is attached hereto with the Director's Report and should be read as part of this Directors Report.

Material Changes etc.

Save as mentioned elsewhere in this Report, no material changes and commitments affecting the financial position of the Company has occurred between the end of the financial year of the

Company 31st March, 2013 and the date of this report except that the Company has redeemed 2,53,093 12% Non-Cumulative Compulsorily Redeemable Preference Shares of Rs. 100 each aggregating Rs. 2,53,09,300 on 29th May, 2013. Accordingly the paid up capital of the company becomes Rs. 7,34,65,700.

Dividend

Your Directors have recommended a dividend of Rs. 1.20 per equity share (12%) for the financial year ended March 31, 2013, amounting to Rs.31.75 lac and dividend of Rs.12 per preference shares for the financial year ended March 31, 2013 amounting to Rs.86.78 lac. The aforesaid amount of dividend is exclusive of Dividend Tax amounting to Rs. 20.14 lac. The dividend on equity shares will be paid to members whose names appear in the Register of Members as on 21st September 2013; in respect of shares held in

DIRECTORS' REPORT

dematerialised form, it will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited, as beneficial owners as on that date. The dividend on preference shares will be paid to the members, whose names appear in the Register of Preference Shares as on 31st March, 2013.

Corporate Governance

A Report on Corporate Governance is attached as a part of this Directors Report along with the Certificate from Company Secretary in Practice on compliance of Clause 49 of the Listing Agreement.

Public Deposits

During the year under report, your Company did not accept any deposits from the public in terms of the provisions of section 58A of the Companies Act, 1956.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

a. Conservation of Energy: The Company is continuously making sincere efforts towards conservation of energy. 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 given in Annexure A, forming part of this report.

b. Technology Absorption: The Company is taking care of latest developments and advancements in technology and all steps are being taken to adopt the same. The company is using indigenous technology which is well established in the country and foreign technology/ know how was purchased. The company has not incurred any R & D expenditure during the year.

c. Export Activities: There was no export activity in the Company during the year under review. The Company is not planning any export in the near future as well.

d. Foreign Exchange Earnings and Outgo:

There was no Foreign Exchange Earning and Outgo during the year under review.

Particulars of Employees

During the financial year under review, none of the Company's employees was in receipt of remuneration as prescribed under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Amendment rules, 2011, and hence no particulars are required to be disclosed in this Report.

Directors

In accordance with the provisions of the Companies Act, 1956 and the Company's Articles of Association, Mr Anil Gupta and Mr Nemi Chandra Jain are liable to retire by rotation and being eligible offer themselves for re-appointment. Directors recommend their re-appointment.

Auditors

M/s Doogar & Associates, Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. A certificate under section 224(1) of the Companies Act, 1956 regarding their eligibility for the proposed re-appointment has been obtained from them. Your Directors recommend their re-appointment.

Auditors' Report

Comments made by the Statutory Auditors in the Auditors' Report are self-explanatory and do not require any further clarification.

Directors' Responsibility Statement

In terms of the provisions of section 217(2AA) of the Companies Act, 1956, and to the best of their knowledge and belief and according to the information and explanations obtained by them and save as mentioned elsewhere in this Report, the attached Annual Accounts and the Auditors' Report

DIRECTORS' REPORT

thereon, your Directors confirm that:

- a. in preparation of the annual accounts, the applicable accounting standards have been followed;
- b. 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 as at 31st March, 2013 and of the profit of the Company for the year ended on that date;
- c. 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; and
- d. The Directors have prepared the Annual Accounts on a going concern basis.

Stock Exchange Listing

The equity shares of the Company are listed on the BSE Ltd and U.P. Stock Exchange Ltd. The listing fee for the financial year 2013-14 has already been paid to the BSE Ltd and U.P. Stock Exchange Ltd.

Acknowledgement

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees, support and co-operation extended by the valued business associates and the continuous patronage of the customers of the Company.

FOR AND ON BEHALF OF THE BOARD
FOR PEE CEE COSMA SOPE LTD.

Ashok Kumar Jain
Executive Chairman
DIN : 00113133

PLACE : AGRA
DATED : 14TH AUGUST 2013

DIRECTORS' REPORT

Annexure – A to the Directors' Report

PARTICULARS AS PER FORM A:

A. POWER AND FUEL CONSUMPTION

	2012-2013	2011-2012
1. ELECTRICITY		
(a) PURCHASED:		
Units (in lacs)	5.33	5.53
Total amount (in lacs)	40.65	36.91
Rate/Units (in Rs.)	7.62	6.67
(b) OWN GENERATION:		
(i) Through Diesel Generator		
Units (in lacs)	0.32	0.27
(ii) Total amount (in lacs)	7.07	6.91
Rate/Units (in Rs.)	22.07	25.8
(iii) Through Steam Turbine/Generator	N.A.	N.A.
2. COAL		
Quantity (tonnes)	N.A.	N.A.
Total Cost	N.A.	N.A.
Average rate	N.A.	N.A.
3. FURNACE OIL		
Quantity (Kilo Ltrs)	225.47	251.66
Total Cost (in lacs)	100.40	100.46
Average/Ltrs (in Rs.)	44.53	39.52
4. OTHERS/INTERNAL GENERATION NATURAL GAS		
Quantity (SCM in Lacs)	2.11	2.40
Total Cost (in lacs)	26.09	23.24
Rate/Unit (in Rs)	12.38	9.70

B. CONSUMPTION PER UNIT OF PRODUCTION

NO OF UNITS PER METRIC
TONNE OF PRODUCTION
Laundry Soap & Detergent

(i) Electricity	27.61	26.72
(ii) LDO/FO	22.68	21.29
(iii) Diesel	1.66	1.01
(iv) Natural Gas	40.57	40.48

PARTICULARS AS PER FORM B :

A. RESEARCH AND DEVELOPMENT (R & D)

(a) Specified Areas in which R & D carried out by the Company:	N.A.	N.A.
(b) Benefits derived as a result of the above R & D :	N.A.	N.A.
(c) Future plan of action	N.A.	N.A.
(d) Expenditure on R & D		
(i) Capital	N.A.	N.A.
(ii) Recurring	N.A.	N.A.
(iii) Total	N.A.	N.A.
(iv) Total R & D Expenditure as a percentage of total turnover	N.A.	N.A.

B. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

(a) Efforts in brief, made towards Technology Absorption, Adaption and innovation:	N.A.	N.A.
(b) Benefits derived as a result of the above efforts e.g., product improvement, cost reduction, product development, import substitution etc., :	N.A.	N.A.
(c) In case of imported technology, (imported during the last five years reckoned from the beginning of the financial year) following information may be furnished :		
i) Technology imported	N.A.	N.A.
ii) Year of import	N.A.	N.A.
iii) Has technology been fully absorbed	N.A.	N.A.
iv) If not fully absorbed, areas where this has not taken place, reason thereof and future plan of action	N.A.	N.A.

C. FOREIGN EXCHANGE EARNINGS AND OUT GO:

(a) Activities relating to exports, initiative taken to increase exports, development of new export markets for products and services and export plans	Nil	Nil
(b) Total foreign exchange used	Nil	Nil
(c) Total foreign exchange earned	Nil	Nil

FOR AND ON BEHALF OF THE BOARD
FOR PEE CEE COSMA SOPE LTD.

Ashok Kumar Jain
Executive Chairman
DIN : 00113133

PLACE : AGRA
DATED : 14TH AUGUST 2013

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Cautionary Statement

This Management Discussion and Analysis statements of Annual Report has been included in adherence to the spirit enunciated in the code of corporate Governance approved by the Securities and Exchange Board of India, Statement in the Management Discussion and Analysis describing the Company's objectives, projections estimates expectation may be "Forward-Looking Statement" within the meaning of applicable securities laws and regulation. These statements are subject to certain risks and uncertainties. Actual result could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the Government policies, economic development, political factors and such other factors beyond the control of the Company.

Industry Structure, Developments & Outlook

India's FMCG sector is the fourth largest sector in the economy and creates employment for more than three million people in down stream activities. It is currently growing at double digit growth rate and is expected to maintain high growth rate. The size of detergent market in India is estimated of Rs. 14000 Crore with urbanization, go emergence of small pack size and increase in disposable income of people, the demand for household care products is flourishing.

Opportunities & Threats

The opportunities for Soap and Detergent industries are due to rise in income of urban and rural population the demand for detergent is growing steadily. Cost effectiveness and timely delivery schedule is boosting the export of production made by soap and detergent companies. Now-a-days due to availability of Big Bazars, Reliance fresh etc. the end users of production can direct approach through this retail chain. People become conscious about their health and hygiene which increase the requirements of this industry. On the other had the soap and detergent face threats from due to difficult in keeping consumers loyal to Company's

brand. Consumers are price sensitive and shift to other brand in view of promotional offers. Higher advertisement and promotional expenses required for better brand building.

Risks & Concern

The Company is exposed to major risk and concern like higher raw material cost, internal cost, transportation cost and advertisement cost. Increasing competition firm multinational and domestic companies.

Human resource / Industrial relations

Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. The company's Industrial relations continued to be harmonious during the year under review. The Company continue to invest in people through various initiatives which enable the work force to meet out the production requirements and challenges related thereto and to infuse positive enthusiasm towards the organization.

Internal Control Systems and Adequacy

The Internal Control Systems and procedure are adequate and commensurate with the size of the Company. The company has implemented suitable controls on ongoing basis to assure that all resources are utilized optimally, financial transactions are reported with the accuracy and all applicable laws and regulations are strictly complied with.

Product wise Performance

Presently the Company has been dealing in only one segment, i.e., Soap and Detergents. The details of the Soap and Detergents business segment is as follows:

Product	Sales			
	Current Year (2012-13)		Previous Year (2011-12)	
	Quantity (MT)	Value (Rs in Lacs)	Quantity (MT)	Value (Rs in Lacs)
Soap & Detergents	24049.44	9261.15	26524.93	8697.19

REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement a Report on Corporate Governance is given below:

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Our Company's philosophy on Corporate Governance envisages attainment of highest levels of accountability, transparency, responsibility and fairness in all aspects of its operations. Our business culture and practices are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers and the communities in which we operate. The Company believes that all its actions must serve the underlying goal of enhancing overall shareholder value on a sustained basis.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

2. BOARD OF DIRECTORS

The Company maintains an optimum combination of Executive, Non-Executive and Independent Directors. The Board consists of total six (6) directors on 31st March, 2013, out of which three (3) are Independent Non-executive Directors. Shri Ashok Kumar Jain is the Executive Chairman of the Company, Shri Pramod Kumar Jain is the Managing Director and Shri Mahendra Kumar Jain is the Whole Time Director of the Company. The Constitution of the Board as on 31st March 2013 is as follows:

Name of the Director & Designation	Category	No. of positions held in other Public Companies*		
		Board	Committee	
			Membership	Chairmanship
Ashok Kumar Jain Executive Chairman	Executive & Promoter	Nil	Nil	Nil
Pramod Kumar Jain Managing Director	Executive & Promoter	Nil	Nil	Nil
Mahendra Kumar Jain Whole Time Director	Executive & Promoter	Nil	Nil	Nil
Nemi Chandra Jain Director	Non-Executive & Independent	Nil	Nil	Nil
Amar Singh Rajput Director	Non-Executive & Independent	Nil	Nil	Nil
Anil Gupta Director	Non-Executive & Independent	3	Nil	Nil

* Only included Indian Companies

Directors' Attendance Record

During the Financial Year 2012-13, (6) six meetings of the Board of Directors were held on 12.05.2012, 14.08.2012, 28.08.2012, 15.10.2012, 03.11.2012 and 09.02.2013. The Board was duly supplied with the agenda of the meetings incorporating all material information for facilitating meaningful and focused discussions at the meeting. The intervening period between the Board Meetings was well within the maximum time gap of four months as prescribed in clause 49 of the Listing Agreement. Details of attendance of Directors in the Board meeting during the financial year 2012-13 are as under:

Name of the Director	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
Mr Ashok Kumar Jain	6	6	Yes
Mr Pramod Kumar Jain	6	6	Yes
Mr Mahendra Kumar Jain	6	5	Yes
Mr Nemi Chandra Jain	6	5	Yes
Mr Amar Singh Rajput	6	4	Yes
Mr Anil Gupta	6	1	Yes

Disclosure Regarding Appointment & Re-appointment of Directors in the ensuing AGM

Mr Anil Gupta and Mr. Nemi Chandra Jain, Directors who shall be retiring in this AGM, being eligible have offered himself for re-appointment. Brief particulars of the gentleman are as follows:

REPORT ON CORPORATE GOVERNANCE

Particulars	Mr Anil Gupta	Mr Nemi Chandra Jain
DIN	00283431	00172406
Father's Name	Mr Shanti Sarup Gupta	Mr Chhadammi Lal Jain
Date of Birth	9th September, 1950	25th April, 1940
Address	Shanti Krishna, 5034/3 Sant Nagar, Karol Bagh New Delhi 110005	3, Church Road, Civil Lines, Agra 282002 Uttar Pradesh
Designation	Director	Director
Education	B-Tech, FIE	Engineer
Experience	More Than 30 Years Experience in Administrative Field	More Than 30 Years Experience in Architectural Field
Companies in which holds Directorship	<ul style="list-style-type: none"> • First Winner Industries Ltd1 • ASA Ram Developers Pvt Ltd2 • Rohan Tyres Pvt Ltd • First Winner Lifestyle Ltd1 • Ramshyam Textiles Industries Ltd1 • Bengal Chemicals and Pharmaceuticals Ltd • NEPA Ltd • J.K. Cotton Ltd. 	<ul style="list-style-type: none"> • ALF Vikas Sansthan Pvt Ltd • Dhruv Infraheights Pvt Ltd • Devyash Farm Fresh Foods Pvt Ltd
Companies in which holds membership of committees	NIL	NIL
Shareholding in the Company (No. & %)	NIL	NIL
Relationship with other Director	NIL	NIL

1Resigned on 29th August, 2012, & 2Resigned on 9th July, 2013

3. AUDIT COMMITTEE
(a) Terms of Reference

The Audit Committee has been constituted as per Section 292A of the Companies Act, 1956 and the provisions of the Clause 49 of the Listing Agreement. The Audit Committee shall have the authority to investigate into any matter that may be prescribed and the matters listed below and for this purpose the Audit Committee shall have full access to information contained in the records of the Company and external professional advice, if necessary:

- To review the Company's financial reporting process and ensure that the financial statements give a true and fair view of the affairs of the Company.
- To review the Company's audit procedures and techniques.
- To review with the management, external and internal procedures and the adequacy of internal control systems.
- To review the quarterly and annual financial statements and submit the same to the Board.
- Any other matter that may be delegated by the Board from time to time.

(b) Composition

The Audit Committee of the Company comprises the following directors:

- Mr Nemi Chand Jain
- Mr Amar Singh Rajput
- Mr Pramod Kumar Jain

REPORT ON CORPORATE GOVERNANCE
(c) Attendance

The Committee met 2 (two) times during the Financial Year 2012-2013 on the following dates: 03.11.2012 and 09.02.2013. Details of attendance of Directors in the Audit Committee meeting are as under:

Name of the Director	Category	Attendance at the Audit Committee Meeting
Mr Nemi Chand Jain	Non Executive Independent Director	2
Mr Amar Singh Rajput	Non Executive Independent Director	2
Mr Pramod Kumar Jain	Executive & Promoter Director	2

4. REMUNERATION COMMITTEE
(a) Composition & Terms of Reference

The Company has a Remuneration Committee of the Board of Directors comprising of three non-executive and independent directors namely Mr Nemi Chandra Jain, Chairman and Mr Anil Gupta & Mr Amar Singh Rajput as Members.

The Remuneration Committee has been constituted to recommend/ review and approve the remuneration payable to Managing Director, Whole Time Director or other directors of the Company based on their performance.

(b) Remuneration Policy of the Company

The remuneration policy of the Company is directed towards rewarding performance. The Managing Director and the Whole Time Director of the Company are entitled for payment of Remuneration as decided by the Board and approved by the members as per the provisions of the Companies Act, 1956. Directors are also entitled for the sitting fee for attending Board/ Committee Meeting except the Managing Director and Whole Time Director.

(c) Attendance

The Committee met 2 (two) times during the Financial Year 2012-2013 on the following dates: 12.05.2012 and 28.08.2012. Details of attendance of Directors in the Remuneration Committee meeting are as under:

Name of the Director	Category	Attendance at the Audit Committee Meeting
Mr Nemi Chand Jain	Non Executive Independent Director	2
Mr Amar Singh Rajput	Non Executive Independent Director	2
Mr Anil Gupta	Non Executive Independent Director	2

(d) Details of the Directors' Remuneration for the financial year ended 31st March, 2013

Name of Director	Sitting fees	Salaries & Perquisites (In Rs.)	Commission, Bonus Exgratia	Total Amount (In Rs.)	Shareholding	
					No. of Shares	%age of Shareholding
Mr Mahendra Kumar	Nil	14,28,663	Nil	14,28,663	83584	(3.16%)
Mr Ashok Kumar Jain	Nil	13,59,221	Nil	13,59,221	121794	4.60%
Mr Pramod Kumar Jain	Nil	13,55,548	Nil	13,55,548	138821	(5.25%)
Mr Nemi Chandra Jain	35,000	Nil	Nil	35,000	Nil	Nil
Mr Amar Singh Rajput	23,000	Nil	Nil	23,000	Nil	Nil
Mr Anil Gupta	13,000	Nil	Nil	13,000	400	0.02

5. INVESTORS' GRIEVANCE COMMITTEE

- (a) The Company has an "Investors' Grievance Committee" to look into redressal of Shareholder's / investors' complaints, to approve share transfer, share transmission etc and to oversee all matters connected with the Shareholders. The Committee was re-constituted on 14th August, 2013 in terms of Clause 49 of the Listing Agreement.

REPORT ON CORPORATE GOVERNANCE
(b) Composition:

Name	Status	Designation
Mr Nemi Chandra Jain	Independent Director	Chairman
Mr Ashok Kumar Jain	Executive & Promoter Director	Member
Mr Mahendra Kumar Jain	Executive & Promoter Director	Member

The committee met Twenty (20) times during the year on 14.04.2012, 15.05.2012, 15.06.2012, 30.06.2012, 14.07.2012, 31.07.2012, 14.08.2012, 31.08.2012, 25.09.2012, 15.10.2012, 31.10.2012, 15.11.2012, 15.12.2012, 31.12.2012, 31.01.2013, 09.02.2013, 20.02.2013, 28.02.2013, 19.03.2013 and 20.03.2013.

(c) Mr A. A. Abdi is the Compliance Officer of the Company for the purpose of Clause 47 of the Listing Agreements to look after the compliances under the Listing Agreement and other SEBI Rules & Regulations etc.

(d) During the year, the Company had received 1 (one) complaint from the shareholders. There is no complaint pending at the end of financial year.

6. GENERAL BODY MEETINGS

(a) **Annual General Meetings:** Particulars of past three Annual General Meetings of the Company:

Year	Date	Venue	Time	Special Resolution passed
2010	30.12.2010	Hotel Ashish Palace, Fatehabad Road, Agra	03.00 PM	<ul style="list-style-type: none"> Increase in the remuneration of Mr Pramod Kumar Jain as Managing Director. Increase in the remuneration of Mr Ashok Kumar Jain as Whole Time Director of the company designated as Executive Chairman.
2011	30.09.2011	Hotel Ashish Palace, Fatehabad Road, Agra	03.00 PM	<ul style="list-style-type: none"> Amendment in the Authorized Share Capital clause of the Memorandum of Association Alteration in the Articles of Association. Appointment of Mr Mahendra Kumar Jain as Whole Time Director
2012	27.09.2012	Hotel Ashish Palace, Fatehabad Road, Agra	03.00 P.M.	Nil

(b) **Extract Ordinary General Meeting:** There was no Extra Ordinary General Meeting and Postal Ballot during the financial year.

7. DISCLOSURES
(a) Related Party Transactions

There are no materially significant related party transactions with its Promoters, the Directors or the Management, their Subsidiaries or Relatives etc., which may have potential conflict with the interest of the company at large. The other related party transactions are given in point no. 31 of Notes on Accounts annexed to and forming the part of Balance Sheet and Profit and Loss Account of the Company.

(b) Non-compliance by the Company, Penalties, Structures

There were no instances of non-compliance by the Company, penalties, structures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

(c) Non mandatory requirements

The Company proposes to adopt the non-mandatory requirements including adoption of Whistle Blower Policy given in Annexure-3 of Clause 49 of the listing agreement in due course of time.

8. CODE OF CONDUCT

The Board has formulated a code of conduct for the Board members and senior management of the Company.

Declaration on compliance with code of conduct by the Managing Director:

The Board has formulated a code of conduct for the Board members and senior management of the Company, which has been posted on the website of the Company - www.doctorsoap.com

REPORT ON CORPORATE GOVERNANCE

It is hereby affirmed that all the Directors and senior management personnel have complied with the code of conduct framed by the Company and a confirmation to that effect has been obtained from the directors and senior management.

**Sd/
Ashok Kumar Jain
Executive Chairman**

**Sd/
Pramod Kumar Jain
Managing Director**

9. MEANS OF COMMUNICATION

- (a) At present quarterly/ half-yearly reports are not being sent to each household of shareholders.
- (b) The Quarterly / half-yearly / annual accounts results are published in the English and Hindi Newspapers.
- (c) The Management Discussion and Analysis forms a part of the Annual Report.
- Which newspaper normally published in Financial Express (Delhi & Mumbai)
(English) & DLA (Hindi).
- Any website where displayed Yes - www.doctorssoap.com

10. GENERAL SHAREHOLDERS INFORMATION

(a) Annual General Meeting

Day & Date	Time	Venue
Thursday, 26th September, 2013	3.00 P.M.	Hotel Ashish Palace, Fatehabad Road, Agra

(b) Financial Calendar

Events	Tentative time frame
Financial Reporting for the first quarter ended 30th June, 2013	By 14th August, 2013 (actual)
Financial Reporting for the second quarter ending 30th September, 2013	By 14th November 2013
Financial Reporting for the third quarter ending 31st December, 2013	By 14th February 2014
Financial Reporting for the fourth quarter ending 31st March, 2014	By 30th May 2014

- (c) **Dates of Book Closure:** 21st September, 2013 to
26th September, 2013
(Both days inclusive)

- (d) **Dividend Payment Date:** 26th September, 2013
to 3rd October, 2013

- (e) **Listing on Stock Exchanges:** The Shares of the Company is
listed on the BSE Ltd and U.P.
Stock Exchange Ltd.

- (f) **Stock Code/ Symbol:** 524136 at the BSE Ltd.

- (g) **Market Price Data:** High/ low of market price of the Company's equity shares traded on BSE during the last
financial year were as follows:

Month	High Price	Low Price	No. of Shares	Month	High Price	Low Price	No. of Shares
Apr 12	38.95	33.60	295	Oct 12	50.00	43.00	184
May 12	50.25	38.90	1,892	Nov 12	45.30	36.20	1,132
Jun 12	56.70	47.25	663	Dec 12	52.60	40.00	4,040
Jul 12	56.65	51.25	850	Jan 13	50.30	42.85	1,230
Aug 12	52.90	40.95	2,203	Feb 13	50.00	43.40	8,404
Sep 12	43.00	40.00	768	Mar 13	43.50	34.25	4,814

Source: www.bseindia.com

REPORT ON CORPORATE GOVERNANCE

(h) Registrar and Share Transfer Agent & Share Transfer System

The company has appointed M/s Skyline Financial Services Pvt Ltd, as its Registrar and Share Transfer Agent to carry out the process of share transfer in physical form and also demat work of the Company. The Company has authorised the Registrar and Transfer Agent to approve and execute transfer and transmission of shares subject to a maximum holding of any one person together with the existing holding not exceeding 1% of total paid up equity share capital of the Company at the time of such transfer. Any transfer, transmission in excess of aforesaid limit of 1% is given effect by the Investor Grievance Committee of the Company. All correspondence with regard to share transfers and matters related therewith may directly be addressed to the Registrar and Share Transfer Agents at the address given below:

Particulars	Skyline Financial Services Pvt Ltd
Contact Person	Mr V K Rana
Address	D-153 A, 1st Floor, Okhla Industrial Area, Phase -I, New Delhi-110 020
Telephone No.	011-30857575 (10 Lines)
Fax No.	Fax: 011-26292681-84
E mail	admin@skylinerta.com

The Company's shares are traded in the Stock Exchange, Mumbai compulsorily in Demat mode. Physical shares which are lodged with the Registrar & Transfer Agent or/ Company for transfer are processed and returned to the shareholders duly transferred within the time stipulated under the Listing Agreement subject to the documents being in order.

i) Distribution of Shareholding as on 31st March 2013:

Shareholding of Nominal Value of		Shareholders		Share Amount	
Rs.	Rs.	Number	% to Total	In Rs.	% to Total
(1)		(2)	(3)	(4)	(5)
Up to 5,000		2,475	92.45	31,51,660	11.91
5,001	10000	104	3.89	8,86,460	3.35
10,001	20000	39	1.46	5,98,780	2.26
20,001	30000	18	0.67	4,49,410	1.70
30,001	40000	3	0.11	1,15,600	0.44
40,001	50000	1	0.04	40,590	0.15
50,001	100000	7	0.26	4,57,780	1.73
100001 and Above		30	1.12	2,07,62,220	78.46
Total		2,677	100	2,64,62,500	100

j) **Dematerialization of shares and liquidity:** As on 31st March 2013 about 90.43% of the Company's equity paid-up capital had been dematerialized. Trading in equity shares of the Company at the Stock Exchange is permitted compulsorily in demat mode.

k) There are no outstanding GDRs/ ADRs/ Warrants or any Convertible other Instruments as on the date.

l) **Address for Correspondence:** The shareholders may send their communication grievances/ queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at:

Investor Relation Centre
Pee Cee Cosma Sope Ltd
G-10/8, Padam Deep, Sanjay Place, Agra-282002, Uttar Pradesh
Tel.No. 0562-2527332, Fax. No. 0562-2527329
e-mail: pccosma@doctorsoap.com
website: www.doctorsoap.com

REPORT ON CORPORATE GOVERNANCE**11. NON-MANDATORY REQUIREMENTS**

The Company proposes to adopt the non-mandatory requirements given in Annexure-3 of Clause 49 of the listing agreement in due course of time.

CEO/CFO Certification

We, Pramod Kumar Jain, Managing Director responsible for the finance function certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March 2013 and that to the best of our knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the company during the years which are fraudulent, illegal or violative of the company's code of conduct.
- (c) We 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.
- (d) We have indicated to the auditors and the Audit committee
 - (i) Significant changes in internal control over financial reporting during the year;
 - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Agra
Date : 14th August, 2013

Pramod Kumar Jain
Managing Director
DIN: 00112805

REPORT ON CORPORATE GOVERNANCE**Certificate of Compliance with the conditions of Corporate Governance under Clause 49 of the Listing Agreement**

To
The Members
Pee Cee Cosma Sope Ltd
Agra, Uttar Pradesh

We have examined the compliance of conditions of Corporate Governance by Pee Cee Cosma Sope Ltd (hereinafter referred as “the Company”) for the year ended March 31, 2013, as stipulated in clause 49 of the listing agreement of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned listing agreement. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **R&D**
Company Secretaries

Debabrata Deb Nath
Partner
ACS: 23935; CP: 8612

Place: Delhi
Date: 14th August, 2013

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
Pee Cee Cosma Sope Ltd.

Report on the Financial Statements

We have audited the accompanying financial statements of **Pee Cee Cosma Sope Ltd.** ("the Company"), 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 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
- 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 DOOGAR & ASSOCIATES
Chartered Accountants
Firm Reg No. 000561N

(CA. UDIT BANSAL)
Partner
M.No. 401642

Place : Agra
Dated : 29th May, 2013

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date on the accounts of Pee Cee Cosma Sope Limited for the year ended 31st March, 2013)

1. (a) The Company has maintained proper records to show full particulars including quantitative details and situation of fixed assets.
- (b) The Company has a phased program of physical verification of its fixed assets which in our opinion is reasonable, having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.
- (c) Fixed assets disposed off during the year were not substantial and therefore do not affect the going concern assumption.
2. (a) The inventory, except material lying with the third parties has been physically verified by the management during the year.
- (b) In our opinion and according to the information and explanations given to us the procedures followed by the management for such physical verification are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) In our opinion Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material and have been properly dealt with in the books of accounts.
3. (a) According to information and explanation given to us, the Company has not granted any loan secured or unsecured to any party covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly provisions of clause 4 (iii) (b) (c) (d) of the order are not applicable to the Company
- (b) According to information and explanation given to us the Company has not taken any secured or unsecured loans, from parties covered in the register maintained under section 301 of the companies Act, 1956 accordingly provisions of sub clause (f) to (g) of clause 3 are not applicable to the company.
4. In our opinion and according to the information and explanations given to us there is an adequate internal control systems commensurate with the size of the Company and nature of its business with regard to the purchase of inventory and fixed assets and also for the sale of goods & services. Further on the basis of our examination of the books of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across nor have we been informed of any instance of major weaknesses in the aforesaid internal control systems.
5. (a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that needed to be entered in the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion, and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in to the register required to be maintained in pursuance of section 301 of the Act and exceeding the value of Rs 5 Lacs in respect of any party during the year, have generally been made, other than the transaction for which comparable prices are not available at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The Company has not accepted any deposits from the public during the year within the meaning of Section 58A and 58AA or any other relevant provisions of the Companies Act 1956 and the Companies (Acceptance of Deposits) Rules, 1975.

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

7. In our opinion, the Company has an internal audit system commensurate with the size & nature of its business.
8. 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 records with a view to determining whether they are accurate or complete.
9. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales tax, Service tax, Custom Duty, Excise Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities during the year and there are no undisputed statutory dues outstanding as on the date of balance sheet for a period exceeding six months from the date they become payable.
- (b) According to the information & explanations given to us and as per the books and records examined by us, there are no dues of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales tax, Service tax, Custom Duty, Excise Duty, Cess and other statutory dues which have not been deposited on account of any dispute, except the following, along with the forum where dispute is pending:

Name of the Statute	Nature of the dues	Amount (Rs.)	Forum where dispute is Pending
M.P Land Revenue Act, 1959	Land Conversion Charge	14,03,603.00	Court of Collector, Bhind (M.P.)
Income Tax Act	Income Tax (A.Y.2007-08)	59,591.00	ACIT, Range 4 Agra
Income Tax Act	Income Tax (A.Y.2009-10)	10,22,380.00	Income Tax Appellate Tribunal, Agra
Income Tax Act	Income Tax (A.Y.2007-08)	16,81,840.00	AICT, Range 4 Agra
Income Tax Act	Income Tax (A.Y.2009-10)	20,84,290.00	Income Tax Appellate Tribunal, Agra
Income Tax Act	Income Tax (A.Y.2010-11)	17,79,350.00	CIT (Appeal) II Agra
Income Tax Act	Income Tax (A.Y.2010-11)	26,77,310.00	CIT (Appeal) II Agra
Central Excise	Excise Duty (2007-08 to 2010-11)	15,38,544.00	Addl Comm. Central Excise Kanpur
Central Excise	Excise Duty (Jan 2002 to Feb 2006)	18,88,86,000.00	CESAT, New Delhi (Refer note no.29)
Sales Tax	U.P. Trade Tax (1995-96)	2,25,000.00	High Court, Allahabad
Sales Tax	Central Sales Tax (1995-96)	1,60,710.00	High Court, Allahabad
Sales Tax	Rajasthan Trade Tax (2000-01)	68,452.00	Rajasthan Kar Board, Ajmer
Sales Tax	Rajasthan Trade Tax (2005-06)	19,659.00	Comm. (Appeal), Bharatpur
Sales Tax	Rajasthan Trade Tax (2006-07)	55,027.00	Comm. (Appeal), Bharatpur
Sales Tax	Rajasthan Trade Tax (2007-08)	15,019.00	Comm. (Appeal), Bharatpur
Sales Tax	Rajasthan Trade Tax (2008-09)	1,02,257.00	Comm. (Appeal), Bharatpur
Sales Tax	Rajasthan Trade Tax (2009-10)	97,366.00	Comm. (Appeal), Bharatpur

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

10. The Company has no accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by our Audit and in the immediately preceding financial year.
11. According to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to any bank. The Company has not borrowed any amount from any financial institution or debenture holder.
12. According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company as the company is not a chit fund or a Nidhi/mutual benefit fund/society.
14. The provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company as the company is not dealing in or trading in shares, securities, debentures and other investments.
15. To the best of our information the Company has not given any guarantee for loans taken by others from bank or financial institutions.
16. To the best of our information and explanation given to us, no term loans have been raised by the company during the year.
17. According to the information and explanations given to us and on an overall examination of the books of accounts of the Company, we report that no funds raised on short-term basis have been used for long-term investments.
18. According to the information and explanations given to us the Company has made allotment of 12% Non Cumulative Compulsorily Redeemable Preference Shares to parties covered in the register maintained under section 301 of the Companies Act, 1956 on 15.10.2012, in terms of Scheme of Arrangement as approved by the Hon'ble High Court of Allahabad.
19. The Company has not issued any debentures during the year.
20. The Company has not raised any money by public issues during the year.
21. According to the information and explanations given to us, during the year no fraud on or by the Company has been noticed or reported, during the course of our audit.

FOR DOOGAR & ASSOCIATES
Chartered Accountants
Firm Reg No. 000561N

(CA. UDIT BANSAL)
Partner
M.No. 401642

Place : Agra
Dated : 29th May, 2013

BALANCE SHEET AS AT 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

PARTICULARS	NOTE	As at March 31, 2013	As at March 31, 2012
A. EQUITY AND LIABILITIES :			
1 SHAREHOLDERS' FUNDS			
a. Share Capital	2	98,775,000.00	26,462,500.00
b. Reserves and Surplus	3	99,622,519.00	89,099,897.00
2. SHARE APPLICATION MONEY PENDING ALLOTMENT		-	72,312,500.00
3. NON CURRENT LIABILITIES			
a. Long Term Borrowings	4	-	148,344.00
b. Other Long Term Liabilities	5	3,580,000.00	3,595,000.00
c. Long Term Provisions	6	722,250.00	701,889.00
4. CURRENT LIABILITIES			
a. Short Term Borrowings	7	60,666,056.00	52,408,233.00
b. Trade Payables	8	11,581,215.00	13,650,814.00
c. Other Current Liabilities	9	14,192,032.00	13,278,419.00
d. Short term Provisions	10	21,374,360.00	3,474,219.00
TOTAL		310,513,432.00	275,131,815.00
B. ASSETS			
1 NON CURRENT ASSETS			
a. Fixed Assets	11		
(i) Tangible Assets		87,230,385.00	93,504,148.00
(ii) Capital Work in Progress		95,244.00	-
		87,325,629.00	93,504,148.00
b. Deferred Tax Asset	12	1,328,999.00	1,301,627.00
c. Long Term Loans & Advances	13	74,695,978.00	74,811,761.00
d. Other Non Current Assets	14	1,480.00	840,118.00
2 CURRENT ASSETS			
a. Inventories	15	102,832,201.00	81,606,292.00
b. Trade receivables	16	17,366,585.00	15,589,692.00
c. Cash and Bank Balances	17	22,205,520.00	3,235,929.00
d. Short term Loans & Advances	18	4,709,733.00	4,189,970.00
e. Other Current Assets	19	47,307.00	52,278.00
TOTAL		310,513,432.00	275,131,815.00

Notes to Balance Sheet and Statement of Profit & Loss 1-36

In terms of our report attached

For and on Behalf of the Board

For DOOGAR & ASSOCIATES

Chartered Accountants

(Firm Reg No. 000561N)

(CA. UDIT BANSAL)

Partner

M.No. 401642

Place : Agra

Dated : 29th May, 2013

A.K.Jain
P.K. Jain
M.K. Jain
N.C. Jain
A.A. Abdi

Executive Chairman

Managing Director

Director

Director

Company Secretary

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2013

		(Amount in Rupees unless otherwise stated)	
PARTICULARS	NOTE	Year Ended March 31, 2013	Year Ended March 31, 2012
I REVENUE			
1 Revenue from Operations	20	926,114,661.00	870,139,209.00
Less: Excise Duty		105,143,391.00	82,472,816.00
		<u>820,971,270.00</u>	<u>787,666,393.00</u>
2 Other Income	21	321,548.00	609,657.00
Total Revenue		<u>821,292,818.00</u>	<u>788,276,050.00</u>
II EXPENSES			
1 Cost of Raw Material Consumed	22	645,008,962.00	640,596,154.00
2 Changes in Inventories of Finished stock & Process stock	23	(14,022,960.00)	(6,379,719.00)
3 Employee Benefit Expenses	24	54,139,198.00	51,275,212.00
4 Finance Cost	25	5,647,592.00	6,792,575.00
5 Depreciation & Amortisation Expenses		8,024,651.00	9,417,554.00
6 Other Expenses	26	85,508,104.00	78,883,277.00
Total Expenses		<u>784,305,547.00</u>	<u>780,585,053.00</u>
III PROFIT BEFORE TAX		36,987,271.00	7,690,997.00
IV Tax Expense			
i. Current Tax		12,700,000.00	3470000.00
ii. Tax related to earlier years		(75,396.00)	(89,261.00)
iii. Deferred Tax		(27,372.00)	(1,365,964.00)
V PROFIT AFTER TAX		24,390,039.00	5,676,222.00
VI EARNINGS PER EQUITY SHARE (Nominal value of share Rs. 10/- each)			
Basic Earnings Per Share (in Rs)	27	9.22	2.15
Diluted Earnings Per Share (in Rs)		9.22	2.15

Notes to Balance Sheet and Statement of Profit & Loss 1-36

In terms of our report attached

For and on Behalf of the Board

For **DOOGAR & ASSOCIATES**

Chartered Accountants
(Firm Reg No. 000561N)

(CA. UDIT BANSAL)
Partner

M.No. 401642

Place : Agra

Dated : 29th May, 2013

A.K.Jain
P.K. Jain
M.K. Jain
N.C. Jain
A.A. Abdi

Executive Chairman

Managing Director

Director

Director

Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2013

(Amount in Rupees unless otherwise stated)

PARTICULARS	Year Ended 31st March, 2013	Year Ended 31st March, 2012
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax and extra ordinary items	36,987,271.00	7,690,997.00
Adjusted for		
Depreciation	8,024,651.00	9,417,554.00
Profit on Sale of Fixed Assets (Net)	(78,400.00)	(266,842.00)
Interest received	(80,276.00)	(122,458.00)
Tax related to previous years	75,396.00	89,261.00
Interest paid	5,390,007.00	6,403,640.00
Fixed Assets Written Off	33,692.00	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	50,352,341.00	23,212,152.00
ADJUSTMENTS FOR WORKING CAPITAL CHANGES:		
Inventories	(21,225,909.00)	(51,911,805.00)
Trade & Other Receivables	(1,776,893.00)	(7,969,384.00)
Other Current and Non-Current Assets	299,917.00	(6,904,520.00)
Trade Payables	(2,069,599.00)	10,102,342.00
Other Current and Non-Current Liabilities & Provisions	26,928,594.00	40,473,700.00
CASH GENERATED FROM OPERATING ACTIVITIES:	52,508,451.00	7,002,485.00
Direct Taxes Paid	(12,672,628.00)	(2,104,036.00)
NET CASH FROM OPERATING ACTIVITIES	39,835,823.00	4,898,449.00
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Sale of Fixed Assets	250,000.00	710,000.00
Purchase of Fixed Assets	(2,051,424.00)	(69,182,392.00)
Interest received	80,276.00	122,458.00
NET CASH USED IN INVESTING ACTIVITIES	(1,721,148.00)	(68,349,934.00)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Net reserves acquired on Amalgamation	-	(14,880,268.00)
Issue of Equity Share on account of Amalgamation	-	14,462,500.00
Preference Shares Pending Allotment	-	72,312,500.00
Interest & Finance Charges paid	(5,390,007.00)	(6,403,640.00)
Dividend Paid	(13,867,417.00)	-
NET CASH USED IN FINANCING ACTIVITIES	(19,257,424.00)	65,491,092.00
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS	18,857,251.00	2,039,607.00
CASH AND CASH EQUIVALENTS (OPENING BALANCE)	2,521,366.00	481,759.00
CASH AND CASH EQUIVALENTS (CLOSING BALANCE)	21,378,617.00	2,521,366.00

Note 1. The above Cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard on 'Cash Flow Statements'

Note 2. Previous year figures have been re-grouped and re-arranged wherever so required.

In terms of our report attached

For and on Behalf of the Board

For **DOOGAR & ASSOCIATES**

Chartered Accountants
(Firm Reg No. 000561N)

(**CA. UDIT BANSAL**)

Partner

M.No. 401642

Place : Agra

Dated : 29th May, 2013

A.K.Jain

P.K. Jain

M.K. Jain

N.C. Jain

A.A. Abdi

Executive Chairman

Managing Director

Director

Director

Company Secretary

1. SIGNIFICANT ACCOUNTING POLICIES:
i. Basis of Accounting

The financial statements are prepared to comply in all material aspects with Indian Accounting Standards as notified by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government in exercise of power conferred under section 642(1)(a) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on accrual basis. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

ii. Accounting Policies:
a. SALES

Sale of goods is recognized at the time of dispatch of finished goods to the customers and is net of excise duty, sales return, rate difference and cash discounts. Consignment sales are recognized on receipt of account sales from the agents.

b. PURCHASES AND EXPENSES

Purchases include cost of materials, transportation charges, Entry Tax and are net of refund of Sales Tax, credit availed under the Cenvat Scheme and State VAT during the year and other claims and discounts. Expenses on which Service Tax is charged are account for net of Service Tax.

c. RETIREMENT BENEFITS

- i) Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which the employee has rendered services.
- ii) Post employment benefits are recognized as an expense in the Statement of Profit & Loss for the year in which the employee has rendered services. The expense is recognized at the present value of the amount payable towards contributions. The present value is determined using market yields of government bonds, at the balance sheet date, as the discounting rate.
- iii) Other long term employee benefits are recognized as an expense in the Statement of Profit & Loss for the year in which the employee has rendered services. Estimated liability on account of long term benefits is discounted to the present value using the market yield on government bonds as on the date of balance sheet.
- iv) Actuarial gains and losses in respect of post employment and other long term benefits are charged to the Statement of Profit & Loss.

d. DEPRECIATION:

Depreciation is provided on written down method at the rates specified in Schedule XIV of the Companies Act, 1956 on pro-rata basis. Asset costing up to Rs 5,000 each are fully depreciated in the year of acquisition. Lease hold Land is amortized over its Lease period.

e. FIXED ASSETS:

Fixed Assets are stated at acquisition cost less accumulated depreciation. Cost includes inward freight, duties, taxes and incidental expenses related to acquisition and installation incurred up to the date of commissioning of assets.

f. IMPAIRMENT OF ASSETS:

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

g. INVENTORIES:

- (i) Raw materials, Packing Material, Stores & Spares are valued at lower of cost or net realisable value.
- (i) Finished and Semi-finished goods produced by the Company are valued at lower of cost or net realisable value.
- (iii) Cost of materials given in g (i) is ascertained on First in First out basis.

h. ACCOUNTING FOR TAXES ON INCOME

The accounting treatment followed for taxes on income is to provide for current and deferred tax. Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from the difference between book and taxable profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as on Balance Sheet date. The Deferred Tax is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future.

i. INVESTMENTS

Long-term investments are carried at cost less provision, if any, for diminution in value other than temporary

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013
j. BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

k. EARNINGS PER SHARE

Earning per shares(EPS) are computed on the basis of net profit after tax. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effect of potential diluted equity shares

l. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Contingent liability if any is disclosed by way of notes on account. Provision is made in accounts in respect of those contingencies which are likely to materialize in to liabilities after the year-end till the adoption of accounts by the Board of Directors and which have material effect on the position stated in the balance sheet. Contingent Assets are neither recognized nor disclosed in the financial statements.

m. CASH & CASH EQUIVALENTS

For the purpose of Cash Flow Statement cash and cash equivalents includes cash in hand, demand deposit with the bank, other short term highly liquid investments within original maturities of 3 months or less.

(Amount in Rupees unless otherwise stated)

2. Share Capital	As At 31 March 2013		As At 31 March 2012	
	Number	Amount	Number	Amount
Authorised				
Equity Shares of Rs 10/- each	2,750,000.00	27,500,000.00	2,750,000.00	27,500,000.00
12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs 100/- each	725,000.00	72,500,000.00	725,000.00	72,500,000.00
Issued, Subscribed & Fully Paid up				
Equity Shares of Rs 10/- each	2,646,250.00	26,462,500.00	2,646,250.00	26,462,500.00
12% Non Cumulative Compulsorily Redeemable Preference Shares of Rs 100/- each	723,125.00	72,312,500.00	-	-
Total Issued, Subscribed & Fully Paid up	3,369,375.00	98,775,000.00	2,646,250.00	26,462,500.00

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

2.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year.

Particulars	As At March 31,2013		As At March 31,2012	
	Number	Amount	Number	Amount
Equity Shares				
Shares outstanding at the beginning of the year	2,646,250.00	26,462,500.00	1,200,000	12,000,000.00
Shares issued during the year	-	-	1,446,250.00	14,462,500.00
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	2,646,250.00	26,462,500.00	2,646,250	26,462,500.00

Particulars	As At March 31,2013		As At March 31,2012	
	Number	Amount	Number	Amount
12% Non Cumulative Compulsorily Redeemable Preference Shares				
Shares outstanding at the beginning of the year	-	-	-	-
Shares issued during the year*	723,125.00	72,312,500.00	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	723,125.00	72,312,500.00	-	-

2.2 Terms/ Rights Attached to Shares

Equity : The Company has only one class of Equity Shares having a par value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share and ranks pari passu. The Dividend proposed by the Board of Directors is subject to approval of the shareholders at the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

Preference : The Company has only one class of Preference Shares having a par value of Rs. 100 per share. Each holder of Preference Shares is not entitled to vote at any General Meeting of the members of the Company in relation to any of the matters solely by virtue of Preference Shares. The Preference shares shall be eligible for Dividend at the rate Prescribed by the Board of the Company at the time of issuance. The Preference Shares shall be redeemed as per the terms of the issue.

2.3 1466250 Equity Shares out of issued subscribed and paid up share capital were allotted last year in pursuant to the Scheme of Arrangement as approved by the Hon'ble Allahabad High Court without payment being received in cash.

2.4 During the year Company has issued 723125 12% Non Cumulative Compulsorily Redeemable Preference Shares, redeemable at par within a period of 10 years from the date of issue, with a call option available to the company for early redemption. The Preference shares have been issued without payment being received in cash to the share holders of Amalgamating Company in pursuance of Scheme of Arrangement as approved by Hon'ble Allahabad High Court on 5th July 2011.

2.5 Details of Equity Shareholders holding more than 5% shares in Equity Capital of the Company.#

Name of Shareholder	As At March 31,2013		As At March 31,2012	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. Mahendra Kumar Jain (HUF)	149,900	5.66	149,900	5.66
Mr. Pramod Kumar Jain	138,821	5.25	138,821	5.25
Mr. Ankit Jain	238,914	9.03	238,914	9.03

2.6 Details of Preference Shareholders holding more than 5% shares in Preference Capital of the Company.#

Name of Shareholder	As At March 31,2013		As At March 31,2012	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. Mahendra Kumar Jain(HUF)	65,000	8.99	-	-
Mr. Pramod Kumar Jain	58,500	8.09	-	-
Mr. Ashok Kumar Jain	49,292	6.82	-	-
Smt. Asha Lata Jain	47,125	6.52	-	-
Smt. Maya Jain	48,750	6.74	-	-
Smt. Lajja Jain	40,625	5.62	-	-
Mr. Pramod Kumar Jain (HUF)	47,125	6.52	-	-
Mr. Ankit Jain	106,707	14.76	-	-

#The aforesaid disclosure is based upon percentages computed separately for class of shares outstanding as at the balance sheet date. As per records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal & beneficial ownership of shares.

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

3. Reserves & Surplus	As at 31st March, 2013	As at 31st March, 2012
a. Capital Reserve		
As Per Last Balance Sheet	2,303,275.00	500,000.00
Add: Acquired on Amalgamation	-	1,803,275.00
	2,303,275.00	2,303,275.00
b. General Reserve		
As Per Last Balance Sheet	20,553,441.00	37,442,458.00
Add: Acquired on Amalgamation	-	208,272,042.00
Add: Transfer From Profit and Loss Account	1,000,000.00	-
Less: Adjusted during the year on account of Amalgamation	-	224,955,585.00
Less: Adjusted on account of amortisation on leasehold land	-	205,474.00
Closing Balance	21,553,441.00	20,553,441.00
c. Preference Shares Redemption Reserve		
As Per Last Balance Sheet	-	-
Add: Transfer From Surplus in the Statement of Profit & Loss	7,231,250.00	-
Closing Balance	7,231,250.00	-
d. Surplus in the Statement of Profit & Loss		
As Per Last Balance Sheet	66,243,181.00	60,566,959.00
Add/(Less): Profit /(Loss) for the Year	24,390,039.00	5,676,222.00
Less: Appropriations:		
Transfer to General Reserve	1,000,000.00	-
Transfer to Preference Shares Redemption Reserve	7,231,250.00	-
Proposed Dividend on Equity Shares	3,175,500.00	-
[Rs.1.20 per share(Previous Year NIL)]		
Proposed Dividend on Preference Shares	8,677,500.00	-
[Rs.12.00 per share(Previous Year NIL)]		
Tax on Dividend	2,014,417.00	-
Closing Balance	68,534,553.00	66,243,181.00
Total	99,622,519.00	89,099,897.00

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

4. Long Term Borrowings	As At 31 March 2013		As At 31 March 2012	
	Non Current	Current Maturities	Non Current	Current Maturities
Secured				
Vehicle Loan From HDFC	-	148,344.00	148,344.00	562,955.00
Less : Amount disclosed under the head 'Other Current Liabilities' (Refer Note no.9)	-	148,344.00	-	562,955.00
Total	-	-	148,344.00	-

Maturity Profile of Long Term Borrowings	MATURITY PROFILE	
Rate of Interest (8.5%)	Below 1 Year	Total
Vehicle Loan From HDFC	148,344.00	148,344.00

- Vehicle Loans are Secured against hypothecation of related vehicle and personal guarantee of Director

(Amount in Rupees unless otherwise stated)

5. Other Long Term Liabilities	As At 31st March, 2013	As At 31st March, 2012
Security Deposit Received	3,580,000.00	3,595,000.00
Total	3,580,000.00	3,595,000.00
6. Long Term Provisions		
Provision for Employee Benefit - Leave Encashment	722,250.00	701,889.00
Total	722,250.00	701,889.00
7. Short Term Borrowings		
Secured		
(a) Working Capital Loan From Bank	60,666,056.00	52,408,233.00
Total	60,666,056.00	52,408,233.00

Nature of Security of Working Capital Loans :

Working capital loan from State Bank of India, are secured by way of hypothecation of stocks of raw material, stores, spares, stock in process, Finished Goods, including Book Debts etc, lying in Unit's works, godowns, offices, and elsewhere in units possession including the goods in transit. The above limit is further collaterally secured by way of equitable mortgage of Factory land & building situated at plot no.51-52 Malanpur Industrial Area, Distt. Bhind. (M.P.) measuring 30303.60 sft, and Factory Land and Building at Dholpur, Rajasthan, measuring 53123.60 sqmt, and hypothecation of unencumbered plant & machinery of the unit. Further secured by personal guarantee of Shri. M.K. Jain, Shri. A.K. Jain, Shri. P.K. Jain.

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

8. Trade Payables	As At 31st March, 2013	As At 31st March, 2012
Due to Micro Small and Medium Enterprises	1,995,983.00	3,911,260.00
Due to Other Supplies & Services	9,585,232.00	9,739,554.00
Total	11,581,215.00	13,650,814.00
8.1 Disclosure pertaining to Micro, Small and medium enterprises:		
S. No. Particulars		
1 Principal Amount due outstanding	1995983.00	3911260.00
2 Interest due on (1) above and unpaid	NIL	NIL
3 Interest paid to the suppliers during the year	NIL	NIL
4 Payments made to the supplier beyond the appointed day during the year	NIL	NIL
5 Interest due and payable for the period of delay	NIL	NIL
6 Interest accrued and remaining unpaid as on 31.03.2013	NIL	NIL
7 Amount of further interest remaining due and payable in succeeding year.	NIL	NIL

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by Auditors.

9. Other Current Liabilities	As At 31st March, 2013	As At 31st March, 2012
Current maturities of long-term debt (Refer Note no.4)	148,344.00	562955.00
Advance from Customers	7,103,550.00	4,428,589.00
Investor Education & Protection Fund*		
- Unclaimed dividends	401,725.00	539,385.00
Due to Directors	220,880.00	185,729.00
Other payables		
(i) Employee Related Liabilities	4,173,499.00	4,113,917.00
(ii) Statutory Liabilities	2,144,034.00	3,447,844.00
Total	14,192,032.00	13,278,419.00

* Appropriate amounts shall be transferred to Investor Education & Protection Fund if and when due

10. Short Term Provisions	As At 31st March, 2013	As At 31st March, 2012
Provision for Employee Benefit		
- Leave Encashment	261753.00	191309.00
Others		
Provision for Income Tax (Net of Advance Tax)	2,688,479.00	412,439.00
Provision for Excise Duty on Finished Goods	4,556,711.00	2,870,471.00
Proposed Dividend on Equity Shares	3,175,500.00	-
Proposed Dividend on Preference Shares	8,677,500.00	-
Tax on Proposed Dividend	2,014,417.00	-
Total	21,374,360.00	3,474,219.00



PEE CEE COSMA SOPE LIMITED

FIXED ASSETS

(Amount in Rupees unless otherwise stated)

11. FIXED ASSETS

S. Particulars No.	GROSS BLOCK			DEPERECIATION				NET BLOCK	
	As At 01/04/2012	Addition During the Period	Deduction/ Adjustments	As At 31/03/2013	Up To 01/04/2012	For the Period	Deduction/ Adjustments	Up To 31/03/2013	As At 31/03/2012
Tangible Assets									
1 Leasehold Land	743,926.00	-	-	743,926.00	9,714.00	9,714.00	-	19,428.00	734,212.00
2 Freehold Land	31,876,200.00	-	-	31,876,200.00	-	-	-	31,876,200.00	31,876,200.00
3 Building	60,051,583.00	-	-	60,051,583.00	30,774,178.00	2,587,114.00	-	26,890,291.00	29,277,405.00
4 Plant & Machinery	67,636,409.00	1,078,924.00	449,067.00	68,266,266.00	43,282,334.00	3,507,479.00	416,219.00	21,892,672.00	24,364,075.00
5 Furniture & Fixtures	11,165,138.00	320,741.00	8,950.00	11,476,929.00	9,214,246.00	328,596.00	8,122.00	1,942,209.00	1,950,892.00
6 Computer and Office Equipments	4,144,485.00	18,000.00	-	4,162,485.00	3,562,506.00	236,768.00	-	363,211.00	581,979.00
7 Vehicles	14,498,209.00	538,515.00	1,173,421.00	13,863,303.00	9,768,824.00	1,354,980.00	1,001,805.00	3,741,304.00	4,729,385.00
Total	190,115,950.00	1,956,180.00	1,631,438.00	190,440,692.00	96,611,802.00	8,024,651.00	1,426,146.00	103,210,307.00	93,504,148.00
Previous Year Figures	75,063,575.00	118,674,808.00	3,622,433.00	190,115,950.00	40,675,633.00	58,909,970.00	2,973,801.00	96,611,802.00	34,387,942.00
Capital Work in Progress								95244.00	-

(Amount in Rupees unless otherwise stated)

12. Deferred Tax Asset (Net)	Deferred tax Asset/ (Liability) As At 31 March 2012	Current year (charge)/ Credit	Deferred tax Asset/ (Liability) As At 31st March 2013
a. Difference in depreciation for accounting and income tax purpose	501,880.00	78,845.00	580,725.00
b. Provision for Leave Encashment	227,728.00	91,532.00	319,260.00
c. Expenses related to Amalgamation	572,019.00	(143,005.00)	429,014.00
Total	1,301,627.00	27,372.00	1,328,999.00

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

13. Long Term Loans & Advances	As At 31st March, 2013	As At 31st March, 2012
Capital Advance	70,410,000.00	70,410,000.00
Security Deposit Paid	956,252.00	932,735.00
Prepaid Expenses	112,874.00	103,237.00
Direct Tax Refundable (Net of Provisions)	3,216,852.00	3,365,789.00
Total	74,695,978.00	74,811,761.00
14. Other Non Current Assets		
Deposit more than twelve months	-	800,000.00
Deposit/NSC Held as security money with more than twelve months*	1,000.00	1,000.00
Interest Accrued on Deposits/NSC more than twelve months	480.00	39,118.00
Total	1,480.00	840,118.00
* Pledged with Sales Tax Department		
15. Inventories		
Raw Materials (including goods in transit Rs. NIL (previous year 62666.22)	51,022,779.00	43,812,478.00
Stock in process	4,970,453.00	6,695,320.00
Finished Goods	44,512,127.00	28,764,300.00
Stores & Spares and other materials	2,326,842.00	2,334,194.00
Total	102,832,201.00	81,606,292.00
16. Trade Receivables		
(Unsecured considered good unless otherwise stated)		
Trade receivables outstanding for a period exceeding six months from the date they are due for payment	359.00	4365.00
Other Trade Receivables	17,366,226.00	15,585,327.00
Total	17,366,585.00	15,589,692.00
17. Cash And Bank Balances		
Cash & Cash Equivalents		
Balances with Banks : - In Current Account	652,422.00	1,316,007.00
- In Deposit account with original maturity of less than three months	20,000,000.00	20,000.00
Cash on Hand	724,979.00	1,184,009.00
Stamp on hand	1,216.00	1,350.00
Total	21,378,617.00	2,521,366.00
Other Bank Balances		
Unclaimed/Unpaid Dividend Account	401,725.00	539,385.00
Deposit held as margin money with Sales Tax Department	25,178.00	25,178.00
Deposit with original maturity of more than three months but less than twelve months	400,000.00	150,000.00
TOTAL	22,205,520.00	3,235,929.00

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)		
18. Short-term loans and advances	As At 31st March, 2013	As At 31st March, 2012
(Unsecured, considered good unless otherwise stated) Advance against goods, services & others	1,093,069.00	1,478,280.00
	1,093,069.00	1,478,280.00
Balance with Government/statutory authorities	3,128,590.00	2,222,739.00
Prepaid Expenses	488,074.00	488,951.00
Total	4,709,733.00	4,189,970.00
19. Other current assets		
Interest accrued and due on Bank FDR's maturing with in twelve months	47,307.00	52,278.00
Total	47,307.00	52,278.00
20. Revenue From Operations	Year ended 31st March, 2013	Year ended 31st March, 2012
Domestic Sale	926,114,661.00	869,719,231.00
Other Operating Income	-	419,978.00
Total	926,114,661.00	870,139,209.00
20.1 Additional Information of details of product sold		
Laundry Soap	635,959,556.00	623,899,843.00
Detergent Powder	247,492,699.00	206,998,932.00
Detergent Cake	42,662,406.00	38,820,456.00
Total	926,114,661.00	869,719,231.00
21. Other Income		
Interest Income		
- on bank FDR's	45,390.00	82,991.00
- Others	34,886.00	39,467.00
Profit on Sale of Fixed Asset	78,400.00	283,391.00
Liabilities no longer required written back	50,849.00	11,509.00
Misc. Receipts	112,023.00	192,299.00
Total	321,548.00	609,657.00
22. Cost of Raw Material Consumed		
a. Opening Stock	43,812,478.00	37,646,509.00
b. Add : Purchases	652,219,263.00	646,762,123.00
c. Less : Closing Stock	51,022,779.00	43,812,478.00
Total	645,008,962.00	640,596,154.00
22.1 Additional Information of Raw Material Consumed:		
- The Consumption figures shown above are after adjusting excess and shortage ascertained on physical count, unserviceable items etc.		
- Raw Material Consumed includes consumption of packing materials		
1. Oil & Fats	299,512,393.00	317,209,034.00
2. Colour & Chemicals	244,208,472.00	221,120,992.00
3. Fillers & Additives	56,585,872.00	58,509,759.00
4. Packing Materials	44,702,225.00	43,756,369.00
Total	645,008,962.00	640,596,154.00

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

23. Change in inventories in Finished Goods and Process Stock	Year Ended 31st March, 2013	As At 31st March, 2012
CLOSING STOCK		
a. Process Goods	4,970,453.00	6,695,320.00
b. Finished Goods	44,512,127.00	28,764,300.00
	49,482,580.00	35,459,620.00
LESS : OPENING STOCK		
a. Process Goods	6,695,320.00	6,141,934.00
b. Finished Goods	28,764,300.00	22,937,967.00
	35,459,620.00	29,079,901.00
Total	14,022,960.00	6,379,719.00
23.1 Additional Information : Detail of Finished Goods and Processed Goods		
Class of Products		
Finished Goods		
1. Laundry Soap	29,568,929.00	21,279,057.00
2. Detergent Powder	10,903,168.00	5,029,572.00
3. Detergent Cake	4,040,030.00	2,455,671.00
	44,512,127.00	28,764,300.00
Process Goods		
1. Laundry Soap	4,920,509.00	6,676,784.00
2. Detergent Cake	49,944.00	18,537.00
	4,970,453.00	6,695,321.00
24. Employee Benefit Expenses		
a. Salaries, Wages, Allowances and Bonus	44,833,406.00	41,276,385.00
b. Company's Contribution to Provident and Other funds.	4,243,508.00	5,112,971.00
c. Directors Remuneration	4,143,432.00	4,067,726.00
d. Staff Welfare Expenses	918,852.00	818,130.00
Total	54,139,198.00	51,275,212.00
25. Finance Cost		
a. Interest on		
- Vehicle loan	38,845.00	84,543.00
- Working Capital Loan	5,089,285.00	5,735,818.00
b. Interest paid to Others	261,877.00	583,279.00
c. Bank Charges and Commission	257,585.00	388,935.00
Total	5,647,592.00	6,792,575.00

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

26. Other Expenses	Year Ended 31st March, 2013	Year Ended 31st March, 2012
I. Manufacturing Expenses		
a. Stores & Spares consumed	2,134,865.00	2,458,306.00
b. Power & Fuel	17,798,372.00	17,053,478.00
c. Lab Maintenance	91,629.00	84,497.00
d. Machinery Repairs	2,248,040.00	1,853,578.00
e. Factory Building Repairs	1,044,583.00	570,148.00
f. Excise duty on finished goods	4,556,711.00	2,870,471.00
Total	27,874,200.00	24,890,478.00
II. Establishment Expenses		
a. Rent	1,583,580.00	1,878,823.00
b. Rates and Taxes	195,392.00	170,650.00
c. Insurance Charges	1,094,880.00	1,078,643.00
d. Directors Sitting Fees	71,000.00	61,500.00
e. Auditors Remuneration	325,000.00	341,545.00
f. Travelling & Conveyance	2,891,099.00	2,873,447.00
g. Legal & Professional Charges	1,226,219.00	992,861.00
h. Printing & Stationery Expenses	361,016.00	351,758.00
i. Postage and Telephones	766,104.00	829,992.00
j. Electricity Expenses	604,346.00	615,371.00
k. Other Repairs	1,041,935.00	919,450.00
l. Vehicle Running & Maintenance Expenses	2,882,487.00	2,659,835.00
m. Security Service Charges	2,307,110.00	1,948,032.00
n. Charity & Donations	92,600.00	45,922.00
o. Miscellaneous Expenses	1,095,959.00	3,329,912.00
p. Loss on Sale Of Fixed Assets	-	16,549.00
Total	16,538,727.00	18,114,290.00
III. Selling Expenses :		
a. Advertisement & Publicity Expenses	5,269,167.00	3,017,692.00
b. Sales Promotion Expenses	6,505,778.00	3,916,934.00
c. Freight Charges & Forwarding Charges	24,932,781.00	24,383,301.00
d. Sales Commission & Brokerage	4,319,297.00	4,525,698.00
e. Entry Tax / Sales Tax	68,154.00	34,884.00
Total	41,095,177.00	35,878,509.00
Total (I+II+III)	85,508,104.00	78,883,277.00

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

27. Earning Per Shares	As At 31st March, 2013	As At 31st March, 2012
Profit/(Loss) after tax	24390039.00	5,676,222.00
Equity Shares outstanding at the year end	2646250.00	2646250.00
Weighted average number of Ordinary Shares used as denominator for calculating basic and diluted earnings per share	2646250.00	2646250.00
Nominal Value Per Share (Rs)	10.00	10.00
Basic Earnings Per Share	9.22	2.15
Diluted Earnings Per Share	9.22	2.15
28. Auditors Remuneration		
a. Audit Fees	325,000.00	325,000.00
b. Service Tax thereon	-	40,170.00
c. Certifications Fee	-	15,000.00
d. Service Tax thereon	-	1,545.00
Less : Cenvat credit of Service Tax availed	325,000.00	381,715.00
	-	40,170.00
Total	325,000.00	341,545.00
29. Contingent Liability		
(a) Claims against the company not acknowledge as debt		
1. Excise (including Service Tax)*	190,619,663.00	190,619,663.00
2. Sales Tax & VAT	1,557,047.00	958,140.00
3. State Levies**	1,403,603.00	1,403,603.00
4. Income Tax	9,304,761.00	5,273,101.00
(b) Guarantees		
1. FDR held as security in Sales Tax	425,178.00	25,178.00
2. NSC Held as Security in Sales Tax	1,000.00	1,000.00

*It includes amount of Rs. 18,88,86000/- which the Appellate Tribunal Central Excise & Service Tax, New Delhi treating it as prima-facie strong case in favour of the company and has stayed payment of demand and penalties as such and the management does not consider necessary to make provision for the said liability.

**The SDO Gohad has raised a demand of Rs.14,03,603.00 on the Company as charges for change of land use from agriculture to industrial in respect of its factory land measuring 7.25 acres in Malanpur Industrial Area, Malanpur District Bhind which is disputed by the Company and is still pending at the Court of Collector Bhind (M.P.).

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in Rupees unless otherwise stated)

30. Employee Benefits

The details of the Company's post-retirement benefit plans for gratuity for its employees are given below which is certified by the actuary and relied upon by auditors :

A. Gratuity

i) Movement in the liability recognized in Balance Sheet is as under:

Description	Amount (Rs.) As At 31st March, 2013	Amount (Rs.) As At 31st March, 2012
Present value of obligation at the beginning of the year	5,541,818.00	1,524,069.00
Current service cost	668,146.00	531,855.00
Interest cost	442,131.00	133,356.00
Benefit paid	(272,206.00)	(737,950.00)
Actuarial (gain) / loss on obligation	580,996.00	4,090,488.00
Present value of obligation as at the end of year	6,960,885.00	5,541,818.00
ii) Net assets / liability recognized in Balance Sheet as at 31st March, 2013		
Present value of obligation as at 31st March, 2013	6,960,885.00	5,541,818.00
Fair value of plan assets as at 31st March, 2013	9,276,280.00	8,394,200.00
(Assets)/Liabilities recognized in the Balance Sheet	(2,315,395.00)	(2,852,382.00)
iii) Amount recognized in Profit & Loss account is as under:		
Current service cost	668,146.00	531,855.00
Interest cost	442,131.00	133,356.00
Expected return on planned assets	(706,819.00)	(619,682.00)
Net actuarial (gain)/loss recognized during the year	616,280.00	4,090,488.00
Expenses to be recognized in the statement of P/L	1,019,738.00	4,136,017.00
iv) Changes in fair value of plan assets		
Fair value of plan assets at the beginning of the period	8,394,200.00	6,980,881.00
Expected return on plan assets	706,819.00	619,682.00
Contribution	482,750.00	1,531,587.00
Benefit Paid	(272,206.00)	(737,950.00)
Actuarial Gain/Loss	(35,283.00)	NIL
Fair value of plan assets at the end of the period	9,276,280.00	8,394,200.00
For determination of gratuity liability of the Company the following actuarial assumption were used.		
Discount rate	8.00%	8.75%
Future salary increase	5.00%	5.00%
Expected rate of return on planned assets	8.00%	9.15%
Method used	Projected unit credit actuarial method	Projected unit credit actuarial method

The fair value of plan assets as at 31.03.2013 is more than the present value of obligation as at 31.03.2013, therefore no adjustment have been made in the Balance Sheet. Further the amount of premium of Rs. 5,38,027 paid to LIC is debited to Profit and Loss Account.

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013
B. Leave Encashment

Provision for leave encashment in respect of unavailed leaves standing to the credit of employees is made on accrual basis. The Company does not maintain any fund to pay for leave encashment.

i) Movement in the liability recognized in Balance Sheet is as under :

(Amount in Rupees unless otherwise stated)

Description	Amount (Rs.) As At 31st March, 2013	Amount (Rs.) As At 31st March, 2012
Present value of obligation at the beginning of the year	566,648.00	212,128.00
Interest cost	45,208.00	18,561.00
Current service cost	146,560.00	95,847.00
Actuarial (gain)/loss on obligation	(53,576.00)	240,112.00
Present value of obligation at the end of the year	704,840.00	566,648.00
ii) Amount recognized in Profit & Loss account is as under :-		
Current service cost	146560.00	95847.00
Interest cost	45208.00	18561.00
Net actuarial (gain)/loss recognized during the year	(53,576.00)	240112.00
Recognized in Profit & Loss account	138192.00	354520.00
iii) Amount recognized in the Balance Sheet as at 31st March, 2013		
Present value of obligation as at 31st March, 2013	704840.00	566648.00
Current Liability	99399.00	42699.00
Non Current Liability	605441.00	523949.00
Total	704840.00	566648.00
For determination of liability in respect of leave encashment, the Company has used the following actuarial assumption.		
Discount rate	8.00%	8.75%
Future salary increase	5.00%	5.00%
Actuarial method used	Project unit credit actuarial method	Project unit credit actuarial method

Provision of leave encashment as per actuarial is less than the liability provided in books of accounts, hence the management is of the opinion that provision for leave encashment is to be made on accrual basis.

C. Provident Fund

The Company makes contribution to statutory provident fund in accordance with Employees Provident Fund and Misc. Provision Act, 1952. This is post employment benefit and is in the nature of defined contribution plan.

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013
31 Related Party Disclosure:

Details of disclosure as required by "Accounting Standard (AS) -18 on Related Party Disclosures" are as under:-

1. Entities over which Key Managerial Personnel or their relatives exercises significant influence

M/S Pee Cee Reality Builders Private Limited	
M/S Suraj Bhan Agencies Limited	
M/S Ram Shyam Investment & Trading Co Private limited	
P.C.Sons HUF	Director is Karta
M.K.Jain HUF	Director is Karta
Mayank Jain HUF	Director's Son is Karta
A.K.Jain HUF	Director is Karta
P.K.Jain HUF	Director is Karta

2. Key Management Personnel
Designation

Mr. A.K.Jain	Chairman (Executive)
Mr. P.K.Jain	Managing Director
Mr. M.K.Jain	Whole Time Director

3. Relatives Of Key Management Personnel

Sanchita Jain	Daughter of Director
Hero Devi*	Mother of Director
Asha Lata Jain	Wife Of Director
Maya Jain	Wife Of Director
Lajja Jain	Wife Of Director
Ankit Jain	Son of Director
Ankur Jain	Son of Director
Anuj Jain	Son of Director
Divya Jain	Daughter in Law of Director
Stuti Jain	Daughter in Law of Director
Shikha Jain	Daughter in Law of Director
Master Pranit	Grand Son Of Director
Mayank Jain	Son of Director

*** Note: Expired on 19.01.2013**

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

4. The following transactions were carried out with the related parties in the ordinary course of business:				
S. No.	Transaction	Entities over which Key Managerial Personnel or their relatives exercises significant influence	Key Management Personnel	Relatives of Key Management Personnel
1	Trading Sale Suraj Bhan Agencies Limited	242,977,366.00 (229,590,524.00)	Nil (Nil)	Nil (Nil)
2	Remuneration paid (Including Perquisites) Shri A.K.Jain Shri M.K.Jain Shri P.K.Jain Sanchita Jain Ankur Jain		1,359,221.00 (1,345,733.00) 1,428,663.00 (1,371,757.00) 1,355,548.00 (1,350,236.00)	Nil (207,747.00) Nil (257,169.00)
3	Board Meeting Fees M.K.Jain Mayank Jain		NIL (7,500.00) NIL (8,000.00)	
4	Rent Paid Pee Cee Reality Builders Private Limited	674,160.00 (661,800.00)		
5	Interest Paid Ram Shyam Investment & Trading Co. Pvt. Ltd. Mayank Jain Sanchita Jain Hero Devi P.C.Sons HUF	NIL (36,630.00) NIL (52,356.00)	NIL (43,726.00)	NIL (116,603.00) NIL (87,260.00)
6	Loan Taken Ram Shyam Investment & Trading Co. Pvt. Ltd. Mayank Jain Sanchita Jain Hero Devi P.C.Sons HUF	NIL (1,000,000.00) NIL (1,500,000.00)	NIL (1,500,000.00)	NIL (4,000,000.00) NIL (2,500,000.00)
7	Loan Repaid Ram Shyam Investment & Trading Co Pvt. Ltd. Mayank Jain	NIL (1,000,000.00)	NIL (1,500,000.00)	



NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

	Sanchita Jain			NIL (4,000,000.00)
	Hero Devi			NIL (2,500,000.00)
	P.C.Sons HUF	NIL (1,500,000.00)		
8	Issue of Equity Shares			
	A.K.Jain		NIL (985,840.00)	
	M.K.Jain		NIL (690,640.00)	
	P.K.Jain		NIL (1,170,010.00)	
	Mayank Jain		NIL (520,000.00)	
	Asha Lata Jain			NIL (942,500.00)
	Maya Jain			NIL (975,000.00)
	Lajja Jain			NIL (812,500.00)
	M.K.Jain HUF	NIL (1,300,000.00)		
	Mayank Jain HUF	NIL (65,000.00)		
	A.K.Jain HUF	NIL (487,500.00)		
	P.K.Jain HUF	NIL (942,500.00)		
	P.C.Sons HUF	NIL (650,000.00)		
	Divya Jain			NIL (520,000.00)
	Stuti Jain			NIL (308,750.00)
	Shikha Jain			NIL (300,620.00)
	Master Pranit			NIL (536,250.00)
	Ankit Jain			NIL (2,134,140.00)
	Ankur Jain			NIL (524,060.00)
	Anuj Jain			NIL (524,060.00)
9	Issue of Preference Shares			
	A.K.Jain		4,929,200.00 (NIL)	
	M.K.Jain		3,453,100.00 (NIL)	
	P.K.Jain		5,850,000.00 (NIL)	
				-

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

Asha Lata Jain			4,712,500.00 (NIL)
Maya Jain			4,875,000.00 (NIL)
Lajja Jain			4,062,500.00 (NIL)
M.K.Jain HUF	6,500,000.00 (NIL)		
Mayank Jain HUF	325,000.00 (NIL)		
A.K.Jain HUF	2,437,500.00 (NIL)		
P.K.Jain HUF	4,712,500.00 (NIL)		
P.C.Sons HUF	3,250,000.00 (NIL)		
Divya Jain			- 2,600,000.00 (NIL)
Stuti Jain			1,543,700.00 (NIL)
Shikha Jain			1,503,100.00 (NIL)
Master Pranit			2,681,300.00 (NIL)
Ankit Jain			10,670,700.00 (NIL)
Ankur Jain			2,620,300.00 (NIL)
Anuj Jain			2,620,300.00 (NIL)
Mayank Jain			2,600,000.00 (NIL)
10 Outstanding balance			
Trade Receivable			
Suraj Bhan Agencies Limited	13,513,215.00 (10,362,573.00)	Nil (Nil)	Nil (Nil)
11 Advance For Land Purchase			
M/S Pee Cee Reality Private Limited	45,000,000.00 (45,000,000.00)	Nil (Nil)	Nil (Nil)
12 Remuneration Payable Accounts			
A.K.Jain		64,880.00 (65,353.00)	
M.K.Jain		68,000.00 (52,376.00)	
P.K.Jain		88,000.00 (68,000.00)	
13 Security Deposit			
Suraj Bhan Agencies Limited	2,100,000.00 (2,100,000.00)		

NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

32. The Company has only one business segment of Manufacturing and accordingly the disclosure requirements as prescribed in the Accounting Standard-17 on segment reporting are not applicable to the company.
33. Inventories, loans & advances, trade receivables and other current/non current assets are in the opinion of the management do not have a value on realization in the ordinary course of the business, less than the amount at which they are stated in the Balance Sheet. The classification of assets and liabilities between current and non current have been made based on management perception as to its recoverability / settlement and other criteria as set out in the revised schedule VI to the Companies Act 1956.
34. Balance in trade receivables, trade payables, current / non current advances given / received are subject to reconciliation and confirmation from respective Parties. The balance of said trade receivables, trade payables, current / non current advances given / received are taken as shown by the books of accounts. The ultimate outcome of such reconciliation and confirmation cannot presently be determined.
35. Previous year figures have been re-grouped and re-arranged wherever so required.
36. All notes number 1-34 forms an integral part of the financial statements.

As per our Report of even date attached

For **Doogar & Associates**
Chartered Accountants

(CA. UDIT BANSAL)
Partner
(Firm Reg No. 000561N)
Place : Agra
Dated : 29th May, 2013

For and on behalf of the Board

A.K.Jain	Executive Chairman
P.K. Jain	Managing Director
M.K. Jain	Director
N.C. Jain	Director
A.A. Abdi	Company Secretary



PEE CEE COSMA SOPE LIMITED

"Padam Deep", G-10/8, Sanjay Place, Agra-282 002

PROXY FORM

Folio/Client I.D. No.

No. of Shares held

I/We

Of

being a Member/Members of PEE CEE COSMA SOPE LIMITED hereby appoint

..... or failing him of

as my/our proxy in my/our absence to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Thursday the 26th day of September, 2013 at 3.00 P.M. And at any adjournment thereof.

Signed this day of 2013.

For Office Use

Proxy No.

Date of Receiving

No. Of Shares

**AFFIX
Re. 1.00
REVENUE
STAMP**

Note : The Proxy must be deposited at the Registered Office of the Company not later then 48 hours before the commencement of the Meeting.



PEE CEE COSMA SOPE LIMITED

"Padam Deep", G-10/8, Sanjay Place, Agra-282 002

ATTENDANCE SLIP

Folio/Client I.D. No.

Full Name of the Shareholder

No. of Shares held

Full Name of Proxy

I hereby record my presence at the Twenty Sixth Annual General Meeting of the Company held on Thursday the 26th day of September, 2013 at 3.00 P.M. at **HOTEL ASHISH PALACE, Fatehabad Road, Agra.**

Signature of Shareholder/Proxy

This slip may please to handed over at the entrance of the Meeting Hall.