SVC
SUPERCHEM
LIMITED

Regd. Off.: 301, Shubham Centre - 1, Near Holy Family Church, 491, Cardinal Gracious Road, Andheri (East), Mumbai 400 099.
Tel.: 0091-22-2832 4296 / 2821 5078 • Fax : 0091-22-2825 2125 • Email : svcsuperchemltd@vsnl.net
CIN : L23201MH1989PLC053232 Website : http/www.svcsuperchemltd.com Email ID : svcsuperchemltd@gmail.com

To,

4th Oct., 2016

BSE Limited
25th Floor, P.J. Tower,
Dalal Street, Mumbai – 400 023.

Dear Sir,

Sub: Annual Report for the financial year 2015-2016

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are enclosing herewith Annual Report of the Company for the financial year 2015-2016.The same has been approved by the shareholders in the Annual General Meeting of the Company held on 28th September,2016.

Kindly take the same on record.

Thanking you,

Yours faithfully,
SVC Superchem Limited

Kloshi

Kalyani Joshi
Compliance Officer

SVC SUPERCHEM LIMITED

ANNUAL REPORT 2015-2016

SVC SUPERCHEM LIMITED
Corporate Information

BOARD OF DIRECTORS :

Mr. Suresh V. Chaturvedi, Promoter Director
(DIN-00577689)

Mr. I.G. Mehrotra, Non – Executive & Independent Director
(DIN – 00579544)

Dr. P.P. Shastri, Non-Executive & Independent Director
(DIN- 02199254)

Mr. Jaffar Imam, Non- Executive & Independent Director
(DIN- 00579549)

Mr. G.S. Dahotre, Non-Executive & Independent Director
(DIN -00009789)

Ms. Abha Ravi, Non-Executive Director
(DIN- 07127554)

BOARD COMMITTEES :

AUDIT COMMITTEE
Mr. G.S. Dahotre - Chairman
Dr. P.P. Shastri - Member
Mr. I.G. Mehrotra - Member

STAKEHOLDERS RELATIONSHIP COMMITTEE :
Mr. Suresh V. Chaturvedi - Chairman
Mr. Jaffar Imam - Member
Mr. G.S. Dahotre - Member

NOMINATION AND REMUNERATION COMMITTEE :
Mr. G.S. Dahotre - Chairman
Mr. Jaffar Imam - Member
Mr. I.G. Mehrotra - Member

CHIEF FINANCIAL OFFICER :

Mr. Sanjay Agarwal

COMPLIANCE OFFICER / COMPANY SECRETARY :

Ms. Kalyani Joshi

AUDITORS :

M/s. B.M. Chaturvedi & Co.
Chartered Accountants
32, Jolly Maker Chambers II,
Nariman Point, Mumbai – 400 021.

REGISTERED OFFICE:

301-A, Shubham Centre-1,
491, Cardinal Gracious Road,
Andheri (East), Mumbai – 400 099.

PLANT :

Chhata – Barsana Road,
Chhata, Dist. – Mathura,
Uttar Pradesh - 281 401.

REGISTRAR AND TRANSFER AGENT :

M/s. Sharex Dynamic (India) Private Limited
Unit-1, Luthra Indus. Premises, 1st Floor,
44-E, M. Vasanji Marg,
Andheri –Kurla Road, Safed Pool,
Andheri (East), Mumbai – 400 072.

LISTING OF EQUITY SHARES :

BSE Limited,
Phiroze Jeejeebhoy Tower,
Mumbai – 400 001.
BSE Scrip code - 524488

INVESTOR EMAIL ID :

svcsuperchemltd@gmail.com

CORPORATE IDENTITY NUMBER :

L23201MH1989PLC053232

WEBSITE :
www.svcsuperchemltd.com

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the Members of **SVC Superchem Limited** will be held on 28th September, 2016 at 03.00 p.m. at Indian Merchants` Chamber, Walchand Hirachand Hall, 4th Floor, LNM IMC Building, Churchgate, Mumbai- 400 020 to transact the following business:-

ORDINARY BUSINESS: -

1. To receive, consider and adopt the Audited Statement of Accounts for the financial year ended 31st March, 2016 and the Balance Sheet as at that date and the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Ms. Abha Ravi (DIN - 07127554), who retires by rotation and being eligible, offers herself for re-appointment.

3. To appoint Auditors who shall hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration. The retiring Auditors, M/s. B.M. Chaturvedi & Co., Chartered Accountants,**(ICAI Registration No. 114317W)** are eligible for re-appointment and have given a written certificate as per Section 141 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014.

By Order of the Board of Directors
For **SVC Superchem Limited**

Suresh V. Chaturvedi
Director

Place: Mumbai
Date: 30th July, 2016

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

2. Proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith.

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

4. The Register of Members and the Share Transfer Books of the Company shall remain closed from 23rd September, 2016 to 28th September, 2016 (both days inclusive).

5. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays and Sundays between 11.00 a.m. and 3.00 p.m. upto the date of the Annual General Meeting.

6. The Members/ Proxies are requested to bring their attendance slip duly filled along with the copy of Annual Report to the Meeting.

7. Members are requested to notify to the Company any change in their addresses specifying full address in block letters with pin code of the post office and their Folio No. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

9. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, forms integral part of the notice. Requisite declarations have been received from the Directors for his appointment/ reappointment.

10. Shareholders seeking any information with regard to Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.

11. Members who hold the shares in dematerialized form are requested to write their client ID and DP ID and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.

12. In case of joint holders, attending the meeting, only such joint-holder who is higher in the order of names will be entitled to vote.

13. As part of the Green Initiative circulars issued by the Ministry of Corporate Affairs, the Notice and Annual Report of the Company are being sent to the shareholders on their respective mail addresses. However, shareholders requiring a physical copy of the Annual Report may write to the Company at its registered office at 301, 3rd Floor, Shubham Centre-1, 491, Cardinal Gracias Road, Andheri (East), Mumbai - 400099.

14. Electronic copy of the Notice of the 25th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form

is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 25th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

15. Members may also note that the Notice of the 25th Annual General Meeting and the Annual Report for 2015-16 will also be available on the Company's website www.svcsuperchemltd.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: svcsuperchemltd@gmail.com

16. Voting through **electronic means**

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered at the 25th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on September 25, 2016 (10:00 am) and ends on September 27th, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 21st, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

(I) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iii) Click on Shareholders.

(iv) Now Enter your User ID
a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bk Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant <SVC Superchem Limited> on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholderscan also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to help desk. evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

17. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

18. M/s. Ranjeet Kumar Sharma & Associates, a practising Company Secretary (Certificate of Practice 13241) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

19. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

20. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and

shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

21. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.svcsuperchemltd.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

22. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

By Order of the Board of Directors
For **Svc Superchem Limited**

Suresh V. Chaturvedi
Director

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Re-appointment of Ms.Abha Ravi (Item No. 2)

Name of the Director	Ms. Abha Ravi
Qualification	Diploma in Occupational Therapy with Masters in Arts, specializing in Political Science.
Date of Appointment	24th March, 2015
Profile and expertise	Instrumental in encouraging occupational therapists to think beyond just occupational performance and address other modes of occupational interaction such as occupational deprivation, competence, and justice.
Directorship held in other companies	Nil
Committee position held in other companies	Nil
Shareholding (No. of equity shares)	Nil

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors present the 25th Annual Report together with the Audited Statement of Accounts of the Company for the financial year ended 31st March, 2016.

FINANCIAL RESULTS:

Like earlier years Company's PTA plant is closed this year too. As the plant of the Company is closed for more than 15 years the Company had no manufacturing, trading or service activities during the financial year ended 31st March, 2016 also and as such no Profit & Loss Account has been prepared for the above financial year and all the expenditure incurred has been added to Capital-work-in progress Account. However, the Company has prepared & submitted financial results to BSE in the prescribed format as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

PROJECT:

Company's plant has been closed since September, 2000 and with the passage of time, inspite of time to time maintenance by the Company and in the absence of any operation since, then, the corrosion is taking place in the plant due to climatic and cyclonic conditions in the area. Company has not issued any shares or debentures to public after its initial public issue in 1994. These funds were fully utilized by March, 1996. Subsequently, due to non-availability of loan fund from banks, plant could not commence production. In order to protect the interest of the shareholders, stake holders, employees and the national assets worth hundreds of Crores of investment, the Company has made necessary security arrangements this year too and Company is trying its best through investors to settle the lenders in order to revive the business activity, see report on Management Discussion and Analysis Report.

DIVIDEND:

Your Directors have not recommended any dividend on equity shares for the year under review as the company is still at the pre-commencement stage.

STATE OF COMPANY'S AFFAIRS:

As the plant of the Company is closed for more than 15 years the Company had no manufacturing, trading or service activities during the financial year ended 31st March, 2016.

AGREEMENT WITH STRATEGIC INVESTOR

The Company has entered into an agreement with Strategic Investor to take over the loans from all its existing lenders directly or indirectly through other agencies and has agreed to pay as per Strategic Investment Agreement within 24 months from the date of 100 % loans taken over by investor directly or indirectly.

DETAILS OF SIGNIFICATION AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATIONS IN FUTURE:

In the year under review no material order has been passed by above said authorities impacting the going concerned status.

INTERNAL FINANCIAL CONTROL:

The Company has internal control system commensurate with the size, scale and complexity of its operation. The Company has appointed Mr. S.K. Khandelwal, Chartered Accountants as the Internal Auditor at a remuneration of Rs. 60,000/- p.a. in compliance with section 138 of the Companies Act, 2013. The scope of audit and the outcome of the audit are reviewed by Audit Committee at regular interval.

FIXED DEPOSITS:

We have not accepted any fixed deposit and as such no amount of principal or interest was outstanding as on the date of balance sheet date.

STATURORY AUDITORS:

M/s B. M. Chaturvedi & Co., Chartered Accountants, the Company's Auditors, retire at the conclusion of the ensuing Annual General Meeting. They have given their consent to act as Auditors of the Company if re-appointed and have confirmed that their appointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013. As required under Regulation 33 (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

AUDITOR'S REPORT:

The observations by the Auditors in their report are self-explanatory and, in the opinion of the Board, do not require any further explanation.

SHARE CAPITAL:

At present we have only one class of shares i.e. equity shares of Rs. 10 each. Our authorized share capital is Rs. 170 Crores divided into 17 Crores equity shares of Rs. 10 each. The issued, subscribed and paid-up capital of the Company is Rs. 161.86 Crores as on March 31, 2016.

EXTRACT OF THE ANNUAL RETURN:

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as **Annexure – "A"**

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Your Company has taken sufficient care in the technical design of your PTA plant to optimize the energy consumption to the maximum. After achieving commercial production, based on our actual experience, improvements to the process and technology will be made through our Technical Services and R & D Departments towards further optimization.

FOREIGN EXCHANGE EARNINGS & OUTGO:

The Company has not utilized any foreign exchange and has not earned any foreign exchange during the financial year ended 31st March, 2016.

CORPORATE SOCIAL RESPONSIBILTIY:

The Provision with respect to Corporate Social Responsibility is not attracted to the Company as the PTA plant of the Company is still at the pre-commencement state and has not earned any profit / income.

PERSONNEL:

There is no employee covered pursuant to section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of employees) Rules, 1975 as amended. Hence no particulars are given.

DIRECTORS:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company Ms. Abha Ravi, Director of the company retires by rotation at the ensuing Annual General Meeting and being eligible offer herself for re-appointment. Details about Ms. Abha Ravi are given in the Notice of the ensuring Annual General Meeting sent to the shareholders along with the Annual Report.

DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY:

A declaration by an Independent Directors have been received stating that they meet the criteria of independence as provided in sub-section (6) of section 149 of the Companies Act, 2013. An independent director shall hold office for a maximum term upto five consecutive years on the Board of a Company.

FORMAL ANNUAL EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and Regulations 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as evaluation of the working of its Audit, Nomination and Remuneration Committee.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

During the year 5 Board Meetings and 4 Audit Committee Meetings were conveyed and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

AUDIT COMMITTEE:

The Audit Committee acts as a link between the statutory an internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

STAKEHOLDER RELATIONSHIP COMMITTEE:

Your Company believes that its members are amongst its most important stakeholder. The Stakeholder Relationship Committee of the Company consists of Mr. Suresh V. Chaturvedi, Mr. Jaffar Imam and Mr. G.S. Dahotre.

NOMINATION AND REMUNERATION COMMITTEE:

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, senior management and their remuneration. The Nomination and Remuneration Committee consist of Mr. G.S. Dahotre, Mr. Jaffar Imam and Mr. I.G. Mehrotra.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blower can raise concerns relating to Reportable Matters (as defined in the policy) such as breach of SVC Superchem Code of Conduct, fraud, bribery, corruption, employee misconduct, illegality, health and& safety, environmental issues and wastage/ misappropriation of bank funds/assets, etc. Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provides for adequate safe guardsagainst victimization of Whistle Blower who avail of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases.

The functioning of the Vigil Mechanismis reviewed by the Audit Committee from time to time. None of the Whistle Blower have been denied access to the Audit Committee of the Board. The details of the Whistle Blower Policy are available on the website of the Company i.e. www.svcsuperchemltd.com

CONTRACT / ARRAGEMENT WITH RELATED PARTIES:

All related party transactions that were entered during the financial year were in ordinary course of the business of the company and were on arm's length basis. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have potential conflict with the interest of the Company. The policy on materiality of Related Party Transactions is uploaded on the website of the company.

MANAGERIAL REMUNERATION:
In order to control expenses as advised by the shareholders in the earlier Annual General Meeting, the Company did not appoint any Managing Director / Whole-time Director or manager as required under section 197 of the Companies Act, 2013.

SECRETARIAL AUDIT REPORT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Ranjeet Kumar Sharma, a practicing Company Secretaries in practice to undertake the Secretarial Audit of the Company. The report of the Secretarial Audit is annexed herewith as **"Annexure B"**.

MANAGEMENT, DISCUSSION AND ANALYSIS:

Separate section on Management, discussion and analysis forming part of the Directors' report is annexure as **Annexure "C"**.

FRAUD REPORTING:

During the year under review the Company has not reported to the Audit Committee / Board fraud of any nature.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new actthe Sexual Harassment of Women at workplace (prevention, prohibitionWorkplace (Prevention, Prohibition and Redressal) Act, 2013 have been notified on 9th December, 2013. Under the said Act, every company is required to set up Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

The Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year, Company has not received any complaint of sexual harassment.

DIRECTORS' RESPONSIBILITY STATEMENT:
As required u/s 134 (5) of the Companies Act, 2013, the Directors confirm that;

I. In the preparation of the annual accounts for the year ended 31st March 2016, the applicable accounting standards have been followed along with explanation relating to material departures;

II. They have selected such accounting policies and applied them consistently except for the non-provision of interest on all secured loans as mentioned in Note No. 16 forming part of the Balance Sheet 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 on 31st March 2016;

III. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

IV. The Directors have prepared the annual accounts for the financial year ended 31st March, 2016 on a going concern basis.

V. They have laid down 'internal financial controls' to be followed by the Company and that such internal financial control are adequate and were operating effectively.

VI. The directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

CORPORATE GOVERNANCE:

The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance, in terms of Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with. A separate report on Corporate Governance is being incorporated as a part of the Annual Report along with a certificate from the Auditors of the Company regarding Compliance of the conditions of Corporate Governance which is annexed to the Directors' Report.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT:

As directed by the Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital is being carried out at the specified periodicity by the practicing Company Secretary. The findings of the Reconciliation of Share Capital Audit are regularly taken at the Board Meeting, besides submitting it to the Bombay Stock Exchange Limited.

CODE OF CONDUCT:

The Board has adopted, the Code of Ethics and Business for the Non-Executive Directors as also for the employees and other Members of Senior Management. The said code has been communicated to all the Directors and Members of the Senior Management. Board Members and Senior Management personnel have affirmed compliance with the Code for the financial year 2015-16.

CEO / CFO CERTIFICATION:

As there is no CEO in the company, CFO of the Company have certified to the Board of Directors, *inter alia*, the accuracy of financial statements and adequacy of internal controls for the financial reporting as required under Regulation 17(8) of the Listing Regulations for the year ended 31st March, 2016.

INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015and Companies Act, 2013 with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares beyond threshold limits. Further, it prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

The disclosures obtained under the code are submitted to the Bombay Stock Exchange Limited, Mumbai from time to time. The Company regularly follows the system of Share Trading Window mechanism as per the Insider Regulation.

DEMATERIALISATION OF SHARES:

As part of its efforts to provide better investor services, your Company has admitted its equity in the Depository System of the National Securities Depositories Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) since 7.3.2000 and 23.3.2000 respectively and has offered investors the facility to hold the shares in electronic form and enter into script less trades. Your Company has always paid utmost attention to improve investor's relationship. As on 31st March, 2016 approx. 84.80 % of the total shares of the Company has already been dematerialized.

ACKNOWLEDGEMENT:

Your Directors would like to place on record their sincere thanks for the co-operation and support received from various agencies of the Central and State Governments, all Shareholders and Creditors.

Your Directors also take this opportunity to place on record their appreciation of the dedication and sense of commitment shown by the officers and employees of the Company at all levels.

For and on behalf of the Board

Suresh V. Chaturvedi
Director

Place: Mumbai.
Date: 30th July, 2016

Annexure - A

FORM NO. MGT-9	
EXTRACT OF ANNUAL RETURN	
as on the financial year ended on 31.03.2016	
Pursuant to section 92(3) of the Companies Act, 2013 read with rule 12(1) of the Companies (Management and Administration) Rules, 2014	
I. REGISTRATION AND OTHER DETAILS:	
CIN	**L23201MH1989PLC053232**
Registration Date	**29/08/1989**
Name of the Company	**SVC SUPERCHEM LIMITED**
Category / Sub-Category of the Company	**Company Limited by Shares/ Indian Non-Government Company**
Address of the Registered office and contact details	**301-A, Shubham Centre-1, 3rd Floor, Near Holy Family Church, 491, Cardinal Gracias Road, Andheri (East), Mumbai-400099**
Whether listed company Yes / No	**Yes**
Name, Address and Contact details of 'Registrar and Transfer Agent, if any	**M/s Sharex Dynamic (India) Pvt Ltd. Unit –1, Luthra Ind. Premises, 1st Floor, 44-E, M. Vasanji Marg, Andheri-Kurla Road, Safed Pool, Andheri (East), Mumbai –400 072.**

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

S.No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Petroleum and Petrochemicals	0113	N.A. *

* The Company is yet to commence the commercial production

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name And Address Of The Company	CIN/ GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.	Akhill Marketing Private Limited	U51900 Mh1992 PTC064 864	Associate	4.936	2 (6)
2	Anaya Global Suppliers Private Limited	U51900 Mh1989 PTC052 894	Associate	5.822	2 (6)
3	Chaturvedi Engineering and Trading Pvt. Ltd.	U28920 Mh1987 PTC044 265	Associate	0.153	2 (6)
4	SVC Growth Funds Private Limited	U65990 Mh1984 PTC034 068	Associate	7.589	2 (6)

I. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)									
I)-wise Share Holding Category									
Category of Shareholders	No. of Shares held at the beginning of the year 01/04/2015				No. of Shares held at the end of the year 31/03/2016				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTER'S									
(1). INDIAN									
(a). individual	18609821	12636500	31246321	19.158	25038321	6208000	31246321	19.158	0
(b). Central Govt.									0
(c). State Govt(s).	0	0	0		0	0	0		0
(d). Bodies Corpp.	27862816	10195500	38058316	23.335	37608316	450000	38058316	23.335	0
(e). FIINS/BANKS.	0	0	0		0	0	0		0
(f). Any Other		0				0			0
Sub-total (A) (1):-	**46472637**	**22832000**	**69304637**	**42.493**	**62646637**	**6658000**	**69304637**	**42.493**	**0**
(2). FOREIGN									
(a). Individual NRI / For Ind	0	0	0	0	0	0	0	0	0
(b). Other Individual	0	0	0	0	0	0	0	0	0
(c). Bodies Corporates	0	0	0	0	0	0	0	0	0
(d). Banks / FII	0	0	0	0	0	0	0	0	0
(e). Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(f). Any Other Specify	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**46472637**	**22832000**	**69304637**	**42.493**	**62646637**	**6658000**	**69304637**	**42.493**	**0**
(B) (1). PUBLIC SHAREHOLDING									
(a). Mutual Funds	0	39600	39600	0.024	0	39600	39600	0.024	0
(b). Banks / FI	50	0	50	0	50	0	50	0	0
(c). Central Govt.									
(d). State Govt.	0	0	0		0	0	0		0
(e). Venture Capital Funds	1050	0	1050		1050	0	1050	0.001	0
(f). Insurance Companies	0	14800	14800	0.001	0	14800	14800	0.009	0
(g). FIIs	0	0	0	0.009	0	0	0		0
(h). Foreign Venture Capital Funds	0	0	0		0	0	0		0
(i). Others (specify)	0	0	0		0	0	0		0
Sub-total (B)(1):-	**1100**	**54400**	**55500**	**0.034**	**1100**	**54400**	**55500**	**0.034**	**0**

2. Non -Institutions									
(a). BODIES CORP.									
(i). Indian	17490635	1629000	19119635	11.723	17817827	1627800	19445627	11.923	0.2
(ii). Overseas									
(b). Individuals									
(I) Individual shareholders holding nominal share capital upto Rs.1 lakh	26068514	15335617	41404131	25.386	25723688	15263717	40987405	25.131	0.255
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	30907417	565250	31472667	19.297	31402352	565250	31967602	19.601	0.304
(c). Other (specify)									
Non Resident Indians	744226	602700	1346926	0.826	691501	597500	1289001	0.79	0.036
Overseas Corporate Bodies	0	19700	19700	0.012	0	19700	19700	0.012	0
Foreign Nationals		0				0			0
Clearing Members	372156	0	372156	0.228	25880	0	25880	0.016	0.212
Trusts		0				0			0
Foreign Bodies -D R		0				0			0
Sub-total (B)(2):-	**75582948**	**18152267**	**93735215**	**57.472**	**75661248**	**18073967**	**93735215**	**57.473**	**0.001**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**75584048**	**18206667**	**93790715**	**57.506**	**75662348**	**18128367**	**93790715**	**57.507**	**0.001**
C. Shares held by Custodian for GDRs & ADRs	**0**	**0**	**0**	**0.000**	**0**	**0**	**0**	**0.000**	**0**
Grand Total (A+B+C)	**122056685**	**41038667**	**163095352**	**100.00**	**138308985**	**24786367**	**163095352**	**100.00**	**0**

(ii) Shareholding of Promoters

SR No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2015			Share holding at the end of the Year 31/03/2016			% change inshare holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	**Alka Chaturvedi**	7862721	4.821	2.112	7862721	4.821	0	0
2	**Advait Chaturvedi**	8595800	5.27	1.226	8595800	5.27	0.623	0
3	**Ambuj Chaturvedi**	8595800	5.27	1.226	8595800	5.27	0	0
4	**Akhill Marketing Private Limited**	8050000	4.69	0.123	8050000	4.936	0	0
5	**Chaturvedi Eng. & Trad Pvt Ltd**	250000	0.153	0.153	250000	0.153	**0**	0
6	**Krishna Suppliers Pvt Ltd**	7885263	4.834	0.153	7885263	4.835	0	0
7	**Svc Growth Fund Pvt Ltd**	12377553	7.589	0	12377553	7.589	0	0
8	**Suresh Chaturvedi (HUF)**	2000000	1.226	0	2000000	1.226	0.613	0
9	**Suresh Chaturvedi**	4192000	2.57	0	4192000	2.57	**0**	0
10	**Krishna Advisors Pvt Ltd**	9495500	5.819	5.822	9495500	5.819	0	0

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2015			Share holding at the end of the Year 31/03/2016			
		No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total Shares of the company	Date	Increasing / Decreasing in share holding	Reason	No. of Shares	% of total Shares of the company
Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

sr. no	Name	No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total Shares of the company	Date	Increasing / Decreasing in share holding	Reason	No. of Shares	% of total Shares of the company
1	Ganges Leasing And Finance Company	1444480	0.886	01-04-2015				
	Closing Balance			31-03-2016			1444480	0.886
2	Krishna Advisors Pvt Ltd	9495500	5.822	30-10-2015				
	Closing Balance			31-03-2016			9495500	5.822
3	Leo Plasto Chem Pvt Ltd	6579865	4.034	01-04-2015				
	Closing Balance			31-03-2016			6579865	4.034
4	Clever Fabric Fashions Pvt Ltd	1929462		01-04-2015				
	-Closing Balance			31-03-2016			1929462	1.183
5	Ganesh Computronics Pvt Ltd	4000000	2.453	01-04-2015				
	Closing Balance			31-03-2016			4000000	2.453
6	Amrex Marketing Pvt Ltd	600000	0.368	01-04-2015				
				03-07-2015	-50000	Transfer	550000	0.337
				17-07-2015	-78541	Transfer	471459	0.289
				24-07-2015	-550	Transfer	470909	0.289
				18-12-2015	-111660	Transfer	359249	0.22
				25-12-2015	-134249	Transfer	225000	0.138
				08-01-2016	-41500	Transfer	183500	0.113
	Closing Balance			31-03-2016			183500	0.113
7	Vijaykumar Babulal Shah	577286	0.354	01-04-2015				
				10-04-2015	5000	Transfer	582286	0.357
				17-04-2015	199	Transfer	582485	0.357
				24-04-2015	2500	Transfer	584985	0.359
				26-06-2015	-10535	Transfer	574450	0.352
				31-07-2015	5000	Transfer	579450	0.355
				04-09-2015	52400	Transfer	631850	0.387
				23-10-2015	21850	Transfer	653700	0.401
				06-11-2015	20000	Transfer	673700	0.413
				13-11-2015	9100	Transfer	682800	0.419

				18-12-2015	6500	Transfer	689300	0.423
				31-12-2015	30000	Transfer	719300	0.441
				08-01-2016	7000	Transfer	712300	0.437
				18-03-2016	2503	Transfer	714803	0.438
	- Closing Balance			31-03-2016	2414	Transfer	717217	0.44
8	**Khoyani Bhavesh Keshavlal**	592062	0.363	01-04-2015				
	Closing Balance			31-03-2016			592062	0.363
9	**Rajeshkumar Vallabhdas Shah**	515594	0.316	01-04-2015				
				10-04-2015	4000	Transfer	519594	0.319
				17-04-2015	2000	Transfer	521594	0.32
				24-04-2015	2000	Transfer	523594	0.321
				01-05-2015	1000	Transfer	524594	0.322
				08-05-2015	2852	Transfer	527446	0.323
				22-05-2015	554	Transfer	528000	0.324
				12-06-2015	4000	Transfer	532000	0.326
				19-06-2015	1000	Transfer	533000	0.327
				03-07-2015	3000	Transfer	536000	0.329
				10-07-2015	2000	Transfer	538000	0.33
				24-07-2015	1000	Transfer	539000	0.33
				14-08-2015	1000	Transfer	540000	0.331
				21-08-2015	4500	Transfer	544500	0.334
				28-08-2015	1400	Transfer	545900	0.335
				04-09-2015	1000	Transfer	546900	0.335
				11-09-2015	6594	Transfer	553494	0.339
				09-10-2015	3506	Transfer	557000	0.342
				16-10-2015	2785	Transfer	559785	0.343
				23-10-2015	1715	Transfer	561500	0.344
				06-11-2015	2500	Transfer	564000	0.346
				27-11-2015	1000	Transfer	565000	0.346
				04-12-2015	8904	Transfer	573904	0.352
				11-12-2015	4096	Transfer	578000	0.354
				25-12-2015	3000	Transfer	581000	0.356
				31-12-2015	4000	Transfer	585000	0.359
				08-01-2016	3000	Transfer	588000	0.361
				22-01-2016	2888	Transfer	590888	0.362
				29-01-2016	2500	Transfer	593388	0.364
				26-02-2016	8500	Transfer	601888	0.369
				04-03-2016	2000	Transfer	603888	0.37
				11-03-2016	5650	Transfer	609538	0.374
				25-03-2016	462	Transfer	610000	0.374
	- Closing Balance			31-03-2016	1000	Transfer	611000	0.375
10	**Anita Chaturvedi**	1799962	1.104	01-04-2015				
	- Closing Balance			31-03-2016			1799962	1.104
11	**Ranjeet Chaturvedi**	2500000	1.533	01-04-2015				
	- Closing Balance			31-03-2016			2500000	1.533

(v) Shareholding of Directors and Key Managerial Personnel:

		Shareholding at the beginning of the year 01/04/2015		Cumulative Shareholding during the year 31/03/2016	
sr. no	**Suresh V. Chaturvedi**	**No. of shares**	**% of total shares of the company**	**No. of shares**	**% of total shares of the company**
	At the beginning of the year	41,92,000	2.570	41,92,000	2.570
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	00.00	00.00	00.00	00.00
	At the End of the year	41,92,000	2.570	41,92,000	2.570

I. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits (Rs in Lacs)	Unsecured Loans (Rs in Lacs)	Deposits (Rs in Lacs)	TotalIndebtedness (Rs in Lacs)
Indebtedness at the beginning of the financial year				
i) Principal Amount	51192.52	3521.79	00.00	54714.31
ii) Interest due but not paid	5971.53	00.00	00.00	5971.53
iii) Interest accrued but not due				
Total (i+ii+iii)	57164.05	3521.79	00.00	60685.84
Change in Indebtedness during the financial year				
Principal				
• Addition	5971.53	203.25	00.00	6174.78
• Deletion	32.25	12.50	00.00	44.75
Interest				
• **Addition**	00.00	00.00	00.00	----
• Reduction	5971.53	00.00	00.00	5971.53
Net Change	(32.25)	190.75	0	158.50
Indebtedness at the end of the financial year				
i) Principal Amount	57131.80	3712.54	00.00	60844.34
ii) Interest due but not paid	00.00	00.00	00.00	00.00
iii) Interest accrued but not due		00.00	00.00	00.00
Total (i+ii+iii)	57131.80	3712.54	00.00	60844.34

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager				Amount
	Name	Nil	Nil	Nil	Nil	
1.	Gross salary (a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	00.00	00.00	00.00	00.00	00.00

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors						Total Amount
	Names	G.S. Dahotre	I.G. Mehrotra	Dr. P.P. Shastri	Jaffar Imam	Suresh V. Chaturvedi	Abha Ravi	
1	Independent Directors • Fee for attending board / committee meetings	20,000	25,000	25,000	25,000	20,000	25,000	1,40,000
	Total (1)	20,000	25,000	25,000	25,000	20,000	25,000	1,40,000
	2. Other Non-Executive Directors	00.00	00.00	00.00	00.00	00.00	00.00	00.00
	Total (2)	00.00	00.00	00.00	00.00	00.00	00.00	00.00
	Total (B)=(1+2)	20,000	25,000	25,000	25,000	20,000	25,000	1,40,000
	Total Managerial Remuneration	25,000	25,000	25,000	25,000	20000	25,000	1,40,000
	Overall Ceiling as per the Act	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel (Rs in Lacs)			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	00	00	4.02	4.02
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	00	00	1.53	1.53
	(c) Profits in lieu of salary under section 17(3) Income-taxAct, 1961	00	00	0.00	0.00
2.	Others, please specify	00.00	00.00	00.00	00.00
	Total	00.00	00.00	5.55	5.55

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	**Section of the Companies Act**	**Brief Description**	**Details of Penalty/Punishment/Compounding fees imposed**	**Authority [RD / NCLT / COURT]**	**Appeal made, if any (give Details)**
A. COMPANY					
Penalty	00	00	**Nil**	00	N.A.
Punishment	00	00	**Nil**	00	N.A.
Compounding	00	00	**Nil**	00	N.A.
B. DIRECTORS					
Penalty	00	00	**Nil**	00	N.A.
Punishment	00	00	**Nil**	00	N.A.
Compounding	00	00	**Nil**	00	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	00	00	**Nil**	00	N.A.
Punishment	00	00	**Nil**	00	N.A.
Compounding	00	00	**Nil**	00	N.A.

ANNEXURE –"B"
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2016
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members,
SVC Superchem Limited,

I/We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SVC Superchem Limited (Hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of SVC Superchem Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March,2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by SVC Superchem Limited ("the Company") for the financial year ended on 31st March,2016 according to the provisions of:

(I) The Companies Act, 2013 (the Act) and the rules made thereunder;

a) Company does not have Managing Director/Manager/CEO/Whole-time Director and Company Secretary during the period of Audit. However the Company has selected a candidate to be appointed as the Company Secretary of the Company.

b) Default in payment of interest and redemption of Non-Convertible Debentures on due date continues during the audit period also.

c) Default in repayment of secured loan to the Banks and Financial Institutions are continues during the period also.

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings - provisions of Overseas Direct Investment and External Commercial Borrowings are not applicable.

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14th May 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective 15th May 2015);

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - Not applicable as the Company has not issued any shares during the year under review;

d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 / Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective 28th October 2014) - Not applicable as the Company has not issued any shares/options to directors/employees under the said guidelines / regulations during the year under review;

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable as the Company has not issued any debt securities which were listed during the year under review;

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the year under review;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – Not applicable as the Company has not delisted / propose to delist its equity shares from any Stock Exchange during the year under review; and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable as the Company has not bought back or propose to buy-back any of its securities during the year under review.

(vi) The management has identified and confirmed the following laws as being specifically applicable to the Company:

(a) The Factories Act, 1948 and rules made thereunder
(b) Explosive Act, 1884 and rules made thereunder

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective 1st July, 2015).

(ii) The Listing Agreement entered into by the Company with BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective 1st December, 2015).

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that the company's plant was closed in the year 2000 and closure of the plant continues during the audit period also.

For Ranjeet Kumar Sharma & Associates
Company Secretaries

Ranjeet Sharma
Proprietor
Place Mumbai
Date: 30th July, 2016

ANNEXURE –"C"

REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

OPPORTUNITY AND THREAT

Company's plant under construction is closed since September, 2000 and with the passage of time, inspite of time to time maintenance by the Company and in the absence of any operation since, then, the corrosion is taking place in the plant due to climatic and cyclonic conditions in the area. It is difficult to express the opinion about the health of the plant on going concern basis or about the losses due to impairment if the assets of the project, since the project and its plant and machinery are one of the highly technologically oriented project whose valuation or its capabilities and conditions are technical subject, and in the absence of independent technical evaluation and health check up of the plant at present, one can determine losses if any, for making any provision for impairment of the assets of the project or about its status as ongoing project. In order to protect the interest of the shareholders, stake holders, employees and the national assets worth Crores of investment, the Company has approached the Hon' able Allahabad High Court. The Hon' able Allahabad High Court has granted temporary stay by preventing PICUP from taking over the physical assets of the Company till further order. However, your company has settled / trying to settle all the debts so that it can revive the normal business activity.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established an appropriate system of internal control to ensure that there exist a proper control over all the transactions and that all its assets are properly safeguarded and not exposed to risk arising out of unauthorized use or disposal.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Relation with the employees remained cordial in general throughout the year. As on 31st March, 2016 employee strength has been reduced to bare minimum requirement in view of non-operation of the plant.

For and on behalf of the Board

Suresh V. Chaturvedi
Director

Place: Mumbai.
Date: 30th July, 2016

REPORT ON CORPORATE GOVERNANCE

The Company has complied fully with all the mandatory requirements of Corporate Governance in all material aspects pursuant to Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance for the financial year ended 31st March, 2016 is given below: -

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company firmly believes in transparency in its dealings and lays emphasis on integrity and regulatory compliance, which aims to maximize employee and shareholder value. The salient features of the philosophy on Company's Corporate Governance hinges upon transparency and ethical practices in professional working environment conducive to optimal performance with focus on achieving shareholder's long term value growth through Service, Values & Commitment. As shareholders across the globe evince keen interest in the practice and performance of Companies, Corporate Governance has emerged on the centre stage. The Company is committed to good governance practices that create long term sustainable shareholder value.

2. BOARD OF DIRECTORS

a) Composition : [as on 31st March, 2016]
The strength of the Board is six Directors. The Board comprises of Non-Executive and Independent Directors as under:

(i) 4 Non-Executive Independent Directors,
(ii) 2 Non-Executive Director

The Non-Executive Directors bring independent judgments in the Board's deliberations and decisions.

b) Attendance of each Director at the Board Meeting / AGM and other Directorships/Memberships of Committees:

During the period under report, 5 Board Meetings were held on 23rd May, 2015, 3rd August, 2015, 28th September, 2015, 6th November, 2015 and 13th February, 2016

Name of Directors	Category of Directorship	No. of Board Meetings attended	Attendance at the last AGM	Other Directorship	Membership/ Chairmanship of Committees of Board.
Mr. Suresh V. Chaturvedi	Promoter Director, Non-Executive	4 / 5	Present	3	Chairman of Stakeholders Relationship Committee
Mr. G. S. Dahotre	Independent Non-Executive	4 / 5	Present	Nil	Member of Stakeholders Relationship, Nomination and Remuneration & Chairman of Audit Committee.
Mr. Jaffar Imam	Independent Non-Executive	5 / 5	Present	Nil	Member of Nomination and Remuneration and Stakeholders Relationship Committee
Mr. I. G. Mehrotra	Independent Non-Executive	5 / 5	Present	1	Member of Audit, Nomination and Remuneration Committee
Dr. P.P. Shastri	Independent Non-Executive	5 / 5	Present	2	Member of Audit Committee
Ms. Abha Ravi	Non-Executive Director	5 / 5	Present	Nil	Nil

As at 31st March, 2016, in compliance with the the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company's Board of Directors headed by its Non-Executive acting Chairman, Mr. Suresh V. Chaturvedi comprised sixdirectors, out of which four are independent directors and 1 Non-Executive Woman Director. None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies' andwhere any Independent Director is serving as whole time director in any listed company, such director is not serving as Independent Directorin more than three listed companies. The Company issued letter of appointmentto all the Independent Directors as per Schedule IV to the Companies Act, 2013 and the terms and conditions of their appointment have been disclosed on the website of the Company (www.svcsuperchemltd.com).

3. AUDIT COMMITTEE:

The Company has a qualified and independent Audit Committee comprising of three Non-Executive Independent Directors. The Terms of Reference of the Committee are in consonance with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.The role of the committee shall, inter-alia, includes the following:

i. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors

iv. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013

b) Changes, if any, in accounting policies and practices and reasons for the same

c) Major accounting entries involving estimates based on the exercise of judgment by management.

d) Significant adjustments made in the financial statements arising out of audit findings

e) Compliance with listing and other legal requirements relating to financial statements

f) Disclosure of any related party transactions

g) Qualifications in the draft audit report

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

vii. Review and monitor the auditor's independence and performance, and effectiveness of audit process;

viii. Approval or any subsequent modification of transactions of the company with related parties;

ix. Scrutiny of inter-corporate loans and investments;

x. Valuation of undertakings or assets of the company, wherever it is necessary;

xi. Evaluation of internal financial controls and risk management systems;

xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

xiv. Discussion with internal auditors of any significant findings and follow up there on;

xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

xviii. To review the functioning of the Whistle Blower mechanism;

xix. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.

During the period under report, 4 meetings of the Audit Sub Committee were held on 23rd May, 2015, 3rd August, 2015, 6th November, 2015 and 13th February, 2016. The attendance of each member of the Committee at the meeting is as under:-

Name of Directors	Status	No. of meetings attended
Mr. G. S. Dahotre	Independent, Non -Executive	3 / 4
Mr. I.G. Mehrotra	Independent, Non -Executive	4 / 4
Dr. P.P. Shastri	Independent, Non -Executive	4 / 4

4. STAKEHOLDER RELATIONSHIP COMMITTEE

The Company has a three member Stakeholder Relationship Committee of the Board of Directors to specifically look into the redressal of grievances of the investors. The Committee deals with grievances relating to transfer of shares, non – receipt of Balances Sheet or dividend, complaint letters received from Stock Exchanges, SEBI etc. The Board of Directors has delegated power of approving transfer / duplicate/ name deletion / transmission of shares to a Share Transfer Committee. During the year ended 31st March, 2016, the Committee met 31times. The details of the members and their attendance are as follows:-

Name of Directors	No. of meetings attended
Mr. Suresh V. Chaturvedi	29 / 29
Mr. G. S. Dahotre	00 /29
Mr. Jaffar Imam	29 / 29

During the year 6 complaints were received from stakeholders and investors. All the complaints have generally been solved to the satisfaction of the complainants and no investor complaint were pending at the beginning or at the end of the year. The Company has acted upon all valid request for share transfer received during 2015-16 and no such share transfer is pending.

5. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company consists of Mr. Jaffar Imam- Director, Mr. I.G. Mehrotra – Director and Mr. G.S. Dahotre- Director. No meeting of Nomination and Remuneration Committee was held during the financial year ended on 31st March, 2016.

The role of the committee shall, inter-alia, includes the following:

a. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

b. Formulation of criteria for evaluation of Independent Directors and the Board;

c. Devising a policy on Board diversity;

d. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.

6. CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct (the Code) applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. - Customer Value, Ownership Mind-set, Respect, Integrity, One Team and Excellence. A copy of the Code has been put on the Company's website (www.superchemltd.com). The Code has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually. A declaration signed by the Company's CFO is published in this Report.

7. GENERAL BODY MEETINGS

The last three Annual General Meetings of the Company were held at Indian Merchant Chambers (IMC), IMC Bldg., Churchgate, Mumbai – 400 020 as under.

Year	Location	Date & Time
2012-2013	IMC	23.09.2013 11.00 a.m.
2013-2014	IMC	29.09.2014 11.30 a.m.
2014-2015	IMC	28.09.2015 11:30 a.m.

8. REMUNERATION OF DIRECTORS

The details of sitting fees paid to Non-Executive Directors during the financial year ended 31st March, 2016 (excluding reimbursement of travel and other expenses) are given below:

Name of Directors	Sitting fees
Shri Suresh V. Chaturvedi	20,000
Shri Jaffar Imam	25,000
Shri G.S. Dahotre	25,000
Shri I.G Mehrotra	20,000
Dr. P.P. Shastri	25,000
Ms. Abha Ravi	25,000
TOTAL	1,40,000

9. DISCLOSURES

(a) During the year, there were no transactions of material nature with the Directors or the Management or relatives of the Directors of the Company, except as shown in note no.27 regarding related party disclosures.

(b) The Company has complied with all the mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

(a) The equity shares of Company are listed at BSE Limited, Mumbai and the Company has complied with all the applicable requirements of capital markets and no penalties or strictures have been imposed on the Company by Stock or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

10. MEANS OF COMMUNICATION

The quarterly, half-yearly and annual results of the Company are widely published in the leading newspapers such as Business Standard (English edition) and Pudhari (Marathi edition). The financial results are shared with BSE Limited immediately after they are approved by the Board for dissemination. The financials are posted on the website of the Company at www.svcsuperchemltd.com immediately after sharing with BSE Limited.

11. GENERAL SHAREHOLDERS' INFORMATION:

- **Annual General Meeting**

Date and time	Wednesday, September 28th, 2016 at 3.00 p.m.
Venue	Indian Merchants' Chamber, Walchand Hirachand Hall 4th Floor, LNM IMC Bldg Churchgate, Mumbai – 400 020
Book Closure dates:	23rd September, 2016 to 28th September, 2016 (both days inclusive)
Listing of Equity Shares on Stock Exchange	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 021.

Registrar and Transfer M/s Sharex Dynamic (India) Private Limited Agents17 /B, Dena Bank Building, 2nd Flr, Horniman Circle, Fort, Mumbai – 400 099

Stock Code **524488**

Market Price Data

Upto date Monthly High and Low of Company's Equity Shares at Mumbai Stock Exchange, Mumbai.

Month(s)	Share Price High	Share Price Low	Month (s)	Share Price High	Share Price Low
April., 2015	0.69	0.55	Oct., 2015	0.98	0.75
May., 2015	0.75	0.55	Nov., 2015	0.85	0.74
June., 2015	1.11	0.58	Dec., 2015	0.90	0.67
July, 2015	1.16	0.91	Jan., 2016	1.11	0.78
Aug., 2015	0.99	0.74	Feb., 2016	0.84	0.57
Sept, 2015	0.84	0.74	March, 2016	0.72	0.58

Shareholding Pattern as on 31st March, 2016

Category	No. of Shares held	% of Shareholding
Promoters	69304637	42.49
Mutual Funds & UTI	39600	00.03
Banks	14850	00.01
Corporate Bodies	19446677	11.92
Indian Public	72955007	44.73
NRIs / OCBs	1308701	00.80
Others	25880	00.02
Total	163095352	100.00

Distribution of Shareholdings as on 31st March, 2016

Share/Debenture holding of Nominal Value Rs.	**Share/Debenture holders** Number	% to the total	**Shares / Debentures** No. of shares	% to Total
UPTO 1000	12583	15.08	995670	00.61
1001 to 2000	25818	30.93	4999881	03.07
20001 to 5000	32253	38.64	12485596	07.66
5001 to 10000	6548	07.85	5568956	03.41
10001 to 50000	4731	05.67	11950563	07.33
50001 to 100000	789	00.95	6289123	03.86
100001 to 1000000	667	00.80	18094417	11.09
1000001 to Above	72	00.08	102711146	62.97
Total	83461	100%	163095352	100%

Share Transfer System

Transfers in physical form are lodged with the Company / Transfer Agents. After verification of the transfer forms, the transfer agent prepares a statements of transfer which is reviewed by the Shareholders' Grievances Committee and if in order, the transfer are approved once in fortnight. The share certificates duly transferred are sent to the transferee, which completes the transaction.

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of

Dematerialistion of Shares and liquidity

The Company has signed Agreements with both the Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited and the Shares of the company are available for dematerialisation and are being traded in dematerialised form by all investors w.e.f. 7.3.2000 and 23.3.2000. Shareholders of the Company are advised to avail the facility of electronic shares through dematerialization of physical script by opening an account with any of the recognized Depository Participants.

Plant Location SVC Superchem Ltd.
Chhata – Barsana Road,
Chhata, Dist. Mathura, [U.P.] 281 049

Investor Correspondence.

(i) For transfer/ dematerialisation of shares, payment of dividend on shares, interest and redemption of debentures etc.

M/s. Sharex Dynamic (India) Pvt. Ltd.

Unit-1, Luthra Industrial Premises,
1st Floor, 44-E, M. Vasanji Marg, Safed Pool, Andheri-Kurla Road,
Andheri (East), Mumbai 400 072
Tel. : 022-22641376/ 22702485
Email: investor@sharexindia.com

Note: Shareholders holding shares in electronic mode should address all correspondence to their respective Depository Participants.

(ii) Any query on Annual Report

Secretarial Department
SVC Superchem Ltd.
301, 3rd Floor, Shubham Centre-1,
491, Cardinal Gracious Road,
Andheri (East), Mumbai – 400 099
Tel.: 022-28324296
Email: svcsuperchemltd@gmail.com

AUDITORS' CERTIFICATE

TO THE MEMBERS OF SVC SUPERCHEM LIMITED

We have examined all relevant records of SVC Superchem Limited for the purposes of certifying compliances of conditions of Corporate Governance under Regulation 34 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015for the Financial Year ended March31, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examinationwas limited to the procedures and implementation thereof, adopted by the Bank for ensuring compliances of conditions of the Corporate Governance. This certificate is neither an assurance as to the future viability of the Bank nor of the efficacy or effectiveness with which the management has conducted the affairs of the Bank.

In our opinion and to the best of our information and according to the information provided and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For **B. M. Chaturvedi & Co.,**
Chartered Accountants
ICAI FRN NO.114317W

B. M. CHATURVEDI
ICAI M.No.17607

Place: Mumbai
Dated: 30th July, 2016

CEO/ CFO Certification

To,
The Board of Directors,
SVC Superchem Limited

The Chief Finance Officer of your Company certify to the Board of Directors that:

(a) We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violate of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) I 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 I 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.

For SVC Superchem Limited

Sanjay Agarwal
Chief Financial Officer

Place: Mumbai.
Date: 13th May, 2016

UNDER REGULATION 33 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
SVC Superchem Limited

I, Sanjay Agarwal, CFO of SVC Superchem Limited hereby declare that all the members of the Board of Directors and the senior management personnel have affirmed compliance with the Code of Conduct of the Company.

For SVC Superchem Limited

Sanjay Agarwal
Chief Financial Officer

Place: Mumbai.
Date: 13th May, 2016

Independent Auditors' Report

To the Members of,
SVC Superchem Limited

Report on the Financial Statements

We have audited the accompanying financial statements of SVC Superchem Limited which comprise the Balance Sheet as at 31 March 2016 and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information. No Profit and Loss Account has been prepared as no commercial production has started on the date of Balance sheet and no trading or servicing activities were carried on during the year ended on that date.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts)Rules, 2014. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements in compliance with the provisions of all applicable laws on a going concern basis 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 have taken into account the provisions of the act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. 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 financial control relevant to the Company's preparation of the financial statements that give true and fair view 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 Company's Directors, 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 on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the said accounts together with the notes thereon, **subject to (i) Note No. 15 regarding non- provision of interest of Rs. 1128.33 crore (ii) Note No.16 regarding losses, if any, due to impairment of assets or its status of being going concern, (iii) Note No.25 regarding non-provision of lease rentals and late payment charges of Rs. 2.92 crore on such Lease Rentals, (iv) Note No.26 regarding amount due to micro, small and medium enterprises creditors and (v) Note No.2.12 of Notes forming the part of financial statement regarding AS-15 "Employees benefits"** give the information required by the Companies Act,2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.:

I. in the case of Balance Sheet, of the state of affairs of the company as at 31st March,2016;
ii. in the case of Cash Flow Statement, of the Cash Flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") (CARO 2016) issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure (A) a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

2. As required by section 143(3) of the Act, we report that:

a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books

c. The Balance Sheet and Cash Flow Statement dealt with by this report are in agreement with the books of account.

d. In our opinion, the financials statement dealt with by this report comply with the accounting standards referred to under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e. Our observations and comments on financial transactions and matters which have any adverse effect on the functioning of the company are given in our opinion as above

f. On the basis of written representations received from the directors of the company as on 31st March 2016, and taken on record by the Board, we report that none of the directors is disqualified as at 31st March 2016 from being appointed as a director under Section 164(2) of the Act.

g. The qualification, reservation and adverse remarks pertaining to maintainenance of accounts and other matters connected therewith are given in our opinion as above.

h. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"

i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Company (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us;

a) The Company has disclosed the impact of pending litigations on its financial position in its financial statements subject to Note No. 5(a-g), 14, 15 ,16, 21 & 24 to the financial statements;

b) There are no forseeable losses on any long term contract including derivative contracts as required under the applicable law or accounting standards;

c) According to records of the company, there are no amounts that are due to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 and rules made there under other than a sum of Rs. 60 lacs payable to Non Convertible Debenture forfeited and not deposited with Investor Protection Fund due to dispute and litigation.

For B.M. CHATURVEDI & Co.
Chartered Accountants
ICAI FRN: 114317W

(B.M.Chaturvedi)
Partner
ICAI MN. 017607

Place : Mumbai
Date : 13th May, 2016

Annexure (A) to the Auditor's Report

The annexure required under CARO, 2016 ("Order") referred to in our report to the members of SVC Superchem Limited ("the company") for the year ended 31st March 2016. We report that:

i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b) The fixed assets have been physically verified by the management at reasonable intervals. We were informed that no material discrepancies except as mentioned in note no.16 of notes forming the part of financial statement have been noticed on such verification ;

c) The title deeds of immovable properties are held in the name of the company ;

ii) The company has maintained proper records of inventory & no material discrepancies were noticed on physical verification during the year.

iii) The company has not granted loans to the parties covered in the register maintained under section 189 of the Act . Consequently, requirement of clause (iii)(a), (iii)(b) and (iii)(c) of paragraph 3 of the order are not applicable.

iv) The company has not advanced any loan or given any guarantee or provided any security or made any investment covered under section 185 and 186 of the Act. Consequently, requirements of clause (iv) of paragraph of the order are not applicable;

v) The Company has not accepted any deposits, from the public within the meaning of 73 to 76 of the Act and rules framed there under. Consequently, requirements of clause (v) of paragraph of paragraph 3 of the order are not applicable;.

vi) Maintenance of cost records under section 148(1) of the act as prescribed by the Central Government is not applicable to the company as the company is yet to start commercial production.

vii) a) According to the records of the company, it is regular in depositing undisputed statutory dues such as Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax and any other statutory dues whichever is applicable to the company with the appropriate authorities.

b) The disputed statutory dues aggregating Rs.248.23 lacs that have not been deposited on account of disputed matters pending before appropriate authorities. Out of the above, a sum of Rs.2.63 lac has been deposited under protest. The details of disputed statutory dues are as under :

Sl. No.	Name of the Statute	Nature of dues	Amount (Rs. In lacs)	Period to which amount relates	Forum where dispute is pending
1	UP VAT Act	VAT/ Penalty	0.82	2007-08	Appellate Tribunal, Agra
2	-do-	-do-	1.81	2008-09	-do-
3	Excise Act	Penalty	127.95	1997-99	CESTAT, Delhi
4	Customs Act	Penalty	2.00	2010-11	CESTAT, Delhi
5	Provident Fund Act	Demurrage	20.08	1995-2003	Allahabad High court
6	Customs Act	Custom duty	95.57	2003-04	Commissioner of central excise and customs, Lucknow
	Total		**248.23**		

viii) The company has not paid dues of certain Banks, Financial Institutions and debenture holders as per original *documented re-payment schedule and has defaulted on the same and the matter is pending before the Debt Recovery Tribunal as referred in Note 14 and 16 of Notes forming the part of financial statement. Several banks and Financial Institutions, who have provided long term loans and working capital finance along with outstanding interest thereon, has filed legal cases with Debt Recovery Tribunal for recovery of their entire dues have settled their dues in full and final repayment received from strategic Investor, directly / indirectly or through other agencies on behalf of strategic investor on the terms agreed by and between the company and strategic Investor as mentioned in Note no.5(a-g)and note no. 25 of Notes forming the part of financial statement.* Company has defaulted on the dues of State Bank of India, Canara Bank, PICUP and others for aggregate amount of Rs. 1184.45 crore which includes unprovided Interest in the book as per document rate since 1999-2000.

ix) a) The company has not raised moneys by way of initial public offer or further public offer;

b) According to the information and explanation given to us, The company has raised during the year unsecured loans of Rs. 190.75 lacs and have used for the purpose of maintaining the project which have been debited to capital work-in-progress and is for long Term purpose. Company has not utilized any long term loan for any short term purpose;

x) According to the information and explanation given to us, no material fraud by the company or on by company has been noticed or reported during the year.

xi) According to the information and explanation given to us, Company has not paid managerial remuneration during the year. Consequently, clause (xi) of paragraph 3 of the order are not applicable;

xii) The company is not a Nidhi Company. Consequently, requirements of clause (xii) of paragraph 3 of the order are not applicable.

xiii) According to the information and explanation given to us, All transactions with the related parties are in compliance with sections 177 and 188 of Act where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;

xiv) According to the information and explanation given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Consequently, requirement of clause (xiv) of paragraph 3 of the order are not applicable;

xv) According to the information and explanation given to us, the company has not entered into any non-cash transactions with directors or persons connected with him

xvi) According to the information and explanation given to us, the company is not required to be registered under section 45 IA of Reserve Bank of India Act, 1934.

For B.M. CHATURVEDI & Co.
Chartered Accountants
ICAI FRN: 114317W

(B.M.Chaturvedi)
Partner
ICAI MN. 017607

Place : Mumbai
Date : 13th May, 2016

ANNEXURE – "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF SVC SUPERCHEM LIMITED

Report on the Internal Financial Controls under clause (i) of Sub-section 3 of section 143 of the Companies Act , 2013 ("the Act")

We have audited the accompanying financial statements of SVC Superchem Limited ("the company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for the Financial Statements

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the company considering the essential components of internal controls stated in the Guidance Note on audit of Internal financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". This responsibility includes the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance note on audit of Internal Financial Controls over Financial reporting (the "Guidance Note") and the standard on auditing, issued by ICAI and deemed to be prescribed under section 143 (10) of the companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of chartered Accountants of India. Those standards and guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that whether internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

An audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exits, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of risks of material misstatement of the financial misstatement, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with authorizations of management and directors of the company; and 3) provide reasonable assurance regarding prevention of timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material statements due to fraud or error may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on "the internal controls over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India"

For B.M. CHATURVEDI & Co.
Chartered Accountants
ICAI FRN: 114317W

(B.M.Chaturvedi)
Partner
ICAI MN. 017607

Place : Mumbai
Date : 13th May,2016

SVC SUPERCHEM LIMITED
BALANCE SHEET AS AT 31st MARCH' 2016

(Rs. in Lacs)

	Notes	As at 31 March, 2016	As at 31 March, 2015
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	**16,186.37**	16,186.37
Reserves and surplus	4	**16,637.92**	16,637.92
Total Shareholder's Fund		**32,824.29**	32,824.29
Non-current liabilities			
Long-term borrowings	5	**60,844.34**	60,685.84
Other Long-term liabilities	6	**723.93**	723.34
Long term provisions	7	**13.96**	16.41
Total non-current liabilities		**61,582.23**	61,425.59
Current liabilities	8	**32.12**	27.72
	TOTAL	**94,438.64**	94,277.60
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	9	**367.89**	380.83
Capital work-in-progress		**91320.82**	91123.34
		91,688.71	91,504.17
Other non current assets	10	**2,716.86**	2,737.09
Total non-current assets		**94,405.57**	94,241.26
Current assets			
Inventories	11	**0.52**	2.01
Cash and cash equivalents	12	**27.58**	27.89
Other current assets	13	**4.97**	6.44
Total current assets		**33.07**	36.34
	TOTAL	**94,438.64**	94,277.60

Notes forming part of the financial statements 1 to 30

As per our report of even date

For B. M. CHATURVEDI & CO.
Chartered Accountants
ICAI FRN: 114317W

B.M.CHATURVEDI
Partner
ICAI M.N. 17607

Place : Mumbai
Date : 13th May, 2016

For and on behalf of the Board

SURESH V. CHATURVEDI : Promoter Director
JAFFAR IMAM : Director
I. G. MEHROTRA : Director
G. S. DAHOTRE : Director
ABHA RAVI : Director

SANJAY AGARWAL
Chief Financial Officer

SVC SUPERCHEM LIMITED

Cash Flow Statement for the year 2015-2016

(Rs. in Lacs)

	As at 31 March, 2016	As at 31 March, 2015
A. Cash flow from Pre-operating activities		
Reduction (addition) in Current / Non current Assets	**23.19**	(0.03)
Addition (reduction) in Current / non current Liabilities	**2.54**	(4.80)
Net Cash generated from pre-operatlve activities	**25.73**	(4.83)
B. Cash flow from investing activities		
Reduction (Additions) to Fixed assets	-	(0.31)
Reduction (Additions) to Capital work-in-progress	**(184.54)**	(173.30)
Net Cash used in investing activities	**(184.54)**	(173.61)
C. Cash flow from financing activities		
Unsecured Loans received	**190.75**	184.72
Term Loan (Adjustment of Interest)	**(32.25)**	(6.39)
Net cash used in financing activities	**158.50**	178.33
Net increase / (Decreased) in Cash and Cash Equivalents	**(0.31)**	(0.11)
Opening Balance of Cash and Cash Equivalents	**27.89**	28.00
Closing Balance of Cash and Cash Equivalents	**27.58**	27.89

[Figures in bracket represent cash out flow]

As per our report of even date

For B. M. CHATURVEDI & CO.
Chartered Accountants
ICAI FRN: 114317W

B.M.CHATURVEDI
Partner
ICAI M.N. 17607

Place : Mumbai
Date : 13th May, 2016

For and on behalf of the Board

SURESH V. CHATURVEDI : Promoter Director
JAFFAR IMAM : Director
I. G. MEHROTRA : Director
G. S. DAHOTRE : Director
ABHA RAVI : Director

SANJAY AGARWAL
Chief Financial Officer

Notes forming part of the financial statement for the year ended 31st March, 2016

1 CORPORATE INFORMATION

SVC Superchem Ltd 'the Company' was incorporated in India on 29th August,1989 and was implementing PTA project at its plant site at chhata Barsana road ,chhata, Mathura(UP). Company's plant under construction has been under shut down condition since September, 2000 due to various reasons beyond its control, after successfull trial run. Company has its registered office at Mumbai .

2 SIGNIFICANT ACCOUNTING POLICIES :

2.1 **Basis of accounting and preparation of financial statements :**

i) The financial statements have been prepared under the historical cost convention on an accrual basis to comply in all material aspects with applicable accounting principles in India including accounting standards notified u/s 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts)Rules,2014.

ii) The Company generally follows mercantile system of accounting and unless otherwise stated recognizes significant item of income and expenditure on accrual basis.

2.2 **Use of Estimates :**

The presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of incomes and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialised.

2.3 **Fixed Assets(Tangible) :**

Fixed assets are stated at cost net of cenvat. All expenditure pertaining to project under construction and other preoperative expenses and losses including trial run expenses and interest cost (net of income accrued) incurred during the construction period, unless otherwise stated, are capitalized till the commencement of commercial production / till the date assets are put to use.

2.4 **Depreciation and Amortizations :**

Depreciation on Fixed Assets except Capital work-in-progress has been provided on Straight Line method by considering revised usefull life as specified in part 'C' of schedule II to the companies Act 2013.

2.5 **Impairment of Assets :**

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value on technical evaluation. Company has not made any evaluation about the recoverable value of its assets, hence the impairment loss, if any, are not identified and will be written off in the accounts in the Year in which such losses are identified as impaired, as specified in Accounting Standard (AS-28) on impairment of assets.(Refer note no. 16)

2.6 **Income-Tax :**

No provision for the deferred tax arising out of time difference has been made, as the company has not prepared any Profit & Loss Account as commercial production has not started till the date of Balance Sheet and no trading or service activities were carried out during financial year ended on that date.

2.7 **Foreign Exchange Transaction :**

i) Transactions in foreign currencies are recorded at the exchange rates prevailing at the time of the transactions.

ii) Foreign Currency transactions remaining unsettled at the end of the year are re-stated in rupee value at the year end rates.

iii) Changes in liability arising out of such re-statement pertaining to acquisition of fixed assets is treated as an adjustment to the carrying cost of such fixed assets.

2.8 **Inventories :**
Inventories are valued on first-in-first-out basis at cost.

2.9 **Cenvat Credit :**
Cenvat credit is accounted by recording the capital assets/raw material, stores and spares acquired during the year net of Cenvat Credit. Cenvat Credit receivable is shown under other Non Current Assets.

2.10 **Excise duty :**
Excise duty is accounted on clearance of goods and provision, as applicable, is made in respect of finished goods lying unsold.

2.11 **Sales :**
Sales are accounted net of excise duty, VAT and discounts.

2.12 **Retirement Benefits(Employees) :**
Provision for Gratuity and Leave Encashment payable on retirement to the employees are made on the basis of actual period of their services and at prescribed rates irrespective of their illegibility due to short tenure of their services. Company has not made any provisions or Investment as per AS-15 due to closure of plant activity since 2000.

2.13 **Borrowing Costs**:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are to be capitalized as part of the cost of such assets when accounts are settled with lender and interest liability crystalised subject to note no.16 hereinafter, in terms of Accounting Standard (AS-16) on "Borrowing cost" issued by the Institute of Chartered Accountants of India, a qualifying asset is one that necessarily takes a substantial period of time to get ready for intended use.

2.14 **Related Party Transaction:**

Related party transaction as identified by the management within the meaning of Accounting Standard (AS-18) regarding "Related Party Disclosure" are provided as per Note No.27.

2.15 **Lease Transactions :**

The lease rent payable during the project construction period, in terms of the lease agreement entered into by the Company and the "Lessor", is charged to "Capital Work in progress" under the head pre-operative expenses.

2.16 **Provisions, Contingent liabilities & Contingent Assets :**

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

(Rs. in lacs)

	As at 31st March 2016	As at 31st March 2015
3 SHARE CAPITAL :-		
(a) Authorised		
17,00,00,000 Equity Shares of Rs.10 each	**17,000.00**	17,000.00
(b) Issued, Subscribed and Paid up		
16,30,95,352 Equity Shares of Rs.10 each	**16,309.54**	16,309.54
Less: Call in arrear (Others)	**(123.17)**	(123.17)
Total	**16,186.37**	16,186.37

(c) The reconcilation of the number of shares outstanding at the beginning and at the end of the reporting period:

No. of Equity shares	**163,095,352**	**163,095,352**

(d) Call in arrear is due on 2,73,713 Equity shares which are partly paid and held by others read with Note No. 19 hereinafter

(e) Details of shareholders holding more than five percent equity shares in the Company are as under:

	As at 31st March 2016		As at 31st March 2015	
	No. of shares	% holding	No.of shares	% holding
SVC Growth Fund Pvt. Ltd.	**12,377,553**	**7.59%**	12,377,553	7.59%
Krishna Advisors Pvt. Ltd.	**9,495,500**	**5.82%**	9,495,500	5.82%
Advait Chaturvedi	**8,595,800**	**5.27%**	8,595,800	5.27%
Ambuj Chaturvedi	**8,595,800**	**5.27%**	8,595,800	5.27%

(Rs. in lacs)

	As at 31st March 2016	As at 31st March 2015
4 RESERVES & SURPLUS :-		
Securities Premium Account	**16,742.97**	16,742.97
Less: Calls in arrears by others	**252.96**	252.96
	16,490.01	16,490.01
Capital reserve	**60.00**	60.00
General Reserve	**42.43**	42.43
Profit & Loss Account	**45.48**	45.48
Total	**16,637.92**	16,637.92

4.1 The capital reserve of Rs. 60 lacs had been created in previous year on account of writing off of amount being no more payable for NCD as per note no. 5(a) herein below.

		As at 31st March 2016	As at 31st March 2015
5 LONG TERM BORROWINGS :-			
(I) Non-Convertible Debentures (NCD) (See note No. (a) herein below)	(A)	**2,972.21**	2,972.21
(ii) Term Loans (See note No. (b to h) herein below			
(a) Loan from Financial Institutions		**2,638.99**	2,638.99
(b) Loan from Others		**51520.60**	51552.85
	(B)	**54,159.59**	54,191.84
Total Secured Borrowings	**(A+B)**	**57,131.80**	57,164.05
(iii) Unsecured Loans From related parties	('C)	**3,712.54**	3,521.79
Total Long Term Borrowings (A+B+C)		**60,844.34**	60,685.84

Note: The Company has entered into an agreement with a Stategic Investors to take over the loans from its all existing lenders directly or indirectly through other agencies and has agreed to pay as per Strategic Investment Agreement within 24 months from the date of 100% loans taken over by Investors directly or indirectly. The modification of charge in favour of strategic investor for the loans aquired by Strategic investor is in progress.

The above borrowings include

(a) Non-Convertible Debentures of Rs.2972.21 lacs (Rs. 2972.21 lacs) which were redeemable at par in one or more installments on various dates with redemptions commencing from February, 1999 being the earliest redemption and October, 2007 being the last redemption date. All the above Non-Convertible Debentures have become overdue.

(b) Loan from other includes loan acquired by the strategic investor from banks. The Working Capital loan including amount of Letter of Credits devolved (net of margin money provided against such devolved Letter of Credit) amounting to Rs 7130.46 lacs (Rs.7,141.23 lacs) are secured / to be secured by way of hypothecation of present and future inventories, books debts and other movable assets of the company and second and subsequent charges on the immovable properties of the Company excluding assets specifically charged to others and is further secured by way of personal guarantee of Promoter Director. Demand Loan against Modvat receivables amounting to Rs. 1,935.72 lacs (Rs.1,935.72 lacs) are secured / to be secured by way of hypothecation of Modvat receivables of the company and second and subsequent charge on the immovable properties of the company excluding assets specifically charged to others and is further secured by personal guarantee of Promoter Director. The modification of charges in favour of strategic investor on the loan acquired by them is in progress.

(c) Loans from financial institutionis Rs. 12329.65 lacs (12329.65 lacs). Out of which loans acquired by strategic investor is Rs. 10829.65 lacs. Above loan is secured / to be secured by way of Equitable Mortgage created on immovable properties situated at Chhata, District. Mathura in the State of Uttar Pradesh and are further secured by way of hypothecation of movable properties of the Company both present and future (other than current assets and specific assets charged to others) ranking on a pari-pasu basis which is further secured by personal guarantee of a Promoter Director and (ii) Rs 2,512.92 lacs (Rs.2,512.92 lacs) from a Financial Institution under its Bill Discounting Scheme are secured by exclusive charge by way of hypothecation of specific items of machinery purchased under this scheme and guarantee of two corporate bodies. The modification of charges in favour of strategic investor on the loan acquired by them is in progress.

(d) Non-Convertible Debentures amounting to Rs. 2972.21 lacs (Rs.2972.21 lacs) are secured / to be secured by way of first charge (i) by Legal Mortgage on immovable property situated at Palas, District Roha, in the state of Maharashtra (ii) extension of first charge by equitable mortgage ranking pari-pasu on immovable properties situated at Chhata, District. Mathura in the state of Uttar Pradesh. They are further secured on all the movable asssets of the Company both present and future (excluding current assets and specific assets charged to others) ranking on a pari-pasu first charge basis with others and are also further secured by personal guarantee of a Promoter Director.

(e) Loan from other includes the following loan acquired by the strategic investor from bank. Term Loan from Banks amounting to Rs. 16388.17 lacs(Rs.16,409.64 lacs) including the loan representing devolved amount of DPG given against long term foreign currency loan) are secured / to be secured by way of Equitable Mortgage of immovable properties situated at Chhata, District. Mathura in the state of Uttar Pradesh and are further secured by way of hypothecation of the movable properties of the Company both present and future (other than current assets and specific assets charged to others) ranking on a pari pasu basis which are further secured by a personal guarantee of a Promoter Director. Further loans amounting to Rs. 207.14 lacs (Rs.207.14 lacs) is exclusively secured by way of hypothecation of the specific fixed assets of the company and are further secured by a personal guarantee of a promoter director. The modifications of charges in favour of strategic investor on the loan acquired by them is in progress.

(f) Advance given by a State Financial Institutions of Rs. 407.90 lacs(Rs. 407.90 lacs) to Equipment Vendor for the supply of specific Plants at Company's site and to be leased on commissioning along with arrear of lease rental on other lease assets up to March 2001 provided by Company amounting to Rs.122.69 (Rs. 122.69 lacs) are included in the capital work in progress. The above outstanding is included in the Term Loan in view of earlier CDR proposal and based on inprinciple confirmation from the said Financial Institution received earlier for converting the above lease finance into term loan as per the then restructuring scheme.

(g) Loan from others includes NCD acquired by strategic investor amounting to Rs. 7153.43 on account of NCD redemption. Non-Convertible Debentures of which were redeemable at par in one or more installments on various dates with redemptions commencing from February, 1999 being the earliest redemption and October, 2007 being the last redemption date. All the above Non-Convertible Debentures have become overdue. Modification of charges mentioned in (d) are in favour of strategic investor is in progress.

(h) The Promoter Director of the Company, his family members and investment companies, have also pledged 20.88 lacs (228.32 lacs) shares owned by them to Banks and Financial Institutions as collateral security.

(Rs. in lacs)

	As at 31st March 2016	As at 31st March 2015
6 OTHER LONG TERM LIABILITIES		
(a) Creditors for Capital Assets	**335.20**	326.28
(b) Lease Rent Payable	**291.63**	291.63
(c) Other Liabilities	**97.10**	105.43
Total	**723.93**	723.34

7 LONG TERM PROVISIONS		
(a) Provision for Gratuity	**11.26**	13.19
(b) Provision for Leave Encashment	**2.70**	3.22
Total	**13.96**	16.41
8 CURRENT LIABILITIES		
(a) Employees Dues	**13.37**	12.47
(b) Statutory Dues	**0.43**	0.58
(c) Other Liabilities	**18.32**	14.67
Total	**32.12**	27.72

9. FIXED ASSETS **(Rs. in Lacs)**

	Gross block				*Depreciation*				*Net block*	
TANGIBLE ASSETS	**Cost as at 31.03.15**	**Additions**	**Deduction**	**Cost as at 31.03.16**	**Upto 31.03.15**	**Addition**	**Deduction**	**Total Depreciation**	**As at 31.03.16**	**As at 31.03.15**
Freehold Land	208.09	-	-	208.09	-	-	-	-	208.09	208.09
Non factory Building	242.34	-	-	242.34	74.78	11.28	-	86.06	156.28	167.56
Plant & Machinery	1,123.76	-	-	1,123.76	1,120.61	0.74	-	1,121.35	2.41	3.15
Furniture & Fixtures	70.49	-	-	70.49	69.69	0.13	-	69.82	0.67	0.80
Office Equipment	53.41	-	-	53.41	52.21	0.76	-	52.97	0.44	1.20
Computers	19.85	-	-	19.85	19.82	0.03	-	19.85	-	0.03
Vehicles	0.64	-	-	0.64	0.64	-	-	0.64	-	-
TANGIBLE ASSETS TOTAL	**1,718.58**	**-**	**-**	**1,718.58**	**1,337.75**	**12.94**	**-**	**1,350.69**	**367.89**	**380.83**
(Previous Year)	1,718.27	-	-	1,718.27	1,049.62	288.13	-	1,337.75	380.83	-
Capital WIP	**91,123.34**	**197.48**	**-**	**91,320.82**	**-**	**-**	**-**	**-**	**91,320.82**	**91,123.34**
(Previous Year)	90,979.05	144.29	-	91,123.34	-	-	-	-	91,123.34	

10 OTHER NON CURRENT ASSETS		
a) Stores and spares (Inventory)	**365.59**	365.74
b) Security Deposit	**9.62**	9.62
c) Cenvat / VAT credit receivable	**2,147.64**	2,149.70
d) Bank balances in frozen account	**0.39**	22.02
e) Creditors debit balances	**55.54**	51.93
f) Spares claim receivable	**63.07**	63.07
g) Unamortised expenses	**75.01**	75.01
Total	**2,716.86**	2,737.09
11 INVENTORIES		
Consumables (HSD)	**0.52**	2.01
Total	**0.52**	2.01
12 CASH AND CASH EQUIVALENTS		
Cash –in hand	**0.90**	2.27
Bank Balances in Current Accounts	**26.68**	25.62
Total	**27.58**	27.89
13 OTHER CURRENT ASSETS		
(a) Loan & Advances to employees	**0.92**	1.22
(b) TDS (Refundable)/Other advance tax	**4.05**	5.22
Total	**4.97**	6.44

14 Most of lenders have approached DRT for recovery. However, certain bankers and Financial Institutions have settled / assigned their claims to certain Asset reconstruction Company, Foreign bank and other Investment Companies including strategic investor with whom company has entered into complete strategic investment settlement agreement. Company has replaced those lenders in its books of accounts by incorporating the name of strategic investor who has funded the OTS with them. PICUP being one of the Secured Creditors has issued notice for taking possession of assets of company, however company has already got stay order from honourable Allahabad High court against the PICUP notice of possession, till further order.

15. Company's Plant under construction has been under shut down since September, 2000 and with the passage of time and in the absence of any operation since then, the corrosion is taking place in the Plant due to climatic and cyclonic conditions in the area. It is difficult to express the opinion about the health of the Plant on going concern basis or about the losses due to impairment of the assets of the Project, as required under Accounting Standard 28 (AS-28), since the project and its plant & machinery are one of the highly technologically oriented project whose valuation or its capabilities and conditions are technical subject, and in the absence of independent technical evaluation and health check up of the Plant at present, one can not determine losses if any, for making any provision for impairment of the assets of the project or about its status as ongoing project.

16 Due to non-servicing of debt and consequential debt restructuring/One Time settlement (OTS) proposal and also due to pendency of DRT proceedings, various Banks and institutions have not provided in their books of accounts Interest/Bank charges and therefore outstanding of such Banks and Financial Institutions is un-reconciled. In view of various Debt Restructuring proposals submitted earlier before the lenders and matters under One Time settlement (OTS) negotiation and also certain matters being pending before the Debt Recovery Tribunal and also due to non commencement of commercial operation of the unit for more than a decade causing non-servicing of its debt to the lenders and its present financial position , company has not provided any interest on the outstanding amount due to banks and financial institution who has not yet settled their dues since September, 1999, aggregating to Rs. 1128.33 crores (931.98 crores) as on 31st March 2016 on this basis of original documented rate. Neither interest is provided nor ascertained on the unpaid amounts payable to creditors due to delay in project commissioning and disputes with such parties. The interest at the documented rates not provided by the company amounted to Rs 196.35 crores (Rs. 163.43 crores) for the year ended on 31st March 2016 included in above on its secured borrowings.

17. Amount of Rs.61.93 lac (Rs.61.93 lac) payable to certain financer on account of Equipments / Machineries acquired under the Hire Purchase Agreement having lien on those equipment and machineries are included in the creditors for capital assets who has agreed to assign new equipment Financier Akhil Marketing Pvt. Ltd., an Associated company in terms of tripartie agreement.

18. Since commercial production has not commenced during the year, no profit and loss account has been prepared. The necessary details as per Part II of Schedule III of the Companies Act, 2013 have been disclosed in Note No. 28 hereinafter. All the expenses incurred during the year have been capitalized as per said Note 28.

19. Calls in arrears include unpaid Allotment Money related to Debentures which have been converted into Equity Shares as per the terms of issue but in respect of which the Company, in exercise of its lien on such shares, has not issued the share certificates to the defaulting Debenture holders. The Company's lien on such shares will extend to the forfeiture of such shares if considered necessary by the Company Board in due course of time.

	As at 31st March 2016	As at 31st March 2015
20 **Payment to Auditor**		
Statutory Audit Fee	**1.00**	1.00
Total	**1.00**	1.00

21. Contingent Liabilities not provided for in the Accounts are as follows :
a) Claims against the Company not acknowledged as debt, excluding the amount mentioned in Note No.15 hereinabove, as certified by the management, including matter under litigation as on 31st March, 2016 Rs.835.26 lacs (P.Y.Rs.835.26 lacs)
b) During the year company has received a letter from Central Bank for their fee including interest for Rs. 506.09 lacs for acting as Debenture trustee, company has not provided for any provision for it. Because matter is pending before different Debt recovery Tribunal (DRT).

22. Income Tax Assessment of the company have been completed up to Assessment Year 2013-14. There is no disputed demand outstanding and payable as on date of Balance sheet.

23. The Company had received show cause notice in the year 2003-04 from the Government authorities for demand of duty on imported spares kept beyond permissible time and still lying in Govt. approved Bonded warehouse amounting to Rs.95.57 lacs. Company has responded to said show cause notice and has also made provision accordingly. The matter is still pending before the Govt. authorities for hearing.

24 (a)Company has filed appeal against the order of Commissioner of Excise & Service Tax before CESAT Delhi for disallowing Cenvat credit Rs. 127.95 lacs and levy of penalty of equal amount. Company has received the stay order against above demand. The company is confident that its appeal will be allowed. Accordingly, no provision has been made in its accounts.

(b) Company has received another show cause notice during the earlier year from the Excise authorities that why Cenvat Credit Rs. 217.60 lacs along with interest and penalty should not be recovered from the Company. Company has reversed the said modvats credit of Rs.217.60 lacs under protest and has preferred appeal before the CESAT Delhi, got stay order and is confident that the relief will be granted by the CESAT. Company has included such reversal of modvat credit of Rs.217.60 lacs in earlier year 2010-2011 in Capital work in progress. Case is still pending for hearing.

c) Commercial Tax authorities have levied penalty for the year 2007-2008 and 2008-2009 of Rs.1,62,528/- and Rs.3,61,540/- respectively regarding use of concession form on procurement of HSD taken / used. Company has preferred appeal before the appellant authority for the stay and waiver of the penalty. The appeal has been decided partialy in favour of company by giving 50% relief. Now, company has filed appeal before Tribunal for waiver balance amount of Penalty. Company has however deposited the disputed amount under protest pending its appeal before the Tribunal. The Matter is still pending for hearing.

25. Fixed assets taken on lease amounting to Rs. 907.26 lac (Rs.907.26 lac) being lease value net of margin deposit and amount transfered to Secured Loans as referred in Note No. 5F herein above. There is no future obligations pertaining to lease rentals becoming due after the date of Balance Sheet. Outstanding dues pertaining to lease rental payable on the documented rates, excluding write off of creditors as per note 28 (a) and late payment charges, are included in Other Long Term Liabilities amounting to Rs. 291.63 lacs. Lease suppliers have exclusive charge on the leased assets provided by them along with other as per Note No. 5.F hereinabove. No provision has been made by the Company for any lease rental or for late payment charges on above arrears as the plant is closed since 2000.

26. As there is no commercial operation or fresh purchases and there are only old creditors, the company is not able to identify creditors covered by Micro, small and medium Enterprises Development Act, 2006 and as such amount payable to them, if any, could not also be ascertained.

27. As per Accounting Standard (AS-18) on "Related Party Disclosures" the disclosure of transactions with related parties as defined therein are given below :-

(A) List of related party with whom transactions have taken place and relationship **:-**

Associate Companies
(I) Akhill Marketing Pvt. Ltd.
Key Management Personnel
Non Wholetime Director
Mr. Suresh V. Chaturvedi - Promoter Director
Mr. G.S. Dahotre-Director
Mr. Jaffar Imam- Director
Mr. I .G. Mehrotra-Director
Mr. P.P. Shastri- Director
Ms . Abha Ravi- Director

(B) Transaction during the Accounting year with related parties

Nature of Transaction	Associates Company	Key Management Personnel	Total
Loans			
Opening Balance 01.04.15	**3,521.79** (3,337.07)		**3,521.79** **(3,337.07)**
Received during the year			
Akhill Marketing Pvt. Ltd.	203.25 (187.01)		203.25 (187.01)
Paid during the year	12.50 (2.29)		12.50 (2.29)
Closing Balance – 31.03.16	**3,712.54** (3,521.79)		**3,712.54** **(3,521.79)**
Expenditure			
Sitting Fees	1.35		1.35

(i) No amount in respect of related parties have been written off / written back during the Accounting Period.
(ii) Related party relationship have been identified by the management based on AS-18 and relied upon by the Auditors.

28. Pre-operative expenses subject to Note No.16 and 25 herein above in respect of ongoing project up to 31st March, 2016 are included under the head Capital Work-in-Progress.

(Rs. in lacs)

	As at 31st March 2016	As at 31st March 2015
Payment to / for Employees	**75.10**	70.64
Rent. Rates & Taxes	**7.23**	7.44
Repairs & Maintenance	**25.00**	20.60
Power & Fuel	**18.98**	24.96
Insurance	**6.67**	6.47
Postage & Telephone	**4.26**	4.87
Exchange fluctuation	**8.88**	(12.59)
Creditors w/off (a)	**----**	(317.13)
Printing & Stationary	**3.38**	2.77
Traveling & Conveyance	**25.47**	21.89
Professional charges	**3.79**	6.34
Audit Fees	**1.00**	1.00
Miscellaneous Expenses	**15.55**	25.42
Stores & Spares Consumed	**1.20**	0.63
Depreciation (b)	**12.94**	288.13
	209.45	151.44
Less: Net Interest and other expenses	**(11.97)**	(7.15)
Pre-operative expenses transferred to Capital W.I.P.	**197.48**	144.29

a. During the previous year, company had written off credit balance of certain disputed lease creditors on account of it being time barred and no more payable as per legal advice received by the company amounting to Rs. 317.13 lacs and has been adjusted from the capital work in progress as above.
b. The company had provided full additional depreciation of Rs. 228.26 lacs in previous year as required in terms of part c of schedule II of Companies act 2013 based on the remaining use full life of assets.

29. In the opinion of the Board, Assets of the company excluding Capital-work-Progress whose no technical evaluation has been made during the year, have a value on realization, at least equal to the amount at which they are stated in the books of accounts and provision for all known liabilities, except as mentioned otherwise, has been made.

30. Previous year figures have been regrouped, reworked, rearranged and reclassified wherever necessary. Figures in brackets indicate the corresponding figures for the previous year.

In term of our report of even date
For B. M. CHATURVEDI & CO.
Chartered Accountants
ICAI FRN:114317W

B.M. Chaturvedi
ICAI MN: 17607
Partner

Place : Mumbai
Date : 13th May, 2016

For and on behalf of Board of Directors

SURESH V. CHATURVEDI : Promoter Director
JAFFAR IMAM : Director
I. G. MEHROTRA : Director
G. S. DAHOTRE : Director
ABHA RAVI : Director

SANJAY AGARWAL
Chief Financial Officer

SVC SUPERCHEM LIMITED
CIN: L23201MH1989PLC053232
301-A, Shubham Centre-1, 491, Cardinal Gracious Road, Andheri (East), Mumbai - 400 099.
Tel.: 28324296 E-mail: svcsuperchemltd@gmail.com

ATTENDANCE SLIP FOR 25th ANNUAL GENERAL MEETING

PLEASE FILL IN THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL Joint Sharholders may obtain additional Attendance Slip on request.

Name and Address of the Shareholder / Proxy

FOLIO NO. CLIENT ID No. D.P. ID No.

No. of Shares held:

I hereby record my presence at the Annual General Meeting of the Company at Indian Merchants` Chamber, Walchand Hirachand Hall, 4th Floor, LNM IMC Building, Churchgate, Mumbai- 400 020, on Wednesday, September 28th, 2016 at 03.00 P.M.

Signature of the Shareholder or Proxy

SVC Superchem Limited

Proxy Form – MGT-11

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

CIN: L23201MH1989PLC053232
Name of the Company: SVC Superchem Limited
Registered Office: 301-A, Shubham Centre-1, 491, Cardinal Gracious Road, Andheri (East), Mumbai – 400 099
Website: www.svcsuperchemltd.com

Name of the Member (s): _____

Registered address: _____

E-mail Id: ..... DP ID No.*..... Client ID No.*.....

I / We, being the member(s) of _____ Equity Shares of SVC Superchem Limited, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him / her

2. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him / her

3. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company,to be held on the 28th day of September, 2016 at 03.00 p.m. at the Indian Merchants` Chamber, Walchand Hirachand Hall, 4th Floor, LNM IMC Building, Churchgate, Mumbai- 400 020 and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Resolution No.1: Adoption of Financial Statements for the year ended 31st March, 2016

Resolution No. 2: Re-appointment of Ms. Abha Ravi as Director liable to retire by rotation

Resolution No. 3: Appointment of M/s. B.M. Chaturvedi & Co., Chartered Accountants as Statutory Auditors from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting.

Signed this _____ day of _____, 2016

Signature of Shareholder _____

Signature of Proxy Holder (s) _____

Affix revenue stamp of Re.1/

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

SVC Superchem Limited

Registered office: 301, Shubham Centre-1, 491 Cardinal Gracious Road, Andheri (East), Mumbai-400 099
[CIN No: L23201MH1989PLC053232] [E-Mail: shareholder.svcsuperchemltd@gmail.com]
[Website: www.svcsuperchemltd.com [Tel Nos: 022 28324296]

BALLOT FORM

(To be returned to Scrutinizer appointed by SVC Superchem Limited)

1. Name(s) of Member(s) :
   (including joint-holders, if any)

2. Registered Folio No. /
   DP ID No. / Client ID No.:
   (*Applicable to Members holding shares
   in dematerialised form)

3. I/We hereby exercise my/our vote in respect of the Ordinary Resolution(s) / Special Resolution(s) as specified in the Notice of the Annual General Meeting dated July 30, 2016 to be passed through Ballot for the business stated in the said Notice by conveying my/our assent or dissent to the said resolution in the relevant box below:

Item No.	Description	Type of resolution (Ordinary / Special)	I / We assent to the resolution (For)	I / We dissent to the Resolution (Against)
1	Adoption of Financial Statements for the year ended 31st March, 2016	Ordinary		
2	Re-appointment of Ms. Abha Ravi as Director liable to retire by rotation	Ordinary		
3	Appointment of M/s. B.M. Chaturvedi & Co., Chartered Accountants, Mumbai as Statutory Auditors from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting.	Ordinary		

Place :
Date :

_____
Signature of Member / Beneficial Owner

#E-mail:…….....…… #Tel No.:…….....

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD/PIN

NOTE : Kindly read the instructions printed overleaf before filling the form. Last date for receipt ofpostal Ballot Forms by Scrutinizer is September 27th, 2016

INSTRUCTIONS

1. Those members, who do not have access to e-voting facility provided by the Company for the AGM in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, may send their assent or dissent in writing on the Postal Ballot Form. Accordingly, this Postal Ballot Form is being provided to facilitate voting provided under Section 108 of the Companies Act, 2013 at 25th AGM of the Company.

2. A Member desiring to exercise his/her vote by Postal Ballot Form should complete this Postal Ballot form, sign and send it to reach the Scrutinizer as per instruction 6 below at the address Mr.Ranjeet Kumar Sharma, C/o. Sharex Dynamic (India) Private Limited, SVC Superchem Limited, Unit -1, Luthra Industrial Premises, 1st Floor, 44-E, M. Vasanti Marg, Andheri – Kurla Road, Safed Pool, Andheri (East), Mumbai – 400 072 E-mail: investor@sharexindia.com. Postage will be borne and paid by the Company. Envelopes containing Postal Ballots, if deposited in person or sent by courier at the expenses of the Members will also be accepted.

3. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address at which the Postal Ballot Form is to be sent.

4. The Postal Ballot form should be completed and signed by the Members. In the case of joint shareholding, this form should be completed and signed by the first named Member and in his absence, by the next named Member (s). Unsigned Postal Ballot forms will be rejected. The signature on the Postal Ballot Form must tally with the specimen signature registered with the Registrar.

5. Where the Postal Ballot Form has been signed by an Authorized Representative of a body corporate, a certified copy of the relevant authorizations to vote on the Postal Ballot should accompany the Postal Ballot Form. A member may sign the Form through an Attorney appointed specifically for this purpose, in which case an attested true copy of the Power of Attorney should be attached to the Postal Ballot Form.

6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5 p.m. on September 27th, 2016. Any Postal Ballot Form received after this time and date will be treated as if the reply from the Member has not been received.

7. A Member may request for a duplicate Postal Ballot Form, if so required. However the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified at Item No.6 above.

8. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Member on August 26, 2016, which the Record Date is fixed for this purpose.

9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage pre-paid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extra paper found in such envelope would be destroyed by the Scrutinizer.

10. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member (s).

11. A Member need not use all the votes nor does he need to cast all the votes in the same way.

12. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.

13. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.

14. The date of AGM will be the deemed date of passing resolution (s) through e-voting/ Postal Ballot. It may also be noted that, in terms of Section 114 of the Act, the Resolutions contained in the AGM Notice will be deemed to have been passed through the e-voting and Postal Ballot Form unless the Poll is taken at the AGM. Accordingly, the results shall be declared in terms of Rules 20 or 21 of the Companies (Management and Administration) Rules 2014, as the case may be.

15. The right of e-voting and Postal Ballot Form shall not be exercised by a Proxy.

COURIER / SPEED POST / REGISTERED POST

TO,

If undelivered, please return to:

SVC SUPERCHEM LIMITED
CIN: L23201MH1989PLC053232
301-A, Shubham Centre-1,
491, Cardinal Gracious Road,
Andheri (East), Mumbai - 400 099.
Tel.: 28324296
E-mail: svcsuperchemltd@gmail.com