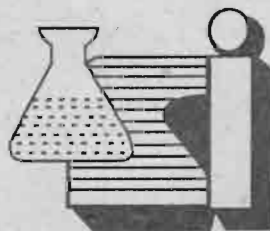


23rd
ANNUAL REPORT
2011 - 2012



SHREYAS INTERMEDIATES LIMITED



BOARD OF DIRECTORS

Shri Dinesh Sharma	Chairman
Shri Brahmanand Dabas	Director (upto 19.04.12)
Prof. (Mrs.) Neelam Arora	Director
Shri Ramchandra Dhondu Ghanekar	Whole Time Director (From 05.04.11)
Shri Shankerlal Sharma	Director (From 07.04.12 to 31.07.12)
Shri Govind Krishna Sharma	Director (From 07.04.12)

REGISTERED OFF. & FACTORY

Plots Nos. D-21, D-22 and D-23,
MIDC Industrial Estate,
Lote Parshuram, Taluka Khed,
District: Ratnagiri - 415722
Maharashtra.

STATUTORY AUDITORS

Sayeed Khan & Associates
Chartered Accountants

BANKERS

Bank of Baroda
State Bank of India

CORPORATE OFFICE

122-125, 'Solaris - II',
Saki - Vihar Road,
Powai, Andheri (East),
Mumbai 400 072

Registrar & Transfer Agents

M/s. System Support Services
09, Shivai Industrial Estate,
Near Parke Davis
89, Andheri - Kurla Road
Sakinaka, Mumbai - 400 072

23rd ANNUAL GENERAL MEETING

Date	: 30th March 2013
Day	: Saturday
Time	: 12 Noon
Place	: D-21, D-22, D-23, M.I.D.C., Lote Parshuram, Taluka Khed, District Ranagiri-415722 Maharashtra

CONTENTS

Page No.

Notice	2
Director's Reports	5
Auditor's Report	8
Balance Sheet	23
Profit & Loss Account	24
Schedules	25
Cash Flow Statement	34



SHREYAS INTERMEDIATES LTD.

NOTICE

NOTICE is hereby given that the Twenty Third Annual General Meeting of the Members of Shreyas Intermediates Limited will be held on Saturday , the 30th March, 2013 at the Registered Office of the Company at Plots Nos. D-21, D-22 and D-23, MIDC Industrial Estate, Lote Parshuram , Taluka Khed, District Ratnagiri, Maharashtra-415722 at 12.00 Noon to transact the following business.

A) ORDINARY BUSINESS

- 1) To consider and adopt the Directors' Report, the audited Balance Sheet as at 30th September 2012, and Profit and Loss Account for the year ended on 30.09.2012 and Auditors' Report thereon.
- 2) To appoint a Director in place of Mrs. Dinesh Sharma who retires by rotation and being eligible offers himself for re-appointment.
- 3) To appoint Sayeed Khan & Associates, Chartered Accountants, as the Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

B) SPECIAL BUSINESS

- 4) To consider and if thought fit, to pass, with or without modification, the following resolution as a **Ordinary Resolution**.

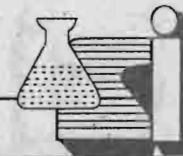
"RESOLVED THAT Mr. Govind Krishna Sharma whose term of office as an Additional Director of the Company expires at this annual general meeting and in respect of whom the company has received a notice under section 257 of the Companies Act 1956, from a member proposing the candidature of Mr. Govind Krishna Sharma for the office of Director be and is hereby appointed a director of the Company whose period of office will be liable to determination by retirement by rotation."

By Order of the Board
For SHREYAS INTERMEDIATES LTD.

Place: Mumbai
Date: March 2nd, 2013

CHAIRMAN

23rd Annual Report 2011 - 2012

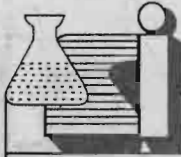


NOTES :

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2) The instrument appointing a proxy must be deposited with the company at its Registered Office, not less than 48 hours before the time for holding the Annual General Meeting.
- 3) The notice of Annual General Meeting will be sent to those members whose name appears on the register of members as on 20.03.2013.
- 4) The Register of Members of the Company and Share Transfer Books of the company will remain closed from **21st March, 2013 to 30th March, 2013** (both days inclusive).
- 5) Members are requested to:
 - (a) Notify the change in address if any, with Pin Code Numbers immediately to the Company. (In Case of shares held in physical mode).
 - (b) Bring their copy of the Annual Report and Attendance Slip with them at the Annual General Meeting.
 - (c) Quot their Registered Folio Number/DP and Clients ID Nos. in all their correspondence with the company or its Registrar and Share Transfer Agent.
- 6) Consequent upon the introduction of Section 109A of the Companies Act, 1956, Shareholders desirous of making a nomination are requested to send their requests in Form 2B in duplicate (which will be mad available on request) to the Registrar and Share Transfer Agent of the company.
- 7) Corporate members are requested to send a duly certified copy of board resolution/power of attorney authorizing their representative to attend and vote at the Annual General meeting.
- 8) Members having any question on accounts are requested to send their queries at least 10 days in advance to the company at its registered office address to enable the company to collect the relevant information.
- 9) 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 between 11.00 am and 1.00 pm up to the date of Annual General Meeting and the same will be available for inspection at the Annual General Meeting.
- 10) The Ministry of Corporate Affairs has taken a **"Green Initiative in the Corporate Governance"** by allowing paperless compliances by the Companies after considering Sections 2,4,5 and 81 of the Information Technology Act, 2000, for legal validity of compliances under Companies Act through electronic mode. Under the Information Technology Act, 2000, service of documents in electronic mode is permitted. Also the acceptable mode of service of documents under 'Certificate of Posting' has recently been discontinued by the Department of Posts.

The Ministry of Corporate Affairs has further clarified that a Company would have complied Section 53 of the Companies Act, 1956, if the service of the document has been made through electronic mode provided that the Company has obtained email addresses of its members for sending the notice/ documents through email by giving an advance opportunity to every shareholders to register their email address and changes therein from time to time with the company. In case where any member has not registered his email address with the company, the service of documents etc will be affected by other modes of service as provided under Section 53 of the Companies Act, 1956. (Reference: Ministry of Corporate Affairs Circular no. 17/2011, dated April 21, 2011)

Keeping in view of the theme underlying the circular issued by MCA, the company shall send documents like,



SHREYAS INTERMEDIATES LTD.

notice calling for Annual General Meeting, Audited Accounts, Directors Report, Auditors Report, etc. from the year ended September 30th, 2012 onwards and other communications, in electronic form, to email addresses of those members which are available in the records of the company and/or made available to us by the Depositories. In case you desire to receive the documents mentioned above in physical form or change of register email address, you are requested to kindly send an e-mail to info@shreyasintermediates.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

Item no. 4

Mr. Govind Krishna Sharma, who was appointed by the Board of Directors in their meeting held on 8th April, 2012 under section 260 of the Companies Act, 1956 to hold office as such director till the date of this Annual General Meeting. The company has received a notice under section 257 of the Companies Act, 1956 proposing his candidature for the office of Director of the company. The resolution is proposed in the notice at Item No-4 for the approval of the members.

None of the directors is interested in the resolution.

ADDITIONAL INFORMATION AS REQUIRED UNDER CLAUSE 49 OF THE LISTING AGREEMENT :

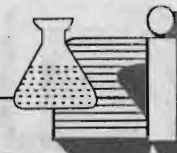
Mrs. Dinesh Sharma, aged about 55 years, is a Chartered Accountant and LLB has more than 32 years of varied experience in different fields and 21 years experience in chemical industry. Mr. Sharma is a director of DEFT Holdings Private Limited, Parshuram Intermediates Private Limited and is not a partner of any firm.

By Order of the Board
For SHREYAS INTERMEDIATES LTD.

Place: Mumbai
Date: March 2nd, 2013

CHAIRMAN

23rd Annual Report 2011 - 2012



DIRECTORS' REPORT

To,
THE MEMBERS,

Your Directors submit herewith the Twenty Third Annual Report together with Audited statement of accounts for the year ended on 30/09/2012.

FINANCIAL RESULTS

Amount in Rupees (in Lacs)

Financial Results	2011-12	2010-11
Gross Income	12587.31	17748.14
Profit/(Loss) before Interest and Depreciation	(561.18)	279.77
Less-Interest	1303.62	1206.40
Profit/(Loss) before Depreciation	(1864.80)	(926.63)
Less-Depreciation	576.53	575.91
Profit/(Loss) before Tax	(2441.33)	(1502.54)
Less-Provision for tax	—	—
Profit/ (loss)After Tax for the year	(2441.33)	(1502.54)
Less-Deferred Tax Adjustment	—	—
Balance brought forward	111.38	1613.92
Profit available for Appropriation	(2329.96)	111.38

DIVIDEND

In view of the loss for the year, the directors of the company have not recommended any dividends on the equity shares.

REVIEW OF OPERATIONS

The Working capital remained a challenge for the Company. Having drained out practically all the working capital to the payment of interest and Installments to the banks, the Banks had taken the Company to the CDR Forum. The CDR forum approved the scheme of rehabilitation on 25th March, 2011. The Banks however are still in the process of trying to implement and are being pursued for implementation. Without the implementation the moratorium also has expired and the Banks have been demanding repayment without implementation of the scheme. The Company has taken the non implementation at proper for a and is trying to get what is legally due to it. In absence of the package and Banks not sticking to rule the running is a challenge and the Company has recorded a lower turnover of Rs.12587.31 lacs as against the turnover of Rs 17748.14 lacs in the corresponding previous year. There was loss after tax of Rs. 2441.33 lacs as against loss after tax at Rs.1502.54lacs in the previous year. The directors are hopeful that the company would come out of red in if the bankers lend a helping hand. The Demand for Company's products continues to remain moderate and paucity of funds only hamper the activity. The Implementation of the strategic cost management initiatives has resulted in improving productivity significantly.



SHREYAS INTERMEDIATES LTD.

PRODUCTION AND PERFORMANCE

The Company has produced Pigments to match international quality. The production achieved during the year was 4128 tons of Pigment. The Capacity utilization in this product was 12.90 %. However the Pigment capacity utilization was low on account of the paucity of funds which mainly have been deployed in the past for interest payment and Installment repayment to Banks when even the plant of the Company was not completed. The Company hopes to achieve decent capacity utilization if the funds are replenished.

MARKET

The demand for the product of the Company has shrunk a bit because of the lowering of demand of the print media. However the Company has alternative plans to even produce the products at lower cost and survive in the market.

EXPORTS

The Company's exports to countries in Europe, Latin America and the Asian Far East were aggregated to the value of Rs.2077.06 Lacs. There was however a set back to the brand of the Company because of unsavory letters by the Banker to certain customers. The Company is a little challenged because of this letters. However it is hopeful to overcome the name it has earned and regain the niche in exports again over a little extended period of time.

LISTING

The Company's Equity Shares continue to be listed on the Stock Exchange, Mumbai (BSE). The Company has paid the requisite Annual Listing Fees for the years 2011-12 to the above Exchange. The Company's Shares continue to be regularly traded on the exchange.

COMPULSORY DEMATERIALISATION OF COMPANY'S SHARES

The Company's Equity Shares were compulsorily dematerialized and as such the Company's Shares continue to be traded in the electronic form as per the relevant SEBI guidelines.

DIRECTORS

Mrs. Dinesh Sharma retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible, offers himself for re-appointment.

During the year Mr. Brahmanand dabas has resigned as directors with effect from 19.04.12, the board appreciated the contribution made by him during his tenure as directors. Mr. Shankerlal Sharma was appointed on 07.04.12 & has resigned with effect from 31.07.12 for personal reasons. Mr. Govind Sharma was appointed as an additional on 07.04.12 to hold office upto the date of this Annual General Meeting.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 217(2AA) of the Companies (Amendment) Act, 2000, with respect to Directors' responsibility statement, it is hereby confirmed:

- 1) That in the preparation of the accounts for the financial year ended 30th September, 2012; the applicable

23rd Annual Report 2011 - 2012



accounting standards have been followed along with proper explanation relating to material departures.

- 2) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the period under review:
- 3) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- 4) That the Directors have prepared the accounts for the financial year ended 30-09-2012 on a going concern basis.

CORPORATE GOVERNANCE

The Company has complied with the requirements of Corporate Governance, as applicable to the Company, during the period under report, as per the amended Listing Agreement with the Bombay Stock Exchange. The Report on Corporate Governance together with the Auditor's Report thereon, is annexed hereto in accordance with Clause 49 of the Listing Agreement with the Bombay Stock Exchange.

AUDITORS

M/s. Sayeed Khan & Associates, Chartered Accountants, Mumbai, the Statutory Auditors of the Company, retire at ensuing Annual General Meeting and are eligible for re-appointment.

COST RECORDS AND COST AUDIT

Till the year 2011, cost records were made compulsory U/S Sec 209 (1)(d) of the companies Act, 1956 and no company specific cost audit was ordered in case of your company by the Central Government. Now in terms of the companies (Cost Accounting Records) rules 2011 and the companies (Cost Audit Report) rules, 2011 both dated 3rd June 2011, the company is liable to maintain cost records as well as will have to undertake independent cost audit from practicing Cost and Works Accountant. The company is in the process of appointing required cost accountant for undertaking of the cost audit in due compliance of the aforesaid rules.

EMPLOYEES

As on date, none of the employees of the company fall within the purview of the provision of the section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, and Companies (Particulars of Employees) Amendment Rules, 2011,

Relations between the management and its employees have been cordial. Your Directors place on record their appreciation of the efficient and loyal services rendered by the employees of the Company at all levels.

ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The information required under Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo is appended hereto as Annexure 'A' and forms part of this Report.



SHREYAS INTERMEDIATES LTD.

AUDITOR'S REPORT

1. Observation by the auditor at point no 2 (i)- The Company is following up with the appropriate authorities the non implementation of the CDR package. It is hopeful of showing to the authorities the relevant RBI guidelines to the bankers so that the scheme is implemented.
2. The trial run batches are non moving. These will be tried to be rectified or else dealt with appropriately.
3. The gratuity liability is being paid as and when it is arising. The Company has also asked for an actuarial help. However the lean position of the Company necessitates to be frugal with expenses. There however are no unpaid gratuity or any unpaid workmen dues.

ACKNOWLEDGEMENT

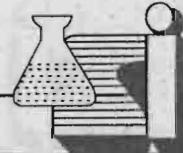
Your Directors place on record their appreciation of the support received from the Company's Bankers and Shareholders and look forward to their continued support and goodwill.

By Order of the Board
for SHREYAS INTERMEDIATES LTD

Place : Mumbai
Date : March 2nd, 2013

DINESH SHARMA
CHAIRMAN

23rd Annual Report 2011 - 2012



ANNEXURE "A" - disclosure of particulars Rules, 1988

Information required under the Companies (Disclosure of particulars in the Report of the Board of Directors), Rules 1988.

CONSERVATION OF ENERGY

By detecting energy waste on the shop floor, furnace and implement remedial measures the energy was saved. Inefficient use of energy in utilities items like Pumps and Compressors etc. was checked.

Total energy consumption per Kilogram of products 1.03 that amounted to Rs.7.18 per kilogram and 1.74 Unit of Furnace Oil / Brickket amount to Rs.9.08 per kilogram.

TECHNOLOGY ABSORPTION:

Continuous efforts are on to produce materials more efficiently. Efforts are being made for semi- automation of some of the machines. Continuous efforts are on to produce products creating less effluent and getting product of higher quality. New methods of drying have been installed in the factory resulting in the final products being of superior quality whereby the products of the Company enjoy a better image over other available in the market. Further efforts are on to minimize the levels of effluent and to get better quality still superior.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

	(Rs. in Lacs)	(Rs. in lacs)
	2011-12	2010-11
Total Foreign Exchange earned	903.99	1152.79
Total Foreign Exchange used	58.54	322.26

FORM A

(See Rule 2)

Form for disclosure of particulars with respects conservation of energy etc.

Power and fuel consumption:

	2011-12	2010-11	
Electricity:			
Unit Amount (Rs. in Lacs)	42.42	45.17	
Total Amounts (Rs. in Lacs)	295.63	280.71	
Rate / Unit	6.97	6.21	
Coal :			
Quantity	72.00	94.32	
Total Amount	376.09	410.24	
Rate / Unit	5.22	4.35	
Consumption per unit of Production			
Electricity	Unit/Kg	1.03	0.64
Coal	Kg/Kg	1.74	1.34

FORM B (See Rule 2)

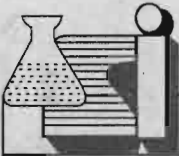
TECHNOLOGY ABSORPTION:

Please see point B above

By Order of the Board
for SHREYAS INTERMEDIATES LTD

Place: Mumbai
Date : March 2nd, 2013

DINESH SHARMA
CHAIRMAN



SHREYAS INTERMEDIATES LTD.

ANNEXURE 'C'

CORPORATE GOVERNANCE

The Board of Directors of the Company supports the broad principles of Corporate Governance. Given below is the Report on Corporate Governance in respect of the year ended 30th September 2012.

1. Company's Philosophy on Code of Governance

The Company's philosophy on Corporate Governance lays strong emphasis on transparency, accountability and integrity. All employees are guided by the Company's policies on important issues, including our relationship with consumers, shareholders and Government.

2. Composition of Board

The Board comprises of the Executive Director and Non-executive Directors. Accordingly, the composition of the Board is in conformity with the Listing Agreements with the Stock Exchanges. Mr. Dinesh Sharma, a Director, is the non-executive Chairman of the Board. Except the Whole-time Director, all other Directors retire by rotation as per the provisions of the Companies Act, 1956. The composition of the Board and other relevant details relating to Directors are given below:

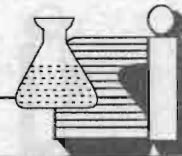
Sr. No	Name of Director	Category	No. of other Directorships	No. of Memberships of Board Committees	No. of Board Committees of which the Director is a Chairperson
1.	Mr. Ramchandra Dhondu Ghanekar	Executive	Nil	Nil	Nil
2.	Mr. Dinesh Sharma (Chairman of the Board)	Non-Executive	3	4	1
3.	*Mr. Brahmanand Dabas	Non-Executive	Nil	4	Nil
4.	Prof. (Mrs.) Neelam Arora	Non-Executive	Nil	4	3
5.	*Mr. Shankerlal Bhuralal Sharma	Non-Executive	4	Nil	Nil
6.	*Mr. Govind Krishna Sharma	Non-Executive	Nil	3	Nil

* Ceased to be Directors during the year.

3. Board Meetings, Committee meetings and the 23rd Annual General Meeting:

During the year 2011-12, 15 Board Meetings and 4 Meetings of Audit Committee and 3 Meetings of the Investors' Grievances Committee and one meeting of the Remuneration Committee were held. The last Annual General Meeting of the Company (22nd AGM) was held on March 21, 2012.

23rd Annual Report 2011 - 2012



ATTENDANCE OF DIRECTORS AT MEETINGS OF THE BOARD AND OF COMMITTEES OF THE BOARD

Name	Category	Attendance															Attendance at Committee Meetings									General Meetings	
		Board Meetings															Audit Committee Meetings				Investors' Grievances Meetings			Remuneration Committee Meeting on 30.03.12		E G M	AG M
		1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	1	2	3	4	1	2	3				
Mr. Ramchandra Dhondu Ghanekar	Executive	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	N	N	N	N	N	N	N	N		Y	
Mr. Dinesh Sharma (Chairman of the Board)	Non-Executive	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y		Y	
Mr. Brahm anand Dabas	Non-Executive	Y	Y	Y	Y	Y	Y	N	N	N	N	N	N	N	N	N	Y	Y	N	N	Y	N	N	Y		Y	
Prof. (Mrs.) Neelam Arora	Non-Executive	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y		Y	
Mr. Shankerlal Sharma	Non-Executive	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y	Y	N	N	N	N	N	N	N	N	N	N		N	
Mr. Govind Krishna Sharma	Executive	N	N	N	N	N	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	N	N	Y	Y	N	Y	Y	N		N	

A. AUDIT COMMITTEE

The Audit Committee constituted by the Board of Directors consists of three Directors namely Mr. Govind Krishna Sharma Prof. (Mrs.) Neelam Arora and Mr. Dinesh Sharma. The constitution of Audit Committee meets with the requirements of the Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement; Mr. Govind Krishna Sharma and Mrs. Arora are independent, non-executive Directors. Mrs. Neelam Arora is the Chairperson of the Audit Committee.

The terms of reference of the Audit Committee include:

- reviewing financial statements and pre-publication announcements before submission to the Board.
- ensuring compliance of internal control systems and follow-up action on internal audit reports.
- apprising the Board on the impact of accounting policies, auditing standards and legislation
- holding periodical discussions with Statutory Auditors on the scope and content of the audit.
- reviewing the Company's financial and risk management policies..

During the financial year 2011-12, the Audit Committee Meetings were held on 27.10.2011, 31.01.2012, 30.04.2012, 31.07.2012.



SHREYAS INTERMEDIATES LTD.

B. Remuneration Committee

The Committee held its meeting on 31st March, 2012 there is no change in the remuneration of the directors.

C. Shareholders'/Investors' Grievance Committee

The Shareholders'/Investors'/Grievance Committee consist of three Directors. Prof. (Mrs.) Neelam Arora, a Non-Executive Director heads this Committee.

The Committee held three meetings on 31.03.2012, 30.06.2012, 31.07.2012, at quarterly intervals, and considered, inter alia, Shareholders'/investors' complaints relating to non-receipt of certificates after transfer, delay in confirmation/ rejection of requests for DEMAT of Shares, etc. During the financial year ended 30th September 2012, 3 complaints were received from shareholders/ investors. All complaints have been generally been solved to the satisfaction of the complainants except for dispute cases and sub-judice matters, which would be solved on final disposal by the Courts.

The Company has acted upon all valid share transfers received during the financial year ended 30th September 2012 and there were no pending transfers as on September 30, 2012.

Mrs. Manali More continues to be the Compliance Officer of the Company.

D. SECURITIES ALLOTMENT COMMITTEE

The Securities Allotment Committee consists of 3 Directors Mr. Dinesh Sharma; the chairman of the company heads this committee. There was no meeting during the year as no allotment of shares was made.

4. ANNUAL GENERAL MEETING

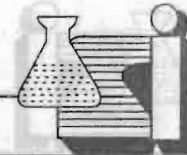
The last three Annual General Meeting of the Company was held as under:

Year	Location	Date	Time
2010-11	D-21,D-22,D-23, M.I.D.C., Lote Parshuram, Taluka Khed, District Ranagiri-415722 Maharashtra	21-03-2012	12.00 Noon.
2009-10	D-21,D-22,D-23, M.I.D.C., Lote Parshuram, Taluka Khed, District Ranagiri-415722 Maharashtra	31-03-2011	11.00 A.M.
2008-09	122-125, 'Solaris - II', Saki - Vihar Road, Powai, Andheri (East), Mumbai 400072	30-03-2010	11.30 A.M.

5. DISCLOSURES

- a) Disclosure on materially significant related party transaction i.e. transaction of the company of material nature with its promoters, the Directors or Management or relatives etc. that may have potential conflicts with the interest of the company.

The Company has received all relevant disclosures; there is no conflict of interest. There was no transaction with any parties in which Directors of the Company were interested that may have potential conflict with the interest of company at large.



23rd Annual Report 2011 - 2012

- b) Details of non-compliance by the company penalties, stricture imposed on the company by Stock Exchange or SEBI or any Statutory Authority or any matter related to capital market during the last three years.

NIL - The Company has complied with all the requirements of the regulatory authorities on capital markets and no penalty / stricture were imposed on the Company in the last three years.

6. MEANS OF COMMUNICATION

- a) The Company does not send its quarterly report to each household of shareholders. The quarterly results are published in newspapers and are available / accessible on the SEBI website under the SEBI's EDIFAR (Electronic Data Filing Information And Retrieval) guidelines.
- b) The quarterly and full year results are published in 'Asian Age' in English and 'Daily Sagar' in Marathi.
- c) These results together with the Company's official statement are also displayed on SEBI's website.
- d) Presentations are also made from time to time to analysts and institutional investors.

7. MANAGEMENT DISCUSSION AND ANALYSIS

(within the limits set by the Company's competitive position)

The Company is engaged in the business of manufacture and sale of Pigments and Pigment intermediates and bi-products. Substantial revenues come from the sale of these products to various segments across various industries including corporate and business houses. The Company continues to take several steps to expand the markets in India as well as overseas; the industry is continuing its efforts to get the Government support both at the Central and the State levels to have a lower rate of Excise duty on its products.

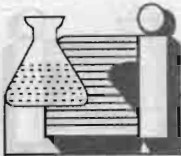
The outlook for the industry is positive given the size of the opportunity. The Company is hopeful that with the combination of market development and expansion activity, there will be a healthy market growth over the next few years.

The Company has good internal control systems, the adequacy of which has been reported by its Auditors in their report as required by the Companies (Auditor's Report) Order, 2003. The discussion on financial performance of the Company is covered in the Directors' Report. The number of employees as on 30th September 2012 was 215.

8. SHAREHOLDRES' INFORMATION

23rd Annual General Meeting

Date & Time	12 Noon, on Saturday, 30 th March 2013. At D-21, D-22, D-23, M.I.D.C., Lote Parshuram, Taluka Khed, District Ranagiri-415722 Maharashtra
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SHREYAS INTERMEDIATES LTD.

9. FINANCIAL CALENDAR

The Company follows October - September as its financial year. The results for every quarter beginning from October are declared 45 days from the end of the quarter, as permitted by the Listing Agreement.

10. DATES OF BOOK CLOSURE

Book Closure dates-	Thursday, the 21st March, 2013 to Saturday, the 30th March, 2013 (both days inclusive)
---------------------	-------------------------------------------------------------------------------------------

11. DIVIDEND PAYMENT DATE : Not Applicable

12. LISTING OF EQUITY SHARES

The Company's Equity Shares continued to be listed on the Mumbai Stock Exchange. The Company has paid annual listing fees. The Company's Shares continue to be traded on the BSE.

13. STOCK CODE

The Stock Exchange, Mumbai (Physical) : Code : 526335
The Stock Exchange, Mumbai (Demat) : Code : INE 115F01017

14. MARKET PRICE DATA

The monthly high and low quotations of shares traded on the Stock Exchange, Mumbai are as follows:

MONTH	MUMBAI STOCK EXCHANGE	
	HIGH (Rs.)	LOW (Rs.)
October, 2011	7.75	5.83
November, 2011	9.45	6.94
December, 2011	7.60	6.50
January, 2012	9.10	6.70
February, 2012	8.55	6.86
March, 2012	7.90	5.52
April, 2012	8.85	5.39
May, 2012	8.10	5.92
June, 2012	6.90	5.62
July, 2012	6.91	5.74
August, 2012	6.30	5.12
September, 2012	5.99	4.80

15. REGISTRAR AND SHARE TRANSFER AGENTS

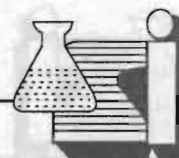
M/s. SYSTEM SUPPORT SERVICE, 209, Shivai Industrial Estate, Near Parke Davis 89, Andheri - Kurta Road, Sakinaka, MUMBAI 400 072.

16. SHARE TRANSFER SYSTEM

Applications for transfer of shares held in physical form are received at the office of the Registrars and Share Transfer Agents of the Company. The Board Committee attends to share transfer formalities at least once in 15 days.

Shares held in the dematerialized form are electronically traded in the Depository and the Registrars and Share Transfer Agents of the Company periodically receive from the Depository, the beneficiary holdings

23rd Annual Report 2011 - 2012



so as to enable them to update their records and to send all corporate communications, dividend warrants etc.

Physical shares received for dematerialization are processed and completed within a period of 15 days from the date of receipt, provided they are in order in every respect. Bad deliveries are immediately returned to Depository Participants under advice to the shareholders.

17. THE SHAREHOLDING PATTERN AND DISTRIBUTION OF SHAREHOLDING (AS AT SEPTEMBER 30, 2012)

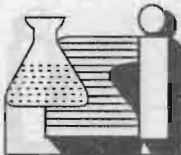
I. EQUITY SHARES

Category	No. of Equity shares held	Percentage of shareholding
A Promoters		
1 Indian Promoters	98,28,600	61.03
2 Foreign Promoters	NIL	NIL
3 Persons acting in Concert	NIL	NIL
B Non-Promoters Holding		
1 Institutional Investors		
A Mutual Funds and UTI	2100	0.01
B Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions/Non - Government Institutions)	2800	0.02
C FIs	NIL	NIL
2. Others		
A Private Corporate Bodies	11,69,275	7.26
B Clearing Members (Shares in Transit)	NIL	NIL
C NRIs/OCBs/Foreign Nationals	46,103	0.29
D Indian Public	50,55,022	31.39
TOTAL	1,61,03,900	100.00

Shareholding of Nominal value of		Shareholders		Value of Shares	
Rs.	Rs.	Number	% to Total	Share Amount Rs.	% to Total
1	- 5000	4562	96.29%	1995592	12.39%
5001	- 10000	82	1.73%	599473	3.72%
10001	- 20000	28	0.59%	427430	2.65%
20001	- 30000	20	0.42%	492920	3.06%
30001	- 40000	10	0.21%	341818	2.12%
40001	- 50000	8	0.17%	363997	2.26%
50001	- 100000	8	0.17%	561600	3.49%
100001	- Above	20	0.42%	11321070	70.30%
TOTAL		4738	100.00%	16,10,39,000	100.00%

II. PREFERENCE SHARES

The Company has allotted 1,50,00,000 10% Redeemable Non-Cumulative Preference Shares of Rs. 10/- each, fully paid-up, aggregating to Rs. 15,00,00,000/-. All the Shares are held by the Promoter Group, in the physical form.



SHREYAS INTERMEDIATES LTD.

18. DEMATERIALISATION OF SHARES

Status of Dematerialization as on 30th September 2012.

Particulars	No. of Shares	% Capital	No. of Holders	% of Holders
NSDL	9880722	61.36%	1,711	36.11%
CDSL	2673263	16.60%	1,162	24.53%
Physical	3549915	22.04%	1,865	39.36%
Demat Shares in transit	—	—	—	—
	<u>1,61,03,900</u>	<u>100%</u>	<u>4,738</u>	<u>100%</u>

19. PLANT LOCATION

The Company's Plants are located at: Plots Nos. D-21, D-22 and D-23
MIDC Industrial Estate,
Lote Parshuram, Taluka Khed,
District : Ratnagiri,
MAHARASHTRA

20. ADDRESS FOR CORRESPONDENCE

For assistance regarding dematerialization of shares, share transfers, transmissions,, change of addresses, or any other query relating to shares, please write to :

Registrar & Transfer Agents
M/s. SYSTEM SUPPORT SERVICE
209, Shivai Industrial Estate
Near Parke Davis
89, Andheri - Kurla Road
Sakinaka, Mumbai - 400 072.

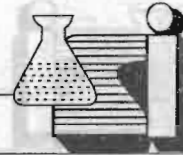
- OR

The Company At
122-125, 'Solaris - II', Saki - Vihar Road,
Powai, Andheri (East),
MUMBAI 400 072

By Order of the Board
for SHREYAS INTERMEDIATES LTD

Place : Mumbai
Date : 2nd March, 2013

DINESH SHARMA
CHAIRMAN



23rd Annual Report 2011 - 2012

AUDITORS REPORT ON CORPORATE GOVERNANCE REPORT OF THE BOARD

To,
The Board of the Directors
SHREYAS INTERMEDIATES LTD.,
Plots Nos. D-21, D-22 and D-23,
MIDC Industrial Estate,
Lote Parshuram, Taluka Khed,
District: Ratnagiri - 415722
Maharashtra.

We have read the Report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance of conditions of Corporate Governance by Shreyas Intermediates Limited ("the Company"), for the year ended September 30, 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was conducted in the manner described in the Guidance Note on Certification of Corporate Governance' issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance. Our examination was neither an audit nor was it conducted to express an opinion on the financial statements of the Company.

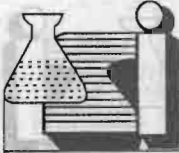
In our opinion and to the best of our information and according to the explanations given to us and on the basis of our examination described above, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

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

For SAYEED KHAN & ASSOCIATES
Chartered Accountants

PLACE : MUMBAI
Date : 2nd March, 2013

SAYEED KHAN
Proprietor



SHREYAS INTERMEDIATES LTD.

AUDITOR'S REPORT

To,
The Members of M/s. Shreyas Intermediates Ltd.,

We have audited the attached Balance Sheet of M/s. SHREYAS INTERMEDIATES LIMITED as at 30th September 2012 and Profit and Loss account of the company for the year ended 30th September 2012, annexed thereto. These financial statements are the responsibility of the management. Our responsibility is to express an opinion on these financial statements based on our audit.

We have conducted our audit in accordance with auditing standards generally accepted in India. These accounting standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes the examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

We report as follows:

1. As required by the Companies (Auditor's Report) Order 2003 issued by the Central Government, in terms of Section 227(4A) of the Companies Act, 1956, we annex hereto a statement of the matters specified in paragraphs 4 & 5 of the said order
2. Without qualifying our opinion, we draw attention to the following notes to the financial statements:
 - i. The company was referred under the Corporate Debt Restructuring Scheme wherein a scheme had been approved and sanctioned in consonance with the agreement of the Financial Institutions, however during the year, the banks have not implemented the said scheme and the company has been following up with the CDR to operationalize the above scheme.
 - ii. The company has not provided for any losses on account of devaluations in the stocks which have occurred due to Production Trials undertaken in earlier years. In the opinion of the management, the stocks do not conform to optimal quality levels expected and have been thus rendered to slow movement, however as explained by the management the stocks shall be subjected to further processing and the quality shall be duly optimized.
 - iii. The Company has not provided for the payment of deferred Sales tax due for payment in the accounts during the year under consideration. In our opinion the short term liabilities and the losses for the year remain understated by the amount of such pro-rata installment due on account of the repayment of the Deferred Sales Tax benefit availed by the company in the earlier years.
 - iv. No provisions have been made by the company for liability towards Gratuity and Leave Encashments payable to employees on retirement since the same are accounted for on cash basis. The same is not in consonance with the provisions of AS-15 "Accounting for retirement Benefits in Financial Statements" issued by the Institute of Chartered Accountants of India.
3. Further to our comments in annexure referred to in paragraph (1) above:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, except for the non-provision devaluation of stocks, proper books of accounts as required by law have been kept by the company so far as appears from our examination of the books;
 - c) The Balance Sheet, Profit & loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;



23rd Annual Report 2011 - 2012

- d) In our opinion, the Profit & Loss Account and the Balance Sheet comply with the Accounting Standards as referred to in Section 211(3 C) of Companies Act, 1956 except to the extent of non-provision of the retirement benefits to the employees as required by AS 15 "Accounting retirement benefits in the financial statements of employer."
- e) On the basis of representations received from Directors of the company and information and explanation given to us, we report that no directors are disqualified from being appointed as director of the company under clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view;
- i. In the case of the Balance Sheet of the State of affairs of the Company as at 30th September 2012 and
- ii. In the case of the Profit & Loss Account, of the Loss of the Company for the year ended 30th September, 2012

**For SAYEED KHAN & ASSOCIATES
Chartered Accountants**

**Place: Mumbai
Date: 2nd March 2013**

**Sayeed Khan
Proprietor**



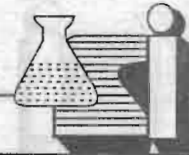
SHREYAS INTERMEDIATES LTD.

ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 1 of our report of even date)

As required by the Companies (Auditors' Report) Order 2003 issued by the Company Law Board in terms of Section 227 (4A) of the Companies Act, 1956 and on the basis of such checks, as we considered appropriate, we further report that:

1. The company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets. The Management at reasonable intervals has physically verified the fixed Assets. No discrepancies were noticed upon such verification.
2. The management has conducted physical verification at reasonable intervals in respect of finished goods, stores and spare parts and raw materials.
3. In our opinion and according to the information and explanations given to us, the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
4. In our opinion and according to the information and explanations given to us, the company is maintaining proper records of inventory, however the management has not initiated any process to identify nor has provided for any losses on account of devaluations in the stocks which have occurred due to Production Trials undertaken in earlier years. In the opinion of the management, the stocks do not conform to optimal quality levels expected and have been thus rendered to slow movement, however as explained by the management the stocks shall be subjected to further processing and the quality shall be duly optimized.
5. The Company has taken unsecured loans aggregating to Rs. 963.02 Lacs from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and/or from the Companies under the same management as defined under Sub Section (1B) of section 370 of the Companies Act, 1956.
6. According to the explanations given to us, in our opinion, the terms and conditions of the unsecured loans taken from companies listed in the register maintained u/s 301 of the Companies Act, 1956 are not, prima-facie, prejudicial to the interest of the company.
7. The terms of Secured Loans have been re-negotiated in the earlier years and the company has sought a restructuring of the same from Financial Institutions under the Corporate Debt Restructuring Scheme (CDR), however according to the explanations given to us, the banks have not implemented the said scheme and the company has been following up with the CDR to operationalize the above scheme. Thus no provisions have been made in the books of accounts of the company under the said scheme so approved and sanctioned as the same has not been implemented during the year.
8. There is no overdue amount of loans taken or granted to companies, firms or parties listed in the register maintained u/s 301 of the Companies Act, 1956.
9. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures, commensurate with the size of the Company and the nature of its business for the purchase of stores, raw materials including components, plants and machinery, equipment and other assets and for the sale of goods. During the course of our audit, and according to the information and explanations given to us we have neither come across nor have been informed of any continuing failure to correct major weakness in the internal control procedures.
10. Based on the audit procedures applied by us, to the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion, that the transactions that need to be entered in to the registers maintained under section 301 of the Companies Act, 1956 have been so entered.
11. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 & exceeding the value of Rs. 5,00,000/- in respect of any party during the year have been made at prices which are reasonable having regards to prevailing market prices at relevant time.
12. The Company has not accepted any deposit, within the meaning of section 58A of the Companies Act, 1956 and the rules framed there under.



23rd Annual Report 2011 - 2012

13. In our opinion, the Company has an adequate internal audit system commensurate with the size and nature of its business.
14. As informed to us, the company has not appointed a Cost auditor pursuant to the order made by the Central government for the maintenance of cost records u/s 209 (1) (d) of the Companies Act, 1956 in respect of the company's products.
15. According to the records of the Company, the Company has been regular in depositing its statutory dues during the year with the appropriate authorities.
16. According to the information and explanations to us, there are no dues in respect of the Income Tax, Wealth Tax, Custom Duty, Excise Duty and Cess which have not been deposited on account of dispute other than listed here in below:-

undisputed dues pertaining to the Sales Tax pending payment as on date is as tabulated below:

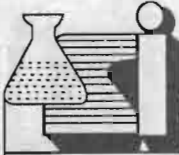
Sales Tax payable for quarter ended December 2010 till September 2011	Rs. 49.40 Lacs
Total Sales Tax Due	Rs. 49.40 Lacs

According to the records of the company there are no dues of Sales Tax, Income Tax, Customs, Wealth Tax, Excise Duty, Cess which have not been deposited on account of dispute except pending cases against the company for the period 2005-06 to 2008-2009 under The Central Excise Act, 1944 towards Excise Duty pending before the CESTAT involving a demand of Rs. 127.00 Lacs for EOU unit with an equivalent penalty demand, the Company has paid 100.00 Lacs against this and for the period 2005-06 to 2008-2009 under The Central Excise Act, 1944 towards Excise Duty pending before the CESTAT involving a demand of Rs. 129.00 Lacs for DTA Unit with an equivalent penalty demand. The company has preferred an appeal with the CESTAT challenging the above penal levies.

The company has also not provided for the payment of deferred Sales tax due for payment in the accounts during the year under consideration. In our opinion the short term liabilities and the losses for the year remain understated by the amount of such pro-rata installment due on account of the repayment of the Deferred Sales Tax benefit availed by the company in the earlier years.

17. The accumulated losses as at the end of the year exceed fifty percent of its net worth. The company has also incurred cash losses during the financial year covered by our audit however in the immediately preceding financial year the company has not incurred cash losses.
18. According to the information and explanations given to us, the company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures or other securities.
19. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from Banks or Financial Institutions during the year.
20. To the best of our knowledge and belief and according to the information and explanations given to us by the management, the term loans and other loans availed by the company were, prima-facie applied by the company for the purposes for which the same were obtained.
21. According to the information and explanations given to us and on overall examination of the Balance Sheet and the Cash Flow of the company, we report that no funds raised on short-term basis have been used for long-term investments. No long-term funds have been used to finance short-term assets except working capital.

However during the year, the company has sought to convert the sums of unpaid accumulated interests due on Long Term and Short Term Loans into Secured Term Loans and the above scheme has been duly approved and sanctioned by the Banking Institutions under the scheme of Corporate Debt Restructuring Scheme.



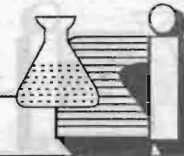
SHREYAS INTERMEDIATES LTD.

22. The company has not made any preferential allotment of shares during the year.
23. The company has not issued any debentures during the year.
24. During the year, the company has not raised any money by public issue.
25. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

For SAYEED KHAN & ASSOCIATES
Chartered Accountants

Place: Mumbai
Date: 2nd March 2013

Sayed Khan
Proprietor



23rd Annual Report 2011 - 2012

BALANCE SHEET AS AT 30th SEPTEMBER 2012

PARTICULARS	NOTE	AS ON 30th SEPT, 2012	AS ON 30th SEPT, 2011
I. EQUITY & LIABILITIES			
1. SHAREHOLDERS FUNDS			
Share Capital	1	311,039,000	311,039,000
Reserves & Surplus	2	(209,486,287)	34,647,008
		101,552,713	345,686,008
2. NON CURRENT LIABILITIES			
Long Term Borrowings	3	1,038,280,916	954,034,940
Deferred Tax Liabilities (Net)		10,546,380	10,546,380
		1,048,827,296	964,581,320
3. CURRENT LIABILITIES			
Short Term Borrowings	4	344,905,980	306,660,796
Trade Payables	5	66,515,591	68,470,167
Other Current Liabilities	6	2,122,019	3,129,839
Short Term Provisions	7	3,867,049	3,321,599
		417,410,639	381,582,401
		1,567,790,648	1,691,849,730
II. ASSETS			
1. NON CURRENT ASSETS			
Fixed assets Tangible Assets	8	910,137,273	967,277,974
Long Term Loans & Advances	9	26,824,363	26,314,806
Other Non Current Assets	10	9,226,184	9,840,032
		946,187,820	1,003,432,812
2. CURRENT ASSETS			
Current Investments	11		
Inventories	12	358,031,682	375,687,773
Trade Receivables	13	192,004,898	238,105,362
Cash & Cash Equivalents	14	23,790,565	24,078,612
Short Term Loans & Advances	15	47,775,682	50,545,171
		621,602,827	688,416,918
		1,567,790,648	1,691,849,730

AS PER OUR REPORT OF EVEN DATE
For SAYEED KHAN & ASSOCIATES
CHARTERED ACCOUNTANTS

SAYEED KHAN

PROPRIETOR

PLACE: MUMBAI

DATED : 02nd MARCH 2013

DINESH SHARMA

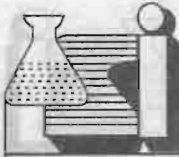
DIRECTOR

G. K. SHARMA

DIRECTOR

RAMCHANDRA GHANEKAR

WHOLETIME DIRECTOR



SHREYAS INTERMEDIATES LTD.

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30th SEPTEMBER 2012

PARTICULARS	NOTE	Year ended 30th SEPT, 2012	Year ended 30th SEPT, 2011
Revenue from Operations	16	1,258,731,213	1,774,813,608
Other Income	17	6,777,995	6,586,238
III. Total Revenue (I + II)		1,265,509,208	1,781,399,846
Expenses			
Cost of Material Consumed	18	1,175,225,320	1,602,044,661
Change in Inventories	19	(23,614,179)	42,786,168
Employee Benefit Expenses	20	28,096,648	23,058,986
Finance Cost	21	130,362,309	123,215,449
Depreciation and Amortisation Expenses	22	58,266,843	58,205,358
Other Expenses	23	141,305,562	82,343,104
Total Expenses		1,509,642,503	1,931,653,726
V. Profit before Exceptional & Extraordinary Items & Tax (III - IV)		(244,133,295)	(150,253,880)
Exceptional Items / Extraordinary Items		-	-
VII. Profit before Tax (V - VI)		(244,133,295)	(150,253,880)
Tax Expense		-	-
1) Current Tax		-	-
2) Deferred Tax		-	-
XI. Profit / (Loss) for the year (VII - VIII)		(244,133,295)	(150,253,880)
X. Earning per equity share			
1) Basic		(15.16)	(9.33)
2) Diluted		(15.16)	(9.33)

AS PER OUR REPORT OF EVEN DATE
For SAYEED KHAN & ASSOCIATES
CHARTERED ACCOUNTANTS

SAYEED KHAN

PROPRIETOR

PLACE: MUMBAI

DATED : 21st FEBRUARY 2012

DINESH SHARMA

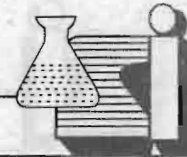
DIRECTOR

G. K. SHARMA

DIRECTOR

RAMCHANDRA GHANEKAR

WHOLETIME DIRECTOR



23rd Annual Report 2011 - 2012

NOTES FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 30th SEPTEMBER 2012

PARTICULARS	AS ON	
	30th SEPT, 2012 Rs.	30th SEPT, 2011 Rs.
NOTE '1'		
i) SHARE CAPITAL		
AUTHORISED		
2,00,00,000 Equity Shares of Rs.10/- each	200,000,000	200,000,000
1,50,00,000 Preference Shares of Rs.10/- each	150,000,000	150,000,000
(Previous year 1,62,50,000 equity shares of Rs.10/- each)	<u>350,000,000</u>	<u>350,000,000</u>
ISSUED, SUBSCRIBED AND PAID UP		
1,61,03,900 (Previous year 1,61,03,900) Equity Shares of Rs.10/- each	161,039,000	161,039,000
1,50,00,000 (Previous year 12000000) Cumulative Redeemable at Par Preference Shares of Rs.10/- each fully paid up issued at a Premium of Rs.5/- each	150,000,000.00	150,000,000.00
TOTAL Rs.	<u>311,039,000</u>	<u>311,039,000</u>

ii) PAR VALUE PER SHARE - RS.10/-

iii) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period:

Outstanding as at beginning of the year	16,103,900	16,103,900
change during the year	NIL	NIL
Outstanding as at end of the year	<u>16,103,900</u>	<u>16,103,900</u>

iv) The details of Shareholders holding more than 5% of shares

Name of the Shareholders	As at 30th September 2012		As at 30th September 2011	
	No of Shares	% held	No of Shares	% held
CYAN FORMULATORS PVT.LTD	1926700	11.96%	1926700	11.96%
DEFT HOLDINGS PVT.LTD	1867300	11.59%	1867300	11.59%
SNEHALATA SHARMA	2614450	16.23%	2614450	16.23%
SHREYAS SHARMA	1001250	6.21%	1001250	6.21%
SHRUTI SHARMA	1000000	6.20%	1000000	6.20%

NOTE '2'

RESERVES & SURPLUS

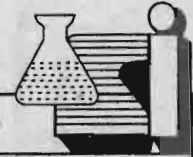
Amalgamation Reserve	(69,491,212)	(69,491,212)
Share Premium	90,000,000	90,000,000
General Reserve	3,000,000	3,000,000
Surplus / (Deficit) in Statement of Profit and Loss	11,138,220	161,392,100
Opening Balance	(244,133,295)	(150,253,880)
Less : Loss during the year	<u>(232,995,075)</u>	<u>11,138,220</u>
Balance as on 30th September	(232,995,075)	11,138,220
TOTAL Rs.	<u>(209,486,287)</u>	<u>34,647,008</u>



SHREYAS INTERMEDIATES LTD.

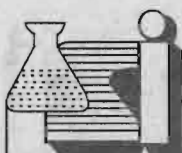
PARTICULARS	AS ON 30th SEPT, 2012 Rs.	AS ON 30th SEPT, 2011 Rs.
NOTE - '3'		
LONG TERM BORROWING		
SECURED LOANS		
Other Loans & Advances		
(a) Term Loan	941,978,868	875,930,048
(b) Other Secured Loans		
UNSECURED LOANS		
Other Loans & Advances	96,302,048	78,104,892
TOTAL Rs.	1,038,280,916	954,034,940
NOTE - '4'		
SHORT TERM BORROWINGS		
Secured Loans from Banks	344,905,980	306,660,796
TOTAL Rs.	344,905,980	306,660,796
NOTE - '5'		
TRADE PAYABLES		
Micro Small and Medium Enterprise		
Others (Refer Note 24 Part B No 6)	66,515,591	68,470,167
TOTAL Rs.	66,515,591	68,470,167
NOTE - '6'		
OTHER CURRENT LIABILITIES		
TDS Payable	140,797	146,926
Other payables	396,864	889,103
Duties & Taxes	1,584,358	2,093,810
TOTAL Rs.	2,122,019	3,129,839
NOTE - '7'		
SHORT TERM PROVISION		
Provision for Tax	2,449,871	2,458,021
Other Provisions	1,417,178	863,577
TOTAL Rs.	3,867,049	3,321,599
NOTE '9'		
LONG TERM LOANS AND ADVANCES		
Balance with Government Authorities	26,824,363	26,314,806
TOTAL Rs.	26,824,363	26,314,806
NOTE '10'		
OTHER NON CURRENT ASSETS		
Unamortized Expenses	9,226,184	9,840,032
TOTAL Rs.	9,226,184	9,840,032

23rd Annual Report 2011 - 2012



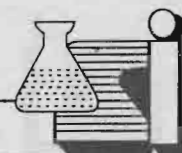
NOTE '8' - TANGIBLE FIXED ASSETS (AT COST) AS AT 30th SEPTEMBER, 2012

PARTICULARS	GROSS BLOCK			ACCUMULATED DEPRECIATION / IMPAIRMENT					NET BLOCK	
	COST AS AT 01/10/2011	ADDITIONS / TRANSFERS	DEDUCTIONS / TRANSFERS	BALANCE COST AS AT 30/09/2012	UPTO 01/10/2011	RATE %	FOR THE YEAR	UPTO 30/09/2012	AS ON 30/09/2012	AS ON 30/09/2011
	Land	23,285,959	-	-	23,285,959	-	-	-	-	23,285,959
Buildings	126,460,439	-	-	126,460,439	27,013,535	3.34%	4,223,779	31,237,314	95,223,125	99,446,904
Plant & Machinery	863,555,084	-	-	863,555,084	180,173,889	4.75%	41,018,866	221,192,755	642,362,329	683,381,195
Effluent Treatment Plant	59,490,817	-	-	59,490,817	17,081,382	4.75%	2,825,814	19,907,196	39,583,621	42,409,435
Electrical Installation	151,875,082	-	-	151,875,082	36,255,544	4.75%	7,214,066	43,469,611	108,405,472	115,619,538
Furniture & Fixtures	2,654,639	-	-	2,654,639	2,440,653	6.33%	168,039	2,608,691	45,948	213,986
Other Equipments	9,869,192	49,600	-	9,918,792	7,991,208	16.21%	1,601,090	9,592,298	326,494	1,877,984
Vehicles	5,906,989	462,694	-	6,369,683	4,864,017	9.50%	601,341	5,465,357	904,326	1,042,972
Intangible Assets						0.00%				
Capital Work in Progress										
TOTAL Rs.	1,243,098,201	512,294	-	1,243,610,495	275,820,228		57,652,995	333,473,222	910,137,273	967,277,973
PREVIOUS YEAR	1,242,798,855	299,346	-	1,243,098,201	218,228,718		57,591,510	275,820,228	967,277,974	1,024,570,138



SHREYAS INTERMEDIATES LTD.

PARTICULARS	AS ON 30th SEPT, 2012 Rs.	AS ON 30th SEPT, 2011 Rs.
NOTE '11'		
CURRENT INVESTMENTS		
Others Current Investment		
TOTAL Rs.		
NOTE '12'		
INVENTORIES		
(As per inventory certified & valued by the management)		
Stores & Spare Parts	8,054,500	10,084,558
Finished Goods	246,541,772	228,005,324
Raw Materials	46,326,241	85,566,453
Work-in-progress	57,109,169	52,031,438
TOTAL Rs.	358,031,682	375,687,773
NOTE '13'		
TRADE RECEIVABLES		
Outstanding for less than 6 months from the due date	60,373,274	53,837,798
Outstanding for More than 6 months from the due date	131,631,624	184,267,564
TOTAL Rs.	192,004,898	238,105,362
NOTE - '14'		
CASH AND CASH EQUIVALENTS		
Balance with banks	19,588,426	19,860,318
Cash on Hand	4,202,140	4,218,294
TOTAL Rs.	23,790,565	24,078,612
NOTE - '15'		
SHORT TERM LOANS AND ADVANCES		
Others Loans Advances	47,775,682	50,545,171
TOTAL Rs.	47,775,682	50,545,171
NOTE - '16'		
Revenue from operations		
Sale of products	1,258,731,213	1,774,813,608
TOTAL Rs.	1,258,731,213	1,774,813,608
NOTE - '17'		
Other Income		
Interest Received	8,225	43,409
Other Income	6,769,770	6,542,829
TOTAL Rs.	6,777,995	6,586,238



23rd Annual Report 2011 - 2012

NOTE - '18'

COST OF MATERIAL CONSUMED

Opening Stock of Raw Material	85,566,453	117,994,654
Opening Stock of Stores	10,084,558	7,226,000
Add: Purchases of Raw Material	1,133,955,050	1,572,475,018
Less: Closing Stock of Raw Material	(46,326,241)	(85,566,453)
Less: Closing Stock of Stores	(8,054,500)	(10,084,558)
TOTAL Rs.	1,175,225,320	1,602,044,661

NOTE - '19'

CHANGE IN INVENTORIES

Stock as on 30-09-2012		
Finished Goods	246,541,772	228,005,324
work in progress	57,109,169	52,031,438
	<u>303,650,941</u>	<u>280,036,762</u>
Less: Stock as on 30-09-2011		
Finished Goods	228,005,324	251,653,135
work in progress	52,031,438	71,169,795
	<u>280,036,762</u>	<u>322,822,930</u>
TOTAL Rs.	(23,614,179)	42,786,168

NOTE - '20'

EMPLOYEE BENEFIT EXPENSES

Salaries & Wages	27,517,596	22,722,735
Staff Welfare	579,052	336,251
TOTAL Rs.	28,096,648	23,058,986

NOTE - '21'

FINANCE COSTS

Interest Expenses & Other Charges	130,362,309	123,215,449
TOTAL Rs.	130,362,309	123,215,449

NOTE - '22'

DEPRECIATION & AMORTIZATION EXPENSES

Depreciation for the year	57,652,995	57,591,510
Amortizations for the year	613,848	613,848
TOTAL Rs.	58,266,843	58,205,358

NOTE - '23'

OTHER EXPENSES

Administrative Expenses	4,893,107	4,522,352
Auditors Remuneration	60,000	60,000
Bad Debts Written off	62,391,113	-
Director's Sitting Fees	6,000	32,250
Donations	98,948	71,311
Electricity & Water	31,039,039	29,847,133
Factory Expenses	17,120,184	21,731,567
Guest House Expenses	955,051	511,922
Insurance	3,645,901	4,481,084
Miscellaneous Expenses	7,625,770	5,745,153
Office Expenses	1,861,570	1,777,974
Repairs & Maintenance:		
- Buildings	1,897,865	2,198,201
- Machinery & others	378,476	217,686
Sales Promotion	128,284	1,240,471
Selling & Distribution Costs	2,051,728	3,920,009
Transport & Handling	7,152,526	5,985,991
TOTAL Rs.	141,305,562	82,343,104

**NOTE No '24'****A). STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES****1. Basis of Preparation of Accounts**

The accounts have been prepared on historical cost basis ignoring changes, if any, in the purchasing power of money and on accounting principles of going concern.

All revenues and expenses are accounted on accrual basis, except Sale Tax setoff benefit and encashment of leave salary and gratuity, which is accounted on cash basis and as mentioned elsewhere in the report. The same is not in consonance with the provisions of AS-15 "Accounting for Retirement Benefits in Financial Statements" issued by the Institute of Chartered Accountants of India or with the generally accepted accounting principles.

Accounting policies not specifically referred to otherwise are consistent and are in consonance with generally accepted accounting principles.

2. Fixed Assets & Depreciation

Fixed Assets are shown at cost less accumulated depreciation.

Depreciation on all assets is provided on straight-line method at the rate and in the manner specified in schedule XIV of the Companies Act, 1956 on single shift basis.

Depreciation is provided on pro-rata basis, from the month in which assets have been put to use.

4. Inventory

Finished goods and work in progress are stated at cost or net realizable value whichever is lower.

Raw materials and stores & spare parts are valued at cost

The management has not initiated any process to identify nor has provided for any losses on account of devaluations in the stocks which have occurred due to Production Trials undertaken in earlier years. In the opinion of the management, the stocks do not conform to optimal quality levels expected and have been thus rendered to slow movement, however as explained by the management the stocks shall be subjected to further processing and the quality shall be duly optimized.

5. Revenue Recognition

Sales are recognized at when goods are dispatched and are recorded net of trade discounts, rebates. All sales have been shown inclusive of Excise & Other Duties but excluding Sales Tax. Revenue in respect of Overdue interests, insurance claims etc is recognized to the extent company has realized or is reasonably certain of its ultimate realization. Expenses are accounted for on accrual basis except medical reimbursement and LTA for employees, which are accounted for in cash basis.

6. Retirement Benefits

No provisions have been made by the company for liability towards Gratuity and Leave Encashments payable to employees on retirement since the same are accounted for on cash basis. The same is not in consonance with the provisions of AS-15 "Accounting for Retirement Benefits in Financial Statements" issued by the Institute of Chartered Accountants of India.

7. Contingent Liability

Contingent Liabilities are not accounted for but are disclosed in the Notes to Accounts.

8. Current & Deferred Tax

The company is eligible for substantial set off of carried forward Business Losses under the provisions of the Income Tax Act, 1961 in the current year, however the same is estimated to be eligible for setoff in the forthcoming years and considering the same the management is of the opinion that no provisions shall be required in respect of the same during the current year.

23rd Annual Report 2011 - 2012



The management has not made any provision towards Deferred Tax Liability during the year. The same remains based upon realistic estimates and are considered adequate for the year.

9. Related Party Disclosure

i) Related Party Relationship

(a) Key Management Personnel : Mr. Ramchandra Ghanekar.

ii) Transaction with related Parties:

Nature of Transactions	Key Management Personnel
Managerial Remuneration (Including Value of Perquisites)	Rs. 2,50,000/-

10. Segment Reporting

The company is engaged in the manufacture of pigments and pigment intermediates which are single reportable business segment.

11. Payments made to Auditors:

	<u>30.9.2012</u>	<u>30.9.2011</u>
For Audit fees	30,000	30,000
For Tax audit fees	<u>30,000</u>	<u>30,000</u>

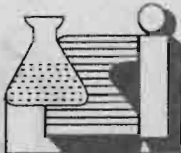
12. Contingent Liabilities

	As at 30 th September	
	<u>2012</u>	<u>2011</u>
	Rupees in Lacs	Rupees in Lacs
a. Guarantee given by the company's Bankers and Counter guaranteed by the company	26.00	26.00
b. Claims against the company not acknowledged as Debts*	69.30	148.51

* A claim filed by a Creditor of the company in respect of Letter of Credit Dues dishonoured by the bank during the previous year has been decided by the Honourable High Court. The above dues shall be payable by the **company in 15 equal monthly installments commencing from 01/2/2012.**

13. Earnings Per Share

Computation of Basic & Diluted EPS	Year Ended 30th September	
	<u>2012</u>	<u>2011</u>
a). Profit /(Loss) after Tax as per P&L Account	(24,41,33,293)	(15,02,53,881)
b). Number of Equity Shares of Rs. 10/- each	1,61,03,900	1,61,03,900
c). Basic EPS	(15.16)	(9.33)
d). Diluted EPS	(15.16)	(9.33)
e). Face Value per Equity Shares	10.00	10.00



B). NOTES TO ACCOUNTS: -

1. The excise duty paid in respect of raw materials purchased and used for manufacture does not form part of consumption of raw materials to the extent of the CENVAT credit availed. Such duty is debited to Central Excise Duty Account and adjusted against excise duty payable on the finished goods.

The excise duty payable on stock of finished goods not cleared from excise bonded warehouse is neither included in expenses nor in the value of such stocks but is accounted for on clearance of goods. However, non-provision of this liability will not affect the profit for the year.

2. The company had been availing the benefit of exemption, under the erstwhile Bombay Sales Tax Act, 1959 which was converted into deferment of taxes under the package scheme of incentives under the Maharashtra Value Added Tax Act, 2002 from August 2006.

During the year the eligibility tenure of the said scheme has elapsed and the company is liable for payment of taxes collected as per the stipulation of the said act. Further the company shall be liable to repay the taxes collected under deferment scheme within 10 years from the date of such collection and deferment in 5 equal annual installments.

3. During the year, the company has approached the bank consortium with a scheme of restructuring detailing the causes and reasons of such defaults and during the year the bankers have approved the restructuring proposal thereby sanctioning and approving a scheme of financial restructuring. Accordingly the accumulated overdue interests on the above loans have been sanctioned as a fresh Term Loan under the said scheme of financial restructuring and the fresh tenure of moratorium has been accorded to the company. During the year the company is availing the sanctioned period of moratorium as per the sanctioned restructuring scheme.

4. *The Sales Tax incentives Scheme 1993 of SICOM provides that the unit should work for 35 years or during the currency of the Sales Tax Benefits/other benefits drawn/availed of under the 1993 Scheme by way of incentives there under, whichever longer. Accordingly, the Sales Tax benefits availed by the company is subject to compliance of the terms and conditions of the said scheme. The company has opted for Deferral Scheme of Sales Tax liability. Accordingly the sales tax liability shall be repayable after Ten years in five equal annual installments.*

The Management has not made any provision for the same in the accounts during the year under consideration. In our opinion the short term liabilities and the losses for the year remain understated by the amount of such pro-rata installment due on account of the repayment of the Deferred Sales Tax benefit availed by the company in the earlier years.

5. The Directors of the Company have certified that Current Assets, Loans, Advances and Deposits have a realizable value at least equal to the amount at which they are stated in the Balance Sheet. Directors are of the opinion that provision for all known liabilities has been made during the year and not in excess of the amount reasonably necessary.
6. The Company has not yet been able to completely identify the suppliers covered under Interest on Delayed Payments to Small Scale and Ancillary Industrial Undertakings Act, 1993. However, the Company does not have any claim for interest outstanding at the close of the year from any said party.
7. Balances of Sundry Creditors, Debtors and advances are subject to reconciliation and confirmation.



23rd Annual Report 2011 - 2012

8. Figures pertaining to previous year have been regrouped / reclassified wherever required.

As per our report of Even date

**For Sayeed Khan & Associates
Chartered Accountants**

For & on behalf of the Board of Directors

**Sayeed Khan
Proprietor**

DINESH SHARMA

G. K. SHARMA

RAMCHANDRA GHANEKAR

**Place : Mumbai
Dated : 2nd March, 2013**

DIRECTOR

DIRECTOR

WHOLETIME DIRECTOR



SHREYAS INTERMEDIATES LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED 30TH SEPTEMBER, 2012

(Rs. In Lacs)

	AS AT 30.9.2012	AS AT 30.9.2011
A) CASH FLOW FROM OPERATING ACTIVITIES :		
NET PROFIT BEFORE TAX AND EXTRA ORDINARY ITEMS	(2,441.33)	(1,502.54)
ADJUSTMENTS FOR :		
DEPRECIATION	576.53	575.92
PRELIMINARY EXPENSES	6.14	6.14
INTEREST PAID	1,260.53	1,206.40
OTHER INCOME	(0.08)	(0.43)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	(598.21)	285.49
ADJUSTMENTS FOR :		
TRADE AND OTHER RECEIVABLES	483.60	(1,299.50)
INVENTORIES	176.56	723.56
TRADE PAYABLE & OTHERS	(24.17)	476.25
CASH GENERATED FROM OPERATIONS	37.78	185.79
CASH FLOW BEFORE EXTRAORDINARY ITEMS	37.78	185.79
EXTRAORDINARY ITEMS :		
PRELIMINARY EXPENSES INCURRED	-	-
NET CASH FROM OPERATING ACTIVITIES	37.78	185.79
B) CASH FLOW FROM INVESTING ACTIVITIES :		
PURCHASE OF FIXED ASSETS	(5.12)	(2.99)
CAPITAL WORK IN PROGRESS ADDITIONS	-	-
INTEREST INCOME	0.08	0.43
NET CASH USED IN INVESTING ACTIVITIES	(5.04)	(2.56)
C) CASH FLOW FROM FINANCING ACTIVITIES		
PROCEEDS FROM SHARE CAPITAL	-	-
PROCEEDS FROM BORROWINGS	1,224.91	1,029.25
INTERESTS PAID	(1,260.53)	(1,206.40)
NET CASH USED IN FINANCING ACTIVITIES	(35.62)	(177.15)
NET INCREASE/DECREASE IN CASH & CASH EQUIVALENTS	(2.87)	6.08
CASH & CASH EQUIVALENTS (OPENING BALANCE)	240.79	234.70
CASH & CASH EQUIVALENTS (CLOSING BALANCE)	237.91	240.79

AUDITORS' CERTIFICATE

We have verified the above Cash Flow Statement of SHREYAS INTERMEDIATES LTD. derived from the audited financial Statements for the year ended 30th September, 2012 and found the same to be drawn in accordance therewith and with the requirements of clause 32 of the listing agreements with the Stock Exchanges.

SAYEED KHAN
PROPRIETOR
PLACE: MUMBAI
DATED : 02nd MARCH 2013

For SAYEED KHAN & ASSOCIATES
CHARTERED ACCOUNTANTS,

23rd Annual Report 2011 - 2012



SHREYAS INTERMEDIATES LTD.

Regd. Office : D-21, D-22, D-23, M.I.D.C., Lote Parshuram, Taluka Khed, District Ranagiri-415722, Maharashtra

PROXY FORM

Folio No. / DP/ID No.

No. of Shares Held :

I/We
of
in the District of
being a member / members of the above named Company hereby appoint
of
in the district of

as/my/our Proxy to vote for me/us on my/our behalf at the **23rd ANNUAL GENERAL MEETING**
of the Company to be held on Wednesday, 30th March, 2013 at 12.00 Noon. at D-21, D-22, D-23,
M.I.D.C., Lote Parshuram, Taluka Khed, Dist. : Ratnagiri - 415 722. Maharashtra.

Signed this day of 2012.

Affix
Revenu
Stamp of
Rs. 1/-

- Note :
1. A member entitled to attend and vote at the meeting is entitled to a point a proxy and vote instead of himself.
 2. A proxy need not be a member.
 3. This proxy form duly completed should be deposited at the Registered Office of the Company not less than 48 (Forty Eight) hours before the Commencement of the meeting.

SHREYAS INTERMEDIATES LTD.

Regd. Office : D-21, D-22, D-23, M.I.D.C., Lote Parshuram, Taluka Khed, District Ranagiri-415722, Maharashtra

ATTENDANCE SLIP

Folio No. / DP/ID No.

No. of Shares Held :

(Please present this slip at the entrance of the Meeting Venue)

I/We hereby record my presence at the **23rd ANNUAL GENERAL MEETING** of the Company at 12.00 Noon
at D-21, D-22, D-23, M.I.D.C., Lote Parshuram, Taluka Khed, Dist. : Ratnagiri - 415 722. Maharashtra. on
Wednesday, 30th March, 2013 and at any adjournment thereof.

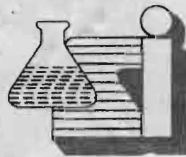
NAME OF THE SHAREHOLDER : _____

NAME OF THE PROXY : _____

SIGNATURE OF THE MEMBER / PROXY : _____

Note : To be signed and handed over at the Meeting Venue.

BOOK-POST



If undelivered, please return to :
SHREYAS INTERMEDIATES LTD.
122-125 Solaris - II Opp. L & T Gate No. 6,
Sakivihar Road, Powai, Andheri (E),
Mumbai - 400 072.

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