

<b>CONTENTS</b>	<b>PAGE (No)</b>
<ul style="list-style-type: none"><li>• Financial Highlights</li><li>• Notice</li><li>• Directors' Report</li><li>• Management Discussion &amp; Analysis Report</li><li>• Corporate Governance Report</li><li>• Auditors' Report</li><li>• Annexure to the Auditors' Report</li><li>• Balance Sheet</li><li>• Statement of Profit &amp; Loss</li><li>• Cash Flow Statement</li><li>• Notes Annexed to Balance Sheet and Statement of Profit &amp; Loss</li><li>• Attendance Slip &amp; Proxy Form</li></ul>	

## **COMPANY INFORMATION**

### **Board of Directors**

CA L.C. Baid	Chairman & Managing Director	
Mr. Rajiv Baid	Executive Director	
Mr. S.L. Daga	Independent Director	
Mr. Vinod Sacheti	Independent Director	
Mr. Adarsh Singhania	Independent Director	
Mr. Sarabjit Singh	Independent Director	Appointed w.e.f. 14.06.2012
Mr. B.L. Baid	Chairman	Resigned w.e.f. 14.06.2012
CA Bharat Baid	Executive Director	Resigned w.e.f. 14.06.2012

### **Board Committees**

<b>Audit Committee</b>	<b>Remuneration Committee</b>	<b>Shareholders'/Investors' Grievance Committee</b>
Mr. Vinod Sacheti Mr. Adarsh Singhania Mr. S.L. Daga CA L.C. Baid	Mr. Vinod Sacheti Mr. Adarsh Singhania Mr. S.L. Daga	Mr. Adarsh Singhania Mr. Rajiv Baid CA L.C. Baid

### **Finance Controller & Company Secretary CS Gajanand Gupta**

#### **Auditors**

A. Natani & Co.  
Chartered Accountants  
6-7, Samod Tower  
IInd Floor Dudu Bagh  
S.C. Road, JAIPUR

#### **Bankers**

Indian Overseas Bank  
Bank of Baroda  
ICICI Bank

#### **Registered Office**

Rotary Bhawan, Church Road,  
M.I. Road, Jaipur-302 001  
e-mail : guptag@polycon.in

#### **Registrar & Share Transfer Agents**

Link Intime India Pvt. Ltd.  
A-40, 2nd Floor, Naraina Industrial Area,  
Phase-II, Near Batra Banquet Hall, New Delhi-28

#### **Works**

Unit I - F-11, Hirawala Industrial Area, P.O. Kanota, Jaipur-303 012  
Unit II - F-97,98,99 & G-96, Hirawala Industrial Area, P.O. Kanota, Jaipur-303 012  
Unit-III - Plot No. F-954(A) Chopanki Industrial Area, Bhiwadi-301 019  
Unit-IV - Plot No. 17, Sector-4, IIE, SIDCUL, Pantnagar-263153, Uttarakhand

## NOTICE

Notice is hereby given that the Twenty First Annual General Meeting of the Members of POLYCON INTERNATIONAL LIMITED will be held at Rotary Bhawan, Church Road, M.I. Road, Jaipur - 302 001, the Registered Office of the Company, on Saturday, the 25<sup>TH</sup> day of August, 2012 at 1.00 P.M., to transact the following business :-

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Balance Sheet as at 31<sup>st</sup> March, 2012, the Statement of Profit and Loss for the year ended on that date and the Report of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Shanti Lal Daga, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Adarsh Singhania, who retires by rotation and being eligible, offers himself for re-appointment.
4. To re-appoint M/s. A.Natani & Co., Chartered Accountants as Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

### **SPECIAL BUSINESS**

#### **5. Re-appointment of Managing Director :**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

**"RESOLVED THAT** pursuant to the provisions of section 198, 269, 309 & 317 read with schedule XIII and all other applicable provisions, if any of the Companies Act, 1956 or any statutory modifications or re-enactment thereof the consent of the company, be and is hereby accorded to the reappointment of Shri Lal Chand Baid as Managing Director of the company for a period of five years with effect from 01<sup>st</sup> December, 2012 on such remuneration and terms & conditions as setout in the explanatory statement annexed to the notice with liberty to the Board of Directors (including any Committee of the Board constituted to exercise its powers) to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limits specified under Schedule-XIII to the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof. .

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all the acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution"

## 6. Re-appointment of Executive Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

**"RESOLVED THAT** pursuant to the provisions of section 198, 269, 309 & 310 read with schedule XIII and all other applicable provisions, if any of the Companies Act, 1956 or any statutory modifications or re-enactment thereof the consent of the company, be and is hereby accorded to the reappointment of Shri Rajiv Baid as whole time Director, designated as Executive Director of the company for a period of five years with effect from 01<sup>st</sup> October, 2012 on such remuneration and terms & conditions as setout in the explanatory statement annexed to the notice with liberty to the Board of Directors (including any committee of the Board constituted to exercise its powers) to alter and vary the terms and conditions of appointment and/or remuneration, subject to the same not exceeding the limits specified under Schedule-XIII to the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof. .

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

## 7. Increase in Remuneration of Relative of Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

**"RESOLVED THAT** pursuant to Section 314(1) and all other applicable provisions of the Companies Act, 1956 (including any modification, amendments or re-enactment thereof for the time being in force) and applicable rules, regulations and guidelines if any consent of the company be and is hereby accorded to the payment of enhanced salary to Mr. Varun Baid, son of Mr. Rajiv Baid, director of the company, who holds an office of profit under the company, as set out in the explanatory statement which shall be payable, if approved, to him with effect from April 1, 2012.

**FURTHER RESOLVED THAT** all other terms and conditions of initial appointment of Mr. Varun Baid shall remain in full force.

**FURTHER RESOLVED THAT** the authority be and is hereby accorded to the Board of Directors to vary the terms of employment at their discretion along with the approval of Central Government (if the case arises) and to give increments within the limits as they may deem it fit and proper".

## 8. Appointment of Director

To consider and if thought fit to pass, with or without modification(s), the following resolution as an Ordinary Resolution :-

**"RESOLVED THAT** in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Shri Sarabjit Singh, who was appointed as an Additional Director pursuant to the provisions of Section 260 of the Companies Act, 1956 and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as Director of the Company liable to retire by rotation".

**Date : 21.06.2012**

**Registered Office :-  
Rotary Bhawan, Church Road,  
M.I. Road, Jaipur -302 001**

**By order of the Board**

**CS Gajanand Gupta  
Finance Controller &  
Company Secretary**

**NOTES :**

1. AN EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 IN RELATION TO THE SPECIAL BUSINESS OF THE MEETING IS ANNEXED HERETO AND FORMS PART OF THIS NOTICE.
  2. 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.
  3. THE INSTRUMENT APPOINTING A PROXY MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
  4. Members who hold shares in Dematerialized form are requested to bring their CLIENT ID & DPID Number for easy identification at the meeting.
  5. Members desirous of getting any information on the accounts or operations of the company are requested to write to the Company at least seven days before the date of meeting to enable the company to furnish the required information at the meeting.
  6. The Register of Members and Share Transfer Books will remain closed from 22<sup>nd</sup> day of August, 2012 to 25<sup>th</sup> day of August, 2012 (both days inclusive).
  7. Members are requested to lodge the transfer, transmission of shares at the registered office or to the Registrar & Transfer Agent M/s. Link Intime India Pvt. Ltd., A-40, 2nd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi-110 028 and to inform any change in their address immediately so as to enable the Company to do future communications at their correct addresses.
  8. Shareholders are requested to please bring their attendance slips together with their copies of annual report at the meeting.
1. Information of Director seeking re-appointment/appointment at the forth coming Annual General Meeting pursuant to Clause 49 of the Listing Agreement are as under :-

Name of Director	Date of Birth	Date of original appointment	Expertise in specific functional areas	Qualification	Directorship in other Public Limited Companies incorporated in India	Other information	Remarks
Sh. L.C. Baid	20.01.1937	01.08.1997	Finance & General Management	B.Com., FCA	--	Presently designated as Managing Director. Relative of Sh. Rajiv Baid, Executive Director	Present tenure expires on 30th Nov. 2012. Being proposed for re-appointment as Managing Director for a further five years term w.e.f. 01st Dec. 2012.
Sh. Rajiv Baid	17.10.1961	01.08.1997	General Management	B.Com	--.	Presently designated as Executive Director. Relative of CA L.C. Baid, Managing director	Present tenure expires on 30th September, 2012. Being proposed for re-appointment as whole time Director for a further five years term w.e.f. 01st October, 2012.

Sh.S.L. Daga	02.01.1944	29.03.2010	Independent Director	B.Com, L.L.B	Avani Projects and Infrastructure Ltd.	Presently designed as Non-Executive Independent Director	Retires by rotation at the forthcoming Annual General Meeting & being eligible offers himself for re-appointment
Sh. Adarsh Singhania	02.09.1966	29.03.2010	Independent Director	Graduate	--	Presently designated as Non-Executive Independent Director	Retires by rotation at the forthcoming Annual General Meeting & being eligible offers himself for re-appointment
Sh.Sarabjit Singh	15.08.1966	14.06.2012	Independent Director	B.E., MBA	--	Presently designed as Non Executive Independent Director	Formerly appointed as Additional Director and now being appointed as Director in forthcoming Annual General Meeting

2. The Ministry of Corporate Affairs, Government of India, through its Circular Nos. 17/2011 dated 21<sup>st</sup> April,2011 and 18/2011 dated 29<sup>th</sup> April,2011, has allowed companies to send documents viz. Notice of Meetings, Annual Report and other shareholder communication to their shareholders electronically as part of its Green Initiatives in Corporate Governance.

Recognising the spirit of the circular it is proposed that henceforth documents as mentioned above will be sent electronically to the e-mail addresses provided by you and made available to the Company by the depositories viz. NSDL/CDSL. As and when there are changes in your e-mail address, you are requested to update the same with your depository participant.

For shares in physical form, shareholders can register their e-mail address with the Company at [polycon@polycon.in](mailto:polycon@polycon.in) mentioning their name(s) and folio no(s).

## **ANNEXURE TO NOTICE :**

### **Explanatory Statement under Section 173(2) of Companies Act, 1956.**

#### **Item No. 5 :**

The tenure of Shri Lal Chand Baid will expire on 30<sup>th</sup> November 2012. The Board of Directors at its meeting held on 21.06.2012 has re-appointed him as Managing Director for a further period of 5 years w.e.f. 01<sup>st</sup> December, 2012, subject to the approval of share holders at the forth coming Annual General Meeting on the following terms and conditions :-

1. Shri Lal Chand Baid will hold office as the Managing Director of the Company for a period of 5 years w.e.f. 01<sup>st</sup> December, 2012.
2. Shri Lal Chand Baid shall exercise such powers and perform such duties as have been or may from time to time be vested in or entrusted to him by the Board.

In consideration of his service the Managing Director shall be entitled to the following by way of remuneration.

#### **a) Remuneration :**

Shri Lal Chand Baid shall be entitled to remuneration (which would include salary, supplemental salary, performance linked incentive or bonus) up to maximum of Rs. 15.00 lakh per annum.

#### **Perquisites :**

In addition to the remuneration as stated above Shri Lal Chand Baid shall be entitled to perquisites like furnished accommodation or House Rent Allowances, gas, electricity, water and furnishing, medical-reimbursement and leave travel concession for self and family, club fees, medical insurance etc. in accordance with the rules of the company upto a maximum of Rs. 6.00 lakh per annum.

#### **Minimum Remuneration**

Where in any financial year during the tenure of Shri Lal Chand Baid as Managing Director, the Company has no profits or profits are inadequate, it may pay him remuneration by way of salary, perquisites and any other allowances not exceeding the maximum limits as prescribed under Para-I of section-II of Part-II of Schedule XIII to the Companies Act, 1956 or within such ceilings as may be prescribed under Schedule XIII from time to time or the Companies Act, 1956 and as may be amended from time to time.

#### **Other Terms**

- i) For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income Tax Rules, wherever applicable in absence of any such rules, perquisites shall be evaluated at actual cost. Provision for use of company car for official duties and telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.
- ii) Contribution to Provident Fund, Superannuation Fund or any other applicable retirement Scheme shall not be included in the computation of limits for remuneration or perquisites aforesaid.
- iii) Gratuity and other retirement benefits in accordance with the Company's Rules shall also not be included in the computation of limits for remuneration or perquisites aforesaid.

The Board of Directors may at their discretion, pay to the Managing Director lower remuneration than the maximum remuneration herein before stipulated and revise the same from time to time, within the maximum limits stipulated by these resolutions.

The appointments and remuneration of Shri Lal Chand Baid as Managing Director of the company require the approval of the members of the company in General Meeting in terms of Part III of Schedule XIII to the Act and the remuneration payable also requires the approval of the Company in General Meeting under section 309 of the Act.

All the terms and conditions contained in the statements referred to in the Resolutions set out in item 5 of the Notice has been embodied in this explanatory statement.

The Resolutions set out in item 5 of the Notice have to be considered accordingly and the Board recommends for acceptance of members.

Shri Lal Chand Baid is concerned or interested in the Resolutions concerning his appointment. Shri Rajiv Baid as his relative may also be deemed to be concerned or interested. Save as aforesaid no director of your company is concerned or interested in the Resolutions.

These explanatory statements may be treated as an abstract required under section 302(2) of the Companies Act, 1956.

#### **Item No. 6**

The tenure of Shri Rajiv Baid will expire on 30<sup>th</sup> September, 2012. The Board of Directors at its meeting held on 21.06.2012 has reappointed him as Wholetime Director designated as Executive Director for a further period of 5 years w.e.f 01<sup>st</sup> October, 2012, subject to the approval of the shareholders at the forthcoming Annual General Meeting on the following terms and conditions :-

Shri Rajiv Baid will hold office as the Whole time Director of the Company, designated as Executive Director for a period of 5 years w.e.f. 01<sup>st</sup> October, 2012.

Shri Rajiv Baid shall exercise such powers and perform such duties as have been or may from time to time be vested in or entrusted to him by the Board.

In consideration of his services the Whole time Director shall be entitled to the following by way of remuneration.

#### **a) Remuneration :**

Shri Rajiv Baid shall be entitled to remuneration (which would include salary, supplemental salary, performance linked incentive or bonus) upto maximum of Rs. 15.00 lakh per annum.

#### **b) Perquisites :**

In addition to the remuneration as stated above Shri Rajiv Baid shall be entitled to perquisites like furnished accommodation or House Rent Allowance, gas, electricity, water and furnishing, medical reimbursement and leave travel concession for self and family, club fees, medical insurance etc. in accordance with the rules of the company upto a maximum of Rs.6.00 lakh per annum.



### **c) Minimum Remuneration**

Where in any financial year during the tenure of Shri Rajiv Baid as Wholetime Director, the Company has no profits or profits are inadequate, it may pay him remuneration by way of salary, perquisites and any other allowances not exceeding the maximum limits as prescribed under Para I of Section II of Part-II of Schedule XIII to the Companies Act, 1956 or within such ceilings as may be prescribed under Schedule XIII from time to time or the Companies Act, 1956 and as may be amended from time to time.

#### **Other terms**

- i) For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income Tax Rules, wherever applicable in absence of any such rules, perquisites shall be evaluated at actual cost. Provision for use of company car for official duties and telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.
- ii) Contribution to Provident Fund, Superannuation Fund or any other applicable retirement scheme shall not be included in the computation of limits for remuneration or perquisites aforesaid.
- iii) Gratuity and other retirement benefits in accordance with the Company's Rules shall also not be included in the computation of limits for remuneration for perquisites aforesaid.

The Board of Directors may at their discretion, pay to Whole time Director lower remuneration than the maximum remuneration herein before stipulated and revise the same from time to time, within the maximum limits stipulated by this resolution.

The appointment and remuneration of Shri Rajiv Baid as Wholetime Director of the company require the approval of the members of the company in General Meeting in terms of Part III of Schedule XIII to the Act and the remuneration payable also requires the approval of the Company in General Meeting under section 309 of the Act.

All the terms and conditions contained in the statements referred to in the Resolution set out in item 6 of the Notice has been embodied in this explanatory statement.

The Resolution set out in item 6 of the Notice has to be considered accordingly and the Board recommends for acceptance of the member.

Shri Rajiv Baid is concerned or interested in the Resolution concerning his appointment. Shri Lal Chand Baid as his relative may also be deemed to be concerned or interested respectively. Save as aforesaid no director of your company is concerned or interested in the Resolution.

This explanatory statement may be treated as an abstract required under section 302(2) of the Companies Act, 1956.

#### **Item No. 7 :**

At the meeting of Remuneration Committee held on 21<sup>st</sup> June, 2012, the committee recommended the following increase in the salary of Mr. Varun Baid, General Manager with effect from April 1, 2012 till further changes. This recommendation was accepted by the Board of Directors at their meeting held on the same day.

**Mr. Varun Baid – General Manager**

- a) Fixed Salary : Rs. 70,000/- p.m (existing Rs. 40,000/- p.m)
- b) Provident Fund : As per the rules of the Company

The Committee made the recommendation to the Board after taking into consideration the market conditions and the compensation which will be payable to persons having the same level of qualification, experience and competence as he is an Engineer by profession.

Mr. Varun Baid is holding office or place of profit under the company w.e.f. 01<sup>st</sup> November, 2009 as General Manager, is son of Mr. Rajiv Baid an Executive Director of the Company. Accordingly in terms of Section 314(1) of the Companies Act, 1956 the members are requested to grant their consent for increase in salary of Mr. Varun Baid.

Accordingly the Board recommends resolution set out in item No. 7 of the Notice for your approval.

**MEMORANDUM OF INTEREST :**

Mr. Lal Chand Baid, Managing Director & Mr. Rajiv Baid, Executive Director of the company are relatives of Mr. Varun Baid, are deemed to be interested.

**Item No. 8**

The Board of Directors of the Company at its meeting held on 21.06.2012 appointed Shri Sarabjit Singh as an Additional Director w.e.f. 14.06.2012 in non-executive capacity in accordance with the provisions of Article 78 of the Articles of Association of the Company read with Section 260 of the Companies Act, 1956. Shri Sarabjit Singh holds office upto the date of forthcoming Annual General Meeting. A Notice has been received from a member under Section 257 of the Act proposing Shri Sarabjit Singh as a candidate for the office of Director.

Shri Sarabjit Singh is an Engineer (Electrical) & MBA.

The Board explained that his appointment as an Independent Director will be of great benefit to the company and commends the resolution for approval by the members.

Save and except Shri Sarabjit Singh no other Director of the company is concerned or interested in the resolution.

**Date : 21.06.2012**

**By order of the Board**

**Registered Office :-  
Rotary Bhawan, Church Road,  
M.I. Road, Jaipur-302 001**

**CS Gajanand Gupta  
Finance Controller &  
Company Secretary**

## DIRECTORS' REPORT

To,  
The Members,

Your Directors are delighted to present the 21<sup>st</sup> Annual Report on the business and operations of your company together with Audited Accounts and Cash Flow Statement for the financial year ended 31<sup>st</sup> March, 2012.

### REVIEW OF OPERATIONS

Your company has effectively utilized its capacity and has recorded net sales of Rs. 3966.48 lacs against Rs. 3074.60 lacs in the previous financial year and registered an over all increase of 29%.

Sale of PET containers has increased by 33.58% in comparison to last year. Sale of Water Storage Tanks has also increased by 10.78% compared to last year. An increase of 53.42% in the sale of Profiles in comparison to previous year.

### FINANCIAL RESULTS:

The financial results for the year ended 31<sup>st</sup> March, 2012 are summarized below :

	Amount Rs. In lacs	
	<u>2011-2012</u>	<u>2010-2011</u>
Net Sales Turnover	3966.48	3074.60
Gross Profit before Interest and Depreciation	344.35	322.07
Less : Interest	154.85	151.44
Depreciation	<u>146.75</u>	<u>134.62</u>
Profit/(Loss) for the year	42.75	36.01
Less : Provision for Taxation	<u>12.50</u>	<u>10.01</u>
Profit/(Loss) after Taxation	30.25	26.00
Add: Balance brought forward from Previous Year	43.00	87.70
Less: Transfer pursuant to Scheme of Arrangement	0.00	89.99
Add : Prior period Item	<u>0.00</u>	<u>19.29</u>
<b>Balance carried to the Balance Sheet</b>	<b><u>73.25</u></b>	<b><u>43.00</u></b>

### CORPORATE DEVELOPMENTS / GROWTH & EXPANSION :

All the units of the company are running very well. There were considerable significant developments during the year 2011-12. Considering the increasing demand of its products the Company is setting up a new unit at Rudrapur, Distt. U.S. Nagar in the state of Uttrakhand.

With the continuous research and development, understanding the customer needs and preferences for design and quality remained another focus area. Improvement of overall product performance by implementing the planned strategies, bringing in new developments and product improvements based on consumer research have helped your company to achieve an unprecedented performance during the year under review. The improved performance of your company over the last few years is a testimony to the fact that the company is moving in the right direction and has adopted the right model of doing its business.

**DIVIDEND :**

In view of marginal Profits, the Board of Directors does not recommend payment of dividend for the year under review.

**MANAGEMENT DISCUSSION AND ANALYSIS****Industry Structure & Development**

During the period under review there is significant increase in the use of plastic including PET Containers throughout the country, glass articles are being substituted by plastic wares. This led to great increase in manufacturing of plastic wares in the country.

Your company is on its way to seizing and fueling this trend, such as through improved production of plastic products and through alliances with the suppliers who have specific expertise in the related field.

**Opportunity :**

The consumption of plastic is increasing at the rapid speed as it is easy and convenient to use and can easily be recycled. It paves a path to the companies to make new development for the better positioning in the market.

Polycon International Limited continuously striving to increase its production and aims to provide better quality products to its consumers along with making strong position in domestic market.

**Threats :**

Temporary decline in the economic activity  
Increase competition in the plastic industry due to new entry  
Introduction of new technologies  
Introduction of new taxes  
Increase in raw-material prices.  
Any unfavourable change in Government Policies may effect the profitability of the company.  
Threat of substitutes.

As the company is engaged in only one segment of plastic items there is no need to elaborate segment wise performance.

**Outlook**

The Outlook of your Company is promising, in light of its refreshed mission and vision and clear strategic framework. Polycon International Limited leadership team and employees at all levels are in line with the strategy and working towards making it a success. The Company's product development team has developed an exciting range of plastic items which will fuel our growth in future.

## **Risks and Concerns :**

As the competition is increasing day-by-day in each and every fields throughout the country. Similarly there is severe competition in plastic industries too. The company is facing various risks and obstacles which includes inflation risk, credit risk, interest rate risk, non-availability of raw-material, high prices etc.

In order to overcome such situations company is fully aware towards the preparation of appropriate programmes, adoption of suitable policies and to take corrective and precautionary measures for safeguarding the company's market position and further to strengthening it.

## **Adequacy of Internal Control System**

The Company has adequate internal control system. The annual internal audit plan and internal audit reports are also shared with the statutory auditors. The department reviews and evaluates the adequacy and effectiveness of internal control assuring adherence of operating guidelines and statutory requirements, recommending improvements for monitoring and strengthening economy and efficiency of operations and ensuring reliability of financial and operational information and its also safeguard the company's assets against loss from unauthorized use and ensures proper authorization of financial strength.

Your company adheres to the following internal control system :-

- Properly conducts Board and general meetings
- Records data discussed during the meeting in proper manner.
- Properly constitutes committees in compliance with the acts, rules and regulations.
- Timely prepares records, reports, minutes and other financial and statutory documents.

The well defined and standard reporting structure enables the management to reach to all the classes of employees. It also ensures that no one remains unheard in the company.

## **Discussion of financial Performance:**

The Company's net turnover for the year ended March 31, 2012 is Rs. 3966.48 lacs. The increase in turnover was mainly due to increase in sales volume.

The Profit before interest, depreciation and tax is Rs. 344.35 lacs. However, profit after tax is Rs. 30.25 lacs .

Your Company is engaged in the manufacturing of plastic containers since 1991 and the income also derived from the sale of these products. The continuous growth in the sale of company's products boost the profitability and better net back.

## **Human Resources Development/Training**

Human Resources are the important asset of any enterprise. Success of any enterprise mainly depends on its human power. In this regard, your company always tries to implement new procedures and policies to improve human resource quality and competency.

Polycon International Limited believes that the progress of company is highly dependent upon satisfaction of human resources so your company is keen to retain best of the human resources by effective training and development programmes, by providing reasonable wages and salary by creating good working environment etc. Company's human resources are mobilized in order to strengthen the company internally to face future challenges. Your company is providing a "state of art" working environment to the employees with a view to optimize their performance.

## **Employment Profile & Industrial Relations :**

As on 31<sup>st</sup> March, 2012, the Company employed a total of 168 employees of which 14 were Officers and 154 belongs to non-executive cadre.

POLYCON International Ltd. believes in building teams across the business and functions with the aim to share knowledge and experience. Cross functional teams work with clear objectives to solve the issues and create value for the company. The company fosters open dialogue among the employees with the brief that the people, who communicate continuously and openly, build trust and mutual respect.

## **CAUTIONARY STATEMENT**

*Statement in this management discussion and analysis describing the Company's objectives, projections, estimate, and expectations may be forward looking statement within the meaning of applicable laws and regulations.*

*Actual results would differ substantially or materially from those expressed or implied. Important factors that could affect the company's operations include domestic and international economic conditions in the industry, significant changes in political and economic environment in India, changes in government regulations, tax regimes, litigation, labour relation and other statutes.*

## **CAPITAL STRUCTURE**

The authorised share capital of the Company is Rs. 750 Lacs divided in 75 lacs Equity Shares of Rs. 10 each.

## **DEPOSITORY SYSTEM**

The ISIN No. allotted to the Company is INE262C01014. The Company has also established the required connectivity with both the NSDL & CDSL through its registrar and share transfer agent Link In-time India Pvt. Ltd., Delhi for both physical and demate segments.

The equity shares of the Company can be held in electronic form with any depository participant (DP) with whom the Members/Investors have their depository account.

## **DIRECTORS**

In terms of provisions of Sec. 255, 256 of the Companies Act, 1956 and the articles of association of the company Shri Adarsh Singhanian & Shri S.L. Daga, Directors of the Company are liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Board recommended their re-appointment.

At the meeting of the Board of Directors of your Company held on 21.06.2012, your Board felt it fit and proposed to re-appoint Shri Lal Chand Baid as Managing Director & Shri Rajiv Baid as Whole time Director designated as Executive Directors of the Company for a further period of 5 years w.e.f. 1<sup>st</sup> December, 2012 and 1<sup>st</sup> October, 2012 respectively.

Shri B.L. Baid, Non-executive Chairman and Shri Bharat Baid, Executive Director of the Company were resigned as Directors w.e.f. 14.06.2012 because of their personal engagements. Shri B.L. Baid was associated with the Company since incorporation and held Chairmanship of the Company. Shri Bharat Baid was associated with the Company since 1997 and held significant leadership positions including that of a Whole time Director of the Company.

The Board places on record its sincere appreciation for the valuable contributions made by Shri B.L. Baid and Shri Bharat Baid to the Company in providing advice and counsel with regard to the business strategies and investments which have significantly contributed to the Company's growth and stature during the tenure as director of the Company in its meeting held on 21<sup>st</sup> June, 2012.

Mr. Sarabjit Singh, who was appointed as Additional director would vacate the office at the forthcoming Annual General Meeting. A notice has been received from a member u/s 257 of the Companies Act, 1956 signifying his intention to propose the appointment as a Director of the Company has been received. The Board recommended his appointment.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Sec. 274(1) (g) of the Companies Act, 1956.

A brief resume of expertise and details of other directorships of these directors is attached along with Notice of the ensuing Annual General Meeting.

**PUBLIC DEPOSITS:**

Your Company has not accepted any Public Deposits.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to requirement under section 217 (2AA) of the Companies Act, 1956 and in respect of the annual accounts for the period under review your Directors hereby confirm that :-

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.
- ii) The Board of directors have selected and applied appropriate accounting policies consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and the Profit & Loss Account for the period under review.
- iii) 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.
- iv) The annual accounts have been prepared on "going concern basis".

**AUDITORS :-**

M/s. A. Natani & Co., Chartered Accountants, retire at the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment. The Company has received the Certificate from them that their re-appointment, if made, would be within the limits prescribed u/s 224(1B) of the Companies Act, 1956.

**COMPLIANCE OFFICER :**

CS Gajanand Gupta, Finance Controller and Company Secretary, is looking after all compliances under various laws and can be contacted for any investor related matter relating to the company. His contact No. : 0141-2363048/2363049 and e-mail ID is [guptag@polycon.in](mailto:guptag@polycon.in)

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE**

### **A. CONSERVATION OF ENERGY :-**

Your company is committed to follow high standards of environmental protection and provisions of a safe and healthy work place for workers, customers and other stakeholders.

The manufacturing units of the Company are well planned and adequately equipped for ensuring optimum energy utilization. Besides the measures already taken, efforts are continuing to examine and implement fresh proposal for further conservation of energy. Positive impact of measures already taken has been observed on the costs.

### **B. TECHNOLOGY ABSORPTION :-**

As we know technology plays a vital role in any organization. Your company believes that only by using latest technology, the production and productivity can improve. The technology that is being used by your company is eco-friendly that conserve the environment. All the units of the company are well furnished with suitable equipments and self sufficient in the matter of manufacturing process. We proactively and continuously invest in developing technology which adds value to our business. The technology is being updated on a regular basis by keeping abreast of the latest developments in the field.

### **C. FOREIGN EXCHANGE EARNINGS & OUTGO :-**

#### **Foreign Exchange Earnings**

Export Sale : Rs. NIL

#### **OUT GO**

Expenses on foreign travels : Rs. 3.20 lacs

Interest on WCFC Loan : Rs. 31.92 lacs

Expenses on import on CIF basis for

- Capital Goods : Rs. NIL

- Raw Material : Rs. NIL

- Stores & Spares : Rs. NIL

### **PARTICULARS OF EMPLOYEES :-**

Information in accordance with the provisions of Section 217(2A) of the Companies Act,1956 read with Companies (Particulars of Employees) Rules, 1975 as amended, regarding Employees : NIL

### **CORPORATE GOVERNANCE**

POLYCON International Ltd. looks upon good Corporate Governance practices as a key driver of sustainable corporate growth and long term shareholder value creation. Corporate Governance brings on equilibrium between the expectations of the owners, employees, customers and all other stakeholders and it ensures the commitment of the Board in managing the Company in transparent manner.

The company believes in ethical business conduct, integrity and commitment to value which enhance and retain stake holder's trust.



## **ACKNOWLEDGEMENT**

The Board of Directors express their sincere thanks and wishes to place on record its deep appreciation for the continued support, confidence and co-operation that the company has received from Rajasthan Financial Corporation, Indian Overseas Bank and various departments of State and Central Government and Trade Associations and also to all the employees start working at different level for their dedication, hard work and invaluable contribution.

The Company maintained healthy, cordial and harmonious industrial relations at all level. Despite competition, the enthusiasm and unstinting efforts of the employees, have enabled the Company to remain at fore-front of the Industry

Your Company continued to receive co-operation & unstinted support from the distributors, retailers, stockists, suppliers and others associated with the company as its trading partners. The Directors wish to place on record their appreciation for the same and your company will continue in endeavour to build and nurture strong links with trade, based on mutuality, respect and cooperation with each other and consistent with consumer interests.

**For and on behalf of the Board**

**Place : Jaipur  
Date : 21.06.2012**

**CA L.C. BAID  
CHAIRMAN & MANAGING DIRECTOR**

## **REPORT ON CORPORATE GOVERNANCE FOR THE YEAR 2011-12**

(As required under Clause 49 of the Listing Agreements entered into with the Stock Exchange)

### **1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Corporate Governance is insight into the management of the affairs of the company. It implies governance with the highest standards of professionalism, integrity, accountability, fairness, transparency, social responsiveness and business ethics for efficient and ethical conduct of business. Company is committed to and firmly believes in, following good corporate governance practices, as they are critical for meeting its obligation towards shareholders and other stakeholders.

Polycon's Corporate Governance initiated is based on two core principles:

Management must have the executive freedom to drive the organization forward without undue restraints and,

This freedom of management, however, should be exercised within a framework of effective accountability and transparency.

### **2. BOARD OF DIRECTORS**

In terms of the Company's Corporate Governance policy, all statutory and other significant and material information are placed before the Board to enable it to discharge its responsibilities of strategic supervision of the company and as trustees of stakeholders.

#### **(a) Composition of Board :-**

The Board of Directors of the Company ("The Board") is entrusted with authority and responsibility to manage the affairs of the Company. The Board is responsible for direction, control, conduct management and supervision of the Company's affairs. To enable better and more focused attention on the affairs of the corporation the Board may delegate particular matters to the committees of the Board. The present Board consists of eminent persons with considerable professional expertise and experience in business and industry, finance, management, legal, marketing and strategy etc.

The Company has a balanced mix of Executive and non-executive directors with a variety of experience and core competence. As at March, 31<sup>st</sup>, 2012 the Board has Seven directors out of which 4 members are non-executive directors. Out of Four non-executive directors, 3 are independent directors. The Chairman of the Board is non-executive director.

The composition of board of Directors is as follows: -

Name of Directors	Category	No. of other Directorship in Public Limited Companies	No. of Committee Membership/Chairmanship	
			Chairman	Member
Sh. B.L. Baid	Non-Executive Chairman	1	-	-
CA L.C. Baid	Promoter & Managing Director	-	-	2
CA Bharat Baid	Promoter & Executive Director	1	-	-
Sh. Rajiv Baid	Promoter & Executive Director	-	-	1
Sh. Vinod Sacheti	Non-Executive Independent Director	-	2	-
Sh. S.L. Daga	Non-Executive Independent Director	1	-	2
Sh. Adarsh Singhania	Non-Executive Independent Director	-	1	2

Independent Director as defined in clause 49 of the Listing Agreement, is one, who apart from receiving Director's remuneration does not have any other material pecuniary relationship or transactions with the company, its promoters, management or its subsidiaries, which in judgment of the Board may affect independence of judgment of the director and has not been an executive of the company in the immediately preceding three financial years. The Non-executive Directors have no material pecuniary relationship or transactions in their personal capacity with the company.

**(b) Board Meeting**

The dates of Board meetings is decided in consultation with the Board of Directors and the Schedule of meetings is communicated to all directors in advance to enable them to schedule their effective participation during board meetings.

During the financial year 2011-12 Eight Meetings of Board of Directors were held on 14<sup>th</sup> May, 2011, 24<sup>th</sup> June, 2011, 11<sup>th</sup> August, 2011, 16<sup>th</sup> August, 2011, 24<sup>th</sup> October, 2011, 01<sup>st</sup> December, 2011, 06<sup>th</sup> February, 2012 and 30<sup>th</sup> March, 2012. The attendance of the Directors in these meetings were as follows :-

Name of Directors	Board Meeting		Whether Attended AGM held on 30 <sup>th</sup> September, 2011
	Held	Attended	
Sh. B.L. Baid	8	-	YES
CA L.C. Baid	8	8	YES
CA B.K. Baid	8	-	NO
Sh. Rajiv Baid	8	8	YES
Sh. Vinod Sacheti	8	7	NO
Sh. S.L. Daga	8	3	NO
Sh. Adarsh Singhania	8	7	YES

**(c) Information supplied to the Board among others -**

The Board is presented with all relevant information that is materially significant. *Inter alia*, the following information is regularly provided to the Board as a part of the agenda papers well in advance of Board Meeting and is tabled in the course of Board Meeting :-

1. Review of annual operating plans of business, capital budget, updates.
2. Quarterly results of the company.
3. Any issue which involves possible public or product liability claims of a substantial nature.
4. Significant development in the human resources and industrial relations fronts.
5. Sale of material nature of investments, assets, which is not in the normal course of business.
6. Non-compliance of any regulatory or statutory provision or listing requirements as well as shareholders services, such as delay in share transfer and other grievances.
7. Minutes of meetings of Audit Committee and other committees of the Board
8. The information on recruitment and remuneration of senior officers just below the Board level.

The Board has established procedures to enable the Board to periodically review compliance reports of all laws applicable to the company prepared by the company as well as steps taken by the company to rectify instances of non-compliances.

### 3. **AUDIT COMMITTEE**

#### **a) Composition**

As on 31<sup>st</sup> March, 2012, the Audit Committee comprises Four directors, three directors are non-executive Directors.

(1) Shri Vinod Sacheti (2) Shri Adarsh Singhanian (3) Shri S.L. Daga (4) CA L.C. Baid

The Committee is chaired by Shri Vinod Sacheti, an independent director. The Secretary of the Company is acting as Secretary to the Audit Committee also.

#### **Functions of the Audit Committee**

- (1) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that financial statements are correct, sufficient and credible.
- (2) Reviewing the efficiency of the internal control mechanism and monitors the risk management policies adopted by the Company.
- (3) Reviewing the report furnished by the internal and statutory auditors and ensures that suitable follow up actions are taken.
- (4) Examining accounting, taxation and disclosure aspects of all significant transactions.
- (5) Discussing with internal auditors regarding any significant finding and follow-up on such issues.
- (6) Reviewing the findings of any internal auditors in matters where there is suspected fraud or irregularity, or a failure of internal control system of a material nature, and then reporting such matters to the Board.
- (7) Discussing with external auditors before the audit commences on the nature and scope of audit as well as having post-audit discussion to ascertain any area of concern.
- (8) To approve unaudited quarterly financial results and publish the same as required in the Listing Agreement.
- (9) Reviewing company's financial risk and management policies.

#### **Meetings & Attendance**

The following Five meetings held during the year 2011-12

(1) 14<sup>th</sup> May, 2011 (2) 11<sup>th</sup> August, 2011 (3) 16<sup>th</sup> August, 2011 (4) 24<sup>th</sup> October, 2011, (5) 6<sup>th</sup> February, 2012

The attendance of each member of the Committee is given below :-

Name	Category	Held	Attended
Shri Vinod Sacheti	Non-Executive Independent Director	6	6
Shri Adarsh Singhanian	Non-Executive Independent Director	6	6
Shri S.L. Daga	Non-Executive Independent Director	6	3
CA L.C. Baid	Promoter & Managing Director	6	6

#### 4. REMUNERATION COMMITTEE

The Remuneration Committee of the Company decides the Remuneration of the directors, Senior Management Members and relative of Directors.

There are three directors in the Remuneration Committee :-

1. Shri Vinod Sacheti : Chairman
2. Shri Adarsh Singhania : Member
3. Shri S.L. Daga : Member

Shri Vinod Sacheti is the Chairman of the Committee. The Secretary of the company is acting as the Secretary of the Committee.

#### Remuneration paid to Directors :-

(a) Remuneration paid to non-executive Directors :

Name of Non-Executive Director	Sitting Fee (Rs)
Sh. Vinod Sacheti	3500
Sh. S.L. Daga	1500
Sh. Adarsh Singhania	3500

(b) Remuneration paid to Managing Director & Executive Directors

Name of Executive Director	Salary * (Rs)	Contribution to P/F (Rs)	Total (Rs)
CA L.C. Baid	1088600	100800	1189400
Sh. Rajiv Baid	1088486	100800	1189286

\*Includes bonus, allowances & perquisites.

#### NOTES

- (1) No commission has been paid to any Directors.
- (2) The service contract with Managing/Whole time Directors are normally for a period of five years. The contract may be terminated by either party giving the other party three months notice or the company paying 3 months salary in lieu thereof.

Severance Fees : NIL

- (3) Presently, the company does not have any stock option scheme.

#### (5) SHARE TRANSFER AND SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE

The Share Transfer & Investors Grievances Committee looks after the redressal of Investors Grievances pertaining to share transfer, transfer/transmission of shares, non-receipt of annual report, issue of duplicate share certificate, dematerialization and re-materialization of the securities etc.

The Investor Grievance Committee comprises of Three directors under the Chairmanship of Shri Adarsh Singhania a Non-executive director. The other members are CA Lal Chand Baid and Shri Rajiv Baid. CS Gajanand Gupta, the Secretary to the Company and also the Compliance Officer for the stock exchange requirements, acts as the Secretary to this committee.

The committee had 3 meetings. The attendance of each member is given below :-

Name of Directors	Nature of Directorship	No. of Meetings Attended
Sh. Adarsh Singhania	Non-executive Independent Director	3
CA L.C. Baid	Promoter & Managing Director	3
Sh. Rajiv Baid	Promoter & Executive Director	3

No. of Shareholder's complaints received during the year 2011-12 - NIL  
 No. of complaints resolved to the satisfaction of shareholders by 31.03.2012 - N.A  
 No. of pending complaints as on 31.03.2012 - NIL

## (6) GENERAL BODY MEETING

(i) Details of location of last three Annual General Meetings of the company are given below :-

Nature of the Meeting	Date	Venue	If special Resolution passed
Annual General Meeting	30.09.2011	Rotary Bhawan Church Road M.I. Road, Jaipur-1	No
Annual General Meeting	20.11.2010	Rotary Bhawan, Church Road, M.I. Road, Jaipur-1	No
Annual General Meeting	30.09.2009	Rotary Bhawan, Church Road, M.I. Road, Jaipur-1	No

(ii) No postal Ballot was put through during the last three years and as of now there is no proposal pending for passing any resolution through Postal Ballot at the ensuing Annual General Meeting.

(iii) No Extra Ordinary General Meeting was held during the financial year.

## (7) DISCLOSURES :

(a) Related party transactions :

Details of transactions of a material nature with any of the related parties as specified in Accounting Standard-18 issued by the Institute of Chartered Accountants of India have been reported in the Notes to the accounts. There is no transaction of a material nature with any of the related party, which is in conflict with the interest of the company.

(b) Details of Non-compliance

Your company has complied with all the requirements with stock exchanges including guidelines and regulations of SEBI. No penalties or strictures have been imposed on the company by stock exchange or SEBI or any statutory authority on any matter related to capital market during the last three years.

Secretarial Audit

A qualified practicing Company Secretary carried out the secretarial audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL & CDSL.

(8) **MEANS OF COMMUNICATION :**

Subject	Details
a) Half Yearly Report send to each household of shareholders	Since company's unaudited quarterly results including half yearly results are published in news papers, the same were not sent to each household of shareholders
b) Quarterly Results - Which Published normally in News Papers viz.	Mahaka Bharat (Hindi) The Statesman (English)
c) Any Web Site, where displayed	The financial results of the company are placed on the Web Site of the Bombay Stock Exchange Ltd. at <a href="http://www.bseindia.com">www.bseindia.com</a> and at <a href="http://www.polyconltd.com">www.polyconltd.com</a>
d) Whether it also displays official News Release & presentations made to Institutional Investors/Analysis	No such occasion arose during the year
e) Whether MD&A is a part of Annual Report.	Yes, incorporated in the Directors Report

**9. GENERAL SHAREHOLDERS INFORMATION:**

Annual General Meeting

Date & Time	25 <sup>th</sup> August, 2012 at 1:00 p.m
Venue	Polycon International Ltd., Rotary Bhawan, Church Road, M.I. Road, Jaipur-302 001.

Financial Calendar (tentative) for Financial Year 2012-13

Details	On or Before
(a) 1 <sup>st</sup> Quarterly Result	14.08.2012
(b) 2 <sup>nd</sup> Quarterly Result & Half Yearly Result	15.11.2012
(c) 3 <sup>rd</sup> Quarterly Result	15.02.2013
(d) 4 <sup>th</sup> Quarterly Result & Yearly Audited Result	30.05.2013

Date of Book Closure : 22<sup>nd</sup> August,2012 to 25<sup>th</sup> August, 2012 (Both days inclusive)

Dividend : In view of marginal profit during the year under review, the Board of Directors decided not to recommend any dividend on equity shares of the company.

Listing on stock : The Bombay Stock Exchange Ltd.  
Exchange Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street, Fort Mumbai-400 001

**NOTE :** The Company has paid listing fees, as applicable for the financial year 2012-13 to the concerned Stock Exchange.

Stock Code : Bombay Stock Exchange Ltd. : 531397

ISIN No. of the Company's Equity Shares : INE262C01014

### **Stock Price Data**

The Company's shares are listed on Bombay Stock Exchange Ltd. The monthly high & low quotations of shares traded during the year 2011-12 are as under :-

Month	High	Low
April, 2011	13.54	11.76
May, 2011	12.94	11.40
June, 2011	11.00	10.36
July, 2011	11.55	9.50
August, 2011	12.12	9.52
September, 2011	19.25	10.48
October, 2011	13.46	9.16
November, 2011	12.80	9.25
December, 2011	13.15	9.00
January, 2012	9.50	9.09
February, 2012	11.00	9.53
March, 2012	12.70	11.54

\*As per website of the Stock Exchange Mumbai i.e. [www.bseindia.com](http://www.bseindia.com)

### **The Registrar and Share Transfer Agent of the Company**

M/s. Link Intime India Pvt. Ltd.  
A-40, 2nd Floor, Naraina Industrial Area,  
Phase-II, Near Batra Banquet Hall  
NEW DELHI-110 028

### **Share Transfer System**

All the transfer received are processed and approved by the Share Transfer Committee.

### **Distribution of shareholding & shareholding pattern as on 31<sup>st</sup> March, 2012 :**

Range - No. of Shares	No. of shareholders	No. of shares	Percentage to total
Upto 500	496	139994	2.86
501 - 1000	104	95200	1.95
1001 - 2000	93	143586	2.94
2001 - 3000	23	57743	1.18
3001 - 4000	7	24064	0.49
4001 - 5000	5	24515	0.50
5001 -10000	8	60428	1.24
10001 & above	27	4343570	88.84
TOTAL	763	4889100	100.00



**Shareholding Pattern as on 31.03.2012**

Category Code	Category of Shareholder	Total number of Share	Total Shareholding as a percentage of total number of Shares
			As a percentage of (A+B+C)
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>		
(1)	<b>Indian</b>		
a)	Individuals/Hindu Undivided Family	1862781	38.10
b)	Central Government/State Government	0	0
c)	Bodies Corporate	572500	11.71
d)	Financial Institutions/Banks	0	0
e)	Any Other( Specify)		
	<b>Sub Total(A)(1)</b>	2435281	49.81
(2)	<b>Foreign</b>		
a)	Individuals(Non-Resident / Foreign Individuals)	0	0
b)	<b>Bodies Corporate</b>	0	0
c)	<b>Institutions</b>	0	0
d)	Any Other( Specify)	0	0
	<b>Sub Total(A)(2)</b>	0	0
	<b>Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)</b>	2435281	49.81
<b>B)</b>	<b>Public Shareholding</b>		
(1)	<b>Institutions</b>		
a)	Mutual Funds/UTI	0	0
b)	Financial Institutions /Banks	0	0
c)	Central Government/State Government	0	0
d)	Venture Capital	0	0
e)	Insurance Companies	0	0
f)	Foreign Institutional Investors	0	0
g)	Foreign Venture Capital Investors	0	0
h)	Any Other( Specify)	0	0
	<b>Sub Total(B)(1)</b>	0	0
(2)	<b>Non-Institutions</b>		
a)	Bodies Corporate	1657989	33.91
b)	<b>Individuals:-</b>		
	i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	509982	10.34
	II) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	277370	5.67
c)	<b>Any Other:-</b>		
	i) Non Resident Indians	2000	0.04
	ii) Clearing Members	6478	0.13
	iii) Hindu Undivided family	0	0
	<b>Sub Total(B)(2)</b>	2453819	50.19
	<b>Total Public Shareholding(B)=(B)(1)+(B)(2)</b>	2453819	50.19
	<b>Total(A)+(B)</b>	4889100	100.00
C)	Shares Held by Custodian and against which Depository Receipts have been issued	0	0
	<b>Grand Total(A)+(B)+(C)</b>	4889100	100.00

Dematerialisation of equity shares and liquidity

The Company's shares are currently traded only in dematerialized form at Bombay Stock Exchange Ltd.. To facilitate trading in dematerialised form the company has tied up arrangements with both the present depositories, National Securities Depository Ltd. (NSDL) & Central Depository Services (India) Ltd.(CDSL). Shareholders can open account with any of the depository participants registered with any of these depositories. As on 31<sup>st</sup> March, 2012 about 92.45% of the company's shares were held in dematerialised form.

None of the company's shares are lock in period for any purpose.

Plant Locations (Manufacturing Units)

Address	Item produced
<u>UNIT – I</u> F-11, Hirawala Industrial Area Kanota, Jaipur - 303 012	- Water Storage Tanks
<u>UNIT-II</u> F-97,98,99 & G-96 Hirawala Industrial Area Kanota, Jaipur - 303 012	- PET Containers like Bottles & Jars - PVC Profiles
<u>UNIT-III</u> Plot No. F-954(A), RIICO Industrial Area Chopanki Industrial Area, Bhiwadi-301019 Bhiwadi, Rajasthan.	- PET Containers like Bottles & Jars
<u>UNIT-IV</u>  Plot No. 17, Sector-4, IIE, SIDCUL, Pantnagar-263153 Uttrakhand	- PET Containers like Bottles & Jars (under implementation)

Address for Correspondence : M/s. Polycon International Limited  
Rotary Bhawan, Church Road  
M.I. Road, Jaipur-302 001  
RAJASTHAN  
Tel. : 91-141-2363048/2363049  
Fax : 91-141-2377046  
e-mail : guptag@polycon.in

**(10) NON-MANDATORY REQUIREMENTS :**

The Company at present has not adopted the non-mandatory requirements in regard to sending half yearly financial results to the shareholders at the residence.





**POLYCON INTERNATIONAL LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH, 2012**

(Rupees in Lacs)

	Note No		
		As at 31st March, 2012	As at 31st March, 2011
<b>EQUITY AND LIABILITIES</b>			
Shareholder's Fund			
Share Capital	3	543.55	543.55
Reserves and Surplus	4	73.25	43.00
<b>Non-current Liabilities</b>			
Deferred tax liabilities (net)	5	24.32	25.32
Long term liabilities	6	698.02	640.63
Long-term provisions	7	37.87	34.20
		<u>1377.01</u>	<u>1286.70</u>
<b>Current Liabilities</b>			
Short-term borrowings	8	764.62	576.28
Trade Payables	9	97.45	72.49
Other Current liabilities	10	218.58	241.71
Short-term provisions	11	13.50	9.90
		<u>1094.15</u>	<u>900.38</u>
<b>Total</b>		<u>2471.16</u>	<u>2187.08</u>
<b>ASSETS</b>			
Non-current Assets			
Fixed assets	12		
Tangible assets		837.57	813.65
Capital work-in-progress		4.48	0.00
		<u>842.05</u>	<u>813.65</u>
Non-current investments	13	1.64	1.04
Long-term loans and advances	14	97.93	66.47
		<u>941.62</u>	<u>881.16</u>
<b>Current Assets</b>			
Current Investments	15	4.34	0.00
Inventories	16	382.02	294.86
Trade receivables	17	809.96	828.31
Cash and cash equivalents	18	49.24	9.85
Short-term loans and advances	19	282.70	172.25
Deferred Revenue expenses		1.28	0.65
		<u>1529.54</u>	<u>1305.92</u>
<b>Total</b>		<u>2471.16</u>	<u>2187.08</u>

Significant Accounting Policies

The accompanying notes are an integral part of the financial statements

In terms of our report attached

CA L.C.BAID  
MANAGING DIRECTOR

RAJIV BAID  
EXECUTIVE DIRECTOR

VINOD SACHETI  
INDEPENDENT DIRECTOR

CS GAJANAND GUPTA  
FINANCE CONTROLLER &  
COMPANY SECRETARY

**For A.NATANI & CO.**  
Chartered Accountants  
Firm Registration No. 07347C

**CA Ashok Kumar Natani**  
Partner  
Membership No. 74692

Place JAIPUR  
Date 30/05/2012

**POLYCON INTERNATIONAL LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2012**

(Rupees in Lacs)

	Note No		
		Year ended 31st March, 2012	Year ended 31st March, 2011
<b>Revenue from operations (gross)</b>	20	4476.64	3432.20
<b>Less : Excise duty</b>		510.16	357.60
Revenue from operations (net)		3966.48	3074.60
Other income	21	6.08	10.41
Changes in inventories of finished goods, work-in-progress and stock-in-trade	22	44.00	34.74
<b>Total</b>		<b>4016.56</b>	<b>3119.75</b>
<b>EXPENSES</b>			
Cost of raw-materials consumed	23	2515.24	1887.82
Employee benefits expense	24	190.43	173.43
Finance Costs	25	154.85	151.44
Depreciation and amortization expense	26	146.75	134.62
Other expenses	27	966.54	736.43
<b>Total</b>		<b>3973.81</b>	<b>3083.74</b>
<b>Profit before tax</b>			
<b>Tax expense</b>		42.75	36.01
Current tax		13.50	9.90
Deferred tax		(1.00)	0.11
<b>Total</b>		<b>30.25</b>	<b>26.00</b>
<b>Profit for the year</b>			
<b>Earnings per share</b> (of face value of Rs.10/- each)			
Basic	28	0.62	0.53
Diluted	28	0.62	0.53
Significant accounting policies	2		
The accompanying notes are an integral part of the financial statements			

In terms of our report attached

CA L.C.BAID  
MANAGING DIRECTOR

RAJIV BAID  
EXECUTIVE DIRECTOR

VINOD SACHETI  
INDEPENDENT DIRECTOR

CS GAJANAND GUPTA  
FINANCE CONTROLLER &  
COMPANY SECRETARY

**For A.NATANI & CO.**  
Chartered Accountants  
Firm Registration No. 07347C

**CA Ashok Kumar Natani**  
Partner  
Membership No. 74692

Place JAIPUR  
Date 30/05/2012

**POLYCON INTERNATIONAL LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012**

(Rupees in Lacs)

	Year ended 31st March, 2012	Year ended 31st March, 2011
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Net Profit before tax</b>	42.75	36.01
<b>adjustments for :</b>		
Depreciation/amortization	146.75	134.62
Loss on sale/write off of fixed assets (net)	-	-
Net gain/loss on sale of investments	-	(6.76)
Interest expense	154.85	151.44
Interest income	(2.41)	(3.65)
Net loss/(gain) on foreign currency transactions	-	-
Deffered Revenue Expenses (Net)	(0.63)	3.87
Net prior year adjustments	(3.67)	19.30
<b>Operating profit before working capital changes</b>	<b>337.64</b>	<b>334.83</b>
(Increase)/decrease in trade receivables	18.35	(15.04)
(Increase)/decrease in inventories	(87.16)	15.05
(Increase)/decrease in loans and advances	(141.91)	-
Increase/(decrease) trade and other payables	15.39	(62.31)
<b>Cash generated from operations</b>	<b>142.31</b>	<b>272.53</b>
Direct taxes paid	(9.90)	(18.10)
<b>Net Cash generated from operating activities</b>	<b>132.41</b>	<b>254.43</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets	(175.15)	(161.43)
Sale of Fixed Assets	-	3.38
amounts paid for acquiring of Companies	-	-
Purchase of investments	(4.94)	34.43
Sale of Investment	-	-
Dividend income	-	-
Interest received & Other Income	6.08	3.65
<b>Net cash (used in) investing activities</b>	<b>(174.01)</b>	<b>(119.97)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of capital	-	-
Buyback of equity shares	-	-
Proceeds from long term borrowing	250.24	285.53
Repayments of long term borrowings	(202.74)	(335.00)
Short term borrowings (net)	188.34	-
Dividend paid (including dividend distribution tax)	-	-
Interest expense	(154.85)	(151.44)
<b>Net Cash (used in)/from financing activities</b>	<b>80.99</b>	<b>(200.91)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>39.39</b>	<b>(66.45)</b>
Cash and cash equivalents at the beginning of the year	9.85	76.30
Cash and cash equivalents at the end of the year	49.24	9.85

In terms of our report attached

CA L.C.BAID  
MANAGING DIRECTOR

RAJIV BAID  
EXECUTIVE DIRECTOR

VINOD SACHETI  
INDEPENDENT DIRECTOR

CS GAJANAND GUPTA  
FINANCE CONTROLLER &  
COMPANY SECRETARY

**For A.NATANI & CO.**  
**Chartered Accountants**  
**Firm Registration No. 07347C**

**CA Ashok Kumar Natani**  
**Partner**  
**Membership No. 74692**

Place **JAIPUR**  
Date **30/05/2012**

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**Notes on Financial Statements for the Year ended 31st March, 2012**

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**Note 01 COMPANY INFORMATION**

POLYCON International Limited (the Company) is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the Bombay stock Exchange. The company is engaged in the manufacturing and trading of PET Items like PET Bottles, PET Jars, PET Preforms, Caps & Lids and LLDPE Rotomoulding Water Storage Tanks, PVC Profiles, Sections etc. Its manufacturing facilities are located in Jaipur & Bhiwadi, Rajasthan and Pantnagar, Uttarakhand.

**Note 02 SIGNIFICANT ACCOUNTING POLICIES****a) Basis of preparation of financial Statements**

The Accounts have been prepared to comply in all material aspects with applicable accounting principles in India, the applicable Accounting Standards notified under Section 211(3c) of the Companies Act, 1956 and the relevant provisions thereof.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Revised Schedule-VI to the Companies Act, 1956.

Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

**b) Use of Estimates**

The preparation of consolidated financial statements in conformity with the generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as of the date of the consolidated financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in future periods.

**c) Tangible fixed assets**

Fixed Assets have been stated at cost net of Cenvat credit less accumulated depreciation. Cost of acquisition or construction is inclusive of direct cost, incidental expenses and borrowing cost related to such acquisition or construction.

**d) Depreciation on tangible fixed assets**

Depreciation on fixed assets is provided on written down value method at the rates and in the manner prescribed in schedule-XIV of the Companies Act, 1956 except the Plant and Machinery and Dies and Moulds purchased after 01.04.2004 - Straight Line Method at all the units.

Additions/deletions to fixed assets during the year are being depreciated on prorata from the date on which such assets are being capitalized/deleted.

**e) Impairment of tangible assets**

Impairment loss is provided to the extent that the carrying amount(s) of assets exceed their recoverable amount(s). Recoverable amount is the higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash-flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life. Net selling price is the amount obtainable from sale of the asset in an arm's length transaction between knowledgeable, willing parties, less the costs of disposal.

**f) Investments**

Investment are stated at cost.

**g) Inventories**

Inventories are valued at lower of cost or net realizable value as per stock taken, verified, valued and certified by the management. Cost of finished goods includes excise duty also.

**h) Revenue Recognition**

sales are recognised when the substantial risks and rewards of ownership in the goods are transferred to the buyer, upon supply of goods, and are recorded net of trade discounts, rebates, sales taxes and excise duties (on goods manufactured and outsourced). It does not include inter-divisional transfers.

**i) Expenditure**

Expenses are accounted for on accrual basis and provision is made for all known losses and liabilities.

**j) Retirement and other employee benefits**

The Company contributes towards Provident fund and Family pension fund which are defined contribution schemes. Liability in respect thereof is determined on the basis of contribution required to be made under the statutes/rules.

Gratuity Liability, a defined benefit scheme, and provision for compensated absences is accrued and provided for on the basis of actuarial valuations made at the year end.

**k) Borrowing costs**

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

**l) Taxes on Income**

Tax expense comprises of both current and deferred tax at the applicable enacted/substantively enacted rates. Current tax represents the amount of income-tax payable/recoverable in respect of the taxable income/loss for the reporting period. Deferred tax represents the effect of timing differences between taxable income and accounting income for the reporting period that originate in one period and are capable of reversal in one or more subsequent periods.

**m) Provisions and contingencies**

A provision is recognized when the Company has a legal and constructive obligation as a result of a past event, for which it is probable that cash outflow will be required and a reliable estimate can be made of the amount of the obligation. A contingent liability is disclosed when the Company has a possible or present obligation where it is not probable that an outflow of resources will be required to settle it. Contingent assets are neither recognized nor disclosed.



## Notes on Financial statements for the Year ended 31st March, 2012

### n) Accounting of Subsidy

Amount of subsidy granted under Rajasthan Investment Promotion Scheme towards payment of interest and wages in respect of expansion project have been accounted for as and when received by the Company.

### o) Foreign Currency Transactions

Transactions in foreign currency are accounted at the exchange rate prevailing on the date of transactions. Foreign Currency Liabilities are stated at rates prevailing at the year end if any. Any other exchange differences are recognized as revenue item.

### p) Cenvat Credit/Value Added Tax

Cenvat/Value Added tax benefit is accounted for by reducing the purchase cost of material/fix assets.

## Note 03 SHARE CAPITAL

(Rupees in Lacs)

	As at 31st March, 2012	As at 31st March, 2011
<b>Authorised Shares</b>		
<b>7500000 Equity shares of Rs.10/- each</b>	<b>750.00</b>	<b>750.00</b>
<b>Issued,subscribed and fully paid shares</b>		
4889100 (as at 31st March, 2011 - 4889100)	488.91	488.91
equity shares of Rs. 10/- each, fully paid-up		
Add : Share forfeited (amount originally paidup)	54.64	54.64
<b>Total</b>	<b>543.55</b>	<b>543.55</b>

### a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period :

Particulars	Opening Balance	Closing Balance
<b>Equity shares with voting rights</b>		
		<b>Year ended 31st March, 2012</b>
- Number of shares	4889100	4889100
- Amount (Rs. In lacs)	488.91	488.91
		<b>Year ended 31st March, 2011</b>
- Number of shares	4889100	4889100
- Amount (Rs. In lacs)	488.91	488.91

### b) Terms/rights attached to equity shares :

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each equity shareholder is entitled to one vote per share. The Board of Directors not declared Dividend during the year under review due to marginal profit. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding.

### c) Details of shareholders holding more than 5% shares in the Company :

Name	31st March, 2012		31st March, 2011	
	Nos.	% holding	Nos.	% holding
1 Sankalp Granites Pvt. Ltd.	521240	10.66	521240	10.66
2 Maratha Petrochemicals Pvt. Ltd.	291700	5.97	291700	5.97
3 Sigo Polymers Pvt. Ltd.	294700	6.02	294700	6.02
4 Subhraj Traders Pvt. Ltd.	393900	8.06	393900	8.06
5 Bharat Kumar Baid (H)	269570	5.51	269570	5.51
6 Jai Sinter Polycon Pvt. Ltd.	572500	11.71	572500	11.71

The Company has not allotted any fully paid up equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date.

## Note 04 RESERVES & SURPLUS

(Rupees in Lacs)

	As at 31st March, 2012	As at 31st March, 2011
Share Premium		
As per last Balance Sheet	NIL	243.55
<b>Less :</b> Transfer pursuant to Scheme of Arrangement	NIL	243.55
	<b>0.00</b>	<b>0.00</b>
<b>Surplus in Statement of Profit and Loss</b>		
Balance as at the beginning of the year	43.00	-
Profit for the year	30.25	23.71
Add : prior period item	-	19.29
Balance as at the end of the year	<b>73.25</b>	<b>43.00</b>
<b>Total Reserves and Surplus</b>	<b>73.25</b>	<b>43.00</b>

**Notes on Financial Statements for the Year ended 31st March, 2012**

**Note 05 DEFERRED TAX LIABILITIES (NET)**

	(Rupees in Lacs)	
	As at 31st March, 2012	As at 31st March, 2011
Difference between book and tax written down values of fixed assets	36.02	35.89
<b>Gross deferred tax liability</b>	<b>36.02</b>	<b>35.89</b>
Deferred Tax Asset		
Gratuity	11.70	10.57
<b>Gross Deferred Tax Asset</b>	<b>11.70</b>	<b>10.57</b>
<b>Total</b>	<b>24.32</b>	<b>25.32</b>

**Note 06 LONG-TERM LIABILITIES**

	(Rupees in Lacs)			
	As at 31st March, 2012		As at 31st March, 2011	
	Current Maturities	Non-current Maturities	Current Maturities	Non-current Maturities
<b>SECURED</b>				
Bank and Financial Institution	198.48	594.83	202.74	537.68
<b>UNSECURED</b>				
Sales Tax Defferment Scheme	-	96.00	-	96.00
Trade / Security deposits	-	7.19	-	6.95
Others	-	-	5.63	-
<b>Total</b>	<b>198.48</b>	<b>698.02</b>	<b>208.37</b>	<b>640.63</b>

- 1 Term Loan from Bank is secured by way of First Charge on certain Plant & Machinery acquired out of said term loan and personal guarantee of four Directors of the Company.
- 2 Term Loans from Rajasthan Financial Corporation (RFC) are secured by equitable mortgage on fixed assets and hypothecation on movable assets of the company both present and future situated at Jaipur and Chopanki, Bhiwadi and also secured by Personal Guarantee of two Directors of the Company.

**Note 07 LONG-TERM PROVISIONS**

	(Rupees in Lacs)	
	As at 31st March, 2012	As at 31st March, 2011
<b>Provisions for employee benefits</b>		
Provision for Gratuity	37.87	34.20
<b>Total</b>	<b>37.87</b>	<b>34.20</b>

**Note 08 SHORT-TERM BORROWINGS**

<b>Secured</b>		
Cash Credit from Bank	764.62	576.28
<b>Total</b>	<b>764.62</b>	<b>576.28</b>

Cash Credit Limit from banks are secured by hypothecation of stocks and book debts of the Company, both present and future and second charge created / to be created on all the fixed assets of the Company situated at Jaipur and Chopanki, Bhiwadi and also secured by Personal Guarantee of four Directors of the Company..

**Note 09 TRADE PAYABLES**

Trade Payables (For Supplies & Expenses)	97.45	72.49
<b>Total</b>	<b>97.45</b>	<b>72.49</b>

\*Dues to Micro, small and Medium enterprises have been determined to the extent such parties have been identified on the basis of information collected. The total amount remaining unpaid as at the end of the year is Rs. 28.34 lacs (Previous Year 22.15 lacs) (Refer Note 31)

**Note 10 CURRENT LIABILITIES**

<b>Current maturities of long-term borrowings (secured)</b>	198.48	208.37
Statutory dues payable	2.08	8.05
Advance from Customers	18.02	25.29
<b>Total</b>	<b>218.58</b>	<b>241.71</b>

**Note 11 SHORT-TERM PROVISIONS**

Provision for tax	13.50	9.90
<b>Total</b>	<b>13.50</b>	<b>9.90</b>

**Notes on Financial Statements for the Year ended 31st March, 2012**

**Note 12 FIXED ASSETS**

(Rupees in Lacs)

Tangible Assets	Gross Block				Depreciation/Amortisation				Net Block	
	As at 1st April 2011	Additions/ Adjustments	Deductions/ Adjustments	As at 31st March, 2012	As at 1st April 2011	For the Year	Deductions/ Adjustments	Upto 31st March, 2012	As at 31st March 2012	As at 31st March 2011
<b>Owned Assets</b>										
Freehold land	-	-	-	-	-	-	-	-	-	-
Leasehold land	45.75	-	-	45.75	-	-	-	-	45.75	45.75
Buildings	361.68	10.06	-	371.74	233.38	12.87	-	246.25	125.49	128.30
Plant & Machinery	1874.00	129.47	-	2003.47	1362.81	67.41	-	1430.22	573.25	511.19
electric Instalation	39.99	0.14	-	40.13	30.08	1.38	-	31.46	8.67	9.91
Office Equipment	22.47	1.10	-	23.57	17.22	0.82	-	18.04	5.53	5.25
Testing Equipment	1.55	-	-	1.55	1.21	0.05	-	1.26	0.29	0.34
Furniture and Fixtures	7.98	0.10	-	8.08	5.91	0.39	-	6.30	1.78	2.08
Vehicles	69.27	6.24	-	75.51	26.45	11.80	-	38.25	37.26	42.82
Computer	12.88	0.30	-	13.18	11.48	0.61	-	12.09	1.09	1.40
Moulds & Dies	647.82	23.27	-	671.09	581.21	51.42	-	632.63	38.46	66.61
<b>Total</b>	<b>3083.39</b>	<b>170.68</b>	<b>-</b>	<b>3254.07</b>	<b>2269.75</b>	<b>146.75</b>	<b>-</b>	<b>2416.50</b>	<b>837.57</b>	<b>813.65</b>
As at and for the year ended 31st March, 2011	2927.47	161.43	5.51	3083.39	2139.01	134.62	3.88	2269.75	813.65	788.47

**Note 13 NON-CURRENT INVESTMENTS**

\* (Long Term Investments)

**Investment in Equity Instruments**

In Equity Shares-Quoted, Fully Paid-up  
2500 HFCL OF Rs. 10/- each  
(2500)

As at 31st March, 2012 0.66 As at 31st March, 2011 0.66

**In Government Securities - Unquoted**

6 Years National Savings Certificate  
(Deposited with Sales Tax Department  
and other Government Authorities)

As at 31st March, 2012 0.98 As at 31st March, 2011 0.38

**TOTAL**

**1.64 1.04**

**Note 14 LONG-TERM LOANS AND ADVANCES**

**Capital advances**

Unsecured, considered good

As at 31st March, 2012 29.11 As at 31st March, 2011 -

**Security deposits**

Unsecured, considered good

As at 31st March, 2012 40.07 As at 31st March, 2011 40.37

**Total**

**69.18 40.37**

Advance income-tax net of provision Rs. 13.50 lacs (as at 31st March, 2011, Rs. 9.90 lacs) Unsecured, considered good

As at 31st March, 2012 28.75 As at 31st March, 2011 26.10

**Total**

**28.75 26.10**  
**97.93 66.47**

**Note 15 CURRENT INVESTMENTS**

**Investment in Equity Instruments**

In Equity Shares-Quoted, Fully Paid-up  
500 shares of RIL of Rs. 10.00 each  
(NIL)

As at 31st March, 2012 4.34 As at 31st March, 2011 0.00

**Total**

**4.34 0.00**

**Notes on Financial Statements for the Year ended 31st March, 2012**
**(Rupees in Lacs)**

	As at 31st March, 2012	As at 31st March, 2011
<b>Note 16 INVENTORIES (valued at lower of cost and net realizable value)</b>		
Raw materials	196.25	152.09
Finished goods	172.47	128.47
Traded Goods	9.30	10.39
Stores and Spares	2.85	2.75
Fuel	1.15	1.16
<b>Total</b>	<b>382.02</b>	<b>294.86</b>
<b>Note 17 TRADE RECEIVABLES</b>		
<b>Unsecured</b>		
Outstanding for a period exceeding six months from the date they are due for payment (Unsecured, considered good)	167.59	287.53
	167.59	287.53
<b>Less :</b> Provision for doubtful trade receivables	-	-
Total	167.59	287.53
Other receivables	642.37	540.78
<b>Total</b>	<b>809.96</b>	<b>828.31</b>
<b>Note 18 CASH AND CASH EQUIVALENTS</b>		
Cash on hand	3.26	3.97
Balances with banks : In current accounts	42.55	1.95
In deposits accounts	3.43	3.93
<b>Total :</b>	<b>49.24</b>	<b>9.85</b>
<b>Note 19 SHORT-TERM LOANS AND ADVANCES</b>		
<b>Loan and advances to related parties</b>		
Unsecured, considered good	87.52	54.92
	87.52	54.92
<b>Security Deposits</b>		
Unsecured, considered good	35.12	3.37
	<b>122.64</b>	<b>58.29</b>
Loans to employees (unsecured, considered good)	7.25	7.42
Prepaid expenses (unsecured, considered good)	1.95	1.48
CENVAT credit receivable	16.29	12.57
Service Tax Credit receivable	2.57	0.07
	<b>28.06</b>	<b>21.54</b>
<b>Other loans and advances(unsecured,including advance to suppliers)</b>		
Unsecured, considered good	132.00	92.42
	<b>132.00</b>	<b>92.42</b>
<b>Total</b>	<b>282.70</b>	<b>172.25</b>
	For the year ended 31st March, 2012	For the year ended 31st March, 2011
<b>Note 20 REVENUE FROM OPERATIONS</b>		
Revenue from operations		
<b>Sale of products</b>		
Finished goods	4473.28	3373.44
Traded goods	-	46.44
<b>Other operating revenue</b>		
Scrap sales	3.36	12.32
Revenue from operations (Gross)	<b>4476.64</b>	<b>3432.20</b>
<b>Less:</b> Excise Duty	510.16	357.60
<b>Revenue from Operations (net)</b>	<b>3966.48</b>	<b>3074.60</b>
* Excise Duty deducted from turnover represents excise duty collected on sale of goods		
<b>Details of products sold</b>		
Finished Goods (Cap)	166.42	139.99
PET Bottles & Jars	3362.84	2517.44
Water Storage Tanks	300.01	270.81
PVC Profiles	134.15	87.44
Others	3.06	12.48
<b>Traded Goods</b>	<b>3966.48</b>	<b>3028.16</b>
Sale of PET Chips/LLDPE	-	46.44
<b>Total</b>	<b>3966.48</b>	<b>3074.60</b>

**Notes on Financial Statements for the Year ended 31st March, 2012**

(Rupees in Lacs)

	For the year ended 31st March, 2012	For the year ended 31st March, 2011
<b>Note 21 OTHER INCOME</b>		
Interest income (Refer note 1 below)	2.41	2.07
Other non-operating income (Refer note 2, below)	3.67	8.34
<b>Total</b>	<b>6.08</b>	<b>10.41</b>
<b>Notes :</b>		
1 Interest from banks on deposits	0.18	0.39
Other interest	2.23	1.68
	2.41	2.07
2 Other non-operating income:		
Provision for Income Tax advances writtenback/credit balances written back	3.67	-
Profit on sale of shares - Short Term	-	1.58
Profit on sale of shares - Long Term	-	5.00
Profit on sale of Assets	-	1.76
	3.67	8.34
<b>Note 22 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE</b>		
Inventories at the end of the year		
Finished goods	172.47	128.46
	172.47	128.46
Inventories at the beginning of the year		
Finished goods	128.47	93.72
<b>Total</b>	<b>128.47</b>	<b>93.72</b>
<b>Net increase</b>	<b>44.00</b>	<b>34.74</b>
<b>Note 23 COST OF RAW MATERIALS CONSUMED</b>		
Inventories at the beginning of the year	152.09	191.29
<b>Add:</b> Purchases	2559.41	1848.62
	2711.50	2039.91
<b>Less:</b> Inventories at the end of the year	196.26	152.09
Cost of raw-materials consumed	<b>2515.24</b>	<b>1887.82</b>
<b>Details of raw-materials consumed</b>		
LLDPE Granual	173.68	149.73
PVC Resin	90.29	70.35
PET Chips	1916.75	1289.75
Polypropylene	135.10	101.51
PET Preforms	187.61	178.20
Others	11.81	98.28
<b>Total</b>	<b>2515.24</b>	<b>1887.82</b>
<b>Note 24 EMPLOYEE BENEFITS EXPENSES</b>		
Salaries, wages and bonus	165.19	151.62
Contribution to providend and other funds	15.65	14.43
Staff Welfare Expenses	3.76	2.32
Provision for Gratuity	5.83	5.06
<b>Total</b>	<b>190.43</b>	<b>173.43</b>
<b>Note 25 FINANCE COSTS</b>		
Interest on borrowings	154.38	150.99
Interest on others	0.47	0.45
<b>Total</b>	<b>154.85</b>	<b>151.44</b>
<b>Note 26 DEPRECIATION AND AMORTISATION EXPENSE</b>		
Depreciation and amortisation for the year on tangible assets	146.75	134.62
<b>Total</b>	<b>146.75</b>	<b>134.62</b>
<b>Note 27 OTHER EXPENSES</b>		
Consumption of stores and spares	48.72	41.72
Consumption of packing materials	263.57	216.48
Power and fuel	371.78	284.54
Rent	6.75	5.28
Repairs to buildings	7.14	3.88
Repairs to machinery	40.98	26.41
Insurance	3.57	3.54
Rates and taxes	0.44	6.40
Selling Expenses, Discount & Claim etc (Net)	33.70	11.31
Transport and freight charges (net)	88.67	40.91
Bad Debts/advances written off	-	19.15
Donations	3.00	5.03
Legal and professional fees *	1.70	3.64
Miscellaneous expenses	96.52	68.14
<b>Total</b>	<b>966.54</b>	<b>736.43</b>
<b>* Includes Payments to auditors</b>		
As auditors - statutory audit	0.19	0.19
<b>Total</b>	<b>0.19</b>	<b>0.19</b>

## Notes on Financial Statements for the Year ended 31st March, 2012

### Note 28 EARNINGS PER SHARE (EPS) :

Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year, as under :

	(Rupees in Lacs)	
	For the year ended 31st March, 2012	For the year ended 31st March, 2011
Profit attributable to equity shareholders - Rupees in lacs	30.25	26.00
Weighted average number of equity shares outstanding during the year	4889100	4889100
Basic earnings per share - rupees	0.62	0.53
Diluted earnings per share - Rupees	0.62	0.53
Nominal value per share - Rupees	10.00	10.00

### Note 29 SEGMENT INFORMATION

#### Primary

The Company is engaged in manufacture and sale of PET and other plastic products which constitutes single business segment. As per management perspective the risks and returns from its sales do not materially vary geographically. Accordingly, there are no other business segments to be reported as per AS-17 issued under the Companies (Accounting Standards) Rules, 2006.

### Note 30 CONTINGENT LIABILITIES

	(Rupees in Lacs)	
	As at 31st March, 2012	As at 31st March, 2011
<b>In respect of :</b>		
a) Excise matters disputed in appeal	0.98	0.98
b) Sales tax matters disputed in appeal	0.97	0.97
c) Bank Guarantee issued in favour of HPCL	10.00	-

### Note 31 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006.

	For the year ended 31st March, 2012	For the year ended 31st March, 2011
i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	28.34	22.15
ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
iv) The amount of interest due and payable for the year	-	-
v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
vi) the amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

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

### Note 32 RELATED PARTY TRANSACTIONS

#### Names of related parties & relationship

- |                                 |                                     |
|---------------------------------|-------------------------------------|
| a) Jai Sinter Polycon Pvt. Ltd. | Relatives of Directors are Director |
| b) Bassi Mechanical Works       | Relatives of Directors are Partner  |
| c) Shri Varun Baid              | Held office of profit               |

#### Key Management Personnel (KMP)

Shri Lal Chand Baid  
Shri Rajiv Baid

#### Enterprise over which key management personnel and their relatives are able to exercise significant influence

Bassi Mechanical Works, Jaipur

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**Notes on Financial Statements for the Year ended 31st March, 2012**

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**Details of transactions with related parties during the year/previous year**

	<i>(Rupees in Lacs)</i>	
	For the year ended 31st March, 2012	For the year ended 31st March, 2011
<b>Nature of transactions</b>		
1 Sale of finished goods	118.32	-
2 Receiving of Services	1.89	-
3 Interest Paid	-	7.97
4 Salary to Shri Varun Baid	8.58	-
5 Managerial Remuneration to KMP	20.40	15.60

**Note 33 Earning in Foreign Currency**

FOB Value of Exports	NIL	NIL
Other Income	NIL	NIL

**Note 34 EXPENDITURE IN FOREIGN CURRENCY**

a) Travelling expenses	3.20	2.66
b) Interest on WCFC Loan	31.92	24.57

**Note 35**

The Company is in the process of obtaining the Compliance Certificate regarding maintenance of Cost Accounting Records for the current financial year as required under Notification No. G.S.R. 429(E) dated 3rd June, 2011 issued by the Ministry of Corporate Affairs.

**Note 36**

The Revised Schedule-VI has become effective from 01st April, 2011 for the preparation of financial statements. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

In terms of our report attached

CA L.C.BAID  
MANAGING DIRECTOR

RAJIV BAID  
EXECUTIVE DIRECTOR

VINOD SACHETI  
INDEPENDENT DIRECTOR

CS GAJANAND GUPTA  
FINANCE CONTROLLER &  
COMPANY SECRETARY

**For A.NATANI & CO.**  
**Chartered Accountants**  
**Firm Reg. No. 07347C**

Place JAIPUR  
Date 30/05/2012

**CA ASHOK KUMAR NATANI**  
**Partner**  
**Membership No. 74692**

# Auditor's Certificate on Corporate Governance

To,  
The Members  
Polycon International Limited

We have examined the compliance of conditions of Corporate Governance by Polycon International Limited, for the year ended on 31st March 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

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

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

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

Place : Jaipur

Date : 21.06.2012

**FOR A.NATANI & CO.**  
**Chartered Accountants**  
**Firm Reg. No. 07347C**

**CA ASHOK KUMAR NATANI**  
**Partner**  
**Membership No. 74692**



# Auditors' Report

To,  
The Members  
Polycon International Ltd.

- 1 We have audited the attached Balance Sheet of POLYCON International Limited as at March 31, 2012, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2 We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those 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 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 statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3 As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government of India in terms of sub-section(4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said Order.
- 4 Further to our comments in the Annexure referred to in paragraph 3 above, 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 appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement dealt with by this report are in compliance with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
  - (e) On the basis of written representations received from the Directors as on March 31, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on March 31, 2012 from being appointed as a director in terms of 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 together with the Significant Accounting Policies and notes thereon give the information required by the Companies Act, 1956, 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 the Balance Sheet, of the state of affairs of the Company as at March 31, 2012;
    - (ii) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
    - (iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Place : Jaipur

Date : 30.05.2012

**FOR A.NATANI & CO.**  
Chartered Accountants  
Firm Reg. No. 07347C

**CA ASHOK KUMAR NATANI**  
Partner  
Membership No. 74692

### **ANNEXURE TO THE AUDITOR'S REPORT**

Referred to in Paragraph 3 of the Auditors' Report of even date to the Members of Polycon International Limited on the financial statements as of and for the year ended 31st March, 2012

- 1(a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
- (b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
- (c) In our opinion, the Company has not disposed off a substantial part of its fixed assets during the year and the going concern status of the Company is not affected.
- 2 In respect of its inventories :
- (a) The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company has maintained proper records of the inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventories as compared to the book records.
- 3 The Company has neither granted not taken any loans, secured or unsecured, to/from companies, firms or other parties covered in the register maintained under Section 301 of the Act. Consequently, clauses (iii)(b), (iii) ( c), (iii)(d), (iii) (f) and (iii)(g) of paragraph 4 of the Order are not applicable.
- 4 In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchases of inventory and fixed assets and for the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
- 5 In respect of the contracts or arrangements referred to in Section 301 of the Companies Act, 1956:
- (a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that need to be entered in the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts/arrangements entered in the Register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rs. 5,00,000 in respect of each party during the year have been made at prices which appear reasonable as per information available with the Company.
- 6 The Company has not accepted any deposits from the public within the meaning of Section 58A and 58AA of the Act and the rules framed there under.
- 7 In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.
- 8 We have broadly reviewed the books of account maintained by the Company in respect of products where, pursuant to the rules made by the Central Government of India, the maintenance of cost records has been prescribed under clause (d) of sub-section(1) of Section 209 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- 9 In respect of statutory dues :
- (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess, and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2012 for a period of more than six months from the date of becoming payable.
- (b) The disputed statutory dues aggregating Rs. 1,95,802/- that have not been deposited on account of disputed matters pending before appropriate authorities are

Sr. No.	Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending
1	Rajasthan Sales Tax	Sales Tax	97422	2000-01	Dy. Commissioner
2	Central Excise Act, 1944	Excise Duty	86547	31/10/2001 to 31/01/2005	Central Excise & Customs Appellate Tribunal
3	Central Excise Act, 1944	Excise Duty	11833	2007-08	Dy. Commissioner Central Excise & Customs Appellate Tribunal
TOTAL Rs.			195802		

- 10 The Company does not have accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by the audit and in the immediately preceding financial year.
- 11 Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions and banks.
- 12 In our opinion and according to the explanations given to us and based on the informations available, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
- 13 In our opinion, the Company is not a chit fund/nidhi/mutual benefit fund/society. Therefore, the provisions of clause (xiii) of paragraph 4 of the Order are not applicable to the Company.
- 14 The Company has maintained proper records of the transactions and contracts in respect of dealing or trading in shares, securities, debentures and other

investments and timely entries have been made therein. All shares, securities, debentures and other investments have been held by the Company in its own name.

- 15 In our opinion, and 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.
- 16 The Company has raised new term loans during the year. The term loans outstanding at the beginning of the year and those raised during the year have been applied for the purposes for which they were raised.
- 17 According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that there are no funds raised on short-term basis that have been used for long-term investment.
- 18 The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
- 19 The Company has not issued any debentures during the year, and does not have any debentures outstanding as at the year end.
- 20 The Company has not raised any monies by way of public issues during the year.
- 21 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 material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

Place : Jaipur  
Date : 30.05.2012

**FOR A.NATANI & CO.**  
**Chartered Accountants**  
**Firm Reg. No. 07347C**

**CA ASHOK KUMAR NATANI**  
**Partner**  
**Membership No. 74692**

**TEN YEARS FINANCIAL HIGHLIGHTS (2003-2012)**

*(Rupees in Lacs)*

<b>Particulars</b>	<b>2003</b>	<b>2004</b>	<b>2005</b>	<b>2006</b>	<b>2007</b>	<b>2008</b>	<b>2009</b>	<b>2010</b>	<b>2011</b>	<b>2012</b>
<b>PROFIT &amp; APPROPRIATIONS</b>										
Sales & Other Income	1778.08	1773.36	2099.97	2404.26	2712.03	2929.65	3432.23	3678.89	3085.02	3972.56
Profit Before Depreciation & Tax	214.83	177.84	166.99	170.56	179.74	191.34	229.34	266.81	170.63	189.50
Depreciation	203.11	161.40	145.72	139.29	139.37	160.30	188.64	218.43	134.62	146.75
Profit before Tax	11.72	16.44	21.27	31.27	40.37	31.04	40.70	48.38	36.01	42.75
Taxation	-4.58	-3.60	27.21	-6.02	15.01	14.60	15.53	15.43	10.01	12.50
Profit after Tax	16.30	20.04	-5.94	37.29	25.36	16.44	25.17	32.95	26.00	30.25
Dividend	-	-	-	-	-	-	-	-	-	-
Earning per Share	0.23	0.29	-0.09	0.76	0.52	0.34	0.51	0.67	0.53	0.62
<b>ASSETS EMPLOYED</b>										
Fixed Assets Gross	1970.12	2010.45	2277.48	2370.52	2909.34	3272.76	3426.87	3746.15	3083.40	3254.07
Depreciation	1232.55	1391.80	1535.52	1667.43	1777.41	1920.74	2103.41	2318.23	2269.75	2416.50
Net	737.57	618.65	741.96	703.09	1131.93	1352.02	1323.46	1427.92	813.65	837.57
Capital work in progress	-	-	-	-	120.70	-	-	6.48	-	4.48
Investment	36.05	29.05	20.05	20.82	21.04	21.04	21.04	21.04	1.04	5.98
Net Current Assets	804.52	918.19	998.08	1070.63	1254.93	1439.10	1385.97	1521.39	1214.86	1445.74
Miscellaneous Expenditure	79.24	60.35	71.85	26.35	16.14	12.27	8.40	4.52	0.65	1.28
	<b>1657.38</b>	<b>1626.24</b>	<b>1831.94</b>	<b>1820.89</b>	<b>2544.74</b>	<b>2824.43</b>	<b>2738.87</b>	<b>2981.35</b>	<b>2030.20</b>	<b>2295.05</b>
<b>FINANCED BY</b>										
Equity Shares	543.37	543.37	543.50	543.55	543.55	543.55	543.55	543.55	543.55	543.55
Reserves & Surplus	243.37	243.37	243.50	243.55	256.68	273.13	298.29	331.24	43.00	73.25
Loan Funds	836.34	810.19	990.34	995.38	1700.69	1955.72	1842.73	2051.43	1418.33	1653.93
Deferred Tax Liability	34.30	29.31	54.60	38.41	43.82	52.03	54.30	55.13	25.32	24.32
	<b>1657.38</b>	<b>1626.24</b>	<b>1831.94</b>	<b>1820.89</b>	<b>2544.74</b>	<b>2824.43</b>	<b>2738.87</b>	<b>2981.35</b>	<b>2030.20</b>	<b>2295.05</b>













