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**18<sup>th</sup>**  
**ANNUAL REPORT**  
**2013-14**

**CHEMTECH INDUSTRIAL VALVES LIMITED**  
**ISO -9001:2008**  
**Certified Company**

# CHEMTECH INDUSTRIAL VALVES LIMITED

## DIRECTORS

Pradeep Shikharchand Badkur  
Harsh Pradeep Badkur  
Ignatious David Chittatukarakaran Inasu  
Namrata Pradeep Badkur  
Amit Kumar Jain  
Niranjay Amritlal Choudhary  
Rajnikant Hemchandra Panday  
Amitabh Rameshchand Luhadia

Chairman  
Managing Director  
Whole- Time Director  
Executive Director  
Independent Director  
Independent Director  
Independent Director

## AUDITORS

M/s. S. P. Jain & Associates,  
Chartered Accountants  
602, 6th Floor, Orbit Plaza,  
New Prabhadevi Road,  
Prabhadevi, Mumbai - 400025  
Firm Registration No: 103969W

## BANKERS TO THE COMPANY:

**INDUSIND BANK LTD**  
Shop No. 4 & 5, A Wing,  
"Gundecha Heights", L.B.S. Marg,  
Kanjurmarg (W), Mumbai -400 078

## SHARE TRANSFER AGENT:

M/s. Bigshare Services Pvt. Ltd.  
E-2 & 3, Ansa Industrial Estate,  
Sakivihar, Andheri (E),  
Mumbai - 400 072

## **THE BHARAT CO-OP. BANK (MUMBAI) LIMITED**

Gautam Udyog Bhavan,  
L.B.S. Marg Bhandup (W),  
Mumbai - 400078

## COMPANY SECRETARY & COMPLIANCE OFFIER

**Ms. Shubhangee Sawant**  
Membership No: 32981

## REGISTERED OFFICE:

105, Hiranandani Indl. Estate,  
Opp. KanjurMarg Rly Station,  
Mumbai - 400078  
Telephone No. +91-22-25839500 / 8220  
Email: [www.chemtechvalves.com](http://www.chemtechvalves.com)  
CIN No.: U29299MH1997PLC105108

## FACTORY:

Chemtech Industrial Valves Ltd.  
Survey No.37,Kondala Road,Village Vadavali,  
Kudus, Taluka Wada.  
Dist. Thane - 421312

## CORPORATE OFFICE

503, 5th Floor, Sunrise Business Park,  
Plot no.B-68, Road no.16,  
Wagle Estate,  
Thane(W), Mumbai- 400604

**Chairman's Statement- 2013-14**

Dear Shareholders,

I have great pleasure to welcome you all to the 18<sup>th</sup> Annual General Meeting of our Company. It gives me pleasure to communicate with you once again. I am pleased to highlight the Company's performance during last fiscal year. The past year has been challenging for the economy and it seems to remain same in the forthcoming years - your Company has made every possible mean to remain active in this competitive economy.

**IPO:**

I have pleasure informing you that your company went for an IPO in January 2014 & it was successful and our shares are now listed on SME platform of the Exchange and members of the Exchange are permitted to do business in the equity shares of your company.

**CERTIFICATION:**

We have received industry & client recognition by way of specific accreditations and certifications which bear a testimonial to our capability to deliver and supply our products to a wide range of customers. We have obtained ISO -9001:2008 certification for quality management system issued by SWISS CERT Pvt. Ltd. SWISS CERT is accredited by National Accreditation Board for Certification Bodies (NABCB) for 9000 Certification & by (Dubai Accreditation Centre) DAC for ISO 9000 & 14001 certifications.

Our Company has been granted the status of an "Approved Manufacturer", "Approved Supplier", or "Approved Vendor" by several leading steel companies, oil & gas companies, fertilizer companies and engineering consultants. It is important for us to retain direct contact with the contractors and end users and we have evolved a suitable system of sales and distribution system for the same.

Our designing capability to innovate enables us to meet the changing customer needs. We believe that our growth has been due to our ability to understand customer needs and build a product of optimal design. I believe in the famous quote of Sir Confucius, Chinese Thinker and Social Philosopher that "Our greatest glory is not in ever falling, but in rising every time we fall." The road ahead is full of challenges and the company is armed with the passion and the indomitable spirit to achieve success is determined to overcome the challenges.

We value the importance of our relationships and will continue to remain fair & true in all our dealings with all stakeholders.

I express my sincere gratitude to my Directors on the board for their valuable guidance & contribution & thank you all for being with us in this phase and assure you that in upcoming years the Company shall always strive better to give a performance.

Thank you all for attending this meeting Ladies & Gentlemen.

Place: Mumbai

Date: 21/8/2014



Chairman

## **Chemtech Industrial Valves Limited**

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**Chemtech Industrial Valves Limited**

(Regd. Office: 105, Hiranandani Indl. Estate, Opp. KanjurMarg Rly Station, Mumbai - 400078)  
Telephone No. +91-22-25839500 / 8220, Email: [www.chemtechvalves.com](http://www.chemtechvalves.com) ;  
CIN No.: U29299MH1997PLC105108

**NOTICE OF THE ANNUAL GENERAL MEETING**

Notice is hereby given that the 18<sup>th</sup> Annual General Meeting of the members of Chemtech Industrial Valves Limited will be held on 16<sup>th</sup> September, 2014 at 11.00 a.m. at 503, Sunrise Business Park, Plot No. B-68 , Road No. 16 , Near Kisan Nagar -2, Waghale Industrial Estate, Thane (W), 400 604 to transact the following business:

**ORDINARY BUSINESS:**

To receive, consider and adopt the Financial Statements and the reports of the Board of Directors and Auditors thereon for the Financial Year ended on 31 March, 2014

1. To appoint a Director in place of Mr. Ignatious David Chittatukarakaran Inasu who retires by rotation and being eligible, offers themselves for re-appointment
2. To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT, in terms of Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the retiring Auditors, M/s. S. P. JAIN & ASSOCIATES Chartered Accountants, (having firm registration no. 103969W), are hereby appointed as Auditors of the Company for 2014-15, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as may be fixed by the Board of Directors.”

**SPECIAL BUSINESS:**

3. **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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Amit Kumar Jain, Director (DIN 06614248) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2014 up to March 31, 2019."

4. **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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Niranjay Amritlal Choudhary, Director (DIN 01891472) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2014 up to March 31, 2019."

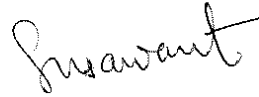
5. **To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

**"RESOLVED** that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Rajnikant Hemchandra Panday, Director (DIN 06611029) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2014 up to March 31, 2019."

6. **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 Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, Mr. Amitabh Rameshchand Luhadia, Director (DIN 00034516) of the Company be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from April 01, 2014 up to March 31, 2019."

**By the order of the Board of Directors,**



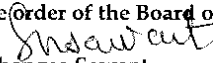
**Shubhangee Sawant  
Company Secretary & Compliance Officer**

**Place: Mumbai  
Date: 21/8/2014**

**Notes:**

1. A MEMBER OF THE COMPANY, WHO IS ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, IS ENTITLED TO APPOINT A PROXY, WHO NEED NOT BE A MEMBER, TO ATTEND AND VOTE ON BEHALF OF HIMSELF/HERSELF AND PROXY NEED NOT BE MEMBER OF THE COMPANY.
2. The Instrument of appointing the Proxy, in order to be effective, must be received at the Company's Registered Office not less than 48 (Forty Eight) hours before the Commencement of Meeting.
3. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Nos. and those who hold shares in Physical form are requested to write their Folio Number in the attendance slip while attending the Meeting for easy identification of attendance at the Meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 12<sup>th</sup> September 2014 to 16<sup>th</sup> September 2014, both days inclusive.
5. Members/ Proxies are requested to bring the Attendance Slip duly filled up for attending the Meeting.
6. Corporate Members are requested to forward a certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
7. The Company's equity shares are listed on BSE Limited. All the listing fees, till date, have been paid.
8. As part of the Green Initiative in Corporate Governance, the Ministry of Corporate Affairs has allowed companies to send official documents through electronic mode. In order to enable the Corporation to be a part of the said 'Green Initiative', members are requested to provide/update their e-mail address to the dedicated email address, i.e. [investors@chemtechvalves.com](mailto:investors@chemtechvalves.com) and register their request. Annual Report 2013-2014 is being sent by electronic mode to members whose email addresses are currently available with us. However, physical copies of Annual Report will be available at the Registered Office and shall be sent to any member on receipt of a requisition in this regard.
9. Members are requested to bring their copies of the Annual Report at the time of attending the Meeting as the same will not be distributed at the Meeting.

Place: Mumbai  
Date: 21/8/2014

By the order of the Board of Directors,  
  
Shubhangee Sawant  
Company Secretary & Compliance Officer



## DIRECTORS' REPORT

To,  
The Members,  
CHEMTECH INDUSTRIAL VALVES LIMITED

Your Directors are pleased to present the Eighteenth Annual Report of company together with Audited Statement of Accounts and the Auditor's Report for the financial year ended 31<sup>st</sup> March 2014. The summarized financial results for the Financial year are as under:

### **FINANCIAL RESULTS:**

The Financial performance of your Company for the year under review is summarized below:

PARTICULARS	(Rs. in Lacs)	
	For the year ended	
	31 <sup>st</sup> March 2014	31 <sup>st</sup> March 2013
Sales & Other Income	3219.45	2279.47
Profit before Interest & Tax	166.64	333.25
Less: Depreciation	82.71	51.86
Less: Finance Charges	222.18	173.99
Profit/(Loss) before Taxation	(138.25)	107.40
Less: Provision for Taxation	28.26	30.16
Net Profit/(Loss) after taxation	(166.51)	77.24

### **TRANSFER TO GENERAL RESERVE:**

During the financial year 2013-14, since the company has incurred loss, no amount has been transferred to the General Reserve.

### **DIVIDEND:**

During the financial year 2013-14, since the company has incurred loss, the Directors do not recommend any dividend to the Shareholders.

### **INCREASE IN AUTHORISED SHARE CAPITAL:**

During the financial year, the company has increased its Authorised Share Capital from Rs.1,00,00,000 (Rupees One Crore only) divided into 10,00,000 (Ten Lacs only) equity shares of Rs.10/- (Rs. Ten only) each to Rs.12,00,00,000 (Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crore Twenty Lacs) Equity shares of Rs.10/- (Rupees Ten Only) each, ranking pari-passu with the existing shares of the Company in all respect.

#### **INITIAL PUBLIC OFFER (IPO)**

Your Director is pleased to inform you that, during 2013-14 your company went for a public issue of 49,52,000 equity shares of Rs. 10/- each fully paid for a cash at price of Rs.15/- per equity share and the issue was successful. The shares of the company are now listed on SME platform of the exchange.

#### **INDEPENDENT DIRECTORS:**

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company, Shri Rajnikant Panday, Shri. Amit Kumar Jain, Shri. Amitabh Luhadia and Shri. Niranjay Choudhary was appointed as an Additional Director designated as an Independent Director w.e.f. August 08, 2013. The Company has received requisite notice in writing from a member proposing for their appointment as an Independent Director.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Clause 49 of the Listing Agreement with the Stock Exchanges.

#### **AUDITORS:**

The present Statutory Auditors of the Company M/s. S. P. JAIN & ASSOCIATES Chartered Accountants, retire at the conclusion of ensuing Annual General Meeting. The Company has received a letter as required under section 224(1B) of the Companies Act, 1956 from M/s. S. P. JAIN & ASSOCIATES, Chartered Accountants, confirming their eligibility and willingness to act as Statutory Auditors, if re-appointed. The members are requested to appoint the Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting.

#### **PERSONNEL:**

Company has no employees, attracting the provisions of section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 and Companies (Particulars of Employees) Amendment Rules, 2011.

#### **DIRECTORS RESPONSIBILITY STATEMENT:**

In Compliance to the requirements of Section 217 (2AA) of the Companies Act 1956, your Directors confirm that:

- a) The Company has followed the applicable accounting standards in the preparation of the Annual Accounts and there had been no material departure except accounts drawn as per revised Schedule VI as per the Companies Act, 1956.
- b) Directors had selected the accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view

- of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.
- c) The Directors have taken proper and sufficient care for 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.
  - d) The Directors have prepared the Annual Accounts on a going concern basis.

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

The energy Conservation measure is an ongoing activity in the company and energy consumption is closely monitored and is expected to reduce the consumption.

There is continuous efforts to up-grade our products and to further develop an indigenous expertise.

There has been no foreign exchange earnings and outgo during the year.

**TECHNOLOGY ABSORPTION:**

Disclosure of particulars with respect to Technology Absorption as per Form B

**1. Research and Development (R & D):**

**(i) Benefit derived as a result of R & D:**

- (a) The quality of products of the company has improved and showed marked improvement in its desired properties.
- (b) The R & D activities resulted into development of new products and also acceptability of the products in the market.

**(ii) Future plan of Action:**

- (a) Continuation of the measures already initiated by the company.
- (b) Introduction of more process control and detailed quality control as well as cost reduction techniques.
- (c) Development of new value added products
- (d) Technology up gradation and modernization.

**(iii) Expenditure on R & D:**

The Company does not account for R&D expenses separately but treat them as revenue expenses and accounts in respective head of revenue accounts. There was no capital expenditure incurred on imported technology during the year.

**2. Efforts in brief made towards technology absorption, adaptation and innovation**

- (i) The Company has been developing in house modification/improvement in process technology in its various manufacturing sections, which when and if found suitable have been integrated in the manufacturing process.
  
- (ii) These have been resulted in improving efficiency, quality & design of the Company's products.

**CORPORATE GOVERNANCE:**

Your Company is committed to maintain the highest standard of Corporate Governance and adhere to the requirements set out by SEBI. The Report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement, including the shareholder's information and auditor's certificate on its compliance, forms a part of this Annual Report.

**MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:**

Management's discussion and analysis report for the year under review, as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges in India, is presented in separate section forming part of the Annual Report.

**INDUSTRIAL RELATIONS:**

Industrial Relations continue to remain cordial.

**APPRECIATION:**

The Board of Directors expresses their deep gratitude for the co-operation and support extended to your Company by its customers, suppliers, Bankers and various Government agencies. Your Directors also place on record the commitment and involvement of the employees at all levels and looks forward to their continued co-operation.

Place: Mumbai  
Date: 21/8/2014

For and on behalf of the Board of Director of,  
**CHEMTECH INDUSTRIAL VALVES LIMITED**



Chairman

## MANAGEMENT DISCUSSION & ANALYSIS

### 1. Valve:

A valve is a device that regulates and controls the flow of a fluid. Valves are used to control or divert the flow of liquids, gases, slurries, dry material or steam in all types of industries. They are also used to control or isolate the rate of flow volume, pressure, direction or a combination of these parameters. There are only two known ways of controlling the flow of liquids and gases, and all valves.

The global industrial valves market is set to rise in the ensuing years, as the industry begins to emerge out of the adverse impact of the global economic recession. It is estimated at around US\$ 71 billion and is expected to grow by 5.4% per year and will reach to \$ 93 billion through the year 2015. Indian valve industry has come a long way from making simple valves to producing a wide range of sophisticated precision valves. The demand for valves is witnessing growth in almost all areas. All core sectors of industry require various types of valves for expansion of capacities, de-bottlenecking or routine maintenance and repairs of plants.

### 2. Opportunities & Threat:

#### i. Fully Integrated Manufacturing Facility:

Our manufacturing facility is fully integrated and self-sufficient. The raw materials and consumables are readily available. Further, all other utilities like fuel, power and human resources have posed no hurdle till date. All the equipment required for manufacturing the products are in place.

#### ii. Experienced Management team:

Our Company is managed by a team of professionals led by Chairman, Mr. Pradeep Shikharchand Badkur, who has over 15 years of experience in this business. We believe our growth strategy in combination with management's demonstrated ability to consistently meet the customers' high expectations for quality and reliability, serves as a foundation for future revenue growth and stable operating profit. The promoter and Senior Management team of our Company has significant industry experience and has been instrumental in the consistent growth of our Company's performance.

#### iii. Continuous focus on developing novel and innovative products:

For any company, innovation and technical progress are key factors for its success in the long term. Our Company constantly encourages its people to innovate and develop new products for catering to demands of our customers. We are in constant touch with our clients in order to assess their requirements for increasing their process efficiency. This has helped our Company to become a Solution Provider and not just a manufacturing concern.

#### iv. Strong Customer-Base:

We have long-standing relationships with our customers for whom we have executed repeat orders over an extended period of time, which we believe have been established and are strengthened by the dedicated infrastructure and our ability to meet Clients' requirements

for customized products. Our customers include leading steel plants, government companies, engineering companies and EPC contractors.

In order to strengthen our relationship with our customers, we have appointed authorized representatives/ channel partners of the company at most of our major client/consultant locations for handling day to day activities at their respective location. We also have representatives at various major cities. These representatives channel partners are responsible to generate business from their respective geographical region, liaising with existing customers, solving their queries and providing after sales service to the client. All the activities are taken place in close co-ordination with the client. Necessary technical help is provided to our representatives for conducting business on our behalf.

**v. Technical expertise and vast industry experience:**

All our Promoters are experienced in our line of business. Further we have employed professionals having technical and commercial backgrounds. Our Company feels that the strength of any successful organization lies in both, the experience and guidance of its team leaders and the efficiency and technical capability of the staff. A lot of care has been taken in choosing the right people for right job.

**vi. Quality Assurance and Standards:**

Our company believes in imbibing stringent quality standards in all our processes and products. Our company has been accredited with ISO 9001-2008 certification. Our company is dedicated towards quality of our products, processes and inputs. We adhere to quality standards as prescribed by our customers, which enable us to maintain our brand image in the market.

**3. FUTURE OUTLOOK:**

The Indian Economy is unstable but showing signs of revival in near future. The demand for valves is witnessing growth in almost all areas. All core sectors of industry require various types of valves for expansion of capacities, de-bottlenecking or routine maintenance and repairs of plants for which Valves will be very productive.

**4. INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY:**

Your Company has a sound internal control system commensurate with its size. Internal Audit reports are discussed by the professionals & member of audit committee & suitable corrective actions as suggested are adopted by the management. We have always believed that transparency, systems and controls are important factors in the success and growth of any organization.

**5. MATERIAL DEVELOPMENT ON HUMAN RESOURCES / INDUSTRIAL RELATIONS:**

The biggest strength of the Company has always been its people. Only with their participation we have managed to achieve a healthy work culture, transparency in working, fair business practice and a passion for efficiency. The Company follows a unique, home grown philosophy of allowing people to set their own targets and give them the freedom to achieve: 'I can'. This philosophy has spread across all our employees and has been a constant source of motivation for our people. Further, to enhance their skills and enrich their experience, the Company provides continuous training. This includes workshops,

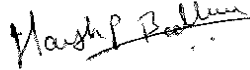
courses, seminars and visit to the Company's plants. Of late, we have also started in-house conferences for various disciplines. Employees from all our offices are invited to participate. It is a useful forum for sharing experiences, ideas, innovations and developmental work undertaken in their respective work places. From the beginning, we have followed a progressive policy of taking keen interest in the well-being and progress of our people. All of this, we believe, has nurtured a strong sense of belonging among our people. During the year under review, Industrial Relations were cordial.

**6. CAUTIONARY STATEMENT:**

Statement in the Management discussion & analysis describing the Company's objectives, projections, estimates & exceptions may be "forward looking statements" within the meaning of applicable securities laws & regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic & overseas markets in which the Company operates & changes in the Government regulations, tax laws & other statutes & other incidental factors.

For and on behalf of the Board of Directors of,

CHEMTECH INDUSTRIAL VALVES LIMITED



Managing Director

Place: Mumbai  
Date: 21/8/2014

## CORPORATE GOVERNANCE REPORT

Corporate Governance is a set of systems and practices to ensure that the affairs of the Company are being managed in a way which ensures accountability, transparency and fairness in all its transactions in the widest sense and meet its stakeholder's aspirations and societal expectations. Chemtech Industrial Valves Limited believes in adopting the best practices that are followed in the area of Corporate Governance across various geographies and continues to focus on good Corporate Governance, in line with local and global standards. Its primary objective is to achieve business excellence and to create and enhance value for its shareholders, customers, employees and other stakeholders.

Chemtech Industrial Valves Limited recognizes that good governance is a continuing exercise and reiterates its commitment to pursue highest standards of Corporate Governance in the overall interest of all its stakeholders. The Company not only adheres to the prescribed corporate practices as per Clause 49 but is constantly striving to adopt emerging best practices worldwide. It is our endeavor to achieve higher standards and provide oversight and guidance to management in strategy implementation and risk management and fulfillment of stated goals and objectives.

### **Company's philosophy on Corporate Governance**

Corporate Governance is an integral part of the philosophy of Chemtech Industrial Valves Limited in its pursuit of excellence, growth and value creation. The Company emphasizes the need for full transparency, disclosure and accountability in all its transactions, in order to protect the interests of its stakeholders. The Company always strives to achieve optimum performance at all levels by adhering to corporate governance practices. Your Company's Philosophy is based on the following principles:

- Critically evaluate strategic direction of the Company, Management policies and their effectiveness.
- Management is the trustee of the Shareholders Capital and has the duty to maximize Shareholders Value.
- Have a single & transparent corporate structure driven solely by business needs.
- Be transparent with high degree of disclosure and adequate control system.
- Integrity & ethics in all our dealings.
- Make a clear distinction between personnel conveniences & corporate resources.
- Monitoring of executive performance by the Board.
- Timely disclosure of financial and management information.



**(A) MANDATORY REQUIREMENTS:**

**BOARD OF DIRECTORS:**

**Composition of Board:**

The total strength of the Board at present is 8 Directors; consisting of 4 Executive Directors, including the Chairman and 4 Non- Executive & Independent Directors. The composition of the Board is in conformity with Clause 49 of the Listing Agreement as under:

Sr. No.	Name of the Director	Category	Directorship* and Chairmanship/Membership** of Board Committees in other public Limited Indian Companies		
			Director	Committee Member	Committee Chairman
1	Pradeep Shikharchand Badkur	Chairman and Executive Director	Nil	Nil	Nil
2	Harsh Pradeep Badkur	Managing Director	Nil	Nil	Nil
3	Ignatious David Chittatukarakaran Inasu	Whole- Time Director	Nil	Nil	Nil
4	Namrata Pradeep Badkur	Executive Director	Nil	Nil	Nil
5	Amit Kumar Jain ***	Independent and Non- Executive Director	Nil	Nil	Nil
6	Niranjay Amritlal Choudhary ***	Independent and Non- Executive Director	Nil	Nil	Nil
7	Rajnikant Hemchandra Panday ***	Independent and Non- Executive Director	Nil	Nil	Nil
8	Amitabh Rameshchand Luhadia ***	Independent and Non- Executive Director	Nil	Nil	Nil

(\*) Private Limited Companies, Foreign Companies, Companies under Section 8 of the Companies Act 2013 and Alternate Directorship are excluded for the above purpose

(\*\*) This includes the Chairmanship/ Membership of Audit Committee, Shareholder/Investor Grievance Committee and Remuneration Committee of all public Limited Companies

(\*\*\*) Appointed as Independent Directors w.e.f. August 8, 2013.

#### Attendance of the Directors at the Board Meeting and last Annual General Meeting:

In the year 2013-2014, 12 (Twelve) Meetings of the Board were held on 22/04/2013, 16/05/2013, 21/05/2013, 16/06/2013, 31/07/2013, 01/08/2013, 08/08/2013, 28/08/2013, 26/11/2013, 04/01/2014, 25/01/2014 & 31/03/2014. The intervening period between two Board meetings was well within the maximum time gap of four months prescribed in Clause 49.

The details of attendance of each Director at the Board Meetings and last Annual General Meeting are as under:

Name of the Director	No. of Board Meetings attended held	No. of Board Meetings attended	Attendance in last AGM held on July 30, 2013
Pradeep Shikharchand Badkur	7	7	Yes
Harsh Pradeep Badkur	7	7	Yes
Ignatious Inasu	7	7	Yes
Namrata Pradeep Badkur	7	7	Yes
Jimmy Ignatious Chittatukarakaran	7	4 (resign)	Yes
Amit Kumar Jain *	5	5	
Niranjay Amritlal Choudhary *	5	5	
Rajnikant Hemchandra Panday *	5	5	
Amitabh Rameshchand Luhadia *	5	5	

(\*) Were appointed as Independent Director w.e.f. August 8, 2013.

#### COMMITTEES OF BOARD:

##### 1. Audit Committee:

The Audit Committee of the Company is constituted in accordance with the provisions of Clause 49 of Listing Agreement with the Stock Exchange(s) and is constituted in compliance with Corporate Governance requirements. The Audit committee consists of three members and is chaired by an Independent Director.

The terms of reference and scope of Audit Committee includes:

- (i) To oversee the Company's financial reporting process and disclosure of its financial information.
- (ii) To recommend the appointment/removal of Statutory/ fixing of Audit fees and approval of payments.
- (iii) To review and discuss with the Auditors on internal control systems and scope of audit, including the observations of the Auditors, adequacy of the internal audit system and major accounting policies.
- (iv) To review quarterly, Half-yearly and Annual Financial Statements before submission to the Board of Directors.

During the year, only 1 (one) Audit Committee meeting was held since the company got its listing Status in the month of January 2014, and the accounts are getting finalized for the year ended 2013-14, the meeting was held on 14<sup>th</sup> March 2014.

The attendances of each member of the Committee are given below:

Name	Designation	Position	Committee Meeting Attendance
Mr. Amit Kumar Jain	Independent Director	Chairman	1
Mr. Harsh Badkur	Managing Director	Member	1
Mr. Niranjay Choudhary	Independent Director	Member	1

## 2. Shareholder/Investor Grievance cum Share Transfer Committee:

The Investor Grievance Committee specifically monitors expeditious redressal of Shareholders & Investor Complaints received from Stock Exchanges, SEBI, ROC, etc. relating to transfer/transmission of shares, non- receipt of Dividends, non-receipt of annual reports, dematerialization of shares and other investor related matter. The Committee also monitors transfer and transmission of shares and split and consolidation of share certificates.

During the year, only 1 (one) Investor Grievance cum Share Transfer Committee meeting was held since the company got its listing Status in the month of January 2014, and the accounts are getting finalized for the year ended 2013-14 the meeting was held on 18<sup>th</sup> March 2014.

Name	Designation	Position	Committee meeting Attended
Mr. Niranjay Choudhary	Independent Director	Chairman	1
Mr. Rajnikant Panday	Independent Director	Member	1
Mr. Pradeep Badkur	Executive Director	Member	1

During the year the no complaints were received from the shareholders.

## 3. Remuneration Committee (non-mandatory):

Although it is non-mandatory recommendation under Clause 49 of the Listing Agreement, the Company has constituted Remuneration Committee to review and recommend the remuneration payable to the Executive Director based on their performance and defined assessment criteria.

The remuneration committee constituted is in confirmation with the recommendation under Clause 49 of the Listing Agreement as under:

Name	Designation	Position	Independent Director
Mr. Amit Kumar Jain	Independent Director	Chairman	Independent Director
Mr. Niranjay Choudhary	Independent Director	Member	Independent Director
Mr. Rajnikant Panday	Independent Director	Member	Independent Director

No Remuneration Committee meeting was held during the year.

The Company has not paid any remuneration or sitting fees to the Non-Executive Directors.

#### INFORMATION ON GENERAL BODY MEETINGS:

##### 1. Details of Annual/ Extra Ordinary General Meetings:

a) Location and Time of the Annual General Meeting for the last three years are as under:

Year	Venue of the meeting	Date	Time	No. of Special resolutions passed	Details of Special Resolution passed
2013-14	Registered Office	31/7/2013	10.00 A.M.	1	Adoption Of Other Object Clause
2012-13	Registered Office	29/9/2012	10.00 A.M.	---	-----
2011-12	Registered Office	30/9/2011	10.00 A.M.	---	-----

b) Details of Extra Ordinary General Meeting held during the last three years are as under:

Year	Venue of the meeting	Date	Time	Details of Resolution passed
2013-14	Registered Office	16/05/2013	04.30 P.M.	i Increase in Authorised Share Capital
2012-13	Registered Office	29/01/2013	10.00 A.M	I Conversion From Private Limited Into Public Limited Company ii Adopting New Set of Article iii For Alteration Of Main Object of Memorandum of Association
2011-12	-----	-----	-----	-----

## **DISCLOSURES:**

- Related party transactions during the year have been disclosed as required under Accounting Standard 18. The transactions are not prejudicial to the interest of the Company.
- There were no instances of penalties, strictures imposed on the Company by stock exchanges, SEBI, or any statutory authority, on any matter related to the capital markets during the year.
- Whistle blower policy and affirmation that no personnel have denied access to the audit committee. The Board of Directors affirms and confirms that no personnel have been denied access to the Audit Committee. However, a formal Whistle Blower policy is not in place.
- Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of clause 49.  
The Company has duly complied with the mandatory requirements of the Clause 49 and as required by Clause 49 of the Listing Agreement, the Auditors Certificate on Corporate Governance is given as **Annexure III**. The status of the compliance with the non mandatory requirements of this clause has been detailed hereof.
- **Accounting treatment in preparation of financial statements**  
The Company has followed the guidelines of accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements. The Company has laid down procedures to inform the Board Members about the risk assessment and minimization procedures.
- **Compliance Officer:**  
Mr. Mohammad Slatewala, Company Secretary who was also the Compliance Officer resigned from the post w.e.f. April 13, 2014. Ms. Shubhangee Sawant was appointed as Company Secretary & compliance Officer w.e.f. April 14, 2014.

## **MEANS OF COMMUNICATION**

### **Quarterly results:**

The quarterly results of the Company are regularly sent to the stock exchanges and the same are available on the website of those exchanges.

Further the Financial Results and other relevant information are also available on the website of the Company viz. [www.chemtechvalves.com](http://www.chemtechvalves.com)

### **Print**

The Company publishes unaudited quarterly results and half-yearly results reviewed by audit committee and approved by the Board of Directors of the Company as well as audited annual financial results generally in the Financial Express (English & Gujarati).

**GENERAL SHAREHOLDERS INFORMATION:**

1	Date, Time and Venue of Annual General Meeting	16 <sup>th</sup> September, 2014 at 11.00 a.m. at 503, Sunrise Business Park, Plot No. B-68 , Road No. 16 , Near Kisan Nagar -2, Waghale Industrial Estate, Thane (W), 400 604 Telephone No. +91-22-25839500 / 8220 Email: <a href="http://www.chemtechvalves.com">www.chemtechvalves.com</a>
2	Financial Year	April 1, 2013 – March 31, 2014
3	Dates of Book Closure	12 <sup>th</sup> September 2014 to 16 <sup>th</sup> September 2014
4	Scrip ID on BOLT system	CHEMTECH
5	ISIN No.	INE212P01011
4	Equity Shares Listed on Stock Exchanges at	<u>BSE Limited (BSE)</u> Exchange Code : 537326

\*The Company has paid listing fees to the Stock Exchanges respectively.

**SHARE HOLDING PATTERN**

Equity Share Holding Pattern as on March 31, 2014

Category of Shareholders	No. of shares held	% to Total
<b>A. Shareholding of Promoter and Promoter Group</b>		
<b>1. Promoters</b>		
- Indian Promoters	6519333	56.7524
- Foreign Promoters	0	0
<b>Sub Total (A)</b>	<b>6519333</b>	<b>56.7524</b>
<b>B. Public Shareholding</b>	4792000	41.7155
<b>2. Institutions</b>		
FII/Financial Institutions/Banks	0	0
<b>3. Non Institution</b>		
- Private Corporate Bodies	32000	0.2786
- Indian Public	0	0
- NRIs (Repat)	0	0
- Overseas Corporate Bodies	0	0
- Clearing Members	16000	0.1393
- Employees	0	0
- others (Market Makers)	128000	1.1143
<b>Sub Total (B)</b>	<b>4968000</b>	<b>43.2477</b>
<b>Grand Total (A+B+C)</b>	<b>11487333</b>	<b>100.0001</b>

**Distribution of Shareholdings as on March 31, 2014.**

Share Holding of Nominal Value of Re. 10/-	No. of shareholders	% of shareholders	No. of Shares	% of shareholding
Upto 5000	1	0.4739	70	0.0006
5001-10000	117	55.4502	936000	8.1481
10001-20000	19	9.0047	304000	2.6464
20001-30000	12	5.6872	288000	2.5071
30001-40000	23	10.9005	736000	6.4071
50001-100000	26	12.3223	1784000	15.5301
100001 and Above	13	6.1611	7439263	64.7606
<b>Total</b>	<b>211</b>		<b>11487333</b>	<b>100.0000</b>

**Market Price Data**

Monthly during the	high and Financial	low Year	quotation 2014	of shares traded on	BSE
MONTHS		BSE			
High	(Rs.) Low	(Rs.) High			
January 2014	14.25	15.30			
February 2014	14.60	15.50			
March 2014	14.95	14.95			

**DEMATERIALISATION OF SHARES:**

The Company has appointed Bigshare Services Private Limited, as the Registrars of the Company for establishing connectivity with NSDL and CDSL.

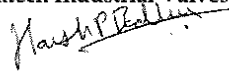
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**ANNEXURE I**

**ANNUAL CERTIFICATION BY MANAGING DIRECTOR PURSUANT TO CLAUSE 49 I D (II) OF THE LISTING AGREEMENT:**

As the Managing director of Chemtech Industrial Valves Limited and as required pursuant to Clause 49 I D (ii) of the Listing agreement, I hereby declare and certify that all the Board members and senior management personnel of Chemtech Industrial Valves Limited have affirmed compliance with the code of conduct adopted by the Company for the year 2013-14.

**For Chemtech Industrial Valves Limited**



**Managing Director**

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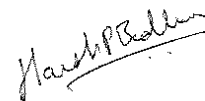


**ANNEXURE: II**

**MANAGING DIRECTOR'S CERTIFICATION**

I, Harsh Badkur, Managing Director of Chemtech Industrial Valves Limited, to the best of my knowledge and belief, certify that:-

- I have viewed the Balance Sheet & Profit & Loss Account (Statement of Profit & Loss) (Consolidated & Standalone) and all the schedules and notes on accounts, as well as the cash flow statements, and Directors Report.
- Based on my Knowledge & information, these statements do not contain any untrue statement of a material facts or omit to state any material fact necessary to make the statements made, in the light of the circumstances under which such statements were made, not misleading with respect to the statement made.
- Based on my Knowledge & information, the financial statements, and other financial information included in this report, present in all material respect, a true and fair view of the Company's affairs, the financial condition, results of operations and cash flow of the company as of, and for, the periods presented in this report, and are in compliance with existing accounting standards and/or applicable laws and regulations.
- To the best of my knowledge and belief, no transactions entered into by the Company during the financial year are fraudulent, illegal or in violation of the Company's code of conduct.
- I accept responsibility for establishing and maintaining internal controls for Financial Reporting and I have evaluated the effectiveness of the Internal Control Systems of the company pertaining to Financial Reporting and the same have been disclosed to the auditors and the Audit Committee. Deficiencies in the design or operation of such internal controls, if any, of which I am aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- I have indicated to auditors and the Audit committee that:
  - a. There have been no significant changes in internal control over Financial reporting during the year under reference;
  - b. There have been no significant changes in Accounting Policies during the year requiring disclosure in the notes to the Financial Statements; and



**Harsh Badkur**  
**Managing Director**

**Place: Mumbai**  
**Date: 21/8/2014**

**AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**

**To the members of Chemtech Industrial Valves Limited**

We have examined the compliance of Corporate Governance followed by Chemtech Industrial Valves Ltd. for the Financial Year 2012-2014 as stipulated in clause 49 of the listing agreement of the said Company with the stock exchanges in India.

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

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

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that the shares transfer agent of the Company have maintained records to show the investors grievances against the Company and have certified that as on March 31, 2014 there were no investor grievance unattended/pending for more than 30 days.

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

For,  
S. P. Jain & Associates,  
Chartered Accountants  
Registration No: 103969W  
Sd/-  
S. P. Jain  
Partner

Place: Mumbai  
Date: 21/8/2014

**S. P. JAIN & ASSOCIATES**  
CHARTERED ACCOUNTANTS

602.6<sup>th</sup> Floor, "Orbit Plaza"  
New Prabhadevi Road,  
Prabhadevi, Mumbai - 400 025  
Tel.: 24316201/02, 24218129,  
24320931 Fax : 24218130  
Email : spjainassociates@gmail.com

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**INDEPENDENT AUDITOR'S REPORT**

To the Members of **Chemtech Industrial Valves Ltd.**

**Report on Financial Statements**

We have audited the accompanying financial statements of **Chemtech Industrial Valves Ltd.** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the period then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

**S. P. JAIN & ASSOCIATES**  
CHARTERED ACCOUNTANTS

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**Opinion**

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31 2014;
- (b) in the case of the statement of Profit and Loss, of the profit/ loss for the period ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the period ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit,
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
  - c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in 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 2014, and taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For **S. P. JAIN & ASSOCIATES,**  
CHARTERED ACCOUNTANTS  
Firm Reg. No. 103969W



*Kapil K. Jain*  
**KAPIL K. JAIN**  
(PARTNER)  
Membership No. 108521

Place : Mumbai.  
Date : 30/05/2014

**S. P. JAIN & ASSOCIATES**  
CHARTERED ACCOUNTANTS

601,6<sup>th</sup> Floor, "Orbit Plaza"  
New Prabhadevi Road,  
Prabhadevi, Mumbai - 400 025  
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**ANNEXURE TO INDEPENDENT AUDITORS' REPORT**

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

1. a) As explained to us, the Company has maintained the records showing full particulars including quantitative details and situation of fixed assets.
- b) As explained to us, the fixed assets have been physically verified by the management during the year 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 of substantial part of fixed assets during the period.
2. a) As explained to us, inventories have been physically verified by the management at regular intervals during the period.
- 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) In our opinion and according to the information and explanation given to us, the Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
3. The company has taken loans from 10 parties (P.Y. taken from 5 parties) listed in the register maintained U/s. 301 of the Companies Act, 1956. The year-end balance of loan taken from such parties was nil (P.Y. Rs. Rs.2,00,00,000/-). Maximum balance outstanding during the period is Rs. 4,24,44,990/- (P.Y. Rs. Rs. 2,21,90,640/-) and that the Terms and Conditions are not prejudicial to the interest of the company. The company is regular in repaying as the same is payable on demand. There is no overdue amount.  
  
The Company has granted loans to 2 parties (P.Y. 6 parties) Companies, Firms or other parties as listed in the register maintained under section 301 and / or to the Companies under the same management as defined under sub-section (1B) of Section 370 of the Companies Act, 1956. The period-end balance of loan given to such parties was Rs.13,19,166/- (P.Y. Rs. Rs.13,19,166/-). Maximum balance outstanding during the period is Rs.13,42,166/- (P.Y. Rs.3,65,21,351/-) and that the Terms and Conditions are not prejudicial to the interest of the company. The company is regular in repaying as the same is payable on demand. There is no overdue amount.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal controls.
5. a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements, that needed to be entered into in the register maintained under Section 301 of the Companies Act, 1956 have been so entered.

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# S. P. JAIN & ASSOCIATES

CHARTERED ACCOUNTANTS

601,6<sup>th</sup> Floor, "Orbit Plaza"  
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- b) In our opinion and according to the information and explanations given to us, the transactions in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding Rs. 5,00,000/- (Rupees Five Lacs only) in respect of any party during the year have been made at price, which are reasonable & having regard to prevailing market price at the relevant time.
6. As explained to us the company has not accepted any deposits from the public within the meaning of section 58A and 58AA of the Companies Act, 1956 and the rules framed there under.
7. In our opinion, the internal audit system of the Company is commensurate with its size and nature of its business.
8. We have broadly reviewed the accounts and records 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 same.
9. a) According to the information and explanation given to us, and records being made available to us, the undisputed statutory dues including Income-tax, Sales Tax, Wealth Tax, and other statutory dues wherever applicable 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, 2014 for a period of more than six months from the date of becoming payable except for:

STATUTES	NATURE OF DUES	AMOUNT (Rs.)	PERIOD	DUE DATE	DATE OF PAYMENT
Sales tax	Deferment Installment	7,80,089	1999-00 to 2001-02	2010-11 to 2013-14	

- b) In our opinion and according to the information and explanations given to us, there are no disputed statutory dues pending before any Authority except for:

STATUTES	NATURE OF DUES	AMOUNT (Rs.)	PERIOD	FORUM
Central Sales tax	CST	1109445	2008-09	Comm. of sales Tax
Central Sales tax	CST	270979	2006-07	Comm. of sales Tax
Central Sales tax	CST	4259201	2009-10	Comm. of sales Tax

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10. The Company does not any accumulated losses during the period Financial Period covered by our audit. The company has incurred cash loss of Rs.55,80,222/- (P.Y. Nil) in the current period covered by the audit.
11. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to banks.
12. In our opinion and according to the information and explanation given to us, 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 or a nidhi / mutual benefit fund / society. Therefore, clause 4(xiü) of the Companies (Auditor's Report) Order 2003 is not applicable to the Company.
14. The Company has maintained proper records of transaction and contracts in respect of trading in securities, debentures and other investments and timely entries have been made therein. All shares, debentures and other investments have been held by the company in its own name.
15. According to information and explanation given to us and to the best of knowledge, the Company has not given guarantees for loans taken by others from banks or financial institutions.
16. According to information and explanation given to us the company has received new term loans during the period and the same has been utilized and applied for the purpose for which they were obtained other than the amounts temporarily invested pending utilization of the same for intended use.
17. According to the information and explanation given to us, and on an overall examination of the Balance Sheet of the Company, we are of the opinion that the Company has not raised funds from Short Term sources and utilized the same towards Long Term investments.
18. During the year Company has made preferential allotment of 26,69,333 No. of Equity shares (face value Rs.10/-) at a premium of Rs. 5/- per share to parties covered under sec.301 of the Companies Act, 1956 and in our opinion such price is not prejudicial to the interest of the company.
19. According to information and explanation given to us, the Company has not issued any secured debentures during the period.
20. During the year Company has raised money by way of public issue offer and the end use of the money raised has been verified and disclosed in the note No. 32 of the financial statement.

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21. In our opinion and according to the information and explanation given to us, no fraud, by the Company has been noticed, or reported during the period which causes the financial statements to be materially misstated.

For **S. P. JAIN & ASSOCIATES,**  
CHARTERED ACCOUNTANTS

FRN. 103969W



*Kapil K. Jain*  
Kapil K. Jain  
(PARTNER)

Membership No. 108521

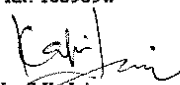
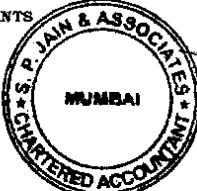
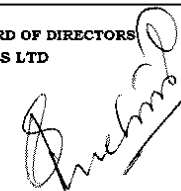

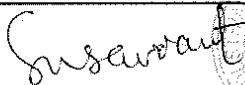
Place : Mumbai.  
Date: 30/05/2014



## Chemtech Industrial Valves Ltd

BALANCE SHEET AS AT 31ST MARCH 2014

(Amount in Rs.)

Particulars	Note No.	As at 31st Mar 2014	As at 31-Mar-2013
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	2	114,873,330	5,500,000
(b) Reserves and surplus	3	21,409,652	39,688,558
		<b>136,282,982</b>	<b>45,188,558</b>
<b>2 Non-current liabilities</b>			
(a) Long-term borrowings	4	101,572,945	95,428,239
(b) Deferred tax liabilities	5	4,863,058	2,729,724
(c) Other non-current Liability	6	2,459,034	2,947,911
(d) Long-term Provisions	7	439,089	756,059
		<b>109,334,126</b>	<b>101,861,932</b>
<b>3 Current liabilities</b>			
(a) Short-term borrowings	8	45,518,628	80,733,241
(b) Trade payables	9	44,741,490	26,801,483
(c) Other current liabilities	10	18,575,613	22,209,990
(d) Short-term provisions	11	-	1,795,000
		<b>108,835,730</b>	<b>131,539,713</b>
<b>TOTAL</b>		<b>354,452,838</b>	<b>278,590,204</b>
<b>II. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	12	162,050,773	157,428,498
(ii) Capital work-in-progress	13	353,000	291,000
(b) Non-current investments	14	537,752	537,752
(c) Long Term Loans & Advances	15	1,067,550	303,710
(d) Other Non-current Assets	16	5,679,549	2,151,670
		<b>169,688,624</b>	<b>160,712,629</b>
<b>2 Current assets</b>			
(a) Inventories	17	39,418,682	67,956,966
(b) Trade receivables	18	71,745,003	37,033,685
(c) Cash and cash equivalents	19	66,630,793	7,103,357
(d) Short-term loans and advances	20	1,665,369	1,989,323
(e) Other current assets	21	5,304,369	3,794,243
		<b>184,764,215</b>	<b>117,877,575</b>
<b>TOTAL</b>		<b>354,452,839</b>	<b>278,590,204</b>
Significant accounting Policy	1	0	(0)
Notes to financial statements	2 to 39		
<b>As per our report of even date</b>			
<b>FOR S.P.JAIN &amp; ASSOCIATES</b> <b>CHARTERED ACCOUNTANTS</b> <b>FRN: 103969W</b>  <b>Kapil K. Jain</b> <b>PARTNER</b> <b>(M. No.108521)</b>  PLACE : MUMBAI DATE : 30/05/2014		<b>FOR AND ON BEHALF OF THE BOARD OF DIRECTORS</b> <b>CHEMTECH INDUSTRIAL VALVES LTD</b>    <b>DIRECTOR</b>	
		 <b>DIRECTOR</b>	
		 <b>COMPANY SECRETARY</b>	

**Chemtech Industrial Valves Ltd**

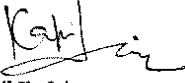
**Statement of Profit and loss for the Year ended 31st March, 2014**

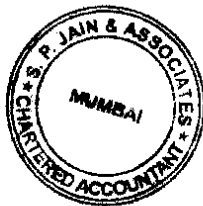
(Amount in Rs)

Particulars	Note No.	Year ended 31-March-2014	Year ended 31-March-2013
<b>I Income</b>			
Revenue from operations	22	314,422,521	226,856,801
Other income	23	7,521,763	1,089,892
<b>Total Revenue</b>		<b>321,944,284</b>	<b>227,946,693</b>
<b>II Expenses</b>			
Cost of materials consumed	24	49,106,644	84,291,536
Change in inventories of FG & WIP	25	28,183,062	(31,898,412)
Purchases of stock in trade		182,367,880	98,221,684
Employee benefits expense	26	17,798,462	15,855,247
Finance costs	27	22,218,103	17,398,609
Depreciation and amortization expense	12	8,271,275	5,185,677
Other expenses	28	27,824,907	28,152,023
<b>Total expenses</b>		<b>335,770,333</b>	<b>217,206,365</b>
<b>III Profit before tax (I- II)</b>		<b>(13,826,049)</b>	<b>10,740,328</b>
<b>IV Tax expense:</b>			
(1) Current tax		-	1,795,000
(2) Deferred tax		2,133,334	1,164,490
(3) Short provision for tax		692,572	56,833
<b>V Profit (Loss) for the period III + IV)</b>		<b>(16,651,955)</b>	<b>7,724,005</b>
<b>VI Earnings per equity share:</b>			
Basic & Dituted (face value of shares is Rs.10 each)	29	(2.47)	2.01
<b>Significant accounting Policy</b>	1		
<b>Notes to financial statements</b>	1 to 39		

As per our report of even date

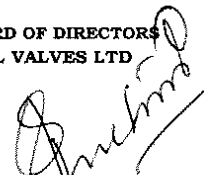
FOR S.P.JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN: 103969W

  
Kapil K. Jain  
PARTNER  
(M. No. 108521)

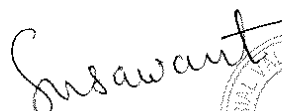


FOR AND ON BEHALF OF THE BOARD OF DIRECTORS  
CHEMTECH INDUSTRIAL VALVES LTD

  
DIRECTOR

  
DIRECTOR

PLACE : MUMBAI  
DATE : 30/05/2014

  
Sruswanti  
COMPANY SECRETARY  
M.NO - 32981



## Chemtech Industrial Valves Ltd

Cash Flow Statement for the Year ended 31st March, 2014

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rs.	Rs.
<b>A. Cash flow from operating activities</b>		
Net Profit / (Loss) before extraordinary items and tax	(13,826,049)	10,740,328
<b>Adjustments for:</b>		
Depreciation and amortisation	8,271,275	5,185,677
Loss on sale of Fixed assets	296,133	145,730
Finance costs	22,218,103	17,398,609
Provision for Gratuity/(reversed)	(316,970)	756,059
Sundry Balance Written back	(55,659)	(447,741)
Bad Debts	51,048	229,711
Interest Received	(956,204)	(397,709)
Dividend income	(38)	(38)
<b>Operating Profit before Working capital changes</b>	<b>15,681,639</b>	<b>33,610,626</b>
<b>Adjusted for:</b>		
Inventories	28,538,285	(20,167,387)
Trade receivables	(34,762,366)	33,993,827
Long Term Loans & Advances	(763,840)	(244,600)
Other Non-current Assets	(3,527,879)	1,902,890
Short-term loans and advances	323,954	(1,808,995)
Other current assets	(1,510,126)	(108,194)
Trade payables	17,995,666	(12,412,584)
Other current liabilities	(4,123,254)	8,022,894
	<b>17,852,080</b>	<b>42,788,477</b>
<b>Cash Generated from Operations</b>		
Taxes paid	2,487,572	2,531,833
<b>Net Cash Generated from Operations</b>	<b>15,364,508</b>	<b>40,256,644</b>
<b>B. Cash flow from investing activities</b>		
Purchase of Fixed assets	(13,572,955)	(58,548,740)
Service Tax Liability reimbursed by PA suppliers	194,900	-
Sale of Fixed assets	65,000	78,000
Addition in Capital work-in-progress	(62,000)	(291,000)
Interest Received	956,204	397,709
Dividend received	38	38
<b>Net cash used in investing activities:</b>	<b>(12,418,813)</b>	<b>(58,363,993)</b>
<b>C. Cash flow from financing activities</b>		
Fresh issue of Equity shares	76,373,330	-
Premium on fresh issue	38,186,670	-
Share issue and an IPO expenses	(6,690,249)	-
Proceeds from long-term borrowings	6,144,706	6,266,188
Proceeds from other short-term borrowings	(35,214,613)	33,926,620
Finance cost	(22,218,103)	(17,398,610)
<b>Net cash used in financing activities</b>	<b>56,581,740</b>	<b>22,794,199</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A-B+C)</b>	<b>59,527,436</b>	<b>4,686,850</b>
Cash and cash equivalents at the beginning of the year	7,103,357	2,416,507
<b>Cash and cash equivalents at the end of the year</b>	<b>66,630,793</b>	<b>7,103,357</b>

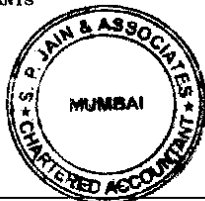
Notes: Previous year figures have been regrouped/rearranged wherever necessary.

As per our report of even date.

FOR S.P. JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Reg. No. 103969W

KAPIL K. JAIN  
PARTNER  
(M. No. 108521)

Place : Mumbai  
DATE : 30/05/2014



FOR AND ON BEHALF OF THE BOARD OF DIRECTORS  
CHEMTECH INDUSTRIAL VALVES LTD

Director

Director

Sawant  
COMPANY SECRETARY  
M. No. - 29921



## **CHEMTECH INDUSTRIAL VALVES LIMITED**

### **NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

#### **NOTE:1 - SIGNIFICANT ACCOUNTING POLICIES**

a) **Basis of Accounting**

The Company is following accrual basis of accounting as prescribed by Companies (Amendment) Act of 1988 on a ongoing concern basis.

**Use of Estimates:**

The preparation of financial statements requires the management to make estimates and assumptions that may affect the reported amount of assets and liabilities and disclosures relating to contingent liability as at the date of financial statements and the reported amount of income and expenses during the reporting period. Although these estimates are based upon management best knowledge of current events and actions, actual result could differ from these estimates.

b) **Revenue Recognition**

The revenue comprises of sales, services, interest, and rent.

1. Revenue is recognized to the extent it is probable those economic benefits will flow to the company and that the revenue can be reliably measured.
2. Sales of goods & services include applicable Excise duty, sales tax and service tax respectively.
3. Sales of Traded goods are recognized upon goods being dispatched and the ownership of the goods passes to buyer.
4. Sales of Services and commission are recognized on accrual basis upon the completion of performance as per agreed terms with the buyer.

c) **Purchases:**

Purchases are accounted including excise duty and unutilized Excise Modvat as at the end of the Financial year is reduced from Raw Material Consumed in the Profit & Loss account.

Purchases are accounted including the VAT/CST. However at the end of year unadjusted VAT against VAT liability on sale is reduced from the Purchase Cost.

d) **Excise / VAT/ CST Transactions**

Excise duty, VAT, CST paid (after taking credit for taxed paid on inputs) is directly charged to Profit and Loss Account.

e) **Fixed Assets**

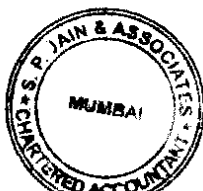
Fixed Assets are stated at cost less Depreciation. The cost of acquisition or construction includes direct expenditure incurred up to the date the asset is put to use. Temporary constructions/alterations are charged off to Profit and Loss Account.

f) **Depreciation**

Depreciation is charged at the rate provided in Schedule XIV of the Companies Act, 1956 on straight line method basis.

g) **Investment:**

Investments are stated at cost.



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## **CHEMTECH INDUSTRIAL VALVES LIMITED**

### **NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

**h) Valuation of inventories**

Raw materials and components and unfinished goods are valued at cost. Finished Goods are valued at cost or Market Value, whichever is lower.

**i) Employee Benefits**

**1) Defined benefit plans**

**i) Gratuity:** Gratuity liability for the year has been provided as per actuarial valuation certified by the approved valuer. However, at the earlier year the company has provided for the Gratuity Liabilities based on estimate received from LIC under group gratuity scheme in respect of employees as at 31/03/2013.

**ii) Leave Salary:** Leave Salary encashment of eligible employees is provided on the credit leave as on the end of the balance sheet date.

**2) Defined Contribution plans.**

Provident Fund liability contributed by the company is provided and recognized as expenditure on the basis of actual liability accrued and paid to the trust/authority.

**j) Foreign Currency transactions:**

Transaction in foreign currency for purchase and sales are accounted at the rate prevailing on the date of transaction. The difference arising on the date of actual receipt or payment is accounted as exchange fluctuation profit or loss as the case may be. Year ended balance in foreign currency valued at the exchange rate prevailing on the balance sheet date.

**k) Lease Rentals:**

Lease Rentals for assets taken on operating lease are recognized as on expenses in Profit and Loss Account over the lease term on accrual basis.

**l) Provision for Current & Deferred Tax**

Provision for Current Tax is made after taking into Consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred tax resulting from "timing difference between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted on balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is reasonably certainty that the assets will be realized in future

**m) Borrowing Cost**

Borrowing Cost in relation to the acquisition construction of Assets are capitalized as the part of cost of such assets up to date which such assets are ready for intended use. Other Borrowing cost are charge as an expense in the year in which they are incurred.

**n) Impairment of Assets**

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



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## Chemtech Industrial Valves Ltd

Notes on Financial Statements as at and for the Year ended 31st March 2014

### Note 2 Share Capital

Particulars	As at 31 Mar 2014	As at 31 Mar 2013
	Rs.	Rs.
<b>Authorised</b>		
12,000,000 Equity Shares (P.Y. 10,00,000) of Rs.10 each	120,000,000	10,000,000
<b>Issued, Subscribed &amp; Paid up</b>		
1,14,87,333 Equity Shares (P.Y. 5,50,000) of Rs.10 each	114,873,330	5,500,000
<b>Total</b>	<b>114,873,330</b>	<b>5,500,000</b>

- 2.1 The Company has issued 33,00,000 fully paid bonus Equity shares to existing shares holder at the ration 6:1 on 24/06/2013.
- 2.2 The Company has allotted 2669333 fully paid Equity shares to promoters at a premium of Rs. 5/- per share on 24/06/2013 pursuant to preferential allotment basis.
- 2.3 The Company has allotted 4968000 fully paid Equity shares to public at a premium of Rs. 5/- per share on 27/01/2014, pursuant to Initial Public Offer (IPO).
- 2.4 **Share Reconciliation**

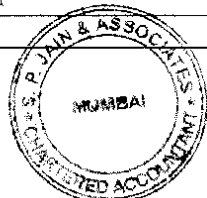
Particulars	As at 31 Mar 2014	As at 31 Mar 2013
Shares outstanding at the beginning of the year	550,000	550,000
Shares Issued during the Period	10,937,333	-
Shares bought back during the Period	-	-
Shares outstanding at the end of the year	11,487,333	550,000


### 5 Terms/rights attached to shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company. the distribution will be in proportion to the number of equity shares held by the shareholders.

### 2.6 Names of Share Holder (Holding more than 5% share)

Name of Shareholder	As at 31 March 2014		As at 31 March 2013	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. Ignatious C. David	1,298,500	11.30%	185,500	33.73%
Mr. Pradeep S. Badkur	1,260,763	10.98%	84,490	15.36%
Mrs. Namrata P. Badkur	1,454,166	12.66%	112,500	20.45%
Mr. Harsh P. Badkur	1,314,166	11.44%	92,500	16.82%
Puneet P. Badkur	1,016,668	8.85%	50,000	9.09%




## Chemtech Industrial Valves Ltd

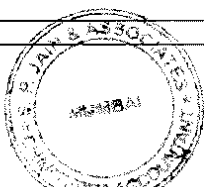
Notes on Financial Statements as at and for the Year ended 31st March 2014

### Note 3 Reserves and Surplus

Particular	As at 31 March 2014	As at 31 March 2013
	Rs.	
<b>i) Security Premium</b>		
Opening balance	16,942,000	16,942,000
Add: Fresh issue of Equity shares	38,186,670	-
Less: Share issue & Proposed IPO Expenses	6,690,249	-
Less: Utilised for issue of bonus shares	16,942,000	-
Closing balance	<b>31,496,421</b>	<b>16,942,000</b>
<b>ii) Revaluation Reserve</b>		
Opening balance	3,447,018	3,570,390
Less : Depreciation on Revalued Assets	123,372	123,372
Closing balance	<b>3,323,646</b>	<b>3,447,018</b>
<b>iii) Surplus of Profit &amp; Loss A/c</b>		
Opening balance	19,299,540	14,151,583
(-) Reinstatement of Deferred Sales Tax Liability**	-	3,728,000
(+) Deferred Tax Assets on deferred Sales Tax Liability**	-	1,151,952
(-) Utilise for Bonus shares	16,058,000	-
	<b>3,241,540</b>	<b>11,575,535</b>
(+) Net Profit/(Net Loss) For the current year	(16,651,955)	7,724,005
Closing balance	<b>(13,410,415)</b>	<b>19,299,540</b>
<b>Total</b>	<b>21,409,652</b>	<b>39,688,558</b>
<p>3.1 During F.Y. 2012-13, the Company has recognized the sales tax liability payable under deferment scheme of Govt. of Maharashtra which is accumulated for the notified period, and which was earlier included in the sales of the Corresponding earlier years. This amount of liability (net of deferred tax assets) is therefore reduced from the opening profit and loss balance.</p> <p>3.2 During the Period, the Company has Issues 3,300,000 fully paid up Bonus equity shares to the Existing Equity shares holder in the 6:1 by utilising Security premium and balance available in the Profit and Loss account.</p>		

### Note 4 Long Term Borrowings

Particular	As at 31 March 2014	As at 31 March 2013
	Rs.	
<b>i) Secured</b>		
<b>4.1 Term Loans (Motor Car)</b> (From financial institutions and banks)	-	472,047
<b>4.2 Term loans</b>		
a. From banks	33,333,333	40,740,741
b. From financial institutions other than banks	67,903,809	45,145,475
<b>ii) Unsecured</b>		
<b>4.3 Term Loans</b> (From financial institutions other than banks)	335,802	1,569,976
<b>4.4 From Inter Corporate Deposits</b>	-	7,500,000
<b>Total</b>	<b>101,572,945</b>	<b>95,428,239</b>



## Chemtech Industrial Valves Ltd

Notes on Financial Statements as at and for the Year ended 31st March 2014

### Securities and Terms of Borrowings for secured Term Loans

4.1.1 Car Loans are secured by hypothecation of Motor Cars.

4.1.2 Car Loan from HDFC Bank amounting to Nil (P.Y. Rs. 2,20,360/-) repayable in 36 monthly installments (including interest) of Rs. 28,675/- per month commencing from 05/12/2010 last installment due in december 2013 has been repaid during the Period. The rate of interest is 10.62% per annum fixed.

4.1.3 Car Loans from Kotak Mahindra amounting to 4,24,966/- (P.Y. Rs.10,11,104/-) repayable in 59 monthly installments (including interest) of Rs. 55,160/- per month commencing from 10/01/2010 last installment due in November 2014 i.e. 8 installments from the close of this financial period. The rate of interest is 10% per annum fixed.

4.1.4 Car Loan from Tata Motors Finance Ltd amounting to 47,101/- (P.Y. 2,20,739/-) repayable in 35 monthly installments (including interest) of Rs. 16,050/- per month commencing from 02/08/2011 last installment due in June 2014 i.e. 3 installments from the close of this financial period. The rate of interest is 13.30% per annum fixed.

4.2.1 Term Loan from EDELWEISS Finance & Investments ltd (174) is secured by way of hypothecation of flat C-201/A and 201B 2nd Floor C-Wing Lake Castle Cliff Avenue Road Hiranadani Garden Lake Vihar Road Mumbai - 400076 owned by the directors Pradeep Badkur and Namarata Badkur.

Term Loan from EDELWEISS Finance & Investments ltd amounting to 2,64,72,919/- (P.Y. 2,76,07,129/-) repayable in 160 monthly installments (including interest) of Rs. 3,79,058/- per month commencing from 05/07/2011 last installment due in october 2024 i.e. 127 installments from the close of this financial period. The rate of interest is 12.60% per annum floating as at the end of the year.

4.2.2 Term Loan from Barclays Investments & Loans(l) Ltd is secured by way of hypothecation of Flat No. 606 6th Floor A- Wing Dhaivet Building Balraishewar Road Kalp Nagari Mulund (West) Mumbai - 400080 owned by director Mr. Ignatious C. David.

Term Loan from Barclays Investments & Loans(l) Ltd amounting to Rs. Nil (P.Y. 52,13,777/-) repayable in 175 monthly installments (including interest) of Rs. 67,258/- per month commencing from 03/06/2011 last installment due in october 2024 has been prematurely repaid during the period.

**4.2.3 Term Loan from Indusid Bank is secured by way of :**

#### (i) Primary Security

First and exclusive charge on land & building, Plant & Machinery, all movable & immovable assets (both present & future), factory at Kondala Road, Survey Gut No. 37, Village Vadvali, Tah Wada, Dist Thane, Pin-421312 owned by the Company.

#### (ii) Common Collateral Security

(a) hypothecation on movable fixed assets of the company both present & future except other assets exclusively financed by other banks.

(b) mortgage on office 105, Hiranandani Industrial estate, Opp Kanjur Marg station, Kanjurmarg W Mumbai 400078 owned by M/s. Badkur Blow Plast Containers Pvt. Ltd.

(c) Industrial Gala 12,13,14,16, and 42 at Nirmal Ashish Industrial estate, Plot of land bearingNos. 135 (pt0 & 166A/1(pl), Asangoan owned by the company.

(d) Industrial Gala 43, and 44 at Nirmal Ashish Industrial estate, Plot of land bearingNos. 135 (pt0 & 166A/1(pl), Asangoan owned by the Chemtech instrumentations services Pvt Ltd.

(e) Personnel Guarantee of Mr. Ignatious C. David, Mr. Jimmi Ignatious, Mr. Pradeep S. Badkur, Mr. Harsh Badkur and Mrs. Namrata Badkur Director/Promoters/Shareholders of the company.



*Signature*

*Signature*

*Signature*



## Chemtech Industrial Valves Ltd

### Notes on Financial Statements as at and for the Year ended 31st March 2014

Term Loan from Indusltd Bank, amounting to 4,07,40,741/- (P.Y. 4,81,48,148/-) repayable in 81 monthly installments of Rs. 6,17,284/- per month commencing from 01/01/2013 last installment due in September 2019 i.e. 66 installments from the close of this financial period. The rate of interest is (bank base rate+2.75%) per annum floating as at the end of the year.

4.2.5 Term Loan from Capital First Home Loan (273) is secured by way of hypothecation of Flat No. 1701, 17th floor, Iris Bldg, Sec R/12, Nahar Amrit Shakti Complex, Chandivali, Andheri (east) Mumbai 400072 owned by Harsh Badkur director of the Company.

Term Loan from Capital First Home Loan (273) amounting to Rs. 47,86,427/- (P.Y. 49,00,000/-) repayable in 180 monthly installments (including interest) of Rs.61,997/- per month commencing from 05/04/2013 last installment due in March 2028 i.e. 168 installments from the close of this financial period. The rate of interest is 13% per annum floating as at the end of the year.

4.2.6 Term Loan from Capital First Home Loan (274) is secured by way of hypothecation of Flat No. 1701, 17th floor, Iris Bldg, Sec R/12, Nahar Amrit Shakti Complex, Chandivali, Andheri (east) Mumbai 400072 owned by Harsh Badkur director of the Company.

Term Loan from Capital First Home Loan (273) amounting to Rs. 88,36,941/- (P.Y. 90,80,902) repayable in 180 monthly installments (including interest) of Rs.1,06,306/- per month commencing from 05/03/2013 last installment due in February 2028 i.e. 167 installments from the close of this financial period. The rate of interest is 13% per annum floating as at the end of the year.

4.2.7 Term Loan from INDIABULLS HOUSING FINANCE LIMITED is secured by way of hypothecation of Flat No. 606, 6th floor, A WING, DHAIVAT, BAL RAJESHWAR, KALPA NAGAR, MULUND (WEST), Mumbai 400080 owned by Mr.IGNATIOUS INASU director of the Company.

Term Loan from INDIABULLS HOUSING FINANCE LIMITED amounting to Rs. 96,51,855/- (P.Y. NIL) repayable in 180 monthly installments (including interest) of Rs.1,23,994/- per month commencing from 05/08/2013 last installment due in July 2028 i.e. 172 installments from the close of this financial period. The rate of interest is 13% per annum floating as at the end of the year.

4.2.8 Term Loan from MONEY MATTER FINANCIAL SERVICES LTD is secured by way of hypothecation of Office No. 503, 5th floor, Sunrise Business Park, Quantum IT Park, Plot No. B-68, Road No. 16, Wagle Industrial Estate, Thane (W) 400604 owned by Company.

Term Loan from MONEY MATTER FINANCIAL SERVICES LTD amounting to Rs. 2,12,24,254/- (P.Y. NIL) repayable in 120 monthly installments (including interest) of Rs.3,31,736/- per month commencing from 15/07/2013 last installment due in June 2023 i.e. 111 installments from the close of this financial period. The rate of interest is 13.25% per annum floating as at the end of the year.

#### Terms of Borrowings in Unsecured Term Loans

4.3.1 Term Loan from Barclays Investments & Loans(1) Ltd amounting to Nil (P.Y.8,17,173/-) repayable in 36 monthly installments (including interest) of Rs. 1,23,050/- per month commencing from 03/10/2010 last installment due in October 2013 has been repaid during the period. The rate of interest is 15.70% per annum fixed.

4.3.2 Term Loan from MAGMA FINCORP LIMITED(1) amounting to Nil (P.Y.5,83,705/-) repayable in 36 monthly installments (including interest) of Rs. 87,893/- per month commencing from 07/11/2010 last installment due in October 2013 has been repaid during the period. The rate of interest is 16% per annum fixed.

4.3.3 Term Loan from MAGMA FINCORP LIMITED(2) amounting to 10,54,815/- (P.Y.16,61,634/-) repayable in 36 monthly installments (including interest) of Rs. 71,335/- per month commencing from 07/10/2012 last installment due in September 2015 i.e. 18 installments from the close of this financial period. The rate of interest is 17.03% per annum fixed.



*Signature*

## Chemtech Industrial Valves Ltd

### Notes on Financial Statements as at and for the Year ended 31st March 2014

4.3.4 Term Loan from TATA CAPITAL LIMITED amounting to Nil (P.Y.6,68,606/-) repayable in 36 monthly installments (including interest) of Rs. 87,890/- per month commencing from 03/10/2010 last installment due in November 2013 has been repaid during the period. The rate of interest is 16.30% per annum fixed.

4.3.5 Term Loan from TATA CAPITAL FINANCIAL SERVICES LIMITED amounting to 5,17,761/- (P.Y.16,14,662/-) repayable in 24 monthly installments (including interest) of Rs. 108,245/- per month commencing from 30/08/2012 last installment due in August 2014 i.e.5 installments from the close of this financial period. The rate of interest is 16.50% per annum fixed.

#### Long Terms Borrowings in Inter Corporate Deposits

4.4 Inter Corporate Deposits in previous year from 2 parties which are repayable after 12 months from the date of balance sheet as per agreed schedule of repayment and loans to both parties did not carry any interest

#### Note 5 Deferred tax liabilities

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
Opening balance of deferred liabilities	2,729,724	2,717,186
On account of depreciation	2,103,826	1,548,137
On account of 43B items	29,509	(1,535,599)
<b>Total</b>	<b>4,863,058</b>	<b>2,729,724</b>

#### Note 6 Other non-current Liability

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
Deferred Sales Tax	2,459,034	2,947,911
<b>Total</b>	<b>2,459,034</b>	<b>2,947,911</b>

#### Deferred Sales Tax

6.1 The Company granted certificate of entitlement for availing sales tax incentive under package Part-I of the 1993 package scheme of incentive (PSI) of Govt. of Maharashtra by way of deferment of sales Tax liability pertaining to period from 01.09.1999 to 30.04.2006 upto the maximum ceiling of Rs.37,28,000/-. The liability deferred for the period of 10 years from the year of collection of sales tax. As per the term of payment the sales Tax liability of each Financial Year is payable in five equal installments. The amount payable after 12 months from this balance sheet dates of Rs. 24,59,034/- is shown as non current liability and current portion Rs. 12,68,966/- is disclosed in statutory liability in Note No.10.

#### Note 7 Long-term Provisions

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
Gratuity Payable	439,089	756,059
<b>Total</b>	<b>439,089</b>	<b>756,059</b>







## Chemtech Industrial Valves Ltd

Notes on Financial Statements as at and for the Year ended 31st March 2014

### Note 8 Short Term Borrowings

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
<b>i) Secured</b>		
<b>Working Capital Loan</b>		
-Indusind Bank	45,518,628	49,633,241
<b>ii) Unsecured</b>		
From Inter Corporate Deposit	-	31,100,000
<b>Total</b>	<b>45,518,628</b>	<b>80,733,241</b>

8.1: Cash Credit from Indusind Bank is secured primarily by way of Hypothecation of the entire current assets of the company comprising of, inter alia of stock of raw material, Work in progress, Finish goods, receivable, book debts and other current assets and with the collateral security as referred in Note 4.2.4 above.

### Note 9 Trade Payables

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
i) Trade Creditors for goods	42,703,461	25,305,111
ii) Trade Creditors for Expenses	2,038,029	1,496,372
<b>Total</b>	<b>44,741,490</b>	<b>26,801,483</b>

The company is in the process of compilation of identifying suppliers regarding their status under the Micro Small and Medium Enterprises Development Act 2006 and hence disclosures regarding:

- 1) Amount due and outstanding to suppliers as at the end of accounting year.
- 2) Interest paid during the year.
- 3) Interest payable at the end of the accounting year.
- 4) Interest accrued and unpaid at the end of the accounting year have not been given.

### Note 10 Other current liabilities

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
i) Current maturities of long term debts-Secured	10,948,061	10,043,897
ii) Current maturities of long term debts-Unsecured	1,236,774	3,775,804
iii) Interest accrued but not due on borrowings	557,767	437,004
iv) Creditors for Capital goods	186,646	2,783,986
v) Advance received against order	937,377	1,855,911
vi) Statutory Liabilities	2,740,320	1,695,756
vii) Other Payables	1,968,668	1,617,633
<b>Total</b>	<b>18,575,613</b>	<b>22,209,990</b>

10.1 Other payables includes payables for various expenses







**CAIEMTECH INDUSTRIAL VALVES LIMITED**

Notes on Financial Statements as at and for the Year ended 31st March 2014

**Note : 12. STATEMENT OF FIXED ASSETS**

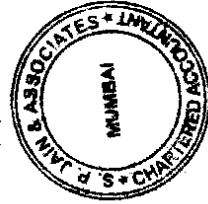
Assets	GROSS BLOCK			ACCUMULATED DEPRECIATION			NET BLOCK		
	As on 01.04.2013	Additions	Deductions/ Adjustment	As on 31.03.2014	As on 01.04.2013	For the year	Deductions/ Adjustment	As on 31.03.2014	As on 31.03.2013
Land	16,924,170			16,924,170	-	-	-	16,924,170	16,924,170
Building	82,326,920	1,448,193	194,900	83,580,213	2,028,562	2,764,787	-	78,786,865	80,298,359
Machinery	47,510,550	586,019		48,096,569	5,664,727	3,550,034		38,881,808	41,845,823
Pattern	5,060,097	192,000		5,252,097	3,150,984	576,700		1,524,413	1,909,113
Office equipment	1,994,494	112,427		2,106,921	388,525	95,954		1,622,442	1,605,969
Electric Intallation	3,615,438	577,330		4,192,768	53,590	128,523		4,010,655	3,561,848
Motor	5,822,109		847,233	4,974,876	1,905,216	492,735	486,100	3,063,025	3,916,893
Computer	1,231,431	374,972		1,606,403	771,735	147,853		686,815	459,696
Furniture	7,631,417	10,282,014		17,913,431	724,791	638,061		16,550,580	6,906,626
<b>Total FA</b>	<b>172,116,626</b>	<b>13,572,955</b>	<b>1,042,133</b>	<b>184,647,448</b>	<b>14,688,129</b>	<b>8,394,647</b>	<b>486,100</b>	<b>162,050,773</b>	<b>157,428,498</b>
<b>PREVIOUS YEAR</b>	<b>42,036,656</b>	<b>130,599,768</b>	<b>519,798</b>	<b>172,116,626</b>	<b>9,675,148</b>	<b>5,309,049</b>	<b>296,068</b>	<b>14,688,129</b>	<b>157,428,498</b>

Notes

10.1. Vehicles owned by the Company includes registered in the name of the Directors.

10.2. The Factory Gaia No. 12,13,14,16 and 42 at Asangaon has been revalued at fair market value as on 01.04.2011 amounting to Rs.60,07,500/- as per the valuation report of an independent govt. approved valuers. Correspondingly revaluation reserve is created to the extent of Rs. 36,93,762/- and Net block of assets has been increased to that extent.

10.3. The additional depreciation on above stated revaluation of assets amounting to Rs.123372/- (P.Y. Rs.123372/-) is charged and debited to Revaluation reserve account and the Depreciation expenses recognized in statement of Profit & Loss account is reduced to that extent.



*[Handwritten Signature]*  
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## Chemtech Industrial Valves Ltd

Notes on Financial Statements as at and for the Year ended 31st March 2014

### Note 11 Short Term Provisions

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
Provision for Income Tax	-	1,795,000
<b>Total</b>	-	<b>1,795,000</b>

### Note 13 Capital work-in-progress

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
<b>ii) Intangible Asstes</b>		
ERP software	353,000	291,000
<b>Total</b>	<b>353,000</b>	<b>291,000</b>

### Note 14 Non-Current Investments

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
<b>Investment in Equity shares-unquoted (At Cost)</b>		
i) Bharat Co-op bank ltd (25 Eq Shares Rs.10 each fully paid P.Y.25 Shares)	252	252
ii) C.K.P. Co-op bank ltd (21500 Eq. Shares of Rs 25/- each fully paid P.Y.21500 Eq. shares.	537,500	537,500
<b>Total</b>	<b>537,752</b>	<b>537,752</b>

### Note 15 Long Term Loans & Advances

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
Security Deposits (unsecured considered good)	1,067,550	303,710
<b>Total</b>	<b>1,067,550</b>	<b>303,710</b>

### Note 16 Other Non-Current Assets

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
i) Capital Advances	2,810,477	918,000
ii) Margin money with Bank (Against Bank gurantee with maturity more than 12 months)	534,228	802,564
iii) Retention Money with clients (unsecured considered good)	2,334,844	431,106
<b>Total</b>	<b>5,679,549</b>	<b>2,151,670</b>




  
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## Chemtech Industrial Valves Ltd

Notes on Financial Statements as at and for the Year ended 31st March 2014

### Note 17 Inventories

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
(as verified, valued & certified by Management)		
i) Raw materials	8,721,787	9,077,010
ii) Stock-in-process	30,696,894	58,879,956
iii) Finished goods	-	-
<b>Total</b>	<b>39,418,682</b>	<b>67,956,966</b>

### Note 18 Trade Receivables

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
(Unsecured considered good)		
i) Outstanding for a period less than six months	54,621,843	25,092,223
ii) Outstanding for a period exceeding six months	17,123,159	11,941,462
<b>Total</b>	<b>71,745,003</b>	<b>37,033,685</b>

### Note 19 Cash and cash equivalents

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
i) Balances with banks-In Current Accounts	23,640,104	3,512,777
ii) Cash on hand	830,451	21,795
iii) Fixed Deposits with Bank as margin money for Bank Guarantee	1,629,989	3,568,785
iv) Fixed Deposits with Bank (others)	40,530,249	-
<b>Total</b>	<b>66,630,793</b>	<b>7,103,357</b>

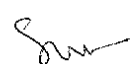


### Note 20 Short-term loans and advances

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
(Unsecured considered good)		
i) Advances to related parties	1,319,166	1,319,166
ii) Advances to Staff	86,358	130,723
iii) Advances others	259,845	539,434
<b>Total</b>	<b>1,665,369</b>	<b>1,989,323</b>

### Note 21 Other current assets

Particulars	As at 31 March 2014	As at 31 March 2013
	Rs.	Rs.
i) Security Deposits	304,626	150,631
ii) Prepaid Insurance	169,668	172,068
iii) Prepaid Membership and Sub.	13,315	14,583
iv) Advance Taxes and Refund claims	4,816,760	3,456,961
<b>Total</b>	<b>5,304,369</b>	<b>3,794,243</b>





  
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## Chemtech Industrial Valves Ltd

Notes on Financial Statements as at and for the year ended 31st March 2014

**Note:22 Revenue From Operations**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
i) Sale of products	298,794,988	212,508,862
Less: Returns	(100,649)	(206,481)
Add: Duties & Taxes	14,267,502	14,554,420
	<b>312,961,841</b>	<b>226,856,801</b>
ii) Sale of Services	1,300,000	-
Add: Duties & Taxes	160,680	-
	<b>1,460,680</b>	-
<b>Total</b>	<b>314,422,521</b>	<b>226,856,801</b>

The Company follows the inclusive method of accounting sales and purchases by including the amount of Excise duty and VAT/CST in the sales as well as purchases. The payment of excise duty and VAT/CST (net of set off credit) is accounted as the expenditure in the Profit & Loss A/c.

**Note:23 Other Income**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
Interest received	956,204	397,709
Discount Received	38,537	35,663
Dividend Income	38	38
Commission received	5,155,550	-
Reversal of excess Gratuity Provision	316,970	-
Sundry Balance Written back	55,659	447,741
LD Charges Received	330,787	208,741
Transport charges received	472,742	-
Testing and inspection	195,276	-
<b>Total</b>	<b>7,521,763</b>	<b>1,089,892</b>

**Note:24 Cost of Materials Consumed**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
<b>Raw Material Consumed</b>		
Opening Stock raw material	9,077,010	20,808,035
Add : Purchase	48,073,940	71,647,442
Add : Packing Material Consumed	1,142,205	1,826,954
	<b>58,293,155</b>	<b>94,282,431</b>
Less : Rejection of Material	464,724	913,885
Less : Closing of Raw material	8,721,787	9,077,010
<b>Total</b>	<b>49,106,644</b>	<b>84,291,536</b>






## Chemtech Industrial Valves Ltd

Notes on Financial Statements as at and for the year ended 31st March 2014

**Note:25 Change in Inventories of FG & WIP**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
Opening Work in progress	58,879,956	26,981,544
Less: Closing Work in Progress	30,696,894	58,879,956
	<b>28,183,062</b>	<b>(31,898,412)</b>

**Note:26 Employee Cost and Benefits**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
Wages to Workers	5,601,244	4,868,180
Directors Remuneration	1,700,151	1,774,243
Staff Salaries, Bonus & Leave salary	9,238,648	7,433,630
Employers Contribution to PF	303,744	156,543
Admin Charges to PF	29,157	15,113
Gratuity*	-	756,059
Staff Welfare	925,518	851,479
<b>Total</b>	<b>17,798,462</b>	<b>15,855,247</b>

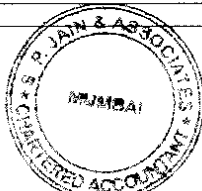
\* Gratuity has been provided as on 31.03.2013 for the first time by the Company and includes past period cost. During the year the provision has been made as per actuarial valuation by approved valuer.

Policy No.	As on 31.03.2014
Valuation Method	Projected Unit Credit Method
Mortality Rate	IALM-Mortality-Tables(2006-08)
Withdrawal Rate	1 % per annum for all ages
Discount Rate	9% p.a.
Salary Escalation	6%
Gratuity paid debited to Profit & Loss	(Rs.3,16,970/-)

Policy No.	As on 31.03.2013
Valuation Method	Projected Unit Credit Method
Mortality Rate	LIC (1994-96)
Withdrawal Rate	1% to 3% depending on age
Discount Rate	8% p.a.
Salary Escalation	10%
Gratuity paid debited to Profit & Loss	Rs.7,56,059/-

**Note:27 Finance Cost**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
Interest Expenses	20,171,322	14,537,584
Interest on Govt. Dues	142,339	289,463
Other Borrowing cost*	1,904,442	2,571,562
<b>Total</b>	<b>22,218,103</b>	<b>17,398,609</b>








## Chemtech Industrial Valves Ltd

**Notes on Financial Statements as at and for the year ended 31st March 2014**

\* Other borrowing cost includes bank charges, loan processing charges and Loan foreclosure charges.

**Note:28 Other Expenses**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
Auditor's Remuneration	240,750	231,182
Job Works	2,650,592	3,586,552
Rates & Taxes	10,095,978	7,918,095
Liquidated Damaged (L. D.)	1,015,800	2,623,181
Power & Fuel Expenses	3,004,098	2,421,259
Selling Expenses	2,481,241	2,233,872
Bad Debts	51,048	229,711
Insurance Paid.	222,446	423,525
Rent Paid	82,400	17,400
Repair & Maintenance building	163,426	88,829
Repair & Maintenance others	178,319	329,199
Transport Expenses	2,696,036	2,801,270
Foreign Currency Fluctuation	358,880	242,582
Loss on Car sale	296,133	145,730
Prior Period Expenses	-	1,078,225
Other Miscellaneous Expenses	4,287,760	3,781,411
<b>Total</b>	<b>27,824,907</b>	<b>28,152,023</b>

**Note:29 Earning Per Share**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
	Rs.	Rs.
Profit After Tax	(16,651,955)	7,724,005
Weighted Average No. of Equity Shares*	6,755,198	3,850,000
<b>EPS (basic &amp; Diluted)</b>	<b>(2.47)</b>	<b>2.01</b>

\* EPS for the corresponding period is after considering 33,00,000 bonus shares issued on 24/06/2013







## **CHEMTECH INDUSTRIAL VALVES LIMITED**

### **NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

**30. Contingent Liability :**

<b>Particulars</b>	<b>As on 31/03/2014</b>	<b>As on 31/03/2013</b>
Counter guarantee given by Banks	32,70,344/-	28,54,727/-
Central Sales Tax Dues	56,39,625/-	--
<b>Total</b>	<b>89,09,969/-</b>	<b>28,54,727/-</b>

**31. Other commitments:**

Estimated amount of contract remaining to be executed for:

- a. New furniture for Thane office is Rs.3,00,246/- (P.Y. 85,78,000). {Net of payment and bills booking made of Rs.3,10,477/-(P.Y. Rs.7,67,000/-)}
- b. ERP software is 2,62,000/- (P.Y. 3,24,000) {Net of running bill issued by the party Rs. 3,53,000/-(P.Y.Rs.2,91,000/-)}
- c. New Plant & Machinery is Rs.2,96,55,704/- (P.Y. Nil). {Net of payment and bills booking made of Rs.25,00,000/-(P.Y. Nil)}

**32. The initial public offer (IPO) proceeds have been utilized as under:**

Particular	<b>As at 31/03/2014</b>
Shares Issue proceeds	74,520,000
Less:	
Advance for Machinery	2,500,000
Office furniture at Thane	729,584
Incremental Working capital and general corporate purpose	6,410,942
Issue relates expenses	<u>4,879,474</u>
Closing balance of unutilized proceeds	<b>60,000,000</b>
Details of unutilized proceeds are given below:	
Fixed deposits in Banks	40,000,000
Balance with Banks	<u>20,000,000</u>
	<b>60,000,000</b>



*[Handwritten signatures]*

## **CHEMTECH INDUSTRIAL VALVES LIMITED**

### **NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

33. The balance confirmation in respect of debtors, creditors, advances, loans and deposits as at 31<sup>st</sup> March 2014 have been called for and the same are subject to confirmation and reconciliation if any. However, the management has scrutinized the accounts and the balances appearing in the balance sheet are correct.
34. In the opinion of management, no item of current assets, loans and advances has a value on realization in the ordinary course of business, which is less than the amount of value at which it is stated in the balance sheet, unless otherwise specified.
35. Audit fees inclusive of Taxes comprises of:

	<b><u>As on 31.03.2014</u></b>	<b><u>As on 31.03.2013</u></b>
a) For statutory Audit	1,40,450	1,12,360
b) For Tax Audit	28,090	28,090
c) For Company Law Matters	---	4,500
d) For other matters(including IPO related fees)	3,82,865	86,232
	<u>5,51,405/-</u>	<u>2,31,182/-</u>



*Sm*      *[Signature]*      *[Signature]*

## **CHEMTECH INDUSTRIAL VALVES LIMITED**

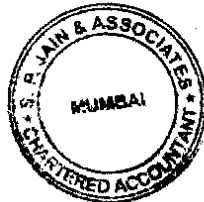
**NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

**36. Information pursuant to Accounting standard 17:**

**a. Primary Segment**

During the year the Company has broadly identified two segment namely "Manufacturing of industrial valves" and "Trading of Steel Wire Rod".

PARTICULARS	Year Ended 31.03.2014			
	Manufacturing	Trading	Others unallocable	Total
<b>Segment Revenue</b>				
Net Sales to External Customers (including taxes)	119,476,910	194,945,611	-	314,422,521
Other Income	6,210,014		1,311,749	7,521,763
<b>Total Revenue</b>	<b>125,686,924</b>	<b>194,945,611</b>	<b>1,311,749</b>	<b>321,944,284</b>
<b>Less:</b>				
Allocated Expenditure	105,169,059	182,867,589	17,244,307	305,280,955
Depreciation	7,044,525	-	1,226,750	8,271,275
Interest	22,218,103	-	-	22,218,103
<b>Segment Profit</b>	<b>(8,744,763)</b>	<b>12,078,022</b>	<b>(17,159,308)</b>	<b>(13,826,049)</b>
<b>Other Information</b>				
<b>Segment Assets</b>	<b>228,386,862</b>	<b>34,497,908</b>	<b>91,568,069</b>	<b>354,452,839</b>
<b>Segment Liabilities</b>	<b>187,105,954</b>	<b>25,542,131</b>	<b>5,521,771</b>	<b>218,169,856</b>
<b>Capital Employed</b>	<b>41,280,908</b>	<b>8,955,777</b>	<b>86,046,297</b>	<b>136,282,982</b>







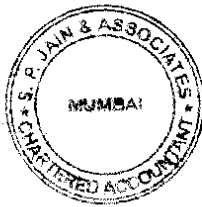
## **CHEMTECH INDUSTRIAL VALVES LIMITED**

**NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

<b>PARTICULARS</b>	<b>Year Ended 31.03.2013</b>			
	<b><u>Manufacturing</u></b>	<b><u>Trading</u></b>	<b><u>Others unallocable</u></b>	<b><u>Total</u></b>
Sales to External Customers	12,62,36,071	10,06,20,730	---	22,68,56,801
Other Income	6,56,482	---	4,33,410	10,89,892
<b><u>Total Revenue</u></b>	<b>12,68,92,553</b>	<b>10,06,20,730</b>	<b>4,33,410</b>	<b>22,79,46,693</b>
<b><u>Less:</u></b>				
Allocated Expenditure	8,05,88,897	9,82,21,684	1,58,11,497	19,46,22,078
Depreciation	44,04,665	---	7,81,012	51,85,677
Interest	1,73,98,609	---	---	1,73,98,609
<b><u>Segment Profit</u></b>	<b>2,45,00,382</b>	<b>23,99,045</b>	<b>(1,61,59,100)</b>	<b>1,07,40,328</b>
<b><u>Other Information</u></b>				
Segment Assets	26,49,66,537	---	13,623,667	278,590,204
Segment Liabilities	22,88,76,921	---	45,24,724	23,34,01,645
Capital Employed	3,60,89,615	---	90,98,944	4,51,88,559

**b. Secondary Segment**

The trading activity constitutes the export of goods outside India and therefore the primary segment and the secondary segments are the same. Besides the Company has exported manufacture goods of Rs.25,26,302/- (P.Y. Rs. 7,15,005/-) which is significantly low vis-a-vis the total enterprise revenue. Therefore there is no reportable secondary segment in respect of geographical segment.







## **CHEMTECH INDUSTRIAL VALVES LIMITED**

### **NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

#### **37. Related party Transaction as per Accounting Standard 18:**

Related party disclosures as required by Accounting Standard 18, "Related party disclosures" are given below:

##### **Relationships**

- A. Key Management Personnel :
- i. Pradeep Badkur
  - ii. C.D. Ignatious
  - iii. Harsh Badkur
  - iv. Namrata Badkur
- B. Relative of Key Management personnel
- i. Puneet Badkur
  - ii. Orville Ignatious
  - iii. Jimmy Ignatious
  - iv. Jenni Ignatious
- C. Enterprise on which major Shareholders Exercises Significant Influence:
- i) Chemtech Instrumentation Services Private Limited
  - ii) Venus Engineers
  - iii) Neeldeep Properties Pvt. Ltd.
  - iv) Navdarshi Properties Pvt. Ltd.
  - v) Panama Properties Property Pvt. Ltd.
  - vi) Parshwajit Property Pvt. Ltd.
  - vii) Badkur Blowplast Container Pvt Ltd
  - viii) Badkur Polycon Industries
  - ix) Chemtech Infosolution Pvt. Ltd.
  - x) Maxxon Industries
  - xi) Mobile Plastic



Three handwritten signatures in black ink, positioned to the right of the circular stamp.

## **CHEMTECH INDUSTRIAL VALVES LIMITED**

### **NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

Nature of Transactions	Year	Key Management Personnel	Relative of Key Management Personnel	Enterprises over which major Shareholders Exercises Significant Influence	Total
<b>(A) Loan Transaction</b>					
(I) Taken During the year	<b>C.Y.</b>	<b>1,40,00,000</b>	<b>4,00,000</b>	<b>1,21,46,143</b>	<b>2,65,46,143</b>
	P.Y.	--	--	20,75,000	20,75,000
Closing Balances	<b>C.Y.</b>	---	---	---	---
	P.Y.			2,00,00,000	2,00,00,000
(II) Loan & Advances Given	<b>C.Y.</b>	---	---	<b>23,000</b>	<b>23,000</b>
	P.Y.	1,31,23,529	--	1,22,66,630	2,53,90,159
Closing Balances	<b>C.Y.</b>	--	--	<b>13,19,166</b>	<b>13,19,166</b>
	P.Y.	--	--	13,19,166	13,19,166
B) Director remuneration	<b>C.Y.</b>	<b>17,00,151</b>	--	--	<b>17,00,151</b>
	P.Y.	17,74,243	--	--	17,74,243
C) Salary	<b>C.Y.</b>	--	<b>15,97,681</b>	--	<b>15,97,681</b>
	P.Y.	--	7,60,000	--	7,60,000
D) Fixed Assets Purchase	<b>C.Y.</b>	--	--	--	--
	P.Y.	--	--	28,35,000	28,35,000
E) Insurance	<b>C.Y.</b>	--	--	--	--
	P.Y.	1,00,000	--	--	1,00,000
F) Reimbursement of Credit card	<b>C.Y.</b>	<b>6,85,215</b>	<b>1,00,194</b>	----	<b>7,85,409</b>
	P.Y.	6,67,759	--	--	6,67,759
G) Equity share allotted	<b>C.Y.</b>	<b>3,00,40,000</b>	<b>1,00,00,000</b>	--	<b>4,00,40,000</b>
	P.Y.	--	--	--	--
H) Share application Money received and repaid	<b>C.Y.</b>	<b>20,00,000</b>	--	--	<b>20,00,000</b>
	P.Y.	--	--	--	--







## **CHEMTECH INDUSTRIAL VALVES LIMITED**

### **NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014**

38. Information pursuant to provision of Part II of Schedule VI of Companies Act 1956 (vide Notification dated 30<sup>th</sup> October, 1973 of The Department of the Company Affairs of Government of India).

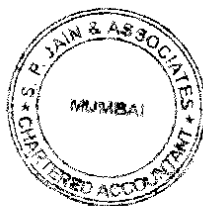
A) **Opening and Closing inventory (including WIP):**

Sr.No	Products	Closing stock	Opening stock
		Rupees	Rupees
i)	Casting (Nos.)	4,212,144	50,87,154
ii)	Plates & Rods (Kg)	1,900,558	16,56,968
iii)	Welding rod & Stud nuts (Nos.)	851,488	8,94,790
iv)	WIP of Unfinished Assembled valve (Nos.)	30,696,894	5,88,79,956
v)	Others (Nos.)	1,757,598	14,38,098
	<b>Total</b>	<b>39,418,682</b>	<b>6,79,56,966</b>

B) The information about principal items of Raw Materials Consumed is as follows:

Sr.N	Products	Current Period	Previous Year
		Rupees	Rupees
i)	Casting	6,610,667	1,45,16,951
ii)	Plates & Rods	10,940,590	2,56,31,040
iii)	Welding rod & Stud nuts	1,124,038	32,52,011
iv)	Unfinished valve	20,784,329	2,94,21,806
v)	Packing Materials	1,142,205	18,26,954
vi)	Others	8,504,817	96,42,773
	<b>Total</b>	<b>49,106,645</b>	<b>8,42,91,535</b>

C) The above materials are indigenous and imports are Nil (P.Y. Nil)



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## CHEMTECH INDUSTRIAL VALVES LIMITED

### NOTES ON FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2014

D) **Quantitative details of Manufactured Goods:**

Sr. No	Products	Opening Stock	Sales	Closing Stock
		Amt.	Amt.	Amt.
i)	Assembled valves (Nos.)	NIL	11,81,16,879	NIL
	Previous year	NIL	12,64,42,552	NIL

E) **Quantitative details of Traded Goods:**

Sr. No	Products	Opening Stock	Purchase	Sales	Closing Stock
		Amt.	Amt.	Amt.	Amt.
i)	Steel Wire Rod (M.Ton)	NIL	18,23,67,880	19,49,45,611	NIL
	Previous year	NIL	98,221,684	100,620,730	NIL

F) **Expenditure in Foreign Currency :**

Value of goods Purchase is Rs. 18,23,67,880/- ( P.Y. 9,82,21,684/-)

Expenditure incurred Rs.7,92,459/- ( P.Y. Nil)

F) **Earning in Foreign currency in FOB basis is Rs.19,74,71,913/- (P.Y. Rs. 10,13,35,735/-)**

39. Figures of previous year are regrouped and reclassified as and when necessary.

**For S.P. JAIN & ASSOCIATES**  
Chartered Accountants  
FRN: 103969W

  
**Kapil K. Jain**  
(Partner)  
M No. 108521



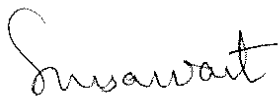
**FOR AND ON BEHALF OF THE BOARD**  
Chemtech Industrial Valves Limited

  
Director  
Chemtech Industrial Valves Limited

  
Director

Place: Mumbai

Date: 30/05/2014

  
COMPANY SECRETARY

**CHEMTECH INDUSTRIAL VALVES LIMITED**

Regd. Office: 105, Hiranandani Indl. Estate, Opp. KanjurMarg Rly Station, Mumbai 400078

**PROXY FORM**

I/We \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ being a Member/Members of the above named Company, hereby appoint \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ or falling him \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ as my/our Proxy to attend and vote for me/us on my/our behalf at the 18<sup>th</sup> Annual General Meeting of the Company, to be held on 16<sup>th</sup> September 2014 at 11.00 A.M at 503, Sunrise Business Park, Plot No. B-68 , Road No. 16 , Near Kisan Nagar -2, Waghale Industrial Estate, Thane (W), 400 604 and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014

**Signature**

Affix One  
Rupee  
Revenue  
Stamp

Folio No./Client Id/DP id:

No. of Shares:

**NOTES:**

1. The Proxy must be returned so as to reach the Registered Office of the Company, not less than FORTY-EIGHT HOURS before the time for holding the aforesaid meeting.
2. A Proxy need not be a member of the Company.

-----**TEAR HERE**-----

**CHEMTECH INDUSTRIAL VALVES LIMITED**

Regd. Office: 105, Hiranandani Indl. Estate, Opp. KanjurMarg Rly Station, Mumbai 400078.

ATTENDANCE SLIP

(Name & Address of Member/Proxy)

Folio No./Client id/DP id:

No. of Shares:

I hereby record my presence at the 18<sup>th</sup> Annual General Meeting of the Company held on 16<sup>th</sup> September 2014 at 11:00 A.M. at 503, Sunrise Business Park, Plot No. B-68 , Road No. 16 , Near Kisan Nagar -2, Waghale Industrial Estate, Thane (W), 400 604

Signature of the attending Member/Proxy

NOTES:

1. A Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
2. A Shareholder/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.

Date: