



# PARASRAMPURIA SYNTHETICS LIMITED

CIN L24304RJ1982PLC008646

SP-145 D & E, RIICO Industrial Area,  
Bhiwadi, Dist. Alwar Rajasthan- 301019  
Ph. 91- 1493- 220577

The Manager  
The Corporate Service Department  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai -400001

15.10.2016

Company Code: 514017

**Sub: Annual Report under Regulation 34 of SEBI(Listing Obligations and Disclosure Requirements) 2015.**

Dear sir/Ma'am

Pursuant to Regulation 34 of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, please find enclosed Annual report for the Financial Year 2015-2016.

Kindly take it in your record

Thanking You,

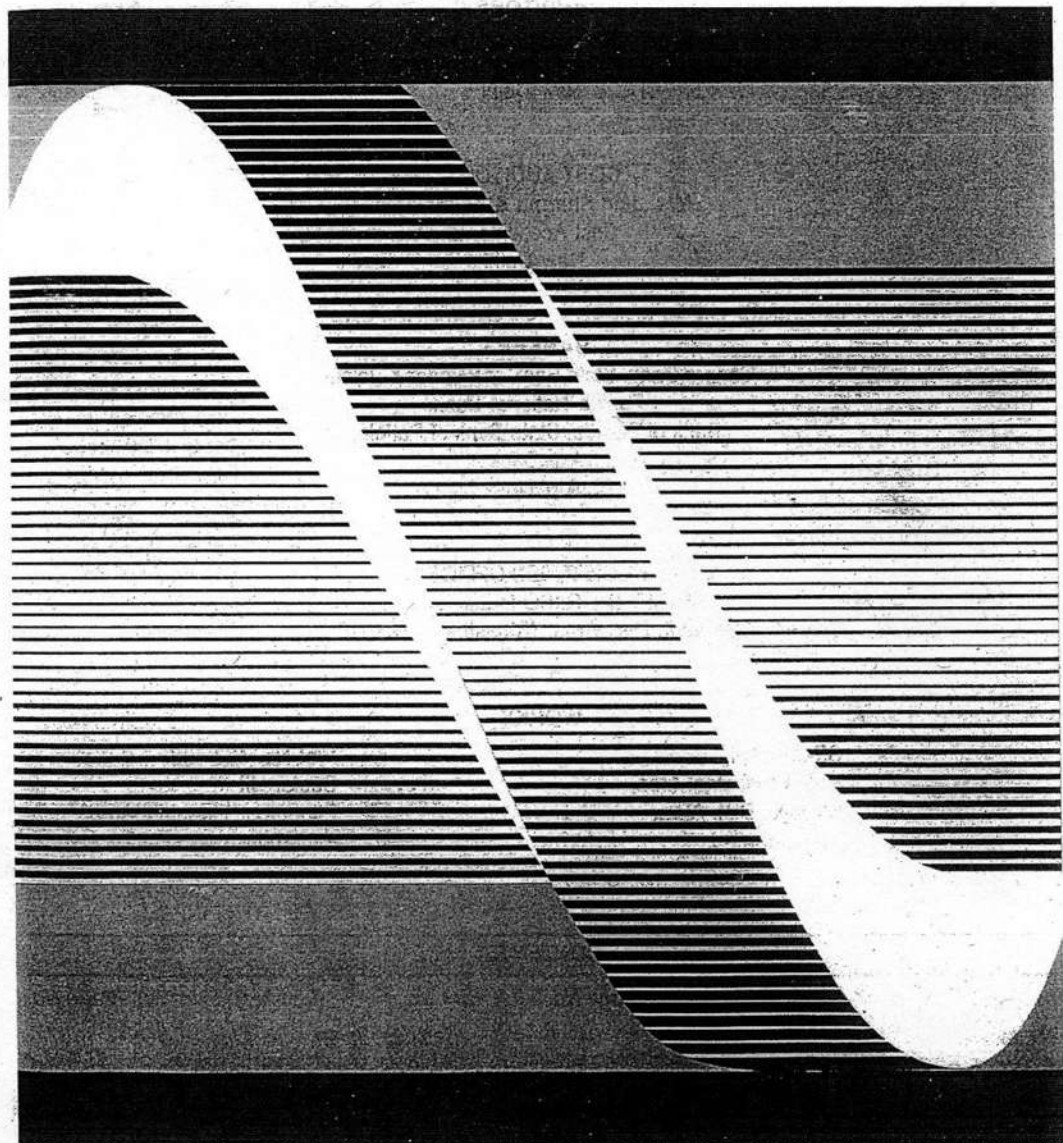
Yours Faithfully,  
For Parasrampuriah Synthetics Limited

Jyoti Gandhi  
Company Secretary  
Encl: as above



# Parasrampuriah Synthetics Limited

Annual Report  
2015-2016



**BOARD OF DIRECTORS**

Shri S. K. Anand - Director  
Shri Alok Parasrampurua - Managing Director  
Shri Mahesh Dadheech - Director  
Shri Satendra Singh Rawat - Director (till 14.02.2016)  
Ms. Neha Rawat - Director (w.e.f. 14.08.2015)

**COMPANY SECRETARY**

Jyoti Gandhi

**AUDITORS**

Jain Raj & Associates  
Chartered Accountants  
New Delhi

**COST AUDITORS**

M/s. Jain Sharma & Associates  
Cost Accountants  
New Delhi

**BANKERS**

Canara Bank, State Bank of Bikaner & Jaipur,  
Punjab National Bank,  
Bank of Baroda, State Bank of Patiala,  
Axis Bank,  
The Bank of Nova Scotia

**REGISTERED OFFICE**

SP-145, D-I, RIICO Industrial Area,  
Bhiwadi, Dist. Alwar (Rajasthan) -301019

**WORKS**

SP-145, D-I,  
RIICO Industrial Area,  
Bhiwadi, Dist. Alwar  
Rajasthan

Plot No. 423-432  
Sector - III  
Pithampur Industrial Area  
Pithampur, Dist. Dhar (M.P.)

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## NOTICE

Notice is hereby given that the 33<sup>rd</sup> Annual General Meeting of the members of Parasrampur Synthetics Limited will be held at SP-145, D-I, RIICO Industrial Area, Bhiwadi, Distt. Alwar, Rajasthan - 301019 on Thursday, 29th September, 2016 at 10.30 A.M to transact the following business:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Shri Alok Parasrampur (DIN 00426515) who retires by rotation and being eligible, offers himself for reappointment.
3. To ratify appointment of M/s. Jain Raj & Associates, Chartered Accountants, Firm Reg No. (FRN 007535N) Statutory Auditor for the Financial Year 2016-17 and fix their remuneration.

**"RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, the Rules made there under, as amended from time to time and resolution passed by the Members at the 32nd Annual General Meeting (AGM), for the appointment of M/s. Jain Raj & Associates, Chartered Accountants, New Delhi, (Registration No 007535N) as Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the 34th AGM, be and is hereby ratified on a remuneration of Rs. 5 Lacs only per annum, excluding Service Tax as applicable and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the audit."

### **SPECIAL BUSINESS**

4. To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Jain Sharma and Associates., Cost Accountants appointed as Cost Auditors by the Board of Directors of the Company to audit the cost records of the Company for the financial year 2016-17, on a remuneration of Rs. 53,000 per annum plus applicable service tax and out of pocket expenses that may be incurred."

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

By order of the Board  
For Parasrampur Synthetics Limited

### **Regd Office:**

SP-145, D-I, RIICO Industrial Area  
Bhiwadi, Distt. Alwar, Rajasthan- 301019

Alok Parasrampur  
Managing Director  
DIN 00426515

**Dated: 12th August, 2016**

### **Notes:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

- X
3. Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning item No. 4 of the Notice, is annexed hereto.
  4. Relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Companies Act, 2013 shall be available for inspection at the Registered Office of the Company during normal business hours (between 11.00 A.M. to 1.00 P.M.) on all working days up to and including the date of the Annual General Meeting and also at the venue of the meeting.
  5. The Register of Members and Share Transfer Books of the Company will remain close from 24th September, 2016 to 29<sup>th</sup> September, 2016 (both days inclusive).
  6. In furtherance of the Go Green Initiative of the Government, electronic copy of the Annual Report for the financial year 2015-16, the Notice of the 33rd Annual General Meeting of the Company along with Admission Slip and Proxy Form are being sent to all the members whose e-mail addresses are registered with the Company. Physical copy of the aforesaid documents may be sent on request by any such Member.
  7. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
  8. Members are requested to bring their copy of the Annual Report at the meeting.
  9. Re-appointment of Director

Brief Resume of the Director proposed to be re-appointed (Item no.2 of the Notice) is given hereunder:

Sh. Alok Parasrampur, Director of the Company retires by rotation and offer himself for reappointment. Sh. Alok Parasrampur is of 53 of years. He is businessman and has vast experience in the fields of business and administration. He is promoter director of the company and is associated with the company since 1985.

10. Remote e-voting procedure:-

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with relevant rules there under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide Members, facility to exercise their right to vote at the 33rd AGM by electronic means and the business may be transacted through remote e-voting services provided by Central Depository (Services) India Limited (CDSL). Remote e-voting is optional. The facility for voting by ballot polling paper shall also be made available at the AGM and the Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM.

**The instructions for members for remote e-voting are as under:-**

- I. The voting period begins on 26th September, 2016 (10.00 AM) and ends on 28th September, 2016 (5.00 PM). During this period, Members of the Company, holding Equity Shares in physical form as on the cut-off date 23rd September, 2016, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- II. Members who have already voted by remote e-voting prior to the AGM date may attend the AGM but would not be entitled to vote at the AGM.
- III. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period and click on "Shareholders" tab.
- IV. Members maintaining their holding in Demat form should enter their User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID). Members holding shares in Physical form should enter Folio Number registered with the Company.
- V. Enter the characters displayed on the image verification and Click on Login.
- VI. Members holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted earlier for any company, their your existing password is to be used.
- VII. For the first time user, follow the steps given below:



For Members holding shares in Demat Form and Physical Form

<p>PAN</p>	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name in capital letters followed by 8 digits of the sequence number in the PAN field. The sequence no. is printed on the Address Slip on the Envelope.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<ul style="list-style-type: none"> <li>• Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.</li> <li>• If both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- VIII. After entering these details appropriately, click on "SUBMIT" tab.
- IX. Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- X. For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- XI. Click on the EVSN relevant for Parasrampur Synthetics Limited.
- XII. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- XIII. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XIV. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- XV. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVI. You can also take print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- XVII. If a Demat account holder has forgotten the password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XVIII. Note for Non-Individual members and Custodians
- Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- XIX. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 23rd September, 2016 may follow the same instructions as mentioned above for remote e-Voting.
- XX. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com); under help section. The Contact details of official responsible to address grievances connected with remote e-voting are Shri Wenceslaus Furtado (Deputy Manager), Central Depository Services (India) Ltd., 16th Floor, P.J. Towers, Dalal Street, Fort, Mumbai-400 001, Phone No. 18002005533 or write an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com).
- XXI. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2016 and a person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
- XXII. The Company has appointed Shri Swaran Jain, Practicing Company Secretary, as Scrutinizer to scrutinize the voting (at AGM venue) and remote e-voting process in a fair and transparent manner.
- XXIII. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing who shall countersign the same. The Chairman or a person authorised by him in writing shall declare the result of the voting forthwith.
11. A person whose name is recorded in the Register of Members maintained by the Share transfer agent M/s Skyline Financial Services Private Limited as on the cut-off date i.e., 23th September, 2016 and who has not cast vote by remote e-voting, and being present at the AGM either personally or through proxy, only shall be entitled to vote at the AGM. Ballot papers will be available at the venue of the AGM.
12. The results declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website [www.parasyarn.com](http://www.parasyarn.com) and on the website of CDSL and shall simultaneously be forwarded to the Stock Exchange.

**FOR ATTENTION OF THE MEMBERS**

1. Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.
2. Please check the Pin Code in the address slip pasted on the envelope and advise correction, if any, therein. Also please do indicate the Pin Code Number of your delivery post office while notifying change in your address to the Company where the shares are held in physical form.
3. Requests for transfer of Equity Shares and related correspondence should be addressed to the Company's **Registrar and Share Transfer Agent**., Skyline Financial Services Private Limited.  
For any further clarifications and for other matters, kindly write to the Jyoti Gandhi **Company Secretary** at A-43, LGF Panchsheel Vihar, New Delhi-110017 or E-mail: [cs@parasyarn.com](mailto:cs@parasyarn.com)
4. Shareholder(s) seeking transfer of shares in physical form should furnish copy of their PAN card to the Company/RTA for registration of transfer of shares.



5. Members having multiple folios are requested to write to the Company/RTA for consolidation of the Folios to save the administrative or servicing cost.
6. Nomination: Pursuant to Section 72 of the Companies Act, 2013 individual Members holding shares in the Company singly or jointly may nominate an individual to whom all the rights in the shares in the Company shall vest in the event of death of the sole/all joint Members. Members holding shares in physical form, may send their nomination in the prescribed Form SH-13, duly filled in, to the Secretarial Department at the address mentioned above. Members holding shares in dematerialized form are requested to contact their Depository Participant for recording their nomination.
7. Members are requested to quote their Folio No./DP ID-Client ID and details of shares held in physical/demat mode, e-mail IDs and Telephone/Fax Nos. for prompt reply to their communications.
8. Members seeking any further information about the accounts are requested to write to the company at least one week before the date of the Annual General Meeting so as to enable the Management to keep the information ready at the meeting.
9. **Green Initiative in Corporate Governance: Register E-mail Address**  
Pursuant to Section 101 of the Companies Act, 2013 and the Rules made thereunder the Company is permitted to send various notices/documents under the Companies Act, 2013, to its Members, through electronic mode. We request the Members to support this initiative and register their E-mail addresses in respect of shares held in: physical mode with M/s Skyline Financial Services Limited, Registrar and Share Transfer Agent. Please quote the following particulars in the E-mail Registration Request: Folio No./DP ID-Client ID, PAN, Name(s) of Registered Holder(s), Address, Telephone and E-mail Address (to be registered for sending future communications through E-mail) and send the same under your signature.

**ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013**

**ITEM NO. 4**

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the applicable products of the Company.

On the recommendation of the Audit Committee at its meeting held on May 30, 2016, the Board has considered and approved the appointment of M/s Jain Sharma & Associates, Cost Accountants as the cost auditor for the financial year 2016-17 at a remuneration of Rs. 53,000 plus applicable service tax and reimbursement of out of pocket expenses.

The Board recommends this resolution for ratification by the Members.

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

By order of the Board  
For Parasrampur Synthetics Limited

**Regd Office:**

SP-145, D-I, RIICO Industrial Area  
Bhiwadi, Distt. Alwar, Rajasthan- 301019

Dated: 12th August, 2016

Alok Parasrampur  
Managing Director  
DIN 00426515



## DIRECTORS' REPORT

Dear Members,

Your Directors present the 33rd Annual Report together with the Audited Financial Statements of the Company for the year ended 31st March 2016.

**Financial summary or highlights/Performance of the Company**

	(Rs. in Lacs)	
	Current Year Ended 31.03.2016	Previous Year Ended 31.03.2015
Sales(Net of Excise Duty)	3306.90	4435.64
Profit/(Loss) before interest and depreciation	(300.40)	(86.22)
Interest & Finance charges	1.27	5.78
Profit/(Loss) before Depreciation	(301.67)	(92.00)
Depreciation	83.77	190.78
Profit/(Loss) Before tax and Exceptional item	(385.44)	(282.78)
Exceptional Items	103.68	(413.77)
Provision for Tax/Deferred Tax	(8.63)	22.25
Profit/(Loss) After tax	(290.39)	(674.30)
Loss brought forward	(166253.96)	(165579.66)
Balance Carried forward	(166544.35)	(166253.96)

### Dividend

On account of heavy losses, your Directors are not in a position to recommend dividend for the year.

### Appropriations

During the year the company has incurred loss of Rs 290.39 lacs as against the loss of Rs.674.30 Lacs for the previous year which has been carried forward to reserves and surplus.

### Brief description of the Company's working during the year/State of Company's affair

During the year under review the Pithampur unit was operational and being runs on job work basis due to non availability of working capital funds. The total turnover/job-work receipts of this unit are Rs. 3306.90 lacs which includes Rs. 42.07 lacs on account of own sale and Rs 3268.67 lacs on account of Job work income as against the total turnover of Rs. 4435.64 lacs (own sale Rs. 596.15 lacs and job-work receipt Rs. 3845.49 lacs) for previous year. During the year the unit has incurred loss Rs 302.58 lacs as against the loss of Rs.182.24 Lacs for the previous year.

The Bhiwadi unit of the company is closed since May, 2004 and remained close during the period under review. The Terry Towel unit of the company at Khushkhera was taken over by ARCIL through an act of SARFAESI u/s 13(4) in the year 2008 and has been dispose off by them and the final sale certificate was issued by them in Oct 2012. The fact of sale of Khushkhera Plant came to the knowledge to the company during the proceeding before Hon'ble Debt Recovery Tribunal (DRT) in month of January 2013. In view of such sale certificate, in financial year 2012-13 the Company has removed the assets of Khushkhera unit as well as the corresponding liabilities thereof.

### Change in the nature of business, if any

There has been no change in the nature of business of the company.

### Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

There has been no material change and commitments during the financial year and till the date of the report.



**Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future**

No such order passed as the legal matters related to recovery of dues are pending before various legal forums.

**Details in respect of adequacy of internal financial controls with reference to the Financial Statements.**

The Company has adequate internal control systems in commensuration with its size and nature of business. The Management has overall responsibility for the Company's internal control system to safeguard the assets and to ensure reliability of financial records. The Company is taking action for compliance on the observations of auditors in their report on internal financial control.

The Board of Directors has its Audit Committee, which reviews all financial statements and ensures adequacy of internal control system.

**Details of Subsidiary/Joint Ventures/Associate Companies**

The company does not have any subsidiary, Joint Ventures or Associates companies.

**Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement.**

Not applicable in our case as the company does not have any subsidiary, Joint Ventures or Associates companies.

**Deposits**

The Company had not accepted any deposits during the financial year ending March 31, 2016 and no amount is outstanding on account of public Deposits.

**Statutory Auditors**

M/s Jain Raj Associates, Chartered Accountants the retiring statutory auditor of the Company, offer themselves for reappointment. The Company has received certificate from them that they hold peer review certificate from Peer Review Board of the Institute of Chartered Accountants of India & their appointment, if made at the forthcoming Annual General Meeting, would be within the ceiling limits prescribed under section 134 and section 141 of the Companies Act, 2013 and they are not disqualified to act as Auditors of the Company.

**Auditors' Report**

Point-wise explanations to the observations on the Basis of Qualified Opinion are as follows:

1. Since the company is a Sick Company and having accumulated losses, no provision of leave encashment has been made. The provision for gratuity had been made on the basis of Life Insurance Corporation (LIC) gratuity policy taken by the Company in the past which had been lapsed. The Company is discharging the current liability in respect of leave encashment and gratuity, on the basis of as and when such liabilities arise, whereas provisions against past liabilities are sufficiently provided. Thus, there has been non-compliance of Accounting Standard AS-15 to that extent.
2. Regarding non-provisions of interest liabilities as per point no 2 to 6 of the report in respect of pre-lease charges, interest and premium on redemption of debentures, interest on inter corporate deposit and other loans, non-provision of interest on loans and working capital facilities from various Financial Institutions and Banks including liabilities for abandoned project, custom duty, demurrage and insurance charges relating to imported machinery lying at port, it is explained hereby that since the Company is a sick industrial unit duly registered with Hon'ble BIFR under SICA (Special Provisions) 1985 and in view of any likely relief, which may be allowed while arriving at settlement with Secured lenders of the Company, these liabilities could not be adequately provided. Therefore, the Management has decided not to provide further liabilities in the Books of Accounts as mentioned above.
3. As regards to non-provision of impairment losses for the assets lying at Custom warehouse, the loss due to accidental fire reported by CWC wherein the damage is unascertained and relevant assets are under the charge of Court Receiver, the matter being sub-judice, the management does not have adequate means to assess the same, As regards to non-provision of impairment losses for the assets of Bhiwadi

Unit, it is explained that the production at the unit is suspended, therefore the future cash flow and net realizable value have not been assessed. Therefore, there has been non-compliance of Accounting Standard AS- 28, to that extent.

4. Regarding depreciation being charged as a continuous process plant, technical opinion was sought by Company and it has provided depreciation accordingly.
5. Regarding part recovery of dues from debtors, the properties were acquired by the Company based on the valuation report of the Government approved valuer at that time.
6. Regarding unascertained losses relating to abandoned project the management is unable to estimate such losses as the same is not possible being the assets lying in the custom bonded warehouse partly damaged by fire.
7. Regarding going concern assumption the management of the view that Company's reference is pending before Hon'ble BIFR and in expectancy of reliefs and concessions in form of waiver of interest and other liabilities being restructured, the financial position of the Company will improve and it will be able to match its future cash flows with that of the liabilities.
8. Preference Shares could not be redeemed on the due dates in view of continued financial crisis.
9. Regarding non renewal of insurance policies it is stated that on account of severe financial crisis, policies could not be renewed. However, the fact was communicated to the financial institutions in the past.
10. The ARCIL in possession of Khushkhera Unit of the company have sold the assets of the company and in terms of the final sales certificate the assets of the units and corresponding liabilities thereof have been removed from the books of accounts of the company during FY 2012-13, refer note no. 20.21(a) of the balance sheet.
11. On account of defaults and financial crises it is difficult to convince any other suitable person to join the Board of the Company. Therefore the Management has no option but to reappoint the retiring Directors.

#### **Share Capital**

##### **a) Issue of equity shares with differential rights**

During the year under review the Company has not issued any equity shares with differential rights.

##### **b) Issue of sweat equity shares**

The Company has not issued any sweat equity till date.

##### **c) Issue of employee stock options**

The Company has not issued employee stock options, as provided in rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014.

##### **d) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees**

No such provision of money has been made by the company, as provided in rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014

#### **Extract of the annual return**

The extract of the annual return in form MGT 9 is attached as Annexure-A to this report

#### **Conservation of energy, technology absorption and foreign exchange earnings and outgo**

Information required to be disclosed under section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is given hereunder :

##### **A) Conservation of energy:**

PI (Pithampur, Indore):

The Unit is following the recommendations of a renowned consultant, and has been able to improve the power factor and motor efficiency. The unit has replaced all the conventional lamps, chokes and other electrical equipments by power saving devices like energy efficient capacitors, CFL, electronic chokes etc. Total energy consumption and energy consumption per unit of production are given hereunder:



FORM 'A'

A POWER AND FUEL CONSUMPTION	PITHAMPUR UNIT
1. Electricity	
a. Purchase	292.96
Units (Lacs-KWH)	1593.72
Total Amount (Rs. in Lacs)	5.44
Rate/Unit(Rs.)	
b. Own Generation through DG Sets	-
2. Coal	-
3. Furnace Oil	-
4. Others/Internal Generation	20.40
5. Consumption per unit of production Electricity	

**(B) Technology absorption:**

The company has not undertaken any research and development activities and no expenditure have been incurred.

**(C) Foreign exchange earnings and Outgo:**

The total foreign exchange earned during the Current Year (including deemed export) was Rs. Nil as against the previous year of Rs. Nil lacs and outgo of Foreign exchange during the Current year was Rs 1.68 lacs as against Rs. 9.90 lacs in the previous year

**Corporate Social Responsibility (CSR)**

The provisions relating to CSR under section 135 are not applicable to the Company.

**Directors:**

**(A) Changes in Directors and Key Managerial Personnel**

During the financial year under review, Shri Satendra Singh Rawat, director of company resigned from the directorship of the company w.e.f. 14.02.16. The Board of Directors of the company placed on records for the contributions made by him during his tenure as director of company.

Shri Pawan Jagota, was appointed as Chief Financial Officer and Ms. Jyoti Gandhi was appointed as Company Secretary w.e.f 15.02.2016

Shri Alok Parasrampur (DIN00426515), Director of the company retires by rotation and being eligible offers himself for reappointment.

**(B) Formal Annual Evaluation**

The Board of Directors of the Company has decided that evaluation of the performance of the Board as a whole, Board Committees and Directors shall be carried out on an annual basis. During the year, the first Evaluation cycle was completed by the Company internally which included the Evaluation of the Board as a whole, Board Committees and Directors. The exercise was led by the Non Executive Director along with a Senior Independent Director of the Company. The Evaluation process focused on various aspects of the Board and Committees functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors on parameters such as attendance, contribution and independent judgement. The results of the Evaluation were shared with the individual directors and Chairman of respective Committees. Based on the outcome of the Evaluation, the Board and Committees have agreed on the action plan to improve on the identified parameters.

### Number of meetings of the Board of Directors

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

### Details of establishment of vigil mechanism for directors and employees

The Company has established a Whistle Blower Policy for Directors and employees to report their genuine concern. The details of the same is explained in the Corporate Governance Report.

### Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Board comprises of following members:

- |  |                        |
|--|------------------------|
| 1. Shri Sushil Anand                       | Independent Director   |
| 2. Shri Mahesh Dadhech (w.e. f 14.05.2015) | Non executive director |
| 3. Ms. Neha Rawat (w.e. f. 14.08.2015)     | Independent Director   |

### Particulars of loans, guarantees or investments under section 186

There are no loans given, guarantees issued or investments made to which provisions of Section 186 are applicable to the Company.

### Particulars of contracts or arrangements with related parties:

The company had not entered into any contract or arrangement with related parties. In view of above, disclosure in form AOC2 has not been enclosed.

### Managerial Remuneration:

The Company has not paid managerial remuneration to any director except sitting fee at the rate of Rs. 2000/- for attending each meeting of Board of Directors and any Committee thereof to independent Director/s.

### Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Board of Directors appointed Ms Rachna Lodha, Company Secretary in Practice as Secretarial Auditor to carry out Secretarial Audit of the Company for the financial year 2015-16. The Report given by her for the said financial year in the prescribed format is annexed to this Report as Annexure B. The Secretarial Audit Report contains qualification, reservation or adverse remark for which the management observation and reply are given below.

### Secretarial Audit

The deficiencies as reported in the Secretarial Audit Report are mostly rectified during the year of reporting itself and the same is acknowledged by the auditors in their report. Regarding other deficiencies such as payment of pending listing fee, it is stated that your Company is facing severe financial crunch due to closer of two units out of three units of the Company and only one unit is functional that is too on job work basis due to this it would not be possible for your Company to make the huge amount of pending listing fees. Your Company will make best of its efforts to ensure timely compliance of various provisions in future.

### Corporate Governance

Your Company re-affirms its commitment to the highest standards of corporate governance practices. Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a Management Discussion and Analysis, Corporate Governance Report and Auditors' Certificate regarding compliance of conditions of Corporate Governance are made a part of this Report.

The Corporate Governance Report which forms part of this Report, also covers the following:

- Particulars of the five Board Meetings held during the financial year under review.
- Policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management including, inter-alia, the criteria for performance evaluation of Directors.
- The manner in which formal annual evaluation has been made by the Board of its own performance and that of its Committees and individual Directors.



- (d) The details with respect to composition of Audit Committee and establishment of Vigil Mechanism.  
(e) Details regarding Risk Management.

Corporate Governance as well as the Certificate regarding compliance of conditions of corporate governance, are annexed and form an integral part of this report.

**Risk management policy**

The company has indentify various risks and taken devised various actions to mitigate the risks faced by the company.

**Particulars of Employee**

There was no employee whose remuneration was in excess of the limits prescribed under the provisions of Rules 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**Directors' Responsibility Statement**

Pursuant to the requirement under section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- i. that in the preparation of the accounts the applicable accounting standards had been followed along with proper explanations relating to material departures;
- ii. that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year under review;
- iii. that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. that the Directors have prepared the accounts on a "going concern" basis;
- v. that the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- vi. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**Acknowledgements**

Your Directors take this opportunity to express their deep gratitude to the Central Government, Government of Rajasthan, Government of Madhya Pradesh, Financial Institutions, Bankers and the shareholders for their continued co-operation and support.

For and on behalf of the Board

Place : New Delhi

Date : 12th August, 2016

Alok Parasrampur

Chairman

DIN 00426515

**"ANNEXURE A" TO THE DIRECTORS' REPORT**

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN**

**as on the financial year ended on March 31, 2016**

*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]*

**I. REGISTRATION AND OTHER DETAILS:**

1) CIN	:	L24304RJ1982PLC008646
2) Registration Date	:	24.04.1982
3) Name of the Company	:	PARASRAMPURIA SYNTHETICS LIMITED
4) Category/Sub-category of the Company	:	PUBLIC LIMITED
5) Address of the Registered office & contact details	:	SP-145, D-I, RIICO INDUSTRIAL AREA, BHIWADI, DISTRICT, ALWAR RAJASTHAN -301019
6) Whether listed company	:	YES
7) Name, Address & contact details of the Registrar & Transfer Agent, if any.	:	SKYLINE FINANCIAL SERVICES PVT. LTD. - D-153-A, FIRST FLOOR, OKHLA INDUSTRIAL AREA PHASE-1, NEW DELHI - 110 020

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

S. No.	Name and Description of main products/services	NIC Code of the Product	% to total turnover of the Company
1.	SPINNING OF MAN MADE FIBRE INCLUDING BLENDED FIBRE	13111	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Not Applicable				



IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares Held at the beginning of the year (31, March 2015)		No. of Shares held at the end of the year (31, March 2016)		% Change during the year
	Demat	Physical	Demat shares	Physical	
	Total	% of Total shares	Total	% of Total shares	
<b>A. Promoters</b>					
(1) Indian					
a. Individual/HUF	-	21,792,048	-	21,792,048	23.58%
b. Central Govt.	-	-	-	-	0.00%
c. State Govt(s)	-	-	-	-	0.00%
d. Bodies Corp.	-	-	-	-	0.00%
e. Banks/FI	-	-	-	-	0.00%
f. Any Other	-	-	-	-	0.00%
<b>Sub Total A(1):-</b>	-	21,792,048	-	21,792,048	23.58%
(2) Foreign					
a. NRIs-Individuals	-	-	-	-	0.00%
b. Other-Individuals	-	-	-	-	0.00%
c. Bodies Corporate	-	-	-	-	0.00%
d. Banks/FI	-	-	-	-	0.00%
e. Any other	-	-	-	-	0.00%
<b>Sub Total A(2):-</b>	-	-	-	-	0.00%
<b>Total (A)</b>	-	21,792,048	-	21,792,048	23.58%
<b>B. Public Shareholding</b>					
1. Institutions					
a. Mutual funds	-	323,028	-	323,028	0.35%
b. Banks/FI	-	12,303,627	-	12,293,277	13.31%
c. Central Govt	-	-	-	-	0.00%
d. State Govt(s)	-	-	-	-	0.00%
e. Venture Capital Funds	-	-	-	-	0.00%
f. Insurance Companies	-	-	-	-	0.00%
g. FIs	-	138,066	-	138,066	0.15%



H. Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	0.00%	0.00%
I. Others (Specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	0.00%	0.00%
<b>Sub-Total (B) (1):-</b>	-	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	12,764,721	13.80%	13.80%	0.08%
<b>2. Non-institutions</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
a. Bodies Corporate	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
i) Indian	-	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	20,671,103	22.38%	22.38%	0.05%
ii) Overseas	-	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	727,090	0.79%	0.79%	0.00%
b) Individuals	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	-	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	17,628,245	19.08%	19.08%	5.93%
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	-	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	18,142,497	19.63%	19.63%	5.76%
c) Other (specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Non Resident Indians</b>	-	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	680,067	0.74%	0.74%	0.00%
<b>Overseas Corporate Bodies</b>	-	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	1,534	0.00%	0.00%	0.60%
<b>Foreign Nationals</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	0.00%	0.00%
<b>Clearing Member</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	0.00%	0.00%
<b>Trusts</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	0.00%	0.00%
<b>Foreign Bodies-D R</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	0.00%	0.00%
<b>Sub total (B) (2):-</b>	-	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	57,850,536	62.60%	62.62%	0.02%
<b>Total Public (B)</b>	-	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	70,615,257	76.42%	76.42%	0.00%
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00%	0.00%	0.00%
<b>Grand Total (A+B+C)</b>	-	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	92,407,305	100.00%	100.00%	0.00%



(ii) Shareholding of Promoters

SN.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	SANJAY PARASRAMPURIA	3050658	3.30%	100%	3050658	3.30%	100%	0.00%
2	ALOK PARASRAMPURIA	2867118	3.10%	100%	2867118	3.10%	100%	0.00%
3	OMPRAKASH PARASRAMPURIA	2530713	2.74%	100%	2530713	2.74%	100%	0.00%
4	SHALINI PARASRAMPURIA	2281906	2.47%	100%	2281906	2.47%	100%	0.00%
5	RATANLAL PARASRAMPURIA	2180445	2.36%	100%	2180445	2.36%	100%	0.00%
6	SUSHILADEVI PARASRAMPURIA	2073535	2.24%	100%	2073535	2.24%	100%	0.00%
7	SHREERUJA PARASRAMPURIA	1829750	1.98%	100%	1829750	1.98%	100%	0.00%
8	OMPRAKASH PARASRAMPURIA HUF	1221781	1.32%	100%	1221781	1.32%	100%	0.00%
9	GAYATRIDEVI PARASRAMPURIA	1137492	1.23%	100%	1137492	1.23%	100%	0.00%
10	RATANLAL PARASRAMPURIA HUF	1087983	1.18%	100%	1087983	1.18%	100%	0.00%
11	AKSHATH PARASRAMPURIA	943802	1.02%	100%	943802	1.02%	100%	0.00%
12	DEVANSHA PARASRAMPURIA	450000	0.49%	100%	450000	0.49%	100%	0.00%
13	KUMARI RIDHI PARASRAMPURIA	116812	0.13%	100%	116812	0.13%	100%	0.00%
14	UPASNA PARASRAMPURIA	19421	0.02%	100%	19421	0.02%	100%	0.00%
15	ALOK PARASRAMPURIA HUF	632	0.00%	100%	632	0.00%	100%	0.00%

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year				0.00%		0.00%
	Changes during the year	<b>THERE IS NO CHANGE IN THE PROMOTERS' SHAREHOLDING</b>					
	At the end of the year				0.00%		0.00%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Goldmine Fintrade Ltd			4,237,242	4.59%	4,237,242	4.59%
2	Goodwill Enterprises Ltd			4,115,515	4.45%	4,115,515	4.45%
3	Unit Trust of India			3,108,101	3.36%	3,108,101	3.36%
4	Birla Global Finance Limited			2,760,000	2.99%	2,760,000	2.99%
5	Parasrampur Credit & Investment Limited			2,628,469	2.84%	2,628,469	2.84%
6	The Industrial Credit & Investment Corporation of India			2,491,000	2.70%	2,491,000	2.70%
7	HDFC Bank Ltd			538,100	0.58%	538,100	0.58%
8	Sepoint Limited			727,090	0.79%	727,090	0.79%
9	National Insurance Co. Ltd.			500,000	0.54%	500,000	0.54%
10	Industrial Finance Corporation of India			423,387	0.46%	423,387	0.46%

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Alok Parasrampur			2,867,118	3.10%	2,867,118	3.10%
2	S.K Anand			457	0.00%	457	0.00%
3	Mahesh Dadheech			500	0.00%	500	0.00%



**V. INDEBTEDNESS**

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	52147.90	2569.38	-	54717.28
ii) Interest due but not paid	108678.74	4546.57	-	113225.31
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>160,826.64</b>	<b>7,115.95</b>	<b>-</b>	<b>167,942.59</b>
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	52147.90	2569.38	-	54717.28
ii) Interest due but not paid	108678.74	4546.57	-	113225.31
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>160,826.64</b>	<b>7,115.95</b>	<b>-</b>	<b>167,942.59</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (Rs/Lac)
	Name		
	Designation		
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	No Remuneration has been paid during the year	
2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others, specify		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Mr S K Anand	-	-	-
	Fee for attending board committee meetings	0.16	-	-	0.16
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	0.16	-	-	0.16
2	Other Non-Executive Directors				
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	0.16	-	-	0.16
	Total Managerial Remuneration	0.16			0.16
	Overall Ceiling as per the Act				

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs/Lac)
		CEO	CFO	CS	
	Designation				
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	0.61	0.27	0.88
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify				
5	Others, please specify	-	-	-	-
	Total		0.61	0.27	0.88

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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



Form No. MR-3

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2016**

*[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies*

*(Appointment and Remuneration Personnel) Rules, 2014]*

To,

**THE MEMBERS,**

**PARASRAMPURIA SYNTHETICS LIMITED**

**SP 145-D-I, RIICO INDUSTRIAL AREA,**

**BHIWADI, RAJASTHAN- 301019**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Parasrampur Synthetics Limited (hereinafter called the company)**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on 31st March, 2016, **not complied with the statutory provisions** listed hereunder and also that the Company has some none compliance in respect to Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter in Annexure II:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under (**shares Being in Physical form**);
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**No event took place during the financial year under review**);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (up to May 14, 2015) and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective May 15, 2015);
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Company has not issued any further share capital during the financial year under review**);
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (**No events took place during the financial year under review**);
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Company has not issued and listed any debt securities during the financial year under review**);

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009(Company has not delisted/ proposed to delist its equity shares during the financial year under review); and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.) (Company has not bought back/ proposed to buy back any of its securities during the financial year under review);
- (vi) Other laws applicable to the Company as per the representations made by the Company

We have also examined compliance in respect of applicable clauses of the following:-

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. Applicable since 1st July 2015
- (ii) The Listing Agreements entered into by the Company with BSE Ltd, Stock Exchange, read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, effective from December 2015.

During the period under review the Company has generally complied with the provisions of the above Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to the non compliances and observations as given in Annexure II:

**We further report that**

The Board of Directors of the Company was duly constituted with proper balance of executive directors, non executive directors and independent directors except that there was delay in appointing independent and women director on the Board of directors of the company. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

**We further report that** as per the records placed before us, there exist systems and processes in the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. However, these systems needs to be further strengthened to be effective for ensuring compliances.

**We further report that** during the audit period of the company there has been no any specific events/ actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards.

**We further report that** this report is to be read with my letter of even date which is annexed as Annexure I and observations in Annexure II, which forms an integral part of this report.

**(RACHNA LODHA)**

**Practising Company Secretary**

**Membership No: ACS 28468**

**Certificate of Practice No: 10391**

**PLACE: NEW DELHI**

**DATE : 12 August, 2016**



Annexure I

(Forms an integral part of the to the Secretarial Auditors Report)

To,

The Members,  
Parasrampur Synthetics Limited  
SP 145-D-I, RIICO Industrial Area,  
Bhiwadi, Rajasthan- 301019

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial record and Books of Accounts of the company since the same have been subject to review by Statutory Auditor and for observations, qualification remarks on financial accounts, auditors report may be referred with.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

(RACHNA LODHA)

Practising Company Secretary

Membership No: ACS 28468

Certificate of Practice No: 10391

PLACE: NEW DELHI

DATE : 12 August, 2016



## Annexure II

(Forms an integral part of the to the Secretarial Auditors Report)

During the period under review the Company has not complied with the following provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned below:

1. During the year under review, there is the some delay and non compliance of section 149(4) and 177 of the Companies Act 2013. The Company had appointed second independent director on August 14, 2015.
2. During the year under review, there is the some delay and non compliance of section 121(1) of the Companies Act, 2013 and Rule 31(2) of Companies (Management and Administration) Rules, 2014, Company had generally filed various forms in time except one of the form MGT-15 was filed thirty days late with additional fee.
3. During the year under review, there is the some delay and non compliance of section 149 (1) of the Companies Act, 2013, the company had appointed woman director on August 14, 2015, being delay in appointment of women director.
4. During the year under review, there is the some delay and non compliance of section 203 of the Companies Act, the Company had appointed CFO and Company Secretary as KMP on February 15, 2016, there being delay in appointment of CFO and Company Secretary as KMP.
5. Under clause 41 of the listing agreement, company had not filed quarterly financial results along with limited review report for the quarter ended June 30, 2015.
6. The Company has not filed shareholding pattern under clause 35 of listing agreement with stock exchange for the first and second quarter of year 2015.
7. Under Regulation 55A (1) of SEBI (Depositories and Participants) Regulations, 1996, the company has not uploaded reconciliation of share capital with stock exchange during the financial year.
8. Under clause 38 of the listing agreement regarding payment of listing fee, company has not paid the listing fees to the stock exchange.
9. Under clause 49 of the listing agreement, company had not filed quarterly corporate governance report for the quarter ended on 30th June 2015.
10. Under Clause-19 and 20 of listing Agreement, company had not filed outcome of board meeting held on 30.06.2015.
11. Company had not uploaded various information/disclosures on company's website.
12. Under regulation 30 of the SEBI (LODR) 2015, intimation to the stock exchange in respect of resignation of director Mr. Satendra Singh Rawat had been filed late.
13. Regarding the Details of defaults and frauds committed during the year audited financial Accounts of the company may be referred to.

(RACHNA LODHA)

Practising Company Secretary

Membership No: ACS 28468

Certificate of Practice No: 10391

PLACE: NEW DELHI

DATE : 12 August, 2016



## CORPORATE GOVERNANCE REPORT

As required by the Reg. 34 of SEBI (Listing Obligations & Disclosure Requirements read with Schedule V of these Regulations, a report on "Corporate Governance" is as under:

### 1. Board of Directors

- a) During the current year the Board of Directors of the Company consists of 5 Directors including 1 Promoter Director, 2 Independent Director, and 2 Non Executive Directors, out of which one Non Executive Director resigned during the year. The Composition of the Board and other relevant information are provided here below:

Name of Director	Designation	Category	No. of Meetings held 01-04-15 to 31-03-16	No. of Meetings Attended	No. of Other Director ship	Attendance at last AGM
Shri Alok Parasrampur	Managing Director	Promoter	Five	Five	Two	Yes
Shri Sushil Anand	Director	Independent	Five	Five	None	Yes
Shri Mahesh Dadheech	Director	Non-Executive Director	Five	Five	Four	Yes
Shri Satendra Singh Rawat (till 14.02.2016)	Director	Non-Executive Director	Five	Four	Three	Yes
Ms. Neha Rawat (w.e.f. 14.08.2015)	Director	Independent	Five	Three	None	No

- b) The Dates of Board Meetings held during 1st April, 2015 to 31st March, 2016 are as under:  
14th May 2015, 30th June 2015, 14th August, 2015, 14th November, 2015 & 15th February, 2016.

### 2. Audit Committee

The Audit Committee had its Four meetings on 30th June, 2015, 14th August, 2015, 14th November, 2015, 15th February, 2016. The relevant details of Audit Committee of Board of Directors of the Company is as under:

Name of Director	No. of Meetings held 1.04.15 to 31.03.16	No. of Meetings Attended
Shri Alok Parasrampur	Four	Four
Shri Sushil Kumar Anand	Four	Four
Ms. Neha Rawat(w.e.f 14.08.2015)	Four	Three

### 3. Remuneration Committee

The Remuneration Committee of the Board comprises of following members:

- Shri Sushil Kumar Anand Independent Director
- Shri Mahesh Dadheech (w.e.f. 14.05.2015) Non Executive Director
- Ms. Neha Rawat (w.e.f 14.08.2015) Independent Director

The details of managerial remuneration paid during the year are given here below:

	Year ended 31.03.2016 (Rs.in Lacs)	Year ended 31.03.2015 (Rs.in Lacs)
Salary	Nil	Nil
Contribution to P.F.	Nil	Nil

The Company has not paid managerial remuneration to any Director except sitting fee at the rate of Rs.2000/- for attending each meeting of Board of Director and any Committee thereof to independent Director/s.

#### 4. Shareholders Grievance Committee

The Shareholders Grievance Committee of the Board comprises of following members:

1. Shri Mahesh Dadheech w.e.f 14.08.2015 Non executive director
2. Shri Sushil Kumar Anand Independent Director
3. Shri Alok Parasrampuriah till 14.08.2015 Executive director

The Company maintains a fully computerized Secretarial Department, which looks after the Redressal of Shareholders Grievances through active support from its' Registrar:

**M/S Skyline Financial Services Pvt. Ltd.**

**D-153 A/1st Floor, Okhla Indl. Area,**

**Phase-I, New Delhi-110020**

During the year the Company received nil complaint through the office of registrar however the company received 3 complaints through SCORES and all were duly replied to the satisfaction of the investor and SEBI.

#### 5. General Body Meeting

The Company holds its Annual General Meeting regularly in accordance with the provisions of the Companies Act, 2013 and the listing agreement of the Stock Exchanges.

The details of last three Annual General Meeting are as under:

Date of A.G.M.	Day	Location	Time
27th June, 2013	Thursday	SP-145, D-I, RIICO Industrial Area, Bhiwadi Dist. Alwar, Rajasthan. Pin - 301019	10.30A.M.
30th September, 2014	Tuesday	SP-145, D-I, RIICO Industrial Area, Bhiwadi Dist. Alwar, Rajasthan. Pin - 301019	10.30A.M.
30th September, 2015	Wednesday	SP-145, D-I, RIICO Industrial Area, Bhiwadi Dist. Alwar, Rajasthan. Pin - 301019	10.30A.M.

No special Resolutions were required to be put through the postal ballot.

#### 6. Means of Communications

As required under the Listing Agreement of Stock Exchange the Company provides Copy of the financial results to Stock Exchanges.

#### 7. Disclosures

- a) The Directors regularly make full disclosure to the Board regarding nature of their interest in the companies in which they are directors or members. Full particulars of contracts or transactions, in which directors are directly or indirectly concerned or interested are entered in the register of contract being maintained by the Company u/s 189(1) of the Companies Act, 2013 and the same is placed before the Board at every meeting.
- b) There is no materially significant pecuniary or business transaction of the Company with its Promoters, Directors or relatives etc, except as stated above, that may have potential conflict with the interest of the company at large.
- c) The Company is a sick industrial unit and in compliance with the Sick Industrial Companies (Special Provision) Act, 1985 have got its reference registered with the Hon'ble BIFR.
- d) There have not been any instances of penalties imposed on the Company on any matter relating to capital markets during the last three years. However, the Delhi Stock Exchange is holding back security Deposit of Rs. 17.45 lacs, which was deposited by the Company against the Right Issue of 1996, on account of non-payment of debenture interest and redemption amount.



8. General Information for Shareholders

1. Annual General Meeting

Date (Day)	Thursday, 29th September, 2016
Time	10.30 A.M.
Venue	SP-145, D-I, RIICO Industrial area, Bhiwadi, Dist. Alwar, Rajasthan. Pin - 301019.

2. Book Closure

24th September, 2016 to 29th September, 2016  
(both Days inclusive)

3. Address for Investors'

Correspondence/Share Transfer

SP-145, D-I, RIICO Industrial area, Bhiwadi, Dist. Alwar, Rajasthan-301019 OR  
Registrar and Share Transfer Agent.  
M/sSkyline Financial Services P. Ltd. D-153 A/1st Floor, Okhla Indl. Area, Phase-I, New Delhi - 110020.

4. Listing of shares

The shares and other securities of the Company are listed at the Bombay Stock Exchange.

Market price of shares.

Since the trading remained suspended, no transaction in the shares of the company has been reported at any of the Stock Exchanges, therefore market data of price of the shares is not available.

9. Distribution of Shareholding.

Distribution of Shareholding as on 31st March, 2016 is as under:

Share holding of nominal value of		Share holders		Face value of shares held	
Rs.	Rs.	Number	% of total	(In Rs.)	% of total
Upto	5000	32791	80.3	66747440	7.22
5001	10000	4991	12.22	39835500	4.31
10001	20000	1547	3.79	24269160	2.63
20001	30000	492	1.20	12348090	1.34
30001	40000	136	0.33	5011090	0.54
40001	50000	291	0.71	14269790	1.54
50001	100000	217	0.53	17429270	1.89
100001	& above	370	0.97	744162710	80.53
<b>Total</b>		<b>40835</b>	<b>100</b>	<b>924073050</b>	<b>100</b>

10. Shareholding pattern

Equity capital structure of the Company as on 31st March, 2016 is as under :

Category	No. of Shares held	% of Equity Capital
Promoters	21792048	23.58
Mutual Funds	323028	0.35
Financial Institutions/ Banks	12293277	13.30
Foreign Financial Institutions	138066	0.15
Bodies Corporate	20681453	22.38
Overseas Bodies Corporate	728624	0.79
Non-resident Individual	680067	0.74
Resident Individual	35770742	38.71
<b>Total</b>	<b>92407305</b>	<b>100.00</b>

## 11. Dematerialisation of Shares

There has not been any transaction in the shares of the Company during the last Four years at any Stock Exchange. The Company also did not receive any request from any shareholder to show their intention to hold the shares in Dematerialised form. Therefore, the Company had not gone ahead with the dematerialisation process..

12. **Registered Office** SP-145, D-I, RIICO Industrial Area, Bhiwadi, Dist. Alwar, Rajasthan-301019.
13. **Delhi Office** A-43 LGF Panchsheel Vihar New Delhi -110 017.
14. **Plant** SP-145, D-I, RIICO Industrial Area, Bhiwadi, Dist. Alwar, Rajasthan-301019.  
Plot No.423-432, Sector-III, Pithampur,  
Distt. Dhar (M.P.)
15. **Recommendations (Non-Mandatory) of SEBI** The company has not adopted Non-Mandatory requirements.
16. **Certificate from** Certificate from the Managing Director of the company in terms of Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 with the Stock Exchange for the financial year ended 31/03/2016 was placed before the Board in their meeting held on 12<sup>th</sup> August, 2016.

For and on behalf of the Board

Place : New Delhi  
Date : 12<sup>th</sup> August, 2016

Alok Parāsrampurīa  
Chairman

## MANAGEMENT DISCUSSION AND ANALYSIS

### FINANCIAL PERFORMANCE

The discussion on financial performance of the Company is covered in the Directors' Report.

### CURRENT OUT LOOK

PSL (Bhiwadi), the polyester filament yarn unit of the Company remained close with insufficient resources at its disposal and insignificant margins in the POY industry.

The other Unit of the Company, at Pithampur is working on job work basis because there is inadequacy of working capital funds and also there is no support from the Banking system.

The Company was declared a sick Company by the Hon'ble BIFR but on the Miscellaneous Application moved by ARCIL one of the secured creditors, the reference of the Company was abated on the ground that the action under SARFASI Act has been taken against the Company. The Company has filed a fresh reference with Hon'ble BIFR and same was registered as case no 12/2011 this reference of the company has been rejected and thereafter the Company as per the directions of the AAIFR modified its balance sheet for the year 2012-13 and filed a fresh reference and the same was registered as Case no: 67/2013 and proceeding are on before BIFR in the matter.. The Company hopes that a suitable financial restructuring shall be agreed upon between the Company, its lenders and creditors till then the Management does not foresee any significant improvement in its financials.

### Opportunity & Threats:

The products of the Company are well established in the market and the Management does not perceive any threat specific to its products. However, in the present context the capacities of the unit of the Company are too insignificant to compete in the international markets. Due to bad financial condition, the Management is certainly not in a position to avail of the benefits of the opportunities coming its' way.

### Internal Control Systems & Adequacy:

The Company has adequate internal control systems in commensuration with its size and nature of business. The Management has overall responsibility for the Company's internal control system to safeguard the assets and to ensure reliability of financial records.

The Board of Directors has its Audit Committee, which reviews all financial statements and ensures adequacy of internal control system.



**AUDITORS' CERTIFICATE ON COMPLIANCE OF  
CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT(S)**

To The Members of Parasrampur Synthetics Limited,

We have examined the compliance of conditions of Corporate Governance by Parasrampur Synthetics Limited ('the company') for the year ended 31 March, 2016, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of 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 statement of the company.

On the basis of our review and according to the information and explanations given to us, the conditions of corporate governance as stipulated in corporate governance under SEBI with the stock exchanges have been complied with by the company except with the following subject matter containing in para I to VI below:-

- I. That the company has not complied with the provision of section 149(1) of Companies Act 2013, regarding appointment of women director during the period from 01.04.2015 to 13.08.2015. The company has appointed women director on 14.08.2015.**
- II. That the company has not complied with the provision of section 149(3) of the Companies Act, 2013 regarding appointment or having at least 1/3rd of total number of directors as independent directors till 13.08.2015. Whereas wef 14.8.2015, the board appointed one more independent director to make the compliance.**
- III. That the company has not complied with the provision of section 177(2) of Companies Act, 2013, which require constitution of audit committee to have minimum three directors with independent director forming majority, this default continued till 13.08.2015 and on 14.08.2015 the audit committee was reconstituted as per the provision of section 177(2).**
- IV. That the company has not complied with the provision of section 203(1) (2) of Companies Act, 2013 regarding appointment of CFO as KMP for listed company. This default was rectified on 15.02.2016.**
- V. That the company is in default in filing quarterly financial results and corporate governance report with stock exchange for the quarter ended 30.06.2016.**
- VI. That no investor grievance(s) is/are pending for a period exceeding one month against the company as per the records maintained by the Shareholders Grievance Committee. However in respect of complaints received from debenture-holders for non-payment of redemption amount and interest due on debentures, the reply of the company are not satisfactory as the company is not able to make any payment against these amounts.**

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 Jain Raj Associates  
(Chartered Accountants)  
FRN 007535N

Place: New Delhi  
Date : 12<sup>th</sup> August, 2016

(CA P. K. Jain)  
Partner  
(M.No. 86396)

## **INDEPENDENT AUDITORS' REPORT**

**To the Members of Parasrampuriah Synthetics Limited**

**Report on the financial statements**

We have audited the accompanying standalone financial statements of Parasrampuriah Synthetics Limited ('the company') which comprises the balance sheet as at 31st March 2016 and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the standalone Financial Statement.**

The Company's Board of Directors for the matters stated in sub-section 5 of section 134 of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true & fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the accounting standard specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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 standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under sub-section 10 of Section 143 of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

### **Basis of Adverse Opinion:**

1. Refer Note 20.04 regarding non-compliance of Accounting Standard AS 15 "Employees Benefits (revised)" to the extent of non provision of leave encashment and inadequate provision for gratuity without ascertaining actuarial valuation;
2. Refer Note No. 20.05 regarding non-provision of pre- lease charges for the year of Rs 10684.03 lacs,
3. Refer Note No. 20.07 regarding non-provision of interest on debentures, Inter Corporate Deposits, suppliers outstanding, and lease rental dues for the year of Rs 13243.04 lacs;
4. Refer Note no. 20.08 regarding non-provision of Import Duty of Rs 780.65 lacs, becoming due in earlier years,
5. Refer Note No.20.21(d) non-provision of interest on loan liabilities, demurrage and insurance charges relating to imported machinery lying at port of Rs.349813.23 lacs, Rs.106.97 lacs and Rs.118.34 lacs respectively,



6. Interest and pre lease liabilities reported at Rs 1,13,225.31 lacs and other liabilities for project including abandoned project reported as Rs.2158.60 lacs, being stated lower by Rs 373965.61 lacs, Rs 2016524.20 lacs (including 1642783.91 lacs of interest and pre lease liabilities of earlier years) and Rs. 3029.03 lacs respectively, balance of fixed assets (gross) reported at Rs 39116.34 lacs being stated lower by Rs 59182.18 lacs, accumulated losses reported at Rs 166544.35 lacs being stated lower by Rs 2016909.48 lacs and other payable reported at Rs 48290.38 lacs being stated lower by Rs 780.65 lacs;
7. Non compliance of Accounting Standard AS - 28 "Impairment of Assets" to the extent the management is unable to ascertain the impact of such impairment owing to its inability to determine the value in business and/or net realizable values;
8. Refer Note No. 20.10 regarding part recovery of Rs 13,554.76 lacs from debtors by way of purchase of land and building in earlier period. The Management is of the view that the value at which the said properties had been acquired is fair as the same were valued by Government approved valuer. We express our inability to comment on the same in the absence of current valuation and any variance which may arise in future on realization;
9. Refer note No 20.11(c) regarding Capital Work in Progress and pre-operative Expenses amounting to Rs 20788.11 lacs relating to abandoned project. We are unable to comment on the realiseability and subsequent loss that may arise in due course especially in view of accidental fire at port;
10. Refer Note No. 20.20 (a), in view of company's reference pending before Hon'ble BIFR and in expectancy of reliefs and concessions in the form of restructuring of terms loan liabilities & interest waivers, the management being of the view that Company's financial position will improve, the accounts have been prepared on going concern basis. Whereas the circumstances demonstrates otherwise, therefore we are unable to comment on the assumption of going concern;
11. Refer Note No.20.14 regarding non confirmation of balances with customers, suppliers, other creditors, recoverable advances, loans from financial institutions & banks and working capital facilities from various banks and by bank for fixed deposits lying with them for renewal, consequential impact of which cannot be determined at this stage;

**Adverse Opinion:**

In our opinion, because of significance of the matter described in para 1 to 11 of Basis of Adverse Opinion and due to the cumulative impact being unascertainable, therefore the aforesaid financial statements do not give a true and fair view in conformity with the accounting principles generally accepted in India :

- (a) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March 2016;
- (b) In the case of Statement of Profit & Loss, of the loss for the year ended on that date; and
- (c) In the case of Cash Flow Statement, of the cash flows for the year ended on that date

**Emphasis of Matter:**

1. Refer Note No. 1.1 & 1.2 relating to non-redemption of preference Shares and Note No. 5.7 regarding non-creation of debenture redemption reserve;
2. Refer note No.20.03 regarding non-renewal of insurance policies on Fixed and Current Assets expired in earlier years, resulting in contravention of provision contained in respective loan agreements with secured lenders;
3. Refer Note No 20.21(a) regarding disposal of assets of khushkhera units by ARCIL;

**Report on Other Legal and Regulatory Matters**

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the central government of India in terms of sub section (11) of section 143 of the Act, we enclose in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the said Order.
2. As required by sub section (3) of section 143 of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.



- b) In our opinion, proper books of account, as required by law, have been kept by the Company so far as appears from our examination of those books except those stated in our opinion paragraph;
- 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 aforesaid standalone financial statement comply with the accounting standards specified under section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014 except AS 15 and AS 28.
- e) The Company had defaulted in redemption of debentures and payment of interest thereon on due dates resulting into disqualification of directors as per section 164 of the Companies Act, 2013.
- f) With respect to adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- g) With respect to other matters to be included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to explanation given to us:
  - a. The company has not disclosed the impact of pending litigations on its financial position in the financial statements.
  - b. The company has not made any provision, as required under the applicable law or accounting standards, for material foreseeable losses.
  - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

**For Jain Raj Associates**  
*(Chartered Accountants)*  
FRN 007535N  
**(CA. P.K. Jain)**  
*Partner*  
(M.No. 86396)

Place: New Delhi

Date : May 30th, 2016



Annexure-A to the Independent Auditors' Report

(Referred to in our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) All the assets have not been physically verified by the Management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification. As regards Plant & Machinery and equipment lying at Custom warehouse partly damaged by fire as reported by CWC, we have been informed that they are still under the charge of Court Receiver appointed by the Hon'ble Bombay High Court (refer Note No.20.11).
- (c) According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company, except the following:-

Particulars	Amt. (as per Balance sheet)	Remarks
Free hold land at Silvasa	220.77 Lacs	The company had only "Agreement to sell" in its name.

- (ii) (a) The inventory has been physically verified during the year by the Management. In our opinion, the frequency of verification is reasonable.
- (b) 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) On the basis of our examination of the records of inventory, we are of the opinion that the Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been suitably adjusted in the books of account.
- iii) (a) According to the information and explanations given to us, the Company has not granted loans, secured or unsecured, to companies, firms and other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- (b) According to the information and explanations given to us, the Company has not taken any loans, secured or unsecured, from companies, firms and other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- (c) Since there are no such loans, the comments regarding terms & conditions, repayment of the principal amount & interest thereon and overdue amounts are not required.
- iv) According to the information and explanation given to us, The Company has not granted any loan to its directors (whether directly or indirectly) neither made any investment nor given any guarantee and security during the year on behalf of others. However, the guarantee given by the company as shown in note 20:01 has been made before making any default in repayment of deposits as well as before commencement of the Act.
- v) The Company has not accepted any deposits from the public during the year in accordance with the provision of section 73 to section 76 of the Act and the rules framed there under.
- vi) In respect of activities of the Company covered by the Order issued by Central Government under section 148(1) of the Companies Act, 2013, for maintenance of cost records, we have relied upon the Cost Audit Report and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained.
- (vii) (a) *As per the books and records examined by us and information & explanations given to us, the company has not been regular in depositing the undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues, wherever applicable, with the appropriate authorities.*

The arrears on account of such dues relating to Provident fund, Employees State Insurance, TDS, sales tax, Excise duty & outstanding at the end of financial year for a period of more than six months from the date they became payable are Rs.65.36 lacs, Rs.65.34 lacs, Rs.11.29 lacs, Rs.132.89 lacs, & Rs. 146.02 lacs respectively.

- (b) According to the information and explanations given to us and as per the books and records examined by us, the dues of sales tax, entry tax, purchase tax, wealth tax, Service Tax, excise duty, custom duty & cess which have not been deposited on account of any dispute and the forum where the dispute is pending are as under:

S. NO	STATUS	NATURE OF LIABILITY	AMOUNT NOT DEPOSITED (Rs. In lacs)	YEAR TO WHICH IT PERTAINS	FORUM IN WHICH DISPUTES IS PENDING
01.	Custom Duty Act, 1962	Custom Duty	57.20	2003-2004	Hon'ble Supreme Court
02.	State Sales Tax Act, 1944	Entry Tax/ Sales Tax	95.80 27.94 6.44 8.44 7.59 347.17	2002-2003 2003-2004 2004-2005 2005-2006 2006-2007 2007-2008	Appellant Board Bhopal Appellant Board Bhopal D.C. Appeal, Indore D.C. Appeal, Indore Appellant Board Bhopal D.C. Appeal, Alwar
03.	Central Excise Act, 1944	Excise Duty	485.96	2001-2002 2005-2006	Commissioner, Indore
04.	Central Excise Act, 1944	Differential Duty	23.20	2002-2003	Hon'ble Supreme Court
05.	Sales Tax, Act, 1994	Sales Tax	0.37	1998-1999	Asstt. Sales Tax Officer-IV
06.	Central Excise Act, 1944	Excise Duty	3628.40	2002-2003	Special Leave Petition is pending before Hon'ble Supreme Court
07.	Central Excise Act, 1944	Excise Duty (T&TA)	51.26	2007-2008	AGMP Gwalior-protective SCN- based on audit objection
08.	Central Excise Act, 1944	Excise Duty	122.04	2007-2008 2008-2009	CESTAT, New Delhi
09.	FEMA, 1973	Foreign Exchange	1003.00	2003-2004	Hon'ble High Court Delhi
10.	FEMA, 1973	Foreign Exchange	78.60	2004-05	Tribunal Enforcement Directorate
11.	Central Excise Act, 1944	Excise Duty	33.64	2000-01	Matter Pending before Hon'ble Rajasthan High Court
12.	Central Excise Act, 1944	Demand about effective rate of duty	18.50	2000-01	Matter Pending before CESTAT
13.	Central Excise Act, 1944	SLP against the order of CESTAT - Rajasthan High Court	404.36 408.29 15.03 2.00	July 04 to March 09 100% penalty Demand Penalty	Matter Pending before Hon'ble Supreme Court
14.	Central Excise Act, 1944	Cenvat	17.17	Khushkhera unit	Department has filed SLP in Supreme Court
15.	Central Excise Act, 1944	Cenvat	10.43	Khushkhera Unit	Department has filed SLP in Supreme Court

Parasrampur  
Synthetics Limited



(viii) The company has defaulted in repayment of dues to financial institutions, banks and debenture holders. The period of default and the amounts involved along with the first date of defaults are as under:

(Rs. in lacs)

INSTITUTIONS/ BANKS	RUPEE TERM LOAN & FOREIGN CURRENCY LOAN	NCD / DEBENTURES	WORKING CAPITAL LOAN	UNSECURED LOAN	FIRST DATE OF DEFAULTS
IDBI	5613.26				30.06.97
ICI	8850.35				30.06.97
ICICI	6320.14				30.06.97
RIICO	87.44				30.06.97
SCICILTD	2963.75				30.06.97
AXIS BANK	950.00				30.06.97
PNB	2986.96				30.06.97
CANARA BANK	1092.02				30.06.97
S.B.B.J	58.98				30.06.97
S.B.I(HOMEFINANCE)	369.08				30.06.97
SBOP	785.59				30.06.97
NCD (14%) Series A		1200.00			Refer below
NCD (14%) Series B		1016.79			Refer below
NCD (15%) Series C		1300.00			Refer below
NCD (17.5%) Series D		1513.20			Refer below
UTI (17.5%) Series E		700.00			Refer below
CANARA BANK			4025.16		30.06.97
S.B.B.J			520.49		30.06.97
P.N.B			3103.93		30.06.97
BANK OF BARODA			1006.88		30.06.97
S.B.T			604.42		30.06.97
S.B.O.P			1814.38		30.06.97
AXIS BANK			1009.66		30.06.97
NOVA SCOTIA			3199.91		30.06.97
I.R.B.I.			500.00		30.06.97
S.B.O.T.			555.60		30.06.97
I.D.B.I.				353.35	30.06.97
BANQUE INDOSUZI				448.29	30.06.97
S.I.D.B.I				131.28	30.06.97
U.T.I.				400.00	30.06.97

DEBENTURES HOLDERS	NCD DEBENTURES	FIRST DATE OF DEFAULTS
SERIES A	280.00	25.12.97
SERIES A	280.00	25.12.98
SERIES A	280.00	25.12.99
SERIES A	52.50	08.01.98
SERIES A	52.50	08.01.99
SERIES A	52.50	08.01.00
SERIES A	8.75	04.04.98
SERIES A	8.75	04.04.99
SERIES A	8.75	04.04.00

DEBENTURES HOLDERS	NCD DEBENTURES	FIRST DATE OF DEFAULTS
SERIES A	70.00	10.03.98
SERIES A	70.00	10.03.99
SERIES A	70.00	10.03.00
SERIES A	8.75	31.08.98
SERIES A	8.75	31.08.99
SERIES A	8.75	31.08.00
SERIES B	323.54	04.04.98
SERIES B	323.54	04.04.99
SERIES B	369.71	04.04.00
SERIES C	945.00	31.01.99
SERIES C	420.00	17.04.99
SERIES D	529.62	21.01.99
SERIES D	529.62	21.01.00
SERIES D	529.62	21.01.01
SERIES E	700.00	25.02.99

Company has also defaulted in payment of interest in respect of abovementioned loans to financial institutions, Banks and Debentures Holders and the same is continuing till 31st March 2016. The above liabilities are net off of an amount of Rs.2006.92 lacs which has been adjusted from the loan liabilities of IFCI and SBI Home Finance Ltd in pursuance of sale certificate issued by ARCIL under the SARFAESI Act. Further the change in the name of lenders, due to assignment to such loan liabilities, has not been incorporated.

- ix) According to the information and explanation given by the management, the company has not raised any money of initial public offer/ further public offer.
- x) During the course of our examination of the books and records of the company carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud on or by the company, noticed and reported during the year, nor have we been informed of such case by the management.
- xi) Since no remuneration is paid to any managerial person, therefore the provision of section 197 read with Schedule V to the Companies Act, 2013 shall not applicable to the company and hence not commented upon.
- xii) In our opinion, the company is not a nidhi company. Therefore the provision of clause 3(xii) of the order is not applicable to the company and hence not commented upon.
- xiii) According to the information and explanation given by the management, the company has not entered into any contract with the related parties, therefore the provision of the section 188 shall not applicable to the company and hence not commented upon.
- xiv) According to the information and explanation given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirement under clause 3(xiv) are not applicable to company and not commented upon.
- xv) According to the information and explanation given by the management, the company has not entered into any non-cash transactions with directors or person connected with him.
- xvi) According to the information and explanation given by the management, the provision of section 45-IA of Reserve Bank of India Act, 1934 are not applicable to the company.

**For Jain Raj Associates**  
(Chartered Accountants)  
FRN 007535N

(CA. P. K. Jain)  
Partner  
(M.No. 86396)

Place: New Delhi  
Date : May 30<sup>th</sup>, 2016



Annexure "B" to the independent auditor's report of even date on the standalone financial statements of Parasrampur Synthetics Limited.

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

We have audited the internal financial controls over financial reporting of Parasrampur Synthetics Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Qualified Opinion**

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified in the operating effectiveness of the Company's internal financial controls over financing reporting as at March 31, 2016:

- I. Deficiencies in the ERP system with respect to modification of transactions.**
- II. Non confirmation of balances with customers, suppliers, other creditors, recoverable advances, loans from financial institutions & banks and working capital facilities from various banks.**
- III. Inadequate control over the statutory liabilities resultant into delay in payment of statutory dues:**

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis

In our opinion, the company has, except for the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2016 standalone financial statements of the Company, and these material weaknesses have affected our opinion on the standalone financial statements of the Company and we have issued an adverse opinion on the standalone financial statements of the company.

**For Jain Raj Associates**  
**(Chartered Accountants)**

**FRN.007535N**

**(CA. P K Jain)**

**Partner**

**M. No.86396**

**Place: New Delhi**

**Date: May 30th, 2016**



BALANCE SHEET AS AT 31st MARCH' 2016

(Rs.in Lacs)

Particulars	Notes	As at 31.03.2016	As at 31.03.2015
<b>EQUITY &amp; LIABILITIES</b>			
<b>SHAREHOLDERS' FUNDS</b>			
Share Capital	1	8,822.50	8,822.50
Reserves & Surplus	2	(146,997.70)	(146,707.30)
<b>NON CURRENT LIABILITIES</b>			
Deferred Tax Liability	3	1,770.36	1,761.73
<b>CURRENT LIABILITIES</b>			
(a) Trade Payable	4	4,880.83	5,346.46
(b) Other Current Liabilities	5	172,066.12	172,138.16
		<u>40,542.11</u>	<u>41,361.55</u>
<b>ASSETS</b>			
<b>NON - CURRENT ASSETS</b>			
(a) Fixed Asset	6		
(i) Tangible Assets		3,434.04	4,381.80
(ii) Capital Work In Progress		21,059.26	21,059.25
(b) Non-Current Investment (Non trade)	7	10,577.37	10,577.37
(c) Long -Term Loan and Advance	8	3,112.33	3,114.63
		<u>38,183.00</u>	<u>39,133.05</u>
<b>CURRENT ASSETS</b>			
(a) Inventories	9	13.90	65.77
(b) Trade Receivable	10	1,954.67	1,614.56
(c) Cash & Cash Equivalent	11	64.09	69.93
(d) Short Term Loans & Advances	12	326.45	478.24
		<u>2,359.11</u>	<u>2,228.50</u>
		<u>40,542.11</u>	<u>41,361.55</u>

Significant Accounting Policies  
and Notes to Accounts

1 to 20

As per our report of even date

For Jain Raj Associates  
Chartered Accountants  
FRN : 007535N

Alok Parasrampur  
Managing Director

P.K. Jagota  
Chief Financial Officer

(P. K. Jain)  
Partner  
M.No.86396

S. K. Anand  
Director

Jyoti Gandhi  
Company Secretary

Place: New Delhi  
Dated: May 30, 2016



**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st, MARCH'2016**

(Rs.in Lacs)

Particulars	Notes	As at 31.03.2016	As at 31.03.2015
Revenue from Operation	13	3306.90	4435.64
Other Income	14	22.67	25.53
<b>TOTAL REVENUE</b>		<b>3329.57</b>	<b>4461.17</b>
<b>EXPENSES</b>			
Increase(Decrease)in stocks	15	27.91	(4.65)
Cost of Material Consumed	16	20.46	562.02
Employee Benefit Expenses	17	1329.98	1363.84
Other Expenses	18	2251.62	2626.18
Interest & Financial Charges	19	1.27	5.78
Depreciation	6	83.77	190.78
<b>TOTAL EXPENSES</b>		<b>3715.01</b>	<b>4743.95</b>
<b>Profit/(Loss) Before Exceptional and Extraordinary Items &amp; Tax</b>		<b>(385.44)</b>	<b>(282.78)</b>
<b>Exceptional Items</b>		<b>103.68</b>	<b>(413.77)</b>
<b>Profit/(Loss) before Extraordinary &amp; Tax</b>		<b>(281.76)</b>	<b>(696.55)</b>
<b>Profit/(Loss) Before Tax</b>		<b>(281.76)</b>	<b>(696.55)</b>
<b>Tax Expense:</b>			
Deferred Tax Asset		(8.63)	22.25
<b>Profit/(loss) for the period from Continuing Operations</b>		<b>(302.58)</b>	<b>(182.24)</b>
<b>Profit/(loss) for the period from Discontinuing Operations</b>		<b>12.19</b>	<b>(492.06)</b>
<b>Profit/(Loss) for the period</b>		<b>(290.39)</b>	<b>(674.30)</b>
<b>Earning Per Equity Share (Before Exceptional Items)</b>			
Equity Share of Par Value of 10/- each			
Basic (Rs.)		(16.62)	(15.65)
<b>Earning Per Equity Share (After Exceptional Items)</b>			
Basic (Rs.)		(16.48)	(16.18)
<b>Number of Shares used in Computing Earning Per Share</b>			
Basic (in lacs)		779.75	779.75

As per our report of even date

**For Jain Raj Associates**  
Chartered Accountants  
FRN : 007535N

**Alok Parasrampur**  
Managing Director

**P.K. Jagota**  
Chief Financial Officer

**(P. K. Jain)**  
Partner  
M.No.86396

**S. K. Anand**  
Director

**Jyoti Gandhi**  
Company Secretary

Place: New Delhi  
Dated: May 30, 2016



**CASH FLOW STATEMENT PERSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT**  
(Rs.in Lacs)

Particulars	As At 31.03.2016	As At 31.03.2015
<b>A) Cash flow from Operating Activities</b>		
Net profit before Tax and Extraordinary items	(385.44)	(282.78)
<b>Adjustments for:</b>		
Depreciation	83.77	190.78
Interest Income	(22.17)	(21.73)
Interest & Financial Charges	1.27	5.78
<b>Operating Profit before working capital changes</b>	<b>(322.57)</b>	<b>(107.95)</b>
Increase/Decrease in Trade and other receivables	(340.12)	638.11
Increase/Decrease in Inventories	51.87	(9.98)
Increase/Decrease in Loans and Advances	154.09	(743.30)
Increase/Decrease in Trade payable	(537.68)	(459.09)
Cash generated from operation	(994.42)	(682.21)
<b>Cash Flow before extraordinary items</b>	<b>(994.42)</b>	<b>(682.21)</b>
Extraordinary items	103.68	(413.77)
<b>Net Cash from operating activities</b>	<b>(A) (890.74)</b>	<b>(1095.98)</b>
<b>B) Cash flow from investing activities</b>		
Purchase of Fixed Assets	(0.53)	(6.28)
Sale of Fixed Assets	864.53	1086.38
Interest Income	22.17	21.73
Dividend Income	0.00	0.00
<b>Net cash used in investing activities</b>	<b>(B) 886.17</b>	<b>1101.83</b>
<b>C) Cash Flow from financing activities</b>		
Written back of Loan and Interest Accrued & Due	0.00	0.00
Decrease in unsecured loan/Secured Loans	0.00	0.00
Interest paid	(1.27)	(5.78)
<b>Net Cash used in financing activities</b>	<b>(C) (1.27)</b>	<b>(5.78)</b>
<b>Net increase/(Decrease) in cash and cash equivalents(A+B+C)</b>	<b>(5.84)</b>	<b>0.07</b>
Cash and cash equivalents as at 31.03.2015	69.93	69.86
Cash and cash equivalents as at 31.03.2016	64.09	69.93
<b>Net increase/(Decrease) in cash and cash equivalents</b>	<b>(5.84)</b>	<b>0.07</b>

As per our report of even date

For Jain Raj Associates  
Chartered Accountants  
FRN : 007535N

Alok Parasrampur  
Managing Director

P.K. Jagota  
Chief Financial Officer

(P. K. Jain)  
Proprietor  
M.No.86396

S. K. Anand  
Director

Jyoti Gandhi  
Company Secretary

Place: New Delhi  
Date: May 30, 2016

# NOTES FORMING PART OF BALANCE SHEET AND STATEMENT OF PROFIT & LOSS

## NOTE-1- SHARE CAPITAL

(Rs.in Lacs)

Particulars	As at 31.03.2016	As at 31.03.2015
<b>I. AUTHORISED</b>		
9,33,70,000 Equity shares of Rs. 10/- each	9,337.00	9,337.00
15,70,000 10% Cumulative Convertible Preference Shares of Rs. 90/- each	1,413.00	1,413.00
10,00,000 16% Redeemable Cumulative Preference Shares of Rs. 100/- each.	1,000.00	1,000.00
50,00,000 16% Cumulative Convertible Preference Shares of Rs. 75/- each	3,750.00	3,750.00
	<u>15,500.00</u>	<u>15,500.00</u>
<b>II. ISSUED, SUBSCRIBED AND FULLY PAID UP-EQUITY SHARES</b>		
5,63,26,205 Equity Shares of Rs. 10/- each	5,632.62	5,632.62
<b>ISSUED, SUBSCRIBED AND BUT NOT FULLY PAID UP</b>		
3,60,81,100 Equity Shares of Rs 10/-each Rs 6/- called-up	2,164.87	2,164.87
Less: Allotment/Calls Money in arrears (other than Directors)	(1,169.55)	(1,169.55)
	<u>6,627.94</u>	<u>6,627.94</u>
<b>III. ISSUED, SUBSCRIBED AND FULLY PAID UP-PREFERENCE SHARES</b>		
7,00,000 16% Redeemable Cumulative Preference Shares of Rs. 100/- each	700.00	700.00
<b>ISSUED, SUBSCRIBED AND BUT NOT FULLY PAID UP</b>		
4237200 16% Redeemable/Convertible Cumulative Preference Shares of Rs 75/-each	3,177.90	3,177.90
Less : Allotment money in arrears (other than Directors)	(1,683.34)	(1,683.34)
	<u>2,194.56</u>	<u>2,194.56</u>
<b>TOTAL</b>	<u>8,822.50</u>	<u>8,822.50</u>

### IV. Reconciliation of Number of share outstanding at the beginning & at the end of reporting period

PARTICULARS	Equity Share		16% Redeemable Preference share		16% Convertible Preference share	
	Number	Amt (In lacs)	Number	Amt (in lacs)	Number	Amt (in lacs)
Share outstanding at the beginning of the year	92,407,305	7,797.49	700,000	700.00	4,237,200	1,494.56
Share issued during the year	—	—	—	—	—	—
Share bought back during the year	—	—	—	—	—	—
Share outstanding at the end of the period	92,407,305	7,797.49	700,000	700.00	4,237,200	1,494.56

#### Notes:

- 1.1 Out of 7,00,000 Redeemable Cumulative Preference Shares of Rs.100/- each privately placed 2,00,000 Shares had fallen due for redemption on April 1, 1997, 1,66,666 Shares on January 10, 1999, 1,66,666 Shares on January 10, 2000 and 1,66,667 Shares on January 10, 2001 which could not be redeemed due to financial crunch in the Company.
- 1.2 42,37,200 16% Redeemable/Convertible Preference Shares of Rs.75/- each allotted in September 1996 were redeemable at the option of the holder thereof in 3 equal annual instalment commencing from the third year from the date of allotment or convertible into equity vide its terms of prospectus dated May 11, 1996. The conversion option has not been exercised by the holders thereof nor has the company received any request for redemption. The Shares being partly paid up, redemption option cannot be proceeded with.



1.3 Allotment/calls money in arrears does not include any calls unpaid by directors and also officers of the company.

<b>NOTE-2- RESERVES &amp; SURPLUS</b>		(Rs.in Lacs)	
<b>Particulars</b>	<b>As at 31.03.2016</b>	<b>As at 31.03.2015</b>	
<b>A. Capital Reserve</b>	55.00	55.00	
opening balance	—	—	
(+) Current year Transfer	—	—	
(-) Written back in current year	—	—	
Closing balance	<u>55.00</u>	<u>55.00</u>	
<b>B. Securities Premium Reserve</b>	14,227.28	14,227.28	
opening balance	—	—	
(+) Current year Transfer	—	—	
(-) Written back in current year	—	—	
Closing balance	<u>14,227.28</u>	<u>14,227.28</u>	
<b>C. Debenture Redemption Reserve</b>	1,950.53	1,950.53	
opening balance	—	—	
(+) Current year Transfer	—	—	
(-) Written back in current year	—	—	
Closing balance	<u>1,950.53</u>	<u>1,950.53</u>	
<b>D. General Reserve</b>	3,313.85	3,313.85	
opening balance	—	—	
(+) Current year Transfer	—	—	
(-) Written back in current year	—	—	
Closing balance	<u>3,313.85</u>	<u>3,313.85</u>	
<b>E. Surplus</b>	(166,253.96)	(165,579.66)	
Opening balance	(290.39)	(674.30)	
(+) Net profit/(net loss) for the current year	<u>(166,544.35)</u>	<u>(166,253.96)</u>	
Closing balance	<u>(146,997.70)</u>	<u>(146,707.30)</u>	
<b>TOTAL</b>			

**NOTE - 3 - DEFERRED TAX**

In accordance with Accounting standard 22, Companies (Accounting Standard) Rules, 2006, in view of the fact that the company is incurring huge losses as well as have preferred for CDR & protection under BIFR, hence deferred tax asset has not been accounted for in the books since it is not virtually certain whether the company will be able to take advantage of such items.

However, deferred tax liabilities have been recognised as under:-

Element of	As on (Rs in lacs)	During the Year	As on (Rs.in lacs)
Deferred Tax Liability	01/04/2015 1,761.73	8.63	31/03/2016 1,770.36

## NOTE-4- TRADE PAYABLE

(Rs.in Lacs)

Particulars	As at 31.03.2016	As at 31.03.2015
Trade Payable**	4,880.83	5,346.46
	<u>4,880.83</u>	<u>5,346.46</u>

\*\*The Company has not received from suppliers their status as Micro Small and Medium Enterprises under Micro, Small and Medium Enterprises (Development) Act, 2006.(previous year Nil relating to SSI units).

## NOTE: 5 - OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2016	As at 31.03.2015
<b>A. CURRENT MATURITY OF LONG TERM DEBT &amp; INTEREST (SECURED LOAN LIABILITIES)</b>		
<b>RUPEE TERM LOANS:</b>		
Financial Institutions	6,609.68	6,609.68
Scheduled Banks	3,419.84	3,419.84
Financial institutions Interest Accrued & due	19,037.13	19,037.13
Schedule Banks Interest Accrued & due	6,405.56	6,405.56
<b>FOREIGN CURRENCY LOANS:</b>		
Financial Institutions & Banks	20,048.06	20,048.06
Financial Institutions & Banks Interest accrued and due	54,434.38	54,434.38
<b>B. UNPAID MATURED DEBENTURES &amp; INTEREST ACCRUED THEREON</b>		
12,00,000 14% Non Convertible Secured Redeemable Debentures of Rs. 100/- each fully paid Series A	1,200.00	1,200.00
9,24,777 14% Non Convertible Secured Redeemable Debentures of Rs. 110/- each fully paid Series B	1,016.79	1,016.79
13,00,000 18% Non Convertible Secured Redeemable Debentures of Rs. 100/- each fully paid Series C	1,300.00	1,300.00
12,61,000 17.5% Non Convertible Secured Redeemable Debentures of Rs. 120/- each fully paid Series D	1,513.20	1,513.20
7,00,000 17.5% Non Convertible Secured Redeemable Debentures of Rs. 100/- each fully paid Series E	700.00	700.00
Interest accrued and due on Debentures	975.15	975.15
<b>C. UNPAID MATURED DEPOSITS &amp; INTEREST ACCRUED THEREON</b>		
Intercompany Deposits	1,236.45	1,236.45
<b>D. CURRENT MATURITY OF UNSECURED LOANS &amp; INTEREST ACCRUED THEREON</b>		
Banks & Financial Institutions	1,332.93	1,332.93
Interest Accrued & due	4,546.57	4,546.57
<b>TOTAL</b>	<u>123,775.74</u>	<u>123,775.74</u>
<b>E. OTHER PAYABLE</b>		
Working Capital Facility from banks	16,340.33	16,340.33
Interest Accrued & Due	27,826.52	27,826.52
Duties & taxes Payable	456.36	485.82
Other Liabilities	1,017.54	1,060.17
Other Liabilities for project including abandoned project	2,158.60	2,158.60
Advance from Customers	125.01	125.15
Security Deposit Receipts	366.02	365.83
<b>TOTAL</b>	<u>48,290.38</u>	<u>48,362.42</u>
<b>GRAND TOTAL</b>	<u>172,066.12</u>	<u>172,138.16</u>



5.1 Non-convertible Redeemable Debentures of series A,B,C,D & E are secured by English mortgage of the properties situated at Village Dhanot, Taluka Kalol Distt. Mehsana, in the State of Gujarat.

5.2 The details of terms of redemption are as under :

TYPES OF DEBENTURES	AMOUNT (Rs./Lacs)	REDEMPTION	
		Date	Amount
Series-A	800.00	24.12.1997	280.00
		24.12.1998	280.00
		24.12.1999	280.00
	150.00	07.01.1998	52.50
		07.01.1999	52.50
		07.01.2000	52.50
	25.00	03.04.1998	8.75
		03.04.1999	8.75
		03.04.2000	8.75
	200.00	09.03.1998	70.00
		09.03.1999	70.00
		09.03.2000	70.00
30.08.1998		8.75	
25.00	30.08.1999	8.75	
	30.08.2000	8.75	
			<u>1260.00</u>
Series - B	<u>1,200.00</u>		
	1,016.79	03.04.1998	323.54
		03.04.1999	323.54
		03.04.2000	369.71
			<u>1016.79</u>
Series - C	900.00	30.01.1999	945.00
	400.00	16.04.1999	420.00
	<u>1,300.00</u>		<u>1365.00</u>
Series - D	1,513.20	20.01.1999	529.62
		20.01.2000	529.62
		20.01.2001	529.62
	<u>1,513.20</u>		<u>1588.86</u>
Series - E	700.00	24.02.1999	700.00
	<u>700.00</u>		<u>700.00</u>

- 5.3 Debentures of all series had fallen due for redemption but due to financial crunch, the Company could not redeem the same. Total amount of redemption due upto March 31,2016 is Rs.5930.65 Lacs.
- 5.4 All the debentures and term loans from financial institutions/banks are secured by a first mortgage of all the immovable properties, both present and future. The term loans are further secured by hypothecation of all the movables (save and except book debts) including movable machinery, spares, tools and accessories, present and future, subject to prior charge created/to be created in favour of the bankers on the stock of raw materials, semi-finished goods, consumables stores and book debts and such other movables agreeable for securing the borrowing for working capital in the ordinary course of business. The mortgage and charges shall rank pari-passu. The term loans are also secured by personal guarantees of two Directors.
- 5.5 Working Capital facilities from banks are secured against hypothecation of Stock of raw materials, stock in process, finished goods, packing materials, book debts and goods with processing agents and further secured by personal guarantees of three Directors of the Company. These facilities are further secured by mortgage by way of deposit of title deeds of some of the properties purchased from debtors in the earlier years.
- 5.6 Short term loans from IRBI (secured) and working capital loan from IDBI which is unsecured are also secured by pledge of shares of promoters.
- 5.7 In view of continuing heavy losses, the Company has not created Debenture redemption reserve during the year.

**NOTE - 6 - FIXED ASSETS**

(Rs.in lacs)

Particulars	Gross Block				Depreciation				Net Block	
	Asat 1-Apr-15	Additions/ Adjust-ments	Sales/ Adjust-ments	Asat 31-Mar-16	Up to 1-Apr-15	Addi-tions	Sales/ Adjust-ments	Up to 31-Mar-16	Asat 31-Mar-16	Asat 31-Mar-15
(A)										
Land & Site Developments (Leasehold)	434.71	0.00	0.00	434.71	90.69	4.44	0.00	95.13	339.58	344.02
Land & Site Developments (Freehold)	1387.70	0.00	864.53	523.17	0.00	0.00	0.00	0.00	523.17	1387.70
Buildings	3998.90	0.00	0.00	3998.90	3130.22	55.62	0.00	3185.84	813.06	868.68
Plant & Machinery	33597.62	0.00	0.00	33597.62	31845.73	22.78	0.00	31868.51	1729.11	1751.89
Furniture and Fixtures	395.33	0.53	0.00	395.86	371.28	0.79	0.00	372.07	23.79	24.05
Vehicles	51.88	0.00	0.00	51.88	51.20	0.01	0.0	51.21	0.67	0.68
Computers	114.20	0.00	0.00	114.20	109.41	0.13	0.00	109.54	4.66	4.79
<b>TOTAL (A)</b>	<b>39980.34</b>	<b>0.53</b>	<b>864.53</b>	<b>39116.34</b>	<b>35598.53</b>	<b>83.77</b>	<b>0.00</b>	<b>35682.30</b>	<b>3434.04</b>	<b>4381.81</b>
(B)										
Capital Work in Progress	19536.76	0.00	0.00	19536.76					19536.76	19536.76
Preoperative expenses (Refer Note 20.11 (c))	1522.50	0	0	1522.50					1522.50	1522.50
<b>TOTAL (B)</b>	<b>21059.26</b>	<b>0</b>	<b>0.00</b>	<b>21059.26</b>					<b>21059.26</b>	<b>21059.26</b>
<b>TOTAL (A+B)</b>	<b>61039.60</b>	<b>0.53</b>	<b>864.53</b>	<b>60175.60</b>	<b>35598.53</b>	<b>83.77</b>	<b>0.00</b>	<b>35682.30</b>	<b>24493.30</b>	<b>25441.07</b>
Previous Year	62119.68	6.28	1086.38	61039.58	35407.75	190.78	0.00	35598.53	25441.05	

6.1 CWIP includes Rs 17316.08 lacs of plant & machinery laying at custom warehouse pertains to abandoned Project and are under the charge of Court Receiver (Refer note no 20.11).

**NOTE-7- NON CURRENT INVESTMENTS (NON-TRADE, AT COST)**

(Rs.in lacs)

Particulars	As at 31.03.2016	As at 31.03.2015
(A) <b>INVESTMENT IN SHARES</b>		
<b>(Quoted)</b>		
350 Equity Shares of Haryana Petro Chemicals Ltd.	0.08	0.08
20 Equity Shares of India Polyfibres Ltd.	0.01	0.01
100 Equity Shares of DCL Polyester Ltd.	0.01	0.01
200 Equity Shares of JCT Ltd.	0.13	0.13
100 Equity Shares of LML Ltd.	0.02	0.02
225 Equity Shares of I.C.I.C.I. Ltd.	0.09	0.09
100 Equity Shares of I.F.C.I. Ltd.	0.04	0.04
(Market value of quoted investments as on 31.03.2016 Rs. 2.71 Lacs (Previous years Rs.3.60 Lacs)		
<b>Unquoted</b>		
National Saving Certificate (Pledged with various Govt. Deptt.)	4.80	4.80
	<u>5.18</u>	<u>5.18</u>



NOTE-7- (Contd.....)

(Rs. in Lacs)

Particulars	As at 31.03.2016	As at 31.03.2015
(B) Investment Properties-Land (Refer Note : 20.10)	10524.15	10524.15
	<u>10524.15</u>	<u>10524.15</u>
(C) Other Non - Current Investment (Refer Note : 20.17)		
In fixed deposits	48.04	48.04
	<u>48.04</u>	<u>48.04</u>
<b>Grand Total</b>	<u>10577.37</u>	<u>10577.37</u>

NOTE- 8 - LONG TERM LOAN & ADVANCE

(Unsecured considered good unless otherwise stated)

Particulars	As at 31.03.2016	As at 31.03.2015
(i) Capital Advances (for fixed assets)	730.87	730.87
(ii) Security Deposits	388.58	389.53
(iii) Other loan & advances		
(a) Balances with Government Authority	96.62	97.96
(b) Interest Accrued on F.D., NSC & other	55.65	55.66
(c) Advance for settlement of Loans	1840.61	1840.61
	<u>3112.33</u>	<u>3114.63</u>

NOTE-9 - INVENTORIES

Particulars	As at 31.03.2016	As at 31.03.2015
<b>INVENTORIES</b>		
(As taken, valued and certified by the management)		
Stores & Spares	13.90	37.86
Goods in process	0.00	24.00
Finished Goods	0.00	3.91
	<u>13.90</u>	<u>65.77</u>

NOTE-10- TRADE RECEIVABLES

Particulars	As at 31.03.2016	As at 31.03.2015
<b>TRADE RECEIVABLES</b>		
(Unsecured considered good unless otherwise stated)		
Debt Outstanding above six months	1749.71	1614.56
Others	204.96	0.00
	<u>1954.67</u>	<u>1614.56</u>



## NOTE-11- CASH &amp; CASH EQUIVALENTS

(Rs. in Lacs)

Particulars	As at 31.03.2016	As at 31.03.2015
<b>CASH &amp; CASH EQUIVALENTS</b>		
Cash in hand	7.22	20.73
<b>Bank Balance with schedule banks</b>		
In current Account	49.25	41.58
In margin money	7.62	7.62
	<u>64.09</u>	<u>69.93</u>

## NOTE-12- SHORT TERM LOANS &amp; ADVANCES

(Unsecured considered good unless otherwise stated)

Particulars	As at 31.03.2016	As at 31.03.2015
Advances recoverable in cash or in kind or for value to be received	181.50	171.56
Balance with Revenue Authority	24.35	34.27
Claim recoverable	120.59	272.41
	<u>326.44</u>	<u>478.24</u>

## NOTE -13- REVENUE FROM OPERATIONS

Particulars	As at 31.03.2016	As at 31.03.2015
Sales	42.07	596.50
Job Work Income	3268.67	3845.49
Waste/Scrap sales	0.00	8.36
Less: excise duty	3.84	14.71
	<u>3306.90</u>	<u>4435.64</u>

## NOTE-14 - OTHER INCOME

Particulars	As at 31.03.2016	As at 31.03.2015
Miscellaneous Income	0.50	3.80
Interest	22.17	21.73
	<u>22.67</u>	<u>25.53</u>

## NOTE -15 - INCREASE/(DECREASE) IN STOCKS

Particulars	As at 31.03.2016	As at 31.03.2015
<b>Opening Stock</b>		
Finished Goods	3.91	0.00
Goods in process	24.00	23.01
Waste Stock	0.00	0.25
	<u>27.91</u>	<u>23.26</u>
<b>Closing Stock</b>		
Finished Goods	0.00	3.91
Goods in process	0.00	24.00
	<u>0.00</u>	<u>27.91</u>
<b>Increase/(Decrease)</b>	<u>(27.91)</u>	<u>4.65</u>



**NOTE -16- RAW MATERIAL CONSUMPTION**

(Rs. in Lacs)

Particulars	As at 31.03.2016	As at 31.03.2015
Consumption of Raw Materials	20.46	562.02
	<u>20.46</u>	<u>562.02</u>

**NOTE -17- EMPLOYEE BENEFIT EXPENSES**

Particulars	As at 31.03.2016	As at 31.03.2015
A. Salary & Wages	1179.09	1205.96
B. Contribution to PF/ESI	105.75	96.98
C. Staff & Labour Welfare	45.14	60.90
	<u>1329.98</u>	<u>1363.84</u>

**NOTE -18- OTHER EXPENSES**

Particulars	As at 31.03.2016	As at 31.03.2015
<b>Manufacturing, Admn. &amp; Selling Expenses</b>		
Stores & Chemicals consumed	244.42	548.64
Power & Fuel	1663.94	1717.64
Rent	37.42	37.39
Lease Rent	38.85	37.55
Insurance	0.32	0.18
Rates & Taxes	21.83	15.76
Subscription & Membership	0.73	0.92
Legal & Professional Fee	55.90	47.14
<b>Repair &amp; Maintenance</b>		
- Buildings	46.99	21.40
- Plant & Machinery (including spares)	21.81	22.63
- Others	10.91	14.74
Travelling, Conveyance & Vehicle maintenance	65.47	99.76
Directors fee & Travelling Expenses	3.67	7.51
Printing & Stationery	7.49	7.63
Job Charges	0.62	4.26
Communication Expenses	13.12	20.65
Miscellaneous Expenses	0.66	0.25
Advertisement, Publicity & Sales Promotion	4.98	5.76
Commission & Brokerage/Rebate	0.00	1.43
Freight, Cartage and Clearing & Forwarding Charges	12.13	14.94
Balances written off	0.36	0.00
	<u>2251.62</u>	<u>2626.18</u>

**NOTE -19- FINANCE COST**

Particulars	As at 31.03.2016	As at 31.03.2015
Interest Others	0.84	3.48
Bank & Financial Charges	0.43	2.30
	<u>1.27</u>	<u>5.78</u>

# SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

(CIN : L24304RJ1982PLC008646)

## (A) SIGNIFICANT ACCOUNTING POLICIES

### 1. Preparation & disclosure of financial statements

The Company has adopted schedule III of Companies Act, 2013 for preparation and presentation of its Financial Statements.

### 2. General

The accounts have been prepared on historical cost convention, in accordance with disclosure requirements of the Companies Act, 2013 and on going concern basis.

### 3. Revenue Recognition

- a) Income and Expenditure are accounted for on accrual basis
- b) Sales include Excise Duty, and are net of returns, rebates & discounts and Sales tax. Sale of Scrap/ Unusable Waste has been accounted for as and when realized.
- c) Insurance claims are booked on the basis of best estimates/loss as surveyed/assessed.
- d) Job Work Income is recognized on the basis of actual production.

### 4. Foreign Exchange Transactions

- a) Transactions denominated in foreign currency are normally accounted for at the exchange rate prevailing at the time of transaction.
- b) Current Assets and Current Liabilities denominated in Foreign Currency and outstanding at the end of the year, are converted at the exchange rate prevailing at the year end.
- c) Gains and losses on foreign exchange transactions are recognised in respective heads of accounts of Statement of Profit & Loss on the basis of exchange rate prevailing at the year end.

### 5. Inventories

- a) Inventories of finished goods, goods in process, by-products, raw materials and store & spares are valued at lower of cost or net realisable value.
- b) Valuation of finished goods lying in excise godowns is done including Excise Duty.
- c) For the material lying in custom warehouse, no provision for custom duty and other related expenses is made.

### 6. Investments

Long Term Investments are stated at cost. Any diminution in value, other than temporary, is duly accounted for. Current Investments are valued at lower of cost or market value/fair values.

### 7. Fixed Assets

- a) Fixed Assets are stated at historical cost which includes expenditure incurred on acquisition, construction and/or installation and other financial cost directly attributable to such assets up to the date of commencement of commercial production.
- b) Expenses relating to leased assets prior to commencement of production to the extent not financed by Leasing Company, including pre-lease charges, are capitalised.

### 8. Depreciation

- a) Depreciation has been provided as per Written down Value Method at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013 except in respect of the following assets, where useful life is different than those prescribed in Schedule II are used.

Particular	Depreciation
» Premium on Lease hold Land	Over the period of Lease Term

- b) The assets which have reached 5% of their book value are not depreciated further and are carried forward at the same value.
- c) Depreciation on the amount of adjustment made to the Fixed Assets on account of Foreign Exchange Fluctuation is provided for over the remaining useful life of the assets.



9. **Preoperative Expenditure**

- a) Expenditure incurred during construction period (net of income, if any) on new projects is carried forward as Preoperative Expenditure and is allocated to Fixed Assets on achievement of commercial production of project in the ratio of respective cost of various categories of fixed assets.
- b) Interest paid on funds borrowed for on-going projects specifically and others is carried forward as Pre-operative Expenditure for projects pending commercial production and capitalized for projects on achieving commercial production during the year based on utilisation of the funds.

10. **Leases**

In respect of Operating Leases, lease rent payable as per respective lease agreements are charged to Statement of Profit & Loss. In respect of finance leases, leased assets are capitalised in the books of account with relevant liabilities for minimum lease payments.

11. **Taxes on Income**

Provision for current tax is made considering the provisions of Income Tax Act, 1961. In accordance with Accounting Standard AS-22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, Deferred tax is accounted for at the current rate of tax or tax rates substantively enacted by the balance sheet date on timing differences between book profits and tax Profits to the extent that the timing differences are expected to crystallise. Deferred tax assets in respect of unabsorbed depreciation and tax losses are accounted for when there is virtual certainty of realization.

12. **Government Grants**

Revenue grants are recognized in the profit & loss account, Capital grants not related to any Specific fixed assets are credited to capital reserve.

13. **Contingent Liabilities**

Contingent liabilities are estimated on the basis of available information and are disclosed in Notes to accounts.

**NOTE: 20**

**NOTES TO ACCOUNTS**

		(Rs. in Lacs)	
		As at 31-Mar-16	As at 31-Mar-15
20.01	<b>Contingent Liabilities</b>	507.45	507.45
a)	Letter of Credit for Plant & Machinery for capital goods		
b)	Guarantees given by banks for which company has Given counter guarantees	25.00	25.00
c)	Bonds executed in favor of Excise/Custom authorities for Terry Towel Project	694.00	694.00
d)	Demurrage levied by Mumbai Port authorities not acknowledged by the company	133.12	133.12
e)	Guarantees given on behalf of third parties	497.44	497.44
f)	Additional Demand on account of Counter-Veiling Duty on DTA Sales	606.34	606.34
g)	Other claims not acknowledged as debts by Company	341.23	341.23
h)	Dividend payable on cumulative preference Shares including dividend for earlier years	12563.64	11943.18
i)	Demand cum show cause notice issued by DGCEI under Central Excise	3628.39	3628.39
j)	Towards Entry Tax/ Sales Tax (net of advance of Rs.Nil Lacs previous year Rs.Nil Lacs)	493.75	493.75
k)	Demand for non-fulfillment of Export Obligation	57.20	57.20
l)	Penalty under section 11AC of Central Excise Act	122.04	122.04
m)	Demand under FERA, 1973 for non submission of Bill of Entry	1081.60	1081.60

n)	Demand for Short payment of duty on Terry Towel	829.68	829.68
o)	Demand under Central Custom & Excise Act 1944 ( for Modvat, Cenvat disputes)	651.39	693.10
p)	Demand for violation of Cenvat Credit Rules.	---	17.72

- 20.02 Estimated amount of contracts remaining to be executed on capital account and not provided for (excluding already considered for (a) above). **4296.47** 4296.47
- 20.03 Insurance Policies on Fixed Assets and Current Assets, which expired in the financial year 1996-97, are not renewed.
- 20.04 The Company is in default in payment of Gratuity premium to Life Insurance Corporation of India (LIC). The policy is in lapsed state due to non-payment of premium, however, the company continues to pay gratuity to retiring employees on cash basis. After settlement of liabilities including gratuity in the closed units of the company, the management is of the view that liability already provided for in the books upto the year end is sufficient to meet the obligation.
- 20.05 Pre-lease charges amounting to Rs. 10684.03 lacs (previous year Rs. 8888.91 lacs) on account of lease transactions has not been provided for during the period. In view of prolonged delay in commissioning of these leased equipments & following other pronouncements of Institute of Chartered Accountants of India, pre-lease charges are to be charged to revenue account. Hence loss for the year, capital expenditure and corresponding liabilities are under stated by Rs. 10684.03 lacs & Rs. 62020.65 lacs & Rs. 64354.00 lacs respectively.
- 20.06 No provision has been made on account of letter of credit of Rs.507.45 lacs established with one of the Company's Banker in favour of one of the foreign supplier relating to Plant & Machinery of abandoned project which had already expired. This has resulted in understatement of capital work in progress and its liabilities for the same amount.
- 20.07 The Company has not made the following provisions:
- Rs. 12022.05 lacs (previous year Rs.11742.94 lacs) of interest on Non Convertible Debentures.
  - Rs. 432.34 lacs (previous year Rs.432.34 lacs) of interest on Inter Corporate Deposits taken by the company.
  - Rs. 265.50 lacs (previous year Rs.265.50 lacs) of interest on supplier's outstanding.
  - Rs. 523.15 lacs (previous year Rs.523.15 lacs) of interest on Lease Rentals dues during the year, This has resulted in understatement of losses for the year by Rs.13243.04 lacs and under- statement of corresponding liabilities by Rs. 152145.12 lacs including that of earlier years Rs. 138902.08 lacs.
- 20.08 Provision of Import duty of Rs.534.63 lacs (previous year Rs.534.63 lacs) on account of duty free raw material imported against advance licenses and Rs.246.02 lacs (previous year Rs.246.02 lacs) on account of EPCG Scheme have not been made. Accordingly, liability as on date of balance sheet is understated by Rs.780.65 lacs.
- 20.09 In respect of total fixed assets taken on lease amounting to Rs.3631.71 lacs (previous year Rs.3631.71 lacs) against which, the future obligation towards lease rentals as on 31.03.2016 is Rs. Nil (previous year Rs.Nil lacs). Further for equipments of Rs.1624.00 lacs which had been taken under lease finance in earlier years, the lease did not commence.
- 20.10 Investment include land amounting to Rs.10524.15 lacs (previous year Rs.10524.15 lacs) and Fixed Assets include Land & Building amounting to Rs.3030.61 Lacs (previous year Rs.3030.61 lacs) valued by a Government approved valuer at the time of acquisition, which the Company had to purchase from its debtors in consideration of part recovery of debts, major part of the same has been given as collateral security by way of deposit of title deeds/transfer documents to the Banks. The Company has not transferred the title of properties in its name yet.



- 20.11 a) As reported in earlier year accounts, the Company had abandoned the expansion programme of Rs.53500.00 lacs, as appraised by Financial Institutions against which certain Plant and Machinery and other Equipments have already been imported amounting to Rs. 17316.08 lacs (Previous Year Rs.17316.08 lacs) which are lying at Customs Warehouse. These Machinery and equipment have been valued at cost of acquisition and are grouped under the head Capital work in progress in note 6. They are under the charge of Court Receiver appointed by the Hon'ble Bombay High Court. Central Warehousing Corporation (CWC) have informed the company about accidental-fire occurred on 23.10.2005 wherein part of the machinery lying at port has been damaged.
- b) In view of the above, the expenses relating to above project upto the end of year ending 31st March 2003 of Rs. 40677.10 lacs were charged to revenue under respective heads of account. No such provisioning has been done thereafter. This treatment was in line with Accounting Standard AS-16 issued by Company (accounting standard) rules,2006.
- c) Capital work in progress of Rs.20788.11 lacs (previous year 20788.11 lacs) including Pre-operative Expenditure of Rs.1522.50 lacs and Capital Advances of Rs.730.86 lacs relating to the above project have been carried forward as such. The Management is unable to ascertain the losses due to such fire.
- 20.12 Plant and Machinery of abandoned expansion project, as mentioned in 20.11 above, is lying at CWC, customs bounded warehouse and under the charge of Court receiver appointed by the Hon'ble Bombay High Court. Further, the Polyester Plant at Bhiwadi is not operational and which has been stated at its residual value as per Companies Act 2013. The management is unable to ascertain the impact of impairment of these assets as required by Accounting Standard AS-28 issued by the Institute of Chartered Accountants of India in view of inability in determining the value in business and / or net realizable values.
- 20.13 In view of non-implication of any financial liability in various court cases pending against/for the company, no provision has been considered necessary. Liability in future, if any, would be accounted for in the year of demands.
- 20.14 Balances with customers, suppliers, other creditors, recoverable advances, loans from Financial Institutions & Banks and working capital facilities from various banks have been taken as per books, are subject to confirmation/reconciliation.
- 20.15 In the opinion of the management, current assets, loans & advances have a value on realisation at least equal to the amount at which they are stated in the Balance Sheet and provision for all known liabilities has been made except such assets and liabilities to the extent as appearing in other Notes
- 20.16 Loans & Advances include 1840.61 Lacs paid by the Company to one of the NBFC towards settlement of loan liabilities pertaining to ICICI and PNB. The NBFC has already entered in an agreement with ARCIL for assignment of these liabilities in its favour, whereas the final payments are yet to be made by them.
- 20.17 Fixed Deposit Receipts amounting to Rs. 48.04 Lacs which includes Rs.48.04 Lacs for maintenance of liquid assets under the requirement of section 73 of the Companies Act, 2013 were handed over to the bank for renewal but the same have not been received back after renewal.
- 20.18 Sales include Rs Nil Lacs (Previous year Rs. 394.01 Lacs) on account of sale of raw material and corresponding purchases have been charged to revenue under the head consumption of raw materials.
- 20.19 Exceptional items include (i) Income of Rs. 399.47 lacs on account of liabilities of terry towel unit at Khushkhera written back as the same are no longer required to be carried forward. (ii) Loss of Re. 295.79 lacs on account of acquisition by Silvassa Land Authority pertaining to land at Silvassa and building structures thereon as referred in Note No. 20.22.
- 20.20 (a) The Company's Lead Financial Institution ICICI approached the Hon'ble AAIFR against the order of Hon'ble BIFR and the Hon'ble AAIFR after accepting the appeal reversed the order as passed by the Hon'ble BIFR declaring the Company as Sick Industrial Company, under SICA based on Annual Accounts as on 30th June, 1997. The Company thereafter approached the Hon'ble BIFR with a fresh reference on the basis of the accounts for the year ended March 2000 and the case was registered

vide Case No,180/2001 dated 16th May,2001. The Hon'ble BIFR had declared the company as Sick Industrial Company vide order dated 07/11/2006 and ARCIL filed a Miscellaneous Application (MA) No. 675 requesting the Hon'ble BIFR to abate the company's reference in view of the fact the secured creditors have taken action against the company under SARFAESI. The Hon'ble BIFR in its hearing held on 06 December 2010 abated the reference of the company under the third proviso of Section 15 (1) of SICA. The Company thereafter approached Hon'ble AAIFR against the order of Hon'ble BIFR and also filed a fresh reference based upon audited balance sheet for the year ended March 2010, with Hon'ble BIFR on 20th December 2010 which was registered as Case no 12/2011, and this reference was rejected by Hon'ble BIFR on 26.09.2012 on the ground that the balance sheet of the Company is not modified appropriately. The Company as per the directions of the AAIFR modified its balance sheet for the year 2012-13 and filed a fresh reference and the same was registered as Case no. 67/2013 and the matter is pending before Hon'ble BIFR.

(b) Customs & Excise department has issued attachment order dated 02/04/2013 on the " Land, Building, Excisable goods, Raw Material, Plant & Machinery lying at factory premises at Bhiwadi, in respect of their dues worth Rs. 4561.62 lacs. The company has not acknowledged the same and has been reflected under para no 20.01- contingent liabilities. The major portion of which has already been disputed by the company in higher appellate forums and the matters are under consideration of these forums.

20.21 (a) Khushkhera Plant of the company in the physical possession of ARCIL through an act of SARFAESI u/s 13(4) since 2008, has been disposed off by them and the final sale certificate was issued by them in Oct 2012. In view of such sale certificate, during the financial year 2012-13, the Company has removed the assets of Khushkhera unit carrying gross block & CWIP amounting to Rs. 3422.65 lacs, depreciation reserve of Rs. 2976.93 lacs, net block of Rs. 445.72 lacs as per the books and corresponding liabilities by Rs. 2006.92 lacs (The amount received by ARCIL as per the sale certificate). This has resulted into reduction of secured liabilities by the same amount.

(b) Bhiwadi Plant of the Company continues to remain closed during the year. In earlier years despite receiving notice from some of its lenders under the Securitization Act, the company had liquidated marginally the term loan liabilities from lenders.

(c) The Company's reference is pending before BIFR and (refer para 20.20). The company in expectancy of relief and concessions in the form of restructuring of term loan liabilities, interest waivers etc., the management is of the view that financial position of the company will improve by improvement in asset liability mismatch on one hand and profitability on the other. Therefore, the accounts have been prepared on a going concern basis.

(d) In view of the factors mentioned in (a),(b) & (c) above, the management have decided not to provide further liabilities, on account of interest on loan liabilities, demurrage and insurance charges on imported machinery lying at port. This has resulted in understatement of losses for the year by Rs. 349813.23 Lacs, Rs.106.97 Lacs and Rs.118.34 Lacs respectively and understatement of corresponding liabilities by Rs. 350038.54 lacs.

20.22 Silvassa Land Authority had notified the acquisition of land belonging to the Company at Silvassa. The Company had raised objections to the said Authority on the grounds that the Company's case is lying with Hon'ble BIFR; the Authority requires permission from Hon'ble BIFR u/s 22 of SICA. The company had made its reservation in this matter and about compensation thereof, which Silvassa Land Authority has subsequently deposited the compensation for the part of the acquired land in the Court which was released to the company.

**20.23 Related Party Disclosure as required by Accounting Standard AS-18**

Name	Rajasthan Textfabs Ltd.	
Relationship	Control through major Share-holding of Directors/Promoters	
Nature/Detail of Transactions : Rs. nil during the year	2015-16	2014-15
Item	(Rs. in lacs)	(Rs. in lacs)
Outstanding (Lease & Job work charges)	(Cr) 4.18	(Cr) 149.18



**Key Management Personnel (Remuneration)**

Mr. Alok Parasrampur - Managing Director  
Ms. Jyoti Gandhi - Company Secretary  
Mr. P.K. Jagota - Chief Financial Officer

2015-16

2014-15

Nil  
0.27  
0.61

Nil  
Nil  
Nil

20.24 **Segment Information (2015-2016) Primary Segment Reporting (By Business Segments) Revenues, Results and Other Information** (Rs. in Lacs)

	PolyesterChips/Yarn	Cotton Yarn	Terry Towel	Total
External Sales/Income	0.00	3310.74	0.00	3310.74
Total Revenue	0.00	3310.74	0.00	3310.74
Other Information				
Segment Results	(89.20)	(296.24)	0.00	(385.44)
Provision for Deferred Taxes	(2.29)	(6.34)	0.00	(8.63)
Exceptional Item	(295.79)	0.00	399.47	103.68
Net Profit/(Loss)	(387.28)	(302.58)	399.47	(290.39)
Segment Assets	27366.98	2392.15	168.30	29927.42
Unallocable Assets				37.32
Advance Tax				10577.37
Investments				
Total Assets	27366.98	2392.15	168.30	40542.11
Segment Liabilities	138910.68	16397.30	7817.87	163125.86
Unallocated corporate Liabilities				5729.99
Non Convertible Debenture				975.15
Interest Accrued and due				7115.95
Unsecured Loans & Interest				1770.36
Deferred Tax Liability				
Total Liabilities	138910.68	16397.30	7817.87	178717.30
Capital Expenditure	0.00	0.53	0.00	0.53
Depreciation	42.14	41.63	0.00	83.77

**Segment Information (2014-2015) Primary Segment Reporting (By Business Segments) Revenues, Results and Other Information** (Rs. in Lacs)

	PolyesterChips/Yarn	Cotton Yarn	Terry Towel	Total
External Sales/Income	0.00	4450.35	0.00	4450.35
Total Revenue	0.00	4450.35	0.00	4450.35
Other Information				
Segment Results	(84.15)	(198.61)	(0.02)	(282.78)
Provision for Deferred Taxes	5.88	16.37	0.00	22.25
Exceptional Items	(413.77)	0.00	0.00	(413.77)
Net Profit/(Loss)	(492.04)	(182.24)	(0.02)	(674.30)
Segment Assets	28271.59	2305.50	168.44	30745.52
Unallocable Assets				38.66
Advance Tax				10577.37
Investments				
Total Assets	28271.59	2305.50	168.44	41361.55
Segment Liabilities	138959.27	16335.81	8368.45	163663.53
Unallocated corporate Liabilities				5729.99
Non Convertible Debenture				



	(Rs. in Lacs)			
	PolyesterChips/Yarn	Cotton Yarn	Terry Towel	Total
Interest Accrued and due				975.15
Unsecured Loans & Interest				7115.95
Deferred Tax Liability				1761.73
Total Liabilities	138959.27	16335.81	8368.45	179246.35
Capital Expenditure	0.00	6.28	0.00	6.28
Depreciation	72.99	117.79	0.00	190.78

### Secondary Segment Reporting (by Geographical Segments)

The following is the distribution of the company's consolidated sales by geographical market, regardless of where the goods were produced

	2015-2016 (Rs. In lacs)	2014-2015 (Rs. In lacs)
Sales to Domestic Market (including Job work Income)	3310.74	4450.35
	<u>3310.74</u>	<u>4450.35</u>

### 20.25 Earnings Per Share as required by Accounting Standard AS-20

	2015-2016	2014-2015
Number of Equity shares: Called and paid-up per share Rs.10/-	56326205	56326205
Called up per Share Rs.6/-	36081100	36081100
Number of Equity Shares weighted	77974865	77974865
Earnings available for shareholder (Before Exceptional Items)	(394.07)	(260.53)
Less: Preference Dividend in respect of CCPS (Payable only When Profits available)	12563.64	11943.18
Earnings available for equity shareholders	(12957.71)	(12203.71)
Basic earnings per shares(Rs.)	(16.62)	(15.65)
Earnings available for shareholders (After Exceptional Items)	(290.39)	(674.30)
Less: Preference Dividend in respect of CCPS	12563.64	11943.18
Earnings available for equity shareholders	(12854.03)	(12617.48)
Basic earnings per share(Rs)	(16.48)	(16.18)

Note: In view of defaults in repayment of loans and by not exercising any option of conversion of loans to equity by lenders, the diluted EPS has not been calculated.

### 20.26 Payment to Auditors

	Year Ended 31-Mar-16 (Rs. In Lacs)	Year Ended 31-Mar-15 (Rs. In Lacs)
a) Audit Fee	4.00	4.00
b) Tax Audit	1.00	1.00
c) Taxation matters	4.20	4.20
	<u>9.20</u>	<u>9.20</u>

### 20.27

	2015-2016 (Rs. In Lacs)	2014-2015 (Rs. In Lacs)
a) CIF Value of Imports		
Raw Materials	0.00	0.00
Components, Stores & Spares	0.00	3.45
Capital Goods	0.00	0.00



b) Expenditure in Foreign Currency		
Traveling	1.68	6.45
Others	0.00	0.00

c) Value of Raw Materials, Stores & Spare Parts Consumed

	2015-2016		2014-2015	
	Value (Rs. In lacs )	Consumption Percentage	Value (Rs. In lacs )	Consumption Percentage
(1) Raw material				
1. Imported	0.00	0.00	0.00	0.00
2. Indigenous	0.00	0.00	147.78	100.00
	<b>0.00</b>	<b>0.00</b>	<b>147.78</b>	<b>100.00</b>
(2) Stores, Spares, Chemical*				
1. Imported	0.00	0.00	3.45	0.60
2. Indigenous	266.33	100.00	567.82	99.40
	<b>266.33</b>	<b>100.00</b>	<b>571.27</b>	<b>100.00</b>

\*Includes spares for repair of plant and machinery of Rs. 21.81 lacs (Previous year Rs. 22.63 lacs)

As per our report of even date

For Jain Raj Associates  
Chartered Accountants  
FRN : 007535N

Alok Parasrampur  
Managing Director

P.K. Jagota  
Chief Financial Officer

(P. K. Jain)  
Partner  
M.No.86396

S. K. Anand  
Director

Jyoti Gandhi  
Company Secretary

Place: New Delhi  
Dated: May 30, 2016

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# Parasrampuriah Synthetics Limited

CIN : L24304RJ1982PLC008646

Regd Office : SP-145, D-I, RIICO Industrial Area, Dist. Alwar Bhiwadi, Rajasthan - 301019

FORM NO. MGT - 11

## PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2014 and rule 19(3) of the Companies (Management and Administration) Rules 2015]

Name of the member(s): .....

Registered address: .....

E-Mail: .....

Folio No/DP ID-Client ID: .....

I/We, being the member(s) of the above named Company, holding \_\_\_\_\_ shares, hereby appoint:

1. Name : \_\_\_\_\_ E-mail ID: \_\_\_\_\_  
Address: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her.
2. Name : \_\_\_\_\_ E-mail ID: \_\_\_\_\_  
Address: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her.
3. Name : \_\_\_\_\_ E-mail ID: \_\_\_\_\_  
Address: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him/her.

As my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 33rd Annual General Meeting of the Company, to be held on Thursday, the 29th September, 2016 at 10.30 am at SP-145,D-I RIICO Industrial Area Dist. Alwar, Bhiwadi, Rajasthan- 301019 and at any adjournment thereof in respect of the following resolutions:

### Resolution No.

Ordinary Business	Resolutions	Vote	
		For	Against
1.	Adoption of Audited Financial Statements, Director's and Auditor's Report for the year ended 31st March,2016 and the audited consolidated financial statement of the Company for the Financial Year ended 31st March 2016.		
2.	Re-appointment of Mr. Alok Parasrampuriah Executive Director, who retires by rotation.		
3.	To ratify appointment of M/s Jain Raj Associates Chartered Accountants, as a Statutory Auditor of the Company for the Financial Year 2016-17.		
Special Business			
4.	To ratify the Appointment & remuneration of M/s Jain Sharma & Associates Cost Accountant as Cost Auditor of the Company for the Financial Year 2016-17.		

Afix Re  
1.00  
Revenue  
Stamp

Signature this day of ..... 2016

Signature of shareholder(s): .....

Signature of Proxy holder(s): 1. .... 2. .... 3. ....

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



# Parasrampuriah Synthetics Limited

CIN : L24304RJ1982PLC008646

Regd Office : SP-145, D-I, RIICO Industrial Area, Dist. Alwar Bhiwadi, Rajasthan - 301019

Thirty Third Annual General Meeting on 29th September, 2016

## ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall )

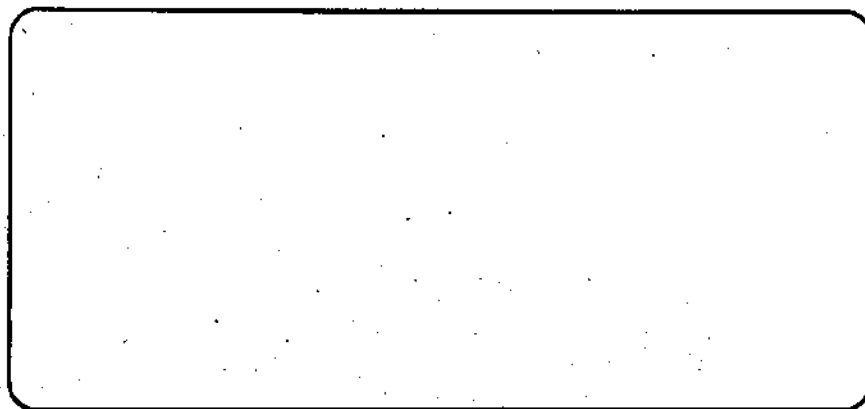
I/We hereby record my/ presence at the 33rd Annual General Meeting of Parasrampuriah Synthetics Limited to be held on Thursday, the 29th September, 2016 at 10:30 A.M. at SP-145, D-I, RIICO Industrial Area, Dist. Alwar Bhiwadi, Rajasthan - 301019.

Folio No./DP ID-Client ID	
Name and Address of the Shareholder in Block Letters	
No. of shares held	
Name of proxy (If Any) in Block Letters	

\_\_\_\_\_  
Member's/ Prox's Full Name

\_\_\_\_\_  
Member's/ Prox's Signature

To,



*If Undelivered, please return to :*

**Parasrampuriah Synthetics Limited**

SP-145, D-I,

RIICO Industrial Area,

Bhiwadi, Dist. Alwar (Rajasthan) - 301019