

**TWENTIETH ANNUAL REPORT
2011-2012****BOARD OF DIRECTORS**

Shri Dipak N. Patel - Managing Director
Shri Rajesh I. Mody - Independent Director
Shri Narendrakumar H. Patel - Independent Director
Shri H. L. Joshi - Independent Director

BANKERS

BANK OF INDIA

AUDITORS

M/s. Talati & Talati
Chartered Accountants
Ahmedabad.

**FACTORY AND
REGISTERED OFFICE**

325, Village : Indrad,
Chhatral - Kadi Road, Tal.: Kadi, Dist. : Mehsana,
(NORTH GUJARAT) 382721.
02764-277844
www.crestchemlimited.in.

**SHARE TRANSFER
REGISTRAR**

LINK INTIME INDIA PRIVATE LIMITED
C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (W), Mumbai – 400078

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FROM THE MANAGING DIRECTOR'S DESK

Message to our family of valued stakeholders of Crestchem Limited —

We are grateful to all our members for their patience, trust & support in the tough period of the company, we will appreciate the continuance of the relation in long run. We are always aiming high for your greater benefit.

I am glad to inform that with determined efforts, spanning many years, your company has now started coming out of difficult times and is showing signs of survival through the onslaught of a host of adverse factors, it has faced.

Your company is now on path of recovery, we hope to regain the Bombay Stock Exchange (BSE) listing shortly, as all our compliances are in an advanced stage of completion. Thereafter the shares can be traded in demat form.

Rationalizing costs has resulted into a "lean cost" company, thereby making your company's products-Fat Powders and its potential downstream products & formulations more competitive in Indian & Foreign markets.

As a step of cost saving and environment friendly approach (Green Initiative in Corporate Governance undertaken by Ministry of Corporate Affairs), I request you to inform your email addresses to the designated email id: investor@crestchemlimited.in, at the earliest convenience before putting down the reading of this annual report & oblige.

Further, I am optimistic that the purchasing power of the Indian mass public is improving and its outlook for "Off-the-Shelf" ready to use Nutrition Products/Convenience Products is gradually becoming positive, which is good sign for your company's potential products in times to come.

Let us hope for the very best.

DIPAK N. PATEL
MANAGING DIRECTOR

Important Communication to Members

1. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses to their concerned Depository Participants (DP). Members who hold shares in physical form are requested to inform their email ID address to the Registrar and Transfer Agent's email ID : ahmedabad@linkintime.co.in or to the companies email ID : investor@crestchemlimited.in. In the said email please mention relevant information like your name, ledger folio number, no. of shares held etc.
2. All shareholders are requested to avail of demat facility through your respective depository participant (DPs).

NOTICE

NOTICE is hereby given that the **TWENTIETH ANNUAL GENERAL MEETING** of the Members of CRESTCHEM LIMITED will be held as scheduled below:

Date	: 28 th September, 2012
Day	: Friday
Time	: 05.00 p.m.
Place	: Conference Hall, Mahisagar Snack point, Thol Road, Taluka: Kadi, District - Mehsana: 382 715 (NORTH GUJARAT)

to transact the following business :

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Accounts of the Company for the period (12 months) ended on 31st March 2012, and the Director's and Auditor's Reports thereon.
- To appoint a Director in place of Shri Narendra H. Patel who retires by rotation and being eligible offers himself for re-appointment.
- To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the board of directors to fix their remuneration.

SPECIAL BUSINESS:

- To consider and if thought fit to pass the following Resolution as an ordinary resolution:

"RESOLVED THAT Shri H. L. Joshi, who was appointed by the Board of Directors as an additional director on the Board of Directors of the Company on 08/12/2011 and hold the holds office up to the date of this Annual General Meeting under the provisions of section 260 of the Companies Act, 1956 and in respect of whom the Company has, as required, under section 257 of the Companies Act, 1956 received notices in writing from the members of the Company signifying their intention to propose him as a candidate for the office of the Director of the Company and be and is hereby appointed as a Director liable to retire by rotation."

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 15-June-2012

Dipak N. Patel
Managing Director

NOTES :

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY MUST BE LODGED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING.
- The Register of members and Share transfer book of the Company will remain closed from 24th September, 2012 to 28th September, 2012 (Both days inclusive).
- Members seeking any further information are requested to write to the Company at least 10 days before the meeting so as to enable management to keep the information ready at the meeting.
- Members/Proxies are requested to bring with them duly filled attendance slip for attending the meeting.
- Members are requested to intimate the Company's Registrar & Share Transfer Agent at **LINK INTIME INDIA PRIVATE LIMITED** C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai – 400078 in case:

(a) Shares are held in the same name or in the same order or names, but in more than one account to enable the Company to club the said accounts in to one account.

(b) Notify immediately the change in their registered address, if any, to the Company.

- Members are requested to bring their copy of the Annual Report to the Annual General Meeting.
- The relevant Explanatory Statement as required under Section 173(2) of the Companies Act, 1956 and also under the Code of Corporate Governance in respect of item Nos. 2 & 4 is annexed hereto.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 15-June-2012

Dipak N. Patel
Managing Director

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 & also under Corporate Governance:

Item No. 2

Shri Narendra H. Patel retires by rotation at the ensuing annual general meeting, and being eligible, has offered himself for re-appointment.

Shri Narendra H. Patel is the Non-Executive Independent Director of your Company since 24th August, 2004. He is a graduate in commerce and is a businessman having wide experience in accounts, finance & marketing. His continuing guidance is very valuable to your company. It will be in the interest of the company that Shri Narendra H. Patel continues as a Director of the Company.

Shri Narendra H. Patel is interested in this resolution as it relates to his re-appointment.

Resolution placed at Item No. 2 of the accompanying Notice, is recommended for your approval.

Item No. 4

Mr. H. L. Joshi has been appointed as an Additional Director on the Board of Directors with effect from 8th December, 2011. As per the provisions of section 260 of the companies Act, 1956, the above director shall hold the office up to the date of the ensuing 20th Annual General Meeting of the Company. As required by the section 257 of the Companies Act, 1956. Notices have been received by the Company from the members of the Company along with the deposits of Rs. 500/- signifying the intention to propose Mr. H.L. Joshi as candidate for the office of the Directors of the Company.

Mr. H. L. Joshi aged 67 years is a BA (Honors), Diploma of Company Law. He has varied experience in the area of Marketing of chemicals, paints and of handling books distribution since many years.

In the interest of the Company, your Directors recommend the appointment of Mr. H. L. Joshi as Independent Director of the Company.

None of the Directors of the Company except Mr. H. L. Joshi are concerned or interested in the resolution.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 15-June-2012

Dipak N. Patel
Managing Director

DIRECTOR'S REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the TWENTIETH ANNUAL REPORT together with the Audited Accounts of the Company for the period of 12 months ended on 31st March, 2012.

1. FINANCIAL RESULTS

	(₹ In Lacs)	
	As at 31-03-2012 (12 Months)	As at 31-03-2011 (12 Months)
Operating Profit / (Loss) (before interest and depreciation)	12.93	0.89
Less : Interest	0.13	0.47
Profit / (Loss) before depreciation	12.8	0.42
Less : Depreciation	8.67	9.52
Profit / (Loss) before Tax	4.13	(9.10)
Less : Provision for Taxation / FBT.	0.00	0.00
Profit/(Loss) after Tax	4.13	(9.10)
Amount of Profit and Loss A/c brought forward	(252.80)	(243.70)
Amount available for appropriations carried to Balance Sheet	(248.67)	(252.80)

2. DIVIDEND

Your directors regret their inability to recommend any dividend on the equity shares in view of the losses during the period under review.

3. OPERATIONS

The plant's utilization improved to some extent, yet however it remained sub-optimal due to financial constraints and the time which was required to be devoted in technically perfecting the products / formulations, in the nutraceutical health food clinical nutrition field.

4. DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company, Shri Narendra H. Patel a Director of the Company, retires by rotation and being eligible offers himself for re-appointment. With deep regret we wish to inform that the Chairman of the company Shri Narendra C. Patel has ceased to be a director on the board due to his sad demise, his continuing guidance and valuable support was always appreciated and will be remembered by your company. Shri H. L. Joshi has been appointed as Additional Director in the Category of Independent director of the Company.

5. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the Listing Agreement with the Stock Exchanges is enclosed as Annexure A.

6. LISTING OF EQUITY SHARES ON BOMBAY STOCK EXCHANGE (BSE) SCRIP CODE : 526269

The Company's equity shares are listed on The Bombay Stock Exchange Limited. The Company has filed application for revocation of suspension of listing of equity Shares of the Company. It will be relisted with BSE. Company has paid listing fees for the year 2012-13, registered with NSDL & CDSL and was allotted ISIN No. INE293N01016.

7. OTHER INFORMATION

The Company has created its own website: www.crestchemlimited.in. for the benefit of its equity shareholders and public at large.

The Company has appointed Compliance Officer for better services of the equity shareholders.

The Company's equity shares will be relisted and traded on BSE.

8. DIRECTOR'S RESPONSIBILITY STATEMENT

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

- In the preparation of the annual accounts, the applicable accounting standards have been followed.
- Appropriate accounting policies have been selected and applied so as to give a true and fair view of the state of affairs of the Company as at March, 31st 2012 and of the profit of the Company for that period.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The annual accounts have been prepared on a going concern basis.

9. DEPOSITS

No Public deposits were accepted or matured during the period under review.

10. FINANCE

The accumulated losses of the company are in excess of 50% of the net worth, as on 31st March, 2012. The company is not a sick industrial undertaking within the clause (O) of sub clause (i) of section 3 of sick industrial companies (Special Provision) Act, 1985. However, it is potentially sick under the meaning of section 23 of the said Act, and accordingly, as on date, no reference is made to the Board for Industrial and Financial Reconstruction. The said loss includes non cash – depreciation charges. Also the company has no outstanding term loans or working capital loans or any kind of loans from banks or financial institutions. There are no outstanding interest payments on above.

- To tide over companies current financial difficulties, at the request of the company, the Directors of the company have given unsecured interest free loans from time to time from their own funds to help the company to re-structure its operations.
- The company has not incurred any cash losses during the year 2010-11 & 2011-12.

11. AUDITORS

M/s. Talati & Talati, Chartered Accountants, Ahmedabad, the auditors of the Company retire at the conclusion of the ensuing Annual General Meeting. They are eligible for re-appointment and have furnished certificate to the effect that their appointment, if made, will be in accordance with the limits specified in Section 224 (1-B) of the Companies Act, 1956. Your Directors recommend their re-appointment.

In the opinion of directors, the notes to the accounts are self explanatory and adequately explain the matters, which are dealt with by the auditors.

12. COST AUDIT

The Company has not maintained Cost Accounting Records required to be maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under section 209(1) (d) of the Companies Act, 1956. However, the Cost Accountant has been appointed by the Company and the process of preparing cost records is in progress.

13. PARTICULARS OF EMPLOYEES

There is no employee attracting the provisions of section 217(2A) of the companies Act, 1956, read with the rules made there under.

14. INFORMATION REGARDING CONSERVATION OF ENERGY ETC.

Information required u/s. 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 form part of this report. However, as per the provisions of section 219(1)(b) (iv), the reports and accounts are being sent to all shareholders of the Company excluding the information relating to conservation of energy, foreign exchange earnings and outgo, and the statement of particulars of employees. Any shareholder interested in obtaining such particulars may write to the Director / Company Secretary at the Registered Office of the Company.

15. CORPORATE GOVERNANCE REPORT

The Corporate Governance Report & practices followed by the Company are indicated separately in the Annexure B forming part of this report. A certificate from the Practising Company Secretary, regarding the compliances of corporate governance as stipulated under clause 49 of the listing agreement is annexed as Annexure B to this report.

16. COMPLIANCE CERTIFICATE

The compliance certificate issued by the Company Secretary in whole time practice as prescribed under provision to Section 383A(1) of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules, 2001 is attached with this Report.

17. INDUSTRIAL RELATIONS, SAFETY AND ENVIRONMENT

During the year under review, the industrial relations remained harmonious and cordial. The Directors wish to place on record the unstinted efforts and dedicated services extended by the employees at all levels. With their support the Company looks forward to a brighter future.

18. ACKNOWLEDGEMENT

The Directors extend their sincere thanks to the Bankers, Central and State Government Authorities, Customers, Shareholders and all other who have been associated with the Company, for their co-operation, continued support and for the confidence reposed in the management of the Company.

For and on behalf of the Board

Sd/-

Dipak N. Patel
Managing Director

Place : Indrad (Kadi)
Date : 15-June-2012

ANNEXURE A

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development:

Your Company is engaged in the field of Processing / Job working / Manufacturing, of specialty chemical ingredients, in dry powder forms, finding applications as a nutritious (or as an edible additive) raw material, in dry re-constitutable food and pharmaceutical recipes. Commercially, at times known as the nutraceutical Industry products or as Entral Nutritional Industry raw materials, Health Food Industry raw material etc.

Opportunities, Threats, Risk and Concerns:

This is a developing field, emerging out of the fusion of certain aspects of three industries, namely The Chemical – The Food – The Pharmaceutical Industry, with an opportunity of growth. But currently the cost of manufacturing and marketing is high, as volume of business is low, since the concept has yet to catch-up In India, as compared to certain countries abroad, which is a kind of threat to the viability, at least for the time being. The risk is that the “off-the shelf ready to use packaged products” which are costly and targeted to the modern life, depends on how fast the purchasing power of Indian Mass Public improves. Currently our concerns are to find customers /Job work customers in this field who can give us remunerative prices. The management now feels optimistic to find the same, which was difficult to find till now.

Financial Performance With Respect To Operational Performance:

The plant's utilization remained sub optimal due to financial constraints and the time which was required to be devoted in technically perfecting the products / formulations, in the nutraceutical / health food / clinical nutrition field.

Internal Control Systems and their adequacy:

Your Company has adequate internal controls for its business across departments to ensure efficiency of operations, compliances with internal policies and applicable laws and regulations, protection of

resources and assets and accurate reporting of financial transactions.

The internal control system is supplemented by extensive internal checking system, regular reviews by management and standard policies and guidelines to ensure the reliability of financial and all other records.

Human Resource / Industrial Relations:

Your Company believes that it is the employee's skills and capabilities which will provide the necessary cutting edge to face challenges and market competition. Your Company re-emphasizing philosophy that employee well-being is extremely important, welfare activities have been given a boost. Your Company strives to maintain a professional work environment where every employee feels satisfied and appreciated.

Business Outlook:

The growth of our Companies business depends upon several factors as discussed above. However, management visualizes that, shortly time will come in which we will be able to introduce new formulations and the same will, get properly accepted in the market, looking at some improvement in purchasing power of Indian Mass Public.

Cautionary Statement:

Certain statements in this report may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like regulatory changes, local, political or economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward-looking statements.

The Company will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

ANNEXURE B CORPORATE GOVERNANCE

[Pursuant to clause 49 of the listing agreement with the Stock Exchange.]

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance envisages following of fair business and corporate practices, whereby ensuring better satisfaction of grievances, if any, of all its stakeholders including customers, shareholders and employees, guided by commitment towards efficiency and excellence in every aspect of its business, with due concern for social responsibility.

2. BOARD OF DIRECTORS:

(a) Composition of Board :

The Board of directors of the Company consists of 4 directors out of which there is one Managing Director and 3 Non Executive directors, who are eminent personnel with wide range of skills and experience in business, finance and law. The chairman of the board expired during the year and 1 independent director was appointed in his place, due compliances have been made for the same. The Board comprises of 3 independent directors. The Board normally meets once in a quarter, and additional meetings are held as and when required.

(b) Details of attendance of each director at the Board Meetings and the last Annual General Meeting (AGM), with particulars of their other directorship, and chairmanship / Memberships of board / committees :

	Directors	Category	Attendance Particulars		No. of other Directorships and other committee memberships / chairmanships held in other public Ltd. Companies.		
			Board Meeting	Last AGM	Directorships	Committee Memberships	Committee Chairmanship
1	Mr. Narendra C. Patel (Resigned on 8 th December, 2011)	Chairman & Non-executive Director	5	Yes	-	-	-
2	Mr. Dipak Patel	Managing Director	7	Yes	-	-	-
3	Mr. Rajesh I. Mody	Non-executive Independent Director	7	Yes	-	-	-
4	Mr. Narendrakumar H. Patel	Non-executive Independent Director	7	Yes	-	-	-
5	Mr. H.L. Joshi (Appointed on 8 th December, 2011)	Non-executive Independent Director	2	No	-	-	-

(c) No. of Board meeting held and dates on which held :

Seven Board Meetings were held during the year ended March, 2012 viz. on 30th April, 2011, 27th May, 2011, 30th July, 2011, 19th September, 2011, 14th November, 2011, 8th December, 2011 and 14th February, 2012.

BOARD COMMITTEES

3. AUDIT COMMITTEE:

The Audit Committee was constituted on 15-03-2003 consisting of three directors. The quorum is 2 members. The terms of the reference of the Audit committee include approving and implementing the audit procedures and techniques, reviewing the financial reporting system, internal control systems, ensuring compliance with the regulatory guidelines, and reviewing the risk management policies of the Company. The Audit committee met prior to the finalization and approval of accounts for the year ended on 31st March, 2012. The committee has full access to all accounting records of the company.

The present composition of the audit committee, meetings and attendance is as follows:

Name of the Members	Designation and Category	Profession	Attendance at the Audit Committee meeting held on				
			30 th Apr, 2011	27 th May, 2011	30 th July, 2011	14 th Nov, 2011	14 th Feb, 2012
Mr. Narendrakumar H. Patel	Chairman of the committee and non-executive Independent Director	Graduate in Accounts (Commerce) and having experience of Sr. Accountancy and Finance, besides marketing experience.	Yes	Yes	Yes	Yes	Yes
Mr. Rajesh I. Mody	Member of the committee and non-executive Independent Director	Graduate in Science and experienced businessman	Yes	Yes	Yes	Yes	Yes
Mr. Dipak N. Patel	Managing Director	Graduate in Science and MBA having Sr. Management experience.	Yes	Yes	Yes	Yes	Yes

The Audit Committee invites such of the executives and directors as it considers appropriate to be present at the meetings. The manager/ Accountant / Auditors etc are normally invited to these meetings. The minutes of Audit Committee meetings are noted by the Board of Directors at the Board Meeting.

4. REMUNERATION COMMITTEE : (NON-MANDATORY)

The present composition of remuneration committee, its meetings and attendance is as follows:

Name of the Members	Designation and Category	Attendance at the Remuneration Committee meeting held on 14 th February, 2012
Mr. Rajesh I. Mody	Chairman of the Committee and Non-executive Independent Director	Yes
Mr. Narendrakumar H. Patel	Member and Non-executive Independent Director	Yes

One Remuneration Committee meeting was held during the year. The quorum was two members.

The Non Executive Directors are not entitled to remuneration, as on date, for attending committee meetings, except the sitting fees for attending board meetings. The broad terms of reference of remuneration committee are to review remuneration practices including those payable to directors/managing directors, subject to the approval of the board/shareholders.

5. SHAREHOLDERS' / INVESTORS' GRIEVANCES COMMITTEE:

The Committee looks into redressal of shareholders / Investors grievance, if any, like transfer / transmission / demat of shares, loss of share certificate, non-receipt of Annual Report etc. The quorum was 2 members. The present composition of the committee, its meetings and attendance is as follows:

Name of the Members	Designation and Category	Attendance at the Shareholder's/ Investor's Grievances meeting held on				
		30 th Apr, 2011	30 th July, 2011	14 th Nov, 2011	8 th Dec, 2011	14 th Feb, 2012
Mr. Narendra C. Patel (Resigned on 8 th December, 2011)	Chairman of the committee and non-executive Director	Yes	Yes	Yes	No	No
Mr. Narendrakumar H. Patel	Member of the committee and non-executive Independent Director	Yes	Yes	Yes	Yes	Yes
Mr. Rajesh I. Mody	Member of the committee and non-executive Independent Director	Yes	Yes	Yes	Yes	Yes
Mr. H.L Joshi (Appointed on 8 th December, 2011)	Member of the committee and non-executive Independent Director	No	No	No	Yes	Yes

During the year under review, the Company has looked into the redressal of shareholders and investor's complaints like transfer / transmission of shares, non -receipt of balance sheet, demat etc. The details of complaints received and resolved are given in the following table.

Complaints Received	Complaints Resolved	Pending on 31 st day of March, 2012
6	6	NIL

6. GENERAL BODY MEETINGS:

Location, time and date where last three Annual General Meetings of the Company were held are given below:

Financial Year	Date	Time	Location of the Meeting	Any Special Resolution Passed
2008-2009 (12 Months Period)	30/09/2009	05.00 p.m.	SEVENTEENTH AGM at Regd. Office of the Company at : 325, INDRAD - 382721, Tal. : Kadi, Dist. : Mehsana, (North Gujarat)	No
2009-2010 (12 Months Period)	28/09/2010	05.00 p.m.	EIGHTEENTH AGM at Regd. Office of the Company at : 325, INDRAD - 382721, Tal. : Kadi, Dist. : Mehsana, (North Gujarat)	No
2010-2011 (12 Months Period)	30/09/2011	05.00 p.m.	NINETEENTH AGM at Regd. Office of the Company at : 325, INDRAD - 382721, Tal. : Kadi, Dist. : Mehsana, (North Gujarat)	No

7. MEANS OF COMMUNICATION:

- a) The quarterly, half yearly and full year results are prepared. Audited – annual reports are sent to the shareholders.
- b) Pursuant to the requirement of Clause 47 (F) of the Listing Agreement, the company has also created email address for making investor's grievance directly i.e. info@crestchemlimited.in
- c) The management discussion and analysis report forms part of Directors Report.
- d) The data and information relating to the Company can be accessed from the following websites : www.crestchemlimited.in.

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8. GENERAL SHAREHOLDER INFORMATION:

(i) Annual General Meeting

Day, Date & Time : Friday, September 28th 2012 at 5.00 p.m.
 Venue : Conference Hall, Mahisagar Snack point, Thol Road, Taluka: Kadi,
 District - Mehsana: 382 715 (NORTH GUJARAT)

(ii) Financial Calendar period : 01-04-2011 to 31-03-2012

(iii) Date of Book Closure : 24th September, 2012 to 28th September, 2012 (Both days inclusive)

(iv) Listing on Stock Exchange :

(a) The Delhi Stock Exchange Ltd (DSE)

All Annual listing fees to DSE has been paid upto financial year 2011-2012. Under the Amnesty Scheme of DSE, the said stock exchange has now revoked the suspension in the trading of securities of our company, to the benefit of our company.

(b) The Stock Exchange Mumbai (BSE)

All Annual listing fees to BSE is paid upto the Financial Year 2011-2012. Efforts are in progress to get the revocation of suspension in the trading of securities of our company from BSE, we are at a very advanced stage.

(v) Stock Code / Symbol :

Bombay Stock Exchange, (BSE) 526269

Delhi Stock Exchange Ltd., Delhi (DSE) 7118

(vi) ISIN No. INE 293 N 01016 was granted by CDSL.

(vii) Market Price Data :

The Company's shares were not actively traded on the Stock Exchanges, as the suspension is still in force in trading of securities of the company at BSE. Hence the monthly high and low quotations were not applicable. Efforts are on way to get the said suspensions imposed by BSE revoked in due course.

(viii) Registrar & Share transfer Agents :

The Company has appointed a Registrar and Share Transfer Agent (RTA), to handle Physical and Dematerialized shares. For Share Transfer, Demat & any other Communications relating to Share Certificates, Change of address, Investor Grievances etc. to be sent to:

LINK INTIME INDIA PRIVATE LIMITED

C-13, Pannalal Silk Mills Compound, L B S Marg, Bhandup (West), Mumbai - 400078

Tel: 022 - 25963838, Fax : 022 - 25966969

Email Id: pha.krishnan@linkintime.co.in

(ix) Share Transfer System :

Share transfer requests are registered within an average period of 15 days to 20 days from the date of receipt.

(x) Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments.

(xi) Share-Distribution Schedule as on 31-03-2012:

No. of Equity Shares	No. of Share holders	% of share holders	No. of Share held	% of share holding
1 - 5000	11620	99.8281	2210400	73.68
5001 - 10000	9	0.0773	75900	2.53
10001 - 20000	4	0.0344	58800	1.96
20001 - 30000	3	0.0258	80700	2.69
30001 - 40000	1	0.0086	35000	1.167
40001 - 50000	—	—	—	—
50001 - 100000	1	0.0086	50600	1.687
100001 - 999999990	2	0.0172	488600	16.286
Total	11640	100.00	30000000	100.00

All above shares are in physical mode.

(xii) Shareholding Pattern as on 31st March, 2012:

Category	No. of Shares	% of holding
Non-Resident Indians	100700	3.36
Nationalized Banks	3900	0.13
Bodies Corporate	15500	0.52
Directors	184700	6.16
Relatives of Directors	561800	18.72
Others	2133400	71.11
TOTAL	3000000	100.00

All above shares are in physical mode.

(xiii) Dematerialization of equity shares:

The Company has no shares in dematerialized form, as on date. However the company is in the process to do so in due course.

(xiv) Plant Location :

Survey No. : 325
Village : INDRAD
Taluka : Kadi
District : Mehsana – 382 721 (NORTH GUJARAT)
Phone : 02764 – 277844

(xv) Address for Correspondence:

For any assistance regarding share transfers, transmissions, change of address, non-receipt of dividend or any other query relating to shares, please Communicate to :-

Name of the Company : **CRESTCHEM LIMITED**
Survey No. : 325
Village : INDRAD
Taluka : Kadi
District : Mehsana – 382 721 (NORTH GUJARAT)
Phone : 02764 – 277844
Website : www.crestchemlimited.in.

9. DISCLOSURES:**(A) Related party transactions**

There were no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, directors or the management, their subsidiaries or relatives etc. that may have potential conflict with interests of the Company at large. The related party transactions are duly disclosed in the Notes to the Accounts.

(B) Disclosure of accounting treatment

The Company has followed all applicable Accounting Standards while preparing the financial statements subject to notes thereon. No treatment different from the Accounting Standards, prescribed by the Institute of Chartered Accountants of India, has been followed in the preparation of Financial Statements.

(C) Proceeds from public issues, right issues, preferential issues etc.

During the year, the Company has not raised funds through public issues, right issues or preferential issue.

(D) Management

The Management Discussion and Analysis Report, published as a separate section of this report is prepared in accordance with the requirements laid out in Clause 49 of the Listing Agreement and forms part of the Annual Report. The Company has complied with the mandatory requirements of Clause 49 of the Listing Agreement. The risk management policies of the company are periodically reviewed by the Audit Committee of the Board of Directors of the company and by the Board. The risk management issues are mentioned in the Management Discussion and Analysis Report.

(E) Disclosure of Directors seeking appointment / reappointment

The details pertaining to Directors seeking appointment / reappointment are furnished as Annexure to Notice convening the Annual General Meeting.

(F) Statutory Compliance

The Company has made an application for Revocation of Suspension in trading of Equity Shares to Bombay Stock Exchange and has complied with all the pending compliance of Listing Agreement. No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or other Statutory Authority on any matter related to capital market during the last three years except suspension of trading in Companies shares. Also refer to the details mentioned under the head mandatory and non mandatory requirement (Point no. 10 as below)

(G) Whistle Blower Policy and affirmation that no personnel have been denied access to the audit committee

At present the Company has no whistle-blower policy. However, no personnel have been denied access to the audit committee.

(I) CEO/CFO Certification

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges the Whole-time Director of the Company has certified to the Board, compliance with Clause 49 (V) regarding CEO/CFO certification only on an annual basis.

(J) Company Secretary's Certificate

Certificate from Practising Company Secretary confirming compliance with the conditions of Corporate Governance, as stipulated in clause 49 of the Listing Agreement of the Bombay Stock Exchange in India, forms part of this report.

(H) None of the Shares of the Company are pledged or encumbered.**10. MANDATORY AND NON-MANDATORY REQUIREMENTS :****(a) Status of compliance to the mandatory requirements :**

The Company has adopted mandatory requirements of compliances on Corporate Governance. A certificate from Mr. Dipak N. Patel, the managing director of the company was placed before the board detailing the compliances done. The Auditor's/ Company Secretary Certificate regarding compliances of Corporate Governance by the company is annexed to this Corporate Governance report.

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(b) Status of compliance to the non-mandatory requirements :

The Company, so far, has not adopted the non-mandatory suggestions of (1) sending six – monthly results information to each household of shareholders, (2) training of board members, (3) tenure of independent directors (4) mechanism of evaluating the performance of non-executive board members. The company has however adopted the non-mandatory suggestion of having a Remuneration Committee.

11. SECRETARIAL AUDIT FOR RECONCILIATION OF CAPITAL:

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

12. CEO/CFO CERTIFICATION :

Managing Director (CEO) and Chief Finance Officer (CFO) Certification

We Dipak N. Patel, Managing Director and Satish D. Panchal, Manager (F & A) of Crestchem Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the balance sheet as at 31st March 2012 and Profit & Loss account, and all its schedules and Notes on accounts, as well as the cash flow statement and the Director's Report for the year ended on that date.
2. Based on our knowledge and information, these statements do not contain any untrue statement of a material fact or omit to state a material fact or do not contain any statement that might be misleading;
3. Based on our knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as on, and for the year presented in this report and are in compliance with the existing accounting standards and /or applicable laws and regulations;
4. To the best of our knowledge and belief, no transaction entered into by the Company during the year are fraudulent, illegal or violative of the Company's code of conduct;
5. We are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the Company, and we have:
 - a. evaluated the effectiveness of the Company's disclosure, controls and procedures pertaining to financial reporting;
 - b. disclosed in this report any change in the Company's internal controls over financial reporting that occurred during the Company's most recent accounting year that may have materially affected, or is reasonably likely to affect, the Company's internal control pertaining to financial reporting.
6. We have disclosed based on our most recent evaluation, wherever applicable, to the Company's auditors and the audit committee of the Company's Board of Directors;
 - a. Deficiencies in the design or operation of internal controls, which could adversely affect the Company's ability to record, process, summarize and report financial data and have identified for the Company's auditors, any material weakness in internal control over financial reporting including any corrective actions with regard to such deficiencies, if any;
 - b. Significant changes in internal controls during the year covered by this report, if any;
 - c. All significant changes in accounting policies during the year, if any and that the same have been disclosed in the notes to the financial statements;
 - d. No instances of significant fraud of which we are aware, involving management or other employees who have significant role in the Company's internal control system;
7. We further declare that all the Board Members and senior management personnel have affirmed compliance with the code of conduct during the year.

Place : Indrad (Kadi)
Date : 15th June, 2012

Dipak N. Patel
Managing Director

Satish D. Panchal
Manager (Finance)

13. COMPLIANCE CERTIFICATE FROM THE AUDITORS OF THE COMPANY:

Certificate from M/s Talati & Talati, Chartered Accountants, confirming compliance with the conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreement, is annexed to this report forming part of the Annual Report.

14. DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT :

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, the Board Members and the Senior Management personnel have confirmed compliance with the code of conduct for the financial year ended 31st March, 2012.

For and on behalf of the Board

Sd/-

Place : Indrad (Kadi)
Date : 15-June-2012

Dipak N. Patel
Managing Director

COMPANY SECRETARY'S CERTIFICATE**Company Secretary Certificate Regarding Compliance with the conditions of Corporate Governance under clause 49 of the Listing Agreement with Stock Exchange:**

To the Members of CRESTCHEM LIMITED

We have examined the compliance of conditions of 'Corporate Governance' by CRESTCHEM LIMITED for the year ended March, 31, 2012 as stipulated in clause 49 of the Listing Agreement of the Company with the Stock Exchange.

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

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

As required by the Guidance Note issued by the Institute of Chartered Accountants of India we have to state that no investor grievances was pending for a period of one month against the Company as per the records maintained by the Company.

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

For SONI RASMIKANT M.
Company Secretary
(RASMIKANT M. SONI)
Proprietor
C. P. No. : 4990

Place : Ahmedabad
Date : 15th June, 2012

COMPLIANCE CERTIFICATE

[Pursuant to provision to Section 383-A(I) of the Companies Act, 1956, read with Companies (Compliance Certificate) Rules, 2001]

Registration No. : L24100GJ1991PLC015530

Nominal Capital : ₹ 4,00,00,000/-

Paid-up Capital : ₹ 3,00,00,000/-

To,
The Members
Crestchem Limited

I have examined the registers, records, books and papers of CRESTCHEM LIMITED (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2012. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year :

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has filed the forms and returns as stated in Annexure "B" to this certificate. The Company was not required to file any forms and returns with Regional Director, Central Government, Company Law Board or other authorities.
3. The Company being a Public company no comments is required to be made.
4. The Board of Directors duly met 7 (seven) times on 30th April, 2011, 27th May, 2011, 30th July, 2011, 19th September, 2011, 14th November, 2011, 8th December, 2011 and 14th February, 2012 in respect of which proper notice were given and the proceedings were properly recorded and signed Minutes Book are maintained for the purpose. However, as informed to us the Company has not passed any circular resolutions.
5. The Company had closed its Register of Members from 26th September 2010 to 30th September 2011 and necessary compliance of Section 154 of Act had been made.
6. The annual general meeting for the financial year ended on 31st March 2011 was held on 30th September 2011 after giving due notice to the members of the Company and the resolutions passed thereafter were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year.
8. The Company has not advanced any loan to its directors and/ or persons or firms or companies referred in the Section 295 of the Act, during the financial year.
9. The Company has not entered into any contracts/transaction falling within the preview of Section 297 of the Act during the financial year.
10. The Company has made necessary entry in the Register maintained under Section 301 of the Act.
11. The provision of Section 314 of the Act was not applicable to the Company during the financial year.
12. The Company has not issued any duplicate share certificates.
13. The Company has :
 - (a) The Company has made transfers of shares but no transmission of shares were made during the financial year.
 - (b) As no dividend was declared, hence the provisions as to depositing the amount of dividend in a separate Bank Account are not attracted.

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- (c) As no dividend was declared, hence no payment/posting of warrants for dividend to any of the members.
- (d) There was no unpaid or unclaimed dividend in any of the previous years nor there was any amount on account of application money due for refund, matured deposits, matured debentures and the interest accrued thereon which remained unclaimed or unpaid for a period of seven years and hence the Company is not required to transfer the same to Investor Education and Protection Fund.
- (e) The Company has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and there was change in the Board of Directors during the financial year.
15. The Company having paid up capital less than ₹ 5 Crore, the provisions of Section 269 of the Act was applicable during the financial year.
16. The Company has not appointed sole-selling agents during the financial year.
17. As per explanation and information given to us the Company was not required to us the Company was not required to obtain approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
18. The Directors have given notices in regard to disclosures of their interest in other firms / companies.
19. The Company has not issued any shares / debentures during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has not issued any preference shares and / or debentures during the financial year.
22. There were no transactions necessitating a company to keep in abeyance rights to dividend, rights to shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A and 58AA read with Companies (Acceptance of Deposits) Rules, 1975, during the financial year.
24. The Company has taken unsecured loans from directors.
25. The Company has not made any loans and advances or investments in other bodies corporate. Further the Company has not given any guarantee nor provided security to any body corporate during the financial year.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another during the financial year.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the financial year.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the financial year.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the financial year.
30. The Company has not altered the provisions of its Articles of Associations during the financial year.
31. No prosecution was initiated against the company. No fines and no penalties have been imposed on the company, during the financial year.
32. As per information given to me the Company has not received any money as security from its employee during the financial year.
33. As per information given to me the Company has not constituted the Provident Fund for its employees within the meaning of the provisions of Section 418 of the Act.

For SONI RASMIKANT M.
Company Secretary

(RASMIKANT M. SONI)

Proprietor

C. P. No. : 4990

Place : Ahmedabad
Date : 15th June, 2012

ANNEXURES FORMING PART OF COMPLIANCE CERTIFICATE

ANNEXURE : "A"

Registers as maintained by the Company:

1. Register of Members u/s. 150 of the Act.
2. Minutes Book of Board Meetings u/s. 193 of the Act.
3. Minutes Book of the General Meetings u/s 193 of the act.
4. Register of Disclosure of Interest u/s. 299 of the Act.
5. Register of Contracts, Companies, and Firms in which directors are interested u/s. 301 of the Act.
6. Register of particulars of Directors etc. u/s. 303 of the Act.
7. Register of Directors Shareholding u/s. 307 of the Act.
8. Other Registers :
Register of Transfer
Register of Attendance of Directors for Board Meeting
Register of Attendance of Members for AGM/EGM.

ANNEXURE: "B"

Forms and returns were filed by the Company with the Registrar of Companies during year ending 31st March 2012:

With Registrar of Companies:

1. Form No. 66 for the financial year ended on 31/03/2011 was filed on 19/01/2012.
2. Form No. 23AC and 23ACA for the financial year ended on 31/03/2011 was filed on 31/01/2012.
3. Form No. 20 B for the financial year ended on 31/03/2011 (AGM: 30/09/2011) was filed on 28/04/2012.
4. Form 32 was filed on 26/12/2011.
5. Form Din-1 was filed for new director on 24/12/2011.

With Regional Director: NIL – N.A.

With Central Government: NIL – N.A.

AUDITORS' REPORT

ANNEXURE
Re: CRESTCHEM LIMITED

1. We have audited the attached Balance Sheet of **CRESTCHEM LIMITED** as at 31st March, 2012 and also the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date annexed thereto. These Financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 as amended by companies (Auditors Report) (Amendments) Order, 2004 (hereinafter referred to as "the Order") issued by the central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, and on the basis of such checks, as we considered appropriate we annex hereto of a statement on the matters specified in paragraphs 4 and 5 of the said Order.
 - i. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - ii. 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 the books.
 - iii. 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.
4. In our opinion, balance sheet, Statement of profit and loss account and cash flow statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
5. On the basis of written representation received from the directors, as on 31st March, 2012 and taken on record by the Board of Director, we report that none of the Directors is disqualified as on 31st March, 2012 from being appointed as a Director in terms of Clause (g) of Sub-Section (1) of section 274 of the Companies Act, 1956.
6. In our opinion and to the best of our information and according to the explanations given to us the said accounts read together with the other notes appearing thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
 - a. In the case of the Balance Sheet of the state of the affairs of the Company as at 31st March, 2012
 - b. In the case of the Statement of Profit and Loss, of the Loss for the year ended on that date and,
 - c. In the case of the Cash Flow Statement, of the cash flows for the year ended on the date.

Referred to in paragraph 3 of our report of even date.

- (i) (a) The Company is maintaining proper records showing full particulars including quantitative details and general location of fixed assets.
- (b) Majority of the assets has been physically verified by the management during the year and 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.
- (c) During the year, the Company has not disposed off any major part of the Fixed Assets.
- (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 the company, 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.
- (iii) In respect of Loans secured or unsecured, granted or taken by company to/from companies, firm or other parties covered in the register maintained under section 301 of the Companies Act, 1956:
 - (a) The company has not granted any unsecured loan to any companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956. Hence the provisions of Clause (iii) (a), (b), (c), and (d) are not applicable to the company.
 - (e) The Company has taken Interest free unsecured loan from parties listed in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was ₹ 17,35,598/- and the year end balance of loan taken from such parties was ₹ 17,35,598/-.
 - (f) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions on which loans have been taken from parties listed in the register maintained under Section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the Company.
 - (g) The company is not paying interest on loans and principal amount is repayable on demand.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory, fixed assets

For **TALATI & TALATI**
Chartered Accountants
(Firm Reg. No 110758W)

(UMESH H. TALATI)
PARTNER
M.NO. 34834

AHMEDABAD
DATE: 15th June, 2012

ANNUAL REPORT 2011-2012

- and with regard to the sale of goods. During the course of our audit, no major weaknesses have been noticed in the internal controls.
- (v) (a) To the best of our knowledge and according to information and explanations given to us, we are of the opinion that the contracts or arrangements that need to be entered in to the register required to be maintained under section 301 of the companies act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 have been made at prices which are reasonable having regard to prevailing market prices at the relevant time where such market prices are available.
- (vi) In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public and hence the provisions of Section 58A, 58AA and other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 are not applicable.
- (vii) In our opinion, the internal audit system of the company is commensurate with its size and nature of its business.
- (viii) *The Company has not maintained Cost Accounting Records required to be maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under section 209(1) (d) of the Companies Act, 1956. However, as per the Information and Explanation given by the Management The Cost Accountant has been appointed by the Company and the process of preparing cost records is in progress.*
- (ix) (a) The company does not have any employees therefore it does not have any provident fund liability during the current year. However, the company is regular in depositing other statutory dues applicable to it. According to the information and explanations given to us and on the basis of records produced before us, Provident Fund of ₹ 2,25,988/-, FBT of ₹ 42,540/- is outstanding for more than six months. However the company has obtained an interim stay order from the high court of Gujarat against payment of the dues to the P.F.Department. Except above there are no undisputable amount payable in respect of Income Tax, Wealth Tax, Sales Tax, custom duty and excise duty and cess were outstanding as at 31st March, 2012 for a period of more than six months from the date they become payable.
- (b) According to the records of the company, there are no dues of Sales Tax, Income Tax and Excise Duty and Cess which have not been deposited on account of any dispute.
- (x) The accumulated losses of the company at the end of the financial year are in excess of 50% of its net worth. The company has not incurred cash loss during the financial year covered by our audit and in the immediately preceding previous year.
- (xi) In our opinion and according to information and explanation given to us the Company has not defaulted in repayment of dues to a Bank.
- (xii) The company has not granted any loans against security by way of pledge of shares, debentures and other securities.
- (xiii) The company is not a chit fund or a nidhi mutual benefit fund/ society. Therefore, the provisions of this clause is not applicable to the company.
- (xiv) The company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of this clause of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (xv) In our opinion the company has not given any guarantee for loans taken by others from bank or financial institution hence the provision of this clause is not applicable to the company.
- (xvi) According to the information and explanations given to us, the company has not raised any term loans during the year and hence in our opinion this clause is not applicable to the company.
- (xvii) In our opinion and according to the information and explanation given to us and overall examination of the balance sheet of the company we report that no funds raised on short term basis has been used for long term investment by the company.
- (xviii) The company has not made any preferential allotment of shares to any parties and companies covered under the register maintained u/s.301 of the Act.
- (xix) During the period covered by our audit report, the company has not issued any debentures.
- (xx) The company has not raised any money out of public issue during the period covered by our report.
- (xxi) We report that no fraud on or by the company has been noticed or reported during the course of our audit.

For TALATI & TALATI
Chartered Accountants
(Firm Reg. No 110758W)

AHMEDABAD
DATE: 15th June, 2012

(UMESH H.TALATI)
PARTNER
M.NO. 34834

Balance Sheet as at 31st March 2012

Particulars	Refer Note No.	As at March 31,2012	As at March 31,2011
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	3	30,000,000	30,000,000
(b) Reserves and Surplus	4	(24,866,372)	(25,279,437)
(c) Money received against share warrants		-	-
		5,133,628	4,720,563
(2) Share application money pending allotment			
		-	-
(3) Non-Current Liabilities			
		-	-
(4) Current Liabilities			
(a) Short-term borrowings	5	2,586,598	2,235,598
(b) Trade payables	6	990,620	1,087,054
(c) Other current liabilities	7	854,856	283,652
(d) Short-term provisions	8	531,423	531,423
		4,963,497	4,137,727
Total		10,097,125	8,858,290
II. ASSETS			
(1) Non-current assets			
<i>(a) Fixed assets</i>			
(i) Tangible assets	9	6,330,722	7,557,534
(ii) Capital work-in-progress		-	-
(b) Non-current investments		-	-
(c) Long term loans and advances		-	-
(d) Other non-current assets	10	238,000	-
		6,568,722	7,557,534
(2) Current assets			
(a) Inventories	11	241,198	361,945
(b) Trade receivables	12	726,390	221,645
(c) Cash and cash equivalents	13	2,015,981	233,697
(d) Short-term loans and advances	14	504,957	477,474
(e) Other Current Asset	15	39,877	5,995
		3,528,403	1,300,756
Total		10,097,125	8,858,290

The accompanying notes are an integral part of these financial statements. 1 & 2

As per our separate report of even date attached.

For Talati & Talati
Chartered Accountants
(Firm Reg No: 110758W)

Umesh H. Talati
Partner
Mem. No. 34834

Place : Ahmedabad
Date : 15th June, 2012

For and on behalf of the Board of Directors

Dipak N. Patel
Managing Director

Narendrakumar H. Patel
Director

Place : INDRAD (Kadi)
Date : 15th June, 2012

ANNUAL REPORT 2011-2012**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st March 2012**

Particulars	Refer Note No.	Figures for the current reporting period	Figures for the previous reporting period
I. Revenue From Operations			
Sale of products	16	1,184,550	1,423,601
Sale of services		40,257	78,970
Other operating revenues		-	-
<u>Less:</u>			
Excise duty		1,224,807	1,502,571
II. Other income	17	2,775,600	83,448
III. Total Revenue (I + II)		<u>4,000,407</u>	<u>1,586,019</u>
IV. Expenses:			
Cost of materials consumed	18	664,725	465,991
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	19	17,972	(188,000)
Employee benefits expense	20	531,125	118,137
Finance costs	21	12,651	53,665
Depreciation and amortization expense	9	867,497	951,592
Other expenses	22	1,493,372	1,094,420
Total expenses		<u>3,587,342</u>	<u>2,495,805</u>
V. Profit before tax (VII- VIII)		<u>413,065</u>	<u>(909,786)</u>
VI Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
		<u>-</u>	<u>-</u>
VII Profit (Loss) for the period		<u>413,065</u>	<u>(909,786)</u>
VIII Earnings per equity share:			
Basic & Diluted		0.14	(0.30)

The accompanying notes are an integral part of these financial statements. 1 & 2

As per our separate report of even date attached.

For Talati & Talati
Chartered Accountants
(Firm Reg No: 110758W)

Umesh H. Talati
Partner
Mem. No. 34834

Place : Ahmedabad
Date : 15th June, 2012

For and on behalf of the Board of Directors

Dipak N. Patel
Managing Director

Narendrakumar H. Patel
Director

Place : INDRAD (Kadi)
Date : 15th June, 2012

CRESTCHEM LIMITED

	<u>As at March 31,2012</u>	<u>As at March 31,2011</u>
3 SHARE CAPITAL :		
Authorised Capital:		
40,00,000 Equity Shares of ₹ 10/- each (PY 40,00,000 Equity Shares of ₹ 10/- each)	40,000,000	40,000,000
Issued, Subscribed & Fully Paid up Capital :		
30,00,000 Equity shares of ₹ 10/- each fully paid (PY 30,00,000 Equity Shares of ₹ 10/- each fully paid)	30,000,000	30,000,000
	<u>30,000,000</u>	<u>30,000,000</u>

(a) Reconciliation of number of shares :

Equity shares:	As at March 31, 2012		As at March 31, 2011	
	No of Shares	Amount	No of Shares	Amount
Shares outstanding at the beginning of the year	3,000,000	30,000,000	3,000,000	30,000,000
Add: shares issued during the year	-	-	-	-
Add : Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	3,000,000	30,000,000	3,000,000	30,000,000

(b) Details of share holders holding more than 5% shares in the company:

Sr	Name of share holders	As at March 31, 2012		As at March 31, 2011	
		No of Shares held	% of holding	No of Shares held	% of holding
1	Narendraprasad C. Patel	303,900	10.13%	154,600	5.15%
2	Dipak N. Patel	184,700	6.16%	-	-

(c) Terms/rights, preferences and restrictions attached to securities:

Equity Shares:

The company has only one class of equity shares having a face value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The company declared and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2012 the amount of per share dividend recognized as distributions to equity shareholders is ₹ 0/-.

In the events of liquidation of the company, the holders of equity shares will be entitled to remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportions to the number of equity share held by the shareholders.

	<u>As at March 31,2012</u>	<u>As at March 31,2011</u>
4 RESERVES & SURPLUS :		
Surplus in Statement of Profit & Loss Account		
Balance as per last accounts	(25,279,437)	(24,369,651)
Profit for the year	413,065	(909,786)
Less: Appropriations		
Proposed dividend on Equity Shares for the year	-	-
Dividend distribution tax on Proposed dividend	-	-
Transfer to General Reserve	-	-
Total	<u>(24,866,372)</u>	<u>(25,279,437)</u>

5 SHORT TERM BORROWINGS:

Unsecured :

a) Loans and Advances from Related Parties

From Directors	1,735,598	1,311,548
From Others	-	424,050

b) Deposits

Trade deposits	851,000	500,000
Total	<u>2,586,598</u>	<u>2,235,598</u>

Terms of repayment for unsecured borrowings

The company has taken interest free loans and advances from Directors which is repayable on demand.

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	<u>As at March 31,2012</u>	<u>As at March 31,2011</u>
6 TRADE PAYABLES:		
- Due to Micro Small & Medium Enterprises (*)	-	-
- For Goods & services	559,006	729,744
- Others	431,614	357,310
Total	990,620	1,087,054
(*) In the absence of the complete information regarding the status of the suppliers as Micro, Small & Medium Enterprise as per the Micro, Small & Medium enterprise development Act, 2006, the information regarding the amount due to such parties as on the balance sheet date and provision for interest if any required by the said Act is not been made.		
7 OTHER CURRENT LIABILITIES:		
Other Payables:		
- Bank Over Draft	374,402	101,654
- Statutory dues	56,354	17,585
- Interest free deposit from Customers	-	105,000
- Unpaid Expense	24,100	59,413
- Advance from Customers	400,000	-
Total	854,856	283,652
8 SHORT TERM PROVISIONS:		
Provision for employee benefits:		
Provision for Provident Fund	225,988	225,988
Provision for gratuity	262,895	262,895
Others:		
Provision for Income tax	-	-
Provision for fringe benefit tax	42,540	42,540
Total	531,423	531,423

Note - 9 : TANGIBLE FIXED ASSETS

Particulars	Land	Factory Building	Plant & Machinery	Electric Installation	Furniture & Fixtures	Office Equipment	Total
Cost of assets							
At 1 April 2010	254,369	6,020,457	13,754,190	703,255	920,548	115,978	21,768,797
Additions	-	-	-	-	-	-	-
Disposal / Adjustment	-	-	-	-	-	-	-
Exchange Differences	-	-	-	-	-	-	-
At 31 March 2011	254,369	6,020,457	13,754,190	703,255	920,548	115,978	21,768,797
Additions	-	-	-	-	-	-	-
Disposal / Adjustment	109,015	-	365,159	390,418	354,566	74,683	1,293,841
Exchange Differences	-	-	-	-	-	-	-
At 31 March 2012	145,354	6,020,457	13,389,031	312,837	565,982	41,295	20,474,956
Depreciation							
At 1 April 2010	-	2,848,677	9,035,689	473,234	825,085	76,986	13,259,671
Charge for the year	-	201,083	653,324	33,405	58,271	5,509	951,592
Disposal / Adjustment	-	-	-	-	-	-	-
At 31 March 2011	-	3,049,760	9,689,013	506,639	883,356	82,495	14,211,263
Charge for the year	-	201,083	641,967	21,262	-	3,186	867,497
Disposal / Adjustment	-	-	269,110	264,705	345,673	55,039	934,526
At 31 March 2012	-	3,250,844	10,061,870	263,195	537,683	30,642	14,144,234
Net Block							
At 31 March 2011	254,369	2,970,697	4,065,177	196,616	37,192	33,483	7,557,534
At 31 March 2012	145,354	2,769,613	3,327,161	49,642	28,299	10,653	6,330,722

CRESTCHEM LIMITED

	<u>As at</u> <u>March 31,2012</u>	<u>As at</u> <u>March 31,2011</u>
10 OTHER NON - CURRENT ASSETS		
Fixed Deposit with maturity of more than 12 months	238,000	-
Total	<u>238,000</u>	<u>-</u>
11 INVENTORIES:		
(valued at lower of cost or net realizable value)		
<u>Raw materials:</u>		
- Corn Fat Powder [Goods in transit ₹ Nil, P.Y. ₹ Nil]	44,170	103,694
- MCT Fat Powder [Goods in transit ₹ Nil, P.Y. ₹ Nil]	27,000	70,251
Work-in-progress	-	188,000
Finished goods		
- Corn Fat Powder	154,800	-
- MCT Fat Powder	15,228	-
Stock in trade (In respect of goods acquired for trading)	-	
Stores & Spares [Goods in transit ₹ Nil, P.Y. ₹ Nil] (Inventories taken, valued and certified by management)		
Total	<u>241,198</u>	<u>361,945</u>
12 TRADE RECEIVABLES:		
(Unsecured, considered good, unless otherwise stated)		
Outstanding for a period exceeding 6 months from the date they are due for payment		
Others	726,390	221,645
Total	<u>726,390</u>	<u>221,645</u>
13 CASH AND BANK BALANCES:		
<u>Cash and cash equivalent :</u>		
Balance with Banks :		
- In Current accounts	-	-
- In FD (Deposit with maturity of less than 3 months)	10,000	-
Cash on hand	5,981	45,697
	<u>15,981</u>	<u>45,697</u>
<u>Other bank balances:</u>		
Fixed Deposit with maturity of more than 3 months but less than 12 months	2,000,000	188,000
Fixed Deposit with maturity of more than 12 months	238,000	-
	2,238,000	188,000
Less : Amount disclosed under Other Non Current Assets (Note No. 10)	(238,000)	-
	<u>2,000,000</u>	<u>188,000</u>
Total	<u>2,015,981</u>	<u>233,697</u>
14 SHORT-TERM LOANS AND ADVANCES:		
Unsecured considered good, unless otherwise stated:		
Other loans and advances:		
- Advances recoverable in cash or kind	13,512	-
- Deposit to Suppliers	1,400	1,650
- Balances with government authorities	475,824	475,824
- Advance tax and mat credit entitlement	14,221	-
Total	<u>504,957</u>	<u>477,474</u>
15 Other Current Asset		
Unsecured considered good, unless otherwise stated:		
Others :		
Intrest accrued on Fixed Deposit	39,877	5,995
Total	<u>39,877</u>	<u>5,995</u>

ANNUAL REPORT 2011-2012

	<u>As at March 31,2012</u>	<u>As at March 31,2011</u>
16 REVENUE FROM OPERATIONS:		
<u>Sale of products</u>		
Corn FAT Powder	852,900	1,068,801
MCT FAT Powder	303,150	352,500
Grounding FAT Powder		28,500
Malto Dextrin Powder	-	2,300
	<u>1,184,550</u>	<u>1,423,601</u>
<u>Sale of services</u>		
Processing Charges	40,257	78,970
	<u>40,257</u>	<u>78,970</u>
Total	<u>1,224,807</u>	<u>1,502,571</u>
17 OTHER INCOME:		
Interest Income	146,670	42,882
Other Non Operating Income :		
Profit on sale of Land	1,441,985	
Profit on sale of other fixed assets	749,701	
Sundry Balance written off	437,244	
	<u>2,628,930</u>	<u>40,566</u>
Total	<u>2,775,600</u>	<u>83,448</u>
18 COST OF MATERIALS CONSUMED:		
Opening Stock	<u>173,945</u>	<u>-</u>
	173,945	-
Add : Purchases	<u>561,950</u>	<u>639,936</u>
	735,895	639,936
Less : Closing Stock	<u>71,170</u>	<u>173,945</u>
Total	<u>664,725</u>	<u>465,991</u>
19 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE		
Closing Stock		
Finished goods	170,028	-
Work in process	-	188,000
Total (A)	<u>170,028</u>	<u>188,000</u>
Opening Stock		
Finished goods	-	-
Work in process	188,000	-
Stock-in-trade	-	-
Total (B)	<u>188,000</u>	<u>-</u>
Total (A-B)	<u>17,972</u>	<u>(188,000)</u>
20 EMPLOYEE BENEFITS EXPENSE:		
Salary & Wages	505,100	85,500
Contribution to Providend & other Fund	-	-
Staff welfare expense	26,025	32,637
Total (A-B)	<u>531,125</u>	<u>118,137</u>
21 FINANCE COSTS:		
Other borrowing cost	12,651	53,665
Total	<u>12,651</u>	<u>53,665</u>

CRESTCHEM LIMITED

	<u>As at March 31,2012</u>	<u>As at March 31,2011</u>
22 OTHER EXPENSES:		
Consumption of stores & spare parts	25,575	82,382
Power & Fuel	526,092	402,594
Consumption of packing materials	7,393	8,731
Factory Expense	25,677	60,660
<u>Repairs and maintenance :</u>		
Machinery	500	7,000
Building	8,000	31,166
Others	11,385	17,132
	19,885	55,298
Rates & Taxes	-	6,161
Travelling & Conveyence	64,879	60,853
Telephone Expense	27,568	14,643
Stationary & Printing Expense	21,490	74,710
Payment to Auditors	30,337	19,854
Admission processing and Custodial Fees	42,957	-
Listing Fees	45,673	-
Reinstatement Fees	220,600	-
R.O.C fees	24,800	-
Rent Expense	-	6,600
Legal, Consultancy and Professional Fees	284,987	223,634
Miscellaneous expenses	125,459	78,300
Total	1,493,372	1,094,420
Payment to auditors		
As auditor:		
Statutory auditor	30,337	19,854
Tax auditor	-	-
In other capacity :		
For taxation matters	11,567	6,894
For company law matters	-	-
For other services	-	-

As per our separate report of even date attached.

For Talati & Talati
Chartered Accountants
(Firm Reg No: 110758W)

Umesh H. Talati
Partner
Mem. No. 34834

Place : Ahmedabad
Date : 15th June, 2012

For and on behalf of the Board of Directors

Dipak N. Patel
Managing Director

Narendrakumar H. Patel
Director

Place : INDRAD (Kadi)
Date : 15th June, 2012

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NOTE : 1

1) SIGNIFICANT ACCOUNTING POLICIES

a) Basis for preparation of accounts :

The financial statements are prepared under the historical cost convention and comply with the applicable Accounting Standards and the relevant provisions of the Companies Act, 1956.

b) Change in accounting policy

Presentation and disclosure of financial statements

During the year ended 31st march 2012, the revised schedule VI is notified under the companies act, 1956, has become applicable to the company, for preparation and presentation of its financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The company has also reclassified the previous year figure in accordance with the requirements applicable in current year.

c) Use of estimates :

The presentation of the Financial Statements in conformity with the Generally Accepted Accounting policies requires the management to make estimates and assumptions that affect the reported amount of Assets and Liabilities, Revenues and Expenses and disclosure of contingent liabilities. Such estimation and assumptions are based on management's evaluation of relevant facts and circumstances as on date of Financial Statements. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

d) Revenue Recognition :

Sales are stated net of rebate and trade discount and excludes Central Sales Tax, State Value Added Tax. With regard to sale of products, income is reported when practically all risks and rewards connected with the ownership have been transferred to the buyers. This usually occurs upon dispatch, after the price has been determined.

e) Fixed Assets :

Fixed Assets are stated at cost net of cenvat / value added tax and includes amount added on revaluation, less accumulated depreciation and impairment loss if any. All costs, including financing costs till commencement of commercial production.

f) Depreciation:

Depreciation has been provided on Straight line method at the rates and in the manner specified in schedule XIV to the Companies Act, 1956

g) Inventories:

Inventories of raw materials and finished goods are valued at cost or Net Realizable Value whichever is lower. Net Realizable Value is the estimated selling price in the ordinary course of business less estimated cost of completion and to make sale.

h) Impairment of Assets

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

i) Taxes of Income

Current tax is determined as the amount of tax payable in respect of taxable income for the year.

Deferred tax is recognized on timing differences; being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Such assets are reviewed at each Balance Sheet date to reassess realization.

j) Provisions, Contingent Liabilities and Contingent Assets:

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

k) Earning Per Share:

Basic earning per share is calculated by dividing the net profit After Tax for the year attributable to Equity Shareholder of the Company by the weighted average number of Equity Shares in issue during the year. Diluted earning per Share is calculated by dividing net profit attributed to equity Shareholders (after Adjustment for diluted earnings) by average number of weighted Equity share outstanding during the year.

l) Cash and Cash Equivalents :

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

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l) Sales, Opening and Closing Stock of Finished Goods:

Product	Sales		Opening Stock		Closing Stock	
	2011-12 Amount	2010-11 Amount	2011-12 Amount	2010-11 Amount	2011-12 Amount	2010-11 Amount
Corn Fat Powder	8,52,900	10,68,801	0	0	154,800	0
MCT FAT Powder	3,03,150	3,52,500	0	0	15,228	0
Grounding FAT Powder	28,500	0	0	0	0	0
Malto Dextrin Powder	0	2,300	0	0	0	0
TOTAL	11,84,550	14,23,601	0	0	170,028	0

m) Details of Goods Traded:

Goods Purchased

2011-12 Amount	2010-11 Amount
Nil	Nil

n) Value of imports calculated on C.I.F. basis during the financial year in respect of:

(i) Raw Materials	Nil	Nil
(ii) Components – spare parts	Nil	Nil
(iii) Chemical	Nil	Nil
(iv) Capital Goods	Nil	Nil

o) Expenditure in foreign currency during the financial year:

(i) Technical Know how / Professional Fees / Consultancy Fees	NIL	NIL
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p) Value of Raw Materials, Stores, Chemical & Spares consumed during the year:

Particulars	Amount		% of Total Consumption	
	2011-12	2010-11	2011-12	2010-11
Raw Materials				
(i) Imported	0	0	0	0
(ii) Indigenous	664725	465991	100%	100%
Total	664725	465991	100%	100%
Stores, Spares & Consumables				
(i) Imported	0	0	0	0
(ii) Indigenous	25575	82382	100%	100%
Total	25575	82382	100%	100%

q) Earnings in Foreign Currency :

Earnings In Foreign Exchange

2011-12 Amount	2010-11 Amount
Nil	Nil

F.O.B. Value of Earning

r) Previous year figures have been re-arranged, reclassified and re-grouped, wherever necessary to make them comparable with those of current year as per Revised Schedule-VI.

As per our separate report of even date attached.

For Talati & Talati
Chartered Accountants
(Firm Reg No: 110758W)

Umesh H. Talati
Partner
Mem. No. 34834

Place : Ahmedabad
Date : 15th June, 2012

For and on behalf of the Board of Directors

Dipak N. Patel
Managing Director

Narendrakumar H. Patel
Director

Place : INDRAD (Kadi)
Date : 15th June, 2012

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2012.

PARTICULARS	31/Mar/12 Rupees	31/Mar/11 Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) Before Tax	413,065	(909,786)
Adjustment for		
Depreciation	867,497	951,592
Interest Income	(146,670)	(42,882)
Interest Paid	12,651	53,665
(Profit)/Loss on Sale of Assets	(2,191,686)	-
Preliminary Expenses Written off	-	-
Operating Profit before Working Capital changes	(1,045,143)	52,588
Adjustment for:		
(Increase)/Decrease in Trade Receivables	(2,495,363)	(757,430)
Increase/(Decrease) in Trade Payables	553,022	46,699
Cash Generated from operations	(2,987,484)	(658,143)
Interest paid	(12,651)	(53,665)
Net Cash flow from operating activities (A)	(3,000,135)	(711,808)
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Sale of fixed asset	2,551,000	-
Purchase of fixed asset	-	-
Interest received	146,670	42,882
Net Cash flow from Investing Activities (B)	2,697,670	42,882
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Increase/(Decrease) in borrowing	-	511,050
Net cash flow from Financing Activities (C)	-	511,050
NET DECREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(302,464)	(157,875)
Cash and Cash equivalents as at 1st April, 2011	(55,957)	101,918
Cash and Cash equivalents as at 31st March, 2012	(358,421)	(55,957)

Note :

The above cash flow statement has been prepared under 'Indirect Method' as set out in the Accounting Standard -3 notified in Company (Accounting Standard) Rules, 2006.

As per our separate report of even date attached.

For Talati & Talati
Chartered Accountants
(Firm Reg No: 110758W)

Umesh H. Talati
Partner
Mem. No. 34834

Place : Ahmedabad
Date : 15th June, 2012

For and on behalf of the Board of Directors

Dipak N. Patel
Managing Director

Narendrakumar H. Patel
Director

Place : INDRAD (Kadi)
Date : 15th June, 2012

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CRESTCHEM LIMITED

REGISTERED OFFICE

325, Village : Indrad, Chhatral - Kadi Road, Tal.: Kadi, Dist. : Mehsana, (NORTH GUJARAT) 382721.

ATTENDANCE SLIP

Regd. Folio No / DP Client ID : _____

No. of Shares : _____

I certify that I am a registered shareholder / proxy for the registered shareholder of the company.

I hereby record my / our presence at the Twentieth Annual General Meeting of the Company held at Conference Hall, Mahisagar Snack point, Thol Road, Taluka: Kadi, District - Mehsana: 382 715 (North Gujarat) on Friday, the 27th July, 2012 at 5.00 p.m.

Member's / Proxy's name in BLOCK letters

Member's / Proxy's Signature

Note: Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall.

CRESTCHEM LIMITED

REGISTERED OFFICE

325, Village : Indrad, Chhatral - Kadi Road, Tal.: Kadi, Dist. : Mehsana, (NORTH GUJARAT) 382721.

FORM OF PROXY

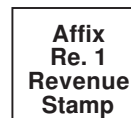
Annual General Meeting

Regd. Folio No / DP Client ID : _____

No. of Shares : _____

I / We, _____ of _____ being a member / members of the above named Company hereby appoint _____ of _____ as my / our proxy to vote for me / us on my / our behalf at the Annual General Meeting of the Company to be held on Friday, the 27th July, 2012 at Conference Hall, Mahisagar Snack point, Thol Road, Taluka: Kadi, District - Mehsana: 382 715 (North Gujarat), at 5.00 p.m. and at any adjourned meeting thereof.

Dated this _____ day of _____, 2012



Signature(s) across the Stamp

Notes:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself.
2. A proxy need not be a member.
3. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not later than Forty-Eight hours before the meeting.
4. In case of multiple proxies, proxy later in time shall be accepted.

**BOOK-POST
PRINTED MATTER**

To,

If undelivered, please return to :

CRESTCHEM LIMITED
REGISTERED OFFICE
325, Village : Indrad, Chhatral - Kadi Road,
Tal.: Kadi, Dist. : Mehsana, (NORTH GUJARAT) 382721.