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CHANDRA PRABHU INTERNATIONAL LIMITED

28th ANNUAL REPORT 2012-2013

**BOARD OF DIRECTORS**

**CHAIRMAN CUM
MANAGING DIRECTOR**
Mr. Akash Jain

DIRECTORS
Mr. Prakash Goyal
Mr. Sanjay Goel (w.e.f. 08/02/2013)
Mr. Nishant Goyal (w.e.f. 30/05/2013)
Mr. Ved Prakash Goel (Upto 08/02/2013)
Mr. Sudhanshu Mishra (Upto 31/08/2012)

AUDITORS

M/s. J P S & Company
Chartered Accountants
New Delhi

REGD. OFFICE

14, Rani Jhansi Road,
New Delhi 110 055

BRANCHES

Bhatinda, Chandasi, Guwahati & Gurgaon

BANKERS

State Bank of Bikaner & Jaipur
New Delhi
HDFC, New Delhi

**REGISTRAR & SHARE
TRANSFER AGENT**

M/s. Alankit Assignments Limited
2E/21, Jhandewalan Extn.
New Delhi - 110055

NOTE : *Members are requested to bring their copy of the Annual Report at the time of attending the Annual General Meeting. No extra copies of Annual Report shall be provided at the venue of the AGM.*

No gifts or coupons would be given to the shareholders for attending the Annual General Meeting.

28TH ANNUAL GENERAL MEETING

DATE : SEPTEMBER 25, 2013
DAY : WEDNESDAY
TIME : 10.00 AM
VENUE : 3RD FLOOR, 14 RANI JHANSI ROAD
NEW DELHI-110055

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Notice is hereby given that the **TWENTY EIGHTH ANNUAL GENERAL MEETING** of the Members of **CHANDRA PRABHU INTERNATIONAL LTD.** will be held on Wednesday, the 25th Day of September, 2013 at 10.00 A.M. at 3rd Floor, 14, Rani Jhansi Road, New Delhi-110055 to transact the following business(s):

ORDINARY BUSINESSES:-

1. To receive, consider and adopt the Audited Profit and Loss Account of the Company for the financial year ended 31st March, 2013, the Balance Sheet as at that date & the Reports of Directors & the Auditors' thereon.
2. To declare final dividend on equity shares.
3. To appoint a Director in place of Sh. Prakash Goyal who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Statutory Auditors and to authorise Board of Directors to fix their remuneration. The retiring Auditor, M/s. J.P.S. & Company, Chartered Accountants, retires and being eligible offers themselves for re-appointment.

SPECIAL BUSINESSES

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

"RESOLVED THAT the Board of Directors be and is hereby authorised to appoint auditors qualified for the appointment as auditors of the Company U/S 226 of the Companies Act, 1956 for auditing the accounts of the branches of the Company U/S 228 of the Companies Act, 1956 situated at Bhatinda, Chandasi, Guwahati and Gurgaon, in consultation with the Statutory Auditors' of the company, at a remuneration to be decided by the Board of Directors and agreed by such auditors, plus out of pocket expenses."

6. To consider and, if thought fit, to pass with or without modification(s), the following resolution as **ORDINARY RESOLUTION :-**

"RESOLVED THAT Mr. Sanjay Goel, who was appointed as an Additional Director (Independent) of the Company with effect from 30th January, 2013 and hold office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member in terms of Section 257 of the Companies Act, 1956 proposing his candidature for the office of director who is eligible for appointment, be and is hereby appointed as a Director (Independent) of the Company."

7. To consider and, if thought fit, to pass with or without modification(s), the following resolution as **ORDINARY RESOLUTION :-**

"RESOLVED THAT Mr. Nishant Goyal, who was appointed as an Additional Director (Independent) of the Company with effect from 30th May, 2013 and hold office upto the conclusion of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member in terms of Section 257 of the Companies Act, 1956 proposing his candidature for the office of director who is eligible for appointment, be and is hereby appointed as a Director (Independent) of the Company."

Registered Office:
14, Rani Jhansi Road,
New Delhi – 110 055

By order of the Board of Directors of
CHANDRA PRABHU INTERNATIONAL LIMITED

AKASH JAIN
MANAGING DIRECTOR

27th August, 2013
New Delhi

**NOTES: -**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING A PROXY, IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, NOT LATER THAN 48 HOURS BEFORE THE SCHEDULE TIME OF THE MEETING.
2. THE EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 173(2) OF THE COMPANIES ACT, 1956, SETTING OUT MATERIAL FACTS IN RESPECT OF THE SPECIAL BUSINESS UNDER ITEM NO. 5, 6 AND 7 ARE ANNEXED HERETO.
3. The dividend declared at the AGM will be paid to those members whose names are on Register of Members of the Company as on Thursday 19th September, 2013. The Register of members will be closed from Thursday 19th September, 2013 to Wednesday 25th September, 2013 (both days inclusive) under section 154 of Companies Act 1956, for the purpose of payment of dividend and 28th Annual General Meeting.
4. The members holding shares in physical form are requested to intimate to the registrar and Transfer Agent, Alankit Assignments Ltd, 2E/21, Jhandewalan Extn., New Delhi – 110055, change of address, if any, at the earliest quoting their registered folio number. Change of address in respect of shares held in demat form is required to be intimated to the concerned Depository Participant.
5. The Board of Directors in their meeting held on 30th May, 2013 have recommended final dividend of Rupee 1/- per share on equity shares of Rupee 10/- each for Financial Year Ended 31.03.2013 which if approved at the Annual general meeting of the Company, will be paid on or before 30th September, 2013-
 - a. To those members whose names appears on the Company Register of Members after giving effect to all valid share transfers in physical form lodged with Alankit Assignment Ltd, Registrar and share transfer agent of the Company on or before 19th September, 2013.
 - b. In respect of shares held in electronic form, to those "deemed members" whose names appear in the statements of beneficial ownership furnished by NSDL (National Securities Depositories Ltd.) and CDSL (Central Depository and Services Ltd.) as on 19th September, 2013.
6. Members seeking any information with regard to accounts or operations of the Company are requested to write to the Company at an early date, preferably at least seven days prior to the date of meeting, so as to enable the management to keep the information ready.
7. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
8. Members/Proxies should bring the attendance slips duly filled in for attending the meeting. Members who hold shares in dematerialized form are requested to bring their client ID and DPID numbers for easy identification of attendance at the meeting.
9. Pursuant to Section 205A and Section 205-C, the Company had no unclaimed dividend upto the Financial Year 2005-2006, therefore the requirement to transfer to the Investor Education and Protection Fund is not applicable to the Company.
10. Pursuant to the provision of section 205A(5) of the Companies Act, 1956, dividend for the Financial year ended 31.03.2010 and thereafter which remain unclaimed for a period of 7 years will be transferred by the Company to the Investor Education and protection fund pursuant to section 205C of the Companies Act, 1956.
11. Under Section 109A of the Companies Act, 1956, members are entitled to make nomination in respect of Shares held by them in physical mode. Members desirous of making nominations are requested to send their request in Form 2B, in duplicate (which will be available on request) to the Company's Registrar and share Transfer Agent at the above address.
12. **Green Initiative in the Corporate Governance and Registration of e-mail address**
The members are requested to register the e-mail address with the Depository Participant/The Registrar and Share Transfer Agent of the Company ie. M/s Alankit Assignments Limited as the case may be for the service of Documents.



13. Brief resume, pursuant to clause 49 of the Listing Agreement of the Directors proposed to be appointed/reappointed at the Annual General Meeting, nature of their expertise in specific functional areas and name of companies in which they hold directorship, are given herein under :

Mr. Prakash Goyal

Mr. Prakash Goyal, aged about 59 years, has been on Board of the Company since 31st January, 2003. He is a qualified Chartered Accountant and has experience of 29 years in the Profession of Chartered Accountancy. His Expertise in specific functional areas including Finance, Taxation, Investment and Management and holds directorship position in one other Company i.e. South West Drilling and Infrastructure Limited.

Mr. Sanjay Goel

Mr. Sanjay Goel is aged about 43 years, has been on the Board of the Company Since 30th January 2013. He is in the Board of some renowned business corporate and has formed many corporate alliances with domestic and international partners paying the way for enormous growth escalation. He is a Graduate in Arts and has a rich knowledge and experience of many years in handling the multi product and multi locational business entities and holds directorship position in two other Companies i.e. Solar Ignition Products Private Limited and Mundra Fuels Private Limited.

Mr. Nishant Goyal

Mr. Nishant Goyal is aged about 25 years, has been on the Board of the Company since 30th May 2013. He is Masters in Business Administration in Finance and Marketing from a reputed business College. Being an entrepreneur having expertise knowledge and experience in business of marketing in the field of Footwear Industry. He is not holding the position of Directorship in any other Company.

**EXPLANATORY STATEMENT PURSUANT TO SEC.173 (2) OF THE COMPANIES ACT, 1956****Item No. 5: Appointment of Branch Auditor**

Company has branches at Bhatinda, Chandasi, Guwahati and Gurgaon and according to Section 228 of the Companies Act, 1956, the account of branch office shall be audited by Statutory Auditor or a person qualified for appointment U/s. 226 of the Companies Act, 1956. The consent of the Company is required to appoint the Branch Auditors. Therefore, your directors have recommended the same for your approval.

Item No. 6: Appointment of Mr. Sanjay Goel as an Independent Director

Mr. Sanjay Goel was appointed as an Additional Director (Independent Director) by the Board of Director w.e.f. January 30, 2013 in accordance with the provisions of Section 260 of the Companies Act, 1956 and as per Article of Association of the Company.

Pursuant to Section 260 of the Companies Act, 1956 the above director holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of Section 257 and all other applicable provisions of the Companies Act, 1956 and as per Clause 49 of the Listing Agreement.

The Board feels that presence of Mr. Sanjay Goel on the Board is desirable and would be beneficial to the company and hence recommend resolution No. 6 for Passing as an ordinary Resolution.

None of the Directors, except Mr. Sanjay Goel is concerned or interested in this resolution.

The Board recommends resolutions under Item No. 6 to be passed as ordinary resolution

Item No. 7: Appointment of Mr. Nishant Goyal as an Independent Director

Mr. Nishant Goyal was appointed as an Additional Director (Independent Director) by the Board of Director w.e.f. May 30, 2013 in accordance with the provisions of Section 260 of the Companies Act, 1956 and as per Article of Association of the Company.

Pursuant to Section 260 of the Companies Act, 1956 the above director holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of Section 257 and all other applicable provisions of the Companies Act, 1956 and as per Clause 49 of the Listing Agreement.

The Board feels that presence of Mr. Nishant Goyal on the Board is desirable and would be beneficial to the company and hence recommend resolution No. 7 for passing as an ordinary Resolution.

None of the Directors, except Mr. Nishant Goyal is concerned or interested in this resolution.

The Board recommends resolutions under Item No. 7 to be passed as ordinary resolution

Registered Office:

14, Rani Jhansi Road,
New Delhi – 110 055

By order of the Board of Directors of
CHANDRA PRABHU INTERNATIONAL LIMITED

AKASH JAIN
MANAGING DIRECTOR

27th August, 2013

New Delhi

**DIRECTORS' REPORT**

To the Members of Chandra Prabhu International Ltd.

Your Directors are pleased to have this opportunity to report on Company's progress during the year 2012-2013 and to submit the 28th Annual Report & Audited Balance Sheet as on 31st March, 2013 and Profit & Loss Account for the period ended on 31st March, 2013.

FINANCIAL RESULTS

	(Rs. In Lacs)	
	2012-2013	2011-2012
Turnover/ Income from operations	8780.40	7009.65
Other Income	55.62	35.55
Profit/(Loss) before tax, interest & depreciation	276.42	281.88
Interest	40.81	38.00
Depreciation	10.37	10.01
Exceptional Items (Income)	43.20	-
Profit/(Loss) before tax	268.45	233.89
Provision for Taxation	78.00	87.00
Tax Adjustments for earlier years	2.82	(3.69)
Deferred Tax	(0.23)	39.15
Profit/(Loss) After Tax	187.86	111.43
Surplus brought forward from Previous Year	443.29	377.84
Profit available for appropriation	631.15	485.58
Appropriations:		
Proposed Dividend	36.98	36.98
Tax on Proposed Dividend	6.28	5.99
Transfer to General reserve	3.00	3.00
Surplus carried to Balance Sheet	584.88	443.29

OVERALL PERFORMANCE

During the year, the performance of the Company was satisfactory. The turnover during the year was at Rs. 8780.40 Lacs as against Rs. 7009.65 Lacs in the previous year. The year under review resulted in Net Profit of Rs. 187.86 Lacs as compared to Net Profit of Rs. 111.43 Lacs during the previous year. The management is hopeful to improve the performance of the Company in future and a detailed discussion is provided under Management discussion and analysis report.

DIVIDEND

The Board has recommended a final dividend of Rs. 1/- per equity share [@ 10% on face value of Rs 10/- per equity share] to be appropriated from the profits for the financial year 2012-13 subject to the approval of shareholders at the ensuing general meeting. The dividend shall be paid in compliance with applicable regulations.

CORPORATE GOVERNANCE

Your company has complied with the mandatory provisions of clause 49, relating to Corporate Governance, of the Listing Agreement with the Stock Exchanges. A comprehensive report on Corporate Governance forming part of the Directors' Report and the certificate from the company's statutory auditors confirming the compliance of conditions on corporate governance is included in the Annual Report.

FUTURE PROSPECTS

The Company has improved significantly its overall performance in the past with the existing trading portfolio of synthetic rubber and Coal. Turnover in coal has sustained the growth momentum as in the past and rubber has registered tremendous growth during the year and the company shall endeavor to capitalize further.



The management, on overall basis, expects a robust growth and enhanced market share on the strength of its existing product portfolio, operational efficiency and enhanced network alongwith the successful implementation of trade in minerals in future. The Board expects that the Company will continue to improve its overall performance and excel to enhance the profitability of the Company, in the present economic scenario and huge potential demand of these products in the Indian market, via its strategy competency, operational efficiencies.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

FORWARD LOOKING STATEMENTS

Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projects in any such forward- looking statements.

The Company assumes no responsibility to Company amends, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

Chandra Prabhu-International Ltd. is a well known name in the trading of Coal, Synthetic Rubber and Chemicals for last many years. Over the years Chandra Prabhu International Ltd. has built a formidable reputation of being a completely professionally managed Company where customer satisfaction is of paramount consideration.

The Industry: opportunities & Threats

During the fiscal, India economy also witnessed a slowdown and the growth rate was below 5%, after having grown @ above 6% in the past years and around 8% in the previous two years. This was an indication to slowdown as against the growth momentum of the Indian Economy in the period 2012-2013.

The Company being trading Company, the activities of the Company can be broadly divided into two business segments viz Coal and Synthetic Rubbers.

Coal

Mining in India is a major economic activity which contributes significantly to the economy of India. Coal with a proven reserve of 860 billion tons is mined the most in the world. At the same time the demand for this sector is always on the rising side. The major reasons are the soaring power demand in India and China, the growing worldwide steel production and lastly the increasingly stringent environment regulations.

The Indian coal market is set to witness great boost in near future because of the rising government initiatives. India has the 5th largest coal reserves in the world and production level has gained significant momentum in the past few years. Mainly dominated by PSUs like Coal India Ltd, which contributes over 75% of the country's total coal production, the industry has attracted government concern and investments.

The coal demand has been rising constantly in India on back of high demand from major coal consuming sectors, including power, cement and steel. Further the plentiful coal reserves in Jharkhand, growing industry demand mainly by power sector and the increasing government support will boost the coal production in the country. It is estimated that coal production will grow at a CAGR of around 7% during 2011-12 to 2013-14 and also anticipated that the demand for thermal coal and coking coal by power and steel sectors, respectively, will gain momentum in near future apart from small consumers of the coal like brick kiln etc.

Rubber

The rubber industry in India is basically divided in two sectors - tyre and non-tyre sector produces all types of auto tyres, conventional as well as radial tyres and exports to advance countries like USA.

The substantial growth in the market is primarily due to the growth of the automotive industry and the growing demand for tires. Moreover, the growing disposable income levels have further boosted the demand for other applications like footwear and construction. Also natural rubber has created big crossover opportunities for the development of the synthetic market. Being petroleum derived, synthetic rubber experiences similar price volatility as its raw materials like naphtha, ethylene and benzene. In addition to this, the environment concerns about crude oil and its derivative could hamper for development of the market.



Citing the ratings firm ICRA Ltd., Economic Times reported Indian tyre companies in the previous year recorded 28 percent growth, driven in part by high exports on the lowered value of the rupee. Despite weak demand in the price-conscious replacement markets, tyre manufacturers pushed through multiple price increases of over 20 percent, the newspaper reported. Tyre majors including MRF, Apollo, Goodyear and JK Tyres saw margins chipped away by raw materials price increases, according to the ICRA report. The demand for tyres from the OEM segment was relatively muted at 8-9 percent during 2012-13, despite anticipated revival in replacement volume, driven by vehicles, particularly truck and bus tyres, sold post the recessionary dip of 2009. Pass-through price increases and continued expansion into other Asian markets will keep the Indian firms' sales growing.

The IIP groups the industry into three broad sectors like mining, manufacturing and electricity. The performance of these three sectors indicates that the mining sector have been able to maintain the growth at about trend rates. The rate of growth of manufacturing also improved considerably in the last two years and has been in double digit. Electricity sector however, have grown more at the trends rates.

Going by share of rubber consumption, automotive tyre sector is the single largest sector accounting for about 50% consumption of all kinds of rubbers, followed by bicycles tyres and tubes 15% footwear 12%, belts and hoses 6%, camelback and latex products 7%. India's synthetic rubber imports surged with demand from tyre makers climbing and production remained almost steady. Increase in demand from automobile tyre manufacturers mainly supported the growth in demand for synthetic rubber. Further lacks of substitute and poor availability of natural rubber has lead to higher demand for synthetic rubber. The company's rubber supply is mainly to footwear industry and it shall endeavour to extend its supplies to tyre industry also. The non-tyre sector comprises the medium scale, small scale and tiny units. It produces high technology and sophisticated industrial products.

Major players of the industries using coal and synthetic rubber as raw material would play a dominant role, in determination of your Company's future prospects.

Business Outlook and Overview:

The company is aggressively strengthening its coal and rubber business, where it has core competencies, by increasing its network and source of supplies. Further minerals as new product from the International market, added to its existing product portfolio would give further impetus to its growth momentum. The Company also plans to start import of rubber related chemicals (rubber being core sector) which has good demand in the Indian Market.

The company is also exploring to canalize with the exporters of automotive tyres and tubes, Rubber footwear, cycle tyres, Pharmaceutical goods, Rubber hoses, coats and aprons, Belts and beltings and Sheeting.

Market Influencing Factors such as season, growth in industrial production: automobile industry, the ratio of utilization of domestic production and imported rubber by tyre manufacturers, Government policies have a profound influence on rubber prices. These include subsidies, restrictions on ports etc., international rubber price movements, have a slow influence and lastly stockiest and speculators also play a significant role in influencing prices.

The overall performance of the Company depends largely on trading coal and imported synthetic rubber, the core of its business portfolio. Apart from strengthening its coal Business, to gain competitive strength and consolidate customer relationship, the Company plans to foray in mineral in the future.

Internal Control Systems and Cost:

The Company presently has an adequate internal control system. The Company has an Internal Audit Department headed by a senior executive of the Company. The Company has also appointed an External firm of Chartered Accountant for a continuous Internal Audit of the affair of the Company and the Reports are sent to the Directors of the Company. At the Branches, External Firm of Chartered Accountants specifically appointed for the purpose of Internal Audit simultaneously audits all the expenses.

The Company has undertaken an extensive exercise to control the overall cost and has finalized expenditure budget for all the Branches as well as the corporate office. All the Branches/Regional offices of the Company have been given specific cost budgets in order to monitor the costs as well as to explore and finalize ways of cost reduction.

**Human Resource Development:**

Human Resource is not only an integral part of any organisation but also strive its success and growth. The Company believes that human resources are the key resources and integral part the organisation and endeavours to create a culture of openness and empowerment amongst its employees and provide good carrier development.

Your Company believes in trust transparency & teamwork to improve employees productivity at all levels and is committed to the welfare of the employees and their families by putting review and reward system in place.

SUBSIDIARIES

The Company has no subsidiary at present. With a view to consolidate and focus on one business operation of the Company, during the year under review the Company has divested from Wholly Owned Subsidiary named M/s. Vishakan Overseas Limited (formerly known as Chandra Prabhu Overseas Limited) w.e.f. 14th July, 2012 which was non operational from last many years.

AUDITORS

M/s. J.P.S. & Company, *Chartered Accountants*, Auditors of the company hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. Pursuant to Section 224(1B) of the Companies Act, 1956 they have confirmed that their appointment, if made, would be within the prescribed limits. Yours Directors recommend reappointment of M/s. J.P.S. & Company, *Chartered Accountants*, as Auditors of the company at the ensuing Annual General Meeting.

The notes to the accounts referred to in the Auditor's Report and the observations made in the Report under Companies (Auditor's Report) Order, 2003 are self-explanatory and therefore do not call for any further comments.

DIRECTORS RESPONSIBILITY STATEMENT

The information required to be furnished in terms of section 217 (2AA) of the Companies Act, 1956 are set out hereunder:

Your Directors confirmed:

- i) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation 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 or loss of the company for that period;
- iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) that the directors had prepared the annual accounts on a going concern basis.

The Company's Internal Auditor has conducted periodic audits to provide reasonable assurance that the Company's established policies and procedures have been followed.

DIRECTORS

In accordance with the provisions of Companies Act, 1956 and Company's Articles of Association, Mr. Prakash Goyal retire by rotation at the ensuing Annual General Meeting and is eligible for reappointment. The Board recommends the reappointment of Mr. Prakash Goyal and appointment of Mr. Sanjay Goel and Mr. Nishant Goyal as Independent Directors through the notice convening the 28th Annual General Meeting of the Company.

Brief resume, pursuant to clause 49 of the Listing Agreement of the Directors proposed to be appointed/ reappointed at the Annual General Meeting, nature of their expertise in specific functional areas and name of companies in which they hold directorship included in the notes to the Notice convening the Annual General Meeting.

**PARTICULARS AS PER SECTION 217 OF THE COMPANIES ACT, 1956**

Your company does not have any employee, whose particulars are required to be given under the provision of section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended up to date.

Information with respect to *Conservation Of Energy, Technology Absorption & Foreign Exchange Earning And Outgo*, pursuant to section 217 (1)(e) of the Companies Act, 1956 is as follows:-

a.	Conservation of energy	N.A.	
b.	Technology Absorption	N.A.	(Rs.)
c.	Foreign Exchange Earnings	Current Year	NIL
		Previous Year	NIL
d.	Foreign Exchange Earning & Outgo		
	1. Foreign Exchange Earning		NIL
	2. Foreign Exchange Outgo		
	i) Foreign Traveling Expenses	Current Year	Rs. NIL
		Previous Year	Rs. 50,445
	ii) CIF Value of Imports	Current Year	Rs. 3478 (Lacs)
		Previous Year	Rs. 1583 (Lacs)

PUBLIC DEPOSITS

The Company has not accepted any fixed deposits from public till date within the meaning of Section 58A of the Companies Act, 1956 and rules made there under.

COMPLIANCE WITH THE LISTING AGREEMENT

The company's equity shares continue to be listed on the Stock Exchange, Mumbai (BSE) which has nation wide trading terminals. The company has paid the Annual Listing Fees to BSE for the Financial Year 2012-2013.

COMPLIANCE CERTIFICATE (383A)

The Company has obtained Compliance Certificate as required under the provisions of the Section 383A of the Companies Act, 1956 from practising Company Secretary M/s. KKS & Associates and the Compliance Certificate form part of this Annual report.

ACKNOWLEDGEMENT

Your Directors place on record their warm appreciation of the assistance and cooperation extended by various Government Departments, Authorities, Reserve Bank of India, Business Partners etc. Your Directors also place on record their deep appreciation of the support provided by the Bankers associated with the company.

Your company's employees are instrumental to your company achieving higher business goals. Your directors place on record their deep admiration of the commitment and contribution of your company's employees. Your support as shareholders is greatly valued. Your directors thank you and look forward to your continuance support.

for and on behalf of the board of directors of
CHANDRA PRABHU INTERNATIONAL LIMITED

PLACE: NEW DELHI

DATE: 27th August, 2013

AKASH JAIN
CHAIRMAN



REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Corporate Governance, as *Chandra Prabhu International Ltd.* believes, is concerned with principles of transparency, fairness, accountability and creation of long term value for shareholders while at the same time balancing interest of others stakeholders viz. Employees, Creditors, General Public & Society at large. Corporate Governance is crucial to the very existence of a company, as it builds trust and confidence, which eventually leads to a more stable and sustained resource flows and long-term partnership with its investors and other stakeholders.

2. COMPOSITION OF BOARD OF DIRECTORS:

(A) Presently the Board of the company consists of Four Directors with an optimum combination of Executive, Non Executive and Independent Directors. The composition of the Board is in conformity with the Listing Agreement. The Board meets regularly and is responsible for the proper direction and management of the Company. The composition of the Board, number of meetings held, attendance of the Directors at the Board Meetings and last Annual General Meeting and number of Directorship and Chairmanship/Membership of committees in other companies as on 31st March, 2013 in respect of each Director is given herein below:

<u>Name of Director</u>	<u>Category</u>	<u>Attendance particulars</u>			<u>Other Directorships #</u>
		at Board Meetings held during 2012-2013		at AGM held on 27/09/2012	
		Held	Attended		
Managing Director Mr. Akash Jain	Promoter & Executive	9	9	Yes	6
Directors Mr. Prakash Goyal	Independent Non- Executive	9	9	Yes	1
Mr. Sanjay Goel (appointed on 30.01.2013)	Independent Non- Executive	9	1	N/A	2
Mr. Nishant Goyal (appointed on 30.05.2013)	Independent Non- Executive	9	N/A	N/A	-
Mr. Sudhanshu Mishra (upto 13.08.2012)	Independent Non- Executive	9	3	N/A	4
Mr. Ved Prakash Goel (resigned on 08.02.2013)	Independent Non- Executive	9	8	No	-

No. of other Directorships indicated above is inclusive of Directorship of Private Limited companies. None of the Directors is either Chairman or Member of committees in other companies.

(B) Date and No. of Board Meetings held

During the Financial year ended March 31, 2013, the Board met 9 (Nine) times on 10th May, 2012, 10th July, 2012, 11th July, 2012, 13th August, 2012, 27th August, 2012, 27th September, 2012, 8th November, 2012, 30th January 2013 and on 8th February, 2013.

3. AUDIT COMMITTEE:

(A) The Audit Committee of the company consisted of three Non-Executive Independent Directors. The Chairman of the committee was an independent Director having financial and accounting knowledge. During the period under review The Audit Committee of the Company was reconstituted on 13th August 2012 due to resignation of



Mr. Sudhanshu Mishra, with Mr. Prakash Goyal as Chairman and Mr. Akash Jain and Mr. Ved Prakash Goyal as members and reconstituted again on 8th Feb, 2013 with Mr. Prakash Goyal as Chairman and Sanjay Goel and Mr. Akash Jain as members. The composition of Audit Committee during the Financial Year and attendance of Directors at committee meetings is shown below:

Name of the Director	Designation	Attendance at Committee Meetings	
		Held	Attended
Mr. Prakash Goyal	Chairman	5	5
Mr. Sanjay Goel	Member	5	1
Mr. Akash Jain	Member	5	3

Presently the Audit Committee comprised of the following Members.

Mr. Prakash Goyal	Chairman (Non Executive Independent Director)
Mr. Sanjay Goel	Member (Non Executive Independent Director)
Mr. Akash Jain	Member (Executive Director)

Internal Auditors, Statutory Auditors are invited to participate in the meetings of Audit Committee wherever necessary.

(B) Meeting / Attendance

During the financial year ended 31st March 2013 the Audit Committee of the company met five times. The dates of the meetings were 10th May, 2012, 13th August, 2012, 27th August, 2012, 8th November, 2012 and 08th February, 2013.

(C) Terms of Reference:

The terms of reference of Audit committee cover the matters specified for audit committee under clause 49 of the Listing Agreement as well as in Section 292 A of the Companies Act, 1956.

4. REMUNERATION COMMITTEE:

(A) At present the Remuneration Committee consists of Mr. Prakash Goyal as Chairman and Mr. Nishant Goyal and Mr. Sanjay Goel as members. The Remuneration Committee of the Company, consisting of three non-executive Independent Directors, was reconstituted on 30th May, 2013 with Mr. Prakash Goyal as Chairman and Mr. Nishant Goyal and Mr. Sanjay Goel as members. The terms of reference of the Remuneration Committee include fixation of salary, perquisites etc. of Managing/Executive Directors and for recommending the amount of commission payable to Executive Directors.

(B) The following are the details of the remuneration paid to Managing/Executive Directors during the Financial Year under discussion:

Name of the Director	Designation	Remuneration (Rs.)	Perquisites
Mr. Akash Jain	Managing Director	12,00,000/-PA	NIL

Non Executive Directors of the company were not paid any remuneration during the year under review.

5. SHAREHOLDER'S GRIEVANCE COMMITTEE:

Shareholder's Grievance Committee consisting of Mr. Nishant Goyal, as Chairman of the committee and Mr. Prakash Goel & Mr. Akash Jain as its members to look into redressal of shareholders and investors grievances with respect to transfer of share, dematerialization of shares, non receipt of declared dividend or Annual report etc. and other matters relating to shareholder relationship. The Shareholders grievance committee met on 28th January, 2013 and 4th February, 2013, to take note of non receipt and/or unclaimed dividend during the year by the Company. All the members of the committee were present in these both meetings.



6. All requests received for Share Transfer during the year were given effect within stipulated time. The total number of complaints received and replied to the satisfaction of shareholders during the year under review was NIL. Outstanding complaints as on 31st March, 2013 were NIL.

Mr. Akash Jain, Managing Director has been designated as compliance officer to monitor the share transfer process and liaison with the regulatory authorities.

(A) The last three Annual General Meetings of the company were as follows:-

Name	Date & Time	Venue
27 th Annual General Meeting	27 th September, 2012 & 10.00AM	3 rd Floor, 14 Rani Jhansi Road, New Delhi-110055
26 th Annual General Meeting	28 th September, 2011 & 10.00AM	3 rd Floor, 14 Rani Jhansi Road, New Delhi-110055
25 th Annual General Meeting	30 th September, 2010 & 11.30 AM	Khasra No.77, Gurudwara Road, Siraspur, New Delhi-110042

7. DISCLOSURES:

The disclosures on related party transactions are as per Accounting Standards 18 issued by the Institute of Chartered Accounts of India are given in Note No. 18 of Financial Statements.

There were no penalties, strictures imposed on the company by the Stock Exchange or SEBI or any Statutory Authority or any matter related to Capital Market during the last three years.

8. MEANS OF COMMUNICATION:

The means of communication between the Company and the shareholders are transparent and investor friendly. The Annual, Half yearly and Quarterly results are submitted to the Stock Exchange in accordance with Listing Agreement and the same are published regularly in the newspapers i.e. Financial Express(English) and Rashtriya Sahara(Hindi) and also updated on the Website of the Company. All price sensitive information is intimated at the earliest to the Stock Exchanges. Management discussions and Analysis forms part of Annual Report, which is posted to the Shareholders of the Company.

9. GENERAL SHAREHOLDER INFORMATION:

I	Date, Time & Venue of AGM	The 28 th Annual General Meeting of the Members of the Company is Scheduled to be held on Wednesday the 25 th day of September, 2013 at 10.00 A.M. at 3 rd Floor, 14 Rani Jhansi Road, New Delhi-110055
II	Financial Calendar	
	Financial Year	April 01, 2013 to March 31, 2014
	First Quarter Results	By 14 th August, 2013
	Second Quarter Results	By 10 th of November, 2013
	Third Quarter Results	By 10 th of February, 2014
	Year Ended March, 31, 2013	By 30 th of May, 2014
III	Book Closure	The register of Member will remain closed for transfer from 19 th Day of September, 2013 (Thursday) till 25 th Day of September, 2013(Wednesday)
IV	Listing	The Company's Share are listed and traded on the Stock Exchange Mumbai(1 st Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai- 400 001)
V	Stock Code	530309(BSE)



VI	ISIN No.(Demat No.) NSDL & CDSL	INE 368D01017
VII	Registrar and Share Transfer Agents:	Alankit Assignment Ltd, 2E/21, Jhandewalan Extension, New Delhi- 110 055 Ph: 011-42541234/23541234 Fax: 011-23552001 E-mail: info@alankit.com Website: www.alankit.com
VIII	Dividend Payment Date (for the financial year 2011-12)	10 th October, 2012

IX. Market Price Data:

During the financial year under review, High/ Low prices of the equity shares of the Company on the Stock Exchange, Mumbai during each month is as follows:

Month	High (Rs.)	Low (Rs.)
April, 2012	20.75	17.30
May, 2012	20.00	16.15
June, 2012	18.70	16.20
July, 2012	19.00	16.00
August, 2012	18.85	16.80
September, 2012	19.65	16.00
October, 2012	18.80	15.05
November, 2012	18.45	16.00
December, 2012	19.60	17.05
January 2013	20.00	17.95
February 2013	19.80	17.40
March 2013	18.80	15.05

(X) SHARE TRANSFER SYSTEM

Presently the Shares Transfers, which are received in physical forms, are processed and the share certificates returned within a period of 15 days from the date of receipts, subject to documents being valid and complete in all respects.

(XI) Distribution of Share holding :

(A) Distribution of Share holding as on 31st March, 2013

No. of Shares held	Shareholders Number	% to Total	No. of Shares Shares	% to Total
Upto 500	1009	70.85	203735	5.51
501 – 1000	190	13.34	164672	4.453
1001 – 5000	177	12.42	408815	11.055
5001 – 10000	17	1.19	130103	3.518
10001 – 20000	11	0.77	168223	4.549
20001 – 30000	2	0.14	46278	1.251
30001 – 40000	5	0.35	186609	5.046
40001 – 50000	2	0.14	94817	2.564
50001 – 100000	5	0.35	335676	9.077
100001 and above	6	0.45	1959072	52.98
Total	1424	100	3698000	100

(B) Shareholding Pattern as on 31st March, 2013 :

Categories	No. of Shares	% of Shareholding
Indian Promoters	2141090	57.90
Persons Acting in Concert	45000	1.22
Institutional Investors	NIL	NIL
Corporate Bodies	1510410	40.84
Indian Public	NIL	NIL
Non Resident Indians.	1500	0.04
Total	3698000	100

Those shareholders who wish to know more about the same may contact the company's Registrar and Share Transfer Agent or Share Department of the company.

(XII) **DEMAT**

As on 31st March, 2013, 36,05,785 Equity Shares of the Company have been dematerialized representing 97.50 % of the total Paid up Equity Share Capital.

(XIII) The Company has not issued any GDRs/ADRs/ warrants or any Convertible Instruments.

(XIV) **Code of Conduct**

The Board has laid down a code of conduct for all board members and senior management of the company. All the board members and senior management personnel have affirmed compliance with the code for the financial year ended 31st March, 2013. A declaration to this effect for part of the report.

(XV) **Address for correspondence :**

Shareholder Correspondence may be addressed to:

Registered Office:

Secretarial Department
Chandra Prabhu International Ltd.
14, Rani Jhansi Road,
New Delhi 110 055

OR

Registrar & Transfer Agent :

Alankit Assignment Ltd.
2E/21, Jhandewalan Extension,
New Delhi- 110 055

Ph: 011-23516567

Fax: 011 23553698

E-mail: investorgrievance@cpil.com

Ph : 011- 42541234/23541234

Fax: 011- 23552001

E-mail: info@alankit.com

Declaration-Code of Conduct

All the Board members and the senior management personnel have, for the financial year ended 31st March, 2013 affirmed compliance with the code of conduct laid down by the Board of Directors of the company in terms of the listing agreement with stock exchange.

FOR CHANDRA PRABHU INTERNATIONAL LIMITED

AKASH JAIN
MANAGING DIRECTOR

for and on behalf of the board of directors of
CHANDRA PRABHU INTERNATIONAL LIMITED

PLACE: NEW DELHI

DATE: 27th August, 2013

AKASH JAIN
CHAIRMAN

**CEO/CFO CERTIFICATION TO THE BOARD
(Under Clause 49(V) of Listing Agreement)**

To,
The Board of Directors
Chandra Prabhu International Limited

I have reviewed financial statements and the cash flow statement for the financial year ended 31st March, 2013 and that to the best of my knowledge and belief:

- (a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of their knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- (c) They accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) They have indicated to the auditors and the Audit committee
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

FOR CHANDRA PRABHU INTERNATIONAL LIMITED

**AKASH JAIN
MANAGING DIRECTOR**

**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To,

The Members of Chandra Prabhu International Ltd.

We have examined the compliance of Corporate Governance by Chandra Prabhu International Limited (the Company) for the year ended on March 31, 2013 as stipulated in *Clause 49* of the *Listing Agreement* of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us and the representation 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 *Listing Agreement*.

We state that no shareholder grievance is pending for a period exceeding one month against the company as per the records maintained by the Shareholder's Grievance Committee.

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

FOR M/s J P S & COMPANY
Chartered Accountants
FRN 004086N

J. C. VERMA
PARTNER
M. No. 83210

PLACE : NEW DELHI
DATED: 27th August, 2013

**To THE MEMBERS OF
M/S. CHANDRA PRABHU INTERNATIONAL LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **M/s Chandra Prabhu International Limited** ("The Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

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

INDEPENDENT AUDITORS' REPORT

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of the Statement of Profit and Loss of the Profit 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 that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order to the extent applicable, on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
 - e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For J P S & COMPANY
Chartered Accountants
FRN. 004086N

CA J C VERMA
Partner
M.No.83210

Place : New Delhi
Dated : 30/05/2013

INDEPENDENT AUDITORS' REPORT

ANNEXURE TO THE AUDITORS' REPORT OF EVEN DATE

In our opinion, based on the information and explanations furnished to us and such checks as we considered appropriate in the normal course of our audit, and to the best of our knowledge and belief, we further report that:

- i.
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - b) Physical verification of major assets was conducted by the Management during the year, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification as compared with the book records.
 - c) The fixed assets disposed off during the year, in our opinion do not constitute a substantial part of the fixed assets of the company and such disposal has, in our opinion, not affected the going concern of the company.
- ii. In respect of its inventories :
 - a. As explained to us, inventories have been physically verified by the management at regular interval during the year except for stock in transit.
 - b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company.
 - c. The Company has maintained proper records of inventories. As explained to us, and in our opinion, the discrepancies noticed on physical verification of inventory as compared to the book records were not material.
- iii. In respect of the loans, secured or unsecured, granted or taken by the company to/from companies, firm or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
 - a. According to the information and explanations given to us, the Company has not granted loans, secured or unsecured to three companies, firms, or other parties covered in the register maintained u/s 301 of the Companies Act, 1956.
 - b. As informed, the company has taken loans, secured or unsecured from directors covered in the register maintained u/s 301 of the Companies Act, 1956.
- iv. In our opinion and according to the information and explanation given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods and services. During the course of our audit, no major weaknesses have been noticed in the internal control system in respect of these areas.
- v. In respect of the contracts or arrangements referred to in Section 301 of the Companies Act, 1956:
 - a) Based on audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that there are no transactions or contracts that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- vi. The Company has not accepted any deposits from the public.
- vii. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- viii. According to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under Section 209 (1)(d) of the Companies Act, 1956.
- ix. In respect of statutory dues :
 - a. The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Value

INDEPENDENT AUDITORS' REPORT

Added Tax, Central Sales Tax, Service Tax, Customs Duty, Excise Duty, Cess and other statutory dues as applicable to it except in certain instances where delay were noticed.

- b. On the basis of information and records produced before us, undisputed statutory dues which are outstanding as on 31.03.2013 for a period of more than six months from the date they became payable are Income Tax Dues for the financial year 1995-96 ₹ 7,34,312/-
- x. The Company has no accumulated losses at the end of the financial year March 31, 2013. Further, the company has not incurred any cash losses during the financial year covered by our audit or in the immediately preceding financial year.
- xi. Bases on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
- xii. In our opinion and according to the explanations given to us and based on the information available, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order 2003, are not applicable to the Company.
- xiv. Based on our examination of records and evaluation of the related internal controls, we are of the opinion that proper records have been maintained of the transactions and contracts and timely entries have been made in those records. We also report that the Company has held the investments in its own name.
- xv. In our opinion and according to the information and explanations given to us, where the Company has not given guarantee for loans taken by others from banks or financial institutions, during the year.
- xvi. In our opinion and according to the information and explanations given to us term loans have been applied for the purposes for which they were obtained during the year.
- xvii. According to the information and explanation given to us and on the overall examination of the Balance Sheet of the Company, we are of the opinion that there are no funds raised on short-term basis which have been used for long-term investment and vice versa.
- xviii. The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956.
- xix. During the year, the Company has not issued any debentures.
- xx. The Company has not raised any monies by way of public issue during the year,
- xxi. In our opinion and explanation given to use, no fraud on or by the company has been noticed or reported during the year that causes the financial statements to be materially misstated.

For J P S & COMPANY
Chartered Accountant
FRN: 004086N

J C Verma
Partner
M.No.83210

Place : New Delhi
Dated : 30/05/2013

BALANCE SHEET

CHANDRA PRABHU INTERNATIONAL LTD.



Balance Sheet as at 31st March, 2013

Amount in ₹

Particulars	Note	As at 31st March, 2013	As at 31st March, 2012
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	3	36,980,000	36,980,000
(b) Reserves and Surplus	4	62,178,067	47,718,412
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	5	281,911	310,944
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions	6	-	5,264
(3) Current Liabilities			
(a) Short-Term Borrowings	7	28,373,874	29,321,407
(b) Trade Payables	8	117,756,304	81,590,907
(c) Other Current Liabilities	9	112,153,467	65,068,248
(d) Short-Term Provisions	10	12,150,055	13,042,822
Total		369,873,678	274,038,004
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
Tangible Assets	11	4,267,921	8,587,488
(b) Non-current investments	12	466,463	2,866,463
(c) Deferred tax assets (net)	13	447,671	423,928
(d) Long term loans and advances	14	18,077,839	13,610,299
(e) Other non-current assets		-	-
(2) Current Assets			
(a) Current investments		-	-
(b) Inventories	15	106,974,033	93,853,850
(c) Trade receivables	16	86,589,015	74,006,347
(d) Cash and cash equivalents	17	13,052,266	15,822,677
(e) Short-term loans and advances	18	138,922,237	64,784,769
(f) Other current assets	19	1,076,233	82,183
Total		369,873,678	274,038,004
Significant Accounting Policies and Notes to Accounts			
1 to 34			
<p><i>As per our Report of even date.</i></p> <p>FOR J P S & COMPANY Chartered Accountants FRN : 004086N</p> <p>CA J C Verma Partner M No : 083210</p> <p>Place : New Delhi Dated : 30/05/2013</p>			
<p>For Chandra Prabhu International Limited</p> <p>Akash Jain Prakash Goyal Managing Director Director</p>			

PROFIT & LOSS ACCOUNT

CHANDRA PRABHU INTERNATIONAL LTD.



Chandra Prabhu International Limited

 Statement of Profit & Loss for the period ended on 31st March, 2013

		Amount in ₹		
S No	Particulars	Note	For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
I	Revenue from operations	20	878,040,628	700,964,578
II	Other Income	21	5,562,727	3,554,603
III	Total Revenue (I + II)		883,603,355	704,519,181
IV	Expenses:			
	Purchase of Stock in Trade	22	835,314,389	725,819,472
	Changes in inventories of Stock-in-Trade	23	(13,120,184)	(63,980,678)
	Employee Benefit Expense	24	3,549,976	3,177,540
	Financial Costs	25	10,407,012	5,334,640
	Depreciation	11	1,037,301	1,006,030
	Other Expenses	26	23,890,116	9,772,616
	Total Expenses		861,078,610	681,129,620
V	Profit before exceptional and extraordinary items and tax	(III - IV)	22,524,745	23,389,560
VI	Exceptional Items	27	4,320,000	-
VII	Profit before extraordinary items and tax (V - VI)		26,844,745	23,389,560
VIII	Extraordinary Items		-	-
IX	Profit before tax (VII - VIII)		26,844,745	23,389,560
X	Tax expense:			
	(1) Current tax		7,800,000	8,700,000
	(2) Previous year tax Adjustment		282,358	(368,547)
	(2) Deferred tax Assets		(23,743)	3,915,231
XI	Profit(Loss) from the period from continuing operations	(IX-X)	18,786,130	11,142,876
XII	Profit/(Loss) from discontinuing operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV	Profit/(Loss) for the period (XI + XIV)		18,786,130	11,142,876
XVI	Earning per equity share:			
	Basic & Diluted	28	5.08	3.01

As per our Report of even date.

FOR J P S & COMPANY

Chartered Accountants

FRN : 004086N

CA J C Verma

Partner

M No. : 83210

Place : New Delhi

Dated : 30/05/2013

For Chandra Prabhu International Limited

Akash Jain

Managing Director

Prakash Goyal

Director

CASH FLOW STATEMENT

CHANDRA PRABHU INTERNATIONAL LTD.

**CASH FLOW STATEMENT**

Amount in ₹

Particulars	For the year Ended 31st March, 2013	For the year Ended 31st March, 2012
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax & extra ordinary items as per Statement of Profit And Loss	26,844,745	23,389,560
Adjustment for :		
Depreciation	1,037,301	1,006,030
Interest Expense	7,471,730	4,588,161
Miscellaneous Expenditure (Amortised)	(5,562,727)	195,813
Other Income	217,909	(3,554,603)
Loss on Sale of Fixed Assets	30,008,958	25,624,961
Operating profit before Working Capital change		
Adjustment for :		
Increase/(Decrease) in Short Term Borrowings	(947,533)	898,840
Increase/(Decrease) in Trade Payable	36,165,397	48,057,644
Increase/(Decrease) in Other Current Liabilities	47,085,219	17,081,367
Increase/(Decrease) in Short Term Provision	(21,334)	24,704
(Increase)/Decrease in Inventories	(13,120,183)	(63,980,678)
(Increase)/Decrease in Trade Receivable	(12,582,668)	(38,329,514)
(Increase)/Decrease in Short Term Loan & Advances	(74,274,826)	29,530,835
(Increase)/Decrease in Other Current Assets	(994,050)	66,074
Cash Generated from Operations	11,318,980	18,974,233
Income Tax paid	(8,845,000)	(6,531,453)
NET CASH FLOWS FROM OPERATING ACTIVITIES (A)	2,473,980	12,442,780
B-CASH FLOW FROM INVESTING ACTIVITIES		
(Purchase) of Fixed Assets	(1,916,853)	(536,300)
Sale of Fixed Assets	5,938,600	-
(Purchase) of Investment	-	500,000
Sale of Investment	2,400,000	1,146,006
Interest Received	1,744,206	1,861,807
Discount Received on DEPB	1,158,138	-
Provision no longer required	51,526	-
Unclaimed Credits	1,200,000	-
Speculative Profit on Currency	356,828	-
Misc. Income	94,639	371,187
NET CASH USED IN INVESTING ACTIVITIES (B)	11,027,084	3,342,700
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	(29,033)	(3,044,825)
Dividend Paid	(4,297,908)	(4,269,341)
(Decrease)/Increase in Long Term Provision	(5,264)	3,726
(Decrease)/Increase in Loan & Advances	(4,467,540)	(2,991,012)
Interest Paid	(7,471,730)	(4,588,161)
NET CASH PROCEEDS FROM FINANCE ACTIVITIES (C)	(16,270,475)	(14,889,613)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(2,770,411)	895,867
CASH AND CASH EQUIVALENTS AT START OF YEAR	15,822,677	14,926,810
CASH AND CASH EQUIVALENTS AT CLOSE OF YEAR	13,052,266	15,822,677

*As per our Report of even date.***FOR J P S & COMPANY**

Chartered Accountants

FRN: 004086N

For Chandra Prabhu International Ltd.

CA J C Verma

Partner

M No : 083210

Akash Jain
Managing DirectorPrakash Goyal
Director

Place: New Delhi

Dated : 30/05/2013

Policies Forming Part of Financial Statement for the year ended 31st March, 2013

Note No. 1

Background

Chandra Prabhu International Ltd. is a Company registered with Registrar of Companies, Delhi & Haryana, New Delhi. The Company is a Public Limited Company whose shares are listed in BSE. Chandra Prabhu International Ltd. is a well-known name in the trading of Synthetic Rubber & Chemicals and Coal.

1 Basis of preparation of Financial Statements

These financial statements are prepared under the historical cost convention on an accrual basis, in accordance with applicable accounting standards issued by Institute of Chartered Accountants of India and provisions of the Companies Act, 1956.

2 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities at the date of the financial statement and the result of operation during the reporting period end. Although, these estimates are based upon managements best knowledge of current events and action actual results could differ from these estimates.

3 Fixed Assets

Tangible fixed assets are stated at cost of acquisition including incidental expenses less depreciation. All costs including financing costs till the assets are ready to be put to use are adjusted to the carrying amount of fixed assets.

4 Depreciation

Depreciation has been provided on Written Down Value Method in accordance with the rates prescribed in Schedule XIV of the Companies Act, 1956

5 Impairment of Assets

Where there is any indication that an asset is impaired, the recoverable amount, if any, is estimated and impairment loss is recognized to the extent carrying amount exceeds recoverable amount.

6 Investments

All long-term unquoted investments are valued at cost.

7 Inventories.

Traded goods inventories are stated at lower of cost or net realizable value.
Inventory of shares is valued at cost.

8 Foreign Exchange Transaction

Gain/Losses arising out of fluctuation in exchange rates are accounted for on the basis of payments. Fluctuation in foreign exchange realization is being credited/charged to the Statement of Profit & Loss.

9 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and revenue can be reliably measured.

Sales are recognized when the products are shipped or services rendered. Sales Tax and Value Added Tax are excluded
Dividend from investments is recognized in the Statement of Profit & Loss on receipt basis.

**10 Employee Retirement Benefits****1. Provident Fund**

The eligible employees of the company are entitled to receive benefit under the Provident Fund, a defined contribution Plan in which the employees and the company make monthly contributions at a specified percentage of the covered employee's salary (currently 12% of employees' salary) which is recognised as a expense in the statement of profit & loss account. The contributions as specified under law are paid to the Government Provident Fund.

2. Gratuity Fund Scheme

The company has taken group gratuity insurance scheme from LIC of India under defined contribution plan. The company accounts for liability of future gratuity benefit based on Actuarial valuation on projected unit credit method carried out for assessing liability as at the reporting date. Actuarial gains and losses are recognised.

3. Compensated Absences

The liability of leave encashment and other compensated absences is recognised on arithmetical basis at the end of the year are charged to revenue each year.

4. Employee Pension Scheme

Employees contribution to Employees Pension Scheme, a defined contribution plan is made in accordance with The Employees Pension Scheme, 1995.

5. Other Employee Benefits

Accidental Insurance Scheme, defined contribution plan is taken from Aviva Life Insurance

11 Taxation

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

Deferred tax is recognized subject to consideration of prudence in respect of deferred tax assets on timing differences being the difference in income and accounting that originates in one period and capable of reversal in one or more subsequent period.

12 Earning Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

13 Cash Flow Statement

Cash Flows are reported using the Indirect Method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow operating, investing and financing activities of the company are segregated based on the available information.

14 Segment Reporting**Identification of segments**

The company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amount are evaluated regularly by the executive management in deciding how to allocate resources and in assessing performance.

Allocation of common costs:

Common allocable costs are allocated to each segment pro-rata on the basis of revenue of each segment to the total revenue of the Company.

*Unallocated items:*

Unallocated items include income and expenses which are not allocated to any reportable business segment.

Segment Policies:

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the Financial Statements of the Company as a whole.

15 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when there is a present legal obligation as a result of past events and where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Contingent liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources are where a reliable estimate of the obligation cannot be made, obligation are assessed on going basis and only those having a Contingent Assets are not recognized in the Financial Statement.

Note No. 2

Notes on accounts for the year ended March 31, 2013

Figures have been rounded off to the nearest rupee.

Note 3**Share Capital**

S No	Particulars	Amount in ₹	
		As at 31.03.2013	As at 31.03.2012
1	Authorized Equity Shares ₹ 10 par value 5000000 Equity Shares	50,000,000	50,000,000
2	Issued, Subscribed and Paid-up Equity Shares ₹ 10 par value 3698000 Equity Shares Fully paid-up	36,980,000	36,980,000
	Total	36,980,000	36,980,000

The company has only one class of shares referred to as Equity Shares having a Par Value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share

The reconciliation of the number of shares outstanding and the amount of shares capital as at March 31st, 2013 and March 31st, 2012 is set out below:

S No	Particulars	As at 31.03.2013	As at 31.03.2012
1	Shares outstanding at the beginning of the year		
2	Add: Shares Issued during the year	3,698,000	3,698,000
3	Less: Shares bought back during the year	-	-
	Shares outstanding at the end of the year	3,698,000	3,698,000



Details of shareholders holding more than 5% share in the company: -

Name of Shareholder		As on 31.03.2013	As on 31.03.2012
Akash Jain	No. of shares	345000	345000
	% held	9	9
Vikas Jain	No. of shares	345310	230000
	% held	9	6
Piyush Jain	No. of shares	345000	190000
	% held	9	5
Hemlata Jain	No. of shares	646430	369000
	% held	17	10
Gajraj Jain	No. of shares	-	528000
	% held	-	14

Note : 4

Reserve & Surplus		Amount in ₹	
S No	Particulars	As at 31.03.2013	As at 31.03.2012
1	General Reserves		
	Opening Balance	3,389,291	3,089,291
	Add:- Transferred from Surplus	300,000	300,000
		3,689,291	3,389,291
2	Surplus (Profit & Loss Account)		
	Opening Balance	44,329,121	37,784,153
	Add: Net Profit after tax	18,786,130	11,142,876
	Amount available for appropriation	63,115,251	48,927,029
	Appropriations:		
	Proposed Dividend	3,698,000	3,698,000
	Tax on Proposed Dividend	628,475	599,908
		58,788,776	44,629,121
	Amount transferred to General Reserves	300,000	300,000
	Surplus - Closing Balance	58,488,776	44,329,121
	Total	62,178,067	47,718,412

Note: 5

Long Term Borrowings		Amount in ₹	
S No	Particulars	As at 31.03.2013	As at 31.03.2012
1	Secured Loans		
	- From Bank (Vehicle Loan)	281,911	-
	- From Other Parties (Vehicle Loan)	-	310,944
	Total	281,911	310,944

Secured against vehicle financed



Repayment Schedule for Long Term Borrowings are as follows:

As at 31st March, 2013

S No.	Particulars	As at 31.03.2013	Amount in ₹	
			Repayment Schedule	
			0 - 1 years	1 - 3 years
			Included in Other Current Liabilities	Included in Long Term Borrowings
	<u>Secured Loans</u>			
	From Bank (Vehicle Loans)	493,043	211,132	281,911
	From Other Parties (Vehicle Loans)	310,944	310,944	-
	<u>Unsecured Loans</u>			
	From Other Parties	50,000,000	50,000,000	-
	Total	50,803,987	50,522,076	281,911

As at 31st March, 2012

S No.	Particulars	As at 31.03.2012	Amount in ₹	
			Repayment Schedule	
			0 - 1 years	1 - 3 years
			Included in Other Current Liabilities	Included in Long Term Borrowings
	<u>Secured Loans</u>			
	From Bank (Vehicle Loans)	288,905	288,905	-
	From Other Parties (Vehicle Loans)	987,662	676,718	310,944
	Total	1,276,567	965,623	310,944



Note 6

Long Term Provisions

S No	Particulars	Amount in ₹	
		As at 31.03.2013	As at 31.03.2012
	Provision for employee benefits		
	Leave Encashment	-	5,264
	Total	-	5,264

Note: 7

Short Term Borrowings

S No	Particulars	Amount in ₹	
		As at 31.03.2013	As at 31.03.2012
	Loan Repayable on Demand		
	- From Bank (Secured - see footnote)*	28,373,874	29,321,407
	Total	28,373,874	29,321,407

*Secured Loan from banks consist of overdraft facilities. These are secured against the personal guarantee of the director and third party collateral security

Note: 8

Trade Payable

S No	Particulars	Amount in ₹	
		As at 31.03.2013	As at 31.03.2012
1	Sundry Creditors for Material/Supplies:		
	Foreign Creditors	41,748,372	67,474,448
	Indian Creditors	75,563,982	8,716,486
2	Accrued Expenses and others	443,950	5,399,973
	Total	117,756,304	81,590,907

Note: 9

Other Current Liabilities

S No	Particulars	Amount in ₹	
		As at 31.03.2013	As at 31.03.2012
1	Current maturities of long term loans/Finance Lease Obligations		
	Secured Term Loans		
	- From Bank (see footnote below)*	211,132	288,905
	- From Other Parties (see footnote below)**	310,944	676,718
2	Unsecured Loans		
	- From Other Parties	50,000,000	-
3	Advance From Customers	43,942,939	51,022,739
4	Investors Education & Protection Fund will be credited by the following amounts, as and when due		
	Unclaimed Dividend	231,068	435,694
5	Other Payables		
	TDS, Service Tax, VAT	15,913,773	10,594,532
	Employee Benefits	18,556	25,221
	Govt. Dues	734,313	1,372,947
	Other Liabilities	790,742	651,492
	Total	112,153,467	65,068,248

* Term Loan from HDFC Bank Secured against hypothecation of car Jetta

** Term Loan from Reliance capital Ltd Secured against hypothecation of car Audi



Note: 10

Short Term Provisions

S No	Particulars	Amount in ₹	
		As at 31.03.2013	As at 31.03.2012
1	Provision for employee benefits		
	Gratuity	-	10,105
	Leave Encashment	23,580	34,809
2	Provision - Others		
	Provision for Income Tax	7,800,000	8,700,000
	Provision for proposed dividend	3,698,000	3,698,000
	Provision for Dividend Distribution Tax	628,475	599,908
	Total	12,150,055	13,042,822

Note : 11

Depreciation

S No.	Particulars	Amount in ₹	
		For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	Depreciation	1,037,301	1,006,030
	Total	1,037,301	1,006,030

Note : 12

Non Current Investment

S No.	Particulars	Amount in ₹	
		As at 31.03.2013	As at 31.03.2012
	Trade Investments (valued at cost unless stated otherwise)		
	Investment in equity instruments (Unquoted)		
	518292 equity shares of Hilton Rubbers Ltd. fully paid up (face value ₹ 10/- per Share)	466,463	466,463
	240000 equity shares of Vishakan Overseas Ltd. fully paid up formerly known as Chandra Prabhu Overseas Ltd. (face value ₹ 10/- per Share)	-	2,400,000
	Total	466,463	2,866,463

Note : 13

Deferred Tax Assets

Particulars	Amount in ₹	
	As at 31.03.2013	As at 31.03.2012
Computation of Deferred Tax (Asset) / Liability		
Depreciation on 31st March 2013 - as per Companies Act 1956	1,037,301	1,006,030
Depreciation as on 31st March 2013 - as per Income Tax Act 1961	1,023,559	879,763
Timing Difference	13,742	126,267
Add: Provision for retirement benefits	63,097	71,652
Less: Provision for Doubtful Debts adjusted	-	10,414,026
Less: Provision for Gratuity adjusted	-	240,216
Less: Unabsorbed losses adjusted	-	2,214,329
Tax on above at 30.90%	76,839	(12,670,652)
Less: Deferred Tax Assets as on 01st April 2012 (Opening)	23,743	(3,915,231)
Deferred Tax Assets	423,928	4,339,159
	447,671	423,928



Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2013

Note : 11

Fixed Asset

S. No	Particulars	Rate	Gross Block			Depreciation			Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end
	Tangible Assets									
1	Land	-	5,154,290	-	4,681,210	473,080	-	-	-	473,080
2	Air Conditioners	13.91%	486,631	-	-	486,631	429,515	7,945	-	49,171
3	Plant & Machinery	13.91%	131,221	199,085	-	330,306	118,701	13,596	-	132,297
4	Furnitures & Fixtures	18.10%	861,076	246,090	-	1,107,166	814,803	26,215	-	841,018
5	Vehicles	25.89%	6,394,495	906,205	639,112	6,661,588	4,070,725	773,047	403,698	2,221,514
6	Office Equipment	13.91%	839,854	305,770	-	1,145,624	673,728	51,647	-	725,375
7	Computer	40.00%	1,306,186	259,703	-	1,565,889	1,230,852	85,510	-	1,316,362
8	Generators	13.91%	1,087,800	-	449,000	638,800	385,780	72,243	166,505	292,518
9	Xerox Machine	13.91%	162,000	-	-	162,000	110,962	7,098	-	113,060
	SUB TOTAL (A)		16,423,553	1,916,853	5,769,322	12,571,084	7,836,066	1,037,301	570,203	8,303,164
	(Previous Year)		15,887,253	536,300	-	16,423,553	6,830,036	1,006,030	-	7,836,066
										8,587,488



Note : 14

Long Term Loans and Advances

S No.	Particulars	As at 31.03.2013	Amount in ₹ As at 31.03.2012
1	Security Deposit		
	Unsecured, Considered Good		
2	Balances with Govt. Authorities	26,000	26,000
	Unsecured, Considered Good		
	Anti Dumping Duty Receivable (refer note below)*	746,878	746,878
	Anti Dumping Duty Receivable (FBD) (refer note below)*	2,020,904	2,020,904
	4% Additional Duty Receivable	15,245,975	10,380,325
	Income Tax Recoverable A.Y. - 1999-2000	38,082	38,082
3	Other Loans & Advances		
	Ekam Leasing And Finance Co. Ltd.		398,110
	Total	18,077,839	13,610,299

*A sum of ₹ 27,67,782/- (746878+2020904) being shown as recoverable is an amount deposited under protest as Anti Dumping Duty imposed by the office of Customs Authority, New Delhi on Import of Synthetic Rubber (Styrene Butadiene KHS-68) in the earlier years has been decided in favour of the company by CESAT as per order dtd 03/06/2011.

Note : 15

Inventories

S No.	Particulars	As at 31.03.2013	Amount in ₹ As at 31.03.2012
1	Synthetic Rubber	105,279,680	92,067,495
2	Shares	1,304,889	1,786,355
3	Coal	389,464	
	Total	106,974,033	93,853,850

Note : 16

Trade Receivable

S No.	Particulars	As at 31.03.2013	Amount in ₹ As at 31.03.2012
1	Trade receivables outstanding for a period exceeding six months		
	Unsecured, considered good		
2	Other Trade receivables	6,194,142	10,734,543
	Unsecured, considered good		
	Total	80,394,873	63,271,804
		86,589,015	74,006,347

Note : 17

Cash & Cash Equivalent

S No.	Particulars	As at 31.03.2013	Amount in ₹ As at 31.03.2012
1	Cash-in-Hand		
	Cash Balance (As certified by Management)	249,673	1,966,428
2	Cheques/DD in Hands	249,673	1,966,428
	Sub Total (A)	183,038	-
3	Balances with Bank	183,038	-
	On Current Accounts		
	Unclaimed Dividend Account	788,487	1,082,062
	In Fixed Deposit	231,068	435,694
	Deposits having original maturity exceeding 3 months but due for realizations within 12 months of the reporting date.	11,600,000	12,338,493
	Sub Total (C)	12,619,555	13,856,249
	Total [A + B + C]	13,052,266	15,822,677



Note 18

Short Term Loans and Advances

		Amount in ₹	
S No.	Particulars	As at 31.03.2013	As at 31.03.2012
1	Loans and advances to Related Parties Unsecured, Considered Good	-	425,000
2	Security Deposits Unsecured, Considered Good	470,500	1,774,163
3	Loans and advances to Employees Unsecured, Considered Good	241,895	217,868
4	Prepaid Expenses Unsecured, Considered Good	369,497	132,890
5	Balances with Govt. Authorities TDS Receivable F.Y. 2012-13 TDS Receivable F.Y. 2011-12 VAT Receivable F.Y. 2011-12 Service Tax -Receivable Advance Tax F.Y. 2012-13 Advance Sale Tax TCS Receivable	174,421 - - 1,500 2,500,000 18,858,742 2,072,491	- 137,358 3,650 - - 13,204,448 -
6	Other Assets Advance to Suppliers DEPB Licence (advance against purchase)	113,886,506 346,685	47,890,200 999,192
	Total	138,922,237	64,784,769

Disclosure in respect of Related Party Disclosure (As per Revised AS - 18)

The Management has identified the following Companies and individuals as related parties of the Company for the year ended 31st March, 2013 for the purposes of reporting as per AS 18 – “Related Party Transactions”:-

(A) Name of related parties and description of relationship:

1. **Subsidiaries**
Vishakan Overseas Ltd. 100% Subsidiary (up to 14.07.2012)
2. **Fellow Subsidiaries** Nil
3. **Associates** Nil
4. **Key Managerial Personnel & their Relatives**
Mr. Akash Jain - Managing Director
Mr. Vikas Jain - Brother
5. **Companies where key Managerial Personnel & their Relatives have significant influence:**
South West Pinnacle Exploration Pvt. Ltd.



(B) Transactions carried out with related parties referred in (A) above, in ordinary course of business:

Particulars	Key Mgt Personnel	Entities of Relative of KMP
Loan received 31.03.13	100,100,000	204,709
Loan received 31.03.12	300,000	18,000,000
Loans repaid 31.03.13	100,100,000	227,454
Loans repaid 31.03.12	300,000	18,000,000
Remuneration Outstanding 31.03.2013	Nil	-
Remuneration Outstanding 31.03.2012	75,000	-
Remuneration Paid 31.03.12	1,200,000	-
Remuneration Paid 31.03.11	950,000	-
Balance o/s loans as on 31.03.13	Nil	Nil
Balance o/s loans as on 31.03.12	Nil	22745 (Cr.)

(C) Disclosure required by clause 32 of the Listing Agreement

Amount of Loans/Advances in the nature of loans outstanding from subsidiaries during 2012-13

Particulars	Name of VOL (up to 14.07.2013)
Outstanding as on 31st March 2013	Nil
Max. Account Outstanding during the year	425,000
Investment in shares of subsidiaries of the Co.	2,400,000
Amount Given during the year	Nil

Note: VOL: Vishakan Overseas Ltd (Formerly known as Chandra Prabhu Overseas Ltd)

Note : 19

Other Current assets

S No.	Particulars	Amount in ₹ As at 31.03.2013	Amount in ₹ As at 31.03.2012
1	<u>Accruals</u>		
	Interest accrued on FDRs ¹	1,025,976	82,183
2	<u>Other Advances Receivable</u>		
	Other Receivable	16,478	-
	Excess Paid Under LIC Group Gratuity Scheme*	33,779	-
	Total	1,076,233	82,183

*As per the LIC actuarial assumption the gratuity obligation at the year are ₹ 329823/- and as per the Actuary certificate present value obligation is ₹ 296044/. The above figure represents excess fund paid to LIC Group Gratuity Scheme.

Note : 20

Revenue from Operations

S No.	Particulars	Amount in ₹ For the Year ended 31st March, 2013	Amount in ₹ For the Year ended 31st March, 2012
1	Synthetic Rubber	440,570,982	322,142,914
2	Gilsonite	1,010,320	1,019,440
3	Sale of Shares	599,246	-
4	Coal	435,860,080	377,802,224
	Total	878,040,628	700,964,578



Note : 21

Other Income

		Amount in ₹	
S No.	Particulars	For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	Interest on FDR's	1,744,206	1,146,006
2	Misc Income	94,639	388,283
3	Discount recd on DEPB	1,158,138	1,861,807
4	Unclaimed Credits	-	158,507
5	Rebate & Discount	1,200,000	-
6	Profit on Sale of Land	957,390	-
7	Speculative Profit on Currency	356,828	-
8	Provision no longer required written back	51,526	-
	Total	5,562,727	3,554,603

Note : 22

Purchase of Stock in Trade

		Amount in ₹	
S No.	Particulars	For the Year ended 31st March, 2012	For the Year ended 31st March, 2011
	<u>Purchase of Traded Goods</u>		
	Synthetic Rubber		
	Domestic	67,751,387	197,268,833
	Imported	350,550,121	159,775,704
	Coal	417,012,881	368,774,935
	Total	835,314,389	725,819,472

Imported purchases are inclusive of Custom Duty & other incidental expenses

Note : 23

Changes in Inventories of Stock in Trade

		Amount in ₹	
S No.	Particulars	For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	<u>Inventories at the end of the year</u>		
	Synthetic Rubber	105,279,680	92,067,495
	Shares	1,304,890	1,786,355
	Coal	389,464	-
		106,974,034	93,853,850
2	<u>Inventories at the beginning of the year</u>		
	Minerals	-	901,295
	Synthetic Rubber	92,067,495	27,185,522
	Shares	1,786,355	1,786,355
		93,853,850	29,873,172
	Net Increase	(13,120,184)	(63,980,678)



Note : 24

Employee Benefits

S No.	Particulars	Amount in ₹	
		For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	Salaries		
2	MD Remuneration	1,605,527	1,712,895
3	PF Statutory Expenses	1,200,000	950,000
4	Leave Encashment	12,563	12,888
5	Employer Cont. of ESI	23,580	34,809
6	Employer Cont. of PF	37,336	27,202
7	Staff Welfare Expenses	93,651	107,599
8	Provision towards Gratuity Fund	395,480	260,495
9	Employee Compensation	63,097	71,652
10	Group Insurance of Employee	100,000	-
	Total	3,549,976	3,177,540

*Amount has been paid to an exemployee under settlement before court who had filed a case against the company against illegal termination

Note : 25

Financial Cost

S No.	Particulars	Amount in ₹	
		For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	Interest Paid on Borrowing	965,013	
2	Int/hire Purchase charges - Car	166,237	250,129
3	Interest on CC Limit	3,914,897	3,542,346
4	Letter of Credit Expenses	2,425,583	1,045,815
5	Commission/Interest on Bill Discount	422,103	-
6	Financial Charges	4,717	-
7	Other Borrowing Costs	2,508,462	496,350
	Total	10,407,012	5,334,640

Note : 27

Exceptional Items

S No.	Particulars	Amount in ₹	
		For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	Profit on disposal of shares of Subsidiary	4,320,000	-
	Total	4,320,000	-

Note 28

Earning per share

S No	Particulars	Amount in ₹	
		For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
	Basic & Diluted Earning Per Share		
	Net profit attributable to equity shareholders (after taxes)	18,786,130	11,142,876
	Number of shares outstanding at the end of the reporting period	3,698,000	3,698,000
	Basic & Diluted Earning Per Share	5.08	3.01



Note : 26

Other Expenses		Amount in ₹	
S No.	Particulars	For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	Audit Fee (refer Note below)	146,068	146,068
2	Internal Audit Fee	16,854	16,854
3	ROC Filing Fee	2,550	6,000
4	Intt on Income Tax/TDS/Service Tax/Vat/CST/TCS**	189,066	469,899
5	Telephone / Internet Expenses	214,351	198,820
6	Advertisement Expenses	107,397	66,471
7	AGM Expenses	16,150	24,179
8	AMC Charges	18,360	14,800
9	Books & Periodicals Expenses	29,033	35,324
10	Business Promotion Expenses	64,895	302,030
11	Credit Rating Expenses	21,548	88,240
12	Computer Expenses	48,375	51,845
13	Conveyance/Travelling Expenses	212,517	172,525
14	Commission Paid	56,094	2,947,557
15	Bank Charges	17,248	375,976
16	Foreign Exchange Fluctuation	7,819,607	881,376
17	Depositories Charges	32,821	33,135
18	Discount Allowed	3,982	-
19	Electricity Expenses	418,810	270,278
20	Foreign Travelling Expenses	-	177,496
21	General Expenses	1,420,249	35,931
22	Genset Expenses	222,129	222,677
23	Godown Rent	1,038,000	505,200
24	Sale Tax Demand **	2,694,852	950,159
25	Insurance Expenses	477,880	262,236
26	Legal Expenses	14,535	6,620
27	Listing Fee	16,854	16,545
28	Loss on Sale of Car	35,414	-
29	Loss on Sale of Generator	182,495	-
30	Membership/Subscription Fee	290,328	29,874
31	Office Running & Maintenance Expenses	146,294	121,231
32	Postage & Courier Charges	56,743	38,239
33	Printing & Stationery Charges	101,299	90,561
34	Prior Period Expenses	5,899	-
35	Additional Duty written off (refer note below for prior period)	-	192,521
36	Professional Fee	185,424	160,965
37	Repair & Maintenance Charges	74,330	22,736
38	Retainership Fee	312,000	312,000
39	Security Expenses	10,224	21,510
40	Testing Charges	5,393	-
41	Vehicle Running & Maintenance Expenses	419,704	220,508
42	Freight outward	1,044,345	271,828
43	Financial Cost	-	12,403
44	EMD Forfeited	5,700,000	-
Total		23,890,116	9,772,616

* Interest is inclusive of interest paid on sales tax Rs 13,160/-

** Sales Tax demand relates to assessment finalised for FY 2010-11



Note

S No.	Particulars	Amount in ₹	
		For the Year ended 31st March, 2013	For the Year ended 31st March, 2012
1	Payment to auditor comprises as under: - Audit Fee Tax Audit Fee	117,978 28,090	117,978 28,090
	Total	146,068	146,068
2	Prior Period Items: - Prior Period Expenses Professional Charges Additional Duty Sale Tax Demand	5,899 - - 5,899	- 192,521 950,159 1,142,680

Note 29

Contingent Liabilities (not provided for) in respect of:

S No	Contingent Liabilities	Amount in ₹	
		31.03.2013	31.03.2012
1	Foreign LCs \$ 1525281.00 @ Rs. 55/-	83,890,455	122,851,996
2	Bank Guarantee (Indian)	-	-
3	Corporate Guarantee	-	-
4	Demands not acknowledged as debts and not provided for, in respect of which the matters are in appeal and exclusive of the effect of similar matters in respect of assessments remaining to be completed	Nil	Nil

Note 30

Expenditure and Earnings in Foreign Currencies

S No	Particulars	Amount in ₹	
		31.03.2013	31.03.2012
1	Expenditure	Nil	50,443
2	Earnings	Nil	Nil

Note 31

Value of Imports on CIF Basis

S No	Particulars		
		31.03.2013	31.03.2012
1	Trading Goods	3478 (lacs)	1583 (lacs)

Note 32

Employees Benefit Plans

Defined Contribution Plan

A separate trust has been established covering gratuity liability of staff. The Trust has taken a policy on 01/07/2011 under Group Gratuity Insurance Scheme of LIC under the defined contribution plans. Every employee who has completed three years or more of services is eligible for a Gratuity on separation at 15 days' basic salary (last drawn salary) for each completed year of service. The company has also taken external Actuarial Valuation for determining the liability for future gratuity benefits but has considered LIC Valuations for company accounts. The assumptions of the Actuary for unfunded defined gratuity plan are worked out as under:



Fair value of plan assets

		31/03/2013	31/03/2012
a)	Fair value of plan assets at the beginning of the period	250,321	--
b)	Acquisition adjustment	--	--
c)	Actual return on plan assets	24,047	12,403
d)	Contributions	55,455	2,37,918
e)	Benefits paid	--	--
f)	Fair value of plan assets at the end of the period	329,823	2,50,321
g)	Funded status	33,779	41,421
h)	Excess of actual over estimated return on plan assets	1,518	12,403

Actuarial gain / loss recognized

		31/03/2013	31/03/2012
a)	Actuarial gain/(loss) for the period- obligation	(38,024)	1,856
b)	Actuarial (gain)/loss for the period - plan assets	(1,518)	(12,403)
c)	Total (gain)/loss for the period	36,506	(14,259)
d)	Actuarial (gain) / loss recognized in the period	36,506	(14,259)
e)	Unrecognized actuarial (gains) losses at the end of period	--	--

The amounts to be recognized in balance sheet and related analysis

		31/03/2013	31/03/2012
a)	Present value of obligation as at the end of the period	296,044	2,08,900
b)	Fair value of plan assets as at the end of the period	329,823	2,50,321
c)	Funded status / Difference	33,779	41,421
d)	Excess of actual over estimated	1,518	12,403
e)	Unrecognized actuarial (gains)/losses	--	--
f)	Net asset/(liability) recognized in balance sheet	33,779	41,421

Expense recognized in the statement of profit and loss

		31/03/2013	31/03/2012
a)	Current service cost	31,363	30,357
b)	Past service cost	--	--
c)	Interest cost	17,757	14,133
d)	Expected return on plan assets	(22,529)	--
e)	Curtailment cost / (Credit)	--	--
f)	Settlement cost / (credit)	--	--
g)	Net actuarial (gain)/ loss recognized in the period	36,506	(14,259)
h)	Expenses recognized in the statement of profit & losses	63,097	30,231

Reconciliation statement of expense in the statement of profit and loss.

		31/03/2013	31/03/2012
a)	Present value of obligation as at the end of period (31/03/2012)	296,044	2,08,900
b)	Present value of obligation as at the beginning of the period (31/03/2011)	208,900	1,66,266
c)	Benefits paid	--	--
d)	Actual return on plan assets	(24,047)	(12,403)
e)	Acquisition adjustment	--	--
f)	Expenses recognized in the statement of profit & losses	63,097	30,231



Amount for the current period.

		31/03/2013	31/03/2012
a)	Present value of obligation as at the end of period	296,044	2,08,900
b)	Fair value of plan assets as at the end of the period	329,823	2,50,321
c)	Surplus / Deficit	33,779	41,421
d)	Experience adjustment on plan Liabilities (loss) / gain	(38,024)	1,856
e)	Experience adjustment on plan Assets (loss) / gain	1,518	12,403

Movement in the liability recognized in the balance sheet.

		31/03/2013	31/03/2012
a)	Opening net liability (31/03/2011)	208,900	1,66,266
b)	Expense as above	63,097	30,231
c)	Benefits paid	--	--
d)	Actual return on plan assets	24,047	12,403
e)	Acquisition adjustment	--	--
f)	Closing net liability (31/03/2012)	296,044	2,08,900

Major categories of plan assets (as percentage of total plan assets)

		31/03/2013	31/03/2012
a)	Government of India Securities	--	--
b)	State Government securities	--	--
c)	High Quality Corporate Bonds	--	--
d)	Equity Shares of listed companies	--	--
e)	Property	--	--
f)	Special Deposit Scheme	--	--
g)	Funds Managed by Insurer	100%	100%
h)	Bank Balance (For Gratuity)	--	--
	Total	100%	100%



Note 32

Segment Reporting

The Company is predominantly engaged in commodities trading of Rubber & Chemicals and Coal, which has been identified as main business segment.

S No.	Particulars	Commodities		Other unallocable		Total	
		2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
1	Revenue	8,780.41	7,009.65	-	-	8,780.41	7,009.65
	Intersegment Sale	-	-	55.63	35.55	55.63	35.55
	Other Income	-	-	55.63	35.55	55.63	35.55
	Total Net Sale/Income from operations	8,780.41	7,009.65	55.63	35.55	8,836.04	7,045.20
2	Results	285.70	241.24	43.63	35.55	329.33	276.79
	Segment Results	285.70	241.24	43.63	35.55	329.33	276.79
	Operating Profit/(Loss)	-	-	-	-	104.07	42.89
	Interest Exp.	-	-	-	-	225.26	233.90
	Profit/(Loss) Before Tax	-	-	-	-	43.20	-
	Exceptional Items	-	-	-	-	121.26	87.00
	Current Tax	-	-	-	-	2.82	(3.69)
	Tax related to earlier years	-	-	-	-	(0.24)	39.15
	Deferred Tax	-	-	-	-	144.60	111.44
	Profit/(Loss) After Tax	-	-	-	-	-	-
3	Other Information	3698.36	2740.00	-	-	3,698.36	2,740.00
	Segment Assets	3698.36	2740.00	-	-	3,698.36	2,740.00
	Segment Liabilities	2706.78	1893.00	-	-	2,706.78	1,893.00
4	Other	987.10	842.76	-	-	987.10	842.76
	Capital Expenditure	987.10	842.76	-	-	987.10	842.76
	Depreciation	10.37	10.06	-	-	10.37	10.06
	Non cash expenses other than Depreciation	-	-	-	-	-	-

Note 34

Due to Micro Small & Medium Enterprises

The companies has no dues to Micro, Small & Medium Enterprises during the year ended March 31, 2013.

In terms of our report of even date

For J P S & Company
Chartered Accountants
FRN 004086N

For Chandra Prabhu International Limited

CA J C Verma
Partner
M. No. 083210

Akash Jain
Managing Director

Prakash Goyal
Director

Place : New Delhi
Date : 30/05/2013

COMPLIANCE CERTIFICATE

CIN No.: L51909DL1984PLC019441
Company No. : 019441
Authorised Capital: Rs. 500,00,000/-
Paid up Capital: Rs. 3,69,80,000/-

COMPLIANCE CERTIFICATE

Under Section 383A (1) of the Companies Act, 1956

To
The Members,
Chandra Prabhu International Limited
14, Rani Jhansi Road
New Delhi - 110055

I have examined the registers, records, books and papers of **Chandra Prabhu International Limited** having its registered office at 14, Rani Jhansi Road, New Delhi - 110055 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 as on **31st March, 2013**. 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 and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure "B" to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company being a Public Limited Company has the minimum prescribed paid up Capital as required by the Companies Act, 1956.
4. The Board of Directors duly met 9 (Nine) times on 10/05/2012, 10/07/2012, 11/07/2012, 13/08/2012, 27/08/2012, 27/09/2012, 08/11/2012, 30/01/2013, and 08/02/2013, in respect of which meetings proper notices were given and proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. During the Financial year under review, the Register of Members, were closed from 21st September, 2012 (Friday) to 27th September, 2012 (Thursday) for the purpose of payment of Dividend and 27th Annual General Meeting of the Company, for the financial year ending 31st March, 2012.
6. The Twenty Seventh Annual General Meeting of the Company for the Financial Year ended 31st March, 2012 was held on 27th September, 2012 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minute Book maintained for the purpose.

COMPLIANCE CERTIFICATE

7. No Extraordinary General Meeting was held during the year.
8. The Company has not granted any loan or given any guarantee or provided any security to the parties covered under Section 295 of the Act during the financial year.
9. The Company has duly complied with the provisions of Section 297 of the Act in respect of contracts specified in the section.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act in respect of the disclosures made in pursuance of Section 299 (3) of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government, as the case may be.
12. The Company has not issued any duplicate share certificates during the year.
13. The Company has :
 - (i) Delivered all the certificates for the transfer/transmission made during the financial year and has complied with the applicable provisions of the Act.
 - (ii) Transferred an amount of Rs.36,98,000/- to HDFC Bank Limited, CMS-ATPAR Dept Lodha-1, Think Techno Campus, Alpha- 3rd Floor, Next to Kanjur Marg Station, Kanjur Marg (E), Mumbai-400042 as Company has declared and paid dividend to Shareholders of the Company @10% i.e. Rs.1 per share during last Financial Year.
 - (iii) Posted all the warrants to all members of the company for the dividend declared during the financial year.
 - (iv) Duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted Appointment of Mr. Sanjay Goel as Additional (Independent Director) w.e.f. 30th January, 2013 and Mr. Sudhanshu Mishra has resigned on 13th August, 2012 and Mr. Ved Prakash Goel has resigned on 8th February 2013 from the directorship of the Company.
15. The appointment of Managing Director/Whole-Time Director/Manager has been made in compliance with the provisions of section 269 read with Schedule XIII to the Act and approval of the Central Government has been obtained in respect of appointment of Managing Director/Whole-Time Director/Manager not being in terms of Schedule XIII (Not Applicable).
16. The Company has not appointed any sole-selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director and Registrar or other such authorities under the various provisions of the Act.

COMPLIANCE CERTIFICATE

18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any further shares during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus 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 during the Financial Year.
24. The company has made the borrowings from the Financial Institutions and has duly complied with the provisions of Section 293 (1) (a) & (d) of the Companies Act, 1956.
25. The Company has not made any investments under Section 372A of the Act 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 year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company, during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the year.
33. The provisions for Employee Provident Fund and Miscellaneous Provisions Act, 1952 are applicable to the company and company has made appropriate contributions and complied with other applicable provisions.

Place: New Delhi

Date: 27th August, 2013

COMPLIANCE CERTIFICATE

Annexure "A"

Registers as maintained by the Company

1. Minutes Book of Meeting of the Board of Directors under Section 193.
2. Minutes Book of General Meeting under Section 193.
3. Register of Contracts, Companies & Firms in which Directors etc. are interested under Section 301(3).
4. *Register of Share Transfers.
5. Register of Directors, Managing Directors, Managers & Secretary under Section 303.
6. Register of Directors' Shareholding under Section 307.
7. *Register of Members under Section 150.
8. Register of Fixed Assets.
9. Books of Accounts under Section 209.
10. Register of Charges under Section 143.

**Maintained by the Registrar & Share Transfer Agent of the Company M/s Alankit Assignment Ltd.*

Annexure "B"

S. No.	Documents Filed	Date of Filing	Whether filed within Prescribed Time	Additional Fees Paid
1.	Annual Return (Form 20B)	26/11/2012	Yes	No
2.	Balance Sheet (Form 23AC)	04/01/2013	Yes	No
3.	Profit & Loss (Form 23 ACA)	04/01/2013	Yes	No
4.	Compliance Certificate (Form 66)	26/10/2012	Yes	No
5.	Form-32	17/08/2012 25/02/2013	Yes	No

FOR KKS AND ASSOCIATES
Company Secretaries

Place: New Delhi
Date: 27th August, 2013

Krishna Kumar Singh
Prop.
M No. ACS-19375
CP No. 9760



CHANDRA PRABHU INTERNATIONAL LIMITED

Regd. Off. : 14, Rani Jhansi Road, New Delhi 110055

ATTENDANCE SLIP

Please complete the Attendance Slip and hand it over at the entrance of the Meeting Hall. Joint Shareholders may obtain additional Attendance Slip on request.

Name & Address of the Shareholder(s):

Ledger Folio/DP &
Client ID No(s) :

No. of Shares :

I hereby record my presence at the 28th ANNUAL GENERAL MEETING of the Company held on Wednesday, 25th September, 2013.

SIGNATURE OF THE SHAREHOLDER/REPRESENTATIVE/PROXY*

*Strike out whichever is not applicable.

----- TEAR HERE -----



CHANDRA PRABHU INTERNATIONAL LIMITED

Regd. Off. : 14, Rani Jhansi Road, New Delhi 110055

FORM OF PROXY

Proxy No. :

Ledger Folio/DP &
Client ID No(s) :

No. of Shares :

I/We.....of.....
being a member/members of Chandra Prabhu International Ltd., hereby appoint.....
.....of..... or failing him
.....of..... as my/our
proxy to vote for me/us on my/our behalf at the Twenty Eighth Annual General Meeting of the Company to
be held on the Wednesday, 25th September, 2013 at 10 A.M. and at any adjournment thereof.

Signed this Day of, 2013

Affix
Rs.1/-
Revenue
Stamp

NOTE : The Proxy Form duly completed must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.

BOOK POST

**From :
Chandra Prabhu International Limited
14, Rani Jhansi Road,
New Delhi - 110055**

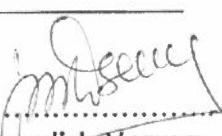
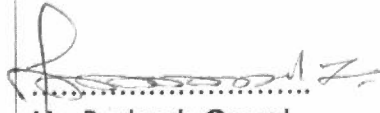
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CHANDRA PRABHU INTERNATIONAL LIMITED



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FORM A

S.No	Particulars	Detail
1.	Name of the Company	Chandra Prabhu International Limited
2.	Annual Financial Statements for the year ended	31 st March, 2013
3.	Type of Audit observation	Unqualified
4.	Frequency Observation	N. A.
5.	To be Signed by- <ul style="list-style-type: none">• CEO/Managing Director• CFO• Auditor of the Company• Audit Committee Chairman	<div> Mr. Akash Jain (Managing Director)</div> <div> Mr. Jagdish Verma (Auditor)</div> <div> Mr. Prakash Goyal (Chairman)</div>