

**KACHCHH MINERALS LTD.****NOTICE TO MEMBERS**

**NOTICE** is hereby given that **THIRTY SECOND ANNUAL GENERAL MEETING** of the members of **KACHCHH MINERALS LIMITED** will be held on Friday 27<sup>th</sup> September, 2013. at 11.00 A.M at registered office of the company 22, Mansur Building, 98, Princess Street, Mumbai - 400 002 to transact the following business :

**AS ORDINARY BUSINESS:-**

- 1) To receive, consider and adopt the Directors Report and Audited Balance sheet and profit and loss Account of the Company for the year ended 31st March 2013 together with the Auditors Report thereon.
- 2) To appoint a Director in place of Mr. Prataprai G. Davda who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To appoint a Director in place of Mr. D.S.Madhavani who retires by rotation and being eligible, offers himself for re-appointment.
- 4) To appoint Auditors of the Company and to fix their remuneration.

**NOTES:-**

- (a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY TO BE EFFECTIVE, SHOULD LODGE THE PROXY FORM AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- (b) The Register of Members and the Share Transfer Book of the Company will remain closed from Monday 23rd September 2013 to Friday 27th September, 2013.
- (c) Members are requested to kindly notify the Company of any change in their addresses so as to enable the Company to address future communication to their correct addresses.
- (d) Shareholders are requested to bring their copies of annual report to the annual general meeting.
- (e) A member desirous of seeking any information on the accounts or operation of the company is requested to forward his/her query to the company at least seven working days prior to the date of meeting, so required information can be made available at the meeting.

By Order of the Board  
For **KACHCHH MINERALS LTD.**

**PRATAPRAI G. DAVDA**  
Chairman & Executive Director

**Registered Office:-**

22, Mansur Building, 1<sup>st</sup> Floor,  
98, Princess Street, Mumbai – 400 002.

Place : Mumbai

Date : 31<sup>st</sup> July, 2013



## KACHCHH MINERALS LTD.

### DIRECTOR'S REPORT

To,  
The Members,

Your Directors present herewith the Thirty second Annual Report together with the audited accounts of the Company for the year ended 31<sup>st</sup> March 2013. Summarised financial results of the company are furnished below:-

#### 1. Financial Result:-

Particulars	Year ended on 31.03.2013 (Rs. in Lacs)	Year ended on 31.03.2012 (Rs. in Lacs)
Sales	340.35	435.33
Other income	10.12	3.68
Gross Income	350.47	439.01
Less: Expenses	287.02	309.97
Interest	1.91	1.96
Depreciation	12.82	11.21
Net Profit	48.72	115.87
Tax Expenses	15.08	22.18
Net profit after Tax	33.64	93.69

The Directors regret their inability to recommend any dividend due to brought forward losses.

#### 2. BUSINESS OVERVIEW:-

The company has net profit of Rs. 33.64 Lacs against net profit of Rs. 93.69 lacs in last year. Further the Board is hopeful of expanding the company's operation this year & expects your co-operation in the days to come. The Board is doing its best to make your company start full mining activities & show progress in very near future. The Board is contemplating to take effective steps to save it from slipping in to a sick industrial unit.

On account of effective steps to control expenses & keep the losses to its minimum level, the year under consideration, has closed with a sales turnover of Rs 3,40,35,151/- and Net Profit of Rs. 48,72,418/- after providing for interest & depreciation before tax. There is no export during the year.

#### 3. FIXED DEPOSITS :-

The Company has not accepted any fresh deposits within the purview of section 58A of the Companies Act, 1956 during the year under review.

**4. CONSERVATION OF ENERGY :-**

Since the company has moderate production activities, though the particulars pursuant to requirement under section 217 (1) (e) of the Companies Act, 1956 with reference to conservation of energy, technology absorption, adoption and innovation are not material. However, the electricity expense incurred at Rs. 46,377/- during the year which is very negligible does not required any disclosure as such. Due to power problem, company has run the plant mainly through their generator set and digging, mining & washing activities where mainly vehicles & water is used which does not require much electric consumption. Hence the details being immaterial not provided.

**5. RESEARCH & DEVELOPMENT & TECHNOLOGY ABSORPTION:-**

The Company due to its limited resources cannot carry out Research & development activities or technological absorption except in house efforts to improve its present quality of mining materials.

**6. PARTICULARS OF EMPLOYEES AND INFORMATION:-**

There was no such employee employed during the year under review, hence the provision as prescribed u/s. 217 (2A) of the Companies Act, 1956 read with Companies (particulars of employee) Rules, 1975, as amended by the Companies (Amended ) Act, 1988 is not applicable. The relation between the employees & the management remain cordial during the year under review.

**7. AUDITORS:-**

M/s. M.G. Simaria & Co., Chartered Accountants, Mumbai, retires at the conclusion of the Annual General Meeting. They have given their consent to act as Auditors of the Company, if re-appointed. You are requested to consider their appointment as Auditor of the Company and authorise directors to fix their remuneration for the current year. They have furnished a certificate for of their eligibility for appointment u/s 224(1-B) of the companies Act, 1956 and they are not disqualified under section 226 (3) (e) of the said Act.

**8. DIRECTORS:-**

In accordance with articles of association of the company and in view of provision of section 255 of the Companies Act, retirement & reappointment take place for following Directors:-

Mr. Prataprai G. Davda, Director retires by rotation at the conclusion of the Annual General Meeting and being eligible, offers himself for re-appointment.

Mr. D.S.Madhavani, Director retires by rotation at the conclusion of the Annual General Meeting and being eligible, offers himself for re-appointment.

**9. AUDIT REPORT:-**

The auditors have observed & put remarks for non-provision of gratuity, leave salary, etc. as per AS - 15. Provision for gratuity is not made in view of appointment of major new staff after earthquake, frequent changes in major staff & remote Site of factory and therefore Expenses are debited on payment basis as and when the same is paid. As per Auditor's comment regarding



appointment of Qualified Company Secretary on whole time basis to comply with the requirements of Section 383 A of Companies Act, 1956, your directors have taken steps for complying aforesaid requirement. However, in absence of availability of suitable & affordable candidates, the said requirements cannot be complied. However, the Company is in the process of receiving the Compliance Certificate from Company Secretary. In our opinion, carrying amount of all assets does not exceed its recoverable amount, hence no impairment loss is ascertained.

**10. FOREIGN EXCHANGE:-**

Foreign Exchange inflow and outflow during the year was NIL

**11. DIRECTOR'S RESPONSIBILITY STATEMENT:-**

Pursuant to the requirements of section 217 (2AA) of the Companies Act, 1956, your directors confirm that:

- I. In preparation of annual accounts, the applicable accounting standards except AS-15 & AS-28 have been followed along with proper explanation relating to material departures;
- II. We have 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. We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- IV. We have prepared the annual accounts on a going concern basis as explained in note no.1 of notes forming part of financial statement.

**12. CORPORATE GOVERNANCE:-**

A separate section on Corporate Governance is included in the Annual Report and the Certificate from the Company's auditor's confirming the compliance of conditions subject to certain qualifications on Corporate Governance stipulated in clause 49 of the Listing Agreement is annexed thereto. The Board of Directors of the Company adopted a Code of Conduct. The Directors have affirmed with the said code.

**13. LISTING OF SHARES & LISTING FEES:-**

The equity capital of the company is listed on the Mumbai Stock Exchange & Ahmedabad Stock Exchange and the necessary listing fees has been paid up to the year 2013- 2014. As per directives issued by the Securities and Exchange Board of India, the equity shares of the Company are to be traded in the Demat form. The company continues to maintain necessary arrangement with NSDL and CDSL for required connectivity.

The statement pursuant to section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules 1975, for the year ended on March 31,2013 is uncalled for. There is no director employed for the year or part of the year under review and were in receipt of remuneration in aggregate of Rs. 5,00,000/- p.m. or Rs. 60,00,000 p.a or more.

**14. DEMATERIALISATION OF SHARES:-**

As you are aware that company has made arrangement with Bigshare Services Pvt. Ltd., E-23, and Ansa Indl. Estate, Saki-Vihar Road, Sakinaka, Andheri (East), Mumbai- 400 072 (Tel: - 2852 34 74 / 2856 06 52 / 2856 06 53, Fax: 2852 52 07, E-mail: bigshare@bom7.vsnl.net.in) to act as Depository Transfer Agent with National Securities Depository Limited (NSDL) & Central Depository Services India Limited (CDSL).

**15. ACKNOWLEDGEMENT:-**

The Management wishes to place on record its appreciation for the services rendered by employees, contractors, bankers, and the management of the Indian Bureau of Mines and all concerned and convey their thanks to them.

By Order of the Board  
**For Kachchh Minerals Ltd.**

**Prataprai G. Davda**  
Chairman & Exe. Director

Place : Mumbai  
Date : 31<sup>st</sup> July, 2013



## KACHCHH MINERALS LIMITED

### MANAGEMENT DISCUSSION AND ANALYSIS

**(1) Operating and Financial Performance:-**

Operating & Financial performance has been given in details in Directors Reports.

**(2) Industry Structure and Development:-**

Your Company is located at remote place in the State of Gujarat and engaged in minerals Industry by catering to minerals processing segment through extraction of various types of silica sand and china clay, mineral raw material etc. These minerals are sometime sold as raw materials or sold after processing, making value addition to the same as per customer demands.

Minerals are expected to become a core sector in the nation's economy in terms of generation of employment and revenues, industrial growth, conservation of energy and natural resources and mainly some unit works as export oriented unit generating foreign exchange and indispensable materials in all important sector of the economy. The Company products are already accepted mainly in the local market.

**(3) Opportunities and Threats:-**

It is fact that many developments in Indian economy as triggered by globalization as one world market are under cut-throat competitions, the prime opportunity lies in meeting customer's raised expectation in terms of high quality with value added products, prompt response, timely delivery, proper services and performance and the same opportunities were regularly grabbed by your company since its inception.

Your company strives to maintain pace with the fast development in the Indian economy, tremendous competition and latest in technology and know -how with its limited resources.

The threats, which the minerals industry foresees, are slow down of Indian economy, myths and misconceptions about minerals and its impact on environment and competition from the global market. However, India has enough mineral resources with good quality accepted in International market, which is expected to fetch sizable foreign exchange in time ahead.

Your company will try to start its activity with value addition products gradually to make its share in global market and expecting growth in the times ahead.

**(4) Segment-wise or product-wise performance:-**

The Company operates only in mining materials segment which includes china clay, silica sand etc.

**(5) Business Outlook:-**

General outlook for the company for the year 2012-2013 is reasonably encouraging, progressive & the company with its limited resources has tried to increase its turnover and profitability in this period and come out of world economic recession which company tries further to improve its operation & profitability in years to come.



The overall business outlook for Mineral materials including china clay is very encouraging because of the increasing demand. There is an ever increasing demand for china clay, silica sand and mineral materials from various end user for multipurpose and the producers of china clay and silica sand can grab the local as well as global market effectively with high profitability. However, the factor of consistency in quality and other services are the pre - requisites and your company in years to come will try to reach those standards.

Your company will always aim towards striving for supplying quality products at reasonable prices and to stick to its core business, which has in fact some positive & upward trends.in the years under operation and years to come

**(6) Risks and Concerns:-**

The major risks that prevail in the industry are competitions from global players, fluctuation of price and technological obsolescence which company will try to improve upon with its limited resources.

Your company is taking due care for the prevailing risks in the industry.

**(7) Internal Control System and their adequacy:-**

The management feels that the present internal controls in place are sufficient considering the complexity, size and nature of operations of the company.

Besides above, Audit Committee which has already been formed by your company pursuant to the provisions of sections 292A of the Companies Act 1956 and later on reformed subject to the requirements of clause 49A of the listing agreement keeps adequate checks & control on overall working of the Internal Control System in the company.

**(8) Financial Highlights with respect to Operation Performance:-**

The Company will see envisage its growth in future because of continuous hard core efforts put by your Company's management to achieve the pace of development, towards which your company marches. The company has incurred a net profit of Rs.48,72,418/-. However much requires doing than what has been done due to huge brought forward losses,

The summarized Profit and Loss A/c. for completed financial year is given below:-

	<b>Rs. In lacs</b>
Sales & Operating Income	340.35
Other Income	10.12
Total Income	<u>350.47</u>
Less : Other Expenses	288.93
Profit before depreciation	61.54
Less : Depreciation	<u>12.82</u>
Net Profit before tax	48.72
Less : Tax expense	<u>15.08</u>
Net Profit after tax	33.64



**(9) Material Developments in Human Resources / Industrial Relations front including number of people employed:-**

There are no material developments in Human Resources under review. The overall industrial relations during the year under review were peaceful. In your Company, contribution and co-operation from all level of employees / workers were excellent during the year and resulted in comparative increase in the business and tilt towards profitability which has been appreciated and supported well by the management. Due to seasonal business and mainly employment of labour on job work basis, the labour force are employed on need base which fluctuates from time to time.

**(10) Cautionary Statements:-**

Estimate and expectation made in the report may differ from actual performance due to various economic condition, government policies and other related factors.

By Order of the Board  
**For Kachchh Minerals Ltd.**

**Prataprai G. Davda**  
Chairman & Executive Director

Place : Mumbai  
Date : 31<sup>st</sup> July, 2013





## KACHCHH MINERALS LIMITED

### REPORT OF CORPORATE GOVERNANCE (Pursuant to clause no. 49 of the listing agreement)

The Report of Corporate Governance is given below:-

**(1) Company's philosophy on Code of Governance :-**

Your Company's philosophy on the Code of Governance envisages the enhancement of the long term economic value of the company, its shareholders and all its customers by adopting better corporate practices with highest levels of transparency, accountability and equity in all phases of its operations.

**(2) Board of Directors :-**

The Board of your company at present consists of four (4) directors. Your company has an optimum combination of Executive and Non-Executive directors with not less than fifty percent of the Board of Directors comprising of Non-Executive and independent directors. Such Non-Executive directors are independent directors. None of the directors is director in any other Public Limited Company. All the members of the Board are eminent persons with expertise and extensive experience in different field and each director have made outstanding contribution to the Company. During the financial year 2012-2013 meeting of the Board were held at least once in each quarter inter-alia to review the quarterly performance and to take on record the financial results. During the year the Board of Director of the Company have held 5 (five) meetings. A detailed agenda was sent to each director in advance of each meeting. The details of Board Meetings attended by each director are as under:-

The detailed composition of the Board and other related information is given below :

Sr. No.	Name of Director	Categories of Directorship	No. of Board Meeting	Last AGM attended	No. of other attended Directorship in Public Ltd. Co.
1\$	P. G. Davda	Chairman & Executive (Promoter)	5	YES	NIL
2\$	Kishore G. Davda	Executive (Promoter)	5	YES	NIL
3.	D.S. Madhavani	Non-Executive & independent	5	YES	NIL
4.	Bharat Shukla	Non-Executive & independent	5	YES	NIL

\$ Shri. P.G. Davda & Shri. K.G. Davda are Promoter Directors.

Shri. Kishore G. Davda is a relative of P.G. Davda (Brother) within the meaning of Sec 6 of the companies Act, 1956 and Schedule 1A appended to the said Act

**Code of conduct :**

The Board of Directors of the Company adopted a code of conduct but the same has not been posted on company's website since the company in remote area does not have any website thereat.



- (3) **Details of Directors seeking appointment / re-appointment at the ensuing AGM:-**  
Shri. Pratap Davda Promoter & Executive Director and Shri D.S. Madhavani , Independent & Non Executive Director retire by rotation and are seeking re-appointment. Shri Pratap Davda is Businessman having vast experience in the field of industries, business, finance, accounts & audit & Shri. D.S. Madhavani is C.A having vast experience in the field of industries, business, finance, & accounts.

- (4) **Audit Committee:-**  
During the year under review the following non-executive independent directors were members of audit committee:-

Name	Category	Status in the Committee	Out of 5 meeting held of the meeting attended by each
Shri. D.S. Madhavani	Non-Executive & Independent	Chairman	5
Shri. Bharat Shukla	Non-Executive & Independent	Member	5
Shri. Pratap Davda	Executive & Promoter	Member	5

The term of reference and powers of the Audit Committee are as per clause 49 of the Listing Agreement and also as per new section 292 A of the Companies Act, 1956. The functions of the Audit Committee are as per Company Law and Listing Agreement with the Stock Exchange. These includes review of accounting and financial policies and procedures, disclosure of financial/ risk management policies, review of quarterly & annual financial statements ensuring compliance with regulatory guidelines before submission to the Board of Directors, Review of the adequacy of Internal Control Systems and discuss significant internal audit findings including internal control weaknesses, recommend, appointment of external auditors & payment of fees to them, Management Discussion & Analysis of financial condition & results of operation, review of Statement of significant related party transaction, Review areas of Internal control system. The The Five Meetings of the Audit Committee was held on 30/05/2012, 10/08/2012, 30/09/2012, 31/10/2012, 12/02/2013.

The Statutory Auditors have also attended three Audit Committee meeting. The minutes of the Audit Committee meeting were circulated to the Board, discussed and taken note of.

- (5) **Shareholders / Investor's Grievance & Share Transfer Committee :-**  
During the year under review, the following directors were the members of the Shareholder's / Investor's Grievance Committee

Sr	Name of the Director	Category	Designation in committee
1)	Shri. D.S. Madhavani	Independent and Non-Executive	Chairman
2)	Shri. Pratap G. Davda	Promoter & Executive Director	Member
3)	Shri. Bharat Shukla	Independent and Non-Executive	Member



During the financial year 2012-2013, Meetings of the shareholder's / Investor's Grievance Committee were held on once in every quarter from the period 1-4-2012 to 31-3-2013 and all the meetings except one meeting not attended by Bharat Shukla remaining all have been attended. Mr. Prataprai G. Davda have been authorised & accordingly acted to approve transfer and dematerialisation of shares.

No significant Investor's Grievance was received during the year. Petty matters from members have been satisfactorily attended to & replied.

The term of reference of the Committee are as per clause 49 of the Listing Agreement which are looking into the redressing of Shareholders and Investors complaints regarding transfer of shares, non-receipt of Annual Reports and reviewing the share transfer process and status of share transfers pending for registration.

**(6) Remuneration Committee :**

During the year under review the following non-executive independent directors were members of remuneration committee:-

Name of Directors	Category held of	Status in the Committee	Out of 1 meeting the meeting attended by each
Shri D.S. Madhavani	Non-Executive & Independent	Chairman	1
Shri. Bharat Shukla	Non-Executive & Independent	Member	1
Shri. Kishore Davda	Executive & Promoter	Member	1

**(7) General Body Meeting :**

The Particulars of the last three Annual General Meeting of the Company held as under:-

Date of AGM	Financial Year	Venue / Location of all meeting	Time of Meeting
27.9.2010	2009 – 2010	Registered Office : 22, Mansur Building, 1 <sup>st</sup> Floor, 98, Princess street, Mumbai – 400 002	11 A. M.
30.9.2011	2010 – 2011	Registered Office : 22, Mansur Building, 1 <sup>st</sup> Floor, 98, Princess street, Mumbai – 400 002	11 A. M.
24.09.2012	2011 - 2012	Registered Office : 22, Mansur Building, 1 <sup>st</sup> Floor, 98, Princess street, Mumbai - 400 002	11 A. M.

No special resolution was put through Postal Ballot last year.

**(8) Details of Remuneration to Directors :**

The remuneration of Rs. 36,00,000/- was debited to profit and loss A/c for following two Executive directors in terms of their appointment in AGM :

Name of Director	Salary	Perquisite	Sitting fees	Total
Mr. Prataprai G. Davda	24,00,000	Nil	Nil	24,00,000
Mr. Kishore G. Davda	12,00,000	Nil	Nil	12,00,000
<b>Total Rs.</b>	<b>36,00,000</b>	<b>Nil</b>	<b>Nil</b>	<b>36,00,000</b>

The Company has no Stock Option Scheme for any of its Directors. Non-Executive directors are not paid any remuneration or sitting fees.

**(9) Disclosures :****Related Party Transactions :**

Related party transactions are disclosed in notes to the annual accounts. There are no significant related party transactions with the company's promoters, directors, the management, the subsidiaries or relatives which may have potential conflict with the interest of the company at large.

**Accounting standards :**

The company has followed all relevant accounting standards except AS-15 and AS-28 while preparing the financial statements.

**Proceeds from public issues, right issues, preferential issues etc. :**

No funds have been raised by the company through issue of equity or debt in the form of public or rights or preferential issues during the year.

**Directors :**

The Company has a system where all the directors or senior management of the Company are required to disclose all pecuniary relationship or transactions with the Company. There is no material pecuniary transaction with any Non-Executive as well as Independent Directors of the Company that requires a separate disclosure.

**Risk Management :**

The risk management issues are discussed in the report of Management Discussion & Analysis. The Company has laid down procedure to intimate Board members about the risk assessment and minimisation procedure. Such procedures would be reviewed periodically within the given framework.

**Instances of Non-compliance :**

Since 28.11.2004 onwards the company shares are listed on BSE at Mumbai.

The Company's listing was under suspension for the period from 07.01.2002 to 28.11.2004 by the Bombay Stock Exchange (BSE) due to non-compliance of certain requirements. However, the Company states that there was a massive earthquake in the factory premises of the company situated at Kutch. Due to this natural calamity, the Company could not comply with certain requirements. The BSE has lifted the suspension without any penalty w.e.f 29.11.2004.

**Means of Communication :**

Your Company's Quarterly, Half-yearly and Audited financial Results are sent to the Stock Exchange immediately after they have been taken on record /approved by the Board.

No formal presentation was made by the Company to the Institutional Investors or Analysts.

**(10) The Management Discussion & Analysis Report (MDA) :**

The Management Discussion and Analysis (MDA) report has been given separately.

**(11) General Shareholder's Information :****(i) Annual General Meeting :**

- (a) 32<sup>nd</sup> Annual General Meeting will be held on Friday, 27<sup>th</sup> September, 2013 time at 11 A.M.,  
Venue at Registered Office, 22, Mansur Building, 1<sup>st</sup> floor, 98, Princess Street, Mumbai – 400 002.
- (b) Book closure will be as under: –  
From Monday 23<sup>rd</sup> September, 2013 to Friday 27<sup>th</sup> September, 2013. (Both the days are inclusive)
- (c) Dividend Payment Date:- Not Applicable

**(ii) Reporting of Unaudited Financial Results :**

**In respect of financial year 2013-2014 as statutorily required on or before**

- (a) First Quarter 15th August, 2013.  
(b) Second Quarter with half-yearly results 15th November, 2013.  
(c) Third Quarter 15th February, 2014.  
(d) Fourth quarter with full-year results 15th May, 2014.

**(iii) Listing on Stock Exchange :-**

- a) Bombay Stock Exchange (BSE).  
b) Annual listing fees have been paid to Bombay Stock Exchanges for the year 2013– 2014.  
c) Demat IS / N numbers is INE059E01010 NSDL & CDSL for equity shares.  
d) Shares are listed in BSE.  
e) Stock Code : 531778

**(iv) Stock Data : -**

The company's high low prices in BSE stock exchange are tabulated herewith as under:-

Stock Data Year 2012-2013 Month	High (Rs.)	BSE Low (Rs.)	Volumes (Nos.)	No.of trades (Nos.)	Amount (Rs.)
April, 2012	8.24	6.47	12,700	43	93,694
May, 2012	7.05	5.9	16,900	31	108,103
June, 2012	7.91	5.68	46,430	51	325,206
July, 2012	9.8	5.97	13,102	95	106,904
August, 2012	9.74	6.55	36,995	167	300,584
September, 2012	9.39	8.01	18,062	101	158,067
October, 2012	8.97	7.10	34,940	143	270,452
November, 2012	8.8	6.72	22,763	98	181,387
December, 2012	7.71	6.63	11,450	42	80,401
January, 2013	8.49	6.3	16,521	67	116,786
February, 2013	6.43	5.71	8,378	48	51,101
March, 2013	6.98	5.08	35,576	52	223,225



- (v) **Registrar and Transfer Agent :**  
**Bigshare Services Private Limited.**  
 E-2/3, Ansa Industrial Estate, Sakivihar Road,  
 Saki Naka, Andheri (E), Mumbai – 400 072.  
 Tele No. 2852 3474, 2856 0652/53, 2690 1335, Fax – 2852 5207.
- (vi) **Share Transfer System :**  
 The company has continued the appointment of M/s. Bigshare Private Limited as Registrar and Transfer Agents for accepting, transferring and delivering the transferred Share Certificates. All the transfer received in order, are processed within a period of 30 days from the date of receipts.
- (vii) **Dematerialisation of Shares :**  
 The numbers of shares de-materialized up to 31.03.2013 were **42,97,000** equity shares.
- (viii) **Registered Office :**  
 The Registered Office of the Company continued to remain as it is as per last year as under:  
**Kachchh Minerals Ltd.**  
 22, Mansur Building, 1<sup>st</sup> floor,  
 98, Princess street, Mumbai – 400 002.

(ix) **Distribution of Shareholding on 31.03.2013 :**

Sr. no	Category	No. of shares	% of paid up capital
1	Resident Indian	29,26,634	55.21
2	Directors	3,76,204	7.10
3	Relative/Friend of Directors	17,81,528	33.61
4	Body Corporate	2,16,534	4.08
5	NRI/ NRI company	--	--
	<b>TOTAL</b>	<b>53,00,900</b>	<b>100.00</b>

(x) **Shareholding Distinction :**

Range of shares	Number	% of Shareholders	Total Holding in Rupees	Percentage Number of holding of shares
01 to 5000	1933	63.13	60,67,860	11.45
5001 to 10000	700	22.86	61,80,700	11.66
10001 to 20000	208	6.79	34,95,570	6.59
20001 to 30000	92	3.00	24,04,670	4.54
30001 to 40000	26	0.85	9,32,500	1.76
40001 to 50000	33	1.08	15,64,280	2.95
50001 to 100000	29	0.95	21,66,410	4.09
100001 & above	41	1.34	3,01,97,010	56.96
<b>TOTAL</b>		<b>100.00</b>	<b>5,30,09,000</b>	<b>100.00</b>

**(xi) Plant Location :**

Survey 66, Village Manfara, Taluka – Bhachau, Kutch, Pin – 370 140.

**(xii) Investor Correspondence for transfer, Complaints and Information etc. :  
Bigshare Services Private Limited.**

E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai – 400072.  
Tele No: 2852 3474, 2856 0652/53, 2690 1335, Fax – 2852 5207.

**(12) Declaration on Compliance of the Company's Code Of Conduct:-**

As provided under clause 49 of the Listing Agreement with Stock Exchanges, it is hereby declared that all the Board members and Senior Management personnels of the Company have affirmed compliance with the Code of Conduct for the year ended March 31, 2013. However, in absence of website of the company, the same has not been posted to website.

**(13) Compliance:-**

This Section of the report together with the information given under Management Discussion and Analysis constitute a detailed Compliance Report on Corporate Governance.

The Company has complied with Mandatory Requirements of Corporate Governance subject to certain requirement. The Board would review implementation of Non-Mandatory Requirements of Corporate Governance code in due course of time.

Auditor's Certificate regarding compliance of conditions of Corporate Governance is annexed to this report.

**For Kachchh Minerals Ltd.**

**Prataprai G. Davda**  
Chairman & Executive Director

Place : Mumbai  
Date : 31<sup>st</sup> July, 2013

**Date :- 31.07.2013**

The Board of Directors,  
**Kachchh Minerals Ltd.**  
Mumbai.

**Certification of Financial Results for the period ended 31<sup>st</sup> March, 2013.**

- 1 We have reviewed the financial statements and cash flow statement for the said period and that to the best of our knowledge and belief:
  - (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 and are in compliance with existing accounting standards, applicable laws & regulations.
- 2 There are, to the best of our knowledge and belief, no transactions entered into by the Company during the period which are fraudulent, illegal or violative of the Company's code of conduct.
- 3 We accept responsibility for establishing and maintaining internal controls and we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors, and to the audit committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- 4 There are no :
  - (i) significant changes in internal control during the period.
  - (ii) significant changes in accounting policies during the period and that the same have been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we 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.
- 5 We have fully complied with Accounting manual of the Company and reviewed very carefully the checklists prepared by the Company.

Sd/-

**Prataprai G. Davda**  
Chairman & Executive Director

Sd/-

**D. S. Madhavani**  
Non-Executive & Independent Director





**M/S. M. G. SIMARIA & CO.**  
CHARTERED ACCOUNTANTS

**Manilal G. Simaria**  
(B. Com., F.C.A)

ROOM NO. 18, S. M. BUILDING,  
**HINDUJA COLLEGE COMPOUND,**  
315 - C, R. R. ROY MARG,  
CHARNI ROAD, MUMBAI - 400 004.  
PHONE : 2386 88 56  
Resi. 2898 13 30

## AUDITOR'S CERTIFICATE

To,

The Members of Kachchh Minerals Limited.

We have examined the compliance of the conditions of Corporate Governance by Kachchh Minerals Limited for the year ended 31<sup>st</sup> March, 2013 as stipulated in clause 49 of the Listing Agreement of the said company with Stock Exchange in India.

The Compliance of conditions of Corporate Governance is the responsibility of management. Our examination has been in the manner described in the guidance note on certification of Corporate Governance issued by the Institute of Chartered Accountants of India and has been limited to the procedures and implementation thereof adopted by the company for ensuring the compliance with the conditions of Corporate governance. It is neither an audit nor an expression of the opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanation given to us and the representation made by the management, subject to the followings:

1. The code of conduct has not been posted to the company's website.

We certify that company has complied with the conditions of corporate governance as stipulated in clause 49 of Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that as per records maintained by the Shareholders / Investors Grievance Committee no material investors grievance were received by the company during the financial year 2012-2013.

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

**For M. G. SIMARIA & CO.**  
Chartered Accountants

**Manilal G. Simaria**  
Proprietor  
Membership No. 31547  
Firm Registration No. 110260W

Place : Mumbai  
Date : 31<sup>st</sup> July, 2013



**M/S. M. G. SIMARIA & CO.**  
CHARTERED ACCOUNTANTS

**Manilal G. Simaria**  
(B. Com., F.C.A)

ROOM NO. 18, S. M. BUILDING,  
**HINDUJA COLLEGE COMPOUND,**  
315 - C, R. R. ROY MARG,  
CHARNI ROAD, MUMBAI - 400 004.  
PHONE : 2386 88 56  
Resi. 2898 13 30

## INDEPENDENT AUDITOR'S REPORT

To,

THE MEMBERS OF  
**M/S. KACHCHH MINERALS LTD.**

### Report of the Financial Statements

We have audited attached Balance Sheet of **M/S. KACHCHH MINERALS LTD.** as at 31<sup>st</sup> March, 2013 and also profit & loss account for the year ended on that date annexed thereto and also Cash Flow Statement for the year ended on that date, 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 & fair view of the financial position, financial performance and cash flows of the company in accordance with the Accounting standards referred to in subsection (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 & 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 have conducted our audit in accordance with Auditing Standards issued by ICAI. 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 of material misstatement. An audit involves performing procedures to obtain evidence about the amounts and disclosure in the financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statement. We believe that 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, except for the effects of the matter described in the Basis for qualified Opinion paragraph, the financial statements give the information required by the Act in the manner so required give a true & fair view in conformity with accounting principles generally accepted in India

- (i) In the case of the Balance Sheet, of the state of affairs of the Company as on 31<sup>st</sup> March, 2013;
- (ii) In the case of the Profit and Loss Account, of the profit of the Company for the year ended on that date and;
- (iii) In the case of Cash Flow Statement of the cash flows for the year ended as on that date.

**Emphasis of Matter :-**

We draw attention to :-

- (a) NOTE NO. 19(v) regarding Company having no whole time Company Secretary.
- (b) NOTE NO. 19(vii) regarding non-ascertainment as well as non-provision of retirement benefits such as gratuity and leave encashment as required by accounting standard (AS 15) issued by the Institute of Chartered Accountants of India.
- (c) NOTE NO. 19(ix) regarding non-ascertainment of impaired assets as required by accounting standard (AS 28) issued by the Institute of Chartered Accountants of India.

**Report on Other Legal and Regulatory requirements**

1. As required the companies (Auditors Report) Order 2003 ("the Order") issued by the Central Government in terms of Section 227 (4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a) We have obtained all the information and explanations, which to the best of our knowledge & belief were necessary for the purpose of our audit.
  - b) In our opinion, proper books of accounts as required by Law have been kept by the Company so far as appears from our examination of the Books of the Company.
  - c) The Balance Sheet, Profit & Loss Account and Cash Flow Statement referred to in this report are in agreement with the Books of Accounts.
  - d) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standard referred to in sub- section (3C) of section 211 of Companies Act, 1956.
  - e) on the basis of written representation received from the Directors as on 31.03.2013 and taken on record by the Board of directors of the Company, none of the Directors are disqualified as on 31.03.2013 from being appointed as director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

**For M. G. SIMARIA & CO.**  
Chartered Accountants

**Manilal G. Simaria**  
Proprietor  
Membership No. 31547  
Firm Registration No. 110260W

Place : Mumbai  
Date : 31<sup>st</sup> July, 2013

**M/S M. G. SIMARIA & CO.****ANNEXURE TO THE AUDIT REPORT**

(REFERRED TO IN PARAGRAPHS 1 OF OUR REPORT OF EVEN DATE  
ON ACCOUNTS FOR THE YEAR ENDED ON 31.3.2013)

- (i)
  - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets
  - (b) We are informed that all the major assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification of Fixed Assets during the year.
  - (c) In our opinion, no substantial part of the fixed assets has been disposed off during the year.
- (ii)
  - (a) According to information and explanations given to us, the Company has conducted physical verification of inventories at reasonable intervals.
  - (b) According to information and explanations given to us, the procedure of physical verification of inventories carried on by the management appears to be reasonable and adequate in relation to its size and nature of its business.
  - (c) According to information and explanations given to us, the company is maintaining proper records of inventory; no material discrepancies were noticed between physical verification of stock as compared to book records.
- (iii)
  - (a) The Company has not granted any loans secured or unsecured to Companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956.
  - (b) According to the information and explanation given to us, the company has not granted any loans, secured or unsecured to companies firms or other parties. Therefore, the provisions of clause iii (b) of paragraph (4) of the order are not applicable.
  - (c) According to the information and explanation given to us, the company has not granted any loans. Therefore provisions of clause iii (c) of the paragraph (4) of the order are not applicable.
  - (d) According to the information and explanation given to us the company has not granted any loan. Therefore provisions of clause iii (d) of the paragraph (4) of the order are not applicable.
  - (e) The Company has not taken unsecured loan from companies, firms or other parties covered in the register maintained under section 301 of the Act, where the directors are interested.
  - (f) In our opinion, the rate of interest and other terms and conditions on which loan has been taken from the party listed in the Register maintained under section 301 of the Act are not prima facie prejudicial to the interest of the Company.
  - (g) In our opinion, payment of principal amount and interest are regular. There is no overdue amount of loans/interest on loan taken.
- (iv) In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to purchase of inventories stores, spare parts, components, fixed assets including plant & machinery, equipment and other assets and with regards to sale of goods. The company has rendered some professional services which are not of recurring nature. There is no continuing failure to correct major weakness in internal control of the Company.



- (v) (a) According to the information and explanations given to us, transactions that need to be entered into the register maintained under Section 301 of the Act has been entered.  
(b) In our opinion and according to explanation given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of Rs. 5,00,000/- in respect of each party during the year are either have been made at prices which are reasonable having regard to prevailing market prices at the relevant time or the prices at which transactions for similar goods or services have been made with other parties or as compared to the prices quoted by others, or such comparisons could not be made since there are no other suppliers of similar items.
- (vi) In our opinion and according to information and explanation given to us, the Company has not accepted any deposit from public u/s. 58 A & 58 AA of the Companies Act, 1956 except paid under contractual arrangement.
- (vii) The Company has an internal audit system commensurate with the size of the Company and nature of its business.
- (viii) According to information and explanations given to us by the management, the Central Govt. has not prescribed maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956, for the products of the Company.
- (ix) (a) According to the information and explanation given to us, no undisputed amount shown as payable in respect of items specified in clause ix (a) Income Tax, Wealth Tax, Gujarat Sales Tax, Custom Duty, Royalty, Excise Duty, Cess as were outstanding as on 31st March, 2013 for a period more than 6 months from the date they become payable.  
(b) According to the information and explanation given to us, in case of Wealth Tax, Sales Tax, Excise/Custom Duty, Cess, there is no dispute. However there is a dispute over payment of royalty amount of Rs.2, 80, 90,656/- (including interest & penalty) included to the collector of Kutch-Bhuj. The company has disputed demand before the competent Authority. In case of Income tax, the company has paid Rs 1, 50,000 against demand of Rs. 3,36,000 for A.Y 2007-2008 under dispute. The Company has preferred appeal against the decision of ITO.
- (x) The accumulated losses at the end of financial year 2012-2013 are more than 50% of Company's net worth. The Company has not incurred cash losses during the period covered by the report and in the financial year immediately preceding such financial year. The Company is not a sick industrial company within the meaning of clause (o) of sub section (1) of section (3) of the Sick Industrial Companies (special provision) Act, 1985.
- (xi) According to explanation & information given to us by the management, the company has not defaulted in repayment of dues to financial institution and banks.
- (xii) According to information & explanation given to us, the Company has not granted any loans & advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore the provision of clause (xiii) paragraph (4) of the order are not applicable



- (xiv) The Company is not dealing in or trading in shares, Securities, debentures and other investment. Therefore the provisions of clause (xiv) of the Paragraph 4 of the order are not applicable.
- (xv) According to information & explanation given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) The Company has not obtained any new term loans from the banks and financial institutions during the year.
- (xvii) According to the cash flow statement and other records examined by us and the information & explanations given to us, on an overall basis, funds raised on short term basis have not prima facie, been used during the year for long term investments .
- (xviii) According to the information & explanation given to us, during the year, 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) According to the information & explanation given to us, the Company had not issued any secured debentures during the year
- (xx) The Company has not raised any money by public issue during the year.
- (xxi) According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the year.

**For M. G. SIMARIA & CO.**  
Chartered Accountants

**Manilal G. Simaria**  
Proprietor  
Membership No. 31547  
Firm Registration No. 110260W

Place : Mumbai  
Date : 31<sup>st</sup> July, 2013





## KACHCHH MINERALS LTD.

PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>st</sup> MARCH 2013.

PARTICULARS	NOTES	In Rs.	
		AS AT 31.03.2013	AS AT 31.03.2012
I. Revenue from Operations (Refer Note No.19(x))		34,035,151	43,532,891
II. Other Income	14	1,011,799	367,932
III. <b>Total Revenue (I + II)</b>		<b>35,046,950</b>	<b>43,900,823</b>
IV. <b>Expenses</b>			
Change in inventories of finished goods/waste	15	(1,110,711)	(925,428)
Employees Benefits expenses	16	840,806	731,390
Finance cost	17	191,060	195,566
Depreciation and amortization expenses	8	1,281,861	1,120,513
Other expenses	18	28,971,517	31,191,294
<b>Total Expenses</b>		<b>30,174,533</b>	<b>32,313,335</b>
V. Profit before Exceptional and Extraordinary items and Tax (III-IV)		4,872,418	11,587,488
VI. Exceptional / Extraordinary items		-	-
VII. Profit before tax (V-VI)		4,872,418	11,587,488
VIII. <b>Less :- Tax expenses</b>			
Mat Credit Utilised		755,826	-
Current tax		752,896	2,217,912
IX. Profit for the Year (VII-VIII)		<b>3,363,696</b>	<b>9,369,576</b>
X. <b>Earnings per share ( of Rs. 10/- each)</b>			
(a) Basic		0.63	1.77
(b) Diluted		0.63	1.77
Significant Accounting Policies	1 & 19		

Refer accompanying notes forming part of financial statements

FOR AND ON BEHALF OF BOARD OF DIRECTORS  
FOR M/S. KACHCHH MINERALS LIMITED.

Sd/- ( P. G. DAVDA )  
DIRECTOR

Sd/- ( D. S. MADHAVANI )  
DIRECTOR

AS PER OUR REPORT OF EVEN DATE ATTACHED  
FOR M/S. M. G. SIMARIA & CO.  
CHARTERED ACCOUNTANTS

Sd/-  
**MANILAL G. SIMARIA**  
(Proprietor)  
Membership No. 31547  
Firm Registration No. 110260W

PLACE : Mumbai  
DATE : 31<sup>st</sup> July, 2013





## KACHCHH MINERALS LTD.

### NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2013

#### 1. SIGNIFICANT ACCOUNTING POLICIES

##### GENERAL :

- A The financial statements have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP) under the historical cost convention on an accrual basis in compliance with All material aspect of the Accounting Standard (AS) Notified by Companies Accounting Standard Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.
- B All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956.

#### 1.2 FIXED ASSETS :

Fixed Assets and additions thereto are capitalized & disclosed at cost inclusive of freight, duties, taxes and all incidental expenses related thereto and borrowing cost upto its use.

#### 1.3 DEPRECIATION :

- A Depreciation on assets is provided on written down value method applying the rates specified in Schedule XIV to the Companies Act, 1956.
- B Depreciation on additions to fixed assets is provided on pro-rata basis from the date of assets put to use.
- C Depreciation on deletion / sale / dispose of assets has been calculated on pro-rata basis up to the date of deletion / sale / disposal.

#### 1.4 INVENTORIES :

Inventories at the year end are valued as under:

- Raw material at cost.
- Finished goods at cost or market value whichever is less.
- Stores and tools, if significant & material at cost.

#### 1.5 RETIREMENT BENEFIT :

Retirement benefit, gratuity payments for which no provisions made and the same is accounted on payment basis, if any.

#### 1.6 REVENUE RECOGNITION : SALES & OTHER INCOME :

Revenue from sales of goods is recognized upon passage of title to the customer, which generally coincides with their delivery of goods. Other Income recognized on accrual basis on substantial completion of work.



**1.7 BORROWING COST :**

- i) Borrowing cost that are attributable to the acquisition of qualifying assets are capitalized as a part of the cost of such fixed assets up to the date when such assets are ready for its intended use.
- ii) All other borrowing cost not attributed to any assets is charged to revenue.
- iii) Amount of borrowing cost capitalized as per AS-16 during the year was NIL.

**1.8 SEGMENT REPORTING :**

The Company is basically operating in one segment i.e. mining materials. Hence, no segment wise disclosure as per AS-17 is provided.

**1.9 DEFERRED TAX :**

As per AS-22 issued by ICAI, the Company has not credited any Deferred Tax assets as availability of future taxable profit to realize deferred tax assets cannot be estimated with virtual certainty. Since Deferred Tax Assets exceeds Deferred Tax Liabilities, no provision has been made for Deferred Tax Liabilities.

**1.10 IMPAIRMENT OF ASSETS (AS-28) :**

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

1.11 Investments are generally shown at cost. However, there is no investment at the end of the year.

**1.12 EARNING PER SHARE : (AS-20)**

	As on 31.03.2013	As on 31.03.2012
a) Net Profit /Loss during the period	33,63,696	93,69,576
b) Equivalent No. of Equity Shares of Rs. 10/- each	53,00,900	53,00,900
c) Basic / Diluted Earnings (Loss) Per shares (a / b)	0.63	1.77

**1.13 SUBSIDY:**

- (a) As per AS-12 total subsidy amount of Rs. 60 lacs is taken as deferred income in proportion of depreciation over the estimated useful life of assets i.e. 15 years for plant and machinery and 30 years for building. This method is consistently followed since many years.



## KACHCHH MINERALS LTD.

### NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE	PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>2</b>	<b>SHARE CAPITAL</b>		
	<b>AUTHORISED SHARES CAPITAL</b>		
	Auhhorised Capital 1,00,00,000 Equity Shares of Rs. 10/- each	<u>100,000,000</u>	<u>100,000,000</u>
	<b>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</b>		
	53,00,900 Equity Shares of Rs. 10/- each fully paid up	53,009,000	53,009,000
	Less : Calls in arrears from share holders not called since long	891,500	891,500
		<u>52,117,500</u>	<u>52,117,500</u>
	(a) Reconciliation of number of shares		
	Shares outsatnding as at 1st April, 2012	5,300,900	5,300,900
	Shares outstanding as at 31st March, 2013	5,300,900	5,300,900
	(b) List of Shareholders holding more than 5% of the total number of shares issued by the company		
	<b>Name of the shareholder</b>	<b>Amount</b>	<b>Percentage</b>
	Pratap G Davda	351204	6.63%
	Bharati P Davda	366450	6.91%
	Hasmukh P Davda	390900	7.37%
	Yogesh P Davda	277000	5.23%
	(c) The Company has issued only one class of equity shares having a par value of Rs. 10 per share. Each holder of Equity Share is entitled to one vote per share.		
<b>3</b>	<b>RESERVE &amp; SURPLUS</b>		
	(a) CAPITAL RESERVE		
	State subsidy received from Govt. of Gujarat		
	Opening balance	1,627,909	1,917,716
	Less : Recognised as deferred income now considered as income of the year	<u>255,172</u>	<u>289,807</u>
		<u>1,372,737</u>	<u>1,627,909</u>
	<b>PROFIT AND LOSS BALANCE</b>		
	Opening Balance	(32,648,877)	(42,018,453)
	Add : Addition during the year	<u>3,363,696</u>	<u>9,369,576</u>
		<u>(29,285,181)</u>	<u>(32,648,877)</u>
	<b>TOTAL</b>	<u>(27,912,444)</u>	<u>(31,020,968)</u>



## KACHCHH MINERALS LTD.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE	PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>4</b>	<b>LONG TERM BORROWINGS</b>		
1	<b>SECURED</b> (Secured by hypothecation of Vehicle)		
	Rate of Interest      Tenor      Maturity      Payable		
	From Bank      Not available      36 Months      07.05.2013      EMI	43,560	-
			54,129
2	<b>OTHERS UNSECURED</b>	100,000	100,000
	<b>Total</b>	<b>100,000</b>	<b>154,129</b>
<b>5</b>	<b>TRADE PAYABLE</b>		
1	Amount due to Micro and Small Enterprises (Refer Note No. 19(xi) (7))	-	-
2	Amount due to Others	2,351,536	1,885,599
	<b>Total</b>	<b>2,351,536</b>	<b>1,885,599</b>
<b>6</b>	<b>OTHER CURRENT LIABILITIES</b>		
	Current Maturity of Long-term Borrowings	86,150	522,720
	Other Payables*	598,408	233,980
	<b>Total</b>	<b>684,558</b>	<b>756,700</b>
	* Other Payables pertains to:		
(i)	Statutory Liabilities	205,222	162,278
(ii)	Others	393,186	71,702
<b>7</b>	<b>SHORT TERM PROVISIONS</b>		
	Provision for Tax	-	232,582
	<b>Total</b>	<b>-</b>	<b>232,582</b>



## KACHCHH MINERALS LTD.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE	PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
<b>9</b>	<b>LONG TERM LOANS AND ADVANCES</b> (Unsecured, considered Good)		
	(a) Capital Advance	836,500	836,500
	(b) Security Deposits	412,969	412,969
	<b>Total</b>	<b><u>1,249,469</u></b>	<b><u>1,249,469</u></b>
<b>10</b>	<b>INVENTORIES</b> (Lower of Cost or Net Realisable Value)		
	Raw Material	3,475,670	3,440,008
	Finished goods	1,385,482	310,434
	Others	16,638	5,998
	<b>Total</b>	<b><u>4,877,791</u></b>	<b><u>3,756,440</u></b>
<b>11</b>	<b>TRADE RECEIVABLES</b> (Unsecured consider Good)		
	Exceeding Six months from due date	52,569	305,738
	Others	3,346,681	4,317,481
	(Unsecured, considered doubtful)		
	Exceeding Six months from due date	245,628	-
	<b>Total</b>	<b><u>3,644,878</u></b>	<b><u>4,623,219</u></b>
<b>12</b>	<b>CASH AND CASH EQUIVALENTS</b>		
	Cash on hand	57,495	113,108
	Balance with Banks	(59,291)	443,418
	Other Bank balances		
	Fixed Deposits : Maturity below 12 months	1,302,956	1,202,844
	<b>Total</b>	<b><u>1,301,160</u></b>	<b><u>1,759,370</u></b>
<b>13</b>	<b>SHORT TERM LOANS AND ADVANCES</b> (Unsecured, considered Good)		
	(a) Advances recoverable in cash or in kind or for value received	5,925,647	3,249,930
	(b) Advance to supplier/contractor	610,879	65,083
	(c) VAT Credit Receivable	29,250	39,000
	(d) Prepaid Expenses	61,676	92,050
	(e) Balance with revenue authorities	198,601	93,601
	(f) Advance Tax		
	Advance Tax & TDS Paid	1,387,662	
	Less: Provision for Tax	<u>752,896</u>	
	(g) MAT Credit	-	755,826
	<b>Total</b>	<b><u>7,460,819</u></b>	<b><u>4,295,490</u></b>



## KACHCHH MINERALS LTD.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE	PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
14	<b>OTHER INCOME</b>		
	Interest Income	756,627	78,125
	Subsidy recognised as deferred income	255,172	289,807
	<b>Total</b>	<b><u>1,011,799</u></b>	<b><u>367,932</u></b>
15	<b>CHANGE IN INVENTORIES OF FINISHED GOODS/WASTE</b>		
	Opening Stock		
	Finished goods and waste	3,750,442	2,825,014
	Closing Stock		
	Finished goods and waste	4,861,153	3,750,442
	(Increase)Decrease in inventories of finished goods/waste		
	<b>Total</b>	<b><u>(1,110,711)</u></b>	<b><u>(925,428)</u></b>
16	<b>EMPLOYEE BENEFITS EXPENSES</b>		
	Salaries, Wages and Bonus	718,919	587,127
	Staff Welfare Expenses	121,887	144,263
	<b>Total</b>	<b><u>840,806</u></b>	<b><u>731,390</u></b>
17	<b>FINANCE COST</b>		
	Interest Expenses	189,884	188,267
	Finance charges including Bank Charges	1,175	7,299
	<b>Total</b>	<b><u>191,060</u></b>	<b><u>195,566</u></b>



## KACHCHH MINERALS LTD.

## NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE	PARTICULARS	AS AT 31.03.2013	AS AT 31.03.2012
18	Other expenses		
	Manufacturing Costs & Direct Expenses	19,364,138	21,728,369
	Power and Fuel	996,190	2,065,687
	Repairs and Maintenance of Plant & machinery	160,809	97,465
	Royalty	3,156,476	3,986,296
	Postage and Telephone expenses	118,268	120,554
	Printing and Stationery	102,984	103,091
	Rent, Rates and Taxes	169,080	168,000
	Audit fees (Refer Note 19 (iv))	35,000	35,000
	Remuneration to Directors	3,600,000	1,800,000
	Repairs and Maintenance of Factory building	18,602	5,577
	Travelling Expenses	169,851	125,618
	Conveyance	29,477	30,027
	Professional and Consultancy fees	279,273	358,500
	Vehicle expenses	123,977	226,251
	Miscellaneous expenses	557,361	254,135
	Share Transfer Fees	90,032	86,724
	<b>Total</b>	<b><u>28,971,517</u></b>	<b><u>31,191,294</u></b>



## 19. Other Notes:

### (i) PROVISIONS, CONTINGENT LIABILITIES & CONTINGENT ASSETS (AS-29) :

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

<b>CONTINGENT LIABILITIES:</b>	31.03.2013	31.03.2012
Claim against the Company not acknowledged as debts nor provided for :	(Rs)	(Rs)
Contingent Liabilities not provided for in respect of Royalty charges & interest raised by Collector of Bhuj-kutch, Gujarat State which is disputed by the company.	2,80,90,656/-	2,80,90,656/-

### (ii) RELATED PARTY DISCLOSURE (AS IDENTIFIED BY THE MANAGEMENT):

- i) Related Party relationship
- Where control exists :
  - Director / Key Management Personnel:
 

<b>MR. P. G. DAVDA</b>	<b>DIRECTOR</b>
<b>MR. KISHORE G. DAVDA</b>	<b>DIRECTOR</b>
<b>MR. D. S. MADHAVANI</b>	<b>DIRECTOR</b>
  - RELATIVES OF KEY MANAGEMENT PERSONNEL & DIRECTOR**

Smt. N. D. Madhavani	Wife of Director D.S. Madhavani.
Pratap G. Davda (HUF)	Karta of the HUF is the Director.
Jasumati K Davda	Wife of Director Kishore G. Davda.
Rupal K Ashani	Daughter of Director Pratap G. Davda.

#### ii) Transaction with related parties in the ordinary course of business :

Transaction/ Nature of relationship	Concern in which Directors are interested		Key Management Personnel (KMP)		Relatives of KMP directors	
	Year Ended 31.3.2013	Year Ended 31.3.2012	Year Ended 31.3.2013	Year Ended 31.3.2012	Year Ended 31.3.2013	Year Ended 31.3.2012
1 Interest payment	-	-	-	-	-	#8,400
2 Managerial Remuneration	-	-	*36,00,000	18,00,000	-	-
3 Loans From	-	-	-	-	-	-
4 Rent and infrastructure Facilities	-	-	-	-	**1,20,000	1,20,000





- \* Managerial Remuneration paid to Pratap Davda Rs. 24,00,000/- & Kishore Davda Rs. 12,00,000/-.  
 # Interest paid to Rupal Ashani Rs. 7,650/- and Jasumati Davda Rs. 750/-.  
 \*\* Rent paid to Mrs. N D Madhavani Rs. 1,20,000/-.

- (iii) The balance of debtors, creditors, deposit and loans and advances, are subject to confirmation from parties.

(iv) PAYMENT TO AUDITORS	31.03.2013	31.03.2012
Audit fees	20,000	20,000
Tax Audit	15,000	15,000
<b>TOTAL</b>	<b>35,000</b>	<b>35,000</b>

- (v) The Company has no whole time Company Secretary within the meaning of section 383 A of the Companies Act, 1956.
- (vi) In the opinion of the Board of Directors the current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amount at which items are stated in the Balance sheet.
- (vii) The Company has neither provided nor ascertained the amount of retirement benefits such as Gratuity and Leave Encashment etc., as required by Accounting Standard (AS-15) issued by the Institute of Chartered Accountants of India.
- (viii) PPayment of remuneration to whole time directors includes Rs. 24,00,000/- to Mr. Prataprai G. Davda and Rs. 12,00,000/- to Mr. Kishore G. Davda.
- (ix) The Company has not ascertained or made provisions for which assets are to be treated as impaired as per AS 28.
- (x) TURNOVER

	31.03.2013			31.03.2012		
	Sales (Rs)	Opening Stock RS.	Closing Stock RS.	Sales (Rs)	Opening Stock RS.	Closing Stock RS.
CHINA CLAY (GRADE "A")	9,74,253	-	9,33,067	8,15,296	1,001	-
CHINA CLAY (GRADE "B")	18,93,975	1,45,855	4,30,364	53,99,035	41,383	1,45,855
ROM B/ROM A	3,09,07,120	34,40,008	34,75,670	3,73,18,560	26,18,052	34,40,008
SILICA SAND	2,59,803	1,64,579	22,052	-	1,64,579	1,64,579







# **KACHCHH MINERALS LIMITED**



**32<sup>ND</sup> ANNUAL REPORT  
2012-2013**

---



BOARD OF DIRECTORS	MR. P. G. DAVDA ( <i>Chairman &amp; Wholetime Director</i> ) MR. KISHORE G. DAVDA ( <i>Executive Director</i> ) MR. D. S. MADHAVANI ( <i>Non-executive Director</i> ) MR. BHARAT M. SHUKLA ( <i>Non-executive Director</i> )
AUDITORS	M. G. SIMARIA & CO. Chartered Accountants
REGISTERED OFFICE	22, Mansur Building, 1 <sup>st</sup> Floor, 98, Princess street, Mumbai – 400 002, MAHARASHTRA. kachchhmineral@yahoo.co.in
BANKERS	Axis Bank Ltd. HDFC Bank
CORPORATE OFFICE / WORKS	Survey 66, Village Manfara, Taluka Bhachau, KACHCHH Pin - 370 140.
REGISTRARS & TRANSFER AGENTS	BIGSHARE SERVICES PRIVATE LIMITED E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai – 400 072. Tel. : 2852 3474, 2856 0652 / 53 Fax : 2852 5207

<b>Contents</b>	<b>Page No.</b>
Notice .....	01
Directors' Report .....	02
Management Discussion and Analysis .....	06
Report of Corporate Governance .....	09
Independent Auditor's Report .....	18
Balance Sheet .....	23
Profit & Loss Account .....	24
Notes on Financial Statement .....	25
Notes Forming Part of Financial Statements .....	27
Cash Flow Statement .....	36
Attendance Slip & Proxy Form .....	Back Page



**KACHCHH MINERALS LTD.**

**REGISTERED OFFICE**  
22, Mansur Building, 1<sup>st</sup> Floor,  
98, Princess Street, Mumbai – 400 002.

**ATTENDANCE CARD**

L.F. No.
No. of Shares held

I / We hereby record my / our presence at the 32<sup>nd</sup> Annual General Meeting of the Company at 22, Mansur Building, 98, Princess Street, Mumbai – 400 002. at 11.00 A.M. on Friday 27<sup>th</sup>, September 2013.

NAME OF THE SHARE HOLDER (IN BLOCK LETTERS) \_\_\_\_\_

SIGNATURE OF THE SHAREHOLDER / PROXY\* \_\_\_\_\_

- NOTE : \*Strike out whichever is not applicable.
1. You are requested to sign and hand this over at the entrance.
  2. If you intend to appoint a proxy to attend the meeting instead of yourself, the Proxy form must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.

**KACHCHH MINERALS LTD.**

**REGISTERED OFFICE**  
22, Mansur Building, 1<sup>st</sup> Floor,  
98, Princess Street, Mumbai – 400 002.

**FORM OF PROXY**

L.F. No.
No. of Shares held

I / We \_\_\_\_\_ of \_\_\_\_\_  
being a member / members of the above mentioned Company hereby appoint \_\_\_\_\_  
\_\_\_\_\_ of in the district of \_\_\_\_\_ as my / our proxy  
to vote for me / us on my / our behalf at the 32<sup>nd</sup> Annual General Meeting of the Company to be held on on  
Friday 27<sup>th</sup>, September 2013 and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2013.

Affix ₹ 1/- Revenue Stamp
------------------------------------

NOTES: Signature \_\_\_\_\_

1. The Proxy form must be deposited at the Registered Office of the Companies, not less than 48 hours before the time for holding the meeting.
2. This form must be used in favour / against of the resolution, unless otherwise directed, the proxy will vote as he / she thinks fit.

\* Strike out whichever is not applicable.





Book Post  
Printed Matter

If undelivered please return to :

Registered Office:

**KACHCHH MINERALS LTD.**

22, Mansur Building, 1<sup>st</sup> Floor,

98, Princess Street, Mumbai – 400 002.

