



AEGIS LOGISTICS LIMITED

55th Annual Report 2011-12

C Company Vision

Aegis is a leader in oil and gas logistics. We offer services such as sourcing of product, storage and port operations, arranging road and pipeline movement, shipping and integrated supply chain management.

We believe in providing our customers in the oil, gas and chemicals industry with end to end solutions, managing every activity in the supply chain to enable reliable, continuous and competitive supplies of materials.

Our vision is to provide Total Supply Chain Management for oil, gas and chemicals.

O Our Values

- ❖ We will provide the most flexible, responsive and best quality service to our customers.
- ❖ We will strive for the highest standards of integrity, hard work, professionalism and discipline.
- ❖ We will place a strong emphasis on safety, protecting the environment and attaining world-class standards in every sphere of activity.
- ❖ We shall strive to make a substantial contribution to the welfare and needs of the community and the society at large.
- ❖ We shall endeavour to maximize value for our shareholders.

Company Information

Board of Directors

CHAIRMAN

K. M. CHANDARIA

VICE-CHAIRMAN AND MANAGING DIRECTOR

R. K. CHANDARIA

MANAGING DIRECTOR

A. K. CHANDARIA

DIRECTORS

A. M. CHANDARIA

R. P. CHANDARIA

D. J. KHIMASIA

R. J. KARAVADIA

K. S. NAGPAL

V. H. PANDYA

BANKERS

Bank of Baroda

Dena Bank

ING Vysya Bank Ltd.

HDFC Bank Ltd.

SOLICITORS & ADVOCATES

AZB & Partners, Mumbai

AUDITORS

Deloitte Haskins & Sells

Chartered Accountants, Mumbai

REGISTERED OFFICE

502, Skylon, G.I.D.C.,

Char Rasta, Vapi-396 195,

Dist. Valsad, Gujarat

CORPORATE & ADMINISTRATIVE OFFICE

403, Peninsula Chambers,

Peninsula Corporate Park, G. K. Marg,

Lower Parel (West), Mumbai-400 013.

Tel. : 022-6666 3666

Fax : 022-6666 3777

Website : www.aegisindia.com

LIQUID LOGISTICS & GAS DIVISION

Plot No. 72, Mahul Village,

Trombay, Mumbai-400 074.

REGISTRAR & SHARE TRANSFER AGENTS

Sharepro Services (India) Pvt. Ltd.

13 AB, Samhita Warehousing Complex,

2nd Floor, Near Sakinaka Telephone Exchange,

Andheri Kurla Road, Sakinaka,

Andheri (E), Mumbai - 400 072.

Tel. : 022-6772 0300, 6772 0400

Fax : 022-2859 1568, 2850 8927

E-mail : sharepro@shareproservices.com

Members are requested
to bring their copy of
Annual Report to the
Annual General Meeting

Please address all correspondence regarding Share Transfer Work to the Registrar & Share Transfer Agents and/or Corporate Office.

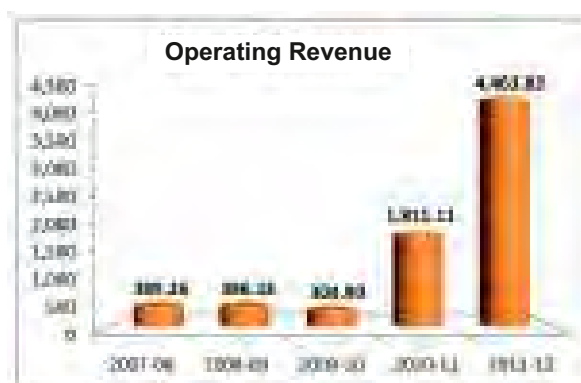
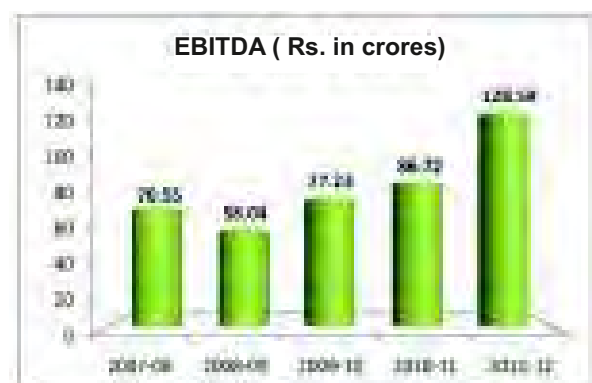
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Financial Overview

Financial Highlights

- ◆ Group Consolidated Net Sales at Rs. 4463.83 crores
- ◆ EBITDA– Rs. 128.59 crores, up by 48.2%
- ◆ Pre-Tax Profit Rs. 40.90 crores, down by 33.3%
- ◆ Profit after tax: Rs. 22.38 crores, down by 52.5%
- ◆ Debt to Equity Ratio: 0.29
- ◆ Dividend at Rs 2 per share



Management Discussion and Analysis Report

Overview

This was a tough year with the return of the global financial and eurozone crisis from July 2011, adversely affecting the Indian economy and currency. As a major importer, the Company was badly affected by the falling rupee, with pre-tax profits down by 33% after accounting for forex and hedging costs. Despite these global factors, operating performance remained very strong with earnings before interest, depreciation and tax (EBITDA) up by 48% and net sales at a record Rs. 4,463 crores.

In spite of a difficult macro-economic environment, the Company's growth plans remain on track, with the Haldia Terminal project started in December 2011, and Pipavav Phase 1 closer to receiving project approvals.

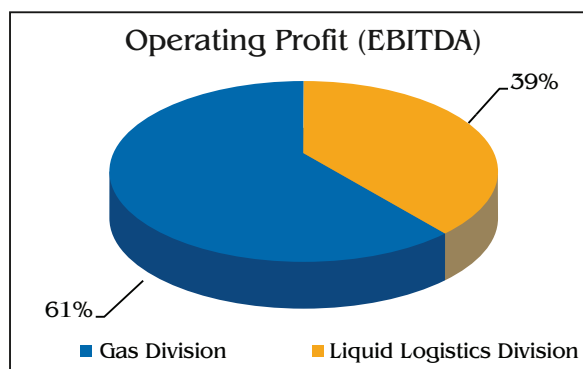
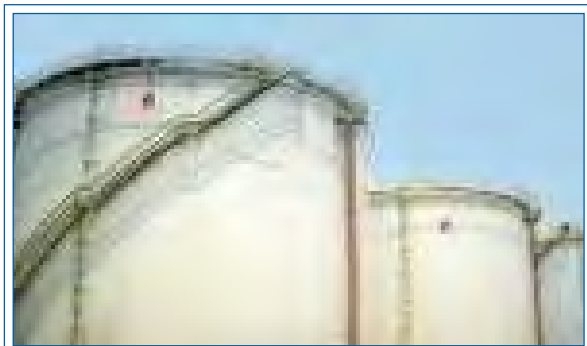
Industry Structure and Development

The oil & gas logistics sector provides storage and handling services to customers in the oil, gas and chemicals industries. As energy consumption increases in India, the movement of petroleum products is increasing at a rapid pace, requiring sophisticated logistics services. The penetration of liquefied petroleum gas (LPG) in rural areas is driving growth.

Segment-wise Analysis

Liquid Logistics Division

Revenues were at an all time high of Rs. 92.20 crores



for the year, an increase of 6% on the year earlier. Operating profit margins (EBITDA) were slightly higher at 58.8% from 57.4% in the year earlier. Operating profits in the division were also at a record Rs. 54.20 crores for the year, a rise of 9%. Business remains at full capacity in the Company's main Mumbai terminals.

Future growth in this division will come from the Haldia project where construction was started in December 2011, and at Pipavav Port in Gujarat, where phase 1 of the project includes 120,000 kl of liquid capacity addition. The Kochi terminal continues to run at a low capacity utilization, with the jetty being unable to cater for large vessels.

The Company has succeeded in bagging more Operations and Maintenance (O&M) contracts with the National Oil Companies, as a result of their decision to outsource the running of many of their oil terminals to private companies. The Company now has a total of five contracts, with more likely to be tendered in the next few years.

The emphasis on occupational health, safety and environment (OHSE) at all the Company's operations throughout India, has been further strengthened, with the establishment of a steering committee of top management to draft group-wide policies and monitor implementation. The Company is committed to top standards in safety.

Gas Division

LPG revenues were Rs. 4,371 crores (Rs. 1,723 crores year earlier). Business continues to boom in this segment with India's consumption of LPG increasing at 12 - 15% per year. This is mainly due to high growth in the domestic market for cooking gas. Sales to the national oil companies at the Company's terminals were up by 13.8%, while thruput of propane to the petrochemicals segment were up by a massive 52.3%. Autogas sales were up by 8.8%, with a gradual increase in our network to around 80 gas stations. Total sales volumes for the division, including all market segments, were over 700,000 MT, up by more than 35% over the year.



As a result, EBITDA for the gas division was a record Rs. 85.05 crores (Rs. 46.05 crores), up by 57.4%. Margins remained strong.

The business strategy for this division is to maintain this growth in sales in all segments by expanding capacity. In the wholesale segment, the Company will be doubling import capacity to a thruput of close to



200,000 MT in Pipavav port within the next two years. In the retail segment, the Company will continue the steady network expansion of Aegis Autogas stations (especially in the



South) in cities such as Bangalore, Chennai and Hyderabad and the dealer network for commercial cooking gas cylinders for the "Aegis puregas" brand.

In January 2012, the Company launched the Marine Products business, supplying bunker fuel to ships. There are high hopes for this business in the medium term, as the Company aims to leverage its port infrastructure and logistics competence to win market share in this growing sector.

Opportunities and Threats

India's economy is going through both a cyclical and secular slowdown, with trend growth dropping as a result of policy inaction. On the other hand, growth in oil and gas demand remains strong, especially in the domestic segment. Aegis is in a good position to benefit from these trends, with its network of oil terminals at major ports around the coast of India.

Competition from low quality local terminals remains a threat. LPG domestic sector government subsidies continue to eat into margins and sales, as domestic cooking gas gets illegally diverted into other market segments such as autogas and commercial cylinders.

Future Business Outlook

The Oil and Gas logistics business continues to show good potential as India's consumption of petroleum, LPG and chemicals increases.

The Company is pursuing a strategy of building a national network of oil terminals, and retail outlets.

Internal Control Systems and their adequacy

The Company has a proper and adequate system of internal controls to ensure that all the assets are safeguarded, protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly. The company conducts audit of various departments based on an annual audit plan through an independent internal auditor and reports significant observations along with 'Action Taken Reports' to the Audit Committee from time to time. The views of the statutory auditors are also considered to ascertain the adequacy of the internal control system.

Human Resources Development

The Company employs 399 people. As the Company is growing fast, the emphasis is now on competence development of young managers and recruitment of middle management in specific areas.

Risk and Concerns

As a large importer of gas, the Company is exposed to fluctuations in the currency. The policy is to hedge these US dollar exposures with currency derivatives such as forwards and options. However, from time to time if there are very large movements, this can result in mark to market forex losses. However, in most situations, risks can be managed by taking higher protection. The Company also is dependent on Mumbai port for the bulk of its profits. Aegis is seeking to diversify by building terminals at a number of other ports.

Government policy changes in the oil & gas sector, with respect to excise duty, customs duty, or regulation in the oil sector are inherently unpredictable.

The oil subsidy regime and continued large-scale diversion of cooking gas cylinders into autos does adversely impact sales growth of autogas and commercial cylinders.

Corporate Social Responsibility

During the year, Aegis has supported rural development initiatives throughout India through its



Anarde Foundation. The focus remains poverty alleviation.

Forward-Looking Statements

This report contains forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures, and financial results, are 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 realised. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

Five Years Financial Performance

(Rs.in Crores)

	2007/08	2008/09	2009/10	2010/11	2011/12
Operating Results					
Operating Revenue	389.26	386.18	304.90	1811.11	4463.83
Earnings before Int.,Depreciation,Tax	70.55	58.04	77.23	86.72	128.59
Finance Cost incldg. Forex/hedging (net)	8.94	10.39	8.55	9.23	70.23
Depreciation	12.02	13.54	14.33	16.17	17.46
Profit before Tax	49.59	34.11	54.35	61.31	40.90
Tax	11.15	6.72	11.32	14.22	18.52
Profit after Tax	38.44	27.39	43.03	47.09	22.38
Financial Position					
Capital	19.91	19.79	18.77	33.40	33.40
Reserves(excl. Revaluation Reserve)	135.04	149.33	165.98	244.83	256.75
Net Worth	154.95	169.12	184.75	278.23	290.15
Minority Interest	-	-	-	0.74	3.44
Long Term Borrowings	92.70	60.00	94.43	95.87	85.36
Deferred Tax Liability (net)	23.64	21.02	20.12	18.58	18.49
Total Capital Employed	271.29	250.14	299.30	393.42	397.44
Net Fixed Assets (excl.Revaluation Reserve)	236.98	230.66	261.67	282.14	298.90
Non Current Investments	2.63	4.03	4.46	1.48	10.05
Net Working Capital	31.68	15.45	33.17	109.80	88.49
Total Net Assets	271.29	250.14	299.30	393.42	397.44
Ratios					
EBITDA on Capial Employed %	28.49%	25.33%	27.66%	23.18%	34.24%*
Debt : Equity	0.60	0.35	0.51	0.34	0.29

* On expanded Capital w.e.f. 23.03.2011

Notice

NOTICE is hereby given that the 55th Annual General Meeting of the Members of AEGIS LOGISTICS LIMITED will be held on Tuesday, 31st July, 2012 at 11.00 a.m. at Hotel Fortune Park Galaxy, National Highway No.8, Near Koparli Road, G.I.D.C., Vapi – 396195, Dist. Valsad, Gujarat to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and Profit and Loss Account for the year ended on that date together with Directors and Auditors Report thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. D. J. Khimasia, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. R. J. Karavadia, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint Deloitte Haskins & Sells, Chartered Accountants, having registration no. 117366W, as the Statutory Auditors of the Company from the conclusion of this meeting till the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

SPECIAL BUSINESS :

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

"RESOLVED THAT in partial modification of the resolution passed at the Annual General Meeting held on 27th September, 2008 and through Postal Ballot on 25th March, 2009 and in accordance with the provisions of section 198, 269, 309 and 310 read with Schedule XIII and all other applicable provisions, if any of the Companies Act, 1956 and subject to the approval of the Central Government, if necessary, consent be and is hereby accorded to the modification in the terms of payment of remuneration to Mr. R. K. Chandaria, Vice Chairman & Managing Director of the Company be revised, as detailed herein below, w.e.f. 1st April, 2012 until the term of his tenure as Managing Director i.e. up to 31st March, 2013.

Remuneration : NIL

Commission : As decided by the Board not exceeding @ 8% of Net Profit of the Company computed as per section 349 & 350 of the Companies Act, 1956.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to vary or alter the rate of commission annually during the term of appointment so as not to exceed the limit of 8% of the net profit of the Company for Mr. R. K. Chandaria, Vice Chairman & Managing Director.

RESOLVED FURTHER THAT except for the above and until the Company receives the approval from Central Government, all the other terms and conditions of the appointment and remuneration of Mr. R. K. Chandaria as per the resolution passed at the Annual General Meeting of the Company held on 27th September, 2008 and through Postal Ballot on 25th March, 2009 will continue to be binding.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts as may be necessary for giving effect to the aforesaid resolution."

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

"RESOLVED THAT in partial modification of the resolution passed at the Annual General Meeting held on 27th September, 2008 and through Postal Ballot on 25th March, 2009 and in accordance with the provisions of section 198, 269, 309 and 310 read with Schedule XIII and all other applicable provisions, if any of the Companies Act, 1956 and subject to the approval of the Central Government, if necessary, consent be and is hereby accorded to the modification in the terms of payment of remuneration to Mr. A. K. Chandaria, Managing Director of the Company be revised, as detailed herein below, w.e.f. 1st April, 2012 until the term of his tenure as Managing Director i.e. up to 31st March, 2013.

Remuneration : NIL

Commission : As decided by the Board not exceeding @ 8% of Net profit of the Company computed as per section 349 & 350 of the Companies Act, 1956.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to vary or alter the rate of commission annually during the term of appointment so as not to exceed the limit of 8% of the net profit of the Company for Mr. A. K. Chandaria, Managing Director.

RESOLVED FURTHER THAT except for the above until the Company receives the approval from Central Government, all the other terms and conditions of the appointment and remuneration of Mr. A. K. Chandaria as per the resolution passed at the Annual General Meeting of the Company held on 27th September, 2008 and through Postal Ballot on 25th March, 2009 will continue to be binding.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts as may be necessary for giving effect to the aforesaid resolution."

By order of the Board of Directors

Place : Mumbai
Dated : 29th May, 2012

K. M. Chandaria
Chairman

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD BE DULY COMPLETED, STAMPED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 14th July, 2012 to Tuesday, 31st July, 2012 (both days inclusive).
3. The Dividend, as recommended by the Board, if sanctioned at the ensuing Annual General Meeting will be paid to those members or their mandates whose names stand registered on the Company's Register of Members :
 - i. As Beneficial Owners as at the end of business day on Friday, 13th July, 2012 as per the list to be furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) in respect of shares held in demat form.
 - ii. As Members holding shares in Physical Mode as per Register of Members of the Company as on Friday, 13th July, 2012.
4.
 - i. Those Members who have not encashed their dividend warrants for the financial year 2004-05 to 2010-11 are requested to return the time barred dividend warrants or forward their claims to the Company.
 - ii. Pursuant to the provisions of Section 205A of the Companies Act, 1956, as amended, dividend for the financial year 2004-05 which shall remain unclaimed/unpaid for a period of 7 years from the date of transfer to the unpaid dividend account is due for transfer in November, 2012 and will be transferred to the Investor Education and Protection Fund constituted by the Central Government under Section 205C of the Companies Act, 1956. It may be noted that once the unclaimed dividend is transferred to the Government, as above, no claim shall lie in respect of such amount against the Company/Fund.
5. In case your Bank has migrated to Core Banking Systems, then we request you to update your new Bank Account Number and other details with your depository in case the shares are held in electronic mode and to the Company's Registrar & Share Transfer Agent in case the shares are held in physical form at your earliest convenience. This will enable us to route all your future dividend payments through NECS.
6. Members holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. quoting their folio number(s) to Company's Registrar and Share Transfer Agent.

Members are requested to note that as per the circular of Securities and Exchange Board of India (SEBI), for transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company/Registrar and Share Transfer Agent for registration of such transfer of shares.

7. Members may avail the facility of nomination in terms of Section 109A of the Companies Act, 1956 by nominating in the prescribed form a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the Company's Registrar and Share Transfer Agent.
8. Members who hold shares in physical form in multiple folios in identical names or joint names in the same order of names are requested to send the share certificates to the Company's Registrar and Share Transfer Agent for consolidation into single folio.
9. Since securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, members holding shares in physical form are requested to get their shares dematerialized at the earliest.
10. Members seeking any information with regard to accounts are requested to write to the Company Secretary at the Corporate Office of the Company at least 10 days in advance, so as to keep the information ready at the Meeting.
11. Brief resume of Directors being re-appointed :
 - i. Mr. D. J. Khimasia, aged 70 years, is a Commerce and Law Graduate. He is a Businessman by profession and a Trader in Agricultural Produce. He has several years experience in the field of Bulk Drugs, Plastics and Textiles.

He does not hold any shares of the company.

Other Directorships held :	Sea Lord Containers Ltd. Hindustan Aegis LPG Ltd. Konkan Storage Systems (Kochi) Pvt. Ltd. Aegis Gas (LPG) Pvt. Ltd. Khimasia Plastic Pvt. Ltd. Khimasia Rubber Industries Pvt. Ltd. Jethalal Nemchand Export Pvt. Ltd. Metochem Exports Pvt. Ltd.
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Committee Membership held in other Companies :	Sea Lord Containers Ltd. Hindustan Aegis LPG Ltd. Aegis Gas (LPG) Pvt. Ltd.
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- ii. Mr. R. J. Karavadia, aged 65 years, has been associated with the Company as Director since 1999. Mr. R. J. Karavadia is a B.Com and I.I.C.W.A. He has several years of experience in the field of Production Personnel, Finance, Marketing, Purchase etc. He has held senior position in various Companies. Presently he is carrying on his own business as an indenter for Importers & Exporters of Chemicals and Minerals.

He holds 36 shares of the company.

Other Directorships held :	Nilgiri Investment Co. Pvt. Ltd. Five Star Textiles Rags (India) Pvt. Ltd. Anarde Rural Support Programme (India) Samsara Herdo Solution Pvt. Ltd.
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Committee Membership held in other Companies :	Nil
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By order of the Board of Directors

Place : Mumbai
Dated : 29th May, 2012

K. M. Chandaria
Chairman

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 173 AND 192A OF THE COMPANIES ACT, 1956**ITEM NO. 6 & 7**

Mr. R. K. Chandaria, Vice Chairman and Mr. A. K. Chandaria, were appointed as Managing Directors of the Company by the Board of Directors for a period of five years from 31st March, 2008 with no remuneration. Accordingly, the members and shareholders of the Company had approved the appointment of Mr. R. K. Chandaria, Vice Chairman and Mr. A. K. Chandaria, as Managing Directors of the Company with no remuneration at the Annual General Meeting held on 27th September, 2008.

After considering Mr. Raj K. Chandaria and Mr. Anish K. Chandaria's contribution towards developmental activities of the Company, a decision was subsequently taken to pay to each of them commission not exceeding 5% of net stand alone profits (computed as per Section 349 & 350 of the Companies Act, 1956) with effect from 1st April, 2008 till expiry of their term. Accordingly, the members and shareholders of the Company had approved the said payment through Postal Ballot dated 25th March, 2009 and Central Government Approval was also obtained.

A separate Remuneration Committee has been constituted to consider various aspects and recommend the remuneration / commission to be paid to the whole time / Managing Directors from time to time within the limit prescribed by the members and under the Act.

The Board was further informed that apart from operations of the Company, the MDs are devoting their time and efforts for operations of Subsidiary Companies also. The Company has opted to publish Consolidated Financial Results as per AS 23. During last few years, the subsidiary companies are substantially contributing towards profits and growth of the Company. Mr. Raj K. Chandaria and Mr. Anish K. Chandaria are actively involved and continue to carry out their responsibility to look after expansion and operations and growth of the Subsidiary Companies as well.

In view of the above it is proposed to remunerate each of them by paying commission not exceeding @ 8% of the Net profit of the Company computed as per section 349 & 350 of the Companies Act, 1956, subject to the approval of the members as well as Central Government, if necessary.

There shall be no written agreement in this regards and will be approved by necessary resolution of the Board and Members and shareholders of the Company.

The Board recommends the proposed ordinary resolution(s) for the approval of the Members and shareholders of the Company. Kindly treat this as an abstract as required u/s. 302 of the Companies Act, 1956.

Except for Mr. K. M. Chandaria, Chairman, Mr. R. K. Chandaria and Mr. A. K. Chandaria, no other director of the Company is interested in the said resolution.

By order of the Board of Directors

Place : Mumbai
Dated : 29th May, 2012

K. M. Chandaria
Chairman

Directors' Report

To the Members of the Company

The Directors have pleasure in presenting the 55th Annual Report and Audited Statement of Accounts of the Company for the year ended 31st March, 2012.

FINANCIAL PERFORMANCE

(Rs. in crores)

	Group Consolidated		Company Standalone	
	2011-12	2010-11	2011-12	2010-11
Revenue from Operation	4463.83	1811.11	284.30	258.95
Gross Profit before Finance cost(as mentioned below) Depreciation and Tax	129.58	86.71	69.11	58.64
Finance Cost (including Interest (Net), Hedging Cost & Foreign Exchange Loss (Gain))	70.23	9.23	4.25	3.56
Depreciation	17.45	16.17	11.35	10.73
Profit before tax	40.90	61.31	53.51	44.35
Provision for taxation - Current Tax	18.61	15.76	12.91	13.61
Deferred	(0.09)	(1.54)	(0.45)	(0.47)
Net Profit after tax	22.38	47.09	41.05	31.21
Balance in statement of Profit & Loss	163.66	142.85	154.99	144.46
Profit available for distribution	186.04	189.54	196.04	175.67

OPERATING PERFORMANCE

Company Standalone :

The operating performance of the Company has shown better results whereby Profit before Tax increased to Rs.53.51 Crores (Previous year Rs.44.35 Crores) and Profit after Tax to Rs.41.05 Crores (Previous year Rs.31.21 Crores).

The Company earned gross profit (before interest (net), depreciation, tax, hedging cost & foreign exchange loss (gain), (PBIDT)) of Rs.69.96 Crores (Rs.58.72 Crores) during the financial year under review. The Liquid Logistics business has remained stable and the performance of Gas Business has increased mainly due to increased off take by petrochemical customers of Gas Logistics.

Group Consolidated :

Overall operating performance of the Group improved wherein Gross profit (before finance cost (net), depreciation, tax, hedging cost & foreign exchange loss (gain) (PBIDT) increased to Rs. 129.42 Crores (Previous Year Rs.86.80 Crores). However, higher hedging cost and mark to market provisioning towards revaluation of foreign currency debts has reduced the profit before tax to Rs.40.90 Crores (Previous year Rs.61.31 Crores) and profit after tax to Rs.22.38 Crores (Previous Year Rs. 47.09 Crores).

LIQUID LOGISTICS DIVISION

Revenues of the group for this division were higher for the year at Rs. 92.23 crores (Previous year Rs.87.04 crores) and the company achieved growth in segment profitability of 10% on year on year basis mainly due to good performance at Mumbai Terminals. The volumes have continued to witness an upward trend. Kochi Terminal Revenue remained subdued pending commencement of operation of other Jetty with deeper draft & Length Over All (LOA) on account of setting up Fire Fighting facilities at Jetty by Port.

Company has undertaken various initiatives towards increase in capacities and efficiencies and to strive for World Class Standards in operation of the Terminals.

The new project of setting up a Bulk Liquid Terminal at Haldia has commenced and currently achieved significant progress.

GAS DIVISION

The Gas Division revenue significantly increased to Rs.4,371 crores (previous year Rs. 1,724 crores). The Gross profit of Gas Division also improved largely driven by good operating performance on account of increased volumes of sourcing business by overseas subsidiary and that of petrochemical customers for Gas Logistics. Roll out of new Autogas stations and increase in volumes of Packed LPG also contributed towards higher profitability. Overall volumes were higher by 31% on account of higher logistics volumes by Public Sector Undertakings and Petrochemical Companies. The group profit of this business was, however, affected due to mark to market provisioning towards revaluation of foreign currency borrowings, creditors, etc.

The Company updated its Risk Management Policy to protect the property, earnings and personnel of the Company against losses and legal liabilities that may be incurred due to various risks.

OUTLOOK FOR THE COMPANY

With Oil & Gas Sector of India's economy expected to remain buoyant, the traffic at the Ports especially of Petroleum, Oil & Lubricants (POL products) is expected to grow in the coming years driven by increased consumption of POL products and Gas. The Company is poised to take advantage of such growth opportunities by setting up additional capacities at different Ports in Liquid Logistics and by increase in turnaround times in Gas business. Steady growth of Autogas business, leveraging network of Autogas Dealers for packed Gas business and substantial increase in volumes by PSU and Petrochemical customers are expected to continue towards volume based growth in Gas Business.

The newly launched business of Marine products is also progressing well at Mumbai Port and is expected to be extended at Kochi Port during the current financial year 2012-13.

DIVIDEND

The company continues to evaluate and manage its dividend policy to build long term Shareholder value.

The Directors are pleased to recommend Dividend of 20% i.e. Rs.2/- per Share (previous year Rs.4.00 per Share) for the year ended 31st March, 2012, which if approved at the forthcoming Annual General Meeting will be paid to those Equity Shareholders of the Company whose names appear on the Register of Members as on book closure date.

SUB DIVISION OF SHARES

The Members vide resolution passed through Postal Ballot on 19th November, 2010 had approved the sub division of shares from the face value of Rs.10/- each to Rs.2/- each. Giving effect to this resolution and fixing of record date shall be decided in due course.

OVERSEAS SUBSIDIARY

During the year, Aegis International Marine Services Pte. Ltd., (AIMS) a wholly owned subsidiary of the Company was established at Singapore with an objective of providing to Marine community extensive range of marine fuels, marine lubricants and other marine products at various Ports.

MARINE PRODUCTS DIVISION

During the year, the Company launched its Marine Products Division to offer World Class Fuels and Bunkers to shipping industry at various Ports with quality, safety and timely delivery.

EPC DIVISION

With the success of Operation & Maintenance (O&M) contracts in last few years, Company initiated Erection, Procurement & Commissioning (EPC) Division to undertake the O&M and EPC contracts relating to terminalling and logistics facilities of Oil, Gas & Chemicals. During the year Company was awarded contracts by ONGC (Nhava) and BPCL (Jetty Operations) at JNPT which will contribute towards revenue and profitability in FY13 onwards.

CREDIT RATING

Based on the operating and financial performance, the Company continues to have Long-term Credit Rating of "AA" (Double A) and the short-term credit Rating of "AR1 +" (AR One Plus) by Credit Rating Agency Credit Analysis and Research Ltd. (CARE).

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Accounting Standard (AS 21) "Consolidated Financial Statements" notified under the Companies (Accounting Standards) Rules 2006, Consolidated Financial Statements of the Group are provided in the Annual Report.

Ministry of Corporate Affairs, Government of India (MCA), has on 8th February, 2011 issued directions through a general circular, exempting Holding Companies from attaching specified particulars of its' Subsidiary Companies with the Balance Sheet of the Holding Company. The directions have been issued by MCA in terms of Section 212(8) of the Companies Act, 1956.

The Consolidated Financial Statements presented by the Company include financial results of its Subsidiary Companies.

FIXED DEPOSITS

Fixed Deposits received from Shareholders, Employees and Public in general as at the close of the financial year amounted to Rs. 5.18 crores. Deposits of Rs. 0.10 crores which fell due for repayment before the close of the financial year remained unclaimed by the depositors at the close of the accounting year. There were no overdue deposits other than those unclaimed at the year end.

CORPORATE GOVERNANCE

A report on Corporate Governance, as stipulated under Clause 49 of the Listing Agreement together with a certificate of compliance from the Auditors, forms part of this report.

LISTING OF EQUITY SHARES

The Company's Equity Shares are listed on the Bombay Stock Exchange Ltd. and National Stock Exchange of India Ltd. The Company has paid the Listing Fees for the period of 1st April, 2012 to 31st March, 2013.

The delisting application made to the Delhi Stock Exchange Association Ltd., pursuant to shareholders resolution dated 29th September, 2005 for voluntary delisting in compliance of SEBI Delisting Guidelines, is still pending with the Stock Exchange and hence the listing fees from the year 2007-08 onwards is not payable.

DIRECTORS

Mr. D. J. Khimasia, Mr. R. J. Karavadia retires by rotation and being eligible offer themselves for re-appointment.

AUDITORS

The Auditors of the Company M/s. Deloitte Haskins & Sells, Chartered Accountants, Mumbai, retire at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

The Company has received a letter from the Auditors to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956 and that they are not disqualified for such re-appointment within the meaning of Section 226 of the said Act.

The notes to accounts referred to in the Auditors' Report are self explanatory.

PARTICULARS OF EMPLOYEES

In terms of the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended, the name and other particulars of the employees are required to be set out in the Annexure to the Directors Report. However as per the provisions of Section 219(1)(b)(iv) of the said Act, the Annual Report excluding the aforesaid information is being sent to all the Members of the Company and others entitled thereto. Members who are interested in obtaining such particulars may write to the Company at its Corporate Office.

HEALTH, SAFETY & ENVIRONMENT (HSE) AND RESPONSIBLE CARE

The Company is holding coveted certifications, viz. ISO-9001 (2008), ISO-14001 (2004) and OHSAS-18001 (2007) and thereby meet all Quality, Environmental Safety Standards specified under these Certifications.

Periodic programmes and regular seminars are being arranged for middle and senior Executives to impart training in respect of different functional and general management areas.

The Company continues to extend support to various Industry forums e.g. Bombay Chamber of Commerce and Industry, Indian Merchant Chambers, Indian Chemical Counsel, etc. in the field of HSE and Infrastructure.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, EXPORTS & FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars required to be furnished pursuant to Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 :

- (i) Part A & B of the Rules, pertaining to conservation of energy & technology absorption are not applicable to the Company.
- (ii) Foreign Exchange earnings & outgo are provided in Note No.37, 39 and 40 forming part of the Accounts.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors would like to inform the Members that the Audited Accounts for the financial year ended 31st March, 2012 are in full conformity with the requirement of the Companies Act, 1956. The Financial Results are audited by the Statutory Auditors, Messrs Deloitte Haskins & Sells.

The Directors further confirm that :

- (i) in the preparation of the Annual Accounts, the applicable accounting standards have been followed;
- (ii) the accounting policies are consistently applied and reasonable, prudent judgment and estimates are made 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 profits of the Company for that period;

- (iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the Directors have prepared the Annual Accounts on a going concern basis.

APPRECIATION

The Board of Directors gratefully acknowledge the assistance and co-operation received from the authorities of Port Trust, Bankers, Central and State Government Depts., Shareholders, Suppliers, Customers and the Employees.

For and on behalf of the Board

Place : Mumbai
Dated : 29th May, 2012

K. M. Chandaria
Chairman

Report on Corporate Governance

The Company firmly believes in and continues to practice good Corporate Governance. The Company's essential character is shaped by the very values of transparency, professionalism and accountability. The Company continuously endeavours to improve on these aspects on an ongoing basis. In order to achieve this objective, the Company is driven by the following guiding principles:

- a. Improving the effectiveness of the Board of Directors in supervising management; and
- b. Improving the quality of information and communication with our stakeholders. The Company believes that these two principles will result in a better shareholders' value.

BOARD OF DIRECTORS

The Board of Directors of the Company comprises Chairman, Vice Chairman and Managing Director, Managing Director and Independent Directors. As on 31st March, 2012 the Company had Nine Directors. During the year under review 5 Board Meetings were held, the dates being 30/05/2011, 29/07/2011, 14/11/2011, 27/12/2011 and 14/02/2012. Details of Directors & their attendance at the Board Meetings and Annual General Meeting are given below:

Sr. No.	Name of the Director	Status	No. of Shares held	No. of other Directorships (Refer Note 4)	No. of Chairmanship/ Membership in Board Committee across all the Companies (Refer Note 5)		Attendance at	
					Chairman	Member	Board Meetings	Last AGM held on 29/07/2011
1	2	3	4	5	6		7	8
1.	Mr. K. M. Chandaria (Chairman)	NED-NI	—	3	1	1	5	Yes
2.	Mr. R. K. Chandaria (Vice – Chairman & Managing Director)	ED-NI	—	5	—	2	3	—
3.	Mr. A. K. Chandaria (Managing Director)	ED-NI	—	5	1	1	3	—
4.	Mr. A. M. Chandaria	NED-NI	—	—	—	—	1	—
5.	Mr. R. P. Chandaria	NED-I	—	1	—	—	1	—
6.	Mr. D. J. Khimasia	NED-I	—	4	3	1	5	Yes
7.	Mr. R. J. Karavadia	NED-I	36	—	—	—	4	Yes
8.	Mr. K. S. Nagpal	NED-I	300	4	—	4	5	Yes
9.	Mr. V. H. Pandya	NED-I	—	4	2	1	4	—

- NOTES :
1. NED-I - Non Executive Director – Independent
 2. NED-NI - Non Executive Director – Non Independent
 3. ED-NI - Executive Director – Non Independent
 4. No. of other Directorships excludes Directorships held in Private Limited Companies, foreign companies and Section 25 companies.
 5. In accordance with Clause 49, Chairmanship / Membership of only Audit Committee and Shareholders' / Investors' Grievance Committee of all Public Limited Companies has been considered.

Brief Profile/Resume of the Directors seeking re-appointment is provided in Notice convening 55th Annual General Meeting.

AUDIT COMMITTEE

Terms of reference :

The Audit Committee is to oversee the Company's financial reporting process and disclosure of its financial information, to recommend the appointment of Statutory Auditors and fixation of their fees, to review and discuss with the Management & the Auditors about internal control systems, the scope of Audit including the observations of the Auditors, adequacy of the internal audit system, changes in accounting policies & practices and major accounting entries involving estimates, compliances with accounting standards and Listing Agreement entered into with the Stock Exchanges and other legal requirements concerning financial statements and related party transactions, if any, review of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.) and discuss with the Internal Auditors any significant findings for follow-up thereon, to review the quarterly, half yearly and annual financial statements before they are submitted to the Board of Directors.

Minutes of the Audit committee Meetings are circulated to the Members of the Board, discussed and taken note of.

The Company Secretary acts as the Secretary to the Meetings of the Audit Committee. The Statutory Auditors, Managing Directors and the Chief Financial Officer are permanent invitees to the meetings of the Audit Committee.

Composition, Names of Members and Chairperson :

Sr. No.	Name of the Director	Status	No. of Meetings attended	Date of Audit Committee Meeting
1	Mr. D. J. Khimasia (Chairman)	NED-I	4	30/05/2011
2	Mr. K. M. Chandaria	NED-NI	3	29/07/2011
3	Mr. K. S. Nagpal	NED-I	4	14/11/2011
				14/02/2012

NOTE : NED-I - Non Executive Director – Independent
NED-NI – Non Executive Director – Non-Independent

SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE**Composition, Names of Members and Chairperson :**

Sr. No.	Name of the Director	Status	No. of Meetings attended	Date of Shareholders' / Investors' Grievance Committee Meeting
1	Mr. K. M. Chandaria (Chairman)	NED-NI	3	30/05/2011
2	Mr. D. J. Khimasia	NED-I	4	29/07/2011
3	Mr. K. S. Nagpal	NED-I	4	14/11/2011
				14/02/2012

No. of Complaints received during the year	:	76
No. of Complaints remaining un-resolved	:	Nil
No. of Pending Share Transfers as on 31.03.2012	:	Nil

Complaints/Correspondences are usually dealt with expeditiously and as on 31st March, 2012 no complaint was pending.

REMUNERATION TO DIRECTORS

There is no remuneration being paid to the Managing Directors under schedule XIII of the Companies Act, 1956 except Commission which is approved by the Board of Directors and the Shareholders. A separate Remuneration Committee has been constituted to consider various aspects and recommend the remuneration /commission to be paid to whole time Directors / Managing Directors from time to time within the overall limit prescribed by the Shareholders and under the Companies Act, 1956.

The Shareholders had approved to pay commission @ not exceeding 5% of the profits u/s. 349 / 350 of the Companies Act, 1956, the Board of Directors, based on the recommendation of the Remuneration Committee, have approved the same for Rs.1,20,00,000 (approx. 2.18% of the profit u/s.349 / 350 of the Companies Act, 1956) for the year ended 31st March, 2012 to each of the Managing Directors and is calculated in accordance with the provisions of Section 198 read with Sections 349/350 of the Companies Act, 1956.

	Commission payable Amount (Rs. in lacs)
Mr. R. K. Chandaria, Vice Chairman & Managing Director	120.00
Mr. A. K. Chandaria, Managing Director	120.00

Both the Managing Directors are relatives of the Chairman.

The sitting fees paid to Non-Executive Directors is Rs.12,000/- for each Board Meeting attended by them. Those Non-Executive Directors who are Members of other Committees viz. Share Transfer Committee, Audit Committee, Shareholders'/Investors' Grievance Committee are paid sitting fees of Rs.1,000/- for each such Committee Meeting attended by them.

GENERAL BODY MEETING

Details of last three Annual General Meetings (AGM) :

Financial Year	Date	Venue	Time
31/03/2009	31/07/2009	Hotel Galaxy Inn, National Highway No.8, Near Koparli Road, G.I.D.C., Vapi 396 195, Dist. Valsad, Gujarat.	11.00 a.m.
31/03/2010	17/07/2010	Same as above	11.00 a.m.
31/03/2011	29/07/2011	Same as above	11.00 a.m.

No Special Resolution was passed during last three Annual General Meetings.

During the last three years five Special Resolutions were passed in the Extra-ordinary General Meetings (EGM) of the Members and the Company also passed two Special Resolutions through Postal Ballot.

Special Resolutions passed during 2009-10

In the Extra-ordinary General Meeting held on 28th January, 2010, members of the Company had passed a special resolution empowering the Board Directors to make investment in 3,23,81,000 equity shares of Shell Gas LPG (India) Private Limited (SGLIPL) by way of acquisition of 100% of the paid up capital of SGLIPL.

The members of the Company had approved through Postal Ballot a special resolution for empowering the Board of Directors to give loans and / or corporate guarantee and / or make investment in Sea Lord Containers Limited, a subsidiary company, in excess of the limit prescribed under Section 372 A of the Companies Act, 1956. The result of said Postal Ballot was declared on 19th March, 2010.

Special Resolutions passed during 2010-11

The members of the Company had approved through Postal Ballot a special resolution for sub-division of face value of Equity Shares from Rs.10/- to Rs.2/- per share. The result of said Postal Ballot was declared on 19th November, 2010.

In the Extra-ordinary General Meeting held on 20th December, 2010, members of the Company had passed a special resolution for raising of funds upto Rs.100 crores on a private placement basis including allotment under Qualified Institutional Placement of the equity shares and/or equity linked instruments under Section 81(1A) of the Companies Act, 1956 and applicable Securities and Exchange Board of India Regulations. In the same meeting members also approved increase in the borrowing powers of the Company under Section 293(1)(d) of the Companies Act, 1956 where limit is fixed at Rs. 600 crores.

In the Extra-ordinary General Meeting held on 23rd March, 2011, members of the Company had passed a special resolution for issue and allotment of 21,20,190 Equity Shares of Rs.10/- each for cash at a price of Rs. 322/- per share to Infrastructure India Holdings Fund LLC ("IIHF"), on preferential basis. In the same meeting, members also approved by means of a special resolution the alteration of the Articles of Association to give effect to the Subscription cum Shareholders Agreement entered into with IIHF for above mentioned preferential issue of Equity Shares.

DISCLOSURES

1. The Company has complied with the requirements of Stock Exchanges or SEBI or any Statutory Authority related to Capital Markets during the last three years.
2. There were no materially significant related party transactions with its Promoters, Directors, the Management or relatives that have a potential conflict with the interest of the Company at large. Transactions with related parties as per requirements of Accounting Standard 18 "Related Party Disclosures" are disclosed in Note 34 to the Accounts in the Annual Report.

3. Sub-division of Shares

Members of the Company had approved by way of Postal Ballot on 19th November, 2010, sub-division of equity shares of Rs. 10/- each into 5 equity shares of Rs.2/- each. This sub-division will lead to improved liquidity and tradability of the shares. The Company has not given effect to this resolution for sub-division of shares till 31st March, 2012. The Board of Directors will decide the timing of giving effect to this resolution in due course.

4. Aegis International Marine Services Pte. Ltd. – New Wholly Owned Overseas Subsidiary

During the year, Aegis International Marine Services Pte. Ltd., a wholly owned subsidiary of the Company was established at Singapore.

5. During the year, the Company launched its Marine Products Division to offer World Class Fuels and Bunkers to shipping industry at various Ports with quality, safety and timely delivery.
6. There has been no instance of non-compliance during the last three years by the Company on any matter related to capital markets. Hence, the question of penalties or strictures being imposed by SEBI or the Stock Exchanges does not arise.
7. All the Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, as laid down by the Company for the financial year ended 31st March, 2012.

MEANS OF COMMUNICATION

The Quarterly/Half yearly Unaudited Financial Results and Audited Financial Results are published in :

English Editions	Regional (Gujarati) Editions
Financial Express	Daman Ganga Times

The Results are also displayed on the Company's website at www.aegisindia.com

The Shareholders can e-mail their grievances at secretarial@aegisindia.com

DISCLOSURE ON RISK MANAGEMENT

The Company has laid down policies and procedures to inform Board members about the risk assessment and minimization procedures. The main objective of the Risk Management policy is to protect the property, earnings and personnel of the company against losses and legal liabilities that may be incurred due to various risks. In relation to risks associated with foreign currency fluctuations, the Company uses foreign currency forward contracts and currency option contracts to hedge its risks. The use of hedging instruments is governed by the Company's policies approved by the board of directors, which provide written principles on the use of such financial derivatives consistent with the Company's risk management strategy.

The Board of Directors reviews the risk management and mitigation plan from time to time.

GENERAL SHAREHOLDER INFORMATION

55th Annual General Meeting – Date, Time and Venue

Date	Time	Venue
31 st July, 2012	11.00 a.m.	Hotel Fortune Park Galaxy, National Highway No.8, Near Koparli Road, G.I.D.C., Vapi 396 195, Dist. Valsad, Gujarat

Financial Calendar

Financial Year	:	1 st April, 2012 to 31 st March, 2013
1 st Quarter Results (April – June, 2012)	:	By 14 th August, 2012
2 nd Quarter Results (July – September, 2012)	:	By 14 th November, 2012
3 rd Quarter Results (October – December, 2012)	:	By 14 th February, 2013
4 th Quarter Results (January – March, 2013)	:	By 15 th May, 2013
OR		OR
Audited Results for the year ended 31 st March, 2013	:	By 30 th May, 2013
Annual General Meeting for the Financial Year 2012-13	:	By 30 th September, 2013
Book Closure	:	14 th July, 2012 to 31 st July, 2012 (Both days inclusive)
Dividend Payment Date	:	Before 30 th August, 2012

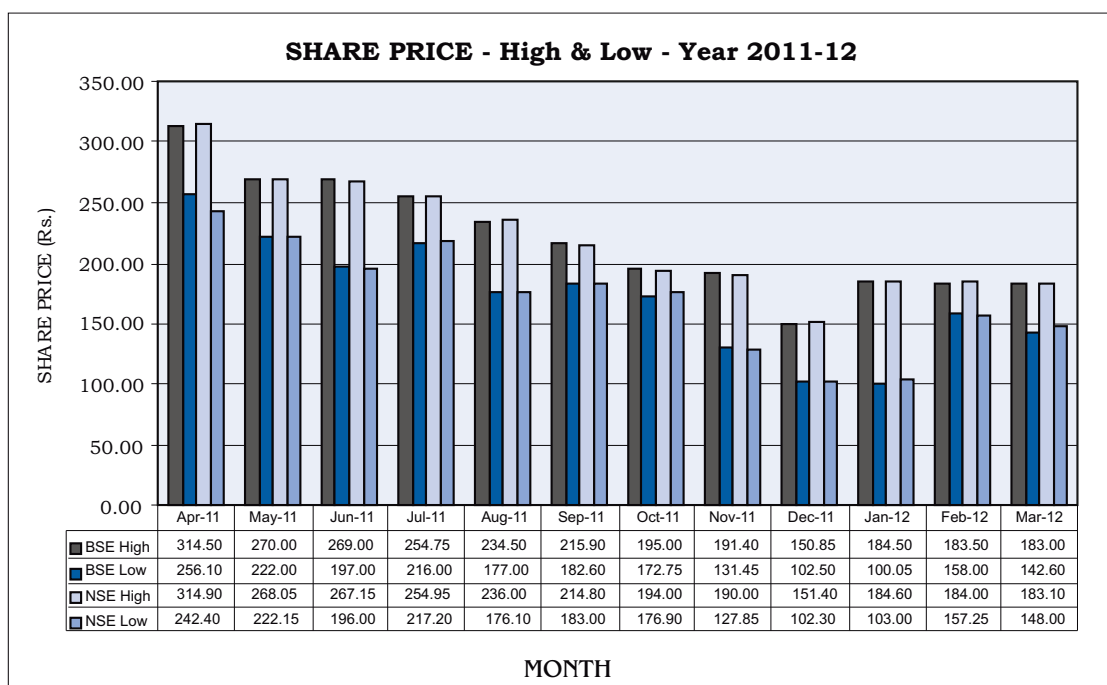
Listing on Stock Exchanges

The Shares of the Company are listed on :

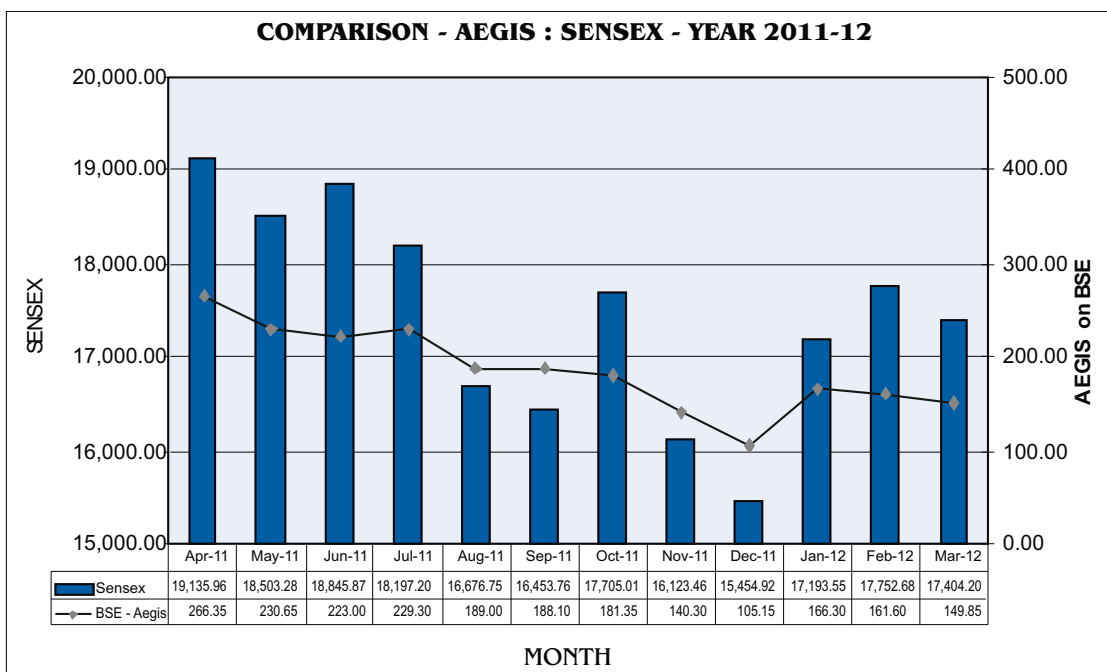
Shares listed at	Stock Code
Bombay Stock Exchange Ltd.	500003
National Stock Exchange of India Ltd.	AEGISCHEM

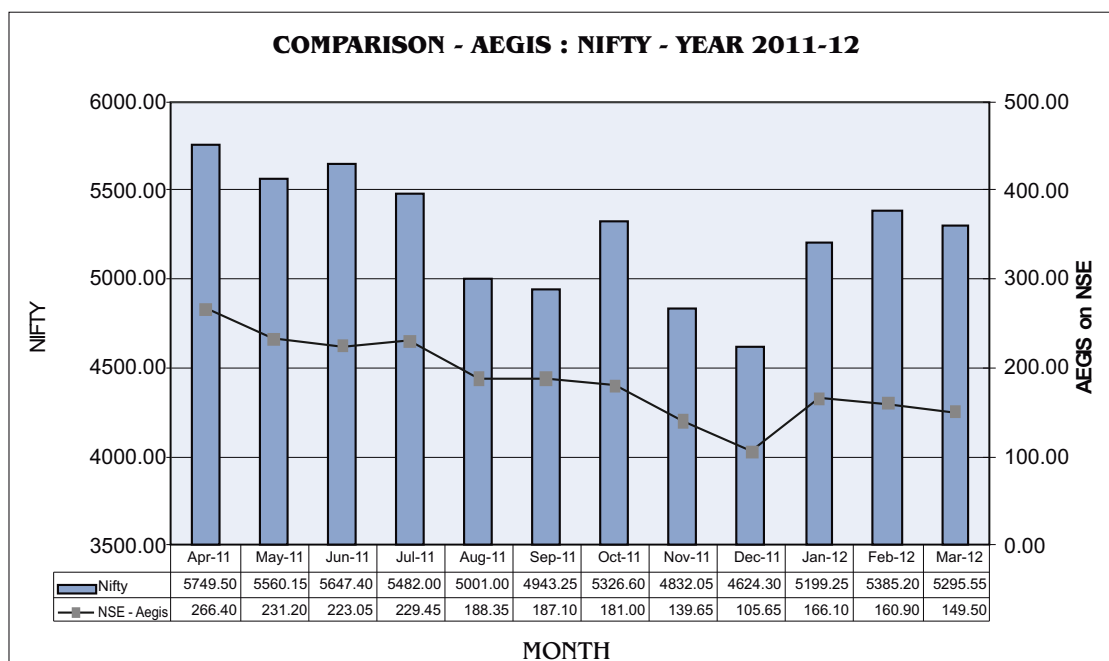
Annual Listing Fees for the year 2012-13 have been paid. The delisting application was made in the year 2006 to Delhi Stock Exchange (DSE), pursuant to Shareholders resolution dated 29th September, 2005, for voluntary delisting in compliance of SEBI Delisting Guidelines and the delisting intimation is awaited from DSE and hence the listing fees from the year 2007-08 onwards is not payable.

Market Price Data



Performance in comparison to broad-based indices – AEGIS on BSE : BSE Sensex



Performance in comparison to broad-based indices – AEGIS on NSE : NSE Nifty**Share Transfer System**

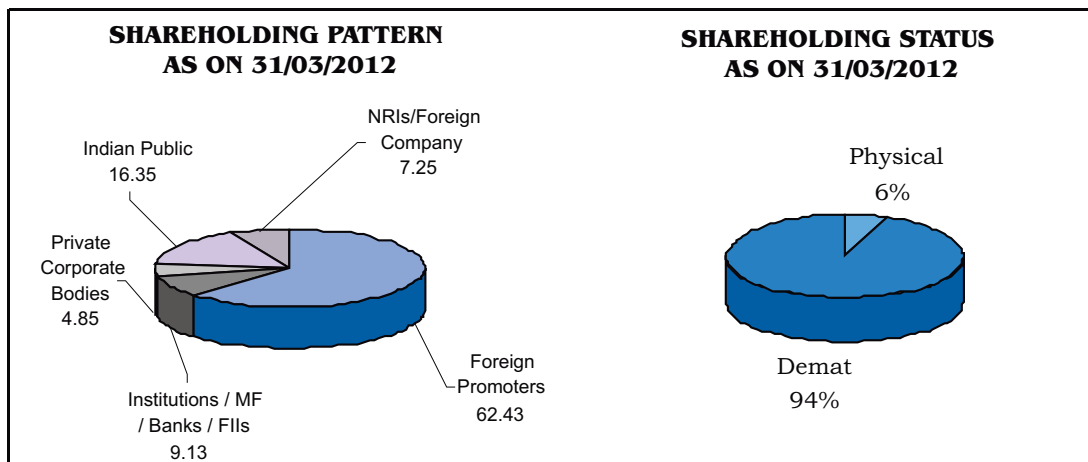
1. The Registrar & Share Transfer Agent, after processing valid Share Transfer Forms, forwards the Transfer Register for the approval of the Share Transfer Committee;
2. The said Committee meets fortnightly and approves the Share Transfers;
3. The Share Transfer Register duly signed by Committee Members is forwarded to the Registrar;
4. The Registrar thereafter dispatches the Share Certificates duly endorsed to the Transferee;
5. The Company obtains from a Company Secretary in whole time practice half-yearly certificate of compliance with the share transfer formalities as required under Clause 47(c) of the Listing Agreement with Stock Exchange(s) and files a copy of the certificate with the Stock Exchange(s).

Distribution of Shareholding as on 31st March, 2012

Range	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
Upto 500	22784	92.580	2806259	8.402
501 - 1000	1165	4.734	868704	2.601
1001 - 2000	406	1.650	591212	1.770
2001 - 3000	97	0.394	244871	0.733
3001 - 4000	33	0.134	116718	0.350
4001 - 5000	25	0.102	115906	0.347
5001 - 10000	39	0.158	247256	0.740
10001 - 9999999998	61	0.248	28409074	85.057
TOTAL	24610	100.000	33400000	100.000

Dematerialisation of Shares and Liquidity

The Company's ISIN No. is INE 208C01017. As on 31st March, 2012, 31459971 Equity Shares being 94% of the Share Capital of the Company are in dematerialized form.



Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, Conversion Date and likely impact on Equity

There are no such outstanding instruments.

Non-Mandatory Requirements

1. The Company has non-executive Chairman. He is reimbursed travel and other expenses incurred by him to attend the Board Meetings of the Company.
2. The Company has not formulated any formal Whistler Blower Policy and that no personnel has been denied access to Audit Committee.

Registrar & Share Transfer Agent/Plant Locations/Address for Correspondence

Registrar & Share Transfer Agent	Plant Location	Address for Correspondence
Sharepro Services (India) Pvt. Ltd. 13 AB Samhita Warehousing Complex, 2nd Floor, Near Sakinaka Telephone Exchange, Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai - 400 072.	Aegis Logistics Ltd. Plot No.72, Mahul Village, Trombay, Mumbai – 400 074.	Aegis Logistics Limited 403, Peninsula Chambers, Peninsula Corporate Park, G. K. Marg, Lower Parel (W), Mumbai – 400 013.

CERTIFICATE

Auditors' certificate to the Members of Aegis Logistics Limited on compliance of the conditions of corporate governance for the year ended 31st March, 2012, under Clause 49 of the listing agreements with relevant Stock Exchanges.

We have examined the compliance of conditions of Corporate Governance by Aegis Logistics Limited ("the Company") for the year ended 31st March 2012, as stipulated in Clause 49 of the Listing Agreements of the said Company with relevant Stock Exchanges (hereinafter referred to as Clause 49).

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 representation made by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreements.

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 DELOITTE HASKINS & SELLS
Chartered Accountants
(Registration No. 117366W)

R. Laxminarayan
Partner
Membership No: 33023

Mumbai,
Dated: 29th May, 2012.

DECLARATION

All the Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, as laid down by the Company for the financial year ended 31st March, 2012.

For AEGIS LOGISTICS LTD.

R. K. CHANDARIA
Vice Chairman & Managing Director

A. K. CHANDARIA
Managing Director

Place : Mumbai
Dated : 29th May, 2012

AUDITORS' REPORT

TO THE MEMBERS OF AEGIS LOGISTICS LIMITED

1. We have audited the attached Balance Sheet of Aegis Logistics Limited ("the Company") as at 31st March, 2012, the Statement of Profit and Loss and the Cash Flow statement of the Company for the year ended on that date, both annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 (CARO) issued by the Central Government in terms of Section 227 (4A) of the Companies Act, 1956 we enclose in the Annexure, a Statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to in paragraph 3 above, we report as follows:-
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in compliance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956;
 - e) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2012;
 - ii) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and
 - iii) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.
5. On the basis of the written representations received from the Directors as on 31st March, 2012 taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2012 from being appointed as a Director in terms of Section 274(1) (g) of the Companies Act, 1956.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Registration No. 117366W)

Place : Mumbai
Dated: 29th May, 2012

R. LAXMINARAYAN
Partner
Membership No: 33023

Annexure to the Auditors' Report

(Referred to in paragraph 3 of our report of even date on the accounts for the year ended 31st March, 2012 of Aegis Logistics Limited ("the Company"))

- (i) Having regard to the nature of the Company's activities, clauses (xiii) and (xiv) of CARO are not applicable.
- (ii) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (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 status of the Company.
- (iii) In respect of its inventory:
 - (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals.
 - (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 were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iv) According to the information and explanations given to us the Company has neither granted nor taken any loans, secured or unsecured, to or from companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act 1956.

In view of what has been stated above, sub-clauses (b), (c), (d), (f) and (g) of clause (iii) of CARO are not applicable to the Company for the year.

- (v) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books and records of the Company, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control systems.
- (vi) According to the information and explanations given to us, there are no contracts or arrangements that need to be entered into a Register in pursuance of Section 301 of the Companies Act, 1956. Hence, we have no comments to offer in respect of clause v (b) of CARO.
- (vii) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956, the Companies (Acceptance of Deposits) Rules, 1975 and the Directives issued by the Reserve Bank of India with regard to the deposits accepted from the public. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal.
- (viii) In our opinion, the internal audit functions carried out during the year by a firm of Chartered

Accountants appointed by the Management have been commensurate with the size of the Company and the nature of its business.

- (ix) We are informed that maintenance of Cost Records has not been prescribed by the Central Government under Section 209(1) (d) of the Companies Act, 1956 for any of the products of the Company.
- (x) According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has been generally regular in depositing undisputed dues, including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income tax, Sales tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income tax, Sales tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues in arrears as at 31st March, 2012 for a period of more than six months from the date they became payable.
 - (c) According to the records of the Company, there are no dues of Sales tax, Income tax, Custom duty, Wealth tax, Service Tax, Excise duty and Cess, which have not been deposited on account of any dispute.
- (xi) The Company has no accumulated losses as at 31st March, 2012 and has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks, financial institutions and debenture holders.
- (xiii) According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiv) The Company has given guarantees amounting to Rs. 56,087.45 lacs for loans taken by its subsidiaries from banks and against the credits availed by the subsidiaries from the suppliers. In our opinion and according to the information and explanations given to us, the terms and conditions, of such guarantees, are not prima facie prejudicial to the interest of the Company.
- (xv) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained, other than temporary deployment pending application.
- (xvi) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet, we report that funds raised on short-term basis have not been used during the year for long- term investment.
- (xvii) 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 during the year.
- (xviii) According to the information and explanations given to us, the Company has created securities / charges in respect of debentures issued and outstanding at the year end.
- (xix) The Company has not raised any money by public issue during the year.
- (xx) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Registration No. 117366W)

Place : Mumbai
Dated: 29th May, 2012

R. LAXMINARAYAN
Partner
Membership No: 33023

Balance Sheet as at 31st March, 2012

Particulars	Note No.	Rupees in lacs	As At 31st March, 2012 Rupees in lacs	As At 31st March, 2011 Rupees in lacs
I. EQUITY AND LIABILITIES				
(1) SHAREHOLDERS' FUNDS				
(a) Share Capital	2	3,340.45		3,340.45
(b) Reserves & surplus	3	26,422.67		23,093.32
			29,763.12	26,433.77
(2) NON-CURRENT LIABILITIES				
(a) Long-term borrowings	4	3,961.10		4,137.25
(b) Deferred tax liabilities (Net)	5	1,919.87		1,965.12
(c) Other Long term liabilities	6	672.27		595.50
(d) Long-term provisions	7	313.15		183.76
			6,866.39	6,881.63
(3) CURRENT LIABILITIES				
(a) Short-term borrowings	8	3,972.01		1,349.16
(b) Trade payables	9	2,186.66		2,030.15
(c) Other current liabilities	10	1,887.39		1,518.61
(d) Short-term provisions	11	986.13		835.13
			9,032.19	5,733.05
		TOTAL	45,661.70	39,048.45
II. ASSETS				
(1) NON-CURRENT ASSETS				
(a) Fixed assets				
(i) Tangible assets	12	12,496.89		12,957.77
(ii) Intangible assets	12	270.05		262.51
(iii) Capital work-in-progress	12	1,568.77		115.02
		14,335.71		13,335.30
(b) Non-Current Investments	13	10,696.02		6,911.97
(c) Long-term loans and advances	14	482.03		391.94
(d) Other non-current assets	15	1,152.70		816.00
			26,666.46	21,455.21
(2) CURRENT ASSETS				
(a) Current Investments	16	1,331.08		2,541.10
(b) Inventories	17	822.53		878.54
(c) Trade receivables	18	3,140.95		2,075.52
(d) Cash and Cash equivalents	19	7,375.40		6,958.30
(e) Short-term loans and advances	20	5,808.33		4,762.49
(f) Other Current assets	21	516.95		377.29
			18,995.24	17,593.24
		TOTAL	45,661.70	39,048.45

See accompanying notes to the financial statements

In terms of our Report attached

For Deloitte Haskins & Sells
Chartered AccountantsR. Laxminarayan
PartnerPlace: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria Chairman

R. K. Chandaria Vice Chairman & Managing Director

A. K. Chandaria Managing Director

D. J. Khimasia	} Directors
R. J. Karavadia	
K. S. Nagpal	
V. H. Pandya	

Statement Of Profit & Loss For The Year Ended 31st March, 2012

Particulars	Note No.	Rupees in lacs	Current Year Rupees in lacs	Previous Year Rupees in lacs
I. Revenue from operations	22		28,430.44	25,894.95
II. Other income	23		1,638.05	746.08
III. Total Revenue (I + II)			30,068.49	26,641.03
IV. Expenses:				
Purchases of Stock-in-Trade	24		15,738.77	13,959.16
Changes in Inventories of Stock-in-Trade	25		28.93	259.72
Employee benefits expense	26		2,318.29	1,951.71
Finance costs	27		724.67	708.69
Depreciation and amortization expense	28		1,135.77	1,073.61
Other Expenses	29		4,770.92	4,253.41
Total expenses			24,717.35	22,206.30
V. Profit before tax (III-IV)			5,351.14	4,434.73
VI. Tax expense:				
(1) Current tax			1,740.68	1,442.38
(2) Deferred tax Credit			(45.25)	(47.23)
(3) Excess provision for Income tax of earlier year			(450.01)	(82.00)
			1,245.42	1,313.15
VII. Profit for the year after tax from continuing operations (V-VI)			4,105.72	3,121.58
VIII. Earnings per equity share in Rupees (Face Value of Rs. 10/- each):	30			
(1) Basic			12.29	9.96
(2) Diluted			12.29	9.96

See accompanying notes to the financial statements

In terms of our Report attached

For Deloitte Haskins & Sells
Chartered AccountantsR. Laxminarayan
PartnerPlace: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria Chairman

R. K. Chandaria Vice Chairman & Managing Director

A. K. Chandaria Managing Director

D. J. Khimasia	} Directors
R. J. Karavadia	
K. S. Nagpal	
V. H. Pandya	

Cash Flow Statement for the year ended 31st March, 2012

Particulars	Rupees in lacs	Current Year Rupees in lacs	Previous Year Rupees in lacs
A. Cash Flow from Operating Activities:			
Profit Before Tax		5,351.14	4,434.73
Adjustments for:			
Depreciation and amortization expense	1,135.77		1,073.61
Finance costs	724.67		708.69
Interest Income	(725.71)		(492.70)
Dividend Income	(132.39)		(118.17)
Diminution in value of Current Investments	-		19.47
Sundry Debit Balances written off	1.70		1.76
Loss on sale of Fixed Assets	10.16		15.81
(Profit) on sale of Long Term Investments	(4.08)		(41.69)
		<u>1,010.12</u>	<u>1,166.78</u>
Operating Profit Before Working Capital Changes		6,361.26	5,601.51
Decrease / (Increase) in Inventories	56.01		55.31
(Increase) / Decrease in Trade and Other Receivables	(2,503.44)		(382.53)
Increase / (Decrease) in Trade payables and Other liabilities (Current and non-current)	1,381.54		(19.35)
(Decrease) / Increase in Provisions (Current and Non-Current)	(495.98)		18.07
		<u>(1,561.87)</u>	<u>(328.50)</u>
Cash Generated from Operations		4,799.39	5,273.01
Direct Taxes Paid		(1,289.99)	(1,560.35)
Net Cash Flow from Operating Activities - A		<u>3,509.40</u>	<u>3,712.66</u>
B. Cash Flow from Investing Activities:			
Purchase of Fixed Assets	(2,155.64)		(916.73)
Sale of Fixed Assets	9.30		8.16
Purchase of Long Term Investments	(3,828.13)		(3,346.61)
Sale of Long Term Investments	44.08		478.26
Sale of Current Investments	11,555.03		22,274.20
Purchase of Current Investments	(10,212.62)		(22,868.96)
(excluding reinvestment of dividend Rs. 132.39 lacs ; Previous year Rs. 118.17 lacs)			
Loan to Subsidiaries	(151.19)		1,723.23
Interest Received	530.11		492.70
Net Cash used in Investing Activities - B		<u>(4,209.06)</u>	<u>(2,155.75)</u>

Cash Flow Statement for the year ended 31st March, 2012

Particulars	Rupees in lacs	Current Year Rupees in lacs	Previous Year Rupees in lacs
C. Cash Flow from Financing Activities:			
(Decrease) / Increase in Other Borrowings (net)	-		(153.83)
Increase in Term Borrowings	2,446.70		-
Decrease in Term Borrowings	-		(1,099.38)
Increase in Share Capital including Share Premium net of Forfeiture/expenses	-		6,193.80
Dividend Paid (including tax on Distributed Profit) - Final	(771.62)		(640.90)
Dividend Paid (including tax on Distributed Profit) - Interim	-		(729.50)
Interest Paid	(732.53)		(705.86)
Net Cash from Financing Activities - C		942.55	2,864.33
Net Increase in Cash and Cash Equivalents - A+B+C		242.89	4,421.24
Cash and cash equivalents at the beginning of the year		6,731.38	2,310.14
Cash and cash equivalents at the end of the year (refer reconciliation below)		6,974.27	6,731.38
Net Increase in Cash and Cash Equivalents		242.89	4,421.24
Reconciliation of Cash and cash equivalents with the Balance Sheet:			
Cash and cash equivalents as per Balance Sheet (Refer Note 19)		7,375.40	6,958.30
Less: Bank balances not considered as Cash and cashequivalents as defined in AS 3 Cash Flow Statements		(401.13)	(226.92)
Cash and cash equivalents at the end of the year	TOTAL	6,974.27	6,731.38
Cash and cash equivalents at the end of the year *			
* Comprises:			
Balances with banks			
(i) In current accounts		980.75	1,203.36
(ii) In deposit accounts		5,898.00	5,437.90
(iii) In earmarked accounts (give details) (Refer Note (4) below)		95.52	90.12
TOTAL	TOTAL	6,974.27	6,731.38

- Note: (1) Cash and Cash Equivalents do not include Fixed Deposits with Banks kept as Margin Money and as Escrow Account.
- (2) Figures in bracket denote outflow of cash.
- (3) The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard (AS - 3) "Cash Flow Statements".
- (4) These earmarked account balances with banks can be utilised only for the specific identified purposes.

In terms of our Report attached

For Deloitte Haskins & Sells
Chartered AccountantsR. Laxminarayan
PartnerPlace: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria Chairman

R. K. Chandaria Vice Chairman & Managing Director

A. K. Chandaria Managing Director

D. J. Khimasia	} Directors
R. J. Karavadia	
K. S. Nagpal	
V. H. Pandya	

Notes to the financial statements for the year ended 31st March, 2012

1 Significant Accounting Policies:

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared under historical cost convention on an accrual basis and in accordance with generally accepted accounting principles (GAAP) in India and comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 and other relevant provisions of the said Act.

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 revised schedule VI to the Companies Act, 1956. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of current - non current classification of assets and liabilities.

1.2 USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known / materialise.

1.3 FIXED ASSETS:

TANGIBLE FIXED ASSETS:

Fixed Assets are carried at cost of acquisition or construction less depreciation. They are stated at historical costs.

INTANGIBLE ASSETS:

Intangible Assets are stated at cost of acquisition less accumulated amortization.

1.4 DEPRECIATION ON FIXED ASSETS:

- i) Depreciation on Tangible Fixed Assets is provided on original cost of Fixed Assets on straight line method under Section 205(2) (b) of the Companies Act, 1956 at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956 or the rates determined based on the useful lives of the assets as estimated by the management, whichever are higher.

The rate of depreciation determined on the basis of useful life of the fixed asset which is different from that prescribed under Schedule XIV is as under:

Description of Assets	Rate of Depreciation
Furniture & fixtures – Autogas Dispensing Station	10.00%

- ii) Depreciation on additions to fixed assets during the year has been provided on prorata basis from the date of such additions. Depreciation on assets sold, discarded or demolished has been provided on pro-rata basis.
- iii) Lease hold Land has been amortised over the period of the lease on straight line basis.
- iv) Software is amortised on straight line basis over a period of its estimated useful life, however not exceeding 5 years.

1.5 IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of asset exceeds its Recoverable Amount. Recoverable Amount is higher of an asset's Net selling price or its Value in Use. Value in Use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Net Selling Price is the amount obtainable from the sale of an asset in an arms length transaction between knowledgeable, willing parties, less the cost of disposal.

Notes to the financial statements for the year ended 31st March, 2012

An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.

1.6 INVESTMENTS:

Non-current Investments are shown at cost. However, when there is a decline, other than temporary, in the value of a non-current investment, the carrying amount is reduced to recognise the decline.

Current Investments are carried at lower of cost and fair value, computed category wise.

Investment in shares of a Company registered outside India is stated at cost by converting at the rate of exchange prevalent at the time of acquisition thereof.

1.7 INVENTORIES

Inventories are valued at cost or Net Realisable Value whichever is less. Cost is determined by using the First In First Out formula. Cost comprises all costs of purchase, cost of conversion and cost incurred to bring inventories to their present location and condition other than those subsequently recoverable by the Company from tax authorities.

1.8 TIMING OF REVENUE RECOGNITION

Revenue (Income) is recognised when no significant uncertainty as to measurability or collectability exists.

1.9 OPERATING REVENUE

Sales turnover for the year is net of trade discounts and includes sales value of goods but excludes sales tax.

Service revenue is recognized on time proportion basis and excludes service tax.

1.10 DIVIDEND AND INTEREST INCOME

Interest Income is recognized on time proportion basis taking into account the amount outstanding and the applicable interest rates. Dividend income is recognized when the right to receive the dividend is established.

1.11 EMPLOYEE BENEFITS

Contribution to defined schemes such as Provident Fund, Family Pension Fund, Superannuation Fund (in the case of eligible employees) and Employees' State Insurance Scheme are charged to the Statement of Profit and Loss as incurred.

Company's liability towards gratuity is determined by actuarial valuation carried out by the independent actuary as at each balance sheet date and is fully provided for in the Statement of Profit and Loss on the basis of aforesaid valuation. The actuarial valuation method used for measuring the liability is the Projected Unit Credit method.

The liability for compensated absences is determined by actuarial valuation carried out by the independent actuary as at each balance sheet date and provided for in the Statement of Profit and Loss as incurred in the year in which services are rendered by employees. The actuarial valuation method used for measuring the liability is the Projected Unit Credit method.

The actuarial gains and losses are recognized immediately in the Statement Profit and Loss.

1.12 FOREIGN CURRENCY TRANSACTIONS

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Monetary items denominated in foreign currencies are restated at the exchange rate prevailing on the balance sheet date. Exchange differences arising on settlement of the transaction and on account of restatement of monetary items are dealt with in the Statement of Profit and Loss.

Forward exchange contracts entered into to hedge the foreign currency risk and outstanding as on balance sheet date are translated at yearend exchange rates. The premium or discount arising at the inception of such forward exchange contracts are amortised as income or expense over the life of the contract.

Notes to the financial statements for the year ended 31st March, 2012

Gains / Losses on settlement of transactions arising on cancellation/renewal of forward exchange contracts are recognized as income or expense.

1.13 HEDGE ACCOUNTING

The Company uses foreign currency forward contracts and currency option contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. The Company designates these hedging instruments as fair value hedges applying the recognition and measurement principles set out in the Accounting Standard 30 "Financial Instruments: Recognition and Measurement" (AS-30).

The use of hedging instruments is governed by the Company's policies approved by the board of directors, which provide written principles on the use of such financial derivatives consistent with the Company's risk management strategy.

Hedging instruments are initially measured at fair value, and are remeasured at subsequent reporting dates.

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the Statement of Profit & Loss. The hedged item is recorded at fair value and any gain or loss is recorded in the Statement of Profit & Loss and is offset by the gain or loss from the change in the fair value of the derivative.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in the Statement of Profit and Loss as they arise.

1.14 OPERATING LEASE RENTALS

Assets acquired on lease where all significant risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease Rentals are charged to the Statement of Profit and Loss on straight line basis over the lease term.

Assets leased out under operating leases are capitalised. Rental Income is recognised on straight line basis over the lease term

1.15 BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

1.16 TAXES ON INCOME

Income Taxes are accounted for in accordance with Accounting Standard (AS 22) – Accounting for Taxes on Income, notified under the Companies (Accounting Standards) Rules, 2006. Income Tax comprises both current and deferred tax.

Current tax is measured at the amount expected to be paid to/recovered from the revenue authorities, using applicable tax rates and laws.

The tax effect of the timing differences that result between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or deferred tax liability. They are measured using the substantively enacted tax rates and tax regulations as of the Balance Sheet date.

Deferred tax assets on unabsorbed depreciation and carry forward of losses are recognised only to the extent there is a virtual certainty of its realisation.

1.17 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes.

Notes to the financial statements for the year ended 31st March, 2012

Claims in respect of which the Company is of the opinion that they are frivolous or is legally advised that they are unsustainable in law are not considered as contingent liability as the possibility of an outflow of resources embodying economic benefits is remote. Contingent Assets are neither recognized nor disclosed in the financial statements.

1.18 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. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

	As at 31st March, 2012	As at 31st March, 2011	As at 31st March, 2012	As at 31st March, 2011
2 Share capital:				
	Number of shares		Rupees in lacs	Rupees in lacs
2.1 Authorized :				
Equity Shares of Rs.10 each	52,000,000	52,000,000	5,200.00	5,200.00
13.5% Cumulative Redeemable Preference Shares of Rs. 100 each	100,000	100,000	100.00	100.00
Redeemable Preference Shares of Rs.10/- each	6,000,000	6,000,000	600.00	600.00
	TOTAL		5,900.00	5,900.00
2.2 Issued, Subscribed and Fully Paid-up :				
Equity Shares of Rs.10 each	33,400,000	33,400,000	3,340	3,340
Add: Forfeited shares (amount originally paid up)			0.45	0.45
	TOTAL		3,340.45	3,340.45
2.3 Reconciliation of the number of shares outstanding at the beginning and at the end of the year.				
	Number of shares		Share Capital	
			Rupees in lacs	
	Current Year	Previous Year ended 31st March, 2011	Current Year	Previous Year ended 31st March, 2011
Shares outstanding as at the beginning of the year	33,400,000	18,802,787	3,340.00	1,880.28
Add: Bonus Shares issued during the year	-	12,506,710	-	1,250.67
Add: Shares issued during the year on Preferential basis	-	2,120,190	-	212.02
Less: Shares forfeited by the Company	-	(29,687)	-	(2.97)
Shares outstanding as at the end of the year	33,400,000	33,400,000	3,340.00	3,340.00

2.4 Rights, preferences and restrictions attached to equity shares (Issued Capital):

- Right to receive dividend as may be approved by the Board of Directors / Annual General Meeting.
- The Equity Shares are not repayable except in the case of a buyback, reduction of capital or winding up in terms of the provisions of the Companies Act, 1956.
- Every member of the company holding equity shares has a right to attend the General Meeting of the company and has a right to speak and on a show of hands, has one vote if he is present in person and on a poll shall have the right to vote in proportion to his share in the paid-up capital of the company.

Notes to the financial statements for the year ended 31st March, 2012

- d) In terms of the Articles of Association of the Company no resolution shall be passed by the Board of Directors or Shareholders with respect to a "Fundamental Issue" unless the prior written consent of the Investor to whom equity shares have been issued on Preferential basis has been obtained. The Fundamental Issues, inter alia, include the following:
- (i) The transfer of any fixed assets by the company / subsidiaries exceeding 10% of its gross block;
 - (ii) Any merger or reorganization, of the company / subsidiaries or the creation of a subsidiary not being a wholly owned subsidiary;
 - (iii) Terms of appointment including remuneration payable to executive directors of the company;
 - (iv) Any buyback of equity shares of the company / subsidiaries upto 4 years from the date of the investment;
 - (v) Commencement of a new line of business;
 - (vi) Maintaining a Debt equity ratio of 1.5 : 1 on a consolidated basis.

2.5 List of shareholders who hold more than 5% of equity shares in the company:

Name of the shareholder	As at 31st March, 2012		As at 31st March, 2011	
	(No.s)	%	(No.s)	%
Huron Holdings Limited	11,926,057	35.71%	11,926,057	35.71%
Trans Asia Petroleum Inc	8,926,303	26.73%	8,926,303	26.73%
Infrastructure India Holding Fund LLC	2,120,190	6.35%	2,120,190	6.35%

2.6 Particulars of movements in equity shares for the period of five years immediately preceding the Balance Sheet date as per General Instruction

	As at 31st March, 2012	As at 31st March, 2011
a) Aggregate number of equity shares allotted as fully paid up pursuant to contract(s) without payment being received in cash:		
- Pursuant to the Schemes of Arrangement / Amalgamation	6,945,801	6,945,801
b) Aggregate number of equity shares allotted as fully paid up by way of bonus shares.	12,506,710	12,506,710
c) Aggregate number of equity shares bought back.	1,020,473	1,020,473

	As at 31st March, 2012	As at 31st March, 2011
	Rupees in lacs	Rupees in lacs
3 Reserves and surplus:		
3.1 Capital Reserve		
Opening Balance	53.99	53.99
Closing Balance	53.99	53.99
3.2 Capital Reserve (Demerger)		
Opening Balance	131.37	131.37
Closing Balance	131.37	131.37

Notes to the financial statements for the year ended 31st March, 2012

	As at 31st March, 2012	As at 31st March, 2011
	Rupees in lacs	Rupees in lacs
3.3 Capital Redemption Reserve		
Opening Balance	-	262.05
Less: Utilised on issue of bonus shares	-	(262.05)
Closing Balance	-	-
3.4 Securities Premium Account:		
Opening Balance	5,980.77	59.08
Add: Premium received on equity shares issued on preferential basis	-	6,614.99
Add: Premium on calls-in-arrears received during the year	-	1.53
Less: Utilised on issue of bonus shares	-	(59.08)
Less: Applied during the year for writing off Share Issue Expenses	-	(635.75)
Closing Balance	5,980.77	5,980.77
3.5 Debenture Redemption Reserve		
Opening Balance	500.00	250.00
Add: Transferred from the Statement of Profit and Loss	250.00	250.00
Closing Balance	750.00	500.00
3.6 General Reserve		
Opening Balance	927.30	1,544.49
Add: Transferred from the Statement of Profit and Loss	410.57	312.16
Less: Utilised on issue of bonus shares	-	(929.35)
Closing Balance	1,337.87	927.30
3.7 Surplus - Balance in Statement of Profit and Loss		
Opening Balance	15,499.89	14,446.34
Add: Profit after Tax for the year	4,105.72	3,121.58
Less: Appropriations:		
Transferred to General Reserve	(410.57)	(312.16)
Transferred to Debenture Redemption Reserve	(250.00)	(250.00)
Interim Dividend {Rs. Nil (Previous Year Rs. 3/-) per share}	-	(625.60)
Corporate Dividend Tax thereon	-	(103.90)
Proposed Dividend - Final {Rs. 2/- (Previous Year Rs. 2/-) per share}	(668.00)	(668.00)
Corporate Dividend Tax thereon	(108.37)	(108.37)
Closing Balance	18,168.67	15,499.89
TOTAL	26,422.67	23,093.32

Notes to the financial statements for the year ended 31st March, 2012

		As at 31st March, 2012	As at 31st March, 2011
		Rupees in lacs	Rupees in lacs
4 Long term borrowings:			
4.1 Secured Loans			
A) Debentures			
250 9.75% Non- Convertible, Redeemable Privately Placed Debentures of Rs.10,00,000/- each		2,500.00	2,500.00
Debentures are secured by way of mortgage of specific immovable properties of the Company situated at Trombay as mentioned in B (iii) below on pari passu basis.			
Note:			
The Debentures carry a put option for the holders and a call option to the Company to get it redeemed at par at the end of five years from the date of allotment viz. 29th January 2010, failing which the Debentures will be redeemed at par in three equal annual instalments commencing from the end of 6th year from the date of allotment as under:			
Instalment	Redemption Date		
3rd Instalment	29th January, 2018		
2nd Instalment	29th January, 2017		
1st Instalment	29th January, 2016		
B) Term Loans from Banks:			
1 Loan from Bank of Baroda Refer Notes (i) and (ii) below		1,281.12	1,050.00
2 Loan from Dena Bank (Refer Notes (iii) and (iv) below)		-	103.90
3 Loans against Vehicles (Refer Notes (v) and (vi) below)		10.48	27.85
Notes:			
(i) Secured by mortgage of specific immovable properties of the Company situated at Trombay and Vapi ranking pari passu and hypothecation of movable properties of the Company subject to prior charge in favour of bankers for Working Capital Loans			
(ii) Loan from Bank of Baroda carries an interest rate of 10.50% p.a. as on date of disbursement and same is reset with movement of Benchmark Prime Lending Rate (BPLR).			
Loan from Bank of Baroda is repayable in 60 monthly instalments of Rs. 32.37 lacs each after two years from the date of first disbursement on September, 2010			
(iii) Loan from Dena Bank is secured by mortgage of specific immovable properties of the Company situated at Trombay.			
(iv) Loan from Dena Bank carries rate of Interest fixed at 10% p.a. and same is reset with movement of Base Rate on a yearly basis.			
Loan from Dena Bank is repayable in 60 monthly instalments of Rs.12.96 lacs each with first instalment commenced in June 2008 with Put and Call option.			
(v) Secured by hypothecation of specific Vehicles			
(vi) Loans are repayable in Equated Monthly Instalments of Rs. 4.19 lacs each (including interest) within maximum tenor of 60 months and the rate of interest ranges from 9% to 10% p.a.			
Sub Total (A)		3,791.60	3,681.75

Notes to the financial statements for the year ended 31st March, 2012

		As at 31st March, 2012	As at 31st March, 2011
		Rupees in lacs	Rupees in lacs
4.2 Unsecured Loans			
Fixed Deposits		169.50	455.50
Terms and Conditions of the Fixed Deposits:			
The above Deposits have been accepted by the Company in accordance with the Companies (Acceptance of Deposits) Rules, 1975.			
The deposits have been accepted for periods ranging from 12 months to 36 months			
The rate of interest ranges from 9% p.a. to 11% p.a.			
The deposits are repayable only on maturity. However, the Company may at its sole discretion permit premature withdrawals but not before the completion of 6 months.			
	Sub Total (B)	169.50	455.50
	Total (A) + (B)	3,961.10	4,137.25
5 Deferred tax liabilities (Net)			
Major components of deferred tax are:			
Depreciation on Fixed Assets		2,074.34	2,148.32
Provision for Doubtful Debts		(11.78)	(11.78)
Disallowances under section 43B & others		(142.69)	(171.42)
Net Deferred Tax Liability		1,919.87	1,965.12
6 Other Long-term Liabilities:			
Deposits from Dealers		672.27	595.50
	Total	672.27	595.50
7 Long-term provisions:			
Provision for Compensated Absences		56.72	43.97
Provision for Gratuity		256.43	139.79
	Total	313.15	183.76
8 Short-term borrowings: (Secured)			
Buyer's Credit from Banks		3,972.01	1,349.16
Secured by charge on movable properties of the Company and further secured by second charge on immovable properties of the Company situated at Trombay and Vapi ranking pari passu.			
	Total	3,972.01	1,349.16
9 Trade payables			
Sundry Payables - other than micro and small enterprises		2,181.78	2,030.15
Payable to Related Party(Refer Note No.34)			
- Hindustan Aegis LPG Limited, a Subsidiary		4.88	-
	Total	2,186.66	2,030.15

Notes to the financial statements for the year ended 31st March, 2012

	As at 31st March, 2012	As at 31st March, 2011
	Rupees in lacs	Rupees in lacs
10 Other current liabilities:		
Current maturities of long-term Secured Loan (See 4.1(B) (1) above)	388.44	-
Current maturities of long-term Secured Loan (See 4.1(B) (2) above)	-	155.56
Current maturities of long-term Secured Loan (See 4.1(B) (3) above)	30.19	40.36
Current maturities of long-term Unsecured Loan (See 4.2 above)	348.40	206.40
Current maturities of long-term Secured Loan	103.90	495.83
Loan from IDBI Bank carries interest rate of 9.30% p.a. as on date of disbursement and same is reset with movement of BPLR.		
Loan from IDBI Bank is repayable in 24 monthly instalments of Rs. 70.83 lacs each commencing from 1st December, 2009.		
Interest accrued but not due on borrowings	2.96	10.82
Income received in advance	-	65.70
Unpaid Dividends *	95.52	90.77
Unpaid Matured Deposits and Interest Accrued thereon*	10.70	31.13
Amounts Payable under Capital Contracts	389.51	16.72
Other Payables:		
(i) Statutory Dues	277.77	130.83
(ii) Commission payable to the Vice Chairman & Managing Director and the Managing Director (Refer Note 34)	240.00	274.49
Total	1,887.39	1,518.61
* These do not include any amounts due and outstanding to be credited to the Investor Education and Protection Fund.		
11 Short-term provisions:		
Provision for Compensated Absences	2.00	0.80
Provision for Gratuity	15.48	3.84
Provision for Tax (Net of Advance Tax)	192.28	54.12
Proposed Dividend - Final	668.00	668.00
Corporate Dividend Tax -Final	108.37	108.37
Total	986.13	835.13

Notes to the financial statements for the year ended 31st March, 2012

12 FIXED ASSETS

(Rupees in lacs)

GROSS BLOCK (AT COST)			ACCUMULATED DEPRECIATION				NET BLOCK		
As At 1st April, 2011	Additions	Deductions	As At 31st March, 2012	As At 1st April, 2011	Change For the year	On Disposals	As At 31st March, 2012	As At 31st March, 2012	As At 31st March, 2011
a) Tangible Assets									
Land - Freehold	-	-	425.82 (425.82)	- (-)	- (-)	-	- (-)	425.82	425.82
Land - Leasehold	-	-	332.82 (256.64)	29.00 (18.71)	11.09 (10.29)	-	40.09 (29.00)	292.73	303.82
Buildings	14.19 (2,157.26)	- (-)	2,258.22 (2,244.03)	335.70 (300.56)	36.53 (35.14)	-	372.23 (335.70)	1,885.99	1,908.33
Plant and Equipment	464.89 (18,239.31)	- (-)	20,146.26 (19,681.37)	9,980.22 (9,093.32)	935.75 (886.90)	-	10,915.97 (9,980.22)	9,230.29	9,701.15
Furniture and Fixtures	336.93 (292.83)	- (-)	360.96 (336.93)	98.99 (79.65)	23.06 (19.34)	-	122.05 (98.99)	238.91	237.94
Vehicles	285.44 (301.53)	44.36 (46.72)	286.51 (285.44)	81.25 (77.52)	26.14 (26.48)	25.90 (22.75)	81.49 (81.25)	205.02	204.19
Office Equipment	424.26 (322.16)	79.06 (102.10)	501.98 (424.26)	247.74 (212.27)	36.45 (35.47)	0.34 (-)	283.85 (247.74)	218.13	176.52
TOTAL	23,730.67 (21,995.55)	627.60 (1,781.84)	24,312.57 (23,730.67)	10,772.90 (9,782.03)	1,069.02 (1,013.62)	26.24 (22.75)	11,815.68 (10,772.90)	12,496.89	12,957.77
b) Intangible Assets									
Computer Software - Acquired	352.25 (48.42)	81.77 (303.83)	434.02 (352.25)	89.74 (29.75)	74.23 (59.99)	-	163.97 (89.74)	270.05	262.51
TOTAL	352.25 (48.42)	81.77 (303.83)	434.02 (352.25)	89.74 (29.75)	74.23 (59.99)	-	163.97 (89.74)	270.05	262.51
c) Capital									
Work-in-Progress								1,568.77	115.02
(Figures in brackets represent those of the previous year)								14,335.71	13,335.30

- (1) Buildings include Rs. 5.58 lacs (Previous Year Rs. 5.58 lacs) for premises in a Co-operative Society against which the shares of the face value of Rs. 500 are held under the bye-laws of the society.
- (2) Gross Block of Assets includes Freehold Land at Trombay of the value of Rs. 38.53 lacs (Previous Year Rs. 38.53 lacs) given on lease to Sealord Containers Limited, a subsidiary of the Company.

Notes to the financial statements for the year ended 31st March, 2012

		As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
13 Non-current Investments: (Fully Paid Up, At Cost)			
1 Trade Investments:			
(a) Investments in Equity instruments of Subsidiaries (Refer Note 34):			
9,37,500 shares of Rs. 10 each of Sea Lord Containers Limited (Quoted)		96.81	96.81
10,000 shares of Rs. 10 each of Eastern India LPG Company Private Limited (Unquoted)		1.00	1.00
1,00,000 shares of Rs. 10 each of Konkan Storage Systems (Kochi) Private Limited (Unquoted)		10.00	10.00
21,344 Shares of USD 1 each of Aegis Group International Pte Ltd., Singapore (Unquoted)		10.00	10.00
32,381,000 Shares of Rs.10 each of Aegis Gas (LPG) Private Limited (Unquoted)		1,647.04	1,647.04
49,999 (Previous Year Nil) Shares of USD 1 each of Aegis International Marine Services Pte Ltd., Singapore (Unquoted)		26.44	-
(b) Investments in Preference Shares of Subsidiaries (Unquoted) (Refer Note 34):			
12,00,000 6% Cumulative Redeemable shares of Rs.100 each of Sealord Containers Limited		1,200.00	1,200.00
38,00,000 8% Non Cumulative Redeemable shares of Rs. 100 each of Sealord Containers Limited		3,800.00	3,800.00
29,00,000 (Previous Year Nil) 8% Non-Cumulative Redeemable shares of Rs.100 each of Hindustan Aegis LPG Limited		2,900.00	-
2 Investment in Government Securities (Unquoted):			
Government Securities of the Face Value of Rs. 0.48 lacs (Deposited with Government authorities)		0.48	0.48
3 Other Investments (Non-Trade):			
(a) Investments in Equity Instruments (Quoted)			
289 Equity Shares of Rs. 10 each of JIK Industries Limited	0.29		0.29
Less: Provision for diminution in value of investments	(0.26)		(0.26)
		0.03	0.03
Nil (Previous Year 2,699) Equity Shares of Rs. 10 each of Coal India Limited		-	6.61
(b) Investments in Debentures (Quoted):			
10,000 9.75% Debentures of Rs.1,000 each of Shri Ram Transport Finance Limited		100.00	100.00
423 (Previous Year Nil) 11.35% Non-Convertible Debentures of Rs. 1,000 each of Shriram Transport Finance Limited		4.23	-
50 (Previous Year Nil) 11.8% Perpetual Bonds of Rs. 1,000,000 each of Tata Iron & Steel Company Limited		500.00	-
20,000 (Previous Year Nil) 12.5% Non-Convertible Debentures of Rs. 1,000 each of Muthoot Finance Limited		200.00	-

Notes to the financial statements for the year ended 31st March, 2012

		As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
(c)	Other non-current investments:		
	Investment under Portfolio Management Services managed by Anand Rath Portfolio Management Services Limited (unquoted) :		
	Face Value		
	I) In Equity Instruments		
	15,023 units (Previous year Nil) of Marwar Consultancy Private Limited	1 0.15	-
	15,011 units (Previous year Nil) of Vahin Advisors and Traders Private Limited	1 0.15	-
	14,979 units (Previous year Nil) of Jade Stone Development and Holding Private Limited	1 0.15	-
	14,975 units (Previous year Nil) of Prabal Traders and Advisors Private Limited	1 0.15	-
	14,928 units (Previous year Nil) of Zwenzi Traders Advisors Private Limited	1 0.15	-
	14,918 units (Previous year Nil) of Sherin Advisors and Traders Private Limited	1 0.15	-
	29,238 units (Previous year Nil) of Sherin Advisors and Traders Private Limited - Debentures	100 29.24	-
	29,156 units (Previous year Nil) of Zwenzi Traders Advisors Private Limited - Debentures	100 29.16	-
	14,641 units (Previous year Nil) of Prabal Traders and Advisors Private Limited - Debentures	100 14.64	-
	12,521 units (Previous year Nil) of Vahin Advisors and Traders Private Limited - Debentures	100 12.52	-
	12,399 units (Previous year Nil) of Jade Stone Development And Holding Private Limited - Debentures	100 12.40	-
	12,337 units (Previous year Nil) of Marwar Consultancy Private Limited - Debentures	100 12.34	-
	8,660,000 units (Previous year Nil) of Marwar Consultancy Private Limited - Debentures	1 86.60	-
	ii) Uninvested amounts lying in Portfolio Management Scheme a/c	2.19	-
	iii) Deposits with Kumar Housing Corporation Limited	-	18.75
	iv) Nil (Previous Year 217,800) units of AIG India Treasury Fund	-	21.25
	Total	199.99	40.00
		10,696.02	6,911.97
	Cost		
	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
(a)	Aggregate value of Quoted Investments*	901.07	203.45
(b)	Aggregate value of Unquoted Investments	9,794.95	6708.52
		10,696.02	6911.97
(c)	Aggregate provision for diminution in value of investments	0.26	0.26
	Market Value		
	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
		826.75	102.57
		-	-
		826.75	102.57
		-	-

* includes listed but not traded investment having cost of Rs.96.81 lacs (Previous Year Rs. 96.81 lacs) for which market value is not available.

Notes to the financial statements for the year ended 31st March, 2012

		As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
14 Long-term loans and advances: (Unsecured and considered good)			
Deposits with Government Authorities and Others		482.03	391.94
Total		482.03	391.94
15 Other non-current assets:			
Trade Receivables (Unsecured and considered good)			
Considered Good		-	-
Considered Doubtful		50.52	54.63
		50.52	54.63
Less: Provision for Doubtful Trade receivables		(50.52)	(54.63)
		-	-
Advance Tax (Net of Provision for Tax)		1,144.00	783.63
Unamortised Premium on Shares and Debentures		8.70	32.37
Total		1,152.70	816.00
	Face Value		
16 Current Investments Non-trade (At Lower Of Cost And Fair Value): In Units of Mutual Fund (Fully paid up)			
Nil (Previous year 89,974) of Reliance Growth Fund (Retail) - Dividend	10	-	46.95
Nil (Previous year 143,177) of Reliance Vision Equity Fund - Dividend	10	-	56.95
4,000,000 (Previous year Nil) of Reliance Fixed Horizon Fund - XIX - Series 10 - Growth Plan	10	400.00	-
Nil (Previous year 244,499) of Reliance Natural Resources Equity Fund - Dividend	10	-	25.00
Nil units (Previous year 382,516) of AIG India Equity Fund Regular Dividend	10	-	46.00
Nil (Previous year 202,922) of Birla Sun Life Midcap Fund - Plan - Dividend	10	-	43.38
Nil (Previous year 96,579) of HDFC Equity Fund - Dividend	10	-	46.22
Nil (Previous year 313,196) of ICICI Prudential Focused Blue Chip Equity Fund - Retail Dividend	10	-	50.58
889,967 (Previous year 889,967) of IDFC Small & Midcap Equity(SME) Fund - Dividend	10	120.47	131.04
4,000,000 (Previous year 4,000,000) of Birla Sun Life FTP Series CX - Growth	10	400.00	400.00
Nil (Previous year 4,000,000) of ICICI Prudential FMP Series 56 - 1 year Plan D Growth	10	-	400.00
Nil (Previous year 4,000,000) of Kotak FMP Series 43 - Growth	10	-	400.00
Nil (Previous year 4,000,000) of Reliance Fixed Horizon Fund XIX Series 10 - Growth	10	-	400.00
41023.433 (Previous year nil) of Baroda Pioneer Treasury Advantage Fund - Daily Dividend Fund	1,000	410.60	-
Nil (Previous year 4,000,000) of Income Fund Series IX - I (367 Days) - Growth	10	-	400.00
Nil (Previous year 170,408) units of JM Emerging Leaders Equity Fund - Dividend	10	-	12.33

Notes to the financial statements for the year ended 31st March, 2012

		As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
Investments under the Portfolio Management Services maintained by Anand Rathi Financial Services Limited:			
(a) Investment in Equity Instruments (Quoted):	Face Value		
Nil Shares (Previous Year 2,364) of SAMBHAV ENGINEERING	1	-	2.93
Nil Shares (Previous Year 585) of CESC	10	-	1.82
Nil Shares (Previous Year 336) of GAIL (INDIA)	10	-	1.56
Nil Shares (Previous year 554) of CROMPTON GREAVES	2	-	1.51
Nil Shares (Previous year 90) of LARSEN AND TOUBRO	2	-	1.49
Nil Shares (Previous year 205) of ADANI ENTERPRISES	1	-	1.37
Nil Shares (Previous year 188) of CUMMINS INDIA	2	-	1.31
Nil Shares (Previous year 144) of SIEMENS	2	-	1.27
Nil Shares (Previous Year 538) ILFS TRANSPORTATION NETWORKS	10	-	1.26
Nil Shares (Previous year 92) of TATA POWER COMPANY	10	-	1.23
Nil Shares (Previous year 104) of ICICI BANK	10	-	1.16
Nil Shares (Previous year 56) of BHARAT HEAVY ELECTRICALS	10	-	1.16
Nil Shares (Previous year 455) of TORRENT POWER	10	-	1.14
Nil Shares (Previous year 1,514) of ELECON ENGINEERING COMPANY	2	-	1.03
Nil Shares (Previous year 512) of MBL INFRASTRUCTURES	10	-	0.90
Nil Shares (Previous Year 1,256) of TEXMACO RAIL AND ENGINEERING	1	-	0.88
Nil Shares (Previous year 144) of THERMAX	2	-	0.87
Nil Shares (Previous year 364) of BAJAJ ELECTRICALS	2	-	0.85
Nil Shares (Previous year 312) of INDUSIND BANK	10	-	0.82
Nil Shares (Previous year 421) of NATIONAL THERMAL POWER CORPORATION	10	-	0.81
Nil Shares (Previous Year 543) of INDIAN OVERSEAS BANK	10	-	0.78
Nil Shares (Previous year 504) of IDFC	2	-	0.78
Nil Shares (Previous Year 657) of GAMMON INDIA	2	-	0.78
Nil Shares (Previous year 28) of STATE BANK OF INDIA	10	-	0.77
Nil Shares (Previous Year 1,081) of WELSPUN PROJECTS	10	-	0.73
Nil Shares (Previous year 565) of SANGHVI MOVERS	2	-	0.64
Nil Shares (Previous year 437) of KALPATARU POWER TRANSMISSION	2	-	0.59
Nil Shares (Previous year 392) of MUNDRA PORT AND ECONOMIC	2	-	0.54
Nil Shares (Previous Year 99) of BGR ENERGY SYSTEMS	10	-	0.47
Nil Shares (Previous year 68) of ALSTOM PROJECTS INDIA	10	-	0.40
Nil Shares (Previous year 217) of VOLTAS	1	-	0.40
Nil Shares (Previous year 259) of PATEL ENGINEERING	1	-	0.36
Nil Shares (Previous year 295) of BAJAJ AUTO	10	-	4.32
Nil Shares (Previous Year 325) of TATA CONSULTANCY SERVICES	1	-	3.85
Nil Shares (Previous Year 312) of BANK OF BARODA	10	-	3.01
Nil Shares (Previous Year 625) of SUN PHARMACEUTICALS INDUSTRIES	1	-	2.77
Nil Shares (Previous Year 1,328) of ITC	1	-	2.42
Nil Shares (Previous Year 1,105) of HINDALCO INDUSTRIES	1	-	2.31
Nil Shares (Previous Year 177) of TATA MOTORS	10	-	2.21
Nil Shares (Previous Year 57) of NESTLE INDIA	10	-	2.11
Nil Shares (Previous Year 889) of DR.REDDY'S LABORATORIES	5	-	2.12
Nil Shares (Previous Year 349) of HCL TECHNOLOGIES	2	-	1.67
Nil Shares (Previous Year 43) of TITAN INDUSTRIES	10	-	1.64
Nil Shares (Previous Year 358) of LUPIN	2	-	1.49

Notes to the financial statements for the year ended 31st March, 2012

	Face Value	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
Nil Shares (Previous Year 55) of GRASIM INDUSTRIES	10	-	1.35
Nil Shares (Previous Year 123) of ASSOCIATED CEMENT COMPANY	10	-	1.35
Nil Shares (Previous Year 183) of CUMMINS INDIA	2	-	1.28
Nil Shares (Previous Year 194) of CANARA BANK	10	-	1.21
Nil Shares (Previous Year 192) of TATA STEEL	10	-	1.19
Nil Shares (Previous Year 100) of ULTRA TECH CEMENT	10	-	1.13
Nil Shares (Previous year 253) of RANBAXY LABORATORIES	5	-	1.13
Nil Shares (Previous year 1,396) of VIJAYA BANK	10	-	1.11
Nil Shares (Previous year 132) of MAHINDRA AND MAHINDRA FINANCIAL	10	-	1.02
Nil Shares (Previous Year 362) of CROMPTON GREAVES	2	-	0.99
Nil Shares (Previous year 1,208) of CHAMBAL FERTILIZERS AND CHEMICALS	10	-	0.96
Nil Shares (Previous year 28) of INFOSYS TECHNOLOGIES	5	-	0.91
Nil Shares (Previous Year 194) of GAIL (INDIA)	10	-	0.90
Nil Shares (Previous year 679) of PETRONET LNG	10	-	0.83
(b) Investments in units of Mutual Funds:			
Nil (Previous Year 15,205.01) Birla Sun Life Savings Fund-Institutional Plan- Weekly Dividend	10	-	1.52
(c) Share Application Money			
1,516 units (Previous year Nil) Suryanagari Trading And Consultancy Private Limited		0.01	-
(d) Uninvested amounts lying in Portfolio Management Scheme a/c		-	3.24
Total		1,331.08	2,541.10
	Amount	Market Value	
	As at 31st March, 2012	As at 31st March, 2012	As at 31st March, 2011
	Rupees in lacs	Rupees in lacs	Rupees in lacs
(a) Aggregate value of Quoted Investments	-	-	84.71
(b) Aggregate value of Unquoted Investments	1,331.08	-	-
	1,331.08	-	84.71
(c) Aggregate provision for diminution in value of investments	Nil	-	-
		As at 31st March, 2012	As at 31st March, 2011
		Rupees in lacs	Rupees in lacs
17 Inventories			
(At cost or net realisable value whichever is lower)			
Stock-in-Trade			
- Liquefied Petroleum Gas		298.08	388.94
- Others - Machinery for Autogas Dispensing Station		147.76	85.83
Stores and Spare Parts		376.69	403.77
Total		822.53	878.54

Notes to the financial statements for the year ended 31st March, 2012

	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
18 Trade receivables (Unsecured)		
Trade Receivables outstanding for a period exceeding six months from the date they are due for payment		
Considered Good	1,030.98	585.64
Considered Doubtful	-	-
	1,030.98	585.64
Less: Provision for Doubtful Trade receivables	-	-
	1,030.98	585.64
Other Trade Receivables - Considered Good	2,109.97	1,489.88
Total	3,140.95	2,075.52
19 Cash and Cash equivalents:		
Balances with banks		
(i) In current accounts	980.75	1,203.36
(ii) In deposit accounts (Refer Notes below)	5,898.00	5,437.90
(iii) In earmarked accounts		
- Unpaid dividend accounts	95.52	90.12
- Balances held as margin money or security against borrowings, guarantees and other commitments (Refer Notes below)	401.13	226.92
Total	7,375.40	6,958.30
Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 Cash Flow Statements is	6,974.27	6,731.38
Notes:		
a) (I) Deposits included in Balances with banks which have an original maturity of more than 12 months	3,770.12	670.75
(ii) Margin monies included in Balances with banks which have an original maturity of more than 12 months	312.85	226.92
(iii) Deposits included in Balances with banks which have a maturity of more than 12 months from the Balance Sheet date	345.00	30.00
(iv) Margin Monies included in Balances with banks which have a maturity of more than 12 months from the Balance Sheet date	44.50	83.08
b) Deposits placed out of deposits received from some of the dealers of the company placed with the banks which is subject to a lien of the banks for granting credit facilities to such dealers.	40.00	45.00
c) Deposits placed with the bank which is subject to a lien of Mumbai Port Trust for granting Way Leave Permission.	77.12	77.12
20 Short-term loans and advances:		
(Unsecured and considered good)		
Loans and advances to related parties (Refer Note 34)		
(a) Eastern India LPG Private Limited	68.24	67.14
(b) Konkan Storage Systems (Kochi) Private Limited	4,242.57	4,092.48
Advances to Suppliers	1,297.48	420.17
Prepaid Expenses	200.04	182.70
Total	5,808.33	4,762.49
21 Other current assets		
Interest accrued on Fixed deposits with bank	268.49	72.89
Unbilled Revenue	58.02	281.99
Foreign Exchange Gain - Mark-to-Market Basis (Net)	6.45	-
Unamortised Interest on Buyers Credit & Premium on Option Contracts	118.06	19.03
Unamortised Premium on Shares and Debentures	65.93	3.38
Total	516.95	377.29

Notes to the financial statements for the year ended 31st March, 2012

		Current Year Rupees in lacs	Previous Year Rupees in lacs
22 Revenue from operations			
Sales			
- Liquefied Petroleum Gas		17,583.77	15,911.48
- Others - Machinery for Autogas Dispensing Station		98.30	109.66
		17,682.07	16,021.14
Service Revenue			
- Liquid Terminal Division		6,382.12	6,190.98
- Gas Terminal Division		4,285.58	3,601.47
		10,667.70	9,792.45
Other Operating Revenue			
- Lease Rental		80.67	81.36
Total		28,430.44	25,894.95
23 Other income:			
Dividend on Current Investments (non-trade)		132.39	118.17
Profit on sale of Non-Current Investments (non-trade)		4.08	41.69
Interest on Investments (Non-Current, non-trade)		84.65	8.09
Miscellaneous Receipts		109.79	85.28
Diminution in value of Current Investments written back		109.52	-
Provision for Way leave Fees Written back		477.46	-
Interest on loans and advances, deposit with banks etc.		641.06	492.70
Sundry Credit Balances Written Back		79.10	0.15
Total		1,638.05	746.08
24 Purchases of Stock-in-Trade			
Liquefied Petroleum Gas		15,590.72	13,837.69
Others - Machinery for Autogas Dispensing Station		148.05	121.47
Total		15,738.77	13,959.16
25 Changes in Inventories of Stock-in-Trade			
Inventories at the end of the year			
Liquefied Petroleum Gas		298.08	388.94
Others - Machinery for Autogas Dispensing Station		147.76	85.83
	Sub-total (A)	445.84	474.77
Inventories at the beginning of the year			
Liquefied Petroleum Gas		388.94	673.46
Others - Machinery for Autogas Dispensing Station		85.83	61.03
	Sub-Total (B)	474.77	734.49
	(B) -(A)	28.93	259.72
26 Employee benefits expense:			
Salaries and Wages		2,078.24	1,783.45
Contribution to Provident and Other Funds		152.74	102.04
Staff Welfare Expenses		87.31	66.22
Total		2,318.29	1,951.71
27 Finance costs:			
Interest Expense		605.33	632.96
Other Borrowing Cost		119.34	75.73
Total		724.67	708.69

Notes to the financial statements for the year ended 31st March, 2012

		Current Year Rupees in lacs	Previous Year Rupees in lacs
28 Depreciation and amortization expense			
Depreciation of Tangible Assets		1,069.02	1,013.62
Amortization of Intangible Assets		74.23	59.99
Less : Transferred to Capital Work-in-Progress		(7.48)	-
Total		1,135.77	1,073.61
29 Other Expenses			
Advertisement		25.58	19.85
Sundry Debit Balances written off		1.70	1.76
Commission on Sales		459.71	427.05
Commission to Directors (Refer Note 34)		240.00	285.79
Communication Expenses		67.39	75.88
Diminution in value of Current Investments		-	19.47
Directors' Sitting Fees		3.70	6.74
Donations		179.66	149.50
Loss on Foreign Exchange Fluctuation (net)		369.42	148.01
Amortisation of Premium on Forward and Currency Option Contracts		57.30	-
Insurance		187.78	156.82
Lease Rentals		306.24	306.48
Legal and Professional charges		358.13	436.74
Loss on Sale of Fixed Assets		10.16	15.81
Labour and Other Charges		189.03	97.87
Power and Fuel		499.25	487.15
Printing and Stationery		39.12	36.90
Rates and Taxes (including Wealth Tax)		106.33	107.56
Rebates & Discount		55.51	39.79
Rent		19.52	20.48
Repairs - Buildings		0.87	0.64
Repairs - Others		53.41	38.35
Repairs to Machinery		176.90	131.61
Stores and Spare parts consumed		266.93	241.76
Travelling, Conveyance and Vehicle Expenses		327.90	321.53
Water Charges		41.91	16.33
Way Leave Fees		467.38	449.04
Miscellaneous Expenses (including Security services, Books, Subscription, Selling expenses etc.)		260.09	214.50
Total		4,770.92	4,253.41
30 Earnings per share:			
The Numerators and denominators used to calculate Earnings per Share:			
Nominal Value of Equity Share (Rs.)	Rs.	10/-	10/-
Net Profit available for equity shareholders(Rs. In lacs) = (A)	Rs.	4,105.72	3,121.58
Weighted Average number of shares outstanding during the year - (B)	Nos.	33,400,000	31,347,542
Basic and Diluted Earnings Per Share (Rs.) - (A) / (B)	Rs.	12.29	9.96

Notes to the financial statements for the year ended 31st March, 2012

	Current Year Rupees in lacs	Previous Year Rupees in lacs
31 Capital and other commitments		
(a) Claims against the Company not acknowledged as debts	12.00	12.00
(b) Income Tax demands disputed in appeal	27.00	27.00
(C) Estimated amount of contracts remaining to be executed on Capital Account and not provided for (Net of Advances)	402.53	362.61
(d) Letters of Credit given on behalf of Subsidiaries	1881.45	50.00
In respect of items mentioned under Paragraphs (a) and (b) above, till the matters are finally decided, the financial effect cannot be ascertained.		
'(e) Guarantees given to Banks against repayment of loans advanced from time to time to Sea Lord Containers Limited., a Subsidiary of the Company to the extent of Rs.6,650 lacs (Previous year Rs. 6,650 lacs). The balance of such loan outstanding as at 31st March, 2012 was Rs. 5,450 lacs (Previous Year Rs. 6,050 lacs)		
(f) Guarantees given to Banks against repayment of working capital facilities advanced from time to time to Hindustan Aegis LPG Limited, an associate till 31st January, 2011 and thereafter wholly owned subsidiary of the Company to the extent of Rs.20,250 lacs (Previous Year Rs. 3,200 lacs). The amount of such facilities availed against guarantee as at 31st March, 2012 was Rs. 19,805 lacs (Previous Year Rs. Nil).		
(g) Guarantees given to Suppliers against credit extended to Aegis Group International Pte Limited, Hindustan Aegis LPG Limited and Aegis Gas (LPG) Private Limited, wholly owned subsidiaries of the Company to the extent of Rs. 27,306 lacs (Previous Year Rs. 9,000 lacs). The amount of such credit availed against guarantee as at 31st March, 2012 was Rs. 33,264.95 lacs (Previous Year Rs. 6,451 lacs).		
32 Payments to Auditors for the year*		
(a) As Auditors	17.75	12.50
(b) For taxation matters,	2.00	2.00
(c) For Other services - Limited Review and Certification Work	13.70	30.75
(d) For reimbursement of expenses	0.20	0.09
(e) Service Tax	3.87	4.66
Total	37.52	50.00

* Excludes payment of Rs.11.66 lacs (Previous Year Rs. 31.43 lacs) for Taxation matters to an affiliated firm covered by a networking arrangement which is registered with the Institute of Chartered Accountants of India.

33 Segment Reporting - Basis of preparation

The Company has identified two reportable business segments (Primary Segments) viz. Liquid Terminal Division and Gas Terminal Division.

Liquid Terminal Division undertakes storage & terminalling facility of Oil & Chemical products.

Gas Terminal Division relates to imports, storage & distribution of Petroleum products viz. LPG, Propane etc.

Segments have been identified and reported taking into account, the nature of products and services, the differing risks and returns and the internal business reporting systems.

During the year, investments made by the Company have exceeded 10% of its total assets. However, such investments have not exceeded 10% of its total assets as per Consolidated Financial Statement of the Company. Hence, Investments are not treated as separate reportable segment by the Company. Consequently, Segment information has been presented on the basis of Accounting Standard (AS 17) "Segment Reporting" as applicable to the Consolidated Financial Statements of the Company as specified under Paragraph 4 of the said standard.

Notes to the financial statements for the year ended 31st March, 2012

The accounting policies adopted for the segment reporting are in line with the accounting policies of the company with the following additional policies for the segment reporting :

- Revenue and expenses have been identified to segment on the basis of their relationship to the operating activities of the segment. Revenue and expenses which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis have been disclosed as "Other unallocable expenditure (net)".
- Segment assets and segment liabilities represent assets and liabilities in respective segments. It excludes investments, tax related assets and other assets and liabilities which cannot be allocated to a segment on a reasonable basis and hence have been disclosed as "Other unallocable assets / liabilities".
- The Company does not have material earnings emanating from outside India. Hence, the company is considered to operate in only the domestic geographical segment.

Information about the Company's business segments (Primary Segments) is given below:

	Liquid Terminal Division Rupees in lacs	Gas Terminal Division Rupees in lacs	Total Rupees in lacs
Segment Revenue	6,428.12	22,002.32	28,430.44
	6,236.79	19,658.16	25,894.95
Segment Results	2,961.94	3,512.19	6,474.13
	2,909.70	3,252.25	6,161.95
Add : Interest Income			725.71
			500.79
Less : (1) Interest Expenses			724.67
			708.69
(2) Other unallocable expenditure (net)			1,124.03
			1,519.32
Profit before Tax			5,351.14
			4,434.73
Less : Taxation			1,245.42
			1,313.15
Profit after Tax			4,105.72
			3,121.58
Segment Assets	11,773.06	8,991.40	20,764.46
	9,224.39	8,283.97	17,508.36
Other unallocable assets			24,897.24
			21,540.09
Total Assets			45,661.70
			39,048.45
Segment Liabilities	1,074.13	2,511.26	3,585.39
	1,021.40	1,488.54	2,509.94
Other unallocable liabilities			4,380.08
			4,618.33
Total Liabilities			7,965.47
			7,128.27
Segment Capital Expenditure	1,877.98	250.05	2,128.03
	863.93	4.96	868.89
Other unallocable Capital Expenditure			35.09
			1.12
Total Capital expenditure			2,163.12
			870.01
Depreciation	521.15	572.93	1,094.08
	486.18	543.14	1,029.32
Other unallocable Depreciation			41.69
			44.29
Total Depreciation			1,135.77
			1,073.61

Note: Figures in **Unbold** represent those of the previous year.

Notes to the financial statements for the year ended 31st March, 2012

34 Related Party Disclosures

As per the Accounting Standard 18, the disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(a) List of related parties and relationships:

Sr. No.	Name of the Related Party	Relationship
1	Hindustan Aegis LPG Limited (HALPG)	Associate Company till 31.01.2011 and thereafter Wholly owned subsidiary Company
2	Sea Lord Containers Limited	Subsidiary Company
3	Konkan Storage Systems (Kochi) Private Limited	Wholly owned Subsidiary Company
4	Eastern India LPG Company Private Limited	Wholly owned Subsidiary Company
5	Aegis Group International Pte Limited	Wholly owned Subsidiary Company
6	Aegis Gas (LPG) Private Limited	Wholly owned Subsidiary Company
7	Aegis International Marine Services Pte. Limited	Wholly owned Subsidiary Company
8	Mr. R.K.Chandaria	Key Management Personnel
9	Mr. A.K.Chandaria	Key Management Personnel
10	Trans Asia Petroleum Inc.(Tapi)	Tapi has significant influence over the Company
11	Huron Holdings Limited (Huron)	Huron has significant influence over the Company

Notes to the financial statements for the year ended 31st March, 2012

(b) Transactions during the year with related parties:

Sr. No.	Nature of transaction	Associate/ Subsidiary Company 1	Subsidiary Company 2	Subsidiary Company 3	Subsidiary Company 4	Subsidiary Company 5	Subsidiary Company 6	Subsidiary Company 7	Key Management Personnel 8	Key Management Personnel 9	Tapi	Huron	Total
(i)	Investments Purchased during the year	2,900.00 (-)	- (3,200.00)	- (-)	- (-)	- (-)	- (1,647.04)	26.44 (-)	- (-)	- (-)	- (-)	- (-)	2,926.44 (4,847.04)
(ii)	Investments - Balance at the year end	2,900.00 (-)	5,096.81 (5,096.81)	10.00 (10.00)	1.00 (1.00)	10.00 (10.00)	1,647.04 (1,647.04)	26.44 (-)	- (-)	- (-)	- (-)	- (-)	9,691.29 (6,764.85)
(iii)	Loan Given during the year	3,524.00 (-)	- (-)	150.08 (-)	1.10 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	3,675.18 (-)
(iv)	Loan Repaid during the year	3,524.00 (-)	- (2,393.28)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	3,524.00 (2,393.28)
(v)	Reimbursement of Expenses	329.88 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	329.88 (-)
(vi)	Loan Given balance at the year end	- (-)	- (-)	4,242.57 (4,092.49)	68.24 (67.14)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	4,310.81 (4,159.65)
(vii)	Interest Received	- (-)	- (274.49)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (274.49)
(viii)	Storage	- (-)	96.00 (96.00)	- (-)	- (-)	- (-)	18.36 (25.01)	- (-)	- (-)	- (-)	- (-)	- (-)	114.36 (121.01)
(ix)	Commission to Managing	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	120.00 (142.89)	120.00 (142.90)	- (-)	- (-)	240.00 (285.79)
(x)	Sundry Creditors - year end	4.88 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	4.88 (-)
	Sundry Debtors - year end	- (-)	2.45 (-)	- (-)	- (-)	- (-)	65.20 (-)	- (-)	- (-)	- (-)	- (-)	- (-)	67.65 (-)
	Guarantees Given to	35,505.00 (3,200.00)	6,650.00 (6,650.00)	- (-)	- (-)	13,932.45 (9,050.00)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	56,087.45 (18,900.00)
(xi)	Lease Rent Received	- (-)	46.00 (45.73)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	46.00 (45.73)
(xii)	Sale of Merchandising Goods	- (-)	- (-)	- (-)	- (-)	- (-)	154.56 (475.44)	- (-)	- (-)	- (-)	- (-)	- (-)	154.56 (475.44)
(xiii)	Purchase of Merchandising	- (-)	- (-)	- (-)	- (-)	- (-)	610.59 (817.63)	- (-)	- (-)	- (-)	- (-)	- (-)	610.59 (817.63)
(xiv)	Shares surrendered under	- (66.60)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (66.60)
(xv)	Redemption of Preference	- (400.00)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (400.00)
(xvi)	Interim Dividend	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
(xvii)	Proposed Dividend - Final	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
											(178.53)	(238.52)	(417.05)
											178.53 (178.53)	238.52 (238.52)	417.05 (417.05)

Note: Figures in brackets represent previous year's amounts.

Notes to the financial statements for the year ended 31st March, 2012

35 Reconciliation of opening and closing balance of the present value of the defined benefit obligation for gratuity is given below:

Particulars	Current Year	Previous Year ended 31st March, 2011
Components of employer expense		
Current service cost	25.64	15.61
Interest cost	16.69	14.29
Expected return on plan assets	(4.87)	(5.47)
Actuarial losses/(gains)	106.05	(2.99)
Total expense recognised in the Statement of Profit and Loss	143.51	21.44
Actual contribution and benefit payments for year		
Actual contributions	15.23	10.85
Net asset / (liability) recognised in the Balance Sheet		
Present value of defined benefit obligation	290.22	208.62
Fair value of plan assets	(18.31)	(64.99)
Funded status [Surplus / (Deficit)]	-	-
Net asset / (liability) recognised in the Balance Sheet	271.91	143.63
Change in defined benefit obligations (DBO) during the year		
Present value of DBO at beginning of the year	208.62	184.35
Current service cost	25.64	15.61
Interest cost	16.69	14.29
Benefit Paid	(66.78)	(2.64)
Actuarial (gains) / losses	106.05	(2.99)
Present value of DBO at the end of the year	290.22	208.62
Change in fair value of assets during the year		
Plan assets at beginning of the year	64.99	51.31
Expected return on plan assets	4.87	5.47
Actual company contributions	15.23	10.85
Benefit Paid	(66.78)	(2.64)
Actuarial gain/(loss) on Plan Assets	-	-
Plan assets at the end of the year	18.31	64.99
Actual return on plan assets	4.87	5.47
Actuarial assumptions		
Discount rate	8.50%	8.00%
Expected return on plan assets	9.15%	9.16%
Salary escalation	6.50%	6.00%
Mortality tables	LIC (1994-96) Ultimate	LIC (1994-96) Ultimate

Experience adjustments

Gratuity	2011-12	2010-11	2009-10	2008-09	2007-08
Present value of DBO	290.22	208.62	184.35	148.87	222.03
Fair value of plan assets	18.31	64.99	51.31	55.13	126.11
Funded status [Surplus / (Deficit)]	(271.91)	(143.63)	(133.04)	(93.74)	(95.92)
Experience gain / (loss) adjustments on plan liabilities	-	(3.03)	21.57	(25.05)	-
Experience gain / (loss) adjustments on plan assets	-	-	-	-	-

	Current Year	Previous Year ended 31st March, 2011
Actuarial assumptions for long-term compensated absences		
Discount rate	8.50%	8.00%
Salary escalation	6.50%	6.00%

Notes:

- The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.
- The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.
- In absence of specific details of plan assets from LIC, the details of plan assets have not been furnished. The details of experience adjustment relating to Plan assets are not readily available in valuation report and hence are not furnished.
- The Company's best estimate of contributions expected to be paid to the plan during the annual period beginning after 31st March, 2012 is Rs. 27 Lacs (Previous Year Rs. 65 lacs)
- The above information is certified by the actuary and relied upon by the Auditors.
- Employee Benefits Expenses Include:
 - Employees' Compensated absences Rs. 29.74 lacs (Previous Year Rs 13.12 lacs).
 - Contribution to Provident Fund Rs. 58.56 lacs (Previous Year Rs. 32.70 lacs).

Notes to the financial statements for the year ended 31st March, 2012

		Current Year	Previous Year
		Rupees in lacs	Rupees in lacs
36	VALUE OF IMPORTS CALCULATED ON C.I.F. BASES IN RESPECT OF :		
	(i) Merchanting Goods	12,124.27	9,162.79
	(ii) Stores & Spares	12.09	107.27
	(iii) Capital Goods	-	56.40
37	EXPENDITURE IN FOREIGN CURRENCY ON ACCOUNT OF :		
	Bank/Finance Charges	82.32	49.70
	Structuring Fees for Preferential Issue of Shares	-	168.95
	Other Matters - Travelling, etc.	22.87	16.07
38	VALUE OF STORES AND SPARES CONSUMED :	Current Year	Previous Year
		Rupees in lacs	Rupees in lacs
		Percentage of Total Consumption	Percentage of Total Consumption
	Imported	7.81	32.87
	Indigenous	259.12	208.89
	TOTAL	266.93	241.76
		100.00%	100.00
	(Excludes Spares consumed for repairs etc. and charged to relevant heads of accounts)		
39	EARNINGS IN FOREIGN CURRENCY :		
	Service Revenue	132.50	156.73
40	AMOUNT REMITTED DURING THE YEAR IN FOREIGN CURRENCY ON ACCOUNT OF DIVIDENDS :		
	Final Dividend		
	(i) Number of Non-Resident Shareholders	3	3
	(ii) Number of Shares held by them on which Dividend was due	22,972,550	12,511,417
	(iii) Year to which Dividend relates	2010-11	2009-10
	(iv) Amount remitted (Rs. in lacs)	459.45	375.34
	Interim Dividend		
	(i) Number of Non-Resident Shareholders	-	3
	(ii) Number of Shares held by them on which Dividend was due	-	20,852,360
	(iii) Year to which Dividend relates	-	2010-11
	(iv) Amount remitted (Rs. in lacs)	-	417.05

Except for the above shareholders, the Company has not made any remittance in foreign currency on account of dividends during the year. The Company does not have information as to the extent to which remittances in foreign currencies on account of dividends have been made to non-resident shareholders.

Notes to the financial statements for the year ended 31st March, 2012

- 41 There are no Micro, Small and Medium Enterprises, as defined in the Micro, Small, Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the information available with the Company. This has been relied upon by the auditors.

- 42 The details of derivative instruments and foreign currency exposures are as under:

The Company uses derivative instruments (Forward Cover and Options Contracts) to hedge its risks associated with foreign currency fluctuations. The use of derivative instruments is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such derivative instruments consistent with the Company's Risk Management Policy. The Company does not use derivative instruments for speculative purposes.

Outstanding Short Term Derivative Contracts entered into by the Company on account of payables:

As at	US Dollar Equivalent (in lacs)	INR Equivalent (in lacs)
31.03.2012	68.79	3,497.97
31.03.2011	31.59	1,422.31

- 43 The Company had a whole time Company Secretary appointed in accordance with the provisions of Section 383A of the Companies Act, 1956 upto 31st March, 2012. Efforts are underway to find a replacement and currently there is no Company Secretary to authenticate the financial statements in accordance with Section 215 of the Companies Act, 1956.
- 44 Disclosure of Loans / Advances to Subsidiaries, Associate Companies etc. (As required by clause 32 of the listing agreements with the Stock Exchanges)

		(Rs. in lacs)	
Subsidiary Companies :		Amount Outstanding	Max. Amount Outstanding
1	Sea Lord Containers Limited	-	-
	Previous year	-	3,200.00
2	Konkan Storage Systems (Kochi) Private Limited	4,242.57	4,242.57
	Previous year	4,092.49	4,092.49
3	Eastern India LPG Company Private Limited	68.24	68.24
	Previous year	67.14	67.14
4	Hindustan Aegis LPG Ltd.	-	3,524.00
	Previous year	-	-

Notes:

- (a) Loans and advances to employees and investments by such employees in the shares of the Company are excluded from the above disclosure.
- (b) In respect of the above loans there is no repayment schedule and they are repayable on demand.
- (c) In respect of the loan of **Rs.4242.57 lacs** (Previous Year Rs. 4,092.49 lacs) given to Konkan Storage Systems (Kochi) Private Limited, loan of **Rs.68.24 lacs** (Previous Year Rs. 67.14 lacs) given to Eastern India LPG Company Private Limited and loan of **Rs. 3,524 lacs** (Previous Year Nil) given to Hindustan Aegis LPG Limited, wholly owned subsidiaries of the Company, no interest is charged.

However, the provisions of Section 372A of the Companies Act, 1956 are not applicable to loans covered under (c) above in view of the loanees being wholly owned subsidiaries of the Company.

Notes to the financial statements for the year ended 31st March, 2012

- 45 The Company had issued in the previous Financial Year 21,20,190 Equity Shares on Preferential basis for a total consideration of Rs.6,827.01 Lacs.

The objects of the issue, inter-alia, were to fund the Capex plan of the Group and / or Working Capital requirements. The utilisation of the proceeds, after considering Share Issue Expenses, is as under:

Particulars	Current Year	Previous Year
Capital Expenditure	533.00	-
Fixed Deposits with Scheduled Banks	3,830.26	4,191.26
Investment in Bonds of Corporate Bodies	528.00	-
Investment in Non Convertible Debentures of Corporate Bodies	300.00	-
Investments under the Portfolio Management Services maintained by Anand Rath Financial Services Limited	200.00	-
Investment in units of Mutual Funds	800.00	2,000.00
TOTAL	6,191.26	6,191.26

- 46 The Company holds 100,000 equity shares of Rs. 10 each amounting to Rs. 10 lacs in Konkan Storage Systems (Kochi) Private Limited (Konkan), a wholly owned subsidiary of the Company. The Company has also given a loan of **Rs. 4242.57 lacs** (Previous Year Rs. 4,092.49 lacs). As per the audited accounts of Konkan for the year ended 31st March, 2012, the accumulated losses are **Rs. 892.86 lacs** (Previous Year Rs. 736.95 lacs) as against the paid up capital of Rs. 10 lacs. Consequently, there is a fall in the value of the investments and ability of the Company to repay the loan is also impaired. However, in view of the fact that these investments are held as strategic, long term investments and the Company expects improvement in the long run, no provision is considered necessary in the accounts of the company, for the diminution in the value of the investments as well as the probable non-recovery or partial recovery of the loan as aforesaid.
- 47 The Company has presented the current year's financial statements as per the Revised Schedule VI to the Companies Act, 1956 which has become effective from 1st April, 2011. Consequently, previous year's figures are regrouped / re classified to conform to figures of the current year.

In terms of our Report attached
For Deloitte Haskins & Sells
Chartered Accountants

R. Laxminarayan
Partner

Place: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria	Chairman
R. K. Chandaria	Vice Chairman & Managing Director
A. K. Chandaria	Managing Director
D. J. Khimasia R. J. Karavadia K. S. Nagpal V. H. Pandya	} Directors

AUDITORS' REPORT**TO THE BOARD OF DIRECTORS OF AEGIS LOGISTICS LIMITED**

1. We have audited the attached Consolidated Balance Sheet of Aegis Logistics Limited ("the Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group") as at 31st March, 2012, the consolidated Statement of profit and loss and the consolidated cash flow statement of the Group for the year ended on that date, both annexed thereto. These financial statements are the responsibility of the Company's Management and have been prepared on the basis of the separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and the disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit the financial statements of Six (Previous Year Five) subsidiaries whose financial statements reflect total assets of Rs. 30,974.48 lacs (Previous year Rs. 24,963.49 lacs) as at 31st March, 2012, total revenues of Rs. 53,184.92 lacs (Previous year Rs. 51,316.21 lacs) and net cash inflows amounting to Rs. 785.24 lacs (Previous year outflows Rs. 183.92 lacs) for the year ended on that date as considered in the Consolidated Financial Statements.

These financial statements have been audited by other auditors, whose reports have been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of these entities is based solely on the reports of the other auditors.

4. We report that the Consolidated Financial Statements have been prepared by the Company in accordance with the requirements of Accounting Standard 21 (Consolidated Financial Statements) as notified under the Companies (Accounting Standards) Rules, 2006.
5. Based on our audit and on consideration of the separate audit reports on the individual financial statements of the Company and the aforesaid subsidiaries and to the best of our information and according to the explanations given to us, in our opinion, the Consolidated Financial Statements give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (i) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2012;
 - (ii) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
 - (iii) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Registration No. 117366W)

Place : Mumbai
Dated: 29th May, 2012.

R. LAXMINARAYAN
Partner
Membership No: 33023

Consolidated Balance Sheet As At 31st March, 2012

Particulars	Note No.	Rupees in lacs	As At 31st March, 2012 Rupees in lacs	As At 31st March, 2011 Rupees in lacs
I. EQUITY AND LIABILITIES				
(1) SHAREHOLDERS' FUNDS				
(a) Share Capital	4	3,340.45		3,340.45
(b) Reserves & surplus	5	25,674.82		24,482.94
			29,015.27	27,823.39
(2) MINORITY INTEREST			344.26	74.35
(3) NON-CURRENT LIABILITIES				
(a) Long-term borrowings	6	8,536.10		9,587.25
(b) Deferred tax liabilities (Net)	7	1,919.87		1,965.12
(c) Other Long term liabilities	8	1,224.65		1,059.18
(d) Long-term provisions	9	338.32		177.40
			12,018.94	12,788.95
(4) CURRENT LIABILITIES				
(a) Short-term borrowings	10	200,660.57		1,349.16
(b) Trade payables	11	49,132.64		9,394.98
(c) Other current liabilities	12	3,094.19		2,480.94
(d) Short-term provisions	13	1,352.57		1,041.03
			254,239.97	14,266.11
TOTAL			295,618.44	54,952.80
II. ASSETS				
(1) NON-CURRENT ASSETS				
(a) Fixed assets				
(i) Tangible assets	14	22,056.54		22,392.96
(ii) Intangible assets	14	346.65		289.85
(iii) Capital work-in-progress	14	6,261.61		4,306.76
		28,664.80		26,989.57
(b) Goodwill on Consolidation		1,370.65		1,370.65
Less: Capital Reserve on Consolidation		(145.84)		(145.84)
		1,224.81		1,224.81
(c) Non-Current Investments	15	1,005.42		147.80
(d) Deferred Tax Assets (net)	16	71.32		107.45
(e) Long-term loans and advances	17	891.46		800.80
(f) Other non-current assets	18	2,408.09		1,483.93
			34,265.90	30,754.36
(2) CURRENT ASSETS				
(a) Current Investments	19	1,332.69		2,541.10
(b) Inventories	20	1,198.94		1,590.15
(c) Trade receivables	21	52,450.65		8,929.35
(d) Cash and Cash equivalents	22	191,201.62		8,678.66
(e) Short-term loans and advances	23	2,106.45		1,848.73
(f) Other Current assets	24	13,062.19		610.45
			261,352.54	24,198.44
TOTAL			295,618.44	54,952.80

See accompanying consolidated notes to the financial statements

In terms of our Report attached

For Deloitte Haskins & Sells
Chartered AccountantsR. Laxminarayan
PartnerPlace: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria Chairman

R. K. Chandaria Vice Chairman & Managing Director

A. K. Chandaria Managing Director

D. J. Khimasia	} Directors
R. J. Karavadia	
K. S. Nagpal	
V. H. Pandya	

Consolidated Statement Of Profit & Loss For The Year Ended 31st March, 2012

Particulars	Note No.	Current Year		Previous Year
		Rupees in lacs	Rupees in lacs	Rupees in lacs
I. Revenue from operations	25		446,383.08	181,111.47
II. Other income	26		10,426.33	726.60
III. Total Revenue (I + II)			456,809.41	181,838.07
IV. Expenses:				
Purchases of Stock-in-Trade	27		426,138.96	165,195.18
Changes in Inventories of Stock-in-Trade	28		386.16	(173.91)
Employee benefits expense	29		2,733.16	2,321.36
Finance costs	30		4,211.68	1,136.92
Depreciation and amortization expense	31		1,745.59	1,617.18
Other expenses	32		17,503.40	5,610.19
Total expenses			452,718.95	175,706.92
V. Profit before tax (III-IV)			4,090.46	6,131.15
VI. Tax expense:				
(1) Current tax		2,328.16		1,927.74
(2) Deferred tax Credit		(9.11)		(154.68)
(3) MAT Credit		-		(279.11)
(4) Excess provision for Income tax of earlier year		(466.75)		(72.03)
			1,852.30	1,421.92
VII. Profit for the year after tax from continuing operations (V-VI)			2,238.16	4,709.23
VIII. Earnings per equity share in Rupees (Face Value of Rs. 10/- each):	33			
(1) Basic			5.89	14.90
(2) Diluted			5.89	14.90

See accompanying consolidated notes to the consolidated financial

In terms of our Report attached

For Deloitte Haskins & Sells
Chartered AccountantsR. Laxminarayan
PartnerPlace: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria Chairman

R. K. Chandaria Vice Chairman & Managing Director

A. K. Chandaria Managing Director

D. J. Khimasia	} Directors
R. J. Karavadia	
K. S. Nagpal	
V. H. Pandya	

Consolidated Cash Flow Statement For The Year Ended 31st March, 2012

Particulars	Rupees in lacs	Current Year Rupees in lacs	Previous Year Rupees in lacs
A. Cash Flow from Operating Activities:			
Profit Before Tax		4,090.46	6,131.15
Adjustments for:			
Depreciation and amortization expense	1,745.59		1,617.18
Interest Expenses	4,211.68		1,136.92
Interest Income	(8,757.51)		(354.87)
Dividend Income	(214.32)		(118.17)
Diminution in value of Current Investments	-		19.47
Diminution in value of Current Investments written back	(109.52)		-
Sundry Debit Balances written off	2.33		1.76
Loss on sale of Fixed Assets	10.16		11.78
(Profit) on sale of Current Investments	-		(41.69)
(Profit) on sale of Non Current Investments	(4.08)		-
		<u>(3,115.67)</u>	<u>2,272.38</u>
Operating Profit Before Working Capital Changes		974.79	8,403.53
(Increase) / Decrease in Inventories	391.21		(369.34)
(Increase) / Decrease in Trade and Other Receivables	(54,247.79)		(756.10)
(Decrease) / Increase in Short-term Borrowings	199,311.41		-
Increase / (Decrease) in Trade and Other payables	41,285.45		(5,143.91)
(Decrease) / Increase in Provisions (Current and Non-Current)	(303.91)		18.37
		<u>186,436.37</u>	<u>(6,250.98)</u>
Cash Generated from Operations		187,411.16	2,152.55
Direct Taxes Paid		(2,816.40)	(1,877.35)
Net Cash Flow from Operating Activities - A		<u>184,594.76</u>	<u>275.20</u>
B. Cash Flow from Investing Activities:			
Purchase of Fixed Assets	(3,440.29)		(2,945.55)
Sale of Fixed Assets	9.30		26.63
Purchase of Non-Current Investments	(853.54)		(392.88)
Sale of Non-Current Investments	-		11.66
Sale of Current Investments	69,812.01		23,566.71
Purchase of Current Investments (excluding reinvestment of dividend Rs. 214.32 lacs; Previous year Rs. 118.17 lacs)	(68,279.76)		(22,868.96)
Deposits placed with banks as Margin Monies and Securities against borrowings	(178,292.79)		-
Balance in Banks of subsidiaries taken over	-		9,845.12
Interest Received	6,712.38		354.18
Net Cash used in Investing Activities - B		<u>(174,332.69)</u>	<u>7,596.91</u>

Consolidated Cash Flow Statement For The Year Ended 31st March, 2012

Particulars	Rupees in lacs	Current Year Rupees in lacs	Previous Year Rupees in lacs
C. Cash Flow from Financing Activities:			
(Decrease) / Increase in Other Borrowings (net)	(286.00)		(2,897.04)
Increase in Term Borrowings	231.12		1,500.00
Decrease in Term Borrowings	(996.27)		(4,092.66)
Increase in Share Capital including Share Premium net of Forfeiture/expenses	-		6,193.80
Dividend Paid (including tax on Distributed Profit) - Final	(771.62)		(640.90)
Dividend Paid (including tax on Distributed Profit) - Interim	-		(729.50)
Interest Paid	(4,209.13)		(1,133.40)
Net Cash from Financing Activities - C		(6,031.90)	(1,799.70)
Net Increase / (Decrease) in Cash and Cash Equivalents - A+B+C		4,230.17	6,072.41
Cash and Cash Equivalents as at the end of the year (refer reconciliation below) :			
- Cash & Balances in Current Accounts with Banks	5,655.53		2,212.67
- Deposits with Banks	7,099.26		6,311.95
	12,754.79		8,524.62
Less: Cash and Cash Equivalents as at the beginning of the year	8,524.62		2,452.21
Net Increase / (Decrease) in Cash and Cash Equivalents		4,230.17	6,072.41
Reconciliation of Cash and cash equivalents with the Balance Sheet:			
Cash and cash equivalents as per Balance Sheet (Refer Note 22)	191,201.62		8,678.66
Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 Cash Flow Statements	(178,446.83)		(154.04)
Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) included in Note 22		12,754.79	8,524.62
Note: (1) Cash and Cash Equivalents do not include Fixed Deposits with Banks kept as Margin Money and as Escrow Account.			
(2) Figures in bracket denote outflow of cash.			
(3) The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard (AS - 3) "Cash Flow Statements".			

In terms of our Report attached

For Deloitte Haskins & Sells
Chartered AccountantsR. Laxminarayan
PartnerPlace: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria Chairman

R. K. Chandaria Vice Chairman & Managing Director

A. K. Chandaria Managing Director

D. J. Khimasia	} Directors
R. J. Karavadia	
K. S. Nagpal	
V. H. Pandya	

Notes to the consolidated financial statements for the year ended 31st March, 2012

1 PRINCIPLES OF CONSOLIDATION:

The consolidated financial statements relate to Aegis Logistics Limited ('the Company') and its subsidiaries and an associate, which together constitute the Group. The consolidated financial statements have been prepared on the following basis:

- (i) The financial statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses in accordance with Accounting Standard (AS- 21) "Consolidated Financial Statements".
- (ii) Minority Interest's share of net profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.
- (iii) Minority Interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Company's shareholders.
- (iv) In case of associates where the Company directly or indirectly through subsidiaries holds 20% or more of equity or the Company exercises significant influence through representation on the Board of Directors of the other Company, investments are accounted for using equity method in accordance with Accounting Standard (AS-23) "Accounting for Investments in Associates in Consolidated Financial Statements".
- (v) The difference between the cost of investment in the subsidiaries / associate and the share of net assets at the time of acquisition of shares in the subsidiaries / associate is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
- (vi) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and appropriate adjustments are made to the financial statements of subsidiaries / associate when they are used in preparing the consolidated financial statements that are presented in the same manner as the Company's separate financial statements.
- (vii) As required by Accounting Standard (AS-23) "Accounting for Investments in Associates on Consolidated Financial Statements", the carrying amounts of investments in Associates is adjusted for post acquisition change in the Company's share in the net assets of the associates after eliminating unrealised profits or losses, if any.

- 2 The list of the subsidiaries of the Company which are included in the consolidation and the Group's holding therein are as under:

<u>Name of Subsidiary</u>	<u>Country of Incorporation</u>	<u>Percentage Holding-Share</u>
(i) Sea Lord Containers Limited	India	75%
(ii) Konkan Storage Systems (Kochi) Private Limited	India	100%
(iii) Eastern India LPG Co (Private) Limited	India	100%
(iv) Aegis Group International Pte. Limited	Singapore	100%
(v) Aegis Gas LPG Private Limited	India	100%
(vi) Hindustan Aegis LPG Limited	India	100%
(vii) Aegis International Marine Services Pte. Limited (See Note No. 42)	Singapore	100%

3 Significant Accounting Policies:

3.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention on an accrual basis and in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 1956.

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 revised schedule VI to the Companies Act, 1956. Based on the nature of

Notes to the consolidated financial statements for the year ended 31st March, 2012

products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of current - non current classification of assets and liabilities.

3.2 USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known / materialise.

3.3 FIXED ASSETS:

TANGIBLE FIXED ASSETS:

Fixed Assets are carried at cost of acquisition or construction less depreciation. They are stated at historical costs.

INTANGIBLE ASSETS:

Intangible Assets are stated at cost of acquisition less accumulated amortization.

3.4 DEPRECIATION ON FIXED ASSETS:

- i) Depreciation on Tangible Fixed Assets is provided on original cost of Fixed Assets on straight line method under Section 205(2) (b) of the Companies Act, 1956 at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956 or the rates determined based on the useful lives of the assets as estimated by the management, whichever are higher.

The rate of depreciation determined on the basis of useful life of the fixed asset which is different from that prescribed under Schedule XIV is as under:

Description of Assets	Rate of Depreciation
Furniture & fixtures – Autogas Dispensing Station	10.00%
ii) Depreciation on additions to fixed assets during the year has been provided on prorata basis from the date of such additions. Depreciation on assets sold, discarded or demolished has been provided on pro-rata basis.	
iii) Lease hold Land has been amortised over the period of the lease on straight line basis.	
iv) Software is amortised on straight line basis over a period of its estimated useful life, however not exceeding 5 years.	

3.5 IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of asset exceeds its Recoverable Amount. Recoverable Amount is higher of an asset's Net selling price or its Value in Use. Value in Use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Net Selling Price is the amount obtainable from the sale of an asset in an arms length transaction between knowledgeable, willing parties, less the cost of disposal.

An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.

3.6 INVESTMENTS:

Non-current Investments are shown at cost. However, when there is a decline, other than temporary, in the value of a non-current investment, the carrying amount is reduced to recognise the decline.

Current Investments are carried at lower of cost and fair value, computed category wise.

Notes to the consolidated financial statements for the year ended 31st March, 2012

3.7 INVENTORIES

Inventories are valued at cost or Net Realisable Value whichever is less. Cost is determined by using the First In First Out formula. Cost comprises all costs of purchase, cost of conversion and cost incurred to bring inventories to their present location and condition other than those subsequently recoverable by the Company from tax authorities.

3.8 TIMING OF REVENUE RECOGNITION

Revenue (Income) is recognised when no significant uncertainty as to measurability or collectability exists.

3.9 OPERATING REVENUE

Sales turnover for the year is net of trade discounts and includes sales value of goods but excludes sales tax.

Service revenue is recognized on time proportion basis and excludes service tax.

3.10 DIVIDEND AND INTEREST INCOME

Interest Income is recognized on time proportion basis taking into account the amount outstanding and the applicable interest rates. Dividend income is recognized when the right to receive the dividend is established.

3.11 EMPLOYEE BENEFITS

Contribution to defined schemes such as Provident Fund, Family Pension Fund, Superannuation Fund (in the case of eligible employees) and Employees' State Insurance Scheme are charged to the Statement of Profit and Loss as incurred.

Company's liability towards gratuity is determined by actuarial valuation carried out by the independent actuary as at each balance sheet date and is fully provided for in the Statement of Profit and Loss on the basis of aforesaid valuation. The actuarial valuation method used for measuring the liability is the Projected Unit Credit method.

The liability for compensated absences is determined by actuarial valuation carried out by the independent actuary as at each balance sheet date and provided for in the Statement of Profit and Loss as incurred in the year in which services are rendered by employees. The actuarial valuation method used for measuring the liability is the Projected Unit Credit method. Short term compensated absences, if any, are estimated and provided for.

The actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.

3.12 FOREIGN CURRENCY TRANSACTIONS

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. Monetary items denominated in foreign currencies are restated at the exchange rate prevailing on the balance sheet date. Exchange differences arising on settlement of the transaction and on account of restatement of monetary items are dealt with in the Statement of Profit and Loss.

Forward exchange contracts entered into to hedge the foreign currency risk and outstanding as on balance sheet date are translated at year end exchange rates. The premium or discount arising at the inception of such forward exchange contracts are amortised as income or expense over the life of the contract.

Gains / Losses on settlement of transactions arising on cancellation/renewal of forward exchange contracts are recognized as income or expense.

3.13 HEDGE ACCOUNTING

The Company uses foreign currency forward contracts and currency option contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. The Company designates these hedging instruments as fair value hedges applying the recognition and measurement principles set out in the Accounting Standard 30 "Financial Instruments: Recognition and Measurement" (As-30).

Notes to the consolidated financial statements for the year ended 31st March, 2012

The use of hedging instruments is governed by the Company's policies approved by the board of directors, which provide written principles on the use of such financial derivatives consistent with the Company's risk management strategy.

Hedging instruments are initially measured at fair value, and are remeasured at subsequent reporting dates.

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the Statement of Profit & Loss. The hedged item is recorded at fair value and any gain or loss is recorded in the Statement of Profit & Loss and is offset by the gain or loss from the change in the fair value of the derivative.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in the Statement of Profit and Loss as they arise.

3.14 OPERATING LEASE RENTALS

Assets acquired on lease where all significant risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease Rentals are charged to the Statement of Profit and Loss on straight line basis over the lease term.

Assets leased out under operating leases are capitalised. Rental Income is recognised on straight line basis over the lease term.

3.15 BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

3.16 TAXES ON INCOME

Income Taxes are accounted for in accordance with Accounting Standard (AS 22) – Accounting for Taxes on Income, notified under the Companies (Accounting Standards) Rules, 2006. Income Tax comprises both current and deferred tax.

Current tax is measured at the amount expected to be paid to/recovered from the revenue authorities, using applicable tax rates and laws.

The tax effect of the timing differences that result between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or deferred tax liability. They are measured using the substantively enacted tax rates and tax regulations as of the Balance Sheet date.

Deferred tax assets on unabsorbed depreciation and carry forward of losses are recognised only to the extent there is a virtual certainty of its realisation.

3.17 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes.

Claims in respect of which the Company is of the opinion that they are frivolous or is legally advised that they are unsustainable in law are not considered as contingent liability as the possibility of an outflow of resources embodying economic benefits is remote. Contingent Assets are neither recognized nor disclosed in the financial statements.

3.18 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. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Notes to the consolidated financial statements for the year ended 31st March, 2012

	As at 31st March, 2012 Number of shares	As at 31st March, 2011 Number of shares	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
4 Share capital:				
4.1 Authorized:				
Equity Shares of Rs.10 each	52,000,000	52,000,000	5,200.00	5,200.00
13.5% Cumulative Redeemable Preference Shares of Rs. 100 each	100,000	100,000	100.00	100.00
Redeemable Preference Shares of Rs.10/- each	6,000,000	6,000,000	600.00	600.00
TOTAL			5,900.00	5,900.00
4.2 Issued, Subscribed and Fully Paid-up:				
Equity Shares of Rs.10 each	33,400,000	33,400,000	3,340	3,340
Add: Forfeited shares (amount originally paid up)			0.45	0.45
TOTAL			3,340.45	3,340.45

4.3 Reconciliation of the number of shares outstanding at the beginning and at the end of the year:

	Number of shares		Share Capital Rupees in lacs	
	Current Year	Previous Year	Current Year	Previous Year
Shares Outstanding as at the beginning of the year	33,400,000	18,802,787	3,340.00	1,880.28
Add: Bonus Shares issued during the year	-	12,506,710	-	1,250.67
Add: Shares issued during the year on Preferential basis	-	2,120,190	-	212.02
Less: Shares forfeited by the Company	-	(29,687)	-	(2.97)
Shares Outstanding as at the end of the year	33,400,000	33,400,000	3,340.00	3,340.00

4.4 Rights, preferences and restrictions attached to equity shares (Issued Capital):

- Right to receive dividend as may be approved by the Board of Directors / Annual General Meeting
- The Equity Shares are not repayable except in the case of a buyback, reduction of capital or winding up in terms of the provisions of the Companies Act, 1956.
- Every member of the company holding equity shares has a right to attend the General Meeting of the company and has a right to speak and on a show of hands, has one vote if he is present in person and on a poll shall have the right to vote in proportion to his share in the paid-up capital of the company.
- In terms of the Articles of Association of the Company no resolution shall be passed by the Board of Directors or Shareholders with respect to a "Fundamental Issue" unless the prior written consent of the Investor to whom equity shares have been issued on Preferential basis has been obtained. The Fundamental Issues, inter alia, include the following:
 - The transfer of any fixed assets by the company / subsidiaries exceeding 10% of its gross block;
 - Any merger or reorganization, of the company / subsidiaries or the creation of a subsidiary not being a wholly owned subsidiary;
 - Terms of appointment including remuneration payable to executive directors of the company;
 - Any buyback of equity shares of the company / subsidiaries upto 4 years from the date of the investment;
 - Commencement of a new line of business;
 - Maintaining a Debt equity ratio of 1.5 : 1 on a consolidated basis.

Notes to the consolidated financial statements for the year ended 31st March, 2012

4.5 List of shareholders who hold more than 5% of equity shares in the company:

Name of the shareholder	As at 31st March, 2012		As at 31st March, 2011	
	Numbers	%	Numbers	%
Huron Holdings Limited	11,926,057	35.71%	11,926,057	35.71%
Trans Asia Petroleum Inc	8,926,303	26.73%	8,926,303	26.73%
Infrastructure India Holding Fund LLC	2,120,190	6.35%	2,120,190	6.35%

4.6 Particulars of movements in equity shares for the period of five years immediately preceding the Balance Sheet date as per General Instruction 6 A (i) :

	As at 31st March, 2012	As at 31st March, 2011
a) Aggregate number of equity shares allotted as fully paid up pursuant to contract(s) without payment being received in cash:		
- Pursuant to the Schemes of Arrangement / Amalgamation	6,945,801	6,945,801
b) Aggregate number and class of shares allotted as fully paid up by way of bonus shares.	12,506,710	12,506,710
c) Aggregate number and class of shares bought back	1,020,473	1,020,473
	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
5 Reserves and surplus:		
5.1 Capital Reserve		
Opening Balance	54.90	54.90
Closing Balance	54.90	54.90
5.2 Capital Reserve (Demerger)		
Opening Balance	131.37	131.37
Closing Balance	131.37	131.37
5.3 Capital Redemption Reserve		
Opening Balance	422.20	262.05
Add: Transferred from the Statement of Profit and Loss in accordance with Section 77AA of the Companies Act, 1956 on redemption of Preference Shares	-	400.00
Add: Transferred from the Statement of Profit and Loss in accordance with Section 77AA of the Companies Act, 1956 on buy-back of Equity Shares	-	22.20
Less: Utilised on issue of bonus shares	-	(262.05)
Closing Balance	422.20	422.20
5.4 Securities Premium Account:		
Opening Balance	5,980.77	59.08
Add: Premium received on equity shares	-	1.53
Add: Premium received on equity shares issued on preferential basis	-	6,614.99
Less: Utilised on issue of bonus shares	-	(59.08)
Less: Applied during the year for writing off Share Issue Expenses	-	(635.75)
Closing Balance	5,980.77	5,980.77

Notes to the consolidated financial statements for the year ended 31st March, 2012

	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
5.5 Debenture redemption reserve		
Opening Balance	500.00	250.00
Add: Transferred from the Statement of Profit and Loss	250.00	250.00
Closing Balance	750.00	500.00
5.6 General Reserve		
Balance at beginning of year	1,027.47	1,553.41
Add: Transferred from the Statement of Profit and Loss	410.57	412.16
Less: Utilised on issue of bonus shares	-	(929.35)
Less: Share of Accumulated profits of an Associate	-	(8.75)
Balance at end of year	1,438.04	1,027.47
5.7 Surplus - Balance in Statement of Profit and Loss		
Balance at beginning of year	16,366.23	14,285.40
Add: Profit after Tax for the year	2,238.16	4,709.23
Less: Minority Interest	269.91	171.07
Losses relatable to Minority Interest in the earlier years recouped	-	131.24
Less: Appropriations:	269.91	39.83
Transferred to General Reserve	(410.57)	(410.50)
Transferred to Debenture Redemption Reserve	(250.00)	(250.00)
Transferred to Capital Redemption Reserve	-	(422.20)
Interim Dividend {Rs. Nil (Previous Year Rs. 3/-) per share}	-	(625.60)
Corporate Dividend Tax thereon	-	(103.90)
Proposed Dividend - Final {Rs. 2/- (Previous Year Rs. 2/-) per share}	(668.00)	(668.00)
Corporate Dividend Tax thereon	(108.37)	(108.37)
Balance at end of year	16,897.54	16,366.23
TOTAL	25,674.82	24,482.94
6 Long term borrowings:		
6.1 Secured Loans		
A) Debentures		
250 9.75% Non- Convertible, Redeemable Privately Placed Debentures of Rs.10,00,000/- each	2,500.00	2,500.00
Debentures are secured by way of mortgage of specific immovable properties of the Company situated at Trombay as mentioned in Note B (iv) below on pari passu basis.		
Note:		
The Debentures carry a put option for the holders and a call option to the Company to get it redeemed at par at the end of five years from the date of allotment viz. 29th January 2010, failing which the Debentures will be redeemed at par in three equal annual instalments commencing from the end of 6th year from the date of allotment as under:		
Instalment	Redemption Date	
3rd Instalment	29th January, 2018	
2nd Instalment	29th January, 2017	
1st Instalment	29th January, 2016	

Notes to the consolidated financial statements for the year ended 31st March, 2012

	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
B) Term Loans from Banks:		
1) a) Loan from Bank of Baroda Refer Notes (i) and (ii) below	1,281.12	1,050.00
b) Loan from Bank of Baroda Refer Notes (iii) below	2,475.00	2,700.00
2) Loan from Dena Bank (Refer Note (iv) below)	-	103.90
3) Loans against Vehicles (Refer Notes (v) and (vi) below)	10.48	27.85
4) Loan from Axis Bank (Refer Note (vii) below)	2,100.00	2,750.00
(i) Secured by mortgage of specific immovable properties of the Group situated at Trombay, Kochi and Vapi ranking pari passu and hypothecation of movable properties of the Group and a corporate guarantee; subject to prior charge in favour of bankers for Working Capital Loans		
(ii) Loan from Bank of Baroda carries an interest rate of 10.50% p.a. as on date of disbursement and same is reset with movement of Benchmark Prime Lending Rate (BPLR).		
Loan from Bank of Baroda is repayable in 60 monthly instalments of Rs. 32.37 lacs each after two years from the date of first disbursement on September, 2009		
(iii) Secured by first charge on the Fixed Assets at Mahul.		
Loan from Bank of Baroda carries an interest rate of 10% p.a. as on date of disbursement and same is reset with movement of Benchmark Prime Lending Rate (BPLR) Rate .		
Loan from Bank of Baroda is repayable in 90 monthly instalments of Rs. 30.56 lacs per month after 30 months from the date of first disbursement on December, 2009		
(iv) Secured by way of mortgage of specific immovable properties of the Company situated at Trombay.		
Loan from Dena Bank carries Rate of Interest fixed at 10% p.a. and same is reset with movement of Base Rate on a yearly basis.		
Loan is repayable in 60 monthly instalments of Rs. 12.96 lacs each with first instalment commenced in June 2008 with Put and Call option.		
(v) Secured by hypothecation of specific Vehicles		
(vi) Loans are repayable in Equated Monthly Instalments of Rs. 4.19 lacs each (including interest) within maximum tenor of 60 months and the rate of interest ranges from 9% to 10% p.a.		
(vii) Loan from Axis Bank carries interest rate of 9.50% p.a. as on date of disbursement for one year. At present loan carries interest rate of 11.25% per annum and same is reset with movement in Base Rate plus 1.25%.		
Loan from Axis Bank are repayable in 30 quarterly instalments of Rs. 150 lacs per quarter after 30 months from the date of first disbursement on August, 2006		
Secured by mortgage of Immovable Properties and hypothecation of movable plant and machinery situated at Trombay and plant and machinery at situated at Kochi.		
Sub Total (A)	8,366.60	9,131.75

Notes to the consolidated financial statements for the year ended 31st March, 2012

		As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
6.2 Unsecured Loans			
Fixed Deposits		169.50	455.50
Terms and Conditions of the Fixed Deposits:			
The above Deposits have been accepted by the Company in accordance with the Companies (Acceptance of Deposits) Rules, 1975.			
The deposits have been accepted for periods ranging from 12 months to 36 months			
The rate of interest ranges from 9% or more but is less than 11%.			
The deposits are repayable only on maturity. However, the Company may at its sole discretion permit premature withdrawals but not before the completion of 6 months.			
	Sub Total (B)	169.50	455.50
	Total (A) + (B)	8,536.10	9,587.25
7 Deferred Tax Liabilities (Net)			
Major components of deferred tax are:			
Depreciation on Fixed Assets		2,074.34	2,148.32
Provision for Doubtful Debts		(11.78)	(11.78)
Disallowances under section 43 B & others		(142.69)	(171.42)
Net Deferred Tax Liability		1,919.87	1,965.12
8 Other Long-term Liabilities: (Unsecured)			
Deposits from Dealers		1,222.65	1,057.18
Earnest Money Deposits		2.00	2.00
	Total	1,224.65	1,059.18
9 Long-term provisions:			
Provision for Gratuity		275.70	126.48
Provision for Compensated Absences		62.62	50.92
	Total	338.32	177.40
10 Short-term borrowings:			
Buyer's Credit from Banks (Secured)		199,643.57	1,349.16
Secured by charge on movable properties of the Company and further secured by second charge on immovable properties of the company situated at Trombay and Vapi ranking pari passu. In respect of subsidiaries borrowing, same are secured by hypothecation of its immovable properties and charge on fixed deposits maintained by the subsidiaries with Banks.			
Unsecured Loans from related parties (Refer Note no. 36) :			
- Asia Infrastructure Pte. Limited, a company in which the Promoter of the Group has a significant influence		1,017.00	-
	Total	200,660.57	1,349.16
11 Trade payables			
Sundry Payables - other than micro and small enterprises		49,132.64	9,394.98
	Total	49,132.64	9,394.98

Notes to the consolidated financial statements for the year ended 31st March, 2012

	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
12 Other current liabilities:		
Current maturities of long-term Secured Loan (See Note 6.1(B) (1) (a) above)	388.44	-
Current maturities of long-term Secured Loan (See Note 6.1(B) (1) (b) above)	275.00	-
Current maturities of long-term Secured Loan (See Note 6.1(B) (2) above)	103.90	155.56
Current maturities of long-term Secured Loan from IDBI Bank	-	495.83
Loan from IDBI Bank carries interest rate of 9.30% p.a. as on date of disbursement and same is reset with movement of BPLR		
Loan from IDBI Bank is repayable in 24 monthly instalments of Rs. 70.83 lacs per month commencing from 1st December, 2009		
Current maturities of long-term Secured Loan (See Note 6.1(B) (3) above)	30.19	40.36
Current maturities of long-term Secured Loan (See Note 6.1(B) (4) above)	600.00	600.00
Current maturities of long-term Unsecured Loan (See 6.2 above)	348.40	206.40
Interest accrued but not due on borrowings	13.37	10.82
Income received in advance	-	65.70
Unpaid Dividends*	95.52	90.77
Unpaid Matured Deposits and Interest Accrued thereon*	10.70	31.13
Amounts Payable under Capital Contracts	400.56	34.69
Advance from Customers	41.01	298.83
Advance Storage Rentals	34.16	13.29
Other Payables		
(i) Statutory Dues	512.94	163.07
(ii) Commission payable to the Vice Chairman & Managing Director and the Managing Director (Refer Note 36)	240.00	274.49
Total	<u>3,094.19</u>	<u>2,480.94</u>
* These do not include any amounts due and outstanding towards the Investor Education and Protection Fund		
13 Short-term provisions:		
Provision for Compensated Absences	2.10	1.00
Provision for Gratuity	16.68	5.39
Provision for Tax (Net of Advance Tax)	557.42	258.27
Proposed Dividend - Final	668.00	668.00
Corporate Dividend Tax -Final	108.37	108.37
Total	<u>1,352.57</u>	<u>1,041.03</u>

Notes to the consolidated financial statements for the year ended 31st March, 2012

14 FIXED ASSETS

(Rupees in lacs)

	GROSS BLOCK (AT COST)				ACCUMULATED DEPRECIATION				NET BLOCK			
	As At 1st April, 2011	Additions	Adjust- ments (See Note (ii) below)	Deductions	As At 31st March, 2012	As At 1st April, 2011	Change For the year	Adjust- ments (See Note (ii) below)	On Disposals	As At 31st March, 2012	As At 31st March, 2012	As At 31st March, 2011
a) Tangible Assets												
Land - Freehold	453.48 (430.49)	- (-)	- (22.99)	- (-)	453.48 (453.48)	1.48 (1.48)	- (-)	- (-)	- (-)	1.48 (1.48)	452.00	452.00
Land - Leasehold	1,199.80 (698.98)	- (479.64)	- (23.80)	- (2.62)	1,199.80 (1,199.80)	124.14 (74.31)	44.41 (42.88)	- (7.96)	- (1.01)	168.55 (124.14)	1,031.25	1,075.66
Buildings	2,515.61 (2,306.66)	16.07 (98.40)	- (123.15)	- (12.60)	2,531.68 (2,515.61)	381.24 (320.27)	42.41 (41.15)	- (24.43)	- (4.61)	423.65 (381.24)	2,108.03	2,134.37
Plant and Equipment	29,852.34 (27,488.82)	1,134.49 (1,631.26)	- (819.59)	- (87.33)	30,986.83 (29,852.34)	11,877.75 (10,231.88)	1,476.66 (1,376.52)	- (304.03)	- (34.68)	13,354.41 (11,877.75)	17,632.42	17,974.59
Furniture and Fixtures	400.96 (329.83)	26.42 (44.10)	- (27.03)	- (-)	427.38 (400.96)	119.05 (88.59)	28.15 (22.33)	- (8.39)	- (0.26)	147.20 (119.05)	280.18	281.91
Vehicles	333.20 (310.05)	80.85 (30.63)	- (39.24)	44.36 (46.72)	369.69 (333.20)	97.04 (79.89)	31.23 (30.77)	- (9.13)	25.90 (22.75)	102.37 (97.04)	267.32	236.16
Office Equipment	554.95 (345.84)	93.12 (107.22)	- (101.89)	1.34 (-)	646.73 (554.95)	316.68 (222.30)	45.05 (41.96)	- (53.02)	0.34 (0.60)	361.39 (316.68)	285.34	238.27
TOTAL	35,310.34 (31,910.67)	1,350.95 (2,391.25)	- (1,157.69)	45.70 (149.27)	36,615.59 (35,310.34)	12,917.38 (11,018.72)	1,667.91 (1,555.61)	- (406.96)	26.24 (63.91)	14,559.05 (12,917.38)	22,056.54	22,392.96
b) Intangible Assets												
Computer Software - Acquired	386.59 (56.02)	141.96 (330.57)	- (-)	- (-)	528.55 (386.59)	96.74 (34.78)	85.16 (61.96)	- (-)	- (-)	181.90 (96.74)	346.65	289.85
TOTAL	386.59 (56.02)	141.96 (330.57)	- (-)	- (-)	528.55 (386.59)	96.74 (34.78)	85.16 (61.96)	- (-)	- (-)	181.90 (96.74)	346.65	289.85
c) Capital Work-in-Progress												
											6,261.61	4,306.76

(Figures in brackets represent those of the previous year)

Notes:

- (i) Buildings include **Rs. 5.58 lacs** (Previous Year Rs. 5.58 lacs) for premises in a Co-operative Society against which the shares of the face value of Rs. 500 are held under the bye-laws of the society.
- (ii) Adjustment represents Fixed Assets of Aegis Gas (LPG) Private Limited and Hindustan Aegis LPG Limited which became subsidiaries of the Group during the year 2010-11.

Notes to the consolidated financial statements for the year ended 31st March, 2012

		As at 31st March, 2012	As at 31st March, 2011
		Rupees in lacs	Rupees in lacs
15 Non-current Investments: (Fully Paid Up, At Cost)			
1 Investments in Government Securities (Unquoted):			
Government Securities		1.16	1.16
2 Other Investments:			
(a) Investments in Equity Instruments (Quoted)			
Equity Shares of Companies		0.03	6.64
(b) Investments in Debentures (Quoted):			
Debentures of Companies		804.23	100.00
(c) Other non-current investments:			
Investment in Rental Yield and Appreciation Portfolio managed by Anand Rathii Portfolio Management Services Limited (Unquoted):			
i) In Equity Instruments		0.90	
ii) In Units of Fixed Income		196.90	
iii) In Share Application Money		0.01	
iv) Uninvested amounts lying in Portfolio Management Scheme A/c		2.19	-
v) Deposits with a Corporate		-	18.75
vi) In Units of Mutual Funds		-	21.25
Total		1,005.42	147.80
	Cost	Market Value	
	As at 31st March, 2012	As at 31st March, 2012	As at 31st March, 2011
	Rupees in lacs	Rupees in lacs	Rupees in lacs
Aggregate value of Quoted Investments*	804.26	826.75	109.39
Aggregate value of Unquoted Investments	201.16	-	-
	1005.42	826.75	109.39
Aggregate provision for diminution in value of investments	0.26	-	-
16 Deferred Tax Assets (Net)			
Major components of deferred tax are:			
Depreciation on Fixed Assets		71.32	107.45
Net Deferred Tax Asset		71.32	107.45
17 Long-term loans and advances: (Unsecured and considered good)			
Deposits with Government Authorities and Others		891.21	800.80
Prepaid Expenses		0.25	-
Total		891.46	800.80

Notes to the consolidated financial statements for the year ended 31st March, 2012

		As at 31st March, 2012	As at 31st March, 2011
		Rupees in lacs	Rupees in lacs
18 Other non-current assets:			
Trade Receivables (Unsecured and considered good)			
Considered Good		-	-
Considered Doubtful		52.54	56.65
		52.54	56.65
Less: Provision for Doubtful Trade receivables		(52.54)	(56.65)
		-	-
Advance Tax (Net of Provision)		2,179.49	1,231.66
MAT Credit Entitlement		219.90	219.90
Unamortised Premium on Shares and Debentures		8.70	32.37
Total		2,408.09	1,483.93
19 Current Investments (At Lower Of Cost And Fair Value):			
In Units of Mutual Fund (Fully paid up, unquoted)		1,332.69	2 453.15
Investment in Equity instrument (Quoted)		-	84.71
Uninvested amounts lying in Portfolio Management Scheme (Unquoted)		-	3.24
Total		1,332.69	2,541.10
	Cost	Market Value	
	As at 31st March, 2012	As at 31st March, 2012	As at 31st March, 2011
	Rupees in lacs	Rupees in lacs	Rupees in lacs
Aggregate value of Quoted Investments	-	-	84.71
Aggregate value of Unquoted Investments	1,332.69	-	-
	1332.69	-	84.71
Aggregate provision for diminution in value of investments	-	-	-
20 Inventories			
(At cost or net realisable value whichever is lower)			
Stock in Trade			
- Liquefied Petroleum Gas & Marine Fuel		553.64	1,001.72
- Others - Machinery for Autogas Dispensing Station		147.76	85.83
Stores and Spare Parts		497.54	502.60
Total		1,198.94	1,590.15
21 Trade receivables (Unsecured)			
Trade Receivables outstanding for a period exceeding six month from the date they are due for payment:			
Considered Good		1,025.20	651.40
Considered Doubtful		-	-
		1,025.20	651.40
Less: Provision for Doubtful Trade receivables		-	-
		1,025.20	651.40
Other Trade Receivables - Considered Good		51,425.45	8,277.95
Total		52,450.65	8,929.35

Notes to the consolidated financial statements for the year ended 31st March, 2012

	As at 31st March, 2012 Rupees in lacs	As at 31st March, 2011 Rupees in lacs
22 Cash and Cash Equivalents:		
(a) Cash on hand	-	1.71
(b) Balances with banks		
(I) In current accounts	5,560.01	2,120.85
(ii) In deposit accounts (Refer Notes below)	185,144.96	6,239.06
(iii) In earmarked accounts		
- Unpaid dividend accounts	95.52	90.12
- Balances held as margin money or security against borrowings, guarantees and other commitments (Refer Notes below)	401.13	226.92
Total	191,201.62	8,678.66
Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 Cash Flow Statements is	12,754.79	8,524.62
Notes:		
a) (I) Deposits included in Balances with banks which have an original maturity of more than 12 months.	4,370.19	1,170.99
(ii) Margin monies included in Balances with banks which have an original maturity of more than 12 months.	314.14	347.71
(iii) Deposits included in Balances with banks which have a maturity of more than 12 months from the Balance Sheet date.	345.00	30.00
(iv) Margin Monies included in Balances with banks which have a maturity of more than 12 months from the Balance Sheet date.	44.60	83.08
b) Deposits placed out of deposits received from some of the dealers of the company placed with the banks which is subject to a lien of the banks for granting credit facilities	40.00	45.00
c) Deposits placed with the bank as security against borrowings.	178,045.70	-
d) Deposits placed with the bank which is subject to a lien of Mumbai Port Trust for granting Way Leave Permission.	77.12	77.12
23 Short-term loans and advances:		
(Unsecured and considered good)		
Advance to Suppliers	1,570.86	633.20
Deposits with Government Authorities and Others	3.98	-
Advance towards Subscription for Current Investments	-	950.00
Prepaid Contribution for Gratuity	26.66	0.64
Prepaid Expenses	497.79	264.89
Advance Tax (Net of Provision)	7.16	-
Total	2,106.45	1,848.73

Notes to the consolidated financial statements for the year ended 31st March, 2012

	As at 31st March, 2012	As at 31st March, 2011
	Rupees in lacs	Rupees in lacs
24 Other current assets		
Service Tax and other taxes receivable	43.56	206.45
Receivable - Income	50.11	0.59
Interest Accrued on Fixed deposit with Bank	2,142.11	96.98
Unbilled Revenue	58.02	284.02
Unamortised Interest on Buyers Credit & Premium on Option Contracts	5,966.69	19.03
Foreign Exchange Gain - Mark-to-Market Basis (Net)	4,735.77	-
Unamortised Premium on Shares and Debentures	65.93	3.38
Total	13,062.19	610.45
	Current Year	Previous Year
	Rupees in lacs	Rupees in lacs
25 Revenue from operations		
Sales		
- Liquefied Petroleum Gas & Marine Fuel	432,040.13	168,327.02
- Others - Machinery for Autogas Dispensing Station	98.30	109.66
	432,138.43	168,436.68
Service Revenue		
- Liquid Terminal Division	9,328.46	8,643.83
- Gas Terminal Division	4,881.52	3,995.33
Other Operating Revenue	14,209.98	12,639.16
Lease Rent	34.67	35.63
Total	446,383.08	181,111.47
26 Other income:		
Sundry credit balances written back	94.18	0.15
Dividend on Current Investments (non-trade)	214.32	139.66
Diminution in value of Current Investments written back	109.52	-
Profit on sale of Non-Current Investments (non-trade)	4.08	41.69
Interest on Investments (Non-Current, non-trade)	85.49	8.09
Income on account of Demurrage claim	583.75	-
Miscellaneous Receipts	157.48	175.07
Scrap Sale	28.03	0.30
Provision for Wayleave Fees written back	477.46	-
Interest on loans and advances, deposit with banks etc.	8,672.02	361.64
Total	10,426.33	726.60
27 Purchases of Stock-in-Trade		
Liquefied Petroleum Gas & Marine Fuel	425,990.91	165,073.71
Others - Machinery for Autogas Dispensing Station	148.05	121.47
Total	426,138.96	165,195.18
28 Changes in Inventories of Stock-in-Trade		
Inventories at the end of the year		
Liquefied Petroleum Gas & Marine Fuel	553.63	1,001.72
Others - Machinery for Autogas Dispensing Station	147.76	85.83
	701.39	1,087.55
Sub-total (A)		
Inventories at the beginning of the year		
Liquefied Petroleum Gas & Marine Fuel	1,001.72	852.61
Others - Machinery for Autogas Dispensing Station	85.83	61.03
	1,087.55	913.64
Sub-Total (B)		
(B) -(A)	386.16	(173.91)

Notes to the consolidated financial statements for the year ended 31st March, 2012

		Current Year	Previous Year
		Rupees in lacs	Rupees in lacs
29 Employee benefits expense:			
Salaries and Wages		2,424.86	2,091.37
Contribution to Provident and Other Funds		190.31	137.95
Staff Welfare Expenses		117.99	92.04
Total		2,733.16	2,321.36
30 Finance costs:			
Interest Expense		3,150.15	1,034.87
Other Borrowing Costs		1,061.53	102.05
Total		4,211.68	1,136.92
31 Depreciation and amortization expense			
Depreciation of Tangible Assets		1,667.91	1,555.58
Less: Depreciation transferred to Capital Work-in-Progress		(7.48)	-
		1,660.43	1,555.58
Amortization of Intangible Assets		85.16	61.60
Total		1,745.59	1,617.18
32 Other Expenses			
Advertisement		29.81	25.16
Sundry Debit Balances written off		2.33	1.79
Commission on Sales		541.47	519.81
Commission to Directors		240.00	285.79
Communication Expenses		78.77	88.18
Diminution in value of Current Investments		-	19.47
Directors' Sitting Fees		4.26	6.82
Donations		179.66	149.50
Loss on Foreign Exchange Fluctuation (net)		5,551.54	156.23
Amortisation of Premium on Forward and Currency Option Contracts		6,017.64	-
Insurance		267.49	206.20
Lease Rentals		525.11	561.07
Legal and Professional charges		479.29	532.94
Loss on Sale of Fixed Assets		10.16	15.81
Labour and Other Charges		409.61	254.21
Power and Fuel		597.89	563.48
Printing and Stationery		45.81	48.45
Rates and Taxes		191.56	218.03
Rebates & Discount		56.35	39.90
Rent		47.27	46.61
Repairs - Buildings		1.71	0.64
Repairs - Machinery		248.91	185.04
Repairs - Others		69.40	46.14
Stores and Spare parts consumed		345.46	299.83
Travelling, Conveyance and Vehicle Expenses		370.59	361.90
Water Charges		68.68	35.11
Way Leave Fees		560.06	542.38
Sales Promotion Expenses		145.66	86.59
Miscellaneous Expenses (including Security services, Books, Subscription, Selling expenses etc.)		416.91	313.11
Total		17,503.40	5,610.19

Notes to the consolidated financial statements for the year ended 31st March, 2012

		Current Year	Previous Year
		Rupees in lacs	Rupees in lacs
33 Earnings per share:			
The Numerators and denominators used to calculate Earnings per Share:			
Nominal Value of Equity Share (Rs.)	Rs.	10/-	10/-
Net Profit available for equity shareholders(Rs. In lacs) = (A)	Rs.	1,968.25	4,669.40
Weighted Average number of shares outstanding during the year- (B)	Nos.	33,400,000	31,347,542
Basic and Diluted Earnings Per Share (Rs.) - (A) / (B)	Rs.	5.89	14.90

34 Capital and other commitments

(a) Claims against the Company not acknowledged as debts	31.95	31.95
(b) Income Tax demands disputed in appeal	27.00	27.00
(c) Estimated amount of contracts remaining to be executed on Capital Account and not provided for (Net of Advances)	806.71	1,069.71
(d) Letters of Credit	50.00	50.00

In respect of items mentioned under Paragraphs (a) and (b) above, till the matters are finally decided, the financial effect cannot be ascertained.

- (e) Guarantees given to Banks against repayment of loans advanced from time to time to Sea Lord Containers Limited., a Subsidiary of the Company to the extent of **Rs.6,650 lacs** (Previous year Rs. 6,650 lacs). The balance of such loan outstanding as at 31st March, 2012 was **Rs.5,450 lacs** (Previous Year Rs. 6,050 lacs)
- (f) Guarantees given to Banks against repayment of working capital facilities advanced from time to time to Hindustan Aegis LPG Limited, an associate till 31st January, 2011 and thereafter wholly owned subsidiary of the Company to the extent of **Rs.20,250 lacs** (Previous Year Rs. 3,200 lacs). The amount of such facilities availed against guarantee as at 31st March, 2012 was **Rs. 19,805 lacs** (Previous Year Rs. Nil).
- (g) Guarantees given to Suppliers against credit extended to Aegis Group International Pte Limited, Hindustan Aegis LPG Limited and Aegis Gas (LPG) Private Limited, wholly owned subsidiaries of the Company to the extent of **Rs. 27,306 lacs** (Previous Year Rs. 9,000 lacs). The amount of such credit availed against guarantee as at 31st March, 2012 was **Rs. 33,264.95 lacs** (Previous Year Rs. 6,451 lacs).
- (h) Guarantees given to Banks by Konkan Storage Systems (Kochi) Private Limited a subsidiary against repayment of loans advanced from time to time to Sea Lord Containers Ltd., another subsidiary, to the extent of **Rs. 4,500 lacs** (Previous year Rs. 3,334 lacs). The balance of such loan outstanding as at 31st March, 2012 was **Rs.2,700 lacs** (Previous Year Rs. 3,300).

35 Segment Reporting - Basis of preparation

The Group has identified two reportable business segments (Primary Segments) viz. Liquid Terminal Division and Gas Terminal Division.

Liquid Terminal Division undertakes storage & terminalling facility of Oil & Chemical products.

Gas Terminal Division relates to imports, storage & distribution of Petroleum products viz. LPG, Propane etc.

Notes to the consolidated financial statements for the year ended 31st March, 2012

Segments have been identified and reported taking into account, the nature of products and services, the differing risks and returns and the internal business reporting systems.

The accounting policies adopted for the segment reporting are in line with the accounting policies of the company with the following additional policies for the segment reporting :

- Revenue and expenses have been identified to segment on the basis of their relationship to the operating activities of the segment. Revenue and expenses which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis have been disclosed as "Other unallocable expenditure (net)".
- Segment assets and segment liabilities represent assets and liabilities in respective segments. It excludes investments, tax related assets and other assets and liabilities which cannot be allocated to a segment on a reasonable basis and hence have been disclosed as "Other unallocable assets / liabilities".
- In view of fact that customers of the Group are mostly located in India and there being no other significant revenue from customers outside India, there is no reportable secondary geographical segment at the Group level.

Information about the Company's business segments (Primary Segments) is given below:

	Liquid Terminal Division Rupees in lacs	Gas Terminal Division Rupees in lacs	Total Rupees in lacs
Segment Revenue	9,222.64	437,160.44	446,383.08
	8,703.59	172,407.88	181,111.47
Segment Results	4,417.05	(3,748.26)	668.79
	4,009.01	4,399.87	8,408.88
Add: Interest Income			8,757.51
			369.73
Less : (1) Interest			4,211.68
			1,136.92
(2) Other unallocable expenditure (net)			1,124.16
			1,510.54
Profit before Tax			4,090.46
			6,131.15
Less : Taxation			1,852.30
			1,421.92
Profit after Tax			2,238.16
			4,709.23
Segment Assets	23,766.21	256,650.48	280,416.69
	23,837.47	18,874.96	42,712.43
Other unallocable assets			15,201.75
			12,240.37
Total Assets			295,618.44
			54,952.80
Segment Liabilities	2,338.49	50,343.67	52,682.16
	1,474.63	9,133.87	10,608.50
Other unallocable liabilities			4,380.08
			5,510.15
Total Liabilities			57,062.24
			16,118.65
Segment Capital Expenditure	2,468.82	943.86	3,412.68
	2,676.07	1,504.77	4,180.84
Other unallocable Capital Expenditure			35.08
			1.12
Total Capital expenditure			3,447.76
			4,181.96
Depreciation	1,005.38	698.52	1,703.90
	964.95	607.94	1,572.89
Other unallocable Depreciation			41.69
			44.29
Total Depreciation			1,745.59
			1,617.18

Note: Figures in unbold represent previous year.

Notes to the consolidated financial statements for the year ended 31st March, 2012

36 Related Party Disclosures

As per the Accounting Standard 18, the disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(a) List of related parties and relationships:

Sr.	Name of the Related Party	Relationship
1	Hindustan Aegis LPG Limited (HALPG)	Associate Company till 31.01.2011
2	Mr. R.K.Chandaria	Key Management Personnel
3	Mr. A.K.Chandaria	Key Management Personnel
4	Asia Infrastructure Pte Limited (AIPL)	A company in which the Promoters of the Company have a significant influence
5	Trans Asia Petroleum Inc.(Tapi)	Tapi has significant influence over the Company
6	Huron Holdings Limited (Huron)	Huron has significant influence over the Company

(b) Transactions during the year with related parties:

(Rs. in lacs)

Sr.	Nature of transaction	Associate Company	Key Management Personnel	Key Management Personnel	AIPL	Tapi	Huron	Total
		1	2	3	4	5	6	7
(i)	Commission to Managing Directors		120.00 (142.89)	120.00 (142.90)				240.00 (285.79)
(ii)	Shares surrendered under Buy Back Scheme	- (66.60)						- (66.60)
(iii)	Redemption of Preference Shares	- (400.00)						- (400.00)
(iv)	Loan taken during the year				1,017.00 (-)			1,017.00 (-)
(v)	Interim Dividend					- (178.53)	- (238.52)	- (417.05)
(vi)	Proposed Dividend - Final					178.53 (178.53)	238.52 (238.52)	417.05 (417.05)
(vii)	Balance of Loan taken				1,017.00 (-)			1,017.00 (-)

Note: Figures in brackets represent previous year's amounts.

Notes to the consolidated financial statements for the year ended 31st March, 2012

37 Reconciliation of opening and closing balance of the present value of the defined benefit obligation is given below:

	Current Year	Previous Year ended 31st March, 2011
Particulars		
Components of employer expense		
Current service cost	30.38	19.96
Interest cost	19.63	17.07
Expected return on plan assets	(9.33)	(9.15)
Actuarial losses/(gains)	109.04	(4.29)
Total expense recognised in the Statement of Profit and Loss	149.72	23.59
Actual contribution and benefit payments for year		
Actual contributions	15.23	10.88
Net asset / (liability) recognised in the Balance Sheet		
Present value of defined benefit obligation	337.08	244.81
Fair value of plan assets	(71.36)	(113.58)
Funded status [Surplus / (Deficit)]	-	-
Net asset recognised in the Balance Sheet of certain subsidiaries	26.66	0.64
Net asset / (liability) recognised in the Balance Sheet	292.38	131.87
Change in defined benefit obligations (DBO) during the year		
Present value of DBO at beginning of the year	244.81	194.74
Acquisition Adjustment	-	24.71
Current service cost	30.38	19.96
Interest cost	19.63	17.07
Benefit Paid	(66.78)	(6.85)
Actuarial (gains) / losses	109.04	(4.82)
Present value of DBO at the end of the year	337.08	244.81
Change in fair value of assets during the year		
Plan assets at beginning of the year	113.58	51.31
Acquisition Adjustment	-	47.90
Expected return on plan assets	9.33	9.15
Actual company contributions	15.23	10.88
Benefit Paid	(66.78)	(6.19)
Actuarial gain/(loss) on Plan Assets	-	0.53
Plan assets at the end of the year	71.36	113.58
Actual return on plan assets	9.33	9.68
Actuarial assumptions		
Discount rate	8.50%	8.00%
Expected return on plan assets	9.15%	9.16%
Salary escalation	6.50%	6.00%
Mortality tables	LIC (1994-96) Ultimate	LIC (1994-96) Ultimate

Experience adjustments

Gratuity	2011-12	2010-11	2009-10	2008-09	2007-08
Present value of DBO	337.08	244.81	194.74	156.67	227.99
Fair value of plan assets	71.36	113.58	51.31	55.13	126.11
Funded status [Surplus / (Deficit)]	(265.72)	(131.23)	(143.43)	(101.54)	(101.88)
Experience gain / (loss) adjustments on plan liabilities	(108.92)	0.61	21.67	(25.39)	-
Experience gain / (loss) adjustments on plan assets	-	-	-	-	-

	Current Year	Previous Year
Actuarial assumptions for long-term compensated absences		
Discount rate	8.50%	8.00%
Salary escalation	6.50%	6.00%

Notes to the consolidated financial statements for the year ended 31st March, 2012

Notes:

- (i) The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.
- (ii) The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.
- (iii) In absence of specific details of plan assets from LIC, the details of plan assets have not been furnished. The details of experience adjustment relating to Plan assets are not readily available in valuation report and hence are not furnished.
- (iv) The Company's best estimate of contributions expected to be paid to the plan during the annual period beginning after 31st March, 2012 is **Rs. 27.19 Lacs** (Previous Year Rs. 65 lacs)
- (v) The above information is certified by the actuary and relied upon by the Auditors.
- (vi) Employee Benefits Expenses Include:
 - a) Employees' Compensated absences **Rs. 32.50 lacs** (Previous Year Rs 16.91 lacs).
 - b) Contribution to Provident Fund **Rs. 72.18 lacs** (Previous Year Rs. 44.41 lacs).

38 Financial information of the Subsidiary Companies for the year ended 31st March 2012* :

(Rs. In Lacs)

Sr. No.	Particulars	Sealord Containers Ltd.	Konkan Storage Systems (Kochi) Pvt. Ltd.	Eastern India LPG Co. Pvt. Ltd.	Aegis Gas (LPG) Private Limited	Hindustan Aegis LPG Limited	Aegis International Marine Services	Aegis Group International Pte. Ltd.
1	Capital	5,125.00 (5,125.00)	10.00 (10.00)	1.00 (1.00)	3,238.10 (3,238.10)	2,997.80 (97.80)	26.44 (-)	10.00 (10.00)
2	Reserves & Surplus (Including Debit Balance in the Statement of Profit and Loss)	1,252.06 (172.42)	(892.86) (736.95)	(1.48) (-)	(1,261.26) (1,409.79)	(3,431.48) (967.25)	11.10 (-)	1,809.86 (329.54)
3	Total Assets	12,112.17 (11,617.64)	3,403.95 (3,421.53)	127.78 (129.26)	3,251.04 (2,925.21)	231,764.42 (7,582.29)	1,123.12 (-)	42,694.79 (6,781.99)
4	Total Liabilities	5,735.09 (6,320.22)	4,286.81 (4,148.48)	128.26 (128.26)	1,274.20 (1,096.90)	232,198.10 (6,517.24)	1,085.58 (-)	40,874.93 (6,442.45)
5	Investments	- (-)	- (-)	- (-)	246.66 (246.93)	1.62 (-)	- (-)	- (-)
6	Turnover	2,893.54 (2,524.42)	136.19 (47.05)	- (-)	7,837.40 (6,833.85)	373,870.44 (42,625.73)	1,375.79 (-)	338,033.66 (146,570.12)
7	Profit/Loss Before Tax	1,342.13 (846.70)	(157.01) (220.45)	(1.48) (-)	230.84 (176.08)	(4,414.36) (673.11)	11.10 (-)	1,759.12 (395.32)
8	Provision for Tax (Including Deferred Tax)	262.48 (162.43)	(1.10) (-)	- (-)	82.34 (130.66)	(15.64) (0.15)	- (-)	278.80 (60.19)
9	Profit After Tax	1,079.66 (684.27)	(155.91) (220.45)	(1.48) (-)	148.50 (306.74)	(4,398.72) (672.96)	11.10 (-)	1,480.32 (335.13)
10	Proposed Dividend	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)

* Pursuant to General Circular No: 2 /2011 dated 8th February, 2011 issued by Ministry of Corporate Affairs with reference to Section 212(8) of the Companies Act, 1956.

Note: Figures in brackets represent previous year's amounts.

Notes to the consolidated financial statements for the year ended 31st March, 2012

- 39 The details of derivative instruments and foreign currency exposures are as under:

The Company uses derivative instruments (Forward Cover and Options Contracts) to hedge its risks associated with foreign currency fluctuations. The use of derivative instruments is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such derivative instruments consistent with the Company's Risk Management Policy. The Company does not use derivative instruments for speculative purposes.

Outstanding Short Term Derivative Contracts entered into by the Company on account of payables:

As at	US Dollar Equivalent (in lacs)	INR Equivalent (in lacs)
31.03.2012	4,598.95	233,856.61
31.03.2011	176.53	7,882.06

- 40 The Company had issued in the previous Financial Year 21,20,190 Equity Shares on Preferential basis for a total consideration of Rs.6,827.01 Lacs.

The objects of the issue, inter-alia, were to fund the Capex plan of the Group and / or Working Capital requirements. The utilization of the proceeds, after considering Share Issue Expenses, is as under:

Particulars	Current Year Rupees in lacs	Previous Year Rupees in lacs
Capital Expenditure	533.00	-
Fixed Deposits with Scheduled Banks	3,830.26	4,191.26
Investment in Bonds of Corporate Bodies	528.00	-
Investment in Non Convertible Debentures of Corporate Bodies	300.00	-
Investments under the Portfolio Management Services maintained by Anand Rathi Financial Services Limited	200.00	-
Investment in units of Mutual Funds	800.00	2,000.00
TOTAL	6,191.26	6,191.26

- 41 In previous year, the share of profit attributable to Minority Interest was first adjusted against the share of minority interest in the losses of the earlier years which was absorbed by the Company in the earlier year against its own interest and the balance amount transferred to Minority Interest.

- 42 The Group has incorporated during the year, a wholly-owned subsidiary by the name of Aegis International Marine Services Pte. Ltd (AIMS) at Singapore. AIMS is incorporated with an objective of providing to Marine community extensive range of marine fuels, marine lubricants and other marine products at various ports.

Hence, the figures of current year are not comparable with those of the previous year.

- 43 The Group has presented the current year's financial statements as per the Revised Schedule VI to the Companies Act, 1956 which has become effective from 1st April, 2011. Consequently, previous year's figures are regrouped / re classified to conform to figures of the current year.

In terms of our Report attached
For Deloitte Haskins & Sells
Chartered Accountants

R. Laxminarayan
Partner

Place: Mumbai
Dated: 29th May, 2012

For and on behalf of the Board of Directors

K. M. Chandaria	Chairman
R. K. Chandaria	Vice Chairman & Managing Director
A. K. Chandaria	Managing Director
D. J. Khimasia	} Directors
R. J. Karavadia	
K. S. Nagpal	
V. H. Pandya	



AEGIS LOGISTICS LIMITED

Regd. Office : 502, Skylon, G.I.D.C., Char Rasta,
Vapi 396 195, Dist. Valsad, Gujarat.

L. F. No.:

Client ID. No.:.....

No. of Shares held :

ATTENDANCE SLIP

I hereby record my presence at the 55th Annual General Meeting of the Company held on Tuesday, 31st July, 2012 at 11.00 a.m. at Hotel Fortune Park Galaxy, National Highway No. 8, Near Koparali Road, G.I.D.C., Vapi – 396 195.

Full name of the Shareholder/Proxy

Signature

Note : Shareholders attending the Meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.



AEGIS LOGISTICS LIMITED

Regd. Office : 502, Skylon, G.I.D.C., Char Rasta,
Vapi 396 195, Dist. Valsad, Gujarat.

L. F. No.:

Client ID. No.:.....

No. of Shares held :

PROXY FORM

I/We
of in the district of
being a member/members of AEGIS LOGISTICS LIMITED
hereby appoint of
or failing him of as
my/our proxy to attend and vote for me/us and on my/our behalf at the 55th Annual General Meeting of the Company to be held on Tuesday, 31st July, 2012 at 11.00 a.m. and at any adjournment thereof.

Signed this day of 2012.

Signature of 1st holder

Signature of 2nd holder

Signature of 3rd holder

Affix
Re. 1
Revenue
Stamp
here

Note : The form must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the Meeting.



AEGIS LOGISTICS LIMITED

Corporate Office: 403, Peninsula Chambers, Peninsula Corporate Park, G. K. Marg, Lower Parel (W), Mumbai 400 013, India.
Tel: + 91 22 6666 3666 Fax: + 91 22 6666 3777

Registered Office: 502, 5th Floor, Skylon, G.I.D.C., Char Rasta, Vapi - 396 195, Dist. Valsad, Gujarat, India.

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