CENTURY ENKA LIMITED

PHONE : +91-22-4321 5300 / 2202 7375
FAX : +91-22-4321 5353 / 2287 3952
E-mail : admin@centuryenka.com

HEAD OFFICE :
"BAKHTAWAR"
NARIMAN POINT,
MUMBAI - 400 021.

12th June, 2013

The National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, 5th Floor
Plot No. C/1, G-Block
Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051.

Dear Sirs

Pursuant to clause 31(a) of the Listing Agreement, we are enclosing herewith Annual Audit Report in Form 'A' duly signed togetherwith 6 copies of Annual Reports of the Company for the financial year ended 31st March, 2013 for your kind information and record.

Thanking you

Yours faithfully
For CENTURY ENKA LIMITED

(C.B. Gagrani)
Company Secretary

Encl : as above

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FORM A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

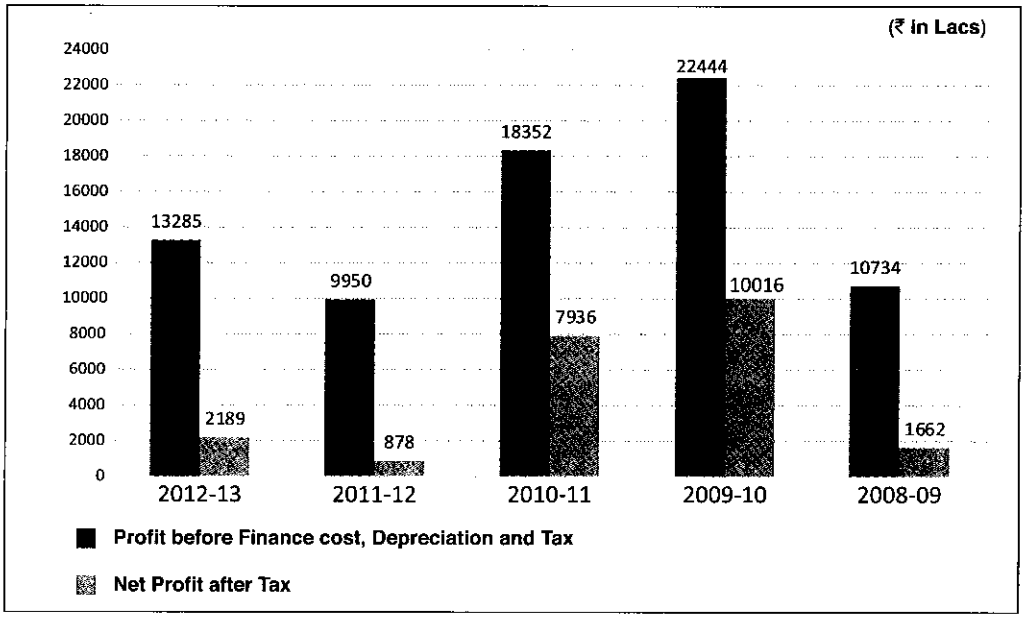
1.	Name of the Company	Century Enka Limited
2.	Annual financial statements for the year ended	31st March 2013
3.	Type of Audit observation	Un-qualified and no matter of emphasis
4.	Frequency of observation	Not applicable
5.	To be signed by-	
	• Whole Time Director	(G. M. Singhvi)
	• Executive President (Pune)	(D. B. Roonghta)
	• Auditor of the company	(Jeetendra Mirchandani) M. No. 48125 Partner Price Waterhouse Chartered Accountants Firm Regn.No. 301112E
	• Audit Committee Chairman	(S. K. Jain)

CENTURY ENKA LIMITED

47th Annual Report 2012-2013

Mr. B.K. Birla - Chairman

PROFIT



Forty Seventh Annual Report 2012-13

CENTURY ENKA LIMITED

BOARD OF DIRECTORS

Mr. B. K. Birla (Chairman)
Mr. R. A. Shah
Mr. B. S. Mehta
Mr. S. K. Jain
Mr. G. M. Singhvi (Whole-time Director)

SECRETARY

Mr. C. B. Gagrani

AUDITORS

Messrs. Price Waterhouse

SOLICITORS

Messrs. Crawford Bayley & Co.

BANKERS

Bank of Maharashtra
State Bank of India
Axis Bank
HDFC Bank
The Royal Bank of Scotland N.V.

HEAD OFFICE

'Bakhtawar', 7th Floor
Nariman Point
Mumbai-400 021.
Tel. No. 022-4321 5300 / 2202 7375
Fax No. 022-4321 5353 / 2287 3952

REGISTERED OFFICE

Century Arcade, 2nd Floor
Narangi Baug Road
Pune - 411 001.
Tel. No. 020-2616 6511
Fax No. 020-2616 6511

KOLKATA OFFICE

Birla Building, 8th Floor
9/1, R. N. Mukherjee Road,
Kolkata-700 001.
Tel. No. 033-2243 6003

FACTORIES

Bhosari, Pune-411 026
Tel. No. 020-66127300 / 27120423
Fax No. 020-27120113

Rajashree Polyfil
Rajashree Nagar, Post: Umalla-393120
Dist.: Bharuch
Tel. No. 02640-308555
Fax No. 02640-308510

Raigad Processors
Plot No. C-61, Part-A, MIDC Area,
Mahad-402 309, Dist.: Raigad
Tel. No. 02145-232136
Fax No. 02145-232142

Konkan Synthetic Fibres
Plot No. C-61, Part-B, MIDC Area
Mahad-402 309, Dist.: Raigad
Tel. No. 02145-232138
Fax No. 02145-232360

SHARE TRANSFER AGENT

LINK INTIME INDIA PRIVATE LIMITED
C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai-400 078
Tel. No.: 022-2594 6970; Fax No.: 022-2594 6969

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NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the 47th Annual General Meeting of the Shareholders of CENTURY ENKA LIMITED will be held at Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411 002 on Saturday, the 13th July, 2013 at 12.30 P.M. to transact the following business:

ORDINARY BUSINESS

1. To consider the Report of the Auditors and Directors and to receive, consider and adopt the Audited Statements of Accounts for the year ended 31st March, 2013.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. R. A. Shah who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. B. S. Mehta who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS

6. To consider and, if thought fit, to pass with or without modification the following resolution:

AS SPECIAL RESOLUTION

"RESOLVED THAT subject to the provisions of Section 309 of the Companies Act, 1956 and Article 105 of the Articles of Association of the Company and within the limits stipulated in Section 309(4) of the Companies Act, 1956 (including any statutory modification, amendment, substitution or re-enactment thereof for the time being in force), the Company be and is hereby authorised to pay remuneration by way of commission to its Directors (including Alternate Directors), resident in India, other than the Directors in the whole-time employment of the Company in respect of each of the five financial years commencing from the 1st April, 2013 subject to an overall ceiling of 1% of the net profits of the Company for that financial year computed in accordance with the provisions of Section 198 of the Companies Act, 1956 or ₹ 20 lacs (Rupees twenty lacs only) in aggregate, whichever is lower."

"RESOLVED FURTHER THAT the Board of Directors may, at its discretion, decide the exact amount to be disbursed each financial year by way of commission within the limits prescribed above and its allocation amongst the eligible Directors."

7. To consider and, if thought fit, to pass with or without modification the following resolution:

AS SPECIAL RESOLUTION

"RESOLVED THAT pursuant to Articles 125 and 126 of the Articles of Association of the Company and provisions of Sections 198, 269, 309, 311, Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification, amendment, substitution or re-enactment thereof for the time being in force) and subject to such approvals as may be necessary, the Company hereby approves the re-appointment of Mr. G.M. Singhvi as Whole-time Director of the Company for a period of 3 (three) years with effect from 16th May, 2013, upon the terms and subject to the conditions as set out hereunder, with further liberty to the Board of Directors to alter and vary the said terms and conditions from time to time, in such manner as may be agreed upon between the Board of Directors and Mr. G.M. Singhvi in the best interests of the Company but subject to the provisions contained in Schedule XIII to the Companies Act, 1956, as amended from time to time:

(a) Salary:

(i) Basic Salary: ₹ 3,00,000/- per month.

(ii) Entertainment Allowance: ₹ 2,50,000/- per month, with the authority to the Board of Directors/ Chairman of the Board of Directors to grant such annual increments in basic salary (total basic salary not exceeding ₹ 4,50,000/- per month) and entertainment allowance (total entertainment allowance not exceeding ₹ 5,00,000/- per month) from time to time as it may deem appropriate.

(iii) House Rent Allowance @ 50% of basic salary.

(b) Perquisites / Amenities:

(i) Expenses on electricity and water will be borne / reimbursed by the Company.

(ii) Leave travel and medical expenses/allowances as per the Rules of the Company.

(iii) Leave on full pay and allowances as per the Rules of the Company.

(iv) Fees of the clubs subject to maximum of two clubs. This will not include admission or life membership fees.

(v) Personal Accident Insurance as per the Company's Policy as applicable to Senior Executives of the Company.

(vi) Company's contribution towards Provident Fund (12%) and Superannuation Fund (15%) as per the Rules applicable to Senior Executives of the Company.

(vii) Gratuity as per the Rules/Policies of the Company.

(viii) Ex-gratia as per the Rules/Policies of the Company not exceeding 15% of basic salary.

(ix) Performance Allowance as may be approved by the Board of Directors/Chairman of the Board of Directors not exceeding 50% of basic salary.

(x) A chauffeur driven car provided and maintained by the Company for use on the Company's business and personal use.

(xi) Telephone, telefax and other communication facilities at residence as applicable to Senior Executives of the Company."

Provided that where, in any financial year, the Company has no profit or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites as aforesaid to the Whole-time Director as and by way of minimum remuneration subject to the applicable provisions of Schedule XIII of the said Act.

"RESOLVED FURTHER THAT Mr. G. M. Singhvi shall have the powers and authorities to manage the affairs of the Company on a day-to-day basis subject to the superintendence, direction and control of the Board of Directors."

"RESOLVED FURTHER THAT the aforesaid appointment may be terminated by either party giving to the other three months notice in writing."

By Order of the Board

Place : Mumbai
Date : May 27, 2013

C.B. GAGRANI
Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.

2. The Register of Members and Share Transfer Register of the Company will remain closed from Tuesday, the 2nd July, 2013 to Tuesday, the 9th July, 2013 both days inclusive on account of Annual General Meeting and Dividend payment.

3. The payment of dividend, if declared at the said meeting, will be made to those shareholders whose names shall appear on the Company's Register of Members on 9th July, 2013 or to their nominees. In respect of shareholding in dematerialised form, dividend will be paid to the beneficial owners as per details to be furnished by the Depositories for the purpose. Dividend Warrants will be dispatched or credit will be given under National Electronic Clearing Services (NECS) / Electronic Clearing Services (ECS) as the case may be on or after 17th July, 2013.

4. Members desirous of getting any information about the accounts and operations of the Company are requested to address their query to the Secretary at the Registered Office well in advance so that the same may reach him at least 10 days before the date of the meeting to enable the Management to keep the required information readily available at the meeting.

5. (i) The unclaimed dividend upto financial years 1994-95 have been transferred to the General Revenue Account of the Central Government in terms of the provisions of Section 205A of the Companies Act, 1956. Those shareholders who have so far not claimed their dividend for the financial years upto 1994-95 may claim their dividend from the Registrar of Companies, Maharashtra, Pune by submitting an application in the prescribed form.

   (ii) Those members who have not encashed dividend warrant for the financial years 2005-06 to 2011-12 may return the time barred dividend warrant or write to the Company's Share Transfer Agent, M/s. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078 for issue of duplicate dividend warrant.

   (iii) Pursuant to the provisions of Section 205A of the Companies Act, 1956, as amended, dividend for the financial year 2005-06 and thereafter which remain unclaimed for a period of 7 (seven) years will be transferred to the Investor Education and Protection Fund (the Fund) constituted by the Central Government under Section 205C of the Companies Act, 1956. **Unclaimed Equity Dividend for the financial year 2005-06 will fall due for transfer to the said Fund on 1st August, 2013.**

   As regards unclaimed dividends for the financial years 1995-96 to 2004-05, the same have already been transferred to the Investor Education and Protection Fund.

   It may kindly be noted that once the unclaimed dividend is transferred to the abovesaid Fund of the Central Government, no claim shall lie in respect thereof.

6. Dividend in respect of shares held in dematerialized form shall be credited to the beneficial owner's bank account directly through NECS / ECS wherever NECS/ ECS facility is available subject to availability of bank account details / core banking account number and 9 digits code number. In case the said details have not been provided to the concerned Depository Participant or there is any change, the same may be intimated to the concerned Depository Participant immediately.

   Shareholders holding shares in physical form and desirous of availing NECS / ECS facility, should provide the bank details / core banking account number and 9 digits code number in NECS / ECS Mandate Proforma. Shareholders who have already given their Bank details to avail NECS / ECS facility should furnish the same only if there is any change.

   The NECS / ECS Mandate Proforma can be obtained from the Company's Share Transfer Agent, M/s. Link Intime India Private Limited at the address mentioned hereinbelow in Note 7 or can be downloaded from the Company's website www.centuryenka.com.

7. In terms of provisions of Section 109A of the Companies Act, 1956, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write to the Company's **Share Transfer Agent, M/s. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078** for nomination form quoting their folio

number. Shareholders holding shares in dematerialised form, should write to their Depository Participant for the purpose.

8. Members who are holding shares in identical order of names in more than one folio, are requested to write to the Company's Share Transfer Agent at the address mentioned hereinabove in Note 7 to consolidate their holding in one folio.

9. Members who are holding shares in physical form are requested to notify change in address, if any, to the Company's Share Transfer Agent at the address mentioned hereinabove in Note 7 quoting their folio number. Shareholders holding shares in dematerialized form, should intimate change of their address, if any, to their Depository Participant.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956:

Item No. 6

Attention of the Shareholders is drawn to the Special Resolution passed for payment of commission to Directors in the 42nd Annual General Meeting held on 28th June, 2008. Under the said resolution, commission to Directors (including Alternate Director) resident in India, other than the Directors in whole time employment of the Company was to be paid for each of the five financial years commenced from 1st April, 2008, subject to overall ceiling of 1% of the net profits of the Company computed in accordance with the provisions of Section 198 of the Companies Act, 1956 or ₹ 20 lacs (Rupees twenty lacs only) in aggregate whichever is lower for a financial year. The period of 5 financial years expired on 31st March, 2013.

There is a rapid change in Indian economy and business environment. Competition has increased. All the products of the Company compete with domestic and imported material. There is continuous threat of dumping of imported Nylon Tyre Cord Fabrics and Nylon Filament Yarn in the domestic market at a very cheap rate. There is over capacity in Polyester POY.

The Board Members of the Company comprises of outstanding professionals and the Company is being benefited by their expert advice/ guidance from time to time.

The Board, exercises appropriate control and provides strategic guidance to business of the Company. The Board has constituted various Committees of Directors, such as Audit Committee covering wide and varied functions of the Company including review of quarterly financial results with Statutory Auditors, review of internal audit reports and programme with Internal Auditors, effectiveness of internal control procedures and systems and their adequacy, risk management, follow-up of the outstanding issues and similar important issues. There are also Committees of Directors, such as, Shareholders/ Investors Grievance Committee, Share Transfer Committee and Remuneration Committee so that there is better compliance of corporate governance and monitoring of various functions by the Committees. Beside these, there are various compliance of SEBI/Stock Exchange Rules and Regulations, Code of Conducts, provisions of the Companies Act and other laws. All these activities need involvement and high degree of monitoring and supervisions by the Directors.

Section 309 of the Companies Act, 1956 permits payment of commission to Directors upto 1% of net profits of the Company computed in accordance with the provisions of Section 198 of the Companies Act, 1956. Within the permissible limit of 1% of net profits, the Board of Directors is seeking your consent for payment of commission not exceeding ₹ 20 lacs (Rupees twenty lacs only) per annum in the aggregate with discretion to the Board of Directors to decide the amount to be disbursed in each financial year and its allocation among the eligible Directors. Section 309(4)(b) of the Companies Act, 1956 and Article 105 permits payment of such commission, with the consent of the shareholders accorded by a Special Resolution.

The Board, therefore, recommend this item of accompanying notice for approval of the members as a Special Resolution.

All the Directors of the Company except Whole-time Director, may be considered as interested or concerned in the resolution.

Item No. 7

Mr. G. M. Singhvi was re-appointed as Whole-time Director of the Company for a period of three years with effect from 16th May, 2010 and his re-appointment was also approved by the shareholders in the 44th Annual General Meeting held on 2nd July, 2010.

Mr. G. M. Singhvi is re-appointed as Whole-time Director with effect from 16th May, 2013 by the Board of Directors in its meeting held on 15th May, 2013 subject to the approval of the shareholders of the Company in the ensuing Annual General Meeting.

Mr. G. M. Singhvi's experience and performance eminently qualifies him for re-appointment as a Whole-time Director who will have the powers and authorities to manage the affairs of the Company on a day-to-day basis subject to superintendence, direction and control of the Board of Directors.

Accordingly, the resolution in item no. 7 of the notice, for approving the re-appointment of Mr. G. M. Singhvi as a Whole-time Director of the Company upon the terms and conditions as set out in the resolution, is being proposed for consideration of the shareholders. The said terms and conditions may be altered/changed by the Board of Directors in conformity with the Companies Act, 1956 (including any statutory modification, amendment, substitution or re-enactment thereof).

This explanatory statement together with the accompanied notice be treated as an abstract as required under Section 302 of the Companies Act, 1956 to be circulated to the members for the item no. 7.

The Board, therefore, commend item no.7 of the accompanying notice for approval of the shareholders.

None of the Directors, except Mr. G. M. Singhvi, is interested or concerned with the resolution.

DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2013

Dear Shareholders,

Your Directors present the 47th Annual Report and Audited Statements of Accounts of the Company for the year ended 31st March, 2013.

The overall performance of the current year was satisfactory due to efficient management of energy cost, suspension of unviable operations and general improvement in operational efficiency.

FINANCIAL RESULTS

(₹ / Lacs)

	This Year	Previous Year
Net Sales / Income from Operations (Less Excise Duty)	155217	164951
Profit before Depreciation, Finance Cost, Exceptional Items and Tax	14788	9950
Add / (Less) :		
Depreciation	(7191)	(6743)
Finance Cost	(2946)	(3172)
Exceptional Items	(1503)	-
Taxation (Net)	(959)	843
Net Profit	2189	878
Add : Balance brought forward from previous year	22921	23401
Profit available for appropriation	25110	24279
Less : Dividend	1311	1093
Tax on Dividend	233	177
General Reserve	220	88
Balance carried forward to next year	23346	22921

DIVIDEND

We recommend a dividend at the rate of 60% (i.e. ₹ 6/- per Equity Share of ₹ 10/- each) for the year ended 31st March, 2013 (Previous year at the rate of 50% i.e. ₹ 5/- per Equity Share of ₹ 10/- each).

COURSE OF BUSINESS AND OUTLOOK

The Management's Discussion and Analysis Report, as required under Corporate Governance, is forming a part of this report and gives a reflection of the current state of business. It also deals with opportunities, challenges and the outlook of the Company.

In May 2012, your Company suspended unviable manufacturing operations at Mahad site. The Company has conducted a feasibility study and has now reached to the conclusion that present manufacturing operations at Mahad site cannot be made viable mainly due to high energy and other utility costs. Apart from this, high transportation cost, being away from market place and raw material sourcing centre vis-à-vis competitors who are mostly located around Surat and Silvassa. In view of the above, it is decided to close the operations at Mahad site.

Your Company, in view of falling margins in Polyester POY, is restructuring its Polyester operations at Bharuch site to create dual facilities to manufacture Polyester POY as well Nylon Filament Yarn and of different types of lustres.

Your Company continues its focus on cost control, inventory management and productivity enhancement to improve margins.

EXPANSION & MODERNISATION

Your Company proposes to expand dipping facility of 15000 MT per annum Nylon Tyre Cord Fabric (NTCF) at Bharuch site to meet the increasing demand of dipped NTCF from tyre companies. In addition to that, the Company is also adding some balancing equipment to carry out debottlenecking of NTCF capacity. The total investment in dipping and debottlenecking is expected to be about ₹ 50 crores.

HUMAN RESOURCE DEVELOPMENT AND ENVIRONMENT

The report on Management's Discussion and Analysis includes observations on human resource development and environment. It is your Company's belief to cultivate competitive capability both functional and behavioural of its human resources and to facilitate that, your Company regularly organized training programmes.

Your Company's industrial relations continued to be harmonious during the year under review.

Your Directors would like to place on record their appreciation for the efforts undertaken by the employees to control cost and improve productivity.

Considerable emphasis is given by your Company on preservation of environment and to combat for and support ecology, plantations have been carried out in and around the surrounding area of the Company's plants.

All Plant sites of the Company are environment regulations compliant.

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

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are set out in a separate statement attached hereto and forming part of the report.

CORPORATE GOVERNANCE

Your Company reaffirms its commitment to Corporate Governance and is fully compliant with the conditions of Corporate Governance stipulated in Clause 49 of the Listing Agreement with Stock Exchanges. A separate section on compliance with the conditions of Corporate Governance and a Certificate from the firm of practicing Company Secretaries dated 15th May, 2013 in this regard is annexed hereto and forms a part of the Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of Section 217(2AA) of the Companies Act, 1956 and on the basis of explanation and compliance certificate given by the executives of the Company, and subject to disclosures in the Annual Accounts and also on the basis of discussions with the Statutory Auditors of the Company from time to time, we state as under :

(i) that in the preparation of the annual accounts, the applicable accounting standards had been followed;

(ii) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

(iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

(iv) that the directors had prepared the annual accounts on a going concern basis.

DIRECTORS

Mr. G. M. Singhvi, Whole-time Director of your Company whose tenure of 3 (three) years comes to end on 15th May, 2013 has been reappointed by the Board of Directors in its Meeting held on that date for a period of 3 (three) years, commencing from 16th May, 2013 subject to approval of the shareholders of the Company at the forthcoming Annual General Meeting.

In accordance with Articles of Association of the Company, Mr. R. A. Shah and Mr. B. S. Mehta, Directors of the Company will retire by rotation and being eligible, offer themselves for re-appointment.

AUDITORS

Messrs. Price Waterhouse, the Auditors of the Company will retire from the office of the Auditors and being eligible offer themselves for re-appointment. Their remuneration for the current year is to be fixed by you.

COST AUDITORS

The Cost Audit Reports for the products Polyester and Nylon for the financial year ended 31st March, 2012 signed by M/s. N.I. Mehta & Co., Cost Auditors were due for filing on or before 31st January, 2013 and the same were filed with Ministry of Corporate Affairs on 31st January, 2013.

Your Company has also appointed M/s. N.I. Mehta & Co., Cost Auditors for conducting the cost account records for the products Polyester and Nylon for the financial year ended 31st March, 2013.

PARTICULARS OF EMPLOYEES

Pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended, the names and other particulars of employees are 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 members of the Company. Any member, who is interested in obtaining such particulars about employees may write to the Company Secretary at the Registered Office of the Company.

For and on behalf of the Board of Directors

B. K. BIRLA
G. M. SINGHVI
(Directors)

Place : Mumbai
Date : May 15, 2013

ANNEXURE TO THE DIRECTORS' REPORT

(Additional information given in terms of Notification 1029 of 31.12.1988 issued by the Department of Company affairs)

(A) CONSERVATION OF ENERGY

The Company is engaged in the continuous process of energy conservation through improved operational and maintenance practices :

a) Energy Conservation measures taken :

1. Modification of dryer vacuum systems and reduction of steam consumption.
2. Installation of latest technology energy efficient cablers.
3. Optimisation of compressors for low pressure application.
4. Optimisation of air consumption for chips blowing for transportation.
5. Optimisation of air consumption in air jet looms.
6. Installation of partitions in after treatment area.
7. Optimisation of air handling units by modification in ducting system, changing pulley size and coil replacement.
8. Optimisation in process conditions by reduction in air flow and temperature.
9. Stoppages of exhaust fans wherever not required.
10. Rationalisation of timers of lighting circuits in the entire plant.
11. Optimisation of steam flow for the process.
12. Stoppage of steam valves in the process during cooling cycle.
13. Revamping of hot insulations of steam lines in the plant.
14. Optimisation in power by relocating PTA unloading location to Poly area.

b) Additional Investment and Proposals, if any, being implemented / under study for conservation of energy.

1. Replacement of winder cooling fans with PVA fans.
2. Utilisation of process heat to generate chilled water through vapor absorption chiller.
3. Relocation of after treatment machines to reduce energy for hall conditioning.
4. Optimisation of steam consumption in spinning and conversion area.

c) Impact of Measures at (a) and (b) above for reduction of energy consumption and on the cost of production of goods :

The above measures have resulted in :

1. Reduction in consumption of electricity and fuel oils with consequent reduction in cost of production.
2. Reduction in steam consumption.

d) Total energy consumption and energy consumption per unit of production as per prescribed Form - A given hereafter.

(B) TECHNOLOGY ABSORPTION

Efforts made in Technology absorption as per Form - B

a) Research & Development (R & D)

(i) Specific areas in which R & D is carried out by the company :

1. Productivity enhancement of spinning winding machines.
2. Development of new products.
3. Modifications in spinning machines to improve quality of the products.
4. Replacement of catalyst for improvement in polymer quality.
5. Installation of PLC/SCADA system for old spinning machines.
6. Modification of draw warper heating system.
7. Modification in quenching system for POY plant.
8. Use of indigenous solvent for preparation of spin finish oil.

(ii) Benefits derived as a result of the above R & D :

1. Reduction in operating and maintenance cost.
2. Improvement in quality, customer satisfaction and enlargement of market base.
3. Import substitution.

(iii) Future Plan of Action :

1. Modification in spinning machines for conversion from Polyester to Nylon Yarn.
2. Upgradation of draw warper to enhance productivity.

(iv) Expenditure on R & D :

(₹ / Lacs)

		2012-13	2011-12
1.	Capital	(See Note Below)	
2.	Recurring	**223**	206
3.	Total	**223**	206
4.	Total R & D expenditure as a percentage of total income from operation (Net)	**0.14%**	0.12%

Note: The Company has spent ₹ 36 Lacs (Previous year ₹ 80 Lacs) and shown as normal Capital Expenditure, although it is also used for R & D activities.

b) Technology Absorption, Adaptation & Innovation

(i) Efforts in brief, made towards technology absorption, adaptation & innovation :

1. Technology upgrading of vacuum system of dryers.

(ii) Benefits derived as a result of above efforts :

1. Improvement in operating performance.

(iii) Future Plan of Action :

1. Use of solar energy.
2. Development of speciality products.

(iv) Information regarding imported technology :

[Imported during the last 5 years (from the beginning of the financial year)]

1. Technology Imported : NIL
2. Year of Import : Not applicable
3. Has the technology been fully absorbed : Not applicable

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

1. Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans:

   The company continuously explores the export market for its various products. The company exported POY to Germany and Polymer using recycled waste to USA.

   During the year export realisation was worth ₹ 845 Lacs (previous year ₹ 916 Lacs). The Company has also made Nylon Filament Yarn sale to domestic 100% EOU and SEZ units worth ₹ 57 Lacs during the year (previous year ₹ 225 Lacs).

2. Total foreign exchange used and earned is contained in Note 42(c), (d), (e) and (f) to the Financial Statements.

(PURSUANT TO SECTION 217 (1) (e) OF THE COMPANIES ACT, 1956)
FORM - A (SEE RULE 2)
FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

	Current Year 2012-13	Previous Year 2011-12
A. POWER AND FUEL CONSUMPTION		
POWER		
1. ELECTRICITY		
(a) Purchased		
Units (KWH)	100757194	113764925
Total Amount (₹ in Lacs)	5784.78	7243.48
Rate per Unit (₹)	5.74	6.37
(b) Own Generation Through Co-Generation Power Plants		
(i) Furnace Oil Based		
Units (KWH)	11581104	41372948
Units per Litre of fuel oil	4.35	4.21
Cost per unit (₹)	9.65	8.67
(ii) Natural Gas Based		
Units (KWH)	73899368	61348460
Units per SCM of Natural Gas	4.23	4.21
Cost per unit (₹)	7.41	6.68
2. FUEL CONSUMPTION (For Own generation- Electricity)		
(i) Furnace Oil		
Quantity (Kgs)	2661916	9832106
Total Amount (₹ in Lacs)	1117.68	3589.06
Rate/Unit (₹)	41.99	36.50
(ii) Natural Gas Consumption		
Quantity (SCM)	17486095	14561836
Total Amount (₹ in Lacs)	5472.69	4099.35
Rate/Unit (₹)	31.30	28.15
3. STEAM		
Steam Generation		
(i) Own Generation Through Boiler		
Units (Ton)	18717	53165
Units per Ton of fuel	13.07	14.08
Cost per unit (₹)	3179	2618
(ii) Own Generation Through Waste Heat recovery from Co-Generation Power Plants		
Units (Ton)	58558	58727
(iii) Purchased		
Units (Ton)	66445	62355
Total Amount (₹ in Lacs)	1186.19	1032.28
Cost per unit (₹)	1785	1655
4. FURNACE OIL CONSUMPTION (For Steam)		
Quantity (Kgs)	1432538	3775557
Total Amount (₹ in Lacs)	594.99	1392.09
Rate/Unit (₹)	41.53	36.87
5. OTHER FUEL (Used for process heating)		
(i) Furnace Oil		
Quantity (Kgs)	5228702	5387353
Total Amount (₹ in Lacs)	2161.16	1986.64
Rate/Unit (₹)	41.33	36.88
(ii) Heat Purchase		
Units (K.Cal in Lacs)	154571	180002
Total Amount (₹ in Lacs)	475.10	452.11
Cost per unit (₹)	307.37	251.17
B. ENERGY CONSUMPTION PER UNIT OF PRODUCTION		
PRODUCTS (With Details) UNIT		
1. ELECTRICITY (Kwh/Ton of Product)		
(a) Synthetic Textile Yarns	1639	1844
(b) Industrial Yarn / Fabric	3090	3387
2. STEAM (Tons / Ton of Product)		
(a) Synthetic Textile Yarns	1.3	1.8
(b) Industrial Yarn / Fabric	2.2	2.2

MANAGEMENT'S DISCUSSION AND ANALYSIS

1. OVERALL REVIEW

In the previous year, while analysing and discussing the performance of the Company and the Industry in general, the Management anticipated certain threats and challenges like, over capacity in Polyester POY, heavy imports of Nylon Filament Yarn / fabrics and higher fuel oil and gas prices. In the year under review, as expected, it happened and remained throughout the year and impacted the performance of the Company. The Company, proactively reviewed the emerging adverse market scenario, and as a part of risk management, suspended operations at Mahad site in the month of May 2012. To further reduce the adverse impact of these factors, the Company curtailed production of Nylon Filament Yarn (NFY) at Pune and Polyester POY at Bharuch. Coordinated corrective measures have helped the Company. Nylon Tyre Cord Fabric (NTCF) capacity including dipping, was fully utilized at Bharuch Plant. Overall, the performance was satisfactory due to purchase of power under open market operation resulting in reduced energy cost and general improvement in operational efficiency.

2. INDUSTRY STRUCTURE, DEVELOPMENT, THREATS & OPPORTUNITIES

The Company produces Polyester POY, NFY and NTCF which fall within the broad industry category of Synthetic Fibre. The major input cost of this industry is comprising of petroleum based products, fuel oil and gas. It accounts for about 80% to 85% of the total manufacturing cost.

The long term growth and development of this industry is fairly secured because of low base per capita consumption of textile fabric and tyres in India as compared to developed countries. In a growing economy with high population, it gets additional support. In the short term, volatility in crude oil prices may impact the growth of the industry.

The profit margins of the industry eroded in last two years mainly due to addition of large capacity of Polyester POY and import of NFY. Substantial import duty concessions, under FTAs signed by the Government of India with ASEAN member countries has become the bane of the industry and emerged as a major threat for the Synthetic Fibre Industry including NTCF. The anti dumping duty on NTCF on imports from China / Belarus is expiring in March 2014, which, if not extended will be a major threat to NTCF.

3. COMPANY OUTLOOK

Demand of NTCF is sustained and both the plants at Bharuch and Pune are operating at full capacities, however duty concessions under FTAs and renewal of anti dumping duty on NTCF will be critical to the survival of NTCF. Margins are under pressure because of surplus capacity in Polyester POY and higher import of NFY. Energy is a major cost component. As a risk managing measure, the Company is pursuing with Maharashtra State Electricity Distribution Company Limited to allow the Company to purchase power under open market operation for it's Pune plant. The neighbouring State of Gujarat, where company's another plant is located, offers such a facility.

Introduction of Value Added Tax (VAT) @ 5% on NTCF in Maharashtra and increase in Local Body Tax (LBT) @ 2.4% on all inputs including the main raw material as compared to Octroi rate of 1.55% for Pune plant will severely affect profit margin.

The outlook in near term as well as long term remains cautiously positive.

4. RISK MANAGEMENT

The Management reaffirms that the Company has in place a process to identify risk and take remedial action that can mitigate the risk. The Company continues to follow a policy of hedging currency exposure. This has helped in managing finance cost better.

In the year under review, the Company has been able to contain the increasing risk of energy cost by purchase of power under open market operation. The competition among various players of the industry has increased substantially due to over capacity in Polyester POY. The Company is restructuring its Polyester operations at Bharuch site to create dual facilities to manufacture Polyester POY and NFY and of different types of lustres to improve margins. As regards increased demand of dipped NTCF from tyre companies, the Company is proposing to expand dipped NTCF facility at Bharuch site.

The Board of Directors is apprised of the developments in Risk Management in periodical meetings where the quarterly results are approved.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Management reaffirms that internal control systems and procedures in the Company are commensurate with nature and size of its business and are regularly reviewed and updated by incorporating changes in regulatory provisions to ensure that not only the assets of the Company are safeguarded and protected against any loss, but all the transactions are properly accounted and that they meet the test of legal compliance.

Apart from regular review and monitoring the internal control systems and procedures by the Company's Internal Control Department, two independent Chartered Accountants firms have been appointed to conduct the internal audit of the Company's operations. This provides reasonable assurance to the effectiveness of the internal control systems and procedures and reliability of financial reporting.

6. INFORMATION TECHNOLOGY

The Company is of the firm belief that Information Technology (IT) is a key enabler for employee productivity and business efficiency. Every business function of the

Company is well supported by a customised Enterprise Resource Planning (ERP) system to carry out its business processes and to take care of all transaction processing needs.

IT systems are developed to deliver long term commercial benefits and allow the organisation to respond rapidly to both market and customer needs.

Integrating systems with the key customers has enabled the Company to track enquiries and monitor sales, leading to better customer service.

Organisation has established and implemented IT security processes which provides reasonable and acceptable assurance that IT systems are performing as specified, that information is provided adequate protection, that data and software integrity is maintained, and that unplanned disruptions of processing will not seriously impact day to day business.

7. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Highlights (₹ / Lacs)

	2012-13	2011-12
Net Sales / Income from Operations	155217	164951
Profit Before Depreciation, Financial Cost, Exceptional Items and Tax	14788	9950
Depreciation	(7191)	(6743)
Finance Cost	(2946)	(3172)
Profit Before Exceptional Items and Tax	4651	35
Exceptional Items	(1503)	-
Profit Before Tax	3148	35
Taxation (Net)	(959)	843
Net Profit	2189	878
Earnings Per Share (in ₹)	10.02	4.02
Cash Earnings Per Share (in ₹)	42.93	34.88

Sales:

Sales were lower mainly on account of suspension of manufacturing operations at Mahad site and partial production cut of NFY and Polyester POY. This is partly compensated by increased sale of NTCF.

Profit before depreciation, finance cost, exceptional items and tax:

Profit was higher as compared to last year due to suspension of unviable operations at Mahad site, purchase of power at Bharuch site under open market operation and general improvement in operational efficiency.

Exceptional Items:

Comprise expenses for suspension of unviable operations of both the factories at Mahad site, retrenchment compensation to all workmen at both the factories and compensation to certain category of employees at Pune site for accepting voluntary retirement.

8. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company recognises human resource as the most valued strategic capital that contributes to the business success of the organisation. The Company, as a part of continuous learning and development process, exposes its employees to important technical, safety and behavioural interventions to improve productivity and competency. The industrial relations at Pune and Bharuch sites are cordial. During the year, the Company had suspended its uneconomical operations at Mahad site and paid terminal compensation to its employees. The Company, to rationalize its operations, also offered Voluntary Retirement to its employees at Pune site.

The strength of permanent employees as on 31st March, 2013 was 1496 Nos. (as on 31st March 2012 : 1587 Nos.).

9. SAFETY, HEALTH AND ENVIRONMENT

As a matter of policy, the Company provides safe and healthy working condition to its employees. The Company imparts regular training to its employees to inculcate safe working practices and provides personal protection equipment. During the year, Bharuch site of the Company received a Certificate of Honour from Gujarat Safety Council for achieving 3.2 million hours as the longest 'accident free' and Runner-up 'Rotating Shield' for achieving lowest 'disabling injury index' for the year 2011.

The Company is working actively on conservation of energy, water, use of renewable energy and waste management. A part of steam requirement is met by use of bagasse and briquettes.

All the plants of the Company are fully compliant with environment regulations.

10. CORPORATE SOCIAL SERVICE

The Company is committed to its corporate social responsibility and undertakes programmes that are sustainable, have meaningful impact and relevant to local needs. Towards this objective, the Company has undertaken a range of activities in respect of health care and education to improve living conditions of the people in the neighbourhood of its factories.

11. CAUTIONARY STATEMENT

The report contains forward looking statements describing expectations, estimates, plans or words with similar meaning. The Company's actual results may differ from those projected, important factors that could make the difference to the Company operations include prices of raw material, energy and finished goods, changes in government regulations, economic developments globally and within India and labour negotiations. The Company cannot guarantee that the assumptions and estimates in the 'forward looking statements' are accurate or will be realized.

CORPORATE GOVERNANCE REPORT

Company's Philosophy on Corporate Governance

Good Governance is an integral part of the Company's business practices based on the philosophy of Trusteeship. The core value of the Company's business practices are derived from the four pillars of Trusteeship, i.e. **transparency**, adequate **disclosure, fairness** to all and **independent monitoring and supervision**. The strong internal control systems and procedures, risk assessment and mitigation procedures and code of conduct for observance by the Company's directors and employees are conducive in achieving good Corporate Governance practices in the Company.

A detailed disclosures on the Board of Directors, Shareholders and Stock Performance are given herebelow :

1. **Board of Directors**

The Board currently comprises of five Directors out of which four Directors are Non-Executive Directors and one Director is Whole-time Director who is responsible for the day-to-day management of the Company subject to the supervision, direction and control of the Board of Directors. The Company has a Non-Executive Chairman and out of four Non-Executive Directors, three are Independent Directors comprises more than half the total strength of the Board. The Non-Executive Directors are eminent and experienced persons in their respective fields of industry, finance and law.

Directorship held by Directors of Century Enka Limited :

Name of the Director	Executive/Non-Executive/ Independent/Promoter	No. of shares held in the Company	No. of outside Directorship in Public Limited Companies *	Membership held in Committee of Directors #	Chairmanship held in Committee of Directors #
Mr. B. K. Birla	Non-Executive & Promoter	22,360	4	-	-
Mr. R. A. Shah	Non-Executive & Independent	250	14	8	4
Mr. B. S. Mehta	Non-Executive & Independent	8,540	14	9	5
Mr. S. K. Jain	Non-Executive & Independent	125	-	-	-
Mr. G. M. Singhvi	Executive-Whole-time Director	-	-	-	-

* This excludes directorship held in Private Companies, Foreign Companies, Companies formed under section 25 of the Companies Act, 1956, directorship held as an alternate director and in Century Enka Limited.

\# Membership/Chairmanship in Committee of Directors include Audit Committee and Shareholders / Investors Grievance Committee of Directors only. This does not include Membership/Chairmanship in Committee of Directors of Century Enka Limited.

2. **Number of Board Meetings and Attendance Record of Directors**

The Board meets at least once in a quarter to consider amongst other business the performance of the Company and financial results. The particulars of Board Meetings held during 2012-13 as well as attendance of Directors at the Board Meetings and the last AGM are given herebelow :

Details of Board Meetings :

Number of Board Meetings held during 2012-13 : 7			
Sr.No.	Date of Board Meeting	Sr.No.	Date of Board Meeting
1	16.04.2012	5	31.10.2012
2	02.05.2012	6	17.12.2012
3	02.07.2012	7	30.01.2013
4	01.08.2012		

Attendance Record of Directors :

Name of the Director	Number of Board Meetings held	Number of Board Meetings Attended	Whether attended last AGM held on 02.07.2012
Mr. B. K. Birla	7	5	No
Mr. R. A. Shah	7	7	Yes
Mr. B. S. Mehta	7	7	Yes
Mr. S. K. Jain	7	7	Yes
Mr. G. M. Singhvi	7	7	Yes

3. Directors' Remuneration

(i) Non-Executive Directors:

The Directors of the Company excluding Whole-time Director have been paid sitting fee for attending meetings of the Board of Directors and Committees of Directors. The sitting fee for attending the meeting of the Board of Directors has been paid to each Director at the rate of ₹ 10,000/- per meeting. The sitting fee for attending meetings of Audit Committee of Directors and Remuneration Committee of Directors has been paid to each Director at the rate of ₹ 5,000/- per meeting and for attending the meeting of Shareholders/Investors Grievance Committee of Directors and Share Transfer Committee of Directors has been paid to each director at the rate of ₹ 2,500/- per meeting. Besides sitting fee, commission will be paid to each Director except Whole-time Director at ₹ 5 lacs for the financial year 2012-13. Criteria for payment of commission is based on the period. Payment of commission to directors is pursuant to a special resolution passed by the shareholders in the Annual General Meeting held on 28th June, 2008. It is not a policy of the Company to give loans and advances to its directors.

(ii) Whole-time Director:

Remuneration of Mr. G. M. Singhvi, Whole-time Director for the financial year 2012-13 comprises of Salary and Allowances ₹ 93.68 lacs, Perquisites ₹ 7.52 lacs and Contribution to Provident Fund ₹ 3.89 lacs & Superannuation Fund ₹ 4.86 lacs. Monetary value of perquisites is calculated in accordance with existing provision of the Income Tax Act. The above remuneration is exclusive of contribution to approved Gratuity Fund which are based on actuarial valuation done on an overall company basis. The employment is on contractual basis and subject to termination by either party giving to other party three months notice.

4. Directors' Interest in the Company

Sometime, the Company do enter into contracts with companies in which some of the Directors of the Company are interested as director or member. However, these contracts are in the ordinary course of the Company's business without giving any specific weightage to them. Directors regularly make full disclosures to the Board of Directors regarding the nature of their interest in the companies in which they are directors or members. Full particulars of contracts entered with companies in which directors are directly or indirectly concerned or interested are entered in the Register of Contracts maintained under section 301 of the Companies Act, 1956 and the same is placed in every Board Meeting for the noting of the Directors.

The Company does engage M/s. Crawford Bayley & Co., firm of Solicitors in which Mr. R. A. Shah is a Partner and Mr. S. K. Jain, an Advocate for legal advice. The services provided by them are purely of professional nature. The professional fees paid during the year to M/s.Crawford Bayley & Co. is not considered material enough to affect the independence of Mr. R. A. Shah. There was no professional engagement of Mr. S. K. Jain after his appointment as a Director.

In terms of Accounting Standard AS-18, details of related party transactions during the year have been set out under Note No. 41 to the Financial Statements. However, these are not having any potential conflict with the interest of the Company at large.

5. Audit Committee

The Board of Directors has constituted an Audit Committee of Directors to exercise powers and discharge functions as stipulated in section 292A of the Companies Act, 1956, Clause 49 of the Listing Agreements with Stock Exchanges and other relevant statutory / regulatory provisions. The Committee, in addition to other business reviews the quarterly (unaudited) financial results, annual accounts and cost audit reports before submitting to the Board of Directors. During the year 2012-13,

the committee met five times (i.e. on 02.05.2012, 01.08.2012, 31.10.2012, 17.12.2012 and 30.01.2013). The Audit Committee consists of three Directors and the attendance of each committee member is as under:

Name of Committee Member	No. of meetings held	No. of meetings attended
Mr. S. K. Jain (Chairman) Non-Executive and Independent Director	5	5
Mr. R. A. Shah (Member) Non-Executive and Independent Director	5	5
Mr. B. S. Mehta (Member) Non-Executive and Independent Director	5	5

Mr. B. S. Mehta is a Chartered Accountant by profession. The Company Secretary of the Company acts as the Secretary to the Committee.

Besides the Committee members, Whole-time Director, President, Executive President (Pune Plant), and partners/other representatives of the firms of Statutory Auditors, Cost Auditors and Internal Auditors were also present at the meetings to answer the queries raised by the Committee members.

6. Shareholders / Investors Grievance Committee

A Shareholders / Investors Grievance Committee has been constituted by the Board of Directors to monitor the redressal of the shareholders / investors grievances. The committee consists of two Directors and the attendance of each committee member is as under:

Name of the Committee Member	No. of meetings held	No. of meetings attended
Mr. S. K. Jain (Chairman) Non-Executive and Independent Director	2	2
Mr. G. M. Singhvi (Member) Executive and Non-Independent Director	2	2

The Committee reviews the status of complaints received from shareholders / investors and redressal thereof. A status report of shareholders complaints and redressal thereof is prepared and placed before the Shareholders / Investors Grievance Committee. The shareholders / investors can send shares / debentures related complaints, if any, to the e-mail Id investor@ centuryenka.com designated exclusively for the purpose.

7. Share Transfer Committee of Directors

A Share Transfer Committee of Directors has been constituted by the Board. The Board has also delegated the power of share transfer to officers of the Company. The delegated authorities attend to share transfer formalities at least thrice in a month. Transfer of shares are processed and registered within the stipulated time, provided all the documents are valid and complete in all respect. The Board of Directors has appointed the Company Secretary as Compliance Officer of the Company to monitor the share transfer process. Share transfers approved by the delegated authorities are placed before Share Transfer Committee for review and at the Board Meeting. As on 31.03.2013, no shares were pending for transfer for more than 15 days.

The committee consists of two Directors and the attendance of each committee member is as under:

Name of the Committee Member	No. of meetings held	No. of meetings attended
Mr. B. S. Mehta - (Chairman) Non-Executive and Independent Director	3	3
Mr. R. A. Shah (Member) Non-Executive and Independent Director	3	3

The Company has appointed M/s Link Intime India Pvt. Ltd. as its Registrar and Share Transfer Agent for both physical and demat segment of equity shares.

8. Remuneration Committee

A Remuneration Committee of Directors has been constituted for approving from time to time the remuneration payable to Whole-time Director and to discharge such functions as may be specified under the law or by the Board of Directors. The Remuneration Committee consists of three Directors and the attendance of each committee member is as under:

Name of Committee Member	No. of meeting held	No. of meeting attended
Mr. R. A. Shah (Chairman) Non-Executive and Independent Director	1	1
Mr. B. S. Mehta (Member) Non-Executive and Independent Director	1	1
Mr. S. K. Jain (Member) Non-Executive and Independent Director	1	1

9. General Body Meeting

i) Information about last three Annual General Meetings:

Year	Date	Time	Location
2010	02.07.2010	10:30 AM	Kala Kunj, 48, Shakespeare Sarani, Kolkata-700017
2011	01.07.2011	11:30 AM	Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411002.
2012	02.07.2012	12:30 PM	Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411002.

ii) There was no special resolution passed in the 44th Annual General Meeting held on 02.07.2010.

iii) There was no special resolution passed in the 45th Annual General Meeting held on 01.07.2011.

iv) In the 46th Annual General Meeting held on 02.07.2012 one special resolution was passed for approval of payment of remuneration to Mr. G. M. Singhvi, Whole-time Director for the financial year 2011-12.

10. Any Non-compliance, Penalties or Strictures Imposed

There has been no non-compliance by the Company nor any penalties or strictures imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority on any matter related to capital market in the last three years.

11. Means of Communication

The unaudited financial results of the Company for each quarter is placed before the Board of Directors within stipulated time. The quarterly financial results of the Company are published in Business Standard (all edition) & Loksatta (Pune edition). Financial results and other useful information on the Company are also available on the Company's website www.centuryenka.com.

The Company has not made any presentation to institutional investors or analysts.

12. Management's Discussion and Analysis Report forms a part of the Annual Report

13. Shareholders Information

Annual General Meeting

Day and Date : Saturday, the 13th July, 2013 Time : 12.30 P.M.

Venue : Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411 002.

Financial Calendar

Financial reporting for the quarter ending 30th June, 2013	: On or before 14th August, 2013
Financial reporting for the quarter ending 30th September, 2013	: On or before 14th November, 2013
Financial reporting for the quarter ending 31st December, 2013	: On or before 14th February, 2014
Financial reporting for the quarter ending 31st March, 2014	: On or before 30th May, 2014

Book Closure : The Register of Members and Share Transfer Register will remain closed from Tuesday, the 2nd July, 2013 to Tuesday, the 9th July, 2013 (both days inclusive) on account of AGM and Dividend Payment.

Dividend Payment Date : On or after 17th July, 2013

Registered Office : Century Arcade, 2nd Floor,
Narangi Baug Road, Pune - 411 001.
Tel. No. (020) 2616 6511 Fax No. (020) 2616 6511
E-mail : investor@centuryenka.com

Company's Website : www.centuryenka.com

Registrar & Transfer Agents : Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
L. B. S. Marg, Bhandup (West)
Mumbai - 400 078.
Tel. : 022-25946970 Fax : 022-25946969
E-mail : rnt.helpdesk@linkintime.co.in

Listing at Stock Exchanges : The Company's Equity Shares are listed at the following Stock Exchanges :

i) The Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001.

ii) The National Stock Exchange of India Ltd., "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), Mumbai - 400051.

The Annual Listing Fees for the year 2013-14 have been paid.

Stock Code : Bombay Stock Exchange : 500280
National Stock Exchange : CENTENKA

ISIN allotted to Equity Shares : INE485A01015.

Stock Market Data

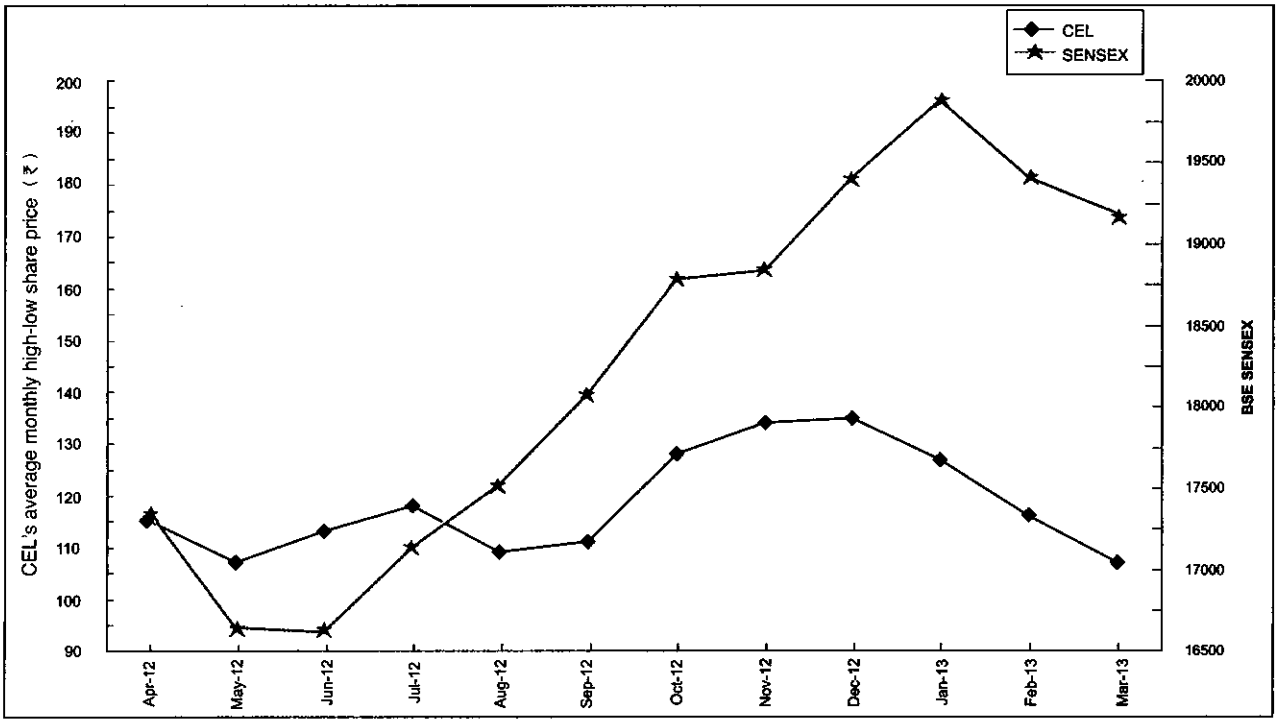
Monthly high and low prices of equity shares of the Company quoted at Bombay Stock Exchange and National Stock Exchange during the year 2012-13 :

(Amount in ₹)*

Month	Bombay Stock Exchange		National Stock Exchange	
	High	Low	High	Low
April, 2012	121	108	121	109
May	114	100	114	103
June	120	105	118	105
July	126	110	127	109
August	115	104	115	105
September	120	102	120	105
October	142	115	142	117
November	144	123	145	123
December	144	127	144	127
January, 2013	138	117	137	117
February	125	106	125	107
March	118	96	118	95

(*) Rounded-off to nearest Rupee

Stock Performance Index :



Status of Shareholders'/Investors' Complaints for the period 01.04.2012 to 31.03.2013

Nature of complaint	No. of complaints received	No. of complaints resolved	No. of pending complaints
Redemption of Debentures	3	3	-
Exchange of Share Certificates	3	3	-
Dividend	7	7	-
Other	4	4	-
Total	**17**	**17**	**-**

Distribution of Shareholding as on 31st March, 2013

No. of equity shares held	No. of shareholders	% of shareholders	No. of shares held	% of shareholding
1 to 10	14394	28.73	84497	0.39
11 to 50	19207	38.34	562477	2.57
51 to 100	5922	11.82	529770	2.42
101 to 500	7716	15.40	1898981	8.69
501 to 1000	1441	2.88	1103417	5.05
1001 to 5000	1155	2.31	2488477	11.39
5001 and above	259	0.52	15182970	69.49
Total	**50094**	**100.00**	**21850589**	**100.00**

Categories of Shareholding as on 31st March, 2013

Category	No. of shareholders	% of shareholders	No. of shares held	% of shareholding
Individuals	48532	96.87	9868513	45.16
Bodies Corporate	1090	2.18	7970394	36.48
Non Resident Bodies Corporate	3	0.01	1150000	5.26
FIIs	18	0.04	134146	0.61
NRIs/OCBs	353	0.70	543277	2.49
Mutual Funds	39	0.08	461190	2.11
Bank, Financial Institutions & Insurance Companies	59	0.12	1723069	7.89
Total	**50094**	**100.00**	**21850589**	**100.00**
Promoters	17	0.03	6858728	31.39
Non-Promoters	50077	99.97	14991861	68.61
Total	**50094**	**100.00**	**21850589**	**100.00**

Dematerialiation of Shares & Liquidity : 89.42% of Equity Shares have been dematerialised as on 31st March, 2013. Trading in Century Enka Limited shares is available in the dematerialized form.

Outstanding GDRs/ADRs/Warrants or any Convertible Instruments : The Company has not issued any GDRs/ADRs/Warrants or any Convertible Instruments.

Plant Location : Pune, Mahad and Rajashree Nagar (Bharuch)

Investor Correspondence : Link Intime India Pvt. Limited (Unit : Century Enka Limited)
C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West),
Mumbai - 400 078.
Tel. : 022-25946970 Fax : 022-25946969
E-mail : rnt.helpdesk@linkintime.co.in

14. Code of Conduct

The Company has always encouraged and supported ethical business practices in personal and corporate behaviour by its directors and employees. The Company has framed a specific Code of Conduct for the members of the Board of Directors and Senior Management personnel of the Company. In addition to that a special Code of Conduct for dealing in equity shares and other listed securities of the Company is also in place.

15. Non Mandatory Requirements

i) The Board

At present, there is no separate office in the Company for use of Chairman.
There is no policy in the Company for determining the tenure of independent directors.

ii) Shareholders Rights

Half yearly financial results including summary of the significant events are presently not being sent to shareholders of the Company.

iii) Audit qualifications

There is no audit qualification. Every endeavour is made to make the financial statements without qualification.

iv) Training of Board Members

Considering the nature and risk profile of the business of the Company vis-a-vis professional standing/business experience of the board members, they are eminently competent to discharge their duties.

v) Mechanism for evaluating Non-Executive Board Members

There is no policy framed for evaluation of non-executive Directors.

vi) Whistle Blower Policy:

The question of instituting a formal policy in this respect may be considered after deliberating all relevant aspects, including the general corporate practice in India and also elsewhere.

COMPANY SECRETARIES' CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENTS

To,
The Members of Century Enka Limited

We have examined the compliance of conditions of Corporate Governance by Century Enka Limited, for the year ended on 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with relevant Stock Exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement with relevant Stock Exchanges.

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 SANJAY SANGANI & CO.
Company Secretaries
SANJAY H. SANGANI
Proprietor
Membership No.: FCS 4090

Place : Mumbai
Date : May 15, 2013

DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF CONDUCT

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the Code of Conduct, framed pursuant to Clause 49 of the Listing Agreement with Stock Exchanges, in so far as it is applicable to them and there is no non-compliance thereof during the year ended 31st March, 2013.

Place : Mumbai
Date : May 15, 2013

G.M. SINGHVI
Whole-time Director

Important Communication

The Ministry of Corporate Affairs, vide its Circular No.18/2011 dated 29th April, 2011, clarify that as a measure of "Green initiative in Corporate Governance" it will be in compliance, if the Annual Report (i.e. documents listed in section 219(1) of the Companies Act,1956) is sent through e-mail. To support this green initiative, members holding shares in demat form are requested to provide their e-mail ID to the depository through their concerned depository participant and members holding shares in physical form are requested to provide e-mail ID to the Company's RTA, M/s.Link Intime India Pvt. Ltd. by filling the form available on the Company's website and also update the e-mail address as and when there is any change.

BRIEF RESUME OF PERSONS PROPOSED TO BE RE-APPOINTED AS DIRECTORS/WHOLE-TIME DIRECTOR OF THE COMPANY AT THE ANNUAL GENERAL MEETING

Name	Mr. R. A. Shah	Mr. B. S. Mehta	Mr. G. M. Singhvi
Age	81 Years	77 Years	71 Years
Nature of expertise	Solicitor & Advocate	Chartered Accountant	Corporate Management
Name of the companies in which also holds directorship	1. Abbott India Limited 2. ACC Limited 3. Asian Paints Limited 4. Atul Limited 5. BASF India Limited 6. Clariant Chemicals (India) Limited 7. Colgate-Palmolive (India) Limited 8. Deepak Fertilisers And Petrochemicals Corporation Limited 9. Godfrey Phillips India Limited 10. Lupin Limited *11. Modicare Limited 12. Pfizer Limited 13. Procter & Gamble Hygiene and Health Care Limited *14. RPG Life Sciences Limited *15. Schrader Duncan Limited 16. The Bombay Dyeing & Mfg. Co. Limited 17. Wockhardt Limited *18. Uhde India Pvt. Ltd 19. Jumbo World Holdings Limited (Foreign Company) 20. Bombay Chamber of Commerce & Industry 21. Indo German Chamber of Commerce 22. Society of Indian Law Firm ** Alternate Director*	1. Atul Limited 2. Bharat Bijlee Limited 3. Ceat Limited 4. Clariant Chemicals (India) Limited 5. Gillette India Limited 6. Housing Development Finance Corporation Limited 7. IL&FS Investment Managers Limited 8. J.B. Chemicals & Pharmaceuticals Limited 9. NSDL e-Governance Infrastructure Limited 10. Pidilite Industries Limited 11. Procter & Gamble Hygiene and Health Care Limited 12. Sasken Communication Technologies Limited 13. SBI Capital Markets Limited 14. Sudarshan Chemical Industries Limited *15. Uhde India Pvt. Limited 16. Jumbo World Holdings Limited (BVI) (Foreign Company) ** Alternate Director*	—
Name of the companies in the committees of which also holds membership/ chairmanship	1. Abbott India Limited 2. BASF India Limited 3. Clariant Chemicals (India) Limited 4. Colgate-Palmolive (India) Limited 5. Pfizer Limited 6. Procter & Gamble Hygiene and Health Care Limited 7. The Bombay Dyeing & Mfg. Co. Limited 8. Wockhardt Limited 9. Lupin Limited	1. Atul Limited 2. Gillette India Limited 3. Housing Development Finance Corporation Limited 4. J.B. Chemicals & Pharmaceuticals Limited 5. IL&FS Investment Managers Limited 6. Pidilite Industries Limited 7. Procter & Gamble Hygiene and Health Care Limited 8. Sasken Communication Technologies Limited 9. Sudarshan Chemical Industries Limited	—
Other activities	—	—	—
No. of shares held in the Company	250	8540	—

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CENTURY ENKA LIMITED

Report on the Financial Statements

1. We have audited the accompanying financial statements of Century Enka Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

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

   (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;

   (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and

   (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

7. As required by 'the Companies (Auditor's Report) Order, 2003', as amended by 'the Companies (Auditor's Report) (Amendment) Order, 2004', issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

8. As required by section 227(3) of the Act, we report that:

   (a) We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

   (c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this report are in agreement with the books of account;

   (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act;

   (e) On the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on march 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Jeetendra Mirchandani
Partner
Membership Number 48125

Place : Miami, USA
Date : May 15, 2013

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 7 of the Independent Auditors' Report of even date to the members of Century Enka Limited on the financial statements for the year ended March 31, 2013

1. a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.

   b) The fixed assets of the Company have been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.

   c) In our opinion, and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed of by the Company during the year.

2. a) The inventory has been physically verified by the Management during the year. In our opinion, the frequency of verification is reasonable.

   b) In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.

   c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.

3. The Company has not granted/taken any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 301 of the Act. Therefore, the provisions of Clause 4(iii) (b), (c), (d), (f) and (g) of the said Order are not applicable to the Company.

4. In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system.

5. a) According to the information and explanations given to us, we are of the opinion that the particulars of all contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.

   b) In our opinion, and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements and exceeding the value of Rupees Five Lakhs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.

6. 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 Act and the 'Companies (Acceptance of Deposits) Rules, 1975' 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 National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of the aforesaid deposits.

7. In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.

8. We have broadly reviewed the books of account maintained by the Company in respect of products where, pursuant to the rules made by the Central Government of India, the maintenance of cost records has been prescribed under clause (d) of sub-section (1) of Section 209 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

9. a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, investor education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty and other material statutory dues, as applicable, with the appropriate authorities.

   b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of wealth-tax and service-tax which have not been deposited on account of any dispute. The particulars of dues of income tax, sales tax, customs duty and excise duty as at March 31, 2013 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ / lacs)	Amount paid under protest (₹ / lacs)	Period to which the amount relates	Forum where the dispute is pending
The Income-tax Act, 1961	Income-tax, including interest	21	-	AY 1985-86	Calcutta High Court
		63	-	AY 1987-88	
		108	-	AY 2002-03	
		118	-	AY 2004-05	
		454	454	AY 2008-09	Income-tax Appellate Tribunal

Name of the statute	Nature of dues	Amount (₹ / lacs)	Amount paid under protest (₹ / lacs)	Period to which the amount relates	Forum where the dispute is pending
The Central Excise Act, 1944	Excise Duty, including interest and penalty as applicable	20	-	2000-01 and 2001-02	Customs, Excise and Service Tax Appellate Tribunal
		66	66	1993-94	
		248	-	2007-08 to 2010-11	Commissioner of Customs and Central Excise
The Customs Act, 1962	Customs Duty including interest and penalty, as applicable	182	68	1994-95, 2001-02 and 2006-07	Customs, Excise, and Service Tax Appellate Tribunal
The Gujarat Sales-tax Act, 1969	Sales-tax including interest and penalty, as applicable	361	-	2000-01	The Supreme Court of India
		74	-	2000-01	Joint Commissioner of Commercial Tax
		207	78	2000-01	
The Gujarat Value Added Tax Act, 2006	Sales-tax	24	-	2007-08	Commissioner of Commercial Taxes
The Maharashtra Value Added Tax Act	Value Added Tax	14	-	2012-13	Commissioner of Sales-tax

10. The Company has no accumulated losses as at the end of the financial year and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.

11. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.

12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore, the provisions of Clause 4(xii) of the Order are not applicable to the Company.

13. As the provisions of any special statute applicable to chit fund/ nidhi/ mutual benefit fund/ societies are not applicable to the Company, the provisions of Clause 4(xiii) of the Order are not applicable to the Company.

14. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of Clause 4(xiv) of the Order are not applicable to the Company.

15. In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year. Accordingly, the provisions of Clause 4(xv) of the Order are not applicable to the Company.

16. 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.

17. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment.

18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year. Accordingly, the provisions of Clause 4(xviii) of the Order are not applicable to the Company.

19. The Company has not issued any debentures during the year and does not have any debentures outstanding as at the beginning of the year and at the year end. Accordingly, the provisions of Clause 4(xix) of the Order are not applicable to the Company.

20. The Company has not raised any money by public issues during the year. Accordingly, the provisions of Clause 4(xx) of the Order are not applicable to the Company.

21. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Jeetendra Mirchandani
Partner
Membership Number 48125

Place : Miami, USA
Date : May 15, 2013

BALANCE SHEET
AS AT 31ST MARCH, 2013

	Note No.	31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	2	2185	2185
Reserves and Surplus	3	63198	62574
		65383	64759
NON - CURRENT LIABILITIES			
Long - Term Borrowings	4	6713	14502
Deferred Tax Liabilities (Net)	5	10298	10721
Other Long - Term Liabilities	6	379	377
Long - Term Provisions	7	870	770
		18260	26370
CURRENT LIABILITIES			
Short -Term Borrowings	8	12693	18270
Trade Payables	9	2483	7478
Other Current Liabilities	10	10299	3992
Short - Term Provisions	11	1834	1529
		27309	31269
TOTAL		110952	122398
ASSETS			
NON - CURRENT ASSETS			
Fixed Assets	12		
Tangible Assets		66991	70137
Capital Work- in-Progress		302	2066
		67293	72203
Non - Current Investments	13	319	319
Long - Term Loans and Advances	14	849	1278
Other Non - Current Assets	15	1	309
		68462	74109
CURRENT ASSETS			
Inventories	16	20730	24462
Trade Receivables	17	18990	16337
Cash and Bank Balances	18	485	421
Short - Term Loans and Advances	19	2708	6030
Other Current Assets	20	1577	1039
		42490	48289
TOTAL		110952	122398

The notes are an integral part of these financial statements.

This is the Balance Sheet referred to in our Report of even date.

For and on behalf of the Board of Directors

For PRICE WATERHOUSE
Firm Registration No. 301112E
Chartered Accountants

Place: Miami, USA
Date: May 15, 2013

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

C. B. GAGRANI
Secretary

Place: Mumbai
Date: May 15, 2013

B. K. BIRLA
G. M. SINGHVI
(Directors)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2013

	Note No.	2012-13 ₹ / Lacs	2011-12 ₹ / Lacs
REVENUE			
Revenue from operations (Net)	21	165217	164951
Other Income	22	1215	1823
TOTAL REVENUE		166432	166774
EXPENSES			
Cost of Materials consumed	23	104232	116382
Purchases of Stock-in-Trade		54	374
Change in inventories of Finished Goods, Stock-In-Process and Stock- in-Trade	24	4699	2085
Employee benefits expense	25	5862	5879
Power and Fuel		17543	20621
Finance costs	26	2946	3172
Depreciation and Amortization Expense [Net of Transfer from Revaluation Reserve ₹ 21 Lacs (Previous Year: ₹ 21 Lacs)]	12	7191	6743
Other expenses	27	9154	11483
TOTAL EXPENSES		151781	166739
PROFIT BEFORE EXCEPTIONAL ITEMS AND TAXATION		14651	35
Exceptional Items (Refer Note 39)		1503	-
PROFIT BEFORE TAXATION		3148	35
Tax Expense :			
- Current tax expense		(1742)	(268)
- Excess/(Short) Provision of Tax relating to Earlier Years		360	853
- Deferred tax		423	258
		(959)	843
NET PROFIT FOR THE YEAR		2189	878
BASIC / DILUTED EARNINGS PER SHARE (Nominal Value of ₹10 Per Share)		10.02	4.02

The notes are an integral part of these financial statements.

This is the Statement of Profit & Loss referred to in our Report of even date.

For and on behalf of the Board of Directors

For PRICE WATERHOUSE
Firm Registration No. 301112E
Chartered Accountants

Place: Miami, USA
Date: May 15, 2013

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

C. B. GAGRANI
Secretary

Place: Mumbai
Date: May 15, 2013

B. K. BIRLA
G. M. SINGHVI
(Directors)

CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2013

		2012-13 ₹ / Lacs	2011-12 ₹ / Lacs
A. CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit Before Tax		3148	35
Adjustment for:			
Depreciation		7191	6743
Finance cost		3946	3172
Interest Income		(311)	(832)
Dividend Income		(16)	(30)
Liabilities/Provisions no longer required written back		(96)	(549)
(Profit) / Loss on sale of Fixed Assets (Net)		(130)	(86)
Profit on sale of Investments		(7)	(15)
Operating Profit Before Working Capital Changes		12725	8438
Adjustment for:			
Other Long-Term Liabilities		2	10
Long-Term Provisions		76	97
Trade Payables		(4919)	3058
Other Current Liabilities		776	317
Short-Term Provisions		(137)	5
Long-Term Loans and Advances		7	415
Other Non-Current Assets		308	376
Inventories		3792	5777
Trade Receivables		(863)	(3220)
Short-Term Loans and Advances		2310	512
Other Current Assets		(499)	(208)
Other Bank Balances		7	19
Cash Generated From Operations		13794	15596
Direct taxes paid (net of refunds)		(722)	(1114)
Net Cash From Operating Activities	(A)	13072	14482
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Fixed Assets [including capitalised exchange loss of ₹ 3 Lacs (Previous year exchange loss of ₹ 31 Lacs)]		(2413)	(4882)
Sale of Fixed Assets		376	117
Interest received [Includes ₹ 591 Lacs (Previous Year ₹ Nil Lacs) received from Income Tax Department]		812	240
Profit on Sale of Investments		7	15
Dividend Received		16	30
Net Cash From Investing Activities	(B)	(1202)	(4480)
C. CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Long-Term Borrowings		600	2307
Proceeds from Short-Term Borrowings		6350	5330
Repayment of Long-Term Borrowings		(2491)	(3358)
Repayment of Short-Term Borrowings		(4259)	(4174)
Changes in Working Capital Loans (Net)		(9674)	(5547)
Interest paid		(2309)	(2533)
Equity Dividends paid (including Dividend Distribution Tax)		(1257)	(1643)
Exchange Loss on Foreign Currency Fluctuation (Net)		(600)	(762)
Unpaid Debentures and Interest thereon paid during the year		-	(152)
Net Cash From Financing Activities	(C)	(11739)	(10532)
D. NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(A)+(B)+(C)	71	(530)
Closing Balance of Cash and Cash Equivalents		368	297
Opening Balance of Cash and Cash Equivalents		297	827

Notes:

1. The above Cash Flow Statement has been prepared under the " Indirect Method " set out in Accounting Standard (AS) - 3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.
2. Figures in bracket indicate cash outflow.
3. Previous year comparatives have been reclassified to conform with current year's presentation, wherever applicable.
4. Cash and Cash equivalents comprises of:

	As on 31st March, 2013 ₹ / Lacs	As on 31st March, 2012 ₹ / Lacs
On hand [Including Cheques ₹ 279 Lacs (Previous Year ₹ 275 Lacs)]	280	277
With Banks		
In Current Accounts	62	4
In Deposit Accounts maturing within 3 montths	26	16
	368	297

This is the Cash Flow Statement referred to in our Report of even date.

For and on behalf of the Board of Directors

For PRICE WATERHOUSE
Firm Registration No. 301112E
Chartered Accountants

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

Place: Miami, USA
Date: May 15, 2013

C. B. GAGRANI
Secretary

Place: Mumbai
Date: May 15, 2013

B. K. BIRLA
G. M. SINGHVI
(Directors)

NOTES TO THE FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis, except for certain tangible assets which are being carried at revalued amounts. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and the relevant provisions of the Companies Act, 1956.

All the assets and liabilities have been classified as current or non-current as per Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. Based on the nature of the products and the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

(b) Revenue Recognition

Sale of goods: Sales are recognised when the substantial risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract and are recognised net of trade discounts, rebates, sales taxes and excise duties.

Other Income:

Interest: Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend: Dividend income is recognised when the right to receive dividend is established.

(c) Tangible Assets

1. Tangible Assets are stated at cost of acquisition or construction (net of Cenvat Credit / Value Added Tax) except in case of certain tangible assets which have been revalued, at its revalued amount, less accumulated depreciation and amortization. All costs relating to the acquisition and installation of tangible assets are capitalised and include borrowing costs directly attributable to construction or acquisition of tangible assets, upto the date the asset is put to use.
2. Machine spares which are specific to a particular item of tangible assets and whose use is expected to be irregular are capitalised.
3. Losses arising from the retirement of and gains or losses arising from disposal of tangible assets which are carried at cost are recognised in the Statement of Profit and Loss.

(d) Depreciation

1. Depreciation has been provided as under:

a) On Plant and Machinery commissioned upto 31st March,1997 (except revalued) and additions/ extensions thereto	- On Written Down Value Method at the rates prescribed in Schedule XIV to the Companies Act, 1956.
b) On Plant and Machinery commissioned after 31st March, 1997	- On Straight Line Method at the rates prescribed in Schedule XIV to the Companies Act, 1956, except Computers and Air Conditioners, for which the useful life has been assessed as 5 years and the residual values are considered at Nil.
c) On Revalued Assets	1. On Straight Line method at the rate considered applicable by the valuer as below: a) Leasehold Land amortized at the rate between 1% to 1.2% b) Building at the rate between 2% to 2.3% c) Plant and Machinery at the rate between 5% to 5.28% 2. The additional charge of depreciation on account of revaluation is withdrawn from Revaluation Reserve and Credited to the Statement of Profit and Loss.
d) On Buildings and Vehicles	- On Straight Line method at the rates applicable at the time of additions as per Schedule XIV of the Companies Act, 1956.
e) On Furniture, Fittings and Office Equipments	- On Straight Line Method with the useful life assessed as under : (i) Furniture and Fittings - 10 Years (ii) Office Equipments - 5 Years Further, the residual values are considered at Nil, for all these assets.

2. Leasehold land is amortized over the period of lease.
3. Except for items for which 100% depreciation rates are applicable, depreciation on assets added/disposed off during the year has been provided on prorata basis with reference to the month of addition/disposal.

(e) Foreign Currency Translations

All transactions in foreign currency, are recorded at the rates of exchange prevailing on the dates when the relevant transactions take place. Monetary assets and liabilities in foreign currency, outstanding at the close of the year, are converted in Indian currency at the

appropriate rates of exchange prevailing on the date of the Balance Sheet. Resultant gain or loss, except to the extent it relates to long-term monetary items, is recognised in the Statement of Profit and Loss for the year. Gain or loss relating to long-term foreign currency monetary items for financing acquisition of depreciable capital assets, is adjusted to the acquisition cost of such asset and depreciated over its remaining useful life.

At the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Forward Exchange Contracts:
The premium or discount arising at the inception of the forward exchange contracts entered into to hedge an existing asset / liability, is amortized as expense or income over the life of the contract. Exchange differences on such a contract is recognised in the statement of Profit and Loss in the reporting period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such a forward exchange contract are recognised as income or expense for the period.

Forward exchange contracts outstanding as at the year end on account of firm commitment / highly probable forecast transactions are marked to market and the losses, if any, are recognised in the Statement of Profit and Loss and gains are ignored in accordance with the announcement of the Institute of Chartered Accountants of India on 'Accounting for Derivatives'.

(f) Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of the assets, upto the date the asset is ready for their intended use. All other borrowing costs are recognised in the Statement of Profit and Loss in the year in which they are incurred.

(g) Inventories

Inventories are stated at lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and Stock-in-process comprises raw materials, direct labour, other direct costs and related production overheads upto the relevant stage of completion. Stock-in-trade are valued at cost of purchase. Byproducts and waste are valued at Net Realisable Value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

(h) Investments

Investments that are readily realisable and are intended to be held for not more than one year from the date, on which such investments are made are classified as current investments. All the other investments are classified as long-term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognise a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

(i) Employee Benefits

Superannuation:

The company has Defined Contribution Plans for Post Employment benefits in the form of Superannuation scheme for eligible employees. The scheme is administered through Life Insurance Corporation (LIC) and Trust which is administered by the Trustees. In respect of this scheme, the Company has no further obligation beyond its contributions.

Employee's Family Pension:

The Company has Defined Contribution Plan for Post Employment benefits in the form of family pension for eligible employees, which is administered by the Regional Provident Fund Commissioner. Company has no further obligation beyond its contributions.

Provident Fund:

Contribution towards provident fund for certain employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

In respect of certain employees, Provident Fund contributions are made to the Trust administered by the Company. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of the year and any shortfall in the fund size maintained by the Trust set up by the Company is additionally provided for. Actuarial losses, if any, are recognised in the Statement of Profit and Loss in the year in which they arise.

Gratuity:

The Company provides for gratuity, a defined benefit plan (the Gratuity Plan) covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses / gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Compensated Absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long-term employee benefits. The company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year.

Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

(j) Current and Deferred Tax

Tax expense for the period, comprising Current Tax and Deferred Tax are included in the determination of the net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in India.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Deferred Tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company re-assesses unrecognised deferred tax assets, if any.

(k) Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents includes cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

(l) Research and Development

Revenue expenditure on research and development is charged as an expense in the year in which it is incurred under respective heads of accounts.
Expenditure which results in the creation of capital assets is capitalised and depreciation is provided on such assets as applicable.

(m) Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and 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. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

(n) Provisions, Contingent Liabilities and Contingent Assets

Provisions:

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Contingent Liabilities:

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

(o) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for the events, such as bonus share, other than conversion of potential equity share, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating, diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

		31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
2. SHARE CAPITAL			
AUTHORISED			
1,00,000	Redeemable Cumulative Preference Shares of ₹ 100 each (Previous Year 1,00,000)	100	100
3,30,00,000	Equity Shares of ₹ 10 each (Previous Year 3,30,00,000)	3300	3300
1,00,000	Unclassified Shares of ₹ 100 each (Previous Year 1,00,000)	100	100
		3500	3500
ISSUED, SUBSCRIBED AND FULLY PAID- UP			
2,18,50,589	Equity Shares of ₹ 10 each (Refer Notes below) (Previous Year 2,18,50,589)	2185	2185

(a) The reconciliation of the Number of Shares Outstanding and the amount of Share Capital:

Particulars	As at 31st March, 2013 Number of Shares	As at 31st March, 2013 Amount ₹ / Lacs	As at 31st March, 2012 Number of Shares	As at 31st March, 2012 Amount ₹ / Lacs
Balance at the beginning / end of the year	21850589	2185	21850589	2185

(b) The details of Shareholders holding more than 5% shares:

Sr. No.	Name of Shareholder	As at 31st March, 2013 Number of Shares held	As at 31st March, 2013 % of Shares held	As at 31st March, 2012 Number of Shares held	As at 31st March, 2012 % of Shares held
1	TGS Investment and Trade Pvt. Limited	3114970	14.26	3114970	14.26
2	Life Insurance Corporation of India	1515302	6.93	1515302	6.93
3	Kesoram Industries Limited	1340680	6.14	1340680	6.14
4	Century Textiles and Industries Limited	1266887	5.80	1266887	5.80

(c) Rights, Preferences and Restrictions attached to Equity Shares

The Company has one class of Equity Shares having a par value of ₹ 10 per share. Each Shareholder is eligible for one vote per share held. The dividend of ₹ 6.00 per share proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting.

(d) No bonus shares have been issued for the last one year.

	31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
3. RESERVES AND SURPLUS		
Capital Reserve	48	48
Capital Redemption Reserve	186	186
Securities Premium	3225	3225
Revaluation Reserve		
Balance at the beginning of the year (Refer Note 37)	1082	1103
Less: Deductions / Adjustments during the year (Refer Note below)	21	21
Balance at the end of the year	1061	1082
General Reserve		
Balance at the beginning of the year	34362	34274
Add: Transferred from Surplus in the Statement of Profit and Loss	220	88
Balance at the end of the year	34582	34362
Contingency Reserve	750	750
Surplus in the Statement of Profit and Loss		
Balance at the beginning of the year	22921	23401
Add: Profit after Tax for the year	2189	878
Amount available for Appropriation	25110	24279
Less: Appropriations		
Proposed Equity Dividend	1311	1093
Dividend Distribution Tax	233	177
Transfer to General Reserve	220	88
Total Appropriations	1764	1358
Balance at the end of the year	23346	22921
	63198	62574

Note: Deduction / Adjustment during the year represents additional depreciation for the year charged on Revaluation, transferred to the Statement of Profit and Loss.

4. LONG-TERM BORROWINGS		
Secured (Refer Note below)		
Term Loans from Banks:		
Rupee Term Loans	6037	7055
Buyers' Import Credit - Capital Goods	676	7447
	6713	14502

Note: Terms of Borrowings

Nature of Security	Original Amount of Borrowing ₹ / Lacs	Tenor at inception (in Years)	Terms of Repayment	Month in which last Installment is due	Repayment Schedule installments ₹ / Lacs	Balance as on 31st March, 2013 ₹ / Lacs	Balance as on 31st March, 2012 ₹ / Lacs	Prevailing Interest Rate Per Annum
Secured								
Rupee Term Loans (Under Technology Upgradation Fund Scheme)	650	10	Half Yearly	June 2013	20	[illegible]	121	11.50%
	650	10	Quarterly	December 2013	20	[illegible]	140	11.50%
Rupee Term Loans are secured by hypothecation on specific Plants and Machinery against which Loans have been taken.	1110	10	Monthly	January 2014	11	[illegible]	241	14.00%
	1230	10	Monthly	July 2014	13	[illegible]	367	14.00%
	3479	10	Quarterly	March 2016	108	[illegible]	1638	12.25%
	5791	10	Quarterly	December 2020	181	[illegible]	5791	12.00%
	500	7	Monthly	February 2020	8	[illegible]	[illegible]	12.25%
Foreign Currency Loan Foreign Currency Loan are secured by hypothecation on specific Plants and Machinery against which Loan has been taken.	5125	6	Full loan paid in August,2012				964	
Buyers Credit for Capital goods Buyers Credit for Capital goods have been secured by first pari passu charge on the Tangible Assets of Nylon Filament Project located at Pune and Nylon Tyre Fabric (including dipping) project at Bharuch.		Various drawdown carrying term of upto 3 years	Loan is repayable in single installment at the end of the term.			[illegible]	7447	Average Interest rate Libor + 1.30%
Unsecured								
Buyers Credit for Capital goods		As above	As above			[illegible]	264	As above
Sub-Total						[illegible]	16973	
Less: Current Maturities of Long Term Debt (Refer Note 10)						[illegible]	2471	
Total						[illegible]	14502	

	31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
5. DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liabilities		
Difference between book and tax depreciation	[illegible]	10871
Deferred Tax Assets		
Voluntary Retirement Scheme compensation	[illegible]	-
Disallowance u/s 43B of Income Tax Act	[illegible]	143
Exchange Loss on MTM	[illegible]	7
	[illegible]	10721
6 OTHER LONG - TERM LIABILITIES		
Deposits	[illegible]	377
7 LONG - TERM PROVISIONS		
Provision for Employee Benefits		
Gratuity [Refer Note 28 (b)(iii)]	[illegible]	-
Compensated Absences [Refer Note 28 (c)]	[illegible]	324
Provision for disputed matters (Refer Note 40)	[illegible]	446
[Net of amounts paid under protest ₹ 78 Lacs (Previous Year ₹ 78 Lacs)]		
	[illegible]	770

	31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
8 SHORT-TERM BORROWINGS		
Secured [Refer Notes (a), (b) and (c) below]		
From Banks :		
Working Capital Borrowings Repayable on Demand	2470	11131
Rupee Term Loans	3000	4000
Buyers Import Credit for Raw Materials	2291	652
	7761	15783
Unsecured [Refer Notes (b) and (d) below]		
From Banks :		
Buyers Import Credit for Raw Materials	4835	2377
From Others		
Fixed Deposits from Employees	97	110
	4932	2487
	12693	18270

(a) Secured Working Capital borrowings , Rupee Term Loans and Buyers Import Credit for Raw Materials are secured by way of hypothecation of Inventories, Book Debts and Receivables, both present and future.

(b) All Working Capital borrowings, Rupee Term Loans carry an average interest rate of 10.12% (Previous Year 10.52%) per annum and Buyers Import Credit for Imported Raw Materials carry interest rate ranging from Libor + 0.05% per annum to Libor + 1.45% per annum (Previous Year Libor + 0.25% per annum to Libor 2.90% per annum).

(c) Working Capital Borrowings are renewed based on contract with bankers. Rupee term loans and Buyers Import Credit facility for Raw Material purchases carry maximum tenure of 45 days and 365 days respectively.

(d) Fixed Deposits from Employees carry interest rate of 10% per annum (Previous Year 10% per annum) and are repayable at the end of one year from the date of deposit.

9. TRADE PAYABLES		
Total outstanding dues of Micro and Small Enterprises (Refer Note 29)	16	20
Total outstanding dues of creditors other than Micro and Small Enterprises	2467	7458
	2483	7478
10 OTHER CURRENT LIABILITIES		
Current Maturities of Long Term Debt (Refer Note 4)		
Rupee Term Loan	1496	1243
Foreign Currency Loan	-	964
Buyers Import Credit for Capital Goods	6771	264
	8267	2471
Interest Accrued But Not Due on Borrowings	131	137
Unpaid Dividends*	117	114
Other Payables for :		
Capital Goods	169	368
Excise Duty on Finished Stock (Net)	550	493
Statutory Liabilities	1065	409
	1784	1270
	10299	3992

* There is no amount due and outstanding as on 31st March, 2013 to be credited to Investors Education and Protection Fund.

11 SHORT- TERM PROVISIONS		
Provision for Employee Benefits		
Gratuity [Refer Note 28 (b)(iii)]	24	161
Compensated Absences [Refer Note 28 (c)]	98	98
Provision for Tax	178	-
[Net of Advance Tax of ₹ 1583 Lacs (Previous Year ₹ Nil Lacs)]		
Proposed Equity Dividend (Refer Note below)	1311	1093
Dividend Distribution Tax	223	177
	1834	1529

Note: The Board of Directors has recommended dividend @ ₹ 6.00 per equity share of ₹ 10/- each on 2,18,50,589 equity shares for the year ended 31st March, 2013 (Previous Year ₹ 5.00 /- per equity share of ₹ 10/- each on 2,18,50,589 equity shares).

12. TANGIBLE ASSETS (Refer Note 35 and 37)

₹ / Lacs

	Cost/Book Value as at 1st April, 2012	Additions during the year	Deductions/ Adjustments during the year	Cost/Book Value as at 31st March, 2013	Accumulated Depreciation as at 1st April, 2012	Deductions/ Adjustments during the year	Depreciation for the year	Accumulated Depreciation as at 31st March, 2013	Balance as at 31st March, 2013	Balance as at 31st March, 2012
TANGIBLE ASSETS										
Land										
Leasehold	398	-	-	398	161	-	4	165	233	237
Freehold	211 [Refer (a) below]	-	-	211 [Refer (a) below]	-	-	-	-	211	211
Buildings	13080 [Refer (b) below]	555	11	13624	4358	4	369	4723	8901	8722
Plant and Machinery	157315	3742	4013	157044	96550	3773	6798	99575	57469	60765
Furniture and Fittings	135	8	10	133	63	8	14	69	64	72
Office Equipments	56	8	14	50	34	13	11	32	18	22
Vehicles	191	13	37	167	83	27	16	72	95	108
Total	171386	4326	4085	171627	101249	3825	7212	104636	66991	70137
TANGIBLE WORK-IN-PROGRESS:										
Capital Work-in-Progress	2066	2265	4029	302	-	-	-	-	302	2066
Total	173452	6591	8114	171929	101249	3825	7212	104636	67293	72203
Previous Year	169263	18641	14452	173452	94628	143	6764	101249	72203	

a) Includes Land ₹ 2 Lacs (₹ 2 Lacs after Revaluation) and ₹ 500 being the cost of 5 shares in co-operative housing society held in the name of a nominee of the Company.

b) Includes ₹ 2000 being the cost of 40 shares in co-operative societies.

	Numbers	Face Value ₹	31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
13. NON CURRENT INVESTMENTS				
Traded Investments				
(1) IN FULLY PAID-UP EQUITY SHARES - QUOTED				
Kesoram Industries Limited	584994	10	304	304
Kesoram Textile Mills Limited	584994	2	-	-
(Received during the year 1999-2000 without any consideration pursuant to Scheme of Arrangement of Kesoram Industries Limited)				
			304	304
(2) IN FULLY PAID-UP EQUITY SHARES - UNQUOTED				
Bharuch Enviro Infrastructure Limited	10220	10	1	1
Kesoram Insurance Broking Services Ltd	60000	10	1	1
Vasavadatta Services Limited	9200	10	1	1
MMA CETP Co-operative Society Limited	12895	100	12	12
			15	15
			319	319
Aggregate Market Value of Quoted Investments			502	674
14. LONG-TERM LOANS AND ADVANCES				
(Unsecured, Considered Good)				
Advance Payment of Tax			549	626
Advances for Capital Goods			19	364
Security Deposits			147	154
Duty Recoverable from Customs / Excise Authorities (Paid Under Protest)			134	134
			849	1278
15 OTHER NON-CURRENT ASSETS				
Other Assets (Unsecured)				
Unamortised Premium on Forward Contracts			1	205
Refund Receivable from State Electricity Board			-	104
			1	309

	31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
16 INVENTORIES		
Raw Materials [In Transit ₹ 537 Lacs (Previous Year ₹ 350 Lacs)]	7256	5485
Stock-in-Process	4352	6402
Finished Goods	7915	10432
Stock-in-Trade (Trading)	3	17
Stores, Spares and Packing Material [In Transit ₹ 25 Lacs (Previous Year ₹ 78 Lacs)]	1604	2126
	20730	24462
17 TRADE RECEIVABLES		
(Unsecured, Considered Good)		
Outstanding for a period exceeding six months from the date they are due for payment	-	7
Others	16990	16330
	16990	16337
18 CASH AND BANK BALANCES		
Cash and Cash Equivalents		
Cash on Hand	1	2
Cheques on Hand	279	275
Bank Balance:		
In Current Accounts	62	4
In Deposit Accounts maturing within 3 months	26	16
	368	297
Other Bank Balances		
Deposit Accounts maturing in more than 3 months but within 12 months	-	10
Unpaid Dividend Account	117	114
	485	421
19 SHORT-TERM LOANS AND ADVANCES		
(Unsecured, Considered Good)		
CENVAT Credit Receivable	36	1951
VAT Credit Receivable	655	763
Advances to Suppliers	949	1236
Advance Payment of Tax	872	-
[Net of Provision of ₹ 4037 Lacs (Previous Year ₹ 10589 Lacs)]		
Recoverable from Income Tax Department	157	2041
Other Loans and Advances	40	39
	2708	6030
20 OTHER CURRENT ASSETS		
(Unsecured, Considered Good)		
Refund Receivable from State Electricity Board	260	127
Subsidy Receivable under Technology Upgradation Fund Scheme	686	407
Unamortised Premium on Forward Contracts	402	341
Fixed Assets held for Disposal	14	-
Others	215	164
	1577	1039
21 REVENUE FROM OPERATIONS		
Sale of Products (Refer Note below)		
Finished Goods	174088	181055
Traded Goods	71	415
Other Operating Revenue		
Scrap Sales	549	575
Others	8	84
Revenue from Operations (Gross)	174716	182129
Less: Excise Duty	10497	17178
Revenue from Operations (Net)	164219	164951
Note : Details of Sales of Products		
Polyester Filament Yarn	53090	59414
Nylon Filament Yarn	22622	37461
Nylon Tyre Cord Fabric	84102	69236
Polyester Chips	9150	8448
Others	5231	6911
Total	174157	181470

		31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
22	**OTHER INCOME**		
	Interest Income		
	On Income Tax / Sales Tax refund	71	591
	From Customers	163	187
	Others	77	54
		311	832
	Dividends received on Non Current Investments (Trade)	16	30
	Profit on Sale of Assets	332	102
	Profit on Sale of Current Investments (Other Than Trade)	7	15
	Liabilities / Provisions no longer required written back	96	549
	Miscellaneous Income	453	295
		1215	1823
23	**COST OF MATERIALS CONSUMED**		
	RAW MATERIALS CONSUMED		
	Opening Stock	5485	9454
	Add: Purchases	106003	112413
		111488	121867
	Less: Closing Stock	7256	5485
	Cost of Raw Materials Consumed	104232	116382
24	**CHANGE IN INVENTORIES OF FINISHED GOODS, STOCK-IN-PROCESS AND STOCK-IN-TRADE**		
	Opening Stock		
	Finished Goods	10432	13624
	Stock-in-Process	6402	5411
	Stock-in-Trade	17	56
		16851	19091
	Less: Closing Stock		
	Finished Goods	7515	10432
	Stock-in-Process	4352	6402
	Stock-in-Trade	3	17
		11870	16851
	Less: (Increase) / Decrease in Excise Duty on Stocks	282	155
	(Increase) / Decrease in Stocks	4699	2085
25	**EMPLOYEE BENEFITS EXPENSE**		
	Salaries, Wages and Bonus	4828	4928
	Contribution to Provident and other funds (Refer Note 28)	428	567
	Workers and Staff Welfare Expenses	406	384
		5662	5879
26	**FINANCE COSTS**		
	Interest Expense (Refer Note below)	2309	2479
	Other Borrowing Costs	40	78
		2349	2557
	Less: Borrowing Cost Capitalised	3	147
		2346	2410
	Net Loss on Foreign Currency Transactions and Translation	600	762
		2946	3172

Note: Net of Subsidy of ₹ 393 Lacs (Previous Year ₹ 434 Lacs) under the Technology Upgradation Fund Scheme of the Government of India.

27	**OTHER EXPENSES**		
	Stores, Spare Parts and Packing Material Consumed	4639	6510
	Processing Charges	73	263
	Repairs and Maintenance		
	Building Repairs	73	210
	Machinery Repairs	896	969
	Rent	33	25
	Rates and taxes	114	111
	Insurance	99	78
	Directors' Sitting Fees	4	3
	Directors' Commission	20	-

OTHER EXPENSES (Contd.)

	31st March, 2013 ₹ / Lacs	31st March, 2012 ₹ / Lacs
Payment to Auditors		
As Auditors		
For Statutory Audit	30	28
For Limited Reviews	9	9
For Tax Audit	3	3
For Other Services	3	3
For Reimbursement of Expenses	1	1
Loss on Assets Sold / Written off	202	16
Commission on Sales	488	627
Transport and Handling	838	1109
Miscellaneous Expenses	1520	1518
	9154	11483

28 DISCLOSURES IN ACCORDANCE WITH REVISED AS-15 ON "EMPLOYEE BENEFITS".

a) Defined Contribution Plans - The Company has recognised the following amounts in the Statement of Profit and Loss for the year:

Particulars	2012-13 ₹ / Lacs	2011-12 ₹ / Lacs
Employer's Contribution to Provident Fund	42	42
Employer's Contribution to Superannuation Fund	50	57
Employer's Contribution to Employee's State Insurance	6	11
Employer's Contribution to Employee's Pension Scheme,1995	103	106
Total	201	216

b) Defined Benefit Plans - Gratuity and Provident Fund

Gratuity: The Company operates a gratuity plan which is administered through Life Insurance Corporation and a trust which is administered through trustees.

Every employee is entitled to a minimum benefit equivalent to 15 days salary last drawn for each completed year of service in line with Payment of Gratuity Act, 1972. However, certain employees are entitled to benefit higher than the benefit prescribed under Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, whichever is earlier or death in service.

Provident Fund: Provident fund for certain eligible employees is managed by the Company through trust, in line with the Provident Fund and Miscellaneous Provisions Act, 1952. The plan guarantees interest at the rate notified by the Provident Fund Authorities. The contribution by the employer and employee together with the interest accumulated thereon are payable to employees at the time of their separation from the company or retirement, whichever is earlier.

The benefits vest immediately on rendering of the services by the employee.

i) A reconciliation of opening and closing balances of the present value of the defined benefit obligation (DBO):

Particulars	Gratuity 2012-13 ₹ / Lacs	Gratuity 2011-12 ₹ / Lacs	Provident Fund 2012-13 ₹ / Lacs
Opening Balance	1945	1658	4877
Current Service Cost	93	85	134
Interest Cost	154	128	401
Actuarial (Gains)/Losses	12	155	(85)
Employees Contribution	N.A.	N.A.	348
Benefits Paid	(205)	(81)	(302)
Closing DBO	1999	1945	5373

ii) A reconciliation of the opening and closing balances of the fair value of plan assets:

Particulars	Gratuity 2012-13 ₹ / Lacs	Gratuity 2011-12 ₹ / Lacs	Provident Fund 2012-13 ₹ / Lacs
Opening Fair Value of Plan Assets	1784	1487	4877
Expected Returns on Plan Assets	127	99	446
Actuarial Gains / (Losses)	40	45	(130)
Contribution by the Employer	135	234	134
Employees Contribution	N.A.	N.A.	348
Benefits Paid	(205)	(81)	(302)
Closing Fair Value of Plan Assets	1881	1784	5373

iii) Amount recognised in Balance Sheet including a reconciliation of the present value of the defined benefit obligation in b (i) and the fair value of the plan assets in b (ii) to the assets and liabilities recognised in the balance sheet:

₹ / Lacs

Particulars	**Gratuity As on 31st March, 2013**	Gratuity As on 31st March, 2012	**Provident Fund As on 31st March, 2013**	Provident Fund As on 31st March, 2012
Present value of Defined Benefit Obligation	**1999**	1945	**5373**	4877
Fair value of Plan Assets	**(1881)**	(1784)	**(5373)**	(4877)
Net Liability recognised in the Balance Sheet	**118**	161	**-**	-

iv) The total expense recognised in the Statement of Profit and Loss:

₹ / Lacs

Particulars	**Gratuity 2012-13**	Gratuity 2011-12	**Provident Fund 2012-13**
Current Service Cost	**93**	85	**134**
Interest Cost	**154**	128	**401**
Expected Return on Plan Assets	**(126)**	(99)	**(446)**
Actuarial (Gains)/Losses	**(28)**	110	**45**
Total	**93**	224	**134**

Expense recognised in the Statement of Profit and Loss towards Provident Fund for the year ended 31st March, 2012 was ₹ 127 Lacs.

v) For each major category of plan assets, following is the percentage that each major category constitutes of the fair value of the plan assets:

Particulars	**Gratuity As on 31st March, 2013**		Gratuity As on 31st March, 2012		**Provident Fund As on 31st March, 2013**	
	Amount ₹ / Lacs	**Rate %**	Amount ₹ / Lacs	Rate %	**Amount ₹ / Lacs**	**Rate %**
Government of India Securities	**-**	**-**	-	-	**1807**	**34%**
Corporate Bonds	**-**	**-**	-	-	**1850**	**34%**
Special Deposit Scheme	**-**	**-**	-	-	**1304**	**24%**
Equity Shares of Listed Companies	**-**	**-**	-	-	**-**	**-**
Property	**-**	**-**	-	-	**-**	**-**
Insurer Managed Funds	**1881**	**100%**	1784	100%	**-**	**-**
Others	**-**	**-**	-	-	**412**	**8%**
Total	**1881**	**100%**	1784	100%	**5373**	**100%**

vi) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

vii) The Actual Return on Plan Assets is as follows:

₹ / Lacs

Particulars	**Gratuity 2012-13**	Gratuity 2011-12	**Provident Fund 2012-13**
Actual Return on Plan Assets	**167**	212	**316**

viii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Rate (%)

Particulars	**Gratuity 2012-13**	Gratuity 2011-12	**Provident Fund 2012-13**
Discount Rate	**7.90%**	8.25%	**7.90%**
Expected rate of return on Plan Assets	**7.50%**	7.50%	**8.58%**
Salary Escalation Rate	**7.00%**	7.00%	**N.A.**
Attrition Rate	**10.00%**	10.00%	**N.A.**
Discount Rate for the remaining term to maturity of the Investment Portfolio	**N.A.**	N.A.	**7.94%**
Average Historic Yield on the Investment Portfolio	**N.A.**	N.A.	**8.62%**
Guaranteed Rate of Return	**N.A.**	N.A.	**8.50%**

ix) Amounts recognised in current year and previous four years for Gratuity:

₹ / Lacs

Particulars	**2012-13**	2011-12	2010-11	2009-10	2008-09
Defined Benefit Obligation	**1999**	1945	1658	1417	1276
Plan Assets	**1881**	1784	1487	1173	1050
Surplus / (Deficit)	**(118)**	(161)	(171)	(244)	(226)
Experience Adjustment on Plan Liabilities	**(118)**	183	4	42	109
Experience Adjustment on Plan Assets	**40**	113	31	19	26

x) Expected Contribution to the Funds in the next year:

₹ / Lacs

Particulars	**2013-14**	2012-13
Gratuity	**24**	135
Provident Fund	**627**	681

xi) The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.

xii) The above disclosures for Provident Fund are limited to the extent of disclosures provided by the actuary.

c) Para 132 of AS 15 (revised 2005) does not require any specific disclosures except where the expense resulting from compensated absence is of such size, nature or incidence that its disclosure is relevant under Accounting Standard No. 5 or Accounting Standard No. 18 and accordingly, the expense resulting from compensated absence is not significant and hence no disclosures are prepared under various paragraphs of AS 15 (revised 2005).

29 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006:

Amounts due to Micro and Small Enterprises disclosed on the basis of information available with the Company regarding status of the suppliers are as follows: ₹ / Lacs

Sr. No.	Particulars	2012-13		2011-12	
		Principal	**Interest**	Principal	Interest
1.	Principal Amount and Interest thereon due, remaining unpaid at the end of the year	**16**	-	20	-
2.	Amount paid during the year	**18**	**(₹ 31298)**	65	(₹ 64114)
3.	Amount due and payable (on the amounts which have been paid beyond the appointed date during the year)	**NIL**	**NIL**	NIL	NIL
4.	Amount remaining accrued and unpaid at the end of the year	**NIL**	**NIL**	NIL	NIL
5.	Amount due of the previous year	**NIL**	**NIL**	NIL	NIL

30 Capital Commitments: Estimated amount of Contracts remaining to be executed on Capital Account and not provided for ₹ 242 Lacs (Previous Year ₹ 987 Lacs) against which advances have been paid ₹ 19 Lacs (Previous Year ₹ 364 Lacs).

31 Contingent Liability in respect of: ₹ / Lacs

Claims against the company not acknowledged as debts (to the extent not provided for)		**31st March, 2013**	31st March, 2012
1)	Income-Tax Matters	**674**	674
2)	Sales-Tax Matters	**534**	489
3)	Excise and Customs Matters	**336**	244
4)	Others	**75**	75
	Total	**1619**	1482

Note : It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending disputed matters till it is resolved.

32 Other Commitments: The Company has entered into two non cancellable agreements with Gas Utility Companies on 22nd July, 2010 and 15th March, 2011 for purchase of LNG. Under these agreements, the company is committed to purchase certain annual minimum quantities of LNG upto 31st December, 2016 and 31st December, 2013 respectively, failing which, it will pay the seller for any shortfall in offtake of LNG calculated based on agreed formula. The cost of the minimum committed quantity as at 31st March, 2013 for the remaining period of the contract at current market prices approximates ₹ 8789 Lacs (Previous Year ₹ 11400 Lacs).

33 Derivative Instruments and Unhedged Foreign Currency Exposures

The Company enters into forward exchange contracts being derivative instruments , which are not intended for trading or speculative purposes, but for hedge purposes.

i. (a) Hedging commitments against outstanding for loan taken

As on 31.03.2013				As on 31.03.2012			
Currency	**Amount hedged In Lacs**	**Cross Currency**	**Amount Available In Lacs**	Currency	Amount hedged In Lacs	Cross Currency	Amount Available In Lacs
JPY	**-**	**USD**	**-**	JPY	1614	USD	20
USD	**270**	**INR**	**14574**	USD	228	INR	11704

(b) Hedging commitments against outstanding liabilities

As on 31.03.2013				As on 31.03.2012			
Currency	**Amount hedged In Lacs**	**Cross Currency**	**Amount Available In Lacs**	Currency	Amount hedged In Lacs	Cross Currency	Amount Available In Lacs
USD	**3.34**	**INR**	**183.24**	USD	-	INR	-

ii Mark-To-Market Losses provided for ₹ Nil (Previous Year ₹ 20 Lacs).

iii The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below.

Particulars	**As on 31.03.2013**		As on 31.03.2012	
	Currency	**In Lacs**	Currency	In Lacs
(a) Interest Payable	**USD**	**1**	USD	1
	JPY	**-**	JPY	1
(b) Amount Receivable	**USD**	1	USD	2
(c) Amount Payable	**USD**	-	USD	6
	JPY	-	JPY	201

34 Revenue expenditure incurred on Research and Development during the year is ₹ 223 Lacs (Previous Year ₹ 206 Lacs).

35 The Ministry of Corporate Affairs has issued the amendment dated 29th December, 2011 to AS-11 " The Effect of Changes in Foreign Exchange Rate",to allow companies to deferral/capitalisation of exchange differences arising on Long-Term foreign currency monetary items.

In accordance with the amendment/earlier amendment to AS- 11, the Company has capitalised exchange loss, arising on Long-Term foreign currency loan, amounting to ₹ 3 Lacs (Previous Year exchange loss ₹ 31 Lacs) to the cost of Plant and Machinery.

36 Earnings per Share

		2012-13	2011-12
(a)	Net profit after tax available for equity shareholders (₹ / Lacs)	**2189**	878
(b)	Weighted average number of Basic / Diluted Equity shares of ₹ 10 each outstanding during the year (No. of shares)	**21850589**	21850589
(c)	Basic / Diluted Earnings per Share (₹) (a / b)	**10.02**	4.02

37 The Gross Block of Fixed Assets was written up by ₹ 8301 Lacs on revaluation carried out in the year 1983 and 1989.

38 Segment Reporting

a) Primary Segment (by Business Segment):

Based on the guiding principles given in the Accounting Standards on Segment Reporting (AS - 17), the Company is primarily in the business of manufacture and sale of Synthetic Yarn and Tyre Cord Fabric which mainly have similar risks and returns. The Company's business activity falls within a single geographical and business segment (Synthetic Yarn), hence it has no other primary reportable segments.

b) Secondary Segment (by Geographical demarcation):

i) The secondary segment is based on geographical demarcation i.e. in India and outside India.

ii) Information about Secondary Segments are as follows:

₹ / Lacs

Particulars	2012-13			2011-12		
	In India	**Outside India**	**Total**	In India	Outside India	Total
Segment Revenue (Gross)	**173869**	**845**	**174714**	181141	988	182129

iii) All segment assets of the Company are predominantly located in India.

39 Exceptional items includes following:

(a) Due to operational losses, the production at both the factories at Mahad was suspended on 25th May, 2012. Effective 14th August, 2012, the Company has retrenched all workmen. The total expense due to suspension of operations including retrenchment compensation to workmen amounting to ₹ 1255 Lacs has been disclosed as an exceptional item.

(b) The company announced Voluntary Retirement Scheme for certain category of employees at Pune unit on 7th March, 2013. The compensation payable of ₹ 248 Lacs to the employees who accepted voluntary retirement has been disclosed as an exceptional item.

40 DETAILS OF PROVISION FOR DISPUTED MATTERS:

₹ / Lacs

Particulars	2012-13	2011-12
Balance at the beginning of the year	**446**	398
Add: Provided during the year	**109**	48
Less: Paid / Adjusted during the year	**100**	-
Balance at the end of the year	**455**	446

(a) The above provisions represents claims against the Company not acknowledged as debt.

(b) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending disputed matters till it is resolved.

41 Related Party Disclosures (As identified by the Management and where transactions exist)

(i) Related Party Relationships

(a) Key Management Personnel — Mr. G. M. Singhvi (Whole-time Director)

(b) Other Related Parties — Mr. B. K. Birla; Century Textiles and Industries Limited; Jay Shree Tea and Industries Limited; Kesoram Industries Limited

Note: The parties listed under (b) above are not "related parties" as per the requirements of Accounting Standard AS-18. However, as a matter of abundant caution, they are being included for making the Financial Statements more transparent.

(ii) Transactions with Related Parties

(₹ / Lacs)

Type of related party	Description and nature of the transaction	2012-13			2011-12		
		Volume of transactions	**Outstanding as on 31.03.2013**		Volume of transactions	Outstanding as on 31.03.2012	
			Receivable	**Payable**		Receivable	Payable
Key Management Personnel	Managerial Remuneration paid	**110**	-	-	103	-	-
Other related Parties	Director's fees, commission and expenses	**6**	-	**5**	1	-	-
	Sale of goods (Kesoram Industries Ltd)	**15946**	**3625**		20812	4337	-
	Dividend Received (Kesoram Industries Ltd)	**6**	-	-	30	-	-
	Purchase of Cement (Kesoram Industries Ltd)	**1**	-	-	11	-	1
	Dividend Paid (Kesoram Industries Ltd, Century Textiles and Industries Ltd and Parvati Tea Co. Ltd a wholly subsidiary of Jay Shree Tea and Industries Ltd)	**135**	-	-	176	-	-
	Expenditure on rent and other services (Century Textiles and Industries Ltd and Kesoram Industries Ltd)	**13**	-	-	4	-	-
	Amount paid as security deposit (Century Textiles and Ind Ltd.)	**12**	-	-	-	-	-

42 ADDITIONAL INFORMATION PURSUANT TO THE PROVISIONS OF PARAGRAPHS 3 AND 4 OF PART II OF SCHEDULE VI OF THE COMPANIES ACT, 1956

(a) Raw Materials Consumed

	Value (₹ / Lacs)	
	2012-13	2011-12
PTA	**33460**	35331
Caprolactam	**45546**	58991
Glycol	**12237**	12925
Others	**12989**	9135
Total	**104232**	116382

(b) Value of Materials consumed and Percentage thereof :

	Consumption (₹ / Lacs)					
	Total Value of Consumption		Imported		Indigenous	
	2012-13	2011-12	**2012-13**	2011-12	**2012-13**	2011-12
Raw Materials	**104232**	116382	**10778**	8429	**93454**	107953
Stores, Spare Parts and Packing Material	**4639**	6510	**537**	770	**4102**	5740
	108871	122892	**11315**	9199	**97556**	113693
Percentage to Total Consumption						
Raw Materials			**10.34%**	7.24%	**89.66%**	92.76%
Stores, Spare Parts and Packing Material			**11.58%**	11.83%	**88.42%**	88.17%

(c) CIF Value of Imports:

	2012-13 ₹ / Lacs	2011-12 ₹ / Lacs
Raw Materials	**11544**	7935
Stores and Spare Parts (Including Components)	**592**	895
Capital Goods	**752**	984
	12888	9814

(d) Expenditure in Foreign Currency:
(Including amounts provided but yet to be remitted)

(i) Interest and Finance Charges	**185**	205
(ii) Others	**77**	105
	262	310

(e) Remittance on account of Dividend to Non-Resident Shareholders:

(i) **Remitted in Foreign Currency**

	2012-13	2011-12
Year to which Dividend relates	**Year ended 31st March, 2012**	Year ended 31st March, 2011
Net Amount of Dividend remitted (₹ / Lacs)	**71**	92
Number of Shareholders	**5**	5
Number of Shares held	**1419470**	1419470

(ii) **Remitted to their Banks in India**

	2012-13	2011-12
Year to which Dividend relates	**Year ended 31st March, 2012**	Year ended 31st March, 2011
Net Amount of Dividend remitted (₹ / Lacs)	**20**	28
Number of Shareholders	**381**	382
Number of Shares held	**403664**	437701

(f) Earnings in Foreign Exchange:

	2012-13 ₹ / Lacs	2011-12 ₹ / Lacs
F.O.B. Value of Export Sales	**845**	916
Sale on Commission Basis	**30**	24
	875	940

43 Previous Year's figures have been regrouped / rearranged wherever necessary.

Signatures to Notes forming part of the Financial Statements.

For PRICE WATERHOUSE
Firm Registration No. 301112E
Chartered Accountants

For and on behalf of the Board of Directors

Place: Miami, USA
Date: May 15, 2013

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

C. B. GAGRANI
Secretary

Place: Mumbai
Date: May 15, 2013

B. K. BIRLA
G. M. SINGHVI
(Directors)

FORM OF PROXY

CENTURY ENKA LIMITED

Regd Office: Century Arcade, 2nd Floor, Narangi Baug Road, Pune - 411 001.

Regd. Folio No. .....
DP ID .....
Client I D .....
No. of shares held .....
Proxy No. .....

I/We.....

of .....

being a member/members of CENTURY ENKA LIMITED, hereby appoint .....

..... of ..... or

failing him/her ..... of ..... as

my/our proxy to attend and vote for me/us on my/our behalf at the Forty Seventh Annual General Meeting of the Company to be held on Saturday, the 13th July, 2013 and at any adjournment thereof.

Signed this ..... day of ..... 2013.

Affix 15 Paise Revenue stamp here

(Signature)

Notes:
1. The form should be signed across the stamp as per specimen signature recorded with the Company/Depositories.
2. The Proxy form duly completed must reach the Registered Office of the Company at Pune not less than forty eight hours before the aforesaid Meeting as provided by Article 93 of the Company's Articles of Association.
3. A Proxy need not be a Member of the Company.

ATTENDANCE SLIP

CENTURY ENKA LIMITED

Regd Office: Century Arcade, 2nd Floor, Narangi Baug Road, Pune - 411 001.

Regd. Folio No. .....
DP ID .....
Client I D .....
No. of shares held .....

I hereby record my presence at the Forty Seventh Annuanl General Meeting of the Company held at Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411 002.

1 Full Name of the Member
(in Block Letters) .....

2. Full Name of the Joint-holder(s) .....
(in Block Letters). .....

3.* Full Name of the Proxy .....
(in Block Letters)

4. Signature of the Member/Proxy
attending the Meeting .....

* To be filled-in if the Proxy attends instead of Member(s)

Note: Member/Proxy attending the Meeting must fill-in this Attendance Slip and hand it over at the entrance of the venue of the Meeting.

FINANCIAL HIGHLIGHTS

OPERATING RESULTS

(₹ in Lacs)

FINANCIAL YEAR	2012 - 13	2011 - 12	2010 - 11	2009 - 10	2008 - 09
INCOME					
Revenue from Operations (Net of returns and Sales Tax)	174714	182129	148940	133175	126840
Less : Excise Duty	19497	17178	14032	9616	10197
	155217	164951	134908	123559	116643
Other Income	1215	1823	1048	876	1672
	156432	166774	135956	124435	118315
EXPENDITURE					
Materials & Overheads (+ / - Stock Adj.)	145147	156824	117604	101991	107581
PROFIT BEFORE FINANCE COST, DEPRECIATION AND TAX	11285	**9950**	**18352**	**22444**	**10734**
Less : Finance Cost	2946	3172	1618	1084	2566
PROFIT BEFORE DEPRECIATION AND TAX	10339	6778	16734	21360	8168
Less : Current Depreciation (Net)	7191	6743	6115	6106	5910
Less : Tax (Net) - Including Deferred Tax	959	(843)	2683	5238	596
NET PROFIT	2189	**878**	**7936**	**10016**	**1662**
DIVIDEND (%)	60%	50%	65%	60%	50%
EARNINGS PER SHARE (₹)	10.02	4.02	* 36.47	* 49.61	8.29
CASH EARNINGS PER SHARE (₹)	42.93	34.88	* 64.57	* 79.85	37.77
BOOK VALUE PER SHARE (₹)	294.37	291.42	* 294.43	* 276.81	227.21

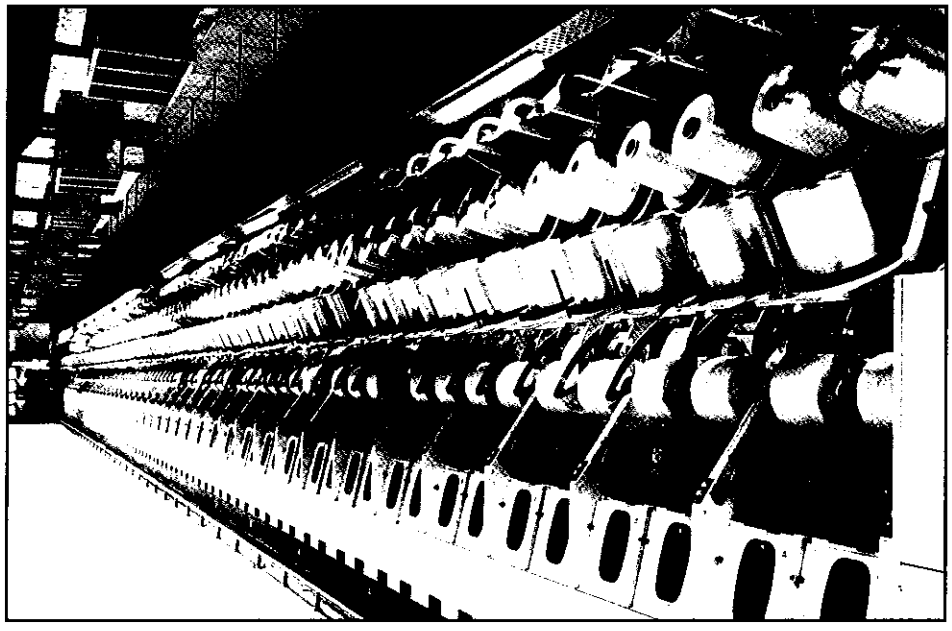
* Calculated on Weighted average of shares outstanding during the year.

STATEMENT OF ASSETS AND LIABILITIES

(₹ in Lacs)

	As on 31.03.2013	As on 31.03.2012	As on 31.03.2011	As on 31.03.2010	As on 31.03.2009
A. EQUITY AND LIABILITIES					
Shareholders' Funds					
Share Capital	2185	2185	2185	2085	2005
Equity Share Warrants	-	-	-	473	-
Reserves & Surplus (including Revaluation)	61198	62574	62987	54931	45032
	63383	64759	65172	57489	47037
Non - Current Liabilities					
Long Term Borrowings	16715	14502	14951	6096	12131
Deferred Tax Liabilities (Net)	10298	10721	10979	11853	13179
Long Term Liabilities and Provisions	1249	1147	1040	961	1094
	28260	26370	26970	18910	26404
Current Liabilities					
Short Term Borrowings	12699	18270	22874	11832	10650
Trade Payables, Liabilities and Provisions	14513	12999	11812	9986	11075
	27212	31269	34686	21818	21725
(A)	110852	**122398**	**126828**	**98217**	**95166**
B. ASSETS					
Fixed Assets (Net)	67293	72203	74635	61010	66544
Investments	319	319	319	319	319
Long Term Loans and Advances	849	1278	884	956	549
Other Non Current Assets	1	309	685	434	128
Current Assets	42390	48289	50305	35498	27626
(B)	110852	**122398**	**126828**	**98217**	**95166**

BOOK POST



Thrust on Energy Efficient Manufacturing Process

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