



Gujarat Alkalies and Chemicals Limited

(Promoted by Govt. of Gujarat)

Regd. Office & Works : P.O. Petrochemicals - 391 346, Dist. Vadodara (Gujarat) INDIA

Phone : +91-265-2232681, 3061200, 6540463 Fax : +91-265-2232130 2230031

Website : www.gacl.com

Ref : SEC/SE/2013/

16th May, 2013

The Manager
Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza", C-1, Block 'G'
Bandra-Kurla Complex
Bandra (East)
MUMBAI : 400 051

The Secretary
Bombay Stock Exchange Ltd.
Corporate Relation Department
1st Floor, New Trading Ring
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI : 400 001

Company Code No. : GUJALKALI

Company Code No. : 530001

Dear Sir,

Reg. : Audited Financial Results of the Company

We are sending herewith Audited Financial Results of the Company for the Financial Year ended on 31st March, 2013 in the prescribed format as per Clause No. 41 of the Listing Agreement as recommended by the Audit Committee and approved by the Board of Directors of the Company at its Meeting held today. Information as per Clause No.20 of the Listing Agreement is also sent herewith.

Copies of the Auditors' Report and Press Note are enclosed.

Submitted for your information and record.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,
for GUJARAT ALKALIES AND CHEMICALS LIMITED


(V. L. VYAS)

COMPANY SECRETARY & CGM (LEGAL)

Encl : as above



Dahej Complex: P.O. Dahej - 392130, Tal. Vagra, Dist. Bharuch (Gujarat) INDIA
Phone : +91-2641-256315 / 6 / 7. Fax : +91-2641-256220

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The Manager Listing Department National Stock Exchange of India Ltd. "Exchange Plaza", C-1, Block 'G' Bandra-Kurla Complex Bandra (East) MUMBAI : 400 051 Company Code No. : GUJALKALI	The Secretary Bombay Stock Exchange Ltd. Corporate Relation Department 1st Floor, New Trading Ring Phiroze Jeejeebhoy Towers Dalal Street MUMBAI : 400 001 Company Code No. : 530001
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Dear Sir,

Sub. : Recommendation of Dividend and Dividend Payment Date

This is to inform you that the Board of Directors of the Company at its Meeting held today, while approving the Audited Annual Accounts for the Financial Year 2012-13, has recommended a Dividend of Rs. 3.50 per Equity Share of Rs.10/- each fully paid-up (35 %) for the year ended 31st March, 2013. Upon approval of the Shareholders of the Company at the Annual General Meeting (AGM), the Dividend declared at the AGM will be paid within 30 days of declaration and the date will be intimated in due course.

Thanking you,

Yours faithfully,

For GUJARAT ALKALIES AND CHEMICALS LIMITED

(V L VYAS)

COMPANY SECRETARY & CGM (LEGAL)



Dahej Complex: P.O. Dahej - 392130. Tal. Vagra, Dist. Bharuch (Gujarat) INDIA
Phone : +91-2641-256315 / 6 / 7. Fax : +91-2641-256220

Sr. No.	Particulars	3 Months ended	Preceding 3 months ended	Corresponding 3 Months ended in the previous year	Year to date figures for the year ended	Previous Accounting year ended
		(31/03/2013)	(31/12/2012)	(31/03/2012)	(31/03/2013)	(31/03/2012)
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
[1]	[2]	[3]	[4]	[5]	[6]	[7]
PART I						
1	Income from operations					
	(a) Net Sales / Income from Operations (Net of excise duty)	45,947	41,656	42,212	1,79,431	1,69,822
	(b) Other Operating Income	1,265	313	528	2,029	1,275
	Total income from operations (Net)	47,212	41,969	42,740	1,81,460	1,71,097
2	Expenses					
	a) Cost of materials consumed	17,831	17,549	18,241	71,475	72,080
	b) Purchase of stock-in-trade	-	-	26	-	886
	c) Change in inventories of finished goods, work-in-progress and stock-in-trade	1,208	(2,552)	(268)	371	(3,057)
	d) Employee benefits expense	2,704	3,008	2,804	11,889	11,813
	e) Depreciation and amortisation expense	3,551	4,052	3,804	15,152	15,115
	f) Power, fuel & other utilities	8,271	8,510	6,481	29,624	26,538
	g) Other Manufacturing & Operative Expenditure	1,591	3,970	2,995	14,394	16,646
	h) Other expenditure	168	1,060	1,312	4,175	6,239
	Total Expenses (a to h)	35,324	35,597	35,395	1,47,080	1,46,260
3	Profit / (Loss) from Operations before other income, finance cost & Exceptional Items (1 - 2)	11,888	6,372	7,345	34,380	24,837
4	Other income	329	368	166	1,870	1,177
	Profit / (Loss) from ordinary activities before finance costs & Exceptional Items (3 + 4)	12,217	6,740	7,511	36,250	26,014
6	Finance Costs	67	208	403	834	2,053
7	Profit / (Loss) from ordinary activities after finance costs but before Exceptional Items (5 - 6)	12,150	6,532	7,108	35,416	23,961
8	Exceptional items [Net (Debit) / Credit] :					
	a) Prior period adjustments	(9)	(3)	12	(14)	(20)
	b) Other Exceptional item	-	(1,719)	-	(1,719)	(1,599)
9	Profit / (Loss) from ordinary activities before Tax (7 + 8)	12,141	4,810	7,120	33,683	22,342
10	Tax Expense	4,068	1,476	2,699	10,148	6,981
11	Net Profit / (Loss) form Ordinary Activities after Tax (9 - 10)	8,073	3,334	4,421	23,535	15,361
12	Extraordinary items (net of tax expense Rs.)	-	-	-	-	-
13	Net Profit / (Loss) for the period (11 - 12)	8,073	3,334	4,421	23,535	15,361
14	Paid-up equity share capital (Face Value per share Rs.10/-)	7,344	7,344	7,344	7,344	7,344
15	Reserve excluding Revaluation Reserves as per the balance sheet of previous accounting year	-	-	-	1,73,963	1,53,435
16 i	Earning Per Share (before extraordinary items) : (of Rs.10/-each) (not annualised)					
	a) Basic	10.99	4.54	6.02	32.05	20.92
	b) Diluted	10.99	4.54	6.02	32.05	20.92
16 ii	Earning Per Share (after extraordinary items) : (of Rs.10/-each) (not annualised)					
	a) Basic	10.99	4.54	6.02	32.05	20.92
	b) Diluted	10.99	4.54	6.02	32.05	20.92
PART II						
A	PARTICULARS OF SHARE HOLDING					
1	Public Shareholding					
	- Number of Shares	436,22,706	464,71,961	464,71,961	436,22,706	464,71,961
	- Percentage of Shareholding	59.40	63.28	63.28	59.40	63.28
2	Promoters and Promoter group Shareholding					
	a) Pledged/ Encumbered					
	- Number of Shares	-	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-
	- Percentage of shares(as a % of the total share capital of the company)	-	-	-	-	-
	b) Non-encumbered					
	- Number of Shares	298,14,222	269,64,967	269,64,967	298,14,222	269,64,967
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	40.60	36.72	36.72	40.60	36.72

	Particulars	3 Months ended (31/03/2013)
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	Nil
	Received during the quarter	11
	Disposed of during the quarter	11
	Remaining unresolved at the end on the quarter	Nil

STATEMENT OF STANDALONE ASSETS AND LIABILITIES AS AT 31ST MARCH, 2013

(Rs. in lakhs)

Particulars	As at 31.03.2013	As at 31.03.2012
	Audited	Audited
I. EQUITY AND LIABILITIES		
(1) SHARE HOLDERS' FUNDS :		
(a) Share Capital	7,344	7,344
(b) Reserves and Surplus	173,963	153,435
Sub-total - Shareholders' fund	181,307	160,779
(2) NON CURRENT LIABILITIES		
(a) Long-term borrowings	19,543	23,742
(b) Deferred tax liabilities (Net)	33,471	32,589
(c) Other Long term liabilities	1,781	1,628
(d) Long term provisions	2,556	2,673
Sub-total - Non-current liabilities	57,351	60,632
(3) CURRENT LIABILITIES		
(a) Short-term borrowings	1,522	7,401
(b) Trade Payables	8,666	7,334
(c) Other current liabilities	9,706	9,111
(d) Short-term provisions	31,907	37,297
Sub-total - current liabilities	50,801	61,143
Total - Equity & Liabilities	289,459	282,554
II. ASSETS		
(1) NON-CURRENT ASSETS		
(a) Fixed Assets	169,102	164,275
(b) Non-current investments	16,974	15,845
(c) Long term loans and advances	10,387	10,763
(d) Other non-current assets	3,232	2,742
Sub-total - Non-current Assets	199,695	193,625
(2) CURRENT ASSETS		
(a) Current investments	259	263
(b) Inventories	15,215	17,893
(c) Trade Receivables	27,204	25,044
(d) Cash and cash equivalents	15,194	5,789
(e) Short term loans and advances	31,892	39,940
Sub-total - current Assets	89,764	88,929
Total Assets	289,459	282,554

Notes :

- The Board of Directors of the Company has recommended Dividend of Rs. 3.50 per share on 7,34,36,928 Equity Shares of Rs. 10/- each, amounting to Rs. 3,007.11 lakhs (including Tax on Dividend of Rs. 436.82 lakhs).
- The Company's operations fall under single segment namely "Chemicals".
- Corresponding figures of the previous period / year have been regrouped and / or reclassified to make them comparable wherever necessary.
- The figures of last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.
- The above results have been reviewed by the Audit Committee of Directors and approved by the Board of Directors of the Company at their meetings held on 16th May, 2013.
- The Financial Results for the year ended 31st March, 2013 has been audited by the Statutory Auditors of the Company.

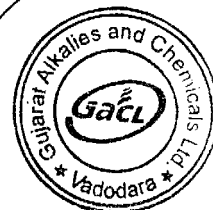
By order of the Board

For Prakash Chandra Jain & Co.
Chartered Accountants
Firm Regn. No. 002438C

Place : Gandhinagar
Date : 16th May, 2013

(P.C. Nalwaya)
Partner
M.No. 033710

M. S. DAGUR, IAS
MANAGING DIRECTOR



To be sent duly filled in immediately after the Board meeting to :- Meeting of the Board of Directors of the Company held on 16.05.2013 at 1.00 p.m.

The Secretary
The National Stock Exchange of India Ltd.
" Exchange Plaza", C-1, Block ' G ',
Bandra-Kurla Complex, Bandra (East),
MUMBAI - 400 051

Name of the Company : GUJARAT ALKALIES AND CHEMICALS LIMITED
Registered Office : P. O. Petrochemicals, Dist. Vadodara - 391 346

FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Rs. in lakhs)

Sr. No.	Particulars	2012-2013
	Field :	
	Symbol	01/04/2012
	From Date	31/03/2013
	To Date	A
	Result Type	AN
	Period Type	C
	Cumulative / Non Cumulative	
1	Net Sales / Income from Operations	181,460.35
2	Other Income	1,870.26
	Total Income (1 + 2)	183,330.61
3	Total Expenditure	
	(a) (Increase) / Decrease in Stocks in trade and work in progress	370.58
	(b) Consumption of Raw Materials	71,475.01
	(c) Purchase of Traded goods	-
	(d) Power, Fuel & Other Utilities	29,623.67
	(e) Other Manufacturing & Operative Expenditure	14,394.36
	(f) Employee Benefits expenses	11,889.61
	(g) Depreciation and amortization expenses	15,152.02
	(h) Other Expenses	4,175.27
	(i) Total Expenditure	147,080.52
4	Finance Costs	833.58
5	Exceptional Items - Prior Period Adjustment & Others	1,733.53
6	Profit / (Loss) from Ordinary Activities before tax (1+2) - (3 + 4 + 5)	33,682.98
7	Tax Expenses	10,147.55
8	Net Profit (+) / Loss (-) from Ordinary Activities after tax (6 - 7)	23,535.43
9	Extraordinary Items (net of tax expenses Rs. _____)	-
10	Net Profit (+) / Loss (-) for the period (8 - 9)	23,535.43
11	Paid up Equity Share Capital (Face value of the share shall be indicated)	
	Paid up Equity Share Capital	7,343.84
	Face Value ₹ per Share	10.00
12	Reserves excluding Revaluation of Reserves as per balance sheet of previous accounting year	173,963.06
13	Earning Per Share (EPS)	
	(a) Basic and diluted EPS before Extraordinary items for the period, for the year to date and for the previous year (Annualized)	32.05
	(b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (Annualized)	32.05

For Gujarat Alkalies and Chemicals Limited

Date : 16th May, 2013



[V. L. Vyas]
Company Secretary & CGM (Legal)

16/5/13

16TH MAY, 2013

TELEGRAM / FAX

BOARD MEETING OF GUJARAT ALKALIES AND CHEMICALS LIMITED HELD ON 16TH MAY, 2013 CONSIDERED ANNUAL ACCOUNTS FOR THE YEAR ENDED 31.03.2013 STOP TOTAL TURNOVER AND OTHER RECEIPTS EXCLUDING EXCISE DUTY RUPEES 1,83,330.61 LAKHS (PREVIOUS YEAR 1,72,274.19 LAKHS) GROSS PROFIT RUPEES 51,402.11 LAKHS (PREVIOUS YEAR 41,128.85 LAKHS) BEFORE PROVIDING FOR DEPRECIATION AND AMORTISATION RUPEES 15,152.02 LAKHS (PREVIOUS YEAR 15,114.62 LAKHS) AND FINANCE COSTS RUPEES 833.58 LAKHS (PREVIOUS YEAR 2,052.69 LAKHS) STOP AFTER PROVIDING DEPRECIATION AND AMORTISATION OF RUPEES 15,152.02 LAKHS (PREVIOUS YEAR RUPEES 15,114.62 LAKHS) PROFIT AFTER TAX RUPEES 23,535.43 LAKHS (PREVIOUS YEAR RUPEES 15,361.37 LAKHS) AND BALANCE BROUGHT FORWARD FROM PREVIOUS YEAR'S PROFIT AND LOSS ACCOUNT RUPEES 43,398.98 LAKHS (PREVIOUS YEAR RUPEES 38,279.12 LAKHS) THE AMOUNT AVAILABLE FOR APPROPRIATION RUPEES 66,934.41 LAKHS (PREVIOUS YEAR RUPEES 53,640.49 LAKHS) STOP AFTER PROVIDING TAX LIABILITY (INCLUDING DEFERRED TAX) RUPEES 10,147.55 LAKHS (PREVIOUS YEAR RUPEES 6,981.17 LAKHS) APPROPRIATED TO GENERAL RESERVE RUPEES 11,768.00 LAKHS (PREVIOUS YEAR RUPEES 7,681.00 LAKHS) AFTER PROVIDING DIVIDEND RECOMMENDED ON SHARE CAPITAL AT 35.00 (PERCENT) RUPEES 2,570.29 LAKHS (PREVIOUS YEAR TOTAL DIVIDEND AT 30 (PERCENT) RUPEES 2,203.11 LAKHS) TAX ON PROPOSED DIVIDEND RUPEES 436.82 LAKHS (PREVIOUS YEAR RUPEES 357.40 LAKHS) AMOUNT RETAINED IN PROFIT AND LOSS ACCOUNT AS CARRIED FORWARD TO NEXT YEAR'S ACCOUNTS RUPEES 52,159.30 LAKHS (PREVIOUS YEAR RUPEES 43,398.98 LAKHS).



(V. L. VYAS)
COMPANY SECRETARY & CGM (LEGAL)

[Signature]
[Signature]
16/5/13



GUJARAT ALKALIES AND CHEMICALS LIMITED

PRESS NOTE

GACL BREAKS PREVIOUS RECORDS OF SALES TURNOVER & PROFITS

Gandhinagar, Thursday, the 16th May, 2013

The Board of Directors of GACL in their meeting held at Gandhinagar on 16th May, 2013 has approved the financial results for the fourth quarter and for the year ended on 31st March, 2013.

Shri M S Dagur, IAS, Managing Director of the Company stated that the Company has achieved highest ever Net Sales of Rs.1,794.31 crore for the year ended on 31st March, 2013 against Rs.1,698.22 crore in the corresponding previous year. Net Sales for the quarter ended on 31st March, 2013 achieved at Rs.459.47 crore against Rs.422.12 crore in the similar quarter of the previous year despite competitive market conditions and depressed economic scenario.

The Company has achieved highest ever Profit Before Tax of Rs.336.83 crore for the year ended on 31st March, 2013, which has increased by 50.76% as compared with Rs.223.42 crore of the previous year. Similarly, it has achieved the highest ever Profit After Tax for the year to Rs.235.35 crore, which has increased by 53.21% as compared with Rs.153.61 crore of the previous year. This performance is mainly due to improvement in price realizations during the year in majority of its products barring Chloromethanes, Aluminium Chloride and Chlorinated Paraffin Wax and cost control measures.

The highest ever Profit Before Tax of fourth quarter is Rs.121.41 crore, which shows an increase of 70.52% as compared with Rs.71.20 crore in the similar period of the previous year. The Profit After Tax for the quarter achieved at Rs.80.73 crore which has increased by 82.61% as compared with Rs.44.21 crore in the similar period of the previous year.

He further informed that the Board has recommended a dividend of 35 % on equity shares of Rs.10/- each i.e. Rs. 3.50 per share considering the improved performance.

He also added that the financial ratios improved significantly at the end of the year on 31st March, 2013 as compared to the year ended on 31st March, 2012 :

- | | | |
|----------------------------------|---|---|
| i) Earning Per Share | - | Rs.32.05 from Rs.20.92 |
| ii) Cash Earning per Share | - | Rs.66.50 from Rs.51.01 |
| iii) Return on Equity | - | 13.03% (Before Dividend) from 8.15% (After Dividend) |
| iv) Debt Equity ratio | - | 0.12 : 1 times (Before Dividend) from 0.20 : 1 times (After Dividend) |
| v) Book value per Share | - | Rs.246.02 (Before Dividend) from Rs.213.83 (After Dividend) |
| vi) Interest Coverage Ratio | - | 61.66 times from 20.04 times |
| vii) Debt Service Coverage Ratio | - | 6.23 times from 2.74 times |





Prakash Chandra Jain & Co.
Chartered Accountants

74-76, Gayatri Chambers, R.C. Dutt Road,
Alkapuri, Vadodara - 390005
Phone : 91-265-2334365, Telefax : 2331056
E-mail : pcjco1982@yahoo.co.in
pcj_ca@rediffmail.com

AUDITOR'S REPORT

To
The Members of Gujarat Alkalies and Chemicals Limited.

Report on the Financial Statements

We have audited the accompanying financial statements of Gujarat Alkalies and Chemicals Limited, 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.

Management's Responsibility for the Financial Statements

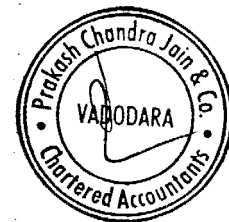
Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of The Companies Act, 1956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

Auditor's Responsibility

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

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

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

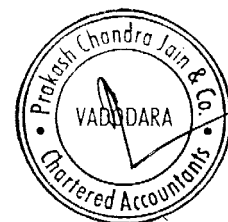
Opinion

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

- 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 Profit and Loss Account, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge 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;





Prakash Chandra Jain & Co.
Chartered Accountants

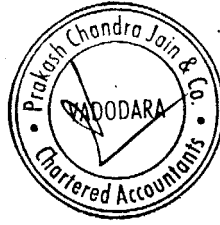
74-76, Gayatri Chambers, R.C. Dutt Road,
Alkapuri, Vadodara - 390005
Phone : 91-265-2334365, Telefax : 2331056
E-mail : pcjco1982@yahoo.co.in
pcj_ca@rediffmail.com

: 3 :

- d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For Prakash Chandra Jain & Co.
Chartered Accountants
Firm Reg. No. : 002438C

(P. C. Nalwaya)
Partner
Membership No. : 033710



Place: Gandhinagar
Date: 16.05.2013

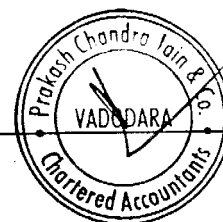


ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 1 of our report of even date on the accounts of Gujarat Alkalies and Chemicals Limited as at 31st March 2013)

- i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) The Company has a programme of physical verification of all its fixed assets over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain fixed assets have been physically verified by the management during the year and according to the information and explanations given to us, no material discrepancies have been noticed on such verification.
- c) During the year, the Company has not disposed off a substantial part of its fixed assets.
- ii) a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) On the basis of our examination of the records of inventory, we are of the opinion that the Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- iii) a) According to the information and the explanations given to us, there are no loans, secured or unsecured, granted or taken by the Company to or from companies firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly, paragraphs 4(iii) (b), (c) and (d) of the order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.

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Prakash Chandra Jain & Co.

Chartered Accountants

74-76, Gayatri Chambers, R.C. Dutt Road,
Alkapuri, Vadodara - 390005

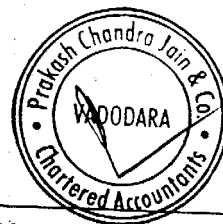
Phone : 91-265-2334365, Telefax : 2331056

E-mail : pcjco1982@yahoo.co.in

pcj_ca@rediffmail.com

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- v) a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 have been so entered.
- b) According to the information and explanations given to us, there are no transactions of purchase of goods and materials and sale of goods, materials and services aggregating during the year to Rs. 500000/- or more in respect of each party, as per the register maintained under section 301 of the Companies Act, 1956.
- vi) The Company has not renewed/accepted any deposit during the year from public and shareholders within the meaning of Sections 58A and 58AA of the Companies Act, 1956 and the rules framed there under.
- vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- viii) We have broadly reviewed, without carrying out detailed examination of the books of account maintained by the Company pursuant to the order made by the Central Government of the maintenance of Costs records under Section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima facie the prescribed accounts and records have been made and maintained.
- ix) a) According to the information and explanations given to us and records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employee's State Insurance, Income tax, Sales-tax, Wealth Tax, Service Tax, Custom duty, Excise duty, cess and other material statutory dues as applicable with appropriate authorities. According to the information and explanations given to us, there were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employee's State Insurance, Income tax, Sales-tax, Wealth Tax, Service Tax, Custom duty, Excise duty, cess and other statutory dues outstanding as at 31.03.2013 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us and records of the Company examined by us there are no dues of Sales tax, Income tax, Custom tax / Wealth tax, Excise duty/cess which have not been deposited on account of any dispute pending except as under:-
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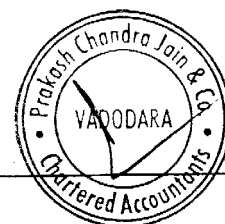
Prakash Chandra Jain & Co.

Chartered Accountants

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pcj_ca@rediffmail.com

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Sr. No.	Name of The statute	Nature of the dues	Amount (Rs.Lakhs)	Period to which the Amount relates	Forum where dispute is pending
1.	Gujarat Sales Tax, 1969	Tax, Interest & Penalty	Interest & Penalty on purchase tax Rs.453.04	Second Appeal cum Revision Application for the F.Y. 1998-1999	Deputy Commissioner, CTO, Bharuch.
2.	Gujarat Sales Tax, 1969	Tax, Interest & Penalty	Purchase tax / Additional tax of Rs.1,905.53 plus Interest and Penalty of Rs. 1,838.08	Appeal preferred for the F.Y. 2000-01.	Jt.Commissioner of Appeals, Baroda.
3.	Gujarat Sales Tax, 1969	Tax, Interest & Penalty	Purchase tax of Rs. 1,803.31 plus Interest and Penalty of Rs. 4,038.61	Appeal preferred for the F.Y. 2001-02	Jt.Commissioner of Appeals, Baroda.
4.	Gujarat Sales Tax, 1969	Tax, Interest & Penalty	Purchase tax of Rs. 1,638.95 plus Interest and Penalty of Rs. 3,456.31	Appeal preferred for the F.Y. 2002-03	Jt.Commissioner of Appeals, Baroda.
5.	Gujarat Sales Tax, 1969	Tax, Interest & Penalty	Sales Tax and Purchase tax of Rs.1,329.06 plus Interest and Penalty of Rs. 2,977.51	Appeal preferred for the F.Y. 2003-04	Jt.Commissioner of Appeals, Baroda.
6.	Gujarat Sales Tax, 1969	Tax, Interest & Penalty	Sales Tax and Purchase tax of Rs.685.99 plus Interest and Penalty of Rs. 277.84	Appeal preferred for the F.Y. 2004-05	Jt.Commissioner of Appeals, Baroda.





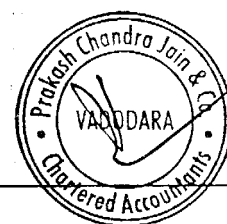
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7.	Gujarat Sales Tax, 1969	Tax, Interest & Penalty	Purchase tax of Rs.279.67 plus Interest and Penalty of Rs. 223.38	Appeal preferred for the F.Y. 2005-06	Jt. Commissioner of Appeals, Baroda.
8.	Central Excise & Service Tax Department	Penalty for Cenvat Credit	Rs. 34.78	July 2005 to Dec. 2005	CESTAT Ahmedabad
9.	Central Excise & Service Tax Department	Cenvat credit on outward freight and penalty	Rs. 5.97	Various years.	Commissioner Appeal Central Excise, Baroda
10	Central Excise & Service Tax Department	Cenvat Credit on Rent-A-Cab services and penalty	Rs. 24.24	Various years	Commissioner Appeal Central Excise, Baroda
11.	Central Excise & Service Tax Department	Cenvat credit on Out-door catering services and penalty	Rs. 76.33	Various years	Commissioner Appeal Central Excise, Baroda
12.	Central Excise & Service Tax Department	Penalty on Banking and Financial services in the matter of ECB of USD 40 MN	Rs. 42.31	F. Y. 2008-2009	Appeal to be filed before CESTAT, Ahmedabad
13.	Central Excise & Service Tax Department	Penalty on Cenvat credit availed for Wind Mill Project	Rs. 61.16	F. Y. 2008-2009	CESTAT Ahmedabad
14	Central Excise & Service Tax Department	Interest	Rs. 792.76	Appeal preferred for the F. Y. 1996-1997	Gujarat High Court, Ahmedabad.
15	Income Tax	Tax & Interest	Rs. 36.47	F.Y. 2005-06	ITAT
16	Income Tax	Tax & Interest	Rs. 123.00	F.Y. 2006-07	ITAT, CIT (A)
17	Income Tax	Tax & Interest	Rs. 117.79	F.Y. 2007-08	CIT (A)
18	Income Tax	Tax & Interest	Rs. 625.63	F.Y. 2008-09	ITAT
19	Income Tax	Tax & Interest	Rs. 31.75	F.Y. 2009-10	CIT (A)

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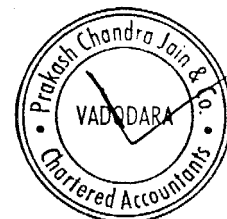


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: 5 :

- x) The Company has no accumulated losses as at March 31, 2013 and has not incurred cash losses during the financial year ended on that date or in the immediately preceding financial year.
- xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
- xii) The Company has not made any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Accordingly, the provisions of clause 4 (xii) of the Companies (Auditor's Report) order 2003 are not applicable to the Company.
- xiii) In our opinion, the Company is not a chit fund or a nidhi mutual benefit fund / society. Therefore, the provisions of clause 4 (xiii) of the Companies (Auditor's Report) order 2003 are not applicable to the Company.
- xiv) 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 Companies (Auditor's Report) order, 2003 are not applicable to the Company.
- xv) In our opinion, the terms and conditions on which the Company has given guarantees for loans taken by employees of the Company from Bank(s) and financial institutions are not prejudicial to the interest of the Company.
- xvi) In our opinion, the term loans availed by the Company have been applied for the purpose for which they were raised.
- xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, funds raised on short term basis have, *prima facie*, not been used during the year for long term investment.
- xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act.
- xix) According to the information and explanations given to us the Company has not issued any debentures during the year and no debentures are outstanding and therefore, no securities are required to be created.
- xx) The Company has not raised any money by way of Public / Rights / Preferential issue during the year.





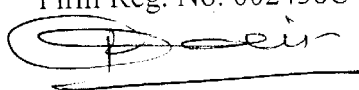
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- xxi) Based upon audit procedures performed and information and explanation given by the Management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

Place : Gandhinagar
Date : 16.05.2013



For Prakash Chandra Jain & Co.
Chartered Accountants
Firm Reg. No. 002438C

(P. C. Nalwaya)
Partner
M. No. 033710