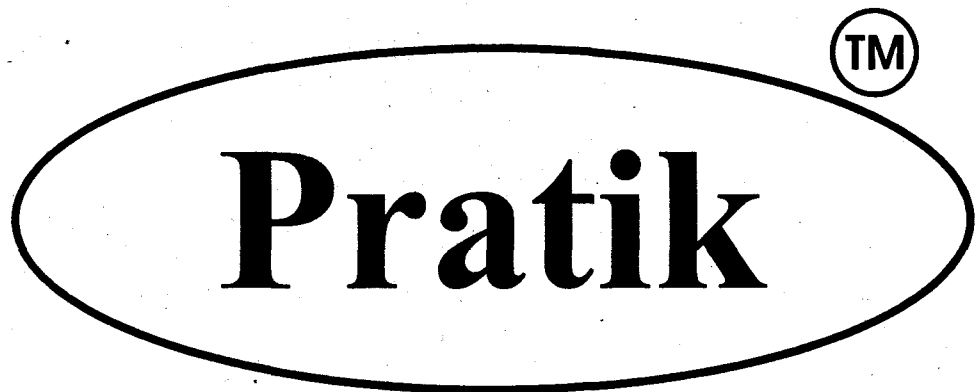


**TWENTY THIRD ANNUAL REPORT
2011 - 2012**



PRATIK PANELS LIMITED

Registered Office : 44 & 56 Rawabhata Industrial Estate,
Bilaspur Road, RAIPUR [C.G.] 493 - 221



*** PRATIK PANELS LIMITED ***

TWENTY THIRD ANNUAL REPORT

BOARD OF DIRECTORS	:	1. Shri Gunwant Raj M. Singhvi (Managing Director)
		2. Shri Jaswant Raj M. Singhvi (Executive Director)
		3. Shri Jayesh J. Shah (Director)
AUDITORS	:	SADANI & SINGHI Chartered Accountants Shridevi Shukla Appartment Below State Bank of India Kamptee Line Rajnandgaon [C.G.] 491-441
BANKERS	:	Central Bank of India Main Branch G. E. Road Raipur [C. G.] 492-001
WORKS AND REGISTERED OFFICE	:	44 & 56 Rawabhata Industrial Estate Bilaspur Road Raipur [C.G.] 493-221
CORPORATE OFFICE	:	B/101, 1 st Floor Universal Paradise, Nanda Patkar Road, Vile Parle (E) Mumbai [M.S.] 400-507.
STOCK EXCHANGE WHERE SHARES LISTED	:	Bombay Stock Exchange, Mumbai
REGISTRAR & SHARE TRANSFER AGENTS	:	M/s Sharex Dynamic (India) Private Limited No. 1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai [M.S.] 400-072.





NOTICE

NOTICE is hereby given that the **Twenty Third Annual** General Meeting of the members of **PRATIK PANELS LIMITED** will be held on Thursday, 30th August, 2012 at 4.00 p.m. at the Registered Office of the Company situated at 44 & 56, Rawabhata Industrial Estate, Bilaspur Road, Raipur-493 221 (C. G.) to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2012 and the Profit & Loss Account for the year ended on that date together with the reports of the Directors' & Auditors' thereon.
2. To appoint a Director in place of Mr. **Jayesh Jethalal Shah**, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

"RESOLVED THAT in accordance with the provisions of Sections 198, 269, 309 and all other applicable provisions, if any, of the Companies Act, 1956 ("the Act") read with Schedule XIII of the Act, the consent of the Company, be and is hereby accorded for the reappointment of Shri Gunwantraj M. Singhvi, Managing Director of the Company and for payment of remuneration and perquisites to him, for a period of five years with effect from 22nd September 2012 on terms and conditions including remuneration and perquisites as described in the explanatory statement attached to this notice and is hereby specifically sanctioned, with liberty to the Board of Directors to alter and vary the terms and conditions of the said agreement so as not to exceed the ceiling limits as regards salary and perquisites specified in Schedule XIII of the Companies Act, 1956, including any statutory modification or re-enactment thereof, for the time being in force or any amendments and/or modifications that may hereafter be made thereto by the Central Government or as may be agreed to between the Board of Directors and Shri Gunwantraj M. Singhvi."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all the acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution."

5. To consider and if thought fit, to pass the following Resolution, with or without modifications, as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 198, 269, 309 and all other applicable provisions, if any, of the Companies Act, 1956 ("the Act") read with Schedule XIII of the Act, the consent of the Company, be and is hereby accorded for the reappointment of Shri Jaswantraj M. Singhvi, Executive Director of the Company, and for payment of remuneration and perquisites to him, for a period of five years with effect from 22nd September 2012 on terms and conditions including remuneration and perquisites on terms and conditions including remuneration and perquisites as described in the explanatory statement attached to this notice and is hereby specifically sanctioned, with liberty to the Board of Directors to alter and vary the terms and conditions of the said agreement so as not to exceed the ceiling limits as regards salary and perquisites specified in Schedule XIII of the Companies Act, 1956, including any statutory modification or re-enactment thereof, for the time being in force or any amendments and/or modifications that may hereafter be made thereto by the Central Government or as may be agreed to between the Board of Directors and Shri Jaswantraj M. Singhvi.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all the acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution."

Registered Office:

44 & 56, Rawabhata Industrial Estate,
Bilaspur Road,
Raipur 493 221 (C. G.)

BY ORDER OF THE BOARD,

Place: Raipur
Dated: 31st May, 2012

(GUNWANTRAJ M. SINGHVI)
Managing Director



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE VALID AND EFFECTIVE, MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. Members/Proxies should bring the enclosed Attendance Slip duly filled in, for attending the meeting.
2. The relevant Explanatory Statements pursuant to Section 173 (2) of the Companies Act, 1956, in respect of items 4 & 5 of the Notice as set out above, is annexed hereto and forms part of the Notice.
3. Individual Shareholders can avail of the facility of nomination. The nominee shall be the person in whom all rights of transfer and/or amount payable in respect of the shares shall vest in the event of the death of the share holder(s). A minor can be a nominee provided the name of the guardian is given in the Nomination Form. The facility of nomination is not available to non-individual shareholders such as Bodies Corporate, Kartas of Hindu Undivided Families, Partnership Firms, Societies, Trusts and holders of Power of Attorney. For further details, please contact the Company's Corporate office.
4. Members are requested to:
 - (a) intimate to the Company's corporate office, changes, if any, in their respective addresses along with Pin Number at an early date:
 - (b) Quote Folio Numbers in all their correspondence:
 - (c) Consolidate holdings in to one folio in case of multiplicity of Folios with names in identical orders.
5. Queries on accounts and operations of the Company, if any, may please be sent to the Company at least seven days in advance of the meeting so that the answers may be made readily available at the Meeting.
6. The Register of Members and the Share Transfer Books of the Company will be closed from Monday, 27th August 2012 to Thursday, 30th August, 2012 (both days inclusive).

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2):

Item No. 4 & 5:

At the 18th Annual General Meeting of the Company held on 29th September, 2007, the members had approved the re-appointment of Mr. Gunwantraj M. Singhvi and Mr. Jaswantraj M. Singhvi, Managing Director and Executive Director respectively for a period of 5 years with effect from 22nd September, 2007. Their terms of appointment are expiring on 21st September 2012.

Subject to the approval of the shareholders, the Directors of the Company at its meeting held on 31st May, 2012 have resolved to re-appoint Mr. Gunwantraj M. Singhvi as Managing Director and Mr. Jaswantraj M. Singhvi as Executive Director of the Company with effect from 22nd September, 2012 for a period of five years. The details of the remuneration payable to Mr. Gunwantraj M. Singhvi are as under: -

Details of remuneration payable to Mr. Gunwantraj M. Singhvi as Managing Director.

Salary: -

- (a) Salary of Rs. 21,000/- per month with an annual increment as may be decided by the Board or any committee thereof.
- (b) Ex-gratia at the rate of 8.33% of salary per annum.

Perquisites: -

- (c) Housing: Furnished residential accommodation with gas, electricity, water and furnishings or house rent allowance in lieu thereof.
- (d) Medical Reimbursement: Medical expenses including any such expenses as shall relate to surgical, optical and dental treatment incurred for himself and his family (Family includes dependant parents, wife, children who are dependant on him).
- (e) Medical Insurance: The Managing Director and his family shall be covered under Mediclaim Insurance scheme as per the rules of the Company.
- (f) Leave Travel Concession: The Managing Director and his family shall be entitled to Leave Travel Concession as per the rules of the Company.
- (g) Club Fees: The Managing Director shall be entitled to club fees of maximum of two clubs. This will however, not include admission and life membership fees.
- (h) Personal Accident Insurance: Actual premium not to exceed Rs. 10,000/- per annum.



The Managing Director shall also be entitled to the following perquisites, which shall not be included in the computation of ceiling on remuneration specified above.

- (1) Company's contribution towards Superannuation/Provident Fund: Such contribution shall not be included in the computation of the ceiling on remuneration to the extent these, either singly or put together are not taxable under the Income Tax Act, 1961.
- (2) Gratuity: Payable as per the Rules of the Group Gratuity Scheme of the Company.
- (3) Encashment of Leave at the end of the tenure.
- (4) Chauffeur driver, Company maintained car.
- (5) Telephone at residence (not to be considered as perquisite), however, personal long distance telephone calls shall be billed by the Company to Mr. Gunwantraj M. Singhvi.

The perquisites, wherever applicable, shall be valued as per the Income Tax Rules, 1962.

Subject to the exigencies of his employment, Mr. Gunwantraj M. Singhvi shall be entitled to privilege leave as per the Company's policy on full pay and allowances.

Performance Bonus: An amount limited to 25% of the Annual Basic Salary as may be determined by the Board or any committee thereof based on such performance as may be laid down by the Board or committee thereof.

Employees Stock Option Scheme: Participation in the Employees Stock Option Scheme(s) as may be framed by the Company from time to time.

Total remuneration including perquisites shall not exceed the limits specified in Schedule XIII to the Companies Act, 1956.

Details of remuneration payable to Mr. Jaswantraj M. Singhvi as Executive Director

Salary: -

- (a) Salary of Rs. 18,000/- per month with an annual increment as may be decided by the Board or any committee thereof.
- (b) Ex-gratia at the rate of 8.33% of salary per annum.

Perquisites: -

- (c) Housing: Furnished residential accommodation with gas, electricity, water and furnishings or house rent allowance in lieu thereof.
- (d) Medical Reimbursement: Medical expenses including any such expenses as shall relate to surgical, optical and dental treatment incurred for himself and his family (Family includes dependant parents, wife, children who are dependent on him).
- (e) Medical Insurance: The Executive Director and his family shall be covered under Mediclaim Insurance scheme as per the rules of the Company.
- (f) Leave Travel Concession: The Executive Director and his family shall be entitled to Leave Travel Concession as per the rules of the Company.
- (g) Club Fees: The Executive Director shall be entitled to club fees of maximum of two clubs. This will however, not include admission and life membership fees.
- (h) Personal Accident Insurance: Actual premium not to exceed Rs. 10,000/- per annum.

The Executive Director shall also be entitled to the following perquisites, which shall not be included in the computation of ceiling on remuneration specified above.

- (1) Company's contribution towards Superannuation/Provident Fund: Such contribution shall not be included in the computation of the ceiling on remuneration to the extent these, either singly or put together are not taxable under the Income Tax Act, 1961.
- (2) Gratuity: Payable as per the Rules of the Group Gratuity Scheme of the Company.
- (3) Encashment of Leave at the end of the tenure.
- (4) Chauffeur driver, Company maintained car.
- (5) Telephone at residence (not to be considered as perquisite), however, personal long distance telephone calls shall be billed by the Company to Mr. Jaswantraj M. Singhvi.

The perquisites, wherever applicable, shall be valued as per the Income Tax Rules, 1962.

Subject to the exigencies of his employment, Mr. Jaswantraj M. Singhvi shall be entitled to privilege leave as per the Company's policy on full pay and allowances.



Performance Bonus: An amount limited to 25% of the Annual Basic Salary as may be determined by the Board or any committee thereof based on such performance as may be laid down by the Board or committee thereof.

Employees Stock Option Scheme: Participation in the Employees Stock Option Scheme(s) as may be framed by the Company from time to time. Total remuneration including perquisites shall not exceed the limits specified in Schedule XIII to the Companies Act, 1956.

The Board recommends these Resolutions for approval of the members.

None of the Directors of the Company except Mr. Gunwantraj M. Singhvi and Jaswantraj M. Singhvi, is concerned or interested in the resolutions set out in Item No. 4 & 5, respectively.

The Explanatory Statement together with the accompanying Notice may also be regarded as an abstract of the terms and memorandum of interest pursuant to Section 302 of the Companies Act, 1956.

Registered Office:

44 & 56, Rawabhata Industrial Estate,
Bilaspur Road,
Raipur 493 221 (C. G.)

Place : Raipur
Dated : 31st May, 2012

FOR AND ON BEHALF OF THE BOARD,

GUNWANTRAJ M. SINGHVI
MANAGING DIRECTOR

Details of Directors seeking re-appointment at the forthcoming Annual General Meeting
(In pursuance of Clause 49 of the Listing Agreements)

Particulars	Mr. Jayesh J. Shah
Date of Birth	12.12.1957
Date of Appointment	20.12.2005
Qualification	B.Com.,
Expertise in specific functional areas	More than 20 years of experience in timber and plywood business.
List of companies in which outside Directorship held as on 31 st March 2012	Nil
Memberships/ Chairmanship of committees across public companies as on 31 st March 2012	<u>Audit Committee</u> Pratik Panel Ltd. Chairman <u>Shareholders Grievances Committee</u> Pratik Panel Ltd.- Chairman
No. of shares held in the Company prior to the date of appointment	Nil



DIRECTORS' REPORT

The Members of
Pratik Panels Limited

Your Directors hereby present their Twenty Third Annual Report and the Audited Accounts for the year ended 31st March, 2012.

FINANCIAL RESULTS:

	(Rupees in Lakhs)	
	Year ended <u>31-03-2012</u>	Year ended <u>31-03-2011</u>
Sales and Other Income	295.52	251.41
Profit/(Loss) before Interest and Depreciation	19.76	11.88
Less: Interest	33.62	34.90
Less: Depreciation	6.12	8.77
	-----	-----
Profit/(Loss) before Tax	(19.98)	(31.79)
Provision for Taxation	0.00	0.00
	-----	-----
Profit/(Loss) After Tax	(19.98)	(31.79)
Balance Brought Forward	(167.54)	(135.75)
	-----	-----
Balance carried over	(187.52)	(167.54)
	=====	=====

OPERATIONS:

The Company is not able to overcome the financial setback due to continued export market slump scenario combine with domestic market is also facing bleak scenario and company is not able to turn back from making losses due to interest burden. The management is trying to overcome this continued slump situation.

DIVIDEND:

In view of the losses sustained by the Company, your Directors could not recommend any dividend for the year under review.

FIXED DEPOSITS:

The Company has neither invited nor accepted any deposits from public during the year under review under the Companies (Acceptance of Deposit) Rules, 1975 read with Section 58A of the Companies Act, 1956.

INDUSTRIAL RELATIONS:

The Company has been continuously attempting to improve employee skills and productivity. Industrial relations generally remained cordial and satisfactory.

PARTICULARS OF EMPLOYEES:

Information in accordance with the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) (Amendment) Rules, 1975 as amended is not applicable.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

Information under Section 217(1)(e) read with the Companies (Disclosure of particulars in report of the Board of Directors) Rule, 1988 are given in **Annexure A** to this Report.



AUDITORS:

Auditors, M/s. Sadani & Singhi, Chartered Accountants, Shridevi Shukla Apartment Below State Bank of India, Kamptee Line, Rajnandgaon (C.G.) bearing registration No 73007 hold office until the conclusion of the ensuing Annual General Meeting. The Company has received letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1-B) of the Companies Act, 1956. Your Directors recommend their re-appointment

AUDITORS' REPORT:

The observation made by the Auditors of the Company in their report read with the notes on Accounts, are self-explanatory and do not require any further clarification.

SECRETARIAL COMPLIANCE CERTIFICATE

The Compliance Certificate received in accordance with the provisions of section 383A (1) of the Act read with the Companies (Compliance Certificate) Rules 2001 being attached to the Directors Report as **Annexure B**.

CORPORATE GOVERNANCE:

A detailed Report on Corporate Governance prepared on compliance with the provisions stipulated under Clause 49 of the Listing Agreements with the Stock Exchanges is given in **Annexure C** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report as required under the Listing Agreement with the Stock Exchanges is provided in **Annexure D** and forms a part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT:

As required under Section 217 (2AA) of the Companies Act, 1956, your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (b) appropriate accounting policies have been selected and applied consistently and that judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2012 and of its losses for the year ended on that date;
- (c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) the annual accounts have been prepared on a going concern basis.

ACKNOWLEDGEMENT:

Your directors would like to place on record their gratitude for the continuous support and co-operation received from Central Bank of India, the Central and State Government departments, customers and suppliers. We also convey our heartfelt thanks to the Shareholders for their unfailing trust, confidence and encouragement. The Directors place on record their appreciation of the contribution made by the employees and the management.

Place : Raipur
Dated: 31st May, 2012.

FOR AND ON BEHALF OF THE BOARD

(GUNWANTRAJ M. SINGHVI)
Managing Director



ANNEXURE - A

ANNEXURE TO THE DIRECTOR'S REPORT

Information in accordance with the Companies (Disclosure of particulars in report of the Board of Directors) Rule, 1988 and forming apart of the Director's Report for the ended 31st March 2012.

A. CONSERVATION OF ENERGY

The Company's operations do not involve substantial consumption of coal and power in comparison to the cost of production. However conservation measure have already been taken up wherever possible.

	2011-12	2010-11
Electricity (Units)	163090	222210
Coal (M.T.)	Nil	Nil
Own Generation (Through Diesel Generator) (Ltrs)	Nil	Nil

B.I. RESEARCH AND DEVELOPMENT (R & D)

The Company has established R & D set up improve the quality and efficiency. The Department is doing satisfactory progress.

II. TECHNOLOGY ABSORPTION

- | | |
|------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|
| a. Efforts in brief, made towards technology absorption, and innovation. | Continuous efforts towards improvement of productivity & quality. |
| b. Benefits derived as a result of above effort, e.q. product improvement, cost reduction, development, import substitution. | Benefits will accrue |
| c. In case of Imported Technology following information may be furnished. | Not applicable. |

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

A. Inflow of Foreign Exchange	Rs. Nil Lacs (Rs. 146.02 Lacs).
B. Outflow of Foreign Exchange	Rs. 9.58 Lacs (Rs. 9.12 Lacs)

For And On Behalf Of The Board
Gunwantraj M. Singhvi
Managing Director

Place : Raipur
Dated : 31/05/2012

Jaswant Raj M Singhvi
Director



ANNEXURE-B

COMPLIANCE CERTIFICATE

[Under Section 383A of the Companies Act, 1956 &
Rule 3 of Companies (Compliance Certificate) Rules, 2001]

The Members.	Company No	: 10-05107
M/s. Pratik Panels Ltd.	Authorized Capital	: Rs. 45,000,000
	Paid up Capital	: Rs. 38,985,000

We have examined the registers, records, books and papers of M/s. **Pratik Panels Limited** as required to be maintained under the Companies Act, 1956, ('the Act') and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2012 ('financial year'). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in *Annexure 'A'* to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in *Annexure 'B'* to this certificate, with the Registrar of Companies, under the Act and rules made thereunder. However, no forms or returns were required to be filed with the Regional Director, Central Government, Company Law Board or other authorities.
3. The Company has the minimum prescribed paid-up capital and the Company being a public limited company, restriction on maximum number of members, subscription for shares and acceptance of deposits is not applicable.
4. The Board of Directors duly met **Four** times respectively on **26th April, 2011, 30th July, 2011, 31st October, 2011 and 31st January 2012** in respect of which meetings proper notices were given and the proceedings were properly recorded and signed. No resolution was passed through circular.
5. The Company closed its Register of Members and Share Transfer Books from **27th August, 2012 to 30th August, 2012** and necessary compliance of section 154 of the Act has been made except giving of newspaper advertisement.
6. The Annual General Meeting for the financial year ended on **31st March, 2011** was held on **31st May, 2011** after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
7. **No Extra Ordinary General Meeting was held during the financial year ended 31st March, 2012.**
8. The Company has not advanced any loan either to its Directors or persons or firms or companies referred to section 295 of the Act.
9. The Company has entered into contracts falling within the purview of Section 297 of the Act and not complied with the provisions of the Act.
10. The Company has made necessary entries in the Register maintained under Section 301 of the Act during the year.
11. As there were no instances falling within the purview of section 314 of the Act, the Company was not required to obtain any approvals from the Board of Directors, members or the Central Government as the case may be.
12. No duplicate share certificates were issued during the financial year.
13. The Company:
 - a. has delivered all certificates on transfer/transmission or for any other purpose within the time limit in accordance with relevant provisions of the Act during the financial year.



- b. was not required to deposit any amount in a separate Bank Account as no dividend was declared during the financial year.
 - c. was not required to post warrants for dividend to any member of the company as no dividend was declared during the financial year.
 - d. was not required to transfer the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as there were no such cases.
 - e. has duly complied with the requirements of Section 217 of Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of Additional Directors, Alternate Directors or Directors to fill casual vacancy during the financial year.
15. The Company has appointed a Whole-time Director and a Managing Director even though the provisions of Section 269 of the Companies Act, 1956 are not applicable to the Company.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approval of Central Government Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms/Companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has no preference shares or debentures, and hence there was no redemption during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The amounts borrowed by the company during the financial year are within the borrowing limits as per the provisions of section 293(1)(d) of the Act.
25. The company has not made any loans or given guarantees or provided securities to other bodies corporate during the financial year.
26. The Company has not altered the provisions of the Memorandum with respect to the situation of the Company's Registered Office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to change in the name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.



30. The Company has not altered its Articles of Association during the financial year.
31. No prosecutions were initiated or show cause notices received by the Company for alleged offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has not constituted any Provident Fund u/s. 418 of the Companies Act, 1956 and hence provisions of Section 418 of the Act do not apply to the Company.

Place: Raipur
Date: 31st May, 2012

**For JAYSHREE A. LALPURIA & CO.,
PRACTICING COMPANY SECRETARIES**

(Jayshree A. Lalpuria)
Proprietor
ACS: 17629 CP: 7109

ANNEXURE 'A'

Registers/Records as maintained by the Company

Sr. No.	Name of Register	Section/Rule U/ Companies Act, 1956
1.	Copy of every instrument creating charge	Section 136
2.	Register of Charges	Section 143
3.	Register of Members and Index thereto	Section 150-151
4.	Copies of Annual Return	Section 159
5.	Minutes Book of meetings of Board of Directors and Committee thereof	Section 193
6.	Minutes Book of General Meetings.	Section 193
7.	Books of Accounts.	Section 209
8.	Register of Companies, firms in which directors are interested	Section 301(3)
9.	Register giving particulars of Directors, Managing Director, Manager and Secretary.	Section 303
10.	Register of Renewed and Duplicate certificates	
11.	Register of Transfer of shares	



Forms and Returns as filed by the Company during the year ended 31st March, 2012
with the Registrar of Companies:

Sr. No.	Form / Return No.	Filed under Section	Particulars	Date of filing	Whether filed in time Yes/No	If delay in filing, additional fees paid Yes/No
1.	Form 8	135	Modification of Charge	23-04-2011	Yes	N.A
2.	Form 23	149(2A)	Commencement of new line of business as provided in the Articles	01-07-2011	Yes	No
3.	Form 66	383A(1)	Compliance Certificate for the year ended 31-03-2010	28-07-2011	Yes	No
4.	Form 23AC & 23ACA	220	Annual Accounts for the year ended 31-03-2011	17-12-2011	Yes	No
5.	Form 20B	159	Annual Return for the AGM held on 31-05-2011	29-07-2011	Yes	No

For **JAYSHREE A. LALPURIA & CO.,**
PRACTICING COMPANY SECRETARIES

Place : Raipur

Date : 31st May, 2012

(Jayshree A. Lalpuria)
Proprietor
ACS: 17629 CP: 7109



REPORT ON CORPORATE GOVERNANCE
(Pursuant to Cl. 49 of the Listing Agreement)

I. A BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Pratik Panels Limited (PPL) is committed to the principles of good Corporate Governance. Corporate Governance is based upon the principles of trusteeship, transparency, and accountability, fairness and responsibility. Over time these principles have been woven intricately into the Company's policies and practices. The benefit of good governance must accrue to all the stakeholders in general and particularly to investors, customers and our creditors. Better Corporate Governance practices allow companies to recognize and act towards fulfillment of their environmental and social obligations and contribute to long-term, sustainable growth of the company and the society.

The Company is in compliance with the requirements of the guidelines on corporate governance stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges. Accordingly, we always seek to ensure that we attain our performance rules with integrity. Our disclosures always seek to attain the best practices in international corporate governance. We also endeavor to enhance long-term shareholder value and respect minority rights in all our business decisions.

II. BOARD OF DIRECTORS:

The Board is comprised of three Directors, of which two are Executive Directors, while one is independent/non-executive Director. The day-to-day management of the Company is conducted by the Managing Director and the Executive Director. The Managing Director and Executive Director are the promoter Directors. None of the Directors on the Board is a Member on more than 10 committees and Chairman of more than 5 committees across all the companies in which he is a Director.

a) The constitution of the Board as on 31st March 2012

Name of the Director	Category	No. of other Directorship in public Companies	No. of Committee positions held in other public Companies	
			Member	Chairman
Mr. Gunwantraj M. Singhvi	Promoter Executive Non-Independent	1	Nil	Nil
Mr. Jaswantraj M. Singhvi	Promoter Non-Independent Executive	Nil	Nil	Nil
Mr. Jayesh J. Shah	Independent Non-Executive	Nil	Nil	Nil

b) Attendance of the Directors at the Meetings of the Board

During the year under review, 4 Board Meetings were held on the following dates: **26th April, 2011, 30th July, 2011, 31st October, 2011 and 31st January 2012**

The Twenty Second Annual General Meeting was held on 31st May, 2011.

The details of attendance of each Director at the Board Meetings and AGM are given below:

Name of the Director	Number of Board Meetings held during his tenure	Number of Board Meetings attended	Whether attended the AGM held on 31 st MAY 2011
Mr. Gunwantraj M. Singhvi	4	4	Yes
Mr. Jaswantraj M. Singhvi	4	3	Yes
Mr. Jayesh J. Shah	4	2	No

**III AUDIT COMMITTEE****a) Broad terms of reference**

Audit Committee acts as a link between the Statutory and Internal Auditors and the Board of Directors. The primary objective of the Audit Committee is to provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosures. The procedures, powers, role and functions of the Audit Committee constituted by the Company comply with the requirements of the Companies Act, 1956 and Clause 49 of the Listing Agreement.

b) Composition, meetings and Attendance

The composition of Audit Committee and attendance of each Director at these meetings is as follows: -

Name of the Director	Category	Status	Number of meetings attended
Mr. Gunwantraj M. Singhvi	Promoter Non-Independent Executive	Member	4
Mr. Jaswantraj M. Singhvi	Promoter Non-Independent Executive	Member	4
Mr. Jayesh J. Shah	Independent Non-Executive	Chairman	4

c) Meetings :

During the period under review, four meetings of Audit Committee were held on 31st May 2010, 31st July 2010, 30th October 2010 and 31st January 2011.

d) The functions of the Audit Committee include the following:

- overseeing financial reporting processes;
- reviewing with management the financial statements including half-yearly and annual accounts and ensuring their compliance with accounting standards, and legal requirements including those of stock exchanges;
- reviewing the internal control system and assessing their adequacy in consultation with the internal and external auditors;
- ensuring compliances with internal controls; and
- reviewing findings of internal audit and ensuring follow up action on significant findings.

IV REMUNERATION OF DIRECTORS

The remuneration of Managing Director and Executive Director are considered by the Board of Directors of the Company, with the interested Director(s), not participating or voting. The terms of remuneration of Executive Directors are approved by the shareholders at the Annual General Meeting. Non Executive Directors of the Company are not paid an remuneration.

Details of remuneration paid to Mr. J.M. Singhvi, Executive Director during the twelve months ended 31st Mar 2012 are as under:-

Name of the Director	Remuneration paid / provided (Rs.)		
	Basic Salary	Perquisites, Allowance and other benefits	Total
Mr. J. M. Singhvi Whole-time Director (Re-appointed w.e.f. 22 nd September, 2012)	216000/-	Nil	216000/-

The Company does not have any Employees Stock Option Scheme under which any of the Directors are given any stock options.

**V. SHAREHOLDERS GRIEVANCES COMMITTEE:**

The "Shareholders Grievance Committee" constituted by the Company is headed by Mr. Jayesh J. Shah and Mr. Gunwantraj Singhvi is the other member. Mr. Dinesh Vakharia is the Compliance Officer of the Company.

The functions of the Shareholders' Grievance Committee include the following:

- Transfer /Transmission of shares,
- Issue of duplicate Share Certificates,
- Reviewing Shares dematerialized, rematerialized and all other related matters,
- Monitoring expeditious redressal of Investors' Grievances,
- Non receipt of Annual Report and declared dividend,
- All other matters related to Shares.

VI. GENERAL BODY MEETINGS:

The last three Annual General Meetings were held at the Registered Office at 44 & 56, Rawabhata Industrial Estate, Bilaspur Road, Raipur-493 221 as per details given below:

Year	Date	Time	Special Resolution Passed
2008-09	29-09-2009	4.00 p.m.	None
2009-10	28-09-2010	4.00 p.m.	None
2010-11	31-05-2011	4.00 p.m.	One

At the Annual General Meeting for the year ended 31st March, 2011 special resolution was passed for commencement of new business under sec.149 (2A).

No Special Resolution was required to be put through a postal ballot last year. No Special Resolution is required to be put through a postal ballot at the ensuing Annual General Meeting.

VII. DISCLOSURES:

- a) The transactions with related parties were undertaken in the normal course of business and were at terms and conditions, which were not prejudicial to the interest of the Company.
- b) The Company has complied with all the requirements of the Listing Agreement with the Stock Exchanges as well as regulations and guidelines of SEBI. No penalties or strictures have been imposed by SEBI, Stock Exchanges or any statutory authority on matters relating to capital markets during the last three years.
- c) The Board has laid down Codes of Conduct for Board members and for designated senior management personnel of the Company. All Board members and designated senior management personnel have affirmed compliance with Codes of Conduct.

VIII. CEO/CFO CERTIFICATION:

Mr. Gunwantraj M. Singhvi Managing Director of the Company has given CEO/CFO Certification to the Board. The Board has noted that the said CEO/CFO Certificate was as per the format given under clause 49 (V) of the Listing Agreement.

IX. MEANS OF COMMUNICATION:

The quarterly results are being published in an English Newspaper and a vernacular language newspaper circulating in the state where the registered office of the Company is located. These results, official news releases and information of the Company are available on the website of the Company www.pratikpanels.com. These information are also available on the website of Bombay Stock Exchange Ltd. at www.bseindia.com.

X. GENERAL SHAREHOLDER INFORMATION:**(a) 23rd Annual General Meeting Day, Time and Venue**

Day	Date	Time	Venue
Thursday	30/08/ 2012	4.00 p.m.	44 & 56, Rawabhata Industrial Estate, Bilaspur Road, Raipur-493 221.

The financial year of the company is from 1st April to 31st March.

**b) Financial Calendar**

Financial Year	1st April to 31st March
Adoption of Quarterly Results for the quarter ending:	
June, 2012	3rd/4th week of July, 2012
September, 2012	3rd/4th week of October, 2012
December, 2012	3rd/4th week of January, 2013
March, 2012	3rd/4th week of May, 2013
Dates of Book Closure (Both days inclusive)	27-08-2012 to 30-08-2012
Dividend payment date	N.A.

(c) Listing on Stock Exchanges:

- The Bombay Stock Exchange, Mumbai
- Stock Code : 526490
- The Company has paid the annual listing fees to the said exchange on time.
- Security Code No.
NSDL : INE206C01011
CDSL : INE206C01011.

The shares of the Company have been delisted from the Madhya Pradesh Stock Exchange w.e.f 07-05-2010 pursuant to special resolution passed by the members at the Annual General Meeting held on 30th September 2006, under the Securities and Exchange Board of India (Delisting of Securities) Guidelines, 2003.

(d) Market Price Data/Performance:

Month	Bombay Stock Exchange Limited	
	High	Low
Apr-11	2.06	1.72
May-11	3.06	1.86
Jun-11	3.75	3.2
Jul-11	3.46	3.09
Aug-11	3.1	1.78
Sep-11	1.7	1.3
Oct-11	1.34	1.22
Nov-11	1.39	1.21
Dec-11	1.39	1.28
Jan-12	1.66	1.27
Feb-12	1.59	1.32
Mar-12	1.39	1.11

(e) Registrar & Share Transfer Agents:

The Company has appointed M/s. Sharex Dynamic (India) Private Limited, Unit No. 1, Luthra Industrial Premises, Safed Pool, Andheri - Kurla Road, Andheri (East), Mumbai - 400 072 as Registrar and Share Transfer Agent of the Company.

**(f) Share Transfer System:**

With a view to expedite the process of share transfers, the Board of Directors has delegated the power of share transfer to Share Transfer Committee of the Board, which meets at least once in every fortnight. The shares for transfer received in physical mode by the Company, are transferred expeditiously and thereafter, option letter is sent to the transferee(s) for dematerialisation. Confirmation in respect of the request for dematerialisation of shares is sent to the respective depositories, i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within 7 days.

Address of Registrar & Share Transfer Agent for Correspondence:

M/s. Sharex Dynamic (India) Private Limited,
Unit No. 1, Luthra Industrial Premises,
Safed Pool, Andheri Kurla Road,
Andheri (East), Mumbai 400 072

(g) Dematerialisation of Shares and liquidity:

The shares of the Company are permitted for trading in dematerialised form only. The Company's shares are available for trading in the depository systems of both NSDL and CDSL. As on 31st March, 2012, 57.23% equity shares of the Company stand dematerialised.

(h) Distribution of Shareholding as on 31-03-2012

No. of shares	No. of Shareholders	% of Shareholders	No. of shares held	% of Total
Upto 500	3576	80.92	900890	23.11
501-1000	530	11.99	468581	12.02
1001-5000	249	5.64	553003	14.19
5001-10000	23	0.52	173341	4.44
10001 and above	41	0.93	1802685	46.24
Total	4419	100.00	3898500	100.00

(i) Shareholding pattern as on 31-03-2012:

Category	No. of Shares	%
Promoters	1568688	40.238
Bodies Corporate	83316	2.137
NRI/OCBs	850	0.022
Banks, Financial Institutions	0	0.000
Mutual Funds	0	0.000
Public	2245646	57.603
Others	0	0.000
Total	3898500	100.000

(j) Plant Location:

44 & 56, Rawabhata Industrial Estate,
Bilaspur Road,
Raipur - 493 221.

**b) Financial Calendar**

Financial Year	1st April to 31st March
Adoption of Quarterly Results for the quarter ending:	
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(e) Registrar & Share Transfer Agents:

The Company has appointed M/s. Sharex Dynamic (India) Private Limited, Unit No. 1, Luthra Industrial Premises, Safed Pool, Andheri - Kurla Road, Andheri (East), Mumbai - 400 072 as Registrar and Share Transfer Agent of the Company.

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Total	4419	100.00	3898500	100.00

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Category	No. of Shares	%
Promoters	1568688	40.238
Bodies Corporate	83316	2.137
NRIs/OCBs	850	0.022
Banks, Financial Institutions	0	0.000
Mutual Funds	0	0.000
Public	2245646	57.603
Others	0	0.000
Total	3898500	100.000

(j) Plant Location:

44 & 56, Rawabhata Industrial Estate,
Bilaspur Road,
Raipur - 493 221.



(I) As required by clauses 49 of the listing agreement the Auditor's certificate is attached herewith.

DECLARATION ON CODE OF CONDUCT :

The Company has elaborate code of conduct in place and the Board Members, Senior Management personnel abide by the same. The Company ensures that the code is understood and followed by all. The Code is reviewed from time to time to incorporate ethical business practices that are relevant to present national and international corporate scenario.

Place: Raipur.
Date : 31/05/2012

Sd/-
Gunwantraj M. Singhvi
Managing Director

Auditor's Certificate on Corporate Governance

To,
The Member
Pratik Panels Limited

We have examined the compliance of conditions of corporate governance by Pratik Panels Limited for the year ended 31st March 2012 as stipulated in Clause 49 the Listing Agreement of the said company with stock exchange(s) in India.

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

In our opinion and 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 above mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the shareholders/Investors Grievance Committee.

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.

Place : Raipur
Dated : 31/05/2012

**SADANI & SINGHI
CHARTERED ACCOUNTANTS**

**VINOD SADANI
PARTNER
(M.NO. 73007)**



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development:

Pratik Panels Limited is engaged in manufacturing of timber products like Lumber, Doors, Decking, Veneers, Lipping Patti and related timber products. The company has developed Export products like Decking Panels / Sheets & Decking Kits for Boat and Yachts. The Company has developed new products which are widely used by Yacht builder but due to weak economy and recessionary tendencies it is taking longer time to capture the market.

Opportunities and Strengths:

- a) Company envisages to expand its more value added export products like Lumber, Decking Panels / Sheets & Prefabricated Decking Kits for Boat and Yachts.
- b) The Company's emphasis on Export and value added products are now opening new avenues for the company's business.
- c) The manufacturing facilities and dedicated and experienced work force are key to the development of the company and the Company hopes that these two key factors amongst so many other factors like supply of raw material and consistent market demand will also ensure long lasting returns for the Company.

Outlook:

The company has plans to consistently concentrate on exports and development of more value-added products as this is expected to deliver better financial results.

Risk and Concerns:

The Company has concerns regarding fluctuation in prices of raw materials in domestic market which can eventually effects the profits of the company. With the varying foreign exchange rate the possibility of imports getting costlier is imminent Constant up gradation of technology to meet the challenges of the market. At the same time it becomes necessary to keep abreast with latest know how and to incorporate new technology in the production process of the company. All these factors may be pose a threat to the development of the company monetary and otherwise.

Internal Control Systems and their adequacy:

Your Company continues to place considerable emphasis and efforts on the internal Control systems. Monthly internal audits, limited reviews by statutory auditors and meetings of Audit Committees focus on quality of the internal checks and balances in the finance and accounting aspects.



**SADANI & SINGHI
CHARTERED ACCOUNTANTS**

AUDITOR'S REPORT

TO
THE MEMBERS OF
PRATIK PANELS LIMITED

1. We have audited the attached Balance Sheet of "PRATIK PANELS LIMITED" as at 31st MARCH, 2012 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We have conducted our audit in accordance with auditing standards generally accepted in India. These standards required that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amount of disclosures in the financial statement. An audit estimated made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) order 2003 (as amended) issued by the Central Government of India in terms of sub-section (4A) Section 227 of the Companies Act, 1956, we enclose in the Annexure a Statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to above, 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 it appears from our examination of those books.
 - c) The Balance Sheet, Profit and Loss Account and Cash flow statement dealt with by the report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, Profit and Loss account 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 Company Act, 1956:
 - e) On the basis of written representation received from the directors as on 31/03/2012 and taken on record by the Board of Director, we report that none of the Directors are disqualified as on 31/03/2012 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956 :
 - f) In our opinion and to the best of our information and according to the explanation given to us the accounts read together with Significant Accounting Policies and Notes on Accounts, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2012.
 - (ii) in the case of Profit and Loss Account, of the Loss for the year ended on that date.
 - (iii) in the case of Case Flow Statement, of the Cash Flows of the year ended on that date.

Place : Raipur
Dated : 31/05/2012

**SADANI & SINGHI
CHARTERED ACCOUNTANTS**

**VINOD SADANI
PARTNER
(M.NO. 73007)**



**SADANI & SINGHI
CHARTERED ACCOUNTANTS**

ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 3 of our Report of even date on the Account of **PRATIK PANELS LIMITED** for the year ended **31st MARCH, 2012**)

1. In respect of its fixed assets:
 - a. The company has generally maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - b. As per the information and explanations given to us, the company have a system of physical verification of all of its assets. We are informed that the fixed assets have been physically verified during the year by the management and no material discrepancy was noticed between book records and physical inventory. In our opinion the frequency of such verification is reasonable having regard to size of the Company and the nature of its assets.
 - c. In our opinion the company has not disposed off substantial part of fixed assets during the year and going concern status of company is not affected.
2. In respect of its inventories:
 - a. As explained to us the inventory has been physically verified by the management at reasonable intervals.
 - b. In our opinion and according to information and explanation given to us the procedure of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the Company and nature of its business.
 - c. The Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
3. In respect of loans, secured or unsecured, granted or taken by the Company to/from companies, firms or other parties covered in the register maintained under section 301 of the Company Act, 1956.
 - a. The company has not granted loans to companies firm or other parties listed in the register maintained Under Section 301 of the Act. The company has taken unsecured loans from Companies firm or other parties covered in the registered maintained under section 301 of the Companies Act, 1956.
 - b. In our opinion, the rate of interest and other terms and conditions of such loans are not prima facie prejudicial to the interest of the Company.
 - c. In respect of the aforesaid loans, the interest payment is regular as per the stipulation and repayment of loans are regular as per the stipulation.
 - d. In respect of the aforesaid loans, there were no overdue amounts.
 - e. The company has not granted any loans, secured or unsecured to companies, firms and other parties covered in the register maintained Under Section 301 of clauses (f) and (g) are not applicable to the Company.
4. In our opinion and according to the information and explanation given to us there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal controls, requiring corrections.
5. In respect of transaction under section 301 of the Company Act, 1956.
 - a. In our opinion and according to the information and explanation given to us, the transactions made in pursuance of contracts or arrangements, that needed to be entered into in the register maintained under Section 301 of the Company Act, 1956 have been so entered.
 - b. In our opinion and according to the information and explanations given to us, there are no transaction of purchase of goods and material and sales of goods, material and services made in pursuance of contract or arrangement entered in the register maintained under section 301 of the Companies Act, 1956.



6. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public Under Section 58 A of the Companies Act, 1956.
7. In our opinion the Company has an adequate Internal Audit System commensurate with size and nature of its business.
8. We have been informed that the Central Government has not prescribed maintenance of cost records Under Section 209 (1) (d) of the Companies Act, 1956 for any of the products of the company.
9. In respect of statutory due:
 - (a) According to the information and explanations given to us and records examined by us, the Company is generally regular in depositing, with the appropriate authorities, undisputed statutory dues in respect of income-tax, wealth-tax, customs-duty, excise-duty except sales-tax, provident fund etc.
 - (b) According to the records of the company, there were no undisputed amount payable in respect of income-tax, wealth-tax, customs-duty and excise-duty outstanding as at 31st March 2012 for a period of more than six months from the date they become payable. An amount of Rs. **20.33** is outstanding for more than six months with respect to the Provident Fund, ESIC, Sales-Tax etc.
10. The company has accumulated losses of Rs. **187.53** lacs. During the financial year covered by our report, the company has incurred cash loss of Rs. **129.05** lacs. The company has incurred cash losses of Rs **13.86** lacs in the immediately preceding financial year.
11. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to the financial institutions, bank or debenture holders.
12. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of shares debentures and other securities.
13. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, clause 4 (xiii) of the companies (Auditors Report) order 2003 is not applicable to the company.
14. The Company is not dealing in shares securities debentures and other investments. According the Provision of clause 4 (xiv) of the companies (Auditors Report) order 2003 are not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, on an overall basis, the funds raised have been applied for the purpose for which they were obtained or pending for the actual application were deployed for working capital purposes transitorily.
16. According to the information and explanation given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that the Company has not utilized short term sources towards repayment of long term borrowing and acquisition of fixed assets and vice-versa.
17. During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956
18. The Company has not issued any debentures. Therefore the clause 4 (xix) of the companies (Auditor's Report) order 2003, is not applicable to the company.
19. The Company has not raised money by way of public issue during the year covered by our audit report.
20. In our Opinion and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our Audit.

Place :Raipur
Dated :31/05/2012

SADANI & SINGHI
CHARTERED ACCOUNTANTS

VINOD SADANI
PARTNER
(M.NO. 73007)

**BALANCE SHEET AS AT 31ST MARCH 2012**

PARTICULARS	NOTES NO	AS AT 31ST MARCH 2012 RS.	AS AT 31ST MARCH 2011 RS.
I. EQUITY AND LIABILITY			
1. SHARE HOLDERS' FUNDS			
(a) Share Capital	2.01	389.85	389.85
(b) Reserves & Surplus	2.02	<u>-180.52</u>	<u>229.31</u>
		209.33	229.31
2. NON-CURRENT LIABILITIES			
(a) Long-Term Borrowings	2.03	31.59	59.30
(b) Deferred Tax Liability		<u>0.00</u>	<u>0.00</u>
		31.59	59.30
3. CURRENT LIABILITIES			
(a) Short-Term Borrowings	2.04	252.72	251.69
(b) Trade Payables	2.05	127.64	34.83
(c) Other Current Liabilities	2.06	<u>140.05</u>	<u>256.79</u>
		520.42	543.30
TOTAL :		<u>761.34</u>	<u>831.90</u>
II. ASSETS			
1. NON CURRENT ASSETS			
(i) FIXED ASSETS	2.07		
(a) Tangible Assets			
Gross Block		321.03	337.34
Less : Accumulated Depreciation		<u>272.15</u>	<u>277.82</u>
		48.88	59.52
(b) Capital Work in Progress		<u>0.00</u>	<u>0.00</u>
		48.88	59.52
(ii) Long Term Loan and Advances	2.08	12.68	13.26
(iii) Other Non-Current Assets		<u>0.00</u>	<u>0.00</u>
		61.56	72.78
2. CURRENT ASSETS			
(a) Inventories	2.09	556.50	595.06
(b) Trade Receivables	2.10	46.65	70.15
(c) Cash and Bank Balance	2.11	19.31	4.60
(d) Loan and Advances	2.12	<u>76.54</u>	<u>87.78</u>
		699.01	757.58
3. MISCELLANEOUS EXPENDITURE	2.13	<u>0.77</u>	<u>1.54</u>
TOTAL :		<u>761.34</u>	<u>831.91</u>
Significant accounting policies & notes to financial Statement	1	0.00	0.00

As Per Our Report Of Even Date
For Sadani & Singhi
Chartered Accountants
Firm Registration No. 004415C

Vinod Sadani
Partner
(M. No. 073007)

For And On Behalf Of The Board
Gunwant Raj M. Singhvi
Managing Director

Jaswant Raj M. Singhvi
Director

Place : Raipur
Dated : 31/05/2012

Place : Raipur
Dated : 31/05/2012



6. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public Under Section 58A of the Companies Act, 1956.
7. In our opinion the Company has an adequate Internal Audit System commensurate with size and nature of its business.
8. We have been informed that the Central Government has not prescribed maintenance of cost records Under Section 209 (1)(d) of the Companies Act, 1956 for any of the products of the company.
9. In respect of statutory due:
 - (a) According to the information and explanations given to us and records examined by us, the Company is generally regular in depositing, with the appropriate authorities, undisputed statutory dues in respect of income-tax, wealth-tax, customs-duty, excise-duty except sales-tax, provident fund etc.
 - (b) According to the records of the company, there were no undisputed amount payable in respect of income-tax, wealth-tax, customs-duty and excise-duty outstanding as at 31st March 2012 for a period of more than six months from the date they become payable. An amount of Rs. **20.33** is outstanding for more than six months with respect to the Provident Fund, ESIC, Sales-Tax etc.
10. The company has accumulated losses of Rs. **187.53** lacs. During the financial year covered by our report the company has incurred cash loss of Rs. **129.05** lacs. The company has incurred cash losses of Rs **13.86** lacs in the immediately preceding financial year.
11. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the company has not defaulted in repayment of dues to the financial institutions, bank or debenture holders.
12. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of shares debentures and other securities.
13. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund society. Therefore, clause 4 (xiii) of the companies (Auditors Report) order 2003 is not applicable to the company.
14. The Company is not dealing in shares securities debentures and other investments. According the Provision of clause 4 (xiv) of the companies (Auditors Report) order 2003 are not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, on an overall basis, the funds raised have been applied for the purpose for which they were obtained or pending for the actual application were deployed for working capital purposes transitarily.
16. According to the information and explanation given to us and on an overall examination of the Balance Sheet of the Company, we are of the opinion that the Company has not utilized short term sources towards repayment of long term borrowing and acquisition of fixed assets and vice-versa.
17. During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956
18. The Company has not issued any debentures. Therefore the clause 4 (xix) of the companies (Auditor's Report) order 2003, is not applicable to the company.
19. The Company has not raised money by way of public issue during the year covered by our audit report.
20. In our Opinion and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our Audit.

Place :Raipur
Dated :31/05/2012

SADANI & SINGHI
CHARTERED ACCOUNTANTS

VINOD SADANI
PARTNER
(M.NO. 73007)



BALANCE SHEET AS AT 31ST MARCH 2012

PARTICULARS	NOTES NO	AS AT 31ST MARCH 2012 RS.	AS AT 31ST MARCH 2011 RS.
I. EQUITY AND LIABILITY			
1. SHARE HOLDERS' FUNDS			
(a) Share Capital	2.01	389.85	389.85
(b) Reserves & Surplus	2.02	<u>-180.52</u>	<u>229.31</u>
		209.33	229.31
2. NON-CURRENT LIABILITIES			
(a) Long-Term Borrowings	2.03	31.59	59.30
(b) Deferred Tax Liability		0.00	0.00
		<u>31.59</u>	<u>59.30</u>
3. CURRENT LIABILITIES			
(a) Short-Term Borrowings	2.04	252.72	251.69
(b) Trade Payables	2.05	127.64	34.83
(c) Other Current Liabilities	2.06	<u>140.05</u>	<u>256.79</u>
		520.42	543.30
	TOTAL:	<u>761.34</u>	<u>831.90</u>
II. ASSETS			
1. NON CURRENT ASSETS			
(i) FIXED ASSETS	2.07		
(a) Tangible Assets			
Gross Block		321.03	337.34
Less : Accumulated Depreciation		<u>272.15</u>	<u>277.82</u>
		48.88	59.52
(b) Capital Work in Progress		0.00	0.00
		<u>48.88</u>	<u>59.52</u>
(ii) Long Term Loan and Advances	2.08	12.68	13.26
(iii) Other Non-Current Assets		0.00	0.00
		<u>61.56</u>	<u>72.78</u>
2. CURRENT ASSETS			
(a) Inventories	2.09	556.50	595.06
(b) Trade Receivables	2.10	46.65	70.15
(c) Cash and Bank Balance	2.11	19.31	4.60
(d) Loan and Advances	2.12	<u>76.54</u>	<u>87.78</u>
		699.01	757.58
3. MISCELLANEOUS EXPENDITURE	2.13	0.77	1.54
	TOTAL:	<u>761.34</u>	<u>831.91</u>
Significant accounting policies & notes to financial Statement	1	0.0	0.00

As Per Our Report Of Even Date
For Sadani & Singhi
Chartered Accountants
Firm Registration No. 004415C

Vinod Sadani
Partner
(M. No. 073007)

For And On Behalf Of The Board
Gunwant Raj M. Singhvi
Managing Director

Jaswant Raj M. Singhvi
Director

Place : Raipur
Dated : 31/05/2012

Place : Raipur
Dated : 31/05/2012

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2012**

PARTICULARS	NOTES NO.	AS AT 31ST MARCH 2012 RS.	AS AT 31ST MARCH 2011 RS.
I. Revenue from Operations	3.01	290.01	241.75
II. Other Income	3.02	5.50	9.66
Total Revenue	TOTAL :	295.52	251.41
III. EXPENSES			
a Purchase of Trade		106.70	46.74
b Raw Material Consumed	3.03	105.73	72.09
c Changes in Inventories	3.04	10.46	68.03
d Employees benefit expenses	3.05	14.10	14.75
e Manufacturing and Other Expenses	3.06	16.60	19.10
f administrative and Other Expenses	3.07	19.58	15.71
g Finance Charges	3.08	35.43	37.24
h Depreciation	3.09	6.89	9.54
	TOTAL :	315.50	283.20
IV Profit before extraordinary items and tax		-19.98	-31.80
V Extraordinary Items		0.00	0.00
VI Profit before tax		-19.98	-31.80
VII <u>Tax Expense:</u>			
a Provision for Income tax		0.00	0.00
VIII Profit for the year		- 19.98	-31.80
ix Earning per equity Share (Face value of Rs 10/- each) Basic EPS (in Rs) Diluted EPS (in Rs)			

Significant accounting policies & notes to financial Statement 1

As Per Our Report Of Even Date
For Sadani & Singhi
Chartered Accountants
Firm Registration No. 004415C

Vinod Sadani
Partner
(M. No. 073007)

For And On Behalf Of The Board
Gunwant Raj M. Singhvi
Managing Director

Jaswant Raj M. Singhvi
Director

Place : Raipur
Dated : 31/05/2012

Place : Raipur
Dated : 31/05/2012



Notes to accounts forming part of Financial Statement ended on 31.03.2012

Notes No.

1 SIGNIFICANT ACCOUNTING POLICIES

1.01 Accounting Assumptions

The financial statements are prepared under the historical cost convention, on accrual basis of accounting and in accordance with the provisions of the Companies Act, 1956 and the accounting standards notified by the Companies (Accounting Standards) Rules, 2006 (Indian GAAP), as adopted consistently by the Company.

1.02 Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and reported amounts of revenue and expenses during the reported period. Actual results could differ from these estimates and any revision to such accounting estimates is recognised prospectively in the period in which the results are ascertained.

1.03 Basis of Accounting

a) Fixed Assets

Fixed Assets are valued at cost less Accumulated depreciation. All Cost including financial Cost till commencement of Commercial production. Pre-operative expenses etc. attributable the fixed Assets are capitalized.

b) Depreciation

Depreciation on fixed assets is provided on written down value method at the rate and in the manner prescribed in the Income Tax Act, 1961 as details in Note No-9.

c) Inventories

Inventories are valued at cost except for finished goods and scrap. Finished goods are valued at lower of cost or net realizable value and scrap are valued at estimated realizable value

d) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and there is no any uncertainties exists regarding the determination of the amount or its associated cost and it would not be unreasonable to expect ultimate collection

e) Prior Period Adjustments

Expenses/Income pertaining to previous years are booked in the current year under the natural heads of Accounts and its shown separately in the books of accounts.

f) Retirement and other employee benefits:

Retirement benefits in the form of Provident Fund are a defined contribution Scheme, the contributions are charged to the Profit & Loss Account of the year, when the contributions to the respective funds are due. Gratuity fund are administered through a scheme with life insurance corporation of india

g) Foreign Currency Transactions

Transactions in foreign currency are accounted for at the exchange rates prevailing at the time of transaction. However, in case of transactions taking place through bank accounts maintained in foreign currency, the same are recorded at notional rates. Balances in such foreign currency accounts at the year end are converted at the prevailing exchange rates. Current assets and liabilities at the year end are restated at the prevailing exchange rates and the difference between the year end and the actual/notional rates is recognized as income or expense in the Accounts.

h) Borrowing Costs

Borrowing costs attributable to acquisition / construction of qualifying assets are capitalized with the respective assets till the date of commercial use of the assets and other borrowing costs are charged to the Profit and Loss Account.



i) Provisions and Contingent Liabilities

Provision

The Company recognizes a provision when there is a present obligation as a result of past event that may probably require an outflow of resources in future. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent Liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

j).Provision for Taxation

Provision for Income Tax, has not been made as the company has incurred loss during the year

k).Deferred Tax Asset/Liability

Refer Note No-5

l).Earnings per Share

Basic EPS

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

Diluted EPS

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The calculation of Earning Per Share as required under Accounting Standard (AS) - 20 is as under:

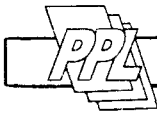
Basic & Diluted EPS

Particulars	Year	2011-12	Year 2010-11
(a) Net profit	-19.98		-31.80
(b) No. of Equity	3898500		3898500
(c) Earning per share (a/b)			

m) Impairment of Assets

The carrying of the assets is reviewed at each balance sheet that if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset net selling price and value in use. In assessing value in use, the Estimated future cash flows are discounted to their present value at the weighted average Cost of capital.

n). Previous year's figures have been rearranged and regrouped wherever necessary so as to make them comparable with those of the current year.



Notes to accounts forming part of Financial Statement ended on 31.03.2012

PARTICULARS		As at March 31, 2012		As at March 31, 2011	
		No. of shares	Amount	No. of shares	Amount
2	SHARE CAPITAL				
2.01	AUTHORIZED CAPITAL				
	Equity Share of Rs.10/-Each with voting right	4500000	450.00	4500000	450.00
	ISSUED				
	Equity Share of Rs.10/-Each with voting right	4120000	412.00	4120000	412.00
	SUBSCRIBED				
	Equity Share of Rs.10/-Each with voting right	3970900	397.09	3970900	397.09
	PAID UP				
	Equity Share of Rs.10/-Each with voting right	3898500	389.85	3898500	389.85
		3898500	389.85	3898500	389.85

Refer note (i),(ii) & (iii) below

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period :

PARTICULARS	As at March 31, 2012		As at March 31, 2011	
	No. of shares	Amount	No. of shares	Amount
Reconciliation Of Issued Share				
Equity shares with voting rights				
Opening	3898500	389.85	3898500	389.85
Issued During the Year	0	0	0	0.00
Closing	3898500	389.85	3898500	389.85

(ii) Terms/ rights attached to Equity Shares :

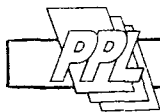
The company has one class of equity shares having a par value of Rs.10.00 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution shall be according to the members right and interest in the Company.

(iii) Details of shares held by each shareholder holding more than 5% shares :

	Class of Share/Name of Shareholder	As at March 31, 2012		As at March 31, 2011	
		No. of shares	% holding in	No. of shares	% holding in
	Gunwantraj Singhvi	393800	10.10%	393800	10.10%
2.02	RESERVE & SURPLUS				
	CAPITAL RESERVES				
	As Per Previous Balance Sheet			1.81	1.81
				1.81	1.81
	GENERAL RESERVES				
	Opening Balance			5.20	5.20
	Add: Addition during the year			0.00	0.00
	Closing Balance			5.20	5.20
	PROFIT & LOSS ACCOUNT				
	Opening Balance			-167.55	-135.76
	Add: Addition during the year			-19.65	-31.80
	Closing Balance			-187.20	-167.55
	TOTAL :			-180.19	-160.54

**Notes to accounts forming part of Financial Statement ended on 31.03.2012**

PARTICULARS	As at 31st March,2012	As at 31st March,2011
2.03 LONG TERM BORROWING		
a. SECURED LOAN		
WCT/L Account (First Charge on all movable and non movable Fixed asset both present and future)	0.00	28.62
b. UN-SECURED LOAN		
From Director , Share Holder etc	31.59	30.68
TOTAL :	31.59	59.30
2.04 SHORT TERM BORROWING		
From Central Bank of India, Main Branch. Raipur Cash-Credit Account (Secured by hypothecation of Stocks , stores & book debts relating to businesses of the Company and and first/second charge on the fixed assets of the company.)	252.72	49.89
Packing Credit Account	0.00	201.79
TOTAL :	252.72	251.69
2.05 TRADE PAYABLES		
Acceptances payables Due to Micro and Small & Medium Industries	127.64	34.83
	0.00	0.00
TOTAL :	127.64	34.83
2.06 OTHER CURRENT LIABILITIES		
Liabilities for Expenses	14.18	9.53
Other Credit Balances	43.76	50.05
Trade Advance	82.12	197.20
Term Loan Installemnt (Refer Note No 4 Long Term Borrowing)	0.00	0.00
TOTAL :	140.05	256.79



Notes to accounts forming part of Financial Statement ended on 31.03.2012

PARTICULARS	As at 31st March,2012	As at 31st March,2011
2.03 LONG TERM BORROWING		
a. SECURED LOAN		
WCT/L Account (First Charge on all movable and non movable Fixed asset both present and future)	0.00	28.62
b. UN-SECURED LOAN		
From Director , Share Holder etc	31.59	30.68
TOTAL :	31.59	59.30
2.04 SHORT TERM BORROWING		
From Central Bank of India, Main Branch, Raipur Cash-Credit Account (Secured by hypothecation of Stocks , stores & book debts relating to businesses of the Company and and first/second charge on the fixed assets of the company.)	252.72	49.89
Packing Credit Account	0.00	201.79
TOTAL :	252.72	251.69
2.05 TRADE PAYABLES		
Acceptances pay ables	127.64	34.83
Due to Micro and Small & Medium Industries	0.00	0.00
TOTAL :	127.64	34.83
2.06 OTHER CURRENT LIABILITIES		
Liabilities for Expenses	14.18	9.53
Other Credit Balances	43.76	50.05
Trade Advance	82.12	197.20
Term Loan Installemnt (Refer Note No 4 Long Term Borrowing)	0.00	0.00
TOTAL :	140.05	256.79



NOTES NO. - 2.07

FIXED ASSETS

SN.	Description of Assets	Rate of Depreciation	Gross Block				Depreciation				Net Block	Net Block
			Balance as on 01.04.2011	Addition During the year	Sold/Transfer During the Year	TOTAL	Up to 31.03.2011	Provided during the year	Depreciation Setoff Sold Assets	TOTAL	Balance as on 31.03.2012	Balance as on 31.03.2011
1.	Lease Hold Land	-	1.33			1.33	-	-	-	1.33	1.33	
2.	Factory Building	10.00%	90.12			90.12	71.71	1.84	73.55	16.57	18.41	
3.	Other Building	5.00%	3.26			3.26	1.88	0.07	1.95	1.31	1.38	
4.	Plant & Machinery	15.00%	202.07		10.27	191.80	171.02	3.53	165.74	26.07	31.05	
5.	Electric Installation	15.00%	9.33			9.33	9.15	0.03	9.17	0.16	0.19	
6.	Furniture and Fixture	10.00%	5.95			5.95	4.89	0.11	5.00	0.95	1.06	
7.	Office Equipment	10.00%	4.82			4.82	3.48	0.13	3.61	1.20	1.33	
8.	Vehicles	15.00%	17.40		6.23	11.16	12.65	0.31	9.98	1.19	4.75	
9.	Computer	60.00%	3.06	0.19		3.25	3.04	0.11	3.15	0.10	0.02	
	TOTAL :		337.34	0.19	16.50	321.03	277.82	6.12	272.15	48.88	59.52	
	PREVIOUS YEAR		332.80	4.55		337.34	269.05	8.77	277.82	59.52	63.74	

- NOTES :
1. The lease hold land has been obtained from M.P. Audyogik Vikas Nigam (Raipur) Limited for a term of 99 Years. No amortization on account of lease hold land has been made in the books of account during the year.
 2. Depreciation has been provided at the rates and in the manner prescribed in Income Tax Act, 1961.

**Notes to accounts forming part of Financial Statement ended on 31.03.2012**

PARTICULARS	As at 31st March,2012	As at 31st March,2011
2.08 LONG TERM LOAN AND ADVANCES		
Security and Other Deposits	10.44	10.33
Receivables Account	2.24	2.93
Advances for Capital Goods (Unsecured Considered Goods)	0.00	0.00
TOTAL :	12.68	13.26
2.09 INVENTORIES (As taken Valued & Certified by the Directors)		
Raw Materials (at Cost)	100.99	129.85
Finished Goods (Lower of cost or net realisable value)	119.55	120.57
Semi-Finished Goods	309.90	312.68
(Stock in Process)(At estimated cost)		
Stock in Transit (RM)	2.84	0.00
Stock at Branch	8.20	10.41
Damage/ Rejected Goods Stock	12.10	16.55
Stores & Tools (At cost)	2.85	4.68
Packing Material (at cost)	0.08	0.33
TOTAL :	556.50	595.06
2.10 TRADE RECEIVABLES (Unsecured and considered goods)		
Debts Outstanding for a period exceeding six months	34.69	28.11
Other Debts	11.96	42.04
TOTAL :	46.65	70.15
2.11 CASH,CASH EQUIVALENT AND BANK BALANCE		
Cash in Hand	3.47	0.64
Balance with Scheduled Bank		
Central Bank of India, Ville Parle, Mumbai	15.70	3.77
Sahyadri Sahakari Bank Ltd., Mumbai	0.04	0.04
Central Bank of India, Chandigarh	0.00	0.09
State Bank of India , Raipur	0.10	0.06
TOTAL :	19.31	4.60
2.12 SHORT TERM LOANS AND ADVANCES		
Staff Advances	0.03	0.03
Other Debit balance	75.51	85.86
Advances for raw materials	1.00	1.02
Prepaid Expenses	0.00	0.87
TOTAL :	76.54	87.78



Notes to accounts forming part of Financial Statement ended on 31.03.2012

PARTICULARS	As at 31st March,2012	As at 31st March,2011
2.13 MISCELLANEOUS EXPENDITURE (To the extent not written off or adjusted)		
EXHIBITION EXPENSES		
Balance as per previous Balance Sheet	1.54	2.31
Less : 1/5 Written of during the year	0.77	0.77
TOTAL :	0.77	1.54
3 Notes referred to in the Statement of Profit and Loss are as		
3.01 REVENUE FROM OPERATIONS		
Particulars		
Sale of Products	255.72	177.69
Sale of Scrap	19.44	46.07
Other Operating Revenues	14.86	17.99
Sub - Total	290.01	241.75
Less : Excise Duty	0.00	0.00
TOTAL :	290.01	241.75
3.02 OTHER INCOME		
Other Misc Income	5.50	9.66
TOTAL :	5.50	9.66
3.03 RAW MATERIAL CONSUMED		
Opening Stock	129.85	127.50
Purchases	79.71	74.44
	209.56	201.94
Less : Closing Stock	103.83	129.85
TOTAL :	105.73	72.09
3.04 INCREASE/(DECREASE) IN STOCK		
1. Finished Product	119.55	120.57
2. Semi Finished Goods	309.90	312.68
3.Rejected / Damaged Goods Stock	12.10	16.55
4. Stock at Branch	8.20	10.41
	449.75	460.21
Less : Opening Stock	460.21	528.24
	-10.46	-68.03
TOTAL :	10.46	-68.03
3.05 EMPLOYEE BENEFITS		
Salary and Wages	13.76	14.27
Gratuity A/c	0.34	0.48
TOTAL :	14.10	14.75



Notes to accounts forming part of Financial Statement ended on 31.03.2012

PARTICULARS	As at 31st March,2012	As at 31st March,2011
3.06 MANUFACTURING AND OTHER EXPESNES		
Fire Wood & Coal Consumed	0.00	0.01
Stores & Tools Consumed	3.76	4.85
Electric Charges & Expenses	11.81	13.82
Machinery Repair & Maintenance	1.03	0.34
Transporting Charges	0.01	0.08
TOTAL :	<u>16.60</u>	<u>19.10</u>
3.07 ADMINISTRATIVE AND OTHER EXPENSES		
Rent	0.00	0.54
Insurance	2.25	2.66
Printing & Stationery	0.31	0.14
Postage & Telegram	0.40	0.40
Telephone Expenses	0.53	0.76
Travelling & Conveyance	0.02	0.25
Legal Licence & Professional Fees	2.07	0.98
Professional Tax	0.03	0.05
Vehicle Maintainance	0.35	0.33
Office & General Expenses	0.08	0.12
Security Charges	1.07	0.99
Advertisement	0.09	0.07
Octroi Charges	0.57	1.08
Freight & Forwarding	2.27	1.71
Packing Material	0.36	0.57
Internal Audit Fees	0.33	0.33
Directors Remuneration	2.16	2.16
Sales & Entry Tax	1.58	0.58
Sundry Balance Written Off	-0.05	0.00
Custom Duity	2.51	0.00
Custom Clearing charges (Export)	1.21	0.99
Demat charges	0.70	0.61
Income Tax	0.32	0.00
Payment to Auditor	0.40	0.40
TOTAL :	<u>19.58</u>	<u>15.71</u>
3.08 FINANCIAL CHARGES		
Bank Commission	1.81	2.34
Bank Interest	33.62	34.90
TOTAL :	<u>35.43</u>	<u>37.24</u>
3.09 DEPRECIATION AND AMORTIZATION		
Depreciation on Fixed Assets	6.12	8.77
Preliminary Expenses amortized during the period	0.00	0.00
Pre Operative Expenses amortized during the period	0.00	0.00
Other amortization expenses	0.77	0.77
TOTAL :	<u>6.89</u>	<u>9.54</u>



Notes to accounts forming part of Financial Statement ended on 31.03.2012

PARTICULARS	As at 31st March,2012	As at 31st March,2011
4 PAYMENT TO AUDITOR		
(i) As Auditor	0.20	0.20
(ii) For Taxation Matters	0.05	0.05
(iii) For Company Law Matters	0.04	0.04
(iv) For Others	0.11	0.11
TOTAL :	<u>0.40</u>	<u>0.40</u>
5 Particulars of Remuneration to Executive / Whole time Directors: Salary to Executive Director	2.16	2.16
6 Additional information to disclose as required by Revised Schedule VI is as under:		
Manufacturing Company	(Amt. in Lacs)	(Amt. in Lacs)
(i) Raw Materials Consumed		
(a) Raw Material (Imported)	47.40	(9.64)
(b) Raw Material (Indigenous)	58.33	(62.45)
(ii)Purchase of Stock in Trade / Traded Goods		
(a) Traded Goods	106.70	(46.74)
(iii)Stock of Work in Progress		
(a) Semi Finished	309.90	(312.68)
(iv) Finished Goods		
	Sales Value	Stock/Inventory
Wooden Plywood Batten and Articles and Edge Lipping patti	0.03	85.46
	(22.83)	(85.49)
Veneers	0.00	1.34
	(29.83)	(1.34)
Plywood	0.00	0.70
	(1.34)	(0.70)
Other Material	168.98	0.00
	(109.91)	(0.00)
(v)Stock in Trade / Traded Goods		
(a) Traded Goods	121.00	0.00
	(68.34)	(0.00)

Note: Figures shown in Brackets represent previous year figures.

Notes to accounts forming part of Financial Statement ended on 31.03.2012

7 Balances of personal accounts like Unsecured Loans, Receivables, Payables and Loans & Advances are subject to their respective confirmations and reconciliations.

8 Figures of the previous year have been regrouped or rearranged, wherever considered necessary, to suit the current year's presentation.

Notes to Accounts 1 to 8 form an integral part of financial statements.

As Per Our Report Of Even Date
For Sadani & Singhi
Chartered Accountants
Firm Registration No. 004415C

Vinod Sadani
Partner
(M. No. 073007)

Place : Raipur
Dated : 31/05/2012

For And On Behalf Of The Board
Gunwant Raj M. Singhvi
Managing Director

Jaswant Raj M. Singhvi
Director

Place : Raipur
Dated : 31/05/2012



Balance Sheet Abstract and Company's General Business Profile Pursuant to part IV of Schedule VI to the Company Act. 1956

Registration details 0 5 1 0 7 State Code 1 0
Balance Sheet Date 3 1 0 3 1 2
Date Month Year

Capital Raised during the year (Amount in Rs. Thousands)

Public Issue

N I L

Bonus Issue

N I L

Rights Issue

N I L

Private Placement

N I L

Position of Mobilisation and Deployment of Funds: (Amount in Rs. Thousands)

Total Liabilities

7 6 1 3 4

Sources of Funds

Paid-up Capital

3 8 9 8 5

Secured Loans

2 5 2 7 2

Application of Funds

Net Fixed Assets

4 8 8 8

Net Current Assets

4 3 1 3 1

Accumulated Losses

1 8 7 5 3

Total Assets

7 6 1 3 4

Private Placement

Reserves & Surplus

7 0 1

Unsecured Loans

3 1 6

Investment

N I L

Misc. Expenditure

7 7 0

iv. Performance of the Company (Amount in Rs. Thousands)

Turnover

2 9 0 0 1

Profit/ (Loss) Before Tax

- 1 9 9 8

Earning Per Share In Rs.

N I L

Total Expenditure

3 1 5 5 0

Profit / (Loss) After Tax

- 1 9 9 8

Divident Rate %

N I L



Generic Names of three Principal Products / Services of Company

Item Code No. (ITC Code) :

	4	4	0	3	.	0	0
--	---	---	---	---	---	---	---

Product Description

W	O	O	D	E	N		E	D	G	E		L	I	P	P	I	N	G		P	A	T	T	I
---	---	---	---	---	---	--	---	---	---	---	--	---	---	---	---	---	---	---	--	---	---	---	---	---

Item Code No. (ITC Code) :

	4	4	0	8	.	3	0
--	---	---	---	---	---	---	---

Product Description

P	L	Y	W	O	O	D		D	E	C	O	R	A	T	I	V	E
---	---	---	---	---	---	---	--	---	---	---	---	---	---	---	---	---	---

Item Code No. (ITC Code) :

	4	4	0	8	.	9	0
--	---	---	---	---	---	---	---

Product Description

D	E	C	O	R	A	T	I	V	E		V	E	N	E	E	R
---	---	---	---	---	---	---	---	---	---	--	---	---	---	---	---	---

**ANNEXURE TO CLAUSE 32 OF THE LISTING AGREEMENT
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2012 (Rs. In Lakhs)**

PARTICULARS	Year ended 31ST MARCH 2012	Year ended 31ST MARCH 2011
<u>A. CASH FLOW FROM OPERATION ACTIVITIES</u>		
Net Profit Before Tax	(19.98)	(31.79)
Depreciation	6.12	8.77
Miscellaneous Expenses Written-off	0.00	0.77
Interest	33.62	34.90
	39.74	44.44
Operating Profit Before Working Capital Changes	19.76	12.65
<u>Changes in Working Capital</u>		
Decrease in Inventories	38.55	65.89
Decrease Sundry in Debtor	23.49	63.29
Decrease in Loans & Advances	11.81	-37.06
Decrease in Current Liabilities	-23.92	72.19
	49.93	164.31
Cash Generated from Operations	69.69	176.96
Interest Paid	-33.62	-34.90
Direct Taxes Paid	0.00	0.00
	33.62	-34.90
Net Cash Flow from Operating Activities	36.07	142.06
<u>B. CASH FLOW FROM INVESTING ACTIVITIES</u>		
Purchase of Fixed Assets	0.19	-4.55
Sold of Fix Assets	5.50	0.00
Miscellaneous Assets	0.00	0.00
	5.69	-4.55
Net Cash Flow used in Investing Activities	5.31	- 4.55

**C. CASH FLOW FROM FINANCING ACTIVITIES**

Proceed From of Long Term borrowings	0.91	-	-60.28	
Repayment of Long Term borrowings	-	-	-	
Increase in Cash Credit Utilisation	<u>-27.58</u>	<u>-26.67</u>	<u>-75.94</u>	<u>-136.22</u>

D. NET INCREASE/ DECREASE IN CASH AND CASH EQUIVALENT

Cash & Cash Equivalent as at the commencement of the year		14.71		1.29
		4.60		3.31
Cash & Cash Equivalent as at the close of the year		19.31		4.60

FOR AND BEHALF OF THE BOARD
GUNWANT RAJ M. SINGHVI
MANAGING DIRECTOR

JASWANT RAJ M. SINGHVI
DIRECTOR

PLACE : RAIPUR
DATED : 31.05.2012

AUDITOR'S CERTIFICATE

We have examined the attached CASH FLOW STATEMENT of M/S PRATIK PANELS LIMITED of the year ended on 31st March, 2012. The Statement has been prepared by the Company in accordance with the requirements of clause 32 of the Listing Agreement with Stock Exchanges and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of 31st May, 2012 to the members of the Company.

As per our report of even date
For, **SADANI & SINGHI**
Chartered Accountants

Place : RAIPUR
Dated : 31.05.2012

(VINOD SADANI)
Partner
(M.No. 73007)



PRATIK PANELS LTD.

Regd. Office : 44 & 56 Rawabhata Ind. Estate,
Bilaspur Road RAIPUR (CG) 493 221

Twenty Third Annual General Meeting (Thursday) 30th August 2012

ATTENDANCE SLIP

Client ID

Regd. Folio No.....

D.P.ID

I certify that I am a registered shareholder of the Company and hold..... Shares. Please indicate whether Member/Proxy.

I hereby record my presence at the Twenty Third ANNUAL GENERAL MEETING of the Company held on Thursday, 30th August, 2012 at the Registered Office of the Company.

Member's/Proxy's name in Block Letters

Member's /Proxy's Signature

Note :

- 1. Shareholder/proxy holder must bring the admission Slip to the meeting and hand it over at the entrance duly signed.
- 2. The Copy of the notice may please be brought to the Meeting Hall.
Strike out whichever is not applicable.

..... Cut here

PRATIK PANELS LTD.

Regd. Office : 44 & 56 Rawabhata Ind. Estate,
Bilaspur Road RAIPUR (CG) 493 221

Client ID

PROXY FORM

D.P.ID

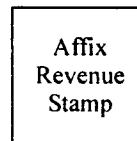
I/We..... of (Address).....being a Member/Member of M/s Pratik Panels Ltd. hereby appoint..... of Failing him/her..... of..... as my/our Proxy to attend and vote for me/us on my/our behalf at the Twenty Third ANNUAL GENERAL MEETING of the Company to be held on Thursday 30th August, 2012 at the Registered Office of the Company, at 4.00 P.M. and at any adjournment thereof.

Signed this..... day of.....2012.

Note :

- 1. Proxy need not be a member of the Company
- 2. Proxy form, complete in all respects, should reach the Registered Office of the Company not less than 48 hours before the scheduled time of the meeting.
Applicable in case of investors holding in electronic form.

Signature (s)

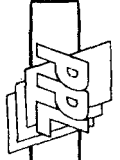


To,

PRATIK PANELS LTD.

Regd. Office : 44 & 56 Rawabhata Ind. Estate,
Bilaspur Road RAIPUR (CG) 493 221

Book-post



Pratik Panels Limited