

# PROMACT PLASTICS LIMITED

28<sup>TH</sup>
A N N U A L
R E P O R T
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## **TWENTYEIGHTH ANNUAL REPORT 2011-12**

BOARD OF DIRECTORS : Ms. Payalben J. Patel Chairperson

Mr. Dharmendrakumar B. Patel Director
Mr. Shyamlal Gupta Director
Ms. Nikitaben J. Patel Director
Mr. Ankit J. Patel Director

PRINCIPAL BANKERS : The Mehsana Urban Co.op. Bank Ltd.,

Mehsana.

AUDITORS : M/s. M. M. Salvi & Co.,

Chartered Accountants,

Mehsana.

**COMPANY LAW CONSULTANTS**: Kashyap R. Mehta & Associates,

Company Secretaries,

Ahmedabad.

**REGISTERED OFFICE** : 106, Harikrupa Chambers,

Behind National Chambers,

Ashram Road, Ahmedabad-380 009.

FACTORY : 391 to 404, GIDC Estate, Phase-II,

Dediyasan, Mehsana-384 002.

REGISTRAR & SHARE TRANSFER AGENTS

M/s. Link Intime India Private Limited

Unit No 303, 3rd Floor Shoppers Plaza V,

Opp. Municipal Market, Behind Shoppers Plaza II,

Off C. G. Road, Ahmedabad - 380 009.

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## NOTICE

NOTICE is hereby given that the **TWENTYEIGHTTH ANNUAL GENERAL MEETING** of the members of **PROMACT PLASTICS LIMITED** will be held as scheduled below:

Date : 25<sup>th</sup> September, 2012

Day : Tuesday
Time : 12.00 Noon

Place : Conference Hall of Hotel City Pride,

Opp. Gurukul, Drive - In Road,

Ahmedabad - 380 052.

to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt Audited Profit and Loss Account of the year ended on 31st March, 2012 and the Balance Sheet as on that date along with the Directors' Report and Auditors' Report thereon.

- 2. To appoint a Director in place of Ms. Payalben J. Patel, who retires by rotation and, being eligible, offers herself for reappointment.
- 3. To appoint a Director in place of Ms. Nikitaben J. Patel, who retires by rotation and, being eligible, offers herself for reappointment.
- 4. To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and to fix their remuneration.

Registered Office:

By Order of the Board,

106, Harikrupa Chambers, Behind National Chambers, Ashram Road, Ahmedabad-380 009. Date: 16th July, 2012

Payalben J. Patel Chairperson

## NOTES :

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF MEETING.
- 2. Pursuant to Section 154 of the Companies Act, 1956, Register of Members and Share Transfer Books of the Company will remain closed from Saturday, the 8th September, 2012 to Tuesday, the 25th September, 2012 (both days inclusive).
- 3. Members intending to require information about accounts at the meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.
- 4. Members are requested to:
  - a) Intimate, if Shares are held in the same name or in the same order and names, but in more than one account to enable the Company to club the said accounts into one account.
  - b) Notify immediately the change in their registered address, if any, to the Company.
- 5. The Equity Shares of the Company are now available for dematerialisation, as the Company has entered into agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Those shareholders who wish to hold shares in electronic form may approach their Depository Participant. The ISIN of the Equity Shares is INE818D01011.

## **DIRECTORS' REPORT**

Dear Shareholders,

Your Directors present the TWENTYEIGHTTH ANNUAL REPORT together with the Audited Statement of Accounts for the financial year 2011-12 ended on 31st March, 2012.

#### 1. FINANCIAL RESULTS:

(Rs.in Lacs)

Particulars	2011-2012	2010-2011
Profit /(Loss)before Interest and Depreciation Less: Interest	(40.30) 131.13	3.06 102.84
(Loss) before Depreciation Less : Depreciation	(171.43) 55.40	(99.78) 58.28
(Loss) before tax Add : Deferred Tax Asset	(226.83) 59.75	(158.06) 63.29
(Loss) after tax	(167.08)	(94.77)
(Loss) for the year	(167.08)	(94.77)
(Debit) Balance brought forward from Previous year	(665.91)	(571.14)
(Debit) Balance carried to Balance Sheet (after adjusting General Reserve of Rs. 90.97 Lacs)	<u>(742.03)</u>	<u>(665.91)</u>

#### 2. DIVIDEND:

As the Company has accumulated losses, your Directors are unable to recommend any Dividend for the Year 2011-12.

#### 3. SALES & WORKING RESULTS:

The Sales during the year 2011-12 was Rs. 1038.91 Lacs as compared to Rs. 1037.02 lacs during the year 2010-11. The Loss before Interest and Depreciation during the year 2011-2012 was of Rs.40.30 Lacs against Profit of Rs. 3.06 lacs during 2010-11. As the Company had to provide for Interest of Rs.131.13 Lacs during the year under review, the Loss before Depreciation was Rs.171.43 lacs the year under review, compared with Loss of Rs.99.78 lacs during 2010-2011. The Company provided Rs. 55.40 lacs for Depreciation and therefore Loss before tax stood at Rs.226.83 lacs during the year under review compared to Loss of Rs.158.06 lacs for the year 2010-2011. After taking into account Deferred Tax Assets, the Net Loss for the year under review stood at Rs.167.08 lacs as against Net Loss of Rs. 94.77 lacs during 2010-2011.

## 4. FINANCE:

- 4.1 During the year under review, the Company was generally regular in payment of Principal and Interest to the Financial Institutions/Banks. The Company is enjoying Working Capital Facilities from Mehsana Urban Co-Operative Bank Limited.
- 4.2 The Income tax and Sales-tax Assessment of the Company have been completed upto Assessment Year 2009-10 and the Financial Year 2006 07 respectively.

## 5. DIRECTORS:

Two of your Directors viz. Ms. Payalben J. Patel and Ms. Nikitaben J. Patel retire by rotation in terms of Articles of Association of the Company. They, however, being eligible, offer themselves for re-appointment.

## 6. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 217 (2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

 that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

- (ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at 31<sup>st</sup> March, 2012 being end of the financial year 2011-12 and of the Loss of the Company for the year;
- (iii) that the Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;.
- (iv) that the Directors have prepared the annual accounts on a going concern basis.

#### 7. DEMATERIALISATION OF EQUITY SHARES:

The Company, to facilitate the Shareholders to hold their shareholding in Electronic Form, has entered into agreements with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The ISIN allotted is INE818D01011.

#### 8. SEBI ORDER:

Securities and Exchange Board of India vide their order dated 4<sup>th</sup> April, 2012 have prohibited the Company from buying, selling or dealing in securities in any manner or accessing the securities market directly or indirectly in any manner whatsoever for a period of one year from the date of order.

#### 9. CORPORATE GOVERNANCE:

The Report on Corporate Governance as required under Clause 49 of the Listing Agreement forms part of the Annual Report.

#### 10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges is presented in a separate section forming part of the Annual Report.

#### 11. LISTING:

The Equity Shares of the Company are listed on Ahmedabad and Mumbai Stock Exchanges and the Company has paid Annual Listing Fees to both the Stock Exchanges upto the year 2012-13.

## 12. GENERAL:

## 12.1 INSURANCE:

The Companies properties including plant, Machinery, Stock, store etc., continue to be adequately insured against risks, such as fire, riot, strikes etc.

## 12.2 AUDITORS:

The present Auditors of the Company M/s. M. M. Salvi & Co., Chartered Accountants, Mehsana were appointed as Auditors for the year 2011-12 at the Extra Ordinary General Meeting and as such they will retire at the ensuing Annual General Meeting of the Company. They have submitted Certificate for their eligibility under Section 224 (1-B) of the Companies Act, 1956 for re-appointment as Auditors of the Company for the year 2012-13.

The notes of the Auditors to the accounts are self explanatory.

## 12.3 PARTICULARS OF EMPLOYEES:

There is no employee drawing remuneration requiring Disclosure under Section 217(2-A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

## 12.4 DEPOSITS:

The Company has not invited/accepted any Deposits from the Public within the meaning of Section 58 A of the Companies Act, 1956 and Rules made there under.



# 13. PARTICULARS AS REQUIRED UNDER COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 IS AT ANNEXURE-I.

## 14. ACKNOWLEDGMENT:

Your Directors are pleased to take this opportunity to express sincere gratitude for the assistance and continued co-operation extended by Promoters, Financial Institutions, Banks, Government Authorities, Shareholders, Suppliers and Customers.

Your Directors also wish to place on record their deep appreciation of the contribution made by employees at all levels towards the growth of the Company.

For and on behalf of the Board,

Place : Ahmedabad.

Date : 16<sup>th</sup> July, 2012

Payalben J. Patel

Chairperson

## **ANNEXURE - I**

## A. CONSERVATION OF ENERGY:

- a) Energy consumption measures taken and implemented and its impact.
  - 1. Centralization of operational to save energy consumption.
  - 2. Installation of modern circular looms which give same production with less power consumption.
  - 3. Installation of one higher capacity compressor in place of three compressors with less power consumption.
  - 4. Installation of high capacity modern tape plant which reduce energy consumption.
  - 5. Installation of six shuttles modern circular looms which give bigger size of fabric with same power consumption.
- b) Total Energy consumption and Energy Consumption per unit of production as per Form A prescribed in the Rules is annexed to this report.

## **B. TECHNOLOGY ABSORPTION:**

a) Efforts made in the technology absorption:

The Company is using indigenous technology which is the latest technology anywhere and the Company is implementing the recommendations received from machinery suppliers for advancement of technology. The Company has not carried out any specific Research and Development activities except for routine quality improvement and process development.

b) Total Foreign Exchange earned and used.

The Company has not earned or spent any foreign exchange during the year under review.

	FORM - A					
Di	Disclosure of particulars with respect to Conservation of Energy					
			Particulars	2011-12	2010-11	
Α.	Pov	wer a	nd fuel Consumption			
	1.	Ele	ctricity			
		a)	Purchased Units	1149007	1301248	
			Total amount (Rs. in lacs)	76.13	77.48	
			Rate/Unit Rs.	6.63	5.95	
		b)	Through Diesel Generator			
			Units	-	-	
			Total amount (Rs. in lacs)	-	-	
			Cost/Unit Rs.	-	-	
	2.	Coa	al	-	-	
	3.	Fur	nace oil	-	-	
	4.	LSH	<del>I</del> S	-	-	
	5.	Gas	s (Amt. In Lacs)	-	-	
В.	Uni	t of F	Production			
	Pro	duct	S	HDPI	E Fabrics/Sacks	

For and on behalf of the Board,

Place : Ahmedabad
Date : 16<sup>th</sup> July, 2012

Payalben J. Patel
Chairperson

## REPORT ON CORPORATE GOVERNANCE

## INTRODUCTION:

Corporate Governance is important to build confidence and trust which leads to strong and stable partnership with the Investors and all other Stakeholders. The detailed Report on implementation of Corporate Governance Code as incorporated in Clause 49 of the Listing Agreement with the Stock Exchange/s is set out below:

## 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance lays strong emphasis on transparency, accountability and ability. The Company has implemented the mandatory requirements of the 'Code of Governance' as mentioned in Clause 49 of the Listing Agreement. The Compliance Report of the Company vis-a-vis the Stock Exchange Listing Agreement is presented below.

## 2. BOARD OF DIRECTORS:

## a) Composition and Category of Directors as on the date of this Report:

Name of Directors	Category of Directorship	No. of other Director ships *	Committee (1) Membership (2) Meetings Chairmanship in other companies	No. of Board Meetings attended	Attendance at the AGM held on 26 <sup>th</sup> September, 2011 Yes(Y)/No(N)
Dharmendrakumar B. Patel	Independent Non Executive	_		5	Y
Shyamlal Gupta	Independent Non Executive	_	_	5	Y
Payalben J. Patel Chairperson	Non Executive	_	_	5	Y
Nikitaben J. Patel	Non Executive	_	_	5	Y
Ankit J. Patel	Non Executive	_	_	_	N

<sup>\*</sup> Private companies excluded.

## b) Details of the Directors seeking Appointment/Reappointment in forthcoming Annual General Meeting:

	• •	-
Name of Director	Payalben J. Patel	Nikitaben J. Patel
Date of Birth	28-09-1981	11-06-1984
Date of Appointment	29-05-2010	29-05-2010
Expertise in specific functional areas	Banking, Finance, Accounts and Statutory Audit	Technical, Factory Management and Computer Software and Hardware Programming
List of Public Limited Companies in which Directorships held	_	_
Chairmanship of the Committees of the Board of Directors of the Company	Audit Committee, Remuneration Committee and Shareholders/Investors' Grievances Committee	Shareholders/Investors' Grievances Committee
Chairman/Member of the Committees of Directors of other companies.	_	_

## c) Board Procedures:

The Board of Directors meets once a quarter to review the performance and Financial Results. A detailed Agenda File is sent to all the Directors well in time of the Board Meetings. The Chairman/Managing Director briefs the Directors at every Board Meeting, about the overall performance of the Company. All major decisions/approvals are taken at the Meeting of the Board of Directors such as policy formation, business plans, budgets, investment opportunities, Statutory Compliance etc. The meeting of the Board of Directors were held on 02-05-2011, 30-05-2011, 05-08-2011, 11-11-2011 and 13-02-2012.

## 3. AUDIT COMMITTEE:

The Audit Committee consists of the following Directors as Members as on the date of Report:

Name of the Director	Expertise	Functions of the Committee	Attendance
Payalben J. Patel	All members are	The functions of the Audit	All the members at
Shyamlal Gupta	non-executive. Chair- person is independent Director and majority are	Committee are as per Company Law and Listing Agreement with Stock Exchange(s) which include	the time of relevant audit committee meetings were
Dharmendra B. Patel , Chairman	independent. One member has thorough financial and accounting knowledge.	approving and implementing the audit procedures, review of financial reporting system, internal control procedures and risk management policies.	present on: 30-05-2011, 05-08-2011, 11-11-2011 and 13-02-2012.

#### 4. REMUNERATION COMMITTEE:

The Board Committee is vested with the responsibilities to function as per SEBI Guidelines and recommends to the Board Compensation Package for the Director. It also reviews from time to time the overall Compensation structure and related policies with a view to attract, motivate and retain employees.

The Remuneration Committee consists of the following Directors as Members as on the date of Report:

- 1. Ms. Payalben J. Patel, Chairman Non Executive
- Mr. Shyamlal Gupta
   Non Executive Independent
   Mr. Dharmendrabhai B. Patel
   Non Executive Independent

Details of remuneration paid:

- 1. None of the Directors was paid any managerial remuneration during the year 2011-12.
- 2. No Sitting Fees, Commission or Stock Option has been offered to the Directors.

## 5. SHAREHOLDERS'/INVESTORS' GRIEVANCES COMMITTEE:

The Board has constituted a Shareholders'/Investors' Grievances Committee for the purpose of effective redressal of the complaints of the shareholders such as Dematerialisation, Share Transfer, Non-receipt of Balance Sheet, Dividend Warrants etc.

The Shareholders' / Investors' Grievances Committee consists of Ms. Payalben J. Patel and Ms. Nikitaben J. Patel, Directors as the Members of the Committee as on the date of Report.

The Company received two complaints during the year and all were resolved to the satisfaction of the shareholders. There was no valid request for transfer of shares pending as on 31st March, 2012.

Ms. Payalben J. Patel, Director is the Compliance Officer for the above purpose.

#### 6. GENERAL BODY MEETINGS:

Details of last three Annual General Meetings of the Company are given below:

Financial Year	Date	Time	Venue
2008-09	30-09-2009	12 Noon	Conference Hall of Hotel City Pride,
2009-10	30-09-2010	12 Noon	Opp.Gurukul, Drive-In Road.
2010-11	26-09-2011	12 Noon	Ahmedabad - 380 052.

Pursuant to the provisions of Section 192 A of the Companies Act, 1956, there was no matter required to be dealt by the Company to be passed through postal ballot.

## 7. DISCLOSURES:

- a) The Company has not entered into any transaction of material nature with the Promoters, the Directors or the Management that may have any potential conflict with the interest of the Company. The Company has no subsidiary.
- b) There was neither any non-compliance of any legal provision of applicable law, nor any penalty, stricture imposed by the Stock Exchange/s or SEBI during the year under review.

## 8. MEANS OF COMMUNICATIONS:

a) In compliance with the requirements of the Listing Agreement, the Company regularly intimates Unaudited/ Audited Financial Results to the Stock Exchange/s immediately after they are taken on record by the Board of Directors. These Financial Results are normally published in 'Western Times' (English and Gujarati).

Results are not displaying on Website and are not sent individually to the Shareholders.

 During the year ended on 31<sup>st</sup> March, 2012, no presentations were made to Institutional Investors or analyst or any other enterprise.

c) Management Discussion and Analysis forms part of the Annual Report.

#### 9. SHAREHOLDERS' INFORMATION:

a) Registered Office : 106, Harikrupa Chambers, Behind National Chambers,

Ashram Road, Ahmedabad - 380 009.

b) Annual General Meeting : Day : Tuesday

Date : 25<sup>th</sup> September, 2012

Time : 12.00 Noon.

Venue : Conference Hall of Hotel City Pride, Opp. Gurukul,

Drive-In-Road, Ahmedabad - 380 052.

c) Financial Calendar

Audited yearly Results : End - May, 2013.

d) Book Closure Dates : From : Saturday, the 8th September, 2012

To : Tuesday, the 25th September, 2012

(Both days inclusive).

e) Dividend Payment Date : Not Applicable

f) Listing of Shares on Stock Exchanges

1. Ahmedabad Stock Exchange Limited,

Kamdhenu Complex, 1st Floor,

Opp. Sahajanand College,

Panjara Pole, Ambawadi, Ahmedabad - 380 015.

2. Bombay Stock Exchange Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort, Mumbai - 400 001.

g) Stock Exchange Code : Stock Exchange Code | Code | ASE | 45611

ASE 45611 BSE 526494

## h) Stock Price Data:

The shares of the Company have been traded on The Stock Exchange, Mumbai during the period from 1st April, 2011 to 31st March, 2012. The details of which are as under:

	BSE			
Month	High (Rs.)	Low (Rs.)	No. of Shares Traded	
April, 2011	2.59	2.16	37148	
May, 2011	3.92	2.45	27094	
June, 2011	3.75	3.00	3963	
July, 2011	3.12	2.48	11130	
August, 2011	3.18	2.78	8183	
September, 2011	2.92	2.66	630	
October, 2011	2.62	2.34	10372	
November, 2011	2.46	1.94	17810	
December, 2011	2.28	2.03	5156	
January, 2012	2.67	2.28	8988	
February, 2012	2.80	2.36	5565	
March, 2012	2.70	2.27	15680	

## i) Registrar and Share Transfer Agents.:

In terms of SEBI Circular No. D&CC/FITTC/CIR-15/2003 dated 27<sup>th</sup> December, 2002 read with Circular No. D&CC/FITTC/CIR-18/2003 dated 12<sup>th</sup> February, 2003, on appointment of common agency for share registry work, the Company has appointed the below mentioned agency as Registrars and Share Transfer Agents (RTA) for both Physical and Demat Segment of Equity Shares of the Company:

For both Physical and Electronic Form:

M/s. Link Intime India Private Limited.

Unit No 303, 3rd floor Shoppers Plaza V, Opp. Municipal Market, Behind Shoppers Plaza II,

Off C. G. Road,, Ahmedabad - 380 009

Tele. No. :(079) 2646 5179 Fax No. :(079) 2646 5179

e-mail Address: ahmedabad@linkintime.co.in

## i) Share Transfer System:

The transfer of shares in physical form is processed and completed by M/s. Link Intime India Private Limited within a period of 25 days from the date of receipt thereof.

In case of Shares in electronic form, the transfers are processed by NSDL/CDSL through the respective Depository Participants.

## k) Distribution of Shareholding as on 31st March, 2012:

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
Upto 500	1810	64.57	331553	5.09
501 to 1000	407	14.52	313430	4.81
1001 to 2000	236	8.42	328261	5.04
2001 to 3000	109	3.89	280342	4.31
3001 to 4000	38	1.36	139269	2.14
4001 to 5000	38	1.36	176921	2.72
5001 to 10000	78	2.78	566646	8.70
10001 to above	87	3.10	4375378	67.19
Grand Total	2803	100.00	6511800	100.00

## l) Category of Shareholders as on 31st March, 2012:

Category	No. of Shares held	% of Shareholding
Promoters (Directors & Relatives)	2119808	32.55
Financial Institutions/Banks	-	-
Mutual Fund	-	-
Bodies Corporate	130937	2.01
NRIs	27670	0.43
Public	4233385	65.01
Grand Total	6511800	100.00

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

The Company has not issued any GDRs/ADRs.

#### n) Dematerialisation of Shares:

The Company has entered into Shares. Agreement with NSDL / CDSL for Dematerialisation of Shares. As on 31st March, 2012, a total of 59,89,817 Shares of the Company which form 92 % of the Share Capital of the Company stands dematerialised.

## 10. PLANT LOCATIONS:

The Company's plant is located at 391 to 404, GIDC Estate, Phase-II, Dediyasan, Mehsana 384002, Gujarat

## 11. ADDRESS FOR CORRESPONDENCE:

For both Physical and Electronic Form:

M/s. Link Intime India Private Limited. Unit No 303, 3rd floor Shoppers Plaza V, Opp. Municipal Market, Behind Shoppers Plaza II, Off C. G. Road, Ahmedabad – 380 009

Tele. No. :(079) 2646 5179 Fax No. :(079) 2646 5179

e-mail Address: ahmedabad@linkintime.co.in

For any assistance regarding correspondence dematerialisation of shares, share transfers, transactions, change of address, non receipt of dividend or any other query, relating to shares:

Registered Office:

106, Harikrupa Chambers, Behind National Chambers, Ashram Road, Ahmedabad - 380 009.

Telephone Nos.:(079) 2658 3479, 2658 7373

Compliance Officer : Ms. Payalben J. Patel

For and on behalf of the Board,

Place : Ahmedabad
Date : 16th July, 2012.

Payalben J. Patel
Chairperson

## **AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To The Members of Promact Plastics Limited, Ahmedabad

We have examined the compliance of conditions of Corporate Governance by M/s. Promact Plastics Limited, for the year ended on 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges in India. We have conducted our review on the basis of relevant records and documents maintained by the Company for the year ended 31st March, 2012 and furnished to us for the purpose of the review and the information and explanation given to us by the Company during the course of review.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied in all materials respects with the conditions of Corporate Governance as stipulated in the above mentioned listing agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that no investor grievances is pending for period exceeding one month against the Company as per the records maintained by the Company.

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 affair of the Company.

for M. M. Salvi & Co. Chartered Accountants FRN: 109004W

Place: Mehsana Dated: 16<sup>th</sup> July, 2012 M. M. Salvi Proprietor M. No.: 030678

## MANAGEMENT DISCUSSION AND ANALYSIS

## a. Industry Structure and Developments:

The industry is dependent on performance of core sectors like agriculture, fertilizer, cement and exports. Due to indifferent monsoon during last few years and in general recessionary economies, the performance of the above sectors was hit. The policy changes in infrastructure and good monsoon during the year will lead towards the brighter future of the Company.

#### b. Opportunities and Threats:

The HDPE/PP Woven Sacks/Bags industry as a whole will be benefited by 40 % relaxation of Jute Mandatory and Packaging Order which will be enable Food Corporation of India and other agencies to pack 40 % of food grains in HDPE/PP Bags. HDPE/PP Bags sector is the biggest sector in India for packaging. The industry is threatened by non-existence exports to European Union due to heavy anti-dumping duty levied on Indian products.

#### c. Segment wise Performance:

The Company is operating only in one segment. The production/ turnover/performance of the Company have been disclosed in the Directors' Report under the Head 'Sales and Working Results'.

#### d. Recent Trend and Future Outlook:

The recent trend is quite favourable for the industry in view of good monsoon as the Company has sizable presence in fertilizer sector. The opening up of food grains sector will enable the Woven Sacks industry to see better times again.

#### e. Risks and Concerns:

The industry is plagued by intense competition due to major petrochemical manufacturers making available cheap raw material abundantly.

## f. Internal Control Systems and their Adequacy:

The Company has adequate systems of Internal Controls commensurate with its size and operations to ensure orderly and efficient conduct of business. These controls ensure safeguarding of assets, reduction and detection of fraud and error, adequacy and completeness of the accounting records and timely preparation of reliable financial information.

## g. Financial Performance with respect to Operational Performance:

The financial performance of the Company for the year 2011-12 is described in the Directors' Report under the head 'Sales and Working Results'.

## h. Material Developments in Human Resources and Industrial Relations Front:

The Company has undertaken certain employees' development initiatives which have very positive impact on the morale and team spirit of the employees. Industrial relations remained cordial throughout the year and there was no incidence of strike, lock out etc.

## i. Cautionary Statement:

Statement in this Management Discussion and Analysis Report, describing the Company's objectives, estimates and expectations may constitute 'Forward Looking Statements' within the meaning of applicable laws or regulations. Actual results might differ materially from those either expressed or implied.

For and on behalf of the Board.

Place : Ahmedabad Payalben J. Patel
Date : 16th July, 2012. Chairperson

#### **AUDITORS' REPORT**

To, The Members PROMACT PLASTICS LIMITED, Ahmedabad

We have audited the attached Balance Sheet of **Promact Plastics Limited** as at 31st March, 2012 and the Statement of Profit & Loss 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.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of 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.

Further to our comments in Annexure referred to above, we report that:

- (i) 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;
- (ii) In our opinion, proper books of accounts as required by the law have been kept by the company so far as appears from our examination of those books;
- (iii) The Balance Sheet, Statement of Profit & Loss and Cash Flow Statement dealt with by this report, are in agreement with the books of Account;
- (iv) In our opinion Balance Sheet, Statement Profit & Loss and Cash flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of Companies Act, 1956.
- (v) On the basis of written representations received from the directors as on 31st March, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31/03/12 from being appointed as a Director in terms of clauses (g) of sub sections (1) of section 274 of the Companies Act, 1956.
- (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with notes thereon 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 and
  - (ii) In the case of Statement Profit and Loss, of the loss for the year ended on that date.
  - (iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

M.M. Salvi & Co. Chartered Accountants F.R.No. 109004W.

Place: Mehsana. Dated: 16/07/2012 (M.M.Salvi) Proprietor. M. No. 30678.

# ANNEXURETOTHE AUDITORS' REPORT [Referred to in paragraph 1 of our report of even date]

- As informed to us, the Company is in the process of maintaining of fixed assets register showing full particulars including, the details and situation of its Fixed Assets.
  - As informed to us, the management has not verified any of the Fixed Assets of the Company during the year.
  - c. In our opinion and according to the information and explanation given to us, Assets have been disposed but not substantial part of fixed assets has been disposed off by the company during the year
- 2 a. As explained to us, the management at the year-end has physically verified inventory. In our opinion, the frequency of verification is reasonable.
  - b. As per the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
  - c. On the basis of our examination of the inventory records, we are of the opinion that, the company is maintaining proper records of inventory. No material discrepancies were noticed on verification between the physical stocks and the book records.
- 3 In respect of loans / deposits taken or given from or to any companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956, we report that:
  - The Company has not granted or taken any loan parties covered in the register maintained under section 301 to the Companies Act, 1956.
- In our opinion, there is an adequate internal control procedure commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and for sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas.
- 5 a. According to the information and explanations given to us, we are of the opinion that the particulars of transactions that need to be entered into 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 the above transactions, wherever they exceed the threshold limit specified, are made at prices which are not prejudicial to the interest of the Company.
- In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public within the meaning of the provisions of section 58A, section 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposit) Rules, 1975.
- 7. The Company does not have any Internal Auditor of any special department / cell for Internal Audit, but looking towards the quantum and value of transactions and the Internal Control Procedures, the company has enough control over the transactions of the business.
- On the basis of record produced, we are of the opinion that prima facie cost record and account prescribed by the central government under section 209 (1) (d) of the company act 1956. In respect of the product of the "company" covered under the rules under said section have been maintained. However we are neither required to carry out nor have carried out any detailed examination of such account and records.
- 9 a. According to the records of the Company, undisputed statutory dues including provident fund, investor education and protection fund, income tax, sales tax, service tax, customs duty, excise duty, cess have generally been generally regularly deposited with the appropriate authorities.
  - b. According to the information and explanations given to us, there were no undisputed statutory dues, outstanding at the year end, for a period of more than six months from the date they became payable.

- According to the information and explanation given to us the Company does not have any disputed liability with any government department
- 10 The Company has accumulated losses at the end of the financial year amounting to Rs. 832.99 lacs and has incurred cash loss of Rs. 171.43 Lacs during the year.
- 11 According to the records of the company and the information and explanation given to us, the Company has not defaulted in repayment of either of loan or interest dues to banks.
- 12 According to the information and explanation given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13. In our opinion and according to the information and explanations given to us, the company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provision of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 14. In our opinion, the Company is not dealing in shares, securities, debentures and other investments therefore; the clause 4 (xvi) of the Order is not applicable to the Company.
- 15. According to the information and explanations given to us, the Company has not provided corporate guarantee for loans taken by others from bank.
- 16. In our opinion and according to the information and explanation given to us, the company has not raised any term loan during the year.
- 17. According to the information and explanations given to us and on an overall examination of the Balance Sheet and Cash flow statement of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- 18. As the Company has not made any preferential allotment of share, hence the provision of clause 4(xviii) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
- 19. The Company has not issued any debenture during the year.
- 20. The Company has not raised any money by way of Public Issues; therefore clause 4 (xx) of the Order is not applicable to the Company.
- 21. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither came across any instance of fraud on or by the Company, nor such type of the case been reported or informed to us by the management.

M.M. Salvi & Co. Chartered Accountants F.R.No. 109004W.

Place: Mehsana. Dated: 16/07/2012 (M.M.Salvi) Proprietor. M. No. 30678.



Part	Particulars Reffer 2011-12 2010- Note No. Rs. F						
EQI	JITY AND LIABILITIES						
Sha	reholders' funds						
(a)	Share capital	1	65,118,000	65,118,000			
(b)	Reserves and surplus	2	(74,202,710)	(57,494,288			
Non	n-current liabilities						
(a)	Long-term borrowings	3	47,671,056				
(b)	Deferred tax liabilities (Net)		-				
(c)	Other Long term liabilities	4	13,830,293	22,275,398			
(d)	Long-term provisions	5	-				
Cur	rent liabilities						
(a)	Short-term borrowings	6	55,645,926	78,619,159			
(b)	Trade payables	7	7,121,661	8,167,396			
(c)	Other current liabilities	8	2,138,684	2,636,539			
(d)	Short-term provisions	9	1,310,509	893,967			
	TOTAL		118,633,418	120,216,17			
ASS	SETS						
Non	n-current assets						
(a)	Fixed assets	10					
	(i) Tangible assets		53,873,075	59,164,382			
	(ii) Intangible assets						
	(iii) Capital work-in-progress						
	(iv) Intangible assets under development						
(b)	Non-current investments	11	2,428,927	1,929,952			
(c)	Deferred tax assets (net)		13,435,186	7,459,967			
(d)	Long-term loans and advances	12	4,179,578	3,887,267			
(e)	Other non-current assets	13	-				
Cur	rent assets						
(a)	Current investments						
(b)	Inventories	14	26,379,431	27,130,306			
(c)	Trade receivables	15	15,459,930	17,742,73			
(d)	Cash and cash equivalents	16	563,293	346,662			
(e)	Short-term loans and advances	17	2,313,998	2,554,905			
(f)	Other current assets	18					
	TOTAL		118,633,418	120,216,172			
Note	es forming parts of the financial statement.	A & 1 to 40					
— As r	per our Audited Report Annexed.						
For	M. M. Salvi & Co.  rtered Accountants						
			For and on behal	f of the Board			
-	M. Salvi) orietor.		Payalben J. Patel	Director			
M.N	o. : 30678		Ankit J. Patel	Director			
	No.: 109004W		Diago . Alessa salaka	<u>ــ</u>			
Place : Mehsana Date : 16/07/2012			Place: Ahmedaba Date: 16/07/2012				

Particulars	Reffer	2011-12	2010-11
	Note No.	Rs.	Rs
Revenue from operations [Gross]	19	103,891,308	103,702,148
Less: Excise Duty		9,952,959	9,691,123
Revenue from Operations(Net)		93,938,349	94,011,025
Other income	20	497,866	377,394
Total Revenue (I + II)		94,436,215	94,388,419
Expenses:			
Cost of materials consumed	21	80,115,115	83,671,887
Purchases of Stock-in-Trade			
Manufacturing & Operating Costs	22	10,940,070	13,840,454
Changes in inventories of finished goods			
work-in-progress and Stock-in-Trade	23	2,156,002	(2,201,380)
Employee benefits expense	24	3,404,040	869,896
Finance costs	25	13,112,805	10,284,489
Depreciation and amortization expense		5,540,472	5,827,807
Other expenses	26	1,851,352	2,314,718
Total expenses		117,119,856	114,607,871
Profit before exceptional and extraordinary items and tax (III-IV)		(22,683,641)	(20,219,452)
Exceptional items	27	(22,003,041)	4,413,212
Profit before tax (V - VI)	21	(22,683,641)	(15,806,240)
Tax expense:		(22,003,041)	(10,000,240)
(1) Current tax		_	_
(2) Deferred tax Assets		5,975,219	6,329,654
Profit (Loss) for the period (VII-VIII)		(16,708,422)	(9,476,586)
` , ` , ,		(10,100,722)	(5,475,500)
Earnings per equity share:		0.57	4 40
(1) Basic		-2.57	-1.46
(2) Diluted		-2.57	-1.46

Notes forming parts of the financial statement.  $\rm A~\&~1~to~40$ 

As per our Audited Report Annexed.

For M. M. Salvi & Co. Chartered Accountants

(M. M. Salvi) Proprietor. M.No.: 30678 F.R. No.: 109004W Place: Mehsana

Date : 16/07/2012

For and on behalf of the Board
Payalben J. Patel
Director
Ankit J. Patel
Director

Place: Ahmedabad Date: 16/07/2012

## STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2012

Par	ticulars	31/03/2012	(In Rupees) 31/03/2011
A	CASH FLOW FROM OPERATING ACTIVITIES:		
	Net profit before Tax & Extra ordinary items	-22,683,641	-15,806,240
	Adjustments for:Depreciation	55,40,472	58,27,807
	Bad Debts	-	-
	Financial Charges	1,31,12,805	1,02,84,489
	Profit/Loss on Sales of Fixed Assets (Net)	-	-4,413,212
	Dividend Income	-277,337	-276,560
	Interest Received.	-179,279	-100,834
	Duty Draw Back (Previous Year) Preliminary Expenses Written Off	-41,250	- 29,797
	•	4.500.000	
	Operating Profit before working capital changes	-4,528,230	-4,454,753
	Adjustment for : Trade & other receivables / Sundry Debtors Inventories	22,80,801 7,50,875	1,96,11,307 -1,623,657
	Loans & Advances & Deposits	-59,302	25,92,871
	Current liabilities (Trade Payable)	-1,129,363	85,82,972
	Cash generated from operations	-2,685,219	2,47,08,740
	Direct taxes paid	12,214	20,112
	Net Cash from operating activities (A)	-2,673,005	2,47,28,852
В	CASH FLOW FROM INVESTING ACTIVITIES:		
_	Purchase of Fixed Assets/Capital Work in Progress	-249,165	-1,720,805
	Sale of Fixed Assets.	•	1,13,18,000
	Profit on Sales of fixed Assets	-	-
	Increase/(Decrease) in Investment	-498,975	-
	Dividend, Interest & other income	4,97,866	3,77,394
	Net Cash used in Investing Activities (B)	-250,274	99,74,589
С	CASH FLOW FROM FINANCING ACTIVITIES:		
	Increase/(Decrease) in cash credit	-30,522,820	-22,984,951
	Increase/(Decrease) in term loan	4,76,71,053	-
	Receipt/(Repayment) of loans/deposits	-8,445,105	
	Inter Corporate Deposits Received /(Placed)	75,49,587	-1,412,802
	Financial Charges	-13,112,805	-10,284,489
	Net Cash used in Financing Activities ( C )	31,39,910	-34,682,242
	Net increase / (Decrease) in Cash & Cash Equivalent (A+B+C)	2,16,631	21,199
	Opening Cash & Cash Equivalent-Opening Balance	3,46,662	3,25,463
	Closing cash & Cash Equivalent-Closing Balance	5,63,293	3,46,662
No	tes on Cash Flow Statement for the year ended 31st March 2012:		

## Notes on Cash Flow Statement for the year ended 31st March 2012;

- The Cash Flow Statement is prepared in accordance with the format prescribed in Accounting Standard-3 issued by the Institute of Chartered Accountants of India.
- In part A of the Cash Flow Statement, figures in brackets indicate deductions made from Net Profit for deriving cash flow from operating activities. In Parts (B) and (C), figures in brackets indicate cash outflows.
- Figures of the previous year have been regrouped wherever necessary, to confform to current year's presentation

For and on behalf of the Board

As per our Audited Report Annexed.

For M. M. Salvi & Co. Chartered Accountants

(M. M. Salvi)

Payalben J. Patel Director Proprietor. M.No.: 30678 Nikitaben J. Patel Director F.R. No.: 109004W

Place: Mehsana Place: Ahmedabad Date: 16/07/2012 Date: 16/07/2012

## **NOTES TO ACCOUNTS**

#### A. SIGNIFICANT ACCOUNTING POLICIES

(a) ACCOUNTING CONCEPT: The financial statements have been prepared under the historical cost convention, on an accrual basis and in accordance with the mandatory Accounting Standards issued by the Institute of Chartered Accountants of India and the relevant provisions of Companies Act, 1956. Accounting policies not specifically referred to otherwise are consistent and in consonance with accepted accounting principle.

## (b) REVENUE RECOGNITION

- (a) Revenue from sale of goods to domestic customers is recognized on dispatch of goods from the factory. Sales are recorded at invoice value net of sales tax and excise rate difference and sales return.
- (b) Other Income is recognized on accrual basis except when realization of such income is uncertain.

## (c) FIXED ASSETS & DEPRECIATION

- Fixed assets are shown at their historical cost less depreciation and impairment losses if any. Cost
  comprises the purchase price and any attributable cost of bringing the asset to its working condition for
  its intended use. Borrowing cost relating to acquisition of fixed assets which takes substantial period of
  time to get ready for its intended use are also included to the extent they relate to the period till such
  assets are ready to be put to use.
- Depreciation is provided on straight-line method at the rates and in the manner specified in Schedule XIV of the Companies Act, 1956.
- (d) IMPAIRMENT OF ASSETS: Whenever events indicates that assets may be impaired, the assets are subject to a test of recoverability based on estimates of future cash flows arising from continuing use of assets and from its ultimate disposal. A provision for impairment loss is recognized where it is probable that the carrying value of an asset exceeds the amount to be recovered through use or sales of the asset.
- (e) INVENTORIES: Closing stock of Raw Materials, Stores & Spares and Packing Materials are valued at Cost or net realizable value whichever is lower. Cost of inventories comprises of cost of purchase and others cost incurred in brining them to their respective present location and condition. Cost is determined on a first in first out basis.

Finished Goods and work in progress are valued at Cost or Market Value whichever is lower. Cost of Finished Goods and work in progress include direct materials plus labour and manufacturing overheads.

(f) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS: Provisions are recognized in respect of obligations where, based on the evidence available, their existence at the balance sheet date is considered probable.

Contingent liabilities are shown by way of notes to the Accounts in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered not probable.

Any contingent asset is not recognized in the Accounts.

## (g) RETIREMENT BENIFITS

- Short Term Employee Benefits: The undiscounted amount of short term employee benefits expected to be paid in exchange for the service rendered by employee is recognized during the period when the employee render the service.
- Post Employee Benefits: Contribution to defined contribution scheme such as provident fund etc. is charged to P&L Account as incurred.
- (h) INCOME TAX: Income taxes comprises of current and deferred Tax. Current taxes are measured at the amount expected to be paid to the income tax authorities in accordance with the Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.



	NOTES TO THE FINAL	NCIAL STA	TEMENTS		
			011-12 Amount (Rs.)		010-11 Amount(Rs.)
Sha Aut	TE 1 - SHARE CAPITAL re Capital horised				
Issu	ity Shares of ` 10 each with voting rights <u>red, Subscribed and fully paid up</u>	70,000,000	700,000,000	7,000,000	70,000,000
Equ	ity Shares of ` 10 each with voting rights, fully paid up	6,511,800	65,118,000	6,511,800	65,118,000
	Total	6,511,800	65,118,000	6,511,800	65,118,000
a.	Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period Shares outstanding at the beginning of the year Shares Issued during the year Shares bought back during the year Shares outstanding at the end of the year	6,511,800	65,118,000	6,511,800	65,118,000
c.	Terms/rights attached to equity shares The company has only one class of equity shares having a par value of ` 10 per share. The equity shares having rights, preference and restrictions which are in accordance with the provisions of law, in particular the Companies Act, 1956.				
	Name of Shareholder	20	011-12	201	10-11
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
c.	Shares held by holding company in the company			-	- Holding
d.	Shares in the company held by each shareholder holding more than 5 percent shares.			0.00.400	5.00
	Jayantibhai S. Patel.	3,29,480	5.06	3,29,480	5.06
NO.	FF A DECEDITED AND OURDING			2011-12	2010-11
a.	FE 2 - RESERVES AND SURPLUS  General Reserves  Opening Balance  (+) Current Year Transfer  (-) Written Back in Current Year		9	9,096,527 - -	9,096,527 - -
	Closing Balance			9,096,527	9,096,527
b.	Surplus Opening balance (+) Net Profit/(Net Loss) For the current year (+) Transfer from Reserves (-) Proposed Dividends (-) Interim Dividends			,494,288) ,708,422) - - -	(57,114,229) (9,476,586) - -
	• •			-	_
	(-) Transfer to Reserves		(74	<u>-</u> ,202,710)	(66,590.815)
	• •		<u>-</u>	- ,202,710) ,106,183)	(66,590,815) (57,494,288)
The (Sec Wor	(-) Transfer to Reserves Closing Balance	e of factory lan ating mortgate g & factory bui sana. (Gujara	d & building.) in favour of lding situated tt) a standing	<u> </u>	

	ANNU	AL REPOR	RT 2011-2012
		2011-12 (Rs.)	2010-11 (Rs.)
NOTI	E 4 - OTHER LONG TERM LIABILITIES		
Sales	s Tax Deferred Payment.	13,830,293	22,275,398
	Total	13,830,293	22,275,398
NOT	F. F. J. ONG TERM PROVIDIONS		
_	E 5 - LONG TERM PROVISIONS		
	Provision for employee benefits Superannuation (unfunded)	-	-
	Gratuity (unfunded)		
	Leave Encashment (unfunded)		
	ESOP/ESOS		
(b)	Others (Specify nature)		
	Total		
NOTI Secu	E 6 - SHORT TERM BORROWINGS		
	Loans repayable on demand		
	from banks: The Mehsana Urban Co-OP. Bank Ltd.	40,595,920	20,568,895
	Cash Credit A/c. No. 13/05/260		
	from banks: The Mehsana Urban Co-OP. Bank Ltd.		
	Cash Credit against Fiexed Assets. A/c.No. 27/44.		50,549,846
lines	ecured	40,595,920	71,118,740
	Inter Corporate Company.	15,050,006	7,500,419
	Total	55,645,926	78,619,159
(Seci	ured By the working cash credit Loana are secured by way of mortagate o	f	
factor Work morto 1)	ry land & building and all present stocks and book debts.) ing Cash credit loan and Term Loan are further colletrally secured by creating to attempt and the following properties are further or the following properties. Equitable mortgage for leasehold land, & factory building & factory building situated at Plot 392 to 403,G.I.D.C. Phase -II, Dediyasan. Mehsana. (Gujarat) a standing in the name of Company Hyp.of entire of raw materials, stock-in-process, stores & spares, finished goods and Book-debts of the Company.		
	General form of Guarantee signed by the following directors: 1. Ms. Payalber J.Patel, 2. Ms. Nikitaben J.Patel.	٦	
_	E 7 - TRADE PAYABLES Micro and Small enterprises	_	
` '	Others	7,121,661	8,167,396
` '	Total	7,121,661	8,167,396
			0,107,390
7.2	The company has not received information from vendors regarding their star under the Micro, Small and Medium Enterprises Development Act, 2006 her disclosures relating to amounts unpaid as at year end together with interest par payable under this Act have not been given.  Balances of Trade Payable have been taken as per books and are subject reconciliation / confirmation and consequential adjustments, if any.	ice id /	
NOT	E 8 - OTHER CURRENT LIABILITIES		
_	[Payable]	96,839	114,078
Adva	nce From Customers	· <u>-</u>	1,041,250
Payal	ble Other Than Raw Material	2,041,845	1,481,211
	Total	2,138,684	2,636,539
NOTI	E 9 - SHORT TERM PROVISIONS		
	Provision for employee benefits		
` ',	Factory Salary and Labour & Wages	360,772	393,017
	Office Salary	24,296	-
	Others (Specify nature)	224 740	470.070
	CST/VAT Tax Electricital Expenses.	234,749 194,666	179,879
	Excise Duty.	446,026	238,346
	Provision for Audit Fees.	50,000	82,725
	Total	1,310,509	893,967
	22		



Value   Addition   Deluction   during	Particula	arc	D ASSET		ss Block			epreciaton	1		Net E	llock
March   Marc	raiticula	11.3	Value			Value		•		Value		
Ne												
Computer												(Rs.)
Electrical Installations   1878   1	Air Condit	ition	354185	-	-	354185	214367	16870	-	231237	122948	139818
Equipment   237633   323638   11318   150006   87627   9994   Featorly Bulling   19269104   19269104   7728142   4545551   131540   161679   4642839   655999   655999   655999   655999   655999   655999   655999   655999   655999   6559				11350	-				-			55457
Factors   Building   1926/104   -				-					-			
Staff Cuarter:												
Mobile	,	3		-	-				-			655993
Plant and Machnery 10 f6 f0 0 60	Furnitur a	and Fixture.	1547943	-	-		1116401	96701	-	1213102	334841	431542
Vehicle				-	-				-			8591
Lease hold Land. CC.TLV Camera. 1446568		Machnery I		153000	-			4529898	-			43108382
Sub Total ( )   135955134   249165   136204299   76790753   5540472   0 82331225   5387307   5916438   181801   18180		old Land.		-			-	-		-		1446568
SUBTOTAL (A)   135951314   249165   136204299   76790753   5540472   82331225   53873075   5916438     SUBTOTAL (B)			-	84815	-		-	3013	-	3013		
SUB TOTAL (8)	Thumb -Bi	Bioaccess			-							
Sub Total (B)	SUB TOTA	AL (A) 1	35955134	249165	-	136204299	76790753	5540472	-	82331225	53873075	59164381
Sub Total (c)						-		-	-	-	-	
SUBTOTAL (C)		` ' -										-
Interrupt   Entart			gress -	-	-	-	-	-	-	-	-	-
Note   Development   Substitution		· · · -	-	-	-	-	-	-	-	-	-	-
SUBTOTAL (D)   Total [A+B+C+D]   Total [A+B+C+D]   135955134   249165   136204299   76790753   5540472   23331225   53873075   5916438   7017567   2011-12   Rs.   2010-11   201												
Total   A + B + C + D     Current   Year)   135955134   249165   316204299   76790753   5540472   35331225   5387307   59164388     Previous   Year)   146712019   1720805   12477690   135955134   76536348   5827807   5573402   76790753   59164382   70175670     Rs.   2011-12   Rs.     Rs.   Rs.   Rs.   Rs.   Rs.     NOTE   11 - NON CURRENT   INVESTMENT.     Investment in Share - Unquoted.   The Mehsana Urban Co-Op. Bank Ltd.   2,250,500   1,750,500     Amarnath Co-Op. Bank   Ltd.   373,505   735,500     The Co-Op. Bank   GMehsana Ltd.   373,505   735,500     The Co-Op. Bank   GMehsana Ltd.   373,505   373,500     The Co-Op. Bank   GMehsana Ltd.   373,505   373,500     The Go-Op. Bank   GMehsana Ltd.   373,500   373,500     The Go-Op. Bank   GMehs			-	-	-	-	-	-	-	-	-	-
Courrent Year   135955134		• •	-	-	-	-	-	-	-	-	-	-
Previous Year    146712019   1720805   12477690   135955134   76536348   5827807   5573402   76790753   59164382   7017507	-	-	2505512 <i>1</i>	2/10165		136204200	76790753	5540472		82331225	53873075	5016/1383
NOTE 11 - NON CURRENT INVESTMENT.   (a)   Investment in Share - Unquoted.   The Mehsana Urban Co-Op. Bank Ltd.   73,505   73,50	•								5573402			
NOTE 11 - NON CURRENT INVESTMENT.   (a)   Investment in Share - Unquoted.   The Mehsana Urban Co-Op. Bank Ltd.   73,505   73,506   The Co-Op. Bank Ltd.   73,505   73,506   The Co-Op. Bank Ltd.   73,505   73,506   The Co-Op. Bank of Mehsana Ltd.   - 1,029   The Co-Op. Bank (3686 Shares.)   Total   104,922   104,922   104,922   Total   104,922   104,922   Total   104,922	(1 10 110 43	- rour, <u>-</u>	10712017	1720000	12177070	100700101	70000010	0027007	0070102	70770700	07101002	70170071
NOTE 11 - NON CURRENT INVESTMENT.  (a) Investment in Share - Unquoted.  The Mehsana Urban Co-Op. Bank Ltd.  Amarnath Co-Op. Bank Ltd.  The Co-Op. Bank of Mehsana Ltd.  (a) Investment in Equity Share - Quoted.  Dena Bank (3686 Shares.)  Total  NOTE 12 - LONG TERM LOANS AND ADVANCES  a. Capital Advances  b. Security Deposits  Unsecured, considered good  Security Deposit EMD  Other Deposit  Doubtful  Less: Provision for doubtful deposits  c. Loans and advances (specify nature)  MOTE I1 - NON CURRENT INVESTMENT.  (a) Investment in Share - Unquoted.  73,505										-		2010-11
(a) Investment in Share - Unquoted.									_	KS	<u> </u>	Ks.
(a) Investment in Share - Unquoted.	NOTE 1	11 - NON	CURREN	T INVES	TMENT.							
Amarnath Co-Op. Bank Ltd. The Co-Op. Bank of Mehsana Ltd. The	-	_		_								
The Co-Op. Bank of Mehsana Ltd 1,029 Investment in Equity Share - Quoted. Dena Bank (3686 Shares.) 104,922 Total 2,428,927 1,929,955  NOTE 12 - LONG TERM LOANS AND ADVANCES a. Capital Advances - Capital Advances  b. Security Deposits Unsecured, considered good Security Deposit EMD 823,931 923,93 Other Deposit 2,544,328 2,152,017 Doubtful Ses: Provision for doubtful deposits 3,368,259 3,075,945  c. Loans and advances to related parties - Capital Advances (specify nature) 811,319 811,319  d. Other loans and advances (specify nature) 811,319 811,319	` '			•						2,250,500	)	1,750,500
(a) Investment in Equity Share - Quoted.       104,922       104,922       104,922       104,922       1,929,952										73,50	5	73,505
Dena Bank (3686 Shares.)   104,922   104,922   1,929,952										,	-	1,025
Total         2,428,927         1,929,950           NOTE 12 - LONG TERM LOANS AND ADVANCES         -         -           a. Capital Advances         -         -           b. Security Deposits					- Quoted	•				104 025	•	104 022
NOTE 12 - LONG TERM LOANS AND ADVANCES a. Capital Advances  b. Security Deposits			(3000 311	ai es. )					-	· · · · ·		
a. Capital Advances	10	Jiai							=	2,420,92	_	1,929,932
b. Security Deposits Unsecured, considered good Security Deposit EMD Other Deposit Doubtful Less: Provision for doubtful deposits  c. Loans and advances to related parties  d. Other loans and advances (specify nature)	NOTE 1	12 - LONG	TERM L	OANS A	ND ADVA	NCES						
Unsecured, considered good Security Deposit EMD Other Deposit Doubtful Less: Provision for doubtful deposits  C. Loans and advances to related parties  d. Other loans and advances (specify nature)  Unsecured, considered good Security Deposit EMD Security Deposit FMD Security Deposi	a. Ca	apital Adv	vances						_		<u> </u>	-
Unsecured, considered good Security Deposit EMD Other Deposit Doubtful Less: Provision for doubtful deposits  C. Loans and advances to related parties  d. Other loans and advances (specify nature)  Unsecured, considered good Security Deposit EMD Security Deposit FMD Security Deposi											-	-
Security Deposit EMD   823,931   923,93   923,93   Other Deposit		•	•	لممم لم								
Other Deposit       2,544,328       2,152,01         Doubtful       -       -         Less: Provision for doubtful deposits       3,368,259       3,075,94         c. Loans and advances to related parties       -       -         d. Other loans and advances (specify nature)       811,319       811,319         811,319       811,319				•						823 93	- I	923 931
Doubtful   Less: Provision for doubtful deposits   3,368,259   3,075,946		, ,		,								
c. Loans and advances to related parties       -         d. Other loans and advances (specify nature)       811,319       811,319         811,319       811,319									_	,- ,-		-
d. Other loans and advances (specify nature) 811,319 811,319 811,319	Le	ess: Provis	sion for do	ubtful de	oosits					3,368,259	9	3,075,948
d. Other loans and advances (specify nature) 811,319 811,319 811,319	c. Lo	oans and	advances	to relat	ed partie	s					-	-
<b>811,319</b> 811,319					-						_	-
<b>811,319</b> 811,319	4 04	ther lear	s and ad-	rancos /s	nacify =	aturo)				911 241	<u>.</u>	Q11 210
	u. Ut	uiei loans	s and adv	rances (S	specify n	ature)			-			
<b>4,179,578</b> 3,887,26									-			•
										4179578	<	2 007 767

_		ANNUAL REPOR	1 2011-2012
		2011-12 Rs.	2010-11 Rs.
NO.	TE 13- OTHER NON-CURRENT ASSETS	-	
a.	Long term trade receivables		
	(including trade receivables on deferred credit terms)		
		<del>-</del>	
NΟ.	TE 14 - INVENTORIES		
a.	Raw Materials and components (Valued at Cost)	8,016,487	6,611,360
b.	Work-in-progress (Valued at Cost)	15,876,277	17,713,222
C.	Finished goods (Valued at Cost / Net realisable Value)	639,997	885,474
d.	Stores and Spares.	1,846,670	1,920,250
	Total	<u>26,379,431</u>	27,130,306
NO.	TE 15 - TRADE RECEIVABLES		
	le receivables outstanding for a period less than six		
	of the from the date they are due for payment.		
Uns	ecured, considered good	12,137,770	12,071,491
Troc	de receivables outstanding for a period exceeding six	12,137,770	12,071,491
	iths from the date they are due for payment		
	ecured, considered good	3,322,160	5,671,241
		3,322,160	5,671,241
	Total	15,459,930	17,742,732
Trac	le Receivable stated above include debts due by:		
	npany in which director is a member / director	-	-
		-	-
NO a.	TE 16 - CASH AND CASH EQUIVALENTS  Balances with banks		
a.	In Current Account	32,796	34,010
	FDR and Margin money with bank	-	-
		32,796	34,010
b.	Cash on hand	530,497	312,652
		563,293	346,662
		<del></del>	
	TE 17 - SHORT-TERM LOANS AND ADVANCES		
	secured, considered good unless otherwise stated ns and advances to related parties		
	k FDR Interest Receivable	76,573	_
	vision for Dividend Receivable.	6,250	-
	ance Tax Paid.	200,000	200,000
	S Receivable 2006-07 S Receivable 2008-09	398,456 149,698	398,456 149,698
	S Receivable 2009-10	36,141	36,141
TDS	S Receivable 2010-2011	20,112	20,112
	Receivable 2011-2012	12,214	-
	lvat Credit Receivable Account	33,012 1,703	38,384 1,577
	paid Insurance	27,440	14,203
	ntity Discount Receivable.	· -	781,470
Adv	ance to Creditors.	1,352,399	914,864
		2,313,998	2,554,905
Rela	ated Party Transaction		
Con	npany in which director is a member / director	-	-
		-	-



			20	11-12 Rs.	2010-11 Rs.
NOTE 18	3 - OTHER CURRENT ASSETS			113.	IVS
	O THER CORRENT AGGETO			-	
	- a) Contingent liabilities and commitments (to the	extent not pro	vided for)		
` '	ntingent Liabilities Other money for which the company is contingently lial	ole:			
()	Bank Guarantee		5,68	9,000	3,827,000
	Letter of Credit			<u> </u>	
			5,68	9,000	3,827,000
			5,68	9,000	3,827,000
b)	Details of Dividend Payment				
	<u>Particulars</u>		Tota	ıl Rs. Pe	er share Rs
	Dividends proposed to be distributed to equity shareho	lders		-	-
c)	In the opinion of the Board, all assets other than fixed a	assets and			
	non current investments, have a realisable value in the	•			
	course of business which is not different from the amount it is stated.	unt at which			
	it is stated.				
-	9 - REVENUE FROM OPERATIONS		400.00	4 200	400 007 074
Sale of p	cise duty		103,89 9.95	1,306 2,959	103,097,071 9,691,123
	k Income		0,00	-	605,077
Tot	al		93,93	8,349	94,011,025
				<del>-</del>	
NOTE 20	) - OTHER INCOME				
	ncome (in case of a company other than a finance comp	any)	7	7,645	90,881
Dividend	Income	,,	27	7,337	276,560
-	awback. (Previous Year)			1,250	
	R Interest			<u>1,634</u>	9,953
Tot	al		49	7,866	377,394
	- COST OF MATERIALS CONSUMED				
Opening			•	1,360 6 225	7,189,082
	rchase of Raw Material during the year. Purchase)		80,20 1.31	6,225 4,017	81,736,639 1,357,526
			88,13		90,283,247
Less : Cl	losing Stock		•	6,487	6,611,360
Tot	al		80,11		83,671,887
Imported	d & Indigenous Raw Materials Consumed			<del></del> -	•
			0044.45		0010 ::
			2011-12 %		2010-11 %
Imported					
Indigeno		- 80,115,115	100	- 83,671,887	100
Tot	<del>-</del>	80,115,115		83,671,887	100
101	ui _			33,07 1,007	

	ANNUAL REPORT	2011-2012
	2011-12	2010-11
	Rs.	Rs.
NOTE 22 - MANUFACTURING & OPERATING COSTS		
Water Charges	37,880	36,200
Electrical Expenses (Electricity Bill)	7,613,181	7,748,112
Labour Charge	1,671,837	4,586,185
Machinery Maintenance and Repairs.	1,351,274	1,262,590
Excise Duty Expenses.	70,402	82,687
Security Expenses.	195,496	124,680
Total	10,940,070	13,840,454
NOTE 23 - CHANGES IN INVENTORIES OF FINISHED GOODS WORK-IN-PROGRESS AND STOCK-IN-TRADE Inventories at the beginning of the year		
Opening Stock:	40 500 606	40,400,440
Finished Goods and Work in Process Stores and Spares.	18,598,696 1,920,250	16,460,140 1,857,426
·	1,920,230	1,007,420
Inventories at the end of the year		
Closing Stock: Finished Goods and Work in Process	16,516,274	10 500 606
Stores and Spares.	1,846,670	18,598,696 1,920,250
Total	<del></del>	
iotai	2,156,002	(2,201,380)
NOTE OF THE OVER DEVICE EXPENSE		
NOTE 24 - EMPLOYEE BENEFITS EXPENSE  (a) Salaries and Bonus	2 224 828	702.000
(a) Salaries and Bonus Directors Remuneration	3,231,828	703,890
(b) Contributions to -	_	
(i) Provident fund(ii) Superannuation scheme	21,902	17,446
(c) Gratuity fund contributions	, <u>-</u>	· -
(d) ESIC contributions	-	-
(e) Staff welfare expenses	150,310	148,560
Total	3,404,040	869,896
NOTE 25 - FINANCE COSTS		
Interest expense Working capital loans	11,968,575	8,934,891
Other borrowing costs	963,531	1,192,705
Bank Charges & Commission	180,699	156,893
Total	13,112,805	10,284,489
14401		10,20-,-100



	2011-12	2010-11
	Rs.	Rs.
NOTE 26 - OTHER EXPENSES		
Telephone Expenses	58,932	43,819
Insurance	29,351	13,358
Outward Freight	62,487	· -
Stationery And Printing	31,625	32,210
Travelling Expenses	33,950	37,334
Building Repairing	370,604	5,295
Computer Expenses	33,944	6,181
Consultant Expenses.	146,358	225,000
Diesel.	28,744	50,345
Donation	250	-
Filing expenses	1,750	6,120
G.I.D.C. Services Charges.	221,158	289,215
Listing fees	47,575	35,000
Office expenses	13,535	12,710
Professional Tax	2,400	2,500
Petrol Expenses	65,997	17,350
Postage expenses	20,889	8,727
Service Charges	47,923	113,410
Service Tax (Purchase)	33,709	138,605
Scooter Repairing	1,140	1,220
Sales Tax.	233,406	202,291
Advertisement Expenses	64,308	25,756
Kasar/Vatav.	41,530	244,736
Licence Fees.	38,800	244,730
Tea & Water Expenses.	41,437	38,926
Tender Fees.	7,600	1,260
penalty A/c.	834	60,663
Legal and Consultancy charges	64,064	129,831
Price Difference	04,004	9,350
Stamp Expenses	54,600	450,985
Conveyance Exp.	1,150	430,903
News Paper	200	_
2(R) Permission Fees	1,103	-
Audit Fees	50,000	82,725
	30,000	29,797
Preliminary and Preoperative Expenses W/off		
Total	1,851,352	2,314,718
NOTE 27 - EXCEPTIONAL ITEMS		
Profit on Sales of Assets	-	7,153,810
Less: Loss on Sales of Plant and Machinery	_ -	2,740,598
•	<del></del>	
Total		4,413,212

## 28. NOTES ON ACCOUNTS

#### 1. CONTINGENT LIABILITIES

(Rs. in Lacs)

 Z011-12
 2010-11

 Contingent Liability (Bank Guarantee )
 56,89,000.00
 38,27,000.00

- 29. During the year the company has incurred cash loss of Rs 171.43 lacs and at the end of the year negative net worth of the company is Rs.90.85 lacs and the accounts are prepared with the concept of Going Concept. As per the information and explanations given to us, the company is taking positive steps to move further for survival.
- 30. Micro and Small Scale Business Enterprises: The management has initiated the process of identifying enterprises which have been providing goods and services to the company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprise Development Act, 2006. Accordingly, the disclosure requirement here under is not furnished.
- 31. Balance conformations in respect of debtors, creditors and loan & Advance granted / taken are subject to confirmation and reconciliation.

32.	Components of Net Deferred Tax Ass	set		As at 31-03-2012 (Rs.)	31-03-201	As at 1 (Rs.)
	<b>Deferred Tax Liability</b> Related to Fixed Assets			1,38,16,547.00	1,51,10,	296.00
	Deferred Tax Assets Carried Forward Loss allowable for tax Disallowance under the Income Tax Act		ollowing years	2,72,51,733.00 <b>Nil</b>	2,14,39,	950.00 Nil
	Net Deferred Tax Assets (Liability)			1,34,35,186.00	74,59,	967.00
22	Managerial Remuneration			2011-12 (Rs.)	2010-1	1 (Rs.)
55.	Paid to Director			Nil		Nil
	Total			Nil		Nil
34.	Auditors' Remuneration For Auditor Remuneration			50,000.00	82.	725.00
	TOTAL			50,000.00		725.00
35.	Earning Per Share: Profit attributable to the Equity Sharehol Weighted average number of Equity sha paid up outstanding during the year Basic / Diluted earning per share of Rs.	res of Rs. 10/- ea	•	-1,67,08,422.00 <b>65,11,800</b> -2.57	-94,76,9	586.00 11,800 -1.46
36.	CONSUMPTION OF IMPORTED AND	INDIGENOUS RA	AW MATERIALS	S		
		2011	- 2012	201	0 – 2011	
	Particulars	Amount (Rs.)	%	Amount (Rs.)		%
	Indigenous	8,01,15,115.00	100	8,36,71,887.00		100
	Imported	Nil	Nil	Nil		Nil
37.	CONSUMPTION OF IMPORTED & INDIGENEOUS STORES & SPARES					
	Particulars	(Rs.)	%	(Rs.)		%
	Indigenous	13,51,274.00	100		12,62,590.00	100
	Imported	Nil	Nil	Nil		Nil



## 38. EARNINGS / EXPENDITURE IN FOREIGN CURRENCY

	2011-12 (Rs.)	2010-11 (Rs.)
FOB Value of Exports	Nil	Nil
Expenditure in foreign Currancy	Nil	Nil
CIF Value of Imports		

40. The revised schedule VI has been effective from April 2011 for the preparation of financial statement. This has significantly impacted the disclosure and presentation made in financial statement.

Previous year's figures have been regrouped / re classified wherever necessary to correspond with the current year's classification disclosure.

As per our Audited Report Annexed. For M. M. Salvi & Co. Chartered Accountants

CIF Value of Imports

(M. M. Salvi)

39.

Proprietor. M.No. : 30678 F.R. No.: 109004W

Place: Mehsana Date: 16/07/2012 For and on behalf of the Board

Payalben J. Patel Director

Nikitaben J. Patel Director

Nil

Nil

Place: Ahmedabad Date: 16/07/2012

# PROMACT PLASTICS LIMITED

**Regd. Office**: 106, Harikrupa Chambers, Behind National Chambers, Ashram Road, Ahmedabad - 380 009.

	th <b>Annual General Meeting</b> esday, the 25th September, 2012 at 12.00	) Noon		ATTENDANCE SLIP
	ace : Conference Hall of Hotel City Pride Opp. Gurukul, Drive - In Road, Ahmedabad - 380 052.			
Siç	gnature of Member/ Proxy attending the	meetin	9	
<b>No</b> 1.	tes: This meeting is only for members. Pleanot a member.	ase, the	erefore, do not bring pe	erson in the meeting who is
2.	Please bring this attendance slip duly Company at the entrance of the meeting			the representative of the
		: 106, ł	STICS LIMITED Harikrupa Chambers, am Road, Ahmedabad	- 380 009.
	FO	RM OF	PROXY	
I/W	/e			
	in		strict of	
bei	ing member/s of the above named Comp	oany he	ereby appoint	
of	in	the di	strict of	
or	failing him			
of_			strict of	
	my/our Proxy to attend and vote for me/ue Company, to be held on Tuesday, the 25			•
Siç	gned the day of		2012.	
Sig	gnatureRev	Affix venue . tamp		
N.I	<b>3.:</b> This Proxy must be deposited at the	Registe	ered Office of the Comp	pany not less than 48 hours

**N.B.:** This Proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the meeting.

## BOOK-POST PRINTED MATTER

To,

If undelivered, please return to:

PROMACT PLASTICS LIMITED

**Regd. Office**: 106, Harikrupa Chambers, Behind National Chambers, Ashram Road,

Ahmedabad - 380 009.