

**21ST
ANNUAL REPORT
2013-2014**



[Formerly Known as Nova Petrochemicals Limited]

Your confidence is our biggest Asset

21st ANNUAL REPORT

Board of Directors	: Shyam Gupta Sunil Kumar Gupta Anil Singhal Sandeep Goyal	<i>Chairman</i> <i>Managing Director</i> <i>Director</i> <i>Director</i>
Company Secretary	: Dhvani Shah	
Bankers	: State Bank of India Bank of Baroda UCO Bank Central Bank of India	
Registered Office & Plant	: Survey No. 396/403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad - 382 210. Gujarat. India Email : nova@novapetro.com	
Share Transfer Agent	: MCS Limited. 101, Shatdal Complex, 1 st Floor, Opp. Bata Show Room, Ashram Road, Ahmedabad – 380 009.	

www.novapetro.com

<u>CONTENTS</u>	<u>PAGE NO.</u>
Notice	1-4
Directors' Report	5-8
Management Discussion and Analysis Report	9
Report on Corporate Governance	10-15
Auditors' Report	16-19
Balance-Sheet	20
Statement of Profit & Loss	21
Cash Flow Statement	22
Notes to the Financial Statements	21-38

NOTICE

Notice is hereby given that the Twenty First Annual General Meeting of the Members of **M/S GSL NOVA PETROCHEMICALS LIMITED (Formerly Known as NOVA PETROCHEMICALS LIMITED)** will be held on Monday, 29th day of **September, 2014** at **3.30 p.m.** at the Registered office of the Company at Survey No. 396/403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210 to transact the following business:

ORDINARY BUSINESS: -

1. To receive, consider and adopt the Balance Sheet as at 31st March 2014, the Profit and Loss Account for the year ended on that day and the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Shri Shyam Gupta (holding DIN: 00010735), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint auditors and fix their remuneration and in this regard to consider and if thought fit to pass with or without modification, the following resolution as an Ordinary Resolution :

RESOLVED THAT in accordance with the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014 (Including any statutory modification(s) or re enactments therefore for time being in force) J.T.Shah & Company, Chartered Accountants (ICAI Registration No. 109616W), Ahmedabad be and are hereby appointed Statutory Auditors of the Company to hold office from the conclusion of the 21st Annual General meeting of the Company till the conclusion of next Annual General Meeting , at such remuneration as shall be fixed by the Board of Director of the Company

SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution
RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Anil Kumar Singhal (holding DIN 00013296), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act,2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019."
5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution
RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Sandeep Goyal (holding DIN 00013184), Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act,2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 31st March, 2019."

Regd. Office:

Survey No. 396/403, Moraiya Village,
Sarkhej-Bavla Highway, Tal. Sanand,
Dist. Ahmedabad – 382 210
Dated : 14/08/2014

By order of the Board of Directors,

Company Secretary

Notes:-

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF SELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **THE PROXY FORM DULY STAMPED AND EXECUTED SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY ATLEAST 48 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING.**
3. The Register of Members and Share Transfer Books of the Company shall remain closed from 23rd September, 2014 to 29th September, 2014 (both days inclusive).
4. Members desiring any information pertaining to Accounts are requested to write to the Company at least seven days before the date of the meeting in order that the information can be made available at the meeting.
5. Members are requested to bring their copy of the Annual Report at the meeting and produce the Attendance Slip at the Entrance where the Annual General Meeting will be held.
6. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
7. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative, members holding shares in demat form are requested to provide their e-mail ID to the depository through their concerned depository participant and members holding shares in physical form are requested to provide e-mail ID to the Company's RTA, M/s. MCS Limited, 101, Shatdal Complex, 1st Floor, Opp. Bata Show Room, Ashram Road Ahmedabad –380 009 and also notify the e-mail address as and when there is any change.

8. Members holding shares in physical mode are requested to immediately notify the Company or its Share Transfer Agent about any change of address and their bank particulars. Members holding shares in dematerialized form are requested to immediately notify their respective Depository Participants about any change of address and their bank particulars.
9. A Statement pursuant of Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
10. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

11. Process and manner for members opting for e-voting are as under :

In compliance with provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company is pleased to provide e-voting facility to all the shareholders of the Company. For this purpose the Company has entered into an agreement with National Securities Depository Limited to provide the facility of electronic voting (“E-Voting”) in respect of the Resolution proposed at this AGM.

I. The instructions for e-voting are as under :

- i) Open your web browser during the voting period and navigate to <https://www.evoting.nsdl.com/>
- ii) Enter the login credentials (i.e., user-id & Password) mentioned on the Postal Ballot Form. Your folio/DP Client ID will be your User-ID.

User-ID	For Members holding shares in Demat Form:- For NSDL :- 8 Characters DP ID followed by 8 Digits Client ID For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- Event no. followed by Folio Number registered with the Company
Password	Your Unique password is printed on the Postal Ballot Form/via email forwarded through the electronic notice
Captcha	Enter the Verification code i.e., Please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- iii) After entering these details appropriately, click on “LOGIN”.
- iv) Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case(A-Z), one lower case(a-z), one numeric value(0-9) and as special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through NSDL. System will prompt you to change your password and update any contact details like mobile, email ID etc. on 1st Login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- v) You need to login again with the new credentials.
- vi) On successful login, system will prompt to select the ‘Event’ i.e., ‘Company Name’
- vii) If you are holding shares in Demat Form and had logged in to <https://evoting.nsdl.com> and casted your vote earlier for any company, then your existing login id and password are to be used.
- viii) On the voting page, you will see Resolution Description and against the same the option ‘FOR/AGAINST/ABSTAIN’ for voting. Enter the number of shares (which represents number of votes) under ‘FOR/AGAINST/ABSTAIN’ or alternatively you may partially enter any number ‘FOR’ and partially in ‘AGAINST’, but the total number in ‘FOR/AGAINST’ taken together should not exceed your total shareholding. If the shareholder do not wants to cast, select ‘ABSTAIN’.
- ix) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- x) Once you ‘CONFIRM’ your vote on the resolution, you will not be allowed to modify your vote.
- xi) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to gslnova2014@gmail.com, cs@novapetro.com with a copy marked to evoting@nsdl.co.in. The file scanned image of the Board Resolution should be in the naming format “Corporate Name_Event no.”

II. In case of Shareholders’ receiving Physical copy :

- i) Initial password is provided as below/at the bottom of the Postal Ballot Form :

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN

- ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) of (a) above, to cast vote.

III. General Information

- a) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com
- b) If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
- c) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- e) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 14th August, 2014.
- f) E-Voting right cannot be exercised by a proxy.
- g) The Voting period begins on September 21, 2014 (10.00 a.m. IST) and ends on September 23, 2014(5.30 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 14th August, 2014 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- h) Ms. Meenu Maheshwari, Practicing Company Secretary has been appointed as Scrutinizer for scrutinizing the e-voting procedure in a fair and transparent manner.
- i) The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour of or against, if any, forthwith to the Chairman of the Company.
- j) The result of the e-voting will be declared on or after the date of the AGM i.e. 29th September, 2014. Such results will also be forwarded to the Stock Exchanges where the Company's shares are listed.

12. Pursuant to Clause 49 of the Listing Agreement, the details of the Directors retiring by rotation and eligible for reappointment are furnished below:

- A) Shri Shyam Gupta, Director of the Company, is a Commerce Graduate having a rich experience in textile industry of more than 33 years. He has been associated with the Company since incorporation of the Company. He is the Chairman of Gupta Group of Companies, Surat promoters of the Company. The Company is benefited under his able and mature leadership. Shri Sunil Kumar Gupta, Managing Director of the Company is related to him.

Mr. Shyam Gupta, Director of the Company is holding directorship in other following Companies.

- a) Ellora Syntex Pvt. Ltd.
- b) Subhlaxmi Dyeing & Printing Mills Pvt. Ltd.
- c) Nova Petrofils Limited
- d) Association of Synthetics Fibers Industries
- e) Bleuchip Builders Pvt. Ltd.
- f) Gupta Education Foundation Institution
- g) Aviva Power & Project Pvt. Ltd.

Shri Shyam Gupta retires by rotation and being eligible offers himself for re-appointment.

- B) Shri Anil Kumar Singhal

Shri Anil Kumar Singhal joined the Board of Directors of the Company on 30th April, 2010. He is non executive Independent Director of the Company and is considered as an independent Director under clause 49 of the listing Agreement .He is about 55 years and is Commerce graduate and having 27 years rich experience of Textile Industries. He has having vast experience in the field of Marketing & Exports etc.

Shri. Anil Kumar Singhal, Independent Director of the Company is holding directorship in other following Companies.

- a) Gupta Synthetics Limited
- b) Gold Star Lease Financing Limited
- c) Evergreen Synthetics Private Limited
- d) Sterlite Synthetics Private Limited
- e) Sharp Synthetics Private Limited

- C) Shri Sandeep Goyal

Shri Sandeep Goyal, Independent Director of the Company, is a Commerce Graduate having vast experience in Textile Processing and Marketing.

Shri Sandeep Goyal, Director of the Company is holding directorship in other following Companies.

- a) Gupta Power projects private limited
- b) Comptel Infosys Private Limited
- c) Subhlaxmi Dyg. & Ptg. Mills Pvt. Ltd.
- d) Numech Synthetics Pvt. Ltd.

- e) Nandan Dyg. Pts. Pvt. Ltd.
- f) Tima Filament Pvt. Ltd.
- g) Jatin Synthetics Pvt. Ltd.
- h) Gajanand Metal Private Limited
- i) Goldstar Lease Financing Limited
- j) Sterlite Synthetics Pvt. Ltd.
- k) Nikunj Yarn Private Limited
- l) Trident Yarn Private Limited.

13. Pursuant to the provisions of Section 124 of the Companies Act, 2013, dividend which remain unpaid and unclaimed for a period of 7 years will be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 125 of the Companies Act, 2013

Shareholders are requested to note that no claims shall lie against the Company or the said Fund in respect of any amounts which were transferred to the Fund which are unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.

Regd. Office:

Survey No. 396/403, Moraiya Village,
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Dist. Ahmedabad – 382 210
Dated : 14/08/2014

By order of the Board of Directors,

Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 RELATING TO THE SPECIAL BUSINESS UNDER THE ITEM NO. 4 TO 5.

Item No. 4

Mr Anil Kumar Singhal joined the Board of Directors of the Company on 30th April, 2010. He is non executive Independent Director of the Company and is considered as an independent Director under clause 49 of the listing Agreement .He is about 55 years and is Commerce graduate and having 27 years rich experience of Textile Industries. He has having vast experience in the field of Marketing & Exports etc..

As per the provision of Section 149 of the Companies Act, 2013 which has come into force from 1st April, 2014, and independent Director shall hold office for a term up to 5 consecutive years on the Board of Directors of a Company and is not liable to retire by rotation. Mr. Anil Kumar Singhal has given declaration to the Board that He meets the criteria of independent as provided under section 149 (6) of the Act. Copy of the said resolution with other relevant documents would be available for inspection without fees by the members at the Registered office of the Company during the business hours on any working day,

In opinion of the Board Mr. Anil Kumar Singhal full fills the conditions specified in the Act and the rules made there under for appointment as independent Director and he is independent of the management. In Compliance with the provisions in section 149 read with Schedule IV of the Act, the appointment of Mr. Anil Kumar Singhal as an independent Director is now being place before the members in the general meeting for their approval.

None of the directors of the Company is in any way concerned or interested in this resolution.

Item No. 5

Shri Sandeep Goyal was appointed as an Additional Director on the Board of the Company w.e.f. 25th August, 2007 and there after regularized as Regular Director liable to retire by rotation in an Annual General Meeting held on 29th September, 2007. He had continued as a director on the Board since then as a Director liable to retire by rotation. He is non executive Independent Director of the Company and is considered as an independent Director under clause 49 of the listing Agreement. He is Commerce Graduate having vast experience in Textile Processing and Marketing.

As per the provision of Section 149 of the Companies Act, 2013 which has come into force from 1st April, 2014, and independent Director shall hold office for a term upto 5 consecutive years on the Board of Directors of a Company and is not liable to retire by rotation. Mr. Sandeep Goyal has given declaration to the Board that He meets the criteria of independent as provided under section 149 (6) of the Act. Copy of the said resolution with other relevant documents would be available for inspection without fees by the members at the Registered office of the Company during the business hours on any working day,

In opinion of the Board Mr. Sandeep Goyal full fills the conditions specified in the Act and the rules made there under for appointment as independent Director and he is independent of the management. In Compliance with the provisions in section 149 read with Schedule IV of the Act, the appointment of Mr. Anil Kumar Singhal as an independent Director is now being place before the members in the general meeting for their approval.

Regd. Office:

Survey No. 396/403, Moraiya Village,
Sarkhej-Bavla Highway, Tal. Sanand,
Dist. Ahmedabad – 382 210
Dated : 14/08/2014

By order of the Board of Directors,

Company Secretary

DIRECTORS' REPORT

To,
The Members,
GSL NOVA PETROCHEMICALS LTD.
(Formerly Known as NOVA PETROCHEMICALS LTD.)

Your Directors have pleasure in presenting the 21st Annual Report and Audited Statement of Accounts for the year ended 31st March 2014.

OPERATIONALS & FINANCIALS

The highlights are as under :-

Particulars	2013-14	(₹ In Lacs) 2012-13
Net Sales & Other Income	717.92	5326.62
Profit / (Loss) before Tax	(1130.09)	(1305.42)
Less: Provision for Tax	Nil	Nil
Add : Provision for Deferred Tax	Nil	Nil
Profit After Taxation/(Loss)	(1130.09)	(1305.42)
Add: Balance Brought from Previous Year	(6846.57)	(5541.15)
Profit Available for Appropriations	(7976.66)	(6846.57)
Less: Appropriations		
(a) Dividend	Nil	Nil
(b) General Reserve	Nil	Nil
Balance Carried to Balance Sheet	(7976.66)	(6846.57)

PERFORMANCE:

Your company has achieved Net Sales and Other Income of ₹ 7.17 crores as compared to previous year's Net Sales and Other Income of ₹ 53.26 crores. Due to continuing recession & bad market for Polyester Yarn and operational loss coupled with non availability of adequate power at remunerative prices, the production remained suspended since the end of September, 2012. The net loss during the year under review was placed at ₹ 11.30 crores as compared to net loss of ₹ 13.05 crores for the previous year..

PRESENT COURSE OF BUSINESS AND OUTLOOK:

The Management's discussion and analysis report, as required under corporate governance, forming a part of this report, is a reflection of the current state of business. It also deals with the opportunities and threats faced by your company and the company outlook.

As, honorable Members are aware that your Company has been facing severe financial difficulties/Problems due to continuous losses mainly on account of sluggish market of polyester yarn, creation of large capacity of POY resulting in to mis-matching of Demand Supply position of yarn, shortage of working capital funds etc. and also non operational of polyester Chips Plant since couples of years on account of obsolete technology and uneconomic size of plant. Moreover production of POY/FDY had also suspended since the end of Sepetember,2012 due to aforesaid reasons and also due to non availability of power at remunerative price.

As the members are also aware that the company had submitted a revival plan to banks with payment of debts to the extent of Rs 56.50 Crores through development of affordable housing on surplus land and the members had given their consent to carry on the above activity/ business as covered under the other objects Clause III (C) 21. However, the banks have later-on suggested for One Time Settlement (OTS) considering bleak prospects of servicing the debts through running of plant and your company has accordingly submitted OTS proposal to all member banks of the consortium.

SETTLEMENT OF BANKS DUES :

After due deliberation, the banks have agreed to the Company's OTS proposal and approved the same.

In order to finance the OTS amount, the company has approached Asset Reconstruction Companies and requested the banks to assign their financial assistance – Loans sanctioned to the company to JM Financial Asset Reconstruction Company Pvt. Ltd (JMFARC). Except State bank of India, all other consortium banks have agreed for the same.

Accordingly Assignment agreements entered into between Bank of Baroda, UCO Bank and Central Bank of India and JMFARC, for taking over the existing loan of consortium finance of aforesaid each Bank by JMFARC. The JMFARC has further agreed to restructure the aforesaid take over loans.

In order to comply with OTS terms and to repay/settle dues of State Bank of India and JMFARC in the given time frame, the management of your company decided to sell Company's Plant and Machinery and also to develop industrial park, commercial & affordable housing space on the whole land of the company jointly with reputed builder/agency through JV, development rights and/or by sale of part of the land. Accordingly special resolutions are moved through postal ballot notice dated 4th July,2014.

The prospects for the proposed affordable real estate activity in the area is quite promising.

DIVIDEND:

Due to loss incurred by the Company during the year 2013-14, your directors regret their inability to recommend any dividend on the Equity Share Capital.

DIRECTORS:

Shri Shyam Gupta, Director of the Company, retire by rotation at the ensuing 21st Annual General Meeting and being eligible for re-appointment, have offered themselves for the re-appointment. Brief resume of the Directors and names of companies in which he hold the Directorship as stipulated under Clause 49 of the Listing Agreement are given in the notes attached to the Notice calling 21st Annual General Meeting of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to provisions of Section 217 (2AA) of the Companies (Amendment Act, 2000, Directors' Responsibility Statement is given as under,

- (i) That in the preparation of the annual accounts for the financial year ended 31st March 2014; the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (ii) That such accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year ended 31st March, 2014.
- (iii) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) That the annual accounts have been prepared for the financial year ended 31st March, 2014 on a going concern basis.
- (v) The policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.
- (vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INSURANCE:

The Company has adequately covered all assets against all risks.

AUDITORS:

Auditors of the company M/s. J. T. Shah & Co., Chartered Accountants of Ahmedabad, will retire from the office of the Auditors at the conclusion of ensuing 21st Annual General Meeting and being eligible, offer themselves for re-appointment from the conclusion of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting. The Company had pursuant to section 139(1) of the Companies Act,2013 received a certificate that their appointment, if made , will be within the limits as laid down in the section.

Explanation to the qualification in Auditors' Report.

The Directors submit their explanation to the qualifications made by the Auditors in their report for the year 2013-14. The relevant Para nos. of the report and reply are as under:

- 9 (b) The delay in the payment of Wealth tax of ₹5 lacs was due to demerger since it was based on combined wealth of company prior to demerger. Now after the demerger the company shall file revised wealth tax return and pay wealth tax accordingly. Further there is delay in depositing unpaid/unclaimed dividend into Investor Education and Protection fund of ₹ 2.85 lacs due to freezing of unpaid

dividend bank account by government authorities. There is also delay in payment of Tax deducted at source of ₹ 14498/-, Gujarat value Added Tax of ₹ 3353/- and Professional Tax of ₹ 93930/- . The Company has paid part of the of the dues and is arranging to make the payment of the same.

10. The accumulated losses are more than 50% of net worth of the Company. The company shall take appropriate actions in consultation with the experts.
11. There has been delay in repayment of banks loan installment and interest beyond 90 days..The banks have already approved OTS for the settlement of banks dues.Besides above , other notes to the Accounts are also self explanatory and give suitable explanation to qualifications in Auditors' Report.

AUDIT COMMITTEE:

During the year under review, the Audit Committee was constituted in accordance with the provisions of the Companies Act, 2013 and listing agreement entered into by the Company with the Stock Exchanges.

FIXED DEPOSITS:

During the year under review, the Company has not accepted any deposit from the public.

CORPORATE GOVERNANCE:

Your Company has complied with the Corporate Governance guidelines as per Clause 49 of the Listing Agreement with the Stock Exchanges.

A report on Corporate Governance practices followed by your Company, in terms of Clause 49(VI) of the Listing Agreement and a Certificate from the Auditors of the company regarding compliance with Corporate Governance guidelines as stipulated and Management Discussion & Analysis reports have been attached by way of separate section as part of this Annual Report.

PARTICULARS OF EMPLOYEES:

There are no employees employed by the Company through out the financial year or for a part of the financial year who were drawing remuneration as per the limit provided in section 217(2A) of the Companies Act, 2013 and therefore there are no details required to be given in the report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EARNINGS & OUTGO :

The particulars prescribed by the companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 as to conservation of energy, Technology absorption, Foreign Exchange Earnings and outgo are furnished in the annexure to this Report.

ACKNOWLEDGEMENT:

Your Directors wish to express their sincere thanks for the support and co-operation extended by the Bankers of the Company viz. State Bank of India, Bank of Baroda, UCO Bank, Central Bank of India and CDR authorities, JM Financial Asset Reconstruction Company Private Limited, all State and Central Government Departments, Shareholders, valued Customers and Suppliers etc. of the Company. Your Directors also wish to express their sincere thanks for the contribution rendered by the employees of the Company at all levels.

For & on behalf of the Board of Directors,

Sunil kumar Gupta
Managing Director

Date: 14/08/2014

ANNEXURE

Information under Section 217(1) (e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors Report for the year ended 31st March, 2013.

(A) Conservation of Energy

Various modification done and steps taken for conservation of energy have been continued

FORM A
FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY
I. Power and Fuel Consumption: -

	Current Year <u>2013-14</u>	Previous Year <u>2012-13</u>
1. Electricity purchased		
(a) Units (KWH)	80256	271225
Total Amount (₹)	888248	1724420
Average Rate per Unit (₹)	11.07	6.36
(b) Own generation		
i. Through Generator Unit (KWH)	Nil	160360
Units per Liter of Fuel/Oil	Nil	3.50
Cost/Unit (₹)	Nil	13.16
ii. Through Steam Turbine/Generator		
Units (KWH)	Nil	7164064
Units Per Kg. of Coal	Nil	-
Cost / Unit (₹)	Nil	5.92
2. CNG		
Quantity	Nil	94631
Total Cost (₹ in lacs)	Nil	43.28
Average Rate (₹/KL)	Nil	45.73

II. Consumption per unit of production: -

Products (with details) Unit		
Electricity (KWH/Ton of Product)		
(a) P.O.Y.	Nil	1698.35
(b) Fully Drawn Yarn	Nil	2356.03

*NOTE: The Electricity purchased & consumed for Lightening purpose only.

(B) Technology Absorption
FORM B
Form for disclosure of particulars with respect to technology absorption
I. Research and Development (R & D)

As the production remained suspended, no new R & D was carried out.

1. Expenditure on R & D: Nil

II. Technology Absorption, Adaptation and Innovation

1. Efforts, in brief, made towards technology absorption, adaptation and innovation.

As the production remained suspended, no new efforts were made in this direction.

a. .

2. Benefits derived as a result of the above efforts.

..... Not applicable being production remained suspended.....

a. .

3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year): Nil

C. Foreign Exchange Earning and Outgo

Total Foreign Exchange used and earned;		(₹ In Lacs)
	<u>2013-14</u>	<u>2012-13</u>
Outgo in Foreign Exchange	1.84 45.37	
Earning in Foreign Exchange	Nil	Nil

Regd. Office:

Survey No. 396/403, Moraiya Village,
 Sarkhej-Bavla Highway, Tal. Sanand,
 Dist. Ahmedabad – 382 210
 Dated : **14/08/2014**

For & on behalf of the Board of Directors,

Sunilkumar Gupta
 Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

• INDUSTRY SCENARIO AND STRUCTURE

Today modern techniques, electronics and innovation have lead to a competitive, low-price textile industry offering almost any type of garment or design a person could desire with its low cost labour base china has come to dominate the global textile industry.

The performance of the Indian Textile Industry during 2013-14 was green as most of the develop market were facing recession, leading to low textile demand. Textile Industry occupies a unique place in the economy of the country by virtue of its contribution to the industrial out put, employment generation and foreign exchange earning.

The Indian Textile Industry rallied under declining domestic demand and high input cost in the current year. Drop in demand from external markets created panic among manufacturers who have started production in the fresh manner

• OPPORTUNITIES & THREATS

Polyester has overtaken cotton as the dominant fiber, but the cost and availability still plays a significant role in the inter fiber substitution. Rising oil prices and moderating cotton prices will lead the polyester industry to grow at a slower rate in the near Future.

Textile Industry which is country's second largest employment generation sector after agriculture, employs over 3.5 crores people has been hit hard since global economic.

• CHALLENGES, RISKS AND CONCERNS

Apart above the Company perceives the following main business risks :

- a) High Volatility in raw material prices and inconsistent raw material supply.
- b) Obsolete technology of Chips plant as well as old aged plant & Machinery.
- c) High Power cost
- d) Downstream industries might witness a slowdown, affecting demand for products
- e) Overcapacity of domestic PFY industry resulting in to mis-matching of demand & supply
- f) Uneconomic scale of operations

• OVERVIEW

Due to above mentioned Challenge, Risk and Concerns , during last year the company had submitted a revival plan to banks with reduction of debts to the extent of Rs 56.50 Crores through development of affordable housing on surplus land. The members had given their consent to carry on the above activity/ business as covered under the other objects Clause III (C) 21.

However, the banks have later on suggested for One Time Settlement (OTS) and your company has accordingly submitted OTS proposal to all member banks of the Consortium and after due deliberation the banks have agreed to the OTS proposal.

By virtue of Assignment Agreements entered into between Bank of Baroda, UCO Bank and Central Bank of India and JM Financial Asset Reconstruction Company Pvt Ltd(JMFARC), the banks have assigned their Financial Assistance sanctioned to the Company of ₹17,76,00,000, ₹19,01,00,000 and ₹7,30,00,000 respectively to JMFARC. The JMFARC has agreed to restructure the takeover loans.

For the repayment of OTS/restructure dues of State Bank of India and JMFARC in the given time frame, the management of your company decided to sell out Company's Plant and Machinery and also to develop industrial sheds, commercial & affordable housing space on whole land jointly with reputed builder/agency through JV, development rights and/or by sale of the land

• INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The company has adequate system of internal control procedures commensurate with the size of the company and the nature of its business to keep check on the activities of the various departments. A better internal control over its activities will further strengthen internal control system and stimulate productivity in view of improvement in carrying out its operations more efficiently and effectively. The Company had also appointed a firm of Chartered Accountants as an internal auditor to further check the internal control system and to report on any deficiencies to the management.

• HUMAN RESOURCES/INDUSTRIAL RELATIONS:

Your company has successful in maintaining the cordial and peaceful relationship with the employees at all level and in reciprocation it has received wholehearted support at all levels of operations from all employees. The cordial and peaceful relationship prevails with all employees.

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on Corporate Governance

The Company always believes in enhancement of Shareholders value by consistently providing maximum benefits to its shareholders. In pursuit of this policy the Company gives highest importance to practice of good corporate governance. The Company has well qualified and experienced Board Members. Besides the Company gives due weightage to Disclosure requirements and transparency and providing efficient service to its shareholders.

2. Board of Directors

The Board of Directors comprises of an optimum combination of Executive & Non-Executive Directors. Out of total Four Directors, the Board consists of one Executive Director as Managing Director, one Non-Executive Non Independent Director and Two Non-Executive Independent Directors.

During the financial year 2013-2014, the Board met Five times on the following dates 30-05-2013, 14-08-2013, 13-11-2013, 14-02-2014 and 08-03-2014.

Details of Directors, Attendance of Directors at the Board Meetings, as well as in an Annual General Meeting held on 30.09.2013 and number of memberships held by Directors in the Board/Committee of other Companies are as under:

Sr. No.	Name of Director	Designation Category	Attendance Particulars		Number of other Directorship and Committee Member/Chairmanship in other public companies		
			Board Meetings	AGM held on 30.09.13	Other Directorship	Committee Membership	Committee Chairmanship
1	Shri Shyam Gupta	NED/NID	5	No	1	—	—
2	Shri Sunil Kumar Gupta	MD	5	Yes	—	—	—
4	Shri Sandeep Goyal	IND/NE	5	Yes	1	—	—
5	Shri Anil Singhal	IND/NE	5	No	2	2	1

CH - Chairman, MD -Managing Director, WTD - Wholetime Director, ED – Executive Director, I/NE - Independent/Non-Executive Director NED/NID- Non-Executive Director/ Non Independent.

3 Details of Remuneration paid to the Directors during the Financial Year ended as on 31-03-2014

Sr. No.	Name of Director	Category	Salary (₹)	Total (₹)
1	Shri Sunilkumar Gupta	MD	Nil*	Nil*

* In view of operational Losses, the Managing Director has voluntarily desired not to receive any remuneration from the date of his reappointment of fresh tenure of Five year from 28th May, 2012

Managing Director is not paid any sitting fees. Other Directors are entitled to receive fee of ₹ 5000/- for attending board and committee meetings.

4. Audit Committee

During the year under review, the Audit Committee was constituted in accordance with the provisions of the Companies Act, 2013 and listing agreement entered into by the Company with the Stock Exchanges. The constituted Committee is as follows:

Name of Director	Designation	Category
Shri Sandeep Goyal	Member	Independent & Non Executive
Shri Sunil Kumar Gupta	Member	Non Independent & Executive
Shri Anil Singhal	Member	Independent & Non Executive

The constitution of Audit Committee meets with the requirements of Corporate Governance guidelines as well as the provisions of Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement. Terms of reference of appointment of Audit Committee are as under,

The Audit Committee shall have the following powers:

- It shall have authority to investigate into any matter in relation to the items specified in Section 177 of the Companies Act, 2013 or referred to it by the Board and for this purpose, shall have full access to information contained in the records of the Company and external professional advice, if necessary.
- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain out side legal or other professional advise.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment for any other services.
- Reviewing with management the annual financial statements before submission to the Board, focusing primarily on;
 - Any changes in accounting policies and practices.
 - Major accounting entries based on exercise of judgment by management.
 - Qualification in draft audit report.
 - Significant adjustments arising out of audit.
 - The going concern assumption.
 - Compliance with accounting standards.
 - Compliance with stock exchange and legal requirements concerning financial statements.
 - Any related party transactions i.e. transaction of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large.
- Reviewing with the management, external and internal auditors, the adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up there on.
- Reviewing the findings if any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with external auditors before the audit commences, nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
- Review in the Company's financial and risk management policies.
- To look into the reasons for substantial defaults in the payment to the depositors, debentures, shareholders (in case of nonpayment of declared dividend) and creditors.
- It shall have discussions with the auditors periodically about internal control systems, the scope of audit including the observations of the auditors and review the quarterly, half-yearly and annual financial statements before submissions to the Board.
- It shall ensure compliance of internal control systems.

Audit Committee met Five times on 30-05-2013, 14-08-2013, 13-11-2013, 14-02-2014 and 08-03-2014

Presence of the members of the Audit Committee in its meeting

Sr.no.	Name of the member of the Audit Committee	No. of the meeting attended
1	Shri Sandeep Goyal	5
2	Shri Anil Singhal	5
3.	Shri Sunil Kumar Gupta	4

All the Meetings were also attended by the Auditors of the Company.

5. Remuneration Committee

The Remuneration Committee was constituted of three Non Executive Directors viz., Shri Sandeep Goyal, Chairman, Shri Shyam Gupta, Member and Shri Anil Singhal Member in accordance with Listing Agreement with Stock Exchanges and in accordance with Schedule XIII of the Companies Act, 1956,

Remuneration Committee met one time on 30-08-2013. All the members of the committee were present in the meeting.

The Remuneration Committee has been constituted to determine all elements of remuneration package of the Directors i.e. salary, benefits, bonuses, stock options, pension etc.

6. Shareholders Transfer and Grievances Committee

Share Holders Grievances Committee consisting of Shri Sunil Kumar Gupta as Chairman of the Committee, Shri Anil Singhal and Shri Sandeep Goyal as its members.

The Committee oversees the performance of the Registrar & Transfer Agent of the Company and take care of grievances received from the Shareholders/Investors.

Ms. Dhvani Shah, Company Secretary of the Company has been appointed as the Compliance Officer. There is no pending Share Transfer for a period above one month.

7. General Meeting

Meeting	Date of meeting	Time of the meeting	Place of the meeting
*17th Annual General Meeting	29th December, 2010	3.30 p.m.	Survey No. 396, 403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210
18th Annual General Meeting	30th September, 2011	3.30 p.m.	Survey No. 396, 403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210
19 th Annual General Meeting	28 th September, 2012	3.30 p.m.	Survey No. 396, 403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210
20 th Annual General Meeting	30 th September, 2013	3.30 p.m.	Survey No. 396, 403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210

* The Company got extension of time period up to 30th December,2010 to hold 17th Annual General Meeting for financial year ended 31st March,2010 from Registrar of Companies, Gujarat in accordance with the provisions of Companies Act,1956.

No Special Resolutions were required to be put through postal ballot at the time of these meetings.

8. Disclosures

There is no materially significant related party transactions that have potential conflict with the interest of the company at large.

9. Means of Communication

Financial Results are being published in Leading News-Papers as well as copies of the same are also being sent to all the Stock Exchanges where the Shares of the Company are listed for the benefit of the Public at large.

Financial Results are published normally in leading English newspaper and in Vernacular daily Newspaper.

- The Company supplies copies of the Financial Results and Annual Report of the Company to various Analysts, registered Share Brokers, various Government Departments & Agencies, and other Investors and all those interested in getting the same as and when requested.
- Management Discussion & Analysis is a part of Annual Report attached herewith.

10. General Shareholder Information

(a) AGM: Date, time and venue –

to be held on **29th day, the day of September, 2014** at 3.30 p.m. at the Registered Office of the Company at Survey No. 396, 403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210.

(b) Financial Calendar – From April to March (Tentative):

Results for the Quarter ending:

June 30, 2013	Second week of August, 2013.
September 30, 2013	Second week of November, 2013.
December 31, 2013	Second week of February, 2014.
March 31, 2014	Fifth week of May, 2013.

(c) Listing on Stock Exchanges

Listing Fee for the year 2013-14 has been paid by the Company and Equity Shares of the Company are listed at:

The Bombay Stock Exchange Ltd.

(d) Stock Code –

The Bombay Stock Exchange Ltd.	Code - 530605
ISIN No. of the Company	INE787A01022

(e) Registrar and Transfer Agent

M/s MCS Share Transfer and Agent Ltd.

101, Shatdal Complex, 1st Floor, Opp. Bata Show Room, Ashram Road, Ahmedabad- 09.

(f) Share Transfer System

Equity Shares of the Company received from the Investors for the purpose of Transfer in their name are being processed for transfer at interval of every fortnight in each calendar month and after completing the procedure of Share Transfer shares are being returned within a period ranging from two to three weeks, provided the documents lodged with the Registrars/Company are clear in all respects.

(h) Distribution of Shareholding

DISTRIBUTION OF SHAREHOLDINGS AS ON 31-03-2013

Number of Shares held			Number of Share Holders		Total Number of Share	
			Number (2)	% to Total Nos (3)	Total Shares (4)	% to Total Shares (5)
1	To	500	7288	76.98	1468778	5.44
501	To	1000	1013	10.70	856719	3.17
1001	To	2000	544	5.75	885838	3.28
2001	To	3000	193	2.04	497359	1.84
3001	To	4000	105	1.11	380812	1.41
4001	To	5000	74	0.78	344000	1.27
5001	To	10000	113	1.19	846034	3.13
10001	To	50000	111	1.17	2464778	9.13
50001	To	100000	4	.04	247051	.92
100001	To	above	23	.24	19008631	70.40
Total			9468	100	27000000	100

SHAREHOLDING PATTERN AS ON 31-03-2013

Category	No. of Shares	% of Total Shares
Promoters Holding		
Indian promoters	2366480	8.77
Bodies Corporate	12566800	46.54
Non- Promoters Holding		
Institutional		
Financial institutions/Banks	600	0.00
Mutual Funds	0	0
FII's	0	0
Non-Institutional		
Bodies Corporate	4786732	17.73
Individual	6315128	23.39
NRI	730386	2.71
HUF	228874	0.84
Overseas Corporate Body	5000	0.02
TOTAL	27000000	100.00

(i) Dematerialisation of Shares

2,61,55,861 Equity Shares of the Company are dematerialised as on 31st March, 2014.

(m) Outstanding GDRs/ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity

Company has not issued any GDR/ADR/Warrant.

(n) Plant Location

Plant located at: -

Survey No. 396/403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210 Gujarat, India.

(o) Address for correspondence

Survey No. 396/403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210 Gujarat, India.

CONFIRMATION BY MANAGING DIRECTOR ABOUT COMPLIANCE OF CODE OF CONDUCT

I hereby confirm that

The Company has obtained from all the members of the Board and employees at Senior Management level, affirmation that they have complied with the code of conduct for Board of Directors and Senior management level employees.

14th August, 2014

Sd/-
Sunilkumar Gupta
 Managing Director

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
GSL Nova Petrochemicals Limited
(Formerly known as Nova Petrochemicals Limited)

We have examined the compliance of conditions of Corporate Governance by GSL Nova Petrochemicals Limited (Formerly Nova Petrochemicals Limited) for the year ended on March 31, 2014 as stipulated in clause 49 of the Listing Agreement of the said Company with the stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the 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 Grievance Committee.

We further state that such compliance is neither an assurance as to future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For, **J. T. SHAH & COMPANY**
Chartered Accountants

Place : Ahmedabad
Date : 30th May, 2014

(J.T. Shah)
Partner

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
GSL-NOVA PETROCHEMICALS LIMITED
Ahmedabad

1. Report on the Financial Statements

We have audited the accompanying financial statements of **GSL-NOVA PETROCHEMICALS LIMITED** which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

2. Management's responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. Auditor's Responsibility

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

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

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

4. Basis for Qualified Opinion

- i. *The accounts of the Company have been prepared on a going concern basis, though the company has stopped its manufacturing activities for more than a year and entire networth of the company has been eroded. The Financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liability that may be necessary if the Company is unable to continue as a going concern.*
- ii. *Trade Receivables, Other Advances, Deposit and Trade Payables are subject to confirmation and adjustment if any.*
- iii. *Compound interest, Penal interest and liquidated damages in respect of all borrowings have not been provided, amount of which is unascertainable, pending confirmations / reconciliation (Refer to Note No.4.6).*

5. Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) in the case of the Statement of Profit and Loss, of the profit/ loss for the year; ended on that date ; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

6. Report on Other Legal and Regulatory Requirements

- i As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

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

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) Except for the effects of the matter described in the Basis for Qualified Opinion paragraph, in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, 1956 read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.
- e) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For, J. T. Shah & Co.
Chartered Accountants,
[FRN No. 109616W]

[J. T. Shah]
Partner
[M. No. 3983]

Place : Ahmedabad
Date : 30/05/2014

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 6(i) of "Report on Other Legal and regulatory Requirements" of our report of even date.)

1. In respect of Fixed Assets :

- a. The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets on the basis of available information.
- b. As per the information and explanations given to us, the management at reasonable intervals during the year in accordance with a programme of physical verification physically verified the fixed assets and no material discrepancies were noticed on such verification as compared to the available records.
- c. In our opinion, the Company has not disposed off any major / substantial part of the fixed assets during the year and the going concern status of the company is not affected.

2. In respect of its Inventories :

- a. The inventory other than the inventory of work in process has been physically verified during the year by the management. We have been informed that looking at the manufacturing process, it is not possible to physically verify the inventory of work in process. In our opinion, the frequency of verification is reasonable.
- b. The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c. On the basis of our examination of the records of inventory, we are of opinion that the Company is maintaining proper records of inventory. The discrepancies noticed if any on verification between the physical stocks and books records were not material.

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 Companies Act, 1956.

- a. During the year under audit, the company has not granted any loans, secured or unsecured, to the companies, firms and other parties covered in the register maintained under section 301 of the Companies Act, 1956 hence clause 4 (iii) (a), (iii) (b), (iii) (c) and (iii) (d) of the Companies (Auditor's Report) Order, 2003 are not applicable.
- b. There are 7 parties covered in the register maintained under section 301 of the Companies Act, 1956 from whom the company has taken loans. The maximum amount involved during the year was ₹ 83,940,000/- and the year-end balance of loans taken from such parties was ₹ 81,555,000/-.
- c. In our opinion and according to the information and explanations given to us, in case of loans taken during the year, the rates of interest, wherever applicable and other terms and conditions are not prima facie prejudicial to the interest of the company.
- d. In respect of loans taken by the company, the company has taken interest free loans and in case of principal, the terms of repayment have not been stipulated hence the question of regularity of payment of interest and principal does not arise.

4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal controls.**5. In respect of contracts or arrangements covered under Section 301 of the Companies Act, 1956:**

- a. Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the contracts or arrangements that need to be entered into the register maintained under section 301 have been so entered.
- b. In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the registers maintained under section 301 in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.

6 The company has not accepted any deposits from public.**7 In our Opinion, the Company has internal audit system commensurate with size and nature of its business.****8 We have broadly reviewed the books of account maintained by the company pursuant to the companies (Cost Accounting Records) Rule, 2011 prescribed by the Central Government under section 209 (1) (d) of the Companies Act, 1956 and are of the opinion that prime facie the prescribed accounts and records have been maintained. However, we have, however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete****9 In respect of Statutory Dues:**

- a. *According to the records of the Company, the Company is regular in depositing with appropriate authorities undisputed statutory dues including wealth tax , excise duty, cess and other statutory dues applicable to it with the appropriate authorities although there has been delay in depositing Service Tax, Provident fund, Gujarat Value Added Tax, Central Sales Tax, Professional Tax, Tax deducted at source and Tax Collected at Source.*

- b. According to the information and explanations given to us Wealth Tax of ₹ 5,00,000/-, Investor Education & Protection Fund of ₹ 2,85,041/-, Tax deducted at Source of ₹ 14,498/-, Gujarat Value Added Tax of 3,353/- and Professional Tax of ₹ 93,930/- are due for a period more than six months from the date they became payable and have not been deposited till balance sheet date, except that no undisputed amounts payable in respect of Excise duty, Service Tax, Central Sales Tax & Tax Collected at Source for a period of more than six months from the date they became payable.
- c. On the basis of our examination of the records, following disputed statutory dues have not been deposited with the appropriate authorities;

Name of the Statute	Nature of the Dues	Period	Amount (In ₹)	Forum where dispute is pending
The Income Tax Act, 1961	Income Tax & Interest	2000-2001 2003-2004	1,33,650 11,050	Commissioner of Income Tax, Appeals
The Income Tax Act, 1961	Interest on Income Tax	2001-02	2,72,135	The Income Tax Appellate Tribunal
The Central Excise and Customs Act	Excise Duty and Penalty	2005-06	1,46,479	Assistant Commissioner of Central Excise & Customs
The Central Excise and Customs Act	Excise Duty and Penalty	2006-2007 & 2007-2008	19,59,742	Commissioner of Excise and Customs (Appeals)
The Central Excise and Customs Act	Excise Duty and Penalty	2003-2004 2004-2005 2006-2007	32,30,731 33,98,641 12,59,207	Custom Excise and Service Tax Appellate Tribunal
The Gujarat Value Added Tax Act, 2003	Interest & Penalty on Value Added Tax	2006-07	2,69,152	Joint Commissioner Appeals
Service Tax Act	Service Tax and Penalty	2007-08	18,53,152	Commissioner of Service Tax (Appeals)
The Textile Committee Amendment Act, 1973	Textile Cess	1995 to 2005	50,90,119	Textiles Committee, Government of India, Ministry of Textiles

- 10 The accumulated losses of the company at the end of the financial year are more than fifty percent of its net worth. The Company has incurred cash loss during the year under audit and in the immediately preceding financial year.
- 11 In our Opinion and according to the information and explanations given to us, there was a delay for more than 92 days in repayment of principal of Rs 50,00,000/- to UCO Bank. Further the company has defaulted in repayment of principal of ₹ 586,244,098/- and in repayment of interest of ₹ 209,249,633/- till balance sheet date.
- 12 Based on our examination of documents and records and information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13 The provisions of any special statute applicable to Chit Fund, Nidhi or Mutual benefit Fund/Societies are not applicable to the Company. Therefore, clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.
- 14 The Company is not dealing or trading in shares, securities, debentures or other investments and hence, the requirements of Para 4 (xiv) are not applicable to the Company.
- 15 As per the information provided to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- 16 The company has not obtained any term loans from banks or financial institutions during the year under audit.
- 17 According to the information and explanations given to us and on the basis of an overall examination of the balance sheet of the company, in our opinion funds amounting to ₹476,474,011/- raised for short term basis have been used for long term purpose.
- 18 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.
- 19 During the year, the company has not issued any debentures.
- 20 During the year, the Company has not raised any money by way of Public issues.
- 21 Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the year.

For, J. T. Shah & Co.
Chartered Accountants,
[FRN No. 109616W]

[J. T. Shah]
Partner
[M. No. 3983]

Place : Ahmedabad
Date : 30/05/2014

BALANCE SHEET AS AT 31-03-2014

Particulars	Sch. No.	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
EQUITY AND LIABILITIES			
[1] Shareholders' Funds :			
[a] Share Capital	2	1,350.00	1,350.00
[b] Reserves & Surplus	3	(0.02)	(2,062.25)
		0.01	(712.25)
[2] Non-Current Liabilities :			
[a] Long Term Borrowings	4	Nil	Nil
[b] Deferred Tax Liabilities (Net)	5	Nil	Nil
[c] Long-Term Provisions	6	Nil	Nil
		Nil	Nil
[3] Current Liabilities			
[a] Short-term Borrowings	7	0.03	3,054
[b] Trade Payables	8	0.01	896
[c] Other Current Liabilities	9	0.02	5,765
[d] Short Term Provisions	6	Nil	0.71
		0.06	9,716.17
Total		0.08	9,003.92
ASSETS :			
[1] Non-Current Assets			
[a] Fixed Assets :			
[i] Tangible Assets	10	(4.07)	6,689.75
[ii] Intangible Assets	10	Nil	Nil
		(4)	6,690
[b] Non-Current Investments	11	2	2.34
[c] Long-Term Loans and Advances	12	0	426.98
[d] Other Non-Current Assets	13	Nil	2.16
		(2)	7,121.23
[2] Current Assets			
[a] Inventories	14	0.00	301.15
[b] Trade Receivables	15	0	1,405.92
[c] Cash & Bank Balances	16	0.00	103.64
[d] Short Term Loans and Advances	12	0.00	71.99
		0.02	1581.55
Total		(1.71)	8,703
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 40		

As per our report of even date attached herewith

For, **J. T. SHAH & COMPANY**

Chartered Accountants

(FRN No. 109616W)

(J. T. Shah)

Partner

Membership No. 3983

Place : Ahmedabad

Date : 30/05/2014

For, **GSL NOVA PETROCHEMICALS LIMITED**

Chairman

Managing Director

Company Secretary

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2014

Particulars	Note No.	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
INCOME			
Revenue from Operations	17	0.00	5,746.27
Less : Excise Duty		-16.23	-473.59
Net Revenue from Operations		-16.23	5,272.68
Other Income	18	0.00	53.94
Total Revenue		-16.23	5,326.62
EXPENDITURE			
Cost of materials consumed	19	0.00	3,641.74
Purchase of Stock in Trade	20	0.00	990.52
Change in Inventories of Finished Goods, Work in Process and Stock in Trade	21	0.00	583.32
Employee Benefits Expense	22	0.00	206.54
Finance Costs	23	0.01	903.12
Depreciation and Amortisation expense	10	400.73	456.66
Other Expenses	24	0.00	1,002.21
Total Expenses		400.75	7,784.11
Profit before Tax exceptional and extraordinary item and Tax		(417)	(2,457.49)
Exceptional Items	25	Nil	1,152.07
Profit before Tax		(417)	(1,305.42)
Less : Tax expense:			
- Current Tax		Nil	Nil
- Deferred Tax		Nil	Nil
Profit for the year		(417)	(1,305)
Basic & diluted earnings per share of face value of ₹5 each		(0)	(0)
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 40		

As per our report of even date attached herewith

For, **J. T. SHAH & COMPANY**

Chartered Accountants

(FRN No. 109616W)

(J. T. Shah)

Partner

Membership No. 3983

Place : Ahmedabad

Date : 30/05/2014

For, **GSL NOVA PETROCHEMICALS LIMITED**

Chairman

Managing Director

Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2014

	31-03-2014	31-03-2013
A Cash from Operating Activity		
Net Profit Before Tax from Continuing Operation	1,130.09	(1,305.42)
	1,130.09	(1,305.42)
Non Cash Adjustment to reconcile profit before tax to net cash flows		
Depreciation	400.73	456.66
Balance Written Off	(1.46)	(1,154.98)
(Profit)/Loss on sale of fixed assets (net)	(21.87)	(24.77)
Interest Received	(10.69)	(12.06)
Provision for doubtful Debtors & Advances	(44.31)	(4.27)
	322.40	(739.42)
Dividend Income	(0.19)	(0.16)
Interest and Finance Charges	955.37	903.12
	955.18	902.96
Adjustment for Movements in Working Capital:		
Increase/(decrease) in Trade Payable	328.48	(8.99)
Increase/(decrease) in Long-Term Provision	-	(28.19)
Increase/(decrease) in Short-Term Provision	(0.71)	(9.55)
Increase/(decrease) in Other Current liability	(532.98)	(424.45)
Decrease/(increase) in Trade Receivable	(2.98)	319.18
Decrease/(increase) in Inventories	19.18	1,413.88
Decrease/(increase) in Long Tern Loans and Advances	273.08	25.90
Decrease/(increase) in Short Tern Loans and Advances	(141.82)	22.00
	(57.75)	1,309.78
CASH GENERATED FROM OPERATIONS	2,349.92	167.90
Direct Taxes paid	(1.46)	(6.79)
	(1.46)	(6.79)
NET CASH FLOW FROM OPERATIONS	2,348.46	161.11
B Cash flow from investing activities		
Purchase of Fixed Assets	(0.95)	(1.99)
Sale of Fixed Assets	43.64	40.84
Sale of Non Current Investment	-	1.00
Capital Advance & Capital Creditors	(4.00)	4.14
(Increase)/Decrease Margin Money Deposit made	34.42	(5.76)
Interest Received	8.70	13.51
Dividend Income	0.19	0.16
	82.00	51.90
NET CASH USED IN INVESTING ACTIVITY	82.00	51.90
C Cash flow from financing activities		
Increase/(Decrease) of Long Term Borrowing	(272.80)	(72.84)
Increase/(Decrease) of Short Term Borrowing	147.07	(63.58)
Interest paid	(50.09)	(95.32)
Dividend paid on Equity Shares (Incl. Dividend Tax)	-	-
	(175.82)	(231.75)
NET CASH USED IN FINANCING ACTIVITY	(175.82)	(231.75)
Net Increase/(Decrease) in cash and cash equivalents	2,254.65	(18.74)
Cash and cash equivalent Opening Balance	21.92	40.66
Cash and cash equivalent Closing Balance	20.39	21.92
Net Increase/(Decrease) in cash and cash equivalents	(1.53)	(18.74)

Notes:

=> The above Cash Flow Statement has been prepared under the Indirect Method set out in Accounting Standard 3.

=> The Current Account balance includes ₹3,153/- (P.Y. ₹3,153/-) towards unclaimed dividend which have been kept in separate earmarked accounts and no transactions except for the state purpose are done through such account.

As per our report of even date attached herewith

For, **J. T. SHAH & COMPANY**

Chartered Accountants

(FRN No. 109616W)

(J. T. Shah)

Partner

Membership No. 3983

Place : Ahmedabad

Date : 30/05/2014

For, **GSL NOVA PETROCHEMICALS LIMITED**

Chairman

Managing Director

Company Secretary

1. SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Preparation of financial Statements

The financial statements have been prepared to comply with the Accounting Standards referred to in the Companies (Accounting Standards) Rule, 2006 issued by the Central Government in exercise of the power conferred under sub-section (1) (a) of section 642 and the relevant provisions of the Companies Act, 1956 (the 'Act'). The accounts are prepared on historical cost convention on an accrual basis. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

b. Use of estimates

In preparing the Company's financial statements in conformity with the accounting principles generally accepted in India, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods.

c. Fixed Assets

Fixed Assets are stated at cost, net of Cenvat, less accumulated depreciation. All costs, including financial costs till commencement of commercial production are capitalized to the cost of qualifying assets. CENVAT credits on capital goods are accounted for by reducing the cost of capital goods.

When assets are disposed or retired, their cost is removed from the financial statements. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss for the relevant financial year.

d. Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization. All costs, including financing costs in respect of qualifying assets till commencement of commercial production, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets are capitalized.

Intangible assets are amortised on a straight – line basis over their estimated useful lives. A rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use is considered by the management.

The gain or loss arising on the disposal or retirement of an intangible asset is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognised as income or expenses in the Statement of Profit and Loss in the year or disposal.

e. Depreciation

Depreciation on Fixed Assets other than Plant and Machinery has been provided on "Straight Line Method" at the rates provided in Schedule XIV to the Companies Act, 1956. Depreciation on Plant and Machinery has been provided on "Written down Value Method" at the rates provided in Schedule XIV to the Companies Act, 1956.

When assets are disposed or retired, their cost is removed from the financial statements. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss for the relevant financial year.

f. Inventories

Inventories at year-end are valued at the lower of cost or net realizable value. Raw Materials, Stores, Spares, Fuel, Packing Materials and Finished Goods are valued on FIFO basis.

g. Foreign Currency Transactions

Transactions denominated in Foreign Currency are normally recorded at the exchange rate prevailing at the time of transaction. Monetary items denominated in foreign currencies at the year end are translated at the rate prevailing on the date of Balance Sheet. Exchange differences are dealt with in the Profit & Loss account.

h. Revenue Recognition

Sales are accounted for on dispatch of goods to the customers and are inclusive of Excise Duty and Sales Tax but net of sales returns and trade discounts.

i. Investments

Non-Current Investments are stated at its cost. Provision is made for any diminution in the value of the Non-Current Investments, if such decline is other than temporary.

j. Borrowing Cost

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets, till such assets are ready for their intended use. A qualifying asset is the one which necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to revenue. Capitalization of borrowing cost is suspended when active development is interrupted.

k. Taxation

- i) Provision for current tax is made and retained in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income Tax Act, 1961.
- ii) Deferred Tax resulting from “timing difference” between taxable and accounting income is accounted for using the tax rates and laws that are enacted or subsequently enacted as on the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent that there is virtual certainty that the assets will be realized in future.

l. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes to accounts. Contingent Assets are neither recognized nor disclosed in the financial statement.

m. Impairment of Assets

The Management Periodically assesses using external and internal sources whether there is an indication that an asset may be impaired. If an asset is impaired, the company recognizes an impairment loss as the excess of the carrying amount of the asset over the recoverable amount. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amounts.

n. Earning Per Share

Basic earning per share is calculated by dividing net profit after tax for the year attributable to equity share holders of the company by the weighted average number of equity shares issued during the year. Diluted earning per share is calculated by dividing net profit attributable to equity share holders (after adjustment for diluted earnings) by average number of weighted equity shares outstanding during the year.

o. Employee Benefits

- (i) The employee and Company make monthly fixed Contribution to Government of India Employee’s Provident fund equal to a specified percentage of the covered employee’s salary, Provision for the same is made in the year in which service are rendered by the employees.
- (ii) The Liability for Gratuity to employee, which is a defined benefit plan, is determined on the basis of actuarial Valuation based on Projected Unit Credit method. Actuarial gain/Loss in respect of the same is charged to the profit and loss account.
- (iii) Leave encashment benefit to eligible employee has been ascertained on actuarial basis and provided for. Actuarial gain/loss in respect of the same is charged to the profit and loss account.
- (iv) Short Term benefits are recognised as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

2 Share Capital

	As at 31/03/2013 ₹ in Lacs	As at 31/03/2012 ₹ in Lacs
[a] Authorised :		
4,50,00,000 (Previous Year 4,50,00,000) Equity Shares of ₹ 5/- (Previous Year ₹5/-) each	2,250.00	2,250.00
10,00,000 (Previous year 10,00,000) Preference Shares of ₹ 100/- (Previous Year ₹100) each	1,000.00	1,000.00
	3,250.00	3,250.00
[b] Issued, Subscribed & Paid-up Capital :		
2,70,00,000 (Previous Year 2,70,00,000) Equity shares of ₹5 (Previous Year ₹5) each fully paid up	1350	1,350
Total	1,350	1,350

Refer Note Number 29 for details of basic and diluted shares

- 2.1 The company has issued only One class of shares referred to as Equity shares having face value of ₹5/-. Each Holder of One share is entitled to One vote per share.
- 2.2 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 will be in proportion to the number of equity shares held by the shareholder.
- 2.3 Under a scheme of the demerger, total paid up capital of the company was reduced to ₹13,50,00,000/- as against original paid up capital of ₹27,00,00,000/- by reducing the face value of share from ₹10 per share to ₹5/- per share.
- 2.4 The details of shareholders holding more than 5% shares as at 31/03/2014 and 31/03/2013 is set out below.

Name of Shareholder	As at 31/03/2014		As at 31/03/2013	
	No. of Shares	% held	No. of Shares	% held
Polycoat India Pvt. Ltd. (formerly known as Gupta Silk Mills Pvt. Ltd.)	6047400	22.40%	6,047,400	22.40%
Comptel Infosys Pvt. Ltd.	3,400,000	12.59%	3,400,000	12.59%
Chiripal Industries Ltd.	2,596,000	9.61%	2,596,000	9.61%

- 2.5 The Reconciliation of the number of shares outstanding and the amount of share capital as at 31/03/2013 & 31/03/2012 is set out below

Particulars	As at 31/03/2014		As at 31/03/2013	
	No. of Shares	Amount (₹ in Lacs)	No. of Shares	Amount (₹ in Lacs)
Shares at the beginning of Face Value of ₹ 5/-	27,000,000	1,350	27,000,000	1,350
Addition during the year	Nil	Nil	Nil	Nil
Deduction during the year	Nil	Nil	Nil	Nil
Shares at the end of Face Value of ₹ 5/-	27,000,000	1,350	27,000,000	1,350

3 Reserves & Surplus

	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Security Premium Reserve		
Balance as per last financial Statement	1,189.70	1,189.70
Closing Balance	1,189.70	1,189.70
Revaluation Reserve		
Balance as per last financial Statement	3,369.62	3,369.62
Closing Balance	3,369.62	3,369.62
General Reserve		
Balance as per last financial Statement	225.00	225.00
Closing Balance	225.00	225.00
Surplus in the Statement of Profit and Loss		
Balance as per last financial Statement	(6,847)	(5,541)
Add : Loss for the year	(417)	(1,305)
Net Deficit in the statement of profit and loss	(7,264)	(6,847)
Total	(2,479)	(2,062)

4 Long Term Borrowings

	Non-Current		Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Term Loan - From Bank@ [Indian rupee loan from Bank (Secured)]	Nil	Nil	3,504.27	3,777.07
Vehicle Loans@@	Nil	1.41	Nil	8.74
	Nil	Nil	3,504.27	3,777.07
The above amount Includes				
Secured Borrowings	Nil	Nil	3,504.27	3,777.07
Unsecured Borrowings	Nil	Nil	Nil	Nil
Amount disclosed under the head 'Other Current Liabilities' (Note No. 9)	Nil	Nil	-3,504.27	-3,777.07
Total	Nil	Nil	Nil	Nil

4.1 Security :

@ Term Loans under consortium finance are secured by first charge on Fixed Assets (through mortgage/hypothecation of all immovable & movable assets), both present & future; subject to prior charge in favour of banker/other on specified assets for working capital loans/other loans and secured by second charge on book debt & stocks and further secured by personal guarantee of Promoter Directors & Corporate Guarantee of Promoter's Group Companies.

4.2 Interest:

In respect of Term Loans under consortium finance the company is liable to pay fixed interest @10.75% p.a. and in case of Funded Interest Term Loan (FITL) interest Shall be payable @9.75% p.a on monthly basis.

4.3 Repayment:

@ Term Loan Facilities are repayable in following schedule in monthly instalments :- (Amount in Lacs)

Particulars	Upto 1 year	2 to 4 Years	5 to 7 years	More than 8 years
Term Loan	3,504	Nil	Nil	Nil

4.4 Default in payment of Interest & Installments:

The Company has not paid total amount of Principal of ₹350,426,887/- as on 31st March, 2014 (Previous year Rs 377,706,735/-) and total interest of ₹1,13,795,419/- to various banks as on 31st March, 2014 (Previous year Rs 68,067,857/-).

4.5 The Company has defaulted in payment of principal and interest for the whole year and hence the entire term loan is due for payment as per the terms of sanction.

4.6 Compound interest, penal interest & liquidated damages have not been considered on all borrowings, amount of which is unascertainable, pending confirmation / reconciliation.

5 Deferred Tax

The company is entitled for set off of carried forward losses and unabsorbed depreciation against the future income under the income tax act. However, as a matter of prudence, the company is not recognising the deferred tax asset as provided in the Accounting Standard-22 issued by the Institute of Chartered Accountant of India.

6 Provisions

	Non-Current		Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Provision for Leave Encashment	Nil	Nil	Nil	0.71
Total	Nil	Nil	Nil	0.71

7 Short-Term Borrowings

	Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Working Capital Loan from Banks@	2,358.17	2,358.36
Loan from Related Parties	815.55	616.63
Loan From Corporate Bodies	27.15	78.81
	3,200.87	3,053.80

The above amount Includes

Secured Borrowings	2,358.17	2,358.36
Unsecured Borrowings	842.70	695.44
Total	3,200.87	3,053.80

7.1 Security :

@ Working Capital Loans under consortium finance are secured by First Charge on Book Debts and Stocks, and second charge on fixed assets and further secured by personal guarantee of the Promoter Directors and Corporate Guarantee of Promoter's Group Companies.

7.2 Default in payment of Interest & Cash Credit:

@ The Company has not paid total amount of Principal of cash Credit ₹ 235,817,211/- as on 31st March, 2014 (Previous year Rs 235,835,862/-) and total interest of ₹ 95,454,215/- to various banks as on 31st March, 2014 (Previous year Rs 51,376,999/-).

7.3 @ Company has defaulted in payment of interest and Short term bank borrowing Accounts not renewed and hence it is due for payment on demand.

8 Trade payables

	Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Micro, Small and Medium Enterprises @	Nil	Nil
Others	1,223.29	896.27
Total	1,223.29	896.27

@ The Company has not received the required information from Suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/ payable as required under the said Act have not been made.

9 Other Current Liabilities

	Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Current Maturities of Long term Borrowings (Refer to Note No.4.5)	0.04	3,777.07
Creditors for Capital Goods	8.23	8.23
Creditors for Expenses	90.27	105.59
Advance received from customers	98.87	26.40
Dealer Deposits	26.63	463.94
Interest accrued and due on borrowings (Refer to Note No.9.1)	1,602.89	1,194.45
Other payables	15.86	84.59
Other Statutory dues	3.83	74.91
Credit Balance in Current Account	14.38	27.36
Investor Education & Protection Fund	2.85	2.85
Total	1,863.84	5,765.39

9.1 Default in payment of Interest on Term Loans & Working Capital Loans:

The Details in respect of the Defaults made by the Company in payment of Interest on Term Loan & Interest on Cash Credit has been given in Note No.4.4 & Note No. 7.2 respectively.

10 Fixed Assets

(₹ in Lacs)

TANGIBLE ASSETS									INTANGIBLE ASSETS		
Cost of Valuation	Free Hold Land*	Buildings	Furniture & Fixtures	Electrical Installation	Computer	Plant & Machinery	Equipment	Vehicle	Total	Computer Software	Total
01.04.2013	3,507.13	1,403.13	137.19	863.32	101.94	13,857.49	252.02	107.79	20,230.00	3.63	3.63
Addition	-	-	-	-	-	1.99	-	-	1.99	-	-
Disposal	-	-	-	-	-	135.36	-	-	135.36	-	-
Other Adjustment	-	-	-	-	-	-	-	-	-	-	-
At 31.03.2013	3,507.13	1,403.13	137.19	863.32	101.94	13,724.12	252.02	107.79	20,096.63	3.63	3.63
Addition	-	-	-	-	-	0.20	0.75	-	0.95	-	-
Disposal	-	-	-	-	-	133.77	-	-	133.77	-	-
Other Adjustment	-	-	-	-	-	-	-	-	-	-	-
At 31.03.2014	3,507.13	1,403.13	137.19	863.32	101.94	13,590.56	252.77	107.79	19,963.81	3.63	3.63
Depreciation	Free Hold Land*	Buildings	Furniture & Fixtures	Electrical Installation	Computer	Plant & Machinery	Equipment	Vehicle	Total	Computer Software	Total
01.04.2012	-	492.67	116.59	497.61	99.43	11,607.53	181.76	73.93	13,069.51	3.63	3.63
Charge for the year	-	46.86	8.02	41.01	0.62	344.04	11.97	4.14	456.66	-	-
Disposal	-	-	-	-	0.97	117.33	-	0.99	119.29	-	-
Other Adjustment	-	-	-	-	-	-	-	-	-	-	-
At 31.03.2013	-	539.54	124.61	538.61	99.08	11,834.24	193.73	77.07	13,406.88	3.63	3.63
Charge for the year	-	46.86	8.02	41.01	0.62	288.10	11.98	413,532.91	413,929.51	-	-
Disposal	-	-	-	-	-	112.00	-	-	112.00	-	-
Other Adjustment	-	-	-	-	-	-	-	-	-	-	-
At 31.03.2014	-	586.40	132.63	579.62	99.70	12,010.35	205.71	413,609.98	427,224.40	3.63	3.63
NET BLOCK											
AS AT 31.3.2013	3,507.13	863.59	12.57	324.70	2.86	1,889.88	58.29	30.72	6,689.75	-	-
AS AT 31.3.2014	3,507.13	816.73	4.55	283.70	2.24	1,580.21	47.05	(413,502.19)	(407,260.59)	-	-

Note: On 31/03/2010, the Company had revaluated its Free Hold Land at ₹34,63,87,000/- as against its original cost of ₹94,25,196/- based on the Report issued by the Registered Valuer.

11 Non current investments

	Non-Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Investment in Equity Share (Quoted) [Non-Trade]		
(1) 100 (Previous Year 100) Equity Share of Mahendra Petrochemical Ltd. (Formerly known as Mahendra Suiting Ltd.) of Rs 10/- each fully paid-up	150	150
(2) 50 (Previous Year 50) Equity Share of JCT Ltd. Of Rs 2.5/- each fully paid-up	308	308
(3) 100 (Previous Year 100) Equity Share of Rajasthan Petro Synthetics Ltd. Of Rs 10/- each fully paid-up	175	175
(4) 100 (Previous Year 100) Equity Share of JBF Industries Ltd. Of Rs 10/- each fully paid-up	905	905
(5) 100 (Previous Year 100) Equity Share of Sanghi Polester Ltd. Of Rs 10/- each fully paid-up	370	370
(6) 8 (Previous Year 8) Equity Share of Indo Rama Synthetics (India) Ltd. Of Rs 10/- each fully paid-up	80	80
(7) 2 (Previous Year 2) Equity Share of Spentex Industries Of Rs 10/- each fully paid-up	20	20
(8) 2 (Previous Year 2) Equity Share of Relince Industries Ltd. Of Rs 10/- each fully paid-up	185	185
(9) 2800 (Previous Year 2800) Equity Share of UCO Bank Ltd. Of Rs 10/- each fully paid-up	33,600	33,600
(10) 1 (Previous Year 1) Equity Share of Reliance Communication Ltd. Of Rs 5/- each fully paid-up	137	137
	35,930	35,930
Investment in Equity Share (Unquoted) [Non-Trade]		
(1) 19800 (Previous Year 19800) Equity Shares of NPL Power Pvt. Ltd. Of Rs 10/- each fully paid-up	198,000	198,000
	198,000	198,000
(2) Nil (Previous Year 4000) Equity Shares of The Kalupur Commercial Co operative Bank Ltd. Of Rs 25/- each	Nil	100,000
	Nil	100,000
Total	233,930	333,930
Aggregate amount of quoted investments	35,930	35,930
Market Value of quoted investments	216,199	174,375
Aggregate amount of Unquoted investments	198,000	198,000

12 Loans and Advances

	Non-Current		Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Capital Advances	25.60	25.60	Nil	Nil
Less: Provision For Doubtful Advances	(19.62)	(19.62)	Nil	Nil
	5.98	5.98	Nil	Nil
Advances For Goods	22.16	22.16	10.74	18.11
Less: Provision For Doubtful Advances	(20.91)	(20.91)	Nil	Nil
	1.25	1.25	10.74	18.11
Advances For Expenses	1.89	1.89	6.42	6.98
Less: Provision For Doubtful Advances	(1.89)	(1.89)	Nil	Nil
	Nil	Nil	6.42	6.98
	7.23	7.23	17.16	25.09
Security Deposits	6.34	22.82	Nil	Nil
Advances recoverable in cash or kind	44.55	301.16	2.66	2.05
Balance With Govt Authorities	Nil	Nil	179.57	30.72
Interest Receivable	Nil	Nil	1.99	Nil
Loans to Employees	Nil	Nil	0.01	0.05
Gratuity Fund	Nil	Nil	4.54	4.21
Less : Provision of Gratuity	Nil	Nil	(2.45)	(2.45)
Advance Tax and TDS	153.60	151.36	11.55	12.33
Less : Provision For Taxation	(55.58)	(55.58)	Nil	Nil
	148.91	419.76	197.88	46.91
Total	156.14	426.99	215.04	72.00

13 Other Non-Current Assets

	Non-Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Margin Money deposit (Transfer from other Bank Balances Note No. 16)	Nil	2.16
Total	Nil	2.16

14 Inventories

	Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Raw materials	154.33	26.06
Work-in-Process	Nil	136.96
Finished Goods	Nil	4.78
Stores & Spare parts	122.34	122.34
Power & Fuel	0.87	5.03
Packing Material	4.42	5.98
Total	281.96	301.15

15 Trade Receivables

	Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
Trade Receivables (Unsecured)		
Outstanding for a period exceeding Six Months from the date they are due for Payment		
Considered Good	808.50	489.18
Considered Doubtful	49.29	49.29
	857.79	538.47
Less:Provision for doubtful receivables	49.29	49.29
	808.50	489.18
Other Receivables		
Others - Considered Good	644.70	916.74
Others - Considered Doubtful	Nil	Nil
	644.70	916.74
Less : Provision for doubtful receivables	Nil	Nil
	644.70	916.74
Total	1453.20	1405.92

16 Cash and Bank Balances

	Non-Current		Current	
	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs	As at 31/03/2014 ₹ in Lacs	As at 31/03/2013 ₹ in Lacs
A Cash and cash equivalents				
Cash on hand	Nil	Nil	6.88	6.24
Balance With Banks	Nil	Nil	13.51	15.68
	Nil	Nil	20.39	21.92
B Other Bank Balance				
Margin Money deposit	Nil	2.16	49.46	81.72
	Nil	2.16	49.46	81.72
Less Amount disclosed Under Non Current Assets (Note No. 13)	Nil	(2.16)	Nil	Nil
Total	Nil	Nil	69.85	103.64

The Current Account balance includes ₹3,153/- (P.Y. ₹3,153/-) towards unclaimed dividend which have been kept in separate earmarked accounts and no transactions except for the state purpose are done through such account.

17 Revenue from Operations

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Sale of Product		
Finished Goods	0.00	4,312.54
Traded Goods	0.01	1,347.35
	0.01	5,659.89
Other Operating Revenue		
Waste Sales	0.34	3.71
Job Work Income	Nil	82.66
TOTAL	0.35	5,746.26

Details of Products Sold
Finished goods sold

Partially Oriented Polyester Filament Yarn(POY)*	148.53	3,540.02
Fully Draw yarn and Polyester Twisted Yarn(PTY)	3.07	688.08
Others	3.17	84.44
	154.77	4,312.54

Traded goods sold

Cloth	500.49	1,347.35
	500.49	1,347.35
	655.26	5,659.89

* Including Sale of Yarn Waste.

18 Other Income

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Interest Income On		
Bank Deposits	8.40	7.33
Others	2.29	4.73
Dividend Income on Non Current Investments	0.19	0.16
Insurance Claim	Nil	8.95
Miscellaneous Income	0.02	0.82
Balances Written Off	1.46	2.90
Excess Provisions written back	44.31	4.27
Profit on Sales of Fixed Assets	21.87	24.77
TOTAL	78.54	53.93

19 Cost of Materials Consumed

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Opening Stock of Raw Material	26.06	565.56
Purchase	130.37	3,102.24
Closing Stock of Raw Material	154.33	26.06
	2.10	3,641.74

Details of Raw Material Consumption

Polyester Chips	2.10	3,473.73
Other raw materials	Nil	168.01
	2.10	3,641.74

Details of Inventory

Polyester Chips	1.59	3.39
Other raw materials	152.74	22.67
	154.33	26.06

Details of Value of Imported & Indigenous Raw Material consumed and Percentage thereof to the Total Consumption

Particulars	Raw Materials			
	31/03/2014	% 31/03/2013	Value (₹ in Lacs) 31/03/2014	31/03/2013
i. Imported	Nil	1.89	Nil	68.87
ii. Indigenous	100	98.11	2.10	3,572.88
	100.00	100.00	2.10	3,641.75

20 Purchase of Stock in Trade

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Trading Purchase	247.11	990.52
	247.11	990.52

Details of Purchase of Traded Goods

Cloth	247.11	990.52
	247.11	990.52

21 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Commencing Stock		
Work-in-process	0.00	457.89
Finished Stock	0.00	267.17
	0.00	725.06
Closing Stock		
Work-in-process	Nil	136.96
Finished Stock	Nil	4.78
	Nil	141.74
Decretion / (Accretion) to Stock	0.00	583.32
Details of Finished Stock		
Partially Oriented Polyester Filament Yarn(POY)	Nil	4.53
Fully Draw yarn and Polyester Twisted Yarn(PHY)	Nil	0.24
Others	Nil	Nil
	Nil	4.77

22 EMPLOYEE BENEFIT EXPENSE

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Salary, Wages & Bonus	6.56	196.19
Contribution to Provident Fund & Other Funds	0.00	5.44
Staff Welfare Expense	0.25	4.90
TOTAL	6.81	206.53

Note:As on Balance Sheet date Company does not have any permanent employees hence disclosure requirement in respect of AS-15'Employee Benefits' has been not applicable to the company.

23 FINANCE COST

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Interest to Banks & ARC	947.10	822.26
Other Interest	7.93	25.99
Bank Charges	0.34	54.86
TOTAL	955.37	903.11

24 OTHER COSTS

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Stores & Spares consumed	(1.06)	254.53
Packing material consumed	1.66	114.32
Electricity & Fuel charges	15.08	511.90
Freight, Cartage & Octroi	0.11	6.03
Foreign Exchange Loss / (Gain)	Nil	0.27
Increase/(decrease) of excise duty on inventory	(1.50)	(28.86)
REPAIRS TO:		
Building	Nil	0.04
Machinery	0.11	4.39
Others	0.02	4.00
TOTAL	0.13	8.43
Insurance	3.30	16.40
Rent	Nil	0.40
Rates & Taxes	9.94	5.80
Postage & Telephone Expenses	2.61	3.78
Stationery, Printing & Advertisement Expenses	1.02	2.20
Selling and Distribution Expenses	0.02	41.73
Traveling, Conveyance and Vehicle Expenses	18.23	30.00
Legal & Professional Expenses	41.41	18.18
AUDITOR'S REMUNERATION:		
Audit Fees	1.50	1.50
Tax Audit	0.25	0.25
Taxation and Others	0.25	0.25
TOTAL	2.00	2.00
Loss on Sales of Fixed Assets	Nil	8.36
Miscellaneous Expense (It includes Canteen Expense, Director Sitting Fees, General Expense, House Keeping Expense & Stationary and Printing Expense etc)	1.18	15.09
TOTAL	94.13	1,002.20

Details of Value of Imported & Indigenous Stores and Spare Parts consumed and Percentage thereof to the Total Consumption

Particulars	Stores & Spares			
	%		Value (₹ in Lacs)	
	31/03/2014	31/03/2013	31/03/2014	31/03/2013
i. Imported	Nil	39.37	Nil	100.21
ii. Indigenous	Nil	60.63	Nil	154.32
			100.00	254.53

25 EXCEPTIONAL ITEMS

	For the year ended 31/03/2014 ₹ in Lacs	For the year ended 31/03/2013 ₹ in Lacs
Balances Written Off	Nil	1,152.07
TOTAL	Nil	1,152.07

26. CONTINGENT LIABILITIES:

Particulars	2012-13 (Amount in ₹)	2011-12 (Amount in ₹)
a) Letters of Credit Outstanding	Nil	Nil
b) Income Tax demands disputed in appeal by the Company/ Income Tax Authorities (Against which the Company has paid amount of ₹6,23,979/-)	23.67	234.72
c) Bank Guarantee	Nil	1.63
d) Value Added Tax demands disputed in appeal by the Company (Against which the Company has paid amount of ₹12,00,000/-)	14.69	14.69
e) Excise Duty demands disputed in appeal by the Company/ Excise Authorities (Against which the Company has paid amount of ₹ 400,736/-)	2364.92	2128.10
f) Textile Cess Demands disputed pending with Textiles Committee, Government of India, Ministry of Textiles.	50.90	5,0.90
g) Service Tax demand disputed in appeal by the Company/Authority (Against which the Company has paid amount of ₹503,046/-)	41.96	41.96
h) Claims not acknowledged as debts by the company.	469.12	469.12
i) Show Cause Notices received from various authorities	28.87	38.64
j) Employees Demands pending before Labour Courts	Amount not ascertainable	Amount not ascertainable
k) In respect of restructured Debts under CDR mechanism, the banks will have right to recompense in respect of waivers/sacrifice made by them under CDR restructuring	Amount not ascertainable	Amount not ascertainable

27. Debtors includes Rs. 2,642/- (Previous Year Rs. Nil) due from private companies in which some of the directors are interested as directors.

28. Particulars of Prior Period expense debited to respective head of expenditure:-

Particulars	31-03-2013	31-03-2012
(i) First Aid & Medical Expenses	Nil	Nil
(ii) Repairs & Maintenance Expense	Nil	Nil
(iii) Miscellaneous Expense	Nil	(1.83)
(iv) Legal & Professional Expenses	0.22	0.15
(v) Consultancy Expenses	0.14	Nil
(vi) Electricity Charges	Nil	(1.67)
Total . . .	(0.36)	(3.35)

29. Based on the principles for determination of segments given in Accounting Standard 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, the company has identified its business segment as primary segment. "Others" represents income from Trading of Cloth. There is no reportable secondary segment as none of the conditions as laid down for determining the geographical segments are satisfied.

Particulars	Primary Segment Information for the year ended 31 st March, 2014				(Amount in ₹)	
	Yarns		Others		Total	
	31-03-14	31-03-13	31-03-14	31-03-13	31-03-14	31-03-13
Segment Revenues	138.88	3925.33	500.49	1347.35	639.37	5272.68
Unallocable Revenue					6,7.67	4,1.72
Total Revenue					707.04	5314.40
Segment Result	438.98	-771.35	253.38	356.83	185.60	41,4.52
Interest and Finance Charges	955.37	903.12	-		955.37	903.12
Interest Income					10.70	12.06
Income from Investments					0.19	0.17
Total Profit Before Tax					1130.09	1305.42
Taxes					Nil	Nil
Net income after taxes					-1130.09	1305.42
Assets	7876.38	8684.32	50,049,196	213.81	837,687,257	8898.12
Unallocable Assets					69.85	105.80
Total Assets					8446.72	9003.92
Liabilities	10135.26	9716.17	153.79	Nil	10289.06	9716.17
Unallocable Corporate Liabilities					Nil	Nil
Total Liabilities					10289.06	9716.17
Capital Expenditure	0.95	1.99	-		0.95	1.99
Depreciation	400.73	456.66	-		400.73	456.66
Other Non-cash expenses	-	-	-	-	-	-

30. Earning Per Share

Particulars	31-03-14	31-03-13
Numerator used for calculating Basic and Diluted Earning Per Share (Profit After Tax)	(1130.09)	(1856.61)
Nominal Value per Share	5	5
Weighted Average No. of Shares used as denominator for calculating Basic and Diluted Earning Per Share	270.00	270.00
Basic and Diluted earning per share	(4.19)	(4.83)

31. Related Party Disclosures
a) Key Management Personnel

Sr. No.	Name	Designation
1	Shri Shyam Gupta	Chairman
2	Shri Sunilkumar Gupta	Managing Director

b) List of Other Related Parties with whom transactions have taken place during the year

Sr. No.	Name
1	Gupta Dying and Printing Mills Pvt. Ltd.
2	Gupta Synthetics Limited
3	Shubhlaxmi Dying and Print Mills P. Ltd
4	Poly Coat India Pvt. Ltd
5	Ellora Syntex Pvt. Ltd
6	Sharp Synthetics Pvt. Ltd
7	Basant Bahar Properties Pvt Ltd
8	Millennium Infosoft Pvt. Ltd.

c) Details of Transactions with Key Management Personnel and Related Parties of the Key Management Personnel are as follows:
(Amount in ₹)

No.	Nature of Transaction	Key Management Personnel	Other related Parties	Total
1	Unsecured Loans			
	Taken during the year	Nil (Nil)	249.72 (64.78)	249.72 (97.78)
	Balance as at Balance Sheet Date	57.00 (57.00)	758.55 (559.63)	815.55 (616.63)
2	Expenditure			
	Commission Paid	Nil (Nil)	3.67 (Nil)	3.67 (Nil)
	Managerial Remuneration & Perquisites	Nil (2.04)	Nil Nil	Nil (2.04)
3	Stock in trade / Debtors			
	Sold / Redeemed during the year (Payment Made)	Nil (Nil)	7.08 (24.11)	7.08 (24.11)
	Balance as at Balance Sheet Date	Nil (Nil)	2.61 (2,642)	2.61 (2,642)

Note : List of transaction, out of the transactions reported in the above table, where the transactions entered in to with single party exceed the 10% of the total related Party transactions of similar nature are as under :

	(Amount in ₹)	
	(2013-15)	(2012-13)
1. Unsecured Loan Taken :-	Amount in Rs.	
- Basant Bahar Properties Pvt Ltd.	71.72	42.00
- Polycoat India Pvt Ltd	116.00	22.78
- Gupta Synthetics Ltd. (Loan)	62.00	Nil
2. Expenditure :-		
Commission Paid:		
- Ellora Synthetics Ltd.	3.33	Nil
Managerial Remuneration and Perquisites:		
- Sunil Gupta	Nil	2.04
3. Stock in trade :-		
Sold / Redeemed during the year		
- Gupta Synthetics Ltd.	Nil	24.11
- Gupta Dyeing and Printing Mills Pvt. Ltd.	7.08	Nil

32. The amount of Exchange Difference

Debited to Profit and Loss Account Rs. Nil/- (Previous Year debited to Profit and Loss Account Rs. 26,780/-)

33. Impairment of Asset

During the year, the company has impaired it's all assets to the tune of Rs. Nil (Previous Year Rs. Nil)

34. Borrowing costs attributable to the acquisition or construction of Qualifying Assets amounting to Rs. Nil (Previous Year Rs. Nil) is capitalized by the company

35. C.I.F. Value of Imports includes:-

Sr.No.	Particulars	2013-14	2012-13
1	Capital Goods	Nil	Nil
2	Raw Materials	Nil	45.00
3	Stores and Spares	Nil	0.37

33. Expenditure in Foreign Exchange :-

1	Foreign Travelling Expenses	1.84	Nil
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34. Earning in Foreign Exchange:

1	FOB Value of Exports	Nil	Nil
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38. Balances of Debtors, Creditors and Advances etc. are subject to confirmation and reconciliation wherever required.

39. Figures of the previous year have been regrouped and/or rearranged wherever necessary.

40. In the opinion of the board, Current Assets, Loans and Advances are approximately of the value stated if realized in the ordinary course of business.

Note : Previous year's figures have been shown in brackets.

Signature to Notes "1" to "40"

As per our report of even date attached herewith

For, **J. T. SHAH & COMPANY**

Chartered Accountants

(FRN No. 109616W)

(J. T. Shah)

Partner

Membership No. 3983

Place : Ahmedabad

Date : 30.05.2013

For, GSL NOVA PETROCHEMICALS LIMITED
(Formerly Known as NOVA PETROCHEMICALS LIMITED)

Chairman

Managing Director

Company Secretary

GSL NOVA PETROCHEMICALS LIMITED

(Formerly Known as NOVA PETROCHEMICALS LIMITED)

Registered Office : Survey No. 396/403, Moraiya Village, Sarkhej-Bavla Highway,
Tal. Sanand, Dist. Ahmedabad - 382 210.

ATTENDANCE SLIP

PLEASE FILL IN ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE PLACE OF MEETING.

Name and Address of the Shareholder :

Folio No. : DP Id : Client Id :

No. of Shares held :

I hereby record my presence at the Twenty First Annual General Meeting of the Company held on Monday, 29th day of **September, 2014** at **3.30 p.m.** at the Registered office of the Company at Survey No. 396/403, Moraiya Village, Sarkhej-Bavla Highway, Tal. Sanand, Dist. Ahmedabad – 382 210

SIGNATURE OF THE SHAREHOLDER/PROXY :

Strike out whichever is not applicable

.....TEAR HERE

TEAR HERE

GSL NOVA PETROCHEMICALS LIMITED

(Formerly Known as NOVA PETROCHEMICALS LIMITED)

Registered Office : Survey No. 396/403, Moraiya Village, Sarkhej-Bavla Highway,
Tal. Sanand, Dist. Ahmedabad - 382 210.

PROXY FORM

I/We ofbeing a member/ members of the
GSL NOVA PETROCHEMICALS LIMITED hereby appoint
of..... or failing him of.....as
my/our proxy to vote for me/us and on my/our behalf at the Twentieth Annual General Meeting to be held on Monday, 29th September, 2014
at 3.30 p.m. or at any adjournment thereof.

Signed day of 2014



Folio No. : DP Id : Client Id :

No. of Shares held.....

NOTE : The Proxy Form must be returned so as to reach the Registered office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.

To,

If undelivered please return to :

GSL NOVA PETROCHEMICALS LIMITED
(Formerly Known as NOVA PETROCHEMICALS LIMITED)

Registered Office : Survey No. 396/403,
Moraiya Village, Sarkhej-Bavla Highway,
Tal. Sanand, Dist. Ahmedabad - 382 210.