

FINE PLAST POLYMERS LIMITED


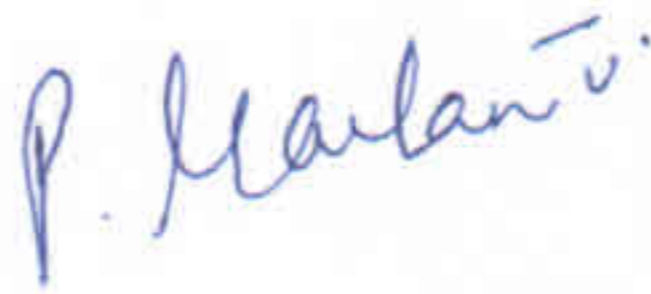


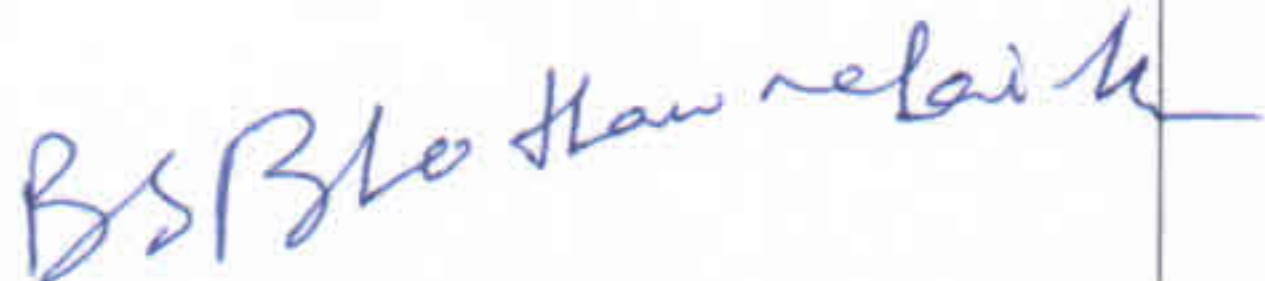
CIN: L24134TG1992PLC014932

Regd. Office: Flat No. A-108, Sr Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad-500038, Telangana

Tel: 040-23750495, Email: info@fineplastpoly.com

FORM B

Covering letter of the Annual Report to be filed with BSE Ltd (under Clause 31 of the listing agreement)

1	Name of the Company	Fine Plast Polymers Limited
2	Annual Financial Statement for the year ended	31 st March 2014
3	Type of Audit Observation	Qualified
4	Frequency of Observation	Repeated
	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report:	Page No. 14 of the Annual Report Reply to Auditor Observations: Page No. 27
	Additional Comments from the Board	No
5	To be signed by	
	Whole-Time Director	
	Director	
	Chief Financial Officer	
	Auditor of the Company	
	Chairman of the Audit Committee	

22nd
Annual Report
2013 - 2014



fine Plast Polymers limited

22nd Annual General Meeting
30th September 2014
at 10:00 AM
at A-108, Sri Saidatta Apartments, Srinivasa Nagar (East),
Ameerpet, Hyderabad - 500038

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Board of Directors:

Mr. K RATNAKARARAO : Whole Time Director
Mr. P MASTAN RAO : Non-Executive Promoter Director
Mr. B V BHASKARAKRISHNA : Independent Director
Mr. J NAGABHUSHANARAO : Independent Director
Mrs. J VAGHIRAKUMARI : Independent Director
(w.e.f. 01/09/2014)

Mr. CH.D.V.V. PRASAD RAO : Chief Financial Officer

Audit Committee:

Mr. B V BHASKARAKRISHNA : Chairman
Mr. J NAGABHUSHANARAO : Member
Mr. P MASTAN RAO : Member

Nomination and Remuneration Committee:

Mr. J NAGABHUSHANARAO : Chairman
Mr. P MASTAN RAO : Member
Mr. B V BHASKARAKRISHNA : Member

Stakeholders Relationship Committee:

Mr. B V BHASKARAKRISHNA : Chairman
Mr. J NAGABHUSHANARAO : Member
Mr. K RATNAKARARAO : Member

Registered Office : A-108, Sri Saidatta Apartments, Srinivasa Nagar (East)
Ameerpet, Hyderabad - 500038

Factory : 324, APIIC Growth Centre, Annangi, Prakasam Dist, AP

Corporate Identity Number : L24134TG1992PLC014932

Auditors : M/s. Sanjeeva Rao & Associates
Chartered Accountants
Besides Axis Bank, S R Nagar
Hyderabad- 500038

Bankers : Andhra Bank Ltd & Karur Vysya Bank Ltd

Listed at : BSE Limited

Registrars and Share Transfer Agents : Aarthi Consultants Private Limited
1-2-285, Domalguda, Hyderabad - 500029, Telangana

NOTICE

Notice is hereby given that the **22nd Annual General Meeting of the Members of 'Fine Plast Polymers Limited'** will be held on Tuesday, **the 30th day of September 2014** at 10.00 am at its Registered Office at Flat No. A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad-500038, Telangana to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and Profit & Loss Account for the financial year ended on that date together, with the report of the Board of Directors and Auditors thereof.
2. To appoint a director in place of Mr. Mastan Rao Pesala (DIN: 02941852), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a director in place of Mr. K Ratnakara Rao (DIN: 06376269), who retires by rotation and being eligible offers himself for re-appointment.
4. To re-appoint auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and fix their remuneration.

SPECIAL BUSINESS:

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, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. B V Bhaskara Krishna (DIN No. 02260599), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect 30th September 2014 to 29th September 2019.”

6. 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, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. J Nagabhushana Rao (DIN No. 02941849), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect 30th September 2014 to 29th September 2019.”

7. 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 (“the Act”) 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, Mrs. J. Vaghira Kumari, (DIN: 06962857), who was appointed as an Additional Director of the Company and whose term of office expires at this Annual General Meeting and who has offered herself for appointment as Independent Director and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 years with effect from September 30, 2014 to September 29, 2019.”

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (“the Board”) to borrow, from time to time, any sum or sums of money which together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say reserves not set apart for any specific purpose, provided that the total amount of moneys so borrowed shall not, at any time exceed the limit of Rs. 100 Crore (Rupees One Hundred Crores).”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board with power to the said Committee to sub-delegate its powers to any of its members.”

9. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors of the Company (“the Board”) to create such charges, mortgages and hypothecations on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, together with power to take over the management and concern of the Company in certain events, if required, in favour of Banks / Financial Institutions / other investing agencies / trustees for the holders of debentures / bonds / other instruments which may be issued to or subscribed by all or any of the financial institutions / banks / any other investing agencies or any other person(s) / bodies corporate by way of private placement or otherwise to secure rupee / foreign currency loans, debentures, bonds or other instruments (hereinafter collectively referred to as “Loans”), whether already borrowed or to be borrowed, provided that the total amount of loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said loans, shall not, at any time exceed the limit of Rs. 100 Crore (Rupees One Hundred Crores).”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board with power to the said Committee to sub-delegate its powers to any of its members.”

10. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 5 (6), (7), (9), 14 and other applicable provisions, if any, of the Companies Act 2013, and such other approvals, consents, permissions, as may be required, the Articles of Association of the Company be and is hereby altered by replacing the existing Articles by adoption of new set of Articles which are compatible with Table F of Schedule I of the Companies Act, 2013 to the extent applicable to public limited companies.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do or cause to be done all such acts, deeds and things as may be required or considered necessary or incidental thereto for giving effect to the aforesaid resolution.”

11. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act 2013 and such other approvals, consents, permissions, as may be required, Clause III (B) of the Memorandum of Association of the Company pertaining to the Ancillary Objects be and is hereby altered by replacing the existing sub-clauses 1–45 of Clause III (B) with new sub-clauses 1– 43 under Clause III (b) titled 'Matters which are necessary for furtherance of the objects specified in Clause III (a)'.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do or cause to be done all such acts, deeds and things as may be required or considered necessary or incidental thereto for giving effect to the aforesaid resolution.”

12. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act 2013 and such other approvals, consents, permissions, as may be required, Clause III (C) of the Memorandum of Association of the Company pertaining to the Other Objects be and is hereby deleted.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do or cause to be done all such acts, deeds and things as may be required or considered necessary or incidental thereto for giving effect to the aforesaid resolution.”

13. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the rules made there-under, the Authorized Share Capital of the Company be and is hereby increased from 4,00,00,000/- (Rupees Four Crores only) divided into 40,00,000 equity shares of Rs.10/- each to 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 equity shares of Rs.10/- each ranking pari passu in all respect with the existing Equity Shares and that the existing Clause V of the Memorandum of Association of the Company be substituted by the following clause:

Clause V:

The Authorized Share Capital of the Company is Rs.10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) equity shares of Rs.10/- (Rupees Ten only) each.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do or cause to be done all such acts, deeds and things as may be required or considered necessary or incidental thereto for giving effect to the aforesaid resolution.”

14. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 42, 62 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 read with the rules made there-under, and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended (the “ICDR Regulations”) and the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (the “Takeover Regulations”) and any other guidelines and clarifications issued by any other competent authority from time to time, to the extent applicable including the enabling provisions of the Memorandum of Association and Articles of Association of the Company, Listing Agreements entered into by the Company with the Stock Exchanges where the equity shares of the Company are listed (the “Stock Exchanges”) and subject to the permissions, consents, sanctions and approval by any authority, as may be necessary, and subject to such conditions and modifications as might be prescribed while granting such approvals, consents, permissions and sanctions, and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”) and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board in its absolute discretion, the Consent of the Company be and is hereby accorded to the Board to create, issue, offer, and allot upto 41,00,000 (Forty One Lakhs) equity shares of face value of Rs.10/- each (the “Equity Shares”), at a price of Rs.10/- (Rupees Ten only) each aggregating up to Rs.4,10,00,000 (Rupees Four Crores and Ten Lakhs only) on preferential basis through private placement (the “Preferential Issue”) and on such further terms and conditions, including payment of monies as may be approved or finalized by the Board to the following persons belonging to the Non-Promoter Category ('Investors').”

S No.	Name of the Proposed Allottee	PAN	No. of equity shares proposed to be allotted	Category	Inter-se relationship with each proposed Allottee
1	Mr. 'Ch. N. K. D. Prasad'	AERPC9565R	13,00,000	Non Promoter	No
2	Mrs. 'P. N. V. T. Sravani'	BMDPP1516N	14,00,000	Non Promoter	No
3	Mrs. 'V. Sreevani'	ASDPV5158P	14,00,000	Non Promoter	No

“RESOLVED FURTHER THAT the Relevant Date for determining the price of the equity shares to be allotted, shall be, August 31, 2014, being the date which is 30 days prior to the date on which the shareholders meeting is proposed to be held to approve the preferential issue, i.e. September 30, 2014.”

“RESOLVED FURTHER THAT the Equity Shares shall be issued and allotted by the Company to the Investors in dematerialized form within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Equity Shares is pending on account of pendency of any approval for such allotment by any regulatory authority, the allotment shall be completed within a period of 15 days from the date of such approval.”

“RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to lock-in as provided under the provisions of SEBI (ICDR) Regulations and the Equity Shares so offered, issued and allotted will be listed subject to the receipt of necessary regulatory permissions and approvals.”

“RESOLVED FURTHER THAT the Equity Shares to be issued and allotted in the manner aforesaid shall rank pari passu with the existing Equity Shares of the Company in all respects including as to dividend and shall be subject to the provisions of the Memorandum of Association and the Articles of Association of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to agree and accept all such condition(s), modification(s), and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to do all such acts, deeds, matters and things and execute all documents as may be necessary in this regard and to delegate all or any of the power herein conferred, to any one or more Directors or the Company Secretary of the Company.”

By Order of the Board

Hyderabad, 1st September 2014

**Sd/-
K Ratnakara Rao
Whole Time Director**

Notes:

- 1. A Member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a Member of the Company. The instrument of proxy in order to be effective, must be received at the Registered Office of the Company, duly completed and signed not less than forty-eight hours before the commencement of the Annual General Meeting.**
- 2. The Register of Members and the Share Transfer Books of the Company will be closed from Saturday, 27th September 2014 to Tuesday, 30th September 2014 (both days inclusive) for the purpose of Annual General Meeting.**
3. An explanatory statement for the special business pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
4. Members holding shares in physical form should inform the Company's Registrar and Transfer Agents, M/s. Aarathi Consultants Private Ltd of any change in their registered address, e-mail address. Similarly, Members holding shares in electronic form should inform their Depository Participants (DP) of any change in their registered address, e-mail address.
5. Corporate members are requested to send, a duly certified copy of the board resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote at the Annual General Meeting.
6. Members who have multiple folios in identical names or joint names in the same order are requested to intimate to the Registrar and Transfer Agents, M/s. Aarathi Consultants Private Ltd about these folios to enable consolidation of all such shareholdings into one folio.
7. For the convenience of Members and for proper conduct of the meeting, entry to the venue of the Meeting will be regulated by Attendance Slip, which is enclosed with this notice. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the entrance to the venue.

8. The Company has designated an exclusive e-mail ID called info@fineplastpoly.com for Redressal of shareholders' complaints/grievances.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. The documents referred to in this notice are open for inspection at the Registered Office of the Company on all working days, between 10.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.
11. The Notice of the AGM together with Annual Report for the FY 2013-14 will be sent in electronic mode to the Members whose e-mail ids are registered with the Company or the Depository Participant(s). Physical copies of the same will be sent to all other Members at their registered address in the permitted mode.
12. In compliance with the provisions 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 to the Members, facility, to exercise their rights to vote at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The instructions for e-voting:

- a) The shareholders should log on to the e-voting website www.evotingindia.com.
- b) Click on "Shareholders" tab.
- c) Now enter your User ID

For Members holding shares in Demat Form	For Members holding shares in Physical Form
For NSDL: 8 Character DP ID followed by 8 Digits Client ID, For CDSL: 16 digits beneficiary ID,	Folio Number registered with the Company

- d) Next enter the Image Verification as displayed and Click on Login.
- e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- f) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA00001234 in the PAN field • Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL client id. For example: CDSL Account holder name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is 'RA00001234'. NSDL Account holder name is Rahul Mishra and DP ID. is IN300000 and client ID 12345678 then default value of PAN is 'Ra12345678'.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the folio/client id.

- g) After entering these details appropriately, click on “SUBMIT” tab.
- h) Members holding shares in Physical form will then reach directly to the voting screen.
- i) Members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- j) Click on the relevant EVSN for the “Fine Plast Polymers Limited” on which you choose to vote.
- k) On the voting page, you will see Resolution Description and against the same the option 'YES/NO' for voting. Enter the number of shares (which represents number of votes) under YES/NO.
- l) Click on the “RESOLUTION FILE LINK” if you wish to view the entire Notice of the Annual General Meeting.
- m) 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.
- n) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- p) Note for Non-Individual Shareholders & Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- q) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
- 13 The E- Voting period:
- Begins on Wednesday, 24th September 2014 (10.00 am) and ends on Friday, 26th September 2014 (6.00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22nd August 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Members may note that voting exercised through electronic mode cannot be altered subsequently. The voting rights of shareholders shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on 22nd August 2014.
14. Mrs. N. Vanitha, Practicing Company Secretary (Membership No.26859, CP No.10573) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
15. The Scrutinizer shall within 48 hours from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman/ Managing Director of the Company.
16. The E-Voting Results shall be declared on or after the AGM of the Company.
17. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.fineplastpoly.com and on the website of CDSL within two days of passing of the resolutions and communicated to the BSE Limited in accordance with the listing agreement.

Annexure 1 to the Notice

Details of directors seeking appointment/re-appointment at the forthcoming Annual General Meeting
(Pursuant to Clause 49 of the Listing Agreement)

Particulars	P Mastan Rao
Date of Birth	05-10-1956
Date of Appointment	19-02-1993
Expertise in specific functional areas	PVC Pipes and Fittings, Accounts and Auditing
Qualifications	Chartered Accountant
No. of Shares held as on March 31, 2014	2,05,700 shares
Directorships held in other companies (excluding private limited and foreign companies)	NIL
Positions held in mandatory committees in other companies	NA

Particulars	K Ratnakara Rao
Date of Birth	13-06-1970
Date of Appointment	14-08-2012
Expertise in specific functional areas	Accounts, Finance and Management
Qualifications	Intermediate
No. of Shares held as on March 31, 2014	NIL
Directorships held in other companies (excluding private limited and foreign companies)	NIL
Positions held in mandatory committees in other companies	NA

Particulars	B V Bhaskara Krishna
Date of Birth	16-10-1950
Date of Appointment	01-01-2003
Expertise in specific functional areas	Accounts, Finance, and Auditing
Qualifications	Chartered Accountant
No. of Shares held as on March 31, 2014	NIL
Directorships held in other companies (excluding private limited and foreign companies)	1) Venkateswara Bio Fuels Ltd
Positions held in mandatory committees in other companies	NIL

Particulars	J Nagabhushana Rao
Date of Birth	24-08-1947
Date of Appointment	29-03-2002
Expertise in specific functional areas	Banking, and Accounts
Qualifications	B Com.
No. of Shares held as on March 31, 2014	NIL
Directorships held in other companies (excluding private limited and foreign companies)	NIL
Positions held in mandatory committees in other companies	NA

Particulars	J Vaghira Kumari
Date of Birth	07-05-1989
Date of Appointment	01-09-2014
Expertise in specific functional areas	3 years experience in corporate laws
Qualifications	B.A., ACS
No. of Shares held as on March 31, 2014	NIL
Directorships held in other companies (excluding private limited and foreign companies)	NIL
Positions held in mandatory committees in other companies	NA

Annexure 2 to the Notice

Explanatory Statement

(Section 102 of the Companies Act, 2013)

Item Nos. 5 & 6

Mr. B V Bhaskara Krishna and Mr. J Nagabhushana Rao have been appointed as Directors by the Members at earlier general meetings as Directors liable to retire by rotation and is considered as an Independent Directors for the purpose of Clause 49 of the Listing Agreement. As per the provisions of Section 149 of the Act which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Mr. B V Bhaskara Krishna and Mr. J Nagabhushana Rao have given respective declarations to the Board that they meets the criteria of independence as provided under Section 149 (6) of the Act. The matter regarding the appointments of Mr. B V Bhaskara Krishna and Mr. J Nagabhushana Rao as Independent Directors was placed before the Nomination and Remuneration Committee, which commends their appointment as Independent Directors upto 29th September 2019.

In the opinion of the Board, Mr. B V Bhaskara Krishna and Mr. J Nagabhushana Rao fulfils the conditions specified in the Act and the Rules made there-under for appointment as an Independent Directors and they are independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. B V Bhaskara Krishna and Mr. J Nagabhushana Rao as Independent Directors is now being placed before the Members in the Annual General Meeting for their approval.

The terms and conditions of appointment of Mr. B V Bhaskara Krishna and Mr. J Nagabhushana Rao, pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day during 10.00 a.m. to 1.00 p.m. till the conclusion of the Annual General Meeting.

Mr. B V Bhaskara Krishna and Mr. J Nagabhushana Rao are interested in the resolutions set out respectively at Item Nos. 5 & 6 of the Notice with regard to their respective appointments and no other Director, key managerial personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item Nos. 5 & 6 of the Notice.

Item No. 7

The Board of Directors appointed Mrs. J. Vaghira Kumari as an Additional Director of the Company with effect from September 01, 2014. Her term of office expires at the forthcoming Annual General Meeting. A notice has been received from a shareholder of the Company under section 160 of the Companies Act, 2013 along with the requisite deposit, proposing her candidature for the office of Director.

As per the provisions of section 149 of the Companies Act, 2013 ("Act") which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Mrs. J. Vaghira Kumari has given a declaration to the Board that she meets the criteria of independence as provided under section 149 (6) of the Act. The matter regarding appointment of Mrs. J. Vaghira Kumari as an Independent Director was placed before the Nomination and Remuneration Committee, which commends her appointment as an Independent Director up to September 29, 2019.

In the opinion of the Board, Mrs. J. Vaghira Kumari fulfills the conditions specified in the Act and the Rules made thereunder for appointment as an Independent Director and she is independent of the management. In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of Mrs. J. Vaghira Kumari as an Independent Director is now being placed before the Members in general meeting for their approval.

The terms and conditions of appointment of Independent Directors shall be open for inspection by the members at the Registered Office during normal business hours on any working day of the Company.

Mrs. J. Vaghira Kumari is interested and concerned in the Resolution and no other Director, key managerial personnel or their respective relatives are concerned or interested in the Resolution.

Item Nos. 8 & 9

Section 180 (1) (c) of the Companies Act, 2013 provides that the Board of Directors cannot, except with the consent of the Company in a general meeting by means of a special resolution, borrow moneys which together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), in excess of the aggregate of the paid up capital of the Company and its free reserves, that is to say reserves not set apart for any specific purpose.

In terms of provisions of the Companies Act, 2013, approval of the Members is sought by way of a special resolution for an amount not exceeding the borrowing limit of Rs. 100 Crores.

The proposed borrowings of the Company, if necessary, be secured by way of charge / mortgage / hypothecation on the Company's assets in favour of the security holders or any other lender(s). As the documents to be executed between the security holders / trustees for the holders of the said securities and the Company may contain the power to take over the management of the Company in certain events, it is necessary to pass a special resolution under section 180 (1) (a) of the Companies Act, 2013 for creation of charges / mortgages / hypothecations for an amount not exceeding the borrowing limit of Rs. 100 Crore. Hence the approval of the Members is sought by way of a special resolution for the aforesaid limits. The Resolutions proposed under item nos. 8 and 9 are in the interest of the Company and the Board recommends the Resolutions for acceptance by the Members.

None of the Directors, key managerial personnel or their respective relatives is interested or concerned in the Resolutions.

Item No. 10

The Board of Directors of your Company has noted the contents of the Companies Act, 2013 along-with the schedules appended to the Act and in view of administrative convenience, the Board at its meeting held on 1st September resolved to adopt a new set of Articles of Association to be compatible with Table F of Schedule I of the Companies Act, 2013.

Pursuant to the provisions of Section 14 of the Companies Act 2013, any alteration to the Articles of Association shall be approved by the shareholders by way of passing a Special Resolution in their meeting. Hence the resolution is commended for your approval.

A Copy of the Articles of Association together with the Articles of Association proposed to be adopted is kept available for inspection at the registered office of the Company on any working day during 10.00 a.m. to 1.00 p.m. till the conclusion of the Annual General Meeting.

Neither the Directors or key managerial personnel of the Company nor their relatives is/are, in any way, concerned or interested in the proposed resolution.

Item No. 11

The Board of Directors of your Company has noted the contents of the Companies Act, 2013 along-with the schedules appended to the Act and in view of administrative convenience, the Board at its meeting held on 1st September 2014 resolved to amend the ancillary objects clause of the Memorandum of Association by adoption of new set of Clauses for furtherance of the main objects of the Memorandum of Association.

As per the provisions of Section 13 of the Companies Act, 2013, it has been mandatory to get the approval of the Shareholders by passing Special Resolution before initiating any change in the existing Objects Clause. Hence, the Board of Directors recommends the special resolution as set out in the Notice for your approval.

A Copy of the Memorandum of Association together with the altered one proposed to be adopted is kept available for inspection at the registered office of the Company on any working day during 10.00 a.m. to 1.00 p.m. till the conclusion of the Annual General Meeting.

Neither the Directors or key managerial personnel of the Company nor their relatives is/are, in any way, concerned or interested in the proposed resolution.

Item No. 12

The Board of Directors of your Company has noted the contents of the Companies Act, 2013 along-with the schedules appended to the Act and in view of administrative convenience, the Board at its meeting held on 1st September 2014 resolved to delete the other objects clause of the Memorandum of Association.

As per the provisions of Section 13 of the Companies Act, 2013, it has been mandatory to get the approval of the Shareholders by passing Special Resolution before initiating any alteration in the existing Objects Clause. Hence, the Board of Directors recommends the special resolution as set out in the Notice for your approval.

A Copy of the Memorandum of Association together with the altered one proposed to be adopted is kept available for inspection at the registered office of the Company on any working day during 10.00 a.m. to 1.00 p.m. till the conclusion of the Annual General Meeting.

Neither the Directors or key managerial personnel of the Company nor their relatives is/are, in any way, concerned or interested in the proposed resolution.

Item No. 13

The Board of Directors of the Company in their meeting held on 1st September 2014 subject to requisite approvals and consents resolved to offer equity shares on preferential basis by complying with the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. Hence, the present Authorized Share Capital of the Company needs to be increased from Rs.4 Crores to Rs.10 Crores. Consequent to the increase of Authorized Share Capital, the Clause V of the Memorandum of Association of the Company need to be altered as indicated in Resolution No.13 contained in the Notice convening the Annual General Meeting.

Your Directors recommends the Resolutions set out at Item No.13 for the approval of the shareholders of the Company.

A copy of the Memorandum of Association together with the proposed alterations is available for inspection by the Members at the Registered Office of the Company between 10:00 A.M. to 1:00 P.M. on all working days from the date hereof upto the date of the Annual General Meeting.

Neither the Directors of the Company, nor the Key Managerial Personnel of the Company nor their respective relatives are in any way concerned or interested, financially or otherwise in this Resolution.

Item No. 14

The Board of Directors at its meeting held on 1st September 2014 decided to raise funds through preferential issue upto 41,00,000 equity shares to augment the resources of the Company for working capital requirements, general corporate purposes and for proposed diversification plans subject to receipt of necessary approvals from the concerned authorities. Since your Company is a listed Company, the proposed issue is in accordance with the terms of the provisions of the SEBI (Issue of Capital & Disclosure Requirements), Regulations, 2009, and other applicable provisions, if any.

Section 62 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, provides, inter alia, that whenever it is proposed to increase the subscribed capital of a company by issue of further shares, such shares may be offered to any persons, whether or not those persons are holders of the equity shares of the company or employees of the company, if authorized by way of a Special Resolution.

Furthermore, as per Section 42 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company offering or making an invitation to subscribe to securities on a private placement basis, is required to obtain the prior approval of the Shareholders by way of a Special Resolution, for each of the offers and invitations.

The approval of the Members is accordingly being sought by way of a Special Resolution under Sections 42 and 62 of the Companies Act, 2013 read with the rules made there under, for the issue of equity shares and to offer and allot such equity shares on a private placement basis.

None of the Directors, any other Key Managerial Person(s) of the Company and their relatives are, in any way, concerned or interested in the said resolution.

Disclosures prescribed under Chapter VII of the SEBI (ICDR) Regulations, 2009:

- a. Object of the Issue: The object of the proposed preferential issue is to augment the resources of the Company for working capital, general corporate purposes and for proposed new objects of the Company.
- b. Proposal of Promoters/Directors/ Key Managerial Personnel of the Company to subscribe to the Offer: The Promoters and Promoters Group, the Directors and Key Management Personnel of the Company or their relatives have not expressed interest to subscribe equity shares in the present issuance.
- c. Securities to be issued: Upto 41,00,000 equity shares of Rs.10/- each at an issue price of Rs.10/- per share, aggregating upto Rs.4,10,00,000/- in such manner and on such terms and conditions as may be determined by the Board in accordance with the provisions of Chapter VII of the SEBI (ICDR) Regulations. The preferential issue shall be made only in dematerialized form.
- d. Shareholding Pattern before and after the issue of shares involved in the present Offer:

Category of Shareholders	Before Issue		After Issue	
	No. of Shares	Percentage	No. of Shares	Percentage
A. Promoter Group				
Indian	14,73,000	48.78	14,73,000	20.69
Foreign	Nil	NA	Nil	NA
Sub-Total (A)	14,73,000	48.78	14,73,000	20.69
B. Public Shareholdings				
i) Financial Institution and Mutual Funds and Others	Nil	NA	Nil	NA
ii) NRIs	4,800	0.16	4,800	0.07
iii) Other Bodies Corporate	93,162	3.09	93,162	1.31
iv) Individuals and Others	14,48,738	47.97	55,48,738	77.93
Sub-Total (B)	15,46,700	51.22	56,46,700	79.31
Total (A+B)	30,19,700	100.00	71,19,700	100.00

- e. Time within which the preferential issue shall be completed: According to Regulation 74 (1) of the SEBI (ICDR) Regulations, the Company will complete the issue & allotment of equity shares within a period of 15 days from the date of passing of the resolution by the shareholders or when the allotment on preferential basis requires any approval by any regulatory authority like Stock Exchanges or Central Government or any statutory body, the allotment of shares will be completed within 15 days from the date of such approvals.
- f. Identity of the proposed Allottees and Percentage of pre and post preferential issue share capital that may be held by them:

S. No.	Identity of the Allottees	Pre Issue		Number of Equity Shares to be allotted	Post Issue	
		Number of equity shares	% of total equity shares		Number of equity shares	% of total equity shares
1	Mr. 'Ch. N. K. D. Prasad'	0	NA	13,00,000	13,00,000	18.26
2	Mrs. 'P. N. V. T. Sravani'	0	NA	14,00,000	14,00,000	19.66
3	Mrs. 'V. Sreevani'	0	NA	14,00,000	14,00,000	19.66
	Total	0	NA	41,00,000	41,00,000	57.58

- g. Change in control of the Company: The proposed allotment on preferential basis, if made, will not result in change in Management or Control of the Company. However, there will be consequential change in the voting rights and shareholding pattern of the Company.
- h. Lock-in Requirements: The Equity Shares to be issued and allotted as above shall in terms of the Regulations be subject to lock-in period of One Year from the date of Trading Approval.
- i. Previous preferential issue – the number of Persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price: NIL

- j. Auditor's Certificate: A copy of the Certificate of 'Sanjeeva Rao & Associates', the Statutory Auditors of the Company certifying that the proposed preferential issue is being made in accordance with the requirements of Chapter VII of SEBI (ICDR) Regulations, 2009 shall be placed before the Shareholders at 22nd Annual General Meeting, considering the proposed preferential issue.
- k. Relevant Date: Relevant Date for the purpose of Preferential Issue is 31st August 2014 which is the date 30 days prior to the date of 22nd Annual General Meeting where this resolution is being considered for approval.
- l. Issue Price: The equity shares proposed to be issued pursuant to the Preferential Issue will be issued and allotted at a price not less than the higher of the following in terms of Regulation 76 of the SEBI Regulations:
- (a) the average of the weekly high and low of the closing price of the equity shares of the Company quoted on the recognized Stock Exchange during the 26 (twenty-six) weeks preceding the Relevant Date (as defined above);
- or
- (b) the average of the weekly high and low of the closing price of the equity shares of the Company quoted on the recognized Stock Exchanges during the 2 (two) weeks preceding the Relevant Date (as defined above).
- Accordingly, the issue price of Rs. 10/- per equity share at which the equity shares are proposed to be issued and allotted is in compliance with the minimum issue price determined in accordance with Regulation 76 of the SEBI Regulations.
- m. Re-computation of the Price: The equity shares of the Company have been listed for a period of more than 26 (Twenty Six) weeks as on the Relevant Date, the conditions relating to re-computing the price and other matters connected therewith referred to in the Regulations are not applicable to the Company.

Hyderabad, 1st September 2014

By Order of the Board

**Sd/-
K Ratnakara Rao
Whole Time Director**

DIRECTORS' REPORT

Your Directors have the pleasure of presenting this 22nd Annual Report along with the Audited Financial Statements and the Auditor's Report thereon for the Financial Year ended 31st March 2014.

FINANCIAL PERFORMANCE:

Particulars	2013-14	2012-13
Gross Total Income	3878	2248
Other Income	65	3
Profit before financial expenses, depreciation and taxation	(-) 5102	(-) 2736
Financial Expenses	0	0
Depreciation	1781	2077
Profit Before Exceptional Items and Taxation	(-) 3321	(-) 4813
Exceptional Items	0	2259
Profit Before Taxation	(-) 3321	(-) 2554
Provision of Taxes	0	0
Profit After Taxation	(-) 3321	(-) 2554

DIVIDEND:

Your Directors do not recommend any dividend for the financial year due to accumulated losses.

DIRECTORS:

In accordance with the provisions of the Companies Act, 2013, at the ensuing Annual General Meeting Mr. P Mastan Rao and Mr. K Ratnakara Rao, Directors retires by rotation and being eligible offers themselves for re-election.

In compliance with the provisions of Companies Act, 2013, the appointments of Mr. B V Bhaskara Krishna, Mr. J Nagabushana Rao and Mrs. J Vaghira Kumari as Independent Directors for a term of five years are placed before the Members in the forthcoming general meeting for their approval.

RENAMING OF BOARD COMMITTEES:

In compliance with the provisions of Companies Act, 2013 and the listing agreement, the Company has renamed the Remuneration Committee of the Board as 'Nomination and Remuneration Committee' and Investors Grievance Committee as 'Stakeholders Relationship Committee' under the Chairmanship of a Non Executive Director.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors of your Company hereby report:

- (i) that in the preparation of Annual Accounts for the year ended 31st March, 2014, the applicable accounting standards have been followed along with the proper explanation relating to material departures:
- (ii) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31st March, 2014 and of the profit and loss of the company for that period.
- (iii) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities:
- (iv) That the directors have prepared the annual accounts on a going concern basis.

AUDITORS:

M/s. Sanjeeva Rao & Associates, Chartered Accountants, the Statutory Auditors of your Company, who retires at the conclusion of the ensuing Annual General Meeting, and being eligible, expressed their willingness for re-appointment. The board recommends their re-appointment.

Reply to Auditor Observations:

Point No. 9 (b) (i) of the Annexure to Audit Report:

The Board of Directors of your Company inform you that the Sales Tax Department has issued a notice towards interest arrears on Sales Tax for an amount of Rs. 40.32 Lakhs for which the Board thinks inappropriate. Hence, the Board has made a provision for that amount subject to arriving final amount. Further, there are disputes with regard to sales tax arrears for an amount of Rs.6.92 Lakhs and the Company is approaching the Department to arrive final amount and it will be settled in due course.

Point No. 9 (b) (ii) of the Annexure to Audit Report:

The Board inform your that the Deputy Commissioner of Income Tax, levied penalty of Rs.7,78,320/- U/s 271 (1)(c) for the Assessment Year 1996-97 and the Company won the case in both Commissioner (Appeals) and Income Tax Tribunal against the department and the department went for Appeal in A.P. High Court and the same is pending in A.P. High Court.

PARTICULARS OF EMPLOYEES:

There are no employees drawing remuneration exceeding the limits as specified under the provisions of Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO:

Particulars	2013-14	2012-13
Conservation of Energy		
- Electricity		
- Purchased Units in Lakhs	0.96	0.45
- Total Rupees in Lakhs	6.25	3.00
- Rate per Unit	6.51	6.67
- Own Generation	0	0
- Consumption per Unit of Production (in Kgs)	0.26	0.466
- Power consumption per Kg (in Units)	3.88	2.15
Research and Development	NA	NA
Technology Absorption	NA	NA
Foreign Exchange Earnings and Outgo	NIL	NIL

SECRETARIAL COMPLIANCE CERTIFICATE:

Certificate from the Practicing Company Secretary as stipulated in Section 383A of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules, 2001 and attached to the Directors' Report form a part of this Annual Report.

CORPORATE GOVERNANCE:

A report on Corporate Governance, in accordance with Clause 49 of the Listing Agreement with the Stock Exchanges is set out separately for the information of the shareholders.

MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis is set out separately for the information of the shareholders.

ACKNOWLEDGEMENTS:

Your Directors take this opportunity to record their appreciation for the continuous support and co-operation extended by the customers and bankers. The Directors also acknowledge the confidence reposed by the investors and shareholders in the Company.

By Order of the Board

Hyderabad, 1st September 2014

Sd/-
K Ratnakara Rao
Chairman of the Meeting

MANAGEMENT DISCUSSION AND ANALYSIS

(Forming part of Directors' Report)

Economy, Industry Structure and Development:

Irrigation and Water Resource Finance Company is being operationalised to mobilize large resources to fund irrigation projects. All the above factors bode well for your Company's business. The demand for PVC Pipes continued to show strong growth during the year under review. PVC Pipes are mainly used in rural areas for Agriculture and Irrigation sectors. The pan India network of dealers has enabled your company to reach even the remotest villages of India.

Indian agriculture has performed remarkably well in terms of output growth, despite weather and price shocks in the past few years. Although agriculture, including allied activities, accounted for approximately only 13-15 per cent of the GDP in 2013-14, its role in the country's economy is much bigger with its share in total employment as high as 58.2 per cent according to the 2001 census.

The global demand of PVC stands at around 37.5 million tpa. The growth rate for 2013-14 has been around 2%. As against this, the Indian market for PVC resin has grown by almost 12% during 2012-13. The demand supply gap which currently stands at around 1 million tpa is expected to grow over the years. Globally, the application of PVC in pipes and fittings accounts for almost 43% of the total consumption. In India, the application of PVC in pipes and fittings is almost 70% of the total consumption.

Strengths:

- Strong Promoter and Management Team.
- Growing Infrastructure Industry.

Opportunities:

- Rapid movement in the infrastructure industry.
- Massive investment in various economic activities which will boost the level of living of people.

Threats:

- Competition from existing players
- Delay in arranging capital to fund the additional products
- Increase in interest rate and cost of material would impact our results of operations Inherent risks of changes in government policies, laws, regulations etc.

Internal Control:

The Company has adequate internal control systems and procedure with regards to purchase of raw materials and other consumables. The Company has clearly defined roles and responsibilities for all the managerial positions and all operating parameters are monitored and controlled.

Performance Review:

During the fiscal year 2013-14 your Company recorded total income of Rs.39.43 Lakhs and net loss of Rs.33.21 Lakhs as compared to the total income of Rs.22.48 Lakhs and a net loss of Rs.25.54 Lakhs for the previous financial year.

Human Resource:

Your company recognizes that the human resources are the most crucial factor for achieving sustained growth over the years. The management considers it's highly motivated and passion driven work force as it's partner in the growth of the company.

Cautionary Statement:

The statements contained above may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the company's operations include changes in economic environment, rise in input costs and competitive pressures.

ANNEXURE TO DIRECTORS' REPORT 2013 - 2014**COMPLIANCE CERTIFICATE**

{Rule 3 of the Companies (Compliance Certificate) Rules, 2001 read with Section 383A of Companies Act, 1956}

To
The Members
FINE PLAST POLYMERS LIMITED
A-108, Sri Saidatta Apartments
Srinivasa Nagar (East), Ameerpet
HYDERABAD – 500038, AP

Registration and Capital Details:

CIN : L24134TG1992PLC014932
Authorized Capital : 4,00,00,000/-
Paid-up Capital : 3,01,97,000/-

We have examined the registers, records, books and papers of 'FINE PLAST POLYMERS LIMITED' as required to be maintained under the Companies Act, 1956, (the Act) and the Rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year (12 months) ended 31st March, 2014. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company and its officers, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure A to this certificate, for the financial year 2013-14 as per the provisions and the rules made there under and all entries therein have been recorded for the said period.
2. The Company has filed the forms and returns as stated in Annexure B to this certificate, with the Registrar of Companies, Andhra Pradesh.
3. The Company being a Public Limited Company has the minimum prescribed paid up capital.
4. The Board of Directors met 4 times on 30-05-2013, 14-08-2013, 14-11-2013, and 14-02-2014, in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from 21st September, 2013 to 30th September 2013 (both days inclusive) during the year under review.
6. The Annual General Meeting of the Company for the financial year ended on 31st March, 2013 was held on 30-09-2013 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
7. No Extra-ordinary General Meeting was held during the financial year under review.
8. The Company has not advanced any loans to its Directors and/or the persons or firms or companies referred to under Section 295 of the Act during year under review.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act during the financial year under scrutiny.
10. The Company has made necessary entries in the register maintained under Section 301(3) of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, during the financial year under scrutiny, the company has not obtained any approval from the Board of Directors, members and previous approval of the Central Government.
12. The Company has issued duplicate share certificates during the financial year 2013-2014 after complying with requisite procedures and formalities.

13. The Company has:-
- i. delivered all the certificates on transfer of shares within the prescribed time frame and there were no transmission of Securities during the financial year.
 - ii. not required to deposit any amount of dividend in a separate bank account as the Company has not declared any Dividend during the financial year.
 - iii. not required to pay/post warrants for dividends to members as the Company has not declared any Dividend during the financial year and that there is no unclaimed/unpaid dividend required to transfer to Unpaid Dividend Account of the Company.
 - iv. no amounts lying with it in unpaid dividend account or any application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years or more.
 - v. complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and no appointment of directors, additional directors, alternate directors and directors to fill casual vacancies during the year under review.
15. The Company has not appointed Directors/Whole-time Director/Managing Director during the financial year under review.
16. The Company has not appointed any sole-selling agents during the financial year 2013-2014.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/ or such authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors disclosed their interest in other firms/Companies to the Board of Directors pursuant to the provisions of Section 299 of the Act and the rules made there under during the year under review.
19. The Company has not issued / allotted any shares during the financial year under review.
20. The Company has not bought back any shares during the year under review.
21. There was no redemption of preference shares/Debentures during the year under review.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A of the Act, during the financial year 2013-2014.
24. The Company has not borrowed any amount from its directors, members, public, financial institutions, banks and others during the financial year, falling within the purview of provisions of the Act.
25. The Company has not given any guarantees or made investments in other bodies corporate falling within the purview of the Section 372A of the Companies Act, 1956 during the financial year under review.
26. The Company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.
28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the memorandum with respect to share capital during the year under scrutiny.
30. The Company has not altered its Articles of Association during the year under scrutiny.
31. As per the information given by the Directors, there were no prosecutions initiated against or show cause notices received by the company during the financial year for offences under the Act.
32. The company has not received any money as security from its employees during the financial year.
33. The provisions of Section 418 of the Companies Act, 1956 are not applicable to the Company.

For P S Rao and Associates
Company Secretaries

Hyderabad, 30th May 2014

Sd/-
N. Vanitha
Company Secretary
CP No.10573

Compliance Certificate for FY 2013-2014 for 'Fine Plast Polymers Ltd '

Annexure A:

STATUTORY REGISTERS MAINTAINED DURING THE FINANCIAL YEAR ENDED 31ST MARCH, 2014

Register of Directors' U/s 303
Register of Directors' Shareholdings U/s 307
Register of Members U/s 150
Minutes of Board Meetings U/s 193
Minutes of Annual and Extra-Ordinary General Meetings U/s 193
Register of contracts, firms and companies in which Directors are interested U/s 301
Register of Charges U/s 143.

Annexure B:

FORMS AND RETURNS FILED DURING THE FINANCIAL YEAR ENDED 31ST MARCH, 2014

The Company has not filed any Forms with the Registrar of Companies, Regional Director, Central Government and Company Law Board.

**For P S Rao and Associates
Company Secretaries**

Hyderabad, 30th May 2014

**Sd/-
N. Vanitha
Company Secretary
CP No.10573**

REPORT ON CORPORATE GOVERNANCE

(Forming part of Directors' Report)

COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The era of good Corporate Governance came into existence with the insertion of Clause 49 of the listing agreement. Your Company believes in attainment of highest levels of transparency in all facets of its operations. The Company is committed to maximize the shareholder value by adopting the principles of good corporate governance in line with the provisions stipulated in the listing agreement.

I. BOARD OF DIRECTORS:

Composition of Board:

As on March 31, 2014, Board consists of 4 Members of whom 2 are Independent Directors. The Board meets the stipulated requirement of at least one-half of the Board comprising of Independent Directors.

II. BOARD MEETINGS:

The Board of Directors met 4 times during the year on 30-05-2013, 14-08-2013, 14-11-2013, and 14-02-2014. The maximum gap between any two meetings was less than four months, as stipulated under Clause 49.

The details of directors' attendance at Board Meetings, AGM and details of other directorships, committee chairmanships/memberships held by the Directors during the year are as follows:

Name of the Director	Category	No. of meetings held during the Tenure	No. of meetings Attended	Whether Attended Last AGM	No. of other directorships*
P Mastan Rao	Promoter & Non-Executive Director	4	4	YES	-
B V Bhaskara Krishna	Independent Director	4	4	YES	1
J Nagabhushana Rao	Independent Director	4	4	YES	-
K Ratnakara Rao	Whole time Director	4	4	YES	-

*Excluding private, foreign and companies registered under Section 25 of the Companies Act, 1956.

III. AUDIT COMMITTEE:

➤ Terms of Reference:

The functioning and terms of reference of the Committee are as prescribed and in due compliance with Clause 49 of the Listing Agreement with the BSE Limited and the Companies Act, 2013.

➤ Meetings during the financial year:

During the Financial year, the Audit Committee met 4 times on 30-05-2013, 14-08-2013, 14-11-2013 and 14-02-2014.

Composition and Attendance for the meetings:

Name	Category	Designation	No. of meetings attended
B V Bhaskara Krishna	Independent	Chairman	4
J Nagabhushana Rao	Independent	Member	4
P Mastan Rao	Non-Executive Promoter	Member	4

Further, Chief Financial Officer was also invited for the meetings of the Audit Committee

IV. NOMINATION AND REMUNERATION COMMITTEE:

Terms of Reference:

The functioning and terms of reference of the Committee are as prescribed and in due compliance with the Listing Agreement with the BSE Limited and the Companies Act, 2013.

➤ **Composition:**

The Committee consists of following non-executive directors, which is as follows:

Mr. J Nagabhushan Rao	-	Chairman
Mr. P Mastan Rao	-	Member
Mr. B V Bhaskara Krishna	-	Member

No Remuneration paid to Directors during the financial year under review. Further, none of the non-executive Independent Directors holds any shares in the Company.

V. STAKEHOLDERS RELATIONSHIP COMMITTEE:

➤ **Terms of Reference:**

The functioning and terms of reference of the Committee are as prescribed and in due compliance with the Listing Agreement with the BSE Limited and the Companies Act, 2013 and include:

- To look into redressal of shareholder complaints like delay in Transfer of shares, non-receipt of Balance Sheet, non-receipt of dividend declared, etc.
- To review the existing "Investor Redressal System" and suggest measures for improvement.
- To suggest improvements in investor relations.
- To set forth policies relating to and overseeing the implementation of the "Company's Code of Conduct for Prevention of insider trading and Code of Corporate Disclosure Practices".

➤ **Composition**

The said Committee comprises of the following members:

Mr. B V Bhaskara Krishna	-	Chairman
Mr. J Nagabhushan Rao	-	Member
Mr. K Ratnakara Rao	-	Member

➤ **Name and designation of Compliance officer:**

Name : K. Ratnakara Rao
Designation : Whole Time Director

During the financial year, the Company and RTA has not received any investor complaints.

VI. GENERAL BODY MEETINGS:

➤ **Location and time where the last three AGMs held:**

Year	Date	Location	Time
2012-13	30-09-2013	A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad- 500038, AP	11.00 AM
2011-12	29-09-2012	A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad- 500038, AP	11.00 A.M
2010-11	30-09-2011	A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad- 500038, AP	11.00 A.M

- No Special Resolutions were passed in the previous three Annual General Meetings.
- No Ballots papers were used for voting at above meetings.
- No Special Resolutions passed last year through postal ballot (under Section 192A).
- No Special Resolutions proposed to be passed through postal ballot at the ensuing AGM

VII. DISCLOSURES:

Materially significant related party transactions i.e. transactions of the company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interests of company at large. – **NIL** -

Details on non-compliance by the Company, penalties and strictures imposed on the company by stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years. - **NIL**-

VIII. GENERAL SHAREHOLDER INFORMATION:

AGM: The 22nd Annual General Meeting of the Company will be held on **TUESDAY, 30th SEPTEMBER, 2014**, at 10.00 A.M. at the Register Office at A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad- 500038, Telangana.

Financial Year and Financial Calendar for 2014-15:

The Company follows April to March as its Financial Year. The results of every quarter beginning from April are declared within the time specified as per the provisions of Listing Agreement.

Means of Communication:

The un-audited quarterly results and audited results for the year are generally published in one English newspaper (Financial Express) and at least one vernacular newspaper (Andhra Prabha) shortly after its submission to the Stock Exchanges. The results are also displayed on the Company's web-site i.e. www.fineplastpoly.com

Book Closure:

Saturday, 27th September 2014 to Tuesday, 30th September 2014 (both days inclusive)

Listing on Stock Exchanges:

The equity shares of the Company are listed at BSE Limited and the Company has paid listing fees up-to FY 2014-2015.

Market Price Data:

Month	High	Low	Shares traded
Apr 2013	7.66	4.50	447
May 2013	8.40	7.26	181
June 2013	Nil	Nil	NA
July 2013	7.99	7.99	12
Aug 2013	8.00	7.70	151
Sept 2013	7.35	7.32	120
Oct 2013	Nil	Nil	NA
Nov 2013	7.00	7.00	100
Dec 2013	6.66	6.66	141
Jan 2014	6.35	6.35	5
Feb 2014	6.05	5.50	27
Mar 2014	Nil	Nil	NA

Stock Code: BSE: 514336

Registrar and Transfer Agents

Aarhi Consultants Private Limited

1-2-285, Domalaguda, Hyderabad- 500029

Phones: 040-27638111, 040-66611921, Fax: 040-27632184

Email: info@aarhiconsultants.com

Website: www.aarhiconsultants.com

Share Transfer System:

The Company is taking care to ensure that the Share Transfer work gets completed within the stipulated time of one month. The Board of Directors have delegated the power of approving transfer of Shares severally to Managing Director and one Director. The Board has also constituted a Share Transfer Committee which has been assigned the task of approving splitting of Shares, Issue of duplicate Share Certificates, consolidation of Share Certificates, change of status of a shareholder and other allied matters.

Shareholding Pattern as on 31st March, 2014:

Category	No. of Shares held	Percentage
Promoters	1473000	48.78
Mutual Funds & UTI	0	NA
Banks, Financial Institutions, Insurance Companies, & FIIs	0	NA
Private Corporate Bodies	93162	3.08
Indian Public	1448738	47.98
NRIs / OCBs	4800	0.16
Foreign Nationals	0	NA
Any other (please specify)	0	NA
Total	3019700	100.00

Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs / ADRs / Warrants / any convertible instruments.

Dematerialization of Equity Shares:

The Company has entered into Tripartite Agreement with NSDL and CDSL for electronic connectivity for equity shares of the Company. The said Depositories have allotted INE194N01016 as ISIN for dematerialization of equity shares of the Company and as on March 31, 2014, 24,78,100 equity shares representing 82.06% are in dematerialized form.

Plant Location of the Company:

APIIC Growth Centre, Annangi, Prakasam Dist, Andhra Pradesh.

Address for Investors Correspondence:

Shareholders may address their communications/suggestions/grievances/queries pertaining to share transfer requests and other related matters to the Company's Registrar and Share Transfer Agents and/or to the Company at the following address:

RTA:

Aarhi Consultants Private Limited
1-2-285, Domalaguda, Hyderabad- 500029
Phones: 040-27638111, 040-6661192; Fax: 040-27632184
Website: www.aarthiconsultants.com ; Email: info@arthiconsultants.com

COMPANY:

Fine Plast Polymers Limited
A-108, Sri Saidatta Apartments, Srinivasa Nagar (East)
Ameerpet, Hyderabad- 500038, Phone : 040-23750495
website: www.fineplastpoly.com Email: info@fineplastpoly.com

CEO/CFO Certification:

As required by the clause 49 (V) of the Listing Agreement, the certificate from CEO/CFO was placed before the Board of Directors at their meeting held on 01-09-2014.

Compliance Certificate of the Auditors:

The Statutory Auditor has certified that the company has complied with the conditions of the Corporate Governance as stipulated in clause 49 of the listing agreement and the same forms part of the Annual Report. The Certificate from the statutory auditor will be sent to the stock exchange along with the Annual Report of the Company.

DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT

As provided under Clause 49 of the Listing Agreement with the BSE Limited, all Board members and Senior Management personnel have affirmed the compliance with Fine Plast Polymers Limited Code of Conduct for the year ended 31st March, 2014.

Hyderabad, 1st September 2014

Sd/-
K Ratnakara Rao
Whole Time Director

CERTIFICATE BY CEO / CFO:

We have reviewed the financial statements, read with the cash flow statement of Fine Plast Polymers Limited for the year ended March 31, 2014 and that to the best of my knowledge and belief, I state that:

- a) (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading.
(ii) These statements present true and fair view of the company's affairs and are in compliance with current accounting standards, applicable laws and regulations.
- b) These are, to the best of our knowledge and belief, no transaction entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluating the effectiveness of internal control systems of the Company and have disclosed to the auditors and audit committee deficiencies in the design or operation of internal control, if any, and steps taken or proposed to be taken for rectifying these deficiencies.
- d) We have indicated to the auditors and audit committee:
 - (i) Significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and
 - (ii) There are no instances of fraud involving the management or an employee.

Hyderabad, 1st September 2014

Sd/-
K RATNAKARA RAO
Whole Time Director

Sd/-
CH.D.V.V. PRASAD RAO
Chief Financial Officer

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE:

To
The Members
Fine Plast Polymers Limited

We have examined the compliance of conditions of corporate governance by Fine Plast Polymers Limited for the year ended on 31st March 2014 as stipulated in clause 49 of the listing agreement of the said Company with concerned Stock Exchange.

The compliance of conditions of corporate governance is the responsibility of the management, our examination has been limited a review of the procedures and implementation thereof adopted by the company for ensuring the compliance the conditions of corporate governance. It is neither an audit not expression of opinion on the financial statements of the company

In our opinion and best of our information and according to the explanation given to us and the representations made the Directors and Management, we certify that the company has complied with the conditions of corporate governance as stipulated in the aforesaid listing agreement.

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

For Sanjeeva Rao & Associates
Chartered Accountants

Hyderabad, 1st September 2014

Sd/-
K. Sanjeeva Rao
Partner
M.No.: 211604

INDEPENDENT AUDITORS' REPORT

To

The Members of M/s. FINE PLAST POLYMERS LIMITED,

REPORT ON FINANCIAL STATEMENTS

We have audited the accompanying Financial Statements of M/s. FINE PLAST POLYMERS LIMITED ("The Company"), which comprise the Balance Sheet as at 31st March 2014, the statement of Profit and Loss and Cash Flow Statement for the year then and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation of these Financial statements that give a true and fair view of the Financial position, Financial Performance and Cash Flows of the Company in accordance with the accounting principles generally accepted in India including accounting standards referred to in section 211(3C) of the Companies Act, 1956 ("The Act") read with the general circular No.15/2013 of Ministry of Corporate Affairs In respect of section 133 of Companies Act, 2013. The responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Financial Statement that give a true and fair view and are free from material misstatements, whether due to Fraud or Error.

AUDITOR'S RESPONSIBILITY

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

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 risk of material misstatement of the Financial Statements, whether due to Fraud or Error. In making those risk assessments the auditor considers the internal control relevant to the companies 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 the 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.

OPINION

In our Opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- i) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;
- ii) In the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date;
and
- iii) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we give in the annexure a statement on the matters specified in the paragraph 4 and 5 of the said order.
2. As required by Section 227(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the Company, so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit & Loss and The Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, the statement of Profit & Loss, and the Cash Flow Statement dealt with by this report comply with the accounting standards notified under the Act read with the General Circular No. 15/2013 of 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 of the Company as on 31st March, 2014 and taken on record by the Board of Directors, We report that none of the Directors is disqualified as on 31st March, 2014 from being appointed as Directors in terms of the Clause (g) of subsection (1) of Section 274 of the Companies Act, 1956.

For Sanjeeva Rao and Associates
Chartered Accountants

Sd/-
K Sanjeeva Rao
Partner
M.No.: 211604

Hyderabad, 30th May 2014

Annexure To The Independent Auditors' Report

Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date:

1. In respect of its Fixed Assets:

- a) The Company has updated the records related to the additions/changes made in the year to the fixed assets.
- b) The Company has a phased program of physical verification of its Fixed Assets, which, in our opinion is reasonable having regard to the size of the Company and nature of its assets.
- c) During the year, the Company has not disposed of any substantial/major part of the Fixed Assets.

2. In respect of its Inventories:

- a) According to the information and explanations furnished to us, the Company has physically verified its inventories during the year. In our opinion, the frequency of such verification to the extent carried out is reasonable.
- b) In our opinion, 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) According to the information furnished to us, the Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records, which were not material, have been properly dealt with in the books of account.

3. In respect of the 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 review the company has taken an amount of Rs. 1,26,928/- from P. Arun Kumar, Rs. 4,77,127/- from P. Mastan Rao and Rs. 1,17,146/- from P. Srikanth (directors and relatives of the directors of the company) and the balances as on 31-3-2014 are Rs. 7,00,000/- from K. Ratnakara Rao, Rs. 5,61,558/- from P. Arun Kumar, Rs. 22,56,000/- from P. Mastan Rao and Rs. 4,44,697/- from P. Srikanth (directors and relatives of the directors of the company).
- b) In our opinion, the rate of interest and other the terms and conditions on which loans have been taken from the Directors and their relatives listed in the register maintained under section 301 of the Companies Act, 1956 are not prima facie, prejudicial to the interest of the Company. The Loans are interest free Loans.

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 for the purchase of Services, fixed assets and also for the sale of Services. During the Course of our audit, no major weakness has been noticed in the internal controls.

5. In respect of transactions covered under section 301 of the companies Act 1956:

- a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that needed to be entered into the register maintained under section 301 of the companies Act 1956 have been so entered.
- b) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contracts or arrangements, entered in the register maintained under section 301 of the companies Act 1956 and exceeding the value of rupees five Lakhs.

6. As explained to us and according to our information, the Company has not accepted any deposits from the public.

7. During the year, the Company has no internal audit system.

8. As explained to us and according to our information, maintenance of cost records as prescribed u/s.209 (1)(d) of the companies act are not applicable to the Company.

9. In respect of Statutory payments:

- a) According to the information and explanations given to us and the records of the company examined by us, in our opinion, the company is generally regular in depositing undisputed statutory dues including provident fund, employee's state insurance, income-tax, Sales-tax, wealth tax, service tax, custom duty, and other material statutory dues, as applicable, with the appropriate authorities. There are no undisputed amounts payable in respect of such applicable statutory dues as at March 31, 2014 for a period of more than six months from the date they became payable.
- b) According to the information and explanation given to us details of dues of income tax, sales tax, wealth tax, excise duty, customs duty, and any other statutory dues, which have not been deposited as on 31.03.2014 on account of any dispute are given below:

i) Sales Tax: Rs.47.24 Lakhs (including Rs.40.32 Lakhs towards Interest)

ii) Income Tax: Rs.7,78,320/-

10. The company has accumulated losses of Rs.675.94 Lacs (including the cash loss of Rs. 46.31 lacs incurred the current financial year) as at the end of the year which is more than 100% of the net worth.
11. Based on our audit procedures and to the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that the company has not defaulted in the repayment of dues to the financial institutions and banks.
12. According to the 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 Company is not a Chit fund, Nidhi or Mutual Benefit Fund/Societies. Accordingly the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
14. In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks and financial institutions. Hence the requirements of clause 4(xv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
16. To the best of our knowledge and belief and according to the information and explanations given to us, during the year the Company has not availed term loan from financial institutions and banks. Accordingly the provisions of clause 4(xvi) of the Companies (Auditors Report) Order, 2003 are not applicable.
17. To the best of the information and according to the explanations given to us, the Company has not utilized the funds raised on short term basis for long term investment.
18. During the year, the company has not made any preferential allotment to parties and companies covered under register maintained under section 301 of the companies act, 1956.
19. The company has not raised/issued debentures during the year and there is no outstanding liability related to the debentures issued in the earlier years. Therefore, clause 4 (xix) of the companies (Auditor's Report) Order, 2003 is not applicable to the company.
20. The company has not raised any money by way of public issue during the year.
21. In our opinion and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

For Sanjeeva Rao and Associates
Chartered Accountants

Hyderabad, 30th May 2014

Sd/-
K Sanjeeva Rao
Partner
M.No.: 211604

Balance Sheet as at 31st March, 2014

Particulars	Note No	As at 31-03-2014	As at 31-03-2013
		Rs.	Rs.
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	30,197,000	30,197,000
(b) Reserves and Surplus	3	(32,525,305)	(29,204,801)
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Long-Term Borrowings		-	-
(b) Defferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
(4) Current Liabilities			
(a) Short-Term Borrowings	4	6,137,437	6,130,316
(b) Trade Payables	5	1,525,179	917,436
(c) Other Current Liabilities	6	3,479,391	2,469,015
(d) Short-Term Provisions	7	4,032,280	4,032,280
Total		12,845,982	14,541,246
II.Assets			
(1) Non-current assets			
<i>(a) Fixed assets</i>			
(i) Tangible assets	8	11,018,390	12,791,839
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(v) Other Non-Current Assets	9	96,601	82,000
(2) Current assets			
(a) Current investments		-	-
(b) Inventories	10	1,015,677	677,597
(c) Trade receivables	11	294,781	904,674
(d) Cash and Bank Balances	12	96,336	39,411
(e) Short-Term Loans and Advances	13	317,000	25,000
(f) Other Current assets (VAT A/c)	14	7,197	20,725
Total		12,845,982	14,541,246

As per our Report of even date

For Sanjeeva Rao & Associates
(Firm Reg. No.010833S)
Chartered Accountants

Sd/-
K Sanjeeva Rao
Partner
Member Ship No: 211604

Place: Hyderabad
Date : 30-05-2014

For and on behalf of the Board of Directors

Sd/-
K. Ratnakara Rao
Whole Time Director

Sd/-
P. Mastan Rao
Director

Sd/-
CH.D.V.V. Prasad Rao
Chief Financial Officer

Profit and Loss statement for the year ended 31st March, 2014

Particulars	Note No	Year Ending	Year Ending
		31-03-2014	31-03-2013
		Rs.	Rs.
I. Revenue from Operations	15	3,877,760	2,248,398
II. Other Income	16	64,669	2,561
III. Total Revenue (I +II)		3,942,429	2,250,959
<u>IV. Expenses:</u>			
Cost of materials consumed		3,766,315	1,498,376
Purchase of Stock-in-Trade		-	430,487
Changes in inventories of Finished goods, WIP and Stock-in-Trade		(348,723)	(107,249)
Employee Benefit expenses	17	835,833	383,854
Other Expenses	18	1,228,299	2,782,657
Financial costs		-	-
Depreciation and amortization expense	8	1,781,209	2,076,548
Total Expenses		7,262,933	7,064,673
V. Profit before exceptional and extraordinary items and tax (III - IV)		(3,320,504)	(4,813,714)
VI. Exceptional Items		0	2258797
VII. Profit before extraordinary items and tax (V - VI)		(3,320,504)	(2,554,917)
VIII. Extraordinary Items		-	-
IX. Profit Before Tax (VII - VIII)		(3,320,504)	(2,554,917)
X. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
XI. Profit(Loss) from the period from Continuing Operations (VII - VIII)		(3,320,504)	(2,554,917)
XII. Profit/(Loss) from Discontinuing Operations		-	-
XIII. Tax expense of Discounting Operations		-	-
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		(3,320,504)	(2,554,917)
XVI. Earning per equity share:			
(1) Basic		-1.10	-0.85
(2) Diluted		-1.10	-0.85

As per our Report of even date

For Sanjeeva Rao & Associates

(Firm Reg. No.010833S)

Chartered Accountants

Sd/-**K Sanjeeva Rao**

Partner

Member Ship No: 211604

Place : Hyderabad

Date : 30-05-2014

For and on behalf of the Board of Directors**Sd/-****K. Ratnakara Rao**

Whole Time Director

Sd/-**P. Mastan Rao**

Director

Sd/-**CH.D.V.V. Prasad Rao**

Chief Financial Officer

Cash Flow Statement for the year ended March 31, 2014
(Pursuant to Clause 32 of listing Agreement as amended)

(Amount in Rs.)

Particulars	Year ended March 31, 2014	Year ended March 31, 2013
A		
Cash Flow From Operating Activities		
Profit before Tax	(3,320,504)	(2,554,417)
Adjustment for:		
Depreciation and Amortisation	1,781,209	2,076,548
(Profit)/loss on sale of Assets	-	-
Interest and Finance charges	-	-
Dividend Income	-	-
Operating Profit before working capital changes	(1,539,295)	(477,869)
Adjustments in the movement in the working capital :		
Adjustments in (increase)/decrease in the operating assets		
Trade Receivables	609,893	(31,473)
Increase in Stock	(338,080)	(202,400)
Other Current Assets	(13,528)	(388,303)
Short Term Loans and Advances	(292,000)	-
Adjustments in Increase/(decrease) in operating liabilities		
Trade Payables	607,743	404,186
Other Current liabilities	1,010,376	134,071
Provisions	-	(763,324)
Cash generated from operations	45,109	(1,325,112)
Income taxes paid	-	-
Net Cash Flow from Operating Activities (A)	45,109	(1,325,112)
B		
Cash Flow From Investing Activities		
Cash receipts from:		
Sale of property & equipments	-	-
Collection of principles on loans	-	-
Sale of investment securities	-	-
Cash paid for:		
Purchase of property & equipments	-	-
Making loans to other parties	-	-
Purchase of investment securities	-	-
Net cash used in Investing Activities (B)	-	-
C		
Cash Flow From Financing Activities		
Cash receipts from:		
Issuance of share capital	-	-
Borrowings	7,121	1,251,114
Cash paid for:		
Rapayment of loans	-	-
Dividend Paid	-	-
Net cash used in Financing Activities (C)	7,121	1,251,114
Net increase / decrease in Cash and Cash equivalents (A+B+C)	52,230	(73,998)
Opening Balance of Cash and Cash Equivalents	39,411	113,409
Closing Balance of Cash and Cash Equivalents	91,641	39,411

As per our Report of even date

For Sanjeeva Rao & Associates
(Firm Reg. No.010833S)
Chartered Accountants

Sd/-
K Sanjeeva Rao
Partner
Member Ship No: 211604

Place : Hyderabad
Date : 30-05-2014

For and on behalf of the Board of Directors

Sd/-
K. Ratnakara Rao
Whole Time Director

Sd/-
P. Mastan Rao
Director

Sd/-
CH.D.V.V. Prasad Rao
Chief Financial Officer

1.0 Significant accounting policies:**1.1 Accounting conventions**

The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. The accounts are prepared on historical cost basis, as a going concern, in accordance with Generally Accepted Accounting Principles in India, provisions of the Companies Act, 1956 & Accounting Standards notified by the Central Government under the Companies (Accounting Standards) Rules, 2006.

1.2 Use of estimates

The presentations of financial statements are in conformity with the Generally Accepted Accounting Principles which require estimates and assumptions to be made that affect the reportable amount of assets and liabilities on the date of financial statements and the reportable amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the year in which the results are known / materialized.

1.3 Revenue recognition

Revenue is recognized based on the actual turnover taken place and other income earned by the company if any:

1.4 Fixed assets

Fixed assets are stated at cost of acquisition/purchase price inclusive of duties, taxes, incidental expenses, erection/commissioning expenses etc. up to the date the asset is ready for its intended use.

1.5.0 Depreciation

1.5.1 Depreciation on fixed assets is provided on Written Down value Method at the following rates specified in Schedule xiii of the Companies Act, 1956

Category	Rate
Buildings	10%
Plant and Machinery	13.91%
Furniture & Fixtures	18.10%
Electricity	13.91%
Office Equipment	18.10%

1.5.2 Depreciation on fixed assets added/disposed off during the year is provided on pro-rata basis with reference to the date of addition disposal

1.5.3 Depreciation on assets costing up to 5,000/- is provided in full in the year of acquisition. But no such cases during this year.

1.6.0 Inventories

Inventories are valued at lower of cost and net realizable value except by products which is valued at estimated realizable value. In determining the cost of raw Material, stores, spares, and other material the first in first out (FIFO) method is used. Finished goods and work in progress include material cost, labour and factory overheads and excise duty, if applicable.

1.7.0 Impairment of assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Statement of profit & loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.8.0 Foreign currency transactions: The Company has not any foreign business and transactions.

1.9.0 Borrowing costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of assets. Qualifying Asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

1.10.0 Taxes on income:**1.10.1 Current year charge**

Provision for taxation is ascertained on the basis of assessable profits computed in accordance with the provisions of Income-tax Act, 1961. However, where the tax is computed in accordance with the provision of Section 115JB of the Income-tax Act, 1961, as Minimum Alternate Tax (MAT), it is charged off to the Profit & Loss Account of the relevant year.

1.10.2 Deferred tax: Due to technical problem the company has not provided any deferred tax :

1.11.0 Provisions, contingent liabilities and contingent assets

1.11.1 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. Liabilities which are material, and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent, and disclosed by way of notes to the accounts. Contingent Assets are neither recognized nor disclosed in the financial statement.

1.12.0 Cash flows are reported using the indirect method, whereby a profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated

1.13.0 AUDITOR'S REMUNERATION: The company has made provision for Audit Fees of Rs. 12,500/-

1.14.0 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR): Nil

1.15.0 EARNINGS PER SHARE: Rs. -1.101

1.16.0 In the absence of virtual certainty that the sufficient further taxable income will be available against which deferred tax asset can be realized, the same has not been recognised in the books of accounts in line with Accounting Standard dealing with Accounting for Income Taxes'.

1.17.0 EMPLOYEES BENEFITS:

a. There are only 2 employees who are newly recruited.

1.18.0 INVESTMENT: Nil

1.19.0 RETIREMENT BENEFITS: Nil

Disclosure as required under Accounting Standard

1.20.0 RELATED PARTY DISCLOSURES:

The company has borrowed short term borrowings from the related parties whose details are given in the above paras. Other than that there are no any contracts or agreements with any related parties.

Related Party Disclosures for the year ended 31st March 2014 in accordance with Accounting Standard - 18 Issued by the institute of Chartered Accountant of India the company has not earned any revenues from the related parties;

1.20.1 Summary of transactions with related parties: During the year under review the company has taken an amount of Rs. 1,26,928/- from P. Arun Kumar, Rs. 4,77,127/- from P. Mastan Rao and Rs. 1,17,146/- from P. Srikanth (directors and relatives of the directors of the company) and the balances as on 31-3-2014 are Rs. 7,00,000/- from K. Ratnakara Rao, Rs. 5,61,558/- from P. Arun Kumar, Rs. 22,56,000/- from P. Mastan Rao and Rs. 4,44,697/- from P. Srikanth (directors and relatives of the directors of the company).

1.20.2 Managerial Remuneration: The Company is not paying any managerial remuneration since the company's performance is very poor.

1.21.0 As per Accounting Standards referred to in section 211(3C), the company has to carry out the assessment of impairment of assets. However, the company has not carried out the physical verification of fixed assets as well as its impairment there of.

1.22.0 There is no additional provision for doubtful debts made for the year end 31.03.2014. The provision carried over from last year are related to debtors due for more than 365 days old.

1.23.0 No Amount has been written off from the sundry debtors which are considered no longer recoverable.

1.24.0 As regards the disclosure of particulars of amounts owed by the Company to small scale industrial undertakings that are required to be disclosed in the Balance sheet in pursuance of amendment to Schedule VI of the Companies Act, 1956 vide Notification No.GSR 129(E), dated 22-02-1999 issued by the Department of Company Affairs, the Company does not owed any amount to small scale industrial undertakings.

2.0 NOTES TO ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2014

The previous year figures have been re-grouped/re-classified, wherever necessary to confirm to the current year presentation

S.No.	Particulars	As at 31-03-2014	As at 31-03-2013
		Rs.	Rs.
1	Equity Share Capital		
	(a) Authorised (40,00,000 Equity Shares of Rs. 10/- each)	4,00,00,000	4,00,00,000
		4,00,00,000	4,00,00,000
	(b) Issued (32,80,500 Equity Shares of Rs. 10/- each)	3,28,05,000	3,28,05,000
	(c) Subscribed & Paid Up (30,19,700 Equity Shares of Rs. 10/- each)	3,01,97,000	3,01,97,000
	Total Equity Share capital	3,01,97,000	3,01,97,000

2.2 The Details of Shareholders holding more than 5% shares are set out below:

Sl.No.	Name of the Equity Shareholder	As at 31 st March 2014		As at 31 st March 2013	
		No. of shares held	% of holding	No. of shares held	% of holding
1	ARUN KUMAR P	583100	19.31	583100	19.31
2	SRIKANTH PESALA	508900	16.88	508900	16.88
3	A NARASIMHA SARMA	302300	10.01	302300	10.01
4	APIDC	-	-	250000	8.28
5	RAPARLA CHOWDARY	250000	8.28	-	-
6	DSJ FINANCE CORPARATION	-	-	156300	5.16
7	MASTAN RAO PESALA	205700	6.81	205700	6.81
8	P VENKATA SUBBAMMA	175300	5.81	175300	5.81

2.3 The reconciliation of the number of shares outstanding as at Balance Sheet date is set out below:

Name of the Equity Shareholder	As at 31 st March 2014		As at 31 st March 2013	
	No. of Equity shares	Rupees	No. of Equity shares	Rupees
Shares outstanding at the beginning of the year	30,19,700	3,01,97,000	30,19,700	3,01,97,000
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of year	30,19,700	3,01,97,000	30,19,700	3,01,97,000

2.4 Terms/Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs.10/- per share. Voting right is upon show of hands, every member is entitled to one vote only irrespective of number of shares such member is holding and upon a poll, each holder of equity shares is entitled to one vote per share. In 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 the preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

3. Reserves and Surplus:

(Amount in Rs.)

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Capital Reserves	34100000	34100000
b) Reserve for Forfeited Shares	1304000	1304000
c) Other Reserves	2985951	2985951
d) Accumulated Loss Brought Forward	-67594752	-65040336
e) Surplus	-3320504	-2554416
Total	-32525305	-29204801

4. Short-Term borrowings (Unsecured):

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Loans repayable on demand		
i) From banks	0	0
ii) From other parties	2175182	2175182
b) Loans and advances from related parties	3962255	3955134
c) Deposits	0	0
d) Other loans and advances		
Total	6137437	6130316

5. Trade Payables

Particulars	As at 31 st March 2014	As at 31 st March 2013
Trade Payables	1525179	917436
Total	1525179	917436

6. Other Current Liabilities:

Particulars	As at 31 st March 2014	As at 31 st March 2013
Other payables	3479391	2469015
Total	3479391	2469015

7. Short Term Provisions:

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Provision for employee benefits	0	0
b) Others	4032280	4032280
Total	4032280	4032280

9. Long-Term loans and advances

(Amount in Rs.)

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Capital Advances	0	0
b) Security Deposits	96601	82000
c) Loans and advances to related parties	0	0
d) Other loans and advances	0	0
Total	96601	82000

10. Inventories:

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Raw materials	85114	95116
b) Work-in-progress	42750	0
c) Finished goods	887813	582481
d) Stock-in-trade	0	0
Total	1015677	677597

11. Trade Receivables:

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Secured, considered good	0	0
b) Unsecured considered good(less than 6 months)	294781	170516
c) Doubtful	0	734158
Total	294781	904674

12. Cash and cash equivalents:

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Balances with banks	94342	23011
b) Cheques,drafts on hand	0	0
c) Cash on hand	1994	16400
d) Others	0	0
Total	96336	39411

13. Short-Term Loans And Advances:

(Amount in Rs.)

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Loans and advances to related parties		
i) Secured, considered good by directors	0	0
ii) Secured, considered good	317000	0
iii) Unsecured, considered good	0	0
iv) Doubtful	0	0
b) Others		
i) Secured, considered good	0	0
ii) Unsecured, considered good	0	25000
iii) Doubtful	0	0
Total	317000	25000

14. Other current assets:

Particulars	As at 31 st March 2014	As at 31 st March 2013
VAT A/c	7197	20924
Total	7197	20924

15. Revenue from Operations:

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Sale of products	3877760	2248398
b) Sale of services		
c) Other operating revenues		
Less:		
d) Excised duty	0	0
Total	3877760	2248398

16. Other Income:

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Interest Income	0	0
b) Dividend Income	0	0
c) Net gain/loss on sale of investments	0	0
d) Other non-operating income	64669	2261358
Total	64669	2261358

17. Employees Benefits Expenses

Particulars	As at 31 st March 2014	As at 31 st March 2013
a) Salaries and wages	835833	383854
Total	835833	383854

18. Other Expenses

(Amount in Rs.)

Particulars	As at 31st March 2014	As at 31st March 2013
Electricity Charges-Factory	637874	319029
Freight Inward	3440	2005
Office Rent	6000	33505
Audit fees	12500	22500
Bad Debts Written Off	0	15771
Bank Charges	3582	14900
Basil Infrastrcuture Project Ltd	0	700000
BSE Fees	0	943824
Car Hire Charges	162500	144000
Car Maintainance	24000	1000
Commission Paid	0	3700
Consultancy Charges	8000	30000
Courier Charges	0	1195
Court Fees	0	50000
Directors Sitting Fees	16000	48000
Discount	1760	5985
Enclo 68	0	150609
Engine Oil	0	19651
Factory Expenses	167920	67039
Freight outward	73599	36846
Printing Charges	750	1550
Repairs & Maintenance	46352	106827
TA & DA Expenses	4000	31223
Travel Expenses A/c	0	660
Coolie Charges	300	0
CST	3028	0
Licences and fees	5618	0
Misce	1430	0
Trade License	25800	0
Tele Phone Charges	23836	32338
Total	1228289	2782157

8. COMPUTATION OF DEPRECIATION UNDER THE PROVISIONS OF COMPANIES ACT, 1956 FOR THE YEAR ENDING 31ST MARCH, 2014

PARTICULARS	Rate	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 01.04.13 Rs	Additions/ Deletions Rs	As at 31.03.14 Rs	Upto 01.04.13 Rs	For the Period Rs	Deletions Rs	Upto 31.03.14 Rs	As at 01.04.14 Rs	As at 31.03.13 Rs	
Land	-	-	-	-	-	-	-	-	-	-	-
Buildings	10%	-	-	-	-	-	-	-	-	-	-
Plant and Machinery	13.91%	91,667,414	7,761	91,675,175	79,038,886	1,757,168	-	80,796,054	10,871,900	12,628,528	
Furniture & Fixtures	18.10%	171,576	-	171,576	152,366	3,477	-	155,843	15,732	19,210	
Electricity	13.91%	187,218	-	187,218	55,516	18,320	-	73,836	113,382	131,702	
Office Equipment	18.10%	112,314	-	112,314	99,915	2,244	-	102,159	10,154	12,399	
TOTAL		92,138,522	7,761	92,146,283	79,346,683	1,781,209	-	81,127,892	11,011,168	12,791,839	
Previous Year Total		97,912,570	(2,277,454)	95,635,116	76,997,561	2,404,862	364,406	79,038,017	12,791,839	19,550,703	

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE
(SUBMITTED IN FORM OF SCHEDULE VI OF THE COMPANIES ACT, 1956)

I. REGISTRATION DETAILS

Registration No.

0 1 - 1 4 9 3 2

Balance sheet Date : 31-03-2014

State Code

0 1

II. CAPITAL RAISED DURING THE YEAR (Amount in Rs. thousands)

Allotment Money

0

Rights Issue

0

Bonus Issue

0

Private Placement

0

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (Among in Rs. Thousands)

Total Liabilities

1 2 8 4 6

Total Assets

1 2 8 4 6

SOURCES OF FUNDS

Paid up capital

3 0 1 9 7

Reserve & Surplus

- 3 2 5 2 5

Secured Loans

0

Unsecured Loans

6 1 3 7

APPLICATION OF FUNDS

Net Fixed Assets

1 1 0 1 8

Investments

0

Net Current Assets

- 1 3 4 4 3

Miscellaneous Expenditure

0

Accumulated Losses

6 5 8 0 6

IV. PERFORMANCE OF COMPANY (Amount in Rs. Thousands)

Turn Over

3 8 7 8

Total Expenditure

7 2 3 6

Profit / Loss Before Tax

- 3 3 2 0

Profit / Loss After Tax

- 3 3 2 0

Earnings per Share in Rs.

- 1 . 1 5

Dividend Rate (%)

N I L

V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS / SERVICES OF COMPANY

(as per monetary terms)

Items Code No. (IITC Code)

3 9 1 7 2 2 0 0

Product Description

P	V	C		P	I	P	E	F	I	T	T	I	N	G	S		

FINE PLAST POLYMERS LIMITED

CIN: L24134TG1992PLC014932

Regd. Office: Flat No. A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad-500038, Telangana
Tel: 040-23750495, website: www.fineplastpoly.com Email: info@fineplastpoly.com

ATTENDANCE SLIP

(To be presented at the entrance)

Registered Folio/ DP ID, Client ID	
Name and Address of the Shareholder (s)	

I / We hereby record my / our presence at the **TWENTY SECOND ANNUAL GENERAL MEETING** of the Company to be held at **Flat No. A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad-500038**, Telangana, on Tuesday, the 30th September 2014 at 10.00 a.m.

Member's Folio/
DP ID-Client ID No

Member's/ Proxy's name
in Block Letters

Member's/Proxy's Signature

NOTES:

- 1) Please complete the DP ID- Client ID No. and name of the Member/Proxy, sign this attendance slip and hand it over, duly signed, at the entrance of the meeting hall.
- 2) Shareholder/Proxyholder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting.

FINE PLAST POLYMERS LIMITED

CIN: L24134TG1992PLC014932

Regd. Office: Flat No. A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad-500038, Telangana
Tel: 040-23750495, website: www.fineplastpoly.com Email: info@fineplastpoly.com

PROXY FORM

(Section 105 (6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the member(s) :
Registered Address :
E-mail Id :
Folio No./DP ID - Client ID :

I/ We, being the member(s) of _____ shares of the above named Company, hereby appoint:

- 1) Name _____ Address: _____
Email ID _____ Signature _____ or failing him;
- 2) Name _____ Address: _____
Email ID _____ Signature _____ or failing him;
- 3) Name _____ Address _____
Email ID _____ Signature _____

as my/ our Proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the **Twenty Second Annual General Meeting** of the Company, to be held on Tuesday, the 30th September 2014 at 10.00 a.m. at **Flat No. A-108, Sri Saidatta Apartments, Srinivasa Nagar (East), Ameerpet, Hyderabad-500038**, Telangana and at any adjournment thereof in respect of the following resolutions:

Resolution No	Resolutions
	Ordinary Business:
1	Adoption of Audited Financial Statements for the year ended 31st March, 2014
2	Re-appointment of Mr. P Mastan Rao who retires by rotation
3	Re-appointment of Mr. K Ratnakara Rao who retires by rotation
4	Appointment of Auditors and fix their Remuneration
	Special Business:
5	Appointment of Mr. B V Bhaskara Krishna as an Independent Director of the Company
6	Appointment of Mr. J Nagabhushana Rao as an Independent Director of the Company
7	Appointment of Mrs. J Vaghira Kumari as an Independent Director of the Company
8	Borrowing Powers of the Board up-to Rs.100 Crores
9	Powers of the Board to create Charge on the assets of the Company
10	Adoption of new set of Articles of Association
11	Alteration of ancillary objects clause of the Memorandum of Association
12	Deletion of other objects clause of the Memorandum of Association
13	Alteration of capital clause of Memorandum of Association for increase of authorized share capital
14	Issue of equity shares on preferential basis

Signed this _____ day of September 2014

Signature of Shareholder: _____

Signature of Proxyholder: _____

Affix
Revenue
Stamp

NOTE:

- 1) This form of Proxy, in order to be effective, should be duly completed and deposited at the Registered Office not less than FORTY EIGHT (48) HOURS before the commencement of the Meeting.
- 2) For Resolutions, Explanatory Statement and Notes, please refer to the Notice of 22nd Annual General Meeting.