



Alufluoride Limited

*An ISO 9001, 14001
&
OHSAS 18001 - Company*

*Annual Report
2013 - 2014*

Board of Directors

Dr. T.R. Ramachandran
Sri A.V.V.S.S.Ch.B. Sekhar Babu
Sri Ashok Vemulapalli
Sri K. Purushotham Naidu, Director (Finance)
Smt. Jyothsana Akkineni (Executive Director)
Sri Venkat Akkineni, Managing Director

Auditors

Messrs Rao & Kumar
Chartered Accountants
Soudamani
Siripuram
Visakhapatnam 530 003

Bankers

State Bank of India
IDBI Bank Ltd
HDFC Bank Ltd
Punjab National Bank
Axis Bank Ltd

Registered Office & Factory

Alufluoride Limited
Mulagada, Mindi
Visakhapatnam 530 012, AP, India.
CIN No. : L24110AP1984PLC005096

Phone: (91 891) 254 8567, 257 7077
Fax: (91 891) 254 8567
Email: contact@alufluoride.com
Web: www.alufluoride.com

Registrars & Share Transfer Agents

XL Softech Systems Ltd.
3, Sagar Society
Road No.2, Banjara Hills
Hyderabad 500 034
Phone: (91 40) 2354 5913, 2354 5914, 2354 5915
Fax: (91 40) 2355 3214
Email: xlfield@gmail.com

NOTICE TO SHARE HOLDERS

NOTICE is hereby given that Annual General Meeting of Alufluoride Limited will be held at the Registered office, Mulagada, Mindi, Visakhapatnam 530 012 on Thursday, the 25th September, 2014 at 11.00 AM to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31 March, 2014 and Balance Sheet as at that date and the Directors' and Auditors' Report hereon.
2. To elect a Director in place of Dr. T.R. Ramachandran, Director who retires by rotation and being eligible offers himself for reappointment.
3. To elect a Director in place of Sri Ashok Vemulapalli, Director who retires by rotation and being eligible offers himself for reappointment.
4. To appoint Auditors and to fix their remuneration.

By order of the Board
For **ALUFLUORIDE LIMITED**

Hyderabad
29 July, 2014

VENKAT AKKINENI
Managing Director

NOTES :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote instead of himself/herself and such proxy or proxies need not be a member or members of the Company. The proxy form duly signed must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the meeting.
2. The Share Transfer Register and Register of Members of the Company will remain closed from 23 September, 2014 to 25 September, 2014 (both days inclusive).
3. Any change of address of the Member may please be notified to the Company quoting the Registered Folio.
4. The Company has listed its shares at:
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001.
5. Corporate Members/Trust/Society intending to send their authorized representatives for attending the Annual General Meeting are requested to send to the Company a duly certified copy of the Board/Managing Committee Resolution authorising their representatives to attend and vote on their behalf at the Annual General Meeting.
6. Voting through electronic means
Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, and Clause 35B of the Listing Agreement, the Company is providing the facility to Members to exercise their rights to vote by electronic means. The Company has engaged the Services of Central Depository Services (India) Limited (CDSL) for providing e-voting facilities. The e-voting rights of the Members / beneficial owners shall be reckoned in proportion to ordinary shares held by them in the Company as on 29th August, 2014 (Cut -off date fixed for this purpose). The e-voting period will commence at 10.00 a.m. on Thursday, 18th September, 2014 and will end at 5.00 p.m. on Saturday, 20th September, 2014. The Company has appointed Mr.G.M.V.Dhanunjaya Rao, Practising Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. Detailed instructions for availing e-voting facility are being sent separately as a part of this Notice.

DIRECTORS' REPORT

To The Members

Your Directors take pleasure in presenting their Annual Report together with the Audited Statements of Accounts for the year ended 31st March, 2014.

FINANCIAL RESULTS

The financial results of the Company for the year 2013-14 are summarized below :

	(Rs. in lakhs)	
	31-03-2014	31-03-2013
Sales and other revenue	3,003.00	2,678.29
Profit before Finance charges, Depreciation, Tax & other adj's	219.02	244.77
Less : Finance charges	0.68	0.75
Profit before Depreciation, Tax & other adj's	218.34	244.02
Less: Depreciation	71.22	80.40
Profit before Tax & other adj's	147.12	163.62
Less: Extraordinary & Exceptional Expenses	---	46.36
Provision for current tax	60.65	54.66
Taxes of earlier years	4.75	4.23
Deferred Tax Asset/Liability adj's	(14.88)	(19.33)
Profit before appropriations and carried to Balance Sheet	96.60	77.70

OPERATIONS

Your Directors are to report that, the Company produced 4,465 MT of AIF3 during the year under review as against 4,477 MT during 2012-13. During the year the Company sold 4,606 MT AIF3 as against 4,172 MT in 2012-13. With the increased Sales and other Income during the year under review, reported at Rs.3,003.00 lakhs as against Rs.2,678.29 lakhs during 2012-13. With efficient working capital management, planned other income and with effective cost control measures, the Company posted a net profit of Rs. 96.60 lakhs for the year under review as against net profit of Rs. 77.70 lakhs in 2012-13.

DIVIDEND

In view of the proposed shifting of the Plant to the place where the Company will get assured acid supplies, your Directors are not recommending any Dividend.

OUTLOOK FOR THE CURRENT YEAR

The sale price of Aluminium Fluoride for the current year has increased by 5%. With the adjacent fertilizer complex assurance for increasing their acid supplies for the current year, as against their low supplies of 1,439 MT acid in 2013-14 and with the availability of balance acid supplies from long distance acid suppliers, the company is hoping to post good returns in the current year.

EXPORTS

During the year under review, the Company registered an Export sale of Rs. 406.80 lakhs as against Rs.553.34 lakhs during 2012-13.

ENVIRONMENT & SAFETY MEASURES

Following the ISO Certifications of 9001, 14001 and OHSAS 18001 the Company will continue taking all the necessary measures to maintain high standards of Environment, Clean and Green Belt, Water Harvesting, Pollution Control, Health and Safety Precautions. The Company proposes an energy audit during the current year.

INSURANCE

All the properties of the Company including Buildings, Plant and Machinery and Stocks have been adequately insured.

DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company Dr. T.R. Ramachandran, Director and Sri Ashok Vemulapalli, Director will be retiring at the Annual General Meeting and are eligible for reappointment.

AUDITORS

M/s Rao & Kumar, Chartered Accountants, Visakhapatnam, the Auditors of the Company will be retiring at the conclusion of this Annual General Meeting and have conveyed their consent for reappointment.

COST AUDIT

M/s D.V.J. Rao & Associates, Cost Accountants, Visakhapatnam as Cost Auditors have been appointed to conduct Cost Audit for the year ended 31 March, 2014. They will submit their report to the Board of Directors before filing it to the Ministry of Corporate Affairs, New Delhi.

RESPONSIBILITY STATEMENT

As per the provisions of Section 217 (2AA) of the Companies Act, 1956, Directors state:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii. 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 true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for that period.
- iii. 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. The Directors have prepared the accounts on a going concern basis.

PARTICULARS OF EMPLOYEES

There are no employees falling within the purview of the Section 217(2A) of the Companies Act, 1956 read with Company's (Particulars of Employees) Rules, 1975.

ADDITIONAL INFORMATION

Additional information on conservation of energy, technology absorption and foreign exchange earnings and outgo as required to be disclosed in terms of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 is given in Annexure - 1 and forms part of this report.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement, your Company has to mandatorily comply with the requirements of Corporate Governance. A report of compliance of Corporate Governance is annexed together with a Certificate from the Auditors of the Company on compliance.

ACKNOWLEDGEMENTS

The Board of Directors of the Company take this opportunity to place on record their appreciation of the cooperation and support extended by State Bank of India, IDBI Bank Ltd, HDFC Bank Ltd, Axis Bank Ltd and Punjab National Bank. Your Directors also appreciate the sincere and efficient services rendered by the Employees of the Company at all levels towards successful working of the Company.

For and on behalf of the Board

VENKAT AKKINENI
Managing Director

Hyderabad
29 July, 2014

Dr. T.R. RAMACHANDRAN
Director

ANNEXURE - 1

Information under Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 for the year ended 31 March, 2014.

A. CONSERVATION OF ENERGY:

The Company continues to adopt various steps to conserve energy and has taken several measures including regular monitoring of consumption and improved maintenance of operations and modification of equipment for reduction in Power consumption. Total energy consumption and consumption per ton of production as prescribed in Form-A are given below:

A. Power and Fuel Consumption

	01-04-2013 to 31-03-2014	01-04-2012 to 31-03-2013
1. Electricity		
(a) Purchased Unit (KWH)	24,21,764	16,44,674
Total Amount Rs.	1,84,23,959	1,19,57,948
Average Rate / Unit (Rs.)	7.61	7.27
(b) Own Generation –		
Through Diesel Generator – 380 + 125 KVA - Unit (KWH)	74,744	6,60,040
Average Unit Per litre of Diesel Oil	3.03	3.21
Cost of Diesel per KWH (Rs.)	18.55	15.06
2. Furnace Oil & Coal		
(a) Furnace oil:		
Quantity (Kilo Liters)	169	12
Total Amount (Rs.)	83,08,985	6,22,065
Average Rate (Rs.)	49,165	51,839
(b) Coal:		
Quantity (MT)	7,104	6,821
Total Amount (Rs.)	3,31,99,901	3,15,70,928
Average Rate (Rs.)	4,673	4,628
B. Consumption per ton of Production		
Aluminium Fluoride:		
(a) Electricity (KWH)	559	515
(b) Furnace Oil (Kilo Liters)	0.400	0.333
(c) Coal (MT)	1.758	1.525
(Furnace oil & Coal consumptions)		
Quantity of Furnace oil/Coal consumed / quantity of Aluminium Fluoride produced)		
C. Foreign Exchange Earnings		
(a) Foreign Exchange – F.O.B. (Rs.)	3,99,99,524	5,55,03,695
(b) Foreign Exchange out go:	8,57,956	25,75,558
(c) Other Components, spare parts & foreign travel (Rs.)	---	---

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENT

Alufluoride Ltd (AL) is the only Company in Andhra Pradesh producing high purity Aluminium Fluoride (AlF₃) with technology developed by Alusuisse, Switzerland. This technology facilitates conversion of Fluorine effluents from Phosphatic Fertilizer Complex into Hydrofluosilicic Acid and then to Aluminium Fluoride. The project ensures pollution abatement, import substitution, conservation of natural resources like Fluorspar & Sulphur, cost effective product, conversion of waste into wealth and earning valuable foreign exchange to the Nation. AlF₃ is used as flux in reducing the melting point of Alumina during the electrolytic process of producing Aluminium. Many Aluminium Smelters in India and abroad are using the Company's product with repeat orders for increased quantities due to its quality and service.

FUTURE OUTLOOK, OPPORTUNITIES, THREATS, RISKS & CONCERNS

Alufluoride Ltd (AL) set up the project in 1995 to produce AlF₃ and related products, based on an agreement between AL and Coromandel International Ltd, Visakhapatnam (CIL). As per the agreement, CIL is to supply 4,000 TPA of Hydrofluosilicic Acid (Acid) exclusively to AL. However, since inception CIL was unable to supply the contracted quantity and the supplies from them were deteriorating year after year. Consequently, AL's financial results were adversely affected.

It is reported that, all the Aluminium smelters in India and abroad are increasing their Aluminium production capacities and also new Aluminium smelters are coming up with high capacities, resulting in an increased demand for AlF₃.

The only risk & concern for the Company is availability of Acid. When the acid is procured from other sources, the landed cost increases significantly due to transport cost. As the Company is now Debt-free, with efficient working capital management, improved AlF₃ sales realization, etc., your Directors are hopeful of improved financial results.

The Company is getting offers from Acid producers that they would like to supply the Acid on a

long-term basis. The Company is pursuing these various sources for assured supplies from them on a long-term basis. If these efforts are successful, the Company can post good financial results.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an internal control system which provides for:

- Efficient use and safeguarding of resources
- Accurate recording and custody of assets
- Compliance with prevalent statutes, policies, procedures, listing requirements, management guidelines and circulars
- Transactions being accurately recorded, cross verified and promptly reported
- Adherence to applicable accounting standards and policies
- IT systems, which include controls for facilitating the above

The internal control system provides for well-documented policies, guidelines, authorizations and approval procedures. The internal audit reports are laid before the Audit Committee and discussions were held periodically by the Audit Committee at its meetings. The observations arising out of audit are subject to periodic review, compliance and monitoring. The significant findings/observations made in internal audit reports, along with the status of action thereon, are reviewed by the Audit Committee of the Board of Directors on a regular basis for further appropriate action, if and as deemed necessary.

HUMAN RESOURCE DEVELOPMENT

The continued Certification of Quality and Environmental Management System adopted by the Company to ISO 9001, 14001 and OHSAS 18001 manifests to the commitment of all the employees to excellence. Committed human resources is principal core strength of your Company and is attribute to the extremely cordial atmosphere prevailing in the Company. The total number of employees stood at 84 as on 31 March, 2014.

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED 31 MARCH, 2014
CORPORATE GOVERNANCE :

In terms of Clause 49 of the Listing Agreement, compliance with the requirements of Corporate Governance is mandatory for your Company from the financial year 2001- 02 and your Company is following the same.

COMPANY'S PHILOSOPHY:

The Company firmly believes in and has consistently practiced good Corporate Governance. The Company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equality, in all facets of its operations, and in all its inter-actions with stakeholders, including shareholders, employees, Government, lenders, customers, etc. The Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value.

BOARD OF DIRECTORS:

Composition of Directors and their Attendances at the Board Meetings during the year and the last Annual General Meeting and outside Directorships are:

Director	No. of Board Meetings attended	Attendance at the Previous AGM held on 25 September, 2013	No. of outside Directorships held	Executive / Non Executive/ Independent
Mr. Venkat Akkineni	4	Present	7	Executive
Mr. Ashok Vemulapalli	2	Present	5	Non – Executive
Mrs. Jyothsana Akkineni	4	Present	3	Executive
Dr. T.R. Ramachandran	4	Present	1	Independent
Mr. K. Purushotham Naidu	4	Present	--	Executive
Mr. A.V.S.S.Ch.B. Sekhar Babu	4	Present	--	Independent

BOARD MEETINGS HELD DURING THE YEAR 2013-14

During the Financial year 2013-14, four Board Meetings were held on 6 May, 2013, 1 August, 2013, 14 November, 2013 and 7 February, 2014.

BOARD COMMITTEES:
Audit Committee:

The Audit Committee comprises of two Independent Directors and one Non-Executive Director. The Audit Committee met on 6 May, 2013, 1 August, 2013, 14 November, 2013 and 7 February, 2014. The Company Secretary acts as the Secretary of the Committee.

The terms of reference of the Audit Committee mandated by your Board of Directors, which are also in line with the Statutory and regulatory requirements, are;

- a) Overview of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- b) Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payments of any other services.
- c) Reviewing with management the annual financial statements before submission to the Board.
- d) Reviewing with management, external and internal auditors, the adequacy of internal control system.
- e) Reviewing the adequacy of internal audit reporting structure, coverage and frequency of internal audit.
- f) Discussions with internal auditors on any significant findings and follow-up thereon;
- g) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularities or failure of internal control systems of a material nature and reporting the matter to the Board;
- h) Discussion with external auditors before the audit commences - nature and scope of audit as well as has post audit discussions to ascertain any area of concern.
- i) Reviewing the Company's financial and risk management policies.
- j) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

Shareholders' Grievances Committee:

The Share Transfer Committee comprising of Sri Venkat Akkineni, Sri. Ashok Vemulapalli and Smt. Jyothsana Akkineni deals with share transfers, complaints/grievances of the shareholders on a regular basis. All the complaints/grievances have generally been resolved to the satisfaction of the members concerned.

Remuneration Committee:

The Committee comprises of two Independent Directors.

The remuneration policy of the Company is based on the principle of attracting best available talent and is in line with the industry standards.

Details of remuneration and payments to Directors during the financial year 2013-14 are given below

Name of the Director	Sitting Fee – Board Committee (Rs.)	Salary & Perks (Rs.)	Other Transaction (Rs.)
Mr. Venkat Akkineni	—	30,61,662	—
Mr. Ashok Vemulapalli	3,000	—	6,000
Mrs. Jyothsana Akkineni	—	—	32,602
Dr. T.R. Ramachandran	4,000	—	12,000
Mr. K. Purushotham Naidu	—	14,86,021	—
Mr. A.V.S.S.Ch.B. Sekhar Babu	4,000	—	12,000

GENERAL BODY MEETINGS:

Location and time of last three Annual General Meetings are as under:

Year	Venue	Date	Time
2013	Registered Office	25 September, 2013	11.00 A.M.
2012	Registered Office	25 September, 2012	11.00 A.M.
2011	Registered Office	16 September, 2011	11.00 A.M.

The Company has complied with the requirements of listing agreement/regulations/guidelines/rules of the Stock Exchanges/ SEBI/Other Statutory Authorities. The Company was not imposed with any penalties or issued any strictures on any capital market related matters during the last three years.

C.E.O/C.F.O. Certification:

The C.E.O. (Managing Director) and the C.F.O. certified to the Board on the prescribed matters as required under Clause 49 of the Listing Agreement and the said Certificate was considered by the Board at its meeting held on 29 July, 2014.

MEANS OF COMMUNICATION:

The Quarterly, Half-yearly and Annual results are published by the Company in the Newspapers. Official news items are sent to Bombay Stock Exchange Ltd, Mumbai.

LISTING ON STOCK EXCHANGES:

The securities of the Company are listed in Bombay Stock Exchange Ltd, Mumbai. The listing fee for this Stock Exchange had been paid.

REGISTRARS AND TRANSFER AGENTS, SHARE TRANSFER SYSTEM:

XL Softech Systems Ltd, 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad 500 034 are the Registrars of the Company. Share Transfers are registered and returned in the normal course within a period of 15 days from the date of receipt, if the documents are clear in all respects. Request for dematerialization of shares are processed and confirmation is given to the respective depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within 15 days.

MARKET PRICE DATA:

High/Low prices during the financial year 2013-14 on Bombay Stock Exchange Ltd, Mumbai.

Month	High Rs.Ps.	Low Rs.Ps.	Month	High Rs.Ps.	Low Rs.Ps.
April, 2013	9.56	7.42	October, 2013	15.10	11.75
May, 2013	9.82	8.56	November, 2013	12.60	11.67
June, 2013	---	---	December, 2013	12.35	11.11
July, 2013	12.95	10.26	January, 2014	12.99	7.70
August, 2013	16.45	11.54	February, 2014	9.42	8.23
September, 2013	16.95	13.30	March, 2014	8.95	6.69