



ASSAM PETRO-CHEMICALS LIMITED

A Government of Assam Undertaking

CIN-U24116AS1971SGC001339



ANNUAL REPORT 2017-18

BOARD OF DIRECTORS AS ON 28TH AUGUST, 2018

Shri Jagadish Bhuyan	Chairman
Shri Bikul Ch. Deka	Vice Chairman
Dr. K K Dwivedi, IAS	Director
Shri Umananda Doley, ACS	Director
Shri D N Barua	Director
Shri A N Das	Director
Shri B K Sarma	Director
Shri Utpal Borah	Director
Shri S K Choubey	Director
Shri Ratul Bordoloi	Managing Director
Shri Kailash Karthik, IAS, Jt. Secretary to the Govt. of Assam, Finance Department	Special Invitee
Shri A K Sharma, Managing Director, Assam Gas Co. Ltd.	Special Invitee
Shri Chinmoy Pal, ED, OIL	Special Invitee
Shri S. Bordoloi, CGM, OIL	Special Invitee
Shri S K Singh, CGM, OIL	Special Invitee

AUDIT COMMITTEE

Shri D N Barua	Chairman
Shri A N Das	Member
Shri B K Sarma	Member
Shri Utpal Borah	Member
Shri S K Choubey	Member

INDEPENDENT AUDITOR

M/s SPRK & Co.
Chartered Accountants
1st Floor, Royale View Building, Dr. B K Kakati Road,
Ulubari, Guwahati-781 007
Ph. No. 0361-2460984, 9435110848 Email: sprkco@rediffmail.com

REGISTRAR AND SHARE TRANSFER AGENT

C B Management Services (P) Ltd.
P-22, Bondel Road, Kolkata-700019
Phone no. 033-40116713
E-mail :rta@cbmsl.com

BANKERS

Punjab National Bank
State Bank of India
United Bank of India
Axis Bank

REGISTERED OFFICE

4th Floor, Orion Place
Mahapurush Srimanta Sankardev Path
Bhangagarh, Guwahati, Assam-781005
Phone no. 0361-2461470, 2461471
e-mail: aplguw@bsnl.in

HEAD OFFICE AND PLANT SITE:

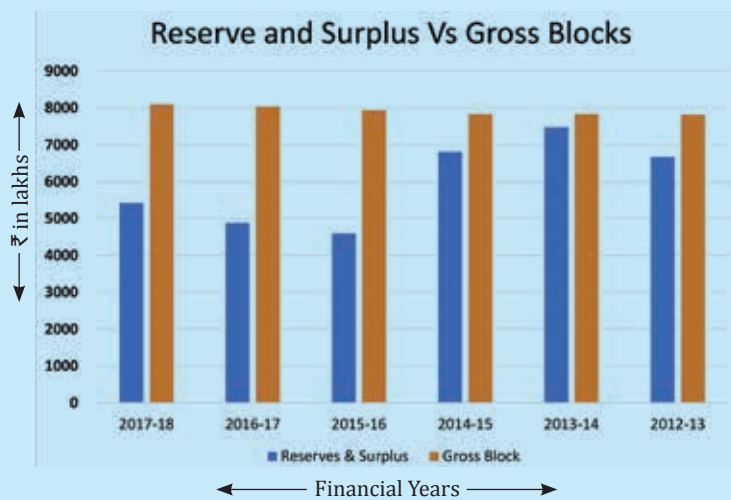
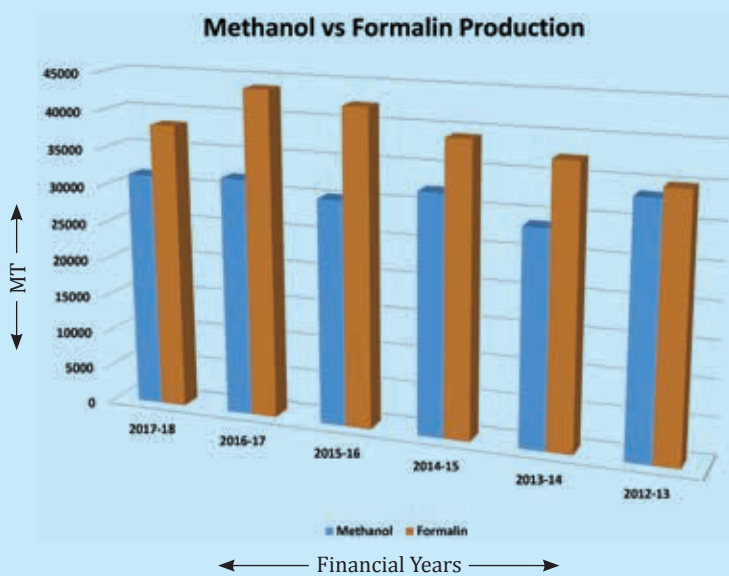
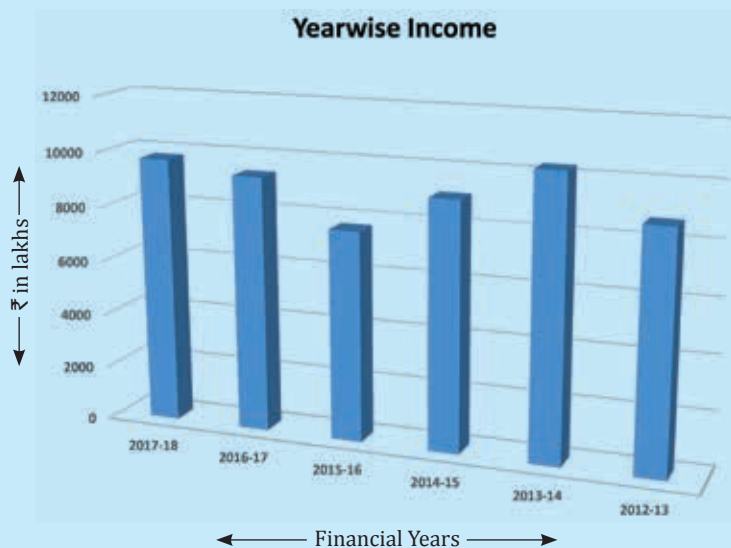
Assam Petro-Chemicals Ltd.
P.O.-Parbatpur, Namrup,
Dist.: Dibrugarh, Assam-786 623
www.admin_apl@assampetrochemicals.co.in

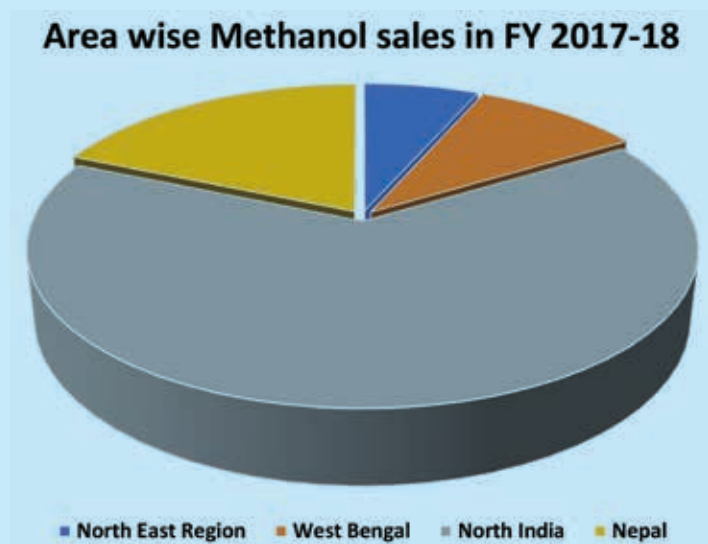
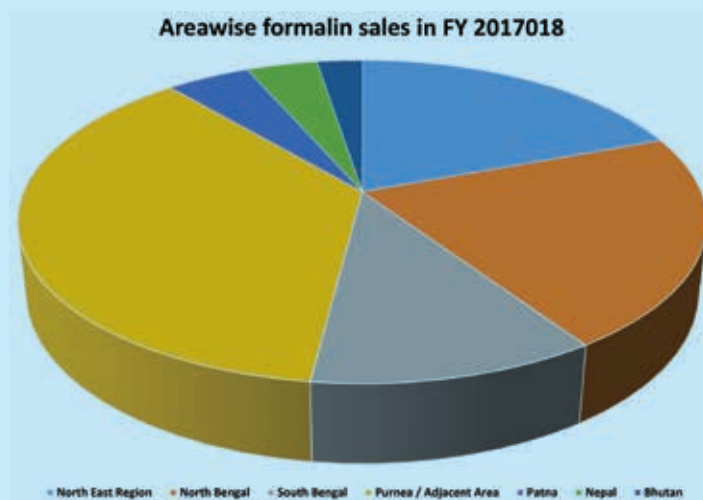
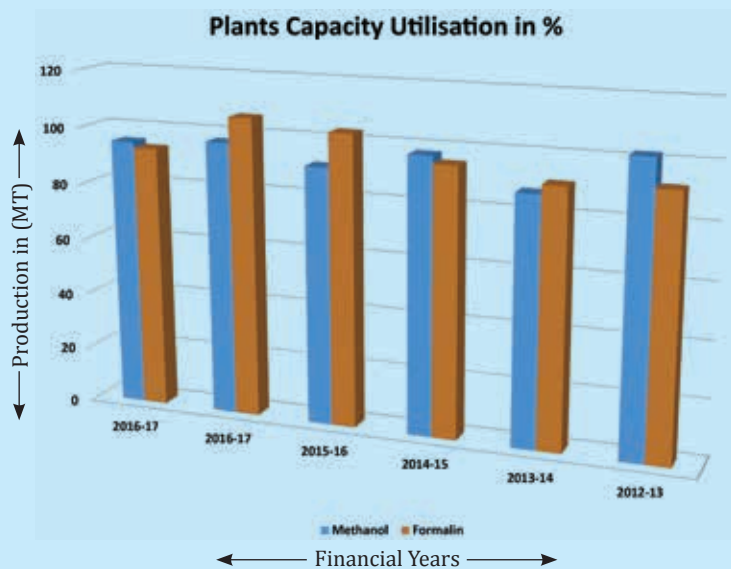
10 YEARS FINANCIALS AT A GLANCE

₹ In Lacs

Particulars	2017-18	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10	2008-09
Operating Results										
Gross Total Income	9978.23	8,742.79	7,676.52	9,062.29	10,284.63	8,705.78	6,419.50	3,868.78	5,577.69	5,493.42
Profit Before Interest Depreciation and Tax	682.71	475.74	-2,028.01	-440.55	1,391.12	737.82	64.61	-912.57	642.31	1,237.59
Depreciation	146.61	136.33	129.06	150.35	239.95	232.51	175.55	125.10	134.42	128.83
Profit before prior period, exceptional, extraordinary items and Taxes	1229.57	339.41	-2,148.44	-566.64	1,112.51	1,259.29	340.79	-1,078.74	523.35	802.53
Profit Before Tax	536.1	307.07	-2,157.07	-590.90	1,151.17	505.31	-110.93	-1,037.67	507.89	1,108.76
Tax	(-8.1)	21.14	61.90	56.85	212.82	101.30	-4.73	-13.85	228.96	584.53
Profit After Tax	544.2	285.93	-2,218.97	-647.75	938.35	404.01	-106.20	-1,023.82	278.93	524.23
Dividend and Tax	-	-	-	-	133.37	105.99	-	-	106.70	106.70
Dividend %	-	-	-	-	12.50%	10.00%	-	-	10.00%	10.00%
Retained Earnings	544.2	285.93	-2,218.97	-647.75	804.97	298.01	-106.20	-1,023.82	172.23	417.54
EPS in ` per Share	5.97	3.14	-24.33	-7.10	10.29	4.43	-1.16	-11.68	3.06	5.75
Gross Block	8096.4	8,038.85	7,944.33	7,839.35	7,839.41	7,821.47	7,504.85	7,034.73	7,038.95	7,026.64
Net Block	1329.94	1,381.74	1,400.56	1,403.97	1,522.81	1,674.71	1,506.39	1,029.85	1,158.19	1,280.30
Reserves & Surplus	5426.32	4,882.13	4,596.20	6,815.60	7,474.02	6,669.92	6,372.77	6,479.84	7,504.53	7,333.17
Capacity Utilisation										
<i>Annual Installed Capacity (In MT)</i>										
Methanol	33000	33000	33000	33000	33000	33000	33000	33000	33000	33000
Formalin	41250	41250	41250	41250	41250	41250*	33000	33000	33000	33000
<i>Actual Production (In MT)</i>										
Methanol	31478	31892	30172	32168	28822	33547	26994	17982	33759	30203
Formalin	38273*	43743	42304	39100	37363	34877	29888	22906	31443	26183
<i>Capacity Utilisation(In %)</i>										
Methanol	95	97	91	97	87	102	82	54	102	92
Formalin	93	106	103	95	91	92	91	69	95	79

* Formalin production at Namrup only







200 TOD Formalin project site at Boitamari, Bongaigaon



Piling works of 500 TPD Methanol Plant



Construction work in progress of 500 TPD Methanol plant at Namrup



Contribution to CM relief fund



Exchange of term loan documents for availing ₹890 Crore with PNB



Customer Meet at Thimpu, Bhutan



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NOTICE is hereby given that 47th Annual General Meeting of the shareholders of Assam Petro-Chemicals Limited will be held on **Friday, 28th September, 2018 at 11:00 AM** at the registered office of the company at 4th Floor Orion Place, Mahapurush Srimanta Sankardev Path, Bhangagarh, Guwahati, Assam-781 005 to transact the following businesses:

A. ORDINARY BUSINESS :

1. To receive, consider and adopt the Company's standalone Financial Statements as at 31st March, 2018 along with the Directors' Report, Independent Auditors' Report and Comments of the Comptroller and Auditor General of India, etc. thereon.
2. To fix the remuneration of the Independent Auditors at ₹2,00,000.00 (Rupees two lacs) only for the Financial Year 2018-19.

B. SPECIAL BUSINESS

3. TO FIX THE REMUNERATION OF THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR 2018-19.

To consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 148(3) of the Companies Act, 2013 ("the Act") read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014 ("the Rules") the approval of the Company be and is hereby accorded for payment of remuneration of ₹24,450/- (Rupees Twenty Four Thousand Four Hundred Fifty Only) inclusive of travelling and other out of pocket expenses excluding the applicable GST to M/s Subhadra Dutta & Associates, Cost Accountants for the Financial Year 2018-19"

By order of the Board of Directors
Sd/-

Date: 28th August, 2018 (Uttam Bailing)
Place: 4th Floor, Orion Place Company Secretary
Mahapurush Srimanta
Sankardev Path,
Bhangagarh, Guwahati-781005

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. A statement pursuant to Section 102 (1) of the Companies Act, 2013 concerning the special business mentioned under item numbers 2 of the notice is annexed hereto:
3. ISIN of the shares of the company is **INE277D01010**. Members are requested to dematerialize their shares.
4. Corporate members intending to send their authorized representatives to attend in the meeting are requested to send to the company a certified true copy of the resolution of the Board of Directors authorizing their representative to attend and cast votes on their behalf in the meeting.
5. Register of members and share transfer books of the company will remain closed from 24th September, 2018 to 28th September, 2018

(both days inclusive) for the purpose of the Annual General Meeting.

6. Members are requested to bring their copy of Annual Report to the meeting.
7. **Members are requested to inform their respective e-mail id to the company so that corporate information can be disseminated promptly.**

By order of the Board of Directors
Sd/-

Date: 28th August, 2018 (Uttam Bailung)
Place: 4th Floor, Orion Place Company Secretary
Mahapurush Srimanta
Sankardev Path,
Bhangagarh, Guwahati-781005

Explanatory Statement under Section 102(1) of the Companies Act, 2013

Item No. 2:

According to section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014 ("the Act"), the Board of Directors requires to appoint a cost accountant or firm of Cost Accountants in practice as cost auditor on the recommendations of the Audit committee, which shall also recommend remuneration for such cost auditor and such remuneration shall be considered

and approved by the Board of Directors and ratified subsequently by the shareholders.

Accordingly, the Board of Directors, at its meeting held on 28th August, 2018 appointed M/s Subhadra Dutta & Associates, Cost Accountants as the Cost Auditors of the Company for the financial year 2018-19 at fees of ₹24,450/- (Rupees Twenty Four Thousand Four Hundred Fifty Only) inclusive of TA, DA and other out of pocket expenses excluding the applicable GST, if any for conducting the audit of the cost records of the company.

In compliance with the said provisions the Ordinary Resolution for fixation of remuneration of the Cost Auditors is now placed before the Members for their ratification/approval. Your directors recommend for passing the above resolution by the members.

None of the Directors of the Company is in anyway concerned or interested in the proposed resolution

By order of the Board of Directors
Sd/-

Date: 28th August, 2018 (Uttam Bailung)
Place: 4th Floor, Orion Place Company Secretary
Mahapurush Srimanta
Sankardev Path,
Bhangagarh, Guwahati-781005

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have the pleasure in presenting their 47th Annual Report of the company together with the audited standalone Financial Statements for the Financial Year ending on 31st March, 2018.

Financial Highlights (Standalone)

The Company's summarized financial performance (standalone) for the financial year ending on 31st March, 2018 is as under:

(₹ in Lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
Revenue from Operations	9738.66	9338.15
Less: Excise Duty	209.63	940.84
Revenue from Operations (NET)	9529.02	8397.32
Other Income	448.01	345.47
Total Income	9977.03	8742.79
Gross Profit	1376.17	476.40
Less : Depreciation and amortization	146.61	136.33
Finance Cost	-	0.66
Profit/Loss for the year before prior period adjustment, exceptional and extraordinary items	1229.56	339.41
Less: (a) Exceptional Item	683.36	-
(b) Adjustment of prior period items	10.09	32.35
Profit Before Tax	536.10	307.06
Less: Tax Expenses	(8.1)	21.14
Profit /Loss for the year after Taxation	544.20	285.92
Balance brought forward from previous year	(2641.38)	(2927.31)
Proposed Dividend	NIL	NIL
Tax on Dividend	NA	NA
Earnings Per Share (EPS) (in ₹)	5.97	3.14

The Financial Year ending on 31st March, 2018 was one of the best performed year of the company in its history. The turnover of the company was higher by ₹400 lacs during the year ending on 31st March, 2018 than the previous financial year, however the gross profit of the company was higher by ₹899.77 lacs during the year. The company earned a net profit of ₹544.20 lacs during the year which was 90.33% higher than the previous year. The Company booked ₹683.36 lacs as exceptional items from the profit of the company during the Financial Year ending on 31st March, 2018 mainly for release of arrear salary to the employees for the year 2009-10 and 2010-11. Had the company not booked these exceptional items your company would have earned a profit of ₹1229.56 lacs during the year. The Board of Directors of the company took steps for reduction of cost and it resulted in realizing better profit during the year. The Board also engaged outside agencies to analyse