

BOARD OF DIRECTORS

Shri Chetan P.S. Chauhan	-	Chairman
Shri Pushpendra P.S. Chauhan	-	Whole-time-Director
Shri Yogesh Alawadi	-	Director
Shri Ram Avtar Bansal	-	Director
Shri Mahesh Kumar Sodhani	-	Director
Shri Atul Kumar Jain	-	Director
Shri Parth Chauhan	-	Director
Shri Pururaj Singh Rathore	-	Director

FACTORY :

4 K.M. Stone,
Delhi Road
Gajraula - 244 235
Distt. Amroha (U.P.)
Phone : (05924) 253313

AUDITORS :

L.N. Malik & Co.
Chartered Accountants
Ganga Plaza, 18/13, WEA
Pusa Lane, Karol Bagh
New Delhi - 110 005
Ph.No. : 28755911, 45091677
E-mail : allenmalik@hotmail.com

REGISTERED OFFICE :

A-138, First Floor
Vikas Marg, Shakarpur, Delhi - 110 092
Phone : 22010998
Fax : 22429586
E-mail : cnpl_5000@rediffmail.com
Website :
<http://www.coralnewsprintslimited.com>

BANKERS :

1. **Punjab National Bank**
Preet Vihar, Delhi - 110 092
2. **Oriental Bank of Commerce**
Laxmi Nagar
Main Vikas Marg
Delhi-110 092
3. **Oriental Bank of Commerce**
NH-24, Gajraula
Distt. Amroha (U.P.)
4. **ICICI Bank**
Preet Vihar
Delhi-110 092

NOTICE

Notice is hereby given that the 21st Annual General Meeting (AGM) of the Members of Coral Newsprints Ltd., will be held on Wednesday 25th September, 2013 at 10.00 A.M. at Arya Samaj Mandir, 310, Bank Enclave, Delhi - 110 092 to transact the following business.

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Accounts for the Financial Year ending as on 31st March, 2013 alongwith report of the Director's and Auditor's thereon.
2. To appoint a Director in place of Shri Chetendra Pratap Singh Chauhan, who retires by rotation, and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Yogesh Alawadi, who retires by rotation, and being eligible, offers himself for re-appointment.
4. To consider and, if thought fit, to pass, with or without modification, the following resolution, as an Ordinary Resolution.

"**RESOLVED** that M/s. L. N. Malik & Co., Chartered Accountants be and are hereby appointed as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting upon such remuneration and other out of pocket expenses incurred incidental to their functions, as may be agreed to between the Board of Directors/ Audit Committee of the Company and the respective Auditors"

SPECIAL BUSINESS :

5. To consider, and it though fit, to pass with or without modification the following resolution as ordinary resolution :

"**RESOLVED** that Mr. Parth Chauhan, who was appointed as a Professional Non Executive Director w.e.f. 27.07.2013 u/s 260 of the Companies Act, 1956 till the date of next Annual General Meeting & who holds office up to the date of ensuing Annual General Meeting and in respect of whom, the Company has received a notice in writing from a member proposing his candidature for the office of Director under section 257 of the Companies Act, 1956 be and is hereby appointed as Director of the Company, liable to retire by rotation"

6. To consider, and it though fit, to pass with or without modification the following resolution

as ordinary resolution :

"RESOLVED that Mr. Pururaj Singh Rathore, who was appointed as a Professional Independent Director w.e.f. 27.07.2013 u/s 260 of the Companies Act, 1956 till the date of next Annual General Meeting & who holds office up to the date of ensuing Annual General Meeting and in respect of whom, the Company has received a notice in writing from a member proposing his candidature for the office of Director under section 257 of the Companies Act, 1956 be and is hereby appointed as Director of the Company, liable to retire by rotation"

7. To consider, and it though fit, to pass with or without modification the following resolution as ordinary resolution :

"RESOLVED that Mr. Ram Avtar Bansal, who was appointed as a Professional Non Executive Director w.e.f. 27.07.2013 u/s 260 of the Companies Act, 1956 till the date of next Annual General Meeting & who holds office up to the date of ensuing Annual General Meeting and in respect of whom, the Company has received a notice in writing from a member proposing his candidature for the office of Director under section 257 of the Companies Act, 1956 be and is hereby appointed as Director of the Company, liable to retire by rotation"

Regd. Office :
A-138, First Floor, Vikas Marg,
Shakarpur, Delhi-110092
Place : Delhi
Dated : 02.09.2013

For Coral Newsprints Limited

P.P.S. Chauhan
(Director-WTD)

NOTES

1. A Member entitled to vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the Company.
2. Proxies in order to be effective should be duly stamped, completed and signed, and must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 23rd to 25th September, 2013 (both days inclusive).
4. Members desirous of obtaining any information concerning the accounts and operations

of the Company are requested to address their queries to the Director at least seven days before the date of the meeting, so that the information required may be made available at the meeting.

5. Members holding shares in different portfolios in Physical mode are requested to apply to the Company or its Registrar & Transfer Agent for consolidation and send relevant Share Certificate for consolidation.
6. Annual listing fee for the year 2012-2013 has been paid to Bombay Stock Exchange, wherein shares of the Company are listed.
7. No gifts/cash payment will be made to Shareholders/Proxies for attending AGM.
8. A brief resume of Directors of the Company, seeking appointment/ re-appointment at this annual general meeting, and their expertise in specific functional areas, is given as part of the explanatory statement.
9. Inspection of documents are available for inspection by the members at the Registered Office of the Company at any time during the working hours till the date of the meeting.

Regd. Office :
A-138, First Floor, Vikas Marg,
Shakarpur, Delhi-110092
Place : Delhi
Dated : 02.09.2013

For Coral Newsprints Limited

P.P.S. Chauhan
(Director-WTD)

EXPLANATORY STATEMENT U/S 173(2) OF COMPANIES ACT, 1956

ANNEXURE TO NOTICE :-

ITEM NO. : 5

Mr. Parth Chauhan was appointed as a Professional Non Executive Director on the Board of Company in its Board Meeting held on 27th of July, 2013. As his tenure as Additional Director will expire in the ensuing Annual General Meeting and Company has received notice from Shareholder u/s 257 of the Companies Act, 1956 with a deposit of Rs. 500/- and board recommends his appointment as a Director liable to retire by rotation u/s 255 of the Companies Act, 1956.

Shri. CPS Chauhan, Chairman & Shri PPS Chauhan, Whole-Time-Director of the Company are interested in this resolution as relative of Parth Chauhan.

ITEM NO. : 6

Mr. Pururaj Singh Rathore was appointed as a Professional Independent Director on the Board of Company in its Board Meeting held on 27th of July, 2013. As his tenure as Additional Director will expire in the ensuing Annual General Meeting and Company has received notice from Shareholder u/s 257 of the Companies Act, 1956 with a deposit of Rs. 500/- and board recommends his appointment as a Director liable to retire by rotation u/s 255 of the Companies Act, 1956.

None of the Director of the Company except Mr. Pururaj Singh Rathore are interested in said resolution.

ITEM NO. : 7

Mr. Ram Avtar Bansal was appointed as a Professional Independent Director on the Board of Company in its Board Meeting held on 27th of July, 2013. As his tenure as Additional Director will expire in the ensuing Annual General Meeting and Company has received notice from Shareholder u/s 257 of the Companies Act, 1956 with a deposit of Rs. 500/- and board recommends his appointment as a Director liable to retire by rotation u/s 255 of the Companies Act, 1956.

None of the Director of the Company except Mr. Ram Avtar Bansal is interested in said resolution.

ANNEXURE TO THE NOTICE

Details of the Directors Seeking Re-appointment

Name of the Director(s)	Shri C.P.S Chauhan	Shri Yogesh Alawadi
Date of birth	21/07/1947	05/11/1968
Date of Appointment	23/06/1992	23/06/1992
Din no	00702883	01144813
Qualification	B.A, CAIIB	Science Graduate
Experience	Vast experience in Finance and Administration	Vast experience in Administration, Purchase & Marketing
List of Companies in which Outside Directorship held	NIL	NIL
Chairman of the Committee of the Board of Director of the Company	Chairman Remuneration Committee	Member Audit Committee & Remuneration Committee
Chairman / member of the committee of Director Other companies in which a Director	NIL	NIL

ANNEXURE TO THE NOTICE

Details of the Directors Seeking Re-appointment

Name of the Director(s)	Shri Parth Chauhan	Shri Pururaj Singh Rathore	Shri Ram Avtar Bansal
Date of birth	12/02/1986	27/12/1979	15/10/1946
Date of Appointment	27/07/2013	27/07/2013	27/07/2013
Din no	5264826	1315933	02864100
Qualification	B.E	CPA	Under Graduate
Experience	Vast experience in Elect. & Electronic	Vast experience in Finance & Marketing	40 years of business Experience
List of Companies in which Outside Directorship held	NIL	NIL	NIL
Chairman of the Committee of the Board of Director of the Company	NIL	NIL	Member Share Transfer Committee
Chairman / member of the committee of Director Other companies in which a Director	NIL	NIL	NIL

DIRECTORS' REPORT

To, The Members,
Coral Newsprints Limited,

Delhi-110092

Your Directors take pleasure in presenting herewith **21st Annual Report** on the working results of the Company together with the Audited Statement of Accounts for the Financial Year ended 31st March, 2013.

1. FINANCIAL RESULTS

(Rs. in lakhs)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Gross Revenue (Net of Excise)	1208.06	1315.00
Increase/ (Decrease) in Stock	18.24	(8.29)
Gross Operating Profit	120.65	163.43
Interest / Finance Charges	3.75	0.60
Depreciation	44.76	44.79
Profit before Tax (PBT)	(24.45)	18.78
Profit after Tax (PAT)	(18.24)	9.46
Earning per Share	(0.36)	0.20

- Loss for the current financial year ending 31.03.2013 from continuing operations after tax is Rs. 18.24 Lakhs as against profit of Rs. 9.46 Lakhs last year.
- During the financial year ended 31st March, 2013, Company really suffered on account of major power cuts & irregular supply of electricity by UPSEB apart from increase in tariff rates, due to which there is a fall in production & increase in power & fuel expenses at last effecting profitability.
- During the year under review Directors take pleasure to inform all esteemed shareholders of the Company, that Company paid entire OTS liability of PICUP amounting to Rs. 200 Lakhs out of which Company paid a sum of Rs. 30 Lakhs during the financial year ending 31.03.2013. As on date there is no liability of PICUP and Company is in the process of filing application for NOC from PICUP.
- As the Company is with BIFR since 2000, during the year BIFR also directed by its order dated 23.05.2013 to UPFC to accept 50% of DADP amount and now company is required to pay a sum of Rs. 25.92 Lakhs out of which Company has already paid a sum of Rs. 14.82 Lakhs for the financial year ending 31.03.2013.

2. FUTURE PLANS & OPERATIONS

Management of the Company have already taken various steps to modernize its plant at Gajraula, Distt. Amroha, (U.P.) by adopting new technology such as hot dispersion in pulp mill section & addition of slotted screen in pulp mill section, dryers & purgation in

machine section. During the year under review certain old Machinery was also replaced by Company. Management also intends to upgrade the quality of newsprint for better penetration for the possibilities of Exports & in the local market. With additional equipments, Company also intends to increase production capacity for the next financial year.

3. DIRECTORS

Shri C. P. S. Chauhan, Director & Shri Yogesh Alawadi, Director of Company who retire by rotation u/s 254 of the Companies Act, 1956 from the Board at the 21st Annual General Meeting and being eligible offer themselves for re-appointment.

Shri Parth Chauhan, Shri Pururaj Singh Rathore & Shri Ram Avtar Bansal were appointed as additional Director on 27.07.2013 u/s 260 of the Companies Act, 1956, in the interest of the Company Board proposed their reappointment.

4. AUDITORS

M/s. L.N. Malik & Co., Statutory Auditors of your Company retire at this Annual General Meeting and are eligible for re-appointment. Members are requested to re-appoint Auditors until the conclusion of next Annual General Meeting and authorize directors to fix their remuneration. Certificate from the Auditors has been received to the effect that their re-appointment, if made, would be within the limits prescribed under section 224(1B) of the Companies Act, 1956.

The notes on accounts and observations of the Auditors in their report on the accounts of the Company are self explanatory and therefore, in the opinion of Directors, do not call for any further explanation.

5. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies (Amendment) Act, 2000, your Directors state that;

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed with proper explanation relating to Material aspect.
- ii. Appropriate accounting policies have been selected and applied consistently and have made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2013 and of the loss of the Company for that financial year.
- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The annual accounts have been prepared on a going concern basis.

6. DIVIDEND

Though for the year under review Company did earn cash profit, however, due to huge previous year losses, Directors of the Company did not declare any dividend for the Shareholders of the Company for this year as well. Directors of the Company are hopeful that for next year company will be able to declare much better results & even declare dividend.

7. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, R & D CELL AND FOREIGN EXCHANGE EARNING & OUTGO.

The details required under the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are annexed to this report as Annexure-I.

8. BOARD OF INDUSTRIAL & FINANCIAL RECONSTRUCTION (BIFR)

The Company was declared sick by BIFR way back in 2000. Board of Industrial & Financial Reconstruction (BIFR) has appointed Punjab National Bank as operating agency. The Company has submitted Revised rehabilitation scheme several times to BIFR, finally DRS submitted to BIFR is under finalization. Directors are hopeful that DRS submitted by the Company will be accepted this time. Next date of BIFR is 18th of October, 2013.

9. PARTICULARS OF EMPLOYEES & DISCLOSURE OF INFORMATION

During the year under review, there is no director or employee in respect of whom the particulars are required to be disclosed under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975, accordingly same is not applicable.

10. CORPORATE GOVERNANCE

Your Company has taken adequate steps to ensure legal compliance with the requirements of corporate governance as prescribed under the Listing Agreement with the Stock Exchnge (BSE).

11. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a system of internal controls in place to ensure that all of the Company's transactions are properly recorded and authorised. Company's well defined organisational structure, documented policy guidelines, defined authority matrix and internal controls ensure efficiency of operation, compliance with internal policies and applicable laws and regulations as well as protection of resources.

12. HUMAN RESOURCES

The Company is of firm belief that the Human Resources are the driving force that propels a company towards progress and success. The Company has a strength of 180 employees at present. The Industrial relations continued to remain cordial during the year under review, with entire force of the Company.

13. DISCLOSURE

Related party transactions-The Company did not enter into any materiality significant related transactions, which have potential effect with the interest of the Company at large.

14. WHOLE TIME COMPANY SECRETARY

During the year under review, Company is already availing services of whole time Company Secretary as required to be appointed under section 383-A of the Companies Act, 1956.

15. MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion & Analysis Report as required under clause 49(IV)(F) of the listing Agreement with the Stock Exchange forms part of this report.

16. FINANCIAL ACCOUNTING & ACCOUNTING STANDARDS :-

The Financial Statements have been prepared in accordance with Generally Accepted Accounting Principal (GAAP) and in compliance with all applicable accounting standard and as per the guidance note on accounting for activities of the Company issued by The Institute of Chartered Accountants of India, New Delhi (ICAI) and provisions of the Companies Act, 1956. The financial statements have been prepared under the revised schedule VI format of the Companies Act, 1956 pursuant to notification of Ministry of Corporate Affairs (MCA), Government of India. The Company has followed accounting treatment as prescribed in accounting standards applicable to the Company.

17. WEBSITE

Website of the Company consisting all required particulars and is duly operational is :
<http://www.coralnewsprintslimited.com>

18. DEPOSITS

The Company has not accepted any fixed deposits under section 58A & 58B of the Companies Act, 1956 during the year under review.

19. CORPORATE GOVERNANCE REPORT

The Company is committed to maintain highest standards of Corporate Governance. The Directors Adhere to the requirements set out by (SEBI) The Securities & Exchange Board of India's Corporate Governance practices and has implemented all the stipulations prescribed. The Company has implemented several best Corporate Governance practices as prevalent in India. Company has complied with the mandatory provisions of clause 49 of the listing agreement relating to Corporate Governance requirements. Annual report contains a separate section on Corporate Governance which forms part of this report. Your Company is listed with Bombay Stock Exchange, though, for the time being trading is suspended due to certain deficiencies in compliances of BSE requirements, which are in the process of compiling. Directors are hopeful to get it listed soon.

20. CEO/ CFO CERTIFICATION

Certificate from Mr. P. P. S. Chauhan, Whole Time Director of Company in terms of Clause 49 (VIII) of the listing Agreement with the Stock Exchange for the financial year ended 31st March, 2013 was placed before the Board of Directors of the Company in its Meeting held on 30/05/2013.

21. ACKNOWLEDGEMENTS

Your Directors place on record its sincere appreciation towards the Company's valued customers in India for the support and confidence reposed by them in the organisation and looks forward to the continuance of this mutually supportive relationship in future as well. The Board also places on record co-operation extended by Financial Institution PICUP & other business associates of the Company, and confidence reposed by the Shareholders and invaluable staff & workers of the Company.

Regd. Office :

A-138, First Floor, Vikas Marg,
Shakarpur, Delhi-110092

Place : Delhi

Dated : 02.09.2013

For Coral Newsprints Limited

P.P.S. CHAUHAN
(DIRECTOR - WTD)

REGD. OFFICE : A-138, VIKAS MARG, SHAKARPUR, DELHI-110092

ANNEXURE-I

INFORMATION AS PER COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988.

A. Conservation of Energy
a. ENERGY CONSERVATION MEASURES TAKEN

The company's efforts at energy conservation continued during the year. These efforts included improved utilization of energy saving machines and technology.

b. ADDITIONAL INVESTMENTS AND PROPOSALS BEING IMPLEMENTED FOR REDUCTION OF CONSUMPTION OF ENERGY.

Additional investments along similar lines will be made, as and when required for the reduction of consumption of energy.

c. IMPACT OF THE MEASURES AT (A) AND (B) ABOVE.

Efficiency has been achieved in consumption of power. The impact of above measures on the cost production of goods is not precisely ascertainable.

d. TOTAL ENERGY CONSUMPTION AND ENERGY CONSUMPTION PER UNIT OF PRODUCTION AS PER PRESCRIBED FORM 'A' OF THE ANNEXURE.
FORM - A
FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

	Current Year	Previous Year
a) Power & Fuel Consumption		
1. Electricity		
a) Purchased		
Units	3442400	3848917
Total Amt. (Rs.)	Rs. 211.64	Rs. 197.61
Rate/Unit (Rs.)	Rs. 6.14	Rs. 5.13
b) Own Generation		
Unit	96021	61311
Unit per Ltr. of Diesel		
Cost/Unit (Rs.)	6.14	5.13
Total Cost (Rs.)	5,89,571/-	3,13,914/-
2. Paddy Husk		
Quantity (Tonnes)	63,63,682	75,27,884
Total Cost (Rs.)	92,44,679/-	1,11,71,432/-
Average Rates (Rs.)	1.45	1.48
3. Other/Internal Generation	Nil	Nil
b) Consumption per unit of Production		
Cream Wove Paper		
Unit	Nil	Nil
Electricity & Diesel	Nil	Nil
Furnace Oil	Nil	Nil
Paddy Husk (M.T.)	Nil	Nil
Baggase (M.T.)	Nil	Nil
Others	Nil	Nil