

**TWENTIETH ANNUAL REPORT
2011-2012****BOARD OF DIRECTORS**

Shri Dipak N. Patel	- Managing Director
Shri Rajesh I. Mody	- Independent Director
Shri Narendrakumar H. Patel	- Independent Director
Shri H. L. Joshi	- Independent Director

BANKERS**BANK OF INDIA****AUDITORS****M/s. Talati & Talati**
Chartered Accountants
Ahmedabad.**FACTORY AND
REGISTERED OFFICE**325, Village : Indrad,
Chhatral - Kadi Road, Tal.: Kadi, Dist. : Mehsana,
(NORTH GUJARAT) 382721.
02764-277844
www.crestchemlimited.in.**SHARE TRANSFER
REGISTRAR****LINK INTIME INDIA PRIVATE LIMITED**
C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (W), Mumbai – 400078

Contents	Page
Notice	2
Directors' Report	3-4
Management Discussion and Analysis Report	4
Report on Corporate Governance	5-9
Compliance Certificate	10-11
Auditors' Report	12-13
Balance Sheet	14
Profit and Loss Account	15
Schedules	16-20
Notes on Accounts	21-23
Cash Flow Statement	24

FROM THE MANAGING DIRECTOR'S DESK

Message to our family of valued stakeholders of Crestchem Limited —

We are grateful to all our members for their patience, trust & support in the tough period of the company, we will appreciate the continuance of the relation in long run. We are always aiming high for your greater benefit.

I am glad to inform that with determined efforts, spanning many years, your company has now started coming out of difficult times and is showing signs of survival through the onslaught of a host of adverse factors, it has faced.

Your company is now on path of recovery, we hope to regain the Bombay Stock Exchange (BSE) listing shortly, as all our compliances are in an advanced stage of completion. Thereafter the shares can be traded in demat form.

Rationalizing costs has resulted into a “lean cost” company, thereby making your company’s products-Fat Powders and its potential downstream products & formulations more competitive in Indian & Foreign markets.

As a step of cost saving and environment friendly approach (Green Initiative in Corporate Governance undertaken by Ministry of Corporate Affairs), I request you to inform your email addresses to the designated email id: investor@crestchemlimited.in, at the earliest convenience before putting down the reading of this annual report & oblige.

Further, I am optimistic that the purchasing power of the Indian mass public is improving and its outlook for “Off-the-Shelf” ready to use Nutrition Products/Convenience Products is gradually becoming positive, which is good sign for your company’s potential products in times to come.

Let us hope for the very best.

DIPAK N. PATEL
MANAGING DIRECTOR

Important Communication to Members

1. The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses to their concerned Depository Participants (DP). Members who hold shares in physical form are requested to inform their email ID address to the Registrar and Transfer Agent's email ID : ahmedabad@linkintime.co.in or to the companies email ID : investor@crestchemlimited.in. In the said email please mention relevant information like your name, ledger folio number, no. of shares held etc.
2. All shareholders are requested to avail of demat facility through your respective depository participant (DPs).

NOTICE

NOTICE is hereby given that the **TWENTIETH ANNUAL GENERAL MEETING** of the Members of CRESTCHEM LIMITED will be held as scheduled below:

Date	: 28 th September, 2012
Day	: Friday
Time	: 05.00 p.m.
Place	: Conference Hall, Mahisagar Snack point, Thol Road, Taluka: Kadi, District - Mehsana: 382 715 (NORTH GUJARAT)

to transact the following business :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts of the Company for the period (12 months) ended on 31st March 2012, and the Director's and Auditor's Reports thereon.
2. To appoint a Director in place of Shri Narendra H. Patel who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the board of directors to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit to pass the following Resolution as an ordinary resolution:

"RESOLVED THAT Shri H. L. Joshi, who was appointed by the Board of Directors as an additional director on the Board of Directors of the Company on 08/12/2011 and hold the holds office up to the date of this Annual General Meeting under the provisions of section 260 of the Companies Act, 1956 and in respect of whom the Company has, as required, under section 257 of the Companies Act, 1956 received notices in writing from the members of the Company signifying their intention to propose him as a candidate for the office of the Director of the Company and be and is hereby appointed as a Director liable to retire by rotation."

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 15-June-2012

Dipak N. Patel
Managing Director

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY MUST BE LODGED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING.
2. The Register of members and Share transfer book of the Company will remain closed from 24th September, 2012 to 28th September, 2012 (Both days inclusive).
3. Members seeking any further information are requested to write to the Company at least 10 days before the meeting so as to enable management to keep the information ready at the meeting.
4. Members/Proxies are requested to bring with them duly filled attendance slip for attending the meeting.
5. Members are requested to intimate the Company's Registrar & Share Transfer Agent at **LINK INTIME INDIA PRIVATE LIMITED** C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai – 400078 in case:

- (a) Shares are held in the same name or in the same order or names, but in more than one account to enable the Company to club the said accounts in to one account.

- (b) Notify immediately the change in their registered address, if any, to the Company.

6. Members are requested to bring their copy of the Annual Report to the Annual General Meeting.

7. The relevant Explanatory Statement as required under Section 173(2) of the Companies Act, 1956 and also under the Code of Corporate Governance in respect of item Nos. 2 & 4 is annexed hereto.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 15-June-2012

Dipak N. Patel
Managing Director

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 & also under Corporate Governance:

Item No. 2

Shri Narendra H. Patel retires by rotation at the ensuing annual general meeting, and being eligible, has offered himself for re-appointment.

Shri Narendra H. Patel is the Non-Executive Independent Director of your Company since 24th August, 2004. He is a graduate in commerce and is a businessman having wide experience in accounts, finance & marketing. His continuing guidance is very valuable to your company. It will be in the interest of the company that Shri Narendra H. Patel continues as a Director of the Company.

Shri Narendra H. Patel is interested in this resolution as it relates to his re-appointment.

Resolution placed at Item No. 2 of the accompanying Notice, is recommended for your approval.

Item No. 4

Mr. H. L. Joshi has been appointed as an Additional Director on the Board of Directors with effect from 8th December, 2011. As per the provisions of section 260 of the companies Act, 1956, the above director shall hold the office up to the date of the ensuing 20th Annual General Meeting of the Company. As required by the section 257 of the Companies Act, 1956. Notices have been received by the Company from the members of the Company along with the deposits of Rs. 500/- signifying the intention to propose Mr. H.L. Joshi as candidate for the office of the Directors of the Company.

Mr. H. L. Joshi aged 67 years is a BA (Honors), Diploma of Company Law. He has varied experience in the area of Marketing of chemicals, paints and of handling books distribution since many years.

In the interest of the Company, your Directors recommend the appointment of Mr. H. L. Joshi as Independent Director of the Company.

None of the Directors of the Company except Mr. H. L. Joshi are concerned or interested in the resolution.

By Order of the Board of Directors

Sd/-

Place : Indrad (Kadi)
Date : 15-June-2012

Dipak N. Patel
Managing Director

DIRECTOR'S REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the TWENTIETH ANNUAL REPORT together with the Audited Accounts of the Company for the period of 12 months ended on 31st March, 2012.

1. FINANCIAL RESULTS

	₹ In Lacs)	
	As at 31-03-2012 (12 Months)	As at 31-03-2011 (12 Months)
Operating Profit / (Loss) (before interest and depreciation)	12.93	0.89
Less : Interest	0.13	0.47
Profit / (Loss) before depreciation	12.8	0.42
Less : Depreciation	8.67	9.52
Profit / (Loss) before Tax	4.13	(9.10)
Less : Provision for Taxation / FBT.	0.00	0.00
Profit/(Loss) after Tax	4.13	(9.10)
Amount of Profit and Loss A/c brought forward	(252.80)	(243.70)
Amount available for appropriations carried to Balance Sheet	(248.67)	(252.80)

2. DIVIDEND

Your directors regret their inability to recommend any dividend on the equity shares in view of the losses during the period under review.

3. OPERATIONS

The plant's utilization improved to some extent, yet however it remained sub-optimal due to financial constraints and the time which was required to be devoted in technically perfecting the products / formulations, in the nutraceutical health food clinical nutrition field.

4. DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company, Shri Narendra H. Patel a Director of the Company, retires by rotation and being eligible offers himself for re-appointment. With deep regret we wish to inform that the Chairman of the company Shri Narendra C. Patel has ceased to be a director on the board due to his sad demise, his continuing guidance and valuable support was always appreciated and will be remembered by your company. Shri H. L. Joshi has been appointed as Additional Director in the Category of Independent director of the Company.

5. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the Listing Agreement with the Stock Exchanges is enclosed as Annexure A.

6. LISTING OF EQUITY SHARES ON BOMBAY STOCK EXCHANGE (BSE) SCRP CODE : 526269

The Company's equity shares are listed on The Bombay Stock Exchange Limited. The Company has filed application for revocation of suspension of listing of equity Shares of the Company. It will be relisted with BSE. Company has paid listing fees for the year 2012-13, registered with NSDL & CDSL and was allotted ISIN No. INE293N01016.

7. OTHER INFORMATION

The Company has created its own website: www.crestchemlimited.in for the benefit of its equity shareholders and public at large.

The Company has appointed Compliance Officer for better services of the equity shareholders.

The Company's equity shares will be relisted and traded on BSE.

8. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, your Directors confirm that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed.
- Appropriate accounting policies have been selected and applied so as to give a true and fair view of the state of affairs of the Company as at March, 31st 2012 and of the profit of the Company for that period.
- 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.
- The annual accounts have been prepared on a going concern basis.

9. DEPOSITS

No Public deposits were accepted or matured during the period under review.

10. FINANCE

The accumulated losses of the company are in excess of 50% of the net worth, as on 31st March, 2012. The company is not a sick industrial undertaking within the clause (O) of sub clause (i) of section 3 of sick industrial companies (Special Provision) Act, 1985. However, it is potentially sick under the meaning of section 23 of the said Act, and accordingly, as on date, no reference is made to the Board for Industrial and Financial Reconstruction. The said loss includes non cash – depreciation charges. Also the company has no outstanding term loans or working capital loans or any kind of loans from banks or financial institutions. There are no outstanding interest payments on above.

- To tide over companies current financial difficulties, at the request of the company, the Directors of the company have given unsecured interest free loans from time to time from their own funds to help the company to re-structure its operations.
- The company has not incurred any cash losses during the year 2010-11 & 2011-12.

11. AUDITORS

M/s. Talati & Talati, Chartered Accountants, Ahmedabad, the auditors of the Company retire at the conclusion of the ensuing Annual General Meeting. They are eligible for re-appointment and have furnished certificate to the effect that their appointment, if made, will be in accordance with the limits specified in Section 224 (1-B) of the Companies Act, 1956. Your Directors recommend their re-appointment.

In the opinion of directors, the notes to the accounts are self explanatory and adequately explain the matters, which are dealt with by the auditors.

12. COST AUDIT

The Company has not maintained Cost Accounting Records required to be maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under section 209(1) (d) of the Companies Act, 1956. However, the Cost Accountant has been appointed by the Company and the process of preparing cost records is in progress.

13. PARTICULARS OF EMPLOYEES

There is no employee attracting the provisions of section 217(2A) of the companies Act, 1956, read with the rules made there under.

14. INFORMATION REGARDING CONSERVATION OF ENERGY ETC.

Information required u/s. 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 form part of this report. However, as per the provisions of section 219(1)(b) (iv), the reports and accounts are being sent to all shareholders of the Company excluding the information relating to conservation of energy, foreign exchange earnings and outgo, and the statement of particulars of employees. Any shareholder interested in obtaining such particulars may write to the Director / Company Secretary at the Registered Office of the Company.

15. CORPORATE GOVERNANCE REPORT

The Corporate Governance Report & practices followed by the Company are indicated separately in the Annexure B forming part of this report. A certificate from the Practising Company Secretary, regarding the compliances of corporate governance as stipulated under clause 49 of the listing agreement is annexed as Annexure B to this report.

16. COMPLIANCE CERTIFICATE

The compliance certificate issued by the Company Secretary in whole time practice as prescribed under provision to Section 383A(1) of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules, 2001 is attached with this Report.

17. INDUSTRIAL RELATIONS, SAFETY AND ENVIRONMENT

During the year under review, the industrial relations remained harmonious and cordial. The Directors wish to place on record the unstinted efforts and dedicated services extended by the employees at all levels. With their support the Company looks forward to a brighter future.

18. ACKNOWLEDGEMENT

The Directors extend their sincere thanks to the Bankers, Central and State Government Authorities, Customers, Shareholders and all other who have been associated with the Company, for their co-operation, continued support and for the confidence reposed in the management of the Company.

For and on behalf of the Board

Sd/-

Dipak N. Patel
Managing Director

Place : Indrad (Kadi)
Date : 15-June-2012

ANNEXURE A

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development:

Your Company is engaged in the field of Processing / Job working / Manufacturing, of specialty chemical ingredients, in dry powder forms, finding applications as a nutritious (or as an edible additive) raw material, in dry re-constitutable food and pharmaceutical recipes. Commercially, at times known as the nutraceutical Industry products or as Entral Nutritional Industry raw materials, Health Food Industry raw material etc.

Opportunities, Threats, Risk and Concerns:

This is a developing field, emerging out of the fusion of certain aspects of three industries, namely The Chemical – The Food – The Pharmaceutical Industry, with an opportunity of growth. But currently the cost of manufacturing and marketing is high, as volume of business is low, since the concept has yet to catch-up In India, as compared to certain countries abroad, which is a kind of threat to the viability, at least for the time being. The risk is that the “off-the shelf ready to use packaged products” which are costly and targeted to the modern life, depends on how fast the purchasing power of Indian Mass Public improves. Currently our concerns are to find customers /Job work customers in this field who can give us remunerative prices. The management now feels optimistic to find the same, which was difficult to find till now.

Financial Performance With Respect To Operational Performance:

The plant's utilization remained sub optimal due to financial constraints and the time which was required to be devoted in technically perfecting the products / formulations, in the nutraceutical / health food / clinical nutrition field.

Internal Control Systems and their adequacy:

Your Company has adequate internal controls for its business across departments to ensure efficiency of operations, compliances with internal policies and applicable laws and regulations, protection of

resources and assets and accurate reporting of financial transactions.

The internal control system is supplemented by extensive internal checking system, regular reviews by management and standard policies and guidelines to ensure the reliability of financial and all other records.

Human Resource / Industrial Relations:

Your Company believes that it is the employee's skills and capabilities which will provide the necessary cutting edge to face challenges and market competition. Your Company re-emphasizing philosophy that employee well-being is extremely important, welfare activities have been given a boost. Your Company strives to maintain a professional work environment where every employee feels satisfied and appreciated.

Business Outlook:

The growth of our Companies business depends upon several factors as discussed above. However, management visualizes that, shortly time will come in which we will be able to introduce new formulations and the same will, get properly accepted in the market, looking at some improvement in purchasing power of Indian Mass Public.

Cautionary Statement:

Certain statements in this report may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like regulatory changes, local, political or economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward-looking statements.

The Company will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

ANNEXURE B CORPORATE GOVERNANCE

[Pursuant to clause 49 of the listing agreement with the Stock Exchange.]

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance envisages following of fair business and corporate practices, whereby ensuring better satisfaction of grievances, if any, of all its stakeholders including customers, shareholders and employees, guided by commitment towards efficiency and excellence in every aspect of its business, with due concern for social responsibility.

2. BOARD OF DIRECTORS:

(a) Composition of Board :

The Board of directors of the Company consists of 4 directors out of which there is one Managing Director and 3 Non Executive directors, who are eminent personnel with wide range of skills and experience in business, finance and law. The chairman of the board expired during the year and 1 independent director was appointed in his place, due compliances have been made for the same. The Board comprises of 3 independent directors. The Board normally meets once in a quarter, and additional meetings are held as and when required.

(b) Details of attendance of each director at the Board Meetings and the last Annual General Meeting (AGM), with particulars of their other directorship, and chairmanship / Memberships of board / committees :

	Directors	Category	Attendance Particulars		No. of other Directorships and other committee memberships / chairmanships held in other public Ltd. Companies.		
			Board Meeting	Last AGM	Directorships	Committee Memberships	Committee Chairmanship
1	Mr. Narendra C. Patel (Resigned on 8 th December, 2011)	Chairman & Non-executive Director	5	Yes	-	-	-
2	Mr. Dipak Patel	Managing Director	7	Yes	-	-	-
3	Mr. Rajesh I. Mody	Non-executive Independent Director	7	Yes	-	-	-
4	Mr. Narendrakumar H. Patel	Non-executive Independent Director	7	Yes	-	-	-
5	Mr. H.L. Joshi (Appointed on 8 th December, 2011)	Non-executive Independent Director	2	No	-	-	-

(c) No. of Board meeting held and dates on which held :

Seven Board Meetings were held during the year ended March, 2012 viz. on 30th April, 2011, 27th May, 2011, 30th July, 2011, 19th September, 2011, 14th November, 2011, 8th December, 2011 and 14th February, 2012.

BOARD COMMITTEES

3. AUDIT COMMITTEE:

The Audit Committee was constituted on 15-03-2003 consisting of three directors. The quorum is 2 members. The terms of the reference of the Audit committee include approving and implementing the audit procedures and techniques, reviewing the financial reporting system, internal control systems, ensuring compliance with the regulatory guidelines, and reviewing the risk management policies of the Company. The Audit committee met prior to the finalization and approval of accounts for the year ended on 31st March, 2012. The committee has full access to all accounting records of the company.

The present composition of the audit committee, meetings and attendance is as follows:

Name of the Members	Designation and Category	Profession	Attendance at the Audit Committee meeting held on				
			30 th Apr, 2011	27 th May, 2011	30 th July, 2011	14 th Nov, 2011	14 th Feb, 2012
Mr. Narendrakumar H. Patel	Chairman of the committee and non-executive Independent Director	Graduate in Accounts (Commerce) and having experience of Sr. Accountancy and Finance, besides marketing experience.	Yes	Yes	Yes	Yes	Yes
Mr. Rajesh I. Mody	Member of the committee and non-executive Independent Director	Graduate in Science and experienced businessman	Yes	Yes	Yes	Yes	Yes
Mr. Dipak N. Patel	Managing Director	Graduate in Science and MBA having Sr. Management experience.	Yes	Yes	Yes	Yes	Yes

The Audit Committee invites such of the executives and directors as it considers appropriate to be present at the meetings. The manager/ Accountant / Auditors etc are normally invited to these meetings. The minutes of Audit Committee meetings are noted by the Board of Directors at the Board Meeting.

4. REMUNERATION COMMITTEE : (NON-MANDATORY)

The present composition of remuneration committee, its meetings and attendance is as follows:

Name of the Members	Designation and Category	Attendance at the Remuneration Committee meeting held on 14 th February, 2012
Mr. Rajesh I. Mody	Chairman of the Committee and Non-executive Independent Director	Yes
Mr. Narendrakumar H. Patel	Member and Non-executive Independent Director	Yes

One Remuneration Committee meeting was held during the year. The quorum was two members.

The Non Executive Directors are not entitled to remuneration, as on date, for attending committee meetings, except the sitting fees for attending board meetings. The broad terms of reference of remuneration committee are to review remuneration practices including those payable to directors/managing directors, subject to the approval of the board/shareholders.

5. SHAREHOLDERS' / INVESTORS' GRIEVANCES COMMITTEE:

The Committee looks into redressal of shareholders / Investors grievance, if any, like transfer / transmission / demat of shares, loss of share certificate, non-receipt of Annual Report etc. The quorum was 2 members. The present composition of the committee, its meetings and attendance is as follows:

Name of the Members	Designation and Category	Attendance at the Shareholder's/ Investor's Grievances meeting held on				
		30 th Apr, 2011	30 th July, 2011	14 th Nov, 2011	8 th Dec, 2011	14 th Feb, 2012
Mr. Narendra C. Patel (Resigned on 8 th December, 2011)	Chairman of the committee and non-executive Director	Yes	Yes	Yes	No	No
Mr. Narendrakumar H. Patel	Member of the committee and non-executive Independent Director	Yes	Yes	Yes	Yes	Yes
Mr. Rajesh I. Mody	Member of the committee and non-executive Independent Director	Yes	Yes	Yes	Yes	Yes
Mr. H.L Joshi (Appointed on 8 th December, 2011)	Member of the committee and non-executive Independent Director	No	No	No	Yes	Yes

During the year under review, the Company has looked into the redressal of shareholders and investor's complaints like transfer / transmission of shares, non -receipt of balance sheet, demat etc. The details of complaints received and resolved are given in the following table.

Complaints Received	Complaints Resolved	Pending on 31 st day of March, 2012
6	6	NIL

6. GENERAL BODY MEETINGS:

Location, time and date where last three Annual General Meetings of the Company were held are given below:

Financial Year	Date	Time	Location of the Meeting	Any Special Resolution Passed
2008-2009 (12 Months Period)	30/09/2009	05.00 p.m.	SEVENTEENTH AGM at Regd. Office of the Company at : 325, INDRAD - 382721, Tal. : Kadi, Dist.: Mehsana, (North Gujarat)	No
2009-2010 (12 Months Period)	28/09/2010	05.00 p.m.	EIGHTEENTH AGM at Regd. Office of the Company at : 325, INDRAD - 382721, Tal. : Kadi, Dist.: Mehsana, (North Gujarat)	No
2010-2011 (12 Months Period)	30/09/2011	05.00 p.m.	NINETEENTH AGM at Regd. Office of the Company at : 325, INDRAD - 382721, Tal. : Kadi, Dist.: Mehsana, (North Gujarat)	No

7. MEANS OF COMMUNICATION:

- The quarterly, half yearly and full year results are prepared. Audited – annual reports are sent to the shareholders.
- Pursuant to the requirement of Clause 47 (F) of the Listing Agreement, the company has also created email address for making investor's grievance directly i.e. info@crestchemlimited.in
- The management discussion and analysis report forms part of Directors Report.
- The data and information relating to the Company can be accessed from the following websites : www.crestchemlimited.in.

ANNUAL REPORT 2011-2012

8. GENERAL SHAREHOLDER INFORMATION:

(i) Annual General Meeting

Day, Date & Time : Friday, September 28th 2012 at 5.00 p.m.
 Venue : Conference Hall, Mahisagar Snack point, Thol Road, Taluka: Kadi, District - Mehsana: 382 715 (NORTH GUJARAT)

(ii) Financial Calendar period : 01-04-2011 to 31-03-2012

(iii) Date of Book Closure : 24th September, 2012 to 28th September, 2012 (Both days inclusive)

(iv) Listing on Stock Exchange :

(a) The Delhi Stock Exchange Ltd (DSE)

All Annual listing fees to DSE has been paid upto financial year 2011-2012. Under the Amnesty Scheme of DSE, the said stock exchange has now revoked the suspension in the trading of securities of our company, to the benefit of our company.

(b) The Stock Exchange Mumbai (BSE)

All Annual listing fees to BSE is paid upto the Financial Year 2011-2012. Efforts are in progress to get the revocation of suspension in the trading of securities of our company from BSE, we are at a very advanced stage.

(v) Stock Code / Symbol :

Bombay Stock Exchange, (BSE) 526269

Delhi Stock Exchange Ltd., Delhi (DSE) 7118

(vi) ISIN No. INE 293 N 01016 was granted by CDSL.

(vii) Market Price Data :

The Company's shares were not actively traded on the Stock Exchanges, as the suspension is still in force in trading of securities of the company at BSE. Hence the monthly high and low quotations were not applicable. Efforts are on way to get the said suspensions imposed by BSE revoked in due course.

(viii) Registrar & Share transfer Agents :

The Company has appointed a Registrar and Share Transfer Agent (RTA), to handle Physical and Dematerialized shares. For Share Transfer, Demat & any other Communications relating to Share Certificates, Change of address, Investor Grievances etc. to be sent to:

LINK INTIME INDIA PRIVATE LIMITED

C-13, Pannalal Silk Mills Compound, L B S Marg, Bhandup (West), Mumbai - 400078

Tel: 022 - 25963838, Fax : 022 - 25966969

Email Id: pha.krishnan@linkintime.co.in

(ix) Share Transfer System :

Share transfer requests are registered within an average period of 15 days to 20 days from the date of receipt.

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

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

(xi) Share-Distribution Schedule as on 31-03-2012:

No. of Equity Shares	No. of Share holders	% of share holders	No. of Share held	% of share holding
1 - 5000	11620	99.8281	2210400	73.68
5001 - 10000	9	0.0773	75900	2.53
10001 - 20000	4	0.0344	58800	1.96
20001 - 30000	3	0.0258	80700	2.69
30001 - 40000	1	0.0086	35000	1.167
40001 - 50000	—	—	—	—
50001 - 100000	1	0.0086	50600	1.687
100001 - 999999990	2	0.0172	488600	16.286
Total	11640	100.00	30000000	100.00

All above shares are in physical mode.

(xii) Shareholding Pattern as on 31st March, 2012:

Category	No. of Shares	% of holding
Non-Resident Indians	100700	3.36
Nationalized Banks	3900	0.13
Bodies Corporate	15500	0.52
Directors	184700	6.16
Relatives of Directors	561800	18.72
Others	2133400	71.11
TOTAL	3000000	100.00

All above shares are in physical mode.