



**PRAG BOSIMI SYNTHETICS LIMITED**

**24th Annual Report**

**2015 - 2016**

## **Prag Bosimi Synthetics Limited**

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### **BOARD OF DIRECTORS**

**Shri. H. K. Sharma, IAS**  
Chairman

**Shri. Hemant B. Vyas**  
Managing Director

**Shri. Devang H. Vyas**

**Shri. M. K. Das**

**Shri. Girindra Mohan Das**

**Shri. Rohit P. Doshi**

**Smt. Deepali Pathak**

**Shri. Mukund Trivedi**  
(w.e.f. 14.08.2015)

### **COMPANY SECRETARY**

**Mrs Shweta Mahajan**  
(w.e.f. 08.03.2016)

**Shri. Rajesh Shetty**  
(upto 29.02.2016)

### **AUDITORS**

M/s Bharat Shroff & Co.  
Chartered Accountants  
Mumbai

M/s AMD & Associates  
Chartered Accountants  
Guwahati

### **BANKERS**

Dena Bank  
IndusInd Bank  
IDBI Bank

### **REGISTERED OFFICE**

House No.4, Nilgiri Path,  
R.G.Barua Road,  
Near Doordarshan,  
Guwahati- 781 024 Assam.  
Website : www.pragbosimi.in  
Email : secretarial@bosimi.com  
CIN : L17124AS1987PLC002758

### **PLANT**

Bijulibari Village,  
P.O. Khandajan, Via Sipajhar,  
Dist. Darrang 784 145  
Assam

### **CORPORATE OFFICE**

R-79/83, Laxmi Insurance Building,  
5th Floor, Sir P.M. Road,  
Mumbai- 400001

### **REGISTRAR & SHARE TRANSFER AGENT**

Sharex Dynamic (India) Private Limited  
Unit- 1, Luthra Ind Premises,  
Andheri Kurla Road, Safed Pool,  
Andheri (East), Mumbai 400072.

### **SUBSIDIARIES**

**Prag Bosimi Texurising Private Limited**  
R.G.Barua Road,  
House No.4, Nilgiri Path, Near Doordarshan,  
Guwahati- 781 024 Assam.

**Prag Bosimi Packaging Private Limited**  
R.G.Barua Road,  
House No.4, Nilgiri Path, Near Doordarshan,  
Guwahati- 781 024 Assam.

**Prag Jyoti Textile Park Private Limited**  
R.G.Barua Road,  
House No.4, Nilgiri Path, Near Doordarshan,  
Guwahati- 781 024 Assam.

## NOTICE

Notice is hereby given that the 24th Annual General Meeting of Prag Bosimi Synthetics Limited will be held on Thursday, 29th September, 2016 at 11.30 am at House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati-781024 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2016 and Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri Devang H Vyas (DIN 00076459), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** M/s. Bharat Shroff & Company, Chartered Accountants (Registration No. 131026W) and M/s. A M D & Associates, Chartered Accountants (Registration No. 318191E) be re-appointed as the Joint Auditors of the Company and they together to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

### SPECIAL BUSINESS:

4. To re-appoint Smt. Deepali Pathak (DIN 05217417) as an Independent Director and in this regard to

consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Smt. Deepali Pathak (DIN 05217417), a Non-Executive Director of the Company, who has submitted a declaration that she 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 to hold office for a term of three years from the date of this Annual General Meeting “.

5. To appoint Shri Mukund Trivedi (DIN 07179964) as an Independent Director and in this regard to consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri. Mukund Trivedi (DIN 07179964), 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 to hold office for a term of three years from the date of this Annual General Meeting.”

By order of the Board of Directors

Date: 30th August, 2016

Place: Guwahati

Hemant B. Vyas

Managing Director

Devang Vyas

Director & CFO

## Prag Bosimi Synthetics Limited

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### NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **THE INSTRUMENT APPOINTING PROXY DULY COMPLETED AND STAMPED, MUST REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE AFORESAID MEETING.**
3. The Register of Members and the Share Transfer Books of the Company will be closed from Thursday, 22<sup>nd</sup> September, 2016 to Thursday, 29<sup>th</sup> September, 2016 (both days inclusive).
4. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. In any correspondences with the Company, members are requested to quote their account/ folio numbers and in case their shares are held in the dematerialized form, they must quote their Client ID Number and their DP ID Number.
7. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility by filing Form 2B. Members holding shares in the dematerialized form may contact their Depository Participant for recording nomination in respect of their shares.
8. Members/ Proxies attending the meeting are requested to bring their Attendance Slip, sent herewith, duly filled in.
9. Shareholders are requested to register their e-mail addresses, in respect of electronic holding with their respective Depository Participants .
10. The EVSN Number for e-voting is 160831032.  
The instructions for shareholders voting electronically are as under:
  - (i) The voting period begins on Monday, 26<sup>th</sup> September, 2016 at 9.00 am and ends on Wednesday, 28<sup>th</sup> September, 2016 at 5.00 pm. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 21<sup>st</sup> September, 2016 may cast their vote electronically. The e-

voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a) For CDSL: 16 digits beneficiary ID,
  - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) 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)-

- Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
- In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters.

Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

#### Dividend Bk Details OR Date of Birth (DOB)

Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

- If both the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (iv).

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- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the Electronic Voting Serial Number (EVSN) for Prag Bosimi Synthetics Limited on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

## Prag Bosimi Synthetics Limited

Details of Directors seeking appointment or reappointment in the Annual General Meeting fixed on **29<sup>th</sup> September, 2016 (In pursuance to Regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (earlier Clause 49 to the Listing Agreement)**

Name of the Director	Shri Devang H. Vyas	Smt. Deepali Pathak	Shri. Mukund Trivedi
Date of Birth	12th May, 1969	02 <sup>nd</sup> April 1976	13 <sup>th</sup> December, 1949
Date of appointment	15 <sup>th</sup> May, 2014	08 <sup>th</sup> July 2015	14 <sup>th</sup> August 2015
Qualification	Chemical Engineer, MBA (Finance)	LLB	B Com
Expertise in specific functional area	Management Administration and Finance	Law and Finance	Business
List of Outside Directorships held	Bosimi Exports (India) Limited	0	0
Chairman or members of the Committee of the Board of Directors of other Companies*	NIL	Nil	Nil
Number of shares in the Company	3860 shares	Nil	3000 shares
Inter se Relationship with other Directors & KMP	Mr. Devang Vyas is the son of Mr. Hemant B Vyas (Managing Director)	NA	NA

**\*Note:** Excludes Chairmanship/Directorship in Private Limited Companies, Foreign Companies, Companies under Section 8 of the Companies Act, 2013 and excludes Committees formed by such Companies.

## **Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

### **Item No. 4**

Smt Deepali Pathak was appointed on 31st March 2015 and had been regularized in the AGM held on 08th July 2015 for one year. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors have proposed that Smt. Deepali Pathak be further continued as an Independent Director of the Company for a period of three years.

The appointment of Smt. Deepali Pathak shall be effective upon approval by the members in the Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Smt. Deepali Pathak for the office of Director of the Company.

Smt. Deepali Pathak is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has received a declaration from Smt. Deepali Pathak that she meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. In the opinion of the Board, Smt. Deepali Pathak fulfills the conditions for her appointment as an Independent Director as specified in the Act and under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. Smt. Deepali Pathak is independent of the management and possesses appropriate skills, experience and knowledge in the field of finance.

### **Item No. 5**

Shri Mukund Trivedi was appointed in the Board meeting held on 14th August 2015. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members for its regularization. Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors have proposed that Shri. Mukund Trivedi be regularized for a term of three years.

The appointment of Shri Mukund Trivedi shall be effective upon approval by the members in the Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Shri Mukund Trivedi for the office of Director of the Company .

Shri Mukund Trivedi is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Shri Mukund Trivedi that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. In the opinion of the Board, Shri Mukund Trivedi fulfills the conditions for his appointment as an Independent Director as specified in the Act and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. Shri. Mukund Trivedi is independent of the management and has 30 years of rich experience and knowledge in the field of bank and finance.

**By order of the Board of Directors**

Date: 30th August, 2016

**Hemant B. Vyas**

**Devang Vyas**

Place: Guwahati

Managing Director

Director & CFO

## Prag Bosimi Synthetics Limited

### DIRECTORS' REPORT

To,

The Members,

Prag Bosimi Synthetics Limited (PBSL).

Your Directors have pleasure in presenting the 24<sup>th</sup> Annual Report together with audited accounts of the Company for the year ended on 31<sup>st</sup> March, 2016

#### FINANCIAL RESULTS:

The financial results of your Company for the year under review are summarized below:

FINANCIAL HIGHLIGHTS	(` in Crores)	
	2015-2016 12 Months ended 31st March 2016	2013-2015 18 Months ended 31st March 2015
Gross Turnover	137.63	1.52
Turnover net of Excise duty	137.63	1.52
Profit/ (Loss) before Depreciation, Interest and Taxation	12.23	(5.71)
(Add)/ Less: Interest	(13.37)	(19.31)
(Add)/ Less: Depreciation	(9.25)	(11.96)
Profit / (Loss) for the year	(10.40)	(36.98)
Add/ (Less) Loss brought forward from the previous period	(173.27)	(136.29)
Total Loss carried forward to next period/ year	(183.67)	(173.27)

#### COMPANY'S ACTIVITIES :

Your Directors regret to inform you that during the year under review, your Company could not restart its factory operations.

Your Company did undertake some trading activities in textile related products. Keeping in view of the encouraging response received while dealing with the textile products and buoyed by both strong domestic consumption as well as recent Textile policy announced by Government of India ,the Company has started a separate division named Bosimi Apparel under the Brand Name "BOSIMI"

#### DIVIDEND :

Due to the Loss incurred in the year under review, your directors do not recommend any dividend.

#### ONE TIME SETTLEMENT WITH BANKS AND FINANCIAL INSTITUTIONS :

We would also like to inform you that your company has been successful in achieving one time settlement of more than 80% of the OCCDs. The OCCD holders were IDBI (portfolio transferred to ARCIL), IFCI, Standard Chartered

Bank, UTI & GIC. We are hopeful that the remaining OCCDs will also be settled shortly.

#### DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As per the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Shri. Devang Vyas (DIN 00076459), the Director of the Company would be retiring by rotation and being eligible, offers himself for re-appointment at the ensuing Annual General Meeting (AGM). Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the detailed profile of the Director retiring by rotation is provided in the Notice convening the Annual General Meeting (AGM).

Shri G.M.Das (DIN 00144978), Shri Rohit P Doshi (DIN 00424996) and Smt. Deepali Rajneesh Pathak (DIN 05217417) were appointed as Independent Directors of the Company in the 23<sup>rd</sup> Annual General Meeting held on 8<sup>th</sup> July, 2015; Shri G M Das and Shri Rohit Doshi hold office for a period of 5 years whereas Smt. Deepali Pathak holds office for a period of one year. As such, she has been reappointed in the Board Meeting dated 11<sup>th</sup> August 2016 up to the date of the ensuing AGM.

Shri Mukund Trivedi (DIN 07179964) was appointed as Additional Director of the Company on 14<sup>th</sup> August 2015 to hold office upto the date of the ensuing Annual General Meeting as per provisions of the Companies Act, 2013 and the said SEBI Regulations.

Shri Ramesh Pokhriyal was appointed as CEO of the Company in its Board Meeting held on 6<sup>th</sup> March 2016. Smt Shweta Mahajan was appointed as Company Secretary and Compliance Officer of the Company on 8<sup>th</sup> March 2016 in place of Shri. Rajesh Shetty, who resigned w.e.f 29<sup>th</sup> February 2016.

#### DECLARATIONS BY INDEPENDENT DIRECTORS:

The Company has received declarations from all the Independent Directors under Section 149(6) of the Companies Act, 2013 confirming their independence vis-à-vis the Company.

#### TRANSFER TO RESERVES :

In view of loss incurred during the year under review, the Board of Directors has not recommended transfer of any amount to reserves. However, the Company has transferred an amount of ₹ 417,949,231/- to the General Reserves which has resulted from the settlement of the earlier OCCDs

#### PUBLIC DEPOSITS:

The Company has not accepted any Public Deposits during the year under review.

#### DEPRECIATION ON PLANT & MACHINERY :

Depreciation is systematically allocated over the useful life of an asset as specified in Part C of Schedule II of Companies Act, 2013.



**MATERIAL CHANGES AND COMMITMENTS :**

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors of your Company confirm that:

- a) in the preparation of the accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) such accounting policies have been selected and applied consistently and the Directors 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 as at 31st March, 2016 and of the loss of the Company for that year;
- c) proper and sufficient care was taken 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;
- d) the accounts of the Company have been prepared on a going concern basis;
- e) internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**BOARD MEETINGS:**

The Board of Directors met 7 times during the year ended 31st March, 2016 in accordance with the provisions of the Companies Act, 2013 and rules made there under and the details are given in the Corporate Governance Report annexed hereto

**NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee of Directors was constituted by the Board of Directors of the Company in accordance with the requirements of Section 178 of the Act.

The composition of the committee is as under:

1. Mr. G. M. Das, Chairman, Independent Director
2. Mr. M.K. Das, Director and
3. Mr. Rohit Doshi, Independent Director.

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013,

formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of Directors and policy relating to remuneration for Directors, Key Managerial Personnel and other employees.

**POLICY:**

The Board of Directors of the Company has designed Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

**VIGIL MECHANISM POLICY FOR THE DIRECTORS AND EMPLOYEES:**

The Board of Directors of the Company has, pursuant to the provisions of Section 178(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 framed "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensure adequate safeguards to employees and Directors from any victimization of any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc.

The employees of the Company have the right/option to report their concern/grievance to the Chairman of the Audit Committee.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

**DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:**

1. We have received Income Tax Order dated 22<sup>nd</sup> June 2016 for outstanding demand of ₹ 74.57 lakh for the Assessment years 2005-2006. In this regard, the Board had replied to the Income Tax authorities on 5<sup>th</sup> August 2016 that the Company has been incurring losses since past many years. As a consequence, the company has huge assessed carry forward losses and unabsorbed depreciation which needs to be set off against the demand raised by IT Department.
2. Company Law Board, Kolkata Bench, vide its order dated 27<sup>th</sup> May 2016 had directed the Company to register the transfer of Preference shares in favour of the Petitioner Company 3A Capital Limited despite of the fact that the said preference shares has already been cancelled by High Court, Guwahati vide its Order dated 18<sup>th</sup> December 2012. The Company had appealed against the CLB order dated 27<sup>th</sup> May 2016 in Guwahati High Court.

## Prag Bosimi Synthetics Limited

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### **CORPORATE GOVERNANCE:**

Your Company affirms its commitment to Corporate Governance and is fully compliant with the conditions of Corporate Governance stipulated in Clause 49 of the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges. A separate section on compliance of Corporate Governance and a Certificate from the Auditor's firm dated 30<sup>th</sup> May, 2016 in this regard are annexed hereto and forms a part of the Report.

### **MANAGEMENT DISCUSSION AND ANALYSIS:**

The Management's Discussion and Analysis Report, as required under Corporate Governance, forms a part of this report and gives a reflection of the current state of business. It also deals with opportunities, challenges and the outlook of the Company.

### **CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES :**

There were related party transactions during the year which were done on arm length basis, the details of which has been mentioned in the Notes to Accounts, Part 1(xii) as per AS-18 in Notes forming part of the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2016.

### **DISCLOSURE OF INTERNAL FINANCIAL CONTROLS :**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

### **LOANS, GUARANTEES, INVESTMENTS :**

During the year, Company has not given any loan, guarantee or investment as per Section 186 of the Companies Act, 2013.

### **SUBSIDIARIES:**

The Company has 3 subsidiary companies viz. Prag Bosimi Texurising Private Limited , Prag Bosimi Packaging Private Limited, and Prag Jyoti Textile Park Private Limited; the consolidated accounts of these Subsidiary Companies are annexed to this report along with the Cashflow statement and Notes to Accounts pursuant to the Companies Act, 2013.

For the implementation of the Textile Park project, 72,490 shares of Rs 10/- each has been allotted to the new shareholders, who will be setting up different units in the Park. As a result of this, the holding of 100% of Prag Bosimi Synthetics Limited has been reduced to 60.87%

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:**

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in Annexure 'I' which forms part of this Report.

### **EXTRACT OF ANNUAL RETURN:**

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, extract of the Annual Return for the financial year ended 31<sup>st</sup> March 2016 , made under the provisions of Section 92(3) of the Act is attached as Annexure 'II' which forms part of this Report.

### **ANNUAL EVALUATION OF DIRECTORS, COMMITTEE AND BOARD:**

Attendance at the meetings, Participation and contribution, Responsibility towards stakeholders, Contribution in Strategic Planning, Compliance and Governance, Participation, Performance Evaluation and updation of knowledge are the criteria's for Performance Evaluation of Directors, Committee and Board.

### **DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND OTHER DISCLOSURES AS PER RULE 5 OF COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:**

The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year under review has been marked as Annexure 'III'.

### **OBSERVATIONS OF STATUTORY AUDITORS ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2016 :**

The observations made by the Statutory Auditors in their report for the financial year ended 31<sup>st</sup> March 2016 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

### **SECRETARIAL AUDIT REPORT FOR THE YEAR ENDED 31ST MARCH, 2016 :**

Mr. Rakesh Kapur, Practising Company Secretary, Mumbai, who was appointed as Secretarial Auditor of the Company for the year 2015-16, pursuant to Section 204(1) of the Companies Act,2013 has conducted the Secretarial Audit for the said year, has furnished his report dated 30<sup>th</sup> May, 2016 and the said report forms a part of this Report hereof. The said report does not contain any observation

or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

**INTERNAL CONTROL SYSTEMS:**

Adequate internal control systems commensurate with the nature of the Company's business and size and complexity of its operations are in place has been operating satisfactorily. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and adequately protected.

**AUDITORS:**

M/s. Bharat Shroff & Company, Chartered Accountants, Mumbai and M/s. A M D & Associates, Chartered Accountants, Guwahati Auditors of the Company will retire at the forthcoming Annual General Meeting, and being eligible, offer themselves for re-appointment as the Joint Auditors of the Company.

**INTERNAL AUDITOR:**

M/s. Dhawan Pandey & Associates, Chartered

Accountants, were appointed as Internal Auditors of the Company.

**INDUSTRIAL RELATIONS/ HUMAN RESOURCES:**

Your Company maintained healthy, cordial and harmonious industrial relations at all levels during the year under review. Your Company firmly believes that a dedicated workforce constitute the primary source of sustainable competitive advantage. Accordingly, human resource development continues to receive focused attention. Your Directors wish to place on record their appreciation for the dedicated and commendable services rendered by the staff and workforce of your Company.

**APPRECIATION:**

Your Directors take this opportunity to offer their sincere thanks to the Government of India, State Government of Assam, AIDC, Dena Bank, IDBI, Standard Chartered Bank, IFCI Ltd, LIC, UTI, GIC & its subsidiaries, SBI, NEDFI, Allahabad Bank, Bank of Baroda, Central Bank of India, UCO Bank, Indusind Bank, North East Frontier Railways, Srei Infrastructure Finance Limited and our valued investors who through their continued support and co-operation, have helped in your Company's progress.

**By order of the Board of Directors**

Date: 30th August, 2016

Place: Guwahati

**Hemant B. Vyas**

Managing Director

**Devang Vyas**

Director & CFO

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **DISCLAIMER STATEMENT**

Certain statements in this report on Management Discussion and Analysis may be forward looking statements and have been issued in terms of the applicable laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however differ materially from those expressed in the statements or implied due to the influence of external and internal factors, which are beyond the control of the Company. The Company assumes no responsibility in respect of forward-looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

### **INDUSTRY OUTLOOK**

Company's products, i.e, polyester POY, DTY ( also in the process of installing additional capacities ) belongs to the hybrid category. Its raw material PTA & MEG falls under petro chemical industry and its output i.e POY/ DTY is used in the Textile Industry and falls under the category of Manmade Fibre

The outlook for the coming year is favourable for polyester as the declining cotton production may result the shifting of the consumer preferences from cotton to polyester. Indian polyester demand is expected to grow at a CAGR of around 8% by end of 2020

The demand for manmade fibre is expected to grow steadily with the increase in population, per capita income, spending power and growth in GDP.

### **OPPORTUNITIES**

#### **INCREASED APPLICATION COUPLED WITH GOVERNMENT THRUST**

POY/ DTY is finding increased application in products like soft luggage, sports jerseys,airbags, safety belts, surgical gowns and drapes etc. This is in addition to steady growth in the conventional uses of polyester

Government thrusts to the manufacturing sector with initiatives like Make in India and newly announced Textile policy will also help our Company.

### **CHALLENGES**

Volatility of Crude prices may impact the growth / viability of the industry as substantial cost of production is based on raw material price.

**ANNEXURE TO THE DIRECTORS' REPORT**

**Form AOC – 1**

**Part A: Subsidiaries**

{Pursuant to first proviso to Sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules 2014}

Statement containing salient features of the financial statement of subsidiaries

1. Name of subsidiaries which are yet to commence operations:	1. Prag Jyoti Textile Park Private Limited 2. Prag Bosimi Texurising Private Limited 3. Prag Bosimi Packaging Private Limited
2. Name of subsidiaries which have been liquidated or sold during period:	NIL

## Prag Bosimi Synthetics Limited

### ANNEXURE TO THE DIRECTORS' REPORT

#### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS/ OUT GO:

##### Annexure I

#### (A) POWER AND FUEL CONSUMPTION

Particulars	CURRENT PERIOD	PREVIOUS PERIOD
1. Electricity:		
Purchased:		
(a) No of Units	Nil	Nil
(b) Total Amount (Rs.)	Nil	Nil
(c) Rate/Unit (Rs.)	Nil	Nil
Own Generation:		
Through Diesel generators		
(a) No. Of Units:	Nil	Nil
(b) Unit per litre of Diesel	Nil	Nil
(c) Cost/Unit (Rs.)	Nil	Nil
Through steam turbine generation	Nil	Nil
No. of Units:	N.A	N.A.
Unit per litre of Fuel oil/Gas	N.A	N.A.
Cost/Unit	N.A	N.A.
2. Coal (specify quality and where used)	N.A	N.A.
Quantity:	N.A	N.A.
Total cost	N.A	N.A.
Average Rate	N.A	N.A.
3. Furnace Oil:	N.A	N.A.
Quantity (KL)	N.A	N.A.
Total Amount (Rs.)	N.A	N.A.
Average Rate (Rs)	N.A	N.A.
4. Steam:	N.A	N.A.
Quantity in Tons:	N.A	N.A.
Total Cost: (Rs.)	N.A	N.A.
Rate per Ton (Rs)	N.A	N.A.
Consumption per unit of production	N.A	N.A.
Electricity per K.G. Yarn in No of Units	N.A	N.A.
Furnace Oil (Liter)	N.A	N.A.
Coal	N.A	N.A.
Steam in K.G. per K.G of Yarn	N.A	N.A.

#### B. FOREIGN EXCHANGE EARNINGS/OUTGO:

Foreign Exchange Earnings	Nil	Nil
Foreign Exchange Outgo	Nil	Nil
Capital Goods	Nil	Nil
Stores, spares and consumable	Nil	Nil
Others	Nil	Nil

By order of the Board of Directors

Date: 30th August 2016  
Place: Guwahati

Hemant B. Vyas  
Managing Director

Devang Vyas  
Director & CFO

## ANNEXURE II

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31<sup>st</sup> March 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

## FORM NO.MGT - 9

## I. REGISTRATION AND OTHER DETAILS:

CIN	L17124AS1987PLC002758
Registration Date	31st July, 1987
Name of the Company	PRAG BOSIMI SYNTHETICS LTD
Category / Sub-Category of the Company	INDIAN NON GOVERNMENT COMPANY
Address of the Registered office	HOUSE NO 4, NILGIRI PATH, R.G.BARUA ROAD, NEAR DOORDARSHAN, GUWAHATI, ASSAM-781024
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any:	Sharex Dynamic (India) Private Limited, Unit- 1, Luthra Industrial Premises, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai 400072.

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/services	Code of the Product/service	% to total turnover of the company
1	Polyester Filament Yarn (PFY)	540242	Nil

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN / GLN	Holding / subsidiary / associate	% of shares held
1	PRAG JYOTI TEXTILE PARK PRIVATE LIMITED R.G.Barua Road, House No.4, Nilgiri Path, Near Doordarshan, Guwahati- 781 024 Assam.	U17290AS2010PTC010321	Subsidiary	60.87%
2	PRAG BOSIMI PACKAGING PRIVATE LIMITED R.G.Barua Road, House No.4, Nilgiri Path, Near Doordarshan, Guwahati- 781 024 Assam.	U21022AS2011PTC010357	Subsidiary	100%
3	PRAG BOSIMI TEXURISING PRIVATE LIMITED R.G.Barua Road, House No.4, Nilgiri Path, Near Doordarshan, Guwahati- 781 024 Assam.	U17290AS2010PTC010340	Subsidiary	100%

## Prag Bosimi Synthetics Limited

### IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) :

#### (i) CATEGORY WISE SHAREHOLDING

Category of Shareholders	No. of Shares held at the beginning of the year 01/04/2015				No. of Shares held at the end of the year 31/03/2016				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. PROMOTER'S</b>									
<b>(1) INDIAN</b>									
(a). Individual	1613505	275060	1888565	2.539	1403762	954144	2357906	3.17	0.631
(b). Central Govt.									
(c). State Govt(s).	18377980	0	18377980	24.707	18377980	0	18377980	24.707	0
(d). Bodies Corporate	6428109	7295400	13723509	18.45	6428109	7295400	13723509	18.45	0
(e). FIINS / BANKS.									
(f). Any Other			0						
<b>Sub-total (A) (1):-</b>	<b>26419594</b>	<b>7570460</b>	<b>33990054</b>	<b>45.696</b>	<b>26209851</b>	<b>8249544</b>	<b>34459395</b>	<b>46.327</b>	<b>0.631</b>
<b>(2) FOREIGN</b>									
(a). Individual NRI / For Ind	0	904950	904950	1.217	0	904950	904950	1.217	
(b). Other Individual									
(c). Bodies Corporates	0	0	0	0	0	0	0	0	0
(d). Banks / FI	0	0	0	0	0	0	0	0	0
(e). Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
(f). Any Other Specify	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>904950</b>	<b>904950</b>	<b>1.217</b>	<b>0</b>	<b>904950</b>	<b>904950</b>	<b>1.217</b>	<b>0</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>26419594</b>	<b>8475410</b>	<b>34895004</b>	<b>46.913</b>	<b>26209851</b>	<b>9154494</b>	<b>35364345</b>	<b>47.544</b>	<b>0.631</b>
<b>B (1) PUBLIC SHAREHOLDING INSTITUTIONS</b>									
(a). Mutual Funds	0	98900	98900	0.133	0	98900	98900	0.133	0
(b). Banks / FI	1000	0	1000	0.001	1000	0	1000	0.001	0
(c). Central Govt.									
(d). State Govt.	0	0	0		0	0	0		0
(e). Venture Capital Funds	0	0	0		0	0	0		0
(f). Insurance Companies	0	0	0		0	0	0		0
(g). FIs	0	0	0		0	0	0		0
(h). Foreign Venture Capital Funds	0	0	0		0	0	0		0
(i). Others (specify)	0	0	0		0	0	0		0
<b>Sub-total (B)(1):-</b>	<b>1000</b>	<b>98900</b>	<b>99900</b>	<b>0.134</b>	<b>1000</b>	<b>98900</b>	<b>99900</b>	<b>0.134</b>	<b>0</b>
<b>(2) Non-Institutions</b>									
(a). BODIES CORP.									
(i). Indian	3784765	5690520	9475285	12.739	2304229	5690420	7994649	10.748	-1.991
(ii). Overseas									
(b). Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh	6247777	10587041	16834818	22.633	6137954	10536341	16674295	22.417	-0.216
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	10869126	87400	10956526	14.73	12063390	87400	12150790	16.335	1.605
(c). Other (specify)									
Non Resident Indians	595063	1521760	2116823	2.846	574019	1517360	2091379	2.812	-0.034
Overseas Corporate Bodies	0	0	0		0	0	0		0
Foreign Nationals									
Clearing Members	4604	0	4604	0.006	7602	0	7602	0.01	0.004
Trusts	0				0			0	
Foreign Boodies - D R		0				0			0
<b>Sub-total (B)(2):-</b>	<b>21501335</b>	<b>17886721</b>	<b>39388056</b>	<b>52.954</b>	<b>21087194</b>	<b>17831521</b>	<b>38918715</b>	<b>52.322</b>	<b>-0.632</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>21502335</b>	<b>17985621</b>	<b>39487956</b>	<b>53.088</b>	<b>21088194</b>	<b>17930421</b>	<b>39018615</b>	<b>52.456</b>	<b>-0.632</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0</b>		
<b>Grand Total (A+B+C)</b>	<b>47921929</b>	<b>26461031</b>	<b>74382960</b>	<b>100.00</b>	<b>47298045</b>	<b>27084915</b>	<b>74382960</b>	<b>100.00</b>	<b>0</b>



## Annual Report 2015 - 2016

### ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2015			Share holding at the end of the year 31/03/2016			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of Total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	AHMED ESMAIL ADAM	725500	0.975		725500	0.975	0	
2	AKHILESH MERCANTILE PVT LTD	6428109	8.642		6428109	8.642	0	
3	ARJUN VYAS	1250	0.002		1250	0.002	0	
4	ASHOK BHANUSHANKER VYAS	1500	0.002		1500	0.002	0	
5	ASSAM INDUSTRIAL DEVELOPMENT CORPORATION LIMITED	18377980	24.707		18377980	24.707	0	
6	DEEPIKA ASHOK KUMAR VYAS	1500	0.002		1500	0.002	0	
7	DEVANG H VYAS	400	0.001		3860	0.005	3,460	0.005
8	DEVANG H VYAS (HUF)	32000	0.043		32000	0.043	0	
9	DEVENDRA PANNALAL BACHKANIWALA	261300	0.351		261300	0.351	0	
10	DEVILA HEMANT VYAS	655023	0.881		847970	1.140	192,947	0.259
11	DEVSAI INVSTS AND FINANCES P LTD	4250000	5.714		4250000	5.714	0	
12	DHRUMAN JAGDISHCHANDRA VYAS	2500	0.003		2500	0.003	0	
13	DHRUV R BACHKANIWALA	4700	0.006		4700	0.006	0	
15	GURMUKH SING SETHI	12500	0.017		12500	0.017	0	
16	HARILAXMI BHANUSHANKER VYAS	100	0.000		100	0.000	0	
17	HASIT B PANDYA	300	0.000		300	0.000	0	
18	HEMANT B VYAS	328475	0.442		328475	0.442	0	
19	IMTIAZ AHMED ADAM	75000	0.101		75000	0.101	0	
20	KAMLESH B BACHKANIWALA	79500	0.107		79500	0.107	0	
21	KAUSHALYA MARKETING P LTD	1485400	1.997		1485400	1.997	0	
22	KRISHNA P BACHKANIWALA	1000	0.001		1000	0.001	0	
23	LEENA KAMLESH BACHKANIWALA	160000	0.215		160000	0.215	0	
24	LOKESH ASHOK KUMAR VYAS	1000	0.001		1000	0.001	0	
25	MANI SETHI	16950	0.023		16950	0.023	0	
26	NOMITA VYAS	1000	0.001		1000	0.001	0	
27	PRANAV B PANDYA	1800	0.002		3800	0.005	2,000	0.003
28	RAJEN NAGINDAS SHAH	800	0.001		800	0.001	0	
29	RAJESH A DOSHI	194717	0.262		195317	0.263	600	0.001
30	RAMYA MARKETING P LTD	1470000	1.976		1470000	1.976	0	
31	SAJJAD AHMED ADAM	75000	0.101		75000	0.101	0	
32	SMEETA VYAS	1250	0.002		1250	0.002	0	
33	SWAYAMBHU LEASING & FINANCE LTD	90000	0.121		90000	0.121	0	
34	UNNATI D BACHKANIWALA	3000	0.004		3000	0.004	0	
35	USHMA VYAS	1250	0.002		1250	0.002	0	
36	VAISHALI VYAS	200	0.000		270534	0.364	270,334	0.363
37	VASUMATI B BACHKANIWALA	154000	0.207		154000	0.207	0	

## Prag Bosimi Synthetics Limited

### iii) CHANGE IN PROMOTERS' SHAREHOLDING ( PLEASE SPECIFY, IF THERE IS NO CHANGE):

Shareholders Name	Shareholding at the beginning of the year 01.04.2015			Shareholding at the end of the year 31.03.2016			% of total Shares of the company
	No. of Shares at the beginning (01.04.2015)/ end of the year (31.03.2016)	% of total Shares of the company	Date	Increasing / Decreasing in shareholding	Reason	No. of Shares	
DEVANG H VYAS	400	0.001	01-04-2015				
			15-05-2015	3460	Transfer	3860	0.005
Closing Balance			31-03-2016			3860	0.005
RAJESH A DOSHI	194517	0.262	01-04-2015				
			26-06-2015	600	Transfer	195117	0.262
			08-01-2016	100	Transfer	195217	0.262
Closing Balance			31-03-2016	100	Transfer	195317	0.263
DEVILA HEMANT VYAS	655023	0.881	01-04-2015				
			05-02-2016	21100	Transfer	676123	0.909
			12-02-2016	76101	Transfer	752224	1.011
			19-02-2016	44250	Transfer	796474	1.071
			26-02-2016	27377	Transfer	823851	1.108
			04-03-2016	10400	Transfer	834251	1.122
			11-03-2016	1900	Transfer	836151	1.124
			18-03-2016	8619	Transfer	844770	1.136
			25-03-2016	2700	Transfer	847470	1.139
Closing Balance			31-03-2016	500	Transfer	847970	1.140
VAISHALI VYAS	200	0.000	01-04-2015				
			03-04-2015	100035	Transfer	100235	0.135
			05-02-2016	39999	Transfer	140234	0.189
			12-02-2016	70450	Transfer	210684	0.283
			19-02-2016	42250	Transfer	252934	0.340
			26-02-2016	2500	Transfer	255434	0.343
			04-03-2016	4700	Transfer	260134	0.350
			11-03-2016	400	Transfer	260534	0.350
			18-03-2016	4000	Transfer	264534	0.356
			25-03-2016	6000	Transfer	270534	0.364
Closing Balance			31-03-2016			270534	0.364
PRANAV B PANDYA	1800	0.002	01-04-2015				
			03-04-2015	2000	Transfer		
Closing Balance			31-03-2016			3800	0.005

## iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRs AND ADRs):

Sr No.	Name	No. of Shares at the beginning (01-04-2015) / end of the year (31-03-2016)	% of total Shares of the company	Date	Increasing / Decreasing in shareholding	Reason	No. of Shares	% of total No. of Shares of the company
1	SHRICHAKRA MARKETING P LTD	505000	0.679	01-04-2015				
	Closing Balance			31-03-2016			505000	0.679
2	SUHASINI MARKETING P LTD	1000000	1.344	01-04-2015				
	Closing Balance			31-03-2016			1000000	1.344
3	SHRICHAKRA MARKETING P LTD	1000000	1.344	01-04-2015				
	Closing Balance			31-03-2016			1000000	1.344
4	BOMBAY SILK MILLS LTD	2571870	3.458	01-04-2015				
	Closing Balance			31-03-2016			2571870	3.458
5	HIMSON TEXTILE ENGINEERING INDUSTRIES LTD.	903376	1.214	01-04-2015				
	Closing Balance			31-03-2016			903376	1.214
6	SAVITA LALIT SAIGAL	14500	0.019	01-04-2015				
				25-12-2015	598000	Transfer	612500	0.823
				31-03-2016			612500	0.823
7	SUBHASH BHAVANISHANKAR RAJGURU	957612	1.287	01-04-2015				
				10-04-2015	18104	Transfer	975716	1.312
				17-04-2015	14991	Transfer	990707	1.332
				24-04-2015	9500	Transfer	1000207	1.345
				01-05-2015	19714	Transfer	1019921	1.371
				08-05-2015	17262	Transfer	1037183	1.394
				15-05-2015	13099	Transfer	1050282	1.412
				22-05-2015	5100	Transfer	1055382	1.419
				29-05-2015	600	Transfer	1055982	1.42
				05-06-2015	11899	Transfer	1067881	1.436
				12-06-2015	16105	Transfer	1083986	1.457
				19-06-2015	16910	Transfer	1100896	1.48
				26-06-2015	16553	Transfer	1117449	1.502
				29-06-2015	12600	Transfer	1130049	1.519
				03-07-2015	7650	Transfer	1137699	1.53
				10-07-2015	11512	Transfer	1149211	1.545
				17-07-2015	4510	Transfer	1153721	1.551
				24-07-2015	15322	Transfer	1169043	1.572
				31-07-2015	100	Transfer	1169143	1.572
				07-08-2015	7301	Transfer	1176444	1.582
				21-08-2015	5000	Transfer	1181444	1.588
				28-08-2015	2500	Transfer	1183944	1.592
				04-09-2015	13030	Transfer	1196974	1.609
				11-09-2015	9149	Transfer	1206123	1.622
				18-09-2015	3600	Transfer	1209723	1.626
				25-09-2015	2200	Transfer	1211923	1.629
				30-09-2015	4000	Transfer	1215923	1.635
				09-10-2015	2150	Transfer	1218073	1.638
				16-10-2015	-27624	Transfer	1190449	1.6
				23-10-2015	500	Transfer	1190949	1.601
				30-10-2015	-3000	Transfer	1187949	1.597
				20-11-2015	150	Transfer	1188099	1.597
				25-12-2015	-13009	Transfer	1175090	1.58
				08-01-2016	-29628	Transfer	1145462	1.54
				15-01-2016	-28117	Transfer	1117345	1.502
				22-01-2016	200	Transfer	1117545	1.502
				29-01-2016	59060	Transfer	1176605	1.582
				05-02-2016	41000	Transfer	1217605	1.637
				12-02-2016	1495	Transfer	1219100	1.639
				19-02-2016	5000	Transfer	1224100	1.646
				26-02-2016	27401	Transfer	1251501	1.683
				31-03-2016			1251501	1.683
8	ANKIT PRADIP CHOPRA	352739	0.474	01-04-2015				
				11-03-2016	127860	Transfer	480599	0.646
				31-03-2016			480599	0.646
9	NISHANT MEHRA	333847	0.449	01-04-2015				
				31-03-2016			333847	0.449
10	JINMATI M SHAH	643807	0.866	01-04-2015				
				31-03-2016			643807	0.866
11	SUNDEEP LALIT SAIGAL	145794	0.196	01-04-2015				
				23-10-2015	10207	Transfer	156001	0.21
				25-12-2015	606000	Transfer	762001	1.024
				31-03-2016			762001	1.024
	Closing Balance							

## Prag Bosimi Synthetics Limited

### v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares of the Company	% of total shares	No. of shares of the Company	% of total shares
1	Hemant B Vyas (Managing Director)	328475	0.442%	0	0%
2	Devang Vyas (Director & CFO)	400	0.0001%	3460	0.005%
3	Mukund Trivedi (Independent Director)	3000	0.004%	0	0%
4	Rohit Doshi (Independent Director)	26500	0.036%	0	0%

### V) INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	844,488,495	583,227,945	-	1,427,716,440
ii) Interest due but not paid	160,790,428	-	-	160,790,428
iii) Interest accrued but not due	1,682,630	-	-	1,682,630
<b>Total (i+ii+iii)</b>	<b>1,006,961,553</b>	<b>583,227,945</b>	<b>-</b>	<b>1,590,189,498</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	86,423,338	668,553,845	-	754,977,183
Reduction	-534,844,946	-144,335,141	-	-679,180,088
<b>Net Change</b>	<b>-448,421,608</b>	<b>524,218,704</b>	<b>-</b>	<b>75,797,095</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	495,796,469	1,107,446,649	-	1,603,243,118
ii) Interest due but not paid	60,926,857	-	-	60,926,857
iii) Interest accrued but not due	1,816,618	-	-	1,816,618
<b>Total (i+ii+iii)</b>	<b>558,539,944</b>	<b>1,107,446,649</b>	<b>-</b>	<b>1,665,986,593</b>

### VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

#### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Name of MD Hemant B. Vyas	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	649,980	649,980
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	131,250	131,250
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	781,230	781,230

**B. REMUNERATION TO OTHER DIRECTORS:**

Sr. No.	Particulars of Remuneration	Name of Directors		Total
		Rohit Doshi	Deepali Pathak	
1.	Independent Directors			
	Fee for attending board / committee meetings	4,000	4,000	
	Commission	-	-	
	Others, please specify	-	-	
	Total (1)	4,000	4,000	
2.	Other Non-Executive Directors			
	Fee for attending board / committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	4,000	4,000	
	Total Managerial Remuneration	-	-	-

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	375,698	-	375,698
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission- as % of profit- others, specify...	-	-	-	-
	Others, please specify	-	-	-	-
	Total		375,698		375,698

**VII) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed if any	Authority [RD /NCLT/ COURT]	Appeal made, (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

### ANNEXURE III

- i. Disclosure for Ratio of Remuneration of Each Director to the Median Employee's Remuneration And Other Details As Per Rule 5 Of The Companies (Appointment & Remuneration) Rules, 2014:

Median Remuneration		Rs.1,35,125
Shri Hemant B. Vyas	Remuneration	Rs. 7,81,230
	Ratio	5.78:1

- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year : None
- iii. The percentage increase in the median remuneration of employees in the financial year : Nil
- iv. The number of permanent employees on the rolls of the Company :224
- v. Explanation on the relationship between average increase in remuneration and the Company's performance: Not Applicable as per Notification dated 30<sup>th</sup> June, 2016
- vi. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company: Not Applicable as per Notification dated 30<sup>th</sup> June, 2016
- vii. Variations in the market capitalization of the Company, price earning ratio as at the closing date of the current financial year and previous financial period and percentage increase over / decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies and in case of unlisted companies, the variations in the net worth of the Company as at the close of the current financial year and previous financial period: Not Applicable as per Notification dated 30<sup>th</sup> June, 2016.
- viii. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial period and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: Not applicable
- ix. Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company: Not Applicable as per Notification dated 30<sup>th</sup> June, 2016
- x. The key parameters for variable component of remuneration availed by the directors are as follows: Not Applicable as per Notification dated 30<sup>th</sup> June, 2016
- xi. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the period : Not Applicable as per Notification dated 30<sup>th</sup> June, 2016

It is hereby affirmed that the remuneration paid is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

**Section 197(12) of the Companies Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as on 31<sup>st</sup> March, 2016 for Prag Bosimi Synthetics Limited**

Name	Age (Yrs)	Qualification	Designation	Date of Commencement of Employment	Experience (Yrs)	Gross Remuneration (Rs)	Previous Employment
Mr. P K Gupta	58	B. Tech Chemical Engineering	President	21.05.2012	37	19,20,000/-	GM Logistics, Uttam Galva Metallics Ltd.
Mr. Vijay Rastogi	68	BE, PGDM, Industrial Mgt	Advisor to MD	01.04.2010	40	16,21,500/-	Essar Group
Mr. Raktim Kumar Das	41	BCom, MBA Finance, CA Inter	General Manager, Finance	17.01.2001	18	10,20,000/-	PWC, Kolkata
Mr. Pinaki Ranjan Das*	47	M Tech (IIT-D), DEIM (IIEIM), Mumbai, Member (IIFT), APSM (IIM-C)	Vice President	16.03.2012	23	9,37,162/-	Polygenta Technologies Limited
Mr. S K Saha	66	BSc, LLB, FCA	Finance Advisor	18.09.2009	40	16,21,500 /-	Chief General Manager, UTI

\* Employed for April-November 2015

## Prag Bosimi Synthetics Limited

### REPORT ON CORPORATE GOVERNANCE IN RESPECT OF THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2016:

The detailed report on Corporate Governance of Prag Bosimi Synthetics Limited (PBSL or the Company) as per the requirements under Schedule V of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, is set out as below:

#### Company's Philosophy on Code of Governance:

Corporate Governance is an integral part of the Company's value system, management ethics and business practices. The Company is committed to create long term value for all its shareholders, employees, customers, associates and the wider community. The Company is committed to and continues to practice good Corporate Governance. The Corporate Governance Code incorporates several practices aimed at a level of business ethics, effective supervision and enhancement of value for all stakeholders. PBSL conforms to all regulatory and legal requirements. The basic philosophy behind and endeavor towards better corporate governance is to enrich the value of stake holders by achieving business excellence.

The company has complied with all the requirements of Corporate Governance as prescribed in Schedule V of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 .

#### Board of Directors:

##### (a) Composition of the Board

As on 31<sup>st</sup> March, 2016, the Company's Board comprises of 8 directors. The Board has One Executive Managing Director who is the Promoter also. In addition, the Board has seven Non-Executive Directors, consisting of four Independent Directors. The details of the Directors during the year ended 31<sup>st</sup> March, 2016 are given below

Sr. No.	Name of Director	Category	Board meetings attended during the period	Whether attended last AGM	Directorships field in other Public companies incorporated in India.*
1	Shri H.K. Sharma	Chairman, Nominee of AIDC, Non Executive Director	3	Yes	12
2	Shri. Hemant B. Vyas	Managing Director, Promoter Director	6	Yes	-
3	Shri. Devang H. Vyas**	Non Executive Director & CFO	4	No	1
4	Shri. M. K. Das	Nominee of AIDC, Director Non Executive	3	No	3
5	Shri. G.M. Das	Independent Director, Non- Executive	3	Yes	0
6	Shri Rohit P. Doshi	Independent Director, Non- Executive	3	No	1
7	Smt. Deepali Pathak	Independent Director, Non- Executive	3	No	0
8	Shri Mukund Trivedi (wef 14.08.2015)	Independent Director, Non- Executive	2	No	0

\* The number of directorship excludes directorship of private companies, foreign companies, companies incorporated under Section 8 of the Companies Act, 2013 and alternate directorship.

#### Note:

\*\*Shri. Hemant B. Vyas and Shri. Devang H. Vyas are related to each other, no other Director is related to each other.



**(b) Number of Board Meetings**

Corporate Governance policy requires the Board to meet at least 4 times in a year with a maximum gap of 120 days between any two meetings. The Board of Directors met 7 times during the year under review. The details of Board Meetings held during the year are as under:

Sr No.	Date of Board Meeting	Board Strength	No. of Directors present
1	15.04.2015	7	5
2	30.05.2015	7	3
3	14.08.2015	7	4
4	13.11.2015	8	5
5	10.02.2016	8	4
6	15.02.2016	8	5
7	06.03.2016	8	4

**Board's Process**

It has always been the Company's policy and practice that matters requiring the Board's approval by statute, are placed before the Board. This is in addition to information with regard to actual operations, major litigation, feedback reports and minutes of Committee Meetings.

The Board of PBSL is regularly presented with all information, whenever/ wherever applicable. These are submitted either as part of the agenda papers in advance of the Board meetings or are tabled in the course of the Board meetings.

**(c) Code of conduct**

The Company has adopted Code of Conduct for all the Directors and Senior Management of the Company. All the Directors and the Senior Management have affirmed compliance with respective code of conduct. The Code of conduct for Directors and Senior management personnel are posted on the Company's website "www.pragbosimi.in".

**d) Familiarisation programme for independent directors**

The Independent Directors have been familiarised with the Company, their roles and responsibilities in the Company, nature of the industry in which Company operates. The details of the familiarisation programmes imparted to the Independent Directors during 2015-2016 are put up on the website of the Company "www.pragbosimi.in".

**e) Formal letter of appointment to the independent directors**

The Company has issued formal letter of appointment to all the Independent Directors on their appointment

explaining inter-alia their roles, responsibilities, code of conduct, functions and duties as Independent Director of the Company. The terms and conditions of appointment of independent directors have been posted on the website of the Company "www.pragbosimi.in".

**f) Separate Meeting of the Independent Directors**

During the financial year 2015-2016, the independent directors met separately without the presence of non-independent directors on 31<sup>st</sup> March 2016 in compliance with Regulation 25(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Independent Directors at their meeting inter-alia discussed the following:

- i. Reviewed the performance of non independent directors and the Board as a whole
- ii. Reviewed the performance of the chairperson of the company
- iii. Assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

**Committees of the Board:**

The Board of Directors has constituted three permanent committees of the Board - the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee. The functions of various committees, their mode of operation and membership details are given below.

**(A) Audit Committee**

The Board of Directors has constituted an Audit Committee of Directors to exercise powers and discharge functions as stipulated in Section 177 of the Companies Act, 2013, Clause 49 of the Listing Agreements with Stock Exchanges up to 1<sup>st</sup> December, 2015 and thereafter as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant statutory / regulatory provisions. The Committee, in addition to other business reviews the quarterly (unaudited) financial results, annual accounts before submitting to the Board of Directors. The existing Audit Committee consists of the following Directors:

- 1. Shri. Girindra. M. Das (Chairman)
- 2. Shri. Rohit P. Doshi (Vice Chairman)
- 3. Shri. M. K. Das
- 4. Smt. Deepali Pathak
- 5. Shri Mukund Trivedi (with effect from 13.11.2015)

## Prag Bosimi Synthetics Limited

The Audit Committee of the Company, inter alia, provides reassurance to the Board on the existence of an effective internal control environment that ensures: -

- Efficiency and effectiveness of operations.
- Safeguarding of assets and adequacy of provisions for all liabilities,
- Reliability of all financial and other management information and adequacy of disclosures
- Compliance with all relevant statutes.

The Committee has powers similar to those stated in the listing agreements and exercises most of the functions in line with the requirements of the code of Corporate Governance. The details of the Audit Committee meeting held during the year ended on 31<sup>st</sup> March, 2016 are as under:

### Audit Committee Meetings

Sr. No	Date of Audit Committee Meeting	No. of Directors Present
1	30.05.2015	2
2	14.08.2015	2
3	13.11.2015	3
4	15.02.2016	3

### Audit Committee Attendance

Sr. No.	Directors	No. of Meetings attended
1	Shri G. M. Das	1
2	Shri M. K. Das	1
3	Shri Rohit Doshi	3
4	Smt. Deepali Pathak	3
5	Shri Mukund Trivedi	2

### B. Nomination and Remuneration Committee

The Company has a Nomination and Remuneration Committee to review and recommend payment of annual salaries, commission, service agreements and other employment conditions of the Executives. The Committee met 2 times on 13<sup>th</sup> April, 2015 and on 10<sup>th</sup> August, 2015 and all the members were present.

The Committee comprises of Shri G.M. Das, Chairman, Shri M.K. Das and Shri Rohit Doshi. The Committee periodically reviews and recommends suitable revision in the remuneration package of Executive Directors to the Board.

### Details of Remuneration paid/ accrued/credited to the Directors during the year ended March 31, 2016

Sr. No.	Name of the Director	Salary ₹	Perquisites & other benefits* ₹	Performance Bonus/Commission ₹	Sitting Fee ₹	Total ₹
1.	Shri H.K. Sharma, IAS	-	-	-	-	-
2.	Shri. Hemant B. Vyas	649,980	131,250	-	-	781,230
3.	Shri. Devang H. Vyas	-	-	-	-	-
4.	Shri. M. K. Das	-	-	-	-	-
5.	Shri.Girindra Mohan Das	-	-	-	-	-
6.	Shri. Rohit P. Doshi	-	-	-	4,000	4,000
7.	Smt. Deepali Pathak	-	-	-	4,000	4,000
8.	Shri Mukund Trivedi	-	-	-	-	-

**C. Stakeholders Relationship Committee:**

A Stakeholders Relationship Committee has been constituted by the Board of Directors to monitor the redressal of the shareholders / investors grievances. The Committee comprises of the following Directors/ Secretary:-

1. Shri. Rohit P. Doshi (Non Executive Director) Chairman
2. Shri. Hemant B. Vyas
3. Shri. Devang Vyas
4. Mr. Rajesh Shetty (Company Secretary) (upto 29.02.2016)
5. Mrs. Shweta K. Mahajan (Company Secretary) (w.e.f 08.03.2016)

There has been no complaints pending as on 31<sup>st</sup> March 2016 .Company Secretary also acts as a Secretary to the Committee and is the Compliance Officer of the Company

**General Body Meetings**

The last three Annual General meetings of the Members of the Company were held as per the following details: -

Year	Location	Whether any Special Resolutions passed	Date	Time
2013-2015	House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati- 781 024	Yes(1)	8 <sup>th</sup> July, 2015	11:30 a.m
2012-2013	House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati- 781 024	No	09 <sup>th</sup> , January, 2014	4.30 p.m.
2010-2012	House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati- 781 024	Yes(1)	26 <sup>th</sup> September, 2012	4:30 p.m

**Disclosures**

- There has been no non-compliance penalties/strictures imposed on the Company by SEBI, on any matter related to capital markets, during the last three years. The Stock Exchange had on 31.03.2016 levied fine of ₹ 36,640/- for technical delay from Company side in filing Corporate Governance and Shareholding Pattern for the quarter ended December 2013 which we have repaid.
- There were related party transactions during the year which were on arm-length basis , the details of which has been mentioned in the Notes to Accounts, Part 1(xii) as per AS-18 in Notes forming part of the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2016
- There are no pecuniary relationships or transactions with the non - executive independent directors.
- The Company has complied with all the mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and erstwhile Clause 49 of the Listing Agreement and the Company has not adopted any non- mandatory requirements of Clause 49 of the Listing Agreement.

**Means of communication**

- A. Quarterly Results: The quarterly results are published in the newspapers and displayed on the Company's website.
- B. Newspapers wherein results normally published: Financial Express (English) and Dainik Assami (Regional)
- C. Any website, wherein displayed :www.pragbosimi.in
- D. Whether it also displays official news releases :Yes
- E. Presentations made to Institutional Investors or to the Analysts :No

## Prag Bosimi Synthetics Limited

### General Shareholders Information

- Annual General Meeting :-  
Date : 29<sup>th</sup> September, 2016  
Time: 11:30 a.m.  
Venue: House No.4, Nilgiri Path, R.G.Barua Road,  
Near Doordarshan, Guwahati- 781 024
- Financial Year: 2015-2016**
- Dividend Payment Date:** Not Applicable
- Book Closure Date:**  
Thursday, 22<sup>nd</sup> September, 2016 to Thursday, 29<sup>th</sup>  
September, 2016 (both days inclusive).
- Share Transfer Agent:**  
Sharex Dynamic (India) Private Limited  
Unit- 1, Luthra Industrial Premises,  
Andheri Kurla Road, Safed Pool, Andheri (East),  
Mumbai 400072.

#### 6. Investors Correspondence

All queries of investors regarding the Company's shares in Physical/ Demat form may be sent to Registrar and Share Transfer Agent of the Company or at Company's corporate office at the following address or at the Registered Office of the Company.

#### Registrar and Share Transfer Agents:

Sharex Dynamic (India) Private Limited  
Unit No. 1, Luthra Industrial Premises,  
Andheri Kurla Road, Safed Pool, Andheri (East),  
Mumbai 400072.

#### Corporate Office:

The Company Secretary  
Prag Bosimi Synthetics Ltd,  
R-79/83, Lakshmi Insurance Bldg  
Fifth Floor, Sir P.M. Road, Mumbai 400001.

#### Registered Office:

Prag Bosimi Synthetics Ltd.  
House No.4, Nilgiri Path,  
R. G. Barua Road, Near Doordarshan,  
Guwahati 781024, Assam.

#### 7. Listing on Stock Exchanges: -

Stock Exchange	Code
The Bombay Stock Exchange	500192

Annual Listing fees for 2016-17 has been paid to Bombay Stock Exchange

### 8. Shareholding pattern of the Company

Distribution of shareholding (no. of shares) as on March 31, 2016:

Category	No. of Shares held	% of Share
<b>A Promoters</b>		
1 Indian Promoters (Individuals/HUF)	1,60,81,415	21.62
2 Foreign Promoters	NIL	NIL
3 Bodies Corporate	NIL	NIL
4 Central/State Govt. Institutions (Assam Industrial Development Corporation Limited)	1,83,77,980	24.71
5 NRIs / Foreign Individuals	9,04,950	1.22
<b>B Non-Promoters Holding</b>		
1 Institutional Investors		
A Mutual Funds and UTI	98,900	0.13
B Banks, Financial Institutions, Insurance Companies, /Non-Govt. Institutions)	1,000	0.00
2 Others – Non Institutions		
A Others including Bodies Corporate	100,93,630	13.57
B Individuals holding nominal share capital up to Rs.2 lakh	1,77,64,024	23.88
C Individuals holding nominal share capital more than Rs.2 lakh	1,10,61,061	14.87
<b>TOTAL</b>	<b>7,43,82,960</b>	<b>100.00</b>

### 9. Distribution of Shareholding as on 31<sup>st</sup> March, 2016

No. of Shares	Shareholders		Shares	
	Number	% to total holders	Number	% to total Capital
1 - 500	86647	95.51	113,650,00	15.28
501 - 1000	2224	2.45	18,919,79	2.54
1001 - 2000	884	0.97	13,890,11	1.87
2001 - 3000	278	0.31	7,243,13	0.97
3001 - 4000	121	0.13	4,332,53	0.58
4001 - 5000	141	0.16	6,802,50	0.91
5001 - 10000	160	0.18	12,188,19	1.64
10001 - ABOVE	265	0.29	566,803,35	76.20
<b>TOTAL</b>	<b>90720</b>	<b>100.00</b>	<b>743,829,60</b>	<b>100.00</b>

### 10. Share Transfer System

Share transfer in physical form are registered by the Share Transfer Agent and returned to the respective transferee within a period ranging from fifteen days provided the documents lodged with the Share Transfer Agent/ Company are clear in all respects.

### 11. Dematerialisation of shares

As per notification issued by the Securities and Exchange Board of India (SEBI), the trading in Company's shares is permitted only in dematerialized

form w.e.f September, 2000. In order to enable the shareholders to hold their shares in electronic form and to facilitate scripless trading, the company has enlisted its shares with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL).

Name	Address	ISIN No
National Securities Depository Ltd.	Trade World, A Wing, 4 <sup>th</sup> & 5 <sup>th</sup> Floor, Kamla Mills Compound, Lower Parel, Mumbai 400013 Telephone: (022) 24994200	INE962801Q11
Central Depository Services (India) Ltd.	17 <sup>th</sup> floor, P J Towers, Dalal Street, Fort, Mumbai 400001	INE962801Q11

No. of Shares Dematerialized		No. of Shares in Physical Form	
No. of Shares	Percentage	No. of Shares	Percentage
47,973,729	64.50%	26,409,231	35.50%

## 12. Market Price Data

Month	Bombay Stock Exchange		Volume on BSE
	High	Low	
April, 2015	5.7	4.75	658319
May, 2015	6.74	5.25	506353
June, 2015	6.38	5.31	621810
July, 2015	6.27	5.03	514072
August, 2015	5.99	4.56	536881
September, 2015	5.1	4.29	172199
October, 2015	5.55	4.21	393934
November, 2015	5.56	3.95	156401
December, 2015	7.22	5.83	1603757
January, 2016	9.05	6.08	4168604
February, 2016	6.9	5.76	3016629
March, 2016	6.89	5.76	1217716

## 13. Plant Location of the Company:

Bijulibari Village, P.O.Khandajan,  
Via Sipajhar, Dist. Darrang 784 145

## 14. Bank Details of the Shareholders:

Shareholders holding shares in physical form are requested to notify/send the following to the Company to facilitate better service:-

- any change in their address/bank details, and
- particulars of their bank account, in case the same have not been sent earlier.

## 15. Depository Services

For guidance on depository services, Shareholders may write to the Company or to the respective Depositories: -

### a) National Securities Depository Ltd.

Trade World, A Wing, 4<sup>th</sup> & 5<sup>th</sup> Floor,  
Kamla Mills Compound,  
Lower Parel, Mumbai 400013  
Telephone: (022) 24994200  
Fax: (022) 24976351  
E-mail: info@nsdl.co.in  
Website: www.nsdl.co.in

### b) Central Depository Services (India) Ltd.

17<sup>th</sup> floor, P J Towers,  
Dalal Street, Fort, Mumbai 400001  
Telephone: (022) 2723333  
Fax: (022) 22723199  
E-mail : investors@cdslindia.com  
Website: www.cdslindia.com

By order of the Board of Directors

Date: 30th August, 2016

Place: Guwahati

**Hemant B. Vyas**

Managing Director

**Devang Vyas**

Director & CFO

## Prag Bosimi Synthetics Limited

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### DECLARATION OF THE MANAGING DIRECTOR & CEO

This is to certify that the Company has laid down Code of Conduct for all Board Members and Senior Management of the Company and the copies of the same are uploaded on the website of the Company.

This is to further certify that the Members of the Board of Directors and Senior Management personnel have affirmed having complied with the Code applicable to them during the year ended March 31, 2016.

Place: Guwahati

**HEMANT B. VYAS**

**RAMESH POKHRIYAL**

Date: 30th August, 2016

Managing Director

Chief Executive Officer

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### AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of Prag Bosimi Synthetics Limited.

We have examined the compliance of conditions of Corporate governance by Prag Bosimi Synthetics Ltd. for the financial year from 1<sup>st</sup> April 2015 to 31<sup>st</sup> March, 2016 as stipulated in erstwhile Clause 49 of the Listing Agreement and Regulations 17,18,19,20,21,22,23,24,25,26,27 and clause (b) to (i) of sub-regulation (2) of regulation 46 and para C,D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015") of the said Company with Stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the Company's management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and accordingly the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the erstwhile Listing Agreement and SEBI Listing Regulations, 2015.

We state that no investor grievance is pending for period exceeding one month against the Company as per the records maintained by the R & T Agents/ Company.

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

**For Bharat Shroff & Co.**

Chartered Accountants  
(Firm Reg. No.131026W)

**Bharat B. Shroff**

Proprietor  
(Membership No. 014822)

Place : Mumbai

Date : 30th May, 2016

**For AMD & Associates**

Chartered Accountants  
(Firm Regn.No.318191E)

**Debashish Bordoloi**

Partner  
(Membership No. 068018)

**FORM NO. MR.3**

**SECRETARIAL AUDIT REPORT**

For The Financial Year Ended 31st March, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Authorized Capital: Rs. 2,500,000,000

CIN: L17124AS1987PLC002758

Name of the Company: Prag Bosimi Synthetics Limited

To,

The Members,

M/s PRAG BOSIMI SYNTHETICS LTD.

House No.4, Nilgiri Path,

R.G.Barua Road, Near Doordarshan,

Guwahati, Assam - 781 024

I have conducted the Secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PRAG BOSIMI SYNTHETICS LTD. (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to Foreign Direct Investment, Overseas direct Investment and External Commercial Borrowings.- Not applicable to the Company
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - Not Applicable during the audit period
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28th October, 2014 - Not Applicable during the audit period
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable during the audit period

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not Applicable during the audit period and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not Applicable during the audit period;

I have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India
- ii. The Listing Agreements entered into by the Company with stock exchanges.
- iii. SEBI (LODR Regulations), 2015

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

I further report that The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review are carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

- a) Public/ Rights/ Preferential Issue of Shares/ Debentures/ Sweat Equity etc
- b) Redemption/ Buyback of Securities
- c) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013
- d) Merger/ Amalgamation/ Reconstruction etc
- e) Foreign Technical Collaborations

Place: Mumbai  
Date: 30th May 2016

**For CS Rakesh Kapur**  
Sole Proprietor

FCS No. 3863  
CP No. 12085

## **Prag Bosimi Synthetics Limited**

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### **INDEPENDENT AUDITORS' REPORT**

**TO,**

**THE MEMBERS OF PRAG BOSIMI SYNTHETICS LIMITED**

#### **Report on the Financial Statement**

We have audited the accompanying standalone financial statements of **PRAG BOSIMI SYNTHETICS LIMITED**, which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified u/s 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. Thus responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act and the Rules made there under, including the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standard on Auditing specified u/s 143(10) of the Act and other authoritative pronouncement issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements 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 misstatement.

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 judgments, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risks assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place adequate internal financial controls systems over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating 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 on the standalone financial statements.

#### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2016 and its loss and its cash flows for the year ended on that date.



**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("The Order") issued by the Central Government in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "order") and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure B", a statement on matters specified in the paragraph 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - a) We have sought and 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 account 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 and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified u/s. 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis on written representations received from the directors as on 31<sup>st</sup> March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2016 from being appointed as a director in terms of section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31<sup>st</sup> March, 2016.

**For Bharat Shroff & Co.**  
Chartered Accountants  
(Firm Reg. No.131026W)

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Bharat B. Shroff**  
Proprietor  
(Membership No. 014822)

**Debashish Bordoloi**  
Partner  
(Membership No. 068018)

Place : Mumbai  
Date : 30th May, 2016

Place : Guwahati  
Date : 30th May, 2016

## Prag Bosimi Synthetics Limited

### ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016 OF PRAG BOSIMI SYNTHETICS LIMITED.

The Annexure referred to in our Independent Auditors Report to the members of the company on the standalone financial statements for the year ended 31<sup>st</sup> March 2016, we report that:

- (i) In respect of its Fixed Assets:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The assets have been physically verified by the management in accordance with the phased programmed of verification adopted by the Company. In our opinion, the frequency of the verification is reasonable having regard to the size of the Company and nature of fixed assets. No material discrepancies have been noticed in respect of the assets physically verified during the year.
  - (c) Title Deeds of immovable properties are held in the name of the company.
- (ii) In respect of its Inventories:
- As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals. Inventory lying with the third parties and in transit have been verified by the management with reference to the confirmation received from them and/or subsequent receipt of goods.
- (iii) (a) The Company has not granted any loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under section 189 of the Companies Act 2013.
- (b) The company has taken unsecured loans of ₹. 42,94,46,649/- from Managing Director and other related parties during the year. The terms of the loan repayment are not prima facie prejudicial to the interest of the Company.
- (c) The Company has not taken any loans, secured or unsecured, except as stated in iii (b) above from companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) No deposits within the meaning of Section 73 to 76 or any other relevant provision of the Act and Rules framed there under have been accepted by the Company.
- (v) The Company is required to maintain cost records pursuant to the Order of the Central Government under section 148(1) of the Companies Act, 2013. We are informed that the Company did not have any manufacturing activities, hence cost records are not maintained.
- (vi) The Company has following undisputed amounts outstanding towards statutory dues for more than 6 months as on 31<sup>st</sup> March, 2016:

The Act applicable	Details of outstanding Amount	Amount (₹ in Lacs)
The Assam Professions, Trades, Callings and Employments Taxation Act, 1947	Professional Tax	12.23

- (vii) In terms of Corporate Debt Restructuring (CDR), the company issued 8% Optionally Cumulative Convertible Debentures (OCCD) of ₹. 57.52 crores in March 2011 to be redeemed by March 2013 but the company could not repay entire principal amount and interest due to various operational and financial constraints. However, the company has already settled under OTS Scheme Principal amount of ₹. 46.23 Crores (80% of ₹.57.52 crores). The details of balance overdue amount for over three years are as follows:

Name	Principal amount of 8% OCCDs outstanding as on 31.03.2016 (₹ in Crores)	Amount of Interest Accrued till 31.03.2016 (₹ in Crores)	Total Amount (₹ in crores)
Allahabad Bank	0.81	0.32	1.13
Bank of Baroda	1.02	0.41	1.43
Central Bank of India	0.93	0.38	1.31
Life Insurance Corporation of India	2.46	0.99	3.45
New India Assurance Company	0.17	0.07	0.24
National Insurance Company	0.09	0.04	0.13
Oriental Insurance Company	0.09	0.04	0.13
State Bank of India	4.83	1.94	6.77
UCO Bank	0.76	0.30	1.06
United India Insurance Company	0.13	0.05	0.18
<b>Total</b>	<b>11.29</b>	<b>4.54</b>	<b>15.83</b>

We are informed that the company is in negotiation for One Time Settlement with the aforesaid banks/institutions.

North Eastern Development Finance Corporation Ltd: Overdue Loan Amount of ₹. 4.99 crores (Principal amount ₹. 3.50 crores plus interest of ₹. 1.49 crores) for over four years:

As per the compromise settlement with the aforesaid institution in September 2008, ₹. 3.50 crores were to be repaid after moratorium period of two years from 01/12/2008 and to be paid over a year of 4 years with equal six monthly installments and fixed interest @ 8% per annum was to be levied on balance outstanding. However, due to various operational and financial constraints it could not be repaid by December 2014.

We are informed that the company is negotiating for One Time Settlement.

- (viii) During the year, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures or other securities.
- (ix) The Company is not a dealer or trader in shares, securities, debentures and other investments.
- (x) In our opinion and according to information and explanations given to us, the Company has not given guarantee for loans taken by others from Banks or financial institutions except reported in the accounts.
- (xi) According to the information and explanations given to us, in our opinion, funds raised on short term basis have not been used for long term basis or vice versa.
- (xii) During the year, the Company has not made any preferential allotment of shares to the parties and companies covered and recorded in the Register maintained under section 189 of the Act.
- (xiii) The Company has not raised any money by way of public issue during the year.
- (xiv) During the year, no fraud by the company or fraud on the Company by its officers or employees has been noticed or reported.

**For Bharat Shroff & Co.**

Chartered Accountants  
(Firm Reg. No.131026W)

**Bharat B. Shroff**

Proprietor  
(Membership No. 014822)

Place : Mumbai

Date : 30th May 2016

**For AMD & Associates**

Chartered Accountants  
(Firm Regn.No.318191E)

**Debashish Bordoloi**

Partner  
(Membership No. 068018)

Place : Guwahati

Date : 30th May 2016

# Prag Bosimi Synthetics Limited

## STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

Particulars	Note No.	As at 31st March 2016 ₹	As at 31st March 2015 ₹
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' Funds</b>			
(a) Share Capital	3	743,829,600	743,829,600
(b) Reserves and Surplus	4	310,489,984	(3,483,600)
		<u>1,054,319,584</u>	<u>740,346,001</u>
<b>2 Non-current Liabilities</b>			
(a) Long-term Borrowings	5	805,376,149	1,080,007,945
(b) Other Long-term Liabilities	6	88,246,185	202,311,417
(c) Long-term Provisions	7	14,660,526	16,773,792
		<u>908,282,860</u>	<u>1,299,093,154</u>
<b>3 Current liabilities</b>			
(a) Short-term Borrowings	8	346,178,498	347,773,086
(b) Trade Payables	9	16,814,234	10,582,638
(c) Other Current Liabilities	10	6,167,411	5,307,364
(d) Short-term Provisions	11	12,717,328	16,667,946
		<u>381,877,471</u>	<u>380,331,033</u>
<b>TOTAL</b>		<u><u>2,344,479,914</u></u>	<u><u>2,419,770,187</u></u>
<b>B ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	12.A	1,981,337,639	2,073,825,135
(ii) Capital work-in-progress	12.C	10,927,690	10,927,690
		<u>1,992,265,329</u>	<u>2,084,752,824</u>
(b) Non-current Investments	13	1,249,920	1,200,000
(c) Long-term Loans and Advances	14	184,104,305	183,880,071
(d) Other Non-current Assets	15	20,785,302	21,472,338
		<u>206,139,527</u>	<u>206,552,409</u>
<b>2 Current assets</b>			
(a) Inventories	16	102,046,296	111,776,128
(b) Trade Receivables	17	276,331	2,468,437
(c) Cash and Cash equivalents	18	15,354,076	1,753,719
(d) Short-term Loans and Advances	19	23,710,040	10,604,591
(e) Other Current Assets	20	4,688,315	1,862,078
		<u>146,075,058</u>	<u>128,464,953</u>
<b>TOTAL</b>		<u><u>2,344,479,914</u></u>	<u><u>2,419,770,187</u></u>

See accompanying notes forming part of the financial statements

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Mumbai  
Date : 30th May 2016

Place : Guwahati  
Date : 30th May 2016

**For and on behalf of the Board of Directors**

**H.K.Sharma** Chairman  
**Hemant B. Vyas** Managing Director  
**M.K.Das** Director  
**Girindra Mohan Das** Director  
**Devang Vyas** Director & CFO  
**Rohit Doshi** Director  
**Deepali Pathak** Director  
**Mukund Trivedi** Director  
**Shweta Mahajan** Company Secretary  
(w.e.f. 08/03/2016)

**Standalone Statement of Profit and Loss for the period ended 31st March, 2016**

Particulars	Note No.	For the twelve months year ended 31st March, 2016 ₹	For the eighteen months period ended 31st March, 2015 ₹
<b>1 Income</b>			
Revenue from operations (net)	21	1,378,978,989	15,998,261
<b>2 Other Income</b>	22	3,528,049	148,645
<b>3 Total Revenue (1+2)</b>		<u>1,382,507,038</u>	<u>16,146,906</u>
<b>4 Expenses</b>			
(a) Cost of materials consumed	23.a	12,267,827	13,025,084
(b) Purchase of Stock-in-Trade	23.b	1,221,458,556	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	23.c	4,716,576	51,904
(d) Employee Benefits expense	24	12,960,832	26,626,364
(e) Finance Costs	25	133,735,906	193,108,772
(f) Depreciation and amortisation expense	12.B	92,520,647	119,627,985
(g) Other expenses	26	16,422,989	33,649,740
		<u>1,494,083,333</u>	<u>386,089,850</u>
<b>5 Profit / (Loss) before Prior period Item, Extraordinary Items and Tax (3 - 4)</b>		(111,576,295)	(369,942,944)
<b>6 Prior Period Items (Net)</b>	27	7,600,647	179,248
<b>7 Profit / (Loss) before extraordinary items and tax (5 + 6)</b>		<u>(103,975,648)</u>	<u>(369,763,696)</u>
<b>8 Extraordinary items</b>		-	-
<b>9 Profit / (Loss) before tax (7 + 8)</b>		<u>(103,975,648)</u>	<u>(369,763,696)</u>
<b>10 Tax Expense</b>		-	-
<b>11 Earnings per share (of ₹.10/- each)</b>			
Basic and Diluted		(1.40)	(4.97)

See accompanying notes forming part of the financial statements

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

Place : Mumbai  
Date : 30th May 2016

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Guwahati  
Date : 30th May 2016

For and on behalf of the Board of Directors

**H.K.Sharma** Chairman  
**Hemant B. Vyas** Managing Director  
**M.K.Das** Director  
**Girindra Mohan Das** Director  
**Devang Vyas** Director & CFO  
**Rohit Doshi** Director  
**Deepali Pathak** Director  
**Mukund Trivedi** Director  
**Shweta Mahajan** Company Secretary  
(w.e.f. 08/03/2016)

# Prag Bosimi Synthetics Limited

## STANDALONE CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

PARTICULARS	For the 12 months year ended 31st March, 2016 ₹	For the 18 months period ended 31st March, 2015 ₹
<b>A. Cash flow from Operating Activities</b>	<b>(103,975,648)</b>	<b>(369,763,696)</b>
Net Profit/(Loss) before tax and Extraordinary items		
Adjustments for :		
Depreciation	92,500,655	119,597,997
Amortisation of Leasehold Land	19,992	29,988
Transfer to Reserve on account of Depreciation	-	7,221,737
Interest and Finance charges	133,735,906	193,108,772
Interest Income	(3,527,589)	(36,863)
Operating Profit/(Loss) before capital changes	<u>118,753,316</u>	<u>(49,842,065)</u>
Adjustments for :		
(Increase)/Decrease in Inventories	9,729,831	(864,095)
(Increase)/Decrease in Trade Receivable	2,192,106	417,901,171
(Increase)/Decrease in Other non current assets	687,036	2,814,938
(Increase)/Decrease in Other current assets	710,204	(930,905)
(Increase)/Decrease in Loans and advances	(13,329,682)	401,586
Increase/(Decrease) in Trade and other payables	(21,223,966)	(408,187,134)
Net cash from operating activities	<u>97,509,846</u>	<u>(38,706,503)</u>
<b>B. Cash flow from investing activities</b>		
Purchase of fixed assets including CWIP (Net)	(33,151)	(7,167,486)
Sale/(Purchase of Non-current Investments)	(49,920)	-
Interest received	148	6,801
Net cash used in investing activities	<u>(82,923)</u>	<u>(7,160,685)</u>
<b>C. Cash flow from financing activities</b>		
Repayment of Borrowings	(76,995,055)	(25,100,000)
Proceeds from Borrowings (Net)	79,389,071	144,098,330
Interest Paid	(86,220,582)	(74,382,022)
Net cash from financing activities	<u>(83,826,566)</u>	<u>44,616,308</u>
Net increase in cash and cash equivalents (A+B+C)	<u>13,600,357</u>	<u>(1,250,880)</u>
Cash/cash equivalents (Opening)	1,753,719	3,004,600
Cash/cash equivalents (Closing)	<u>15,354,076</u>	<u>1,753,719</u>
	<u>13,600,357</u>	<u>(1,250,880)</u>

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Mumbai  
Date : 30th May 2016

Place : Guwahati  
Date : 30th May 2016

**For and on behalf of the Board of Directors**

**H.K.Sharma** Chairman  
**Hemant B. Vyas** Managing Director  
**M.K.Das** Director  
**Girindra Mohan Das** Director  
**Devang Vyas** Director & CFO  
**Rohit Doshi** Director  
**Deepali Pathak** Director  
**Mukund Trivedi** Director  
**Shweta Mahajan** Company Secretary  
(w.e.f. 08/03/2016)

**Notes forming part of the Financial Statements**

Particulars	As at 31st March, 2016		As at March, 2015	
	Number of shares	₹	Number of shares	₹
<b>Note 3 - Share Capital</b>				
<b>(a) Authorised</b>				
Equity shares of ₹ 10/- each with voting rights	120,000,000	1,200,000,000	120,000,000	1,200,000,000
Equity shares (Unclassified) of ₹ 10/- each with voting rights	30,000,000	300,000,000	30,000,000	300,000,000
Optionally convertible preference shares of ₹ 100/- each	1,000,000	100,000,000	1,000,000	100,000,000
Redeemable preference shares of ₹ 100/- each	9,000,000	900,000,000	9,000,000	900,000,000
Total	160,000,000	2,500,000,000	160,000,000	2,500,000,000
<b>(b) Issued, Subscribed and Called up</b>				
Equity shares of ₹ 10/- each with voting rights	74,382,960	743,829,600	74,382,960	743,829,600
Total	74,382,960	743,829,600	74,382,960	743,829,600

Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity Shares

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares	₹	Number of shares	₹
At the beginning of the year	74,382,960	743,829,600	74,382,960	743,829,600
Issued during the year	-	-	-	-
Outstanding at the end of the year	74,382,960	743,829,600	74,382,960	743,829,600

## Prag Bosimi Synthetics Limited

### Notes forming part of the financial statements

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 4 Reserves and surplus</b>		
(a) Capital Reserve		
Opening balance	16,700,000	16,700,000
Add: Additions during the period	—	—
Closing balance	<u>16,700,000</u>	<u>16,700,000</u>
(b) Capital Redemption Reserve		
Opening balance	814,625,000	814,625,000
Add: Additions / transfers during the period	—	—
Closing balance	<u>814,625,000</u>	<u>814,625,000</u>
(c) General Reserves		
Opening balance	897,891,268	747,363,450
Add: Additions / transfers during the period	417,949,231	150,527,818
Closing balance	<u>1,315,840,498</u>	<u>897,891,268</u>
(d) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	(1,732,699,867)	(1,362,936,171)
Add: Profit / (Loss) for the period	(103,975,648)	(369,763,696)
Closing balance	<u>(1,836,675,515)</u>	<u>(1,732,699,867)</u>
<b>Total</b>	<u><u>310,489,984</u></u>	<u><u>(3,483,600)</u></u>
<b>Note 5 Long-term borrowings</b>		
(a) Bonds / Debentures		
Secured		
Optionally Cumulative Convertible Debentures	112,929,500	461,780,000
	<u>112,929,500</u>	<u>461,780,000</u>
(b) Term Loans		
Secured		
Working Capital Term Loan	35,000,000	35,000,000
Unsecured		
AIDC Rehabilitation Funds	228,000,000	34,764,955
	<u>263,000,000</u>	<u>69,764,955</u>
(c) Loans and Advances from Related Parties		
Unsecured	429,446,649	548,462,990
	<u>429,446,649</u>	<u>548,462,990</u>
<b>Total</b>	<u><u>805,376,149</u></u>	<u><u>1,080,007,945</u></u>



**Notes forming part of the financial statements**

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 6 Other long-term liabilities</b>		
a) Long Term Trade Payables	23,795,235	36,844,260
(b) Interest accrued but not due on borrowings		
(i) Interest Accrued on WCTL	14,935,889	12,128,218
(ii) Interest Accrued on 8% Optionally Cumulative Convertible Debentures	45,376,258	148,662,210
(c) Others		
(i) Advances received from customers	1,523,300	1,902,729
(ii) Security Deposits	50,610	50,610
(iii) Statutory Dues	2,564,893	2,723,391
<b>Total</b>	<b>88,246,185</b>	<b>202,311,417</b>
<b>Note 7 - Long-term Provisions</b>		
(a) Provision for Employee Benefits		
(i) Salary	5,228,052	6,298,709
(ii) Gratuity	5,950,565	6,830,938
(iii) Leave Travel Allowance	1,056,455	1,215,680
(iv) Other defined benefit plans - Insurance	164,024	164,024
	<b>12,399,096</b>	<b>14,509,351</b>
(b) Provision - Others		
For Expenses	2,261,430	2,264,441
	<b>2,261,430</b>	<b>2,264,441</b>
<b>Total</b>	<b>14,660,526</b>	<b>16,773,792</b>
<b>Note 8 - Short-term Borrowings</b>		
(a) From Other Parties		
Secured		
Cash Credit Banks	-	82,708,495
Bank Overdraft	83,481,679	-
Loan from Financial Institution	50,000,000	50,000,000
	<b>133,481,679</b>	<b>132,708,495</b>
(b) Loans and Advances from Related Parties		
Unsecured	212,696,819	215,064,591
<b>Total</b>	<b>346,178,498</b>	<b>347,773,086</b>
<b>Note 9 - Trade payables</b>		
Creditors	16,814,234	10,582,638
<b>Total</b>	<b>16,814,234</b>	<b>10,582,638</b>
<b>Note 10 - Other Current Liabilities</b>		
(a) Interest accrued but not due on borrowings	1,816,618	1,682,630
(b) Statutory dues	4,049,472	3,246,740
(c) Advances received from customers	301,321	377,994
<b>Total</b>	<b>6,167,411</b>	<b>5,307,364</b>

# Prag Bosimi Synthetics Limited

## Notes forming part of the financial statements

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 11 - Short-term Provisions</b>		
<b>(a) Provision for Employees Benefits</b>		
(i) Salary & others	2,498,639	5,073,194
(ii) Gratuity	2,226,380	2,393,777
(iii) Leave Encashment	3,887,397	4,045,597
	<u>8,612,416</u>	<u>11,512,568</u>
<b>(b) Provision - Others</b>		
For Expenses	4,104,912	5,155,378
	<u>4,104,912</u>	<u>5,155,378</u>
<b>Total</b>	<u>12,717,328</u>	<u>16,667,946</u>

### Note 12A Fixed Assets

Particulars	Tangible Assets							Total ₹
	Land Freehold ₹	Land Leasehold ₹	Building Owned ₹	Plant & Equipment ₹	Furniture & Fixtures ₹	Vehicles ₹	Office Equipment ₹	
<b>Original Cost</b>								
Balance as at 1st October, 2013	578,617	599,678	518,628,613	2,223,663,676	16,005,388	2,708,533	3,926,955	2,766,111,460
Additions	-	-	-	104,889	13,820	-	-	118,709
Disposals	-	-	-	(74,620)	(2,923,219)	-	-	(2,997,839)
<b>Balance as at 31st March, 2015</b>	<b>578,617</b>	<b>599,678</b>	<b>518,628,613</b>	<b>2,223,693,945</b>	<b>13,095,989</b>	<b>2,708,533</b>	<b>3,926,955</b>	<b>2,763,232,330</b>
Additions	-	-	-	-	238,369	769,239	-	1,007,608
Disposals	-	-	-	-	-	(1,734,096)	-	(1,734,096)
<b>Balance as at 31st March, 2016</b>	<b>578,617</b>	<b>599,678</b>	<b>518,628,613</b>	<b>2,223,693,945</b>	<b>13,334,358</b>	<b>1,743,676</b>	<b>3,926,955</b>	<b>2,762,505,842</b>
<b>Depreciation and Amortization</b>								
As at 1st October 2013	-	319,968	187,361,377	377,104,277	11,980,748	249,807	2,809,649	579,825,826
Charge for the year	-	29,988	24,397,663	94,088,972	687,748	423,614	-	119,627,985
Deduction/Adjustments during the year	-	-	-	(66,418)	(2,758,462)	-	-	(2,824,880)
Retrospective impact of Depreciation as of 1st April, 2014	-	-	-	(7,048,691)	(173,046)	-	-	(7,221,736)
<b>Balance as at 31st March, 2015</b>	<b>-</b>	<b>349,956</b>	<b>211,759,040</b>	<b>464,078,139</b>	<b>9,736,988</b>	<b>673,421</b>	<b>2,809,649</b>	<b>689,407,195</b>
Charge for the year	-	19,992	15,848,414	76,037,227	401,228	213,785	-	92,520,647
Deduction/Adjustments during the year	-	-	-	-	-	(759,639)	-	(759,639)
<b>Balance as at 31st March, 2016</b>	<b>-</b>	<b>369,948</b>	<b>227,607,455</b>	<b>540,115,366</b>	<b>10,138,216</b>	<b>127,568</b>	<b>2,809,649</b>	<b>781,168,203</b>
Net Block								
<b>As at March 31, 2016</b>	<b>578,617</b>	<b>229,730</b>	<b>291,021,158</b>	<b>1,683,578,579</b>	<b>3,196,142</b>	<b>1,616,108</b>	<b>1,117,306</b>	<b>1,981,337,639</b>
<b>As at March 31, 2015</b>	<b>578,617</b>	<b>249,722</b>	<b>306,869,573</b>	<b>1,759,615,806</b>	<b>3,359,001</b>	<b>2,035,112</b>	<b>1,117,306</b>	<b>2,073,825,135</b>

### Note 12.B: Fixed Assets

#### Depreciation and amortisation relating to continuing operations:

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
Depreciation and amortisation for the period on tangible assets as per Note 12 A	92,520,647	119,627,985
<b>Total</b>	<u>92,520,647</u>	<u>119,627,985</u>

### Note 12.C: Fixed Assets

#### Capital Work-in-Progress

Buildings & Civil work under Construction	2,310,588	2,310,588
Plant & Machinery	8,617,102	8,617,102
<b>Total</b>	<u>10,927,690</u>	<u>10,927,690</u>

## Notes forming part of the financial statements

Particulars	As At 31st March, 2016 ₹		As At 31st March, 2015 ₹	
	Unquoted	Total	Unquoted	Total
<b>Note 13 Non-current investments</b>				
A. Un-Quoted				
Investments in Equity (At Cost)				
Subsidiaries				
Prag Bosimi Packaging Pvt Ltd 10,000 shares of ₹.10 each fully paid up	100,000	100,000	100,000	100,000
Prag Bosimi Texturising Pvt Ltd 10,000 shares of ₹.10 each fully paid up	100,000	100,000	100,000	100,000
Prag Jyoti Textile Park Pvt Ltd 1,04,992 shares of ₹.10 each fully paid up	1,049,920	1,049,920	1,000,000	1,000,000
<b>Total</b>	<b>1,249,920</b>	<b>1,249,920</b>	<b>1,200,000</b>	<b>1,200,000</b>
<b>Note 14 Long-term loans and advances</b>				
Advance Receivable in Cash/Kind				
Unsecured, considered good	184,104,305		183,880,071	
<b>Total</b>	<b>184,104,305</b>		<b>183,880,071</b>	
<b>Note 15 Other non-current assets</b>				
(a) Long-term Trade Receivables				
Unsecured, considered good	5,508,413		4,383,049	
(b) Advance paid to Suppliers	35,262		2,247,662	
(c) Security Deposits	8,946,796		8,946,796	
(d) Others	6,294,831		5,894,831	
<b>Total</b>	<b>20,785,302</b>		<b>21,472,338</b>	
<b>Note 16 - Inventories (At lower of cost and net realisable value)</b>				
(a) Raw materials	6,147,760		11,145,971	
(b) Work-in-progress	7,740,262		7740262	
(c) Finished goods	32,922,077		37,638,654	
(d) Stores and spares	55,236,197		55,251,241	
<b>Total</b>	<b>102,046,296</b>		<b>111,776,128</b>	
<b>Note 17 - Trade Receivables</b>				
Unsecured, considered good	276,331		2,468,437	
<b>Total</b>	<b>276,331</b>		<b>2,468,437</b>	
<b>Note 18- Cash and Cash Equivalents</b>				
(a) Cash - on - hand	60,550		22,589	
(b) Balances with Banks				
(i) In current accounts	13,989,567		427,172	
(ii) In deposit accounts	1,303,959		1,303,959	
<b>Total</b>	<b>15,354,076</b>		<b>1,753,719</b>	

## Prag Bosimi Synthetics Limited

### Notes forming part of the financial statement

Particulars	As At 31st March, 2016 ₹	As At 31st March, 2015 ₹
<b>Note 19 Short-term loans and advances</b>		
(a) Loans and Advances to Related Parties		
-Unsecured, considered good	3,929,523	1,103,822
(b) Advances paid to Suppliers	8,001,512	59,045
(c) Loans and Advances to Employees		
-Unsecured, considered good	2,161,873	981,476
(d) Balances with Government Authorities		
(i) CENVAT credit receivable	3,637,841	3,605,178
(ii) VAT credit receivable	-	12,658
(iii) Service Tax credit receivable	4,496,210	3,630,996
(iv) Entry Tax	432,484	405,166
(v) T.D.S.	1,050,597	806,250
	<u>9,617,132</u>	<u>8,460,248</u>
<b>Total</b>	<u>23,710,040</u>	<u>10,604,591</u>

#### Note 20 - Other Current Assets

Interest accrued but not due on Fixed Deposits	3,204,758	30,062
Prepaid Insurance	1,474,803	1,799,792
Prepaid Expenses	8,754	32,224
<b>Total</b>	<u>4,688,315</u>	<u>1,862,078</u>

Particulars	For the twelve months year ended 31st March, 2016 ₹	For the eighteen months period ended 30th September, 2015 ₹
<b>Note 21 - Revenue from Operations</b>		
(a) Sales	1,376,287,806	15,247,791
(b) Other operating revenues:		
Sale of scraps	2,691,183	750,470
<b>Total</b>	<u>1,378,978,989</u>	<u>15,998,261</u>
<b>Note 22 - Other Income</b>		
i) Interest on Loans and Advances	3,527,589	36,863
ii) Other Receipts	460	111,782
<b>Total</b>	<u>3,528,049</u>	<u>148,645</u>

## Notes forming part of the financial statements

Particulars	For the twelve months year ended 31st March, 2016 ₹	For the eighteen months period ended 31st March, 2015 ₹
<b>Note 23.a - Cost of Materials Consumed</b>		
Opening stock	17,834,001	17,834,001
Add: Purchases	7,048,011	13,025,084
	<u>24,882,012</u>	<u>30,859,085</u>
Less: Closing stock	12,614,185	17,834,001
Cost of materials consumed	<u>12,267,827</u>	<u>13,025,084</u>
<b>Note 23.b - Purchase of Stock-in-Trade</b>		
Trading Material	1,221,458,556	-
<b>Total</b>	<u>1,221,458,556</u>	<u>-</u>
<b>Note 23.c - Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-trade</b>		
Inventories at the end of the year:		
Finished goods	32,922,077	37,638,654
Work-in-progress	7,740,262	7,740,262
Stock-in-trade	-	-
<b>Total</b>	<u>40,662,339</u>	<u>45,378,916</u>
Inventories at the beginning of the year:		
Finished goods	37,638,654	37,638,654
Work-in-progress	7,740,262	7,792,166
Stock-in-trade	-	-
<b>Total</b>	<u>45,378,916</u>	<u>45,430,820</u>
<b>Net (increase) / decrease</b>	<u>4,716,576</u>	<u>51,904</u>
<b>Note 24- Employee Benefits Expense</b>		
Salaries and wages	12,266,417	25,415,561
Contributions to Provident and Other Funds	245,296	445,745
Staff Welfare Expenses	449,119	765,058
<b>Total</b>	<u>12,960,832</u>	<u>26,626,364</u>
<b>Note 25 - Finance Costs</b>		
Interest on borrowing from :		
Banks, Financial Institution, OCCD and others	133,735,906	193,108,772
<b>Total</b>	<u>133,735,906</u>	<u>193,108,772</u>

## Prag Bosimi Synthetics Limited

### Notes forming part of the financial statements

Particulars	For the twelve months year ended 31st March, 2016 ₹	For the eighteen months period ended 31st March, 2015 ₹
<b>Note 26 - Other Expenses</b>		
Power and fuel	533,239	4,051,458
Rent including lease rentals	756,808	6,302,120
Repairs and maintenance - Machinery	163,112	222,467
Repairs and maintenance - Others	468,915	608,992
Insurance	1,932,567	3,404,724
Rates and taxes	308,072	902,592
Communication	502,995	1,518,345
Travelling and conveyance	1,430,239	1,399,857
Printing and stationery	824,913	485,189
Freight and forwarding	1,291,617	2,406,040
Sales Commission ( Packaging)	87,519	-
Donations and contributions	23,766	11,213
Legal and professional	1,450,024	1,269,252
Auditors' Remuneration (See footnote below)	391,666	480,534
Loss on fixed assets sold / scrapped	439,457	172,958
Miscellaneous expenses	5,818,080	10,413,999
<b>Total</b>	<b>16,422,989</b>	<b>33,649,740</b>
<b>Footnote :</b>		
Details of Auditors' Remuneration:		
Audit Fees	295,966	345,534
Taxation matters	86,250	130,000
Other services	9,450	5,000
<b>Total</b>	<b>391,666</b>	<b>480,534</b>
<b>Note 27 - Prior Period Item (Net)</b>		
<b>Prior Period Income</b>		
Settlement of Statutory Dues	2,500	-
Excess Provision	2,429,286	-
Settlement of Dues	5,904,814	2,773,864
<b>Total (a)</b>	<b>8,336,600</b>	<b>2,773,864</b>
<b>Prior Period Expenses</b>		
Settlement of Statutory Dues	36,621	62,006
Vendors Claim	699,332	610,304
Short Provision	-	1,922,306
<b>Total (b)</b>	<b>735,953</b>	<b>2,594,616</b>
<b>Total (a-b)</b>	<b>7,600,647</b>	<b>179,248</b>

**NOTES FORMING PART OF ACCOUNTS FOR THE PERIOD ENDED 31ST MARCH, 2016**

**1. SIGNIFICANT ACCOUNTING POLICIES**

**(i) Basis of Preparation:**

The Financial Statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 2013.

The Company follows the accrual system of accounting and recognizes income and expenditure on accrual basis.

Accounting policies not referred to otherwise are consistent with the Generally Accepted Accounting Principles.

**(ii) Fixed Assets:**

Fixed Assets are stated at cost of acquisition or construction and includes amounts added/reduced on revaluation less accumulated depreciation. Impairment losses have been accounted as per the mandatory Accounting Standards issued by The Institute of Chartered Accountants of India as applicable and the relevant provisions of The Companies Act, 2013.

Borrowing costs for acquisition or construction of a qualifying asset and revenue expenses incurred (including expenses on test runs and experimental production) for the year prior to the commencement of commercial production are capitalized proportionately as part of the asset cost in respect of machineries put to use.

**(iii) Depreciation:**

- (a) Depreciation on fixed assets other than lease-hold land is provided on straight-line method at the rates and in the manner specified in Schedule II of Companies Act, 2013.
- (b) Depreciation on additions/deductions during the year has been provided on pro-rata basis with reference to the month of addition/deduction.

**(iv) Expenditure during construction year:**

As per the consistent accounting policy all expenditure related to the project construction/implementation and income arising out of

project activities and funds related to the project are capitalized and allocated to the respective fixed assets.

**(v) Investments:**

Long-term investments are valued at cost subject to reduction made for diminution in value that is other than temporary in nature.

**(vi) Inventories:**

In accordance with the revised Accounting Standard (AS-2), Inventories are valued at lower of cost or net realizable value after providing for obsolescence, if any.

- (a) Raw materials, stores, spares, consumables and construction materials: At lower of cost or net realizable value.
- (b) Materials in process: At lower of cost or net realizable value.
- (c) Finished Goods: At lower of cost or net realizable value.

**(vii) Retirement Benefits:**

**(a) Defined Contribution Plan**

The Company's liability towards Employee's Provident Fund scheme administered by the Employees Provident Fund Scheme, Govt. of India is considered as Defined Contribution Plan. The Company's contributions paid towards these defined contribution plans is recognized as expense in the Profit and Loss Account during the year in which the employees rendered the related service.

**(b) Defined Benefit Plan**

Company's liabilities towards gratuity and leave encashment if any are considered as Defined Benefit Plans. The present value of the obligations towards gratuity is determined based on actuarial valuation using the projected unit credit method. As regards the Leave encashment, it is calculated on the actual balance leave of each employee on the year-end. This is done on the same basis as in the last accounting year.

## Prag Bosimi Synthetics Limited

### (viii) Transactions of foreign currency items:

Transactions in foreign currency are recorded at the rate of exchange in force at the date of transaction. Foreign currency assets and other liabilities other than for financing fixed assets are stated at the rate of exchange prevailing at the year-end and resultant gains/losses are recognized in the capital work in progress. Foreign currency loans for financing fixed assets (other than those where the company is protected against exchange fluctuations) are accounted for at the rate of exchange prevailing at the year end and the resultant exchange difference is adjusted to the cost of assets.

### (ix) Government Grants:

- (a) Revenue grants are recognized in the Profit & Loss account.
- (b) Capital Grants relating to specific fixed assets are shown under capital reserve.

### (x) Taxes on Income:

No provision for taxation is made as the company has incurred losses during the year.

No provision for deferred taxation is made in accounts as the company has been incurring losses year after year.

### (xi) Provisions:

A provision is recognized when there is a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

- (xii) There were no events occurring after the Balance Sheet date which require reporting.

### (xiii) Revenue Recognition:

- (a) Sales are recognized on dispatch to customers and are net of returns, discounts and sales tax.
- (b) Other Income and Expenditure are recognized and accounted on accrual basis.

## 2. NOTES TO ACCOUNTS

### i. Contingent liabilities not provided for:

Sr. No.	Particulars	As At	As At
		31 <sup>st</sup> March, 2016 ₹	31 <sup>st</sup> March, 2015 ₹
a)	Counter Guarantees for Sales tax	5,000	5,000
b)	Claims against the Group not acknowledged as debts	32,15,94,000	32,15,94,000
c)	Letter of undertaking executed in favour of Joint Director General of foreign trade under Duty Exemption Entitlement Scheme (Advance License Scheme) for custom duty	13,040,682	13,040,682
d)	Letters of credit and Bank Guarantees given by bankers on behalf of the Company.	5,250,000	5,250,000

Contingent liabilities are considered only when converted into demands.



## Annual Report 2015 - 2016

- ii. The Board is contemplating taking steps for recovering the calls-in-arrears from defaulting applicants, including forfeiture of the shares as a last resort after exhausting all other avenues for recovery in a spirit of maintaining shareholder friendly environment. The Board therefore considers it prudent not to provide for the interest on calls-in-arrears.
- iii. Estimated amount of contracts remaining to be executed on capital account net of advances is ₹. Nil (Previous Year ₹. Nil).
- iv. During the year, the Company invested ₹.4,99,060 (49,906 Equity Shares of ₹. 10/- each) which is reflected as Non-Current Investment in the Financial Statement.
- v. Loans and Advances include ₹. 77,69,880/- (Previous Year ₹. 77,66,880 /- ) overdue from various parties on account of accommodation deposits, security deposits, advances given to suppliers, ex-employees, etc. Compensation for delayed payment, if any, will be accounted in the books of account, if and when realized.
- vi. There is no amount overdue and remaining unpaid to small scale/or ancillary Industrial Suppliers on principal and/or interest as at the close of the year.
- vii. Previous Year's figures have been regrouped/ reclassified/ rearranged wherever necessary.
- viii. In the opinion of the Board of Directors, in the ordinary course of business the value on realization of current assets, loans and advances, including security Deposits are at least equal to the amount at which they are stated in the Balance Sheet.
- ix. Amounts appearing in Trade Receivables & Payables are realized and paid as on date of signing. Balances of Banks, Sundry Debtors, Sundry Creditors, Loans & Advance, and Deposits are subject to confirmation.
- x. Profit and Loss Account of the current year includes following remuneration paid/credited/ accrued to managerial personnel.

Particulars	Current Year ₹	Previous Year ₹
Salary	3,75,000	12,31,250
House Rent Allowance	2,25,000	3,37,500
Other Allowances	1,81,230	3,44,720
<b>Total</b>	<b>7,81,230</b>	<b>19,13,470</b>

- xi. The AS-17 "Segment Reporting" is not applicable as the Company has operated only in one segment i.e. manufacturing of Yarn.

- xii. AS-18 Related Party Information:

Pursuant to AS-18 information on remuneration paid to Key Management Personnel is given in the report on Corporate Governance under the heading "Remuneration to Directors" for Shri. Hemant B.Vyas - Managing Director.

#### Loans from Related Parties:

Particulars	Relationship	Amount (₹)
Hemant B. Vyas	Promoter	28,54,41,614
Ayodhya Vintrade Pvt. Ltd.	Common Director	7,99,50,000
Karmaland Infrastructure & Development Pvt. Ltd.	Common Director	2,72,05,035
Interlink Suppliers	Common Director	3,68,50,000
<b>Total</b>		<b>42,94,46,649</b>

#### Advances to Related Parties:

Particulars	Relationship	Amount (₹)
Prag Bosimi Texturising Pvt. Ltd.	Wholly owned Subsidiary	33,61,455
Prag Bosimi Packaging Pvt. Ltd	Wholly owned Subsidiary	1,18,913

#### Advance from Related Party:

Particulars	Relationship	Amount (₹)
Prag Jyoti Textile Park Pvt Ltd	60.87% shareholding	212,669,115

- xiii. During the year, the company has entered into One Time Settlement (OTS) with Asset

## Prag Bosimi Synthetics Limited

Reconstruction Company (India) Ltd. (ARCIL), IDBI, IFCI, UTI and GIC in respect of their dues of holding 8% Optionally Cumulative Convertible Debentures (OCCDS). As per the terms of OTS with the aforesaid Institutions; the details of settlement and payments made are as follows:

Name	Principal Amount of 8% OCCDs (₹ in Crores)	Settlement Amount (₹ in Crores)	Principal Amount waived (₹ in Crores)	Amount of Interest Accrued and due waived (₹ in Crores)
Asset Reconstruction Company (India) Ltd. (ARCIL)	17.67	3.50	14.17	7.05
IFCI	13.98	2.80	11.18	5.59
UTI	3.07	0.69	2.38	1.23
GIC	0.17	0.33	0.14	0.06
<b>Total</b>	<b>34.88</b>	<b>7.32</b>	<b>27.86</b>	<b>13.93</b>

Therefore, the remaining balance in OCCD of ₹. 27.86 Crores and interest Accrued and Due of ₹. 13.93 Crores aggregating ₹ 41.79 crores

being non payable to the above referred institution are transferred to General Reserve. as per the past practice.

- xiv. No provision has been made in the current for Salary, Wages and other dues in respect of workers at Guwahati. We are informed that the factory is closed and there has been no manufacturing activities.
- xv. Prag Bosimi Synthetics Ltd (Holding Company) has two subsidiaries viz Prag Bosimi Texturising Pvt. Ltd. and Prag Bosimi Packaging Pvt. Ltd. Both these companies are non operating and non revenue generating. Therefore certain operating expenditure incurred by the company are absorbed by the holding Company. Accordingly such expenses incurred during the year are absorbed.
- xvi. Earnings per Share

Earnings per Share	<b>31.03.2016</b>	31.03.2015
Net profit/(loss) as per P/L Account (₹)	<b>(10,39,75,648)</b>	(36,97,63,696)
Weighted average number of equity shares outstanding (Numbers)	<b>7,43,82,960</b>	7,43,82,960
Basic and diluted earnings per share (Face value ₹ 10/- per Share)	<b>(1.40)</b>	(4.97)

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

Place : Mumbai  
Date : 30th May 2016

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Guwahati  
Date : 30th May 2016

**For and on behalf of the Board of Directors**

<b>H.K.Sharma</b>	Chairman
<b>Hemant B. Vyas</b>	Managing Director
<b>M.K.Das</b>	Director
<b>Girindra Mohan Das</b>	Director
<b>Devang Vyas</b>	Director & CFO
<b>Rohit Doshi</b>	Director
<b>Deepali Pathak</b>	Director
<b>Mukund Trivedi</b>	Director
<b>Shweta Mahajan</b>	Company Secretary (w.e.f. 08/03/2016)

**ANNEXURE-I****A. DETAILS OF OPENING STOCK, PURCHASES, SALES & CLOSING STOCK OF FINISHED GOODS ARE AS UNDER**

	Unit	For the 12 months year ended 31.03.2016		For the 18 months period ended 31.03.2015	
		Quantity	Amount ₹	Quantity	Amount ₹
a. Opening Stock					
Yarn	MT	120.79	14,062,175	120.79	14,183,761
Polyester chips	MT	-	-	-	-
Others		-	23,576,479	-	23,454,893
b. Purchases					
Polyester chips					
Yarn	MT	-	-	-	-
Fabric	MTRS	9,489,787	1,221,458,556	-	-
Others		-	-	-	-
c. Actual Production/Processed					
Yarn (net of captive consumption)	MT	-	-	-	-
Polyester chips	MT	-	-	-	-
d. Sales					
Yarn	MT	-	-	-	-
Fabric	MTRS	9,489,787	1,370,767,519	-	-
Others		-	8,211,470	-	15,998,261
Transfer to Raw Material	MT	-	-	-	-
e. Closing Stock					
Yarn	MT	120.79	9,345,599	120.79	14,062,175
Others		-	23,576,479	-	23,576,479
B. (i) Details of Raw Materials Consumed					
Polyester chips	MT	-	-	-	-
Others		-	-	-	-
Total		-	-	-	-

(ii) Details of value of imported and indigenous Raw Material, Components consumed and percentage of each to the total consumption

	For the 12 months year ended 31.03.2016		For the 18 months period ended 31.03.2015	
	%	Amount ₹	%	Amount ₹
Raw Materials				
- imported	-	-	-	-
- indigenous	100	-	-	-
	100	-	-	-
Others				
- imported	-	-	-	-
- indigenous	100	-	-	-
	100	-	-	-

## Prag Bosimi Synthetics Limited

### ANNEXURE-I Contd.

	For the 12 months year ended 31.03.2016 Amount ₹	For the 18 months period ended 31.03.2015 Amount ₹	
C. Auditors' remuneration includes:			
Audit Fees	295,966	345,534	
Certification Fees	86,250	130,000	
Fees for Taxation matter	9,450	5,000	
Total	391,666	480,534	
D. Licenced & installed Capacity (as certified by the Management)			
	Units	Licenced Capacity	<b>As at 31/03/2016 Installed Capacity</b>
Polyester Filament Yarn	TPA	25,000	<b>36,000</b>
Draw Texturising Machines	Nos		<b>2</b>
Cone Winding Machine	Nos		<b>1</b>
Dyeing Machine	Nos		<b>1</b>
	<b>For the 12 months year ended 31.03.2016 Amount(₹)</b>	<b>For the 18 months period ended 31.03.2015 Amount(₹)</b>	
E. Expenditure in Foreign Currency (On actual payment basis)			
i) Technical Services	-	-	
ii) Other matters	-	-	

**ANNEXURE-II**

**BALANCE SHEET ABSTRACT & COMPANY'S GENERAL BUSINESS PROFILE**

i. Registration Details

Registration No	2758	State Code	02
Balance Sheet Date	31-Mar-2016		

ii. Capital raised during the year(Amount in rupees thousands)

Public issue	Nil	Rights issue	Nil
Bonus issue	Nil	Private Placement	Nil

iii. Position of Mobilisation and Deployment of Funds(Amount in rupees thousands)

Total liabilities	2,344,479,914	Total assets	2,344,479,914
Sources of funds			
Paid up Capital	743,829,600	Reserves & Surplus	310,489,984
Non-current liabilities	908,282,860	Current liabilities	381,877,471
Application of Funds:			
Net Fixed Assets&CWIP	1,992,265,329		
Non-current assets	206,139,527	Current assets	146,075,058

iv. Performance of Company (Amount in rupees thousands)

Turnover (including other income)	1,382,507,038	Total Expenditure	1,494,083,333
Profit/(Loss) Before Tax	(103,975,648)	Profit/(Loss)After Tax	(103,975,648)

v. Generic Name of the Principal Products of the Company

		Earning Per Share	(1.40)
Item Code No.(ITC Code)	5402.42		
Product Description	Polyester Filament Yarn (PFY)		

## **Prag Bosimi Synthetics Limited**

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### **INDEPENDENT AUDITORS' REPORT**

**TO,**

**THE MEMBERS OF PRAG BOSIMI SYNTHETICS LIMITED**

#### **Report on the Financial Statement**

We have audited the accompanying consolidated financial statements of PRAG BOSIMI SYNTHETICS LIMITED ("the Holding Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the consolidated Balance Sheet as at 31<sup>st</sup> March, 2016, the consolidated Statement of Profit and Loss, the consolidated Cash Flow Statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified u/s 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. Thus responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We have taken into account the provisions of the Act and the Rules made there under, including the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standard on Auditing specified u/s 143(10) of the Act and other authoritative pronouncement issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements 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 misstatement.

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 judgments, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risks assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place adequate internal financial controls systems over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating 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 on the consolidated financial statements.

#### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated

financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31<sup>st</sup> March, 2016 and their consolidated loss and their consolidated cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report that:
  - a) We have sought and 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 account 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 and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified u/s. 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis on written representations received from the directors as on 31<sup>st</sup> March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2016 from being appointed as a director in terms of section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A", which is based on the auditors' reports of the Holding company and subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31<sup>st</sup> March, 2016.

**For Bharat Shroff & Co.**  
Chartered Accountants  
(Firm Reg. No.131026W)

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Bharat B. Shroff**  
Proprietor  
(Membership No. 014822)

**Debashish Bordoloi**  
Partner  
(Membership No. 068018)

Place : Mumbai  
Date : 30th May 2016

Place : Guwahati  
Date : 30th May 2016

## Prag Bosimi Synthetics Limited

### ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016 OF PRAG BOSIMI SYNTHETICS LIMITED.

The Annexure referred to in our Independent Auditors Report to the members of the company on the consolidated financial statements for the year ended 31<sup>st</sup> March 2016, we report that:

- (i) In respect of its Fixed Assets:
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The assets have been physically verified by the management in accordance with the phased programmed of verification adopted by the Company. In our opinion, the frequency of the verification is reasonable having regard to the size of the Company and nature of fixed assets. No material discrepancies have been noticed in respect of the assets physically verified during the year.
  - (c) Title Deeds of immovable properties are held in the name of the company.

- (ii) In respect of its Inventories:

As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals. Inventory lying with the third parties and in transit have been verified by the management with reference to the confirmation received from them and/or subsequent receipt of goods.

- (iii) (a) The Company has not granted any loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under section 189 of the Companies Act 2013.
- (b) The company has taken unsecured loans of ₹ 42,94,46,649/- from Managing Director and other related parties during the year. The terms of the loan repayment are not prima facie prejudicial to the interest of the Company.
- (c) The Company has not taken any loans , secured or unsecured , except as stated in iii (b) above from companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) No deposits within the meaning of Section 73 to 76 or any other relevant provision of the Act and Rules framed there under have been accepted by the Company.
- (v) The Company is required to maintain cost records pursuant to the Order of the Central Government under section 148(1) of the Companies Act, 2013. We are informed that the Company did not have any manufacturing activities, hence cost records are not maintained.
- (vi) The Company has following undisputed amounts outstanding towards statutory dues for more than 6 months as on 31<sup>st</sup> March, 2016:

The Act applicable	Details of outstanding Amount	Amount (₹ in Lacs)
The Assam Professions, Trades, Callings and Employments Taxation Act, 1947	Professional Tax	12.23

- (vii) In terms of Corporate Debt Restructuring (CDR), the company issued 8% Optionally Cumulative Convertible Debentures (OCCD) of ₹ 57.52 crores in March 2011 to be redeemed by March 2013 but the company could not repay entire principal amount and interest due to various operational and financial constraints. However, the



## Annual Report 2015 - 2016

company has already settled under OTS Scheme Principal amount of ₹ 46.23 Crores (80% of 57.52 crores). The details of balance overdue amount for over three years are as follows:

Name	Principal amount of 8% OCCDS ( in Crores)	Amount of Interest Accrued till 31/03/2016 (in crores)	Total Amount (in crores)
Allahabad Bank	0.81	0.32	1.13
Bank of Baroda	1.02	0.41	1.43
Central Bank of India	0.93	0.38	1.31
Life Insurance Corporation of India	2.46	0.99	3.45
New India Assurance Company	0.17	0.07	0.24
National Insurance Company	0.09	0.04	0.13
Oriental Insurance Company	0.09	0.04	0.13
State Bank of India	4.83	1.94	6.77
UCO Bank	0.76	0.30	1.06
United India Insurance Company	0.13	0.05	0.18
<b>Total</b>	<b>11.29</b>	<b>4.54</b>	<b>15.83</b>

We are informed that the company is in negotiation for One Time Settlement with the aforesaid banks/ institutions.

North Eastern Development Finance Corporation Ltd: Overdue Loan Amount of ₹ 4.99 crores (Principal amount ₹ 3.50 crores plus interest of ₹ 1.49 crores) for over four years:

As per the compromise settlement with the aforesaid institution in September 2008, ₹ 3.50 crores were to be repaid after moratorium period of two years from 01/12/2008 and to be paid over a year of 4 years with equal six monthly installments and fixed interest @ 8% per annum was to be levied on balance outstanding. However, due to various operational and financial constraints it could not be repaid by December 2014.

We are informed that the company is negotiating for One Time Settlement.

- (viii) During the year, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures or other securities.
- (ix) The Company is not a dealer or trader in shares, securities, debentures and other investments.
- (x) In our opinion and according to information and explanations given to us, the Company has not given guarantee for loans taken by others from Banks or financial institutions except reported in the accounts.
- (xi) According to the information and explanations given to us, in our opinion, funds raised on short term basis have not been used for long term basis or vice versa.
- (xii) During the year, the Company has not made any preferential allotment of shares to the parties and companies covered and recorded in the Register maintained under section 189 of the Act.
- (xiii) The Company has not raised any money by way of public issue during the year.
- (xiv) During the year, no fraud by the company or fraud on the Company by its officers or employees has been noticed or reported.

**For Bharat Shroff & Co.**  
Chartered Accountants  
(Firm Reg. No.131026W)

**Bharat B. Shroff**  
Proprietor  
(Membership No. 014822)

Place : Mumbai  
Date : 30th May 2016

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Debashish Bordoloi**  
Partner  
(Membership No. 068018)

Place : Guwahati  
Date : 30th May 2016

# Prag Bosimi Synthetics Limited

## Consolidated Balance Sheet as at 31st March, 2016

Particulars	Note No.	As at 31st March 2016 ₹	As at 31st March 2015 ₹
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' Funds</b>			
(a) Share Capital	3	744,416,250	743,829,600
(b) Reserves and Surplus	4	349,937,442	35,963,859
		<u>1,094,353,692</u>	<u>779,793,459</u>
<b>2 Share Application Money</b>		–	724,899
<b>3 Non-current Liabilities</b>			
(a) Long-term Borrowings	5	1,023,772,149	1,080,007,945
(b) Other Long-term Liabilities	6	88,246,185	202,311,417
(c) Long-term Provisions	7	14,663,473	16,773,792
		<u>1,126,681,807</u>	<u>1,299,093,154</u>
<b>4 Current Liabilities</b>			
(a) Short-term Borrowings	8	133,481,679	347,708,495
(b) Trade Payables	9	16,850,203	10,582,638
(c) Other Current Liabilities	10	11,187,614	7,949,038
(d) Short-term Provisions	11	12,979,069	16,977,934
		<u>174,498,565</u>	<u>383,218,104</u>
<b>TOTAL</b>		<u><u>2,395,534,063</u></u>	<u><u>2,462,829,615</u></u>
<b>B ASSETS</b>			
<b>1 Non-current Assets</b>			
(a) Fixed assets			
(i) Tangible assets	12.A	1,982,787,620	2,073,825,135
(ii) Capital work-in-progress	12.C	19,503,291	12,979,085
		<u>2,002,290,911</u>	<u>2,086,804,219</u>
(b) Non-current Investments	13	–	–
(c) Long-term Loans and Advances	14	184,104,305	183,880,071
(d) Other Non-current Assets	15	20,785,303	21,472,338
		<u>204,889,608</u>	<u>205,352,409</u>
<b>2 Current Assets</b>			
(a) Inventories	16	102,046,296	111,776,128
(b) Trade Receivables	17	276,332	2,468,437
(c) Cash and Cash Equivalents	18	60,123,414	44,223,637
(d) Short-term Loans and Advances	19	20,830,304	9,963,823
(e) Other Current Assets	20	5,077,199	2,240,962
		<u>188,353,545</u>	<u>170,672,987</u>
<b>TOTAL</b>		<u><u>2,395,534,063</u></u>	<u><u>2,462,829,615</u></u>

### See accompanying notes forming part of the financial statements

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Mumbai  
Date : 30th May 2016

Place : Guwahati  
Date : 30th May 2016

**For and on behalf of the Board of Directors**

**H.K.Sharma** Chairman  
**Hemant B. Vyas** Managing Director  
**M.K.Das** Director  
**Girindra Mohan Das** Director  
**Devang Vyas** Director & CFO  
**Rohit Doshi** Director  
**Deepali Pathak** Director  
**Mukund Trivedi** Director  
**Shweta Mahajan** Company Secretary  
(w.e.f. 08/03/2016)

**Consolidated Statement of Profit and Loss for the period ended 31st March, 2016**

Particulars	Note No.	For the twelve months year ended 31st March, 2016 ₹	For the eighteen months period ended 31st March, 2015 ₹
<b>1 Income</b>			
Revenue from operations (net)	21	1,378,978,989	15,998,261
2 Other Income	22	3,528,049	148,645
<b>3 Total Revenue (1+2)</b>		<u>1,382,507,038</u>	<u>16,146,906</u>
<b>4 Expenses</b>			
(a) Cost of materials consumed	23.a	12,267,827	13,025,084
(b) Purchase of Stock-in-Trade	23.b	1,221,458,556	-
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	23.c	4,716,576	51,904
(d) Employee Benefits expense	24	12,960,832	26,626,364
(e) Finance Costs	25	133,735,906	193,108,772
(f) Depreciation and amortisation expense	12.B	92,520,647	119,627,985
(g) Other expenses	26	16,422,989	33,649,740
		<u>1,494,083,333</u>	<u>386,089,850</u>
<b>5 Profit / (Loss) before Prior period Item, Extraordinary Items and Tax (3 - 4)</b>		<u>(111,576,295)</u>	<u>(369,942,944)</u>
6 Prior Period Items (Net)	27	7,600,647	179,248
<b>7 Profit / (Loss) before extraordinary items and tax (5 + 6)</b>		<u>(103,975,648)</u>	<u>(369,763,696)</u>
8 Extraordinary items		-	-
<b>9 Profit / (Loss) before tax (7 + 8)</b>		<u>(103,975,648)</u>	<u>(369,763,696)</u>
10 Tax expense		-	-
<b>11 Earnings per share (of ₹ 10/- each)</b>			
Basic and Diluted		(1.40)	(4.97)

See accompanying notes forming part of the financial statements

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

Place : Mumbai  
Date : 30th May 2016

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Guwahati  
Date : 30th May 2016

For and on behalf of the Board of Directors

**H.K.Sharma** Chairman  
**Hemant B. Vyas** Managing Director  
**M.K.Das** Director  
**Girindra Mohan Das** Director  
**Devang Vyas** Director & CFO  
**Rohit Doshi** Director  
**Deepali Pathak** Director  
**Mukund Trivedi** Director  
**Shweta Mahajan** Company Secretary  
(w.e.f. 08/03/2016)

# Prag Bosimi Synthetics Limited

## CONSOLIDATED CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

PARTICULARS	For the 12 months year ended 31st March, 2016 ₹	For the 18 months period ended 31st March, 2015 ₹
<b>A. Cash flow from Operating Activities</b>	<b>(103,975,648)</b>	<b>(369,763,696)</b>
Net Profit/(Loss) before tax and Extraordinary items		
Adjustments for :		
Depreciation	92,500,655	119,597,997
Amortisation of Leasehold Land	19,992	29,988
Transfer to Reserve on account of Depreciation	-	7,221,737
Interest and Finance charges	133,735,906	193,108,772
Interest Income	(3,527,589)	(36,863)
Operating Profit/(Loss) before capital changes	<u>118,753,316</u>	<u>(49,842,065)</u>
Adjustments for :		
(Increase)/Decrease in Inventories	9,729,831	(864,095)
(Increase)/Decrease in Trade Receivable	2,192,106	417,901,171
(Increase)/Decrease in Other non current assets	687,036	2,814,940
(Increase)/Decrease in Other current assets	691,204	(930,905)
(Increase)/Decrease in Loans and advances	(11,090,714)	549,779
Increase/(Decrease) in Trade and other payables	(18,993,016)	(405,375,281)
Net cash from operating activities	<u>101,969,762</u>	<u>(35,746,455)</u>
<b>B. Cash flow from investing activities</b>		
Purchase of fixed assets including CWIP (Net)	(8,007,338)	(9,218,881)
Interest received	148	6,801
Net cash used in investing activities	<u>(8,007,190)</u>	<u>(9,212,080)</u>
<b>C. Cash flow from financing activities</b>		
Received Share application money	-	724,899
Grant from Ministry of Textile (Govt. of India)	-	40,000,000
Repayment of Borrowings	(76,995,055)	(25,100,000)
Proceeds from Borrowings (Net)	85,152,843	144,843,199
Interest Paid	(86,220,582)	(74,382,022)
Net cash from financing activities	<u>(78,062,794)</u>	<u>86,086,076</u>
Net increase in cash and cash equivalents (A+B+C)	<u>15,899,777</u>	<u>41,127,541</u>
Cash/cash equivalents (Opening)	44,223,637	3,096,096
Cash/cash equivalents (Closing)	<u>60,123,414</u>	<u>44,223,637</u>
	<u>15,899,777</u>	<u>41,127,541</u>

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Mumbai  
Date : 30th May 2016

Place : Guwahati  
Date : 30th May 2016

**For and on behalf of the Board of Directors**

**H.K.Sharma** Chairman  
**Hemant B. Vyas** Managing Director  
**M.K.Das** Director  
**Girindra Mohan Das** Director  
**Devang Vyas** Director & CFO  
**Rohit Doshi** Director  
**Deepali Pathak** Director  
**Mukund Trivedi** Director  
**Shweta Mahajan** Company Secretary  
(w.e.f. 08/03/2016)

## Notes forming part of the Consolidated Financial Statements

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares	₹	Number of shares	₹
<b>Note 3 Share capital</b>				
<b>(a) Authorised</b>				
Equity shares of ₹.10/- each with voting rights	120,000,000	1,200,000,000	120,000,000	1,200,000,000
Equity shares (Unclassified) of ₹.10/- each with voting rights	30,000,000	300,000,000	30,000,000	300,000,000
Optionally convertible preference shares of ₹.100/- each	1,000,000	100,000,000	1,000,000	100,000,000
Redeemable preference shares of ₹.100/- each	9,000,000	900,000,000	9,000,000	900,000,000
<b>Total</b>	<b>160,000,000</b>	<b>2,500,000,000</b>	<b>160,000,000</b>	<b>2,500,000,000</b>
<b>(b) Issued, Subscribed and Called up</b>				
Equity shares of ₹.10/- each with voting rights	74,441,625	744,416,250	74,382,960	743,829,600
Optionally convertible preference shares of ₹.100/- each	-	-	-	-
Redeemable preference shares of ₹.100/- each	-	-	-	-
<b>Total</b>	<b>74,441,625</b>	<b>744,416,250</b>	<b>74,382,960</b>	<b>743,829,600</b>

## Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

## Equity Shares

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares	₹	Number of shares	₹
At the beginning of the year	74,382,960	743,829,600	74,382,960	743,829,600
Issued during the year	58,665	586,650	-	-
Outstanding at the end of the year	74,441,625	744,416,250	74,382,960	743,829,600

Particulars	As at 31st March, 2016		As at 31st March, 2015	
		₹		₹
<b>Note 4 Reserves and surplus</b>				
<b>(a) Capital Reserve</b>				
Opening balance		56,700,000		16,700,000
Add: Additions during the period		-		40,000,000
Closing balance		56,700,000		56,700,000
<b>(b) Capital Redemption Reserve</b>				
Opening balance		814,625,000		814,625,000
Add: Additions / transfers during the period		-		-
Closing balance		814,625,000		814,625,000
<b>(c) General Reserves</b>				
Opening balance		897,891,268		747,363,450
Add: Additions / transfers during the period		417,949,231		150,527,818
Closing balance		1,315,840,499		897,891,268
<b>(d) Surplus / (Deficit) in Statement of Profit and Loss</b>				
Opening balance		(1,733,252,409)		(1,363,488,713)
Add: Profit / (Loss) for the period		(103,975,648)		(369,763,696)
Closing balance		(1,837,228,057)		(1,733,252,409)
<b>Total</b>		<b>349,937,442</b>		<b>35,963,859</b>

## Prag Bosimi Synthetics Limited

### Notes forming part of the Consolidated Financial Statements

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 5 - Long-term Borrowings</b>		
<b>(a) Bonds / Debentures</b>		
Secured Optionally Cumulative Convertible Debentures	112,929,500	461,780,000
	<u>112,929,500</u>	<u>461,780,000</u>
<b>(b) Term Loans</b>		
Secured		
Working Capital Term Loan	35,000,000	35,000,000
Loan from Financial Institution	215,000,000	-
Unsecured		
AIDC Rehabilitation Funds	228,000,000	34,764,955
	<u>478,000,000</u>	<u>69,764,955</u>
<b>(c) Loans and Advances from Related Parties</b>		
Unsecured	432,842,649	548,462,990
<b>Total</b>	<u>1,023,772,149</u>	<u>1,080,007,945</u>
<b>Note 6 - Other Long-term Liabilities</b>		
<b>(a) Long Term Trade Payables</b>		
	23,795,235	36,844,260
<b>(b) Interest accrued but not due on borrowings</b>		
(i) Interest Accrued on WCTL	14,935,889	12,128,218
(ii) Interest Accrued on 8% Optionally Cumulative Convertible Debentures	45,376,258	148,662,210
<b>(c) Others</b>		
(i) Advances received from customers	1,523,300	1,902,729
(ii) Security Deposits	50,610	50,610
(iii) Statutory Dues	2,564,893	2,723,391
<b>Total</b>	<u>88,246,185</u>	<u>202,311,417</u>
<b>Note 7 - Long-term Provisions</b>		
<b>(a) Provision for Employee Benefits</b>		
(i) Salary	5,228,052	6,298,709
(ii) Gratuity	5,950,565	6,830,938
(iii) Leave Travel Allowance	1,056,455	1,215,680
(iv) Other defined benefit plans - Insurance	164,024	164,024
	<u>12,399,096</u>	<u>14,509,351</u>
<b>(b) Provision - Others</b>		
For Expenses	2,264,377	2,264,441
	<u>2,264,377</u>	<u>2,264,441</u>
<b>Total</b>	<u>14,663,473</u>	<u>16,773,792</u>
<b>Note 8 - Short-term Borrowings</b>		
<b>(a) From Other Parties</b>		
Secured		
Cash Credit Banks	-	82,708,495
Bank Overdraft	83,481,679	-
Loan from Financial Institution	50,000,000	265,000,000
<b>Total</b>	<u>133,481,679</u>	<u>347,708,495</u>

## Notes forming part of the Consolidated Financial Statements

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 9 - Trade payables</b>		
Creditors	16,850,203	10,582,638
<b>Total</b>	<b>16,850,203</b>	<b>10,582,638</b>
<b>Note 10 - Other Current Liabilities</b>		
(a) Interest accrued but not due	1,816,618	1,682,630
(b) Statutory dues	4,077,944	3,295,428
(c) Advances received from customers	301,321	377,994
(d) Advance received against Share Application Money	4,891,731	2,592,986
(e) Earnest Money Deposit	100,000	-
<b>Total</b>	<b>11,187,614</b>	<b>7,949,038</b>
<b>Note 11 - Short-term Provisions</b>		
<b>(a) Provision for Employees Benefits</b>		
(i) Salary & others	2,722,570	5,348,558
(ii) Gratuity	2,226,380	2,393,777
(iii) Leave Encashment	3,887,397	4,045,597
	<b>8,836,347</b>	<b>11,787,932</b>
<b>(b) Provision - Others</b>		
For Expenses	4,142,722	5,190,002
	<b>4,142,722</b>	<b>5,190,002</b>
<b>Total</b>	<b>12,979,069</b>	<b>16,977,934</b>

## Note 12A Fixed Assets

Particulars	Tangible Assets							Total ₹
	Land Freehold ₹	Land Leasehold ₹	Building Owned ₹	Plant & Equipment ₹	Furniture & Fixtures ₹	Vehicles ₹	Office Equipment ₹	
<b>Original Cost</b>								
Balance as at 1st October, 2013	578,617	599,678	518,628,613	2,223,663,676	16,005,388	2,708,533	3,926,955	2,766,111,460
Additions	-	-	-	104,889	13,820	-	-	118,709
Disposals	-	-	-	(74,620)	(2,923,219)	-	-	(2,997,839)
<b>Balance as at 31st March, 2015</b>	<b>578,617</b>	<b>599,678</b>	<b>518,628,613</b>	<b>2,223,693,945</b>	<b>13,095,989</b>	<b>2,708,533</b>	<b>3,926,955</b>	<b>2,763,232,330</b>
Additions	-	-	-	1,365,789	290,680	769,239	35,035	2,460,743
Disposals	-	-	-	-	-	(1,734,096)	-	(1,734,096)
<b>Balance as at 31st March, 2016</b>	<b>578,617</b>	<b>599,678</b>	<b>518,628,613</b>	<b>2,225,059,734</b>	<b>13,386,669</b>	<b>1,743,676</b>	<b>3,961,990</b>	<b>2,763,958,977</b>
<b>Depreciation and Amortization</b>								
As at 1st October 2013	-	319,968	187,361,377	377,104,277	11,980,748	249,807	2,809,649	579,825,826
Charge for the year	-	29,988	24,397,663	94,088,972	687,748	423,614	-	119,627,985
Deduction/Adjustments during the year	-	-	-	(66,418)	(2,758,462)	-	-	(2,824,880)
Retrospective impact of Depreciation as of 1st April, 2014	-	-	-	(7,048,691)	(173,046)	-	-	(7,221,736)
<b>Balance as at 31st March, 2015</b>	<b>-</b>	<b>349,956</b>	<b>211,759,040</b>	<b>464,078,139</b>	<b>9,736,988</b>	<b>673,421</b>	<b>2,809,649</b>	<b>689,407,195</b>
Charge for the year	-	19,992	15,848,414	76,037,227	402,654	213,785	1,728	92,523,801
Deduction/Adjustments during the year	-	-	-	-	-	(759,639)	-	(759,639)
<b>Balance as at 31st March, 2016</b>	<b>-</b>	<b>369,948</b>	<b>227,607,455</b>	<b>540,115,366</b>	<b>10,139,642</b>	<b>127,568</b>	<b>2,811,377</b>	<b>781,171,357</b>
<b>Net Block</b>								
As at March 31, 2016	578,617	229,730	291,021,158	1,684,944,368	3,247,027	1,616,108	1,150,613	1,982,787,620
As at March 31, 2015	578,617	249,722	306,869,573	1,759,615,806	3,359,001	2,035,112	1,117,306	2,073,825,135

## Prag Bosimi Synthetics Limited

### Notes forming part of the Consolidated Financial Statements

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 12.B: Fixed Assets</b>		
<b>Depreciation and amortisation relating to continuing operations:</b>		
Depreciation and amortisation for the period on tangible assets as per Note 12 A	<u>92,520,647</u>	119,627,985
<b>Total</b>	<u><u>92,520,647</u></u>	<u><u>119,627,985</u></u>
<b>Note 12.C: Capital Work-in-Progress</b>		
<b>A) Work-in-Progress</b>		
Buildings & Civil work under Construction	2,310,588	2,310,588
Plant & Machinery	8,617,102	8,617,102
<b>B) Subsidiary Pre-Operative Expenses Pending Allocation</b>		
<b>i) Payment To Employees</b>		
Salaries,Wages And Other Benefits	1,900,000	700,000
<b>ii) Administratives expenses</b>		
Advertisement Expenses	115,723	71,911
Board Meeting Expenses	8,000	8,000
Books Periodicals	1,000	-
Computer & Peripherals	4,461	-
Hospitality	10,500	-
Legal & Professional Fees	5,043,614	470,954
Cwip Engg.Consultancy	456,010	-
Local Conveyance	23,658	-
Miscellaneous Expenses	7,850	3,680
Penalty on PF/IT/OTHERS	7,200	-
Postage,Telegram&Telephone	19,121	2,515
Printing & Stationery	5,893	-
R&M EquipmentsCivil Work	22,559	-
R&M Office Equipments	45,113	-
Regn & Filing Fees	46,900	37,500
Revenue Expenses	75,225	-
Staff Welfare Expenses	5,175	-
Statutory Audit Fees	17,250	-
Tax Audit Fees	12,540	-
Statutory Expenses	711,150	-
Transportation Charges	1,800	-
Travelling & Conveyance	606,277	297,553
Vehicle Maintenance	31,903	20,575
Wages/labour Chgs	27,210	-
Depreciation F/F	1,426	-
Depreciation P&M Auxiliaries	1,728	-
Tender Income	(440,000)	-
<b>(iii) Finance Charges</b>		
Bank & Financial Institution Charges	439,953	438,707
Interest on Tds	6,750	-
Interest Recd. From Banks	(640,388)	-
<b>Total</b>	<u><u>19,503,291</u></u>	<u><u>12,979,085</u></u>



**Notes forming part of the Consolidated Financial Statements**

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 14 - Long-term Loans and Advances</b>		
Advance Receivable in Cash/Kind		
Unsecured, considered good	184,104,305	183,880,071
<b>Total</b>	<u>184,104,305</u>	<u>183,880,071</u>
<b>Note 15 - Other Non-current Assets</b>		
(a) Long-term Trade Receivables		
Unsecured, considered good	5,508,413	4,383,049
(b) Advance paid to Suppliers	35,262	2,247,662
(c) Security Deposits	8,946,796	8,946,796
(d) Others	6,294,831	5,894,831
<b>Total</b>	<u>20,785,302</u>	<u>21,472,338</u>
<b>Note 16 - Inventories (At lower of cost and net realisable value)</b>		
(a) Raw materials	6,147,760	11,145,971
(b) Work-in-progress	7740262	7740262
(c) Finished goods	32,922,077	37,638,654
(d) Stores and spares	55,236,197	55,251,241
<b>Total</b>	<u>102,046,296</u>	<u>111,776,128</u>
<b>Note 17 - Trade Receivables</b>		
Unsecured, considered good	276,332	2,468,437
<b>Total</b>	<u>276,332</u>	<u>2,468,437</u>
<b>Note 18- Cash and Cash Equivalents</b>		
(a) Cash - on - hand	71,143	45,201
(b) Balances with Banks		
(i) In current accounts	15,311,085	2,854,587
(ii) In deposit accounts	38,803,959	1,303,959
(iii) In Escrow accounts	5,937,227	40,019,890
<b>Total</b>	<u>60,123,414</u>	<u>44,223,637</u>
<b>Note 19- Short-term Loans and Advances</b>		
(a) Loans and Advances to Related Parties		
-Unsecured, considered good	529,938	449,154
(b) Advances paid to Suppliers	8,426,512	59,045
(c) Loans and Advances to Employees		
-Unsecured, considered good	2,175,773	995,376
(d) Balances with Government Authorities		
(i) CENVAT credit receivable	3,637,841	3,605,178
(ii) VAT credit receivable	16,910	12,658
(iii) Service Tax credit receivable	4,496,210	3,630,996
(iv) Entry Tax	432,484	405,166
(v) T.D.S.	1,114,636	806,250
<b>Total</b>	<u>20,830,304</u>	<u>9,963,823</u>

## Prag Bosimi Synthetics Limited

### Notes forming part of the Consolidated Financial Statements

Particulars	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Note 20 - Other Current Assets</b>		
Interest accrued but not due	3,204,758	30,062
Prepaid Insurance	1,474,803	1,799,792
Prepaid Expenses	8,754	32,224
Preliminary Expenses	378,884	378,884
Advance for Expenses	10,000	-
<b>Total</b>	<u>5,077,199</u>	<u>2,240,962</u>
<b>Note 21 - Revenue from Operations</b>		
(a) Sales	1,376,287,806	15,247,791
(b) Other operating revenues:		
Sale of scraps	2,691,183	750,470
<b>Total</b>	<u>1,378,978,989</u>	<u>15,998,261</u>
<b>Note 22 - Other Income</b>		
a) Interest on Loans and Advances	3,527,589	36,863
b) Other Receipts	460	111,782
<b>Total</b>	<u>3,528,049</u>	<u>148,645</u>
<b>Note 23.a - Cost of Materials Consumed</b>		
Opening stock	17,834,001	17,834,001
Add: Purchases	7,048,011	13,025,084
Add: Transfer from Finish Goods	-	-
	<u>24,882,012</u>	<u>30,859,085</u>
Less: Closing stock	12,614,185	17,834,001
<b>Total</b>	<u>12,267,827</u>	<u>13,025,084</u>
<b>Note 23.b - Purchase of Stock-in-Trade</b>		
Fabrics	1,221,458,556	-
<b>Total</b>	<u>1,221,458,556</u>	<u>-</u>
<b>Note 23.c - Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-trade</b>		
Inventories at the end of the year:		
Finished goods	32,922,077	37,638,654
Work-in-progress	7,740,262	7,740,262
Stock-in-Trade	-	-
<b>Total</b>	<u>40,662,339</u>	<u>45,378,916</u>
Inventories at the beginning of the year:		
Finished goods	37,638,654	37,638,654
Work-in-progress	7,740,262	7,792,166
Stock-in-Trade	-	-
<b>Total</b>	<u>45,378,916</u>	<u>45,430,820</u>
<b>Net (increase) / decrease</b>	<u>4,716,576</u>	<u>51,904</u>

## Notes forming part of the Consolidated Financial Statements

Particulars	For the twelve months year ended 31st March, 2016 ₹	For the eighteen months period ended 31st March, 2015 ₹
<b>Note 24- Employee Benefits Expense</b>		
Salaries and wages	12,266,417	25,415,561
Contributions to Provident and Other Funds	245,296	445,745
Staff Welfare Expenses	449,119	765,058
<b>Total</b>	<b>12,960,832</b>	<b>26,626,364</b>
<b>Note 25 - Finance Costs</b>		
Interest on borrowing from : Banks, Financial Institution, OCCD and others	1,33,735,906	193,108,772
<b>Total</b>	<b>1,33,735,906</b>	<b>193,108,772</b>
<b>Note 26 - Other Expenses</b>		
Power and Fuel	533,239	4,051,458
Rent including lease rentals	756,808	6,302,120
Repairs and maintenance - Machinery	163,112	222,467
Repairs and maintenance - Others	468,915	608,992
Insurance	1,932,567	3,404,724
Rates and taxes	308,072	902,592
Communication	502,995	1,518,345
Travelling and conveyance	1,430,239	1,399,857
Printing and stationery	824,913	485,189
Freight and forwarding	1,291,617	2,406,040
Sales Commission	87,519	-
Donations and contributions	23,766	11,213
Legal and professional	1,450,024	1,269,252
Auditors' Remuneration (See footnote below)	391,666	480,534
Loss on fixed assets sold / scrapped	439,457	172,958
Miscellaneous expenses	5,818,080	10,413,999
<b>Total</b>	<b>16,422,989</b>	<b>33,649,740</b>
Footnote : Details of Auditors' Remuneration:		
Audit Fees	295,966	345,534
Taxation matters	86,250	130,000
Other services	9,450	5,000
<b>Total</b>	<b>391,666</b>	<b>480,534</b>
<b>Note 26 - Prior Period Item (Net)</b>		
<b>Prior Period Income</b>		
Settlement of Statutory Dues	2,500	-
Excess Provision	2,429,286	-
Settlement of Dues of earlier years	5,904,814	2,773,864
<b>Total (a)</b>	<b>8,336,600</b>	<b>2,773,864</b>
<b>Prior Period Expenses</b>		
Settlement of Dues of earlier years	36,621	62,006
Vendors Claim	699,332	610,304
Short Provision for expenses	-	1,922,306
<b>Total (b)</b>	<b>735,953</b>	<b>2,594,616</b>
<b>Total (a-b)</b>	<b>7,600,647</b>	<b>179,248</b>

## Prag Bosimi Synthetics Limited

### NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st MARCH, 2016

#### 1. SIGNIFICANT ACCOUNTING POLICIES

##### (A) BASIS OF PREPARATION OF THE CONSOLIDATED FINANCIAL STATEMENTS:

The Consolidated Financial Statements (CFS) relates to parent company Prag Bosimi Synthetics Limited (PBSL) and its subsidiary companies (collectively referred to as the "Group").

The Financial Statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 2013.

##### Principles of Consolidation:

The CFS are prepared, as far as possible using uniform significant accounting policies for the transactions and other events in similar circumstances and are presented in the same manner as PBSL's separate financial statements. The Financial statements of PBSL and its subsidiaries have been consolidated on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, the intra group balance and intra group transactions and unrealized profits or losses resulting from intra group transactions are fully eliminated.

##### Companies included in Consolidation:

The CFS comprises the audited financial statements (except as mentioned otherwise) of PBSL and its subsidiaries for the year ended 31<sup>st</sup> March, 2016, which are as under:

Name of the Company	Country of Incorporation	PBSL's Ownership Interest	
		31.03.2016	30.09.2015
Prag Jyoti Textile Park Pvt. Ltd.	India	60.87%	100%
Prag Bosimi Texturising Pvt. Ltd.	India	100%	100%
Prag Bosimi Packaging Pvt. Ltd.	India	100%	100%

##### (B) SIGNIFICANT ACCOUNTING POLICIES:

The Company follows the accrual system of accounting and recognizes income and expenditure on accrual basis.

Accounting policies not referred to otherwise

are consistent with the Generally Accepted Accounting Principles.

##### (i) Fixed Assets:

Fixed Assets are stated at cost of acquisition or construction and includes amounts added/reduced on revaluation less accumulated depreciation. Impairment losses have been accounted as per the mandatory Accounting Standards issued by The Institute of Chartered Accountants of India as applicable and the relevant provisions of The Companies Act, 2013.

Borrowing costs for acquisition or construction of a qualifying asset and revenue expenses incurred (including expenses on test runs and experimental production) for the year prior to the commencement of commercial production are capitalized proportionately as part of the asset cost in respect of machineries put to use.

##### (ii) Depreciation:

(a) Depreciation on fixed assets other than lease-hold land is provided on straight-line method at the rates and in the manner specified in Schedule II of Companies Act, 2013.

(b) Depreciation on additions/deductions during the year has been provided on pro-rata basis with reference to the month of addition/deduction.

##### (iii) Expenditure during construction year:

As per the consistent accounting policy all expenditure related to the project construction/implementation and income arising out of project activities and funds related to the project are capitalized and allocated to the respective fixed assets.

##### (iv) Investments:

Long-term investments are valued at cost subject to reduction made for diminution in value that is other than temporary in nature.

##### (v) Inventories:

In accordance with the revised Accounting Standard (AS-2), Inventories are valued at lower of cost or net realizable value after providing for obsolescence, if any.

(a) Raw materials, stores, spares, consumables and construction materials:

- At lower of cost or net realizable value
- (b) Materials in process: At lower of cost or net realizable value.
- (c) Finished Goods: At lower of cost or net realizable value.

**(vi) Retirement Benefits:**

- (a) Defined Contribution Plan  
The Company's liability towards Employee's Provident Fund scheme administered by the Employees Provident Fund Scheme, Govt. of India is considered as Defined Contribution Plan. The Company's contributions paid towards these defined contribution plans is recognized as expense in the Profit and Loss Account during the year in which the employees rendered the related service.
- (b) Defined Benefit Plan  
Company's liabilities towards gratuity and leave encashment if any are considered as Defined Benefit Plans. The present value of the obligations towards gratuity is determined based on actuarial valuation using the projected unit credit method. As regards the Leave encashment, it is calculated on the actual balance leave of each employee on the year-end. This is done on the same basis as in the last accounting year.

**(vii) Transactions of foreign currency items:**

Transactions in foreign currency are recorded at the rate of exchange in force at the date of transaction. Foreign currency assets and other liabilities other than for financing fixed assets are stated at the rate of exchange prevailing at the year-end and resultant gains/losses are recognized in the capital work in progress. Foreign currency loans for financing fixed assets (other than those where the company is protected against exchange fluctuations) are accounted for at the rate of exchange prevailing at the year end and the resultant exchange difference is adjusted to the cost of assets.

**(viii) Government Grants:**

- (a) Revenue grants are recognized in the Profit & Loss account.
- (b) Capital Grants relating to specific fixed assets are shown under capital reserve.

**(ix) Taxes on Income:**

No provision for taxation is made as the profits and gains of units set up in North Eastern State are tax free under the Income Tax Act 1961 and the company has also incurred losses during the year.

No provision for deferred taxation is made in accounts as the company has been incurring losses year after year and Company's business income is also exempt u/s 80IC of Income Tax Act of 1961.

**(x) Provisions:**

A provision is recognized when there is a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

**(xi) There were no events occurring after the Balance Sheet date which are reportable.**

**(xii) Revenue Recognition:**

- (a) Sales are recognized on dispatch to customers and are net of returns, discounts and sales tax.
- (b) Other Income and Expenditure are recognized and accounted on accrual basis.

**2. NOTES TO ACCOUNTS**

i. Contingent liabilities not provided for:

Sr. No.	Particulars	As At	
		31.03.2016	31.03.2015
a)	Counter Guarantees for Sales tax	5,000	5,000
b)	Claims against the Group not acknowledged as debts	321,594,000	321,594,000
c)	Letter of undertaking executed in favour of Joint Director General of foreign trade under Duty Exemption Entitlement Scheme (Advance License Scheme) for custom duty	13,040,682	13,040,682
d)	Letters of credit and Bank Guarantees given by bankers on behalf of the Company.	5,250,000	5,250,000

Contingent liabilities are considered only when converted into Demands.

ii. The Board is contemplating taking steps for recovering the calls-in-arrears from defaulting applicants, including forfeiture of the shares as

## Prag Bosimi Synthetics Limited

- a last resort after exhausting all other avenues for recovery in a spirit of maintaining shareholder friendly environment. The Board therefore considers it prudent not to provide for the interest on calls-in-arrears.
- iii. Estimated amount of contracts remaining to be executed on capital account net of advances is ₹. Nil (Previous Year ₹. Nil).
- iv. Loans and Advances include ₹ 77,69,880 (Previous Year ₹ 77,66,880/-) overdue from various parties on account of accommodation deposits, security deposits, advances given to suppliers, ex-employees, etc. Compensation for delayed payment, if any, will be accounted in the books of account, if and when realized. No provision is made since the Company has recovered part of the amount and is hopeful of recovering the balance amount.
- v. There is no amount overdue and remaining unpaid to small scale/or ancillary Industrial Suppliers on principal and/or interest as at the close of the year.
- vi. Previous Year's figures have been regrouped/ reclassified/ rearranged wherever necessary.
- vii. In the opinion of the Board of Directors, in the ordinary course of business the value on realization of current assets, loans and advances, including security Deposits are at least equal to the amount at which they are stated in the Balance Sheet.
- viii. Amounts appearing in Trade Receivables & Payables are realized and paid as on date of signing. Balances of Banks, Sundry Debtors, Sundry Creditors, Loans & Advance, and Deposits are subject to confirmation.
- ix. Profit and Loss Account of the current year includes following remuneration paid/credited/ accrued to managerial personnel.

	Current Year ₹	Previous Year ₹
Salary	3,75,000	12,31,250
House Rent Allowance	2,25,000	3,37,500
Other Allowances	1,81,230	3,44,720
Total	7,81,230	19,13,470

- x. The AS-17 "Segment Reporting" is not applicable as the Company has operated only in one segment i.e. manufacturing of Yarn.
- xi. AS-18 Related Party Information:  
Pursuant to AS-18 information on remuneration paid to Key Management Personnel is given in the report on Corporate Governance under the heading "Remuneration to Directors" for Shri. Hemant B.Vyas - Managing Director.

Loans from Related Parties:

Particulars	Relationship	Amount (₹)
Hemant B. Vyas	Promoter	28,54,41,614
Ayodhya Vintrade Pvt. Ltd.	Common Director	7,99,50,000
Karmaland Infrastructure & Development Pvt. Ltd.	Common Director	2,72,05,035
Interlink Suppliers	Common Director	3,68,50,000
Total		42,94,46,649

- xii. During the year, the company has entered into One Time Settlement (OTS) with Asset Reconstruction Company (India) Ltd. (ARCIL), IFCI, UTI and GIC in respect of their dues of holding 8% Optionally Cumulative Convertible Debentures (OCCDS). As per the terms of OTS with the aforesaid Institutions; the details of settlement and payments made are as follows:

Name	Principal Amount of 8% OCCDS (₹ in Crores)	Settlement Amount (₹ in crores)	Principal Amount waived (₹ in crores)	Amount of Interest Accrued and due waived (₹ in crores)
Asset Reconstruction Company (India) Ltd. (ARCIL)	17.67	3.50	14.17	7.05
IFCI	13.98	2.80	11.18	5.59
UTI	3.07	0.69	2.38	1.23
GIC	0.17	0.33	0.14	0.06
Total	34.88	7.32	27.86	13.93

Therefore, the remaining balance in OCCD of ₹ 27.86 Crores and interest accrued and due of ₹ 13.93 Crores aggregating ₹ 41.79 crores being non payable to the above referred institution (as per the terms of OTS) are transferred to General Reserve as per the past practice.

- xiii. No provision has been made in the current year in respect of Salary, Wages and other dues of workers at Guwahati. We are informed that the factory is closed and there has been no manufacturing activities.
- xiv. Prag Bosimi Synthetics Ltd (Holding Company) has two wholly owned subsidiaries viz Prag Bosimi Texturising Pvt. Ltd. and Prag Bosimi Packaging Pvt. Ltd. Both these companies are non operating and non revenue generating. Therefore, certain operating expenditure incurred by these companies is absorbed by the Holding Company. Accordingly, such expenses incurred during the year are absorbed.
- xv. Earnings per Share

<b>Earnings per Share</b>	<b>31.03.2016</b>	<b>31.03.2015</b>
Net profit /(loss) as per P/L Account ( ₹ )	(10,39,75,648)	(36,97,63,696)
Weighted average number of equity shares outstanding (Numbers)	7,44,41,625	7,43,82,960
Basic and Diluted earnings per share (Face value ₹ 10/- per Share)	(1.40)	(4.97)

In terms of our report attached.

**For Bharat Shroff & Co**  
Chartered Accountants  
(Firm Regn.No.131026W)

**Bharat B. Shroff**  
Proprietor (M.No. 014822)

Place : Mumbai  
Date : 30th May 2016

**For AMD & Associates**  
Chartered Accountants  
(Firm Regn.No.318191E)

**Debashish Bordoloi**  
Partner (M.No. 068018)

Place : Guwahati  
Date : 30th May 2016

**For and on behalf of the Board of Directors**

<b>H.K.Sharma</b>	Chairman
<b>Hemant B. Vyas</b>	Managing Director
<b>M.K.Das</b>	Director
<b>Girindra Mohan Das</b>	Director
<b>Devang Vyas</b>	Director & CFO
<b>Rohit Doshi</b>	Director
<b>Deepali Pathak</b>	Director
<b>Mukund Trivedi</b>	Director
<b>Shweta Mahajan</b>	Company Secretary (w.e.f. 08/03/2016)

## Prag Bosimi Synthetics Limited

### ANNEXURE-I

#### A. DETAILS OF OPENING STOCK, PURCHASES, SALES & CLOSING STOCK OF FINISHED GOODS ARE AS UNDER

	Unit	For the 12 months year ended 31.03.2016		For the 18 months period ended 31.03.2015	
		Quantity	Amount ₹	Quantity	Amount ₹
a. Opening Stock					
Yarn	MT	120.79	14,062,175	120.79	14,183,761
Polyester chips	MT	-	-	-	-
Others		-	23,576,479	-	23,454,893
b. Purchases					
Polyester chips					
Yarn	MT	-	-	-	-
Fabric	MTRS	9,489,787	1,221,458,556	-	-
Others		-	-	-	-
c. Actual Production/Processed					
Yarn (net of captive consumption)	MT	-	-	-	-
Polyester chips	MT	-	-	-	-
d. Sales					
Yarn	MT	-	-	-	-
Fabric	MTRS	9,489,787	1,370,767,519	-	-
Others		-	8,211,470	-	15,998,261
Transfer to Raw Material	MT	-	-	-	-
e. Closing Stock					
Yarn	MT	120.79	9,345,599	120.79	14,062,175
Others		-	23,576,479	-	23,576,479
B. (i) Details of Raw Materials Consumed					
Polyester chips	MT	-	-	-	-
Others		-	-	-	-
Total		-	-	-	-
(ii) Details of value of imported and indigenous Raw Material, Components consumed and percentage of each to the total consumption					

	For the 12 months year ended 31.03.2016		For the 18 months period ended 31.03.2015	
	%	Amount ₹	%	Amount ₹
Raw Materials				
- imported	-	-	-	-
- indigenous	100	-	-	-
	100	-	-	-
Others				
- imported	-	-	-	-
- indigenous	100	-	-	-
	100	-	-	-



**ANNEXURE-I Contd.**

	For the 12 months year ended 31.03.2016 Amount ₹	For the 18 months period ended 31.03.2015 Amount ₹
C. Auditors' remuneration includes:		
Audit Fees	295,966	345,534
Certification Fees	86,250	130,000
Fees for Taxation matter	9,450	5,000
Total	391,666	480,534

## D. Licenced &amp; installed Capacity (as certified by the Management)

	Units	Licenced Capacity	As at 31/03/2016 Installed Capacity
Polyester Filament Yarn	TPA	25,000	36,000
Draw Texturising Machines	Nos		2
Cone Winding Machine	Nos		1
Dyeing Machine	Nos		1

	For the 12 months year ended 31.03.2016 Amount(₹)	For the 18 months period ended 31.03.2015 Amount(₹)
E. Expenditure in Foreign Currency (On actual payment basis)		
i) Technical Services	-	-
ii) Other matters	-	-

## BALANCE SHEET ABSTRACT &amp; COMPANY'S GENERAL BUSINESS PROFILE

i. Registration Details			
Registration No	2758	State Code	02
Balance Sheet Date	31-Mar-16		
ii. Capital raised during the year(Amount in rupees thousands)			
Public issue	Nil	Rights issue	Nil
Bonus issue	Nil	Private Placement	Nil
iii. Position of Mobilisation and Deployment of Funds(Amount in rupees thousands)			
Total liabilities	2,395,534,063	Total assets	2,395,534,063
Sources of funds			
Paid up Capital	744,416,250	Reserves & Surplus	349,937,442
Non-current liabilities	1,126,681,807	Current liabilities	174,498,565
Application of Funds:			
Net Fixed Assets&CWIP	2,002,290,911		
Non-current assets	204,889,607	Current assets	188,353,545
iv. Performance of Company (Amount in rupees thousands)			
Turnover (including other income)	1,382,507,038	Total Expenditure	1,494,083,333
Profit/(Loss) Before Tax	(103,975,648)	Profit/(Loss)After Tax	(103,975,648)
v. Generic Name of the Principal Products of the Company		Earning Per Share	(1.40)
Item Code No.(ITC Code)	5402.42		
Product Description	Polyester Filament Yarn (PFY)		

## Prag Bosimi Synthetics Limited

CIN: L17124AS1987PLC002758

Regd. Office : House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati 781 024 Assam.

### ATTENDANCE SLIP

Name of Member(s)	
Name of Proxy	
Folio No. / *DP Id and Client Id	

*\* Applicable for investors holding shares in electronic form*

I / We hereby record my / our presence at the 24th ANNUAL GENERAL MEETING of the Company held on Thursday, September 29, 2016 at House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati 781 024 Assam. at 11.30 a.m.

Member's / Proxy's Signature

(To be signed at the time of handing over this slip)

#### NOTES

1. Please complete this attendance slip and hand it over at the entrance of the meeting hall.
2. Joint shareholder may obtain additional attendance slip at the venue of the meeting

TEAR HERE

## Prag Bosimi Synthetics Limited

CIN: L17124AS1987PLC002758

Regd. Office : House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati 781 024 Assam.

Form No. MGT- 11

#### Proxy Form

[Pursuant to section 105(6) of the Company Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):		E-mail id:	
Registered address:		Folio No./*Client id:*DP id:	

*\*Applicable for investors holding shares in electronic form*

I/We, being the member(s) of \_\_\_\_\_ Shares of Prag Bosimi Synthetics Ltd., hereby appoint:

1. Name		E-mail id:	
Address		Signature	

or failing him

2. Name		E-mail id:	
Registered		Signature	

or failing him

3. Name		E-mail id:	
Registered		Signature	

as my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 24th ANNUAL GENERAL MEETING of the Company on Thursday, September 29, 2016 at 11.30 a.m. at House No.4, Nilgiri Path, R.G.Barua Road, Near Doordarshan, Guwahati 781 024 Assam. and at any adjournment thereof in respect of such resolutions as are indicated below:-

Tear Here

..... TEAR HERE .....

Sr. No.	Resolutions	For	Against
1	Consider and adopt		
	a) Audited Financial Statement, Reports of the Board of Directors and Auditors		
	b) Audited Consolidated Financial Statement		
2	Re-appointment of Shri Devang H. Vyas, retiring by rotation		
3	Appointment of Auditors and fixing their remuneration		
4	Re - Appointment of Smt. Deepali Pathak as an Independent Director		
5	Appointment of Shri Mukund Trivedi as an Independent Director		

Signature of Shareholder

Signature of Proxy

\_\_\_\_\_

\_\_\_\_\_

Affix  
Revenue  
Stamp

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016

**Notes:** This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**By Post / Courier**

If undelivered, please return to :-

**Prag Bosimi Synthetics Limited**

R-79/83, Laxmi Insurance Building,

5th Floor, Sir P. M. Road,

Mumbai 400 001.