

Sampati Lal Bohara & Co.

Chartered Accountants
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CA. Raj Kumar Bohara
B.Com., FCA

CA. Ajay Saria
B.Com., L.L.B., FCA

CA. Sudhir Mehta
B.Com., L.L.B., FCA

Ref.: _____

Date: _____

Independent Auditor's Report

To Members,
Sah Polymers Ltd.,
Udaipur (Raj.)-313001

Report on the Financial Statements

We have audited the accompanying financial statements of **M/s Sah Polymers Ltd.**, which comprise the Balance Sheet as at March 31st, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information in which are incorporated the Returns for the year ended on that date audited by branch auditors of the company's branches / offices at Udaipur.

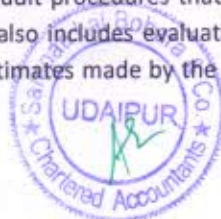
Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 with respect to the preparation of these financial statements that gives a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the Accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the act, read with rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 misstatements, whether due to fraud or error.

Auditors Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit, we have taken into account the provisions of the Act, 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 Standards on Auditing specified under Sec. 143(10) of the Act. Those Standards 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 disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's as preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances and the operative effectiveness of such control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the 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 financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 31st March, 2016, its profit 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, 2015 issued by the Central Government of India in terms of sub-sec. (11) of Sec. 143 of the Act, we give in the Annexure, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) As required by Sec. 143(3) of the Act, we record 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 accounts as required by the law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from branches not visited by us.
 - (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 accounts and with the returns received by us.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Sec. 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of written representations received from the directors as on March 31st 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2016 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us:
 - (i) The company has not disclosed the impact of pending litigations on its financial position in its financial statements – as there are contingent liabilities as per financial statements;
 - (ii) The company has no material foreseeable losses on long term contracts including derivative contracts as required under the applicable law or accounting standards;

For Sampati Lal Bohara & Co.
Chartered Accountants
FRN-003324C

Place: Udaipur (Raj.)
Date: 11 MAY 2016



CA. Ajay Sariya
Partner
M. No. 079102

Annexure to the Auditors Report

The annexure required under CARO referred to in our report to the members of Sah Polymers Ltd. for the year ended 31st March, 2016, we report that:

- i. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. As informed to us no material discrepancies were noticed on such verification.
- ii. The nature of business of the company does require it to have an inventory. Hence, keeping inventory by the company is proper and in our opinion as up to mark for the financial statements.
- iii. In our opinion and according to the information given to us, there is adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of fixed assets and sale of services. Further, on the basis of our examination of the books and records of the company and according to the information and explanations given to us, no major weakness has been noticed or reported.
- iv. The company has not accepted deposits from the public.
- v. As informed to us, the Central Government has not prescribed maintenance of cost records under subsection (1) of section 148 of the act in respect of the business of the company.
- vi. (a) According to the records of the company, the Company has been generally regular in depositing its undisputed statutory dues such as Provident Fund, Employee's State Insurance, Income tax, Wealth tax, Service tax and other material statutory dues whichever is applicable to the Company with appropriate authorities during the year.
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, service tax and any other material statutory dues were in arrears as at 31 march 2016 for a period of more than six months, from the date they became payable.
(c) There are no disputed statutory dues during the year.
(d) Company has not transferred required amount within time to investor education and protection fund under section 124(5) of the Act.



- vii. The company has no accumulated losses at the end of the financial year and it has not incurred any cash losses in the current and immediately preceding financial year.
- viii. According to the information and explanations given to us and based on the records of the company examined by us, the company has not defaulted in repayment of dues to any financial institutions or bank.
- ix. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- x. The company has generally applied the amount raised by it by way of term loans for the purpose for which those loans were obtained, other than temporary deployment pending application of those funds.
- xi. According to the information and explanations given to us, no material fraud on or by Company has been noticed or reported during the year.

Place: Udaipur (Raj.)
Date: 2 MAY 2016



For Sampati Lal Bohara & Co.
Chartered Accountants
FRN-003324C

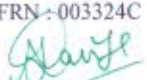

CA. Ajay Sariya
Partner
M. NO. 079102

SAH POLYMERS LIMITED
BALANCE SHEET AS AT 31.03.2016


Particulars	Note no.	As at 31.03.2016		As at 31.3.2015	
I. EQUITY AND LIABILITIES					
(1) Shareholders' funds					
(a) Share capital	3	141,960,000.00		141,960,000.00	
(b) Reserves and surplus	4	(1,135,726.32)		13,082,294.18	
(c) Money received against share warrants			140,824,273.68		155,042,294.18
(2) Share application money pending allotment					
(3) Non-current liabilities					
(a) Long-term borrowings	5	31,724,370.00		25,000,000.00	
(b) Deferred tax liabilities (Net)	6	10,294,910.00		17,109,173.00	
(c) Other Long term liabilities		0.00		0.00	
(d) Long term provisions		0.00	42,019,280.00	0.00	42,109,173.00
(4) Current liabilities					
(a) Short-term borrowings	7	43,817,440.99		65,137,326.77	
(b) Trade payables	8	24,952,614.74		21,749,761.34	
(c) Other current liabilities	9	12,291,852.27		9,987,243.25	
(d) Short term provisions	10	262,240.00	81,324,148.00	488,447.00	97,362,778.36
TOTAL			264,167,701.68		294,514,245.54
II. ASSETS					
Non-current assets					
(1) (a) Fixed assets					
(i) Tangible assets	17	136,867,265.89		137,313,242.60	
(ii) Intangible assets		0.00		0.00	
(iii) Capital work-in-progress		0.00		321,145.00	
		136,867,265.89		137,634,387.60	
(b) Non-current investments	11	10,000,000.00		33,522,821.00	
(c) Deferred tax assets(net)		0.00		0.00	
(d) Long-term loans and advances	12	4,719,763.00		6,527,901.00	
(e) Other non-current assets		0.00	151,587,028.89	0.00	177,685,109.60
(2) Current assets					
(a) Current investments		0.00		0.00	
(b) Inventories	13	43,461,952.12		54,996,697.83	
(c) Trade receivables	14	27,013,422.04		39,780,605.16	
(d) Cash and cash equivalents	15	40,360,716.63		12,641,136.88	
(e) Short-term loans and advances	16	1,744,582.00		9,410,696.07	
(f) Other current assets		0.00	112,580,672.79	0.00	116,829,135.94
TOTAL			264,167,701.68		294,514,245.54
Notes to the Financial Statements	1 to 35				

As per our Audit Report Attached

Signatures to the Financial Statements and Notes

For and on behalf of
SAMPATILAL BOHARA & CO.,
Chartered Accountants
FRN: 003324C

CA AJAY SARIYA
Partner
M.No. 079102
Udaipur, May 2,2016

For and on behalf of the Board

RUNEL SAXENA ASAD DAUD HAKIM S TIDIWALA LALIT KUMAR BOLIA
Company Secretary Managing Director Wholetime Director Chief Financial
M.No.A28022 DIN-02491539 DIN-00119156 Officer



SAH POLYMERS LIMITED					
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2016					
	Particulars	Note no.	For the year ended 31.03.2016		For the year ended 31.03.2015
I.	Revenue from operations	18		475,232,179.87	486,836,018.00
	Less : Excise duty			49,739,624.00	53,672,330.00
	Net Revenue from Operation			425,492,555.87	433,163,688.00
II.	Other income	19		5,346,339.92	4,155,404.00
III.	Total Revenue (I+II)			430,838,895.79	437,319,092.00
IV.	Expenses :				
	Cost of Material consumed	20		320,386,872.23	329,179,045.58
	Purchases of Stock-in-Trade	21		739251.00	5471585.00
	Changes in inventories of finished goods	22		4,586,164.90	(83,468.06)
	Work-in-progress and Stock -in-Trade			0.00	0.00
	Employee benefits expense	23		13,866,705.00	12,823,180.00
	Finance costs	24		12,299,404.87	13,074,215.50
	Depreciation and amortization expense	17		7,084,877.42	7,199,101.67
	Other expenses	25		92,907,903.87	67,947,138.10
	Total expenses			451,871,179.29	435,610,797.79
V.	Profit before tax(III-IV)			(21,032,283.50)	1,708,294.21
VI	(1) Current tax		0.00		325515.00
	(3) Deferred tax		-6814263.00	-6814263.00	1266438.00
VII	Profit for the period after tax (V- VI)		6,814,263.00	(14,218,020.50)	116,341.21
VIII	Earnings per equity share:				
	(1) Basic	29		-1.00	0.01
	(2) Diluted	29		-1.00	0.01
	Notes to the Financial Statements	1 to 35			

The Notes referred to above form an integral part of the financial statements
As per our Audit Report Attached

Signatures to the Financial Statements and Notes


For and on behalf of
SAMPATILAL BOHARA & CO.,
Chartered Accountants
FRN-003324C

CA AJAY SARIYA
Partner
M.No. 079102
Udaipur, May 2,2016


RUNEL SAXENA
Company Secretary
M.No.A28022


ASAD DAUD
Managing Director
DIN-02491539

For and on behalf of the Board


HAKIM S TIDIWALA
Wholetime Director
DIN-00119156


LALIT KUAMR BOLIA
Chief Financial
Officer



SAH POLYMERS LIMITED
CASH FLOW STATEMENT For the Year 31ST MARCH 2016

Sr. No.	Particulars	Year ended 31.03.2016	Year ended 31.03.2015
A	Cash Flow from Operating Activities		
	Net Profit before tax	(21,032,283.50)	1,708,294.21
	Adjustments for:		
	Depreciation	7,084,877.42	7,199,101.67
	Diminution in the value of investments	-	-
	Interest Paid	11,602,669.77	12,726,217.00
	Interest received	(518,312.00)	(852,650.00)
	(Profit)/Loss on Sale of investments	(1,788,383.00)	-
	(Profit)/Loss on Sale of Assets	-	2,291,394.45
	provisions of leave encashment	14,042.00	8,956.00
	Operating Profit before working capital changes	(4,637,389.31)	23,081,313.33
	Adjustment for Changes in Working Capital:		
	Decrease/(Increase) in Trade Receivables	12,767,183.12	(3,014,942.00)
	Decrease/(Increase) in Short Term Loans & Advances	7,666,114.07	(5,103,970.49)
	Increase/(Decrease) in Trade Payables & Other Current Liabilities	5,507,462.42	2,945,365.89
	Increase in other non current assets	(264,163.00)	-
	Increase in other current assets	-	-
	Decrease/(Increase) in Stock	11,534,745.71	(2,490,086.25)
	Cash Generated from Operations	32,573,953.01	15,417,680.47
	Income Taxes Refund / (Paid)	(240,249.00)	(85,266.00)
	Net Cash Inflow / (Out Flow) from Operation (A)	32,333,704.01	15,332,414.47
B	Cash Flow from Investing Activities:		
	Sale of fixed assets	-	1,324,276.00
	Purchase of fixed assets	(6,638,900.71)	(155,884.00)
	Increase in WIP	321,145.00	(321,145.00)
	Purchase of investments	-	(1,050,000.00)
	Sale of investment	25,311,204.00	3,000.00
	Interest received	518,312.00	852,650.00
	Net Cash Inflow / (Outflow) from investing Activities (B)	19,511,760.29	652,897.00
C	Cash flow from Financing Activities		
	Repayment of long term borrowings	6,724,370.00	(6,981,527.00)
	Increase in short term borrowings	(21,319,885.78)	3,778,987.79
	Increase in long term advances	1,808,138.00	(1,046,528.00)
	Interest Paid	(11,602,669.77)	(12,726,217.00)
	Net Cash Inflow / (Out Flow) from Financing Activities (C)	(24,390,047.55)	(16,975,284.21)
	Net Increase/Decrease in cash & Cash equivalents (A+B+C)	27,455,416.75	(989,972.74)
	Cash and Cash equivalents as at 31.03.2015	12,641,136.88	13,631,109.62
	Cash and Cash equivalents as at 31.03.2016	40,096,553.63	12,641,136.88

As per our Audit Report Attached

Notes:-

1. The above Cash Flow Statement has been prepared under the "indirect Method" as set out in the Accounting standard-3 "Cash Flow statement"

2. Cash and Cash equivalents:

	Year ended 31.03.2016	Year ended 31.03.2015
Cash and cash equivalents as above	40096553.63	12641136.88
Other bank balances	264163	0.00
Cash and bank balance (Note 15)	<u>40360716.63</u>	<u>12641136.88</u>

For and on behalf of
SAMPATILAL BOHARA & CO.,
Chartered Accountants
FRN : 003324C

CA AJAY SARIYA
Partner
M.No. 079102
Udaipur, May 2, 2016

For and on behalf of the Board

RUNEL SAXENA ASAD DAUD HAKIM S TIDIWALA
Company Secretary Managing Director Wholetime Director
M.No.A28022 DIN-02491539 DIN-00119156

LALIT KUAMR BOLIA
Chief Financial
Officer



SAH POLYMERS LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT 31.03.2016

Note 1

Company Information

Sah Polymers Limited (SPL) is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. SPL is engaged in the manufacture of HDPE/PP woven fabrics and sacks with annual production capacity of 6062 MT. The manufacturing capacities are situated at Udaipur (Rajasthan). The fabrics and sacks find applications in the packing of cement, minerals, food grains etc.

Note 2

Significant accounting policies

Note 2.1

Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

Note 2.2

Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

Note 2.3

Inventories

Inventories are valued at the lower of cost (on FIFO basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.

Note 2.4

Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Note 2.5

Depreciation and amortization

Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule II to the Companies Act, 2013. No write off is made in respect of lease hold land.

Note 2.6

Revenue recognition

Sale of Goods

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude sales tax and value added tax.

Income from services

Revenues from services are recognised when services are rendered and related costs are incurred.

Note 2.7

Other income

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive is established.

Note 2.8

Tangible fixed assets

Fixed assets, are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Capital work-in-progress:

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.



Note 2.9

Intangible assets

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

Note 2.10

Government grants, subsidies and export incentives

Government grants and subsidies are recognised when there is reasonable assurance that the Company will comply with the conditions attached to them and the grants / subsidy will be received. Government grants whose primary condition is that the Company should purchase, construct or otherwise acquire capital assets are presented by deducting them from the carrying value of the assets. The grant is recognised as income over the life of a depreciable asset by way of a reduced depreciation charge.

Note 2.11

Investment

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. The cost of investments includes acquisition charges such as brokerage, fees and duties.

Note 2.12

Foreign Currency Transactions

- Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transactions or that approximate the actual rate at the date of the transaction.
- Monetary items denominated in foreign currencies at the year end rates. In the case of items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognised as exchange difference and the premium paid on forward contracts is recognised over the life of the contract.
- Non-monetary foreign currency items are carried at cost.
- In respect of integral foreign operations, all transactions are translated at rates prevailing on the date of transaction or that approximates the actual rate at the date of transaction. Monetary assets and liabilities are restated at the year end rates.
- Any income or expenses on account of exchange difference either on settlement or on translation is recognised in the Profit and Loss Statement, except in the case of long term liabilities, where they relate to acquisition of Fixed Assets, in which case they are adjusted to the carrying cost of such assets.

Note 2.13

Borrowing costs

Borrowing costs include interest. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

Note 2.14

Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

Note 2.15

Employee benefits

Defined contribution plans

The Company's contribution to provident fund is considered as defined contribution plans and is charged as an expense as they fall due based on the amount of contribution required to be made.

Defined benefit plans

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the schemes.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under:

- in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- in case of non-accumulating compensated absences, when the absences occur.



