

CENTURY ENKA LIMITED



46th Annual Report 2011-2012

QUALITY driven!



Mr. B.K. Birla - Chairman



B K BIRLA GROUP OF COMPANIES

The Group Logo - As represented by the 21st Century Atlas

Atlas, the Titan - *Collective Strength*

Atlas, bearer of the heavens is synonymous with vast, all encompassing strength and is used to symbolise the Group's own collective strength. It reflects the combined qualities of astute and dynamic management, while emphasising the Group's tenacity, consistency, reliability and overall leadership.

The Sun - *Enlightenment and Growth*

The Sun, as a source of infinite energy and inspiration, is used here in conjunction with the Atlas head to represent the vitality and powerful presence of the Group - both in its industrial prowess and its financial, technological and intellectual skills.

The Earth Segments - *Diversified Activities*

Each of the latitudes around the Titan represent various sections - industrial, agricultural, financial and other activities of the Group. As with the infinite variety of the world, so is the strength of the Group, made up of its diverse activities.

The Globe - *Global Vision*

The Group's global presence and vision is reflected in the entirety of the Earth's sphere.

The Base - *Solid Foundations*

The strength of the entire edifice depends upon the strength of the foundation embedded in the bedrock, represented here by the Group Name.

The Symmetry - *The Resilience, Versatility and Stability*

Seen in its entirety, each of the elements - Atlas, the Sun, the Earth divisions, the Globe and the Base, together sum up a well conceptualised and balanced conglomerate.

Strong Foundation

Sustained Growth

Proven Leadership



Forty Sixth Annual Report 2011-12
CENTURY ENKA LIMITED

BOARD OF DIRECTORS

Mr. B. K. Birla (Chairman)
 Mr. R. A. Shah
 Mr. B. S. Mehta
 Mr. S. K. Jain
 Mr. G. M. Singhvi (Whole-time Director)

SECRETARY

Mr. C. B. Gagrani

AUDITORS

Messrs. Price Waterhouse

SOLICITORS

Messrs. Crawford Bayley & Co.

BANKERS

Bank of Maharashtra	HDFC Bank
State Bank of India	The Royal Bank of Scotland N.V.
Axis Bank	

HEAD OFFICE

'Bakhtawar', 7th Floor
 Nariman Point
 Mumbai-400 021.
 Tel. No. 022-4321 5300 / 2202 7375
 Fax No. 022-4321 5353 / 2287 3952

REGISTERED OFFICE

Century Arcade, 2nd Floor
 Narangi Baug Road
 Pune - 411 001.
 Tel. No. 020-2616 6511
 Fax No. 020-2616 6511

KOLKATA OFFICE

Birla Building, 7th Floor
 9/1, R. N. Mukherjee Road,
 Kolkata-700 001.
 Tel. No. 033-2243 6003

FACTORIES

Bhosari, Pune-411 026
 Tel. No. 020-66127300 / 27120423
 Fax No. 020-27120113

Raigad Processors
 Plot No. C-61, Part-A, MIDC Area,
 Mahad-402 309, Dist.: Raigad
 Tel. No. 02145-232136
 Fax No. 02145-232142

Rajashree Polyfil
 Rajashree Nagar, Post: Umalla-393120
 Dist.: Bharuch
 Tel. No. 02640-308555
 Fax No. 02640-308510

Konkan Synthetic Fibres
 Plot No. C-61, Part-B, MIDC Area
 Mahad-402 309, Dist.: Raigad
 Tel. No. 02145-232138
 Fax No. 02145-232360

SHARE TRANSFER AGENT

LINK INTIME INDIA PRIVATE LIMITED

C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai-400 078
 Tel. No.: 022-2594 6970; Fax No.: 022-2594 6969

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NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the 46th Annual General Meeting of the Shareholders of CENTURY ENKA LIMITED will be held at Pudumjee Hall, Maharashtra Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411 002 on Monday, the 2nd July, 2012 at 12.30 P.M. to transact the following business:

ORDINARY BUSINESS

1. To consider the Report of the Auditors and Directors and to receive, consider and adopt the Audited Statements of Accounts for the year ended 31st March, 2012.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr.B.K. Birla who retires by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in place of Mr.S.K. Jain who retires by rotation and being eligible offers himself for reappointment.
5. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS

6. To consider and, if thought fit, to pass with or without modification the following resolution:

AS SPECIAL RESOLUTION

“RESOLVED THAT subject to such approvals as may be necessary and pursuant to the provisions of Schedule XIII to the Companies Act, 1956 and other applicable provisions of the Companies Act, 1956 (including any statutory

modification or re-enactment thereof) and any guidelines, circulars, notifications in connection with managerial remuneration issued by the Central Government from time to time, and in view of the approval of the remuneration of Mr. G M Singhvi by the Remuneration Committee of Directors of the Company, the Company be and is hereby approves, ratifies and confirms the payment of remuneration of Rs.103.13 lacs including perquisites and benefits to Mr. G M Singhvi, Whole-time Director for the financial year 2011-12 (and contribution of gratuity as per the scheme of the Company) in terms of the resolution passed by the shareholders in 44th Annual General Meeting of the Company held on 2nd July, 2010 and for the rest of the tenure in case of inadequate profits or no profits in any financial year, provided the remuneration for that financial year is within the limit stipulated in the resolution passed by the shareholders in the said Annual General Meeting of the Company held on 2nd July, 2010”.

“RESOLVED FURTHER THAT the Board of Directors (which includes Remuneration Committee of Directors) be and is hereby authorised to do all such acts, deeds and things as may deemed expedient to give effect to the above resolution”.

By Order of the Board

Place: Mumbai

Date : May 02, 2012

C. B. GAGRANI

Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
2. The Register of Members and Share Transfer Register of the Company will remain closed from Tuesday, the 19th June, 2012 to Thursday, the 28th June, 2012, both days inclusive on account of Annual General Meeting and Dividend payment.
3. The payment of dividend, if declared at the said meeting, will be made to those shareholders whose names shall appear on the Company's Register of Members on 28th June, 2012 or to their mandatees. In respect of shareholding in dematerialised form, dividend will be paid to the beneficial owners as per details to be furnished by the Depositories for the purpose. Dividend Warrants will be dispatched or credit will be given under National Electronic Clearing Services (NECS) / Electronic Clearing Services (ECS) as the case may be on or after 6th July, 2012.
4. Members desirous of getting any information about the accounts and operations of the Company are requested to address their query to the Secretary at the Registered Office well in advance so that the same may reach him at least 10 days before the date of the meeting to enable the Management to keep the required information readily available at the meeting.
5. (i) The unclaimed dividend upto financial years 1994-95 have been transferred to the General Revenue Account of the Central Government in terms of the provisions of Section 205A of the Companies Act, 1956. Those shareholders who have so far not claimed their dividend for the financial years upto 1994-95 may claim their dividend from the Registrar of Companies, Maharashtra, Pune by submitting an application in the prescribed form.
(ii) Those members who have not encashed dividend warrant for the financial years 2004-05 to 2010-11 may return the time barred dividend warrant or write to the Company's Share Transfer Agent, M/s. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078 for issue of duplicate dividend warrant.
(iii) Pursuant to the provisions of Section 205A of the Companies Act, 1956, as amended, dividend for the financial year 2004-05 and thereafter which remain unclaimed for a period of 7 (seven) years will be transferred to the Investor Education and Protection Fund (the Fund) constituted by the Central Government under Section 205C of the Companies Act, 1956. **Unclaimed Equity Dividend for the financial year 2004-05 will fall due for transfer to the said Fund on 1st August, 2012.**



As regards unclaimed dividend for the financial years 1995-96 to 2003-04, the same have already been transferred to the said Fund.

It may kindly be noted that once the unclaimed dividend is transferred to the abovesaid Fund of the Central Government, no claim shall lie in respect thereof.

6. Dividend in respect of shares held in dematerialized form shall be credited to the beneficial owner's bank account directly through NECS / ECS wherever NECS/ ECS facility is available subject to availability of bank account details / core banking account number and 9 digits code number. In case the said details have not been provided to the concerned Depository Participant or there is any change, the same may please be intimated to the concerned Depository Participant immediately.

Shareholders holding shares in physical form and desirous of availing NECS / ECS facility, should provide the bank details / core banking account number and 9 digits code number in NECS / ECS Mandate Proforma. Shareholders who have already given their Bank details to avail NECS / ECS facility should furnish the same only if there is any change.

The NECS / ECS Mandate Proforma can be obtained from the Company's Share Transfer Agent, M/s. Link Intime India Private Limited

at the address mentioned hereinbelow in Note 7 or can be downloaded from the Company's website. www.centuryenka.com

7. In terms of provisions of Section 109A of the Companies Act, 1956, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write to the Company's **Share Transfer Agent, M/s. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078** for nomination form quoting their folio number. Shareholders holding shares in dematerialised form, should write to their Depository Participant for the purpose.
8. Members who are holding shares in identical order of names in more than one folio, are requested to write to the Company's Share Transfer Agent at the address mentioned hereinabove in Note 7 to consolidate their holding in one folio.
9. Members who are holding shares in physical form are requested to notify change in address, if any, to the Company's Share Transfer Agent at the address mentioned hereinabove in Note 7 quoting their folio number. Shareholders holding shares in dematerialized form, should intimate change of their address, if any, to their Depository Participant.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 READ WITH SCHEDULE XIII TO THE ACT:

Item No. 6

The reappointment and remuneration of Mr. G M Singhvi as Whole-time Director of the Company for three years with effect from 16th May, 2010 has been approved by the resolution passed by the shareholders in the Annual General Meeting of the Company held on 2nd July, 2010. The payment of remuneration to Mr. G M Singhvi for the financial year 2011-12 is within the limit stipulated in the said resolution of 2nd July, 2010. However, pursuant to the relevant provisions of managerial remuneration and Schedule XIII to the Companies Act, 1956 which provides that in case of inadequacy of profits, the remuneration in excess of Rs.48 lacs can be paid, if the payment of remuneration is approved by a resolution passed by the Remuneration Committee of Directors, that there is no default in repayment of any debt or interest payable thereon by the Company and that a Special Resolution is passed by the shareholders at a General Meeting of the Company.

The Remuneration Committee of Directors, consisting three Independent Directors of the Company approved the payment of remuneration to Mr. G M Singhvi for the financial year 2011-12 and for the rest of tenure in case of inadequacy of profits / no profits provided

that remuneration for that financial year is within the limit stipulated in aforesaid resolution of 2nd July, 2010. Further, there is no default in repayment of any debts or interest payable thereon.

Mr. G M Singhvi being a professional Director no approval of Central Government is required pursuant to General Circular No. 46/2011 dated 14th July, 2011 issued by Ministry of Corporate Affairs.

Information in terms of Schedule XIII to the Companies Act, 1956 for seeking approval of the shareholders are given herebelow:

I. General Information

- Nature of Industry:**
Manufacture of Man Made Fibre.
- Date or expected date of commencement of commercial production:**
The Company is in manufacturing operation since 1970.
- In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:**
Not applicable.
- Financial performance based on given indicators:**

(₹ in Lacs)

	2008-09	2009-10	2010-11	2011-12
Paid up Capital	2005	2085	2185	2185
Reserves & Surplus	33403	36315	39586	39653
Profit & Loss Account	11629	18616	23401	22921
Domestic Revenue from Operations (Net)	116594	123512	134483	164035
Export Revenue from Operations	—	—	425	916
Total Revenue from Operations (Net)	116594	123512	134908	164951
Other Income	1721	923	1048	1823
Total Revenue	118315	124435	135956	166774
Total Expenses	116057	109181	125337	166739
Profit before Taxation	2258	15254	10619	35
Tax Expenses/(Income) including Deferred Tax	596	5238	2683	(843)
Managerial Remuneration	60	74	87	103



5. **Export performance and net foreign exchange collaborations:**

Export: (₹ in Lacs)			
2008-09	2009-10	2010- 11	2011- 12
-	-	425	916

There is no Foreign Exchange collaboration.

6. **Foreign investments or collaborators, if any:** NIL

II. Information about the Appointee:

1. **Background details:**

Mr. G M Singhvi is a Commerce Graduate, Law Graduate and Chartered Accountant. He is with the Company since 1970, except for a short period. Mr. G M Singhvi is the senior most executive of the Company for more than 11 years and is a Whole-time Director since 16th May, 2007. Prior to that from 1st July, 2000, he was Manager of the Company within the meaning of the Companies Act, 1956.

2. **Past remuneration:**

(₹ in Lacs)

	2009-10	2010- 11	2011-12
Salary	63	75	89
Perquisites	5	5	6
Contribution to P.F. and Superannuation	6	7	8
Total	74	87	103

3. **Recognition or awards:** NIL

4. **Job profile and his suitability:**

Mr. G M Singhvi, the Whole-time Director is entrusted with the powers and authorities to manage the affairs of the Company on a day-to-day basis subject to superintendence, direction and control of the Board of Directors. Mr. G M Singhvi is having a vast experience of Corporate Management and Man Made Fibre Industry and successfully managing the affairs of the company for last 11 years.

5. **Remuneration proposed:**

Payment of remuneration for the financial year 2011-12 is within the limit stipulated in resolution passed by the shareholders in Annual General Meeting held on 2nd July, 2010.

6. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with reference to the country of his origin):**

Remuneration of Chief Executive Officers in the industry in general has gone up manifold in past few years. It is not possible to find out comparative remuneration in the industry with respect to profile of the position and person. The remuneration to Mr.G M Singhvi is purely based on merits.

7. **Pecuniary relationship directly or indirectly with the company, relationship with the managerial personnel:**

Mr.G M Singhvi has no pecuniary relationship with the Company, other than his remuneration as Whole-time Director. There is no managerial personnel related to Mr. G M Singhvi.

III. Other Information:

1. **Reasons of loss or inadequate profits:**

The high and volatile raw materials prices, excess of Polyester POY and Nylon Filament Yarn (NFY) capacity and high cost of furnace oil for power generation have severally affected the margins resulted into very thin profit for the financial year 2011-12.

2. **Steps taken or proposed to be taken for improvement:**

The Company has initiated certain steps such as power purchase and borrowings at cheaper rate. The prices of raw materials and demand of Polyester POY and NFY are influenced by external factors, however, the Company continuous its efforts for the better inventory management, cost control and value addition in production of Polyester POY and NFY to improve the margins.

3. **Expected increase in productivity and profits in measurable terms:**

The Company is very conscious about improvement in productivity and undertake constant measures to improve it. The raw materials for the company's products are crude oil derivative. The crude oil price is highly sensitive to international political situation and demand-supply scenario, resulting into volatility of raw materials prices. It is extremely difficult in present scenario to predict profits in measurable terms.

IV. Disclosure:

The remuneration package alongwith relevant details payable to Mr.G M Singhvi has been mentioned hereinabove and in report on Corporate Governance attached to Directors' Report. The Corporate Governance Report also indicate payment of remuneration to all Directors of the Company. There is no severance fee or stock option to Mr. G M Singhvi. The period of appointment and remuneration to Mr. G M Singhvi is as per Annual General Meeting resolution of 2nd July, 2010. The appointment may be terminated by either party giving to other three months notice. Mr. G M Singhvi is not having any interest in the capital of the Company.

Important Communication

The Ministry of Corporate Affairs, vide its Circular No.18/2011 dated 29th April, 2011, clarify that as a measure of "Green initiative in Corporate Governance" it will be in compliance, if the Annual Report (i.e. documents listed in section 219(1) of the Companies Act,1956) is sent through e-mail. To support this green initiative, members holding shares in demat form are requested to provide their e-mail ID to the depository through their concerned depository participant and members holding shares in physical form are requested to provide e-mail ID to the Company's RTA, M/s.Link Intime India Pvt. Ltd. by filling the form available on the Company's website and also update the e-mail address as and when there is any change.



DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2012

Dear Shareholders,

We are presenting the 46th Annual Report and Audited Statements of Accounts of the Company for the year ended 31st March, 2012. In last year's Annual Report, concern was expressed over the prices of raw materials and fuel oil to remain firm in the background of high crude oil prices. The actual situation was worse than anticipated. Prices of raw materials, fuel oil and gas touched all time high. A major part of the cost could not be passed on to customers. Substantial capacity expansion in Polyester POY and new entrants in Nylon Filament Yarn (NFY) led to surplus availability and intense competition. The combined effect of these factors resulted into erosion of profit margins. In the light of such external adverse conditions, with better inventory management and cost control measures, the erosion in profit margins, to some extent, could be minimised.

FINANCIAL RESULTS

	₹ / Lacs	
	This Year	Previous Year
Net Sales / Income from Operations (Less Excise Duty)	164951	134908
Profit before Depreciation, Finance Cost, Exceptional Items and Tax	9950	18352
Add / (Less):		
Depreciation	(6743)	(6115)
Finance Cost	(3172)	(1618)
Taxation (Net)	843	(2683)
Net Profit	878	7936
Add: Balance brought forward from previous year	23401	18616
Profit available for appropriation	24279	26552
Less: Dividend	1093	1420
Tax on Dividend	177	231
General Reserve	88	1500
Balance carried forward to next year	22921	23401

DIVIDEND

We recommend a dividend at the rate of 50% (i.e. ₹ 5/- per Equity Share of ₹ 10/- each) for the year ended 31st March, 2012 (Previous year 65% i.e. ₹ 6.50 per Equity Share of ₹ 10/- each).

COURSE OF BUSINESS AND OUTLOOK

As required under Corporate Governance, the Management's Discussion and Analysis Report which is forming a part of this

report, is a reflection of the current state of business. It also deals with opportunities and challenges faced by your Company and the outlook for the future.

Looking at the international political scenario, crude oil prices may remain firm. Consequently, prices of all major raw materials, furnace oil and gas are likely to remain high in the current year also. Further, Rupee depreciation against Dollar will also impact their prices. These factors will lead to continued pressure on profit margins in the shorter run.

Your Company's efforts are under way to optimise product contribution, cost control and inventory management to overcome the impact of high cost and improve profit margins.

The commissioning of 7500 tons per annum NTCF capacity & dipping plant at Bharuch site and growing Indian economy with good demand growth in end-use products, your Company perceives that the outlook is positive.

EXPANSION & MODERNISATION

Installation of NTCF Dipping Plant has been completed in second half of the financial year 2011-12. Product approvals from customers have been received and plant has become fully operational. Installation of 4 MW Gas Generating Set could be completed in fourth quarter of the financial year 2011-12 due to delay in receiving various administrative approvals. It has now become operational.

HUMAN RESOURCE DEVELOPMENT AND ENVIRONMENT

The report on Management's Discussion and Analysis includes its observations on human resource development and environment. It is your Company's belief to cultivate competitive capability and effectiveness of its human resources.

Industrial relations at all the plant sites of the Company are cordial. The Wage Agreement for Mahad site expired in December 2010, a new agreement is yet to be concluded.

The Directors would like to place on record their appreciation for the employees efforts at all levels to control cost and improve productivity.

Your Company gives strong thrust on preservation of environment and all the plant sites of the Company are environment regulations compliant.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are set out in a separate statement attached hereto and forming part of the report.

CORPORATE GOVERNANCE

Your Company reaffirm its commitment to Corporate Governance and is fully compliant with the conditions of Corporate Governance stipulated in Clause 49 of the Listing Agreement with Stock Exchanges. A separate section on compliance with the conditions of Corporate Governance and



a Certificate from the firm of practising Company Secretaries dated 2nd May, 2012 in this regard is annexed hereto and forms a part of the Report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of Section 217(2AA) of the Companies Act, 1956 and on the basis of explanation and compliance certificate given by the executives of the Company, and subject to disclosures in the Annual Accounts and also on the basis of discussions with the Statutory Auditors of the Company from time to time, we state as under:

- i) that in the preparation of the annual accounts, the applicable accounting standards had been followed;
- ii) that the directors had selected such accounting policies and applied them consistently and 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 at the end of the financial year and of the profit of the Company for that period;
- iii) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- iv) that the directors had prepared the annual accounts on a going concern basis.

DIRECTORS

In accordance with Articles of Association of the Company, Mr. B K Birla and Mr. S K Jain, Directors of the Company will retire by rotation and being eligible, offer themselves for re-appointment.

AUDITORS

Messrs. Price Waterhouse, the Auditors of the Company will retire from the office of the Auditors and being eligible offer themselves for re-appointment. Their remuneration for the current year is to be fixed by you.

COST AUDITORS

The Cost Accounts Records maintained by your Company for the products - Polyester and Nylon are subject to yearly audit by qualified Cost Auditors. Your Company has appointed M/s. N.I. Mehta & Co., a firm of Cost Auditors for conducting the audit of such records for the financial year 2011-12.

PARTICULARS OF EMPLOYEES

Pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended, the names and other particulars of employees are set out in the Annexure to the Directors' Report. However, as per the provisions of Section 219(1)(b)(iv) of the said Act, the Annual Report excluding the aforesaid information is being sent to all members of the Company. Any member, who is interested in obtaining such particulars about employees may write to the Company Secretary at Registered Office of the Company.

For and on behalf of the Board of Directors

B. K. BIRLA
G. M. SINGHVI
(Directors)

Place: Mumbai

Date : May 02, 2012

ANNEXURE TO THE DIRECTORS' REPORT

(Additional information given in terms of Notification 1029 of 31.12.1988 issued by the Department of Company affairs)

(A) CONSERVATION OF ENERGY

The Company is engaged in the continuous process of energy conservation through improved operational and maintenance practices:

a) Energy Conservation measures taken:

1. Installation of partitions in after treatment area.
2. Replacement of existing chiller with energy efficient chiller.
3. Installation of vapour absorption chiller for heat recovery on power generator.
4. Stoppage of hot standby power generator and making it cold standby.
5. Optimisation of air handling units to reduce air flow and cooling load.
6. Replacement of conventional screws by barrier screws in spinning machines.
7. Replacement of motors with energy efficient motors.
8. Replacement of DC motors with AC motors along with

VFD in after treatment area.

9. Optimisation of compressors for low pressure application and suction gun pressure in spinning machines.
10. Optimisation of humidity control system in spinning by stoppage of steam.
11. Modification of air headers to reduce pressure drops in compressed air generation.
12. In Nylon Tyre Cord Fabric expansion, measures were taken to optimise energy consumption from very first day of operation:
 - a. Use of high efficiency motors and pumps.
 - b. Installation of eco-ventilators and provision of natural lighting.
 - c. Installation of filter capacitors to control harmonics.
 - d. HTM heating in place of steam heating.
 - e. Enthalpy controlled air handling systems.
 - f. LNG heating for dipping operations.
 - g. Use of hollow bricks for construction to reduce air-conditioning load.
 - h. Multi-nozzle ejector system to save steam.

b) Additional Investment and Proposals, if any, being implemented / under study for conservation of energy:

1. Modification of dryer vacuum systems and reduction in steam consumption.



2. New highly efficient boiler to replace running of multiple boilers.
3. Installation of latest technology energy efficient cablers.

c) Impact of Measures at (a) and (b) above for reduction of energy consumption and on the cost of production of goods:

The above measures have resulted in:

1. Reduction in consumption of electricity and fuel oils with consequent reduction in cost of production.
2. Environment protection by use of natural gas.

d) Total energy consumption and energy consumption per unit of production as per prescribed Form - A given hereafter.

(B) TECHNOLOGY ABSORPTION

Efforts made in Technology absorption as per Form - B:

a) Research & Development (R & D)

(i) Specific areas in which R & D is carried out by the company:

1. Productivity enhancement of draw winder machines.
2. Development of new products.
3. Further modifications in spinning machines to improve operation efficiency of machine.
4. Further development and indigenisation of spares through local vendors.
5. Modification of paper tube of winding machine for better performance and cost reduction.
6. Development of cross flow quench system for POY.
7. Automatic control system for dip solution preparation and transfer.

(ii) Benefits derived as a result of the above R & D:

1. Reduction in operating and maintenance cost.
2. Improvement in quality, customer satisfaction and enlargement of market base.

(iii) Future Plan of Action:

1. Modification in quenching system for POY plant.
2. Development of new products.

(iv) Expenditure on R & D:

	₹ / Lacs	
	2011-12	2010-11
1. Capital	(See Note Below)	
2. Recurring	206	195
3. Total	206	195
4. Total R & D expenditure as a Percentage of total income from operation (Net)	0.12%	0.14%

Note: The Company has spent ₹ 80 Lacs (Previous

year ₹ 75 Lacs) and shown as normal Capital Expenditure, although it is also used for R & D activities.

b) Technology Absorption, Adaptation & Innovation

(i) Efforts in brief, made towards technology absorption, adaptation & innovation:

1. Adoption of technology for natural liquid gas for power generation and for process heating.
2. Technology upgradation for plant control of Polyester plant.
3. Level control system for Nylon polymerisation columns.
4. Adoption of dip fabric process for Nylon Tyre Cord Fabric.

(ii) Benefits derived as a result of above efforts:

1. Reduction in emission of green house gases.
2. Improvement in operating performance.

(iii) Future Plan of Action:

1. Technology sourcing for producing speciality Polyester Yarn.

(iv) Information regarding imported technology:

[Imported during the last 5 years (from the beginning of the financial year)]

1. Technology imported: NIL
2. Year of import: Not applicable
3. Has the technology been fully absorbed: Not applicable

c) Foreign Exchange Earnings and Outgo

1. Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans:

The Company has developed market in USA for specific application of Polymer using recycled waste and green energy. Efforts are underway to tap European market as well. The company exported Polyester chips and POY to European and Saarc countries.

During the year export realisation was worth ₹ 916 Lacs (previous year ₹ 425 Lacs). The Company has also made Nylon Textile Yarn sale to domestic 100% EOU and SEZ units worth ₹ 225 Lacs during the year (previous year ₹ 159 Lacs).

2. Total foreign exchange used and earned is contained in Note 42(c), (d), (e) and (f) to the Financial Statement.



(PURSUANT TO SECTION 217 (1) (e) OF THE COMPANIES ACT, 1956)
FORM - A (SEE RULE 2)

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

	Current Year 2011-12	Previous Year 2010-11		Current Year 2011-12	Previous Year 2010-11
A. POWER AND FUEL CONSUMPTION					
POWER					
1. ELECTRICITY					
(a) Purchased			(b) Furnace Oil Consumption		
Units (KWH)	113764925	112033250	Quantity (Kgs)	3775557	5225091
Total Amount (₹ in Lacs)	7243.48	6307.68	Total Amount (₹ in Lacs)	1392.09	1394.85
Rate per Unit (₹)	6.37	5.63	Rate/Unit (₹)	36.87	26.70
(b) Own Generation Through Generators			3. OTHER FUEL (Used for Process Heating)		
(i) Furnace Oil Based			(i) Furnace Oil		
Units (KWH)	41372948	89217801	Quantity (Kgs)	5387353	5396382
Units per Litre of fuel oil	4.21	4.41	Total Amount (₹ in Lacs)	1986.64	1391.49
Cost per unit (₹)	8.67	5.93	Rate/Unit (₹)	36.88	25.79
(ii) Natural Gas Based			(ii) Heat Purchase		
Units (KWH)	61348460	350199	Units (K.Cal in Lacs)	180002	188878
Units per SCM of Natural Gas	4.21	4.67	Total Amount (₹ in Lacs)	452.11	325.86
Cost per unit (₹)	6.68	5.09	Cost per unit (₹)	251.17	172.52
(iii) Fuel Consumption (For Own generation)			B. ENERGY CONSUMPTION PER UNIT OF PRODUCTION		
Furnace Oil			PRODUCTS (With Details) UNIT		
Quantity (Kgs)	9832106	20220222	1. ELECTRICITY (Kwh/Ton of Product)		
Total Amount (₹ in Lacs)	3589.06	5293.78	(a) Synthetic Textile Yarns		
Rate/Unit (₹)	36.50	26.18	(b) Industrial Yarn / Fabric		
(iv) Natural Gas Consumption			2. STEAM (Ton / Ton of Product)		
Quantity (SCM)	14561836	74909	(a) Synthetic Textile Yarns		
Total Amount (₹ in Lacs)	4099.35	17.82	(b) Industrial Yarn / Fabric		
Rate/Unit (₹)	28.15	23.79			
2. STEAM					
(a) Steam Generation					
(i) Own Generation					
Units (Ton)	111892	120671			
Units per Ton of fuel	29.64	23.96			
Cost per unit (₹)	1244	1156			
(ii) Purchased					
Units (Ton)	62355	55224			
Cost per unit (₹)	1655	1365			



MANAGEMENT’S DISCUSSION AND ANALYSIS

1. OVERALL REVIEW

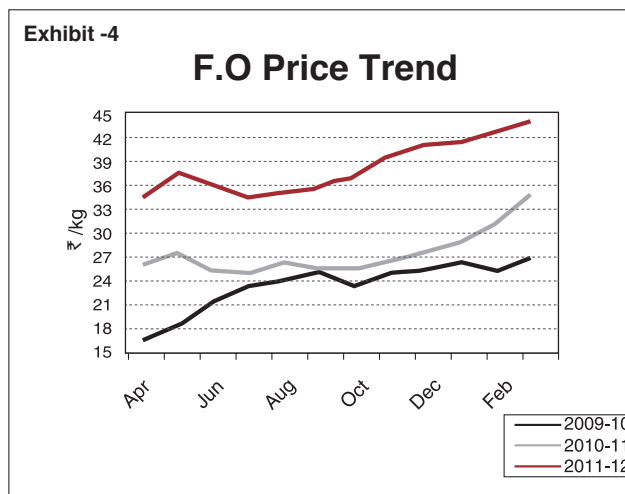
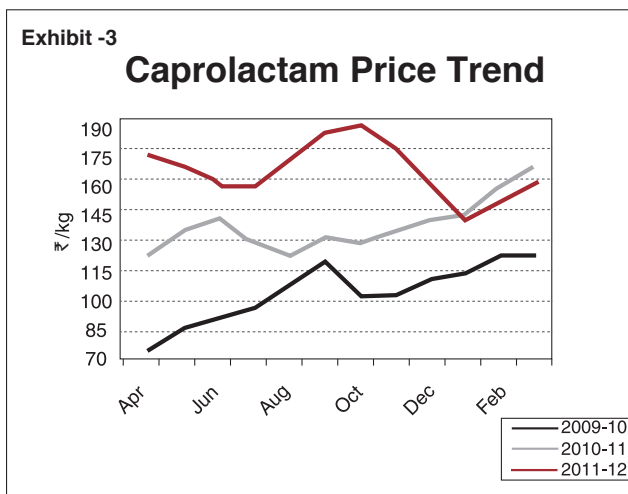
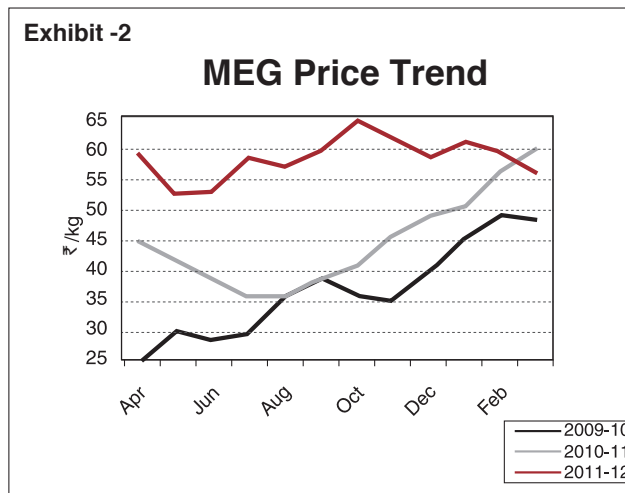
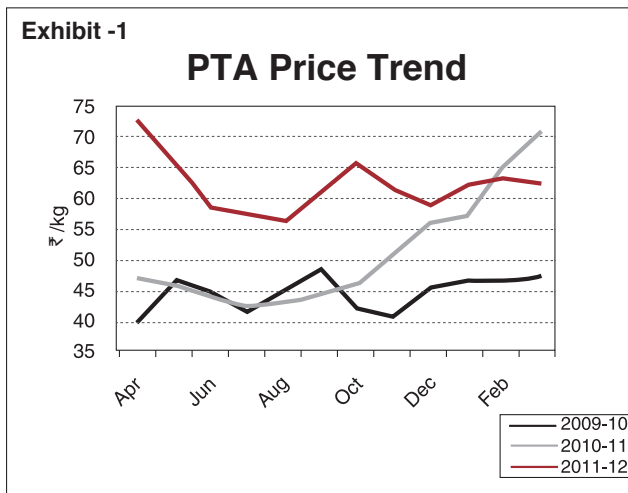
In the last year’s Management Discussion and Analysis Report, apprehension was expressed about potential threats of steep increase in raw materials and furnace oil prices and new capacity addition of polyester yarn in the industry which may lead to price instability and pressure on profit margins; that turned out to be a reality. The combined impact of these led to gradual erosion in profit margins in successive quarters of 2011-12 and by third quarter the erosion in profit margins resulted into a loss.

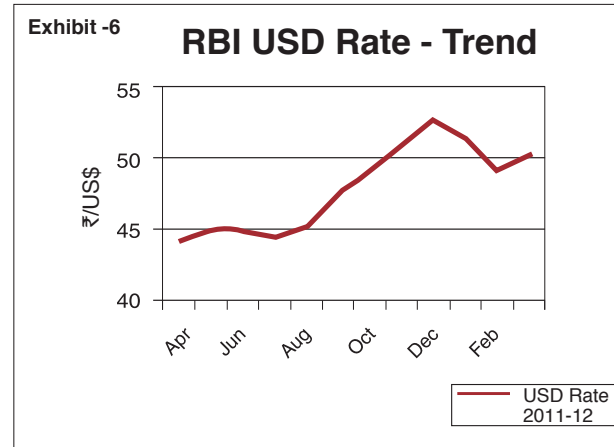
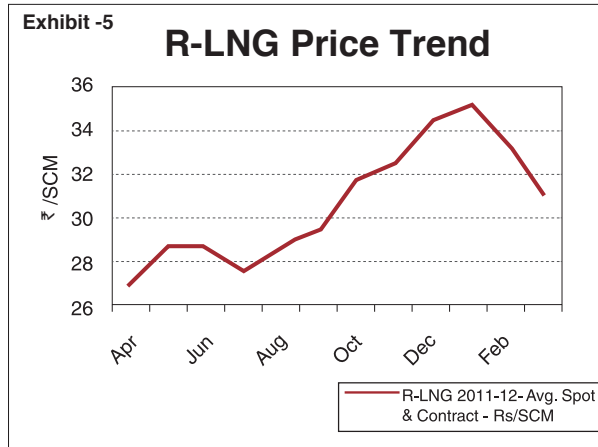
The major risk that the Company is facing in recent time is steep rise in crude oil price resulting into volatility and high prices of all major raw materials viz. PTA, MEG and Caprolactam, being crude oil derivatives. Rupee depreciation, particularly against U.S. Dollar, further impacted their prices. The price of Caprolactam, the main raw material for Nylon Tyre Cord Fabric (NTCF) and

Nylon Filament Yarn (NFY) not only remained volatile but also rose to all time high. The prices of Furnace Oil and Gas also reached all time high during the year that led to substantial increase in energy cost. The price movement can be seen in Exhibits 1, 2, 3, 4, 5 and 6. In the normal course, as is commonly assumed in most industries, the increase in costs are generally passed on to the customers. However, because of over supply in Polyester POY & NFY and cheap imports of NFY, these increases could not be passed on. Cheap NTCF imports from China and Taiwan, Free Trade Agreement concessions of 5% in customs duty on NTCF imports from Thailand and Indonesia has affected profit margins.

Significant increase in working capital and high interest cost also impacted the profitability.

In such adverse situation, the Company worked with minimum production cuts but could not sustain profit margins.





2. INDUSTRY STRUCTURE, DEVELOPMENT AND OUTLOOK

Substantial Polyester POY capacity addition in 2010-11 and 2011-12 resulted in intense competition and coupled with rising raw materials & energy costs have adversely impacted profit margins. Growth in demand is much lower than the capacity addition in the industry. The equilibrium in demand-supply will take some time. Till then, pressure on profit margins may continue.

The demand scenario of NFY is similarly affected due to number of new entrants in the industry. The aggressive pricing policy followed by the new entrants to capture market has affected profit margins. The only saving point is that the Government of India has levied antidumping duties on import of NFY from some countries which, to a certain extent, has prevented further worsening of the situation.

The strong signal of revival of USA economy and growing economy of emerging Asian countries including India should help the textile demand and consequently demand of Polyester POY and NFY. In case of NTCF, the growing automobile industry would lead to stable demand. The profit margins may come under pressure due to various input costs and cheap and concessional imports.

3. THREATS

- Volatile and high raw materials prices due to middle-east crisis and high crude oil prices may affect profit margins.
- The high furnace oil and gas prices are resulting in high energy cost and consequently pressure on profit margins.
- Over capacity in Polyester POY and NFY industry may lead to price instability and pressure on profit margins.
- Lack of modernisation in the weaving sector and shortage of skilled weavers are major restraining factors to the growth of textile industry.
- Radialisation of truck and bus tyres is growing at a more rapid pace.

4. OPPORTUNITIES

India is a growing economy with rising income of urban and rural population, fast changes in fashion design, growing exports of

textile & garments and good growth in automobile industry will provide good demand for Polyester POY, NFY and NTCF.

5. COMPANY OUTLOOK

With the commissioning of new NTCF capacity of 7500 tons per annum at Bharuch site, the overall NTCF capacity has increased to 29,500 tons per annum. NTCF Dipping Plant has been commissioned in the second half of the financial year and has become fully operational. This will enable the Company to offer dipped NTCF to its customers and add value to the product.

The excess supply situation in Polyester POY and NFY is causing severe pressure on profit margins and under utilisation of capacity. The Company's initiative on value added products would help improving profit margins.

The power is an important cost component in synthetic fiber production and to minimise the power cost, the Company endeavours to purchase power at cheaper rates through power exchange.

The Indian economy is a growing economy with large domestic market, the outlook in near term as well as long term remains positive.

6. RISK MANAGEMENT

The Company has in place a process to identify risk and take remedial action that can mitigate the risk. The Company continues to follow a policy of hedging foreign currency exposure within the permissible RBI Guidelines. This has helped in managing finance cost better.

To address environment concerns, the Company continues to use green bio mass fuel viz. Baggasse, briquette etc. in its furnaces and has installed gas based engines for captive power generation at Pune and Bharuch sites to reduce emissions without increasing energy cost.

Commissioning of Dipping Plant for NTCF would protect the market led business risk by offering dipped NTCF to customers as some of the customers have closed down their dipping plants.

The hardening of interest rate is causing higher borrowing cost. The Company constantly explores the low interest rate funds of short duration to minimise the borrowing cost.



The continuous rise and wide fluctuation in raw materials prices has an impact on the Company's working capital requirements. The Company is managing inventory judiciously to minimise the impact of price fluctuation.

7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal Control Systems and Procedures in the Company are commensurate with nature and size of its business and are regularly reviewed and updated by incorporating changes in regulatory provisions to ensure that not only the assets of the Company are safeguarded and protected against any loss, but all the transactions are properly accounted and that they meet the test of legal compliance.

Apart from regular review and monitoring the Internal Controls and Systems by the Company's Internal Control Department, two independent Chartered Accountants firms have been appointed to conduct the internal audit of the Company's operations. This provides reasonable assurance to the effectiveness of the internal control systems and procedures and reliability of financial reporting.

8. INFORMATION TECHNOLOGY

The company continues to leverage Information Technology (IT) as a source of competitive advantage. An enterprise wide ERP platform with a significant capability has been created over the last few years. This forms the foundation for all business processes in the Company and for collaboration with suppliers and customers. It provides a comprehensive data warehouse with analytical capability that helps in better and speedier decisions.

As IT systems become more sophisticated and mission critical, there is continuous focus on IT security and on reliable disaster recovery management processes. These are periodically reviewed and tested to provide reassurance on their efficacy and adequacy.

9. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Highlights	(₹ / Lacs)	
	2011-12	2010-11
Net Sales / Income from Operations	164951	134908
Profit before Depreciation, Finance Cost, Exceptional Items and Tax	9950	18352
Depreciation	(6743)	(6115)
Finance Cost	(3172)	(1618)
Profit Before Tax	35	10619
Taxation (Net)	843	(2683)
Net Profit	878	7936
Earning Per Share (in ₹)	4.02	36.47
Cash Earning Per Share (in ₹)	34.88	64.57

SALES

Sale of Polymer in quantitative terms is higher by about 3%. This is mainly on account of new capacity addition.

However, in terms of sales value, the turnover is higher by 22%. This is mainly on account of input cost push resulting from higher raw materials and energy costs.

PROFIT BEFORE DEPRECIATION, FINANCE COST AND TAX (PBDIT)

PBDIT was low, mainly on account of high raw materials and energy costs which could not be passed on to customers and also on account of hardening of interest rate and increase in borrowings for capital expenditure and working capital requirements of NTCF.

10. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company, to harness the fullest potential of its employees, organised various training programmes to improve their productivity and competency. The industrial relations at all the three sites of the Company are cordial. However, the Management with deep sense of regret to record that in spite of its best efforts, the Wage Agreement for Mahad site which expired in December 2010, a new agreement could not be signed as yet.

The strength of permanent employees as on 31st March, 2012 is 1587 Nos. (as on 31st March, 2011: 1578 Nos.).

11. SAFETY, HEALTH AND ENVIRONMENT (SHE)

The Company strongly believes in safe working condition and to pursue this objective, regular safety training programmes are conducted to develop safe work culture and observe safety measures.

The Company's Bharuch Site has been awarded a "Certificate of Honour" by Gujarat Safety Council for achieving excellence in safety and a "Certificate of Appreciation" by National Safety Council in October 2011 in recognition of achievement in occupational safety and health for three consecutive years 2007-2009.

Health check-up and medical facility are provided to employees and their families to lead a healthy life and prevent occupational health hazards.

The Company lay strong thrust on ecological balance and preservation of environment to provide clean and healthy work environment inside the plants and around the plant sites for better living. All the three sites of the Company are environment regulations complaint and continuously monitor the quality of effluent and emission of gases to ensure that they are below the norms.

12. CORPORATE SOCIAL SERVICE

The Company actively pursue the community development programmes in the surrounding areas of its Plants. Some of the initiatives taken by the Company are installation of light poles, organising medical check up for students and surrounding villagers. The Company, for all-round development of students, also provides active support in cultural and sports activities to schools at Mahad and Bharuch sites.



CORPORATE GOVERNANCE REPORT

Company's Philosophy on Corporate Governance

Good Governance is an integral part of the Company's business practices based on the philosophy of Trusteeship. The core value of the Company's business practices are derived from the four pillars of Trusteeship, i.e. **transparency**, adequate **disclosure**, **fairness** to all and **independent monitoring and supervision**. The strong internal control systems and procedures, risk assessment and mitigation procedures and codes of conduct for observance by the Company's directors and employees are conducive in achieving good Corporate Governance practices in the Company.

A detailed disclosures on the Board of Directors, Shareholders and Stock Performance are given herebelow:

1. Board of Directors

The Board currently comprises of five Directors out of which four Directors are Non-Executive Directors and one Director is Whole-time Director who is responsible for the day-to-day management of the Company subject to the supervision, direction and control of the Board of Directors. The Company has a Non-Executive Chairman and out of four Non-Executive Directors, three are Independent Directors comprises more than half the total strength of the Board. The Non-Executive Directors are eminent and experienced persons in their respective fields of industry, finance and law.

Directorship held by Directors of Century Enka Limited:

Name of the Director	Executive/Non Executive / Independent/Promoter	No. of shares held in the Company	No. of outside Directorship in Public Limited Companies *	Membership held in Committee of Directors #	Chairmanship held in Committee of Directors #
Mr. B. K. Birla	Non Executive & Promoter	22,360	4	–	–
Mr. R. A. Shah	Non Executive & Independent	250	13	8	4
Mr. B. S. Mehta	Non Executive & Independent	8,540	14	9	5
Mr. S.K. Jain	Non Executive & Independent	125	–	–	–
Mr. G.M. Singhvi	Executive - Whole-time Director	–	–	–	–

* This excludes directorship held in Private Companies, Foreign Companies, Companies formed under section 25 of the Companies Act, 1956, directorship held as an alternate director and in Century Enka Limited.

Membership/Chairmanship in Committee of Directors include Audit Committee and Shareholders/ Investors Grievance Committee of Directors only. This does not include Membership/Chairmanship in Committee of Directors of Century Enka Limited.

2. Number of Board Meetings and Attendance Record of Directors

The Board meets at least once in a quarter to consider amongst other business the performance of the Company and financial results. The particulars of Board Meetings held during 2011-12 as well as attendance of Directors at the Board Meetings and the last AGM are given herebelow:

Details of Board Meetings:

Number of Board Meetings held during 2011-12 : 5			
Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting
1	02.05.2011	4	31.10.2011
2	01.07.2011	5	31.01.2012
3	13.08.2011		

**Attendance Record of Directors:**

Name of the Director	Number of Board Meetings held	Number of Board Meetings Attended	Whether attended last AGM held on 01.07.2011
Mr. B. K. Birla	5	4	No
Mr. R. A. Shah	5	5	Yes
Mr. B. S. Mehta	5	4	Yes
Mr. S. K. Jain	5	5	Yes
Mr. G. M. Singhvi	5	5	Yes

3. Directors' Remuneration

The Directors of the Company excluding Whole-time Director have been paid sitting fee for attending meetings of the Board of Directors and Committees of Directors. The sitting fee for attending the meeting of the Board of Directors has been paid to each Director at the rate of ₹ 10,000/- per meeting. The sitting fee for attending meetings of Audit Committee of Directors and Remuneration Committee of Directors has been paid to each Director at the rate of ₹ 5,000/- per meeting and for attending the meeting of Shareholders/Investors Grievance Committee of Directors and Share Transfer Committee of Directors at the rate of ₹ 2,500/- per meeting to each Director. Besides sitting fee, each Director excluding Whole-time Director has been paid ₹ 5 lacs as remuneration by way of commission for the financial year 2010-11. Due to inadequacy of profits, there is no commission to Directors for the financial year 2011-12. Criteria for payment of commission is based on the period. Payment of commission to Directors is pursuant to a special resolution passed by shareholders in the Annual General Meeting held on 28th June, 2008. It is not a policy of the Company to give loans and advances to its Directors.

Details of Remuneration to Mr. G M Singhvi Whole-time Director for the financial year 2011-12	
	₹ in lacs
Salary & Allowances	88.50
Perquisites	6.29
Contribution to:	
- Provident Fund	3.71
- Superannuation Fund	4.63
Total	103.13
- Monetary value of perquisites is calculated in accordance with existing provision of the Income Tax Act.	
- Excludes contribution to approved gratuity fund which are based on actuarial valuation done on an overall company basis.	
- Nature of employment is on contractual basis and subject to termination by either party giving to other party three months notice.	

4. Directors' Interest in the Company

Sometime, the Company do enter into contracts with companies in which some of the Directors of the Company are interested as director or member. However, these contracts are in the ordinary course of the Company's business without giving any specific weightage to them. Directors regularly make full disclosures to the Board of Directors regarding the nature of their interest in the companies in which they are directors or members. Full particulars of contracts entered with companies in which Directors are directly or indirectly concerned or interested are entered in the Register of Contracts maintained under section 301 of the Companies Act, 1956 and the same is placed in every Board Meeting for the noting of the Directors.

The Company does engage M/s. Crawford Bayley & Co., firm of Solicitors in which Mr. R. A. Shah is a Partner and Mr. S.K. Jain, an Advocate for legal advice. The services provided by them are purely of professional nature. The professional fees paid during the year to M/s. Crawford Bayley & Co. is not considered material enough to affect the independence of Mr. R. A. Shah. There was no professional engagement of Mr. S.K. Jain after his appointment as a Director.

In terms of Accounting Standard AS-18, details of related party transactions during the year have been set out under Note No. 41 to the Financial Statements. However, these are not having any potential conflict with the interest of the Company at large.



5. Audit Committee

The Board of Directors has constituted an Audit Committee of Directors to exercise powers and discharge functions as stipulated in section 292A of the Companies Act, 1956, Clause 49 of the Listing Agreements with Stock Exchanges and other relevant statutory / regulatory provisions. The Committee, in addition to other business reviews the quarterly (unaudited) financial results, annual accounts and cost audit reports before submitting to the Board of Directors. During the year 2011-12, the committee met four times (i.e. on 02.05.2011, 13.08.2011, 31.10.2011 and 31.01.2012). The Audit Committee consists of three Directors and the attendance of each committee member is as under:

Name of the Committee Member	No. of meetings held	No. of meetings attended
Mr. S.K. Jain (Chairman) Non-executive and Independent Director	4	4
Mr. R.A. Shah (Member) Non-executive and Independent Director	4	4
Mr. B.S. Mehta (Member) Non-executive and Independent Director	4	3

Mr. B. S. Mehta is a Chartered Accountant by profession. The Company Secretary of the Company acts as the Secretary to the Committee.

Besides the committee members, Whole-time Director, Jt. President (Finance), and partners/other representatives of the firms of Statutory Auditors, Cost Auditors and Internal Auditors were also present at the meetings to answer the queries raised by the committee members.

6. Shareholders / Investors Grievance Committee

A Shareholders / Investors Grievance Committee has been constituted by the Board of Directors to monitor the redressal of the shareholders / investors grievances. The committee consists of two Directors and the attendance of each committee member is as under:

Name of the Committee Member	No. of meetings held	No. of meetings attended
Mr. S K Jain (Chairman) Non-executive and Independent Director	2	2
Mr. G. M. Singhvi (Member) Executive and Non-independent Director	2	2

The Committee reviews the status of complaints received from shareholders / investors and redressal thereof. A status report of shareholders complaints and redressal thereof is prepared and placed before the Shareholders / Investors Grievance Committee. The shareholders/investors can register shares/debentures related complaints, if any, in the e-mail investor@centuryenka.com designated exclusively for the purpose.

7. Share Transfer Committee of Directors

A Share Transfer Committee of Directors has been constituted by the Board. The Board has also delegated the power of share transfer to officers of the Company. The delegated authorities attend to share transfer formalities at least thrice in a month. Transfer of shares are processed and registered within the stipulated time, provided all the documents are valid and complete in all respect. The Board of Directors has appointed the Company Secretary as Compliance Officer of the Company to monitor the share transfer process. Share transfers approved by the delegated authorities are placed before Share Transfer Committee for review and at the Board Meeting from time to time. As on 31.03.2012, no shares were pending for transfer for more than 15 days.

The committee consists of two Directors and the attendance of each committee member is as under:

Name of the Committee Member	No. of meetings held	No. of meetings attended
Mr. B. S. Mehta-(Chairman) Non-executive and Independent Director	3	3
Mr. R. A. Shah (Member) Non-executive and Independent Director	3	3

The Company has appointed M/s Link Intime India Pvt. Ltd. as its Registrar and Share Transfer Agent for both physical and demat segment of equity shares.

8. Remuneration Committee

The Company has constituted a Remuneration Committee of Directors on 16th April, 2012 for the purpose of approving from time to time remuneration payable to Whole-time Director/Director holding executive position and to discharge any function as may be specified under the law. The Committee comprises of Mr. R A Shah (Chairman), Mr. B S Mehta and Mr. S K Jain.



9. General Body Meeting

i) Information about last three Annual General Meetings:

Year	Date	Time	Location
2009	27.06.2009	10:30 AM	Kala Kunj, 48, Shakespeare Sarani, Kolkata-700017
2010	02.07.2010	10:30 AM	Kala Kunj, 48, Shakespeare Sarani, Kolkata-700017
2011	01.07.2011	11:30 AM	Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411002.

ii) There was no special resolution passed in the 43rd Annual General Meeting held on 27.06.2009.

iii) There was no special resolution passed in the 44th Annual General Meeting held on 02.07.2010.

iv) There was no special resolution passed in the 45th Annual General Meeting held on 01.07.2011.

10. Any Non-compliance, Penalties or Strictures Imposed

There has been no non-compliance by the Company nor any penalties or strictures imposed on the Company by the Stock Exchange, SEBI or any other statutory authority on any matter related to capital market in the last three years except in the year 2009-10, where the allotment of Preferential Warrants to the promoters was made before receiving in-principle approval from the Stock Exchanges, it has been advised by NSE to ensure compliance.

11. Means of Communication

The unaudited financial results of the Company for each quarter is placed before the Board of Directors within the stipulated time. The quarterly financial results of the Company are published in Business Standard (all edition) & Loksatta (Pune edition).

Financial results and other useful information on the Company are also available on the Company's website www.centuryenka.com.

The Company has not made any presentation to institutional investors or analysts.

12. Management's Discussion and Analysis Report forms a part of the Annual Report

13. Shareholders Information

Annual General Meeting

Day and Date: Monday, the 2nd July, 2012 Time: 12:30 P.M.

Venue: Pudumjee Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411 002.

Financial Calendar

Financial reporting for the quarter ending 30th June, 2012 : 4th week of July/1st week of August 2012

Financial reporting for the quarter ending 30th September, 2012 : 4th week of October/1st week of November 2012

Financial reporting for the quarter ending 31st December, 2012 : 4th week of January/1st week of February 2013

Financial reporting for the quarter ending 31st March, 2013 : 4th week of April/1st week of May 2013

Book Closure : The Register of Members and Share Transfer Register will remain closed from Tuesday, the 19th June, 2012 to Thursday, the 28th June, 2012 (both days inclusive) on account of AGM and Dividend Payment.

Dividend Payment Date : On or after 6th July, 2012

Registered Office : Century Arcade, 2nd Floor
Narangi Baug Road
Pune - 411 001.
Tel. No. (020) 2616 6511 Fax No. (020) 2616 6511
E-mail : investor@centuryenka.com

Company's Website : www.centuryenka.com



Registrar & Transfer Agents : Link Intime India Private Limited
 C-13, Pannalal Silk Mills Compound
 L. B. S. Marg, Bhandup (West)
 Mumbai - 400 078.
 Tel.: 022-25946970 Fax : 022-25946969
 E-mail : rnt.helpdesk@linkintime.co.in

Listing at Stock Exchanges : The Company's Equity Shares are listed at the following Stock Exchanges:
 i) The Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001.
 ii) The National Stock Exchange of India Ltd., "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), Mumbai - 400051.
 The Annual Listing Fees for the year 2012-13 have been paid.

Stock Code : Bombay Stock Exchange : 500280
 National Stock Exchange : CENTENKA

ISIN allotted to Equity Shares : INE485A01015.

Stock Market Data

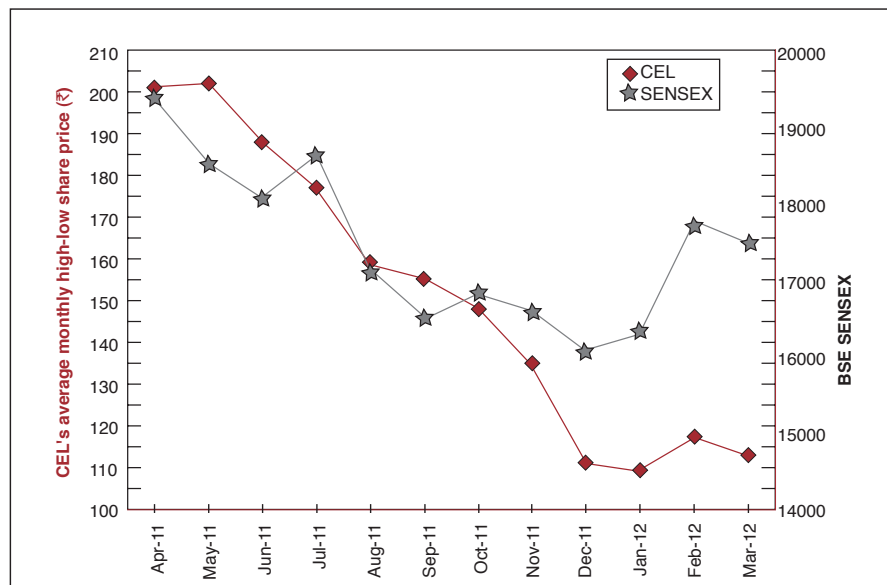
Monthly high and low prices of equity shares of the Company quoted at Bombay Stock Exchange and National Stock Exchange during the year 2011-12:

Month	Bombay Stock Exchange		National Stock Exchange	
	High	Low	High	Low
April, 2011	219	182	219	182
May	218	186	218	186
June	208	169	207	168
July	187	168	187	169
August	176	141	176	140
September	163	146	164	146
October	155	142	154	140
November	148	122	152	122
December	134	89	134	88
January, 2012	123	96	123	93
February	127	107	127	108
March	119	107	119	107

(Amount in ₹)*

(*) Rounded-off to nearest Rupee

Stock Performance Index:





Status of Shareholders'/Investors' Complaints for the period 01.04.2011 to 31.03.2012

Nature of complaint	No. of complaints received	No. of complaints resolved	No. of pending complaints
Transfer of Shares	1	1	–
Redemption / Buy back of Debentures	8	8	–
Exchange of Share / Debenture Certificates	7	7	–
Dividend	7	7	–
Other	5	5	–
Total	28	28	–

Distribution of Shareholding as on 31st March, 2012

No. of equity shares held	No. of shareholders	% of shareholders	No. of shares held	% of shareholding
1 to 10	14829	28.89	87419	0.40
11 to 50	19663	38.31	576683	2.64
51 to 100	6138	11.96	548993	2.51
101 to 500	7866	15.33	1935642	8.86
501 to 1000	1439	2.80	1102693	5.05
1001 to 5000	1126	2.19	2398982	10.98
5001 and above	266	0.52	15200177	69.56
Total	51327	100.00	21850589	100.00

Categories of Shareholding as on 31st March, 2012

Category	No. of shareholders	% of shareholders	No. of shares held	% of shareholding
Individuals	49707	96.85	9856791	45.12
Bodies Corporate	1138	2.22	7872127	36.03
Non Resident Bodies Corporate	4	0.01	1150100	5.26
FII's	20	0.04	162219	0.74
NRIs/OCBs	361	0.70	536168	2.45
Mutual Funds	38	0.07	469810	2.15
Banks, Financial Institutions & Insurance Companies	59	0.11	1803374	8.25
Total	51327	100.00	21850589	100.00
Promoters	17	0.04	6858728	31.39
Non-Promoters	51310	99.96	14991861	68.61
Total	51327	100.00	21850589	100.00

Dematerialisation of Shares & Liquidity : 89.18% of Equity Shares have been dematerialised as on 31st March, 2012. Trading in Century Enka Shares is available in dematerialised form.

Outstanding GDRs/ADRs/Warrants or any convertible instruments : The Company has not issued any GDRs/ADRs/Convertible Instruments.

Plant Location : Pune, Mahad and Rajashree Nagar (Bharuch)

Investor Correspondence : Link Intime India Private Limited, (Unit : Century Enka Limited)
C-13, Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (West)
Mumbai - 400 078.
Tel.: 022-25946970, Fax: 022-25946969, E-mail: rnt.helpdesk@linkintime.co.in

13. Code of Conduct

The Company has always encouraged and supported ethical business practices in personal and corporate behaviour by its directors and employees. The Company has framed a specific Code of Conduct for the members of the Board of Directors and Senior Management personnel of the Company. In addition to that a special Code of Conduct for dealing in equity shares and other listed securities of the Company is also in place.

14. Non Mandatory Requirements

i) The Board

At present, there is no separate office in the Company for use of Chairman.

There is no policy in the Company for determining the tenure of independent directors.

**ii) Shareholders Rights**

Half yearly financial results including summary of the significant events are presently not being sent to shareholders of the Company.

iii) Audit qualifications

There is no audit qualification. Every endeavour is made to make the financial statements without qualification.

iv) Training of Board Members

Considering the nature and risk profile of the business of the Company vis-a-vis professional standing/business experience of the board members, they are eminently competent to discharge their duties.

v) Mechanism for evaluating non-executive Board Members

There is no policy framed for evaluation of non-executive Directors.

vi) Whistle Blower Policy:

The question of instituting a formal policy in this respect may be considered after deliberating all relevant aspects, including the General Corporate Practice in India and also elsewhere.

COMPANY SECRETARIES' CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENTS

To,

The Members of Century Enka Limited

We have examined the compliance of conditions of Corporate Governance by Century Enka Limited, for the year ended on 31st March, 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with relevant Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance as stipulated in the said clause. 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 according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement with relevant Stock Exchanges.

We state that as per the Certificate given by the Registrar and Share Transfer Agent of the Company and as per relevant records maintained by the Company no Investor Grievance was pending against the Company for a period exceeding one month.

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

For SANJAY SANGANI & CO.

Company Secretaries

SANJAY H. SANGANI

Proprietor

Membership No.: FCS 4090

Place: Mumbai,

Date : May 02, 2012

DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF CONDUCT

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the Code of Conduct, framed pursuant to Clause 49 of the Listing Agreement with Stock Exchanges, in so far as it is applicable to them and there is no non-compliance thereof during the year ended 31st March, 2012.

Place: Mumbai,

Date : May 02, 2012

G.M. SINGHVI

Whole-time Director

BRIEF RESUME OF PERSONS PROPOSED TO BE RE-APPOINTED AS DIRECTORS OF THE COMPANY AT THE ANNUAL GENERAL MEETING

Name	Mr. B K. Birla	Mr. S K. Jain
Age	91 Years	62 Years
Nature of expertise	Industrialist	Advocate
Name of the companies in which also holds directorship	1. Century Textiles and Industries Limited 2. Jay Shree Tea & Industries Limited 3. Kesoram Industries Limited 4. Pilani Investment and Industries Limited	—
Name of the companies in the committees of which also holds membership/ chairmanship	—	—
Other activities	Associated with charitable trusts & educational institutions.	Associated with educational institution.
No. of shares held in the Company.	22,360	125



AUDITORS' REPORT TO THE MEMBERS OF CENTURY ENKA LIMITED

1. We have audited the attached Balance Sheet of Century Enka Limited (the "Company") as at March 31, 2012, and the related Statement of Profit and Loss and Cash Flow Statement for the year ended on that date annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (together the "Order"), issued by the Central Government of India in terms of sub-section (4A) of Section 227 of 'The Companies Act, 1956' of India (the 'Act') 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 a statement on the matters specified in paragraphs 4 and 5 of the Order.
4. Further to our comments in the Annexure referred to in paragraph 3 above, we report that:
 - (a) We have 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 appears from our examination of those books;
 - (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Act;
 - (e) On the basis of written representations received from the directors, as on March 31, 2012 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2012 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Act;
 - (f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements together with the notes thereon and attached thereto give, in the prescribed manner, the information required by the Act, and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (i) in the case of the Balance Sheet, of the state of affairs of the company as at March 31, 2012;
 - (ii) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
 - (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Jeetendra Mirchandani
Partner

Place: Mumbai
Date : May 02, 2012

Membership Number 48125

ANNEXURE TO AUDITORS' REPORT

Referred to in paragraph 3 of the Auditors' Report of even date to the members of Century Enka Limited on the financial statements as of and for the year ended March 31, 2012

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
 - (b) The fixed assets of the Company have been physically verified by the Management during the year and no material discrepancies between the book records and the physical inventory have been noticed. In our opinion, the frequency of verification is reasonable.
2. (a) The inventory (excluding stocks with third parties) has been physically verified by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency of verification is reasonable.
 - (b) In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) In our opinion, and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed off by the Company during the year.



- (c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
3. (a) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 301 of the Act.
- (b) The Company has not taken any loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under Section 301 of the Act.
4. In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods. 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 have been noticed or reported.
5. (a) In our opinion, and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Act have been entered in the register required to be maintained under that section.
- (b) In our opinion, and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements and exceeding the value of Rupees Five Lakhs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 58A and 58AA or any

other relevant provisions of the Act and the 'Companies (Acceptance of Deposits) Rules, 1975' with regard to the deposits accepted from the public. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of the aforesaid deposits.

7. In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.
8. We have broadly reviewed the books of account maintained by the Company in respect of products where, pursuant to the rules made by the Central Government of India, the maintenance of cost records has been prescribed under clause (d) of sub-section (1) of Section 209 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
9. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, investor education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty and other material statutory dues, as applicable, with the appropriate authorities.
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of wealth tax and service tax which have not been deposited on account of any dispute. The particulars of dues of income tax, excise duty, customs duty and sales tax as at March 31, 2012 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ Lacs)	Period to which the amount relates	Forum where the dispute is pending
The Income Tax Act, 1961	Income Tax dues, including interest and penalty, as applicable	226	Assessment Year 2002-03 and 2004-05	Calcutta High Court
	Income Tax dues, including interest and penalty	365	Assessment Year 2008-09	Income Tax Appellate Tribunal
The Central Excise Act, 1944	Excise Duty	86*	1993-94, 2000-01 and 2001-02	Customs, Excise, and Service Tax Appellate Tribunal
The Customs Act, 1962	Customs Duty including interest and penalty, as applicable	182*	1994-95, 2001-02 and 2006-07	Customs, Excise, and Service Tax Appellate Tribunal
The Gujarat Sales Tax Act, 1969	Sales tax including interest and penalty, as applicable	361	2000-01	The Supreme Court of India
	Purchase Tax	74	2000-01	Joint Commissioner of Commercial Tax
	Additional Tax	207*	2000-01	Joint Commissioner of Commercial Tax
The Gujarat Value Added Tax Act, 2006	Sales Tax	24	2007-08	Commissioner of Commercial Taxes

* Includes ₹ 212 Lacs paid under protest considered as recoverable by the Company.



10. The Company has no accumulated losses.
11. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.
12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any special statute applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to the Company.
14. In our opinion, the Company is not a dealer or trader in shares, securities, debentures and other investments.
15. In our opinion, and 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 during the year.
16. In our opinion, and according to the information and explanations given to us, the term loans have been applied, on an overall basis, for the purposes for which they were obtained.
17. On the basis of an overall examination of the balance sheet of the Company, in our opinion, and according to the information and explanations given to us, there are no funds raised on a short-term basis which have been used for long-term investment.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.
19. The Company has not issued any debentures during the year; and does not have any debentures outstanding as at the year end.
20. The Company has not raised any money by public issues during the year.
21. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Jeetendra Mirchandani
Partner

Place: Mumbai
Date : May 02, 2012

Membership Number 48125



BALANCE SHEET AS AT 31ST MARCH, 2012

	Note No.	31st March, 2012 ₹ / Lacs	31st March, 2011 ₹ / Lacs
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	2	2185	2185
Reserves and Surplus	3	62574	62987
		64759	65172
NON - CURRENT LIABILITIES			
Long - Term Borrowings	4	14502	14951
Deferred Tax Liabilities (Net)	5	10721	10979
Other Long - Term Liabilities	6	377	367
Long - Term Provisions	7	770	673
		26370	26970
CURRENT LIABILITIES			
Short -Term Borrowings	8	18270	22874
Trade Payables	9	7478	4986
Other Current Liabilities	10	3992	4612
Short - Term Provisions	11	1529	2214
		31269	34686
		122398	126828
ASSETS			
NON - CURRENT ASSETS			
Fixed Assets			
Tangible Assets	12	70137	62212
Capital Work- in- Progress		2066	12423
		72203	74635
Non - Current Investments	13	319	319
Long -Term Loans and Advances	14	1278	884
Other Non - Current Assets	15	309	685
		74109	76523
CURRENT ASSETS			
Inventories	16	24462	30239
Trade Receivables	17	16337	13117
Cash and Bank Balances	18	421	970
Short - Term Loans and Advances	19	6030	5149
Other Current Assets	20	1039	830
		48289	50305
		122398	126828

The notes are an integral part of these financial statements.

This is the Balance Sheet referred to in our Report of even date.

For and on behalf of the Board of Directors

For PRICE WATERHOUSE
Firm Registration No. 301112 E
Chartered Accountants

Place : Mumbai
Date : May 02, 2012

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

C.B.GAGRANI
Secretary

Place : Mumbai
Date : May 02, 2012

B. K. BIRLA
G. M. SINGHVI
(Directors)



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2012

	Note No.	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
REVENUE			
Revenue from operations (Net)	21	164951	134908
Other Income	22	1823	1048
TOTAL REVENUE		166774	135956
EXPENSES			
Cost of Materials consumed	23	116382	93486
Purchases of Stock-in-Trade		374	539
Change in inventories of Finished Goods, Stock-in-Process and Stock-in-Trade	24	2085	(7841)
Employee benefits expense	25	5879	4891
Power and Fuel		20621	16141
Finance costs	26	3172	1618
Depreciation and Amortization Expense [Net of Transfer from Revaluation Reserve ₹ 21 Lacs (Previous Year: ₹ 21 Lacs)]	12	6743	6115
Other expenses	27	11483	10388
TOTAL EXPENSES		166739	125337
PROFIT BEFORE TAXATION		35	10619
Tax Expense:			
- Current tax expense		(268)	(4123)
- Excess/(Short) Provision of Tax relating to Earlier Years		853	566
- Deferred tax credit		258	874
		843	(2683)
NET PROFIT FOR THE YEAR		878	7936
BASIC EARNINGS PER SHARE (Nominal Value of ₹ 10 Per Share)		4.02	36.47
DILUTED EARNINGS PER SHARE (Nominal Value of ₹ 10 Per Share)		4.02	36.40

The notes are an integral part of these financial statements.

This is the Statement of Profit & Loss referred to in our Report of even date.

For and on behalf of the Board of Directors

For PRICE WATERHOUSE
Firm Registration No. 301112 E
Chartered Accountants

Place : Mumbai
Date : May 02, 2012

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

C.B.GAGRANI
Secretary

Place : Mumbai
Date : May 02, 2012

B. K. BIRLA
G. M. SINGHVI
(Directors)



**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH, 2012**

A. CASH FLOW FROM OPERATING ACTIVITIES

Net Profit Before Tax

Adjustment for:

Depreciation	6743	6115
Finance cost	3172	1618
Interest Income	(832)	(247)
Dividend Income	(30)	(43)
Liabilities/Provisions no longer required written back	(549)	(463)
(Profit) / Loss on sale of Fixed Assets (Net)	(86)	25
Profit on sale of Investments	(15)	(12)

Operating Profit Before Working Capital Changes

Adjustment for:

Other Long - Term Liabilities	10	21
Long - Term Provisions	97	58
Trade Payables	3058	1912
Other Current Liabilities	317	634
Short - Term Provisions	5	(61)
Long - Term Loans and Advances	415	72
Other Non - Current Assets	376	(251)
Inventories	5777	(10605)
Trade Receivable	(3220)	(3695)
Short - Term Loans and Advances	512	944
Other Current Assets	(208)	(232)

Cash Generated From Operations

Direct taxes paid (net of refunds)

Net Cash From Operating Activities

B. CASH FLOW FROM INVESTING ACTIVITIES

Purchase of Fixed Assets (including capitalised exchange loss of ₹ 31 Lacs (Previous year exchange loss of ₹ 52 Lacs))	(4882)	(19847)
Sale of Fixed Assets	117	113
Interest received	240	245
Profit on Sale of Investment	15	12
Dividend Received	30	43

Net Cash From Investing Activities

C. CASH FLOW FROM FINANCING ACTIVITIES

Proceeds from issue of Equity Shares on conversion of Preferential Equity Shares warrants	-	1419
Proceeds from Long - Term Borrowings	2307	11883
Proceeds from Short - Term Borrowings	5330	1812
Repayment of Long - Term Borrowings	(3805)	(3402)
Repayment of Short - Term Borrowings	(4489)	(3671)
Change in Working Capital (Net)	(5547)	12649
Interest paid	(2533)	(1355)
Equity Dividends paid (including Dividend Distribution Tax)	(1643)	(1526)
Interest on Unpaid Debentures paid during the year	(152)	(20)

Net Cash From Financing Activities

D. NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS

Closing Balance of Cash and Cash Equivalents	421	970
Opening Balance of Cash and Cash Equivalents	970	396

Notes :

- The above Cash Flow Statement has been prepared under the " Indirect Method " set out in Accounting Standard (AS) - 3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.
- Figures in bracket indicate cash outflow.
- Previous year comparatives have been reclassified to confirm with current year's presentation, wherever applicable.
- Cash and Cash equivalents comprise of :

On hand [Including Cheques ₹ 275 Lacs (Previous Year ₹ 629 Lacs)]	277	631
With Banks		
In Current Accounts	4	207
In Fixed Deposits Accounts	26	26
In Unpaid Dividend Accounts*	114	106

* The balance is not available for use by the Company.

This is the Cash Flow Statement referred to in our Report of even date.

For PRICE WATERHOUSE
Firm Registration No. 301112 E
Chartered Accountants

Place: Mumbai
Date : May 02, 2012

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

C.B.GAGRANI
Secretary

Place: Mumbai
Date : May 02, 2012

For and on behalf of the Board of Directors

B. K. BIRLA
G. M. SINGHVI
(Directors)

	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax	35	10619
Adjustment for:		
Depreciation	6743	6115
Finance cost	3172	1618
Interest Income	(832)	(247)
Dividend Income	(30)	(43)
Liabilities/Provisions no longer required written back	(549)	(463)
(Profit) / Loss on sale of Fixed Assets (Net)	(86)	25
Profit on sale of Investments	(15)	(12)
Operating Profit Before Working Capital Changes	8438	17612
Adjustment for:		
Other Long - Term Liabilities	10	21
Long - Term Provisions	97	58
Trade Payables	3058	1912
Other Current Liabilities	317	634
Short - Term Provisions	5	(61)
Long - Term Loans and Advances	415	72
Other Non - Current Assets	376	(251)
Inventories	5777	(10605)
Trade Receivable	(3220)	(3695)
Short - Term Loans and Advances	512	944
Other Current Assets	(208)	(232)
Cash Generated From Operations	15577	6409
Direct taxes paid (net of refunds)	(1114)	(4190)
Net Cash From Operating Activities	14463	2219
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets (including capitalised exchange loss of ₹ 31 Lacs (Previous year exchange loss of ₹ 52 Lacs))	(4882)	(19847)
Sale of Fixed Assets	117	113
Interest received	240	245
Profit on Sale of Investment	15	12
Dividend Received	30	43
Net Cash From Investing Activities	(4480)	(19434)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Equity Shares on conversion of Preferential Equity Shares warrants	-	1419
Proceeds from Long - Term Borrowings	2307	11883
Proceeds from Short - Term Borrowings	5330	1812
Repayment of Long - Term Borrowings	(3805)	(3402)
Repayment of Short - Term Borrowings	(4489)	(3671)
Change in Working Capital (Net)	(5547)	12649
Interest paid	(2533)	(1355)
Equity Dividends paid (including Dividend Distribution Tax)	(1643)	(1526)
Interest on Unpaid Debentures paid during the year	(152)	(20)
Net Cash From Financing Activities	(10532)	17789
D. NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(549)	574
Closing Balance of Cash and Cash Equivalents	421	970
Opening Balance of Cash and Cash Equivalents	970	396
	As on 31st March, 2012	As on 31st March, 2011
	277	631
	4	207
	26	26
	114	106
	421	970



NOTES TO THE FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis, except for certain tangible assets which are being carried at revalued amounts. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and the relevant provisions of the Companies Act, 1956.

All the assets and liabilities have been classified as current or non-current as per Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. Based on the nature of the products and the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current - non current classification of assets and liabilities.

(b) Revenue Recognition

Sale of goods: Sales are recognised when the substantial risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract and are recognised net of trade discounts, rebates, sales taxes and excise duties.

Other Income:

Interest: Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend: Dividend income is recognised when the right to receive dividend is established.

(c) Tangible Assets

- Tangible Assets are stated at cost of acquisition or construction (net of Cenvat Credit / Value Added Tax) except in case of certain tangible assets which have been revalued, at its revalued amount, less accumulated depreciation and amortisation. All costs relating to the acquisition and installation of tangible assets are capitalised and include borrowing costs directly attributable to construction or acquisition of tangible assets, upto the date the asset is put to use.
- Machine spares which are specific to a particular item of tangible assets and whose use is expected to be irregular are capitalised.
- Losses arising from the retirement of and gains or losses arising from disposal of tangible assets which are carried at cost are recognised in the Statement of Profit and Loss.

(d) Depreciation

1. Depreciation has been provided as under:

- | | |
|--|---|
| a) On Plant & Machinery commissioned upto 31st March, 1997 - (except revalued) and additions/extensions thereto. | - On Written Down Value Method at the rates prescribed in Schedule XIV to the Companies Act, 1956. |
| b) On Plant & Machinery commissioned after 31st March, 1997 - | - On Straight Line Method at the rates prescribed in Schedule XIV to the Companies Act, 1956, except Computers and Air Conditioners, for which the useful life has been assessed as 5 years and the residual values are considered at Nil. |
| c) On Revalued Assets | - 1. On Straight Line method at the rate considered applicable by the valuer as below: <ol style="list-style-type: none"> Leasehold Land amortised at the rate between 1% to 1.2% Building at the rate between 2% to 2.3% Plant & Machinery at the rate between 5% to 5.28% 2. The additional charge of depreciation on account of revaluation is withdrawn from Revaluation Reserve and Credited to the Statement of Profit and Loss. |
| d) On Buildings and Vehicles | - On Straight Line method at the rates applicable at the time of additions as per Schedule XIV of the Companies Act, 1956. |
| e) On Furniture, Fittings and Office Equipments | - On Straight Line Method with the useful life assessed as under: <ol style="list-style-type: none"> Furniture & Fittings - 10 Years. Office Equipments - 5 Years Further, the residual values are considered at Nil, for all these assets . |

2. Leasehold land is amortised over the period of lease.

3. Except for items for which 100% depreciation rates are applicable, depreciation on assets added/disposed off during the year has been provided on prorata basis with reference to the month of addition/disposal.

(e) Foreign Currency Translations

All transactions in foreign currency, are recorded at the rates of exchange prevailing on the dates when the relevant transactions take place.

Monetary assets and liabilities in foreign currency, outstanding at the close of the year, are converted in Indian currency at the appropriate rates of exchange prevailing on the date of the Balance Sheet. Resultant gain or loss, except to the extent it relates to long term monetary



items, is recognised in the Statement of Profit and Loss for the year. Gain or loss relating to long term foreign currency monetary items for financing acquisition of depreciable capital assets, is adjusted to the acquisition cost of such asset and depreciated over its remaining useful life.

At the reporting date, non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Forward Exchange Contracts

The premium or discount arising at the inception of the forward exchange contracts entered into to hedge an existing asset /liability, is amortised as expense or income over the life of the contract. Exchange differences on such a contract is recognised in the Statement of Profit and Loss in the reporting period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such a forward exchange contract are recognised as income or expense for the period.

Forward exchange contracts outstanding as at the year end on account of firm commitment/ highly probable forecast transactions are marked to market and the losses, if any, are recognised in the Statement of Profit and Loss and gains are ignored in accordance with the announcement of the Institute of Chartered Accountants of India on 'Accounting for Derivatives'.

(f) Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of the assets, upto the date the asset is ready for their intended use. All other borrowing costs are recognised in Statement of Profit and Loss in the year in which they are incurred.

(g) Inventories

Inventories are stated at lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and Stock-in-Process comprises raw materials, direct labour, other direct costs and related production overheads upto the relevant stage of completion. Purchased finished goods are valued at cost of purchase. Byproducts and waste are valued at cost. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

(h) Investments

Investments that are readily realisable and are intended to be held for not more than one year from the date, on which such investment are made are classified as current investments. All the other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long term investments are carried at cost. However, provision for diminution is made to recognise a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

(i) Employee Benefits

Superannuation:

The company has Defined Contribution Plans for Post employment benefits in the form of Superannuation scheme for eligible employees. The scheme is administered through Life Insurance Corporation (LIC) and Trust which is administered by the Trustees. In respect of this scheme, the Company has no further obligation beyond its contributions.

Employee's Family Pension:

The Company has Defined Contribution Plan for Post Employment benefits in the form of family pension for eligible employees, which is administered by the Regional Provident Fund Commissioner. Company has no further obligation beyond its contributions.

Provident Fund:

Contribution towards provident fund for certain employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

In respect of certain employees, Provident Fund contributions are made to the Trust administered by the Company. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of the year and any shortfall in the fund size maintained by the Trust set up by the Company is additionally provided for. Actuarial losses, if any, are recognised in the Statement of Profit and Loss in the year in which they arise.

Gratuity:

The Company provides for gratuity, a defined benefit plan (the Gratuity Plan) covering eligible employees in accordance with the Payment of Gratuity Act, 1972, which are administered through Life-Insurance Corporation (LIC) and a trust which is administered by the trustees. Certain employees are eligible for benefits higher than the limits given under the said Act. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment.

The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year.

Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Compensated Absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employees benefit. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long term employees benefits. The company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year.

Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

**(j) Current and Deferred Tax**

Tax expense for the period, comprising Current Tax and Deferred Tax are included in the determination of the net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in India.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Deferred Tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the company re-assesses unrecognised deferred tax assets, if any.

(k) Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents includes cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

(l) Research and Development

Revenue expenditure on research and development is charged as an expense in the year in which it is incurred under respective heads of accounts. Expenditure which results in the creation of capital assets is capitalised and depreciation is provided on such assets as applicable.

(m) Impairment of Assets

Assessment is done at each Balance Sheet date as to whether there is any indication that a tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

(n) Provisions, Contingent Liabilities and Contingent Assets**Provisions:**

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Contingent Liabilities:

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only on the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

(o) Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for the events, such as bonus share, other than conversion of potential equity share, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating, diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

2. SHARE CAPITAL**AUTHORISED**

1,00,000	Redeemable Cumulative Preference Shares of ₹ 100 each (Previous Year 1,00,000)	100	100
3,30,00,000	Equity Shares of ₹ 10 each (Previous Year 3,30,00,000)	3300	3300
1,00,000	Unclassified Shares of ₹ 100 each (Previous Year 1,00,000)	100	100
		3500	3500

ISSUED, SUBSCRIBED AND FULLY PAID-UP

2,18,50,589 Equity Shares of ₹ 10 each [Refer Note (a), (b), (c) and (d) below]
(Previous Year 2,18,50,589)

31st March, 2012 ₹ / Lacs	31st March, 2011 ₹ / Lacs
100	100
3300	3300
100	100
3500	3500
2185	2185

- (a) Pursuant to Special Resolution passed by the shareholders through postal ballot on 9th December, 2009, the Board of Directors in its meeting held on 17th December, 2009 allotted 18,00,000 Preferential Warrants to the Promoters of the Company at a price of ₹ 189.16 per warrant and received ₹ 47.29 per warrant being 25% upfront price. The Promoters were entitled to apply for allotment of one fully paid up equity share of ₹ 10/- each against each warrant at any time after the date of allotment but on or before expiry of 18 months from the date of allotment.



The Promoters have exercised the option to convert preferential warrants into fully paid-up equity shares of ₹ 10/- each in two tranches and the Board of Directors accordingly, allotted 8,00,000 fully paid-up equity shares of ₹ 10/- each on 27th January, 2010 and 10,00,000 fully paid-up equity shares of ₹ 10 each on 3rd May, 2010.

(b) The reconciliation of the Number of Shares Outstanding and the amount of Share Capital:

Particulars	As at 31st March, 2012		As at 31st March, 2011	
	Number of Shares	Amount ₹ / Lacs	Number of Shares	Amount ₹ / Lacs
Balance at the beginning of the year	21850589	2185	20850589	2085
Add: Conversion of Preferential Warrants into Equity Shares	–	–	1000000	100
Balance at the end of the year	21850589	2185	21850589	2185

(c) The details of Shareholders holding more than 5% shares:

Sr. No.	Name of Shareholder	As at 31st March, 2012		As at 31st March, 2011	
		Number of Shares held	% of Shares held	Number of Shares held	% of Shares held
1	TGS Investment and Trade Pvt. Limited	3114970	14.26	3114970	14.26
2	Life Insurance Corporation of India	1515302	6.93	1515302	6.93
3	Kesoram Industries Limited	1340680	6.14	1340680	6.14
4	Century Textiles and Industries Limited	1266887	5.80	1266887	5.80

(d) Rights, Preferences and Restrictions attached to Equity Shares:

The Company has one class of Equity Shares having a par value of ₹ 10 per share. Each Shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting.

3. RESERVES AND SURPLUS

	31st March, 2012 ₹ / Lacs	31st March, 2011 ₹ / Lacs
Capital Reserve	48	48
Capital Redemption Reserve	186	186
Securities Premium		
Balance at the beginning of the year	3225	1433
Add: Additions during the year [Refer Note 2 (a)]	–	1792
Balance at the end of the year	3225	3225
Revaluation Reserve		
Balance at the beginning of the year (Refer Note 37)	1103	1124
Less: Deductions / Adjustments during the year (Refer Note below)	21	21
Balance at the end of the year	1082	1103
General Reserve		
Balance at the beginning of the year	34274	32774
Add: Additions during the year	88	1500
Balance at the end of the year	34362	34274
Contingency Reserve	750	750
Surplus in Statement of Profit and Loss		
Balance at the beginning of the year	23401	18616
Add: Profit after Tax for the year	878	7936
Amount available for Appropriation	24279	26552
Less: Appropriations		
Proposed Equity Dividend	1093	1420
Dividend Distribution Tax	177	231
Transfer to General Reserve	88	1500
Total Appropriations	1358	3151
Balance at the end of the year	22921	23401
	62574	62987

Note: Deduction / Adjustment during the year represents additional depreciation for the year charged on Revaluation, transferred to Statement of Profit and Loss.

**4. LONG-TERM BORROWINGS****Secured (Refer Note below)**

Term Loans from Banks:

Rupee Term Loans

Foreign Currency Loan

Other Loans from Banks

Buyers' Import Credit -Capital Goods

	31st March, 2012 ₹ / Lacs	31st March, 2011 ₹ / Lacs
	7055	7348
	-	841
	7447	6762
	14502	14951

Note: Terms of Borrowing

Nature of Security	Original Amount of Borrowing ₹ / Lacs	Tenor at inception (in Years)	Terms of Repayment	Month in which last Instalment is due	Repayment Schedule instalments ₹ / Lacs	Balance as on 31st March, 2012 ₹ / Lacs	Balance as on 31st March, 2011 ₹ / Lacs	Prevailing Interest Rate Per Annum
Secured								
Rupee Term Loans	2360	10		Repaid		-	189	
(Under Technology Upgradation Fund Scheme)	650	10	Half Yearly	Jun 2013	41	121	202	11.50%
	650	10	Quarterly	Jun 2013	20	140	220	11.50%
Rupee Term Loans are secured by hypothecation on specific Plants and Machinery against which Loans have been taken.	1110	10	Monthly	Jan 2014	11	241	376	14.00%
	1230	10	Monthly	Jul 2014	13	367	520	14.00%
	3479	10	Quarterly	Mar 2016	108	1638	2073	12.50%
	5791	10	Quarterly	Dec 2020	181	5791	4839	12.00%
Foreign Currency Loan	5125	6	Last and Final Instalment in August 2012			964	2522	0.76%
Foreign Currency Loan are secured by hypothecation on specific Plants and Machinery against which Loans has been taken.								
Buyers Credit for Capital goods		Various drawdown Carrying term of upto 3 Years	Loan is repayable in single instalment at the end of the term.			7447	6762	Average Interest rate Libor +1.30%
Buyers Credit for Capital goods have been secured by first pari passu charge on the Tangible Assets of Nylon Filament Project located at Pune and Mahad and Nylon Tyre Fabric (including dipping) project at Bharuch.								
Unsecured		As above	As above			264	60	As Above
Buyers Credit for Capital goods								
Sub-Total						16973	17763	
Less: Current Maturities of Long Term Debt (Refer Note 10)						2471	2812	
Total						14502	14951	

5. DEFERRED TAX LIABILITIES (NET)**Deferred Tax Liabilities**

Difference between book and tax depreciation

Deferred Tax Assets

Voluntary Retirement Scheme compensation

Disallowance u/s 43 B of Income Tax Act

Exchange Loss on MTM

	31st March, 2012 ₹ / Lacs	31st March, 2011 ₹ / Lacs
	10871	11227
	-	61
	143	186
	7	1
	10721	10979
	377	367
	324	275
	446	398
	770	673

6. OTHER LONG - TERM LIABILITIES

Deposits

7. LONG - TERM PROVISIONS

Provision for Compensated Absences [Refer Note 28 (c)]

Provision for disputed matters (Refer Note 40)

[Net of amounts paid under protest ₹ 78 Lacs (Previous Year ₹ 78 Lacs)]



8. SHORT-TERM BORROWINGS

Secured [Refer Notes (a) and (b) below]

From Banks:

Working Capital Borrowings Repayable on Demand	11131	10106
Rupee Term Loans	4000	2500
Buyers Import Credit for Raw Materials	652	964

Unsecured [Refer Notes (b) and (c) below]

From Banks:

Buyers Import Credit for Raw Materials	2377	1122
Rupee Term Loans	–	8075

From Others

Fixed Deposits from Employees	110	107
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- (a) Secured Working Capital borrowings, Rupee Term Loans and Buyers Import Credit for Raw Materials are secured by way of hypothecation of Inventories, Book Debts and Receivables, both present and future.
- (b) All Working Capital borrowings, Rupee Term Loans carry an average interest rate of 10.52% per annum and Buyers Import Credit for Imported Raw Materials carry interest rate ranging from Libor + 0.25% per annum to Libor + 2.90% per annum.
- (c) Fixed Deposits from Employees carry interest rate of 10% per annum (Previous Year 9.50% per annum)

9. TRADE PAYABLES

Total outstanding dues of Micro and Small Enterprises (Refer Note 29)	20	15
Total outstanding dues of creditors other than Micro and Small Enterprises	7458	4971

10. OTHER CURRENT LIABILITIES

Current Maturities of Long Term Debt (Refer Note 4)

Rupee Term Loan	1243	1071
Foreign Currency Loan	964	1681
Buyers Import Credit for Capital Goods (Unsecured)	264	60

Interest Accrued But Not Due on Borrowings

Unpaid Dividends*

Unpaid Matured Debentures and Interest Accrued thereon

Other Payables for:

Capital Goods	368	882
Excise Duty on Finished Stock (Net)	493	98
Statutory Liabilities	409	445

* There is no amount due and outstanding as on 31st March, 2012 to be credited to Investors Education and Protection Fund.

11. SHORT-TERM PROVISIONS

Provision for Employee Benefits

Gratuity [Refer Note 28 (b)]	161	171
Compensated Absences [Refer Note 28 (c)]	98	83

Provision for Tax

[Net of Advance Tax (Previous Year ₹ 11643 Lacs)]

Proposed Equity Dividend (Refer Note below)

Dividend Distribution Tax

	1093	1420
	177	231

	1529	2214
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Note: The Board of Directors has recommended dividend @ ₹ 5.00 per equity share of ₹ 10/- each on 2,18,50,589 equity shares for the year ended 31st March, 2012 (Previous Year ₹ 6.50 per equity share of ₹ 10/- each on 2,18,50,589 equity shares).

**12. TANGIBLE ASSETS (Refer Note 35 and 37)**

₹ / Lacs

	Cost/ Book Value as at 1st April, 2011	Additions during the year	Deductions / Adjustments during the year	Cost / Book Value as at 31st March, 2012	Depreciation on Cost / Book Value as at 1st April, 2011	Deductions / Adjustments during the year	Depreciation for the year	Depreciation on Cost / Book Value upto 31st March, 2012	Balance as at 31st March, 2012	Balance as at 31st March, 2011
TANGIBLE ASSETS										
Land										
Leasehold	398	–	–	398	157	–	4	161	237	241
Freehold	211	–	–	211	–	–	–	–	211	211
	[Refer (a) below]			[Refer (a) below]						
Buildings	11176	1904	–	13080	4041	–	317	4358	8722	7135
	[Refer (a) below]			[Refer (b) below]						
Plant and Machinery	144666	12782	133	157315	90263	111	6398	96550	60765	54403
Furniture and Fittings	139	5	9	135	57	7	13	63	72	82
Office Equipments	62	12	18	56	37	17	14	34	22	25
Vehicles	188	17	14	191	73	8	18	83	108	115
Total	156840	14720	174	171386	94628	143	6764	101249	70137	62212
TANGIBLE WORK IN PROGRESS:										
Capital Work-in-Progress	12423	3921	14278	2066	–	–	–	–	2066	12423
Total	169263	18641	14452	173452	94628	143	6764	101249	72203	74635
Previous Year	150992	26927	8656	169263	89982	1490	6136	94628	74635	

a) Includes Land ₹ 2 Lacs (₹ 2 Lacs after Revaluation) and ₹ 500 being the cost of 5 shares in co-operative housing society held in the name of a nominee of the Company.

b) Includes ₹ 2000 being the cost of 40 shares in co-operative societies.

13. NON CURRENT INVESTMENTS**Long Term Investments - Trade****(1) IN FULLY PAID-UP EQUITY SHARES - QUOTED**

Kesoram Industries Limited	584994	10	304	304
Kesoram Textile Mills Limited	584994	2	–	–
(Received during the year 1999-2000 without any consideration pursuant to Scheme of Arrangement of Kesoram Industries Limited)				
			304	304

(2) IN FULLY PAID-UP EQUITY SHARES -UNQUOTED

Bharuch Enviro Infrastructure Limited	10220	10	1	1
Kesoram Insurance Broking Services Ltd	60000	10	1	1
Vasavadatta Services Limited	9200	10	1	1
MMA CETP Co-operative Society Limited	11757	100	12	12
			15	15
			319	319

Aggregate Market Value of Quoted Investments

674 **1207**

14. LONG TERM LOANS AND ADVANCES**(Unsecured, Considered Good)**

Advance Payment of Tax (Net of Provision of ₹ 10589 Lacs)			626	–
Advances for Capital Goods			364	181
Security Deposits			154	569
Duty Recoverable from Customs / Excise Authorities (Paid Under Protest)			134	134
			1278	884

15. OTHER NON - CURRENT ASSETS**Other Assets (Unsecured)**

Unamortised Premium on Forward Contracts			205	455
Refund Receivable from State Electricity Board			104	230
			309	685

16. INVENTORIES

Raw Materials [In Transit ₹ 350 Lacs (Previous Year ₹ 1152 Lacs)]			5485	9454
Stock-in-Process			6402	5411
Finished Goods			10432	13624
Stock-in-Trade (Trading)			17	56
Stores, Spares and Packing Material			2126	1694
[In Transit ₹ 78 Lacs (Previous Year ₹ 34 Lacs)]				
			24462	30239

17. TRADE RECEIVABLES**(Unsecured, Considered Good)**

Outstanding for a period exceeding six months from the date they are due for payment			7	5
Others			16330	13112
			16337	13117



18. CASH AND BANK BALANCES

Cash and Cash Equivalents

Cash on Hand
Cheques on Hand

Bank Balance

In Current Accounts
In Deposit Accounts maturing within 3 months

Other Bank Balances

Deposit Accounts maturing in more than 3 months but within 12 months
Unpaid Dividend
Margin Money Deposits

19. SHORT TERM LOANS AND ADVANCES

(Unsecured, Considered Good)

CENVAT Credit Receivable
VAT Credit Receivable
Advances to Suppliers
Recoverable from Income Tax Department
Other Loans and Advances

20. OTHER CURRENT ASSETS

(Unsecured, Considered Good)

Refund Receivable from State Electricity Board
Subsidy Receivable under Technology Upgradation Fund Scheme
Unamortised Premium on Forward Contracts
Others

21. REVENUE FROM OPERATIONS

Sale of Products (Refer Note below)

Finished Goods
Traded Goods

Other Operating Revenue

Scrap Sales
Others

Revenue from Operations (Gross)

Less: Excise Duty

Revenue from Operations (Net)

Note: Details of Sales of Products

Polyester Filament Yarn

Nylon Filament Yarn

Nylon Tyre Cord Fabric

Polyester Chips

Others

Total

22. OTHER INCOME

Interest Income

On Income Tax / Sales Tax refund
From Customers
Others

Dividends received on Non Current Investments (Trade)

Profit on Sale of Assets

Profit on Sale of Current Investments (Other than Trade)

Liabilities / Provisions no longer required written back

Miscellaneous Income

23. COST OF MATERIALS CONSUMED

RAW MATERIALS CONSUMED

Opening Stock
Add: Purchases

Less: Closing Stock

Cost of Raw Materials Consumed

	31st March, 2012 ₹ / Lacs	31st March, 2011 ₹ / Lacs
18. CASH AND BANK BALANCES		
Cash and Cash Equivalents		
Cash on Hand	2	2
Cheques on Hand	275	629
Bank Balance		
In Current Accounts	4	196
In Deposit Accounts maturing within 3 months	16	-
	297	827
Other Bank Balances		
Deposit Accounts maturing in more than 3 months but within 12 months	10	26
Unpaid Dividend	114	106
Margin Money Deposits	-	11
	421	970
19. SHORT TERM LOANS AND ADVANCES		
(Unsecured, Considered Good)		
CENVAT Credit Receivable	1951	3019
VAT Credit Receivable	763	532
Advances to Suppliers	1236	861
Recoverable from Income Tax Department	2041	648
Other Loans and Advances	39	89
	6030	5149
20. OTHER CURRENT ASSETS		
(Unsecured, Considered Good)		
Refund Receivable from State Electricity Board	127	127
Subsidy Receivable under Technology Upgradation Fund Scheme	407	268
Unamortised Premium on Forward Contracts	341	347
Others	164	88
	1039	830
21. REVENUE FROM OPERATIONS		
Sale of Products (Refer Note below)		
Finished Goods	181055	147931
Traded Goods	415	534
Other Operating Revenue		
Scrap Sales	575	400
Others	84	75
Revenue from Operations (Gross)	182129	148940
Less: Excise Duty	17178	14032
Revenue from Operations (Net)	164951	134908
Note: Details of Sales of Products		
Polyester Filament Yarn	59414	48983
Nylon Filament Yarn	37461	35762
Nylon Tyre Cord Fabric	69236	49837
Polyester Chips	8448	9632
Others	6911	4251
Total	181470	148465
22. OTHER INCOME		
Interest Income		
On Income Tax / Sales Tax refund	591	95
From Customers	187	115
Others	54	37
	832	247
Dividends received on Non Current Investments (Trade)	30	43
Profit on Sale of Assets	102	33
Profit on Sale of Current Investments (Other than Trade)	15	12
Liabilities / Provisions no longer required written back	549	463
Miscellaneous Income	295	250
	1823	1048
23. COST OF MATERIALS CONSUMED		
RAW MATERIALS CONSUMED		
Opening Stock	9454	7704
Add: Purchases	112413	95236
	121867	102940
Less: Closing Stock	5485	9454
Cost of Raw Materials Consumed	116382	93486



	31st March, 2012 ₹ / Lacs	31st March, 2011 ₹ / Lacs
24. CHANGE IN INVENTORIES OF FINISHED GOODS, STOCK IN PROCESS AND STOCK IN TRADE		
Closing Stock		
Finished Goods	10432	13624
Stock-in-Process	6402	5411
Stock in Trade	17	56
	16851	19091
Less: Opening Stock		
Finished Goods	13624	7312
Stock-in-Process	5411	3287
Stock in Trade	56	-
	19091	10599
Less: Increase / (Decrease) in Excise Duty on Stocks	(155)	651
Increase / (Decrease) in Stocks	(2085)	7841
25. EMPLOYEE BENEFITS EXPENSE		
Salaries, Wages and Bonus	4928	4095
Contribution to Provident and other funds (Refer Note 28)	567	462
Workers and Staff Welfare Expenses	384	334
	5879	4891
26. FINANCE COSTS		
Interest Expense (Refer Note below)	2479	1397
Other Borrowing Costs	78	85
	2557	1482
Less: Borrowing Cost Capitalised	147	92
	2410	1390
Net Loss on Foreign Currency Transactions and Translation	762	228
	3172	1618
Note: Net of Subsidy of ₹ 434 Lacs (Previous Year ₹ 262 Lacs) under the Technology Upgradation Fund Scheme of the Government of India.		
27. OTHER EXPENSES		
Stores, Spare Parts and Packing Material Consumed	6510	5579
Processing Charges	263	324
Repairs and Maintenance		
Building Repairs	210	276
Machinery Repairs	969	912
Rent	25	21
Rates and taxes	111	94
Insurance	78	83
Directors' Sitting Fees	3	2
Directors' Commission	-	20
Payment to Auditors		
As Auditors		
For Statutory Audit and Limited Reviews	37	32
For Tax Audit	3	3
For Other Services	3	1
For Reimbursement of Expenses	1	(₹ 41260)
Loss on Assets Sold / Written off	16	58
Commission on Sales	627	579
Transport and Handling	1109	1003
Miscellaneous Expenses	1518	1401
	11483	10388

28. DISCLOSURES IN ACCORDANCE WITH REVISED AS-15 ON "EMPLOYEES BENEFITS".**a) Defined Contribution Plans - The Company has recognised the following amounts in the Statement of Profit and Loss for the year:**

Particulars	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
Employer's Contribution to Provident Fund	169	127
Employer's Contribution to Superannuation Fund	57	52
Employer's Contribution to Employee's State Insurance	11	14
Employer's Contribution to Employee's Pension Scheme 1995	106	98
Total	343	291

b) Defined Benefit Plans - Gratuity

The following figures are as per the actuarial valuation, as at the Balance Sheet date, carried out by an independent actuary.

i) A reconciliation of opening and closing balances of the present value of the defined benefits obligation (DBO):

Particulars	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
Opening Balance	1658	1417
Current Service Cost	85	71
Interest Cost	128	104
Actuarial (Gains)/Losses	155	47
Benefits Paid	(81)	(44)
Past Service cost	-	63
Closing DBO	1945	1658



ii) A reconciliation of the opening and closing balances of the fair value of plan assets:

Particulars	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
Opening Fair Value of Plan Assets	1487	1173
Expected Returns on Plan Assets	99	82
Actuarial Gain / (Losses)	45	31
Contribution by the Employer	234	245
Benefits Paid	(81)	(44)
Closing Fair Value of Plan Assets	1784	1487

iii) Amount recognised in Balance Sheet including a reconciliation of the present value of the defined obligation in b (i) and the fair value of the plan assets in b (ii) to the assets and liabilities recognised in the balance sheets:

Particulars	As on 31.03.2012 ₹ / Lacs	As on 31.03.2011 ₹ / Lacs
Present value of Defined Obligations	1945	1658
Fair value of Plan Assets	(1784)	(1487)
Net Liability recognised in the Balance Sheet	161	171

iv) The total expense recognised in the Statement of Profit and Loss:

Particulars	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
Current Service Cost	85	71
Interest Cost	128	104
Expected Return on Plan Assets	(99)	(82)
Actuarial (Gains)/Losses	110	16
Past Service Cost	-	62
Total	224	171

v) All the plan assets have been invested in insurer (Life Insurance Corporation) managed funds.

vi) The overall expected rate of return on assets is based on the expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

vii) The Actual Return on Plan Assets is as follows:

Particulars	Gratuity 2011-12 ₹ / Lacs	Gratuity 2010-11 ₹ / Lacs
Actual Return on Plan Assets	212	113

viii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Particulars	Gratuity 2011-12 Rate	Gratuity 2010-11 Rate
Discount Rate	8.25%	8.00%
Expected rate of return on Plan Assets	7.50%	7.50%
Salary Escalation Rate	7.00%	7.00%
Leaving Services	10.00%	10.00%

ix) Amounts recognised in current year and previous four years:

Particulars	2011-12	2010-11	2009-10	2008-09	2007-08
Defined Benefit Obligation	1945	1658	1417	1276	1011
Plan Assets	1784	1487	1173	1050	836
Surplus / (Deficit)	(161)	(171)	(244)	(226)	(175)
Experience Adjustment on Plan Liabilities	183	4	42	109	93
Experience Adjustment on Plan Assets	113	31	19	26	(4)

x) Expected Contribution to the Funds in the next year

Particulars	2012-13 ₹ / Lacs	2011-12 ₹ / Lacs
Gratuity	135	171
Provident Fund	681	513



- xi) The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.
- c) Para 132 of AS 15 (revised 2005) does not require any specific disclosures except where the expense resulting from compensated absence is of such size, nature or incidence that its disclosure is relevant under Accounting Standard No. 5 or Accounting Standard No. 18 and accordingly, the expense resulting from compensated absence is not significant and hence no disclosures are prepared under various paragraphs of AS 15 (revised 2005).
- d) **Defined Benefit Plans - Employer Managed Provident Fund**
- i) The Defined Benefit Obligation of interest rate guarantee on exempt provident fund in respect of certain employees of the Company at March 31, 2012 is ₹ Nil. The balance in the surplus account of the provident fund is approx ₹ 178 Lacs and hence the net liability to be provided for in the books of accounts of the Company is ₹ Nil.
- ii) Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Particulars	2011-12 Rate
Discount Rate for the term of the Obligation	8.25%
Average Historic Yield on the Investment Portfolio	8.98%
Discount Rate for the remaining term to Maturity of the Investment Portfolio	8.25%
Expected Investment Return	8.98%
Guaranteed Rate of Return	9.50%

- iii) The above disclosures are limited to the extent of disclosures provided by the actuary.

29. Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006:

Amounts due to Micro and Small Enterprises disclosed on the basis of information available with the Company regarding status of the suppliers are as follows:

Sr. No.	Particulars	2011-12 ₹ / Lacs		2010-11 ₹ / Lacs	
		Principal	Interest	Principal	Interest
1.	Principal Amount and Interest thereon due, remaining unpaid at the end of the year	20	–	15	–
2.	Amount paid during the year	65	(₹ 64114)	9	(₹ 18376)
3.	Amount due and payable (on the amounts which have been paid beyond the appointed date during the year)	NIL	NIL	NIL	NIL
4.	Amount remaining accrued and unpaid at the end of the year	NIL	NIL	NIL	NIL
5.	Amount due of the previous year	NIL	NIL	NIL	NIL

30. Capital Commitments: Estimated amount of Contracts remaining to be executed on Capital Account and not provided for ₹ 987 Lacs (Previous Year ₹ 2011 Lacs) against which advances have been paid ₹ 364 Lacs (Previous Year ₹ 181 Lacs).

31. Contingent Liability in respect of:

Claims against the company not acknowledged as debts (to the extent not provided for)	31st March, 2012	31st March, 2011
	₹ / Lacs	₹ / Lacs
1) Income-Tax Matters	674	814
2) Sales-Tax Matters	489	496
3) Excise and Customs Matters	244	244
4) Others	75	75
Total	1482	1629

Note: It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending disputed matters till it is resolved.

32. Other Commitments: The Company has entered into two non cancellable agreements with Gas Utility Companies for purchase of LNG. Under these agreements the company has committed to purchase certain annual minimum quantities of LNG for the next two to five years, failing which, it will pay the seller for any shortfall in offtake of LNG calculation based on agreed formula. The cost of the minimum committed quantity at current market prices approximates ₹ 11400 Lacs.
33. Derivative Instruments and Unhedged Foreign Currency Exposures

The Company enters into forward exchange contracts being derivative instruments, which are not intended for trading or speculative purposes, but for hedge purposes.



i. Hedging commitments outstanding for loan taken

As on 31.03.2012				As on 31.03.2011			
Currency	Amount hedged In Lacs	Cross Currency	Amount Available In Lacs	Currency	Amount hedged In Lacs	Cross Currency	Amount Available In Lacs
JPY	1614	USD	20	JPY	4911	USD	55
USD	228	INR	11704	USD	223	INR	11055
				EUR	2	USD	3
				EUR	5	INR	296
				JPY	141	INR	78

ii Mark - To - Market Losses Provided for ₹ 20 Lacs (Previous Year ₹ 3 Lacs)

iii The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below.

	As on 31.03.2012		As on 31.03.2011	
	Currency	In Lacs	Currency	In Lacs
(a) Interest Payable	USD	1	USD	1
	JPY	1	JPY	5
	EUR	-	EUR	[EUR 6400]
(b) Amount Receivable	USD	2	USD	-
(c) Amount Payable	EUR	-	EUR	[EUR 47621]
	USD	6	USD	4
	JPY	201	JPY	23
	GBP	-	GBP	[GBP 14485]

34. Revenue expenditure incurred on Research and Development during the year is ₹ 206 Lacs (Previous Year ₹ 195 Lacs).

35. The Ministry of Corporate Affairs has issued the amendment dated 29 December 2011 to AS-11 "The Effect of Changes in Foreign Exchange Rate", to allow companies deferral/capitalisation of exchange differences arising on Long-Term foreign currency monetary items.

In accordance with the amendment/earlier amendment to AS- 11, the Company has capitalised exchange loss, arising on Long-Term foreign currency loan, amounting to ₹ 31 Lacs (previous year exchange loss ₹ 52 Lacs) to the cost of Plant and Machinery.

36. Earnings per Share

	2011-12	2010-11
(a) Net profit after tax available for equity shareholders (₹ / Lacs)	878	7936
(b) Weighted average number of Basic Equity shares of ₹ 10 each outstanding during the year (No. of shares)	21850589	21760178
(c) Weighted average number of Diluted Equity shares of ₹ 10 each outstanding during the year (No. of shares)	21850589	21803426
(d) Basic Earnings per Share (₹) (a/b)	4.02	36.47
(e) Diluted Earnings per Share (₹) (a/c)	4.02	36.40

37. The Gross Block of Fixed Assets was written up by ₹ 8301 Lacs on revaluation carried out in the year 1983 and 1989.

38. Segment Reporting

a) Primary Segment (by Business Segment):

Based on the guiding principles given in the Accounting Standards on Segment Reporting (AS - 17) the Company is primarily in the business of manufacture and sale of Synthetic Yarn and Tyre Cord Fabric which mainly have similar risks and returns. The Company's business activity falls within a single geographical and business segment (Synthetic Yarn), hence it has no other primary reportable segments.

b) Secondary Segment (by Geographical demarcation):

i) The secondary segment is based on geographical demarcation ie. in India and outside India.

ii) Information about Secondary Segments are as follows:

Particulars	2011-12			2010-11		
	In India	Outside India	Total	In India	Outside India	Total
Segment Revenue (Gross)	181141	988	182129	148515	425	148940

iii) All segment assets of the Company are predominantly located in India.

39. In view of inadequacy of net profit for the year ended March 31, 2012 determined in accordance with the provisions of Sec 349 of the Companies Act, 1956 of India, the remuneration of the Whole-time Director of the Company, payable under the terms of employment aggregating to ₹ 95 lacs, has exceeded the limit of ₹ 48 lacs prescribed in Part II of Schedule XIII to the Act. The remuneration has been retrospectively approved by the remuneration committee in its meeting held on May 2, 2012. The Company, having become aware of the excess remuneration paid over the prescribed limit, will seek the approval of the Shareholders of the Company by way of a special resolution in the ensuing Annual General Meeting for the aforesaid remuneration paid by it to its Whole-time Director.



40. DETAILS OF PROVISION FOR DISPUTED MATTERS:

Particulars	2011-12	2010-11
	₹ / Lacs	₹ / Lacs
Balance at the beginning of the year	398	381
Add: Provided during the year	48	17
Less: Paid / Adjusted during the year	-	-
Balance at the end of the year	446	398

(a) The above provisions represents claims against the Company not acknowledged as debt.

(b) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending disputed matters till it is resolved.

41. Related Party Disclosures (As identified by the Management and where transactions exist)

(i) Related Party Relationships

(a) Key Management Personnel	Mr.G.M. Singhvi Whole-time Director
(b) Other Related Parties	Mr.B.K. Birla Century Textiles and Industries Limited Jay Shree Tea & Industries Limited Kesoram Industries Limited

Note: The parties listed under (b) above are not "related parties" as per the requirements of Accounting Standard AS-18. However, as a matter of abundant caution, they are being included for making the Financial Statements more transparent.

(ii) Transactions with Related Parties

(₹ / Lacs)

Type of related party	Description and nature of the transaction	2011-12			2010-11		
		Volume of transactions	Outstanding as on 31.03.2012		Volume of transactions	Outstanding as on 31.03.2011	
			Receivable	Payable		Receivable	Payable
Key Management Personnel	Managerial Remuneration paid	103	-	-	87	-	-
	Sale of Motor Vehicle and Furniture	-	-	-	3	-	-
Other related Parties	Director's fees, commission and expenses	1	-	-	5	-	5
	Sale of goods (Kesoram Industries Ltd.)	20812	4337	-	20341	2746	-
	Dividend Received (Kesoram Industries Ltd, Kesoram Insurance Broking Services Ltd and Vasavdatta Services Ltd.)	30	-	-	43	-	-
	Purchase of Cement (Vasavdatta Cements a Division of Kesoram Industries Ltd.)	11	-	1	13	-	-
	Dividend Paid (Kesoram Industries Ltd., Century Textiles and Industries Ltd. and Jay Shree Tea & Industries Ltd.)	176	-	-	86	-	-
	Expenditure on rent and other services (Century Textiles and Industries Ltd and Kesoram Industries Ltd.)	4	-	-	5	-	-
	Proceeds on issue of Preferential Warrants and Equity Share Capital including Premium (Century Textile and Industries Ltd.)	-	-	-	709	-	-
	Purchase of Fixed Assets (Century Textiles and Industries Ltd.)	-	-	-	7	-	-

42. ADDITIONAL INFORMATION PURSUANT TO THE PROVISIONS OF PARAGRAPHS 3 AND 4 OF PART II OF SCHEDULE VI TO THE COMPANIES ACT 1956

a) Raw Materials Consumed

	Value (₹ / Lacs)	
	2011-12	2010-11
PTA	35331	30478
Caprolactam	58991	46923
Glycol	12925	10446
Others	9135	5639
Total	116382	93486



b) Value of Materials consumed and Percentage thereof:

	Consumption (₹ / Lacs)					
	Total Value of Consumption		Imported		Indigenous	
	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11
Raw Materials	116382	93486	8429	5180	107953	88306
Stores, Spare Parts and Packing Material	6510	5579	770	593	5740	4986
	122892	99065	9199	5773	113693	93292
Percentage to Total Consumption						
Raw Materials			7.24%	5.54%	92.76%	94.46%
Stores, Spare Parts and Packing Material			11.83%	10.63%	88.17%	89.37%

(c) CIF Value of Imports

	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
Raw Materials	7935	4061
Stores and Spare Parts (Including Components)	895	905
Capital Goods	984	12566
	9814	17532

(d) Expenditure in Foreign Currency (Including amounts provided but yet to be remitted)

	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
(i) Interest and Finance Charges	205	93
(ii) Others	105	326
	310	419

(e) Remittance on account of Dividend to Non-Resident Shareholders:

(i) Remitted in Foreign Currency		2011-12	2010-11
Year to which Dividend relates		Year ended 31st March, 2011	Year ended 31st March, 2010
Net Amount of Dividend remitted (₹ /Lacs)		92	85
Number of Shareholders		5	5
Number of shares held		1419470	1419470

(ii) Remitted to their Banks in India		2011-12	2010-11
Year to which Dividend relates		Year ended 31st March, 2011	Year ended 31st March, 2010
Net Amount of Dividend remitted (₹ /Lacs)		28	27
Number of Shareholders		382	363
Number of shares held		437701	445200

(f) Earnings in foreign Exchange

	2011-12 ₹ / Lacs	2010-11 ₹ / Lacs
F.O.B. Value of Export Sales	916	425
Sale on Commission Basis	24	4
	940	429

43. The financial statements for the year ended March 31, 2011 had been prepared as per the then applicable, pre-revised Schedule VI to the Companies Act, 1956. Consequent to the notification of Revised Schedule VI under the Companies Act, 1956, the financial statements for the year ended March 31, 2012 are prepared as per Revised Schedule VI. Accordingly, the previous year figures have also been reclassified to conform to this year's classification. The adoption of Revised Schedule VI for previous year figures does not impact recognition and measurement principles followed for preparation of financial statements.

For PRICE WATERHOUSE
Firm Registration No. 301112 E
Chartered Accountants

For and on behalf of the Board of Directors

Place : Mumbai
Date : May 02, 2012

JEETENDRA MIRCHANDANI
Partner
Membership No. 48125

C.B.GAGRANI
Secretary

Place : Mumbai
Date : May 02, 2012

B. K. BIRLA
G. M. SINGHVI
(Directors)

FORM OF PROXY



CENTURY ENKA LIMITED

Regd Office: Century Arcade, 2nd Floor, Narangi Baug Road, Pune - 411 001.

Regd. Folio No.
DPID
Client ID
No. of shares held
Proxy No.

I/We.....
of
being a member/members of CENTURY ENKA LIMITED, hereby appoint
of or
failing him/her of as
my/our proxy to attend and vote for me/us on my/our behalf at the Forty Sixth Annual General Meeting of the
Company to be held on Monday, the 2nd July, 2012 and at any adjournment thereof.

Signed this day of 2012.

Affix
30 Paise
Revenue
stamp
here

(Signature)

- Notes: 1. The form should be signed across the stamp as per specimen signature recorded with the company.
2. The Proxy form duly completed must reach the Registered Office of the Company at Pune not less than forty eight hours before the aforesaid Meeting as provided by Article 93 of the Company's Articles of Association.
3. A Proxy need not be a Member of the Company.

ATTENDANCE SLIP



CENTURY ENKA LIMITED

Regd Office: Century Arcade, 2nd Floor, Narangi Baug Road, Pune - 411 001.

Regd. Folio No.
DPID
Client ID
No. of shares held

I hereby record my presence at the Forty Sixth Annual General Meeting of the Company held at Pudumjee,
Hall, Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune-411 002.

- 1 Full Name of the Member
(in Block Letters)
2. Full name of the Joint-holder(s)
(in Block Letters).
3.* Full Name of the Proxy
(in Block Letters)
4. Signature of the Member/Proxy
attending the Meeting

* To be filled-in if the Proxy attends instead of Member(s)

Note: Member/Proxy attending the Meeting must fill-in this Attendance Slip and hand it over at the entrance of
the venue of the Meeting.

FINANCIAL HIGHLIGHTS

OPERATING RESULTS

(₹ in Lacs)

FINANCIAL YEAR	2011-12	2010-11	2009-10	2008-09	2007-08
INCOME					
Revenue from Operations (Net of returns and Sales Tax)	182129	148940	133175	126840	131814
Less: Excise Duty	17178	14032	9616	10197	12966
	164951	134908	123559	116643	118848
Other Income	1823	1048	876	1672	687
	166774	135956	124435	118315	119535
EXPENDITURE					
Materials & Overheads (+ / - Stock Adj.)	156824	117604	101991	107581	108262
PROFIT BEFORE FINANCE COST, DEPRECIATION AND TAX	9950	18352	22444	10734	11273
Less: Finance Cost	3172	1618	1084	2566	3270
PROFIT BEFORE DEPRECIATION AND TAX	6778	16734	21360	8168	8003
Less: Current Depreciation (Net)	6743	6115	6106	5910	5902
Less: Tax (Net) - Including Deferred Tax	(843)	2683	5238	596	760
NET PROFIT	878	7936	10016	1662	1341
DIVIDEND (%)	50%	65%	60%	50%	50%
EARNING PER SHARE (₹)	4.02	* 36.47	* 49.61	8.29	6.69
CASH EARNINGS PER SHARE (₹)	34.88	* 64.57	* 79.85	37.77	36.12
BOOK VALUE PER SHARE (₹)	291.42	* 294.43	* 276.81	227.21	221.70

* Calculated on Weighted average of shares outstanding during the year.

STATEMENT OF ASSETS AND LIABILITIES

(₹ in Lacs)

	As on 31.03.2012	As on 31.03.2011	As on 31.03.2010	As on 31.03.2009	As on 31.03.2008
A. EQUITY AND LIABILITIES					
Shareholders' Funds					
Share Capital	2185	2185	2085	2005	2005
Equity Share Warrants	–	–	473	–	–
Reserves & Surplus (including Revaluation)	62574	62987	54931	45032	44306
	64759	65172	57489	47037	46311
Non - Current Liabilities					
Long Term Borrowings	14502	14951	6096	12131	19289
Deferred Tax Liabilities	10721	10979	11853	13179	13857
Long Term Liabilities and Provisions	1147	1040	961	1094	716
	26370	26970	18910	26404	33862
Current Liabilities					
Short Term Borrowings	18270	22874	11832	10650	17328
Trade Payables, Liabilities and Provisions	12999	11812	9986	11075	13228
	31269	34686	21818	21725	30556
(A)	122398	126828	98217	95166	110729
B. ASSETS					
Fixed Assets (Net)	72203	74635	61010	66544	71041
Investments	319	319	319	319	319
Long Term Loans and Advances	1278	884	956	549	537
Other Non Current Assets	309	685	434	128	–
Current Assets	48289	50305	35498	27626	38832
(B)	122398	126828	98217	95166	110729

BOOK POST



Nylon Tyre Cord Fabric Dipping Plant at Rajashree Polyfil