

Dosi & Jain

Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To the Members of
Liberty Chemicals Private Limited

Report on the Financial Statements

1. We have audited the financial statements of Liberty Chemicals Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's management and Board of Directors, as well as evaluating the overall presentation of the financial statements.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion

Opinion

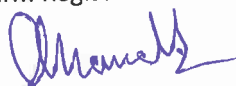
6. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a) In the case of Balance Sheet of the state of affairs of the Company as at 31st March 2015,
 - b) In the case of the Profit and Loss Account, of the Loss for the year ended on that date

Report on Other Legal and Regulatory Requirements

7. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of 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 3 and 4 of the Order.
8. As required by section 143(3) of the Act, we further report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 and Statement of Profit and Loss with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014
- e) On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
- f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - i. The Company has no pending litigations which would impact its financial position.
 - ii. The company did not have any long term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - iii. The Company being a private limited company, the transfer of any sum to the Investor Education and Protection Fund does not arise.

For Dosi and Jain
Chartered Accountants
Firm Registration No 112435W



Chandresh Gandhi
Partner
M. No 43172

Place: Mumbai
Dated: 30th June, 2015

Annexure referred to in paragraph 7 of our Report of even date to the members of Control Print Limited on the accounts of the company for the year ended 31st March, 2015.

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

i. In respect of Fixed Assets

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets ;
- b) As explained to us all the fixed assets have been physically verified by the management in a phased periodic manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
- c) In our opinion, the company has not disposed off a substantial part of its fixed assets during the year.

ii. In respect of Inventories

The company does not have any inventories during the year and the question of physical verification , procedures thereof and maintenance of records does not arise.

- iii. The company has not granted any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 189 of the Act during the year.
- iv. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of fixed assets and for the sale of services. Further, on the basis of our examination of the books and records of the Company and according to the information and explanations given to us, no major weakness has not been noticed or reported.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013
- vi. As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act.

- vii. In respect of Statutory dues
- (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, , Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India .According to the information and explanations given to us ,there are no other undisputed amounts outstanding as on 31st March,2015 for a period of more than six months from the date they become payable by the company.
- (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no disputed demands payable by the company.
- (c) The Company being a private limited company, the question of transfer to the Investor Education and Protection Fund does not arise.
- viii. The Company does not have accumulated losses for the year under review.
- ix. In our opinion, and according to the information and explanations given to us, the Company has not taken any loan from a bank or financial institution during the year and hence question of default in repayment does not arise.
- x. In our opinion, and according to the information and explanations given to us, the Company has not given any guarantee for loan taken by others from a bank or financial institution during the year
- xi. In our opinion, and according to the information and explanations given to us, the company has not raised any term loans during the year.
- xii. During the course of our examination of the books and records of the company, carried in accordance with the auditing standards generally accepted in India, we have neither come across any instance of fraud on or by the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.

For **Dosi and Jain**
Chartered Accountants
Firm Registration No 112435W



Chandresh Gandhi
Partner
M.No 43172

Place: Mumbai
Dated: 30th June, 2015

LIBERTY CHEMICALS PRIVATE LIMITED

Balance Sheet as at 31st Mar, 2015

	Note No.	As at Mar31, 2015	As at March31, 2014
EQUITY AND LIABILITIES			
Shareholders' funds			
(a) Share Capital	1	18,600,000	18,600,000
(b) Reserves and Surplus	2	9,643,962	10,271,980
		28,243,962	28,871,980
Non-Current Liabilities			
(a) Other Long Term Liabilities	3	6,753,400	6,753,400
(b) Deferred Tax Liability - Net	4	11,779	11,779
		6,765,179	6,765,179
Current Liabilities			
(a) Short - Term Borrowings	5	1,500,110	900,000
(b) Trade Payables	6	58,360	119,720
(c) Other Current Liabilities	7	9,000	5,000
		1,567,470	1,024,720
TOTAL		36,576,611	36,661,879
ASSETS			
Non-Current Assets			
(a) Fixed Assets	8		
(i) Tangible Assets		17,146,173	17,146,173
(ii) Intangible Assets		-	-
(iii) Capital Work in Progress		12,084,986	12,084,986
		29,231,159	29,231,159
(b) Non - Current Investments		-	-
(c) Long Term Loans & Advances	9	7,250,000	7,250,000
(d) Other Non Current Assets	10	24,182	24,182
		7,274,182	7,274,182
Current Assets			
(a) Inventories		-	-
(b) Trade Receivables		-	-
(c) Cash and Cash Equivalents	11	71,270	156,538
		71,270	156,538
TOTAL		36,576,611	36,661,879

Significant Accounting Policies and Notes to Accounts

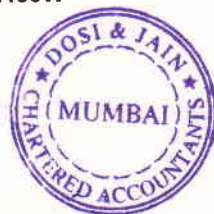
01 to 18

The accompanying Notes are an Integral Part of these Financial Statements.

In terms of our report attached

For DOSI & JAIN
Firm Registration No. 112435W
Chartered Accountants

Chandresh Gandhi
Partner
Membership No. 43172



For and on behalf of Board of Directors

B. S. Kabra
Director

Shiva Kabra
Director



Mumbai, June 30, 2015

Mumbai, June 30, 2015

LIBERTY CHEMICALS PRIVATE LIMITED

Statement of Profit and Loss for the Year ended 31st Mar, 2015

	Note No.	2014-15	2013-14
I. Revenue from operations (Gross)		-	-
Less : Excise duty		-	-
Revenue from operations (Net)		-	-
II. Other Income	12	-	4,467
III. Total Revenue (I+II)		-	4,467
IV. Expenditure			
Cost of Materials Consumed		-	-
Purchase of Stock-in-Trade		-	-
Manufacturing & Operating Costs		-	-
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade		-	-
Employee Benefit Expenses		-	-
Finance Costs	13	197	145
Depreciation and Amortisation Expense		-	-
Other Expenses	14	627,821	1,074,288
Total Expenses		628,018	1,074,433
V. Profit before Exceptional Items & Tax		(628,018)	(1,069,966)
VI. Exceptional Items		-	-
VII. Profit/Loss Before Taxation (V - VI)		(628,018)	(1,069,966)
VIII. Tax Expense :			
Current Tax		-	-
Deferred Tax		-	-
IX. Profit After Taxation (VII - VIII)		(628,018)	(1,069,966)
Earnings per Equity Share of ` 10/- each ,			
(1) Basic		(0.34)	(0.58)
(2) Diluted		(0.34)	(0.58)

The accompanying Notes are an Integral Part of these Financial Statements.

In terms of our report attached

For DOSI & JAIN

Firm Registration No. 112435W

Chartered Accountants





Chandresh Gandhi
Partner

Membership No. 43172

Mumbai, June 30 2015

For and on behalf of Board of Directors



B. S. Kabra
Director




Shiva Kabra
Director

Mumbai, June 30 , 2015

LIBERTY CHEMICALS PRIVATE LIMITED SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Preparation of Financial Statements

The Accounts have been prepared as a going concern under historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act, 2013.

B. Fixed Assets:

All fixed assets are valued at their original cost which includes expenditure incurred in acquisition and construction / installation and other related expenses, including duties and other non refundable taxes or levies, any directly attributable cost of bringing the assets to its working condition. Capital work in progress is carried at cost, comprising of direct cost and related incidental expenses.

C. Depreciation:

Depreciation on fixed assets has been provided on Written Down Rates prescribed in Schedule II of the Companies Act, 2013. Intangible Assets are amortized on straight line basis over the estimated economic useful life.

D. Impairment of Assets:

The Company on an annual basis makes an assessment of any indicator that may lead to "Impairment of Assets". If any such indications exist, the Company estimates the recoverable amount of the assets. If such recoverable amount is less than the carrying amount of the assets, then the carrying amount is reduced to its recoverable amount by treating the difference between them as impairment loss and the same is charged to Profit & Loss Account.

E. Revenue Recognition:

Sales are net of returns and claims. Income and expenditure are recognised on accrual basis. Revenue from contracts priced on a time and material basis are recognized when services are rendered and related costs are incurred. Revenue from maintenance contracts are recognised pro-rata over the period of the contract.

F. Borrowing Costs:

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to profit and loss account.

G. Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in Notes to Accounts. Contingent assets are neither recognised nor disclosed in financial statements.

H. Taxation:

The Current charge for income taxes is calculated in accordance with the relevant tax regulations, past assessments & legal opinion sought by the Company. Deferred-tax assets and liabilities are recognized for future tax consequences attributable to the timing differences that result between the profit offered for income tax and the profit as per the financial statements. Deferred tax assets and liabilities are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

I. Earning per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to the equity shareholders, by the weighted average number of equity shares outstanding during the period. Earning considered in ascertaining the company's earnings per share is the net profit for the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to the equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

LIBERTY CHEMICALS PRIVATE LIMITED
Notes to the Financial Statements for year ended Mar 31, 2015

	As at 2015	Mar31, 2015	As at March31, 2014
1 SHARE CAPITAL			
<i>Authorised</i> 25,00,000 (Previous year:25,00,000 equity shares of 10 each)	□	<u>25,00,000</u>	<u>25,00,000</u>
<i>Issued and Subscribed</i> 18,60,000 (Previous year: 18,60,000) equity shares of 10 each fully paid up	□	<u>18,60,000</u>	<u>18,60,000</u>

Reconciliation of fully paid equity shares
As per last balance sheet
Issued during the year
Balance at the end of year

As at Mar 31, 2015		As at March 31, 2014	
Number of Shares	Share Capital (Rs.)	Number of Shares	Share Capital (Rs.)
1,860,000	18,600,000	1,860,000	18,600,000
-	-	-	-
<u>1,860,000</u>	<u>18,600,000</u>	<u>1,860,000</u>	<u>18,600,000</u>

Terms/Rights attached to equity shares

The company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in the proportion to the number of equity shares held by the shareholders.

Details of shareholders holding more than 5% shares in the company

	As at Mar 31, 2015		As at March 31, 2014	
	Number of Shares	%	Number of Shares	%
Control Print Limited	1,860,000	100.00%	1,860,000	100.00%

	As at 2015	Mar31, 2015	As at March31, 2014
2 RESERVES AND SURPLUS			
<i>Capital Reserve</i>			
Balance as per Last Account			
<i>Securities Premium Account</i>			
Balance as per Last Account		18,500,000	18,500,000
<i>General Reserve</i>			
Balance as per Last Account			
Surplus in the statement of Profit and Loss			
Balance as per Last Account	(8,228,020)		(7,158,054)
Add/(Less): Net Profit /(Net Loss) for the year	(628,018)		(1,069,968)
Less Appropriations:			
Proposed Dividend (NIL Previous year Rs NIL per share)	-		
Corporate Tax on Proposed Dividend	-		
Transfer to General Reserve	-		
Net Surplus in the Statement of Profit and Loss	<u>(8,856,038)</u>		<u>(8,228,020)</u>
Total Reserves and Surplus		<u>9,643,962</u>	<u>10,271,980</u>

3 OTHER LONG TERM LIABILITIES

	As at 2015	Mar31, 2015	As at March31, 2014
Other Liabilities	□	<u>6,753,400</u>	<u>6,753,400</u>
		<u>6,753,400</u>	<u>6,753,400</u>

LIBERTY CHEMICALS PRIVATE LIMITED

Notes to the Financial Statements for year ended Mar 31, 2015

4 DEFERRED TAX LIABILITY - NET	As at 2015	Mar31, 2015	As at March31, 2014
Deferred Tax Liability- Related to Fixed Assets	□	11,779	□ 11,779
5 SHORT-TERM BORROWINGS	As at 2015	Mar31, 2015	As at March31, 2014
Control Print Limited (Adv)	□	1,500,110	□ 900,000
		<u>1,500,110</u>	<u>900,000</u>
6 TRADE PAYABLES	As at 2015	Mar31, 2015	As at March31, 2014
Legal & Professional Fees Payable	□	58,360	□ 119,720
		<u>58,360</u>	<u>119,720</u>
7 OTHER CURRENT LIABILITIES	As at 2015	Mar31, 2015	As at March31, 2014
Statutory Dues	□	9,000	□ 5,000
Other Payables			
		<u>9,000</u>	<u>5,000</u>
9 LONG-TERM LOANS AND ADVANCES	As at 2015	Mar31, 2015	As at March31, 2014
Capital Advances	□	7,250,000	□ 7,250,000
Advance Tax (Net of Provision for Tax)			
		<u>7,250,000</u>	<u>7,250,000</u>
10 OTHER NON CURRENT ASSETS	As at 2015	Mar31, 2015	As at March31, 2014
Others	□	24,182	□ 24,182
		<u>24,182</u>	<u>24,182</u>
11 CASH & CASH EQUIVALENTS	As at 2015	Mar31, 2015	As at March31, 2014
Cash and Cash Equivalents	□		□
(a) Balances with Banks In Current Accounts		63,443	143,848
(b) Cash on Hand		7,827	12,690
		<u>71,270</u>	<u>156,538</u>
12 OTHER INCOME	For 2014-15		For 2013-14
a) Interest Received from Others	□	-	□ 4,467
		<u>-</u>	<u>4,467</u>
13 FINANCE COSTS	For 2014-15		For 2013-14
Interest on Others	□	197	□ -
Bank Commission & Charges			145
		<u>197</u>	<u>145</u>

LIBERTY CHEMICALS PRIVATE LIMITED

Notes on Financial Statements for year ended 31st Mar, 2015

8. FIXED ASSETS

(Amount in Rupees)

Description	Gross Block				Depreciation/Amortisation				Net Block	
	As at	Additions	Deductions	As at	As at	Additions	Deductions	As at	As at	As at
	01-04-14		Adjustments	31-03-15	01-04-14		Adjustments	31-03-15	31-03-15	31-03-14
TANGIBLE ASSETS (A)										
Land & Building	17,146,173	-	-	17,146,173	-	-	-	-	17,146,173	17,146,173
INTANGIBLE ASSETS (B)										
Total (A+B)	17,146,173	-	-	17,146,173	-	-	-	-	17,146,173	17,146,173
Previous Year	17,146,173	-	-	17,146,173	-	-	-	-	17,146,173	17,146,173
Capital Work-in-Progress	12,084,986	-	-	12,084,986	-	-	-	-	12,084,986	12,084,986

LIBERTY CHEMICALS PRIVATE LIMITED
Notes to the Financial Statements for year ended Mar 31, 2015

14 OTHER EXPENSES	For 2014-15	For 2013-14
Rates & Taxes	508,980	859,484
Printing & Stationery	-	1,838
Auditor's Remuneration	56,180	56,180
Legal & Professional Charges	56,444	88,652
Conveyance Expenses	492	-
General Expenses	-	1,300
Electricity Charges	-	5,470
Bad Debts /Advances written off	-	33
Exps Pertaining to Prev Year	5,618	-
Income Tax for Earlier Years	107	61,331
	627,821	1,074,288

15 Payment to Auditors include:	For 2014-15	For 2013-14
(i) Audit Fees	22,472	22,472
(ii) Advisory Services	33,708	33,708

16 EARNINGS PER SHARE:	For 2014-15	For 2013-14
Profit after taxation (□)	(628,018)	(1,069,966)
Weighted average number of shares outstanding	1,860,000	1,860,000
Earnings per Share - Basic (□)	(0.34)	(0.58)
Weighted average number of shares (including Share Warrants) outstanding	1,860,000	1,860,000
Earnings per Share - Diluted (□)	(0.34)	(0.58)
Face value per Equity Share (□)	10.00	10.00

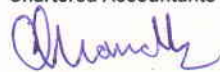
17 RELATED PARTY DISCLOSURES :	For 2014-15	For 2013-14
Related Party Disclosures required under AS – 18 are given below:		
Name of the Related Party	Relationship	
Control Print Limited	Holding Company	
II Transactions during the year with Related Parties:		
Nature of Transaction	Name of Party	
Short Term Borrowings	Control Print Limited	1,500,110
		900,000

18 PREVIOUS YEAR FIGURES

Previous year figures have been regrouped whenever necessary.

In terms of our report attached

For DOSI & JAIN
Firm Registration No. 112435W
Chartered Accountants



Chandresh Gandhi
Partner
Membership No. 43172



Mumbai, June 30, 2015

For and on behalf of Board of Directors


B. S. Kabra
Director


Shiva Kabra
Director



Mumbai, June 30, 2015