

# 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 accompanying financial statements of Liberty Chemicals Private Limited ("the Company") which comprise the Balance Sheet as at March 31, 2016 the Statement of Profit and Loss for the year ended and a summary of the significant accounting policies and other explanatory Statements.

#### Management's Responsibility for 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of 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 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. 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**

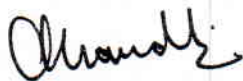
6. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - a) In the case of Balance Sheet of the state of affairs of the Company as at 31<sup>st</sup> March 2016,
  - b) In the case of the Statement of Profit and Loss, 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, 2016 ("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 dealt 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, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) As informed to us, the Company has initiated the Internal Financial Control Process which will be integrated and strengthened further with the implementation of SAP in the next financial year. Hence we are not in a position to issue a separate report on the adequacy of internal financial control over internal financial reporting and the operative effectiveness of such controls.
- g) 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 has not made provision as on 31<sup>st</sup> March 2016 as required under the applicable law or accounting standard for material foreseeable losses as 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 the 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: 25<sup>th</sup> May, 2016

**Annexure referred to in paragraph 7 Our Report of even date to the members of Liberty Chemicals Private Limited on the accounts of the company for the year ended 31st March, 2016.**

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, fixed assets have been physically verified by the management at the year-end on a rotational basis; Further, discrepancies noticed on such verification have been properly dealt in the books of accounts.
- c) The title deeds of immovable properties as disclosed in the Fixed Assets Schedule to the Financial Statement are held in the name of the Company.

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,LLPs 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, the Company has not granted any loan nor made any investments nor given any guarantees and security and hence the question of applicability of provisions of Section 185 and 186 of the Companies Act,2013 does not arise.
- 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 generally 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 undisputed amounts outstanding as on 31<sup>st</sup> March,2016 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 Private Limited Company, the question of transfer to the Investor Education and Protection Fund does not arise.
- viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not taken any loan or borrowings from any financial institution or bank or Government nor any dues taken from debenture holders as on the Balance Sheet date and hence the question of default in repayment does not arise.
- ix) In our opinion, and according to the information and explanations given to us, the company has not raised any term loans during the year. Further, the company being a private limited company ,the question of initial public offer or further public offer does not arise.
- x) 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.
- xi) The Company has not paid/provided for managerial remuneration during the year.
- xii) As the Company is not a Nidhi Company and the Nidhi Rules,2014 are not applicable to it,the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii) The Company has entered into transactions with related parties by way of loan of Rs. 7.6 lakhs from Holding Company during the year in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS)18 ,Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules,2014.
- xiv) The Company has not made any preferential allotment during the year and hence the question of compliance with Section 42 of the Companies Act,2013 applied for the intended purposes does not arise. Further ,no private placement of shares or fully or partly convertible debentures have been issued during the year under review.

**Chartered Accountants**

- xv) The Company has not entered into non cash transactions with its directors or persons connected with them. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

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



**Chandresh Gandhi**  
Partner

Place: Mumbai  
Dated: 25<sup>th</sup> May, 2016



**LIBERTY CHEMICALS PRIVATE LIMITED**

**Balance Sheet as at 31st March 2016**

	Note No.	As at 31st March 2016 (₹ In Lacs)	As at 31st March 2015 (₹ In Lacs)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share Capital	1	186.00	186.00
(b) Reserves and Surplus	2	88.71	96.44
		<b>274.71</b>	<b>282.44</b>
<b>Non-Current Liabilities</b>			
(a) Other Long Term Liabilities	3	67.53	67.53
(b) Deferred Tax Liability - Net	4	0.12	0.12
		<b>67.65</b>	<b>67.65</b>
<b>Current Liabilities</b>			
(a) Short - Term Borrowings	5	22.60	15.00
(b) Trade Payables	6	0.58	0.58
(c) Other Current Liabilities	7	0.07	0.09
		<b>23.25</b>	<b>15.67</b>
<b>TOTAL</b>		<b>365.61</b>	<b>365.77</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Fixed Assets	8		
(i) Tangible Assets		171.46	171.46
(ii) Intangible Assets		-	-
(iii) Capital Work in Progress		120.85	120.85
		<b>292.31</b>	<b>292.31</b>
(b) Non - Current Investments		-	-
(c) Long Term Loans & Advances	9	72.50	72.50
(d) Other Non Current Assets	10	0.24	0.24
		<b>72.74</b>	<b>72.74</b>
<b>Current Assets</b>			
(a) Inventories		-	-
(b) Trade Receivables		-	-
(c) Cash and Cash Equivalents	11	0.56	0.71
		<b>0.56</b>	<b>0.71</b>
<b>TOTAL</b>		<b>365.61</b>	<b>365.77</b>

**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*

**Chandresh Gandhi**  
Partner  
Membership No 43172  
Mumbai May 25, 2016



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

*Basant Kabra*

**Basant Kabra**  
Director

*Shiva Kabra*

**Shiva Kabra**  
Director

## LIBERTY CHEMICALS PRIVATE LIMITED

( ₹ In Lacs)

## Statement of Profit and Loss for the Year ended 31st March , 2016

	Note No.	2015-16	2014-15
I. Revenue from operations (Gross)			-
Less : Excise duty			-
Revenue from operations (Net)			-
II. Other Income		-	-
III. <b>Total Revenue (I+II)</b>		-	-
IV. <b>Expenditure</b>			
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	12	0.02	0.00
Depreciation and Amortisation Expense			-
Other Expenses	13	7.71	6.27
<b>Total Expenses</b>		<b>7.73</b>	<b>6.27</b>
V. Profit before Exceptional Items & Tax		(7.73)	(6.27)
VI. Exceptional Items			-
VII. <b>Profit/Loss Before Taxation ( V - VI )</b>		<b>(7.73)</b>	<b>(6.27)</b>
VIII. Tax Expense :			
Current Tax		-	-
Deferred Tax		-	-
IX. <b>Profit After Taxation ( VII - VIII )</b>		<b>(7.73)</b>	<b>(6.27)</b>
Earnings per Equity Share of ₹ 10/- each			
(1) Basic		(0.42)	(0.34)
(2) Diluted		(0.42)	(0.34)

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*

Chandresh Gandhi  
Partner

Membership No 43172  
Mumbai May 25, 2016



For and on behalf of Board of Directors

*Basant Kabra*  
Basant. Kabra  
Director

*Shiva Kabra*  
Shiva Kabra  
Director



**LIBERTY CHEMICALS PRIVATE LIMITED**

Notes on Financial Statements for year ended 31st March 2016

**8. FIXED ASSETS**

( ₹ In Lacs)

Description	Gross Block				Depreciation/Amortisation				Net Block	
	As at	Additions	Deductions	As at	Additions	Deductions	As at	As at	As at	As at
	01/04/2015		Adjustments	01/04/2014		Adjustments	31/03/2016	31/03/2016	31/03/2015	
<b>TANGIBLE ASSETS (A)</b>										
Land & Building	171.46	-	-	-	-	-	-	171.46	171.46	171.46
<b>INTANGIBLE ASSETS (B)</b>										
Total (A+B)	<b>171.46</b>	-	-	-	-	-	-	<b>171.46</b>	<b>171.46</b>	<b>171.46</b>
Previous Year	171.46	-	-	-	-	-	-	171.46	171.46	171.46
Capital Work-in-Progress	120.85	-	-	-	-	-	-	120.85	120.85	120.85

LIBERTY CHEMICALS PRIVATE LIMITED  
Notes to the Financial Statements for year ended 31st March 2016

( ₹ In Lacs)

	As at 31st March 2016 ₹	As at 31st March 2015 ₹
<b>1 SHARE CAPITAL</b>		
<b>Authorised</b>		
25,00,000 (Previous year: 25,00,000 equity shares of 10 each)	250.00	250.00
<b>Issued and Subscribed</b>		
18,60,000 (Previous year: 18,60,000) equity shares of ₹ 10 each fully paid up	186.00	186.00

Reconciliation of fully paid equity shares

As per last balance sheet  
Issued during the year  
Balance at the end of year

As at 31st March 2016		As at 31st March 2015	
Number of Shares	Share Capital	Number of Shares	Share Capital
1,860,000	186.00	1,860,000	186.00
-	-	-	-
1,860,000	186.00	1,860,000	186.00

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 31st March 2016		As at 31st March 2015	
	Number of Shares	%	Number of Shares	%
Control Print Limited	1,860,000	1.00	1,860,000	1.00

	As at 31st March 2016 ₹	As at 31st March 2016 ₹
<b>2 RESERVES AND SURPLUS</b>		
<b>Capital Reserve</b>		
Balance as per Last Account	-	-
<b>Securities Premium Account</b>		
Balance as per Last Account	185.00	185.00
<b>General Reserve</b>		
Balance as per Last Account	-	-
<b>Surplus in the statement of Profit and Loss</b>		
Balance as per Last Account	(88.56)	(82.28)
Add/(Less): Net Profit/( Net Loss) for the year	(7.73)	(6.28)
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	(96.29)	(88.56)
<b>Total Reserves and Surplus</b>	88.71	96.44

	As at 31st March 2016 ₹	As at 31st March 2015 ₹
<b>3 OTHER LONG TERM LIABILITIES</b>		
Other Liabilities	67.53	67.53
	67.53	67.53

**LIBERTY CHEMICALS PRIVATE LIMITED**  
Notes to the Financial Statements for year ended 31st March 2016

( ₹ In Lacs)

	As at 31st March 2016	As at 31st March 2015
<b>4 DEFERRED TAX LIABILITY - NET</b>		
Deferred Tax Liability- Related to Fixed Assets	₹ 0.12	₹ 0.12
<b>5 SHORT-TERM BORROWINGS</b>		
Control Print Limited (Adv)	₹ 22.60	₹ 15.00
	<u>22.60</u>	<u>15.00</u>
<b>6 TRADE PAYABLES</b>		
Legal & Professional Fees Payable	₹ 0.58	₹ 0.58
	<u>0.58</u>	<u>0.58</u>
<b>7 OTHER CURRENT LIABILITIES</b>		
Statutory Dues	₹ 0.07	₹ -
Other Payables	-	₹ 0.09
	<u>0.07</u>	<u>0.09</u>
<b>9 LONG-TERM LOANS AND ADVANCES</b>		
Capital Advances	₹ 72.50	₹ 72.50
Advance Tax ( Net of Provision for Tax)	-	-
	<u>72.50</u>	<u>72.50</u>
<b>10 OTHER NON CURRENT ASSETS</b>		
Others	₹ 0.24	₹ 0.24
	<u>0.24</u>	<u>0.24</u>
<b>11 CASH &amp; CASH EQUIVALENTS</b>		
<b>Cash and Cash Equivalents</b>		
(a) Balances with Banks In Current Accounts	0.54	0.63
(b) Cash on Hand	0.02	0.08
	<u>0.56</u>	<u>0.71</u>
<b>12 OTHER INCOME</b>		
a) Interest Received from Others	₹ -	₹ -
	<u>-</u>	<u>-</u>
<b>13 FINANCE COSTS</b>		
Interest on Others	₹ 0.01	₹ -
Bank Commission & Charges	0.01	0.00
	<u>0.02</u>	<u>0.00</u>

**LIBERTY CHEMICALS PRIVATE LIMITED**  
Notes to the Financial Statements for year ended 31st March 2016

(₹ In Lacs)

14 OTHER EXPENSES	For 2015-16 ₹	For 2014-15 ₹
Rates & Taxes	6.89	5.09
Printing & Stationery		
Auditor's Remuneration	0.57	0.58
Legal & Professional Charges	0.25	0.56
Conveyance Expenses		
General Expenses		
Electricity Charges		
Bad Debts /Advances written off		
Exps Pertaining to Prev Year		0.06
Income Tax for Earlier Years		
	<u>7.71</u>	<u>6.27</u>

15 Payment to Auditors Include:	For 2015-16 ₹	For 2014-15 ₹
(i) Audit Fees	0.23	0.22
(ii) Advisory Services	0.34	0.34

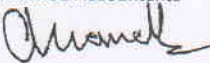
16 EARNINGS PER SHARE:	For 2015-16	For 2014-15
Profit after taxation (₹)	(7.73)	(6.27)
Weighted average number of shares outstanding	18.60	18.60
Earnings per Share - Basic (₹)	(0.42)	(0.34)
Weighted average number of shares (including Share Warrants) outstanding	18.60	18.60
Earnings per Share - Diluted (₹)	(0.42)	(0.34)
Face value per Equity Share (₹)	10.00	10.00

17 RELATED PARTY DISCLOSURES :	For 2015-16	For 2014-15
Related Party Disclosures required under AS – 18 are given below:		
Name of the Related Party	Relationship Holding Company	
Control Print Limited		
II Transactions during the year with Related Parties:		
Nature of Transaction	Name of Party	
Short Term Borrowings	Control Print Limited	
	22.60	15.00

**18 PREVIOUS YEAR FIGURES**

Previous year figures have been regrouped whenever necessary

For Doshi & Jain  
Firm Registration No 112435W  
Chartered Accountants



Chandresh Gandhi  
Partner  
Membership No 43172  
Mumbai May 25, 2016



For and on behalf of Board of Directors

  
Basant Kabra  
Director

  
Shiva Kabra  
Director

## **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, 1956.

#### **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, than 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.