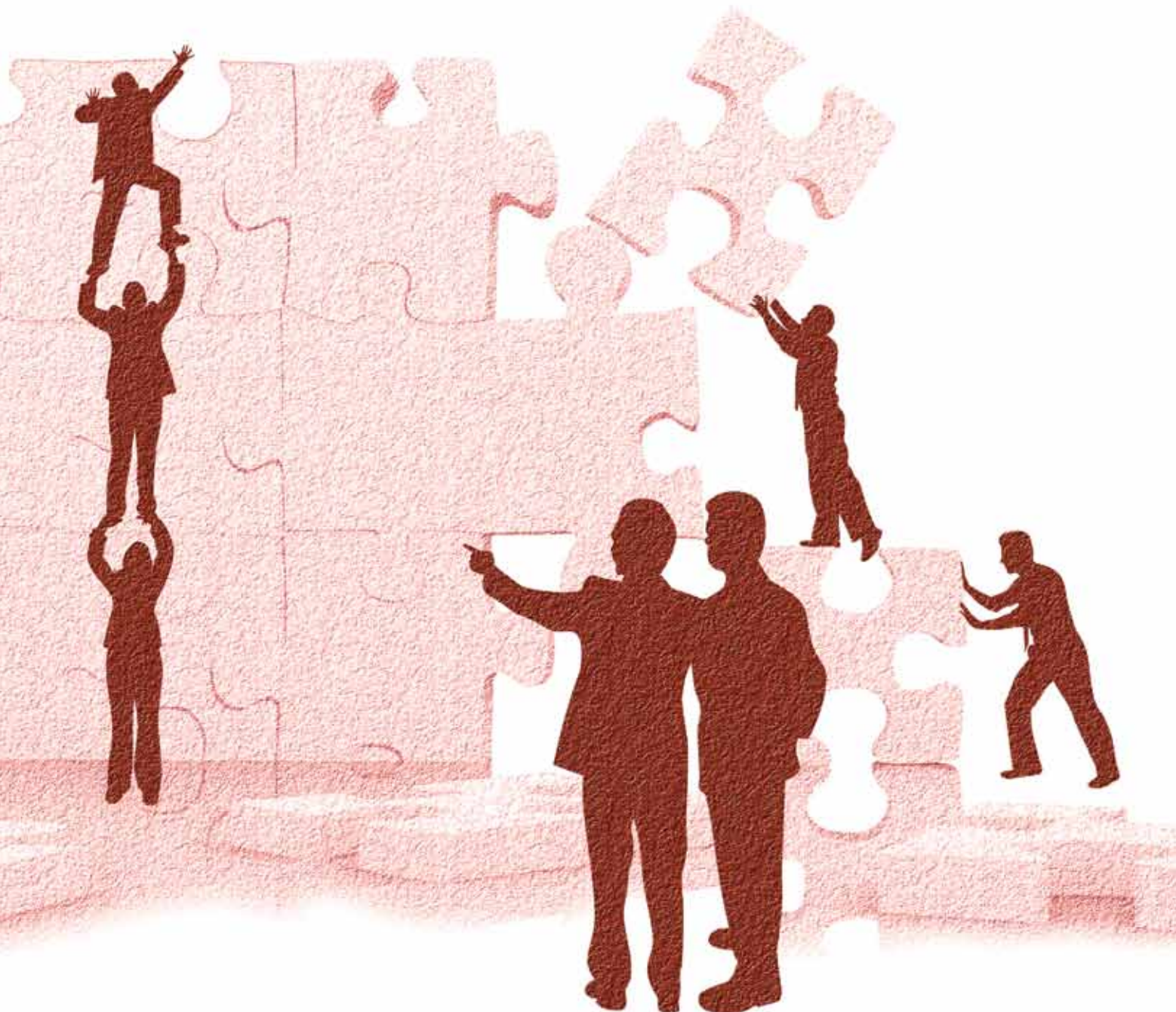


DOING THE RIGHT THINGS

AksharChem (India) Limited | Annual Report, 2014-15





DISCLAIMER

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management’s plans and assumptions. We have tried wherever possible to identify such statements by using words such as ‘anticipates’, ‘estimates’, ‘expects’, ‘projects’, ‘intends’, ‘plans’, ‘believes’ and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.



ACROSS THE PAGES



Corporate identity	03
The story in our numbers	04
Financial Highlights, 2014-15	06
Chairpersons’ review	08
Corporate strengths	10
Management team	12
Corporate information	13
Notice	14
Directors’ report	18
Management discussion and analysis	44
Corporate governance report	48
Accounts	63

At AksharChem we have always focused on **doing the right things.**

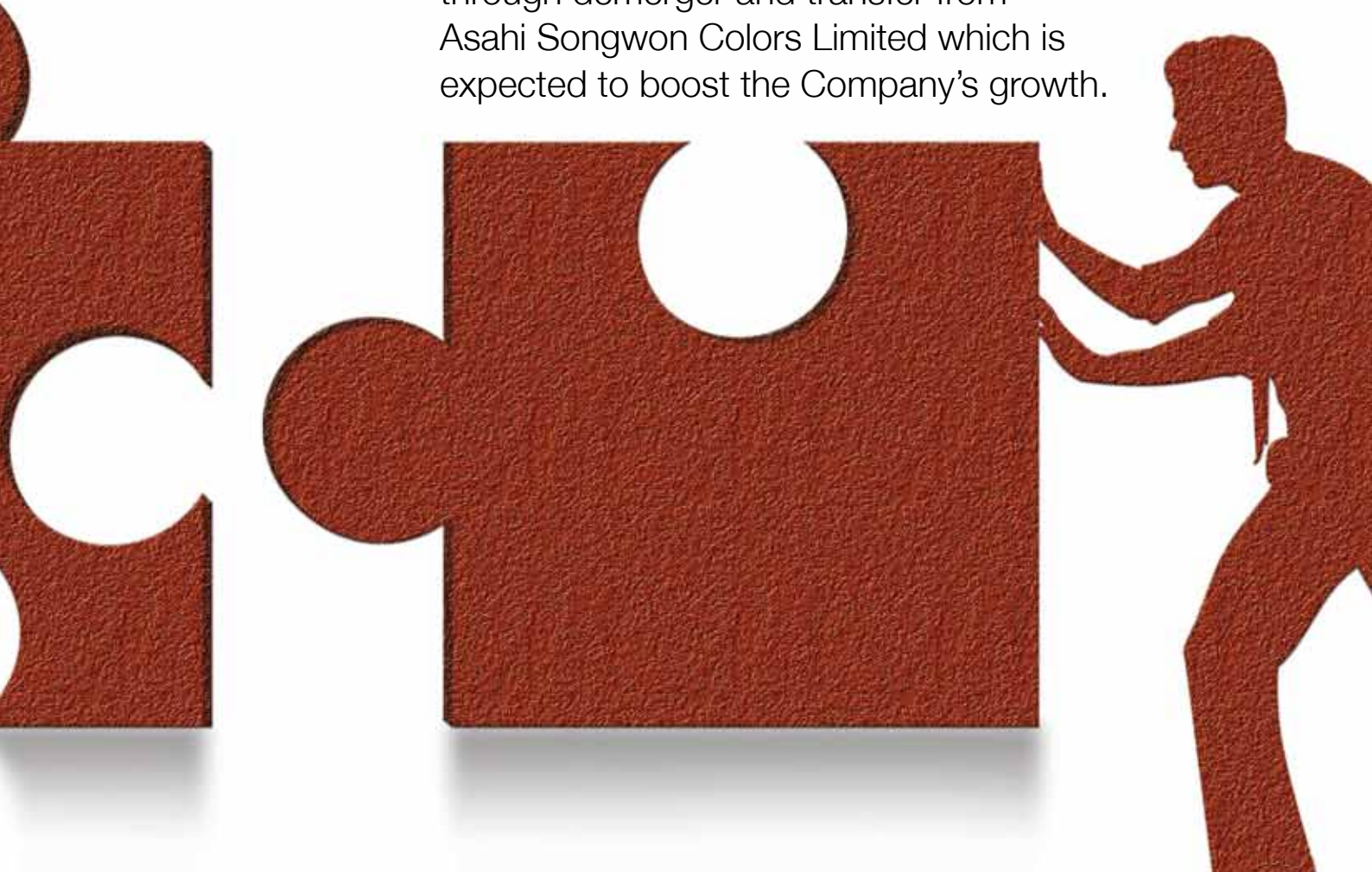
The harder the situation gets the better we perform.

We believe that small changes reap big rewards. This is our DNA. This is our motto.

During a challenging economic scenario, we responded with:

- Strengthening product quality.
- Widening product portfolio.
- Spreading to new regions.
- Delighting customers.

In 2014-15, the Company added a new CPC green product division to its bucket through demerger and transfer from Asahi Songwon Colors Limited which is expected to boost the Company's growth.



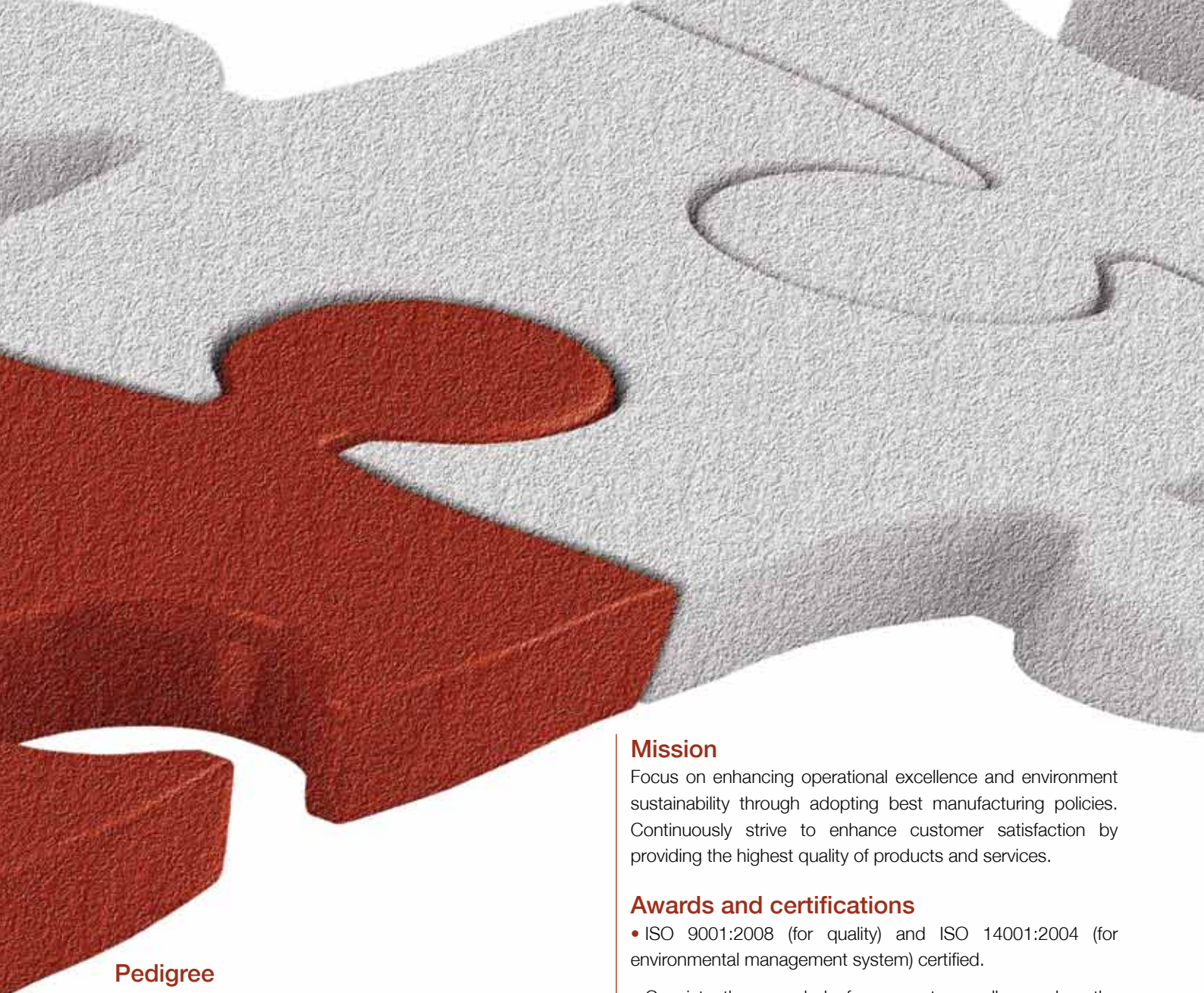


AKSHARCHEM

One of India's leading dye and pigments manufacturers with over 9240 metric tonnes of production capacity.

Recipient of multiple awards for excellence in dye exports from various government organisations and dye manufacturing associations.

A quality conscious, customer centric and environment-friendly company.



Pedigree

- Promoted in 1989, by Mrs. Paru M. Jaykrishna, AksharChem is headquartered in the chemical belt of Mehsana (Gujarat).
- Leading manufacturer and exporter of Vinyl Sulphone in India with marketing presence in far East and Europe.
- Shares listed on the Bombay Stock Exchange (BSE) and Ahmedabad Stock Exchange.

Vision

Emerge as a global leader in supply of Vinyl Sulphone and CPC Green with complete commitment and dedication on standards, quality, productivity and customer satisfaction.

Product portfolio

Product	Application	Capacity
Intermediate dye, para base ester of aniline (also known as vinyl sulphone)	Used as a raw material for manufacturing reactive dyes having application in the textiles industry	7800 metric tonnes per annum
Copper Phthalocyanine Green (CPC Green)	Used in the manufacture of printing inks, paints, rubber, plastics and leather industry	1440 metric tonnes per annum

Mission

Focus on enhancing operational excellence and environment sustainability through adopting best manufacturing policies. Continuously strive to enhance customer satisfaction by providing the highest quality of products and services.

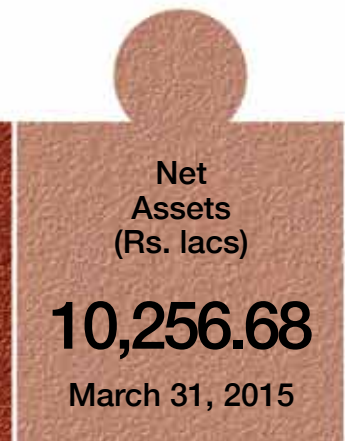
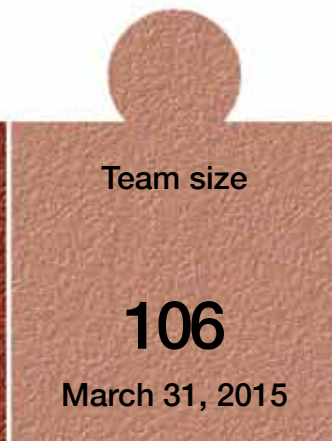
Awards and certifications

- ISO 9001:2008 (for quality) and ISO 14001:2004 (for environmental management system) certified.
- Consistently awarded for export excellence by the Government of India, Government of Gujarat, Gujarat Chambers of Commerce and Industry, Gujarat Dye-stuff Manufacturers Association, Federation of Indian Export Organisation and Chemexcil.

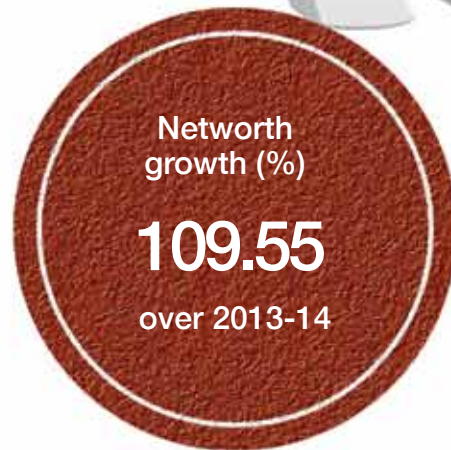
Clientele

- Everlight Chemical Corporation, Taiwan • Kyung-in Synthetic Corporation, South Korea • Oh Young, South Korea • Sumitomo Corporation, Japan • Eastwell Co. Ltd., South Korea • Sun Chemicals, USA and Europe • DIC Corporation, Japan • BASF, Germany/Asia • SIEGWERK, Europe • LANSCO, USA

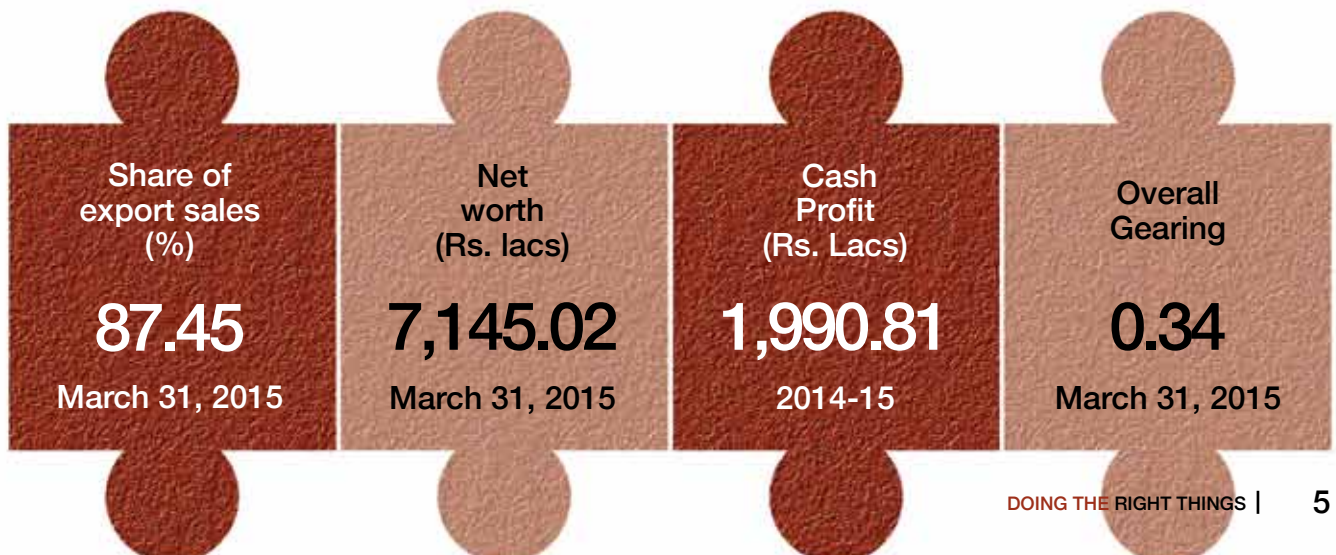
THE STORY IN OUR NUMBERS



A RETROSPECT OF THE YEAR 2014-15



- Added new product line (CPC Green division) which was demerged and transferred from Asahi Songwon Colors Limited. This shall enable the Company to have excess to new customer base, enter new regions, gain market share and a targeted boost in sales.
- Received Star Export House certificate from the Office of the Joint Director General of Foreign Trade, Ministry of Commerce and Industry, Government of India, Ahmedabad.
- The Company's CMD, Mrs. Paru M. Jaykrishna, was adjudged:
 - Best Woman Entrepreneur at SME Business Excellence Awards 2014 organized by Dun & Bradstreet in association with Federal Bank Limited and Times Group.
 - Runners' up in the Best Woman Entrepreneur Exporter category at ECGC-D&B Indian Exporters' Excellence Awards 2015 organized by Dun & Bradstreet in association with Export Credit Guarantee Corporation of India Ltd (ECGC).
- Awarded 1st rank for self-manufactured direct export of dye intermediates during FY2014 by The Gujarat Dyestuffs Manufacturers Association (GDMA).
- Received trophy for self-manufactured domestic sale of dye intermediates during FY2014 by The GDMA.

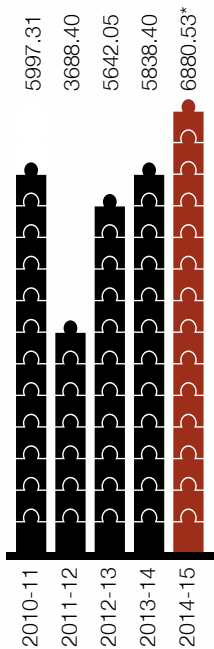


DOING THE RIGHT THINGS OVER THE YEARS



Production

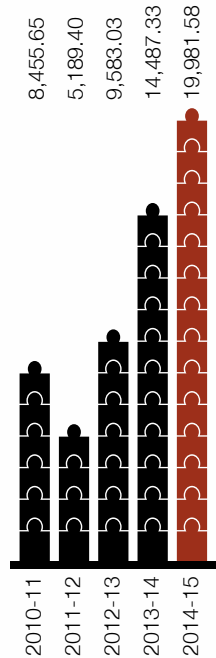
(In metric tonnes)



*Includes Production of CPC Green Division

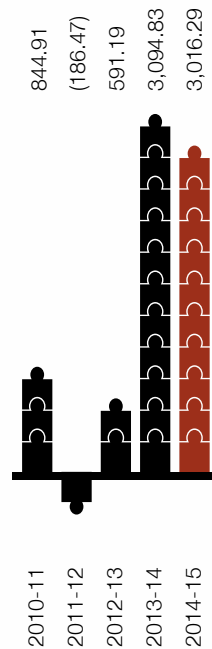
Revenue

(Rs. Lacs)



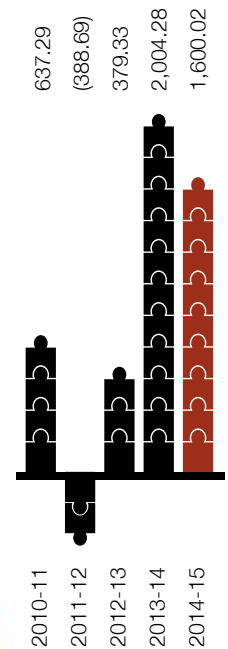
EBITDA

(Rs. Lacs)



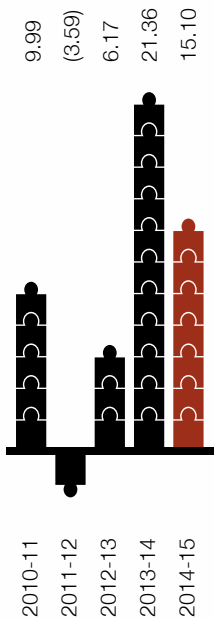
PAT

(Rs. Lacs)



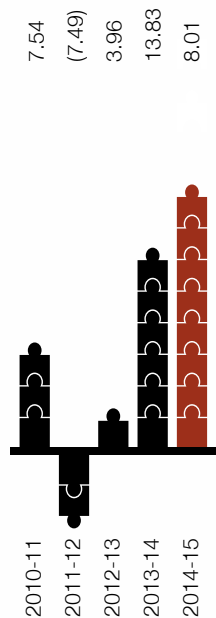
EBITDA

margin (%)

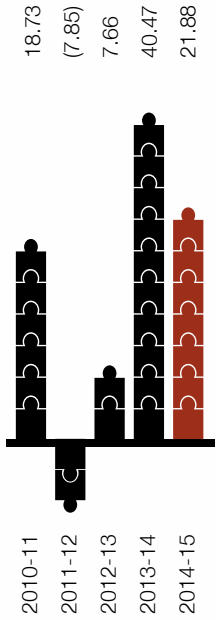


Post-tax profit

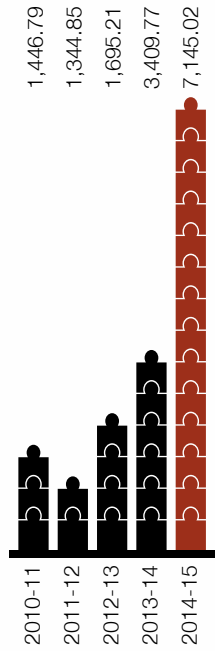
margin (%)



Earnings per share (In Rs.)



Net worth (Rs. Lacs)



FROM THE DESK OF THE CHAIRPERSON



Dear shareholders,

At AksharChem, we believe in being spirited and determined in the most adverse scenarios. Our motto of doing the right things in the gloomiest situations has always helped the Company stay afloat and come out more colourful. In the past three years alone the Company's market capitalisation increased 1,312.07% to Rs. 11,539.76 lacs as on 31st March, 2015 and shareholders' fund grew by 431.29%.





The year 2014-15 was a challenging one, as the Company witnessed surge in the prices of raw material, packing materials and finance costs. Keeping these realities in mind, the Company registered a satisfactory performance wherein the revenues grew 37.92% to Rs. 19,981.58 lacs, primarily driven by the addition of Copper Phthalocyanine Green (CPC green) division under the Scheme of Arrangement in the nature of demerger.

Doing the right things

The global textile chemicals industry is witnessing paradigm changes as demand for eco-friendly chemicals, dyes and pigments is increasing. Moreover, the rising cost of raw-materials has forced established players to undertake restructuring for cost optimisation leading to relocation of production in lower cost destinations like Asia.

The Company undertook several initiatives during the year to enhance the Company's business sustainability:

- **Widened product portfolio:** The CPC green division shall widen the product offering of the Company resulting in higher sales and addition of new customers.
- **Focus on service improvement:** The Company consciously undertook service improvement measures by improving customer responsiveness through regular interactions and feedback. As a result, the Company is able to provide customised solutions to its customers and provide timely delivery of products.
- **Spreading to new regions:** The Company is in continuous process of exploring business opportunities in new regions like Middle East, South East Asia and Africa.
- **Undertaking promotional activities:** The Company undertook activities

like participation in trade exhibition, maintaining customer relationships and entering into strategic partnerships to promote the Company's brand.

Industry optimism

The global textile chemicals industry is expected to grow at a compounded rate of 3.5% through 2020 backed by strong demand in the textile industry. The rise in textile consumption for engineered products, growing awareness of technical textiles in workplace and increasing industrialization are likely to boost growth in textile sector. The home textiles demand is also likely to grow with the rising disposable income and improving living standards.

Corporate social responsibility

At AksharChem, we believe in making business prosperity scalable and sustainable for our employees, society and stakeholders at large. The Company has state-of-the-art environment management system that generates minimum waste per unit of output, emits fewer pollutants and checks plant operational noise. The plant also has effluent treatment facility that ensures re-cycling and re-utilisation of wastes to minimise damage done to environment. The employees are encouraged and trained to minimise wastage of water, fuel and energy.

We promote working in a clean and hygienic plant environment to ensure health and safety of our employees. The Company complies with all international safety standards and ensures that employees working at the plant are equipped with necessary protection gears.

During the year, we have shown our concern for people by providing water sanitation facility in Village Indrad

committed to provide the villagers with pure drinking water, eventually improving their health and hygiene.

Message to shareholders

As the saying goes that adversity either destroys or brings out the best in us. We believe in daring the tough times as it keeps us on toes, motivates us to think harder, enable us to challenge our capabilities and push further to explore new opportunities.

The various agenda undertaken by the Company to carry-on its growth momentum in the coming years includes:

- Explore avenues for organic and inorganic growth.
- Enter the South American market.
- Focus on developing value added grades of existing product line and develop product line with new applications to attract wider gamut of chemical companies.
- Set-up research and development centres to focus on product innovation and process development with the objective of cost reduction and quality improvement. The focus shall also be on making products more eco-friendly to increase its acceptance in existing markets and enable the Company to enter new markets.

I thank all the stakeholders for being with the Company and assure them that we are using the current slump to build competencies and capitalise on the opportunity to bounce back with increased profitability and enhanced shareholders' value.

Regards,

Mrs. Paru M. Jaykrishna
Chairperson

CORPORATE STRENGTHS



Brand AksharChem

AksharChem, with over two decades of rich experience, is one of the most trusted and reputed global dye manufacturers. The Company's brand name is synonymous with excellence in product quality and top notch service. Leading chemical companies like Hoechst A.G. (Germany), Everlight Chemical Corporation (Taiwan) and Kyung-in Synthetic Corporation (Korea) continue to do business with the Company for the past 20 years. In 2014-15, the Company further added reputed clients like Sun Chemicals (USA/ Europe), DIC Corporation (Japan) and BASF (Germany/Asia) to its portfolio.

Experience of top management

The Company's top management team possesses rich experience in the field of chemicals and managing business operations. Moreover, they enjoy long term relationships with world's leading downstream chemical companies and are single handedly responsible for attracting business opportunities.

Strong intellectual capital

The Company has a strong team of skilled experts in the fields of chemicals who undertake continuous product innovation to enhance product quality and ensure that they are eco-friendly. The administrative team maintains and develops relationship with the customers to understand their specific requirements.

Locational advantage

The Company's plant is situated in the chemical belt of Mehsana (Gujarat) in village Indrad. The location is in close proximity to raw material resources, downstream chemical companies and major textile manufacturers of India. The unit being well connected with rail and national highway enables faster turnaround of inbound and outbound logistics. Also, the close proximity to Ahmedabad International Airport and major sea-port in the western belt of India facilitates business development and exports.

Reach

The Company has a wide network of agents and warehousing facility enabling pan-India distribution of products. It also markets its products directly to chemical companies across Europe, South East Asia, South Asia, Middle East and Africa. The Company has plans to enter the South American market.

Solid financial foundation

The Company has solid financial foundation with overall gearing of less than 0.35.

Scale of operations

AksharChem, with over 7800 MTPA of Vinyl Sulphone and 1440 MTPA of CPC green manufacturing capacity, is one of leading intermediate dye manufacturers globally.

Superior technology

AksharChem has built a robust technological framework on solid foundation of its cutting edge in-house resources. The Company has an ultra-modern production facility with ISO 14001:2004 and ISO 9001-2008 certification. This enables the Company to manufacture products benchmarked with high quality standards being catered to top downstream chemical companies.



MANAGEMENT TEAM



Mrs. Paru M. Jaykrishna



Mr. Gautam M. Jain



Mr. Jayprakash M. Patel



Mr. Param J. Shah



Dr. Pradeep Jha



Mr. Kiran J. Mehta



Mr. Gokul M. Jaykrishna



Mr. Munjal M. Jaykrishna

Mrs. Paru M. Jaykrishna

She is the Founder, Chairperson and Managing Director of the Company. She is a Law Graduate and holds Bachelor's degree in Philosophy and Sanskrit & Masters' degree in English Literature. Her role in the organisation is that of a strategic decision maker and policy maker to ensure growth. She is one of the most renowned Women Entrepreneurs of India and was the First Elected Lady as a President of Gujarat Chambers of Commerce and Industry in 65 years. In past she has been Director in Tourism Corporation of Gujarat Ltd., Gujarat State Handloom House Corporation and Small Industries Development Bank of India (SIDBI).

Mr. Gautam M. Jain

He is B.Sc. (Chemistry) and LL.B. He has been the founder of the Metrochem. He is an Industrialist with experience of more than 40 years in Chemical Industry. He is the Chairman of the Gujarat Research and Medical Institute (Rajasthan Hospital) and also a member of the Executive Committee of GCCI. He has been elected as a President of Gujarat Dyestuff Manufacturers Association and Rajasthan Seva Samiti.

Mr. Jayprakash M. Patel

He is a B.E. (Chemical Engineer-USA) and industrialist with more than 40 years of experience in Dyes and Chemicals Industry. He is having in-depth and expert knowledge in the field of dyes and intermediates industry. He is the founder of Loxim Industries Limited.

Mr. Param J. Shah

He is MBA (International Business, Corporate Laws), M.Com (Costing), LL.B., PG Diploma in IPR. He has been faculty in esteemed colleges of Ahmedabad. He was Dy. Secretary General at Gujarat Chambers of Commerce and Industry. Presently he is the Head of Gujarat State Council of Federation of Indian Chambers of Commerce & Industry (FICCI). He is associated with the Company since 2010.

Dr. Pradeep Jha

He has over 39 years of experience in teaching. He is a research guide at many universities and more than 20 research articles are written by him. In addition to this, he designs soft skill programs for corporate executives. He has authored many books on Mathematics and Operations Research. He is associated with the Company Since 2002.

Mr. Kiran J. Mehta

He is Practicing Cost Accountant, practicing in the field of Cost & Management Accountancy since last more than 40 years. He is a M. Com, LL.B., FICWA and FIISA. He was Chairman of the Western Region of the Institute of Cost Accountants of India. He is proficient in the field of Cost and Management Accountancy. He is associated with the Company since 2003.

Mr. Gokul M. Jaykrishna

He is the Joint Managing Director and has been associated with the Company since 1994. He is a Major in Finance and Marketing from Lehigh University, Bethlehem (USA). He has the experience of working with Krieger Associates, New Jersey (USA) one of the largest currency option traders.

Mr. Munjal M. Jaykrishna

He is the Joint Managing Director of the Company. He is a Major in Finance and Marketing from Lehigh University, Bethlehem (USA). He undertakes the responsibility of Production, Finance, Marketing, Quality Control and Overall Developments of the Company. He has an experience of working with Bank of California (San Francisco) as Financial Analyst and Paragon Knits, Bethlehem, (USA) as a Consultant.

CORPORATE INFORMATION

Board of Directors

Mrs. Paru M. Jaykrishna	Chairperson & Managing Director
Mr. Gautam M. Jain	Independent Director
Mr. Jayprakash M. Patel	Independent Director
Mr. Param J. Shah	Independent Director
Dr. Pradeep Jha	Independent Director
Mr. Kiran J. Mehta	Independent Director
Mr. Gokul M. Jaykrishna	Joint Managing Director
Mr. Munjal M. Jaykrishna	Joint Managing Director & CFO
Mr. Meet Joshi	Company Secretary & Compliance Officer

Auditor

M/s. Trushit Chokshi & Associates
Chartered Accountant
Ahmedabad

Registrar & Share Transfer Agents

Link Intime India Pvt. Ltd.
Unit No 303, 3rd Floor,
Shoppers Plaza V, Opp Municipal Market,
Behind Shoppers Plaza II, Off C G Road,
Ahmedabad - 380 009

Bankers

State Bank of India

Registered Office

166/169, Indrad Village,
Kadi Kalol Road, Dist. Mehsana
Gujarat - 382 715 (India)
Tel : +91 2764 233007 to 10
Fax: +91 2764 233550
email : cs@aksharchemindia.com
Website: www.aksharchemindia.com
CIN: L24110GJ1989PLC012441

Works

166-169, Indrad Village,
Kadi Kalol Road, Dist. Mehsana
Gujarat - 382 715 (India)

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the members of AKSHARCHEM (INDIA) LIMITED will be held on Tuesday, 29th day of September, 2015, at the registered office of the Company situated at 166/169, Village Indrad, Kadi-Kalol Road, Dist: Mehsana – 382 715, Gujarat at 11:30 a.m. to transact the following business:

Ordinary Business

1. To receive, consider, approve and adopt the Audited financial statements of the Company for the year ended on 31st March, 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.
2. To declare a final dividend on Equity Shares.
3. To appoint a director in place of Mr. Gokul M. Jaykrishna (holding DIN: 00671652) Joint Managing Director who retires by rotation and, being eligible, offers himself for re-appointment.
4. To ratify the appointment of Statutory Auditors
To consider and, if thought fit, to pass with or without

modification(s), the following resolution as an Ordinary Resolution.

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time pursuant to the recommendations of the audit committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on September 25, 2014, the appointment of Trushit Choksi & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 111072W) as the auditors of the Company to hold office till the conclusion of the AGM to be held in the calendar year 2017 be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2016 as may be determined by the audit committee in consultation with the auditors, and that such remuneration may be paid on a progressive billing basis as may be agreed upon between the auditors and the Board of Directors.”

Place : Indrad, Mehsana
Date : August 12, 2015

Registered Office:

166-169, Village Indrad, Kadi – Kalol Road,
Dist : Mehsana, Gujarat – 382 715 (India)
CIN: L24110GJ1989PLC012441

For and on behalf of Board of Directors

Mrs. Paru M. Jaykrishna
Chairperson and Managing Director
DIN: 00671721

Notes

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Register of members and share transfer books of the Company will remain closed from 22nd September, 2015 to 29th September, 2015 (both days inclusive).
3. The dividend as recommended by the Board of Directors, if declared at the Annual General Meeting, shall be paid:
 - a. To all beneficial owners in respect of shares held in dematerialised form as per the data as may be available by the National Securities Depository Limited and Central Depository Services (India) Limited as of the close of business hours on 21st September, 2015.
 - b. To all members in respects of shares held in physical form after giving effect to valid transfer in respect of transfer request lodged with the Company on or before the close of business hours on 21st September, 2015.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
5. The Members of the Company are requested to register

their email addresses with their DP or with the Registrar and Share Transfer Agent of the Company, to receive documents/notices electronically from the Company in lieu of physical copies. Please note that, in case you have already registered your email address, you are not required to re-register unless there is any change in your email address. Members holding shares in physical form are requested to send email at cs@aksharchemindia.com to update their email addresses.

6. Members are requested to bring their attendance slip along with their copy of Annual Report at the Meeting.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. All documents referred to in the notice are available for inspection at the Registered Office of the Company during office hours on all working days between 11.00 a.m. to 1.00 p.m., except Sundays and holidays, upto the date of Meeting and will also be available at the venue of the Meeting.
9. The Register of Directors and key managerial personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013 will be made available for inspection at the venue of the Meeting by the Members attending the meeting.
10. The Register of contracts or arrangements, in which Directors are interested shall be produced at the commencement of Annual General Meeting of the Company and shall remain open and accessible during the continuance of the meeting to any person having the right to attend the meeting.
11. Re-appointment of Directors (Information pursuant to Clause 49 of Listing Agreement)

At the ensuing Annual General Meeting, Mr. Gokul M. Jaykrishna, retire by rotation and being eligible, offer himself for re-appointment. The Board of Directors of the Company recommends his re-appointment.

The information or details to be provided for the aforesaid Director under the corporate governance code are as under:

Mr. Gokul M. Jaykrishna, aged 46 years, is Joint Managing

Director of the Company. He is a Major in Finance and Marketing from Lehigh University, Bethlehem (USA). He has the experience of working with Krieger Associates, New Jersey (USA) one of the largest currency option traders. He is associated with the Company since 1994. During all these years the business activities of the Company has increased substantially. He is on the Board of Asahi Songwon Colors Limited, Akshar Silica Private Limited, Asahi Powertech Private Limited, Skyjet Aviation Private Limited, Asahi Energy Private Limited, Echke Limited, Flyover Communication Private Limited. As on 31.03.2015, He is holding 1,125,804 Equity Shares of the Company.

12. Electronic copy of the Annual Report for 2014-15 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.

13. Members may also note that the Notice of the 26th Annual General Meeting and the Annual Report for 2014-15 will also be available on the Company's website www.aksharchemindia.com for their download. The physical copies of the aforesaid documents will also be available at the Registered Office of the Company during office hours on all working days between 11.00 a.m. to 1.00 p.m., except Sundays and holidays.

14. Voting through electronic means

I. The business as set out in the Notice may be transacted to electronic voting system and the Company will provide a facility for voting by electronic means, in compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Standard 2 of the Secretarial Standards on General Meetings and applicable provisions of the Listing Agreement. The Company is pleased to provide members the facility of casting the votes using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") through e-Voting Services provided by National Securities Depository Limited (NSDL).

II. The facility for voting through ballot paper shall be made available at the Annual General Meeting of the Company and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote

e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.

IV. The remote e-voting period commences on September 25, 2015 (9.00 a.m.) and ends on September 28, 2015 (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date of September 22, 2015 may cast their vote by remote e-voting. The remote e-voting module shall be disabled / blocked by the NSDL. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

V. The instructions for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]

(i) Open email and open PDF file viz; "AKSHARCHEM remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>

(iii) Click on Shareholder – Login.

(iv) Put user ID and password as initial password / PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-Voting: Active Voting Cycles.

(vii) Select "EVEN" of AksharChem (India) Limited

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cs@aksharchemindia.com or with a copy marked to evoting@nsdl.co.in.
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy]:
- (i) Initial password is provided separately, in below format:
- EVEN (Remote e-voting Event Number)
USER ID PASSWORD / PIN
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xi) above, to cast vote.
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and remote e-voting user manual for Shareholders available at the downloads section of www.evoting.nsdl.com or call on toll free no. : 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 22, 2015.
- X. Any person, who acquires share of the Company and become members of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 22, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using “Forget User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no : 1800-222-990.
- XI. A member may participate in Annual General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Annual General Meeting.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting /voting at the Annual General Meeting through ballot paper.
- XIII. Mr. Bipin L. Makawana, Practicing Company Secretary (Membership No. A15650) has been appointed as the Scrutinizer for providing facility to shareholder of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairperson shall, at the Annual General Meeting of the Company, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” or “Polling Paper” for all those members are present at the Annual General Meeting of the Company but have not cast their votes for availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unlock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall make not later than three (3) working days from the conclusion of the Annual General Meeting, a consolidated scrutinizer’s report of the total votes cast in favour or against if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The results shall be declared on or after the Annual General Meeting (AGM) of the Company. The Results declared alongwith the report of the Scrutinizer shall be placed on the Company’s website www.aksharchemindia.com and on the website of NSDL within two (2) days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the BSE Limited, Mumbai (BSE) and Ahmedabad Stock Exchange Limited.

DIRECTORS' REPORT

Dear shareholders,

Your Directors are pleased to present their Twenty Sixth Annual Report together with the Audited Financial Statements of your Company for the financial year ended March 31, 2015.

Financial Highlights

Particulars	(Rs. in Lacs)	
	Current Year 2014-2015	Previous Year 2013-2014
Revenue from Operations	19,981.58	14,487.33
Other Operating Income	31.14	11.18
Other Income from Investment	199.50	1.37
Total Income	20,212.22	14,499.88
Profit for the year Before Finance Costs, Depreciation, Extra Ordinary Item/ Exceptional Items, Prior Period Adjustments and Tax Expenses	2,951.44	3,284.05
Less : Finance Costs	325.33	108.80
Profit for the year Before Depreciation, Extra Ordinary Item/Exceptional Items, Prior Period Adjustments and Tax Expenses	2,626.11	3,175.25
Less : Depreciation	390.79	119.67
Profit for the year Before Extra Ordinary Item/Exceptional Items, Prior Period Adjustments and Tax Expenses	2,235.32	3,055.58
Add/(Less): Extra Ordinary Item/ Exceptional Items	-	(159.79)
Profit for the year Before Prior Period Adjustments and Tax Expenses	2,235.32	2,895.79
Add/(Less): Prior Period Adjustments	115.65	-
Profit for the year Before Tax Expenses	2,350.97	2,895.79
Less: Current Tax	647.30	660.12
Less: Deferred Tax	103.65	231.38
Net Profit for the year	1,600.02	2,004.29
Add: Balance brought forward from last year	2,286.72	797.16
Surplus available for Appropriation	3,886.73	2,801.45
Appropriation		
Transfer to General Reserve	150.00	225.00
Proposed Dividend of Rs. 3.50 per Equity Share (P. Y. Rs. 2.00 per Equity Share)	255.95	99.07
Interim Dividend of Rs. Nil per Equity Share (P. Y. Rs. 3.00 per Equity Share)	Nil	148.58
Tax on Dividend	51.18	42.08
Balance carried over to Balance Sheet	3,429.60	2,286.72
Total	3,886.73	2,801.45

Dividend

After considering the profitability, cash flow and overall financial performance of the Company, your Board of Directors of the Company are pleased to recommend a final dividend of Rs. 3.50 per equity share (35% on the face value of Rs. 10/- each) for the year ended March 31, 2015 subject to approval of the members at the forthcoming Annual General Meeting.

During the previous financial year, the Company has paid a dividend of Rs 5.00 per equity share (50% on face value of Rs. 10 each), and the total outgo was Rs. 247.64 Lacs towards dividend and Rs. 42.08 Lacs towards dividend distribution tax.

The final dividend, if declared as above would involve a total outgo of Rs. 255.95 Lacs towards dividend for the year and Rs. 51.17 Lacs towards dividend distribution tax.

Transfer to Reserves

Your Company proposes to transfer Rs. 150 Lacs to General Reserve (Previous Year Rs. 225 Lacs). Out of amount available for appropriation and an amount of Rs. 3,430 Lacs is proposed to be retained in the Statement of Profit and Loss.

State of Company's Affairs

The highlights of the Company's performance are as under:

General

The global economic environment during the year 2014-15 continued to be gloomy with slow growth in all emerging markets. The Indian economy also struggled with Industrial growth, high inflation, depreciation of Indian Currency, high interest cost. Negative business sentiments prevailed throughout the year.

Results of Operations

During the year under review, new product namely CPC Green has been added in bucket of the Company pursuant to the Scheme of Arrangement in the nature of demerger and transfer of CPC Green division from Asahi Songwon Colors Limited. Hence, the Company has earned a total income of Rs. 20,212

Lacs as compared to Rs. 14,500 Lacs of the previous year. However, Profit after Tax (PAT) decreased from Rs. 2,004 Lacs to Rs. 1,600 Lacs due to global economic situations.

The total sales of the Company increased from Rs. 13,897 Lacs to Rs. 19,210 Lacs during the year.

Exports

Further the total exports sale increased from Rs. 11,678 Lacs to Rs. 17,475 Lacs compare to the previous year. Your Directors are confident to explore better overseas market in the years to come with the strengthened product portfolio.

Capital Expenditure

During the year under review the Company has incurred capital expenditure of Rs. 537.99 Lacs.

Material Changes and Commitment, Affecting the Financial Position of the Company which has occurred between the end of financial year to which the Financial Statements relate and the date of the Report.

There has been no material changes and commitment, affecting the financial position of the Company which has occurred between the end of financial year to which the financial statements relate and the date of the report.

Authorised Share Capital

During the year under review, pursuant to Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited to the Company, sanctioned by the Hon'ble High Court of Gujarat, Ahmedabad vide order dated 17.10.2014 and effective from 02.12.2014 the Authorised Share Capital of Rs. 35,000,000/- has been transferred from Asahi Songwon Colors Limited to the Company, hence the Authorised Share Capital of the Company stand increased From Rs. 50,000,000/- to Rs. 85,000,000/-.

Share Capital

During the year under review, the paid up share capital increased as a result of Issue of 2,360,050 Equity Shares in the ratio of 5 Equity Shares of Rs. 10/- each against 26 Equity Shares of Rs. 10 each held by Shareholders of Asahi Songwon Colors Limited pursuant to Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited to the Company.

Issue of Shares with differential rights

During the year under review, the Company has not issued equity shares with differential rights.

Issue of Sweat Equity Shares

During the year under review, the Company has not issued Sweat Equity Shares.

Issue of Employee Stock Options

During the year under review, the Company has not issued any shares under Employee Stock Option.

Subsidiary Companies

During the year under review the Company does not have any subsidiary.

Finance and Insurance

Pursuant to the Scheme of Arrangement in the nature of demerger and transfer of CPC Green division of Asahi Songwon Colors Limited the Term Loan of Green Division as on 01.04.2014 has been transferred to the Company and hence the Company has been financed by State Bank of India for working capital and Term Loan.

All insurable interests of the Company, including plant and machinery, building, stocks, vehicles, stores and spares have been adequately insured against various risks and perils.

Credit Rating

The CARE has upgraded rating of the Company from "CARE BBB+" (Triple B Plus) to "CARE A-" (A Minus) assigned to the long term bank loans/facilities. The CARE has also upgraded rating assigned to the short term bank loans/facilities from "CARE A2" (A Two) to "CARE A2+" (A Two Plus).

Listing

The Equity Shares of the Company continue to be listed on BSE Limited and Ahmedabad Stock Exchange Limited and Listing Fees for the year 2015-16 has been paid. 2,360,050

Equity Shares of Rs. 10 each allotted on 13.02.2015 pursuant to Scheme of Arrangement in the nature of demerger got listed on both the Stock Exchanges and also received the trading permissions.

Transfer to Investor Education and Protection Fund

As provided in Section 205C of the Companies Act, 1956, dividend amount which was due and payable and remained unclaimed and unpaid for the period of seven years has to be transferred to Investors Education and Protection Fund.

The Company has transferred an amount of Rs.880,885 remaining unclaimed was transferred to Investor Education and Protection Fund (IEPF) during the year.

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars as prescribed under Sub-section (3)(m) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, are enclosed as "Annexure A" to the Board's report.

Risk Management

The risk management function is integral to the company and its objectives includes ensuring that critical risk are identified continuously, monitored and managed effectively in order to protect the company's business. The Board is of the opinion that there are no identifiable risks which may threaten the existence of the Company.

Corporate Social Responsibility Initiatives

In accordance with the provisions of Section 135 of the Companies Act, 2013 and the rules framed there under, the Company has a Corporate Social Responsibility Committee of Directors comprising Mrs. Paru M. Jaykrishna - Chairperson, Mr. Gautam Jain and Mr. Kiran J. Mehta has inter alia also formulated a CSR Policy.

The role of the CSR Committee is to review the CSR policy, indicate activities to be undertaken by the Company towards CSR activities and formulate a transparent monitoring mechanism to ensure implementation of projects and activities undertaken by the Company towards CSR initiatives.

The Report on CSR Activities, which forms part of the Directors' Report, is annexed as "Annexure B" to this report.

Board Evaluation

Clause 49 of the Listing Agreement mandates that the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors.

Public Deposits

The Company has not accepted deposit from public during the year and there was no deposit outstanding on March 31, 2015.

Policy on Appointment and Remuneration of Directors and Key Managerial Personnel

The Company's policy on appointment and remuneration of Directors, Key Managerial Personnel and other employees and other matters as provided in Section 178 (3) of the Companies Act, 2013 has been disclosed in the Corporate Governance Report, which forms part of this Report.

The details of programmes for familiarisation of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at : www.aksharchemindia.com

Disclosures on Managerial Remuneration

Details of Managerial remuneration as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given as per "Annexure C" to this report.

Particulars of Employees

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided as "Annexure D" to this report.

Declaration by Independent Directors

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

Directors and Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Gokul M. Jaykrishna (holding DIN: 00671652) Joint Managing Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible have offered himself for re-appointment.

Mr. Munjal M. Jaykrishna, (DIN: 00671693) Joint Managing Director has been appointed as Chief Financial Officer (CFO) of the Company w.e.f. 14th March, 2015.

Mr. Meet Joshi, Associate Member of the Institute of Company Secretaries of India, (Membership No. A28814) has been appointed as Company Secretary and Compliance officer of the Company w.e.f. 23rd February, 2015.

Women Director

The Board of Directors of the Company includes a woman director viz. Mrs. Paru M. Jaykrishna. Accordingly, the Company is in compliance with the requirement of section 149(1) of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Independent Directors

All the Independent directors have been appointed for the term of five consecutive years from the date of Annual General Meeting of the Company held on 24th September, 2014 till the date of 30th Annual General Meeting in the year 2019, hence no Independent Director of the Company are liable to retire during the year under review.

Directors' Responsibility Statement

In accordance with the provisions of Section 134(3)(c) of the Companies Act, 2013 and based on the information provided by the management, your directors state that:

- (a) in the preparation of the annual accounts for the year ended March 31, 2015, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- (b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2015 and of the profit of the Company for the year ended on that date;
- (c) the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- (d) the Directors have prepared the annual accounts on a 'going concern' basis;
- (e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Number of Meetings of the Board

Six (6) meetings of the Board of Directors were held during the year. For further details, please refer Corporate Governance Report attached with this Annual Report.

Audit Committee

The composition of the Audit committee, as per the applicable provisions of the Act and Rules, are as follows:

Mr. Kiran J. Mehta	- Chairman
Dr. Pradeep Jha	- Member
Mr. Param J. Shah	- Member

A detailed note on the Board and its committees is provided under the Corporate Governance Report section in this Annual Report.

Vigil Mechanism/ Whistle Blower Policy

The Company has adopted vigil mechanism/whistle blower policy which provides a framework to promote a responsible and secure whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company. It provides for a vigil mechanism to channelize reporting of such instances/ complaints/ grievances to ensure proper governance. The Audit Committee oversees the vigil mechanism.

Internal Financial Controls and their Adequacy

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation were observed.

Statutory Auditors and Auditors' Report

At the Annual General Meeting held on September 25, 2014, M/s. Trushit Chokshi & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 111072W) were appointed as statutory auditors of the Company to hold office till the conclusion of the Twenty Eighth Annual General Meeting to be held in the calendar year 2017. In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. Trushit Chokshi & Associates, Chartered Accountants, Ahmedabad (Firm Registration No. 111072W), as statutory auditors of the Company, is placed for ratification by the shareholders. In this regard, the Company has received a certificate from the auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 142 of the Companies Act, 2013.

The notes on financial statement referred to in their Audit Report are self explanatory and do not call for any further explanation.

Secretarial Auditors

Mr. Bipin L. Makawana, Practicing Company Secretary (Membership No. A15650), was appointed to conduct the secretarial audit of the Company for the financial year 2014-15, as required under Section 204 of the Companies Act, 2013 and Rules there under. Secretarial Audit Report for F.Y. 2014-15 forms part of the Annual Report as "Annexure E" to the Board's report.

The Secretarial Auditor has not made any adverse comments or given any qualification, reservation or adverse remarks or disclaimer in their Audit Report.

Cost Auditor

During the year under review, the provision regarding Cost Audit is not applicable to the Company.

Extract of Annual Return

The details forming part of the extract of the Annual Return in Form MGT-9 is appended as "Annexure F" to this report.

Particulars of Loans, Guarantees or Investments Made

Particulars of loans, guarantees or investments Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

Particulars of Contracts or Arrangements Entered into with Related Parties

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arms length transactions under the third proviso thereto is disclosed in Form AOC-2, is appended herewith as "Annexure G" to the Board's Report and further explained in details in Notes to the financial statements provided in Annual Report.

Significant or Material Orders passed by The Regulators or Courts or Tribunals Impacting the Going Concern Status of the Company and / or the Company's Operations in Future.

There were no significant or material Orders have been passed by the regulators or Courts or Tribunals impacting the going concern status of the Company and / or the Company's operations in future.

Management Discussions and Analysis Report

In terms of Clause 49 of the Listing Agreement with the Stock Exchanges a Management Discussion and Analysis Report is appended as "Annexure H" to this Report.

Corporate Governance

Your Company is committed to maintain the highest standards of Corporate Governance. A separate Corporate Governance Report as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange(s) is furnished as "Annexure I" to this Report together with certificate from M/s. Trushit Chokshi & Associates, Chartered Accountants, Ahmedabad, confirming compliance with the conditions of Corporate Governance.

Composite Scheme of Arrangement

During the year under review Hon'ble High Court of Gujarat had sanctioned the Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited to the Company and consequential restructure of the Share Capital of Asahi Songwon Colors Limited vide certified order dated November 29, 2014 and the scheme became effective from December 2, 2014 from the date of filing the certified order with ROC, Gujarat. Pursuant to the scheme all the assets and liabilities of CPC Green Division of Asahi Songwon Colors Limited has been transferred to the Company on the appointed date i.e. April 1, 2014.

Addition in the Business of The Company

Pursuant to Scheme of Arrangement in the nature of demerger and transfer of CPC Green division from Asahi Songwon Colors Limited along with the Vinyl Sulphone (VS), new product namely CPC Green has been added in the business of the Company.

Details in Respect of Frauds Reported by Auditors Under Sub-Section (12) of Section 143 other than those which are Reportable to the Central Government

During the year under there were no frauds reported by Auditors under section 143 (12).

Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place policy as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year, no case was reported to the Committee constituted under the said Act.

Award to Directors

During the year under review Mrs. Paru M. Jaykrishna, Chairperson and Managing Director of the Company was honoured with the following awards.

- Best Woman Entrepreneur at SME Business Excellence Awards 2014 organized by Dun & Bradstreet in association with Federal Bank Limited and Times Group.
- Runner up in the category of Best Woman Entrepreneur Exporter at ECGC – D&B Indian Exporters' Excellence Awards 2015 organized by Dun & Bradstreet in association with Export Credit Guarantee Corporation of India Ltd (ECGC).

Human Resources and Industrial Relations

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building efforts are made to enhance employee skills, motivation as also to foster team spirit. Industrial relations remained harmonious with a focus on productivity, quality and safety throughout the year.

Environment Safety and Health

Your Company continues to exercise persistent and meticulous efforts towards greener earth and environment conservation.

The Company preserves in its efforts to teach safe and environmentally accountable behavior in every employee, as well as its vendors. The Company is committed towards safety, not only of its own men and plant, but also of the society at large.

Solid waste generated at the Works, after treatment of its liquid effluent is shifted to a Gujarat Pollution Control Board (GPCB) approved site.

The Company continues to demonstrate its commitment to a clean and safe environment. The State of the art effluent treatment plant continues to run satisfactorily, so that the treated waste water discharged is well within the stipulated norms set by GPCB.

Your Company has ISO 14001:2004 and ISO 9001-2008 certification for its unit.

Appreciation and Acknowledgements

Your Directors are grateful and pleased to place on record their thanks to Government of India, Government of Gujarat, Electricity supply companies, and Bankers for their excellent support, guidance and continued cooperation.

The Company is thankful to the shareholders for reposing trust in the Company and their unflinching enthusiasm and patronage.

Place : Indrad, Mehsana

Date : August 12, 2015

Registered Office:

166-169, Village Indrad, Kadi – Kalol Road,

Dist : Mehsana, Gujarat – 382 715 (India)

CIN: L24110GJ1989PLC012441

For and on behalf of Board of Directors

Mrs. Paru M. Jaykrishna

Chairperson and Managing Director

DIN: 00671721

ANNEXURE A TO DIRECTORS' REPORT

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014.

A. Conservation of Energy

- (i) the steps taken or impact on conservation of energy
The Company put continues efforts to energy conservation and its utilization. Efforts are taken to upgrade the plant and machinery. Replacement of motors with energy efficient ones and with appropriate capacities. Replacement of pumps with appropriate and efficient pumps. The Company has three DG set of one 750 KVA and two 125 KVA, installed in the plant as standby for continuous power supply.

The adoption of energy conservation measures indicated above has resulted in awareness amongst the employees and shall have impact on savings of extra costs on energy. The Company is constantly exploring avenues of cost saving as an on going process.

- (ii) Steps taken by the Company for utilising alternate sources of energy -
Use of Natural Gas
- (iii) The capital investment on energy conservation equipments
There was no Capital investment on energy conservation equipments.

B. Technology Absorption

- (i) The efforts made towards technology absorption
The Company has been putting emphasis to train its technical personnel by way of providing training to them for the latest technology available.
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution
Benefits derived from these efforts include process rationalization, product quality improvement, reduced wastage and overall cost reduction.
- (iii) Information regarding imported technology (Imported during last three years)

- a. Technology imported : Nil
- b. Year of Import : Not Applicable
- c. Has technology been fully absorbed? : Nil
- d. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof : Not Applicable

- (iv) Expenditure incurred on Research and Development

(Rs. in Lacs)

Sr. No.	Particulars	2014-15	2013-14
1	Capital	Nil	Nil
2	Revenue	10.80	5.61
	Total	10.80	5.61
	Total Expenditure as a % of Turnover	0.05%	0.04%

C. Foreign exchange Earnings and Outgo

- (i) Activities relating to export, initiatives to increase exports, Developments of New export markets for Products and Services and Export Plan.
The Company exports its product to South Korea, Taiwan, USA and other Countries. The Company has continued to maintain focus and avail of export opportunities based on economic situation. During the year the Company exported Vinyl Sulphone and CPC Green valuing to Rs. 17,448 Lacs (Previous Year Rs. 11,662 Lacs) to various countries around the World. Continuous efforts are being taken to increase exports by exploring new markets.

- (ii) Total Foreign exchange Earned and Used

(Rs. in Lacs)

Particulars	2014-15	2013-14
Foreign Exchange earned in terms of Actual Inflows	17,448.47	11,661.79
Foreign Exchange outgo in terms of Actual Outflows	31.21	20.29

ANNEXURE B TO DIRECTORS' REPORT

Annual Report on CSR Activities

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.

This policy, which encompasses the company's philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programme for welfare & sustainable development of the community at large.

This policy shall apply to all CSR initiatives and activities taken up by the Company, for the benefit of different segments of the society, specifically the deprived, underprivileged and differently abled persons. ACIL's CSR Policy is available on the Web site of the Company: www.aksharchemindia.com

ACIL is committed to remaining a responsible corporate entity mindful of its social responsibilities and to make a positive impact in the society. As a responsible corporate entity, ACIL will consistently strive for opportunities to meet the expectation of its stakeholders by pursuing the concept of sustainable development with focus on the following:-

- To take up programmes that benefit the communities where it operates in enhancing the quality of life & economic well being of the local populace.
- To serve the socially and economically weak, disadvantaged, underprivileged and destitute sections of the Society regardless of age, class, colour, culture, disability, ethnicity, family structure, gender, marital status, nationality origin, race or religion with intention to make the group or individual self dependent and live life more meaningfully.
- To extend humanitarian services in the community to further enhance the quality of life like health facilities, education, basic infrastructure facilities to local areas that have so far not been attended to.
- To generate, through its CSR initiatives, a community goodwill for ACIL and help reinforce a positive & socially responsible image of ACIL as a corporate entity.

2. Composition of the CSR Committee:

The CSR Committee comprises of the following directors:

Mrs. Paru M. Jaykrishna	- Chairperson
Mr. Gautam Jain	- Member
Mr. Kiran J. Mehta	- Member

3. Average net profit of the Company for last three financial years: Rs. 1005.28 Lacs

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): Rs. 20.11 Lacs

5. Details of CSR spend for the financial year :

- a) Total Amount to be spent for the financial year: Rs. 20.11 Lacs
- b) Amount unspent, if any : Rs. 20.11 Lacs
- c) Manner in which the amount spent during the financial year is detailed below : NA

6. Reason for not spending the amount at 5(d):

During the year the Company has not spent any entitlement on CSR activities, the Company would like to submit that this being the first year of structured implementation of CSR initiatives, considerable time was spent on deciding on the CSR projects suitable and putting systems in place to ensure effective implementation of CSR initiatives. A number of initiatives pertaining to the identified CSR projects are still in the concept stage while the Company is continuing to fine-tune the execution process. Hence, the Company was unable to spend the entire prescribed amount of Rs. 20.11 Lacs during the financial year 2014-15. The Company is committed to the underlying intent of CSR and is optimistic of meeting its obligations under Section 135 of the Companies Act, 2013 and thereby make a positive impact on the society.

7. We state that implementation and monitoring of the CSR Policy, is in compliance with CSR objectives and Policy of the Company.

Chairperson and
Managing Director

Chairperson of
the CSR Committee

Place : Indrad, Mehsana

Date : August 12, 2015

ANNEXURE C TO DIRECTORS' REPORT

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- i. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

Executive directors	Ratio to median remuneration
Mrs. Paru M. Jaykrishna	24.82
Mr. Gokul M. Jaykrishna	13.24
Mr. Munjal M. Jaykrishna	14.65

Non-executive directors	Ratio to median remuneration
Dr. Pradeep J. Jha	N.A.
Mr. Param J. Shah	N.A.
Mr. Kiran J. Mehta	N.A.
Mr. Gautamkumar Mithalal Jain	N.A.
Mr. Jayprakash M. Patel	N.A.

- ii. **The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mrs. Paru M. Jaykrishna	(8.31)
Mr. Gokul M. Jaykrishna	(49.53)
Mr. Munjal M. Jaykrishna	(44.13)
Dr. Pradeep J. Jha	N.A.
Mr. Param J. Shah	N.A.
Mr. Kiran J. Mehta	N.A.
Mr. Gautamkumar Mithalal Jain	N.A.
Mr. Jayprakash M. Patel	N.A.
Mr. Meet Joshi, Company Secretary (w.e.f. 23rd February, 2015)*	Nil

*Since this information is for part of the year, the same is not comparable.

- iii. **The percentage increase in the median remuneration of employees in the financial year:** 6 %

- iv. **The number of permanent employees on the rolls of Company:** 106

- v. **The explanation on the relationship between average increase in remuneration and Company performance:**
The post-tax profit of the Company has declined from Rs. 20 crores to Rs. 16 Crores, a decrease of about 20.17%. The company's performance is influenced more by external factors, especially the sluggish economic growth over the last few years. The average remuneration to the Key Managerial Personnel actually declined while the average increase for the other employees was about 6%. This is in line with the Company's policy of linking managerial remuneration with the performance of the company as well as the individual employee. The compensation package of the managerial personnel is commensurate with the qualification, experience and is in line with the industry practices.

- vi. **Comparison of the remuneration of the key managerial personnel against the performance of the Company:**

Aggregate remuneration of key managerial personnel (KMP) in FY15 (Rs. Lacs)	141.32
Revenue (Rs. Lacs)	19,981.58
Remuneration of KMPs (as % of revenue)	0.71
Profit before Tax (PBT) (Rs. Lacs)	2,350.97
Remuneration of KMP (as % of PBT)	6.01

- vii. **Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:**

Particulars	March 31, 2015	March 31, 2014	% Change
Market Capitalisation (Rs. Lacs)	11539.76	6191.06	86.39
Price Earnings Ratio	7.21	2.86	152.08

viii. Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

Particulars	March 31, 2015	June 14, 1994 (IPO)	% Change
Market Price (BSE)	157.80	14.00	1027.14

ix. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average percentile increase was of 6 % for employees other than managerial personnel. In comparison, there was a decline in the aggregate managerial remuneration for the year 2014-15.

x. Comparison of each remuneration of the key managerial personnel against the performance of the Company:

	Mrs. Paru M. Jaykrishna, Chairperson and Managing Director	Mr. Gokul M. Jaykrishna, Joint Managing Director	Mr. Munjal M. Jaykrishna, Joint Managing Director & CFO	Mr. Meet Joshi Company Secretary (w.e.f. Feb. 23, 2015)
Remuneration in FY15 (Rs. Lacs)	66.36	35.41	39.18	0.37
Revenue	19,981.58			
Remuneration as % of revenue	0.33	0.18	0.20	0.00
Profit before Tax (PBT)	2,350.97			
Remuneration (as % of PBT)	2.82	1.51	1.67	0.02

xi. The key parameters for any variable component of remuneration availed by the directors:

The members have, at the AGM of the Company on September 25, 2014 approved payment of commission to the executive directors within the ceiling of 2% of the net profits of the Company as computed under the applicable provisions of the Act. The said commission is decided each year by the board of directors and distributed amongst the executive directors based on Performance as Team Leader/Member, Evaluating Business Opportunity and analysis of Risk Reward Scenarios, Key set Goals/KRA and achievements, Professional Conduct, Integrity, as well as the Sharing of Information with the Board. Non executive directors except who has consented not to avail any benefits including sitting fees are entitles for the sitting fees for every board and committees meeting held.

xii. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: None.

xiii. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms remuneration is as per the remuneration policy of the Company.

ANNEXURE D TO DIRECTORS' REPORT

Statement containing the particulars of employees in accordance with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

List of employees of the Company employed throughout the financial year 2014-15 and were paid remuneration not less than Rs. 60 lakhs per annum:

Name	Mrs. Paru M. Jaykrishna
Designation	Chairperson and Managing Director
Remuneration received (Rs. In Lacs)	66.36
Nature of Employment	Contractual
Qualification	M.A., LL.B.
Experience (Years)	45
Date of Commencement of employment	Since Inception
Age (Years)	72
Last Employment	Skyjet Aviation Pvt. Ltd.
Percentage of Equity Shares held in the Company	34.78
Relationship with Directors of the Company	Mother of Mr. Gokul M. Jaykrishna, Joint Managing Director and Mr. Munjal M. Jaykrishna, Joint Managing Director & CFO of the Company

ANNEXURE E TO DIRECTORS' REPORT**Secretarial Audit Report**

For the financial year ended 31st March, 2015

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
AskharChem (India) Limited,
166/169, Indrad Village,
Kadi- Kalol Road, Mehsana: 382727

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to corporate practices by AKSHARCHEM (INDIA) LIMITED (hereinafter called 'the Company') for the audit period covering the financial year ended on 31st March, 2015. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2015 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules

and regulations made thereunder to the extent of overseas direct investment and external commercial borrowings;

- (v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable during audit period);
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable during audit period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during audit period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable during audit period);

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable during audit period);

(vi) Other laws as applicable specifically to the Company broadly covering pollution laws, manufacturing laws, safety laws and other general and commercial laws including industrial laws, labour laws.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (Not notified and hence Not applicable during the audit period);

(ii) Listing Agreements entered into by the Company with the Stock Exchanges.

I report that during the year under audit, the Company has generally complied with the provisions of the Act, rules, regulations, guidelines etc. as mentioned above.

I further report that based on the information provided by the Company, its officers there exist adequate systems, process and control commensurate with the size and operation of the Company to monitor and ensure compliance of other laws. I have not reviewed the compliance by the company of applicable financial laws like direct and indirect tax laws as the same has been reviewed and compliance thereof reported by the other designated professionals.

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

Adequate notice is given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were

sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

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

I further report that during the audit period there were following specific event/action having a major bearing on the Company's affairs in pursuance to the above referred laws, rules, regulations, guidelines, etc referred to above.

(i) Demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited with the Company and consequential restructuring in share capital of the company pursuant to Composite Scheme of arrangement, as approved by the Hon'ble High Court of Gujarat between Asahi Songwon Colors Limited and the Company.

(ii) In the annual general meeting of the Company held on 25/09/2014, the Consent of the Company has been given to the Board of Directors to borrow moneys and mortgaging/charging of properties of the company pursuant to Section 180 (1) (c) & (a) respectively of the Companies Act, 2013.

Bipin L. Makwana

Place: Ahmedabad

Date: 12/08/2015

Company Secretary in Practice

ACS 15650/ C. P. No.5265

ANNEXURE F TO DIRECTORS' REPORT
Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2015

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

I. Registration and Other Details:

i) CIN	L24110GJ1989PLC012441
ii) Registration Date	04th July, 1989
iii) Name of the Company	AksharChem (India) Limited
iv) Category / Sub-Category of the Company	Company Limited by Shares, Indian Non Government Company
v) Address of the Registered office and contact details	166/169, Indrad Village , Kadi-Kalol Road, Mehsana – 382715
vi) Whether Listed company	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd. 303, Shoppers' Plaza - V, Opp. Municipal Market, Off. C. G. Road, Navrangpura, Ahmedabad - 380009 Phone: (079) 26465179

II. Principal Business Activities of the Company

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Vinyl Sulphone	20114	64.00 %
2	CPC Green	20222	36.00 %

III. Particulars of Holding, Subsidiary and Associate Companies

Sl. No.	Name and address of the company	CIN/GLN	Holding/ subsidiary/ Associate	% of shares held	Applicable Section
1.	----- Not Applicable -----				

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	3325536	0	3325536	67.14	4795179	0	4795179	65.57	(1.57)
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	323922	0	323922	6.54	324037	0	324037	4.43	(2.11)
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	3649458	0	3649458	73.68	5119216	0	5119216	70.00	(3.68)
(2) Foreign									
a) NRIs- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	3649458	0	3649458	73.68	5119216	0	5119216	70.00	(3.68)
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	4500	4500	0.09	0	4500	4500	0.06	(0.03)
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	4500	4500	0.09	0	4500	4500	0.06	(0.03)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non- Institutions									
a) Bodies Corporate									
i. Indian	78629	3600	82229	1.66	340239	3600	343839	4.70	2.95
ii. Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i. Individual shareholders holding nominal share capital upto Rs. 1 lakh	404442	462020	866462	17.49	928895	441326	1370221	18.74	0.07
ii. Individual shareholders holding nominal share capital in excess of Rs 1 lakh	316263	0	316263	6.39	232737	0	232737	3.18	(1.82)
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
NRI/OBC	6616	15600	22216	0.45	24241	15714	39955	0.55	0.02
Clearing Member/ House	11722	0	11722	0.24	36048	0	36048	0.49	0.21
Foreign Company	0	0	0	0.00	0	166384	166384	2.28	2.28
Sub-total (B)(2):-	817672	481220	1298892	26.23	1562160	627024	2189184	29.94	3.71
Total Public Shareholding (B)=(B)(1)+ (B)(2)	817672	485720	1303392	26.32	1562160	631524	2193684	30.00	3.68
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	4467130	485720	4952850	100.00	6681376	631524	7312900	100.00	0.00

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Mrs. Paru M. Jaykrishna	1652792	33.37	0	2543571	34.78	0	1.41
2	Mr. Gokul M. Jaykrishna	836372	16.89	0	1125804	15.39	0	(1.49)
3	Mr. Munjal M. Jaykrishna	836372	16.89	0	1125804	15.39	0	(1.49)
4	Intercon Finance Pvt. Ltd.	323722	6.54	0	323837	4.43	0	(2.11)
5	Skyjet Aviation Private Limited	200	0.00	0	200	0.00	0	0.00
	Total	3649458	73.68	0	5119216	70.00	0	(3.68)*

*Pursuant to Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division 2,360,050 Equity Shares of Rs. 10 each were issued to the Shareholders of the Company as per the share exchange ratio of the Scheme. Out of these, 1,469,758 Equity Shares of Rs. 10 each of the Company were issued in lieu of 7,642,742 Equity Shares held by the Promoters of Asahi Songwon Colors Limited.

(iii) Change in Promoters' Shareholding*

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Mrs. Paru M. Jaykrishna				
	At the beginning of the year	1652792	33.37	1652792	33.37
	Allotment of Shares pursuant to Scheme on February 13, 2015	890779	--	2543571	34.78
	At the End of the year	--	--	2543571	34.78
2	Mr. Gokul M. Jaykrishna				
	At the beginning of the year	836372	16.89	836372	16.89
	Allotment of Shares pursuant to Scheme on February 13, 2015	289432	--	1125804	15.39
	At the End of the year	--	--	1125804	15.39
3	Mr. Munjal M. Jaykrishna				
	At the beginning of the year	836372	16.89	836372	16.89
	Allotment of Shares pursuant to Scheme on February 13, 2015	289432	--	1125804	15.39
	At the End of the year	--	--	1125804	15.39
4	Intercon Finance Pvt. Ltd.				
	At the beginning of the year	323722	6.54	323722	6.54
	Allotment of Shares pursuant to Scheme on February 13, 2015	115	--	323837	4.43
	At the End of the year	--	--	323837	4.43
5	Skyjet Aviation Private Limited**				
	At the beginning of the year	200	0.00	200	0.00
	Allotment of Shares pursuant to Scheme on February 13, 2015	0	--	200	0.00
	At the End of the year			200	0.00

*Pursuant to Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division 2,360,050 Equity Shares of Rs. 10 each were issued to the Shareholders of the Company as per the share exchange ratio of the Scheme. Out of these, 1,469,758 Equity Shares of Rs. 10 each of the Company were issued in lieu of 7,642,742 Equity Shares held by the Promoters of Asahi Songwon Colors Limited.

**No change in the Shareholding during the year.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	DIC Corporation				
	At the beginning of the year	-	-	-	-
	Allotment of Shares pursuant to Scheme on February 13, 2015	166384	2.28	166384	2.28
	Decrease in Shareholding during the year 2014-15	-	-	166384	2.28
	At the End of the year (or on the date of separation, if separated during the year)	-	-	166384	2.28
2	Clariant Chemicals India Limited				
	At the beginning of the year	-	-	-	-
	Allotment of Shares pursuant to Scheme on February 13, 2015	138192	1.89	138192	1.89
	Decrease in Shareholding during the year 2014-15	-	-	138192	1.89
	At the End of the year (or on the date of separation, if separated during the year)	-	-	138192	1.89
3	Seemadevi Pramodkumar Agarwal				
	At the beginning of the year	117035	1.60	117035	1.60
	Allotment of Shares pursuant to Scheme on February 13, 2015	-	-	117035	1.60
	Decrease in Shareholding during the year 2014-15	-	-	117035	1.60
	At the End of the year (or on the date of separation, if separated during the year)	-	-	117035	1.60
4	Ushadevi Rajendrakumar Agarwal				
	At the beginning of the year	36943	0.51	36943	0.51
	Allotment of Shares pursuant to Scheme on February 13, 2015	-	-	36943	0.51
	Decrease in Shareholding during the year 2014-15	-	-	36943	0.51
	At the End of the year (or on the date of separation, if separated during the year)	-	-	36943	0.51

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
5	Samir Dahyabhai Jani				
	At the beginning of the year	33994	0.46	33994	0.46
	Allotment of Shares pursuant to Scheme on February 13, 2015	1	0.00	33995	0.46
	Decrease in Shareholding during the year 2014-15	250	0.00	33745	0.46
	At the End of the year (or on the date of separation, if separated during the year)		-	33745	0.46
6	D Srimathi				
	At the beginning of the year	27639	0.38	27639	0.38
	Allotment of Shares pursuant to Scheme on February 13, 2015	5375	0.07	33014	0.45
	Decrease in Shareholding during the year 2014-15	-	-	33014	0.45
	At the End of the year (or on the date of separation, if separated during the year)	-	-	33014	0.45
7	Proeco Stockcom Private Limited				
	At the beginning of the year	18000	0.25	18000	0.25
	Allotment of Shares pursuant to Scheme on February 13, 2015	1730	0.02	19730	0.27
	Decrease in Shareholding during the year 2014-15	1730	0.02	18000	0.25
	At the End of the year (or on the date of separation, if separated during the year)	-	-	18000	0.25
8	Stock Path Advisors LLP				
	At the beginning of the year	15000	0.21	15000	0.21
	Allotment of Shares pursuant to Scheme on February 13, 2015	-	-	15000	0.21
	Decrease in Shareholding during the year 2014-15	-	-	15000	0.21
	At the End of the year (or on the date of separation, if separated during the year)	-	-	15000	0.21

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
9	Ivana Holdings Limited				
	At the beginning of the year	15000	0.21	15000	0.21
	Allotment of Shares pursuant to Scheme on February 13, 2015	-	-	15000	0.21
	Decrease in Shareholding during the year 2014-15	-	-	15000	0.21
	At the End of the year (or on the date of separation, if separated during the year)	-	-	15000	0.21
10	Dilip Kumar Rungta				
	At the beginning of the year	12000	0.16	12000	0.16
	Allotment of Shares pursuant to Scheme on February 13, 2015	-	-	12000	0.16
	Decrease in Shareholding during the year 2014-15	-	-	12000	0.16
	At the End of the year (or on the date of separation, if separated during the year)	-	-	12000	0.16

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Mrs. Paru M. Jaykrishna				
	At the beginning of the year	1652792	33.37	1652792	33.37
	Allotment of Shares pursuant to Scheme on February 13, 2015	890779	--	2543571	34.78
	At the End of the year			2543571	34.78
2	Mr. Gokul M. Jaykrishna				
	At the beginning of the year	836372	16.89	836372	16.89
	Allotment of Shares pursuant to Scheme on February 13, 2015	289432	--	1125804	15.39
	At the End of the year			1125804	15.39

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
3	Mr. Munjal M. Jaykrishna				
	At the beginning of the year	836372	16.89	836372	16.89
	Allotment of Shares pursuant to Scheme on February 13, 2015	289432	--	1125804	15.39
	At the End of the year			1125804	15.39
4	Dr. Pradeep J. Jha				
	At the beginning of the year	0	0.00	0	0.00
	At the End of the year			0	0.00
5	Mr. Param J. Shah				
	At the beginning of the year	0	0.00	0	0.00
	At the End of the year			0	0.00
6	Mr. Kiran J. Mehta				
	At the beginning of the year	0	0.00	0	0.00
	At the End of the year			0	0.00
7	Mr. Gautamkumar M. Jain				
	At the beginning of the year	0	0.00	0	0.00
	At the End of the year			0	0.00
8	Mr. Jayprakash M. Patel				
	At the beginning of the year	0	0.00	0	0.00
	At the End of the year			0	0.00
9	Mr. Meet J. Joshi				
	At the beginning of the year	0	0.00	0	0.00
	At the End of the year			0	0.00

None of the Independent Directors hold shares in the Company during the financial year ended on 31st March, 2015.

V. Indebtedness

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	90,561,573	869,178	-	91,430,751
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	90,561,573	869,178	-	91,430,751
Change in Indebtedness during the financial year				
• Addition	149,246,403	-	-	149,246,403
• Reduction	-	(869,178)	-	(869,178)
Net Change	149,246,403	(869,178)	-	148,377,225
Indebtedness at the end of the financial year				
i. Principal Amount	239,807,976	-	-	239,807,976
ii. Interest due but not paid	-	-	-	-
iv. Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	239,807,976	-	-	239,807,976

VI. Remuneration of Directors and Key Managerial Personnel

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

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mrs. Paru M. Jaykrishna (CMD)	Mr. Gokul M. Jaykrishna (JMD)	Mr. Munjal M. Jaykrishna (JMD & CFO)	
1.	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	65.00	15.00	39.00	139.00
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1.36	0.41	0.18	1.95
	c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission	0	20.00	0	20.00
	- as % of profit				
	- others, specify...				
5.	Others, please specify	0	0	0	0
	Total (A)	66.36	35.41	39.18	140.95
	Ceiling as per the Act	143.18	71.59	71.59	286.37

B. Remuneration to other directors:

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Kiran J. Mehta	Dr. Pradeep Jha	
1.	Independent Directors			
	- Fee for attending board committee meetings	0.09	0.11	0.20
	- Commission	-	-	-
	- Others, please specify	-	-	-
	Total (1)	0.09	0.11	0.20
2.	Other Non-Executive Directors			
	- Fee for attending board committee meetings	-	-	-
	- Commission	-	-	-
	- Others, please specify	-	-	-
	Total (2)	-	-	-
3	Total (3)=(1+2)	0.09	0.11	0.20
	Total Managerial Remuneration	0.09	0.11	0.20
	Overall Ceiling as per the Act	27.32	27.32	54.64

C. Remuneration to Key Managerial Personnel other than MD/ Manager/ WTD

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		Company Secretary*	Total
1.	Gross salary		
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.37	0.37
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit		
	- others, specify...		
5.	Others, please specify	-	-
	Total (A)	0.37	0.37

*Appointed w.e.f. 23rd February, 2015.

VII. Penalties / Punishment/ Compounding of Offences:

There were no instances of any penalties/punishment/compounding of offences for the year ended 31st March, 2015.

ANNEXURE G TO DIRECTORS' REPORT
Form No. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis.

Sr. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	N.A.
2	Nature of contracts /arrangements /transaction	N.A.
3	Duration of the contracts /arrangements /transaction	N.A.
4	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
5	Justification for entering into such contracts or arrangements or transactions	N.A.
6	Date of approval by the Board	N.A.
7	Amount paid as advances, if any	N.A.
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A.

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Details		
1	Name (s) of the related party	1.	Asahi Songwon Colors Limited	
		2.	Skyways	
	Nature of relationship	1.	One or more directors are directors	
		2.	One or more directors are Trustees	
2	Nature of contracts/ arrangements / transaction	Sales of goods at arm's length price		
		Name of the Party		Nature of Contracts
		1	Asahi Songwon Colors Limited	Purchase of goods
		2	Skyways	Rent Paid
3	Duration of the contracts/ arrangements/transaction	1	Asahi Songwon Colors Limited	For 1 Year
		2	Skyways	N.A.

Sr. No.	Particulars	Details		
		Sr. No.	Name of Party	Salient Terms of Contract
4	Salient terms of the contracts or arrangements or transaction including the value, if any	1	Asahi Songwon Colors Limited	<ul style="list-style-type: none"> Quantity for purchase of goods may differ maximum up to +/- 5% as per market requirement Price of purchase of goods will vary between the range provided as per technical specification of the materials and as per prevailing market price but may differ maximum upto +/- 5 % as per market requirement. Credit period of sale of product can be as per the agreement between both the parties and may change with consent of both the parties.
		2	Skyways	<ul style="list-style-type: none"> Availed the property on rent to use as a Corporate Office The monthly rent of Rs. 15,500 will be paid The Rent amount shall be reviews annually and increased as per the terms of Agreement Agreement may be terminated by either party by giving 30 days notice
5	Date of approval by the Board	1	Asahi Songwon Colors Limited	27.05.2014
		2	Skyways	12.11.2014
6	Amount paid as advances, if any	Nil		

Place : Indrad, Mehsana
Date : August 12, 2015

For and on behalf of Board of Directors

Registered Office:

166-169, Village Indrad, Kadi – Kalol Road,
Dist : Mehsana, Gujarat – 382 715 (India)
CIN: L24110GJ1989PLC012441

Mrs. Paru M. Jaykrishna

Chairperson and Managing Director
DIN: 00671721

ANNEXURE H TO DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Overview

AksharChem (India) Limited is a globally renowned player in the Dye Intermediates Industry and manufactures and exports the Vinyl Sulphone. Furthermore pursuant to the Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited sanctioned by Hon'ble High Court of Gujarat, the pigment division has been demerged to the Company. Hence with effect from appointed date the Company has two marketable products, i.e. Dye Intermediates and CPC Green. The Company has fully dedicated Plant for both the products at Village Indrad, Tal: Kadi, Dist: Mehsana in the State of Gujarat.

Segment-Wise or Product-Wise Performance

In accordance with Accounting Standard - 17, the Company has two reportable business segments. i.e. Dye Intermediates and Pigments.

Dye Intermediates business of the Company mainly consist the manufacturing of Vinyl Sulphone catering to both international as well as domestic customers. Vinyl Sulphone is Industrial Chemicals used as a key raw material in the manufacturing of reactive dyes, which is having application in textiles.

Pigments business of the Company mainly comprises of manufacturing of CPC Green catering to both international as well as domestic customers. CPC Green is Industrial Chemicals used as a key raw material in manufacturing of printing inks, paints, rubber, plastics and leather industry.

I. Dye Intermediates

A. Industry Structure and Developments

The Company is manufacturing the product namely Vinyl Sulphone which falls in the category of Dye Intermediates. Majority of the production of the Company is exported to most of the discerning markets in Asia. The China factor and increase in competition continues to affect the industry, but overall performance of the Company is quite satisfactory.

B. Opportunities And Threats

India is one of the largest exporter of Dye Intermediates across the globe. Availability of technically trained manpower, better price realization globally and strong presence on market are the key growth drivers.

Competition in the domestic as well as international market has intensified and forced the players to adopt aggressive marketing strategy and promotional campaigns to capture and protect their market shares. The Company has the plans to penetrate better in to world market by exploring market opportunities in new regions like middle east, south east Asia and Africa.

Sharp fluctuations in value of the Indian Rupee, the rising inventory prices and competitive pressure from China and other developed markets have put pressure on the profitability of the Company.

C. Outlook

The Profit margin in the industry are under pressure. However the Company has taken remedial measures. The Company is confident to meet the challenges with its strategic planning, productivity improvement and cost reduction exercise. Additionally, Company is focusing on new grades and new application to expand the share in existing market. Company is spending more on product safety and sustainability to meet regulatory compliance in future. The Company after demerger of Green division from Asahi Songwon Colors Limited got wide marketing network and mainly efforts to export and also to manufacture other value added products.

D. Risks And Concerns

The risk management function is integral to the company and its objectives includes ensuring that critical risk are identified continuously, monitored and managed effectively in order to protect the company's business.

However, the changes in the tax laws, Government policies and regulatory requirement might affect the company's business. There is also a great deal of uncertainty regarding pricing and availability of key intermediates from China which could impact the company's profitability to the extent that the same are not absorbed by the market through price increase and / or could have a negative impact on the demand in the market. Currency risks mainly arise out of overseas operations. Exchange rate fluctuation could significantly impact earnings because of the Company is having significant exports. The company is operating in highly competitive market.

The management has already taken initiatives in advance for mitigating the above mentioned risk and concerns/challenges. The company has taken major initiatives like focus on cost reduction through inventory management techniques, manufacturing process without compromising quality of products, retaining talented employees and promotional activities like advertising, participation on trade exhibition, strategic partnership, customer relations etc.

II. Pigments

A. Industry Structure And Developments

Another product of the Company is GPC Green which falls in the category of Pigments. The Pigment Industry worldwide is one of the dominant industries. Majority of the production of the Company is exported, hence the growth of the Pigment Industry has more or less moved in tandem with the growth of Global economy.

Mainly paint, inks, plastics, cosmetics, fashion accessories are the user industries. The Company's products are exported to most of the discerning markets in Europe, America, Asia and far East.

B. Opportunities and Threats

The Indian Paint Industry in particular has undergone sophistication in the last couple of years in terms of high end Product range and technological competence. Inks and plastics market also holds lot of promise as the Paper and Printing Industry is poised to record growth.

Pigment manufacturers in the developed countries, owing to high manufacturing costs and stringent environment control regulations are shifting their manufacturing bases to developing countries. This provides an opportunity to Indian manufacturers to get exposed to world class manufacturing practices.

The Pigment Industry has to address the issues of REACH Compliances for issues relating to clean and green environment.

C. Outlook

The Global economic environment continued to be under stress in the background of recession in Europe, slow growth in the America, and in most emerging-market economies. The effect of Euro zone crisis continues to affect key economies in Central and Eastern Europe. On the other hand turmoil in the Middle East is causing serious economic risks, constraining global growth.

D. Risks And Concerns

Compliance of REACH regulations is a time consuming an expensive proposition make entrance of the Company's Pigments in the European market a challenging task. Further volatility of the Rupee vis a vis the US Dollar, fluctuation in the prices of inputs is a matter of serious concern as it vitiates the key advantage of competitive pricing.

The Company is operating in a segment dominated by multinational companies with cutting edge technologies in Pigment manufacturing. This provides an opportunity as well as an operating risk. The Company has a Risk Management Policy in place to assess and minimize business risk, to ensure protection of the environment and enable discharging its legal requirements concerning emission, waste water and waste disposal. Company is more focusing on Environment aspects and in process of getting permission for new/existing products carrying enhancement. The Company is in compliance with legal requirements concerning emission, waste water and waste disposal and accords top priority to work place safety at all its manufacturing sites.

Financial and Operational Performance

Pursuant to Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited sanctioned by Hon'ble High Court of Gujarat, the pigment division been demerged to the Company. Hence the figures for the year 2014-15 are of both the products of the Company and not comparable with the previous year figures.

(Rs. in Lacs)

Particulars	2014-15	2013-14
Revenue from Operations	19,981.58	14,487.33
Other Operating Income	31.14	11.18
Other Income from Investment	199.50	1.37
Total Income	20,212.22	14,499.88
Profit for the year Before Finance Costs, Depreciation, Extra Ordinary Item/ Exceptional Items, Prior Period Adjustments and Tax Expenses	2,951.44	3,284.05
Less: Finance Costs	325.33	108.80
Profit for the year Before Depreciation, Extra Ordinary Item/Exceptional Items, Prior Period Adjustments and Tax Expenses	2,626.11	3,175.25
Less: Depreciation	390.79	119.67
Profit for the year Before Extra Ordinary Item/Exceptional Items, Prior Period Adjustments and Tax Expenses	2,235.32	3,055.58
Add/(Less): Extra Ordinary Item/ Exceptional Items	-	(159.79)
Profit for the year Before Prior Period Adjustments and Tax Expenses	2,235.32	2,895.79
Add/(Less): Prior Period Adjustments	115.65	-
Profit for the year Before Tax Expenses	2,350.97	2,895.79
Less: Current Tax	647.30	660.12
Less: Deferred Tax	103.65	231.38
Net Profit for the year	1,600.02	2,004.29

The Business environment has been extremely challenging given the recessionary economic conditions leading to slowdown in economic growth. Revenues have been under pressure on account of unfavorable market conditions.

Profits were also under pressure on account of global economic situation. In spite of these adverse market conditions, Company has done reasonably well in terms of sales. From the total sales revenue of Rs. 19,982 Lacs achieved during the year, 87.45% is contributed by exports of Dye Intermediates and Pigments. The Company has recognized as a Star Export House from the Office of the Joint Director General of Foreign Trade, Ministry of Commerce and Industry, Government of India, Ahmedabad.

The certification of ISO 9001 and ISO 14001 is a testimony

to the Company's commitment towards quality, safety and sustainable environment friendly approach.

Internal Control Systems and their Adequacy

The Company has an internal control system commensurate with the size and nature of business. The Company is committed to ensuring a comprehensive internal control structure to ensure across the board operational efficiency and compliance with applicable laws besides ensuring that all its assets are adequately safeguarded and protected. All internal control systems are regularly reviewed to ensure efficacy and suitability to changing requirements and regulations. The Company has retained the services of independent firms of professionals to conduct internal audits and provide reports on the adequacy

or otherwise of internal control systems. All these reports and observations are regularly reviewed by the top management and also by the Audit Committee of the Board and gaps, if any, are addressed by rectifying systems and policies.

The Company has established a Risk Management Policy to maintain the highest standards of environment, safety and health as also in other functional and operational areas which is strictly adhered to.

Human Resources Development

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building efforts are made to enhance employee skills, motivation as also to foster team spirit. Industrial relations remained harmonious with a focus on productivity, quality and safety throughout the year. The Company has 106 employees as on year ended 31 March, 2015.

The Board of Directors place on record their appreciation for the efforts put in by all employees to achieve good performance and looks forward to its continuation.

Cautionary Statement

Some of the statements in this “Management Discussion and Analysis”, describing the Company’s objectives, projections, estimates, expectations and predictions may be “forward looking statements” within the meaning of applicable securities laws and regulations. Although the expectations are based on reasonable assumptions, the actual results could materially differ from those expressed or implied, since the Company’s operations are influenced by many external and internal factors beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

ANNEXURE I TO DIRECTORS' REPORT

**CORPORATE GOVERNANCE
REPORT 2014-2015**

As required by Clause 49 of the Listing Agreement with the Stock Exchange(s), a report on Corporate Governance for the year ended March 31, 2015 is furnished below:

A. Mandatory Requirements**1. Company's Philosophy on Code of Governance**

AksharChem (India) Limited philosophy on Corporate Governance is about ensuring transparency, integrity and accountability in all its operations. Our governance practice is to build the trusts between the Company and its stakeholders viz. shareholders, customers, suppliers and employees.

2. Board of Directors**a. Composition and Category of the Board**

The Board of Directors as on March 31, 2015 comprises of Eight (8) Directors out of which three were Executive Directors and five were Non-Executive Directors. The three Executive Directors includes one Chairperson and Managing Director (Woman Director) and two Joint Managing Directors and who are promoters of the company. All five Non-Executive Directors are independent directors.

Mr. Gautam M. Jain, Mr. Jayprakash M. Patel, Dr. Pradeep Jha, Mr. Param J. Shah and Mr. Kiran J. Mehta, are independent directors of the Company.

The independent directors on the Board are senior, competent and highly respected persons from their receptive fields. None of the Directors on the Board is a member on more than 10 Committees and Chairman of more than 5 committees. Necessary disclosures have been made by the Directors in this regards.

The Board does not have any Nominee Director representing any institution.

b. Non-Executive Directors' Compensation and Disclosures

The Non-Executive Directors are entitled for sitting fees only. Apart from sitting fees no other fees/compensation are paid to them.

c. Other provisions as to the Board and Committees

The Board plays an important role to ensure good governing practices and functioning of the Company. The responsibility such as policy formulation, performance review and analysis and control, direction and management of the affairs of the Company is vested in the Board of Directors presided over by the Chairperson and Managing Director. The Board has delegated some of its powers to the executives of the Company. The Board reviews from time to time such delegated powers and their utilization for executive functioning of the Company. The Board also reviews compliance reports of all laws applicable to the Company as well as take necessary steps to rectify instances of non-compliances, if any.

The meetings of the Board of Directors are held at periodical intervals and are generally at the Corporate Office of the Company. The information as required under Annexure X to Clause 49 of the Listing Agreement is made available to the Board of Directors for discussion and consideration at the Board Meetings. The meeting dates are decided well in advance and the agenda and notes on agenda are circulated in advance to the directors. Where it is not perusable to attach supporting or relevant documents to the agendas, the same is tabled before the meeting. Senior level employees are often invited to attend the Board Meeting and provide clarifications as and when required. The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Company as well as steps taken by the Company

to rectify instances of non-compliances. During the year under review, the Board of Directors met Six (6) times and time gap between two meetings does not exceed one hundred twenty days. The details of Board Meeting and Attendance thereof are as below:

Sr. No.	Date of Board Meeting	Place	No. of Directors Present
1.	27/05/2014	Ahmedabad	8
2.	12/08/2014	Ahmedabad	6
3.	12/11/2014	Ahmedabad	8
4.	16/01/2015	Ahmedabad	8
5.	13/02/2015	Ahmedabad	8
6.	14/03/2015	Ahmedabad	7

Details of Board of Directors in terms of directorship/memberships in outside company (excluding AksharChem (India) Ltd.) as well as attendance at Board Meetings and last Annual General Meeting (AGM) are as follows:

Name of the Director	No. of Outside Directorship Held		No. of Outside Committee Positions Held		No. of Board Meetings		Attended at Last AGM
	Public	Private	Public	Private	Held	Attended	
Mrs. Paru M. Jaykrishna	1	4	2	-	6	6	Yes
Mr. Gautam M. Jain	3	12	1	-	6	5	No
Mr. Jayprakash M. Patel	2	1	2	-	6	6	No
Mr. Param J. Shah	-	-	-	-	6	6	Yes
Dr. Pradeep Jha	1	-	4	-	6	6	No
Mr. Kiran J. Mehta	-	-	-	-	6	5	Yes
Mr. Gokul M. Jaykrishna	2	5	-	-	6	5	Yes
Mr. Munjal M. Jaykrishna	1	5	-	-	6	6	Yes

d. Details of Director seeking re-appointment at the ensuing Annual General Meeting

The brief resume of the director proposes to be appointed/re-appointed is given in the Notes annexed to the notice of convening the Annual General Meeting.

e. Code of Conduct

The Company has laid down a Code of a Conduct for its Board of directors and senior level employees which is adhered to by all the concerned persons. All board members and senior level employees have affirmed compliance of the Code. The Chairperson and Managing Director has confirmed the Compliance of the Code and

as required under sub-clause 2(E) of Clause 49 of the Listing Agreement a declaration is as per Annexure to this report.

f. Familiarisation programmes for Board Members

The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

g. Independent Directors Meeting

The Independent Directors met on 16th January, 2015 without the presence of Non-Independent Directors and members of the Management. At this meeting, the Independent Directors inter alia evaluated the performance of the Non-Independent Directors and the Board of Directors as a whole, evaluated the performance of the Chairperson of the Board and discussed aspects relating to the quality, quantity and timeliness of the flow of information between the Company, the Management and the Board.

h. Mechanism for evaluating Board members

One of the key functions of the Board is to monitor and review the board evaluation framework. The Board works with the nomination and remuneration committee to lay down the evaluation criteria for the performance of executive / non-executive / independent directors through a peer-evaluation excluding the director being evaluated through a Board effectiveness survey. Each Board member is requested to evaluate the effectiveness of the Board dynamics and relationships, information flow, decision-making of the directors, relationship to stakeholders, company performance, company strategy, and the effectiveness of the whole Board and its various committees. Independent directors have three key roles – governance, control and guidance.

3. Committee of the Board

The Company has four Board level Committees, namely:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Corporate Social Responsibility Committee

3.1 Audit Committee

i) Terms of reference of Audit Committee:

The terms of reference of Audit Committee as approved by Board of Directors broadly are as under:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure

that the financial statement is correct, sufficient and credible;

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency, monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and

- performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. Discussion with internal auditors of any significant findings and follow up there on;
 15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 18. To review the functioning of the Whistle Blower mechanism;
 19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
 20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

ii) Composition of Audit Committee, Name of members and Chairperson

The Audit Committee constituted by the Board of Directors as per the provisions of Clause 49 of the listing Agreements as well as as per the provisions of Companies Act, comprises of three members, who are well versed with finance, accounts, management and corporate affairs. The Chairman of the Audit Committee is a non-executive and independent director. The present composition of the Audit Committee is as under:

- 1) Mr. Kiran J. Mehta - Chairman
- 2) Dr. Pradeep Jha - Member
- 3) Mr. Param J. Shah - Member

The Managing Director, Joint Managing Directors, Senior Management Executives, Head of Accounts, Internal Auditors and the Statutory Auditors are also invited to attend the Meetings.

Mr. Kiran J. Mehta, Chairman of the Audit Committee attended the last Annual General Meeting (AGM).

iii) Meeting and Attendance of the Audit Committee:

During the year under review, the Audit Committee met Four (4) times. The details of meeting and attendance of the members are as below:

Name of Members	No. of Meetings	
	Held	Attended
Mr. Kiran J. Mehta	4	3
Dr. Pradeep Jha	4	4
Mr. Param J. Shah	4	4

iv) Review of information by Audit Committee

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and

5. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

3.2 Nomination and Remuneration Committee

In terms of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board on 27th May, 2014 renamed the then Remuneration Committee into the Nomination and Remuneration Committee.

i) Terms of reference of Nomination and Remuneration Committee:

The terms and reference of Nomination and Remuneration Committee are as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
5. Such other matters as the Board may from time to time request the Nomination and Remuneration Committee to examine and recommend/approve.

ii) Composition of Nomination and Remuneration Committee, name of members and Chairman:

Nomination and Remuneration Committee of the Board comprises of three members, all are independent directors.

The Committee comprises of:

- 1) Mr. Kiran J. Mehta - Chairman
- 2) Dr. Pradeep Jha - Member
- 3) Mr. Param J. Shah - Member

iii) Attendance of Nomination and Remuneration Committee:

During the year under review the Committee met for twice (2). The details of members and their attendance are as below:

Name of Members	No. of Meetings	
	Held	Attended
Mr. Kiran J. Mehta	2	1
Dr. Pradeep Jha	2	2
Mr. Param J. Shah	2	2

iv) Remuneration policy:

Remuneration policy in the Company is designed to create a high performance culture. It enables the Company to attract, retain and motivate employees to achieve results.

The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and commission (variable component) to its managing directors. Annual increments are decided by the nomination and remuneration committee (NRC) within the salary scale approved by the members of the Company.

NRC decides on the commission payable to the managing director out of the profits for the financial year and within the ceilings prescribed under the Act based on the performance of the Company as well as that of the managing directors.

The Board will carry out the annual performance evaluation of the Directors individually as well as evaluation of the working of the Board and of the Committees of the Board, by way of individual and collective feedback from Directors.

v) Details of the remuneration paid to the Managing Directors are as below:

Whole – Time Director	Business relationship with the Company	Remuneration during the year 2014-15 (inclusive of P. F. Contribution, Perquisites and Commission) (Rs. in Lac)
Mrs. Paru M. Jaykrishna	Chairperson & Managing Director	66.36
Mr. Gokul M. Jaykrishna	Joint Managing Director	35.41
Mr. Munjal M. Jaykrishna	Joint Managing Director & CFO	39.18

- Service Contract, Notice Period and Severance Fees:
The employment of Mrs. Paru M. Jaykrishna, Chairperson and Managing Director, Mr. Gokul M. Jaykrishna, Joint Managing Director and Mr. Munjal M. Jaykrishna, Joint Managing Director & CFO is contractual and there was no severance fees paid to them.
- Stock Option details, if any : NIL

vi) Shareholding of Directors

None of the Non-Executives - Independent Directors of the Company are holding any shares in the Company.

3.3 Stakeholders' Relationship Committee

In terms of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board re-named the then "Shareholders/Investors' Grievance Committee" as the "Stakeholders' Relationship Committee".

i) Terms of Reference of Stakeholders' Relationship Committee:

- Investor relations and redressal of shareholders grievances in general and relating to non-receipt of dividends, interest, non-receipt of balance sheet etc.
- Such other matter as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended by such committee.
- To approve request received for transfer, transmission, demat etc. of shares of the Company.

The Compliance Officer is entrusted with the responsibility to specifically look into the redressal of the shareholders and investors complaints and report the same to the Stakeholders' Relationship Committee.

ii) Composition of Stakeholders' Relationship Committee:

The Stakeholders' Relationship Committee has been constituted to focus on shareholders grievances and strengthening of investor relations.

The Committee comprises of:

- Mr. Kiran J. Mehta - Chairman
- Dr. Pradeep Jha - Member
- Mr. Param J. Shah - Member

iii) Attendance of Stakeholders' Relationship Committee:

The committee meets as and when required and following are the details of meeting held of Stakeholders' Relationship Committee.

Name of the Committee Member	No. of Meeting (s)	
	Held	Attended
Mr. Kiran J. Mehta	2	1
Dr. Pradeep Jha	2	2
Mr. Param J. Shah	2	2

iv) Name, designation of Compliance Officer

In terms of the listing agreement the Board has appointed Mr. Meet Joshi, Company Secretary as the Compliance Officer of the Company.

v) Complaint Status

The status of complaints during the year under review is as under:

Number of complaints received : 17

Number of complaints solved : 17

Number of pending complaints : -

All the complaints received from the shareholders during the year were duly resolved. There are no complaints remaining unresolved as at the beginning and end of the year.

3.4 Corporate Social Responsibility (CSR) Committee

i) Terms of Reference of CSR Committee:

1. Formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy;
2. Recommend the amount of expenditure to be incurred on the activities referred to above;
3. Monitor the CSR policy of the Company from time to time;
4. Oversee the Company's conduct with regard to its corporate and social obligations and its reputation as a responsible corporate citizen; and
5. Oversee activities impacting the quality of life of various stakeholders

ii) Composition of CSR Committee:

CSR Committee of directors as required under Section 135 of the Companies Act, 2013 has been constituted to formulate the CSR policy and initiate the CSR activities.

The Committee comprises of:

- 1) Mrs. Paru M. Jaykrishna - Chairperson
- 2) Mr. Gautam Jain - Member
- 3) Mr. Kiran J. Mehta - Member

iii) Attendance of CSR Committee:

During the year under review the Committee met once (1). The details of members and their attendance are as below:

Name of Members	No. of Meetings	
	Held	Attended
Mrs. Paru M. Jaykrishna	1	1
Mr. Gautam Jain	1	1
Mr. Kiran J. Mehta	1	1

4. General Body Meetings

i. Details of location, time and date of last three Annual General Meeting are given below:

Year	Location	Date	Time
2011-12	At the Registered Office at 167-168, Village Indard, Kadi-Kalol Road, Mehsana, Gujarat	28.09.2012	11.30 a.m
2012-13	At the Registered Office at 167-168, Village Indard, Kadi-Kalol Road, Mehsana, Gujarat	27.09.2013	3.30 p.m.
2013-14	At the Registered Office at 166-169, Village Indard, Kadi-Kalol Road, Mehsana, Gujarat	25.09.2014	11.30 a.m

ii. Extra Ordinary General Meeting

There was no Extra Ordinary General Meeting held during the Financial Year 2014-15.

iii. Special Resolution passed in the last three years at the Annual General Meetings

At the Annual General held on September 25, 2014 following Special Resolution were passed.

1. Revision in the terms of appointment and remuneration of Mrs. Paru M. Jaykrishna (holding DIN: 00671721), the Chairperson and Managing Director of the Company

2. Revision in the terms of appointment and remuneration of Mr. Gokul M. Jaykrishna (holding DIN: 00671652), the Joint Managing Director of the Company
3. Reappointment of Mr. Munjal M. Jaykrishna (holding DIN: 00671693) as Joint Managing Director of the Company
4. Borrowing powers to the Board of Directors of the Company under section 180(1)(c) of the Companies Act, 2013 up to Rs. 200 crores
5. Authority to charge/mortgage assets of the Company both present and future

6. Adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013
7. Maintenance of Register of Member and other statutory registers at a place other than the registered office of the Company

iv. Resolution passed with requisite majority last year through Postal Ballot

During the year under review, in terms of Securities and Exchange Board of India (SEBI) Circular CIR/CFD/DIL/5/2013 dated 4th February, 2013 and Circular CIR/CFD/DIL/8/2013 dated 21st May, 2013, Shareholders' approval was sought by Postal Ballot for a resolution to approve the Scheme of Arrangement in the nature of demerger and transfer of CPC Green division from Asahi Songwon Colors Limited. Based on the Report of Mr. Bipin Makwana, a Practicing Company Secretary, Ahmedabad and Scrutinizer for conducting the aforementioned Postal Ballot, the resolution was passed with requisite majority. The votes cast in favour aggregated to 76.23 % of the total votes cast.

v. Whether any Special Resolutions are proposed to be passed through Postal Ballot.

None of the business proposed to be transacted in the ensuing Annual General Meeting requires passing a special resolution through postal ballot.

5. Disclosures

a. Related party transactions

The audit committee reviews periodically the significant related party transactions that may have potential conflict with the interest of the Company at large.

There are no materially significant party transactions i.e. transactions of the Company of material nature with its promoters, the directors or the management or relatives etc. that may have potential conflict with the interest of Company at large. Transactions with related parties as per the requirement of Accounting Standard (AS-18) – "Related Party Disclosure" are disclosed in Note No. 37 to Financial Statement.

b. Details of Non Compliances

The Company has complied with the requirements of the Stock Exchange(s), Securities Exchange Board of India (SEBI) and other authorities on all matters relating to capital markets during the last three years. No penalties

or strictures have been imposed on the Company by the Stock Exchanges, SEBI or other statutory authorities relating to the above.

c. Whistle Blower

The Company has adopted vigil mechanism/whistle blower policy and has established necessary mechanism in line with Clause 49 of the Listing Agreement with Stock Exchanges for employees to report concerns about the serious irregularities within the Company. No employee is denied the opportunity to meet the Audit Committee members of the Company.

d. Compliance with non-mandatory requirements of Clause 49 of the Listing Agreement

The Company has complied with all mandatory requirements of Clause 49 of the Listing Agreement. The Company has adopted non-mandatory requirements of Clause 49 of the Listing Agreement which is as mentioned below.

Shareholders' Rights

As the Company's half yearly results are published in leading English newspapers having circulation all over India and in vernacular newspaper and also in the Company's website, the same are not sent to the shareholders of the Company. The annual results are approved by the Board and published in the newspaper and communicated to the shareholders through the Annual Report.

6. Subsidiary Company

During the year under review, your Company does not have any Subsidiary Company.

7. CEO/CFO Certification

A certificate from Mrs. Paru M. Jaykrishna, Chairperson and Managing Director, Mr. Gokul M. Jaykrishna, Joint Managing Director and Mr. Munjal M. Jaykrishna, Joint Managing Director and CFO of the Company on the financial reporting and internal controls was placed before the Board in terms of Clause 49 of the Listing Agreement with the Stock Exchanges.

8. Prevention Of Insider Trading

The Company has adopted a Code of Conduct for prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees which

in possession of unpublished price sensitive information in relation to the Company.

9. Accounting Treatment

In the preparation of the financial statements, the Company has followed the Accounting Policies and Practices as prescribed in the Accounting Standards and has been consistently applied except for the changes, if any, mentioned in Notes forming part of Accounts.

10. Management

The Management Discussion and Analysis Report forms part of Annual Report as per Clause 49 of the Listing Agreement. All matters pertaining to industry structure and developments, opportunities and threats, segment wise or product wise performance, outlook, risks and concerns, internal controls systems are discussed in the said report.

No material transaction has been entered into by the Company with the Promoters, Directors or the Management, their subsidiaries or relatives etc. that may have a potential conflict with the interests of the Company.

11. Proceed from Public Issues, Rights Issue, Preferential Issue Etc.,

During the period under review the Company has not raised any proceeds from public issue, right issue, preferential issue etc.

12. Risk Management

The Board has framed and implemented the Risk Management Policy and monitor the risk management plan for the company and regularly reviews the risk assessment and control process of the Company.

13. Transfer to Investor Education and Protection Fund

During the year under review, the Company has transferred Rs. 880,885 to Investor Education and Protection Fund established by the Central Government.

14. Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place policy as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year, no case was reported to the Committee constituted under the said Act.

15. Information Pursuant to Clause 49 VIII (E) (1) of the Listing Agreement with Stock Exchanges

Information pertaining to particulars of Directors to be appointed/ reappointed at the forthcoming Annual General Meeting is being included in the Notice convening the Annual General Meeting.

16. Means Of Communication

I. Results

The Board of Directors of the Company approves and takes on record the Financial Results and announces the said financial results to the BSE Limited and Ahmedabad Stock Exchange Limited where the shares of the Company are listed. Further, the quarterly/half yearly results are generally published in Local English and Vernacular language newspapers. The shareholding pattern, financial results, corporate governance report other announcements are also filed electronically on BSE Limited.

II. Website

The financial results are posted on the website of the Company at www.aksharchemindia.com

III. Presentation to Institutional Investors or to analysts

The presentation of Company's performance are made to the Institutional Investors / Financial Analysts as and when felt expedient.

11. General Shareholder's Information

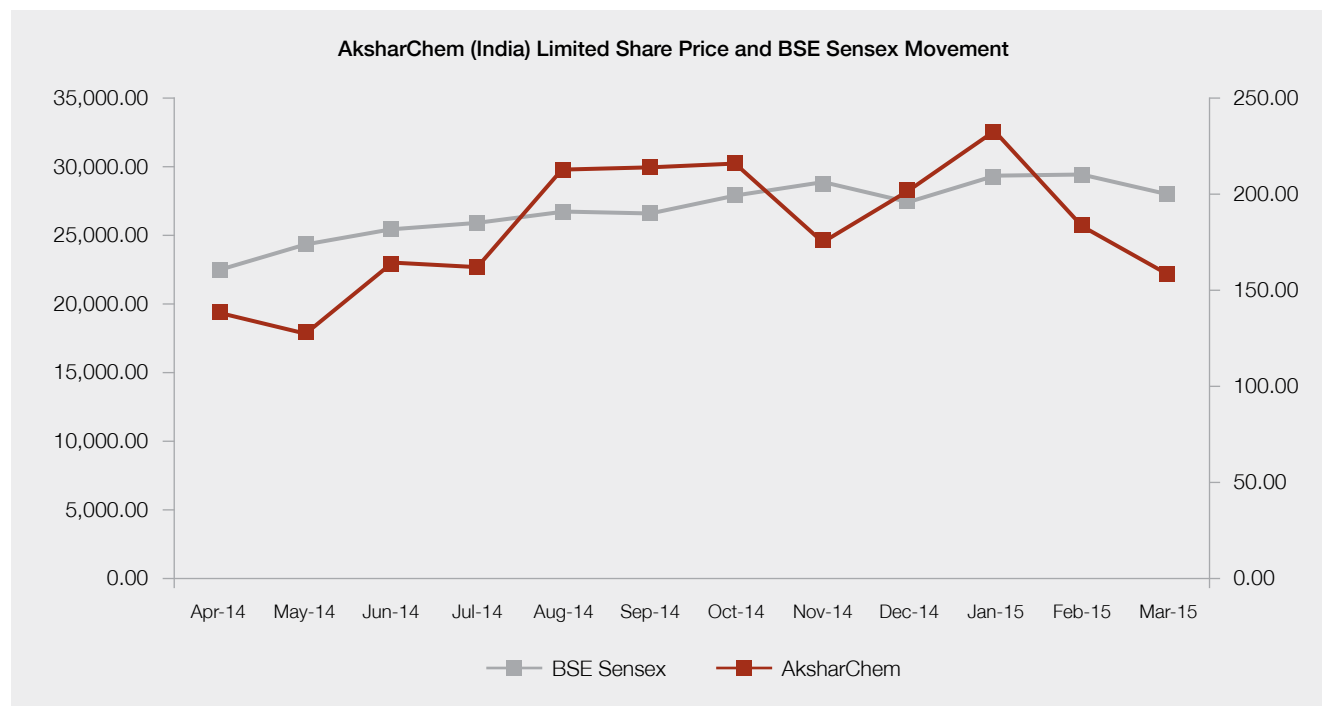
i. Annual General Meeting	
Day, Date, Time & Venue	Tuesday, September 29, 2015 at 11: 30 A. M. at the Registered Office of the Company situated at 166-169, Village : Indrad, Kadi – Kalol Road, Dist : Mehsana.
ii. Financial Year Calendar (2015-16) Tentative	
Financial Year	April 1, 2015 to March 31, 2016
Annual General Meeting	August / September, 2016
Results for quarter ended on	
June 30, 2015	On or before August 14, 2015
September 30, 2015	On or before November 14, 2015
December 31, 2015	On or before February 14, 2016
Annual Results 2015-16	On or before May 29, 2016
iii. Date of Book Closure	
Closure of Register of Members and Share Transfer Books	The Book Closure is from September 22, 2015 to September 29, 2015 (both days inclusive).
iv. Dividend Payment Date	<p>Final Dividend of Rs. 3.50 per share (35%) for the Financial Year 2014-15 is proposed. The payment of final dividend upon declaration by the shareholders at the forthcoming Annual General Meeting will made on or after September 29, 2015.</p> <p>i. to all those shareholders holding shares in physical and whose names appear in Company' Register of Members as on September 21, 2015.</p> <p>ii. to all those beneficial owners holding shares in electronic mode, as per the ownership data made available to the Company by National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the end of the day on September 21, 2015.</p>
v. Listing of Equity Shares on Stock Exchange at	<p>The Equity Shares of the Company are listed at BSE Limited and Ahmedabad Stock Exchange Limited and Annual Listing Fees for the Financial Year 2015-16 has been paid to the above stock exchanges.</p> <p>Name and Address of Stock Exchange(s) BSE Limited P. J. Towers, Dalal Streets, Mumbai - 400 001 Ahmedabad Stock Exchange Ltd Kamdheni Complex, Opp. Sahajanand College, Panjara Pole, Ambawadi, Ahmedabad – 380 015</p>
vi. Stock Code	524598 (BSE) 06408 (ASEL)

vii. Market Price Data

The monthly High, Low (based on closing prices) during each month in the year 2014-15 on BSE Limited is given below:

Month	High (Rs.)	Low (Rs.)
April, 2014	140.00	122.25
May, 2014	148.70	110.50
June, 2014	183.50	120.05
July, 2014	175.90	147.00
August, 2014	220.00	155.00
September, 2014	303.00	190.00
October, 2014	236.40	195.50
November, 2014	258.00	162.75
December, 2014	217.90	166.00
January, 2015	264.00	202.10
February, 2015	238.00	180.00
March, 2015	194.40	151.00

Viii. Performance in Comparison to BSE Sensex



<p>ix. Registrar and Transfer Agent</p>	<p>The Company in compliance with Securities Exchange Board of India (SEBI) guidelines has appointed M/s. Link Intime India Pvt. Ltd. to act as Registrar and Transfer agent to handle all investor services relating to shares held in physical form as well as in electronic mode. Their address is given below :</p> <p>Link Intime India Pvt. Ltd. Mumbai Office C-133, Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup (West), Mumbai – 400 078 Tel : 022-25960320-28 Fax : 022-25960329</p> <p>Ahmedabad Branch Office 303, Shoppers Plaza V, Opp. Municipal Market Off. C. G. Road, Navrangpura, Ahmedabad - 380009 Tel : 079-26465179</p>
<p>x. Share Transfer System</p>	<p>The Register and Transfer Agent deals with Share Transfer both in Physical and Demat Mode. The Demat shares are transferable through the depository system. Shares in physical form are processed by the Registrar and Transfer Agent and the share certificates are generally return to the transferee within a period of fifteen days from the date of receipt of transfer provided the transfer documents lodged with the Company are complete in all respects.</p>
<p>Reconciliation of Share Capital Audit</p>	<p>Pursuant to Clause 47 (c) of the Listing Agreement with the Stock Exchange(s), the Company obtained a certificate from a Practising Company Secretary on half yearly basis, for compliance of share transfer formalities.</p> <p>Pursuant to Securities Exchange Board of India (Depositories and Participants) Regulations, 1996, a certificate have been obtained from a Practising Company Secretary for timely dematerialization of the shares of the Company and for conducting secretarial audit on a quarterly basis for reconciliation of the share capital of the Company. The Company files copies of these certificates with the stock exchange(s).</p>
<p>Payment of Dividend through National Electronic Clearing Services (NECS)</p>	<p>The Company provides the facility for remittance of dividend to the Members through NECS. To facilitate dividend payment through NECS, members who hold shares in demat mode should inform their Depository Participant and members holding shares in physical mode should update the bank details with the Registrar and Share Transfer Agent.</p>

xi. Distribution of shareholding

The distribution of shareholding as on March 31, 2015 is as under:

a. Distribution by number of shares

Number of Equity Shares Held	Shareholders		Shareholding	
	Number	% of Total	Number	% of Total
001-500	9,327	95.47	900,568	12.31
501-1000	240	2.46	184,318	2.52
1001-2000	103	1.05	155,360	2.12
2001-3000	31	0.32	77,844	1.06
3001-4000	18	0.18	65,153	0.89
4001-5000	11	0.11	50,071	0.68
5001-10000	23	0.24	175,257	2.40
10001 & above	17	0.17	5,704,329	78.00
Total	9,770	100.00	7,312,900	100.00

b. Shareholding Pattern as on March 31, 2015 (category wise)

Number of Equity Shares Held	Shareholding	
	Number	% of Total
A. Promoters		
1. Indian Promoters		
Individuals	4,795,179	65.57
Bodies Corporate	324,037	4.43
2. Foreign Promoters	-	-
Total Promoters Holding	5,119,216	70.00
B. Non Promoters		
1. Institutional Investors		
a. Mutual Funds	4,500	0.06
b. Banks, Financial Institutions, Insurance Companies	-	-
c. Foreign Institution Investors	-	-
Sub Total	4,500	0.06
2. Others		
a. Bodies Corporate	343,839	4.70
b. Indian Public	1,602,958	21.92
c. NRIs/OCBs	39,955	0.55
d. Clearing Members / Clearing House	36,048	0.49
e. Foreign Bodies Corporate	166,384	2.28
Sub Total	2,189,184	29.94
Grand Total	7,312,900	100.00

xii. Dematerialization of Shares and Liquidity	<p>The shares of the Company are compulsorily traded in dematerialized form. The dematerialized facility is available from both the depositories namely National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) under ISIN No. – INE542B01011.</p> <p>The Equity Shares of the Company are regularly traded on BSE Limited in dematerialized form.</p>
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Details of Demat Shares as at March 31, 2015

	No. of shareholders	No of Shares	% of Capital
CDSL	792	243,529	3.33
NSDL	2316	4,245,501	58.06
Physical Form	6662	2,823,870	38.61
Total	9770	7,312,900	100.00

xiii. Outstanding GDRs / ADRs /Warrants or any Convertible Instruments, conversion date and likely impact on Equity	There are no outstanding GDRs / ADRs / Warrants or any convertible instruments.
xiv. Plant Locations	166-169, Village Indrad, Kadi Kalol Road, Mehsana Gujarat - 382 715
xv. Address for correspondence	<p>At Company AksharChem (India) Limited 166/169, Kadi – Kalol Road, Village : Indrad, Dist : Mehsana - 382 715, Gujarat. Tel : (02764) 233007 to 10 Fax: (02764) 233550 Email: cs@aksharchemindia.com, www.aksharchemindia.com CIN : L24110GJ1989PLC012441</p> <p>At Registrar and Transfer Agent Link Intime India Pvt. Ltd. 303, Shoppers Plaza V, Opp. Municipal Market, Off. C. G. Road, Navrangpura, Ahmedabad – 380009. Tel : (079) 26465179 Fax :(079) 26465179 Email: ahmedabad@linkintime.co.in</p>

For and on behalf of Board of Directors

Place : Indrad, Mehsana
Date : August 12, 2015

Mrs. Paru M. Jaykrishna
Chairperson and Managing Director
DIN: 00671721

Declaration on Code of Conduct

To the Members of
AksharChem (India) Limited

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and Senior Level Employees of the Company.

It is further confirmed that all Directors and Senior Level Employees of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2015, as envisaged in Clause 49 of the Listing Agreement with Stock Exchange(s).

For and on behalf of Board of Directors

Mrs. Paru M. Jaykrishna

Chairperson and Managing Director

DIN: 00671721

Place : Indrad, Mehsana

Date : August 12, 2015

Auditors' Certificate on Corporate Governance

To the Members of
AksharChem (India) Limited

We have examined the compliance of conditions of corporate governance by AksharChem (India) Limited for the year ended 31st March, 2015 as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchange(s).

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with conditions of corporate governance as stipulated in the above mentioned Listing Agreement.

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.

Place : Ahmedabad

Date : August 12, 2015

For, **Trushit Chokshi & Associates**

Chartered Accountants

Firm Registration No. 111072W

Trushit Chokshi

Proprietor

Membership No. 040847

INDEPENDENT AUDITORS' REPORT

To the Members of
AksharChem (India) Limited

Report on the Financial Statements

We have audited the accompanying financial statements of AksharChem (India) Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of The Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial, 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. 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 the Companies(Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under 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.

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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 the Balance Sheet, of the state of affairs of the Company as at 31st March, 2015;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date, and
- (c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Companies Act, 2013, we report that:
- 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.
 - In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - 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.
 - In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2014.
 - On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of section 164(2) of the Act.

- With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts
 - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For, Trushit Chokshi & Associates
Chartered Accountants
Firm Registration No: 111072W

Trushit Chokshi
Proprietor

Place: Ahmedabad
Date: 12.08.2015

Membership No. : 040847

ANNEXURE TO AUDITORS' REPORT

Referred to in paragraph 1 of the Auditors' Report of even date to the members of AksharChem (India) Limited on the financial statements as at and for the year ended 31st March, 2015.

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

- The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - As explained to us, fixed assets, according to the practice of the company, are physically verified by the management at reasonable intervals, in phased verification programme, which in our opinion, is reasonable looking to the size of the Company and the nature of its business. As explained to us, on such physical verification of fixed assets, no major discrepancies have been noticed.
- During the year, the inventories have been physically verified, by the Management at regular intervals, except for the stock lying with the outside parties,

which have, however, been confirmed by them. In our opinion, the frequency of verification is reasonable.

- In our opinion and according to the information and explanations given to us, the procedure of the physical verification of inventories followed by the Management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - On the basis of our examination of records of the inventories, we are of the opinion that, the Company has maintained proper records of inventories. As explained to us, no material discrepancies were noticed on physical verification of inventories as compared to the book records.
- As per the information and explanations given to us, the Company has not granted any loans, secured or

unsecured loans to Companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013.

4. In our opinion and as per 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 with regards to purchase of inventory and fixed assets and sale of goods and services. During the course of our audit, no major weaknesses in the internal control system have been noticed and there is no continuing failure in the same.
5. According to the information and explanations given to us, as the company has not accepted any deposits from the public, Therefore the provision of clause(v) of paragraph 3 of the CARO 2015 are not applicable to the Company.
6. The provisions of clause 3(vi) of the Order are not applicable to the company as the company is not covered by the

Companies (Cost Records and Audit) Rules, 2014. The company does maintain cost records, however the detailed examination has not been made to determine whether they are accurate or correct.

7. (a) In our opinion and as per the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, service tax, Value added Tax, custom duty, excise duty and cess and other statutory dues, if any, with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Income Tax, Wealth Tax, Service Tax, Custom Duty and Excise Duty / Cess were in arrears, as at 31st March, 2015 for a period of more than six months from the date of they become payable.

- (b) The disputed dues on account of income tax, sales tax, VAT which have remained unpaid as on 31.03.2015 are as follows:

Name of the Statute	Nature of Dues	Amount of Demand net of Deposits	Year to Which Amount Relates	Forum where Dispute is Pending
Income Tax Act, 1961	Income Tax	669,293	2001-2002	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	4,427,236	2003-2004	High Court of Gujarat
Gujarat VAT Act, 2003	Sales Tax	1,803,341	2004-2005	Ahmedabad VAT Tribunal
Income Tax Act, 1961	Income Tax	293,669	2004-2005	Commissioner of Income Tax, Circle (1), Ahmedabad
Income Tax Act, 1961	Income Tax	261,960	2010-2011	Appellate Tribunal

- (c) According to the information and explanations given to us the amounts which were required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under has been transferred to such fund within time.
8. The Company has neither accumulated losses at the end of the financial year as at 31st March 2015, nor has it incurred cash losses in the current financial year ended on that date and in the immediately preceding financial year.
9. In our opinion and as per the information and explanations given to us, the Company has not defaulted in repayment of dues to Banks and Financial Institutions and debenture holders.
10. 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.

11. According to the information and explanations given to us, the Company has not taken any fresh term loan, hence the clause is not applicable. However pursuant to the scheme of demerger the company has received the loan liability in the form of term loan against the assets of the demerged unit.

12. According to the information and explanations given to us and to the best of our knowledge and belief, no fraud on or by Company was noticed or reported in the course of our audit during the year.

For, Trushit Chokshi & Associates
Chartered Accountants
Firm Registration No: 111072W

Place: Ahmedabad
Date: 12.08.2015

Trushit Chokshi
Proprietor
Membership No. : 040847

BALANCE SHEET As at 31st March, 2015

(Amount in Rupees)

Particulars	Notes	As at 31st March, 2015	As at 31st March, 2014
I. EQUITY AND LIABILITIES			
1 Shareholders' Funds			
(a) Share Capital	2	73,129,000	49,528,500
(b) Reserves and Surplus	3	641,373,438	291,448,377
		714,502,438	340,976,877
2 Non-Current Liabilities			
(a) Long-term Borrowings	4	21,303,661	-
(b) Deferred Tax Liabilities (Net)	5	66,982,727	22,927,664
(c) Long-term Provisions	6	15,182,000	1,165,092
		103,468,388	24,092,756
3 Current Liabilities			
(a) Short-term Borrowings	7	207,697,387	91,430,751
(b) Trade Payables	8	377,184,930	200,670,335
(c) Other Current Liabilities	9	30,064,769	31,408,813
(d) Short-term Provisions	10	31,898,608	12,372,584
		646,845,694	335,882,483
TOTAL		1,464,816,520	700,952,116
II. ASSETS			
1 Non-Current Assets			
(a) Fixed Assets	11		
(i) Tangible Assets		548,207,283	206,302,896
(ii) Intangible Assets		-	-
(iii) Capital Work-in-Progress		16,325,976	3,540,931
(iv) Intangible Assets under Development		2,126,180	-
(b) Non-Current Investments	12	183,401,253	76,909,454
(c) Long-term Loans and Advances	13	16,080,645	7,905,014
		766,141,337	294,658,295
2 Current Assets			
(a) Inventories	14	181,481,795	109,371,363
(b) Trade Receivables	15	210,073,626	134,168,463
(c) Cash and Cash Equivalents	16	8,607,610	6,842,639
(d) Short-term Loans and Advances	17	296,735,767	155,355,965
(e) Other Current Assets	18	1,776,385	555,391
		698,675,183	406,293,821
TOTAL		1,464,816,520	700,952,116
Significant Accounting Policies	1		
The accompanying notes are an integral part of financial statements	2 - 43		

As per our Report of even date attached.

For and on behalf of the Board

 For, **Trushit Chokshi & Associates**
 Chartered Accountants
 Firm Registration No. 111072W

Mrs. Paru M. Jaykrishna
 Chairperson & Managing Director
 DIN: 00671721

Meet J. Joshi
 Company Secretary

Gokul M. Jaykrishna
 Joint Managing Director
 DIN: 00671652

Trushit Chokshi
 (Proprietor)
 Membership No. 040847
 Place : Ahmedabad
 Date: 12/08/2015

Munjal M. Jaykrishna
 Joint Managing Director & CFO
 DIN: 00671693

STATEMENT OF PROFIT AND LOSS For the year ended 31st March, 2015

(Amount in Rupees)

Particulars	Notes	Year ended 31st March, 2015	Year ended 31st March, 2014
I. Revenue from Operations	19	1,998,158,121	1,448,733,093
II. Other Operating Income	20	3,114,294	1,117,551
III. Other Income from Investment	21	19,949,959	137,211
IV. Total Revenue		2,021,222,374	1,449,987,855
V. Expenses:			
Cost of Materials Consumed	22	1,180,775,028	855,233,342
Purchase of Stock-in-Trade	23	45,375,700	-
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	24	31,544,182	(42,933,730)
Employee Benefits Expense	25	57,631,622	39,322,181
Finance Costs	26	32,533,025	10,880,150
Depreciation and Amortization Expense	27	39,078,760	11,967,597
Other Expenses	28	410,751,594	269,959,069
Total Expenses		1,797,689,911	1,144,428,609
VI. Profit Before Prior Period Adjustments, Extraordinary Items and Tax Expenses.		223,532,463	305,559,246
Prior Period Adjustments (Expenses)/Income	40	11,565,000	-
VII. Profit Before Extraordinary Items and Tax Expenses		235,097,463	305,559,246
Extraordinary Items	41	-	15,979,288
VIII. Profit Before Tax Expenses		235,097,463	289,579,958
IX. Tax Expense:			
(1) Current Tax		64,729,840	66,012,707
(2) Deferred Tax		10,365,601	23,138,100
X. Profit After Tax		160,002,022	200,429,151
XI. Earnings per equity share: (face value of Rs. 10/- per share)	29		
(1) Basic and Diluted Earning per share Rs.		21.88	43.69
(2) Basic and Diluted (Before Extraordinary Item) Earning per share Rs.		21.88	40.47
Significant Accounting Policies	1		
The accompanying notes are an intergal part of financial statements	2 - 43		

As per our Report of even date attached.

For and on behalf of the Board

For, **Trushit Chokshi & Associates**
Chartered Accountants
Firm Registration No. 111072W

Mrs. Paru M. Jaykrishna
Chairperson & Managing Director
DIN: 00671721

Meet J. Joshi
Company Secretary

Gokul M. Jaykrishna
Joint Managing Director
DIN: 00671652

Trushit Chokshi
(Proprietor)
Membership No. 040847
Place : Ahmedabad
Date: 12/08/2015

Munjal M. Jaykrishna
Joint Managing Director & CFO
DIN: 00671693

CASH FLOW STATEMENT For the year ended 31st March, 2015

(Amount in Rupees)

Particulars	Year ended 31st March, 2015		Year ended 31st March, 2014	
A. Cash Flow from Operating Activities				
Profit Before Extraordinary Items and Tax Expenses		235,097,463		289,579,958
Add: Depreciation and Amortisation Expenses	39,078,760		11,967,597	
Finance Cost	32,533,025		10,880,150	
Less: Interest Received/Other Income	(1,758,286)		(772,111)	
Profit/Loss from Sale of Current Investment / Assets	(18,622,569)		544,416	
Dividend Income	(1,356,008)	49,874,922	(345,440)	22,274,612
Operating Profit Before Working Capital Changes		284,972,385		311,854,570
Working Capital Changes				
(Increase)/Decrease Trade & Other Receivables	59,405,767		(52,050,162)	
(Increase)/Decrease Inventories	30,136,077		(72,692,318)	
Increase/ (Decrease) Trade & Other Payables	27,737,712	-	107,671,550	
Changes in Loans and Advances	(62,046,462)	55,233,094	241,439	(16,829,491)
Cash Generated from Operating Activities		340,205,479		295,025,079
Direct Taxes Paid	(58,255,235)		(71,388,007)	
		(58,255,235)		(71,388,007)
Net Cash from / (used in) Operating Activities		281,950,244		223,637,072
B. Cash Flow from Investing Activities				
Purchase of Fixed Assets	(53,799,150)		(67,631,858)	
Proceeds from Sale of Fixed Assets / Investments	8,396,217		522,211	
Purchase of Current Investments	(150,824,800)		(76,354,686)	
Sale of Current Investments	63,625,325		-	
Margin Money Deposit (placed) / matured	(90,000)		-	
Interest and Other Income	3,114,294	(129,578,114)	1,117,551	(142,346,782)
Net Cash from / (used in) Investing Activities		(129,578,114)		(142,346,782)
C. Cash Flow from Financing Activities				
Proceed from Share Capital & Premium / Reserves	-		-	
Availment/(Repayment) Long-term Borrowings	(20,643,684)		-	
Availment/(Repayment) Short-term Borrowings	(68,162,746)		(48,128,632)	
Payment of Dividend (including Dividend Distribution Tax)	(30,936,489)		(20,281,054)	
Interest Paid	(32,533,025)	(152,275,944)	(10,880,150)	(79,289,836)
Net Cash from / (used in) Financing Activities		(152,275,944)		(79,289,836)
Net Increase / (Decrease) in Cash and Cash Equivalents		96,186		2,000,454
Cash and Cash Equivalent at the beginning of the Year		4,252,639		2,252,185
Add: Transfer Pursuant to Scheme of Arrangement (Refer Note-42)		1,758,785		-
Cash and Cash Equivalent at the end of the Year		6,107,610		4,252,639

CASH FLOW STATEMENT (Contd...) For the year ended 31st March, 2015

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
Notes to Cash Flow Statement:		
1. Reconciliation of Cash and Cash Equivalent with the Balance Sheet		
Cash and Cash Equivalent as per Balance Sheet: (Refer Note-16)	8,607,610	6,842,639
Less: Margin Money not considered as Cash and Cash Equivalents as defined in AS 3 "Cash Flow Statement"	2,500,000	2,590,000
	6,107,610	4,252,639
2. Components of Cash and Cash Equivalents:		
Cash on Hand	790,514	455,390
In Current Accounts	1,712,896	1,095,113
In Unclaimed Dividend Accounts	1,604,200	880,885
In Deposit Accounts	2,000,000	1,821,251
	6,107,610	4,252,639

- Previous year figures have been regrouped wherever necessary, to confirm to this year's classification.
- The cash flow statement has been prepared under the 'Indirect Method' set out in Accounting Standard 3 'Cash Flow Statement' issued by Institute of Chartered Accountants of India.
- The figures of current year are not comparable with the previous years figures, pursuant to the Scheme of Arrangement sanctioned by the Hon'ble High Court of Gujarat in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited to the Company on the appointed date i.e. April 01, 2014. All the Assets and liabilities are transferred the Company on that date. (Refer Note-42).

As per our Report of even date attached.

For, **Trushit Chokshi & Associates**
Chartered Accountants
Firm Registration No. 111072W

Trushit Chokshi
(Proprietor)
Membership No. 040847
Place : Ahmedabad
Date: 12/08/2015

Meet J. Joshi
Company Secretary

For and on behalf of the Board

Mrs. Paru M. Jaykrishna
Chairperson & Managing Director
DIN: 00671721

Gokul M. Jaykrishna
Joint Managing Director
DIN: 00671652

Munjal M. Jaykrishna
Joint Managing Director & CFO
DIN: 00671693

NOTES FORMING PART OF FINANCIAL STATEMENTS

1.1.1 Corporate Information

The Company is a Public Limited Company incorporated under the Companies Act, 1956. The Company is currently engaged in the business of manufacturing, marketing, trading and export of Dyes Intermediates and Pigments. The company's equity shares are listed at BSE Limited and Ahmedabad Stock Exchange Limited.

1.2 Significant Accounting Policies

1.2.1 Basis of preparation of Financial Statements

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis, except for certain financial instruments which are measured at fair value.

1.2.2 Use of Estimates

The preparation of financial statements in conformity with the Indian GAAP requires estimates and assumptions to be made by management that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which results are known / materialized.

1.2.3 Current/Non Current Classification

All Assets and Liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of its activities and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

1.2.4 Accounting for Investments

Current investments are carried at lower of cost or fair value. Long-term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is permanent in the opinion of the management.

1.2.5 Valuation of Inventories

- a. Raw material, are valued at lower of the cost on FIFO basis including incidental expenses to bring the inventories to their present location and condition; and estimated net realizable value after providing for cost of obsolescence and other anticipated losses, wherever considered necessary.
- b. Packing Materials and Stores & Spares are valued at cost on FIFO basis.
- c. Finished goods and work in process include cost, cost of conversion and other cost incurred in bringing the inventories to their present location and condition; and market realizable value whichever is lower. Trading goods are valued at cost on FIFO basis or market value whichever is lower. By products are valued at net realizable value.
- d. The Company is mainly engaged in the export business, the closing stock at the year end is generally exported in the next year. Exports are being exempted from excise duty, hence no provision for excise duty has been made in Statement of Profit & Loss and Finished goods are valued without adding therein excise duty. However the said liability if accounted would have no effect on the profit for the year.

1.2.6 Cash Flow Statements

The Cash Flow Statement is prepared under "Indirect method". The cash flow from operating, investing and financing activities of the Company are segregated.

NOTES FORMING PART OF FINANCIAL STATEMENTS

1.2.7 Cash and Cash Equivalents

Cash and Cash Equivalents comprises of Cash at Bank, Cash on Hand, Current and other accounts held with Banks.

1.2.8 Contingencies and Event Occurring after the Balance Sheet Date

- a. Assets and Liabilities are adjusted for events occurring after the balance sheet date that provide additional evidence to assist the estimation of amounts relating to conditions existing at the balance sheet date.
- b. Dividends, which are proposed/declared by the Company after the Balance Sheet date but before the approval of the financial statements are adjusted.

1.2.9 Net Profit or Loss for the period, Prior Period items and Changes in accounting Policies

Significant items or Extra-ordinary items and Prior Period Incomes and Expenditures are accounted in accordance with Accounting Standard.

1.2.10 Revenue Recognition

- a. Sales are recognized when goods are supplied and are recorded net of trade discounts, rebates and VAT but include, wherever applicable, excise duties, export incentives such as Duty Drawbacks and premiums on sale of Import Licenses.
- b. Export benefits / incentives are accounted on accrual basis. Accordingly, estimated export benefits against exports affected during the year are taken into account as estimated incentives accrued till the end of the year. In case of License not revalidated after the date of expiry, the proportionate export benefit / incentive taken credit in earlier year(s) is written off in the year of expiry of License and /or changes made by the Central Government during the year in the rate of tariff of Import Duty.
- c. Income from investments are booked on accrual basis inclusive of Tax deducted at source.

1.2.11 Provisions, Contingent Liabilities and Contingent Assets

- a. The provisions are recognized and measured by using a substantial degree of estimation.
- b. Disputed liabilities and claims against the Company including claims raised by the authorities (e.g. Commercial Tax, Value Added Tax, Income Tax, Excise etc.) pending in appeal / Court for which no reliable estimate can be made of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in Notes forming part of Financial Statements.
- c. Contingent Assets are neither recognized nor disclosed.

1.2.12 Accounting of Fixed Assets

- a. Fixed assets are stated at cost of acquisition or construction /erection, less accumulated depreciation / amortization. Cost of acquisition or construction is inclusive of purchase price, freight, and other incidental expenses related to acquisition and installation and exclusive of VAT, Excise Duty etc. credit availed as per prevailing rules thereof and any directly attributable cost of bringing the asset to its working condition for the intended use. Interest incurred during the period of erection of Fixed Assets on Borrowing Finance for such fixed assets is capitalized.
- b. Assets identified and evaluated technically as obsolete and held for disposal are stated at their estimated net realisable value.
- c. Capital Work-in-progress is stated in the assets schedule at the amount spent up to the date of the Balance Sheet, however for pending completion of the project, no depreciation is provided on the same.

1.2.13 Depreciation of Fixed Assets

- a. Pursuant to the notification of the Schedule II of the Companies Act, 2013 w.e.f. April 1, 2014, depreciation for the year has been provided as per the rates determined in Part C of Schedule II based on estimated useful life of the assets

NOTES FORMING PART OF FINANCIAL STATEMENTS

determined by the management. Accordingly for assets which had no residual life as at April 1, 2014, the book value has been adjusted against surplus.

- b. Depreciation on additions / deductions in respect of fixed assets are charged on pro-rata from / up to date on which asset is available for use / disposal.
- c. In respect of Individual assets costing less than Rs. 5000/- are depreciated fully in the year / period of the purchase.
- d. Assets identified and evaluated technically as obsolete and held for disposal are stated at their estimated net realizable values.

1.2.14 Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as impairment loss and is recognized in the Statement of profit and loss.

1.2.15 Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment losses, if any.

1.2.16 The Effects of Changes in Foreign Exchange Rates

- a. Foreign Currency loans in respect of fixed assets are translated at exchange rate prevalent on the last day of accounting year. Any loss or gain arising due to foreign exchange fluctuation of the foreign currency loan of fixed assets outstanding on the last day of the year is charged to Statement of Profit & Loss for the same year.
- b. Current assets and liabilities in foreign currency outstanding at the last day of the accounting year are valued at exchange rate prevalent at the last day of the accounting year. The loss or gain due to fluctuation of exchange rates is charged to Statement of Profit & Loss. Treatment of Forward Contract Transactions are dealt with as per AS – 11.

1.2.17 Accounting for Government Grants

Government grants are recognized when there is reasonable assurance that the same will be received. Government grants relating to revenue are recognized on accrual and are shown under other income. Capital grants relating to specific fixed assets are reduced from the gross value of the respective fixed assets and other Capital grants are treated as Capital Reserve.

1.2.18 Employee Benefits

a. Defined Contribution Plan

Provident Fund and Employee State Insurance Scheme are defined contribution Scheme and the contribution are charged to Statement of Profit and Loss of the year when the contributions to the respective funds are due.

In case of employees transferred from Green Division of Asahi Songwon Colors Limited, Company has a defined contribution plan, in form of Provident Fund and Employee State Insurance Scheme in which Company makes specific monthly contributions to Government administered PF and ESI Schemes, which is recognised as an expense to the statement of Profit and Loss.

b. Defined Benefit Plan

Gratuity liability for eligible employees is a Defined Benefit Obligation and is provided for on the basis of an actuarial valuation at the end of the each financial year.

Pursuant to the scheme approved by High Court the services of the employees of the Demerged Undertaking will be treated as having been continuous and not interrupted for the purpose of the gratuity.

NOTES FORMING PART OF FINANCIAL STATEMENTS

1.2.19 Borrowing Costs

Borrowing cost that is attributable to the acquisition or construction of qualifying assets are capitalized for the period until the asset is ready for its intended use. All other borrowing costs are charged to revenue.

1.2.20 Segment Reporting

Segments are identified having regard to the dominant source and nature of risks and returns and internal organization and management structure. The Company has considered business segments as the primary segments for disclosure. The business segments are 'Dyes and Intermediates' and 'Pigments' and the same has been reported in the Notes to Financial Statements.

1.2.21 Related Party Disclosures

Transactions with Key Managerial Personnel and Related Parties as defined under Accounting Standard, other than Independent Non- Executive Directors is disclosed as "Related Party Transactions" in the Notes to Financial Statements.

1.2.22 Accounting for Leases

All leases are classified into operating and finance lease at the inception of the lease. Leases that transfer substantially all risks and rewards from lessor to lessees are classified as finance lease and others being classified as operating lease.

There is no any finance or operating lease transactions entered into by the company.

1.2.23 Earning Per Share

The Basic and Diluted Earnings Per Share (EPS) is computed by dividing the net profit after tax for the year by weighted average number of equity shares outstanding during the year.

1.2.24 Accounting for Taxes on Income

- a. Current tax is determined as the amount of tax payable to the taxation authorities in respect of taxable income for the period.
- b. Deferred tax is recognized, subject to the consideration of prudence, on timing difference being differences between taxable income and accounting income, that originate in one period and are capable of reversal in one or more subsequent periods.
- c. MAT credit entitlements are treated as advance payment of tax.

1.2.25 Discontinuing Operations

The Company has not discontinued any operations during the year.

1.2.26 Accounting of Derivative Financial Instruments

Presently, the Company is not engaged in Derivative Financial Instruments. However, for derivative contracts, premium paid and gains/losses on settlement will be charged to Statement of Profit and Loss. Losses arising on the restatement of the outstanding derivative contracts as at the year end by marking them to market will be charged to the Statement of Profit and Loss.

1.2.27 Expenses for Corporate Social Responsibility

In case of Corporate Social Responsibility "CSR" activities undertaken by the Company, if any expenditure of the revenue nature is incurred on any of the activities mentioned in Schedule VII of the Companies Act, 2013, the same is charged to its Statement of Profit and Loss. In case, the expenditure incurred by the Company is of such a nature which gives rise to an asset, such an asset is recognized where the company retains the control of the asset and any future economic benefit occurs to it. A liability incurred by entering into a contractual obligation is recognized to the extent to which CSR activity is completed during the year.

NOTES FORMING PART OF FINANCIAL STATEMENTS

2. SHARE CAPITAL

(Amount in Rupees)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Authorised Shares		
8,500,000 (Previous Year 5,000,000) Equity Shares of Rs. 10 each	85,000,000	50,000,000
Issued, Subscribed and Paid-up		
7,312,900 (Previous Year 4,952,850) Equity Shares of Rs. 10 each fully paid	73,129,000	49,528,500
Total	73,129,000	49,528,500

On the Scheme of Arrangement in the nature of demerger and transfer of CPC Green division of Asahi Songwon Colors Limited sanctioned by Hon'ble High Court of Gujarat, and became effective from December 2, 2014 on filing of certified true copy of the order with ROC Gujarat, the Authorised Share Capital of Asahi Songwon Colors Limited amounting to Rs. 35,000,000/- transferred to the Company and accordingly the Authorised Share Capital of the Company automatically stand increased from Rs. 50,000,000/- to Rs. 85,000,000/-.

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2015		As at 31st March, 2014	
	No of Shares	Amount (Rs.)	No of Shares	Amount (Rs.)
At the beginning of the year	4,952,850	49,528,500	4,952,850	49,528,500
Add: Shares Issued during the year #	2,360,050	23,600,500	-	-
Less: Shares bought back during the year	-	-	-	-
Add: Other movements during the year	-	-	-	-
Outstanding at the end of the year	7,312,900	73,129,000	4,952,850	49,528,500

During the year the Company has allotted 2,360,050 equity shares of Rs.10 each at par to the equity shareholders of Asahi Songwon Colors Limited (ASCL) pursuant to the scheme of demerger in the ratio of five equity shares of the Company for every twenty-six equity shares of Asahi Songwon Colors Limited.

b. Terms / rights attached to Equity Shares

The Company has issued only one class of equity shares having a par value of Rs.10 each. Each holder of Equity Shares are entitled to one vote per share. The Company declares and pay dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the realised value of the assets of the Company, remaining after the payment of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Shares held by holding / ultimate holding company / or their subsidiaries / associates

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Not Applicable	-	-

NOTES FORMING PART OF FINANCIAL STATEMENTS

d. Details of shareholders holding more than 5% of total number of shares issued by the Company

Particulars	As at 31st March, 2015		As at 31st March, 2014	
	No of Equity Shares	% of holding	No of Equity Shares	% of holding
Mrs. Paru M. Jaykrishna	2,543,571	34.78	1,652,792	33.37
Mr. Gokul M. Jaykrishna	1,125,804	15.39	836,372	16.89
Mr. Munjal M. Jaykrishna	1,125,804	15.39	836,372	16.89
M/s. Intercon Finance Private Limited*	323,837	4.43	323,722	6.54
	5,119,016	70.00	3,649,258	73.68

As per records of the company, including its register of members and other declarations received from them regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of the shares.

*Pursuant to the Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited into the Company vide order dated 17.10.2014 of the Hon'ble High Court of Gujarat at Ahmedabad the Shareholders of Asahi Songwon Colors Limited was issued 5 fully paid Equity Shares of Rs. 10 each for 26 fully paid Equity Shares of Rs. 10 each held by them. Accordingly M/s. Intercon Finance Private Limited was allotted 115 Equity shares. Accordingly, Shareholding of Intercon Finance Private Limited in the Company has decreased and falls below 5% of Total Shareholding, However due to Previous year's Shareholding it is shown in this note.

e. 1. **Aggregate number and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash:**

2,360,050 Equity Shares of Rs.10 each have been issued to Shareholders of Asahi Songwon Colors Limited in terms of Scheme of Arrangement in the nature of demerger and transfer of CPC Green Division of Asahi Songwon Colors Limited into the Company sanctioned by the Hon'ble High Court of Gujarat at Ahmedabad vide order dated 17.10.2014.

2. **Aggregate number and class of shares allotted as fully paid up by way of Bonus Shares : NIL**

3. **Aggregate number and class of shares bought back: NIL**

3. RESERVES AND SURPLUS

(Amount in Rupees)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
a. Securities Premium Account		
Balance at the beginning of the year	23,976,600	23,976,600
Balance at the end of the year	23,976,600	23,976,600
b. General Reserve		
Balance at the beginning of the year	38,800,297	16,300,297
Add : Transfer from Statement of Profit & Loss	15,000,000	22,500,000
Add : Transfer of Net Assets Value of CPC Green Division*	220,635,713	-
Balance at the end of the year	274,436,010	38,800,297

NOTES FORMING PART OF FINANCIAL STATEMENTS

3. RESERVES AND SURPLUS (Contd...)

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
c. Surplus in statement of Profit and Loss		
Balance at the beginning of the year	228,671,480	79,715,264
Add: Net Profit for the year	160,002,022	200,429,151
Less : Appropriation		
Profit Transfer to General Reserve	15,000,000	22,500,000
Interim Dividend -1 for the year Rs.NIL (Previous year Rs.2.50) per Equity Share	-	12,382,125
Interim Dividend -2 for the year Rs.NIL (Previous year Rs 0.50) per Equity Share	-	2,476,425
Proposed Final Dividend for the year Rs. 3.50 (Previous year Rs. 2.00) per Equity Share	25,595,150	9,905,700
Tax on Proposed Dividend	5,117,524	4,208,685
Balance at the end of the year	342,960,828	228,671,480
Total (a+b+c)	641,373,438	291,448,377

*Pursuant to the Scheme of Arrangement in the nature of demerger and transfer of CPC Green division of Asahi Songwon Colors Limited. The Net Asset Value (Value of Assets - Value of Liabilities) of Green Division as on 01.04.2014 has been transferred to General Reserve of the Company. (Refer Note-42)

4. LONG TERM BORROWINGS

(Amount in Rupees)

Particulars	Non-current		Current	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
Secured Loans				
a. Term Loans*				
Indian Rupees Loan				
From State Bank of India	20,109,133	-	10,006,564	-
b. Other Loan and Advances				
Vehicle Loan	1,194,528	-	800,364	-
Amount disclosed under the other current liabilities (Refer Note-9)	-	-	(10,806,928)	-
	21,303,661	-	-	-

* Term Loan of CPC Green Division of Asahi Songwon Colors Limited as on 01.04.2014 of Rs.30,454,262/- as Non Current portion and Current maturity Rs.22,118,602/- has been transferred as per the Scheme of Arrangement (Refer Note-42)

NOTES FORMING PART OF FINANCIAL STATEMENTS

a. Secured loans are covered by:

Term Loans from State Bank of India (SBI) are secured by Equitable Mortgage of Land and Buildings and a first charge by way of hypothecation of the whole of the movable properties of the company including its movable plant & machinery, stores, tools & accessories, present & future and other movables save & except book debts & current assets.

Particulars of Balance and repayment schedules of the Term Loans

Particulars	As at 31st March, 2015	Amount of Quarterly Installments	Quarterly Instalments for current maturity	Quarterly Instalments payable within 12 Months	Total Nos of Quarterly Instalments payable
A	SBI Rupee Term loan				See Note-A
	Rupees	Rupees		Rupees	
Term Loan	30,115,697	2,509,641	4	10,038,564	

Note:

Note-A: Term Loan is repayable by 11 quarterly equal installments of Rs. 2,509,641/- and 12th for Rs. 2,509,646/- (Previous year Nil).

b. Vehicle loans are secured by hypothecation of concerned vehicles.

Repayment terms of Vehicle Loan

Vehicle loans are repayable in equal monthly installment over the terms of loan ranging from 1 to 3 years.

There was no default in repayment of loan or interest.

5. DEFERRED TAX LIABILITIES (NET)

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a. Deferred Tax Liabilities	83,100,477	34,144,249
b. Deferred Tax Assets	16,117,750	11,216,585
Total (a-b)	66,982,727	22,927,664

6. LONG-TERM PROVISIONS

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Provisions for employees benefits	15,182,000	1,165,092
Total	15,182,000	1,165,092

NOTES FORMING PART OF FINANCIAL STATEMENTS

7. SHORT TERM BORROWINGS

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a. Secured Loans[^]		
Loans repayable on demand from bank		
-From State Bank of India		
Working Capital Loans*	194,798,752	82,455,813
Cash Credit Account	12,898,635	8,105,760
Total	207,697,387	90,561,573
b. Unsecured		
Deposits from others	-	869,178
Total	207,697,387	91,430,751

[^]Secured loans are secured by hypothecation of raw materials, finished goods, stock in process book debts and other current assets of the Company.

*Pursuant to the Scheme of Arrangement in the nature of demerger and transfer of CPC Green division of Asahi Songwon Colors Limited the Working Capital Loan of Green Division as on 01.04.2014 has been transferred to the Company (Refer Note-42)

8. TRADE PAYABLES

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a. Trade payable - Micro, Small and Medium Enterprises	29,987,025	4,651,430
b. Others	347,197,905	196,018,905
Total	377,184,930	200,670,335

(1) The following disclosure have been made on the information available with the Company, for suppliers who are registered as micro, small and medium enterprises under 'MSMED Act, 2006' as at March 31, 2015.

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a. The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
Principal	29,987,025	4,651,430
Interest	-	-
b. The amount of interest paid by the buyer in terms of Section - 16 of the MSMED Act, 2006, along with the amounts of the payment made to the suppliers beyond the appointed day during each accounting year.	-	-
c. The amount of interest due and payable for the period of delay in making payment (Which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-

NOTES FORMING PART OF FINANCIAL STATEMENTS

8. TRADE PAYABLES (Contd...)

(Amount in Rupees)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
d. The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
e. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
Total	29,987,025	4,651,430

(2) There are no Micro, Small & Medium Enterprises to whom the company owes, which are outstanding for more than 45 days as at 31st March, 2015. This information is disclosed under the Micro, Small & Medium Enterprises Development Act, 2006 which has been determined to the extent such parties have been identified on the basis of the information available with the company.

9. OTHER CURRENT LIABILITIES

(Amount in Rupees)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
a. Unclaimed Dividends *	1,604,200	880,885
b. Current maturities of long term borrowings (Refer note-4)	10,806,928	-
c. Others		
Statutory liabilities	2,288,274	6,776,296
Payables for fixed assets	12,188,364	10,685,051
Other Current liabilities and payables	3,177,003	13,066,581
Total	30,064,769	31,408,813

* There is no amount due and outstanding to be transferred to the Investor Education and Protection Fund (IEPF) as on 31st March, 2015. Unclaimed Dividend, if any, shall be transferred to IEPF as and when they become due.

10. SHORT TERM PROVISIONS

(Amount in Rupees)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
a. Proposed Dividend	25,595,150	9,905,700
b. Tax on Proposed Dividend	5,117,524	1,683,474
c. Provision for employee benefits		
Gratuity	1,185,934	783,410
Total	31,898,608	12,372,584

NOTES FORMING PART OF FINANCIAL STATEMENTS

11. FIXED ASSETS

Sr. No.	Nature of Assets	Gross Block						Depreciation				Net Block	
		As at 01-04-2014	Transfer in Pursuant to Scheme of Arrangement*	Additions	Disposal	As at 31-03-2015	As at 01-04-2014	Transfer in Pursuant to Scheme of Arrangement*	Depreciation charge for the Period ended	On disposals	As at 31-03-2015	As at 31-03-2014	
A	Tangible Assets												
	Own Assets												
	Freehold Land	14,157,013	30,541,457	5,302,310	-	50,000,780	-	-	-	-	50,000,780	14,157,013	
	Buildings	26,857,075	92,048,142	14,353,217	-	133,258,434	7,935,776	8,443,186	4,747,164	21,126,126	112,132,308	18,921,299	
	Plant & Machinery	267,869,681	265,588,202	22,142,147	500,000	555,100,030	103,167,520	65,135,992	26,795,222	195,098,734	360,001,296	164,702,161	
	Furniture and Fixtures	5,379,708	6,774,932	-	-	12,154,640	1,586,807	2,816,400	1,215,464	5,618,671	6,535,969	3,792,901	
	Office equipment	5,695,259	11,923,287	371,537	-	17,990,083	3,997,790	5,667,957	2,626,489	12,292,236	5,697,847	1,697,469	
	Vehicles	5,413,487	27,452,720	3,895,751	12,148,838	24,613,120	2,381,434	8,330,462	3,694,421	10,774,037	13,839,083	3,032,053	
	Total	325,372,223	434,328,740	46,064,962	12,648,838	793,117,087	119,069,327	90,393,997	39,078,760	244,909,804	548,207,283	206,302,896	
	Previous Year	264,749,912	-	64,090,927	3,468,616	325,372,223	109,503,719	-	11,967,597	2,401,989	206,302,896	155,246,193	
B	Intangible Assets												
	Total												
	Previous Year												
C	Capital Work In Progress												
	Capital Work In Progress	3,540,931	5,050,857	46,775,932	39,191,744	16,175,976	-	-	-	-	16,175,976	3,540,931	
	Advance Against Land	-	-	150,000	-	150,000	-	-	-	-	150,000	-	
	Total	3,540,931	5,050,857	46,925,932	39,191,744	16,325,976	-	-	-	-	16,325,976	3,540,931	
	Previous Year	-	-	3,540,931	-	3,540,931	-	-	-	-	3,540,931	-	
D	Intangible Assets Under Development												
	Software Under Development	-	2,126,180	-	-	2,126,180	-	-	-	-	2,126,180	-	
	Total	-	2,126,180	-	-	2,126,180	-	-	-	-	2,126,180	-	
	Previous Year	-	-	-	-	-	-	-	-	-	-	-	
	Total	328,913,154	441,505,777	92,990,894	51,840,582	811,569,243	119,069,327	90,393,997	39,078,760	244,909,804	566,659,439	209,843,827	

*Pursuant to the Scheme of Arrangement in the nature of demerger and transfer of GPC Green division of Asahi Songwon Colors Limited sanctioned by Hon'ble High Court of Gujarat, the Total block of Assets and depreciation of Green Division has been transferred to the Company on the Appointed date i.e. April 01, 2014. (Refer Note-42)

Pursuant to the Companies Act, 2013 ("the Act") being effective from April 1, 2014 the Company has revised depreciation rates on fixed assets as per the useful life specified in part "C" of Schedule II of the Act. As a result of this change, the depreciation charged for the year ended 31st March, 2015 is higher by Rs. 40.61 lacs

NOTES FORMING PART OF FINANCIAL STATEMENTS**12. NON CURRENT INVESTMENTS**

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a. Investment in Equity Instruments (Other companies)		
Quoted - At Cost - Fully paid up		
400 (Previous Year 400) fully paid Equity Shares of Rs. 10/- each of DCL Finance Ltd.	3,413	3,413
600 (Previous Year 600) fully paid Equity Shares of Rs. 10/- each of Ipitata Sponge Iron Ltd.	70,500	70,500
34 (Previous Year 500) fully paid Equity Shares of Rs.10/- each of Ultratech Cement Co. Ltd.	11,500	11,500
150 (Previous Year 150) fully paid Equity Shares of Rs.10/- each of Raymond Synthetic Ltd.	3,100	3,100
1,500 (Previous Year 1,500) fully paid Equity Shares of Rs.10/- each of Bihar Sponge Iron Ltd.	18,750	18,750
100 (Previous Year 100) fully paid Equity Shares of Rs.10/- each of Tata Chemicals Ltd.	10,215	10,215
1,500 (Previous Year 1,500) fully paid Equity Shares of Rs.10/- each of Nath Seeds Ltd.	79,573	79,573
100 (Previous Year 100) fully paid Equity Shares of Rs.5/- each of Huges Software Ltd.	142,005	142,005
1,000 (Previous Year 1,000) fully paid Equity Shares of Rs.10/- each of Hindustan Unilever Ltd.	134,310	134,310
50 (Previous Year 50) fully paid Equity Shares of Rs.10/- each of Moser Baer (I) Ltd.	24,689	24,689
2,700 (Previous Year 2,700) fully paid Equity Shares of Rs.10/- each of Futura Polysters Ltd.	35,183	35,183
4,500 (Previous Year 10,000) fully paid Equity Shares of Rs.10/- each of Bajaj Finance Ltd.	5,393,577	11,414,879
6,000 (Previous Year 3,000) fully paid Equity Shares of Rs.10/- each of Eclerx Services Ltd.	6,070,409	2,196,057
7,270 (Previous Year 7,270) fully paid Equity Shares of Rs.2/- each of Larsen and Toubro Ltd.	7,784,794	5,436,727
NIL (Previous Year 50,000) fully paid Equity Shares of Rs. 10/- each of Escorts Ltd.	-	4,237,541
120,000 (Previous Year 100,000) fully paid Equity Shares of Rs. 10/- each of IDFC Ltd.	12,966,982	9,844,956
300,000 (Previous Year 300,000) fully paid Equity Shares of Rs.1/- each of GVK Power & Infrastructure Ltd.	2,093,437	2,093,437
10,000 (Previous Year 12,000) fully paid Equity Shares of Rs. 10/- each of Shriram Transport Finance Co. Ltd.	6,754,880	6,615,874

NOTES FORMING PART OF FINANCIAL STATEMENTS

12. NON CURRENT INVESTMENTS (Contd...)

Particulars	(Amount in Rupees)	
	As at 31st March, 2015	As at 31st March, 2014
38,000 (Previous Year 30,000) fully paid Equity Shares of Rs. 10/- each of IRB Infrastructure Developers Ltd	4,485,614	2,465,052
5,614 (Previous Year 10,000) fully paid Equity Shares of Rs. 5/- each of Cadila Healthcare Ltd	4,184,017	7,398,194
20,000 (Previous Year 20,000) fully paid Equity Shares of Rs. 5/- each of Ashoka Buildcon Ltd	1,086,402	1,086,402
45,000 (Previous Year 40,000) fully paid Equity Shares of Rs. 10/- each of Arvind Ltd	5,181,525	3,861,451
10,000 (Previous Year 10,000) fully paid Equity Shares of Rs. 2/- each of AIA Engineers Ltd.	3,214,646	3,214,646
4,000 (Previous Year NIL) fully paid Equity Shares of Rs. 2/- each of Allcargo Logistics Ltd.	1,309,704	-
15,300 (Previous Year NIL) fully paid Equity Shares of Rs.2/- each of Astra Microwave Products Ltd.	1,756,154	-
3,000 (Previous Year NIL) fully paid Equity Shares of Rs. 5/- each of Bajaj Finserve Ltd.	3,071,943	-
2,000 (Previous Year NIL) fully paid Equity Shares of Rs. 10/- each of Bajaj Auto Ltd.	4,132,348	-
18,600 (Previous Year NIL) fully paid Equity Shares of Rs. 2/- each of Bodal Chemicals Ltd.	668,229	-
13,000 (Previous Year NIL) fully paid Equity Shares of Rs. 10/- each of Camson Bio Technologies Ltd.	1,325,223	-
25,000 (Previous Year NIL) fully paid Equity Shares of Rs. 10/- each of Development Credit Bank Ltd.	2,993,117	-
6,800 (Previous Year NIL) fully paid Equity Shares of Rs.10/- each of Dewan Housing Finance Ltd.	3,542,895	-
15,000 (Previous Year NIL) fully paid Equity Shares of Rs. 1/- each of Granules India Ltd.	1,186,840	-
7,500 (Previous Year NIL) fully paid Equity Shares of Rs.2/- each of Ipca Laboratory Ltd.	5,401,964	-
30,000 (Previous Year NIL) fully paid Equity Shares of Rs. 1/- each of Madhucon Projects Ltd.	1,428,586	-
3,956 (Previous Year NIL) fully paid Equity Shares of Rs. 10/- each of MBL Infrastructure Ltd.	1,273,830	-
13,000 (Previous Year NIL) fully paid Equity Shares of Rs.10/- each of Power Finance Corporation Ltd.	3,490,330	-
6,118 (Previous Year NIL) fully paid Equity Shares of Rs.1/- each of PI Industries Ltd.	2,393,827	-

NOTES FORMING PART OF FINANCIAL STATEMENTS**12. NON CURRENT INVESTMENTS (Contd...)**

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
4,000 (Previous Year NIL) fully paid Equity Shares of Rs. 1/- each of Pidilite Industries Ltd.	1,680,122	-
25,000 (Previous Year NIL) fully paid Equity Shares of Rs. 5/- each of Purvankara Projects Ltd.	1,969,368	-
2,000 (Previous Year NIL) fully paid Equity Shares of Rs. 2/- each of Shipa Medicare Ltd.	1,064,145	-
1,000 (Previous Year NIL) fully paid Equity Shares of Rs. 1/- each of TCS Ltd.	2,452,108	-
	100,890,254	60,398,454
b. UnQuoted - At Cost - Fully paid up		
1,000 (Previous Year 1,000) fully paid Equity shares of Rs.10/- each of Asahi Powertech Pvt. Ltd.	10,000	10,000
100 (Previous Year 100) fully paid Equity shares of Rs.10/- each of Akshar Silica Pvt. Ltd.	1,000	1,000
825,000 (Previous Year 165,000) fully paid Redeemable Preference Shares of Rs.100/- each of Akshar Silica Pvt. Ltd.	82,500,000	16,500,000
	82,511,000	16,511,000
Total	183,401,254	76,909,454
Aggregate amount of quoted investments	100,890,254	60,398,454
Market Value of quoted investments	168,390,696	90,490,264
Aggregate amount of unquoted investments	82,511,000	16,511,000

13. LONG TERM LOANS AND ADVANCES

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
(unsecured, considered good unless otherwise stated)		
Security Deposit	16,080,645	7,905,014
Total	16,080,645	7,905,014

NOTES FORMING PART OF FINANCIAL STATEMENTS

14. INVENTORIES (Valued at lower of cost or net realized value, as taken and valued)

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a. Raw materials	54,918,402	37,179,738
b. Work in progress	50,639,570	11,339,912
c. Finished goods	65,431,726	54,772,871
d. Stores and spares	7,907,250	4,570,491
e. Packing Material	794,923	483,450
f. Fuel & Oil	1,789,924	1,024,901
Total	181,481,795	109,371,363

15. TRADE RECEIVABLES

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
(Unsecured, considered good)		
a. Outstanding for a period exceeding six months	2,968,025	10,504,294
b. Others	207,105,601	123,664,169
Total	210,073,626	134,168,463

16. CASH & CASH EQUIVALENTS

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a. Cash and Cash Equivalents:		
Balance with Banks in Current accounts	1,712,896	1,095,113
Deposit	2,000,000	1,821,251
Cash on hand	790,514	455,390
b. Other Bank Balances		
Unclaimed Dividend accounts	1,604,200	880,885
Term Deposit with Bank as Margin money against Letters of Credit.		
Maturity within 12 months	2,500,000	2,590,000
Total	8,607,610	6,842,639

NOTES FORMING PART OF FINANCIAL STATEMENTS**17. SHORT TERM LOANS AND ADVANCES**

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
(unsecured, considered good unless otherwise stated)		
a. Loans and advances to Employees	234,546	736,947
b. Advances to Capital Goods Suppliers	9,389,775	6,212
c. Prepaid expenses	2,847,535	749,352
d. Balance with government authorities		
i) CENVAT credit receivables	90,852,551	47,812,809
ii) VAT - credit receivables	131,275,565	51,996,110
iii) Export Incentive Receivable	14,086,648	11,467,925
iv) Advance payment of tax (Net of Provisions)	27,486,756	33,830,776
v) Sales Tax	916,649	916,649
e. Others - Advance to suppliers	19,645,742	7,839,185
Total	296,735,767	155,355,965

18. OTHER CURRENT ASSETS

(Amount in Rupees)

Particulars	As at 31st March, 2015	As at 31st March, 2014
Interest receivables on deposits	1,776,385	555,391
Total	1,776,385	555,391

19. REVENUE FROM OPERATIONS

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
Sale of Products		
a. Export Sales	1,747,457,325	1,167,797,739
b. Domestic Sales	192,550,546	248,182,998
Less : Excise Duty	19,045,863	26,244,638
Net Domestic Sales	173,504,683	221,938,360
Total Sale of Products	1,920,962,008	1,389,736,099
c. Other operating revenues (Refer 1 below)	77,196,113	58,996,994
Total	1,998,158,121	1,448,733,093
1 Other Operating revenues		
Sale of Scrap	2,164,852	1,712,374
Export incentives	44,449,169	40,369,407
Exchange Rate differences	30,582,092	16,915,213
Total - Other Operating revenues	77,196,113	58,996,994

NOTES FORMING PART OF FINANCIAL STATEMENTS

20. OTHER OPERATING INCOME

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
a. Interest from Fixed Deposits with Bank	1,692,274	772,111
b. Dividend Income	1,356,008	345,440
c. Cash Discount/Other Income	66,012	-
Total	3,114,294	1,117,551

21. OTHER INCOME FROM INVESTMENT

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
Gain/ (Loss) on Investment on Shares	19,949,959	137,211
Total	19,949,959	137,211

22. COST OF RAW MATERIAL CONSUMED

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
a. Raw Material		
Opening Stock	53,682,536	9,796,432
Add : Purchases	1,168,277,455	877,512,263
	1,221,959,991	887,308,695
Less : Closing Stock	53,088,724	37,179,736
Cost of Raw Material Consumed	1,168,871,267	850,128,959
b. Packing Material		
Opening Stock	1,146,850	505,985
Add : Purchases	11,551,835	5,081,848
	12,698,685	5,587,833
Less : Closing Stock	794,924	483,450
Cost of Packing Material Consumed	11,903,761	5,104,383
Cost of Total Material Consumed	1,180,775,028	855,233,342

23. PURCHASE OF STOK IN-TRADE

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
Pigments	45,375,700	-
Total	45,375,700	-

NOTES FORMING PART OF FINANCIAL STATEMENTS

24. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
a. Inventories at the end of the year		
Finished goods	65,431,726	54,772,871
Work-in-progress	50,639,570	11,339,912
Total	116,071,296	66,112,783
b. Inventories at the beginning of the year		
Finished goods	99,800,293	14,531,619
Work-in-progress	47,815,185	8,647,434
Total	147,615,478	23,179,053
Net (Increase) / decrease	31,544,182	(42,933,730)

25. EMPLOYEE BENEFITS EXPENSE

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
a. Salaries, Wages and Bonus	38,225,529	16,905,896
b. Contribution to Provident and other funds	3,936,439	709,587
c. Staff welfare expenses	1,374,744	441,371
d. Directors Remuneration including perquisites and commission	14,094,910	21,265,327
Total	57,631,622	39,322,181

26. FINANCE COSTS

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
a. Interest		
On long term borrowings	5,134,401	-
On short term borrowings	22,317,119	7,933,174
Other Interest	957	2,105
b. Bank and other charges		
Bank Charges	5,080,548	2,944,871
Total	32,533,025	10,880,150

NOTES FORMING PART OF FINANCIAL STATEMENTS

27. DEPRECIATION AND AMORTISATION EXPENSE

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
Depreciation and Amortisation relating to continuing operations (Refer Note-11)	39,078,760	11,967,597
Total	39,078,760	11,967,597

28. OTHER EXPENSES

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
a. Manufacturing Expenses		
Power and Fuel	152,883,520	102,067,227
Consumption of Stores and Spares parts	18,519,322	8,981,315
Pollution Treatment Expenses	97,308,060	58,847,237
Repairs to Machinery	10,828,514	12,394,306
Repairs to Building	3,353,106	10,149,640
Manufacturing & Labour Charges	46,450,116	25,371,738
	329,342,638	217,811,463
b. Selling and Distribution Expenses	39,950,822	22,886,845
c. Establishment Expenses		
Rent	3,594,972	2,747,604
Rates & Taxes (excluding taxes on income)	156,875	173,320
Insurance	2,139,750	529,997
Travelling, Conveyance & Vehicle Expenses	7,041,345	3,223,403
Directors Travelling Expenses	8,631,430	4,666,364
Stationery and Printing Expenses	937,912	553,726
Communication Expenses	2,162,766	681,696
Auditors Remuneration (Refer Note-32)	324,328	189,000
Internal Audit Fees	200,000	30,000
Directors Sitting Fees	20,000	37,000
Legal & Professional Expenses	8,315,462	5,034,630
General Charges	3,647,370	3,514,713
Other Repairs	909,147	5,481,657
Donation	-	100,000
Freight, Handling, Transportation & other Expenses	2,049,387	1,616,024
Loss on sale of assets/Investments	1,327,390	681,627
Total	410,751,594	269,959,069

NOTES FORMING PART OF FINANCIAL STATEMENTS

29. EARNING PER EQUITY SHARES

(Amount in Rupees)

Particulars	Year ended 31st March, 2015	Year ended 31st March, 2014
Net profit after tax as per statement of profit and loss	160,002,022	216,408,439
Net profit before Extraordinary items and after Tax	160,002,022	200,429,151
Weighted average number of Equity Shares used as Denominator for Calculating EPS	7,312,900	4,952,850
Basic and Diluted Earning per share Rs.	21.88	43.69
Basic and Diluted (before Extraordinary item) Earning per share Rs.	21.88	40.47

30. CONTINGENT LIABILITIES & COMMITMENTS

(Amount in Rupees)

Particulars	31/03/2015	31/03/2014
1 Income Tax: order U/s 154 Passed by ACIT Circle -1 Ahmedabad for Asst Year. 2001-02.	669,293	669,293
2 Sales Tax: Appellate order passed by Dy. Commissioner of Commercial Taxes, Appeals-3 at Gandhinagar for the year 2004-05, and Subsequently applied for Appeal at Commercial tax Commissioner Ahmedabad. (VAT Tribunal).	1,803,341	1,803,341
3 The Commissioner of Income Tax -1 Ahmedabad has filed an appeal in the High Court of Gujarat, Ahmedabad for the Asst. Year 2003-04	4,427,236	4,427,236
4 The Commissioner of Income Tax -1 Ahmedabad has filed an appeal for the Asst. Year 2004-05	293,669	293,669
5 Income Tax: order U/s 263 Passed by ITO (Tech-I) Pr. Commissioner of Income tax-1 Ahmedabad for Asst Year. 2010-11 has filed an appeal to the Appellate Tribunal	261,960	-
6 Estimated amount of Contracts / purchase orders remaining to be executed and not provided for Capital goods.	43,234,100	-
7 Bills discounted against Letter of Credit but not realized and credited to the parties accounts	68,002,255	-

31. SUNDRY DEBTORS, SUNDRY CREDITORS AND LOANS AND ADVANCES

The Company has received balance confirmations from major parties and for few exceptions, the management is in the opinion that the current assets, loans and advances have a value on realization in ordinary course of business at least equal to the amount at which they are stated.

32. AUDITORS REMUNERATION

(Amount in Rupees)

Particulars	31/03/2015	31/03/2014
Audit fees (Including tax audit fees)	238,328	140,000
For others (Certification work)	81,000	49,000
Total	319,328	189,000

NOTES FORMING PART OF FINANCIAL STATEMENTS

33 VALUE OF IMPORTED AND INDIGENOUS RAW MATERIALS, PACKING MATERIAL CONSUMED

A. Raw Materials

Particulars	31/03/2015		31/03/2014	
	Amount Rs.	%	Amount Rs.	%
Imported	-	-	-	-
Indigenous	1,168,871,267	100.00	850,128,959	100.00
Total	1,168,871,267	100.00	850,128,959	100.00

B. Packing Materials

Particulars	31/03/2015		31/03/2014	
	Amount Rs.	%	Amount Rs.	%
Imported	-	-	-	-
Indigenous	11,903,764	100.00	5,104,383	100.00
Total	11,903,764	100.00	5,104,383	100.00

34. FOREIGN CURRENCY TRANSACTIONS

Particulars	(Amount in Rupees)	
	31/03/2015	31/03/2014
a) Value of Imports Calculated on CIF Basis		
Raw Materials	-	-
Capital Goods	-	-
b) Expenditure in Foreign Currency		
Purchase of Raw Materials	-	-
Capital Goods	-	-
Commission	3,121,059	2,028,891
c) Earnings in Foreign Exchange		
Export of Goods (FOB)	1,744,847,076	1,166,179,044
d) Effect of Exchange Fluctuations including Forward Contracts:		
Statement of Profit and Loss Account	30,582,092	16,915,213

35. EMPLOYEES BENEFITS

In compliance with the Accounting Standard on "Employee Benefits" (AS 15) notified by Companies (Accounting Standards) Rules, 2006, the following disclosures have been made:

1 Defined Contribution Plan:

The Company has recognized the following amount as an expense:

	(Amount in Rupees)	
	31/03/2015	31/03/2014
i) Contribution to Provident and Other Funds	2,226,494	631,757
ii) Contribution to Employee's State Insurance Scheme	1,709,945	77,830

NOTES FORMING PART OF FINANCIAL STATEMENTS

2 Defined Benefit Plan

The present value of gratuity and leave encashment obligations is determined based on actuarial valuation using the Projected Unit Credit Method as recommended under AS – 15.

I Assumption	April 2014 – March 2015
Discount Rate Previous Period	9.32%
Discount Rate Current Period	8.00%
Rate of Return on Plan Assets Previous Period	N.A.
Rate of Return on Plan Assets Current Period	N.A.
Salary Escalation Previous Period	6.00%
Salary Escalation Current Period	6.00%
II Total showing change In benefits obligations	April 2014 – March 2015
Liability at the beginning of the Period	1,948,502
Interest Cost	181,600
Current Service Cost	168,661
Liability Transferred In Acquisitions pursuant to the Scheme of Arrangement (Refer Note-42)	13,096,152
Liability Transferred out/ Divestments pursuant to the Scheme of Arrangement (Refer Note-42)	(137,346)
Benefit Paid	(23,077)
Actuarial (gain)/loss on obligations due to change in financial assumptions	1,133,442
Liability at the end of the period	16,367,934

36. SEGMENT REPORTING

The Company has two reportable primary segments “Dyes and Intermediate” and “Pigments” for the year ended 31.03.2015 (Previous year up to 31/03/2014 had one segment “Dyes and Intermediates” as they do not include figures of CPC Green Division, which has been since demerged into the Company from Asahi Songwon Colors Limited with appointed date April 01, 2014) as per Accounting Standard-17. (Refer Note-42)

Principal activities are as follows

Particulars	Pigments	Dyes and Intermediates	Others/Un Allocated	Total
Revenue				
Income from Operation (Net)	721,761,417	1,279,510,998	-	2,001,272,415
Inter Segment Sales	-	-	-	-
Total Revenue	721,761,417	1,279,510,998	-	2,001,272,415
Results				
Segment Results	96,822,779	139,292,750	-	236,115,529
Add:- Un-allocable (Expenses)/Income	-	-	-	19,949,959
Profit From Operation	-	-	-	256,065,488
Less:-Finance Cost	-	-	-	32,533,025
Profit before Prior Period Adjustments and Extraordinary Items	-	-	-	223,532,463

NOTES FORMING PART OF FINANCIAL STATEMENTS

36. SEGMENT REPORTING (CONTD...)

Particulars	Pigments	Dyes and Intermediates	Others/Un Allocated	Total
Add:- Prior Period Adjustments (Expenses)/Income	-	-	-	11,565,000
Extraordinary Items	-	-	-	-
Profit Before Tax	-	-	-	235,097,463
Less:-Income Tax Expenses	-	-	-	64,729,840
Less:-Deffered Tax Expenses	-	-	-	10,365,601
Profit After Tax	-	-	-	160,002,022
Other Information				
Segment Assets	332,695,501	1,132,121,019	-	1,464,816,520
Segment Liabilities	145,749,538	297,773,841	-	443,523,379
Loan Fund	-	-	239,807,976	239,807,976
Deffered Tax Liability (Net)	-	-	66,982,727	66,982,727
Shareholders Fund	-	-	714,502,438	714,502,438
Total Liabilities	145,749,538	297,773,841	1,021,293,141	1,464,816,520
Capital Expenditure	19,997,606	33,801,544	-	53,799,150
Depreciation	22,328,136	16,750,624	-	39,078,760

37. RELATED PARTY DISCLOSURES

Pursuant to the Accounting Standard on "Related Party Disclosure" (AS 18) notified by Companies (Accounting Standards) Rules, 2006, the following persons will be considered as related persons for the period ended on March 31, 2015.

1 Related Parties and Nature of Relationship

a) The Enterprises in which Key Managerial Personnel (KMP) and their relatives have significant influence:

Asahi Songwon Colors Ltd.
 Skyjet Aviation Pvt. Ltd.
 Skyways
 Asahi Energy Pvt. Ltd.
 Asahi Powertech Pvt. Ltd.
 Flyover Communication Pvt. Ltd.
 Akshar Silica Pvt. Ltd.

b) Key Managerial Personnel:

Mrs. Paru M. Jaykrishna
 Mr. Gokul M. Jaykrishna
 Mr. Munjal M. Jaykrishna

c) Relative of Key Managerial Personnel

Mr. Mrugesh Jaykrishna

NOTES FORMING PART OF FINANCIAL STATEMENTS

2 Details of Transactions

	(Amount in Rupees)	
	31/03/2015	31/03/2014
a. Sale of Goods		
Asahi Songwon Colors Ltd.	-	401,244
b. Purchase of Goods		
Asahi Songwon Colors Ltd.	19,623,878	-
c. Rent Paid		
Skyways	163,500	174,000
d. Remuneration Paid	11,900,000	3,200,000
e. Commission	2,000,000	18,000,000
f. Consultancy	150,000	120,000
g. Perquisites	194,910	65,327
h. Provident Fund Contribution	1,512,000	-
i. Investment		
Akshar Silica Pvt. Ltd. (Non Cumulative Redeemable Preference Shares)	66,000,000	16,500,000

38. ACCOUNTING FOR TAX ON INCOME

Provision for current tax is made under normal computation. Provision of Income Tax has been made in the accounts taking into consideration various concessions available and depreciation under the Income Tax Act 1961. MAT Credit entitlement has been treated as advance payment of Tax.

39. IMPAIRMENT OF ASSETS

No material impairment of Assets has been identified by the Company and as such no provision is required as per Accounting Standard 28 issued by The Institute of Chartered Accountants of India.

40. The Prior Period Adjustments of Rs.11,565,000/- shown in Statement of Profit and Loss represents the recovery of excess payment of Remuneration paid to the Managing Directors of the Company during the Financial Year 2013-2014.

41. The extraordinary Item shown in the Statement of Profit and Loss represents unrealised export incentives written off for Rs. Nil (Previous year Rs. 15,979,288/-)

42. SCHEME OF ARRANGEMENT

1 Consequent to the Approval of the Scheme of Arrangement ("Scheme") under section 391 to 394 and other applicable provisions of the Companies Act, 1956 between AksharChem (India) Limited ("the Company"), Asahi Songwon Colors Limited ("ASCL") and their respective shareholders and creditors, CPC Green division of Asahi Songwon Colors Limited ("demerged Undertaking), including all assets and liabilities thereof, (i.e. business and interests in manufacture of CPC Green Division) as sanctioned by Hon'ble High Court of Gujarat vide its Certified order dated November 29, 2014, and thereunder filed with the Registrar of Companies on December 2, 2014, has been transferred by way of demerger to the Company at their respective book values on a going concern basis with effect from the appointed date of the Scheme, i.e. April 1, 2014. Accordingly, these financial statements includes the figures of the said CPC Green Division of ASCL ("demerged undertaking") for the period from 01.04.2014 to 31.03.2015.

NOTES FORMING PART OF FINANCIAL STATEMENTS

- 2 The whole of the assets and liabilities of the Demerged undertaking i.e. Green division of Asahi Songwon Colors Ltd. were transferred at their book values as appearing in the books of ASCL with effect from the appointed date (i.e. April 01, 2014). The details of the assets and liabilities transferred from Asahi Songwon Colors Limited are as under:

(Amount in Rupees)

ASSETS		
Non-Current Assets		
Fixed Assets		
Tangible Assets	343,934,743	
Intangible Assets under development	2,126,180	
Capital Work-in-Progress	5,050,857	
	351,111,780	
Deffered Tax Assets	5,845,488	
Long Term Loans and Advances	5,788,725	362,745,993
Current Assets		
Inventories	102,246,509	
Trade Receivables	135,310,930	
Cash & cash equivalents	1,758,785	
Short Term Loans & Advances	88,572,151	
Other Current Assets	713,108	328,601,483
Total		691,347,476
LIABILITIES		
Non-current Liabilities		
Long Term Borrowing	30,454,262	
Deffered Tax Liabilities	39,534,950	
Long Term Provisions	7,557,670	77,546,882
Current Liabilities		
Short Term Borrowing A/c	184,429,382	
Trade Payable A/c	125,124,017	
*Other Current Liabilities A/c	31,023,668	
Short Term Provisions A/c	28,987,314	369,564,381
Total		447,111,263

*(Includes Current Portion of Term Loan of Rs. 22,118,602)

2,360,050 Equity Shares of Rs. 10 each at par is issued and allotted to the equity shareholders of Asahi Songwon Colors Limited ("ASCL") pursuant to the sanctioned scheme of demerger in the ratio of five equity shares of the Company for every twenty six shares of Asahi Songwon Colors Limited.	23,600,500
Pursuant to the scheme, the difference being the excess of the Net Assets value of the demerged undertaking transferred from ASCL after deduction of the Total value of the shares issued and allotted in the ratio of 5 equity Shares of Rs. 10 each of the Company for every 26 equity shares of Rs. 10 each held by Shareholders of ASCL is credited to General Reserve of the Company.	220,635,713

NOTES FORMING PART OF FINANCIAL STATEMENTS

- 3 Upon the scheme being effective the Authorised Share Capital of Asahi Songwon Colors Limited amounting to Rs. 35,000,000/- has been transferred to the Company and accordingly the Authorised Share Capital of the Company is increased to the said extent as on the effective date without any further act or deed.
 - 4 The transaction pertaining to the CPC Green Division ASCL from the appointed date up to the effective date of the Scheme of Arrangement has been deemed to be made by the Company.
 - 5 The employees of demerged undertaking have been transferred to the Company on their existing terms of employment with ASCL.
 - 6 All contingent liabilities relating to demerged undertaking has been transfereed to the Company on the appointed date.
 - 7 All loans, advances and other facilities sanctioned to the ASCL in relation to the CPC Green Division by State Bank of India prior to the Appointed Date, which are partly drawn or utilized is transferred to the Company. Further, such loans, advance and other facilities utilized either partly or fully by the ASCL from the appointed date till the effective date of the CPC Green Division (within the overall limits sanctioned by State Bank of India) is on the effective date treated as loans, advances and other facilities made available by the Company without any further act or deed.
 - 8 Figures for the period prior to the appointed date i.e. April 1, 2014 are not comparable since they do not include figures of CPC Green division which has been since demerged into the company from Asahi Songwon Colors Limited as per the Scheme of Arrangement approved by the Hon'ble High Court of Gujarat.
 - 9 Earning per Share (EPS) for the period ended 31/3/2015 has been calculated in accordance with Accounting Standard 20 after considering the effect of shares issued to the shareholders of Asahi Songwon Colors Limited pursuant to the Scheme of Arrangement in the nature of demerger and transfer of CPC Green division of Asahi Songwon Colors Limited. Since the scheme of demerger is with effect from appointed date i.e. April 01, 2014, consequently the figures in respect of EPS for current period are not comparable with figures for the period prior to the appointed date.
- 43.** Previous year's figures have been regrouped / reclassified, wherever necessary to make them comparable with the figures of the current year financial statements.

As per our Report of even date attached.

For, **Trushit Chokshi & Associates**
Chartered Accountants
Firm Registration No. 111072W

Trushit Chokshi
(Proprietor)
Membership No. 040847
Place : Ahmedabad
Date: 12/08/2015

Meet J. Joshi
Company Secretary

For and on behalf of the Board

Mrs. Paru M. Jaykrishna
Chairperson & Managing Director
DIN: 00671721

Gokul M. Jaykrishna
Joint Managing Director
DIN: 00671652

Munjai M. Jaykrishna
Joint Managing Director & CFO
DIN: 00671693

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