



# 17<sup>th</sup> ANNUAL

REPORT  
2013-14

Ultimate Solution For Micro Irrigation



## CAPTAIN POLYPLAST LIMITED.

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**CORPORATE INFORMATION****BOARD OF DIRECTORS**

- |                            |                                |
|----------------------------|--------------------------------|
| 1. Mr. Ramesh D. Khichadia | Chairman and Managing Director |
| 2. Mr. Gopal D. Khichadia  | Whole Time Director            |
| 3. Mr. Ashok K. Patel      | Whole Time Director            |
| 4. Mr. Arvind B. Ranparia  | Independent Director           |
| 5. Mr. Harshadray L. Patel | Independent Director           |
| 6. Mr. Dhanji R. Padmani   | Independent Director           |

**AUDITORS**

M/s. P. Ghanshyam & Co.  
Chartered Accountant  
Rajkot - 360002

**PRINCIPAL BANKER**

State Bank of India  
Commerical Branch  
Kalawad Road  
Rajkot - 360001

**REGISTERED OFFICE**

UL25, Royal Complex,  
Bhutkhana Chowk,  
Dhebar Road,  
Rajkot - 360001.  
Email : account@captainpolyplast.in  
Website : www.captainpolyplast.com

**PLANT**

Survey No. 267,  
Plot No. 10-A & 11,  
N.H. 8-B, Shapar - Veraval  
Rajkot - 360024 (Gujarat)

**BOOK CLOSURE**

Date: 14/07/2014 to 15/07/2014  
(both days inclusive)

**REGISTRARS AND TRANSFER AGENTS**

M/s Sharepro Services (India) Private Limited  
13 AB, Samhita Warehousing Complex,  
2nd Floor, Sakinaka Telephone Exchange Lane  
Andheri - Kurla Road, Sakinaka  
Andheri - East, Mumbai - 400072  
Email :sharepro@shareproservice.com  
Tel : 91-22-6772 0300/400

**AUDIT COMMITTEE**

- |                            |          |
|----------------------------|----------|
| 1. Mr. Harshadray L. Patel | Chairman |
| 2. Mr. Ramesh D. Khichadia | Member   |
| 3. Mr. Arvind B. Ranparia  | Member   |

**INVESTORS GRIEVANCE COMMITTEE**

- |                            |          |
|----------------------------|----------|
| 1. Mr. Arvind B. Ranparia  | Chairman |
| 2. Mr. Harshadray L. Patel | Member   |
| 3. Mr. Ashok K. Patel      | Member   |

**NOMINATION & REMUNERATION COMMITTEE**

- |                            |          |
|----------------------------|----------|
| 1. Mr. Dhanji R. Padmani   | Chairman |
| 2. Mr. Harshadray L. Patel | Member   |
| 3. Mr. Arvind B. Ranparia  | Member   |

**COMPANY SECRETARY & COMP OFFICER**

Khyati S. Mehta  
Company Secretary &  
Compliance Officer

**SEVENTEEN ANNUAL GENERAL MEETING**

**Date** : 15th July, 2014  
**Time** : 11.00 a.m  
**Venue** : Survey No. 267  
Plot No. 10-A & 11,  
N.H. 27, SHAPAR( Veraval)  
Dist. Rajkot - 360024 (Gujarat)

## NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventeenth Annual General Meeting of the Members of Captain Polyplast Limited will be held on Tuesday the 15th JULY 2014 at 11.00 a.m. at the Corporate Office of the Company situated at Survey No. 267, Plot No. 10-A & 11, N. H. No. 27, Shapar (Veraval), Dist. Rajkot – 360024, Gujarat to transact the following business:

### ORDINARY BUSINESS

#### Item No.1

To receive, consider and adopt the audited Balance Sheet as at 31st March, 2014, and the Statement of Profit and Loss for the year ended on that date together with the Reports of Directors' and Auditors' thereon.

#### Item No.2

To appoint a Director in place of Mr. Ashokbhai K. Patel- (WTD) (Holding DIN No. . 00127951) , liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

#### Item No.3

To re-appoint the Auditors and Authorise the Board of Directors to fix their remuneration.

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution :-

“RESOLVED THAT pursuant to the provisions of Section 139 & 142 and other applicable provisions, if any, of the Companies Act, 2013 and rules made hereunder M/s P. Ghanshyam & Co., (Firm Registration No 103153W), Chartered Accountants, be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion this Annual General Meeting till the conclusion of the next Annual General Meeting at such remuneration as may be determined by the Board of Directors of company.”

### SPECIAL BUSINESS

#### Item No.4

##### INCREASE OF AUTHORISED SHARE CAPITAL

To consider and if thought fit, to pass with or without modification(s) the following resolution as an ordinary Resolution :-

**"RESOLVED THAT** pursuant to Sections 64(1), and any other applicable provisions, if any, of the Companies Act, 2013 the authorised share capital of the company be and is hereby increased from Rs. 8,00,00,000 (Rupees Eight Crores only) divided into 80,00,000 (Eighty Lacs only) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 11,00,00,000 (Rupees Eleven Crores only) divided into 110,00,000 (One Crore Ten Lacs only) equity shares of Rs. 10/- (Rupees ten only) each and consequently the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by deleting the same and substituting in its place, the following as new Clause V subject to approval of members in upcoming AGM

“RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and 61 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under the consent of the Members be and is hereby accorded for substituting Clause V of the Memorandum of Association of the Company with the following clause :-

**Clause - V.** "The Authorized Share Capital of the Company is Rs 11,00,00,000/- (Rupees Eleven Crores Only) divided into 110,00,000 /- (One Crore Ten Lacs only) Equity Shares of Rs.10/- (Ten only) each with the power to increase and reduce the capital of the company and to alter, convert, classify, into several classes of stock or shares and to divide or sub-divide and consolidate the same with the power to attach thereto respectively such preferential, deferred, or special rights, privileges, or conditions or restrictions as may be determined by or in accordance with the Articles of Association of the Company from time to time.

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include a Committee thereof authorized for the purpose) be and is hereby authorized to take all such steps and actions and give such directions as may be in absolute discretion deemed necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the Shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."

#### Item No. 5.

To consider and declare bonus :

"RESOLVED THAT pursuant to provisions Section 63 and in accordance with other applicable provisions of the Companies Act, 2013, and further Article No.195 of the Articles of Association of the Company and such other approvals, permissions and sanctions as may be necessary and subject further to such terms, conditions, alterations, modifications, changes and variations as may be specified while according such approvals which the Board of Directors of the Company (hereinafter referred to as the "Board" which expression shall also include a committee thereof) be and is hereby authorised to accept, if it thinks fit, subject to consent of members in upcoming AGM for the capitalization of Rs. 1,49,27,050/- out of Reserves and Surplus (P. & L. Account) and transferred to Share Capital account towards issue and allotment of Equity Shares not exceeding 14,92,705 Equity Shares of Rs. 10/- each, as Bonus shares credited as fully Paid-up, to members of the company in the proportion of one (1) new fully Paid-up Equity Share of Rs. 10/- each for every Five (5) Equity Share of Rs. 10/- each on the date the transfer books are proposed to be closed as may be declared by the Board."

The new Equity Shares of Rs. 10/- each to be issued and allotted as Bonus Shares shall be subject to the Memorandum and Articles of Association of the Company and shall rank *pari passu* in all respects and carry the same rights as the then existing Equity Shares of the Company, notwithstanding the date or dates of allotment thereof.

"Provided further that the allotment and issue of the said new Equity Shares in favor of non-resident members of the company shall be subject to the approval of the Reserve Bank of India as may be necessary."

RESOLVED FURTHER THAT the Bonus Shares so allotted always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of Bonus Shares and in case of Members who hold Shares or opt to receive the Shares in dematerialized form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants and in case of Members who hold Equity Shares in certificate form, the share certificates in respect of the Bonus Shares shall be dispatched, within such time as prescribed by law and the relevant authorities:

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may in its sole and absolute discretion, deem necessary, expedient, usual or proper and to settle any question, doubt or difficulty that may arise with regard to the issue and allotment of bonus shares as aforesaid or any other matter incidental or consequential thereto."

Registered Office :  
UL25, Royal Complex, Bhutkhana Chowk,  
Dhebar Road, Rajkot. - 360 002.

By Order of the Board of Directors

Date : 18.06.2014  
Place : Rajkot

Sd/-  
Ramesh D. Khichadia  
Chairman & Managing Director

**NOTES :**

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY STAMPED AND RECEIVED BY THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- 2) All documents referred to in the above Notice and the accompanying Explanatory Statements are open for inspection at the Registered Office of the Company during the business hours on any working day (except Sunday and holidays) between 10.00 a.m. and 12.30 p.m. up to the date of the Annual General Meeting.
- 3) A member desirous of getting any information on the accounts or operations of the Company is required to forward his/her queries to the Company at least 7 days prior to the Meeting so that the required information can be made available at the Meeting.
- 4) Members are requested to intimate if shares are held in the same name or in the same order and names, but in more than one account to enable the company to club the said accounts into one account.
- 5) Explanatory statement as required under section 102 of the Companies Act, 2013 which form part of this notice is annexed herewith.
- 6) Members are requested to quote Folio number in all their correspondences.
- 7) Members are requested to inform the company immediately the changes, if any, in their address specifying full address in Block Capital with Pin code of the post office.
- 8) As per clause 50 (f) of Listing Agreement with SME, Company has designated email id: of the grievance redressal division/compliance officer exclusively for the purpose of registering complaints by investors. Investors are requested to send their communication on designated email id : [compliance@captainpolyplast.in](mailto:compliance@captainpolyplast.in)
- 9) The Register of Members and Share Transfer Books of the Company will remain closed from 14-07-2014 to 15-07-2014 (both days inclusive).
- 10) Members are requested to bring their copy of Annual report of the meeting as the same shall not be circulated thereat.
- 11) Members are requested to bring with them the attendance slip and hand it over at entry gate.
- 12) Members are requested to intimate their email id in order to meet the requirement of green initiatives.

**THE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 :****Item No. 4 : Increase of Authorized Share Capital :**

The present Authorize Share Capital of the Company is Rs. 80000000/- (Rupees Eight Crores only) divided into 8000000 (Eighty Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each. The Company is proposing, subject to shareholders approval, an increase in the authorized Share Capital to Rs. 110000000/- (Rupees Eleven Crores only) divided in to 11000000 (One Crere Ten Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each.

Pursuant to the provisions of Sections 64 of the Companies Act, 2013, an increase in the authorized share capital of the company and consequent amendments in the capital clause of the Memorandum of the company requires approval of the members. Approval of the members is, therefore, sought in terms of the said sections.

None of the Directors of the company is in anyway concerned or interested in the resolution.

**CAPTAIN POLYPLAST LIMITED.***Annual Report 2013-14***Item No. 5 : Bonus Issue :**

The Board has proposed that a sum not exceeding Rs. 1,49,27,050.00 be drawn from the 'Reserves and Surplus' of the Company and capitalized and transferred to Share Capital Account towards issue and allotment of Equity Shares not exceeding 14,92,705 Equity Shares of Rs. 10/- each as Bonus Shares, credited as fully paid-up, to the members holding Equity Shares as on the Record Date to be specified in this behalf. The Bonus Shares will be issued in the proportion of 1 (One) new Equity Share(s) for every 5 (Five) Equity Share held on the date on which transfer books are closed. The said Bonus Shares shall rank pari-passu with the then existing Equity Shares.

The Board recommends the Resolution for approval of the shareholders

The Directors of the Company may be deemed to be concerned or interested in this item of business to the extent of their shareholdings in the company or to the extent of securities that may be allotted to them as Bonus shares. Save as aforesaid none of the directors of the company is in any way concerned or interested in this item of business.

**ANNEXURE TO NOTICE :****Details of Appointees :**

Mr. **Ashokbhai K. Patel**, was appointed as Director, who is liable to retire by rotation and as per the clause 52 of SME Listing Agreement his details are as under:

Name of Director	: Mr. Ashokbhai K. Patel
Date of Birth	: 11th October, 1951
Date of Appointment	: 27th March, 1997
Qualification	: S. Y. BA.
Expertise in specific functional area	: Finance
List of Companies in which directorship is held as on	: Sanathra Pharmaceuticals Private Limited
Chairman / Member of the committee of other companies	: Not Applicable

None of other directors are concerned or interested in these resolutions except the appointee.

The Board of Directors recommend the proposed resolution for acceptance by member.

Registered Office :  
UL25, Royal Complex, Bhutkhana Chowk,  
Dhebar Road, Rajkot. - 360 002.

Date : 18.06.2014  
Place : Rajkot

By Order of the Board of Directors

Sd/-  
Ramesh D. Khichadia  
Chairman & Managing Director



## DIRECTOR'S REPORT

### Dear Shareholders

The Directors of your Company have pleasure in submitting their Seventeenth Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2014.

### FINANCIAL RESULTS :

The working results of the Company for the year ended 31-03-2014 stands as under : -

Particular	(Rs. In lacs)	
	Year ended 31/03/2014	Year ended 31/03/2013
Gross Turnover	8147.68	6264.77
Profit before Finance Costs, Depreciation, Extraordinary items & Tax	967.23	836.08
Less : Finance Costs	479.69	355.45
Less : Depreciation and Amortization	169.72	92.16
Profit Before Tax (BPT)	317.82	388.47
Provision for Tax	106.24	130.46
Profit after Tax	211.58	258.01
Balance brought forward from previous year	542.79	284.78
Profit available for appropriation	754.37	542.79
Appropriation : Issue of Bonus Shares	25.04	0.00
Balance Carried to Balance Sheet	729.33	542.79
Paid-up Capital	746.35	219.34
Reserve and Surplus	1147.18	868.61

### PERFORMANCE :

Your Company registered a remarkable growth in its operations. The operating profit before charging depreciation and finance cost amounted to Rs. 967.23 lacs against Rs. 836.08 lacs in the preceding year, representing a rise of 15.68%. Profit after tax amounted to Rs. 211.58 lacs against Rs. 258.01 in the preceding year due to increase in depreciation by Rs. 77.56 lacs in current year.

### OPERATIONS

All the projects undertaken by company are progressing as per schedule.

### TRANSFER TO RESERVE

Company has not transferred any amount from profit to general reserve.

### DIVIDEND :

In view of requirement of financial resources and considering the future requirements of funds, your Directors are unable to recommend any Dividend for the year ended 31st March 2014.

### LISTING ON SME PLATFORM OF THE BSE LIMITED :

Yours Directors are pleased to inform you that your Company successfully listed its securities on the SME Platform of the BSE Limited on 11-12-2013 and the Company has paid Listing Fees for the year 2013-14.

### INITIAL PUBLIC OFFERING :

Post Completion of initial public offer (IPO) of shares, your Company has fully spent / utilized the proceeds of the funds raised under IPO as per the objects of the issue.



## CAPTAIN POLYPLAST LIMITED.

Annual Report 2013-14

### BUSINESS :

Efforts are being made to provide better result than earlier years. In view of the increased activities and expansions and programs to grab the emerging opportunities.

### DIRECTORS :

At the ensuing Annual General Meeting, Mr. Ashokbhai K. Patel, director retire by rotation in terms of the Articles of Association of the Company and being eligible, offers himself for reappointment. A brief profile of the director is given in the notice of the 17th Annual General Meeting.

A brief resume of director(s) retiring by rotation seeking appointment at the ensuing Annual General Meeting, nature of their expertise in specific functional areas and names of companies in which they hold directorship and/or membership/Chairmanship of Committees of Board, as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges, are given in the section of Annual Report.

### FIXED DEPOSITS :

The Company has not accepted any fixed deposits from the public within the meaning of the Companies (Acceptance of Deposits) Rules 1975 during the year.

### UNCLAIMED DIVIDEND

There is no balance lying in unpaid equity dividend account

### INSURANCE :

All the properties and the insurable interest of the company including building, plants and machinery and stocks wherever necessary and to the extent required have been adequately insured.

### AUDITORS :

M/s P. Ghanshyam & Co, Chartered Accountants, the auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting of the Company. They being eligible for reappointment as Statutory Auditor of the Company and have expressed their willingness to accept office and have furnished certificate under Section 139 of the Companies Act, 2013 for their eligibility for re-appointment. Your directors recommend for their appointment.

### AUDITORS' REPORT :

In the opinion of the directors, the notes to the accounts are self-explanatory and adequately explained the matters, which are dealt with by the auditors.

### DIRECTORS' RESPONSIBILITY STATEMENT :

Pursuant to the provisions of Section 134 of the Act, your Directors hereby confirm the following:

- 1) That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures ;
- 2) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31.03.2014 and of the Profit & Loss of the Company for that period ;
- 3) That they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- 4) That the Directors have prepared the annual accounts on a going concern basis.

**POLUTION AND ENERGY CONSERVATION AND FOREIGN EXCHANGE :**

Company's Micro Irrigation System plants are running with electricity which are supplied by PGVCL. The plants are periodically checked as a measure of periodical maintenance to minimum break down and energy conservation. However company's production facilities do not offer much scope for energy conservation. The Company has installed the Wind Turbines for captive power consumption and during the year total 8.29 lacs units were generated. The Company has obtained credit of these units against its electricity consumption at its factory. The particulars regarding technology absorption and Foreign exchange earnings and outgo pursuant to Section 217 (1) (e) of the Companies Act, 1956 are as under :

**FORM - A**  
[See Rule 2]

**CONSERVATION OF ENERGY :**

<b>A. Power and Fuel Consumption:</b>			
<b>Sr. No.</b>		<b>2013-14</b>	<b>2012-13</b>
<b>1</b>	<b>Electricity</b>		
	<b>(a) Purchase</b>		
	Total Units (in lacs kw)	17.13	17.71
	Total Amount (in lacs Rs.)	113.92	112.90
	Rate / unit ( In Rs. )	6.65	6.37
	<b>(b) Own Generation</b>		
	Wind Mill ( units in lacs )		
	(Credit was given in Electric Bill of Rs. 5510811 which amount 6.65 per unit	8.29	2.59
<b>2</b>	<b>Diesel</b>	Nil	Nil
<b>3</b>	<b>Furnace oil</b>	Nil	Nil
<b>4</b>	<b>Others</b>	Nil	Nil
<b>B. Consumption per unit of production</b>			
	Production of Micro Irrigation Pipes & Fittings (Kgs.)	3257859	2899633
	Electricity Consumed per Kgs. of Pipes (In Units)	0.53	0.61
<b>C. Technology absorption</b>			
The Company's plant is running satisfactorily. No other technology is involved in Company's facilities other than wind power generation.			
<b>D. Foreign exchange inflow / out flow</b>			
	Foreign Exchange inflow (Rs. in lacs)	21.38	0.00
	Foreign Exchange outflow (Rs. in lacs)	469.99	24.51

**CORPORATE GOVERNANCE :**

As per clause 52 of the Listing Agreement with the Stock Exchange, the Report of the Corporate Governance and the Certificate of the Auditors of the Company in respect of compliance thereof are appended hereto and forming part of this report.

**PARTICULARS OF EMPLOYEES :**

There was no employee drawing remuneration in excess of limits prescribed under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

**APPRECIATION :**

Your Directors wish to place on record their sincere appreciation for the encouragement and co-operation received by the Company from customers, various Government, Semi- Government and Local Authorities, Suppliers, Shareholders and business associates.

Your Directors also wish to place on record their deep appreciation for the dedication and hard work put by the employees at all levels towards the growth of the Company. Last but not the least, the Board of Directors wish to thank the Investor/ Shareholders for their support, co-operation and faith in the Company.

Registered Office :  
UL25, Royal Complex, Bhutkhana Chowk,  
Dhebar Road, Rajkot. - 360 002.

By Order of the Board of Directors

Date : 30-05-2014  
Place : Rajkot

Sd/-  
**R. D. Khichadia**  
Chairman & Managing  
Director

Sd/-  
**G. D. Khichadia**  
Whole-time  
Director

## CORPORATE GOVERNANCE

In terms of Clause 52 of the Listing Agreement with BSE Limited the report containing details of Corporate Governance Systems and processes at Captain Polyplast Ltd. is as under : -

### COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE :

The Company's Corporate Governance Philosophy is based on trusteeship, transparency, empowerment, control and ethical corporate citizenship. The Company believes that the practice of each of these create a right culture and fulfill the true purpose of Corporate Governance. The Company remained committed towards protection and enhancement of overall long term value for its entire stakeholders, customers, lenders, employees and society.

Your company has consistently aimed at developing and internalizing such policies and implementing best-in-class action that make it a good model of Corporate Governance. To that effect your Company has adopted practice mandated in Clause 52 of Listing Agreement and has established procedure and systems to be fully compliant it.

### BOARD OF DIRECTORS

#### I. Composition and Category :

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Directors as per Clause 52 of the listing agreement. The Board comprises of 6 (six) Directors, out of which 3 (three) are promoters - Directors and 3 are non-executive Independent Directors. Independent Directors take active part at the Board and Committee Meetings, which add value in the decision making process. Half of the Board comprise of non-executive Independent Directors.

#### Board Procedure :

A tentative annual calendar of Board and Committee Meetings is agreed upon at the beginning of the year. Additional meetings are held, whenever necessary.

The Agenda is circulated well in advance to the Board members. The items in the Agenda are backed by comprehensive background information to enable the Board to take appropriate decisions. To enable the Board to discharge its responsibilities effectively, the Managing Director apprises the Board at every meeting on the overall performance of the Company. In addition to the information required under Annexure IA to Clause 52 of the SME Equity Listing Agreement, the Board is also kept informed of major events / items wherever necessary.

The Company has an effective post meetings follow up, review and reporting process mechanism for the decisions taken by the Board/Committees. Action taken report on decisions of the previous meeting(s) is placed at the immediately succeeding meeting of the Board/Committee for noting by the members.

#### II. Board Meetings, attendance, position held in Committee Meetings :

The Board duly met 21 times. Notices of the meetings with agenda along with necessary details were sent to the Directors in time.

One Extraordinary General Meeting was also held during the financial year 2013-14 on 09-09-2013.

The names and categories of the Directors, their attendance at Board Meetings and General Meetings and also position held by them in committee of other public limited companies as on 31-03-2014 are given below : -

**CAPTAIN POLYPLAST LIMITED.***Annual Report 2013-14*

Sr. No.	Name of the Director	Category	Attendance Particulars 2013-14			No. of Directorship held in other public ltd. companies	Member of Committee/Chairperson in other public limited companies
			Board Meeting held during tenure of Director	Board Meeting attended	Last AGM		
1	Ramesh D. Khichadia	Chairman & Managing Director	21	21	Y	-	-
2	Gopal D. Khichadia	WTD	20	20	Y	-	-
3	Ashok K. Patel	WTD	20	20	Y	-	-
4	Arvind B. Ranpariya	Independent	11	6	N. A.	-	-
5	Harshadray L. Patel	Independent	11	4	N. A.	-	-
6	Dhanji R. Padmani	Independent	11	4	N. A.	-	-

**III. Remuneration of Directors :**

Name of Director	Salaries & Perquisites	Commission	Sitting Fees	Total
Mr. Ramesh D. Khichadia	2691078	Nil	Nil	2691078
Mr. Gopal D. Khichadia	416391	Nil	Nil	416391
Mr. Ashok K. Patel	320026	Nil	Nil	320026
Mr. Kantilal M. Gedia	112783	Nil	Nil	112783
Mr. Arvind B. Ranparia	Nil	Nil	21000	21000
Mr. Harshadrai L. Patel	Nil	Nil	10500	10500
Mr. Dhanji R. padmani	Nil	Nil	10500	10500

**IV. Information on Directors Appointment/Re-appointment :**

Mr. Ashokbhai K. Patel, retires by rotation at the ensuing Annual General Meeting. He being eligible, offer himself for

Name of Director	: Mr. Ashok K. Patel
Date of Birth	: 11th October, 1951
Date of Appointment	: 27th March ,1997
Qualification	: S.Y.BA
Expertise in specific functional areas	: Finance
List of Companies in which directorship is held as on *	: Not Applicable
Chairman / Member of the committee of our Company	: Member in Investors Grievance Committee
Chairman / Member of the committee of other Company	: Not Applicable

\* only public limited companies are considered

Mr. Arvindbhai B. Ranparia, Mr. Harshadrai L. Patel, Mr. Dhanji R. Padmani were appointed as independent Director of company in previous AGM

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Mr. Arvindbhai B. Ranparia, Mr. Harshadrai L. Patel, Mr. Dhanji R. Padmani were appointed as independent Director of company in previous AGM

Name of Director	Arvind B. Ranparia	Harshadrai L. Patel	Dhanji R. Padmani
Date of Birth	22.11.66	06.12.47	25.10.50
Date of Appointment	11.09.13	11.09.13	11.09.13
Qualification	H.S.C.	L.L.B.	PHD Agronomy
Expertise in specific Functional areas	Human Resources	Finance	Agriculture & Accounts
List of Companies in which directorship is held as on *	Nil	Nil	Nil
Chairman / Member of the Committee of our Company	Chairman -Investors Grievance Committee  Member of Remuneration Committee	Chairman - Audit Committee  Member in Investors Grievance Committee	Chairman - Remuneration Committee
Chairman / Member of the Committee of other companies	Nil	Nil	Nil

\* only public limited companies are considered

**V. Audit Committee :**

Audit Committee, during the year under review, constituted and comprise of three members out of them Mr. Harshadrai L. Patel and Mr. Arvind B. Ranparia are Independent Directors. Mr. Harshadrai L. Patel is a Chairman of the Audit Committee, and Mr. Ramesh D. Khichadia, Chairman & Managing Director of the Company, are members to the committee.

Committee met on 2 times within two quarters of their constitution for perusal of financial position and un-audited half yearly result and also met for the finalization of account for the year ended on 31.03.2014 and for the review of financial position of the Company. The Accounts and Financial position perused by the Audit Committee were placed before Board for their consideration.

The terms of reference of the Audit Committee are in accordance with all the items listed in Clause 52(II)(D) and (E) of the Listing Agreement and Section 292 of the Companies Act, 1956 are as follows : -

- ⇒ Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- ⇒ Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.

⇒ Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.

Reviewing, with the Management, the financial statements before submission to the Board for approval, with particular reference to :

- 1 Matters required to be included in the Directors' Responsibility Statement to be included in the the Board's Report in terms of Section 134(3C) of the Companies Act, 2013 ;
- 2 Any changes in accounting policies and practices and reasons for the same ;
- 3 Major accounting entries involving estimates based on exercise of judgment by management.
- 4 Significant adjustments made in the financial statements arising out of audit findings;
- 5 Compliance with listing and other legal requirements relating to financial statements;
- 6 Disclosure to any related party transactions;
- 7 Qualifications in the draft audit report.

⇒ Reviewing with the management the half yearly financial statements before submission to the Board for approval

⇒ Reviewing the adequacy of internal audit function, 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.

⇒ Discussion with internal auditors any significant findings and follow up thereon;

⇒ 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 matters to the

⇒ 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;

⇒ Carrying out any other function as is mentioned in the terms of reference of the Audit committee;

⇒ Mandatory Review the following information:

- a. Management Discussion and Analysis of financial condition and results of operations;
- b. Statement of significant related party transactions (as defined by the audit committee) submitted by management;
- c. Management letters / letters of internal control weaknesses issued by statutory auditors;
- d. Internal audit report relating to internal control weaknesses; and
- e. The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be review by the Audit Committee.

The Audit Committee has the following powers:

- i. to investigate any activity within its terms of reference.
- ii. to seek information from any employee.
- iii. to obtain outside legal and professional advice.
- iv. to secure attendance of outsiders with relevant expertise



**CAPTAIN POLYPLAST LIMITED.***Annual Report 2013-14*

During the financial year 2013-14, two meeting of Audit Committee was held.

Attendance of the Directors at the Audit Committee Meetings held during the financial year is as under : -

**Attendance :**

Sr. No.	Name of the Members	Status	Number of Meeting attended
1	Mr. Harshadray L. Patel	Chairman	2
2	Mr. Arvind B. Ranpariya	Member	2
3	Mr. Ramesh D. Khichadia	Member	2

**VI. NOMINATION AND REMUNERATION COMMITTEE :**

As on date remuneration committee comprise of three members who are independent and non executive directors namely Mr. Dhanji R. Padmani Independent Director, is a Chairman of the Remuneration Committee and Mr. Harshadrai L. Patel and Mr. Arvind Bavanjibhai Ranpariya, independent directors are members to the committee as per the requirement of Code of Corporate Governance as well as under Schedule XIII and under Clause 49 of the Listing Agreement. The Committee reviews and recommends the remuneration proposed to be paid to the Managing Director/Whole time Director and non-executive directors of the Company to the Board of Directors. The Committee is also empowered to decide on Employees' Stock Option Scheme as and when such scheme is considered for introduction in the Company.

As on date Company has a Managing Director and Whole-Time Director, remunerations of the executive directors has been duly approved by Committee, No remuneration were paid to Non-executive Directors excluding sitting fees for attending the meetings of the Board of Directors or committee thereof. Further the remunerations of the Managing Directors/Whole time Directors as recommended by the remuneration committee thereafter decided

by the Board of Directors and then subsequently approved by the shareholders at the general meeting as required by the Companies Act, 2013. The Chairman & Managing Director / Whole-time Director are paid remuneration as per the terms and conditions approved by the Board of Directors and shareholders.

During the financial year 2013-14 two meetings were held within two quarters of constituted Remuneration Committee as under : -

Sr. No.	Name of the Members	Status	Number of meeting attended
1	Mr. Dhanji R. Padmani	Chairman (Independent)	2
2	Mr. Arvind B. Ranparia	Member (Independent)	2
3	Mr. Harshadrai L. Patel	Member (Independent)	2

**VII. SHARE TRANSFER COMMITTEE /INVESTOR GRIEVANCE COMMITTEE :**

The Share Transfer cum Investors'/Shareholders' Grievance Committee comprise of three members chaired by Mr. Arvind B. Ranparia, being non-executive director and Mr. Harshadrai L. Patel, independent director and Mr. Ashok K. Patel, Whole time Director are members to the committee. The Committee looks into the redressal of investors complaints such as delay in transfer of equity shares, request for transmission of shares, issue of duplicate share certificates, non receipt of declared dividends/ annual reports etc.

During the financial year 2013-14, within two quarter of its constitution the Share Transfer cum Investors' Grievance Committee met on 2 times

**CAPTAIN POLYPLAST LIMITED.***Annual Report 2013-14*

Investors' Grievance Committee comprised of the following members:

Sr. No.	Name of the Members	Status	Number of meeting attended
1	Mr. Arvind B. Ranparia	Chairman (Independent)	2
2	Mr. Harshadrai L. Patel	Member (Independent)	2
3	Mr. Ashok K. Patel	Member (WTD)	2

**Exclusive email id :**

Further as per clause 50 (f) company has designated exclusive **email id: [compliance@captainpolyplast.in](mailto:compliance@captainpolyplast.in)** of grievance redressal service department exclusively for the purpose of registering complaints by investor. For prompt disposal of any query or any matters Shareholders may contact to the Registrar and Share Transfer Agent and under the above referred email id.

**VIII. SHARE TRANSFER :**

The company has appointed **M/s SHAREPRO SERVICES (INDIA) PRIVATE LIMITED**, 13 AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri - Kurla Road, Sakinaka, Andheri (East), Mumbai - 4000 072, as Registrar and Share Transfer Agent.

**IX. MARKET PRICE DATA :**

Month	High	Low	Month	High	Low
Dec - 13	38.15	33.00	March - 14	46.00	38.00
Jan - 14	42.55	33.25	Apr - 14	45.00	42.00
Feb - 14	42.50	35.90	May - 14	63.00	43.00

**X. MANAGEMENT DISCUSSION AND ANALYSIS :**

Report on Management discussion and analysis has been given separately in this Annual Report and form part of this report

**XI CORPORATE SOCIAL RESPONSIBILITY :**

The company is acutely aware of the need to give back to the society. It has therefore, taken several measures towards CSR

**XII HUMAN RELATIONS :**

During the year employee relations continued to be cordial and harmonious at all levels and in all divisions of the Company. There was a total understanding of the management objectives by the employees. The Company has consistently tried to train & nurture the best of the available talent in the Industry.

**XIII ACKNOWLEDGEMENT :**

The Board of Directors wishes to thank the Central Government, State Government, RBI, SEBI, and The Bombay Stock Exchange Limited (BSE) for their co-operation in various spheres of Company's functions. The Board of Directors expresses its gratitude for the co-operation extended by the Financial Institutions / Term Lenders and Company's Bankers for their valuable support. The Directors thank all the shareholders of the Company, its customers and investors for their valuable support during the year and look forward to their continued support in the years to come. The Company has also gained considerably from the sincere and devoted services rendered by its employees at all levels. The Board of Directors wishes to place on record its sincere appreciation of the employee's efforts in enhancing the image of the company in the market.

**CAPTAIN POLYPLAST LIMITED.***Annual Report 2013-14***XIV NAME, DESIGNATION AND ADDRESS OF THE COMPLIANCE OFFICER**

Mrs. Khyati Mehta - Company Secretary and Compliance Officer, A - 2, Abhishek Apartment, 3/11, Jagnath Plot, Rajkot - 360 001.

**XV STATUS OF COMPLAINTS RECEIVED, RESOLVED AND PENDING AS ON MARCH 31, 2014 :**

Number of Shareholders' Complaints received during the year	Nil
Number of Shareholders' Complaints resolved during the year	Nil
Number of Shareholders' Complaints Pending at the end of the year	Nil

**XVI ANNUAL GENERAL MEETINGS**

17th Annual General Meeting of the members of CAPTAIN POLYPLAST LIMITED will be held on 15-07-2014, TUESDAY at 11.00 A.M. at Survy No. 267, Plot No. 10A, 10B & II, N. H. No.. 27, SHAPAR ( Veraval), Dist Rajkot - 360 024.

**Particulars of AGM held during last three year :**

Year	Date	Time	Place of Meeting	Number of Special Resolution Passed
2012-13	11/09/2013	11:00 a. m.	Registered office	10
2011-12	29/09/2012	11:00 a. m.	Registered office	Nil
2010-11	30/09/2011	11:00 a. m.	Registered office	Nil

During the year under review, no resolution was put through by Postal Ballot

**XVII LISTING :**

At present your Company's securities are listed on the SME Platform of BSE Limited.

**XVIII STOCK CODE :**

Trading Scrip Code at The Bombay Stock Exchange Ltd. : **536974**

**XIX FINANCIAL RESULTS :**

The half yearly/yearly financial results were informed in time to stock exchanges.

**XX BOOK CLOSURE :**

For updating records and shareholding information of the members of the company, the Share Transfer Books and Register of Members was remained closed from 23-05-2014 to 31-05-2014 (both days inclusive)

**CAPTAIN POLYPLAST LIMITED.***Annual Report 2013-14***XXI SHAREHOLDING PATTERN :**

Shareholding pattern as on 31.03.2014

Number of Shares	Number of Shares	Number of Shareholders	% to Total
Up to	4000	177	9.486
4001	8000	45	4.823
8001	12000	10	1.608
12001	16000	4	0.858
16001	20000	1	0.268
28001	32000	1	0.429
32001	36000	1	0.482
40001	44000	1	0.590
44001	48000	1	0.643
52001	56000	2	1.501
68001	72000	1	0.965
72001	76000	1	1.018
76001	80000	1	1.072
84001	88000	1	1.179
100001	104000	1	1.393
168001	172000	1	2.304
172001	176000	1	2.358
228001	232000	1	3.108
236001	240000	1	3.216
248001	252000	1	3.376
296001	300000	1	4.019
372001	376000	1	5.038
444001	448000	1	6.002
808001	812000	1	10.88
1144001	1148000	1	15.38
1368001	1372000	1	18.38
		<b>259</b>	

All the Shares of the Company are in demat form.

Out of 7463525 Shares, 6707525 Shares are registered with CDSL &amp;

Out of 7463525 Shares, 756000 Shares are registered with NSDL

**XXII REGISTERED OFFICE :**

The registered office of the Company situated at UL 25, Royal Complex, Bhutkhana Chowk, Dhebar Road, Rajkot - 360002

**Plant Location :**

Survey No. 267, Plot No. 10-A &amp; 11, N.H. 8-B, Shapar – Veraval, Rajkot – 360024, Gujarat.

**XXIII DISCLOSURES :****Related Party Transaction :**

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

**Statutory Compliance, Penalties and Strictures :**

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

**Whistle Blower Policy :**

The Company has framed a Code of Conduct for Directors and Senior Management. At present, the Company does not have any formal Whistle Blower Policy. The Directors of the Company affirms that no personnel have been denied access to the Audit Committee.

**Proceeds from the Initial Public Offer of the Company :**

The Details about the utilization of the proceeds raised through Initial Public Offer of equity shares of the Company are disclosed to the Audit Committee. The Company has not utilized these funds for the purposes other than those mentioned in the prospectus of the Company.

**Reconciliation of Share Capital Audit :**

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company

**Non-Mandatory Requirements :**

The Company does not comply with the non-mandatory requirements.

**MEANS OF COMMUNICATION :**

The half yearly financial results are regularly submitted to the Stock Exchange in accordance with provisions of the Listing Agreement and also uploaded on the Company's website – [www.captainpolyplast.com](http://www.captainpolyplast.com)

**XXIV CODE OF CONDUCT :**

The Company has adopted the Samruddhi Code of Conduct for all the employees of the Company including the Directors. This Code of Conduct is posted on the Company's website. Further, all the Board members and Senior Management Personnel (as per Clause 52 of the SME Equity Listing Agreement) have affirmed the compliance with the Code of Conduct. A declaration to this effect signed by the Managing Director forms part of this report.

**XXV OUTSTANDING GDRS/ADRS/WARRANTS OR OTHER CONVERTIBLE INSTRUMENTS :**

The company has no outstanding GDRs/ADRs/Warrants or other Convertible Instruments Shareholders should address all their correspondence related to company's shares to the Registrar and Share Transfer Agents, at the address mentioned above.

**XXVI RISK MANAGEMENT :**

The Company has a well-defined risk management framework in place. The Company has established procedures to periodically place before the Audit Committee and the Board, the risk assessment and minimisation procedures being followed by the Company and steps taken by it to mitigate these risks.

Registered Office :  
UL25, Royal Complex, Bhutkhana Chowk,  
Dhebar Road, Rajkot. - 360 002.

Date : 30-05-.2014  
Place : Rajkot

By Order of the Board of Directors

Sd/-  
Mr. Ramesh D. Khichadia  
Chairman & Managing Director

**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

**To,  
The Members of  
CAPTAIN POLYPLAST LIMITED.**

We have examined the compliance of conditions of Corporate Governance by CAPTAIN POLYPLAST LIMITED for the year ended March 31, 2014, as stipulated in Clause 52 of the Listing Agreement of the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance with the conditions of 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, the representation made by the directors and management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in amended Clause 52 of the above mentioned Listing Agreement

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that no investor grievances is pending for a period exceeding one month against the Company as per record maintained by the Company.

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

**FOR P. GHANSHYAM & CO.,**  
Chartered Accountants  
Firm Reg. No. 103153W

Sd/-  
**(G. L. Kathrotia)**  
Proprietor  
Memb. No. 32424

Place : Rajkot  
Date : 30-05-.2014



**MANAGEMENT DISCUSSION AND ANALYSIS****INDUSTRY OUTLOOK :**

During the period under review economy was passing through very hard phase, international financial crisis made things more challengeable and fluctuation in Rupee against dollar made import more costly and have greater impact in costing of the products of the company. However there were tremendous potential growth shown in the markets. Due to new government and changes in government policies, plus government regulations current scenarios are very impressive there is lot of potential demand for the next years.

**OPPORTUNITIES AND THREATS :**

The company envisaged remarkable growth over previous years. Company's turnover shows increasing trends. Due to expansion the financial charges and depreciation are higher over the previous year. Government is providing various incentives for use of micro irrigation in agriculture and customers growing rapidly as they have realized the benefits of use of micro irrigation. At the same time, there is intense price pressure from the competitors and international financial crisis.

**INITIATIVES :**

The initiatives are being taken by the Company for improving the quality standards and reduction of costs at appropriate level. New machineries are installed to provide better result and to cope up with changing requirement of the industry. The employees at all levels are being made aware of the changing conditions and the challenges of the open market conditions and to train the personnel to tackle the difficult situations which will improve the overall productivity, profitability.

**RISKS AND CONCERNS :**

Major fluctuations Rupee v/s Dollar price corresponding to fluctuation in the raw material price and stringent market conditions can affect the Company's performance.

**INTERNAL CONTROL SYSTEM :**

The Company has an adequate internal audit system commensurate with its size and the nature of its business towards achieving efficiency in the operation, optimum utilization of resources and effective monitoring thereof and compliance with applicable laws.

**HUMAN RESOURCES :**

Employee's relations continue to be cordial. Training and development activities are identified, organizes and progress monitored as part of human resource development activities.

**FUTURE PLAN :**

As a long term planning strategy, company is planning to operate on a larger scale and achieve the highest portion of market demand of its products..

Promoters are working very hard to lead company to new horizons and giving better results.

Registered Office :  
UL25, Royal Complex, Bhutkhana Chow,  
Debar Road, Rajkot. - 360 002.

Date : 30.05.2014  
Place : Rajkot

By Order of the Board of Directors

Sd/-

Mr. Ramesh D. Khichadia  
Chairman & Managing Director

**Whole-time Director / CFO Certification**

**To**  
**The Board of Directors,**  
**Captain Polyplast Limited,**

We, Ramesh D. Khichadiya - Chairman & Managing Director, Gopal D. Khichadiya - Whole-time Director and Ashok K. Patel - Whole-time Director, Kaushik Mori - Finance head of Captain Polyplast Limited hereby certify that ;

- a) We have reviewed Financial Statements and the Cash Flow Statement for the financial year ended March 31, 2014 and that to the best of our knowledge and belief ;
  - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading ;
  - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct ;
- c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies
- d) We have indicated to the Auditors and the Audit committee that ;
  - i) there have been no significant changes in internal control over financial reporting during the year ;
  - ii) there have been no significant changes in accounting policies during the year ; and
  - iii) there have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-  
 Ramesh D. Khichadia  
 Chairman & Managing Director

Sd/-  
 Kaushik Mori  
 Finance Head

Place : Rajkot  
 Dated : 30-05-2014

**DECLARATION - COMPLIANCE WITH THE CODE OF CONDUCT**

Pursuant to the provisions of Clause 52 of the Listing Agreement, it is hereby declared that all the Board Members and Senior Management Personnel of Captain Polyplast Limited have affirmed compliance with the Code of Conduct for Directors and Senior Management for the Financial Year ended March 31, 2014.

Place : Rajkot  
 Dated : 30-05-2014

Sd/-  
 Gopal D. Khichadia  
 Whole Time Director

## INDEPENDENT AUDITORS' REPORT

To

The Members of

CAPTAIN POLYPLAST LIMITED

### Report on the Financial Statements

We have audited the accompanying financial statements of CAPTAIN POLYPLAST LIMITED., which comprise the Balance Sheet as at 31st March, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparations of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control 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.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, 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.

Contd.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014.
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date
- (c) in the case of the Cash Flow Statement, of the cash flow for the year ended on that date.

### Report on Other Legal and Regulatory Requirement

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India, in terms of section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraph 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that ;
  - (a) We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - (b) In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of the books.
  - (c) The Balance sheet and Profit and Loss account dealt with by this report are in agreement with the books of accounts.
  - (d) In our opinion, the Balance sheet and Profit and Loss account comply with the Accounting standards referred to in section 211(3C) of the Act.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2014, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2014, from being appointed as a director in terms of Section

**FOR P. GHANSHYAM & CO.,**

Chartered Accountants

Firm Reg. No. 103153W

Sd/-

**(G. L. Kathrotia)**

Proprietor

Memb. No. 32424

Place : Rajkot

Date : 30th May., 2014

## CAPTAIN POLYPLAST LIMITED

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, all the fixed assets have been physically verified by the management in a phase periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification and the same have been properly dealt with in the books of accounts..
- (c) In our opinion, and according to the information and explanations given to us, the Company has not disposed of substantial part of fixed assets during the year and going concern status of the Company is not affected.
2. (a) The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) In our opinion and according to the information and explanations given to us, the procedure of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory and as explained to us, no material discrepancies were noticed on physical verification of inventory as compared to the books records.
3. (a) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the Act. Therefore Clause iii(a) of the Order, 2003 are not applicable to the Company.
- (b) Provisions of Clause 4(iii)(b) is not applicable in view of our comment in Clause iii(a).
- (c) Provisions of Clause 4(iii)(c) is not applicable in view of our comment in Clause iii(a).
- (d) Provisions of Clause 4(iii)(d) is not applicable in view of our comment in Clause iii(a).
- (e) The Company has taken unsecured loans from companies, firms or other parties covered in the register maintained under section 301 of the Act and the maximum amount outstanding at any time during the year was Rs. 1150211. The number of parties and amount outstanding at the year end are as under :
 

<u>Number of parties</u>	<u>Amount involved Rs.</u>
5	4593211
- (f) In our opinion and according to the information and explanations given to us, the rate of interest, wherever applicable, and other terms and conditions of unsecured loans taken by the Company are not prima facie prejudicial to the interest of the Company.
- (g) There is no stipulation in respect repayment of principal amounts of loans from parties covered under section 301 of the Act, while interest is payable annually at the discretion of the Company.
4. In our opinion and according to the information and explanations given to us, there exists an adequate internal procedure commensurate with the size of the Company and the nature of its business, for purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. (a) In our opinion and according to the information and explanations given to us, The transactions in pursuance of contracts or arrangements that need to be entered in the register maintained under section 301 of the Companies Act, 1956 have been so entered.

Contd.

## CAPTAIN POLYPLAST LIMITED

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)

- (b) In our opinion and according to the information and explanation given to us, the transactions made in pursuance of contracts / arrangements entered in the Register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of Rs. 500000 in respect of each party during the year have been made at a prices which appear reasonable as per the information available with the Company.
6. Clause - 4(vi) of the Order is not applicable as the Company has not accepted any deposits from the public.
7. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
8. Maintenance of cost records for any of its products, Processing or manufacturing has not been prescribed to the Company by the Central Government under clause (d) of sub-section 209 of the Act.
9. (a) According to the records, the Company is regular in depositing undisputed statutory dues including Income-tax, Sales Tax, Excise Duty, Service Tax, Custom Duty, Cess Provident Fund and any other statutory dues with the appropriate authorities. As informed to us, the provisions of Employees' State Insurance are not applicable to the Company.
- (b) There is no undisputed amounts payable in respect of Income-tax, Service Tax, Excise Duty, Custom Duty, Provident Fund and any other material statutory dues in arrears as at 31-03-14 for a period of more than six months from the date they became payable, except Rs. 224740 in respect of employees' Professional Tax.
- (c) Details of Income-tax and Excise Duty which have not been deposited as on 31-03-2014 on account of dispute are given below : -

Nature of the Statute	Nature of the dues	Forum where the dispute is pending	Period to which the amount relates	Amount involved Rupees	Amount paid till 31-03-14 on this account Rupees
Income-tax Act, 1961	Penalty proceeding u/s. 271(1)(c) for concealment of Income	Income-tax Appellate Tribunal	A. Y. 2005-06	603793	603793
Income-tax Act, 1961	Disallowance of Sales Commission Exp.	CIT(A)-IV Rajkot	A. Y. 2007-08	475670	413000
Income-tax Act, 1961	(i) Disallowance of Sales Commission Exp. (ii) Disallowance Deduction u/s. 80IB	CIT(A)-IV Rajkot	A. Y. 2008-09	1003800	1229688
Income-tax Act, 1961	(i) Disallowance of Sales Commission Exp. (ii) Addition u/s. 68 of the Act.	CIT(A)-IV Rajkot	A. Y. 2009-10	4392530	2872800

Contd.

## CAPTAIN POLYPLAST LIMITED

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our Report of even date)

Income-tax Act, 1961	(i) Disallowance of Sales Commission Exp. (ii) Addition u/s. 68 of the Act.	CIT(A)-IV Rajkot	A. Y. 2010-11	3859320	1929660
Central Excise Act, 1944	Central Excise	Additional Commissioner of Central Excise	F. Y. 2009-10	1840000	340000

10. The Company has no accumulate losses at the end of financial year. The Company has not incurred cash losses during the financial year covered by the audit and in the financial year immediately preceding financial year.
11. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions or banks.
12. Clause - xii of the Order is not applicable as the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Order is not applicable to the Company.
14. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Order is not applicable to the Company.
15. 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.
16. Term loans have been applied for the purpose for which the loans have been taken
17. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that funds raised on short-term basis have not been used for long term investment and vice versa by the Company.
18. The company has not made any preferential allotment of Shares to the parties and companies covered in the register maintained under section 301 of the Act.
19. The Company has not issued any debenture during the year and does not have any debenture outstanding as at the beginning of the year and at the year end. Accordingly, provision of Claus 4(xix) of the Order are not applicable.
20. As verified by us, the Company has raised Rs. 5.94 crore by way of Public Issue of 1980000 Equity Shares @ Rs. 30/- each (including Premium of Rs. 20/- per Share) during the year and we have verified the disclosure made and certified by the Management regarding the end use of IPO Proceeds.
21. In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

**FOR P. GHANSHYAM & CO.,**  
Chartered Accountants  
Firm Reg. No. 103153W

Sd/-  
**(G. L. Kathrotia)**  
Proprietor  
Memb. No. 32424

Place : Rajkot  
Date : 30th May., 2014



## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

## BALANCE SHEET AS AT 31st MARCH, 2014

	Note No.	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>I. EQUITY AND LIABILITIES :</b>			
<b>1. SHAREHOLDERS' FUNDS :</b>			
(a) Share capital	3	74635250	21934100
(b) Reserves and surplus	4	114717888	86861238
(c) Money received against share warrants	-	0	0
<b>Sub Total</b>		<b>189353138</b>	<b>108795338</b>
<b>2. SHARE APPLICATION MONEY PENDING ALLOTMENT :</b>			
	-	<b>0</b>	<b>0</b>
<b>3. NON-CURRENT LIABILITIES :</b>			
(a) Long-term borrowings	5	92692446	45403063
(b) Deferred tax liabilities (Net)	6	6056037	4983739
(c) Other long term liabilities	-	0	0
(d) Long term provisions	7	1376261	1299159
<b>Sub Total</b>		<b>100124744</b>	<b>51685961</b>
<b>4. CURRENT LIABILITIES :</b>			
(a) Short-Term Borrowings	8	129876814	108634321
(b) Trade Payables	9	247271466	198130816
(c) Other Current Liabilities	10	49996323	34170639
(d) Short-Term Provisions	11	10113761	14574129
<b>Sub Total</b>		<b>437258364</b>	<b>355509905</b>
<b>TOTAL</b>		<b>726736246</b>	<b>515991204</b>

Contd.

## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

## BALANCE SHEET AS AT 31st MARCH, 2014

	Note No.	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>II. ASSETS :</b>			
<b>1. NON-CURRENT ASSETS :</b>			
(a) Fixed Assets	12		
(i) Tangible assets		117125336	57362152
(ii) Intangible assets		0	0
(iii) Capital work-in-progress		34106140	38936817
(iv) Intangible assets under development		0	0
(b) Non-current investment	13	5724493	5723206
(c) Deferred tax assets (Net)	-	0	0
(d) Long term loans and advances	-	0	0
(e) Other non-current assets	14	4710859	2403010
<b>Sub Total</b>		<b>161666828</b>	<b>104425185</b>
<b>2. CURRENT ASSETS</b>			
(a) Current Investments	-	0	0
(b) Inventories	15	84719927	55119434
(c) Trade Receivables	16	388875864	292254233
(d) Cash and Cash Equivalents	17	46490135	37303229
(e) Short-term Loans and Advances	-	0	0
(f) Other Current Assets	18	44983492	26889123
<b>Sub Total</b>		<b>565069418</b>	<b>411566019</b>
<b>TOTAL</b>		<b>726736246</b>	<b>515991204</b>
<b>Accompanying Notes forming part of the Financial Statements</b>		<b>1 to 43</b>	

As per our report of even date attached

On behalf of the Board of Director

**FOR P. GHANSHYAM & CO.,**Chartered Accountants  
Firm Reg. No. 103153W**Sd/-****(G. L. Kathrotia)**

Proprietor

Memb. No. 32424

Place : Rajkot

Date : 30th May., 2014

**Sd/-****R. D. Khichadia**Chairman & Managing  
Director**Sd/-****G. D. Khichadia**Whole-time  
Director**Sd/-****Khyati S. Mehta**

Company Secretary

## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

## PROFIT &amp; LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2014

	Note No.	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>I. Revenue from Operation</b>	19	814767504	626477177
<b>II. Other Income</b>	20	9604688	4595325
<b>III. Total Revenue ( I + II )</b>		<b>824372192</b>	<b>631072502</b>
<b>IV. Expenses:</b>			
1. Cost of Materials and Stores Consumed	21	634725041	443747433
2. Purchases of Stock-in-Trade	-	0	0
3. Changes in Inventories of Finished Goods, Work-inprocess and Stock-in-trade	22	-48225252	-3420352
4. Employee Benefits Expenses	23	35424734	25449187
5. Financial Costs	24	47968783	35544532
6. Depreciation and Amortization Expenses	12	16972141	9216052
7. Other Expenses	25	105725342	81687851
<b>Total Expenses</b>		<b>792590789</b>	<b>592224703</b>
<b>V. Profit Before Exceptional and Extraordinary Items and Tax ( III - IV )</b>		31781403	38847799
VI. Exceptional Items		0	0
VII. Profit Before Extraordinary Items and Tax ( V - VI )		31781403	38847799
VIII. Extraordinary Items		0	0
<b>IX. Profit Before Tax ( VII - VIII )</b>		<b>31781403</b>	<b>38847799</b>
<b>X. Tax Expenses:</b>			
(1) Current tax		-9600000	-14250000
(2) Current tax - Prior Year		48695	814475
(3) Deferred tax debit/credit		-1072298	389112
<b>XI. Profit(Loss) for the period from Continuing Operation ( IX - X )</b>		<b>21157800</b>	<b>25801386</b>
XII. Profit/(Loss) from Discontinuing Operation		0	0
XIII. Tax Expenses of Discounting Operation		0	0

Contd.

**CAPTAIN POLYPLAST LIMITED***Annual Report 2013 - 2014***PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2014**

	Note No.	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>XIV. Profit/(loss) from Discontinuing Operation ( XII - XIII )</b>		<b>0</b>	<b>0</b>
<b>XV. Profit/(Loss) for the period (XI + XIV)</b>		<b>21157800</b>	<b>25801386</b>
XVI. Earning per equity share: Basic & Diluted		3.46	12.76
<b><i>Accompanying Notes forming part of the Financial Statements</i></b>	1 to 43		

As per our report of even date attached

On behalf of the Board of Director

**FOR P. GHANSHYAM & CO.,**Chartered Accountants  
Firm Reg. No. 103153W**Sd/-****(G. L. Kathrotia)**

Proprietor

Memb. No. 32424

Place : Rajkot

Date : 30th May., 2014

**Sd/-****R. D. Khichadia**  
Chairman & Managing  
Director**Sd/-****G. D. Khichadia**  
Whole-time  
Director**Sd/-****Khyati S. Mehta**  
Company Secretary

## CASH FLOW STATEMENT

	Year Ended 31/03/2014 Rupees		Year Ended 31/03/2013 Rupees	
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit before tax		31781403		38847799
<b>Adjustment for :</b>				
Depreciation and Amortization Exp	16972141		9216052	
Interest Income	(3927319)		(2911137)	
Profit on Sale of Investment	0		(1658)	
Loss on Sale of Asset	68546		0	
Profit on Currency Hedging	(113798)		(32743)	
Dividend Income	(3293)		(500)	
Financial Cost	47968783		35544532	
		60965060		41814546
<b>Operating profit before working capital changes</b>		<b>92746463</b>		<b>80662345</b>
<b>Adjustment for :</b>				
Changes in Working Capital :				
Increase / (Decrease) in Long Term Provisions	77102		1299159	
Increase / (Decrease) in Trade Payable	49140650		71187219	
Increase / (Decrease) in Other Current Liabilities	15825684		9399700	
Increase / (Decrease) in Short Term Provision	(4460368)		10411922	
(Increase) / decrease in Inventories	(29600493)		(3708866)	
(Increase) / Decrease in Trade Receivable	(96621631)		(116715872)	
(Increase) / Decrease in Other Current Assets	(18094369)		(13261212)	
		(83733425)		(41387951)
<b>Cash Generated from Operation</b>		9013038		<b>39274394</b>
Net Income-tax paid		(9551305)		(13435525)
<b>Net Cash Flow from Operating Activities</b>		<b>(538267)</b>		<b>25838869</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>				
Capital Expenditure on Fixed Assets	(72321194)		(47423722)	
Sale Proceed of Fixed Assets	348000		550000	
(Increase) / Decrease in Non-current Investments	(1287)		(5641875)	
Increase / (Decrease) in Non-current Assets	(2307849)		235286	
Dividend Income	3293		500	
Profit on Sale of Investment	0		1658	
Profit on Currency hedging	113798		32743	
Interest Received	3927319		2911137	
<b>Net Cash Flow from/(used) in Investing Activities</b>		<b>(70237920)</b>		<b>(49334273)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES :</b>				
Proceeds from Issue of Share Capital	39600000		2375000	
Proceeds from Security Premium	19800000		7125000	
Proceeds from Long Term Borrowings	47289383		20868089	
Short Term Borrowings	21242493		40238448	
Financial Cost paid	(47968783)		(35544532)	
<b>Net Cash Flow from/(used) in Financing Activities</b>		<b>79963093</b>		<b>35062005</b>
Net Increase/(decrease) in Cash & Cash Equivalents(A+B+C)		<b>9186906</b>		11566601
Cash & Cash Equivalents at the beginning of the period		37303229		25736627
		<b>46490135</b>		<b>37303228</b>
<b>Cash &amp; Cash Equivalents at the end of the period</b>		<b>46490135</b>		<b>37303228</b>

- 1) The figures in bracket indicate outflow
- 2) Previous period's figures have been regrouped wherever considered necessary.

**FOR P. GHANSHYAM & CO.,**

Chartered Accountants  
Firm Reg. No. 103153W

**Sd/-****(G. L. Kathrotia)**

Proprietor  
Memb. No. 32424  
Place : Rajkot  
Date : 30th May., 2014

**Sd/-**

**R. D. Khichadia**  
Chairman & Managing  
Director

**Sd/-**

**G. D. Khichadia**  
Whole-time  
Director

**Sd/-**

**Khyati S. Mehta**  
Company Secretary

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

**1. Corporate Information :**

The Company is engaged in the business of manufacturing and selling of quality Micro Irrigation Systems and allied products for more than decade and half. Apart from manufacturing and selling of products the Company also undertakes supply and installation of micro irrigation systems and provision of agronomical services to farmers.

**2. Accounting Policies :**

**2.1 Basis of Accounting :**

The financial Statements are prepared under the historical cost basis of accounting and evaluated on a going-concern basis, with revenue and expenses accounted for on their accrual to comply in all material aspect with the applicable accounting principles and applicable Accounting Standards notified U/s. 211(3C) of the Companies Act, 1956 and other relevant provisions of the Companies Act, 1956.

**2.2 Use of Accounting Estimates :**

The preparation of financial statements require estimates and assumptions to be made that affect the reported balances of assets as on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Accounting estimates could change from period to period. Actual results could differ from these estimates. Appropriate changes in estimate are made as and when the management becomes aware of the changes in the circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which the changes are made and if material, their effects are disclosed in the notes to the financial statements.

**2.3 Revenue Recognition :**

Revenue is being recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

**2.4 Fixed Assets :**

Fixed assets are stated at cost (net of Modvat/Cenvat/VAT) less accumulated depreciation.

**2.5 Depreciation and Amortization :**

Depreciation on fixed assets has been charged on W. D. V. method at the rates specified in Schedule XIV of the Companies Act, 1956.

**2.6 Inventories :**

Inventories are valued at cost. Cost is determined on first-in-first-out method. Inventories of manufactured goods and raw materials are valued at lower of cost and net realizable value. Cost of manufactured goods include related overheads.

**2.7 Investments :**

Inventories are valued at lower of the cost or net realizable value except for wastage & scrap which are valued at net realizable value.

Cost of inventories of finished goods included material cost, cost of conversion and other costs.

Cost of inventories of raw material and material cost of finished goods is determined on First In First Out (FIFO) basis.

**2.8 Borrowing Costs :**

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying assets are capitalized as part of the cost of that assets till such time the asset is ready for its intended use. Other borrowing costs are recognized as an expenses in the period in which they are incurred.

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

**2.9 Provision and Contingencies :**

Provisions : Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value.

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

**2.10 Provision for Current and /deferred Tax :**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income-tax Act, 1961. Deferred Tax resulting from "timing difference" between taxable and accounting income is accounted for using the tax rates applicable on the balance sheet date. Deferred tax asset is recognized and carried forward only to the extent that there is a virtual certainty that the asset will be realized in future.

**2.11 Cash Flow Statement :**

Cash Flows are reported using indirect method, whereby profit/(loss) before extraordinary items and taxes is adjusted for the effect of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**2.12 Employee Benefits :**

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

In respect of certain employees, Provident Fund contributions are made to a Trust administered by the Company. The Company's liability is actuarially determined at the end of the year and any shortfall in the fund size maintained by the Trust set up by the Company is additionally provided for. Actuarial losses/gains are recognized in the statement of Profit and Loss in the year in which they arise.

Gratuity Liability : Gratuity liability is a defined benefit obligation and the Company's liability is actuarially determined at the end of each year. The Company funds the benefit through contributions to LIC. The Company recognizes the actuarial gain & losses in the statement of Profit and Loss in the period in which they arise.

**2.13 Segmental Reporting :**

As the company has only one business segment, disclosure under Ind AS 18 on "Segment Reporting" issued by the Institute of Chartered Accountants of India is not applicable

**2.14 Earning per Share (EPS) :**

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



**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014		As at 31-03-2013	
	Nos.	Rupees	Nos.	Rupees
<b>03. SHARE CAPITAL :</b>				
(i) Authorized :				
Equity Shares of Rs. 10/- Each	8000000	80000000	3000000	3000000
Issued :				
Equity Shares of Rs. 10/- each	7463525	74635250	2193410	21934100
Subscribed & Paid-up :				
Equity Shares of Rs. 10/- each	7463525	74635250	2193410	21934100
Call Unpaid		0		0
Par value per share		10		10
(ii) Reconciliation of number of Equity Shares :				
Equity Shares :				
Shares outstanding at the beginning of the year	2193410	21934100	1955910	19559100
Shares issued during the period	5270115	52701150	237500	2375000
Shares outstanding at the end of the year	7463525	74635250	2193410	21934100
(iii) the rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and repayment of capital.	0	0	0	0
(iv) Shares in respect of each class in the company held by its holding company or ultimate holding company.	0	0	0	0
(v) Details of Shareholders holding more than 5% shares :	As at 31-03-14		As at 31-03-13	
	No of shares held	% of holding	No of shares held	% of holding
Ramesh D. Khichadia	1368550	18.34%	547420	24.96%
Gopal D. Khichadia	1145050	15.34%	445120	20.29%
Sangita R. Khichadia	446000	5.98%	178400	8.13%
Kanji M. Pansuria	374750	5.02%	149900	6.83%
Captain Pipes Pvt. Ltd.	810000	10.85%	324000	14.77%
Ritesh R. Khichadia	0	0.00%	112500	5.13%
	As at 31-03-14		As at 31-03-13	
(vi) Shares reserved for issue under option and contracts/ commitments for sale of shares/disinvestment.	0	0	0	0
(vii) For the period of 5 years immediately preceding the date as at Balance Sheet is prepared :				
- Aggregate number and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	0	0	0	0
- Aggregate number and class of shares allotted as fully paid up by way of bonus shares	0	0	0	0
- Aggregate number and class of shares bought back	0	0	0	0
(viii) Terms of any securities convertible into equity/preference shares issued along with the earliest date of conversion in descending order starting from the farthest such date	0	0	0	0
(ix) Calls unpaid	0	0	0	0
(x) Forfeited shares	0	0	0	0

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>04. RESERVE AND SURPLUS :</b>		
<b>(i) Reserve and Surplus</b>		
(a) Capital Reserve	0	0
(b) Capital Redemption Reserve	0	0
(c) Security Premium Reserve	30396700	30396700
Less : Utilized for issue of Bonus Shares	30396700	0
Total	0	
Add : Addition During the Year	39600000	0
(d) Debenture Redemption Reserve	0	0
(e) Revaluation Reserve	0	0
(f) Share Option Outstanding Account	0	0
(g) Other Reserve :		
- General Reserve	421308	421308
- Capital Reserve - State Cash Subsidy	1763866	1763866
(h) Balance in Statement of Profit and Loss Account :		
- Opening Balance	54279364	28477978
- Appropriation : For issue of Bonus Shares	-2504450	0
- Add : Profit for the year	21157800	25801386
	<b>72932714</b>	<b>54279364</b>
<b>(ii) Earmarked Investment Fund</b>	<b>0</b>	<b>0</b>
<b>TOTAL</b>	<b>114717888</b>	<b>86861238</b>
<b>05. LONG TERM BORROWINGS :</b>		
(a) Bonds / Debentures	0	0
(b) Term Loans :		
Secured Loan :		
- From banks :	57413364	28944300
- From Others :	29714795	2621311
(c) Deferred Payment Liabilities	0	0
(d) Deposits	0	0
(e) Loans and Advances from Related Parties :		
- Unsecured :		
- From Directors	4593211	1477515
(f) Long Term Maturities of Finance Lease Obligations	0	0
(g) Other Loans and Advances	0	0
- Unsecured Loans from others	971076	12359937
<b>TOTAL</b>	<b>92692446</b>	<b>45403063</b>

**Note :**

## Secured Loans From Banks :

- a) Term Loan- I from S. B. I., Current O/s. as on 31-03-14 Rs. 1652326/-, secured by hypothecation of machinery and guarantee by all Directors, Rate of Interest @ 13.5% p. a., Repayable in monthly installment of Rs. 140000/- p. m. plus interest
- b) Term Loan-II from S. B. I., Current O/s. as on 31-03-14 Rs. 34419799/-, secured by hypothecation of machinery and guarantee by all Directors, Rate of Interest @ 13.5% p. m. Repayable in monthly installment of Rs. 612500/- p. m. plus interest
- c) Wind Turbine - I Term Loan from S. B. I., Current O/s. as on 31-03-14 Rs. 3765286/- is secured by hypothecation of Wind Turbine and guarantee by all Directors, Rate of Interest @ 13.5% p. a. Repayable in monthly installment of Rs. 150000/- p. m. plus interest.

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees	
<b>05. LONG TERM BORROWINGS (CONTD) :</b>			
d) Wind Turbine - II Term Loan from S. B. I., Current O/s. as on 31-03-14 Rs. 16612925/- is secured by hypothecation of Wind Turbine and guarantee by all Directors, Rate of Interest @ 13.5% p. a. Repayable in monthly installment of Rs. 455000/- p. m. plus interest.			
e) HDFC Bank Car Loan - I, Current O/s. 213732/- as on 31-03-14. is secured by hypothecation of Car registered in the name of Director, Rate of Interest 10% p. a., Repayable in monthly EMI of Rs. 12800/-			
f) HDFC Bank Car Loan - II, Current O/s. 213732/- as on 31-03-14. is secured by hypothecation of Car registered in the name of Director, Rate of Interest 10% p. a., Repayable in monthly EMI of Rs. 12800/-			
g) HDFC Bank Car Loan - III, Current O/s. 213732/- as on 31-03-14. is secured by hypothecation of Car registered in the name of Director, Rate of Interest 10% p. a., Repayable in monthly EMI of Rs. 12800/-			
h) ICICI Bank Car Loan - I, Current O/s. as on 31-03-14 Rs. 50390/- is secured by hypothecation of Car is registered in the name of Directors, Rate of interest 11.02% p. a., Repayable in monthly EMI of Rs. 12260/-			
From Others :			
i) Term Loan from TATA Capital Ltd, Current O/s. as on 31-03-14 Rs. 1640895/- secured by hypothecation of Machinery. Rate of interest 15% p. a., Repayable in monthly EMI of Rs. 86700/-.			
j) Business loan from Bajaj Finance Ltd, Current O/s. Rs. 26610924/- is secured by hypothecation of residential building of Directors, Rate of interest 11.50% p. a., Repayable in monthly EMI of Rs. 320121/-.			
Unsecured Loans from Directors :			
k) No terms of repayment/interest is specified in respect of unsecured loans from Directors. Rate of Interest @ 12% p.a.			
Unsecured Loans from Others :			
l) Unsecured Loan from TATA Capital Financial Services Ltd., Current O/s. Rs. 963784/- . Rate of Interest 18.25% p.a.. Repayable in monthly EMI of Rs. 180750/- p. m.			
m) Unsecured Loan from Kotak Mahindra Bank, Current O/s. Rs. 7292/- . Rate of Interest 17.20% p.a..			
<b>06. DEFERRED TAX LIABILITY/(ASSET) (NET)</b>			
	Deferred Tax Liability/ (Asset) as at 31-03-14	Current year Charge (Credit)	Deferred Tax Liability/ (Asset) as 1t 31-03-13
Deferred Tax Liabilities :			
- Tax on difference between book and Tax Depr.	6606084	1158965	5447119
Deferred Tax Assets :			
- Other Disallowance	(550047)	(86667)	(463380)
Net Deferred Tax Liability/(Asset)	<b>6056037</b>	<b>1072298</b>	<b>4983739</b>
<b>07. LONG TERM PROVISIONS :</b>			
Provision For Employees Benefit		1376261	1299159
<b>TOTAL</b>		<b>1376261</b>	<b>1299159</b>
<b>08. SHORT TERM BORROWINGS</b>			
Secured :			
Cash Credit from State Bank of India		129876814	108634321
<b>TOTAL</b>		<b>129876814</b>	<b>108634321</b>
Cash Credit from Banks secured by way of first charge by hypothecation of all stocks, receivables and other movables of the company and guarantee by all the Directors of the Company.			

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>09. TRADE PAYABLE :</b>		
(a) Trade payable for goods	200418876	169847379
(b) Trade payable for expenses	46852590	28283437
<b>TOTAL</b>	<b>247271466</b>	<b>198130816</b>
<b>10. OTHER CURRENT LIABILITIES :</b>		
(a) Current Maturities of Long Term Debts	26484666	16153271
(b) Current Maturities of Finance Lease Obligations	0	0
(c) Interest Accrued but not Due on Borrowings	0	0
(d) Interest Accrued and Due on Borrowings	0	0
(e) Income Received in Advance	0	0
(f) Unpaid Dividends	0	0
(g) Application Money Received for allotment of securities and due for refund and interest accrued thereon.	0	0
(h) Unpaid matured deposits and interest accrued thereon.	0	0
(i) Unpaid matured debentures and Interest Accrued thereon	0	0
(j) Cash Credit from Bank		
(k) Other Payables :	23511657	18017368
<b>TOTAL</b>	<b>49996323</b>	<b>34170639</b>
<b>11. SHORT TERM PROVISIONS :</b>		
(a) Provision For Employees Benefit		
(b) Provision for current income-tax	9600000	14250000
(c) Other provisions :	513761	324129
<b>TOTAL</b>	<b>10113761</b>	<b>14574129</b>

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## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>13. NON-CURRENT INVESTMENT :</b>		
<u>Unquoted</u> : ( At Cost )		
215000(Previous 0) Equity Share- Captain Pipes Pvt. Ltd.	5200000	5200000
<u>Quoted</u> :- ( At Cost )		
3000 (Previous year 3000) Equity shares -Cyber Syst. & Software L	39208	39208
7000 (Previous year 7000) Equity shares -HCL Info systems Ltd.	298199	298199
525 (Previous year 525) Equity shares -Jain Irrigation Sys. Ltd.	69389	69389
14450 (Previous year 14450) Equity shares -Tulsi Extrusion Ltd.	116410	116410
14450 (Previous year 0) Equity shares -Rajoo Eng. Ltd.	1287	0
<b>TOTAL</b>	<b>5724493</b>	<b>5723206</b>
<b>14. OTHER NON-CURRENT ASSETS :</b>		
MAT Credit Entitlement	0	1093437
Deposits	2057573	1309573
IPO Preliminary Exp.	2653286	0
<b>TOTAL</b>	<b>4710859</b>	<b>2403010</b>
<b>15. INVENTORIES :</b>		
(As taken, valued & certified by Director)		
(a) Raw Materials	16036962	34661721
(b) Work-in-process	0	0
(c) Finished Goods	68495946	19853974
(d) Stock-in-trade (in respect of goods acquired for trading)	0	0
(e) Others - Waste & Scrap	187019	603739
(Inventories are valued at lower of the estimated cost or net realizable value)		
<b>TOTAL</b>	<b>84719927</b>	<b>55119434</b>
<i>Details of Raw-materials : HDPE Granuals, Drip &amp; Sprinkler components,</i>	<b>16036962</b>	<b>34661721</b>
<i>Finished Goods : Micro Irrigation Systems</i>	<b>68495946</b>	<b>19853974</b>
<b>16. TRADE RECEIVABLES :</b>		
(a) Secured, considered good :	0	0
(b) Unsecured, considered good :		
- Outstanding or a period exceeding six months from the date they are due for payment.	0	64165808
- Outstanding or a period less than six months from the date they are due for payment.	388875864	228088425
(c) Doubtful	0	0
(d) Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or member	0	0
<b>TOTAL</b>	<b>388875864</b>	<b>292254233</b>

## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>17. CASH AND CASH EQUIVALENTS :</b>		
(i) Cash and Cash Equivalents :		
(a) Balance with banks :	5595039	67395
(b) Cheques, drafts on hand	0	0
(c) Cash on hand	535184	810615
(d) Earmarked balances with banks	40359912	36425219
(ii) Balances with banks to the extent held as margin or security against the borrowings, guarantee or other commitments	0	0
0	0	0
(iii) Repatriation restrictions, if any, in respect of cash and bank balances.	0	0
0	0	0
(iv) Bank deposits with more than 12 months maturity.	0	0
<b>TOTAL</b>	<b>46490135</b>	<b>37303229</b>
<b>18. OTHER CURRENT ASSETS :</b>		
Advance Recoverable in cash or in kind or for value to be received (Considered Good)		
(a) Advance to Suppliers & Others	19432495	9968180
(b) Balance With Central Excise	353001	345704
(c) Balance With I.T. Authorities	15512698	10454806
(d) Interest Receivable on PGVCL Deposit	95537	86985
(e) Wind Turbine Power Income Receivable	715986	109677
(f) Prepaid Expenses	8873775	5923771
<b>TOTAL</b>	<b>44983492</b>	<b>26889123</b>
<b>19. REVENUE FROM OPERATION :</b>		
(a) Sale of Products	805858835	637812870
(b) Sale of Services	0	0
(c) Other Operating Revenues	9607358	5305383
	815466193	643118253
Less : Discount & Rate Difference	698689	14522220
Less : Excise Duty	0	2118856
<b>TOTAL</b>	<b>814767504</b>	<b>626477177</b>
<i>Details of Sale of Products : Micro Irrigation Systems</i>	814767504	626477177
<b>20. OTHER INCOME :</b>		
Interest Income	3927319	2911137
Duty Drawback	40264	0
Exchange Rate Diff(Sales)	9203	0
Profit on Sales of Share Investment	0	1658
Profit from Currency Hedging	113798	32743
Dividend Income	3293	500
Wind Turbine Power Generator Income	5510811	1649287
<b>TOTAL</b>	<b>9604688</b>	<b>4595325</b>

## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>21. COST OF RAW MATERIAL AND STORES CONSUMED :</b>		
Opening Stock :	34661721	34373207
Add : Purchases	616100282	444035947
	650762003	478409154
Less : Closing Stock	16036962	34661721
<b>TOTAL</b>	<b>634725041</b>	<b>443747433</b>
<i>Details of raw material &amp; Stores consumed :</i>		
<i>HDPE Granuals, Micro Irrigation System Components/items</i>	634725041	443747433
<b>22. CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS &amp; STOCK-IN-TRADE :</b>		
Opening Stock :		
Finished Goods	19853974	16687665
Waste & Scrap	603739	349696
	20457713	17037361
Less : Closing stock :		
Finished Goods	68495946	19853974
Waste & Scrap	187019	603739
	68682965	20457713
<b>TOTAL</b>	<b>-48225252</b>	<b>-3420352</b>
<b>23. EMPLOYEE BENEFITS EXPENSES :</b>		
(a) Factory Staff Bonus	0	0
(b) Factory Staff Salary	5303428	4557608
(c) Factory Staff Over Time Exp.	86462	44170
(d) Apprentice Salary	816575	1281650
(e) Provident Fund Contribution	490434	451387
(f) Performance Insentive to Staff	0	1498500
(g) Factory Worker's Tea Exp.	359335	315065
(h) Staff Welfare Expenses	692344	387291
(i) Staff Centeen Exp.	549342	472761
(j) Director Remuneration	3266638	2648400
(k) Marketing Staff Salary Exp.	16281970	7909030
(l) Office Staff Salary	4630080	2860200
(m) Staff & Direcor Bonus Exp.	2124770	1403700
(n) Security Staff Salary Exp.	369637	320266
(o) Staff Insurance (E.D.I.L Scheme)	34721	0
(p) Gratuity Expenses	418998	1299159
<b>TOTAL</b>	<b>35424734</b>	<b>25449187</b>



## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>24. FINANCIAL COSTS :</b>		
<b>(a) Interest Expenses :</b>		
Bank Term Loan Interest (Wind I)	878609	1173881
Bank Term Loan Interest (Wind II)	3172961	0
Interest on Payment of VAT	149702	1625
Interest on Late Payment of Entry Tax	0	86
Interest on Bank T/L & Cash Credit	13589375	11264751
Interest on LC	6897172	5756354
Interest on Other Secured Loan	2181802	110874
Interest on Late Payment	720	0
Interest on Service Tax	0	34238
Interest on TDS	58849	19962
Interest on Unsecured Loans	3048547	3353711
Interest on Late Payment Suppliers	9468679	8131379
Sub-Total	39446416	29846861
<b>(b) Other Borrowing Costs :</b>		
Bank Guarantee Charges	1056618	1231809
Bank LC Issued Charges	4485261	1697531
Bank Document Stamp Charges	27240	18160
Bank Loan Document Expenses	2953248	2750171
Sub-Total	8522367	5697671
<b>(c) Loss on foreign Currency translation :</b>	0	0
<b>TOTAL</b>	<b>47968783</b>	<b>35544532</b>
<b>25. OTHER EXPENSES :</b>		
Transportation	6631506	3594087
Central Excise Duty Exp.	0	211234
Electric Power	11392497	11289689
Import Material Duty & Charges	0	100159
Job work Expenses	129795	185050
Laboratory Equipment Exp.	0	4471
Instrument Calibration Exp.	18539	14000
Factory Misc. Expenses	3882	10361
Factory Building Repair Exp.	55002	0
Plant & Machinery Repairs & Maint.	1294553	1876150
VAT Reverse on OGS Sales	0	765086
Zink Plating Exp.	57850	775450
Advertisement	1986325	805911
Auditor's Remuneration	66798	25000
Agronomy Commission Exp.	143934	1648450
Bank Commission	68855	43665
Bank Charges for Foreign Tran.	100483	18480
Board Meeting Seating Fee Exp.	42000	0
Computer Repairing Exp.	217870	184400
Computer Stationery	54820	54921
Courier Exp.	534558	313206
<b>TOTAL C/F.</b>	<b>22799267</b>	<b>21919770</b>

## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

		As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>OTHER EXPENSES :</b>	<b>TOTAL B/F.</b>	22799267	21919770
Certificate Exp.		13596	0
Entry Tax		722	3124
Delear Conference Exp.		1224112	939576
Donation		35501	323000
Electricity		60973	8379
Electric Repair & Maintainance		65680	53312
Export Material Duty & Charges		23750	0
Furniture & Fixture Repairing Exp.		129343	0
Freight		153480	0
Mach. & Stock Insurance Exp.		233342	154177
Foreign Tour Exp.		571367	150806
Godown Rent Exp.		311500	117856
Internet Charges		213489	119010
Hospitality Exp.		206239	111742
House Rates & Taxes		49753	5432
Income Tax Appeal Fee Exp.		1000	0
Income Tax Exp.		14280	0
I. S. I. Testing Fee		91882	4354
I. S. I. Mark Obtaining Exp.		9000	10500
I. S. I. Marking Fee		1205306	917440
IPO Listing Ceremony Exp.		226335	0
IPO Preliminery Exp.		663300	0
IPO Processing Fees (BSE)		342698	0
Kasar		39499	7874
Lodging & Boadring Charges		2253152	1372112
Loss on Sale of car		68546	0
Membership Fee		29550	56685
Motor Car Fuel & Repairing		1841611	1656317
Motor Car Insurance		92965	114953
Mobile Phone Charges		316876	237463
News & Magazine Expenses		4190	3705
Office Misc. Expenses		196360	127243
Office Transportation Exp.		0	680
Opening Ceremony Exp.		3142	2200
Packing Charges		4586	2340
Postage & Telephone Exp.		447249	445109
Professional Tax		4800	2400
Professional Fees		1391250	678676
R.O.C. Filling Fee		6500	3500
Registration Exp.		174450	0
Road Development		0	0
Sales Commission		56644762	40408690
Sales Insentive Exp.		0	848822
	<b>TOTAL C/F.</b>	92165403	70807247

## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>25. OTHER EXPENSES (CONTD) :</b>		
<b>TOTAL B/F.</b>	92165403	70807247
Sales Promotion Activities Exp.	2621227	1351534
Service Tax Exp. - Audit	0	223673
Service Tax on Transport	418500	388480
Service Tax on Security	33236	19515
Share Capital Increase Exp.	500000	102500
Soil Water Packing Exp.	8550	8100
Soil Water Testing Exp.	325	0
Stationery & Printing	999343	695987
Telephone Expenses	69965	157061
Trade mark Exp.	8500	0
Tender Fee	218933	198100
Transportation - Outward	1281336	1779533
Travelling Expenses	3899278	2372143
Travelling Expenses (Misc)	66478	34592
Two Wheeler Petrol & Repairing	953501	761383
Two Wheeler Insurance	635	721
VAT Paid on Closing Stock as at 31-03-13	837	0
VAT Expenses	8000	0
VAT on Stock Transfer	0	397836
Wealth Tax Exp.	12554	0
Office Rent	336080	182450
Installation Exp.	1106426	1845904
Central Excise -Capital Goods	0	40593
Lease Rent & Maint. Charges - Wind Turbinr - I	1016235	44101
Transmission Charges (GETCO) - Wind Turbine - I	0	276398
<b>TOTAL</b>	<b>105725342</b>	<b>81687851</b>
<b>26. Earning per Share (EPS) :</b>		
(a) Profit after tax for calculation of Basic and Diluted EPS	21157800	25801386
(b) Weighted average number of equity shares outstanding for calculating EPS	6107361	2022485
(c) Basic and Diluted EPS	3.46	12.76
<b>27. Contingent Liabilities and Commitments :</b>		
(to the extent not provided for)		
(i) Contingent Liabilities		
(a) Claim against the company not acknowledgement as debt	Nil	Nil
(b) Guarantees	Nil	Nil
(c) Disputed Liability in Appeal :		
(i) Income-tax	10335113	10335113
(ii) Central Excise	1840000	1840000
(ii) Commitments	Nil	Nil
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
(b) Uncalled liability on shares/investments partly paid	Nil	Nil
(c) Other commitments	Nil	Nil

## CAPTAIN POLYPLAST LIMITED

Annual Report 2013 - 2014

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014 Rupees	As at 31-03-2013 Rupees
<b>28. Value of imports calculated on CIF basis by the company during financial year in respect of :</b>		
i. Raw materials	10372601	463016
ii. Components and spare parts	0	0
iii. Capital Goods	36626259	1988000
<b>29. Expenditure in foreign currency on account of royalty, know-how, professional and consultation fees, interest and other matters :</b>	Nil	Nil
<b>30. Imported and Indigenous Material Consumed :</b>		
i. Total value of imported raw materials, spare parts and components consumed during the financial year	10372601	463016
ii. Total value of all indigenous raw materials, spare parts and components similarly consumed	624352440	443284417
iii. Total value of imported and indigenous raw materials, spare consumed during the financial year	634725041	443747433
iv. Imported raw materials and spare parts consumed in %	1.63%	0.10%
v. Indigenous raw materials and spare parts consumed in %	98.37%	99.90%
<b>31. The amount remitted during the year in foreign currencies on account of dividends.</b>	Nil	Nil
<b>32. Earning in foreign exchange :</b>		
i. Export of goods calculated on FOB basis	2138022	Nil
ii. Royalty, know-how, professional and consultation fee	Nil	Nil
iii. Interest and dividend	Nil	Nil
iv. Other income	Nil	Nil
<b>33. The amount of dividends proposed to be distributed to Equity and preference shareholders :</b>		
i. Proposed dividend for the period	Nil	Nil
ii. Amount per share	Nil	Nil
<b>34. Payment to Auditors (without Service tax) :</b>		
- Statutory Audit Fee      }	60000	25000
- Tax Audit Fee            }		
<b>35. Prior period items</b>	0	0
<b>36. Details of raw materials consumed : (In Rupees)</b>		
HDPE Granuals & Micro Irrigation Systems Components	634725041	443747433
<b>37. Details of Manufactured Goods : (In Rupees)</b>		
Product	Micro Irrigation Systems Set/Items	
Opening Stock	19853974	16687665
Closing Stock	68495946	19853974
Sales	805160146	621171794

**NOTES FORMING PART OF FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2014**

	As at 31-03-2014	As at 31-03-2013		
38. There is no employees getting remuneration as required under Section 217 (2-A) of the Companies Act, 1956	Nil	Nil		
39. Realisation : In the opinion of the Board and to the best of its knowledge and belief, the value on realisation of current assets, loans and advances will, in the ordinary course of business, not be less than the amounts at which they are stated in the Balance sheet.				
40. Contratual Liabilities : All other contractual liabilities connected with business operations of the Company have been appropriately provided for				
41. Previous year's figures have been regrouped wherever necessary to confirm to the Current year's classification.				
42. Related Party Disclosure :				
a. Key Management Personnel :				
Mr. Ramesh D. Khichadia	Chairman and Managing Director			
Mr. Gopal D. Khichadia	Whole time Director			
Mr. Ashok K. Patel	Whole time Director			
b. Related Key Management Personnel :				
Mr. Kantilal M. Gedia	Retired Director			
Mr. Bhavesh K. Gedia	Relative of retired Director			
M/s. Capital Polymers	Relative of Directors			
M/s. Captain Pipes Pvt. Ltd.	Relative of Directors			
c. Details of Related Party transactions :				
	Loan given/ (Received) <u>Rupees</u>	Interest <u>Rupees</u>	Purchases <u>Rupees</u>	Remuneration <u>Rupees</u>
Mr. Ramesh D. Khichadia	0	11063	0	2691078
Mr. Gopal D. Khichadia	(11300000)	180419	0	416391
Mr. Ashok K. Patel	(4500000)	281261	0	320026
Mr. Kantilal M. Gedia	(2800000)	130808	0	112783
Mr. Bhavesh K. Gedia	0	0	0	734500
M/s. Capital Polymers	0	0	33751205	0
M/s. Captain Pipes Pvt. Ltd.	0	0	81320995	0
43. In the absence of information regarding outstanding dues of MICRO or Small Scale Industrial Enterprise(s) as per The Micro, Small & Medium Enterprise Development Act, the Company has not disclosed the same as required by Schedule VI to the Companies Act,				

Signature to Note No. 1 to 43

**FOR P. GHANSHYAM & CO.,**

Chartered Accountants  
Firm Reg. No. 103153W

Sd/-

**(G. L. Kathrotia)**

Proprietor

Memb. No. 32424

Place : Rajkot

Date : 30th May., 2014

On behalf of the Board of Director

Sd/-

**R. D. Khichadia**

Chairman & Managing  
Director

Sd/-

**G. D. Khichadia**

Whole-time  
Director

Sd/-

**Khyati S. Mehta**

Company Secretary

## E- VOTING

### Dear Shareholder

Pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Captain Polyplast Limited ("the Company"), of which you are a shareholder, is pleased to provide e-Voting facility to its Members through the e-Voting platform of NSDL. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-Voting on the Special Resolutions placed by the Company on the e-Voting system.

The Postal Ballot Notice along with the Explanatory Statement, instructions and manner of e-Voting process and the Postal Ballot Form can be downloaded from the link <https://www.evoting.nsdl.com> or [www.captainpolyplast.com](http://www.captainpolyplast.com)

The process and manner in which e-Voting is to be carried out is given below :

- 1) Launch internet browser by typing the URL: <https://www.evoting.nsdl.com>
- 2) Click on "Shareholder-Login".
- 3) Put your User ID KISHORD and password nsdl@123.
- 4) Home page of "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
- 5) Select "EVEN" of Captain Polyplast Limited for casting your vote in favors of or against the Resolution(s). The e-Voting will commence on 10th July, 2014. For an EVEN, you can login any number of times on e-Voting platform of NSDL till you have voted on the Resolution(s) or till the end of voting period i.e. upto close of office hours on 12th July 2014 (6:00 pm).
- 6) Now you are ready for "e-Voting" as "Cast Vote" page opens.
- 7) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted. Kindly note that vote once cast cannot be modified.
- 8) Institutional shareholders (i.e., other than Individuals, HUF, NRIs 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 at : [ksdudhatra@yahoo.com](mailto:ksdudhatra@yahoo.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Please note that Proxies are not allowed to cast their vote through Postal Ballot.

It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential. Please note that login to e-Voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to re-set the same.

It may be noted that shareholders can opt for only one mode of voting i.e. either by Physical Ballot or e-Voting. In case of receipt of vote by both the modes, voting done through e-Voting shall prevail and voting done by Physical Ballot shall be treated as invalid.

In case of any queries you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the "downloads" section of <https://www.evoting.nsdl.com> or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call on: (022) 24994600

Please note that you can use this login exclusively for voting on the Resolutions placed by the companies of which you are a shareholder.

Please note that if you have opened 3-in-1 account with ICICI Group i.e. bank account and demat account with ICICI Bank Limited and trading account with ICICI Securities Limited, you can access e-Voting website of NSDL through their website viz.; [www.icicidirect.com](http://www.icicidirect.com) for the purpose of casting your votes electronically by using your existing user ID and password used for accessing the website [www.icicidirect.com](http://www.icicidirect.com). Please note that in case you are not able to login through the ICICI direct website, you can also access the e-Voting system of NSDL by using your existing user ID and password for the e-Voting system of NSDL



**CAPTAIN POLYPLAST LIMITED**

UPPER LEVEL - 25, ROYAL COMPLEX, DHEBAR ROAD, BHUTKHANA CHOWK, RAJKOT, GUJRAT – 360002, INDIA

Tel: +91- -2827-253006, Fax :+91 -2827-252056

**PROXY FORM**

Folio No. .... DP ID No.\* ..... Client ID No.....

I/We.....of ..... In The District of ..... Being a Member/Membei  
of The Above Named Company, Hereby Appoint Mr./Ms..... In The District Of .....  
As My/Our Proxy To Attend And Vote For Me/Us On My/Our Behalf At the 17<sup>th</sup> Annual General Meeting Of The Company To E  
Held On 15<sup>TH</sup> Day, July, 2014 At 11.00 A.M. At The Corporate Office of The Company Situated At Survey No. 267, Plot No. 10-A  
11, N.H. 8-B, Shapar - Veraval, Dist. Rajkot, Gujarat – 360024, India And At Any Adjournment Thereof.

Signed this ..... day of ..... 2014. Address.....

Signed .....

Affix Re. 1  
Revenue Stamp

\* Applicable for investors holding shares in electronic form.

**NOTE:**

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote instead of himself.
2. Proxy need not be a member.
3. The proxy form duly completed should be deposited at the registered office of the company not less than 48 hours before the time fixed for holding the meeting.



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**ATTENDANCE SLIP**

Folio No. .... DP ID No.\* ..... Client ID No.....

I hereby record my presence at the 17<sup>th</sup> Annual General Meeting of the Company to be held on 15<sup>th</sup> Day, July, 2014 At 11.00 A.M.  
At The Corporate Office of The Company Situated At Survey No. 267, Plot No. 10-A & 11, N.H. 8-B, Shapar - Veraval, Dist. Rajkot,  
Gujarat – 360024, India

Name of the Shareholder :

Name of the Proxy :

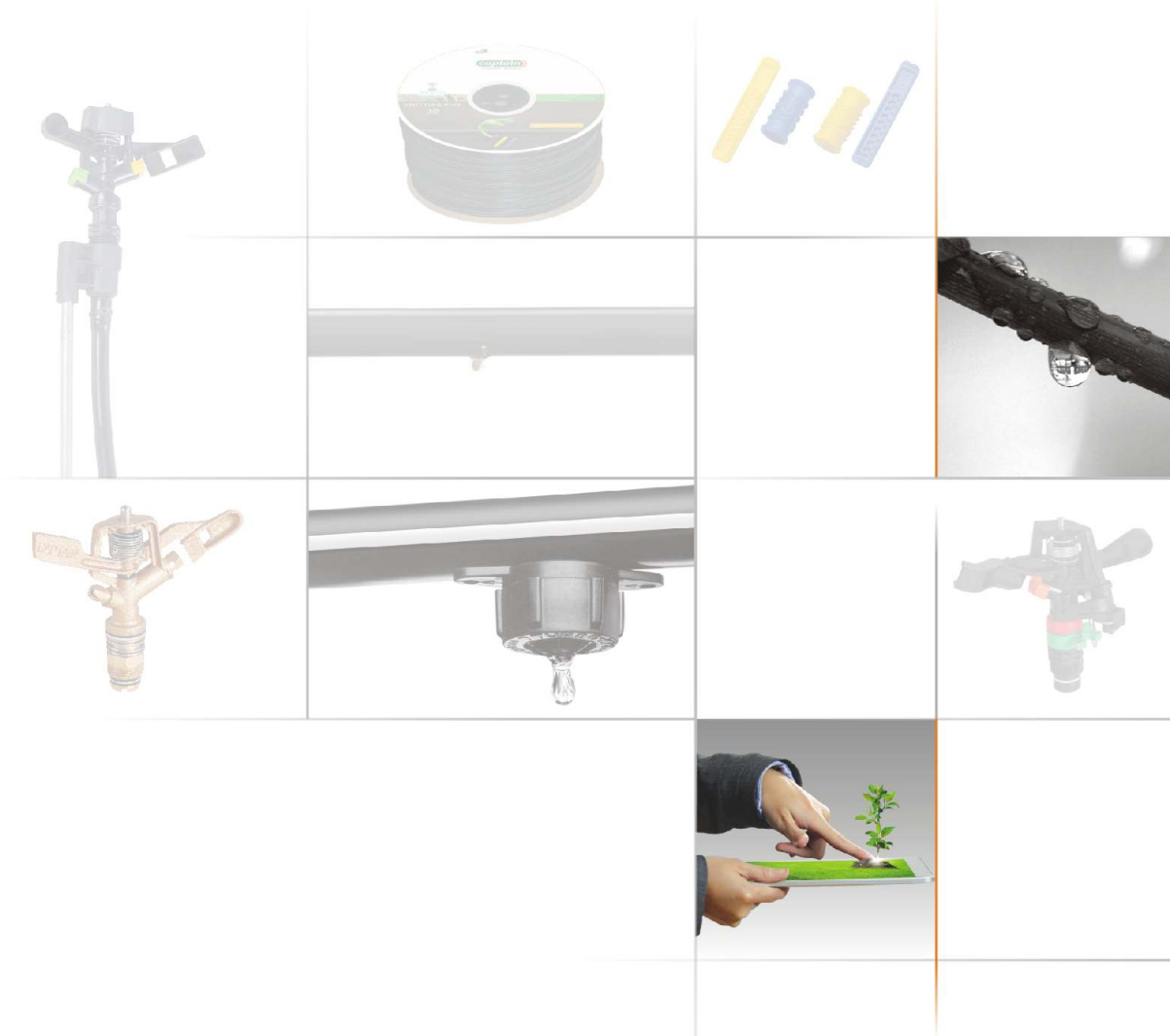
Signature of member/proxy :

**NOTE:**

1. To be signed at the time of handing over this slip.
2. Members are requested to register their names at least 15 minutes prior to the commencement of the meeting.



## ULTIMATE SOLUTION FOR MICRO IRRIGATION



## CAPTAIN POLYPLAST LTD.

Survey No. 267, Plot No. 10A, 10B & 11, N.H. No. 27, SHAPAR (Veraval)  
 Dist. Rajkot. (Gujarat) INDIA Telefax : +91-2827-253006, 252056  
 e-mail : [info@captainpolyplast.in](mailto:info@captainpolyplast.in) | web : [www.captainpolyplast.com](http://www.captainpolyplast.com)  
 CIN NO. : L25209GJ1997PLC031985



## FORM A

**Format of covering letter of the annual audit report to be filed with the stock exchanges**

1. Name of the Company:	CAPTAIN POLYPLAST Ltd.
2. Annual financial statements for the year ended	31 <sup>st</sup> March 2014
3. Type of Audit observation	Un-qualified
4. Frequency of observation	First Time
5. To be signed by- <ul style="list-style-type: none"> <li>• CEO/Managing Director</li> <li>• Financial Head</li> <li>• Auditor of the company</li> <li>• Audit Committee Chairman</li> </ul>	