Annual Report 2012-13

SINTEX
ACTIVE THINKING

Sintex Industries Limited

Forward-looking statement

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

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

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

Corporate Information

BOARD OF DIRECTORS

Dinesh B. Patel	*Chairman*
Arun P. Patel	*Vice Chairman*
Ramnikbhai H. Ambani	
Ashwin Lalbhai Shah	
Rooshikumar V. Pandya (upto 13.04.2013)	
Dr. Narendra Kumar Bansal (w.e.f. 07.05.2013)	
Indira J. Parikh	
Dr. Rajesh B. Parikh	
Dr. Lavkumar Kantilal	
Rahul A. Patel	*Managing Director (Group)*
Amit D. Patel	*Managing Director (Group)*
S.B. Dangayach	*Managing Director*

MANAGEMENT TEAM

Rahul A. Patel	*Managing Director (Group)*
Amit D. Patel	*Managing Director (Group)*
S.B. Dangayach	*Managing Director*
Sunil Kumar Kanojia	*Group President (Corporate)*
Sanjib Roy	*CEO (Plastic Div.)*
D.N. Panda	*President (Plastic Div.)*
S.M. Anerao	*Sr.Vice President – (Plastic Div.)*
D.G. Mistry	*Vice President – Tech (Plastic Div.)*
Manish Srivastava	*Vice President – (Plastic Div.)*
Suddhobroto Ghosh	*Vice President- Prefab & Project (Plastic Div.)*
Chetan Joshi	*Vice President- (Fin. & A/c)*
Shashidhar B.C	*President – Marketing. (Textile Div.)*
Ashoke Maitra	*President – Opr. & Admn. (Textile Div.)*
R.A. Sharma	*President – Proc. (Textile Div.)*
Siddhartha Jha	*President – Tech. (Textile Div.)*
J.K. Baid	*Vice President- (Fin. & A/c)*
Rajiv Naidu	*Head - IR & PR*

COMPANY SECRETARY
L.M. Rathod

AUDITORS
Deloitte Haskins & Sells
Chartered Accountants
Ahmedabad

BANKERS
State Bank of India
Bank of Baroda
IDBI Bank Ltd.

REGISTERED OFFICE
Kalol (N.G.) 382721, Gujarat, India
Tel : (91-2764) 253000
Fax : (91-2764) 253100, 222868
E-mail : bvm@sintex.co.in

REGISTRAR & SHARE TRANSFER AGENT
Sharepro Services (India) Pvt. Ltd.
416-420, 4th Floor,
Devnandan Mall,
Op. Sanyas Ashram,
Ashram Road,
Ellisbridge,
Ahmedabad-380 006

Contents

Standalone Financial – 5 Years Highlights

(₹ *in crore*)

	Description	31.03.2013	31.03.2012	31.03.2011	31.03.2010	31.03.2009
A.	BALANCE SHEET					
	Total Assets:					
	Fixed Assets (Net)	2314.17	2085.88	1844.76	1473.34	1418.67
	Investments	966.55	874.23	1123.63	807.94	637.89
	Net Assets (Current and Non Current)	2459.93	2361.49	1892.84	1927.36	1640.05
		5740.65	**5321.60**	**4861.23**	**4208.64**	**3696.61**
	Total Liabilities:					
	Net Worth	2799.34	2333.87	2172.42	1882.12	1627.56
	Loan Funds	2670.28	2758.32	2495.98	2174.37	1938.36
	Deferred Tax Liability (Net)	271.03	229.41	192.83	152.15	130.69
		5740.65	**5321.60**	**4861.23**	**4208.64**	**3696.61**
B.	STATEMENT OF PROFIT & LOSS					
	Gross Sales	3059.77	2629.65	2674.21	2103.56	1982.04
	Earning before interest, tax and depreciation	644.07	578.67	648.52	476.83	468.03
	Finance Costs	118.09	110.49	86.82	51.32	63.97
	Depreciation	123.18	98.05	89.25	84.03	62.40
	Profit before Exceptional Items	402.80	370.13	472.45	341.48	341.66
	Exceptional Items	90.35	46.64	(6.24)	–	–
	Profit Before Tax	312.45	323.49	478.69	341.48	341.66
	Taxation	43.26	93.79	121.13	67.78	74.95
	Profit After Tax	269.19	229.70	357.56	273.70	266.71
	Dividend (including dividend distribution tax)	25.48	20.62	20.58	19.05	17.53
	Retained Earnings	243.71	209.08	336.98	254.65	249.18
	Earnings per Equity Share (₹)	9.46*	8.48*	13.19*	20.20**	19.68**
	Debt/Equity Ratio	0.95	1.18	1.15	1.16	1.19
	Dividend %	70%	65%	65%	60%	55%

* On subdivided equity shares of ₹ 1/- each

** On subdivided equity shares of ₹ 2/- each

Figures have been regrouped/re-classified wherever required

Directors' Report

Dear Shareholders,

We take pleasure in presenting 82nd Annual Report of the Company, together with Audited Annual Accounts for the year ended on March 31, 2013.

Financial highlights:

The financial performance of the Company for the financial year ended on March 31, 2013 is summarised below:

(₹ *in crore*)

	2012-13	2011-12
Gross turnover	**3,059.77**	**2,629.65**
Gross profit	**435.63**	**421.54**
Less : Depreciation	123.18	98.05
Profit before tax	**312.45**	**323.49**
Less: Provision for taxation — Current tax	62.68	64.63
MAT Credit Entitlement	(62.10)	(15.05)
Deferred tax	41.62	36.58
Profit/(loss) after tax before prior period items	**270.25**	**237.33**
Add/(Less): Short provisions for taxation of earlier years	(1.06)	(7.63)
Profit after tax	**269.19**	**229.70**
Balance of profit of previous year	1,307.81	1,157.00
Profit available for appropriation	**1,577.00**	**1,386.70**
Appropriations		
General reserve	27.50	25.00
Debenture redemption reserve	33.27	33.27
Proposed dividend on equity shares	21.92	17.74
Tax on dividend	3.56	2.88
Balance carried to balance sheet	1,490.75	1,307.81
Total	**1,577.00**	**1,386.70**

Financial performance:

Your Company's performance was commendable despite the Government's preoccupation in managing multiple politico-economic issues which put economic progress on the backburner.

Your Company's posted a gross turnover of ₹ 3059.77 crores in 2012-13 – a growth of 16.36% over ₹ 2629.65 crores in 2011-12. The growth was primarily due to the robust performance of the prefab business supported by growth in the domestic custom moulding.

The Company's flagship business segment – monolithic construction reported a subdued performance. This was primarily due to the management's timely decision to optimise the Company's exposure in monolithic construction business due to a stretched receivables cycle from some projects which adversely impacted project profitability and business liquidity.

EBIDTA grew to ₹ 644.07 crores against ₹ 578.67 crore in the previous year, while Net Profit climbed to ₹ 269.19 crore against ₹ 229.70 crore over the same period. The earning per share stood at ₹ 9.46 (basic) and ₹ 9.44 (diluted) in 2012-13.

Cash plough back into the business was ₹ 525.98 crore in 2012-13 as against ₹ 468.18 crore in 2011-12 – providing an adequate cushion for funding growth initiatives.

Dividend:

Your Directors are pleased to recommend dividend of ₹ 0.70 per share (Previous Year ₹ 0.65 per share). The total quantum of dividend, if approved by the members, will be ₹ 25.48 crores including dividend tax.

The dividend will be paid subject to the approval of shareholders at the forthcoming Annual General Meeting to those shareholders whose names appear on the Register of Members of the Company as on the specified date.

Business review and divisional performance:

Despite the external environment being plagued with high interest costs, stubborn inflation and a policy logjam, your Company's performance was heartening. Most of the key business vertical, other than monolithic construction, registered improved numbers. A detailed discussion of your Company's operations is given under the 'Management discussion and analysis report.'

A. Plastics division:

The Company's plastics business performed well. Revenue grew 19.72% from ₹ 2,161.83 crore in 2011-12 to ₹ 2,588.06 crore in 2012-13 despite a strategic decision to curtail the Company's business exposure in the monolithic construction space. The plastics business contributed 90.93% of the Company's consolidated revenues.

The building products division registered a subdued performance primarily due to the curtailed business exposure to monolithic construction. In this division, the prefab business was the star performer in 2012-13 clocking large business volumes from Maharashtra and Madhya Pradesh by sprucing up the educational and sanitation-related infrastructure of the states. The healthy growth largely cushioned the fall in revenue from the monolithic business. This was a result of a strategic management decision to curtail the Company's business exposure in the monolithic construction space, to sustain business profitability and liquidity despite external adversities beyond the control of the Company.

Other businesses namely water storage tanks, sandwich panels and sub-ground structures registered considerable growth.

The custom moulding division performed satisfactorily during the year under review. The SMC business remained the key growth contributor as the Company extended its footprint into new states generating heartening volumes.

B. Textiles division:

Despite a depressed global textile sector, your Company's textile business managed to end the year with a turnover of ₹ 471.71 in 2012-13 against ₹ 467.82 in 2011-12. This was achieved primarily due to the shift in focus from the international markets to the domestic customers. Besides, the Company undertook a number of initiatives to optimise costs and widen its reach in the domestic markets which contributed to the division's stable performance.

Subsidiaries:

The Company's subsidiaries Nief Plastics SAS, Sintex Wausaukee Composites Inc., Bright AutoPlast Ltd, Sintex Infra Projects Ltd and Zep Infratech Limited provide infrastructure and highly-engineered custom moulding solutions. These companies work closely with each other to generate more business and enhance profitability of the parent company.

Performance of subsidiaries:

1) Nief Plastics SAS

Despite the persisting economic slowdown in Europe, the Company successfully grew its 2013 against 2012. The Company acquired two units of the German group Poschmann - one in Germany, now rechristened as NP POSCHMANN and the other in Poland, named NP POLSKA. This initiative provides multiple benefits - 1) geographic diversity, 2) access to large and globally respected brands in the automotive and non-automotive spaces and 3) expertise in thermoplastics and thermosetting polymers.

Nief has opened new opportunity windows for Sintex's Indian operations. This European subsidiary, through technical and business assistance, facilitated the setting up of the Precitech Division of Bright Auto, Chennai, (another Sintex subsidiary) which manufactures electrical component for Nief's customer, Schneider for their Indian operations. This new business relation has now started to generate revenue for Bright Auto in 2012-13. Going ahead, a number of such growth opportunities are expected to cascade to the Indian operations.

2) Sintex Wausaukee Composites Inc.

In 2012-13, the Company re-commissioned its Dake SMC unit which widens its opportunity canvass. It enables the Company to cater to the requirements of the food service industry. Further, the Company expanded its capabilities in thermoforming, RIM, SMC and paint technology which strengthens its ability to increase its wallet share with existing customers. In 2012-13, Wausaukee Composites Inc was renamed as Sintex Wausaukee Composites Inc., which will strengthen the Sintex visibility in the American markets.

As the US operations stabilise in the next 12 months, Wasaukee's customer relations in the US are expected to create new growth opportunities for Sintex's domestic custom moulding segment. Bright Auto will service the requirements of the Indian operations of Wasaukee's American customers.

3) Bright AutoPlast Ltd.

Despite a de-growth in the passenger car segment, the Company registered a significant double-digit growth with a similar increase in business profitability. This was due to the Company's timely movement into the electrical business which derisked the Company from an overdependence on a single user-sector. To strengthen the business further, the Company established a presence in the commercial vehicle segment. The Company signed a MoU with Johnson Control, a global Tier-1 company for certain key automotive components. This JV has already secured business from Maruti Suzuki and is in advanced discussions with other Indian and MNC automotive OEMs.

4) Sintex Infra Projects Ltd.

Sintex infra Projects Ltd. is engaged in the various projects of monolithic construction and prefabricated structures under the various orders from State Governments and also private sectors across the country. The Company is also engaging into the laying of underground sewage lines, road check-posts among others.

The Company has also started executing the EPC contract that was awarded to them last year. Keeping in mind the untapped potential in infrastructure business and especially engineering, construction and contract business, the Company further would like to spread its footprints in the more high-end segments of the infrastructure business.

5) Zep Infratech Ltd.

The Company has fully diversified into infrastructure company due to a meltdown in the telecom infrastructure segment. The Company is under consolidation phase and now transitioned its operation as an infrastructural solutions provider and focuses on small-ticket projects. The current focus of the Company include PUF insulated panels for walls and roof, pre-fabricated structure, cold rooms and panels, refrigerated truck bodies, bunk houses, labour rooms, shelter for various applications.

The Company is also in process of setting the new marketing strategy to reach directly to the vast customer base across India.

Employee stock option scheme:

The shareholders of the Company had approved of its employee stock option plan (Sintex Industries Limited Employees Stock Option Scheme 2006) in February 2006. These ESOPS are administered by the Sintex Employee Welfare Trust on the basis of recommendations of the Compensation Committee of the Board. In terms of the plan, the Company periodically granted stock options to eligible employees. The Company will conform to the accounting policies specified in the guidelines as amended periodically. The details of the scheme are set out in Annexure I of this Report.

The Members of the Company in their meeting held on September 17, 2012 have approved the extension of exercise period from two years to four years of Sintex Industries Limited Employees Stock Option scheme 2006.

Fixed deposits:

Your Company did not float any deposit scheme to which provisions of Section 58A of the Companies Act, 1956 and the Rules made there under are applicable.

Qualified Institutional Placement:

Pursuant to the approval of the shareholders at the Annual General Meeting of the Company held on September 17, 2012, your Company made a Qualified Institutional Placement (QIP) in accordance with Chapter VIII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

Through the QIP, Sintex mobilised ₹ 174.76 crores by issuing 2,65,19,114 Equity Shares of a face value of ₹ 1/- each to qualified institutional buyers at a premium of ₹ 64.90 per share.

The Company used the net proceeds received from the offering for part redemption of FCCBs, due in March 2013.

Issue of USD 140 million, 7.5% Step Down Foreign Currency Convertible Bonds (FCCBs) due 2017:

Pursuant to approval of the shareholders at the Annual General Meeting of the Company held on September 17, 2012, your Company made an issue of USD 140,000,000, 7.50%, with an average YTM of 5.25% p.a step down convertible bonds due in 2017, convertible into Equity Shares at a price of ₹ 75.60 per share. The bonds were issued on November 28, 2012 and listed on the Singapore Exchange Securities Trading Limited. The Company used all of the proceeds of said FCCBs for part redemption and prepayment of the foreign currency convertible bonds due in March, 2013.

Preferential Warrants Allotment:

In terms of shareholders' approval at the Extra Ordinary General Meeting held on November 9, 2012, your Company has allotted 3,00,00,000 warrants optionally convertible into Equity Shares to Promoter Group Companies on preferential basis at a price of ₹ 69.01 per warrant (25% consideration paid upfront).

The warrants are optionally convertible into Equity Shares within 18 months from the allotment date. During the year, the Company made allotment of 1,36,00,000 Equity Shares at a price of ₹ 69.01 (inclusive premium of ₹ 68.01 per share) to Promoter Group Companies on their exercise of the options for conversion of 1,36,00,000 warrants.

The net proceeds from the preferential allotment was utilised for general corporate purpose and repayment of debts.

The full conversion of all warrants into equity shares will reinforce the Company's networth by ₹ 207.03 crores, strengthening the capital structure.

Changes in Authorized Share Capital:

In terms of your approval in the Extra Ordinary General Meeting held on November 9, 2012, the authorised share capital of the Company has been reclassified from ₹ 65 crores comprising 50,00,00,000 Equity Shares of ₹ 1/- each and 15,00,000 preference shares of ₹ 100/- each to ₹ 65 crores comprising 65,00,00,000 Equity Shares of ₹ 1/- each by re-classifying un-issued preference share capital into equity share capital.

Changes in Equity Share Capital:

In 2012-13, the following changes were effected in the share capital of the Company:

I. Issue of equity shares to qualified institutional buyers: Allotment of

2,65,19,114 equity shares of ₹ 1/- each at a premium of ₹ 64.90/- per share.

II. Issue of equity shares upon warrants conversion: Allotment of 1,36,00,000 Equity Shares of ₹ 1/- each at a price of ₹ 69.01 per share (inclusive of a premium of ₹ 68.01 per share) to Promoter Group Companies, following the conversion of 1,36,00,000 warrants.

Pursuant to the allotment of the aforesaid equity shares, the paid-up equity share capital of the Company increased from ₹ 27.30 crores to ₹ 31.31 crores and the securities premium account increased by ₹ 264.60 crores.

The new shares issued in 2012-13 rank pari passu with the existing with the existing equity shares of the Company.

Prepayment/Redemption of FCCBs 2008:

During the year the Company had made prepayment and cancelled 574 FCCBs of the face value of US$ 100,000 each at a discount, which has resulted in savings of ₹ 21.27 crores, as per the approval/guidelines of RBI. The balance 1,676 FCCBs of the face value of US$ 100,000 each were redeemed on maturity date i.e. March 13, 2013.

Listing of shares and securities:

The names and addresses of the stock exchanges where the Company's securities are listed are given below:

- The National Stock Exchange of India Ltd, Exchange Plaza, Plot No. C-1, G Block, IFB Centre, Bandra Kurla Complex, Bandra (East), Mumbai-400051
- BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001
- Ahmedabad Stock Exchange Ltd., Kamdhenu Complex, Panjrapole, Ahmedabad-380015
- Singapore Exchange Securities Trading Limited, 2 Shenton Way, # 19 – 00 SGX Centre 1, Singapore-068804. (FCCB'S US$ 140 million)
- BSE Limited (Wholesale Debt Market), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 (NCD ₹ 250 crores and NCD ₹ 350 crores)

The Company paid Listing Fees to all the above Stock Exchanges for FY 2013-14.

Management Discussion and Analysis:

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, the Management Discussion and Analysis Report for the year under review are annexed to this Report and forms part of this Annual Report.

Corporate Governance:

Sintex continues to be committed to good Corporate Governance aligned with the best practices. It has complied with all the standards set out by SEBI and the Stock Exchanges.

A separate Report on Corporate Governance along with Statutory Auditors' Certificate on compliance with the conditions of Corporate Governance as per Clause 49 of the Listing Agreement with the Stock Exchanges is provided as a part of this Annual Report, besides the Management Discussion and Analysis.

Your Company has made all information, required by investors, available on the Company's website www.sintex.in

Directors

Mr. Dinesh B. Patel, Chairman and Mr. Arun P. Patel, Vice Chairman of the Company had expressed their unwillingness for reappointment as Wholetime directors of the Company which was due for renewal on October11, 2012 and accordingly have ceased to be Wholetime directors and continue to act as Chairman and Vice Chairman respectively as Non executive directors.

Mr. Dinesh B. Patel, Mr. Arun P. Patel, Mr. Ashwin L. Shah and Dr. Lavkumar Kantilal, the Directors retired by rotation, but being eligible, offer themselves for re-appointment at the ensuing Annual General Meeting.

Shri Rooshi Kumar Pandya, Director of the Company has ceased to be a Director w.e.f. April 13, 2013 on account of his sudden demise. The Board placed on record its appreciation for the services rendered by him as a director of the Company. The Board of Directors in their meeting held on May 7, 2013 have appointed Dr. Narendra Kumar Bansal as Director in casual vacancy caused by the death of Mr. Rooshi Kumar Pandya.

As stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, brief profile of the Directors proposed to be re-appointed, nature of their expertise in specific functional areas, names of the companies in which they hold directorships and shareholding are provided in the Notice attached forming part of the Annual Report.

Directors' Responsibility Statement:

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 with respect to Directors Responsibility Statement, it is hereby confirmed that:

1. In the preparation of the annual accounts for the year under review,

the applicable accounting standards have been followed and there have been no material departures.

2. 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 and of the profit of the Company for that period.
3. The Directors have 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 frauds and other irregularities.
4. The annual accounts of the Company have been prepared on a 'going concern' basis.

Consolidated financial statements:

The Consolidated Financial Statements have been prepared in accordance with the Accounting Standards prescribed by the Institute of Chartered Accountants of India, in this regard.

Subsidiaries:

In accordance with the general circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Profit & Loss Account and other documents of the subsidiary companies are not being attached with the Balance Sheet of the Company. However, the financial information of the subsidiary companies is disclosed in the Annual Report in compliance with the said circular. The Company will make available the annual accounts of the subsidiary companies and the related detailed information to any member of the Company who may be interested in obtaining the same. The annual accounts of the subsidiary companies will also be kept open for inspection at the Registered Office of the Company and that of the respective subsidiary companies. The Consolidated Financial Statements presented by the Company include the financial results of its subsidiary companies.

Conservation of energy, technology absorption and foreign exchange earnings and outgo:

A statement containing the necessary information required under Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, are given in the Annexure II forming part of this Report.

Particulars of employees:

The information required as amended under section 217(2A) of the Companies Act, 1956, read with Companies (Particular of Employees) Rules, 1975, forms part of this report as Annexure III. However, as permitted by Section 219(I) (b) (IV) of the Companies Act, 1956, this Annual Report is being sent to all shareholders excluding the said Annexure. Any shareholder interested in obtaining the particulars may obtain it by writing to the Company Secretary at the registered office of the Company.

Insurance:

All the Properties of your Company, including plant and machinery, buildings, equipments, and stocks among others have been adequately insured.

Auditors:

M/s. Deloitte Haskins & Sells, Statutory Auditors of the Company, retire at the ensuing Annual General Meeting and being eligible, have expressed their willingness to be reappointed. As required under the provisions of Section 224 of the Companies Act, 1956, the Company has received a letter from the Statutory Auditors to the effect that their reappointment, if made, would be in conformity with the limits specified in Section 224 (1B) of the Companies Act, 1956 and they are not disqualified for reappointment within the meaning of Section 226 of the said Act.

The observations made in the Auditor's Report are self-explanatory and do not call for any further comments under Section 217 of the Companies Act, 1956.

Cost Auditor:

The Central Government has approved the appointment of M/s. Kiran J Mehta & Co, Cost Accountants, Ahmedabad (Membership No. 00025) for conducting Cost Audit for the Financial Year 2012-13 for the Textile Business of the Company.

The Company has filed the Cost Audit Report for the year ended March 31, 2012 on January 23, 2013 within the time limit as prescribed by the Ministry of Corporate Affairs.

Acknowledgements:

Your Directors wish to place on record the excellent support, assistance and guidance provided by the financial institutions, banks, customers, suppliers and other business associates. Thanks to our Company's employees for their tireless efforts and high degree of commitment and dedication. Your Directors especially appreciate the continued understanding and confidence of the Members.

On behalf of the Board,

Date: May 7, 2013
Place: Ahmedabad

Dinesh B Patel
Chairman

Annexure I to the Directors' Report

Disclosure pursuant to the provisions of SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999

Details of the grants as on March 31, 2013	
a. Total number of options covered under the plan	10,00,000
b. Total number of options granted	10,00,000
c. Pricing formula	An exercise price of ₹ 45.85 per equity share shall be payable by an employee pursuant to the ESOP Scheme. The employee can opt for conversion of the options by applying to the Trust by a written notice during the exercise period, in a specified format accompanied by payment of the exercise price and all applicable taxes. Such notice is required to be provided by the employees to the Trust not less than 30 (thirty) days before the exercise of the options by the employee.
d. Vesting schedule	All options granted on any date shall vest at the expiry of 36 months from the date of the grant
e. Options vested	10,00,000
f. Options exercised	38,500*
g. Options lapsed	Nil
h. Variation of terms of options	The Members of the Company at the Annual General Meeting held on 17.09.2012 have approved extension of exercise period from two years to four years.
i. Money realised by exercise of options	Nil
j. Total number of options in force	9,61,500
k. Person-wise details of options granted to:	
(i) Directors	10,000
(ii) Key managerial employees	9,90,000
(iii) Any other employee who received a grant in any year of options amounting to 5% or more of options granted during that year	Nil
(iv) Identified employees who are granted options, during any one year equal to or exceeding 1% of the issued capital (excluding warrants and conversions) of the Company at the time of grant	Nil
l. Diluted earnings per share	There is no dilution of earning per share
m. Weighted average exercise price	An exercise price of ₹ 45.85 per equity share shall be payable to the ESOP Scheme
n. Weighted average fair value of options	Not applicable
o. Description of method and assumptions used for estimating fair value of options	Not applicable

* Consequent upon sub-division of the each equity share of the company from ₹ 2/- per equity share into two equity shares of ₹ 1/- each, the employees of the Company eligible for equity of the company under Sintex Industries Limited Employees Stock Option Scheme, 2006 (ESOP 2006) be entitled to two equity shares of ₹ 1/- each, on exercise of option under the said Scheme, at an exercise price of ₹ 45.85 per equity share, as stated in the said scheme.

Annexure "II" to Directors' Report

INFORMATION REQUIRED UNDER SECTION 217(1) (e) OF THE COMPANIES ACT, 1956

(1) CONSERVATION OF ENERGY

(a) Energy conservation measures taken:

Plastics Division:

1) Replaced HP energy efficient motors against many times re-wound inefficient motors in Roto moulding department, Plastic Section and SMC Dept, resulting in saving of power consumption.
2) T-5 and LED Fixtures installed in place of old light fixtures, resulting in less power consumption at same Lumen
3) In Pultrusion Department replaced the CFL Light Fixtures in place of Old Light Fixtures Resulting In Less Power Consumption
4) Replaced A.C. Variable Drive in place of DC Motor Drive in Plastic Section Department and DOL Starter on Rock & Roll Machines in Roto Moulding department resulting in Energy Saving and Reduction in Mechanical Maintenance and downtime of machine.
5) Replaced Energy Efficient Bore well pump to get less energy consumption.
6) Installed Smart Sense instrument at Kalol Plant to see Online (Current and previous days) various parameters of electric power, i.e voltage, amp, KVA and KWH in any computer with an internet connection. Also provision of SMS alert if any value goes beyond the set parameters. The benefit is to get proper load shedding as per advance planning.
7) Installed Thermo Conductive Booster Fluid in All AC and Compressor-based Chilling Plant for Energy Saving.
8) Using the latest version of Reinhardt Machine, which lent multiple benefits like increased productivity, less consumption of fuel and man power, decrease in maintenance and more operator-friendly
9) Installed Compressed Air, Gas and Steam Consumption meter to get actual consumption.
10) Renovated Electrical Control Panel Board of FRP Tank m/c and changed all A.C. Motors in place of D.C. motors. The result is increased production and reduced break-down
11) Chilling plant replaced 5 H.P. pump in place of 7.5 H.P. pump.) in the office building. The result is less consumption of energy.
12) Renovated the screw and barrel in 120 MM Extruder m/c. The result is an increase in the production rate.
13) Insulation of all Inlet and Outlet pipelines of Voltas Chilling Plant in Pre-moulding department was revamped. The result is increase in cooling efficiency and saving the electrical consumption.
14) Installed CCTV cameras in SMC, Roto Moulding and Various Security Points to control theft.

Textile Division:

1) Process Department, Merceriser Machine Condensate Return Water is now recovered and being used as Feed Water in Mill Steam Boiler. This water was earlier drained out as effluent.
2) Sizing Machine Condensate Water is now recovered and being used as Feed Water in Mill Steam Boiler. This water was earlier drained out as effluent. Thus resulting in a decrease in the ETP Load.
3) Humidification Plants split casing pumps are replaced with down size of mono block pumps thereby saving of electrical power of humidification plant.
4) In Omni Airjet Looms, LED type under loom lighting fixtures installed for weaving fabric quality checking on loom. This LED type fixtures consume less power compared to conventional type fixtures.
5) For Increasing the efficiency of Steam Boilers, High Pressure Jetting Wash introduced while annual inspection of boilers.
6) In IBL Steam Boilers, Common Draft of Flue Gas is divided into two individual drafts for increasing the efficiency of the IBL boiler.
7) Electronic Automatic Drain Traps installed in the Compressors Drain for minimising the air wastage through the manual drain.
8) Existing MS Water Supply Pipeline of Yarn Dyeing Department is replaced with ASTRAL CPVC line for restless water supply and it consumes the less power because of the resistance-less surface.
9) New Substation installed for converting Grid Power from 11 KV to 66 KV enabling us to draw the power at a cheaper rate from the open access.
10) In the Process Division, an overhead water tank is installed to supply water instead of a pump as used earlier. After the installation of an overhead tank, the working of the pump is reduced.
11) Modifications were carried out on the pipe line at the ETP plant, resulting in significant energy saving.
12) All the humidification plants of Spinning and Weaving sections are overhauled for maximum efficiency and the excess supply and exhaust fans of the Humidification plants were stopped for getting optimum %RH and thus reduced the power consumption of humidification plants.
13) The raw water supply is given by submerged pump instead of

V-belt pump. It reduced the power consumption.

14) In the softening plant, supply of borewell water is converted into one submerged pump instead of two centrifugal pumps, reducing power consumption.

15) At Effluent Treatment Plant, the working of the aerator fans were minimised accordingly to the DO value which were continuously switched on before and thus a lot of power could be saved.

16) The blower fan used in the effluent treatment plant is staggered for optimum use.

17) Installed Energy Efficient Grundfoss Pump at Feed Water of Boiler in the place of old more power consuming pump.

18) The Steam Boiler Feed Water Tank and Piping are insulated. So that the feed water temperature of the boiler increased and ultimately increase the boiler efficiency.

(b) Additional investments and proposals, if any, being implemented to reduce consumption of energy.

Plastics Division

1) To install Smart Sense instrument at all out side plants to see Online (current and previous days') various parameters of electric power, i.e voltage, amperage, KVA and KWH at any computer with internet connection. Also we get a text on our mobiles if any values cross the set parameters.

2) Working on replacement of remaining Street Light and Departments tube lights by LED fixtures which consume less power.

3) Renovation of Screw and Barrel of 150 MM Extruder m/c to increased the production.

Textile Division

1) Introducing Effluent Heat Recovery Skid which recollect the thermal energy from the hot effluent of yarn-dyed house and gives the hot water output for the dyeing machines.

2) Working on replacement of underloom tubelights by LED strips which consumes 50% less power than the tube light fixtures without affecting the light output for quality inspection and control.

3) Replacement of high-efficiency ring frames, power consumption reduced and productivity increased.

4) Staffy-made yarn dyeing machines are to be replaced with fully-automatic Go front-made yarn dyeing machines, which are more energy-efficient.

(c) Impact of the measures (a) and (b) above for reduction of the energy consumption and the consequent impact on the cost of production of goods.

1) In the plastics division, the impact of energy saving devices will be peripheral in the beginning. However, it will be substantial if the entire programme is implemented.

2) In the textile division, quality production is achieved by saving a considerable amount of power.

3) The above mentioned measures resulted in energy saving and a subsequent reduction in energy costs, reducing production costs.

(d) Total energy consumption and energy consumption per unit of production with respect to the Company's products.

Details are provided in Form A annexed hereto.

(2) TECHNOLOGY ABSORPTION

(e) Efforts made in technology absorption

a) In the plastic division we were able to assimilate and develop products based on technology of Containment Solutions, USA in the field of underground tanks, manholes, wet wells among others

b) We developed several package type waste water treatment plants and septic tank models to address problems related to wastewater treatment at the site in a decentralised manner through technical collaboration with M/s. Aqua Nishihara Corporation Ltd., Japan.

c) We also developed appropriate technologies and techniques for windows, doors, SMC Products among others.

Details are provided in Form B annexed hereto.

(3) FOREIGN EXCHANGE EARNINGS AND OUTGO

(f) Activities relating to exports, initiatives taken to increase exports, development of new markets for products and services and export plans

In the textile division, the Company obtained 'OEKO TEX' Standard 100 Certificate for its eco-friendly products, certified by TESTEX, Switzerland. Ongoing initiatives are undertaken to explore new markets and widen product reach, through regular meetings with customers and participation in exhibitions. These initiatives enhanced the competitiveness of our products in global markets.

(g) Total foreign Exchange used and earned.

(₹ *in crores*)

	2012-13	2011-12
i) Foreign Exchange earned including direct exports	36.55	34.25
ii) Foreign Exchange used	17.72	27.84

FORM – A

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSUMPTION OF ENERGY.

	2012-13	2011-12
(A) Power and Fuel Consumption.		
1. Electricity:		
(a) purchased: Unit (lacs)	504.52	259.69
Total Amount (₹ lacs)	3,881.78	1,745.91
Rate/Unit(₹)	7.69	6.72
(b) Own Generation		
(i) Through Captive Power Plant: (M&W)		
Units(lacs)	2.32	47.40
Units per liter of Diesel/Furnace oil/Gas	3.20	3.42
Cost/Unit(₹)	11.93	10.40
(ii) Through Captive Power Plant: (GT)		
Units (lacs)	298.67	478.09
Units per SCM of Gas	2.85	3.50
Cost/Unit (₹)	9.22	7.81
2. Furnace Oil: (Qty. Kilolitres)	72.44	1306.91
Total Amount (₹ lacs)	27.66	465.13
Average Rate (₹/litre)	38.18	35.59
3. Others:		
(a) Natural Gas		
Quantity Consumed in M3	6,189.28	7,088.91
Total cost (₹ lacs)	568.46	679.34
Rate/Unit(1000 m3)(₹.)	9,184.59	9,583.22
(b) RLNG Gas		
Quantity Consumed in (000) SCM	10,393.45	13,647.27
Total cost (₹ lacs)	3,087.07	3,735.68
Rate/Unit (000 SCM)(₹)	29,702.07	27,373.00
(c) L.P.G		
Quantity consumed (in lacs kgs)	26.67	28.45
Total cost (₹ in lacs)	1,721.92	1,604.81
Rate/unit (Kgs.) (₹)	64.57	56.41

	Standard	Current Year	Previous Year
(B) Consumption per Unit of Production:			
1. Electricity (Units)			
Textile			
a) Fabrics on production meters basis	No Specific standard as such The consumption per unit depends on the Product Mix	2.59	2.21
b) Yarn (per kg.)		5.60	5.57
Plastic Containers (per kg.)		0.49	0.58
Plastic Section (per kg.)		0.71	0.85
Sheet Moulding (per kg.)		0.51	0.59
Thermoforming		4.93	2.90
2. Gas Consumption (Textile – on production mtr.basis)		0.62	0.71
3. Others:			
(a) Gas(M3)			
(Textile on production meters basis)		0.25	0.17
Plastic Containers (Per kg.)		0.22	0.22
Plastic Sections (Per kg.)		0.02	0.02
(b) L.P.G			
Plastic Containers (Per kg.)		0.21	0.20

The variation in consumption in power and fuel was due to a different product mix between current and previous year.

FORM – B

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY, RESEARCH & DEVELOPMENT

Research and Development (R & D)	
1. Specific areas in which R & D carried out by the Company	Prefab shops, prefab houses, kiosks, modular toilets, portable toilets, underground water tanks, underground petroleum tanks, septic tanks, package type wastewater treatment systems, bamboo houses among others
2. Benefits derived as a result of the above R & D.	The Plastics Division developed various technologies and techniques in the field of plastics for the manufacture of above products.
3. Future plan of action	The Plastics Division will continue to work on the improvement of major products as well as develop specialized applications on existing processes.
4. Expenditure on R & D	
a) Capital :	Nil
b) Recurring :	
c) Total :	
d) Total R & D expenditure as a percentage of total turnover.	
Technology absorption, adaptation and innovation.	
1. Efforts, in brief, made towards technology absorption, adaptation and innovation.	Efforts are made to improve cost-effective technology for productive and quality improvement.
2. Benefit derived as a result of the above efforts e.g. product improvement, cost reduction, product development, import substitution etc.	The Plastics Division has introduced a number of new products and opened up new areas of business.
3. Information regarding technology imported during the last five years.	Not applicable.

Management discussion and analysis

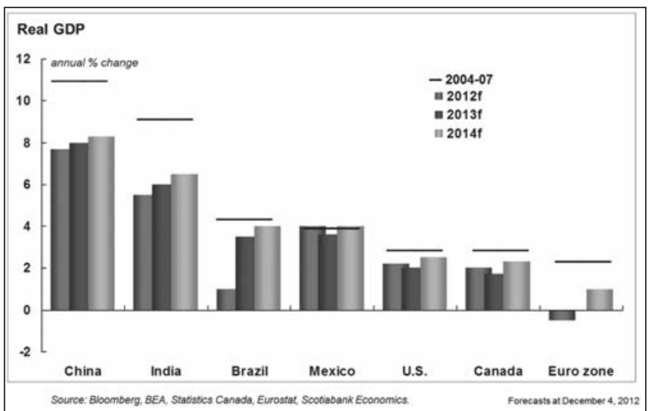
Economic overview

Global economy: Global gross domestic product (GDP) grew 3.2% in 2012 against 3.9% in 2011 – after having hit another bout of turbulence in what was always expected to be a slow and bumpy recovery. The key impediments were prolonged financial eurozone turmoil, instability in the US economy due to the fiscal cliff, disruption of global oil supplies and slow investments in emerging markets. Economic conditions improved in the third quarter of 2012, primarily due to acceleration in emerging market economies and in the US, where surprising growth was registered (Source: IMF).

Estimates for 2013: On the brighter side of things, global growth is projected to increase during 2013 as factors decelerating global commerce are expected to wane. However, this upturn is projected to be more deliberate and time-consuming. Overall it can be said that the development rate of the world economy can be pegged at 3.5% in 2013 (*Source: IMF*).

Four years after the onset of the global financial crisis, the worst appears to be over. However, the global economy remains convalescent, as high-income countries continue to suffer from the aftermath of the continuing volatility and subdued growth. The World Bank expects the world economy to grow by 2.4% in 2013.

Gains in global growth will be moderate & uneven



Economic & Market Outlook 2013-14, December 5, 2012

The US: The U.S. economy shrank for the first time in more than three years (in the fourth quarter), underscoring the halting nature of the recovery. Gross domestic product — the broadest measure of goods and services churned out by the economy — fell at a 0.1% annual rate in the fourth quarter of 2012, according to the Government's initial estimate. Despite the year-end stumble, the U.S. still grew more in 2012 than it did a year earlier – economic growth increased to 2.2% from 1.8%. Looking ahead, economists are predicting that the U.S. economy will bounce back in the first quarter of 2013 and report a 2% to 2.5% growth in 2013.

The US Commerce Department estimates that the Hurricane Sandy led to a US$35.8 billion loss in private fixed assets and an US$8.6 billion loss in government fixed assets in Q4/2012.

Europe: The debt crisis and government efforts to curb spending have further weakened many economies. The crisis first afflicted some of the smaller economies, but is now threatening larger nations. This has impacted the growth of the entire region. In 2012, GDP fell by 0.5% in the euro area and by 0.3% in the EU27.

Going ahead, in the euro area, real GDP is projected to contract by about 0.25 % this year before growing again in 2014. Credit channels are broken: better financial conditions are not yet passing through to companies and households because banks are still crippled by poor profitability and low capital. Other brakes on growth in the euro area include continued fiscal adjustment, problems regarding competitiveness, and balance sheet weaknesses.

India: Industrial production slowed sharply for the second year running, declining to 5% in 2012-13 following 6.2% in 2011-12. This was the slowest economic progress in a decade, primarily due to sharper than expected deceleration in the services sector, a dismal performance by the agricultural and industrial sectors and unemployment remaining appreciably above pre-crisis levels. The industrial sentiment remained dampened due to the following factors: high inflation eroded margins; high interest rate hikes throttled investments and currency fluctuations adversely impacted profitability.

Going ahead, India is expected to return to growth: 6.1-6.7% (Economic Survey) and 6.7% (CRISIL) in 2013-14 based around a revival in private consumption catalysed by a faster growth in the agricultural sector (assuming a normal monsoon), lower interest rates and higher government spending.

The plastics sector

The plastics sector is one of the fastest growing spaces in India. The Indian plastics processing industry is highly fragmented, comprising of more than 25,000 firms -- the top 100 players, represent only about 0.3% of the total number of plastics processors and account for about 20% of the industry size. The industry also consumes recycled plastic, which constitutes about 30% of total consumption.

Snapshot of Indian plastic industry

No. of Major Raw Material Producers	15
No. of Processing Units	25,000
Turnover (Processing Industry)	₹ 8,500.0 bn
Capital Asset (Polymer Industry)	₹ 5,500.0 bn
Raw Material Produced (approx)	5.3 mn tons
Raw Material Consumed (approx)	5.1 mn tons
Employed Direct/Indirect	3.3 mn
Export Value (approx)	US$1.9 bn
Revenue to Government (approx)	₹ 730.0 bn

India in the global perspective

Per Capita plastics consumption	(in kgs)
North America	90
West Europe	65
L.America	18
China	12
East Europe	10
South East Asia	10
India	5
World Average	26

The share of plastics exports remains at a relatively low 1.2% in the global export market.

Plastic processing

The plastics industry can be classified into (a) manufacturing of polymers, or 'upstream' processes, and (b) the conversion of polymers into plastic articles, which is commonly referred to as 'downstream' processes. The processes for conversion of polymers determine the final products.

Process type	Plastic Products	Share in consumption (%)
Extrusion	Films and sheets, fibre and filament pipes, conduits and profiles and other miscellaneous applications.	60
Injection Moulding	Industrial injection moulding, household injection moulding and thermo-ware/moulded luggage.	25
Blow Moulding	Bottles, containers, toys, and house-wares	6
Roto Moulding	Large circular tanks such as water tanks	1
Others	Miscellaneous	8

Capacity growth

Polymer production: Between fiscal 2001 and fiscal 2010, the demand for plastic raw materials more than doubled from 3.3 mn tonnes to 6.8 mn tonnes. In keeping with this demand plastic processing capacity stood at 8.2 mn tonnes. (Source: CIPET, October 2012).

Polymer processing: The processing capacity more than doubled from approximately 8.2 mn tonnes in Fiscal 2002 to approximately 19.0 mn tonnes in Fiscal 2010 adding additional capacity of approximately 11.0 mn tonnes during the decade with investments of over ₹ 1,000 billion.

Growth opportunities for the Indian Plastics Industry

International presence: Major international companies from various sectors such as automobiles, electronics, telecommunications, food processing, packing, and healthcare have set up, or are in the process of setting up, large manufacturing bases in India. This would grow demand for plastics and plastic products rapidly over the coming years.

Low per capita consumption: The low level of per capita plastics consumption in India is indicative of the massive growth potential of the plastic industry. Compared to per capita consumption of plastics in the US, China and Brazil, India at 5 kg is still in a nascent stage. India has the advantage of a high population and is expected to maintain high economic growth.

Demand-supply gap: It is expected that there would be a demand-supply gap of approximately 7,305 KT for polymers in India in 2015.

Outlook

According to the All India Plastics Manufacturers' Association (AIPMA), domestic consumption has been growing at 10-12% CAGR over the last decade. Going ahead, the size of the plastic processing industry – which currently stands at ₹ 850 billion (9 million tonnes), is expected to touch ₹ 1.3 trillion (18.9 million tonnes) by 2015. The exponential growth will see this number go up to 40,000 units; employment will increase to 7 million by 2015 from the current 3.5 million-plus people (direct and indirect). To achieve this target, India will require 42,000 new machines and an investment estimated at US$10billion by 2015.

Plastics industry – Vision 2015

Turnover (₹ billion)	1332
Per Capita Consumption (Kgs) 2015	16
Consumption (million tones) 2015	18.9
Employment generation (million)	7.0
Processing machines (units)	125,636

The Company

From humble beginnings as a fabric manufacturer, Sintex is today one of the most respected plastic processing company in India. Having, transformed water storage in India with its black water tanks, Sintex has come a long way developing pioneering for number of applications. Today, Sintex, a business 'Superbrand' is a plastic processing MNC with operations in 13 manufacturing locations and 12 nations across four continents.

The Company has divided its business into two segments namely plastics and textiles – the plastics business contributes more than 90% of the Company's topline.

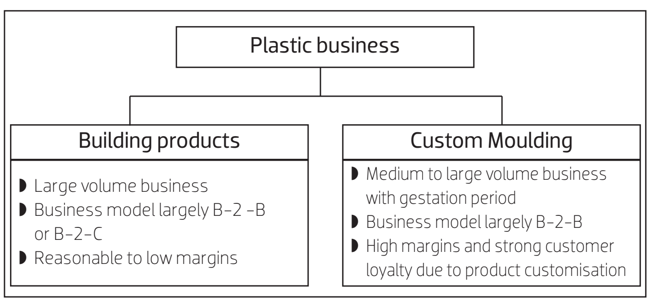
A) Plastics business

Sintex offers a one of the widest wide plastic-based solution in global plastic processing space – from creating housing units to small components that find application in the medical equipment and electrical businesses. It is the only Indian plastic processing company with a pan-India manufacturing presence and manufacturing operations in 12 nations to cater to the global demand.

The Company's plastics business performed well. Revenue grew 16.30% from ₹ 4,066.36 crore in 2011-12 to ₹ 4,729.43 crore in 2012-13 despite a strategic decision to curtail the Company's business exposure in the monolithic construction space, its key vertical in the plastics business in keeping with the external adversities beyond the control of the Company.

This growth was largely attributed to the healthy performance in the prefab segment which significantly cushioned the slide. Other business verticals within the plastics segment also registered a healthy growth. Despite of Input cost prices and inflation EBIDTA increased to ₹ 729.89 in 2012-13 against ₹ 660.65 crores in 2011-12. The plastics business contributed 90.93% of the Company's consolidated revenues.

The Company has further divided the plastic business into two major verticals namely building products and custom moulding based on the business characteristics and customer profile. This has facilitated focused efforts in developing each segment individually.



Strategic developments, 2012-13

- Reduced project execution in the monolithic construction vertical as there were delay in receiving clearances for governmental agencies and the extended receivables cycle impacted business profitability.
- Acquired two entities of the German group Poschmann; one in Germany that has now become NP POSCHMANN and the other in Poland, NP POLSKA.
- Wausaukee Composite Inc renamed to Sintex Wausaukee Composites Inc, to establish the 'Sintex' brand visibility in the US.
- Leveraged the Blow Moulding technology for manufacturing water storage tanks, earlier manufactured using the Roto Moulding technology – a cost optimisation initiative.
- Commissioned Namakkal plant for the prefabricated business and Nagpur and Namakkal plant for custom moulded operations.

I) Building products

As the name suggests, this business vertical provides products that finds application in residential, commercial and industrial structures, and comprised a number of sub-verticals:

- Monolithic concrete construction (MCC)
- Prefabricated structures
- Water storage tanks
- Interiors
- Sub-ground structures and waste management solutions

a) *Monolithic concrete constructions*

This business, a key revenue contributor and growth engine for the building products vertical and the entire Company, witnessed a very challenging year. This was largely due to the following reasons:

- Government's persistent fire-fighting on multiple fronts impeded decision-making and staggered payments
- High interest costs due to an expanded working capital cycle which impacted business margins

To maintain business profitability, the Company took a strategic decision to focus on executing projects which provided cash-flow visibility. Additionally, the Company has strategised to restrict its geographic spread to ensure fast project execution of its order book.

During the year, the Company completed a major part of the development of the single-largest township in Delhi comprising 600 buildings. It also exited seven slow-moving sites through work completion and negotiated with its clients for faster fund disbursement.

The Company continued to maintain an order book comprising 24 months of business. A sizeable proportion of these orders comprised tall structures (above G+5 structures) and MIG projects.

b) Prefabricated structures

This business was the star performer for the Company in 2012-13 with the business registering a more than 20% growth; it largely covered up for the reduced MCC business.

The Company's key enjoys important competitive advantages which positions it as one of the preferred partners for prefabricated solutions

- A five-plant manufacturing presence (allows faster execution and optimised logistics cost)
- A product mix comprising medium and small structures enables it to cater to diverse demands
- In-house availability of majority of the inputs namely the sandwich panels, doors and windows improving the speed from order acceptance to final delivery
- A wide opportunity canvass comprising product approvals in 17 states

The strong performance was due to increased government spending towards healthcare and education.

The Company received large business from Maharashtra for setting up kitchens in schools for the State Government sponsored mid-day meal scheme. It executed a sizeable portion of the order which resulted in a robust growth. It also received sizeable business from the Madhya Pradesh Government to set up dispensaries, primary and community healthcare centres across the entire state to improve the health infrastructure for its people.

The Company's endeavour to popularise prefab solutions through its unique 'do-it-yourself' kits being marketed through its channel partners also resulted in sizeable business.

The prefab order book (as on March 31, 2013) provides business visibility for about 18-24 months.

Sandwich panels: Sintex positioned its sandwich panels, colour-coated steel sheets with packing material in between, as the preferred-solution for cold chain infrastructure and the ideal building material for external and internal walls and partitions and roofs due to its superior insulation properties. This business performed excellently due to the increased offtake for industrial applications namely manufacturing plant and cold storages by corporates and Government agencies. The Company also launched 'Comfia' a branded roofing solution through select channel partners to increase its B-C business; this would also enhance its brand visibility. The Company possesses sizeable orders for sandwich panels for industrial, roofing and warehousing applications which will be executed in the next 6-12 months.

c) Water storage tanks

Water storage tanks revolutionised Sintex from a corporate brand in Kalol to a house-hold name known across India. Despite significant competition from national, regional and local players the Company maintains its dominance in this space with a more than a 60% share and continues to enjoy a significant premium in this business.

The huge product range comprises every conceivable application - loft tanks in individual apartments to water storage solutions for an entire pin code – positioning it as the preferred name in this business.

This business recorded healthy growth largely driven by an increasing acceptability of its new triple-wall white storage tanks, a premium-end product. The Company's Reno brand, targeted to the rural masses, also recorded sizeable growth. The Company also secured large orders for large volume water storage tanks from the Uttar Pradesh Government which was partly executed in 2012-13. Sintex also received orders for extra large (5 lac litres) panel tanks from states across Western and Eastern India.

The Company took a strategic decision to convert the manufacturing process of its Reno tanks to the Blow Moulding technology moving away from the Roto Moulding process. This would improve productivity and optimise operational costs.

d) Interiors

The Company marketed these environment-friendly solutions to replace traditional timber, aluminium and steel with numerous advantages -- low-cost maintenance, rust, water and termite-proof, light-weight and easy-to-install. In 2012-13, the Company launched Indiana Doors, a completely new range of doors with sophisticated designs and looks which comprised kitchen and internal doors for houses. The team successfully marketed about 2,000 doors in the first year of launch and is creating avenues to multiply this number in 2013-14.

e) Sub-ground structures

Sub-ground structures represented a new focus area for the Company. This business comprised pollution management solutions namely manhole structures with covers, septic tanks, packaged waste water treatment systems and biogas plants. These products are primarily targeted at municipal corporations of various states and the private sector.

Septic tanks: The Company developed underground septic tanks for storage of liquid waste – an extension of its robust water storage tanks business. These tanks can handle liquid waste disposal for population clusters of 50-500 people. Largely a B-G (business to government) business, the Company secured approvals from important municipal corporations of metro cities for its products. In addition, it leveraged the space-saving USP of the product to successfully market them to the organised builder community.

Packaged waste water treatment solution: Sintex developed the decentralised packaged waste water treatment solution in collaboration with Aqua Nishihara (Japan), global leaders in waste water management and treatment. This unique solution reduces the BOD levels by 75-95% depending on the product. The solution provides three variants (depending on the waste treatment facility) and in two sizes -- the small-sized solution for individual or a cluster of houses and the medium-sized solution for gated communities, small industrial plants and retail infrastructure.

This is a significant step in reducing the load on the hugely outdated and inadequate pollution management infrastructure of metros and Tier-I and Tier-II cities.

The Company created a special marketing team to strengthen the awareness of this novel solution among builders, architects, consultants and governmental agencies. As a result it has received approval from the governmental agencies for various states and the private sector builder community which yielded heartening results. In 2012-13 the Company successfully completed more than 100 installations. This number is expected to grow significantly over the coming years.

Biogas holders: This waste management solution designed for the village community converts excreta from cows into household fuel, electricity, and fertilisers facilitating the maintenance of a healthy environment. The product received approvals from multiple government agencies in states as it addressed an important priority – providing clean energy to villages. During the year, the Company marketed large volumes to Gujarat, Maharashtra, Karnataka, Tripura and Kerala.

II) Custom moulding division

The business segment has two important verticals:

1) *Products customised to applications*

The products customised to application are SMC products, industrial containers, pallets, FRP tanks and insulated boxes.

2) Products customised to customer specifications

The products customised to client specifications are largely components for off-the--road vehicles and non-automotive applications. This segment is largely based out of Kalol and leverages the entire production process range of this plant catering to MNCs operating out of India.

This product development cycle for the business segment is circuitous (especially for customer-specific products), but provides long-term revenue visibility once they receive the seal of approval.

a) SMC products

This - are design-based products that address the burning issue of power theft in the last mile energy distribution in the Indian power distribution space. The main products of this business comprise tamper-proof enclosures of different sizes for housing various meters and equipments. The Company has secured product approvals across India under the Electrical Reform Programme initiated by the Central Government.

The Company continuous endeavour in showcasing the benefits of its product in controlling power theft among governmental agencies and corporates in the power distribution space yielded satisfying results. It received large orders for various enclosures from Uttar Pradesh, Karnataka and Andhra Pradesh. Considerable business was secured from the private sector players in energy distribution. It also received product approvals from discoms in Maharashtra which should yield significant business in the coming years.

b) Industrial containers

As the name suggests, these are large industrial tanks for storage dyes, colours, chemicals and fuel available in multiple sizes to suit diverse industrial uses. Rising industrialisation and increasing thrust towards a safe working environment accelerated the demand for these products.

c) Pallets

The Company manufactures lightweight, cost-effective and customised plastic pallets, catering to various industries like pharmaceuticals, automotive, electrical, engineering, textiles, fisheries, and logistics and warehousing, among others. The pharmaceutical sector is the key customer for the Company's pallets, which comply with the established FDA norms. In 2012-13, pallet sales increased primarily due to an increase in demand from the food and pharmaceutical sectors. The governmental thrust on improved logistics and creating sophisticated warehousing infrastructure is expected to increase volumes for this business over the medium-term.

d) FRP tanks

The Company launched high-strength, non-corrosive and non-reactant FRP storage tanks especially suited for storing chemical and petroleum products at fuel dispensing stations – as a replacement to RCC and steel tanks which, over time, get corroded resulting in leakages and soil contamination. IOCL, HPCL and BPCL have approved these tanks for use in all its new dispensing stations, pan-India – a sizeable opportunity over the coming years. In 2012-13, the Company successfully installed more than 1,500 FRP tanks at various locations throughout the country.

e) Insulated boxes

The Company manufactures insulated boxes which are primarily exported to Australia. It product range includes large-sized boxes (up to 1000 litres) for the food processing, fisheries, ice-cream, soft drinks and related sectors. Sintex positioned their insulated boxes as part of their cold chain management solution – a sector that is high on the priority list for the government. This allowed it to promote insulated boxes through governmental programmes such as NRHM.

Sintex strengthened the visibility of these boxes in Tier-II and Tier-III towns and rural areas facing acute electricity shortage as a preferred solution for storing perishable commodities. The Company also markets its boxes to governmental agencies for their vaccination programmes. For growing its international business, the Company widened its global footprint across two more nations – this also derisked the business from an over dependence on a single geography.

f) Custom moulding for OEMs

This business largely facilitates in filling spare capacity and is concentrated at the Company's mother unit at Kalol. Over the years, the Company successfully developed a number of customised products for large and globally-respected corporates. They include:

- Fuel tanks and mud guards to M&M, AMW, Ashok Leyland and Escorts for off-the-road vehicles
- Fuel tanks for generator set manufacturers namely Kirloskar and Cummins
- Components for the cooling tower sector
- Enclosures to leading corporates in the electrical sector
- Starter panel boxes for pumps and motors for the agricultural industry
- Packaging crates for the engineering sector

In 2012-13, the Company sustained business volumes with its marquee customers; business environment and inflationary pressures halted any new product development during the year under review.

The textile sector

Textile sector and the economy: The Indian textile industry enjoys an overwhelming presence in the economic scheme of things as it contributes 4% to the country's GDP, approximately 14% to industrial production, and 12% of the country's total exports and is the second largest employment provider. India's commercial banks enjoy an exposure of about ₹ 1.60 lakh cr to the country's textile sector.

Performance: The Indian textiles sector rebounded after a catastrophic 2011-12. As per CMIE estimates, industry sales grew about 7.5% backed by higher volumes and improved realisations; total yarn production increased about 6.8% while fabric production grew about 7.1%.

On the exports front, demand remained sluggish across the textile value chain in 2012. Order sizes reduced for apparel exporters, resulting in reduced volumes. However, rupee realisations increased partly following rupee depreciation (against the USD and the Euro) leading to moderate revenue growth.

The year was marked by margins stability for textile players across the value chain led by steady cotton prices. After trending upwards over June-August 2012, raw cotton prices declined in September 2012 due to higher–than-expected domestic arrivals of cotton.

The textile sector (including dyed and printed) attracted foreign direct investments worth ₹ 5656.42 crore (US$ 1.04 billion) during April 2000 to November 2012.

Governmental policies: The Indian Government sustained its concession debt support to the Indian textiles industry through the Technology Upgradation Fund Scheme (TUFS) for the next five years. The Government estimated an outlay of US$ 3.17 billion (₹ 15,886 crores) for the Twelfth Five Year Plan, US$ 777.2 million (₹ 3,886 crores) more than the allocation during the Eleventh Five Year Plan ended March 2012. RBI also extended the 2% interest subvention for exporters till 2014, enhancing liquidity. An additional 2% incentive was provided by the government for entities registering higher exports growth.

To boost investments in the spinning segment, the Gujarat Government announced the Gujarat Textile Policy in September 2012, targeting the installation of 2.5 mn spindles worth ₹ 70 bn in five years. The Maharashtra Government announced a policy a near 0% interest rate for new textiles units. Besides, the Rajasthan Government is working on an investment-friendly textile policy.

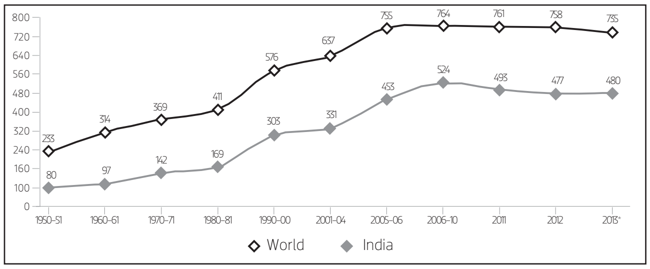
Other measures in the pipeline include talks with Europe for zero import duty on Indian imports which could provide a level playing field with countries such as Bangladesh in the long run.

Indian cotton industry

Overview

- Cotton is the principal livelihood for an estimated 60 million Indians (including six million farmers).
- Cotton provides 65% of fibre used in India's textile industry.
- Cotton provides a million tonne of cooking oil.
- Cotton supplies a million tonne of animal feed.
- Cotton contributes 40 million tonnes of biomass (in the form of cotton plant stalk).
- India accounts for a third of the global cotton acreage but a fifth of the global cotton production

Cotton yield comparison (kgs/hectare)



In 2002, India had 7.7 million hectares of land under cotton cultivation. A decade later in 2011-12, the area under Bt cotton cultivation in the country stood at 12.1 million hectares, which is about 90% of the total land under cotton cultivation in the country. The cotton yield per hectare has increased by 60 percent since 2002.

Production

As per The Cotton Corporation of India Ltd., cotton production in the current season (October 2012 to March 2013) is estimated at 41.7 million bales (1 bale=170 kg) while domestic consumption is expected at 26.6 million. India is estimated to have a considerable surplus of 15.1 million bales (170 kg each). This surplus is about three times the closing stock for this past year ending in September 2012. As a result, cotton and cotton yarn prices are expected to remain stable in 2013.

Optimism

The Indian textiles and apparel market (US$58 billion) has the potential to grow at a CAGR of 9% to US$141 billion by 2021. India's share of the world's textile and apparel exports stands at 4.5%. It is estimated that due to the increasing shift of textile and apparel production to Asian nations and the deteriorating export-competitiveness of China, India's share could grow to 8% by 2020 with a total exports value of US$ 82 billion.

Indian textile industry: Investment perspective 2020

- **India's installed capacity would grow to 66 mn spindles.**
- **The share of woven fabric produced from shuttle-less looms would considerably grow by 2020**
- **India would add about 75,000 shuttle-less looms by 2020**
- **More investment in modern garment manufacturing for domestic market would take place. India would be more competitive in the value-added product segment in the export market**
- **Technical textiles may witness substantial growth in next few years.**
- **Indian textile industry may attract a total investment of USD$70 bn by 2020**

Gujarat textile policy

In September 2012, the Gujarat Government unveiled the Gujarat Textile Policy 2012. Titled as 'Navi Gujarat Vastraniti', the policy seeks to attract investment of over ₹ 20,000 crore as well as creating new employment opportunities for over 2.5 million people (50% of them being rural women) in next five years.

The new policy will facilitate in enhancing the growth of cotton farmers and ginners, by way of better price realisation and to enable them to withstand in uncertainty due to price fluctuation, nationally and internationally, encouragement is made to establish new cotton spinning activities to strengthen the value chain.

Some of the incentives for creating textile infrastructure include:

1) *Incentives for creating spinning and ginning infrastructure*
    - Interest subsidy of 5%, without a ceiling for the period of five years on new plant and machinery for ginning and processing.
    - Interest subsidy of 7% on new plant and machinery for cotton spinning, as well as for second-hand imported cotton spinning machinery with certain conditions, without ceiling for the period of five years.
    - Power tariff concession on new investment for cotton spinning at the rate of ₹ 1/- per unit for a five year period.
    - A minimum 150-acre land, stamp duty exemption to developers and units, and assistance up to 50% with maximum

ceiling of ₹ 30-crore for common infrastructure for Cotton Spinning Park with or without weaving.

- Stamp duty exemption to developers and units in parks, and assistance up to 50% with maximum ceiling of ₹ 10-crore for common infrastructure in parks and other textiles activities
- Refund of Value Added Tax (VAT) paid by cotton-based units like ginning, spinning and weaving on purchase of cotton/cotton yarn and remission of taxes collected on cotton yarn (applicable to the extent of investment in plant and machineries)

2) *Incentives for creating modern weaving infrastructure*

- Interest subsidy of 5% on new plant and machinery, without ceiling, for weaving, knitting, machine carpeting and other textile related activities, also on second hand imported weaving (power loom) with certain conditions, for a period of five years;
    - Power tariff concession of ₹ 1/- per unit for a five year period for weaving;

3) *Incentives for dyeing and processing:*

- Interest subsidy of 5% on new plant and machinery, without any ceiling for a period of five years, in Dyeing and Processing;
- Assistance up to 50% for audit report amounting to maximum of ₹ 50,000, assistance up to 20% of cost of equipment subject to maximum ₹ 20-lakh, eligible once in two years during the operational period of the scheme, as support for energy and water conservation and environmental compliance, for the processing sector and the entire value chain.

This policy is expected to provide a sizeable boost to the textile sector in Gujarat.

B) Textile business

Sintex carved a niche in the value-added textile segment through the manufacture of high-end yarn-dyed structured fabrics for men's shirting, yarn-dyed corduroy, ultima cotton yarn-based corduroy and fabrics for women. This business is a value-driven, margin accretive business which contributes only about 10% to the Company's topline -- its contribution to the Company's profitability is actually more pronounced.

The textile business is largely export-oriented with majority of the output being exported (directly or indirectly) to global fashion labels. Its other customers are reputed male and female apparel brands in India.

A dull global market due to the persisting economic slowdown in Europe adversely impacted product exports. This was more than made up by increasing volumes in the domestic market and a significant increase in the ready-to-stitch fabrics. As a result, the Company has managed to maintain turnover of ₹ 471.70 crores as against ₹467.82 crores in 2011-12.

Key developments, 2012-13

- Purchased dyed-yarn and outsourced own yarn for dyeing to meet the additional demand
- Installed a 66kV distribution system for continuous availability of quality power – an essential prerequisite for high quality output
- Implemented a number of energy conservation and water conservation measures across the plant to optimise their consumption
- Hired a globally-reputed design team to facilitate in developing design for 'Collections' and showcasing the Company's fabrics to global fashion labels
- Used jacquard machines used earlier for home furnishing, to produce men's cotton shirting fabrics – strengthening realisations
- Added a number of new customers in the domestic market for men and women fabrics

Risk management

Sintex's risk alleviating initiatives results from its detailed risk management framework comprising prudent norms, structured reporting and control. The risk management approach complies with the Company's strategic direction, in line with shareholders' desired total returns, the Company's credit ratings and its desired risk appetite.

Human resources

Sintex's culture fosters continuous learning, with a result-oriented meritocracy being operative. During 2012-13, the Company's employee strength reached 3,358 people. The management engages in imparting functional and attitudinal training to employees to improve productivity; a regular recruitment process along with an unbiased performance appraisal system with an in-built feedback system was initiated. During the year under review, the Company formulated a compensation structure to provide members with tangible and intangible benefits.

Internal controls and audit

At Sintex, stringent internal control systems and procedures facilitated optimal resource utilisation by keeping a check on unauthorised use of products. The Company's regular checks at every stage of its production and dispatch cycle ensured strict operational and quality compliance. An Audit Committee, headed by a Non-Executive Independent Director, reviewed audit observations periodically.

Report on Corporate Governance

Company's philosophy on Corporate Governance:

Your Company has always practiced Corporate Governance of the highest standard and follows a culture that is built on core values and ethics. Your Company is committed to the adoption of best Corporate Governance practices and its adherence in the true spirit, at all times.

The Company believes that good governance goes beyond working results and financial propriety and is pre-requisite for attainment of excellent performance.

The Company confirms the compliance of Corporate Governance as contained in Clause 49 of the Listing Agreement, the details of which are given below:

I. BOARD OF DIRECTORS:

◗ Composition:

During the year under consideration, the Board comprises of 11 Directors drawn from diverse fields/professions. The Board has optimum combination of Executive and Non-executive Directors, which is in conformity with Clause 49 of the Listing Agreement. The Chairman of the Board is Promoter Non-executive Director. All the Directors are liable to retire by rotation.

The Company has 8 Non-executive Directors out of which 6 are Independent Directors. There are three directors in whole time employment, being the Managing Directors of the Company.

The necessary disclosure regarding Committee positions have been made by all the Directors. None of the Directors on the Board is a Member of more than 10 committees and Chairman of more than 5 committees across all companies in which they are directors.

The names and categories of the Directors on the Board, their attendance at Board Meeting held during the year and the number of Directorships and Committee Chairmanship/Membership held by them in other Companies are given herein below:

Sr. No.	Name of the Director	Category[1]	Board Meetings during the F.Y. 2012-13		Attendance at the last AGM & EGM		No. of Directorship in other public Companies	No. of committee position held in other Public Companies[2]	
			Held	Attended	AGM held on 17.09.2012	EGM held on 09.11.2012		Chairman	Member
1.	Dinesh B. Patel, Chairman [3]	Promoter & N.E.D.	5	5	Yes	Yes	1	-	-
2.	Arun P. Patel, Vice Chairman [3]	Promoter & N.E.D.	5	4	Yes	Yes	1	-	1
3.	Ramnikbhai H. Ambani	I & N.E.D.	5	5	Yes	Yes	2	1	-
4.	Ashwin Lalbhai Shah	I & N.E.D.	5	5	Yes	Yes	-	-	-
5.	Rooshikumar V. Pandya [4]	I & N.E.D.	5	5	Yes	No	2	-	-
6.	Indira J. Parikh	I & N.E.D.	5	2	Yes	No	5	-	-
7.	Dr. Rajesh B. Parikh	I & N.E.D.	5	5	No	No	-	-	-
8.	Dr. Lavkumar Kantilal	I & N.E.D.	5	4	No	No	-	-	-
9.	Dr. Narendra Kumar Bansal [5]	I & N.E.D.	--	--	--	--	--	--	--
10.	Rahul A. Patel, Managing Director (Group)	Promoter & E.D.	5	3	Yes	Yes	2	-	-
11.	Amit D. Patel, Managing Director (Group)	Promoter & E.D.	5	5	Yes	Yes	5	1	-
12.	S. B. Dangayach, Managing Director	E.D.	5	4	Yes	Yes	3	-	-

Notes:

(1) Category:

I & N.E.D. – Independent and Non-executive Director

N.E.D. – Non-executive Director

E.D. – Executive Director

(2) Includes only Audit Committee and Investor Grievance Committee of public limited companies.

(3) Mr. Dinesh B. Patel and Mr. Arun P. Patel were ceased to be whole time directors and continue to act as Non-executive Chairman and Vice Chairman respectively of the Company w.e.f. 11th October, 2012.

(4) Ceased to be director of the Company w.e.f. 13th April, 2013 on account of his death.

(5) Appointed as an Independent, Non executive Director w.e.f. 7th May, 2013

- **Board Meetings:**

Five Board Meetings were held during the year under review and the gap between two meetings did not exceed four months. The dates on which the Board Meetings were held during the Financial Year and attendance on the same are as follows:

Sr. No.	Date	Board Strength	No. of Directors present
1	10th May, 2012	11	9
2	13th July, 2012	11	11
3	11th August, 2012	11	9
4	11th October, 2012	11	9
5	10th January, 2013	11	9

II. AUDIT COMMITTEE:

(i) Composition

The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreement with Stock Exchanges read with Section 292A of the Companies Act, 1956. The Chairman of the audit Committee is a Non-executive and Independent Director. The present composition of the Audit Committee and particulars of meetings attended by them are given below:

Name of Audit Committee member	Chairman/ Member	Category	No. of meetings during FY 2012-13	
			Held	Attend
Ashwin Lalbhai Shah	Chairman	I & N.E.D.	4	4
Rooshikumar V. Pandya* (upto 13th April, 2013)	Member	I & N.E.D.	4	4
Dr. Rajesh B. Parikh	Member	I & N.E.D.	4	4
Amit D. Patel	Member	Promoter & E.D.	4	4
Indira J. Parikh (w.e.f. 25th April, 2013)	Member	I & N.E.D.	---	---

During the Financial Year 2012-13, 4 Meetings were held on 10th May, 2012; 13th July, 2012; 11th October, 2012 and 10th January, 2013.

The Heads of Accounts, Finance, Internal Auditor and Statutory Auditor are permanent invitees to the Meetings.

The Company Secretary acts as the Secretary to the Committee.

Note*: Ceased to be member on account of his death

(ii) Terms of reference:

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

(a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.

(b) Recommending the appointment and removal of external auditor, fixation of audit fee and also approval for payment for any other services.

(c) Reviewing with the management the annual financial statements before submission to the Board, focusing primarily on:
   - Matters required being included in the Director's Responsibility Statement for inclusion into the Board's report in terms of clause (2AA) of Section 217 of the Companies Act, 1956.
   - Any changes in accounting policies and practices.
   - Major accounting entries based on exercise of judgment by management.
   - Qualifications/Matter of emphasis in draft auditors' report.
   - Significant adjustments arising out of audit.
   - The going concern assumption.
   - Compliance with accounting standards.
   - Compliance with Stock Exchange and legal requirements concerning financial statements.
   - Any related party transactions i.e. material transactions of the Company, with promoters or the management, their subsidiaries or relatives that may have potential conflict with the interests of the Company at large.

(d) Reviewing, with the management, the quarterly financial statement before submission to the Board for approval.

Also reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.

(e) Reviewing, with the management, performance of external and internal auditors and the adequacy of internal control systems.

(f) 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.

(g) Reviewing with management, Management Discussion and Analysis of financial condition and results of operation.

(h) Discussions with internal auditors any significant findings and follow up thereon.

(i) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

(j) Discussions with external auditors before the audit commence, about the nature and scope of the audit as well as have post-audit discussions to ascertain any area of concern.

(k) Reviewing the Company's financial and risk management policies.

(l) To look into the reasons for substantial defaults in the payment to the depositors, debentures holders, shareholders (in case of nonpayment of declared dividends) and creditors.

III. REMUNERATION COMMITTEE:

(i) Composition

During the financial year 2012-13, the meeting of the Remuneration Committee was held on 10th May, 2012. The composition of the Committee and the details of meetings attended by the members of the Committee are given below:

Name of Remuneration Committee member	Chairman/ Member	Category	No. of meetings attended
Ashwin Lalbhai Shah	Chairman	I & N.E.D.	1
Ramnikbhai H. Ambani	Member	I & N.E.D.	1
Rooshikumar V. Pandya* (upto 13th April, 2013)	Member	I & N.E.D.	1
Indira J. Parikh (W.e.f. 25th April, 2013)	Member	I & N.E.D.	---

Note*: Ceased to be member on account of his death

(ii) Term of Reference:

The broad terms of reference of Remuneration Committee are as under:

(a) To determine and recommend to the Board the remuneration packages of the Managing Directors/Whole Time Directors/ Manager.

(b) To determine and advise the Board for the payment of annual commission / compensation to the Non-Executive Director.

(c) To appraise the performance of the Managing Directors/ Whole Time Directors.

(d) Such other matters as the Board may from time to time request the remuneration committee to examine and recommend/ approve.

(iii) The Company Secretary acts as the Secretary to the Committee.

(iv) Remuneration Policy:

- Remuneration to Non Executive Directors:

The Non-Executive and Independent Directors of the Company are being paid an amount of ₹ 10,000/- as sitting fees for attending each meeting of Board and committee(s) thereof. Executives and Promoter group Directors are not being paid sitting fees for attending meetings of the Board of Directors/Committees. Other than sitting fees, there were no material pecuniary relationships or transactions by the Company with the Non-Executive and Independent Directors of the Company.

The details of sitting fees paid to the Non-Executive and Independent Directors and their shareholding details for the financial year 2012-13 are as follows:

Name	Sitting Fees paid during FY 2012-13 (In ₹) Board Meeting	Committee Meeting	Total (In ₹)	No. of Shares held as on 31st March, 2013
Ramnikbhai H. Ambani	50,000	10,000	60,000	Nil
Ashwin Lalbhai Shah	50,000	90,000	1,40,000	Nil
Rooshikumar V. Pandya	50,000	50,000	1,00,000	Nil
Indira J. Parikh	20,000	---	20,000	Nil
Dr. Rajesh B. Parikh	50,000	40,000	90,000	Nil
Dr. Lavkumar Kantilal	40,000	---	40,000	Nil

- Remuneration to Executive Directors:

The Company pays remuneration to its Executive Directors by way of salary, perquisites and allowances (a fixed component) and commission (a variable component) in accordance with provision of the Schedule XIII of the Companies Act, 1956 read with other provisions of the Companies Act, 1956 as approved by the Members.

The Board on the recommendations of the Remuneration Committee approves the annual increments. The Board fixes a ceiling on perquisites and allowances as a percentage of salary. Within the prescribed ceiling, the perquisite package is recommended by the Remuneration Committee. Commission is calculated with reference to the net profits of the Company in a particular financial year and is determined by the Board of Directors at the end of the financial year based on the recommendations of the Remuneration Committee, subject to the overall ceiling as stipulated in Section 198 and 309 of the Companies Act, 1956.

Details of the Remuneration paid to Chairman, Vice Chairman and Managing Directors for the year ended on March 31, 2013:

(Amount in ₹)

Name of the Director	Designation	Salary	Perquisites	Commission	Total
Dinesh B. Patel (upto 11th October, 2012)	Chairman	34,95,161	1,61,78,019*	0	1,96,73,180
Arun P. Patel (upto 11th October, 2012)	Vice Chairman	34,95,161	1,61,05,187*	0	1,96,00,348
Rahul A. Patel	Managing Director (Group)	54,00,000	51,80,853	1,50,00,000	2,55,80,853
Amit D. Patel	Managing Director (Group)	54,00,000	52,11,620	1,50,00,000	2,56,11,620
S.B. Dangayach	Managing Director	54,00,000	56,56,934	75,00,000	1,85,56,934

Note*: Includes gratuity paid at the end of the tenure.

(v) ESOP Scheme:

No Stock Options were granted or exercised by any Employee of the Company during the year 2012-13.

During the year under review, on account of recessionary trend in capital market in general, with a view to keep alive the eligibility for exercising the option, exercise period was extended from 2 years to 4 years in the Annual General Meeting of the Company held on September 17, 2012.

Mr. Dinesh Patel, Chairman, Mr. Arun Patel, Vice Chairman and Mr. Rahul Patel and Mr. Amit Patel, Managing Directors (Group) being the promoters of the Company have not been granted any stock options in compliance with the SEBI Guidelines.

(vi) Service contract, severance fees and notice period

The appointments of the Managing Directors are governed by the Articles of Association of the Company and the Resolution passed by the Board of Directors and the Shareholders of the Company.

No separate Service Contract is entered into by the Company with the Managing Directors.

There is no separate provision for payment of severance fee under the resolutions governing the appointment of the Managing Directors.

Perquisites include house rent allowance; leave travel allowance, gas & electricity, medical and premium for personal accident insurance, contribution to provident fund, superannuation fund and gratuity.

The appointment of the Managing Directors are for a period of five years.

IV. SHAREHOLDERS'/INVESTORS' GRIEVANCES COMMITTEE:

(i) In order to ensure quick redressal of the complaints of the Investors such as transfer of shares, non receipt of dividend/notices/annual report etc., your Company has in due compliance with Clause 49 of the Listing Agreement constituted "Shareholders' / Investors' Grievance Committee" of Directors.

(ii) During the year 2012-13, four meetings of "Shareholders' / Investors' Grievance Committee" were held on 10th May, 2012; 13th July, 2012; 11th October, 2012 and 10th January, 2013. The Composition of "Shareholders' / Investors' Grievance Committee" and the details of the meetings attended by its members are as follows:

Name of Shareholders'/ Investors' Grievance Committee member	Chairman/ Member	Category	No. of meetings attended
Ashwin Lalbhai Shah	Chairman	I & N.E.D.	4
Rahul A. Patel	Member	Promoter & E.D.	2
Amit D. Patel	Member	Promoter & E.D.	4

(iii) Details of Share Holders' Complaints received and redressed during the year 2012-13:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
0	16	16	0

(iv) Investors' Grievance Redressal Cell:

The Company has designated Mr. Hitesh T. Mehta, Deputy Company Secretary as the compliance officer of the investors' grievance redressal cell. For the purpose of registering complaints by investors, the Company has designated an e-mail ID - share@sintex.co.in.

V. SHARE AND DEBENTURE TRANSFER COMMITTEE:

The Board of Directors has delegated the power of approving transfer/transmission of shares/dematerialization / rematerialisation of shares and debentures/issue of duplicate certificates and other related formalities to the Share and Debenture Transfer Committee comprising of Mr. Dinesh B. Patel, Chairman and Mr. Arun P. Patel, the other member of the Committee. Mr. L.M. Rathod, Company Secretary acts as the secretary of the Committee.

27 Meetings of the said Committee were held during the Financial Year 2012-13. No requests for share transfers are pending as on March 31, 2013.

VI. GENERAL BODY MEETINGS:

F.Y.	Meeting and Venue	Day, Date and Time	Special Resolution passed
2009-10	**79th Annual General Meeting** At Registered office: Kalol (N.G.) 382721	Thursday, 23rd September, 2010 10.30 a.m.	i. Approving revision in remuneration to Mr. Dinesh B. Patel, whole time director designated as Chairman. ii. Approving revision in remuneration to Mr. Arun P. Patel, whole time director designated as Vice Chairman.
2010-11	**80th Annual General Meeting** At Registered office: Kalol (N.G.) 382721	Monday, 12th September, 2011 10.30 a.m.	i. Approving alteration in the Articles of Association of the Company
2011-12	**81st Annual General Meeting** At Registered office: Kalol (N.G.) 382721	Monday, 17th September, 2012 10.30 a.m.	i. Approving Resolution for an issue and allotment of securities under Section 81 (1A) of the Companies Act, 1956 ii. Approving extension of exercise period from 2 years to 4 years under Sintex Industries Ltd Employees Stock Option Scheme 2006.
2012-13	**Extra Ordinary General Meeting** At Registered office: Kalol (N.G.) 382721	Friday, 9th November, 2012 10.30 a.m.	i. Approving an issue and allotment of warrants convertible into Equity Shares to Promoters/ Promoter Group Companies under section 81 (1A) of the Companies Act, 1956.

All the above mentioned resolutions were passed unanimously by the shareholders. During the last Financial Year, no resolution under Section 192A of the Companies Act, 1956 was passed through Postal Ballot.

VII. SUBSIDIARY COMPANIES:

The Company has no material non - listed Indian subsidiary company and therefore, the requirement of inducting an Independent Director of Holding Company on the Board of Directors of the subsidiary company does not arise.

The financial statements, in particular the investments made by the unlisted subsidiary companies are reviewed quarterly by the Audit Committee of the Company, the minutes of the meetings of subsidiary companies are placed before the Company's Board regularly.

The Board of Directors also review a statement containing all significant transactions and arrangements entered into by the unlisted subsidiary companies.

VIII. OTHER DISCLOSURES:

(i) Disclosure on materially significant related party transactions:

No transactions of material nature has been entered into by your Company with any related parties as per Accounting Standard that may have any potential conflict with the interests of your Company. The related party transactions have been disclosed under Note No. 30.3 forming part of the financial statements.

The Audit Committee reviewed the related party transactions undertaken by the Company in the ordinary course of business.

(ii) Details of non-compliance by the Company:

There were no instances of non-compliance by the Company on any matters relate to various capital markets or penalties imposed on the Company by the Stock Exchange or SEBI or any statutory authority during the last 3 financial years

(iii) Code of Conduct:

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management Personnel of the Company which is also posted on the website of the Company.

Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

(iv) CEO Certification:

As per the requirement of Clause 49 (V) of the Listing Agreement, the Managing Director of the Company has furnished the requisite certificate to the Board of Directors of the Company. Quarterly certificates on financial results were also placed before the Board pursuant to Clause 41.

(v) Others:

The Company has a comprehensive and integrated risk management framework to effectively deal with uncertainty and associated risks and enhances the organisation's capacity to build value. The Risk Management framework of the Company has been designed with an objective to develop a risk culture that encourages identifying risks and responding to them with appropriate actions.

IX. MEANS OF COMMUNICATION:

(i) Financial Results: The annual, half yearly and quarterly results are published in Financial Express (Gujarati) (Ahmedabad Edition), Financial Express (English) (All Editions), Business Standard (All Editions) and Mint – Hindustan Times (All Editions)

(ii) All quarterly results are also posted on our website -www.sintex.in

(iii) The company's website www.sintex.in contains a separate dedicated Section Investor Relation' where shareholder information is available. The Annual Report of the Company is also available on the website in a user-friendly and downloadable from.

(iv) The management discussion and analysis report is attached with the Directors' Report in this Annual Report.

(v) Press Releases made by the Company from time to time are also displayed on the Company's website.

(vi) Corporate presentations made to institutional investors or to analysts are posted on the Company's website- www.sintex.in .

X. GENERAL SHAREHOLDING INFORMATION:

1. 82nd Annual General Meeting

Date	September 30, 2013
Time	10:30 am
Venue	Sintex Industries Limited Registered Office, Kalol – 382 721 (N.G.), Dist. Gandhinagar, Gujarat, India.
Book closure dates	From 21.09.2013 to 30.09.2013
Dividend payment date	On or after 04.10.2013

2. Financial Calendar

The Company follows the period of 1st April to 31st March, as the Financial Year. For the Financial year 2013-14, Financial Results will be announced as per the following tentative schedule:

1st quarter ending on 30th June, 2013	2nd week of July, 2013
2nd quarter ending on 30th September, 2013	2nd week of October, 2013
3rd quarter ending on 31st December, 2013	2nd week of January, 2014
Year ending on 31st March, 2014	1st week of May, 2014

Listing on Stock Exchanges:

Stock Exchanges / Type of Instruments /Stock Code	Address	Telephone No.
Ahmedabad Stock Exchange Limited (ASE) Equity Shares * Equity – 08910	Kamdhenu Complex, Panjra Pole Char Rasta, Post Polytechnic, Ahmedabad – 380 015	079 – 26307971/2/3
BSE Limited (BSE) Equity Shares *Equity – 502742	25th Floor, P.J. Towers, Dalal Street, Mumbai – 400 001	022 – 22721233/34
National Stock Exchange of India Ltd. (NSE) Equity Shares * Equity – Sintex EQ	Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	022 – 26598235/36 022 - 26598346
Singapore Exchange Securities Trading Limited Foreign Currency Convertible Bonds ("FCCB") * XS0856331391	2 Shenton Way # 19 – 00 SGX Center 1 Singapore 068804	00 65-6236 8888
BSE Limited Secured Redeemable Non-Convertible Debentures ("NCD's") *946041-₹ 250 Cr. *946720- ₹ 150 Cr. *946743- ₹ 200 Cr.	25th Floor , P.J. Towers, Dalal Street, Mumbai – 400 001	022 – 22721233/34

*Stock code

The Company has paid the listing fees to the aforesaid Stock Exchanges and custodial fees to NSDL and CDSL for the Financial Year 2013-14.

3. Location of the depositories

Depository	Address	Telephone no.
National Securities Depository Ltd. (NSDL)	Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013	022 – 24994200
Central Depository Services (India) Limited (CDSL)	Phiroze Jeejeebhoy Towers, 17th Floor, Dalal Street, Mumbai – 400 001	022 - 2272 3333

4. Market Price Data:

The share price data of the Company from 1st April, 2012 to March 31, 2013 as compared to BSE Sensex and CNX Nifty are as follows:

	Bombay Stock Exchange				National Stock Exchange			
	Share Price		SENSEX		Share Price		CNX Nifty	
Months	High (₹)	Low (₹)	High	Low	High (₹)	Low (₹)	High	Low
April, 2012	91.00	69.10	17664.10	17010.16	89.95	69.15	5378.75	5154.30
May, 2012	74.95	50.20	17432.33	15809.71	74.85	50.20	5279.60	4788.95
June, 2012	65.90	50.40	17448.48	15748.98	62.50	50.40	5286.25	4770.35
July, 2012	68.45	55.85	17631.19	16598.48	68.45	55.80	5348.55	4189.25
August, 2012	63.35	53.00	17972.54	17026.97	63.35	52.90	5448.60	5164.65
September, 2012	68.85	53.30	18869.94	17250.80	68.80	53.40	5735.15	5215.70
October, 2012	75.60	63.20	19137.29	18393.42	75.60	63.20	5815.35	4888.20
November, 2012	68.10	57.60	19372.70	19186.30	68.15	57.70	5885.25	5548.35
December, 2012	69.50	59.00	19612.18	19149.03	70.00	62.85	5965.15	5823.15
January,2013	73.40	58.70	20203.66	19508.93	73.50	58.90	6111.80	5935.20
February, 2013	63.90	53.70	19966.69	18793.97	63.90	54.10	6052.95	5671.90
March, 2013	59.90	42.25	19754.66	18568.43	59.40	42.00	5971.20	5604.85

5. Distribution of Shareholding as on March 31, 2013

No. of Shares Held (face value of ₹ 1/- each)	Shareholders		Shares	
	Number	% of total	Number	% of total
Up to 2500	120072	97.20	3,25,23,119	10.39
2501 – 5000	1835	1.49	66,99,322	2.14
5001 – 10000	806	0.65	60,21,765	1.92
10001 – 15000	223	0.18	28,40,085	0.91
15001 – 20000	136	0.11	24,74,765	0.79
20001 – 25000	74	0.06	16,84,781	0.54
25001 – 50000	166	0.13	58,35,358	1.86
50001 & Above	218	0.18	25,50,30,785	81.45
TOTAL	123530	100.00	31,31,09,980	100.00

6. Categories of Shareholders as on March 31, 2013

Category	No. of Shares held	% of Shares held	No. of Shareholders	% of Shareholders
Promoters Holding	11,32,08,765	36.16	26	0.02
Residential Individuals	5,17,67,584	16.53	119175	96.47
Financial Institutions/Banks	1,89,86,104	6.06	29	0.02
Mutual Funds/UTI	1,87,41,222	5.99	20	0.02
NRIs / OCBs/QFI	30,87,033	0.99	2381	1.93
FIIS	7,18,44,743	22.95	110	0.09
Domestic Companies/Bodies Corporate	3,01,82,601	9.64	1489	1.20
Trusts/Clearing Members/Others	52,91,928	1.68	300	0.25
TOTAL	31,31,09,980	100.00	123530	100.00

7. Dematerialization of Shares

The Shares of Sintex Industries Ltd are compulsorily traded in dematerialized form. A total number of 30,78,00,300 Equity Shares of the Company constituting about 98.30% of the subscribed and paid-up share capital were in dematerialized form as on March 31, 2013. The Company's Equity Shares are frequently traded on BSE Ltd (BSE) and National Stock Exchange of India Ltd (NSE).

8. Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity:

(a) Issue of Non Convertible Debentures of ₹ 600 crores:

The Company issued 11.5% secured redeemable non-convertible debentures of ₹ 250 crores on 18th February, 2009 and 9.00% secured redeemable non-convertible debentures aggregating to ₹ 350 crores (₹ 150 crores and ₹ 200 crores respectively) On 1st June, 2010 & 24th June,2010, total aggregating to ₹ 600 crores to LIC of India on private placement basis to meet ongoing capital expenditure and long term working capital requirement

11.5% secured redeemable non-convertible debentures of ₹ 250 Crores are redeemable in three annual installments at the end of Seventh , Eighth and Ninth year from the date of allotment.

9.00% secured redeemable non-convertible debentures aggregating to ₹ 350 Crores are redeemable in two tranches at the end of fifth year from the date of allotment.

CARE assigned AA+ (Pronounced Double A Plus) rating to these debentures. This rating indicates a high degree of safety with regard to timely payment of interest and principal on the instrument.

The aforesaid debentures are listed on the wholesale debt market of the BSE Ltd.

(b) Issue of Foreign Currency Convertible Bonds (FCCBs):

As per the guidelines/approvals of the Reserve Bank of India, during the year, the Company has prepaid and canceled before the maturity date, 574 FCCBs at a discount of ₹ 21.27 crores. The balance 1676 FCCBs have been redeemed on the maturity date as per the agreed terms. As at March 31, 2013, the Company does not have any outstanding FCCBs of the said category.

During the year, the Company has raised USD 140 million step down foreign currency convertible bonds (FCCBs) due 2017. The bondholders are entitled to apply for equity shares at a price of ₹ 75.60 per share with a fixed rate of exchange on conversion of ₹ 54.959 to USD 1. In case of full conversion of FCCBs, paid up capital of the Company will increase by 10,17,75,926 equity shares of ₹ 1/- each amounting to ₹ 10.18 Crores and Securities Premium Account will increase by ₹ 759.25 Crores.

(c) Outstanding Warrants:

During the year, the Company has allotted 3,00,00,000 warrants optionally convertible into Equity Shares to Promoter Group Companies on preferential basis at a price of ₹ 69.01 per warrant (25% consideration paid upfront).

The Promoter Group Companies have exercised their right of conversion for 1,36,00,000 warrants, aggregating to allotment of 1,36,00,000 Equity Shares at a price of ₹ 69.01 (inclusive premium of ₹ 68.01 per share) .

At the end of financial year March 31, 2013, 1,64,00,000 warrants are still outstanding for conversion by the Promoter Group Companies.

9 Registrar and Share Transfer Agent (RTA):

Share transfers, dividend payment and all other investor related matters are attended to and processed by our Registrar and Share Transfer Agent viz. M/s. Sharepro Services (India) Pvt. Ltd.

Sharepro Services (India) Pvt Ltd.
416-420, 4th Floor, Devnandan Mall,
Op.Sanyas Ashram,
Ellisbridge,
Ahmedabad – 380 006
Phone: (0) 91-79-26582381 to 84
Fax: 91-79-26582385
Email:sharepro.ahmedabad@shareproservices.com

10. Share Transfer System:

Share transfer requests received in physical form are registered within 10 days from the date of receipt and Demat requests are normally confirmed within an average of 10 days from the date of receipt.

11. Reconciliation of Share Capital Audit:

A qualified practicing Company Secretary carried out reconciliation of share capital audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and the Central Depository Services (India) Ltd (CDSL) and the total issued and listed capital. The reconciliation of share capital audit report mentions that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL & CDSL.

12. Plant Locations:

The Company's plastic plants are located at Kalol (N.G.), Bangalore, Kolkata, Daman, Bhachau (Kutch), Nagpur, Nalagarh, Salem and Namakkal while its textile plant is located at Kalol (N.G.).

Declaration:

It is hereby declared that the Company has obtained affirmation from all the Members of the Board and Senior Management that they have complied with the "Code of Conduct for Board Members and Senior Management of the Sintex Industries Limited" for the year ended on 31st March 2013.

Place: Ahmedabad
Date: May 7, 2013

Amit D. Patel
Managing Director

Auditors' Certificate on Corporate Governance

To the Members of
Sintex Industries Limited

We have examined the compliance of the conditions of Corporate Governance by Sintex Industries Limited ("the Company"), for the year ended on March 31, 2013, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of the 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 and the representations made by the Directors and the Management, we certify that Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We 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 Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117365W)

Gaurav J. Shah
Partner
(Membership No. 35701)

Place : Ahmedabad,
Date: May 7, 2013

Independent Auditors' Report

To the members of
SINTEX INDUSTRIES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of SINTEX INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March , 2013, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act") and in accordance with the accounting principles generally accepted in India. 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 misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the 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.

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 March 31, 2013;

(b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date; and

(c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Emphasis of Matter

We draw attention to Note 29.4 to these financial statements, regarding the Scheme of Arrangement (the "Scheme") approved by the Honourable High Court of Gujarat, as per which Scheme, in the year 2008-09 the Company earmarked ₹200 crore from Securities Premium Account to International Business Development Reserve Account (the "IBDR") and adjusted against the earmarked balance of IBDR, ₹197.31 crore upto March 31, 2013 (₹192.15 crore upto March 31, 2012) being expenses of the nature as specified under the Scheme. The said accounting treatment has been followed as prescribed under the Scheme. The relevant Indian Generally Accepted Accounting Principles, in absence of such Scheme, would not permit the adjustment of such expenses against the Securities Premium Account / IBDR. Had the Company accounted for these expenses as per Generally Accepted Accounting Principles in India, instead of accounting for as per the Scheme, the balance of Securities Premium Account would have been higher by ₹197.31 crore as at March 31, 2013 (₹192.15 crore as at March 31, 2012) and profit after tax would have been lower by ₹5.16 crore for the year ended on March 31, 2013 (₹4.42 crore for the previous year ended on March 31, 2012) and the surplus in Statement of Profit and Loss would have been lower by ₹197.31 crores.

Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 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 explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   (d) In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Act, other than for the matter referred to in Emphasis of Matter paragraph.
   (e) On the basis of the written representations received from the directors as on March 31, 2013 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013 from being appointed as a director in terms of Section 274(1)(g) of the Act.

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117365W)

Gaurav J Shah
Partner
(Membership No. 35701)

Ahmedabad
7th May, 2013

Annexure to the Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) Having regard to the nature of the Company's business/activities/result during the year, clauses (x), (xiii) and (xiv) of CARO are not applicable to the Company.

(ii) In respect of its fixed assets:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) The fixed assets disposed off during the year, in our opinion, do not constitute a substantial part of the fixed assets of the Company and such disposal has, in our opinion, not affected the going concern status of the Company.

(iii) In respect of its inventory:

(a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.

(iv) The Company has neither granted nor taken any loans, secured or unsecured, to/from companies, firms or other parties covered in the Register maintained under Section 301 of the Companies Act, 1956.

(v) In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.

(vi) According to the information and explanations given to us, there were no contracts or arrangement referred to in Section 301 of the Companies Act, 1956 which were required to be entered in the register maintained under that section.

(vii) According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956.

(viii) In our opinion, the internal audit functions carried out during the year by a firm of Chartered Accountants appointed by the Management have been commensurate with the size of the Company and the nature of its business.

(ix) We have broadly reviewed the cost records maintained by the Company, pursuant to the Companies [Cost Accounting Records) Rules, 2011 prescribed by the Central Government under Section 209(1) (d) of the Companies Act, 1956 and are of the opinion that, prima facie, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(x) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees' State Insurance , Income-tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2013 for a period of more than six months from the date they became payable.

(c) Details of dues of Sales Tax which have not been deposited as on March 31, 2013 on account of disputes are given below:

Statute	Nature of Dues	Forum where Dispute is pending	Period to which the amount relates	Amount involved (₹ in crores)
Central Sales Tax Act, 1956	Central Sales Tax	Additional Commissioner Commercial Taxes, Uluberia, West Bengal	2009-10	0.52
Central Sales Tax Act,1956	Central Sales Tax	CTO Circle C, Jaipur, Rajasthan	2007-08 and 2008-09	0.43
Rajasthan Value Added Tax Act, 2003	Value Added Tax	CTO Circle C, Jaipur, Rajasthan	2007-08 and 2008-09	1.67

(xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.

(xii) According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantees given by the Company for loans taken by others from banks and financial institutions are not, prima facie, prejudicial to the interests of the Company.

(xiv) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained, other than temporary deployment pending application.

(xv) In our opinion and according to the information and explanations given to us, and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have, prima facie, not been used during the year for long- term investment.

(xvi) According to the information and explanations given to us, the Company has made preferential allotment of shares to a Company covered in the Register maintained under Section 301 of the Companies Act, 1956 at a price which, in our opinion, is prima facie not prejudicial to the interest of the Company.

(xvii) According to the information and explanations given to us, during the period covered by our audit report, no debentures have been issued by the Company and hence the question of creating securities or charges in respect thereof does not arise.

(xviii) The Management has disclosed the end use of money raised by FCCB Issue and QIB Issue in the notes 29.6 and 29.8 of the financial statements respectively and we have verified the same.

(xix) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117365W)

Gaurav J Shah
Partner
(Membership No. 35701)

Ahmedabad
7th May, 2013

Balance Sheet as at March 31, 2013

(₹ in crores)

Particulars	Note	As at March 31, 2013	As at March 31, 2012
A. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	31.12	27.11
(b) Reserves and surplus	4	2,739.91	2,306.76
(c) Money received against share warrants	29.1	28.31	–
		2,799.34	**2,333.87**
2 Non-current liabilities			
(a) Long-term borrowings	5	2,078.94	1,074.19
(b) Deferred tax liabilities (net)	30.6	271.03	229.41
(c) Other long-term liabilities	6	6.41	5.11
(d) Long-term provisions	7	13.49	12.14
		2,369.87	**1,320.85**
3 Current liabilities			
(a) Short-term borrowings	8	505.96	1,592.25
(b) Trade payables	9	261.19	203.77
(c) Other current liabilities	10	193.81	174.06
(d) Short-term provisions	11	28.55	284.89
		989.51	**2,254.97**
TOTAL		**6,158.72**	**5,909.69**
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	12A	2,106.76	2,008.62
(ii) Intangible assets	12B	0.28	1.45
(iii) Capital work-in-progress		207.13	75.81
		2,314.17	**2,085.88**
(b) Non-current investments	13	941.71	841.71
(c) Long-term loans and advances	14	235.03	157.82
(d) Other non-current assets	15	32.95	262.74
		3,523.86	**3,348.15**
2 Current assets			
(a) Current investments	16	24.84	32.52
(b) Inventories	17	200.97	175.77
(c) Trade receivables	18	1,236.63	1,146.07
(d) Cash and cash equivalents	19	355.19	605.63
(e) Short-term loans and advances	20	795.95	597.10
(f) Other current assets	21	21.28	4.45
		2,634.86	**2,561.54**
TOTAL		**6,158.72**	**5,909.69**

See accompanying notes forming part of the financial statements

For and on behalf of the Board of Directors

In terms of our report attached

For **Deloitte Haskins & Sells**
Chartered Accountants

Gaurav J. Shah
Partner
Membership No. 35701

Ahmedabad
Date : May 7, 2013

Dinesh B. Patel *Chairman*
Arun P. Patel *Vice Chairman*
Rahul A. Patel *Managing Director (Group)*
Amit D. Patel *Managing Director (Group)*
S.B. Dangayach *Managing Director*

Ramnikbhai H. Ambani *Director*
Ashwin Lalbhai Shah *Director*
Indira J. Parikh *Director*
Dr. N.K. Bansal *Director*

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

Statement of Profit and Loss for the year ended March 31, 2013

(₹ in crores)

	Particulars		Note	For the year ended March 31, 2013	For the year ended March 31, 2012
1	Revenue from operations (gross)		22	3,059.77	2,629.65
	Less: Excise duty			90.51	67.06
	Revenue from operations (net)			**2,969.26**	**2,562.59**
2	Other income		23	55.81	61.55
3	Total revenue	(1+2)		**3,025.07**	**2,624.14**
4	Expenses				
	(a) Cost of materials consumed		24.a	1,961.19	1,657.98
	(b) Changes in inventories of finished goods and work-in- progress		24.b	(28.85)	(4.32)
	(c) Employee benefits expense		25	106.40	94.46
	(d) Finance costs		26	118.09	110.49
	(e) Depreciation and amortisation expense		12C	123.18	98.05
	(f) Other expenses		27	342.26	297.35
	Total expenses			**2,622.27**	**2,254.01**
5	Profit before exceptional items and tax	(3-4)		**402.80**	**370.13**
6	Exceptional items		28	90.35	46.64
7	Profit before tax	(5-6)		**312.45**	**323.49**
8	Tax expense:				
	(a) Current tax expense for current year			62.68	64.63
	(b) (Less): MAT credit			(62.10)	(15.05)
	(c) Current tax expense relating to prior years			1.06	7.63
	(d) Net current tax expense			1.64	57.21
	(e) Deferred tax			41.62	36.58
				43.26	**93.79**
9	Profit for the year	(7-8)		**269.19**	**229.70**
10	Earnings per share (of ₹ 1/- each):		30.5		
	(a) Basic (in ₹)			9.46	8.48
	(b) Diluted (in ₹)			9.44	8.48

See accompanying notes forming part of the financial statements

For and on behalf of the Board of Directors

In terms of our report attached

For **Deloitte Haskins & Sells**
Chartered Accountants

Gaurav J. Shah
Partner
Membership No. 35701

Ahmedabad
Date : May 7, 2013

Dinesh B. Patel	*Chairman*	**Ramnikbhai H. Ambani**	*Director*
Arun P. Patel	*Vice Chairman*	**Ashwin Lalbhai Shah**	*Director*
Rahul A. Patel	*Managing Director (Group)*	**Indira J. Parikh**	*Director*
Amit D. Patel	*Managing Director (Group)*	**Dr. N.K. Bansal**	*Director*
S.B. Dangayach	*Managing Director*		

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

Cash Flow Statement for the year ended March 31, 2013

(₹ in crores)

Particulars	Year ended March 31, 2013		Year ended March 31, 2012	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit before exceptional items and tax		**402.80**		**370.13**
Adjustments for :				
Profit on sale of fixed assets & Investments	(2.40)		(18.38)	
Discount on prepayment of FCCB	(21.27)		–	
Unrealised Foreign Exchange (Gain)/Loss (Net)	(4.90)		44.26	
Interest Income	(24.46)		(36.81)	
Dividend Income	(0.05)		(0.92)	
Depreciation	123.18		98.05	
Finance Cost	118.09		110.49	
Provision for Doubtful debts and advances	0.88		0.35	
Employees Compensation Expenses	–		1.00	
		189.07		198.04
Operating profit before working capital changes		**591.87**		**568.16**
Adjustments for :				
Trade and other receivables	24.33		(707.14)	
Inventories	(25.20)		(1.09)	
Trade and Other payables	90.85		(21.20)	
		89.98		(729.43)
Cash generated from / (used in) operations		**681.85**		**(161.26)**
Direct taxes paid (Net)		(83.10)		(98.79)
Net cash generated from/(used in) Operating Activities – (A)		**598.75**		**(260.05)**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of fixed assets	(278.87)		(530.27)	
Sale of fixed assets	2.69		237.64	
Investment in Subsidiary	(100.00)		–	
Loans given to subsidiaries	(99.33)		(17.83)	
Interest received	24.46		36.81	
Dividend received	0.05		0.92	
Net cash (used in) Investing Activities – (B)		**(451.00)**		**(272.73)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from Equity Shares and Share Warrants	296.92		–	
Proceeds from Long Term borrowings	328.68		325.00	
Repayment of Long Term borrowings	(91.88)		(80.38)	
Prepayment/Redemption of FCCB (including Premium)	(1,547.73)		–	
Proceeds from new FCCB (Net of Expenses)	737.95		–	
Net increase/(decrease) in working capital borrowings	64.73		(128.68)	
Finance Cost	(171.90)		(167.10)	
Dividend paid	(20.53)		(20.54)	
Net cash (used in)/ Financing Activities – (C)		**(403.76)**		**(71.70)**
Net Increase/(Decrease) In Cash And Cash Equivalents (A+B+C)		**(256.01)**		**(604.48)**
Cash and Cash Equivalents at the Beginning of the year		638.15		1,182.36
Effect of Exchange Differences on Restatement of Foreign Currency Cash and Cash Equivalents		(2.11)		60.27
Cash and Cash Equivalents at the end of the year		**380.03**		**638.15**

Cash Flow Statement for the year ended March 31, 2013 (Contd...)

Notes: (₹ in crores)

	Particulars	As at March 31, 2013		As at March 31, 2012	
1	Cash and Cash equivalents at the end of the year comprises:				
	Cash on hand		0.36		0.45
	Cheques, draft on hand		2.03		0.63
	Balances with Bank:				
	In Current Accounts	45.37		86.94	
	In Fixed Deposit (Refer Note (2), (3), and (4) below)	306.95		517.22	
	In earmarked accounts- Unpaid dividend accounts	0.48		0.39	
			352.80		604.55
	Current Investments considered as part of Cash and Cash Equivalents		24.84		32.52
	(Refer note no. 16)				
	Total		**380.03**		**638.15**

2 Balances with banks include deposits amounting to ₹ Nil (As at 31st March 2012 ₹ 55.32 crore) which have an original maturity of more than 12 months.

3 Out of total deposits ₹ Nil (previous year ₹ 506.39 crore) unutilised amount of FCCB issue.

4 Balance with banks includes deposits of ₹ Nil (previous year ₹ 164.95 crore) under lien to banks.

5 The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard -3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.

6 The previous year's figures have been regrouped wherever necessary to make them comparable with this year's figures.

For and on behalf of the Board of Directors

In terms of our report attached

For **Deloitte Haskins & Sells**
Chartered Accountants

Gaurav J. Shah
Partner
Membership No. 35701

Ahmedabad
Date : May 7, 2013

Dinesh B. Patel *Chairman*
Arun P. Patel *Vice Chairman*
Rahul A. Patel *Managing Director (Group)*
Amit D. Patel *Managing Director (Group)*
S.B. Dangayach *Managing Director*

Ramnikbhai H. Ambani *Director*
Ashwin Lalbhai Shah *Director*
Indira J. Parikh *Director*
Dr. N.K. Bansal *Director*

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

Notes forming part of the financial statements

1. CORPORATE INFORMATION

Sintex Industries Limited, the flagship company of Sintex group is a public company domiciled in India and incorporated in 1931 under the provisions of the Companies Act, 1956. It is headquartered in Kalol in Gujarat. Its shares are listed on NSE, BSE & ASE in India. The Company is one of the leading providers of plastics and niche structured yarn dyed textiles related products in India. Initially the Company started its operations in textile and diversified in plastic business in mid 70s. The plastic division manufactures products which includes prefabricated structures, monolithic constructions, FRP products and water storage tanks.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

b) Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialised.

c) Fixed Assets

Fixed assets are stated at historical cost net of cenvat, inclusive of financing costs till commencement of commercial production and less accumulated depreciation.

d) Impairment of Assets

The Company evaluates impairment losses on the fixed assets whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. If such assets are considered to be impaired, the impairment loss is then recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount, which is the higher of an asset's net selling price and value in use. For the purpose of assessing impairment, assets are grouped at the smallest level for which there are separately identifiable cash flows.

e) Expenditure during Construction Period

In case of new projects/expansion of existing projects, revenue expenditure incurred during construction/pre-operative period in so far as such expenses relate to the period prior to the commencement of commercial production are treated as part of the project cost and capitalised.

f) Intangible Assets

Certain technical know how and software cost are capitalised and recognised as Intangible Assets in terms of Accounting Standard -26 "Intangible Assets " based on materiality, accounting prudence and significant economic benefits expected to flow therefrom for a period longer than one year.

g) Depreciation

Depreciation on Buildings, Plant and Machinery is calculated on straight line basis at the rates and in the manner specified in Schedule XIV of the Companies Act, 1956. Depreciation on Furniture, Fixtures, Office Equipments, Borewell and Vehicles is calculated on written down value basis at the rates and in the manner specified in Schedule XIV of the Companies Act, 1956.

Intangible assets are amortised over a period of five years.

h) Borrowing Cost

Interest and other costs in connection with the borrowings of the funds to the extent related/attributed to the acquisition /construction of qualifying fixed assets are capitalised upto the date when such assets are ready for their intended use and other borrowing costs are charged to the Statement of Profit and Loss.

i) Investments

Long term investments are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary in nature. Current Investments are stated at lower of cost or fair value.

j) Inventories

Inventories of finished goods, raw materials, process stock and property under development are carried at lower of cost and net realisable value. Fuel and stores & spare parts are carried at or below cost. Cost for raw materials, fuel , stores & spare parts are ascertained on weighted average/ FIFO basis. Cost for finished goods and process stock is ascertained on full absorption cost basis and includes excise duty. Cost of property under development includes cost of land, material, labour, manufacturing and other overheads.

k) Revenue Recognition

Revenue is recognized based on the nature of activity, when consideration can be reasonably measured and there exists reasonable certainty of its recoverability.

Revenue from sale of goods is recognised when substantial risk and rewards of ownership are transferred to the buyer under the terms of the contract.

Sales value is net of discount and inclusive of excise duty but does not include other recoveries such as handling charges, transport, octroi, etc.

l) Cenvat credit

Cenvat credit is accounted for on accrual basis on purchase of materials.

m) Foreign Currency Transactions

Transactions in foreign currency are recorded at the exchange rates prevailing at the time the transactions are effected.

Monetary items denominated in foreign currency at the year end are restated at year end rates. In case of items which are covered by forward exchange contracts, the differences between the year end rates and rate on the date of the contract is recognised as exchange difference and the premium paid on forward contracts is recognised over the life of the contract.

Any income or expense arising on restatement/settlement, other than that arising on long term foreign currency monetary items, are recognised in the Statement of Profit and Loss for the period in which the difference takes place.

The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement over the maturity period of such items if such items do not relate to acquisition of depreciable fixed assets. The unamortised balance is carried in the Balance Sheet as "Foreign currency monetary item translation difference account" net of the tax effect thereon. Refer note 29.7.

Non monetary foreign currency items are carried at historical cost.

n) Prior Period Expenses/Income

Material items of prior period expenses/income are disclosed separately.

o) Employee Benefits

Defined Contribution Plan

The Company's contributions paid / payable for the year to Provident Fund and ESIC are recognised in the Statement of Profit and Loss.

Defined Benefit Plan

The Company's liabilities towards gratuity and leave encashment are determined using the projected unit credit method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past services are recognised on a straight line basis over the average period until the amended benefits become vested. Actuarial gain and losses are recognised immediately in the Statement of Profit and Loss as income or expense. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government bonds where the currency and terms of the Government bonds are consistent with the currency and estimated terms of the defined benefit obligation.

Notes forming part of the financial statements

p) Employee Stock Option Scheme

The Company has formulated Sintex Industries Limited Employee Stock Option Scheme, 2006 (ESOS) in accordance with SEBI (Employee Stock Option and Employee Stock Purchase Scheme) Guidelines, 1999. The ESOS is administered through a Trust. The accounting of employees share based payment plans administered through the Trust is carried out in terms of "Guidance Note on Accounting for Employee Share-based Payments " issued by the Institute of Chartered Accountants of India. In accordance with SEBI Guidelines, the excess, if any, of the closing market price on the day prior to the grant of the options under ESOS over the exercise price is amortised on a straight line basis over the vesting period.

q) Accounting for Tax

Current tax is accounted on the basis of estimated taxable income for the current accounting period and in accordance with the provisions of the Income Tax Act, 1961. Deferred tax resulting from "Timing Differences" between book and taxable profit is accounted for using the tax rates that have been enacted or substantively enacted on the Balance Sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable certainty that the assets will be realised in future.

r) Leases

Assets acquired under lease where the Company has substantially all the risks and rewards incidental to ownership are classified as finance lease. Such assets are capitalised at the inception of the lease at the lower of the fair value or the present value of minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

Assets acquired on leases where a significant portion of the risks and rewards incidental to ownership is retained by the lessor are classified as Operating Lease. Lease rentals are charged to the Statement of Profit and Loss on accrual basis.

s) Redemption Premium of Foreign Currency Convertible Bonds (FCCBs)

Premium paid on redemption of FCCBs is fully provided and charged to Securities Premium Account in the year of issue.

t) Provisions, Contingent Liabilities and Contingent Assets

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

u) Derivative Contracts

In respect of derivative contracts, premium paid and gains/ losses on settlement are charged to the Statement of Profit and Loss. Losses arising on the restatement of the outstanding derivative contracts as at the year end by marking them to market are charged to the Statement of Profit and Loss.

Notes forming part of the financial statements

3. SHARE CAPITAL

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Authorised		
65,00,00,000 (previous year 50,00,00,000) Equity Shares of ₹ 1/- each with voting rights	65.00	50.00
Nil (previous year 15,00,000) Preference Shares of ₹ 100/- each.	–	15.00
Total	65.00	65.00
Issued		
31,31,41,780 (previous year 27,30,22,666) Equity Shares of ₹ 1/- each with voting rights	31.31	27.30
Total	31.31	27.30
Subscribed and fully paid up		
31,31,09,980 (previous year 27,29,90,866) Equity Shares of ₹ 1/- each with voting rights	31.31	27.30
Less:- Amount Recoverable from ESOP Trust (face value of equity shares allotted to the Trust)	0.19	0.19
Total	31.12	27.11

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	QIP issue during the year	Conversion of share warrants into equity shares during the year	Closing Balance
Equity shares with voting rights				
Year ended 31st March 2013				
- Number of shares	272990866	26519114	13600000	313109980
- Amount (₹ In Crore)	27.30	2.65	1.36	31.31
Year ended 31st March 2012				
- Number of shares	272990866	-	-	272990866
- Amount (₹ In Crore)	27.30	-	-	27.30

(ii) Terms/ Rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1/- per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of Shareholders in the ensuing AGM.

(iii) During the year:

a) The authorized share capital of the Company was reclassified from ₹ 65 Crores comprising 50,00,00,000 equity shares of ₹ 1/- each and 15,00,000 preference shares of ₹ 100/- each to ₹ 65 Crores comprising 65,00,00,000 Equity shares of ₹ 1/- each in accordance with the Member's approval granted in their meeting held on November 9, 2012,

b) 26,519,114 equity shares were allotted to Qualified Institutional Buyers (QIBs) at price of ₹ 65.90/- per equity share in accordance with Chapter VIII of SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2009.

c) 1,36,00,000 equity shares were allotted on December 24, 2012 consequent to exercise of option for conversion of warrants into equity shares, out of issue of 3,00,00,000 warrants to promoter group companies. As at March 31, 2013, 1,64,00,000 equity shares of ₹ 1/- each are reserved for issuance towards conversion of outstanding share warrants.

d) In accordance with approval of Members at their meeting held on September 17, 2012, step down foreign currency convertible bonds due in 2017, aggregating to USD 140 million were issued at a conversion price of ₹ 75.60 per share. (Refer Note 29.6) As at March 31, 2013, 10,17,75,926 equity shares are reserved for issuance towards Foreign Currency Convertible Bonds (FCCBs).

(iv) Equity shareholder holding more than 5% of equity shares along with the number of equity shares held is as given below:

Class of shares / Name of shareholder	As at 31 March, 2013		As at 31 March, 2012	
	No. of Shares held	% holding in that class of shares	No. of Shares held	% holding in that class of shares
Equity shares with voting rights				
BVM Finance Private Limited	78,103,905	24.94%	78,103,905	28.61%

Notes forming part of the financial statements

4. RESERVES AND SURPLUS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) **Capital reserve**		
Balance as per last Balance sheet	47.80	47.80
b) **Capital redemption reserve**		
Balance as per last Balance sheet	15.05	15.05
c) **Securities premium account**		
Opening Balance*	667.12	667.12
Add:- Premium on issue of shares during the year (Refer Note 29.1 &29.8)	264.60	-
Less : Writing off QIB/FCCB issue expenses	(23.51)	-
Less : Premium on Redemption of FCCBs	(97.71)	-
Closing balance	810.50	667.12
* Include ₹34.26 crore (previous year ₹34.26 crore) recoverable from ESOP Trust (Premium on equity shares allotted to the Trust)		
d) **Debenture redemption reserve**		
Opening balance	73.25	39.98
Add: Transferred from surplus in Statement of Profit and Loss	33.27	33.27
Closing balance	106.52	73.25
e) **Employee Stock options outstanding account**		
Opening balance	29.41	28.41
Add: Amortisation during the year for Employee Compensation Expense	-	1.00
Closing balance	29.41	29.41
f) **General reserve**		
Opening balance	202.68	177.68
Add: Transferred from surplus in Statement of Profit and Loss	27.50	25.00
Closing balance	230.18	202.68
g) **Foreign Currency Monetary Item Translation Difference Account**		
Opening balance	(44.21)	-
(Less): Effect of foreign exchange rate variations during the year	51.22	(44.21)
Closing balance	7.01	(44.21)
h) **International Business Development Reserves Account (Refer note 29.4)**		
Opening balance	7.85	12.27
Less: Adjusted towards expenses specified under the Scheme of Arrangement	(5.16)	(4.42)
Closing balance	2.69	7.85
i) **Surplus in Statement of Profit and Loss**		
Opening balance	1,307.81	1,157.00
Add: Profit for the year	269.19	229.70
Add: Transferred from General Reserve		
Less: Dividends proposed to be distributed to equity shareholders ₹ 0.70 per share (Previous year ₹ 0.65 per share)	(21.92)	(17.74)
Tax on dividend	(3.56)	(2.88)
Transferred to:		
Less: General reserve	(27.50)	(25.00)
Less: Debenture redemption reserve	(33.27)	(33.27)
Closing balance	1,490.75	1,307.81
Total	**2,739.91**	**2,306.76**

5. LONG TERM BORROWINGS

(₹ *in crores*)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Debentures		
Secured (refer note (i) and (ii) below)	600.00	600.00
b) Term loans		
(i) From banks		
Secured (refer note -(iii) and (iv) below)	679.79	474.19
(ii) From Financial Institutions		
Secured (refer note -(iii) and (iv) below)	37.70	-
c) Foreign Currency Convertible Bonds		
Unsecured (refer note 29.6)	761.45	–
Total	**2,078.94**	**1,074.19**

Notes:

i) 2,500 (Previous year 2,500) 11.5% Secured Redeemable Non Convertible debentures of ₹ 10,00,000/- each, issued to Life Insurance Corporation of India are redeemable at par in three equal annual installments starting from February 18, 2016. The Debentures are secured by first mortgage charge on all the movable & immovable assets, both present & future, of the Company on rank pari passu basis.

ii) 3,500 (Previous year 3,500) - 9.00% Secured Redeemable Non Convertible Debentures of ₹ 10,00,000/- each, issued to Life Insurance Corporation of India are redeemable at par in two tranches - 1,500 Debentures (₹ 150 crore) on June 1,2015 and 2000 Debentures (₹ 200 crore) on June 24, 2015. The Debentures are secured by way of first mortgage charge on all the movable & immovable assets, both present & future, of the Company on rank pari passu basis.

iii) Term Loans from the banks viz. State Bank of India, Bank of Baroda, IDBI Bank Limited, Exim Bank and Syndicate Bank are secured by equitable mortgage/hypothecation on all the immovable and movable properties of the Company,both present and future except on specified current assets and book debts on which prior charge created in favour of the Banks for working capital facilities.

iv) Terms of repayments of term loans having interest upto 13% are given below:-

a) Loan taken from State Bank of India is repayable in 20 quarterly installment of ₹ 6.25 crores each.

b) TUFs Loan taken from State Bank of India is repayable in 32 quarterly installment of ₹ 4.69 crores each.

c) Loan taken from State Bank of India is repayable in annual installments of ₹ 16.25 crores each from March 31, 2013 to March 31, 2016 and ₹ 130 crores each on March 31, 2017 and March 31, 2018.

d) TUFs loan taken from Bank of Baroda is repayable in 32 quarterly installment of ₹ 1.50 crores each.

e) Loan taken from Bank of Baroda is repayable in 20 quarterly installments of ₹ 2.50 crores each.

f) TUFs Loan taken from IDBI Bank Ltd. is repayable in 32 quarterly installments of ₹ 2.34 crores each.

g) TUFs loan taken from IDBI Bank Ltd. is repayable in 32 quarterly installments of ₹ 6.25 crores each commencing October 1, 2014.

h) TUFs loan taken from EXIM Bank is repayable in 32 quarterly installments of ₹ 4.69 crores commencing after 27 months moratorium.

i) TUFs loan taken from Syndicate Bank is repayable in 32 quarterly installments of ₹ 3.13 crores each commencing October 1, 2014.

j) Foreign Currency Term Loan taken from State Bank of India is repayable in three equal annual installments at the end of 5th, 6th and 7th year.

6. OTHER LONG-TERM LIABILITIES

(₹ *in crores*)

Particulars	As at March 31, 2013	As at March 31, 2012
Trade / security deposits received	6.41	5.11
Total	**6.41**	**5.11**

7. LONG-TERM PROVISIONS

(₹ *in crores*)

Particulars	As at March 31, 2013	As at March 31, 2012
Provision for employee benefits:		
(i) Provision for compensated absences	7.85	6.41
(ii) Provision for gratuity	5.64	5.73
Total	**13.49**	**12.14**

8. SHORT-TERM BORROWINGS

(₹ *in crores*)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Loans repayable on demand		
From banks		
Secured - refer note (i) below	294.72	341.23
Unsecured	211.24	100.00
	505.96	441.23
b) Zero Coupon Foreign Currency Convertible Bonds (Refer Note 29.5)		
Unsecured	-	1,151.02
Total	**505.96**	**1,592.25**

Notes:

i) Working capital facilities from the banks viz. State Bank of India, Bank of Baroda and IDBI Bank Limited are secured by first charge on the stocks and book debts and by a second charge over the immovable and other moveable properties of the Company, both present and future.

9. TRADE PAYABLES

(₹ *in crores*)

Particulars	As at March 31, 2013	As at March 31, 2012
Trade payables:		
Acceptances	21.86	39.51
Other than Acceptances (Refer Note 29.9)	239.33	164.26
Total	**261.19**	**203.77**

10. OTHER CURRENT LIABILITIES

(₹ *in crores*)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Current maturities of long-term debt	85.38	91.88
(Refer note (iii) in Note 5 Long term borrowings for detail of security)		
b) Interest accrued but not due on borrowings	25.42	6.06
c) Interest accrued and due on borrowings	10.30	6.85
d) Investor's Education and Protection Fund		
Unpaid dividends	0.48	0.39
(These do not include any amounts due and outstanding to be credited to "Investors' Education and Protection Fund")		
e) Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	11.44	9.71
(ii) Payables on purchase of fixed assets	0.67	1.36
(iii) Advances from customers	49.42	57.81
(iv) Others	10.70	-
Total	**193.81**	**174.06**

11. SHORT-TERM PROVISIONS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Provision for employee benefits:		
(i) Provision for compensated absences	1.01	1.10
(ii) Provision for gratuity	2.06	–
	3.07	1.10
b) Provision – Others:		
(i) Provision for premium payable on redemption of FCCBs (Refer Note 29.5)	–	263.17
(ii) Provision for proposed equity dividend	21.92	17.74
(iii) Provision for tax on proposed dividends	3.56	2.88
Total	28.55	284.89

12. FIXED ASSETS

A. Tangible Assets

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION AND AMORTISATION				NET BLOCK	
	As at 01.04.2012	Additions during the year	Deductions during the year	Borrowing cost	As at 31.03.2013	As at 01.04.2012	For the year	Deductions during the year	As at 31.03.2013	As at 31.03.2013	As at 31.03.2012
1	2	3	4	5	6	7	8	9	10	11	12
Land	67.12	0.26	–	–	67.38	–	–	–	–	67.38	67.12
Buildings	186.30	7.61	–	–	193.91	29.67	6.01	–	35.68	158.23	156.63
Plant & Machinery	2,286.38	191.66	2.42	16.48	2,492.10	520.84	110.92	0.46	631.30	1,860.80	1,765.54
Furniture,Fixture & Office equipments	17.14	0.76	–	–	17.90	10.47	1.12	–	11.59	6.31	6.67
Vehicles	25.70	6.01	2.57	–	29.14	13.04	3.96	1.90	15.10	14.04	12.66
Total Tangible Assets	**2,582.64**	**206.30**	**4.99**	**16.48**	**2,800.43**	**574.02**	**122.01**	**2.36**	**693.67**	**2,106.76**	**2,008.62**
Previous year	2,305.21	500.31	279.57	56.69	2,582.64	519.28	96.88	42.14	574.02	2,008.62	

B. Intangible Assets (other than internally generated)

(₹ in crores)

PARTICULARS	GROSS BLOCK					DEPRECIATION AND AMORTISATION				NET BLOCK	
	As at 01.04.2012	Additions during the year	Deductions during the year	Borrowing cost	As at 31.03.2013	As at 01.04.2012	For the year	Deductions during the year	As at 31.03.2013	As at 31.03.2013	As at 31.03.2012
1	2	3	4	5	6	7	8	9	10	11	12
Technical Know-how	3.19	–	–	–	3.19	2.89	0.19	–	3.08	0.11	0.30
Computer Software	4.88	–	–	–	4.88	3.73	0.98	–	4.71	0.17	1.15
Total Intangible Assets	**8.07**	**–**	**–**	**–**	**8.07**	**6.62**	**1.17**	**–**	**7.79**	**0.28**	**1.45**
Previous year	8.07	–	–	–	8.07	5.45	1.17	–	6.62	1.45	

C. Depreciation and Amortization for the year

(₹ in crores)

Particulars	2012-13	2011-12
Depreciation and amortisation for the year on tangible assets as per Note 12 A	122.01	96.88
Depreciation and amortisation for the year on intangible assets as per Note 12 B	1.17	1.17
Total	123.18	98.05

13. NON-CURRENT INVESTMENTS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Investments (At cost)		
A. Trade, Unquoted		
(a) Investments in Equity Instruments		
(i) of subsidiaries:		
Sintex Holdings B.V. 71209893 (previous year 71029893) shares of Euro 1 fully paid	571.30	571.30
Sintex Infra Projects Ltd 2000000 (previous year 1000000) shares of ₹10/- each fully paid	147.55	47.55
Bright AutoPlast Ltd 5010000 (previous year 5010000) shares of ₹10/- each fully paid	50.03	50.03
Zep Infratech Ltd 1298600 (previous year 1298600) shares of ₹10/- each fully paid	111.00	111.00
(ii) of other entities:		
BVM Finance Pvt Ltd 1738000 (previous year 1738000) shares of ₹10/- each fully paid	8.69	8.69
Sintex Oil & Gas Ltd 50000 (previous year 50000) shares of ₹10/- each fully paid	0.05	0.05
Sintex International Ltd 900000 (previous year 900000) shares of ₹10/- each fully paid	3.00	3.00
(b) Investments in Preference shares of subsidiary:		
Bright AutoPlast Ltd. 5000000 (previous year 5000000) shares of ₹100/- each fully paid	50.00	50.00
B. Other Investments, Quoted		
(a) Investments in Equity Instruments:		
Dena Bank 30200 (previous year 30200) shares of ₹10/- each fully paid	0.09	0.09
Total	**941.71**	**841.71**
Aggregate amount of quoted Investments	0.09	0.09
Aggregate market value of quoted investment	0.27	0.27
Aggregate amount of unquoted Investments	941.62	841.62

14. LONG-TERM LOANS AND ADVANCES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Capital advances		
Unsecured, considered good	76.59	75.21
b) Security deposits		
Unsecured, considered good	13.54	19.17
c) Advance income tax [net of provision ₹ 385.56 crore (As at 31 March 2012 ₹ 322.92 crores)]		
- Unsecured, considered good	37.53	17.16
d) MAT Credit Entitlement- Unsecured, considered good	105.09	44.00
e) Service tax paid under protest	2.28	2.28
Total	**235.03**	**157.82**

15. OTHER NON CURRENT ASSETS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
(a) Unamortised expenses	19.80	-
(b) Others		
-Receivables on sale of fixed assets	13.15	262.74
Total	**32.95**	**262.74**

16. CURRENT INVESTMENTS

Particulars	Face value (in ₹)	As at March 31, 2013		As at March 31, 2012	
		No. of units	₹ in crores	No. of units	₹ in crores
Current Investments					
Non- Trade, Unquoted					
Mutual Funds					
Templeton India Short Term Income Plan Inst.-G	1000	18728	2.85	18728	2.85
Templeton India Income Opp. Fund- G	10	4675563	5.00	4675563	5.00
Birla Sunlife STP 1	10	482	0.01	482	0.01
IDFC MMF TPA-Growth	10	–	–	6125	0.01
IDFC Imprerial Equity Fund-Plan A G	10	64001	0.12	64001	0.12
IDFC Premier Equity Fund Plan A Growth	10	6430	0.02	3195	0.01
HDFC CMF Tap- R.G	10	705	*	705	*
HDFC Top 200 Fund G	100	6130	0.13	6130	0.13
HDFC Mid Cap Opportunities Fund G	10	13935	0.02	13935	0.02
HDFC Core and Satellite Fund	10	31472	0.13	31472	0.13
HDFC Equity Fund G	100	5511	0.15	5511	0.15
HDFC Top 200 Fund G	100	6154	0.12	6154	0.12
IDFC Imprerial Equity Fund-Plan A G	10	64525	0.12	64525	0.12
HDFC Top 200 Fund G	100	636	0.01	636	0.01
HDFC CMF TAP- R. GROWTH	10	–	–	29001	0.06
HDFC Equity Fund G	100	3436	0.09	2132	0.06
HDFC Top 200 Fund - G	100	4478	0.09	2789	0.06
Reliance Liquid Fund Treasury Plan Retail Option Growth Option Growth Plan (SH)	10	29	0.01	3052	0.01
Reliance Banking Fund	100	2480	0.02	2480	0.02
Kotak Floter Long Term-Growth	10	887	*	887	*
Kotak MID CAP	10	12415	0.03	12415	0.03
DSP BlackRock Money Manager Fund-Regular Plan Growth	1000	11	*	11	*
DSP BlackRock Micro Cap Fund R-	10	20342	0.03	20342	0.03
IDFC MMF TPA-Growth	10	987	*	987	*
IDFC Premier Equity Fund Plan A	10	9194	0.03	9194	0.03
DSP Black Rock Small and Mid Cap Fund - R	10	17882	0.03	17882	0.03
Templeton India Income Opp. Fund- G	10	299514	0.36	180734	0.21
Birla Sunlife Ultra Short Term Fund-Retail-Growth	100	6256	0.12	6256	0.12
IDFC FMP- Yearly Series 54-Growth	10	–	–	140000	0.14
Birla Sunlife Cash Manager-Growth	100	12613	0.32	12613	0.32
Birla Sun Life Fixed Term Plan Series EG G	10	–	–	73000	0.07
IDFC FMP Yearly Series- 47 (G)	10	–	–	70000	0.07
Kotak FMP Series- 73 (G)	10	70000	0.07	70000	0.07
Birla Sunlife govt. Securities Long Term Growth	10	–	–	1406102	4.08
IDFC-SSIF-MT-Plan A Daily Div.	10	–	–	2683808	2.71
IDFC FMP Yearly Series-54 Growth	10	–	–	2000000	2.00
Birla Sunlife Dynamic Bond fund-Growth	10	–	–	3133767	5.47
ICICI Prudential Inst. Short Term Plan - cumulative G	10	–	–	2281580	5.01
JP Morgan India ST Income Fund G	10	–	–	1302886	1.50
DSP BlackRock ST Fund-G	10	–	–	776238	1.40
Reliance Equity Opportunities Fund-Retail Plan- G Plan	10	14937	0.05	14937	0.05

16. CURRENT INVESTMENTS *(Contd...)*

Particulars	Face value (in ₹)	As at March 31, 2013 No. of units	As at March 31, 2013 ₹ in crores	As at March 31, 2012 No. of units	As at March 31, 2012 ₹ in crores
DSP BlackRock Equity Fund-Regular Plan G	10	31920	0.05	31920	0.05
Reliance Fixed Horizon Fund-XIX- Series 7-G Plan	10	–	–	129900	0.13
HDFC Equity Fund-G	100	1872	0.05	1872	0.05
HDFC Prudence Fund-G	100	2935	0.06	2935	0.06
Templeton India Income Builder Account Plan A Growth	10	20326	0.08	–	–
IDFC Yearly Series Interval Fund Regular Plan- Series III Growth (IA)	10	77200	0.08	–	–
ICICI Prudential Gift fund- Treasury-G	10	1242315	3.50	–	–
IDFC Government Securities Fund-Investment Plan- Growth- Regular Plan	10	1243487	1.67	–	–
Templeton India Short Term Income Plan Inst.-G	1000	20520	4.65	–	–
Reliance Dynamic Bond Fund - Growth	10	1757369	2.62	–	–
Templeton India Short term Income Fund-Growth	1000	662	0.15	–	–
Templeton India Law Duration Fund - G	10	1621863	2.00	–	–
Total			**24.84**		**32.52**
Aggregate repurchase value of unquoted investments			27.44		34.08

Notes:

I) Current investments includes investments in nature of "Cash and cash equivalents" amounting to ₹ 24.84 (As at 31 March, 2012 ₹ 32.52), considered as part of Cash and cash equivalents in the Cash Flow Statement

II) Figures below ₹ 50,000 denominated by*.

17. INVENTORIES *(At lower of cost and net realisable value)*

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
(a) Raw materials	35.39	35.38
(b) Work-in-progress	79.68	70.63
(c) Finished goods	75.11	55.31
(d) Stores and spares	10.79	14.45
Total	**200.97**	**175.77**

18. TRADE RECEIVABLES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured, considered good	56.06	48.17
Doubtful	2.17	1.29
Less: Provision for doubtful trade receivables	(2.17)	(1.29)
	56.06	48.17
Other Trade receivables		
Unsecured, considered good	1,180.57	1,097.90
Total	**1,236.63**	**1,146.07**

Notes forming part of the financial statements

19. CASH AND CASH EQUIVALENTS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Cash on hand	0.36	0.45
b) Cheques, drafts on hand	2.03	0.63
c) Balances with banks		
(i) In current accounts	45.37	86.94
(ii) In deposit accounts (Refer Note (i), (ii) and (iii) below)	306.95	517.22
(iii) In earmarked accounts		
– Unpaid dividend accounts	0.48	0.39
Total	**355.19**	**605.63**

Notes:

i) Balances with banks include deposits amounting to ₹ Nil (As at 31st Mar 2012 ₹ 55.32 crore) which have an original maturity of more than 12 months.

ii) Out of total deposits, ₹ Nil (previous year ₹ 506.39 crore) unutilised amount of FCCB issue.

iii) Balance with banks includes deposits of ₹ Nil (previous year ₹164.95 crore) under lien to banks.

20. SHORT-TERM LOANS AND ADVANCES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Loans and advances to related parties (Refer Note 29.10)		
Unsecured, considered good	224.26	124.93
b) Security deposits		
Unsecured, considered good	2.32	1.15
Doubtful	0.45	0.45
Less: Provision for doubtful deposits	(0.45)	(0.45)
	2.32	1.15
c) Advances recoverable in cash or in kind		
Unsecured, considered good	543.45	449.20
d) Prepaid expenses – Unsecured, considered good	2.15	3.29
e) Balances with government authorities		
Unsecured, considered good		
(i) CENVAT credit receivable	13.29	10.72
(ii) VAT credit receivable	6.27	5.23
(iii) Service Tax credit receivable	4.21	2.58
Total	**795.95**	**597.10**

21. OTHER CURRENT ASSETS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Unamortised expenses	13.00	–
b) Interest accrued on deposits	5.07	4.45
c) Others	3.21	–
Total	**21.28**	**4.45**

Notes forming part of the financial statements

22. REVENUE FROM OPERATIONS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Sale of products (Refer Note below)	3,059.77	2,629.65
Less: Excise duty	90.51	67.06
Total	**2,969.26**	**2,562.59**
Note:		
Sale of products comprises following manufactured goods:		
A. Textile Unit		
Cloth packed	450.78	448.31
Yarn	16.43	15.75
Waste	4.50	3.76
	471.71	467.82
B. Plastic Unit		
Rotomould	487.25	464.75
Prefabricated Structure & Exturded Thermo Plastic Sections	1,945.15	1,570.41
SMC/Pulrusion/ Thermoforming	155.66	126.67
	2,588.06	2,161.83
Total Sale of manufactured goods	**3,059.77**	**2,629.65**

23. OTHER INCOME

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
a) Interest income (Refer Note below)	24.46	36.81
b) Dividend income:		
From Current Investment in Mutual Fund	0.05	0.27
From Long term investment in subsidiary	–	0.65
c) Net gain on sale of current investments	2.34	18.16
d) Discount on prepayment of FCCB (Refer Note 29.5)	21.27	–
e) Net gain on foreign currency transactions and translation (other than considered as finance cost)	–	0.75
f) Other non-operating income (net of expenses directly attributable to such income)		
Profit on sale of Fixed Assets	0.06	0.22
Miscellaneous Income	7.63	4.69
Total	**55.81**	**61.55**
Note:		
Interest income comprises :		
Interest on Fixed Deposits	16.76	30.54
Interest on Income Tax refunds	0.06	0.49
Interest from subsidiaries	6.84	5.46
Interest on over due trade receivable	0.80	0.32
Total	**24.46**	**36.81**

24. a. COST OF MATERIALS CONSUMED

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Opening stock	35.38	41.27
Add: Purchases	1,961.20	1,652.09
Less: Closing stock	35.39	35.38
Cost of materials consumed	**1,961.19**	**1,657.98**
Note:		
Materials consumed comprises:		
Cotton yarn and other fibres	104.93	112.79
Plastic Resins, Granules & powder etc.	780.03	618.55
Bought-out goods consumed	1,076.23	926.64
Total	**1,961.19**	**1,657.98**

24. b. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Inventories at the end of the year:		
Finished goods	75.11	55.31
Work-in-progress	79.68	70.63
	154.79	**125.94**
Inventories at the beginning of the year:		
Finished goods	55.31	53.14
Work-in-progress	70.63	68.48
	125.94	**121.62**
Net (increase) / decrease	(28.85)	(4.32)

25. EMPLOYEE BENEFITS EXPENSE

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Salaries and wages	89.26	82.93
Contributions to provident and other funds	11.80	5.80
Expense on employee stock option (ESOP) scheme (Refer Note 31)	-	1.00
Staff welfare expenses	5.34	4.73
Total	**106.40**	**94.46**

26. FINANCE COSTS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Interest expense on:		
On Debentures and Fixed Loans	70.89	61.25
On Working Capital and others	47.20	49.24
Total	**118.09**	**110.49**

27. OTHER EXPENSES

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Consumption of stores and spare parts	134.91	105.37
Increase / (decrease) of excise duty on inventory	2.78	1.15
Power and fuel	93.82	87.27
Rent including lease rentals (Refer Note 30.4)	3.19	2.61
Repairs and maintenance – Buildings	0.53	0.89
Repairs and maintenance – Machinery	3.12	3.25
Repairs and maintenance – Others	0.37	0.23
Insurance	2.86	2.44
Rates and taxes	0.39	0.47
Sales commission	34.86	34.49
Donations and contributions	0.18	0.38
Payments to auditors (Refer Note (i) below)	0.90	0.79
Net loss on foreign currency transactions and translation (other than considered as finance cost)	1.10	–
Provisions for Doubtful Debts and Loans & Advances	0.88	0.35
General Charges	62.37	57.66
Total	**342.26**	**297.35**
Payments to the auditors comprises (net of service tax input credit):		
(i) As Auditor– Statutory audit	0.52	0.52
(ii) For taxation matters	0.31	0.17
(iii) For other services (including certifications)	0.06	0.09
(iv) For reimbursement of expenses	0.01	0.01
Total	**0.90**	**0.79**

Note:

The above mentioned fees paid to auditors in other capacities is excluding ₹0.50 crore paid for certification work required to be done by the Statutory Auditors for the purpose of QIP & FCCB issue and adjusted against Securities Premium

28. EXCEPTIONAL ITEMS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Net Foreign Exchange (Gain) /Loss on long term Foreign Currency Monetary Items	90.35	46.64
Total	**90.35**	**46.64**

29.

29.1 The Board of Directors of the Company, at their meeting held on 11th October, 2012 and as approved by the Members at their meeting held on 9th November, 2012, have resolved to create, offer, issue and allot up to 3,00,00,000 warrants, convertible into one equity shares at a price of ₹1/– each on a preferential allotment basis,pursuant to Section 81(1A) of the Companies Act, 1956, at a conversion price of ₹69.01/– per equity share, arrived at in accordance with the SEBI Guidelines in this regard. Subsequently these warrants were allotted on 22nd November, 2012 to the promoter group companies and the 25% application money was received from them. The warrants may be converted into equivalent number of equity shares on payment of the balance amount at any time on or before 21st May, 2014. In the event the warrants are not converted into shares within the said period, the Company is eligible to forfeit the amounts received towards the warrants.

On 24th December, 2012, upon exercise of the option in respect of 1,36,00,000 warrants, equivalent number of Equity Shares have been issued, which resulted into increase in Equity Share Capital by ₹1.36 crore and Security Premium Account by ₹92.49 crore.

The proceeds of the above issue have been utilised on an overall basis as set out below:

Particulars	(₹ in crores)
Repayment of Debt	112.42
General Corporate Purpose	9.74

(₹ in crores)

	2012-13	2011-12
29.2 Contingent liabilities in respect of :-		
a) Amount of claims of certain retrenched employees for re-instatement with back wages	Amount not ascertained	Amount not ascertained
b) Corporate guarantees given to Banks/Institutions	16.56	30.48
c) Performance guarantees given to customers by bankers	71.80	32.63
d) Letter of Credit Facilities provided by banks	56.69	-
e) Disputed demand not acknowledged as debt against which the Company has preferred appeal		
- Income tax	13.64	12.97
- Sales Tax/VAT	2.62	2.35
- Service Tax	2.28	2.28
29.3 Estimated amount (net of advances) of contracts remaining to be executed on capital accounts and not provided for	10.00	8.28

29.4 A Scheme of Arrangement (the "Scheme") between the Company and its equity Shareholders was approved by the Board of Directors vide its resolution dated 30th June, 2008, by the Shareholders in their Court convened meeting held on 15th September, 2008 and by the Honourable High Court of Gujarat vide its order dated 25th March, 2009. The Appointed Date of the Scheme was 1st April, 2008. The Company filed the Order with the Registrar of Companies, Gujarat on 14th April, 2009 within the time specified in the order and the Scheme had been given effect in the financial statement for the financial year ended on 31st March, 2010. Accordingly, as per the Scheme, from the said date, the Company earmarked ₹ 200 crore from Securities Premium Account to International Business Development Reserve Account (the "IBDR").

As per the Scheme, the balance of IBDR so earmarked is available towards such expenses as specified under the Scheme. Accordingly, during the year, the Company has adjusted against the earmarked balance of IBDR an amount of ₹ 5.16 crore (previous year ₹ 4.42 crore) being such specified expenses as per the Scheme. The said accounting treatment has been followed as prescribed under the Scheme and it has no impact on the profit for the year, as per the Scheme.

29.5 In March, 2008, the Company issued 2250 number of Zero Coupon Foreign Currency Convertible Bonds ("FCCBs") each of face value of US$ 1,00,000. If not converted into equity share at an agreed price of ₹ 290.00 per equity share (reset to ₹ 246.50 on March 12, 2010) till 13th March, 2013, i.e. the date of maturity of the FCCBs, the same were to be redeemed at 129.28% of the face value.

As per the Guidelines/ Approvals of the Reserve Bank of India, during the year, the Company has prepaid and canceled before the maturity date, 574 FCCBs at a discount of ₹21.27 crores. The balance 1676 FCCBs have been redeemed on the maturity date as per the agreed terms.

29.6 On 28th November, 2012, the Company issued 7.50 per cent Step Down Convertible Bonds (with an average yield to maturity 5.25%) aggregating to US $ 140 million (₹ 761.45 crore as on March 31, 2013) to repurchase or repay the outstanding principal and premium on redemption on the 2008 FCCBs, in accordance with applicable Indian laws and regulations.

As per the terms & conditions of the Offering Circular dated 16th November, 2012, the bondholders have an option to convert these bonds into Equity Shares determined at an initial conversion price of ₹ 75.60 per equity share with a fixed rate of exchange on conversion of ₹ 54.959 per US $ 1.00, at any time on or after 8th January, 2013 up to the close of business on 19th November, 2017.

The Bonds may be redeemed, in whole but not in part, at the option of the Company at any time on or after 28th May, 2015 and on or prior to 23rd October, 2017 subject to satisfaction of certain conditions. Unless previously converted, redeemed or purchased and cancelled, the bonds fall due for redemption on 29th November, 2017 at 100 per cent of their principal amount together with accrued interest, if any, calculated in accordance with the terms & conditions. Up to March 31, 2013, none of the Bonds have been converted into equity shares.

The proceeds of US$ 140 million have been utilised for the prepayment and part redemption of US$ 225 Million FCCBs.

29.7 The Company has opted for the option given in the paragraph 46A of Accounting Standard -11 "The Effects of Changes in Foreign Exchange Rates" inserted by the Notification dated 29th December, 2011 issued by the Ministry of Corporate Affairs and accordingly the Foreign Exchange Loss /(Gain) incurred on Long Term Foreign Currency Monetary Items is amortized over the balance period of such Long Term Foreign Currency Monetary Items. The unamortised balance is carried in the Balance Sheet as "Foreign currency monetary item translation difference account" net of tax effect thereon. Pursuant to such adoption of the option, total amortization of the Foreign Exchange Gain on Long Term Foreign Currency Monetary Items is higher by ₹ 7.01 crores and Profit for the year is lower by the said amount for the year ended on March 31, 2013 and total amortization of the Foreign Exchange Loss incurred on Long Term Foreign Currency Monetary Item was lower by ₹ 44.21 crores and profit for the year was higher by the said amount for the year ended on March 31, 2012.

29.8 Pursuant to the resolution passed at the Annual General Meeting held on 17th September, 2012, the Company has raised ₹ 174.76 crores by issuing 2,65,19,114 Equity Shares of ₹ 1/- each to Qualified Institutional Buyers at a premium of ₹ 64.90 per Equity Share, which resulted into increase in Equity Share Capital by ₹ 2.65 crore and Security Premium Account by ₹ 172.11 crore.

The proceeds of ₹ 174.76 crore have been utilised for the part redemption of US$ 225 Million FCCBs.

29.9 The following disclosures are made for the amounts due to the Micro and Small Enterprises: (₹ in crores)

Particulars	March 31, 2013	March 31, 2012
Principal amount remaining unpaid to any supplier as at the year end	1.89	1.75
Interest due on the above mentioned principal amount remaining unpaid to any supplier as at the year end	-	-
Amount of the interest paid by the Company in terms of Section16	-	-
Amount of interest due and payable for the period of delay in making payment but without adding the interest specified under the MSM Act.	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-

On the basis of information and records available with the Company, there are no delays in payments to Micro and Small Enterprises as required to be disclosed under the MSM Act and the above mentioned disclosures are made under Note 9 "Trade Payables". The above information has been determined to the extent such parties have been identified by the Company on the basis of information supplied by the parties, which has been relied upon by the auditors.

29.10 A) Loans and Advances in the nature of Loans given to Subsidiaries (₹ in crores)

Name of the Company		As at March 31, 2013	As at March 31, 2012	Maximum Balance during the year	Maximum Balance during 2011-12
Zep Infratech Ltd.	Subsidiary	43.83	21.88	43.83	22.99
Sintex Infra Projects Ltd.	Subsidiary	89.46	18.09	89.46	104.78
Bright AutoPlast Ltd.	Subsidiary	90.97	84.96	90.97	88.72

Notes:

i) Loans & Advances shown above fall under the category of Loans and Advances in nature of loans where repayment will commence in three annual equal installment from the end of 3rd year.

ii) Rate of Interest for the loans and advances given to Zep Infratech Limited, Bright AutoPlast Limited and Sintex Infra Projects Ltd. has been decided on draw down but not less than prevailing bank rate

B) Investment by the loanee in the shares of the Company

None of the loanees and loanees of subsidiary companies have, per se, made investments in shares of the Company.

29.11 The Company has taken various derivatives to hedge its loans. The outstanding position of derivative instruments is as under: (₹ in crores)

Nature	Purpose	As at March 31, 2013	As at March 31, 2012
Principal only swap	Hedging of loans	217.56	-
Forward cover	Hedging of loans	163.17	-
		380.73	-

The details of foreign currency exposures not hedged by derivative instruments as at March 31, 2013 and March 31, 2012 are as under:

(₹ in crores)

Nature	As at March 31, 2013	As at March 31, 2012
Import Creditors	1.73	0.63
Export Debtors	5.32	6.60
Foreign Currency Loans	598.28	1151.02
	605.33	1158.25

29.12 Value of Import on CIF Basis in respect of : (₹ in crores)

Particulars	2012-13	2011-12
a) Capital Goods	4.20	15.99
b) Raw Material	3.05	1.53
c) Components and Spare Parts (Repairs)	6.45	6.59

Notes forming part of the financial statements

29.13 Expenditure in Foreign Currency : (₹ *in crores*)

Particulars	2012-13	2011-12
a) Travelling Expenses	3.39	2.72
b) Commission	0.42	0.76
c) Technical Fees	0.21	0.25

29.14 Details of imported and indigenous raw materials, stores and spare parts consumed (₹ *in crores*)

	2012-13		2011-12	
Particulars	Amount	Percentage	Amount	Percentage
Raw materials				
Imported	3.05	0.16%	1.77	0.11%
Indigenous	1958.14	99.84%	1656.21	99.89%
	1961.19	**100.00%**	**1657.98**	**100.00%**
Stores and spare parts				
Imported	5.44	4.03%	5.87	5.57%
Indigenous	129.47	95.97%	99.50	94.43%
	134.91	**100.00%**	**105.37**	**100.00%**

29.15 Earnings in Foreign Currency : (₹ *in crores*)

Particulars	2012-13	2011-12
FOB Value of Direct Export	36.55	34.25

30. DISCLOSURES UNDER ACCOUNTING STANDARDS

30.1 Employee benefit plans

30.1. a Defined contribution plans

The Company makes Provident Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹ 5.40 Crores (Year ended 31 March, 2012 ₹ 5.05 crores) for Provident Fund contributions and ₹ 0.94 Crores (Year ended 31 March, 2012 ₹ 0.81 Crore) for Superannuation Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the scheme.

30.1. b Defined benefit plans

The Company offers the following employee benefit schemes to its employees:

i. Gratuity

ii. Compensated Absences

The following table sets out the funded status of the defined benefit schemes and the amount recognised in the financial statements:

(₹ *in crores*)

	Year ended 31 March, 2013		Year ended 31 March, 2012	
Particulars	Gratuity	Compensated Absences	Gratuity	Compensated Absences
Components of employer expense				
Current service cost	1.43	0.78	1.34	0.67
Interest cost	1.40	0.62	1.37	0.54
Expected return on plan assets	(1.04)	–	(0.93)	–
Actuarial losses/(gains)	1.13	0.31	(1.84)	(0.02)
Total expense recognised in the Statement of Profit & Loss	**2.92**	**1.70**	**(0.06)**	**1.19**
Actual contribution and benefit payments for year				
Actual benefit payments	–	0.36	–	0.31
Actual contributions	0.92	–	1.39	–
Net asset / (liability) recognised in the Balance Sheet				
Present value of defined benefit obligation	19.94	8.86	16.98	7.51
Fair value of plan assets	12.24	–	11.25	–
Funded status [Surplus / (Deficit)]	–	–	–	–
Unrecognised past service costs	–	–	–	–
Net asset / (liability) recognised in the Balance Sheet	**(7.70)**	**(8.86)**	**(5.73)**	**(7.51)**

30.1. c

(₹ in crores)

Particulars	Year ended 31 March, 2013 Gratuity	Year ended 31 March, 2013 Compensated Absences	Year ended 31 March, 2012 Gratuity	Year ended 31 March, 2012 Compensated Absences
Change in defined benefit obligations (DBO) during the year				
Present value of DBO at beginning of the year	16.98	7.51	16.93	6.63
Current service cost	1.43	0.78	1.34	0.67
Interest cost	1.40	0.62	1.37	0.54
Actuarial (gains) / losses	1.15	0.31	(1.88)	(0.02)
Benefits paid	(1.02)	(0.36)	(0.78)	(0.31)
Present value of DBO at the end of the year	19.94	8.86	16.98	7.51
Change in fair value of assets during the year				
Plan assets at beginning of the year	11.25	–	9.77	–
Acquisition adjustment	0.03	–	(0.03)	–
Expected return on plan assets	1.04	–	0.93	–
Actual company contributions	0.92	–	1.39	–
Actuarial gain / (loss)	0.02	–	(0.03)	–
Benefits paid	(1.02)	–	(0.78)	–
Plan assets at the end of the year	12.24	–	11.25	–
Actual return on plan assets	1.06	–	0.90	–
Composition of the plan assets is as follows:				
LIC of India	100%	–	100%	–
Actuarial assumptions				
Discount rate	8.25%	8.25%	8.50%	8.50%
Expected return on plan assets	9.25%	N.A.	9.25%	N.A.
Salary escalation	5.50%	5.50%	6.00%	6.00%
Withdrawal Rates	3% at younger ages reducing to 1% at older ages			
Mortality tables	LIC (1994-96) published table of mortality rates			
Actuarial Valuation Method	Projected Unit Credit Method			
Estimate of amount of contribution in the immediate next year	Not ascertained	Not ascertained	Not ascertained	Not ascertained

The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations.

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

30.1. d Experience adjustments

(₹ in crores)

Gratuity	2011-12	2010-11	2009-10	2008-09
Present value of DBO	16.98	16.93	15.26	13.73
Fair value of plan assets	11.25	9.77	9.27	8.35
Funded status [Surplus / (Deficit)]	–	–	–	–
Experience gain / (loss) adjustments on plan liabilities	–	–	–	–
Experience gain / (loss) adjustments on plan assets	–	–	–	–
Net Asset/(Liability) at the end of the year	**(5.73)**	**(7.16)**	**(5.99)**	**(5.38)**

30.2 As per Accounting Standards (AS) 17 "Segment Reporting", segment information has been provided in the Notes to Consolidated Financial Statements.

30.3 Related Party Transactions:

30.3. a Names of related parties and description of relationship :

Sr. No.	Nature of Relationship	Name of Related Parties
1	Associate Companies	BVM Finance Pvt. Ltd.
2	Key Management Personnel	Shri Dinesh B. Patel, Chairman
		Shri Arun P. Patel, Vice-chairman
		Shri Rahul A. Patel, Managing Director (Group)
		Shri Amit D. Patel, Managing Director (Group)
		Shri S.B.Dangayach, Managing Director
3	Subsidiaries (Control exists)	Zep Infratech Limited
		Sintex Holdings B.V.
		Bright AutoPlast Limited
		Sintex Infra Projects Limited
		Sintex Wausaukee Composites Inc.
		Sintex France SAS
		Sintex Industries UK Ltd.
		Sintex Austria B.V.
		Amarange Inc.
		Southgate Business Corp.
		Wasaukee Composites Inc.- Owosso, Inc.
		WCI Wind Turbine Components, LLC.
		Nief Plastic SAS
		NP Hungaria kft
		NP Nord SAS
		NP Slovakia SRO
		NP Savoie SAS
		NP Tunisia SARL
		NP Vosges SAS
		Segaplast SAS
		Segaplast Maroc SA
		Siroco SAS
		NP Jura
		AIP SAS
		NP Poschman
		Cuba City Real Estate LLC
		Owosso Real Estate LLC
		NP Polska
		SICMO SAS

30.3. b (i) Transactions during the year with related parties: (₹ *in crores*)

Sr. No.	Nature of Transaction	Nature of Relationship: Associates	Subsidiaries	Key Management Personnel	Total
1	Sale of goods/services	–	10.00	–	10.00
		–	5.05	–	5.05
2	Sale of Fixed Assets	–	–	–	–
		–	249.59	–	249.59
3	Managerial remuneration	–	–	10.91	10.91
		–	–	12.65	12.65
4	Unsecured Loan/Advance given	–	135.06	–	135.06
		–	34.98	–	34.98
5	Unsecured Loan/Advance taken /(repaid)	–	35.73	–	35.73
		–	17.14	–	17.14
6	Investment in Equity Shares	–	100.00	–	100.00
		–	–	–	–
7	Dividend received	–	–	–	–
		–	0.65	–	0.65

30.3. b (ii) Balance as at March 31, 2013 (₹ *in crores*)

Sr. No.	particulars	Nature of Relationship: Associates	Subsidiaries	Key Management Personnel	Total
1	Current Liabilities	–	–	3.75	3.75
		–	–	6.75	6.75
2	Sundry Debtors	–	–	–	–
		–	5.05	–	5.05
3	Investments	8.69	929.88	–	938.57
		8.69	829.88	–	838.57
4	Loans & Advances	–	224.26	–	224.26
		–	124.93	–	124.93
5	Receivable on sale of Fixed Assets	–	–	–	–
		–	249.59	–	249.59
6	Guarantee Given	–	15.00	–	15.00
		–	25.00	–	25.00

30.3. c Disclosure of Material Related Party Transactions during the year:

1) Sale of goods/services include sale to Sintex Infra Projects Ltd. ₹ 10.00 crore (Previous Year ₹ 5.05 crore).

2) Sale of fixed assets to Sintex Infra Projects Ltd. ₹ Nil (Previous Year ₹ 249.59 crore).

4) Managerial Remuneration include remuneration to Shri Dinesh B. Patel ₹ 1.97 crore (Previous Year ₹ 2.85 crore), Shri Arun P. Patel ₹ 1.96 crore (Previous Year ₹ 2.82 crore), Shri Rahul A. Patel ₹ 2.56 crore (Previous Year ₹ 2.57 crore), Shri Amit D. Patel ₹ 2.56 crore (Previous Year ₹ 2.56 crore), Shri S B Dangayach ₹ 1.86 crore (Previous Year ₹ 1.86 crore).

5) Unsecured Loan/Advance Given include to Zep Infratech Ltd. ₹ 37.78 crore (Previous Year ₹ Nil), Bright AutoPlast Ltd. ₹ 7.39 crore (Previous Year ₹ 25.76 crore), Sintex Infra ₹ 89.89 crore (Previous Year ₹9.22 crore). Loan returned during the year from Zep Infratech Projects Ltd. Limited ₹ 15.83 crore (Previous Year ₹ 1.11 crore), Bright AutoPlast Ltd. ₹ 0.40 crore (Previous Year ₹ 16.03 crore) Sintex Infra Projects Ltd. ₹ 19.50 crore (Previous Year ₹ Nil crore).

6) Investment in Equity Share Capital include in Sintex Infra Projects Ltd. ₹ 100 crore (Previous Year ₹ Nil)

7) Dividend received include from Zep Infratech Limited ₹ Nil (Previous Year ₹ 0.65 crore).

30.4 Leases

Operating Lease

Lease rentals charged to revenue for lease agreements for the right to use following assets are : (₹ in crores)

Particulars	2012-13	2011-12
Residential accommodation for employees	2.64	2.61

The lease agreements are executed for a period ranging between 11 to 96 months with a renewal clause and also provide for termination at will by either party by giving a prior notice.

30.5 Earnings Per Share (EPS) -The numerators and denominators used to calculate Basic and Diluted Earnings Per Share

Particulars		2012-13	2011-12
Basic Earnings Per Share before Extra Ordinary Items :			
Profit attributable to the Shareholders (₹ in crore)	A	269.19	229.70
Weighted average number of Equity Shares outstanding during the year	B	284600467	271067866
Nominal value of Equity Shares (₹)		1.00	1.00
Basic Earnings Per Share (₹)	**A/B**	**9.46**	**8.48**
Diluted Earnings Per Share before Extra Ordinary Items :			
Profit attributable to the Shareholders (₹ in crore)	A	269.19	229.70
Weighted average number of Equity Shares outstanding during the year	B	285137520	271067866
Nominal value of Equity Shares (₹)		1.00	1.00
Diluted Earning Per Share (₹)	**A/B**	**9.44**	**8.48**
		No.of Shares	No.of Shares
Weighted average number of Equity Shares outstanding during the year for Basic EPS		284600467	271067866
Add : Dilutive potential Equity Shares		537053	-
Weighted average number of Equity Shares outstanding during the year for Dilutive EPS		285137520	271067866

30.6 The Deferred Tax Liability/ Asset comprises of tax effect of timing differences on account of: (₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Deferred Tax Liability		
Difference between book and tax depreciation	278.90	235.57
Total	**278.90**	**235.57**
Deferred Tax Asset		
Disallowances under Income Tax	(6.97)	(5.59)
Provision for doubtful debts & advances	(0.90)	(0.57)
Total	**(7.87)**	**(6.16)**
Deferred Tax Liability (Net)	**271.03**	**229.41**

31. ESOP

i) The Company initiated "the Sintex Industries Limited Employee Stock Option Scheme, 2006" (the "Scheme") for all eligible employees in pursuance of the special resolution approved by the Shareholders in the Extraordinary General Meeting held on 24th February, 2006. The Scheme covers all directors and employees (except promoters or those belong to the promoters' group) of the Company and directors and employees of all its subsidiaries. Under the Scheme, the Compensation Committee of the Board (the "Committee") administers the Scheme and grants stock options to eligible directors or employees of the Company and its subsidiaries. The Committee determines the employees eligible for receiving the options and the number of options to be granted subject to overall limit of 10,000 options per annum for each employee. The vesting period is at the expiry of thirty six months from the date of the grant of option. The Committee decided the exercise price of ₹ 91.70 per equity share of ₹ 2/- each as per clause 8.1 of SEBI (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

ii) The Company gave loan to Sintex Employees Welfare Trust ("ESOP Trust") towards subscribing 10,00,000 equity shares of the Company at ₹ 91.70 per equity share of ₹ 2/- each aggregating to ₹ 9.17 crore. On 21st August, 2006, the Company issued 10,00,000 equity shares of the face value of ₹ 2/- each to ESOP Trust at ₹ 91.70 per equity share.

iii) On 27th October, 2010, each equity share of ₹ 2/- each has been sub-divided into two equity shares of ₹ 1/- each. Hence, ESOP Trust holds 20,00,000 equity shares of the face value of ₹ 1/- each at ₹ 45.85 per equity share.

iv) During the year, the Company granted Nil equity share (previous year Nil equity share) options to eligible employees at ₹45.85 per equity share of ₹ 1/- each.

The Members of the Company in their meeting held on September 17, 2012 have approved the extension of exercise period of the Scheme from 2 years to 4 years.

The details of outstanding options are as under:

Particulars	2012-13	2011-12
Options outstanding as at beginning of the year	1923000	1923000
Add: Options granted during the year	Nil	Nil
Less: Options exercised during the year	Nil	Nil
Less: Options forfeited during the year	Nil	Nil
Options outstanding at the end of the year	1923000	1923000

32. The previous year figures have been regrouped / re-classified to conform to the current year's classification.

Signature to Notes forming part of the financial statements

For and on behalf of the Board of Directors

In terms of our report attached

For **Deloitte Haskins & Sells**
Chartered Accountants

Gaurav J. Shah
Partner
Membership No. 35701

Ahmedabad
Date : May 7, 2013

Dinesh B. Patel *Chairman*
Arun P. Patel *Vice Chairman*
Rahul A. Patel *Managing Director (Group)*
Amit D. Patel *Managing Director (Group)*
S.B. Dangayach *Managing Director*

Ramnikbhai H. Ambani *Director*
Ashwin Lalbhai Shah *Director*
Indira J. Parikh *Director*
Dr. N.K. Bansal *Director*

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

Independent Auditors' Report

To The Board of Directors of

SINTEX INDUSTRIES LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of SINTEX INDUSTRIES LIMITED (the "Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group"), which comprise the Consolidated Balance Sheet as at 31st March, 2013, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated 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 consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated 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 presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the consolidated financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditors on the financial statements/ financial information of the subsidiaries and associate referred to below in the other matter paragraph, the aforesaid consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2013;

(b) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and

(c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

Emphasis of Matter

We draw attention to Note 29.4 to these consolidated financial statements, regarding the Scheme of Arrangement (the "Scheme") approved by the Honourable High Court of Gujarat, as per which Scheme, in the year 2008-09 the Company earmarked ₹200 crore from Securities Premium Account to International Business Development Reserve Account (the "IBDR") and adjusted against the earmarked balance of IBDR, ₹197.31 crore upto March 31, 2013 (₹192.15 crore upto March 31, 2012) being expenses of the nature as specified under the Scheme. The said accounting treatment has been followed as prescribed under the Scheme. The relevant Indian Generally Accepted Accounting Principles, in absence of such Scheme, would not permit the adjustment of such expenses against the Securities Premium Account / IBDR. Had the Company accounted for these expenses as per Generally Accepted Accounting Principles in India, instead of accounting for as per the Scheme, the balance of Securities Premium Account would have been higher by ₹197.31 crore as at March 31, 2013 (₹192.15 crore as at March 31, 2012) and consolidated profit after tax would have been lower by ₹5.16 crore for the year ended on March 31, 2013 (₹4.42 crore for the previous year ended on March 31, 2012) and the surplus in Statement of Profit and Loss would have been lower by ₹197.31 crores.

Our opinion is not qualified in respect of this matter.

Other Matter

We did not audit the financial statements / financial information of certain subsidiaries, whose financial statements / financial information reflect total assets (net) of ₹2,036.06 crore as at March 31, 2013, total revenues of ₹1,690.85 crore and net cash flows amounting to ₹11.28 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of ₹3.59 crore for the year ended March 31, 2013, as considered in the consolidated financial statements, in respect of an associate, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, is based solely on the reports of the other auditors.

Our report is not qualified in respect of this matter.

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117365W)

Gaurav J Shah
Partner
(Membership No. 35701)

Ahmedabad
Date : May 7, 2013

Consolidated Balance Sheet as at March 31, 2013

(₹ in crores)

Particulars	Note	As at March 31, 2013	As at March 31, 2012
A. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	31.12	27.11
(b) Reserves and surplus	4	3,065.57	2,621.18
(c) Money received against share warrants	29.1	28.31	–
		3,125.00	**2,648.29**
2 Non-current liabilities			
(a) Long-term borrowings	5	2,459.52	1,272.48
(b) Deferred tax liabilities	30.6	333.78	279.15
(c) Other long-term liabilities	6	153.16	16.63
(d) Long-term provisions	7	15.20	14.93
		2,961.66	**1,583.19**
3 Current liabilities			
(a) Short-term borrowings	8	594.57	1,682.20
(b) Trade payables	9	628.16	530.83
(c) Other current liabilities	10	302.73	240.59
(d) Short-term provisions	11	113.15	344.49
		1,638.61	**2,798.11**
Total		**7,725.27**	**7,029.59**
B. ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	12.A	2,768.10	2,502.59
(ii) Intangible assets	12.B	131.35	137.67
(iii) Capital work-in-progress		442.08	253.10
		3,341.53	2,893.36
(b) Goodwill on Consolidation		215.73	217.92
(c) Non-current investments	13	70.50	66.91
(d) Deferred tax assets	30.6	45.87	41.01
(e) Long-term loans and advances	14	365.21	176.41
(f) Other non-current assets	15	32.96	13.15
		4,071.80	**3,408.76**
2 Current assets			
(a) Current investments	16	59.82	75.37
(b) Inventories	17	453.10	395.51
(c) Trade receivables	18	1,780.59	1,653.45
(d) Cash and cash equivalents	19	464.09	720.61
(e) Short-term loans and advances	20	853.62	744.16
(f) Other current assets	21	42.25	31.73
		3,653.47	**3,620.83**
Total		**7,725.27**	**7,029.59**

See accompanying notes forming part of the financial statements

In terms of our report attached

For **Deloitte Haskins & Sells**
Chartered Accountants

Gaurav J. Shah
Partner
Membership No. 35701

Ahmedabad
Date : May 7, 2013

For and on behalf of the Board of Directors

Dinesh B. Patel *Chairman*
Arun P. Patel *Vice Chairman*
Rahul A. Patel *Managing Director (Group)*
Amit D. Patel *Managing Director (Group)*
S.B. Dangayach *Managing Director*

Ramnikbhai H. Ambani *Director*
Ashwin Lalbhai Shah *Director*
Indira J. Parikh *Director*
Dr. N.K. Bansal *Director*

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

Consolidated Statement of Profit and Loss for the year ended March 31, 2013

(₹ in crores)

	Particulars		Note	For the year ended March 31, 2013	For the year ended March 31, 2012
1	**Revenue from operations (gross)**		22	5,201.14	4,534.18
	Less: Excise duty			121.70	97.41
	Revenue from operations (net)			5,079.44	4,436.77
2	**Other income**		23	88.00	67.24
3	**Total revenue**	(1+2)		**5,167.44**	**4,504.01**
4	**Expenses**				
	(a) Cost of materials consumed		24.a	2,903.30	2,506.75
	(b) Purchases of stock-in-trade		24.b	157.38	79.77
	(c) Changes in inventories of finished goods and work-in- progress		24.c	(39.68)	(2.32)
	(d) Employee benefits expense		25	590.23	511.97
	(e) Finance costs		26	146.24	135.83
	(f) Depreciation and amortisation expense		12.C	205.37	167.82
	(g) Other expenses		27	727.16	639.68
	Total expenses			**4,690.00**	**4,039.50**
5	**Profit before exceptional items and tax**	(3 - 4)		**477.44**	**464.51**
6	**Exceptional items**		28	90.35	46.64
7	**Profit before tax**	(5 - 6)		**387.09**	**417.87**
8	**Tax expense:**				
	(a) Current tax expense for current year			78.20	90.96
	(b) (Less): MAT credit			(62.10)	(15.05)
	(c) Current tax expense relating to prior years			1.06	7.63
	(d) Net current tax expense			17.16	83.54
	(e) Deferred tax			49.77	32.42
				66.93	**115.96**
9	**Profit after tax before Share of Profit of Associate**	(7 - 8)		**320.16**	**301.91**
10	Share of Profit of Associate			3.59	4.90
11	**Profit for the year**	(9 + 10)		**323.75**	**306.81**
12	**Earnings per share (of ₹ 1/- each):**		30.5		
	(a) Basic (In ₹)			11.38	11.32
	(b) Diluted (In ₹)			11.35	11.32

See accompanying notes forming part of the financial statements

For and on behalf of the Board of Directors

In terms of our report attached

For **Deloitte Haskins & Sells**
Chartered Accountants

Dinesh B. Patel	*Chairman*	Ramnikbhai H. Ambani	*Director*
Arun P. Patel	*Vice Chairman*	Ashwin Lalbhai Shah	*Director*
Rahul A. Patel	*Managing Director (Group)*	Indira J. Parikh	*Director*
Amit D. Patel	*Managing Director (Group)*	Dr. N.K. Bansal	*Director*
S.B. Dangayach	*Managing Director*		

Gaurav J. Shah
Partner
Membership No. 35701

Ahmedabad
Date : May 7, 2013

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

Consolidated Cash Flow Statement for the year ended March 31, 2013

(₹ in crores)

Particulars	For the year ended March 31, 2013		For the year ended March 31, 2012
A. CASH FLOW FROM OPERATING ACTIVITIES			
Net profit before exceptional items and tax		477.44	464.51
Adjustments for :			
Profit on Sale of Fixed Assets & Investments	(4.03)		(15.69)
Discount on prepayment of FCCB	(21.27)		–
Unrealised Foreign Exchange (Gain)/Loss (Net)	(4.90)		(26.20)
Interest Income	(19.30)		(32.85)
Dividend income	(0.05)		(0.27)
Depreciation	205.37		167.82
Finance Cost	146.24		135.83
Provision for Doubtful debts and advances	1.22		0.73
Employees Compensation Expenses	–		1.00
		303.28	230.37
Operating profit before working capital changes		780.72	694.88
Adjustments for :			
Trade and other receivables	(538.96)		(558.99)
Inventories	(57.59)		(18.52)
Trade and Other payables	285.59		(49.44)
		(310.96)	(626.95)
Cash generated from/(used in) operations		469.76	67.93
Direct taxes paid (Net)		(119.17)	(124.23)
Net cash from/(used in) Operating Activities – (A)		350.59	(56.30)
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of fixed assets		(439.98)	(755.45)
Sale of fixed assets		6.13	245.46
Purchase of Investments		–	(6.08)
Sale of Investments		–	18.16
Interest received		19.30	32.85
Dividend received		0.05	0.27
Net cash (used in) Investing Activities – (B)		(414.50)	(464.79)
C. CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Equity Shares and Share Warrants		296.92	–
Proceeds from Long Term Borrowings		599.39	400.62
Repayment of Long Term borrowings		(136.78)	(136.28)
Prepayment/Redemption of FCCB (including Premium)		(1,547.73)	–
Proceeds from new FCCB (Net of Expenses)		737.95	–
Net increase/(decrease) in working capital borrowings		63.39	(104.64)
Finance Cost		(198.66)	(190.02)
Dividend paid		(20.53)	(20.58)
Net cash (used in) Financing Activities – (C)		(206.05)	(50.90)
Net increase/(decrease) in cash & cash equivalents (A+B+C)		(269.96)	(571.99)
Cash and cash equivalents at the beginning of the year		795.98	1,307.70
Effect of exchange differences on restatement of foreign currency cash and cash equivalents		(2.11)	60.27
Cash and cash equivalents at the end of the year		523.91	795.98

Consolidated Cash Flow Statement for the year ended March 31, 2013 (Contd...)

Notes: (₹ in crores)

Particulars	For the year ended March 31, 2013		For the year ended March 31, 2012
1 Cash and cash equivalents at the end of the year comprises:			
Cash on hand		0.43	0.56
Cheques, draft on hand		2.03	0.63
Balance with Banks:			
In Current Accounts	102.88		138.08
In Fixed Deposit (Refer note (2),(3) and (4) below)	358.27		580.95
In earmarked accounts- unpaid dividend accounts	0.48		0.39
		461.63	719.42
Current Investments considered as part of Cash and Cash Equivalents (Refer note 16)		59.82	75.37
Total		523.91	795.98

2 Balances with banks include deposits amounting to ₹ 0.04 crore (As at March 31, 2012 ₹ 55.37 crore) which have an original maturity of more than 12 months.

3 Out of total deposits ₹ Nil (previous year ₹ 506.39 crore) unutilised amount of FCCB issue.

4 Balance with banks includes deposits of ₹ 0.56 crore (previous year ₹ 166.05 crore) under lien to banks.

5 The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard-3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.

6 The previous year's figures have been regrouped wherever necessary to make them comparable with this year's figures.

For and on behalf of the Board of Directors

In terms of our report attached	**Dinesh B. Patel**	*Chairman*	**Ramnikbhai H. Ambani**	*Director*
	Arun P. Patel	*Vice Chairman*	**Ashwin Lalbhai Shah**	*Director*
	Rahul A. Patel	*Managing Director (Group)*	**Indira J. Parikh**	*Director*
For **Deloitte Haskins & Sells**	**Amit D. Patel**	*Managing Director (Group)*	**Dr. N.K. Bansal**	*Director*
Chartered Accountants	**S.B. Dangayach**	*Managing Director*		

Gaurav J. Shah
Partner
Membership No. 35701

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

Ahmedabad
Date : May 7, 2013

Notes forming part of the Consolidated financial statements

1. CORPORATE INFORMATION

Sintex Industries Limited (SIL), the flagship company of Sintex group is one of the leading manufacturers of plastics and composites along with a strong presence in structured fabrics in India. The Company is headquartered in Kalol (Gujarat) and enjoys a pan-India presence through 14 manufacturing facilities in India. Besides, its operations are spread across 12 countries in four continents through 33 manufacturing facilities and 29 global subsidiaries, namely Zep Infratech Ltd. (formally known as Zeppelin Mobile Systems India Limited) (100% stake), Bright AutoPlast Limited (100% stake), Sintex Wasaukee Composites Inc., USA (100% stake) and Nief Plastic SA, a French company (100% stake).

2. ACCOUNTING POLICIES

I) Principles of Consolidation:

The consolidated financial statements relate to Sintex Industries Limited ("the Company") and its subsidiary companies.

The consolidated financial statements have been prepared on the following basis:

a) The financial statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses in accordance with Accounting Standard-21 - "Consolidated Financial Statements" issued by the Institute of Chartered Accountants of India.

b) The operations of foreign subsidiaries are not considered as an integral part of the operations of the parent. Hence all revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at the rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in the "Foreign Currency Translation Reserve".

c) The difference between the cost of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as Goodwill or Capital Reserve as the case may be.

d) Minority Interest's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.

e) Minority Interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the company's shareholders.

f) Investment in Associate Companies has been accounted under the equity method as per Accounting Standard-23 - "Accounting for Investments in Associates in Consolidated Financial Statements".

g) The Company accounts for its share in change in net assets of the associates, post acquisition, after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Statement of Profit and Loss to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance, based on available information.

h) The difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.

i) As far as possible, the Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate Financial Statements.

j) Investments made by the parent company in subsidiary companies subsequent to the holding-subsidiary relationship coming into existence are eliminated while preparing the consolidated financial statement.

k) Intragroup balances and intragroup transactions are eliminated to the extent of share of the parent company in full.

l) Unrealised profits on account of intra group transactions have been accounted for depending upon whether the transaction is an upstream or a downstream transaction.

II) Investments other than in subsidiaries are accounted as per Accounting Standard-13 on "Accounting for Investments".

III) Other significant accounting policies:

These are set out under "Significant Accounting Policies" as given in the Unconsolidated Financial Statements of Sintex Industries Limited.

3. SHARE CAPITAL

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Authorised		
65,00,00,000 (previous year 50,00,00,000) Equity Shares of ₹ 1/- each with voting rights	65.00	50.00
Nil (previous year 15,00,000) Preference Shares of ₹ 100/- each.	–	15.00
Total	**65.00**	**65.00**
Issued		
31,31,41,780 (previous year 27,30,22,666) Equity Shares of ₹ 1/- each with voting rights	31.31	27.30
Total	**31.31**	**27.30**
Subscribed and fully paid up		
31,31,09,980 (previous year 27,29,90,866) Equity Shares of ₹ 1/- each with voting rights	31.31	27.30
Less:- Amount Recoverable from ESOP Trust (face value of equity shares allotted to the Trust)	0.19	0.19
Total	**31.12**	**27.11**

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	QIP issue during the year	Conversion of share warrants into equity shares during the year	Closing Balance
Equity shares with voting rights				
Year ended 31st March 2013				
- Number of shares	272990866	26519114	13600000	313109980
- Amount (₹ In Crore)	27.30	2.65	1.36	31.31
Year ended 31st March 2012				
- Number of shares	272990866	-	-	272990866
- Amount (₹ In Crore)	27.30	-	-	27.30

(ii) Terms/ Rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1/- per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of Shareholders in the ensuing AGM.

(iii) During the year:

a) The authorized share capital of the Company was reclassified from ₹65 Crores comprising 50,00,00,000 equity shares of ₹ 1/- each and 15,00,000 preference shares of ₹ 100/- each to ₹ 65 Crores comprising 65,00,00,000 Equity shares of ₹ 1/- each in accordance with the Member's approval granted in their meeting held on November 9, 2012.

b) 26,519,114 equity shares were allotted to Qualified Institutional Buyers (QIBs) at price of ₹ 65.90/- per equity share in accordance with Chapter VIII of SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2009.

c) 1,36,00,000 equity shares were allotted on December 24, 2012 consequent to exercise of option for conversion of warrants into equity shares, out of issue of 3,00,00,000 warrants to promoter group companies. As at March 31, 2013, 1,64,00,000 equity shares of ₹ 1/- each are reserved for issuance towards conversion of outstanding share warrants.

d) In accordance with approval of Members at their meeting held on September 17, 2012, step down foreign currency convertible bonds due in 2017, aggregating to USD 140 million were issued at a conversion price of ₹ 75.60 per share. (Refer Note 29.6). As at March 31, 2013, 10,17,75,926 equity shares are reserved for issuance towards Foreign Currency Convertible Bonds (FCCBs).

(iv) Equity shareholder holding more than 5% of equity shares along with the number of equity shares held is as given below:

Class of shares / Name of shareholder	As at March 31, 2013		As at March 31, 2012	
	No. of Shares held	% holding in that class of shares	No. of Shares held	% holding in that class of shares
Equity shares with voting rights				
BVM Finance Private Limited	78103905	24.94%	78103905	28.61%

4. RESERVES AND SURPLUS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Capital reserve		
Balance as per last Balance sheet	47.80	47.80
b) Capital redemption reserve		
Balance as per last Balance sheet	15.05	15.05
c) Securities premium account		
Opening balance *	667.12	667.12
Add:- Premium on issue of shares during the year (Refer Note 29.1 & 29.8)	264.60	–
Less : Writing off QIB/FCCB issue expenses	(23.51)	–
Less : Premium on Redemption of FCCBs	(97.71)	–
Closing balance	810.50	667.12
* Include ₹34.26 crore (previous year ₹34.26 crore) recoverable from ESOP Trust (Premium on equity shares allotted to the Trust)		
d) Debenture redemption reserve		
Opening balance	73.25	39.98
Add: Transferred from surplus in Statement of Profit and Loss	33.27	33.27
Closing balance	106.52	73.25
e) Employee stock options outstanding account		
Opening balance	29.41	28.41
Add: Amortisation during the year for Employee Compensation Expense	–	1.00
Closing balance	29.41	29.41
f) General reserve		
Opening balance	205.58	180.58
Less: Transferred from surplus in Statement of Profit and Loss	27.50	25.00
Closing balance	233.08	205.58
g) Foreign Currency Monetary item Translation Difference Account		
Opening balance	(44.21)	-
(Less): Effect of foreign exchange rate variations during the year	51.22	(44.21)
Closing balance	7.01	(44.21)
h) Foreign Currency Translation Reserve	(38.06)	5.26
(i) International Business Development Reserve Account		
Opening balance	7.85	12.27
Less: Adjusted towards expenses specified under the Scheme of Arrangement	(5.16)	(4.42)
Closing balance	2.69	7.85
j) Surplus in Statement of Profit and Loss		
Opening balance	1,614.07	1,386.15
Add: Profit for the year	323.75	306.81
Less: Dividends proposed to be distributed to equity shareholders ₹ 0.70 per share (Previous year ₹ 0.65 per share)	(21.92)	(17.74)
Less: Tax on dividend	(3.56)	(2.88)
Transferred to:		
Less: General reserve	(27.50)	(25.00)
Less: Debenture redemption reserve	(33.27)	(33.27)
Closing balance	1,851.57	1,614.07
Total	3,065.57	2,621.18

5. LONG-TERM BORROWINGS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Debentures		
Secured	600.00	600.00
b) Term loans		
From banks :		
Secured	992.12	631.17
Unsecured	46.29	8.47
	1038.41	639.64
From other :		
Secured	42.70	15.05
Unsecured	16.87	17.60
	59.57	32.65
c) Long- term maturities of finance lease obligations (Refer note 30.4)		
Secured	0.09	0.19
d) Foreign Currency Convertible Bonds (Refer note 29.6)		
Unsecured	761.45	–
Total	2,459.52	1,272.48

6. OTHER LONG-TERM LIABILITIES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Trade / security deposits received	153.16	16.63
Total	153.16	16.63

7. LONG-TERM PROVISIONS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Provision for employee benefits: (Refer Note 30.1)		
(i) Provision for compensated absences	8.67	7.38
(ii) Provision for gratuity	6.01	5.79
b) Others	0.52	1.76
Total	15.20	14.93

8. SHORT-TERM BORROWINGS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Loans repayable on demand		
From banks		
Secured	375.56	424.05
Unsecured	219.01	107.13
	594.57	531.18
b) Zero Coupon Foreign Currency Convertible Bonds (Refer note 29.5)		
Unsecured	–	1151.02
Total	594.57	1,682.20

9. TRADE PAYABLES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Trade payables:		
Acceptances	73.51	39.51
Other than Acceptances	554.65	491.32
Total	**628.16**	**530.83**

10. OTHER CURRENT LIABILITIES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Current maturities of long-term debt	173.74	136.66
b) Current maturities of finance lease obligations (Refer note 30.4)	0.06	0.12
c) Interest accrued but not due on borrowings	25.83	6.38
d) Interest accrued and due on borrowings	11.59	6.85
e) Investor's Education and Protection Fund		
Unpaid dividends	0.48	0.39
f) Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Withholding Taxes, Excise Duty, VAT, Service Tax, etc.)	18.82	14.10
(ii) Payables on purchase of fixed assets	3.88	9.72
(iii) Advances from customers	57.63	66.37
(iv) Others	10.70	–
Total	**302.73**	**240.59**

11. SHORT-TERM PROVISIONS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Provision for employee benefits:		
(i) Provision for Compensated absences	1.08	1.11
(ii) Provision for gratuity	1.97	–
	3.05	1.11
b) Provision - Others:		
(i) Provision for premium payable on redemption of FCCBs (Refer note 29.5)	–	263.17
(ii) Provision for proposed equity dividend	21.92	17.74
(iii) Provision for tax on proposed dividends	3.56	2.88
(iv) Others	84.62	59.59
	110.10	343.38
Total	**113.15**	**344.49**

12. FIXED ASSETS

A. Tangible Assets

(₹ in crores)

PARTICULARS	GROSS BLOCK							DEPRECIATION AND AMORTISATION						NET BLOCK	
	As at 01.04.2012	Acquired on Acquisition	Additions during the year	Foreign Currency translation reserve	Deductions during the year	Borrowing cost	As at 31.03.2013	As at 01.04.2012	Acquired on Acquisition	For the year	Foreign Currency translation reserve	Deductions during the year	As at 31.03.2013	As at 31.03.2013	As at 31.03.2012
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Land	93.87	2.25	0.64	0.17	-	-	96.93	-	-	-	-	-	-	96.93	93.87
Buildings	425.22	15.66	18.24	5.96	0.08	-	465.00	113.05	6.39	21.26	5.49	0.09	146.10	318.90	312.17
Plant & Machinery	2,914.94	47.10	403.78	7.29	29.30	18.53	3,362.34	850.24	37.55	158.87	19.42	24.41	1,041.67	2,320.67	2,064.70
Furniture, Fixture & Office equipments	54.98	4.20	1.16	1.36	5.00	-	56.70	39.33	3.48	3.13	1.27	3.84	43.37	13.33	15.65
Vehicles	35.19	1.87	7.58	0.20	4.13	-	40.71	18.99	1.02	5.34	0.41	3.32	22.44	18.27	16.20
Total Tangible Assets	**3,524.20**	**71.08**	**431.40**	**14.98**	**38.51**	**18.53**	**4,021.68**	**1,021.61**	**48.44**	**188.60**	**26.59**	**31.66**	**1,253.58**	**2,768.10**	**2,502.59**
Previous year	3,134.89	-	558.15	79.44	305.58	57.30	3,524.20	868.86	-	152.09	60.84	60.18	1,021.61	2,502.59	

12. FIXED ASSETS *(Contd...)*

B. Intangible Assets (other than internally generated)

(₹ *in crores*)

PARTICULARS	GROSS BLOCK							DEPRECIATION AND AMORTISATION						NET BLOCK	
	As at 01.04.2012	Acquired on Acquisition	Additions during the year	Foreign Currency translation reserve	Deductions during the year	Borrowing cost	As at 31.03.2013	As at 01.04.2012	Acquired on Acquisition	For the year	Foreign Currency translation reserve	Deductions during the year	As at 31.03.2013	As at 31.03.2013	As at 31.03.2012
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Technical Know how	16.03	-	-	(0.01)	-	-	16.02	5.66	-	0.84	-	-	6.50	9.52	10.37
ERP Software	28.00	1.66	2.08	0.43	1.76	-	30.42	20.58	1.65	3.62	1.11	1.78	25.18	5.24	7.42
Non Compete Fees	5.00	-	-	-	5.00	-	-	5.00	-	-	-	5.00	-	-	-
Others (Goodwill)	153.35	4.57	4.87	1.71	-	-	164.49	33.47	0.80	12.31	1.32	-	47.90	116.59	119.88
Total Intangible Assets	**202.38**	**6.23**	**6.95**	**2.13**	**6.76**	**-**	**210.93**	**64.71**	**2.45**	**16.77**	**2.43**	**6.78**	**79.58**	**131.35**	**137.67**
Previous year	192.72	-	0.85	10.41	1.60		202.38	46.74	-	15.73	3.78	1.54	64.71	137.67	

C. Depreciation and Amortization for the year

(₹ *in crores*)

Particulars	2012-13	2011-12
Depreciation and amortisation for the year on tangible assets as per Note 12 A	188.60	152.09
Depreciation and amortisation for the year on intangible assets as per Note 12 B	16.77	15.73
Total	205.37	167.82

13. NON-CURRENT INVESTMENTS

(₹ *in crores*)

Particulars	As at March 31, 2013	As at March 31, 2012
Investments (At cost)		
A. Trade, Unquoted		
(a) Investments in Equity Instruments		
(i) of Associates		
Zillion Infrastructures Pvt Limited 3056093 (previous year 3056093) shares of ₹ 10/- each fully paid	52.59	49.00
(ii) of other entities:		
BVM Finance Pvt Ltd 1738000 (previous year 1738000) shares of ₹ 10/- each fully paid	8.69	8.69
Sintex Oil & Gas Ltd 50000 (previous year 50000) shares of ₹ 10/- each fully paid	0.05	0.05
Sintex International Ltd 900000 (previous year 900000) shares of ₹ 10/- each fully paid	3.00	3.00
Nief Global Limited 200000 (previous year 200000) shares of AED 10/- each fully- paid	3.04	3.04
Wasaukee Global Limited 200000 (previous year 200000) shares of AED 10/- each fully- paid	3.04	3.04
B. Other Investments, Quoted		
(a) Investments in Equity Instruments of other entities:		
Dena Bank 30200 (previous year 30200) shares of ₹ 10/- each fully paid	0.09	0.09
Total	70.50	66.91

14. LONG-TERM LOANS AND ADVANCES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Capital advances		
Unsecured, considered good	80.78	82.38
b) Security deposits		
Unsecured, considered good	114.98	26.11
c) Advance income tax net of provisions		
Unsecured, considered good	60.85	19.94
d) MAT credit entitlement		
Unsecured, considered good	105.09	44.00
e) Other loans and advances		
Unsecured, considered good	0.99	1.46
f) Excise & Service Tax under Protest	2.52	2.52
Total	365.21	176.41

15. OTHER NON CURRENT ASSETS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Unamortised Expenes	19.81	–
b) Others		
Receivables on sale of fixed assets	13.15	13.15
Total	32.96	13.15

16. CURRENT INVESTMENTS

Particulars	Face value (in ₹)	As at March 31, 2013		As at March 31, 2012	
		No. of units	₹ in crores	No. of units	₹ in crores
Current Investments					
Non- Trade, Unquoted					
Mutual Funds					
Templeton India Short Term Income Plan Inst.-G	1000	18728	2.85	18728	2.85
Templeton India Income Opp. Fund- G	10	4675563	5.00	4675563	5.00
Birla Sunlife STP 1	10	482	0.01	482	0.01
IDFC MMF TPA-Growth	10	–	–	6125	0.01
IDFC Imprerial Equity Fund-Plan A G	10	64001	0.12	64001	0.12
IDFC Premier Equity Fund Plan A Growth	10	6430	0.02	3195	0.01
HDFC CMF Tap- R.G	10	705	*	705	*
HDFC Top 200 Fund G	100	6130	0.13	6130	0.13
HDFC Mid Cap Opportunities Fund G	10	13935	0.02	13935	0.02
HDFC Core and Satellite Fund	10	31472	0.13	31472	0.13
HDFC Equity Fund G	100	5511	0.15	5511	0.15
HDFC Top 200 Fund G	100	6154	0.12	6154	0.12
IDFC Imprerial Equity Fund-Plan A G	10	64525	0.12	64525	0.12
HDFC Top 200 Fund G	100	636	0.01	636	0.01
HDFC CMF TAP- R. GROWTH	10	–	–	29001	0.06
HDFC Equity Fund G	100	3436	0.09	2132	0.06
HDFC Top 200 Fund - G	100	4478	0.09	2789	0.06
Reliance Liquid Fund Treasury Plan Retail Option Growth Option Growth Plan (SH)	10	29	0.01	3052	0.01
Reliance Banking Fund	100	2480	0.02	2480	0.02
Kotak Floter Long Term-Growth	10	887	*	887	*
Kotak MID CAP	10	12415	0.03	12415	0.03
DSP BlackRock Money Manager Fund-Regular Plan Growth	1000	11	*	11	*
DSP BlackRock Micro Cap Fund R-	10	20342	0.03	20342	0.03

16. CURRENT INVESTMENTS *(Contd...)*

Particulars	Face value (in ₹)	As at March 31, 2013 No. of units	As at March 31, 2013 ₹ in crores	As at March 31, 2012 No. of units	As at March 31, 2012 ₹ in crores
IDFC MMF TPA-Growth	10	987	*	987	*
IDFC Premier Equity Fund Plan A	10	9194	0.03	9194	0.03
DSP Black Rock Small and Mid Cap Fund - R	10	17882	0.03	17882	0.03
Templeton India Income Opp. Fund- G	10	299514	0.36	180734	0.21
Birla Sunlife Ultra Short Term Fund-Retail-Growth	100	6256	0.12	6256	0.12
IDFC FMP- Yearly Series 54-Growth	10	–	–	140000	0.14
Birla Sunlife Cash Manager-Growth	100	12613	0.32	12613	0.32
Birla Sun Life Fixed Term Plan Series EG G	10	–	–	73000	0.07
IDFC FMP Yearly Series- 47 (G)	10	–	–	70000	0.07
Kotak FMP Series- 73 (G)	10	70000	0.07	70000	0.07
Birla Sunlife govt. Securities Long Term Growth	10	–	–	1406102	4.08
IDFC-SSIF-MT-Plan A Daily Div.	10	–	–	2683808	2.71
IDFC FMP Yearly Series-54 Growth	10	–	–	2000000	2.00
Birla Sunlife Dynamic Bond fund-Growth	10	–	–	3133767	5.47
ICICI Prudential Inst. Short Term Plan - cumulative G	10	–	–	2281580	5.01
JP Morgan India ST Income Fund G	10	–	–	1302886	1.50
DSP BlackRock ST Fund-G	10	–	–	776238	1.40
Reliance Equity Opportunities Fund-Retail Plan- G Plan	10	14937	0.05	14937	0.05
DSP BlackRock Equity Fund-Regular Plan G	10	31920	0.05	31920	0.05
Reliance Fixed Horizon Fund-XIX-Series 7-G Plan	10	–	–	129900	0.13
HDFC Equity Fund-G	100	1872	0.05	1872	0.05
HDFC Prudence Fund-G	100	2935	0.06	2935	0.06
ADG Absolute Diversiefied Growth Fund Limited	US$100	87153	34.99	87153	42.85
Templeton India Income Builder Account Plan A Growth	10	20326	0.08	–	–
IDFC Yearly Series Interval Fund Regular Plan- Series III Growth (IA)	10	77200	0.08	–	–
ICICI Prudential Gift fund- Treasury-G	10	1242315	3.50	–	–
IDFC Government Securities Fund-Investment Plan- Growth- Regular Plan	10	1243487	1.67	–	–
Templeton India Short Term Income Plan Inst.-G	1000	20520	4.64	–	–
Reliance Dynamic Bond Fund - Growth	10	1757369	2.62	–	–
Templeton India Short term Income Fund-Growth	1000	662	0.15	–	–
Templeton India Law Duration Fund - G	10	1621863	2.00	–	–
Total			59.82		75.37
Aggregate repurchase value of unquoted investments			62.43		76.93

Notes:

i) Current investments includes investments in the nature of "Cash and Cash equivalents" amounting to ₹ 59.82 crores (As at 31 March, 2012 ₹ 75.37 crores), considered as part of Cash & Cash equivalents in the Cash Flow Statement

ii) Figures below ₹50,000 are denominated by *

17. INVENTORIES *(At lower of cost and net realisable value)*

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Raw materials	133.42	130.85
b) Work-in-progress	72.47	59.05
c) Finished goods	182.59	149.96
d) Stores and spares	64.62	55.65
Total	453.10	395.51

18. TRADE RECEIVABLES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured, considered good	86.08	70.16
Doubtful	5.41	7.90
Less: Provision for doubtful trade receivables	(5.41)	(7.90)
	86.08	70.16
Other Trade receivables		
Unsecured, considered good	1,694.51	1,583.29
Total	1,780.59	1,653.45

19. CASH AND CASH EQUIVALENTS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Cash on hand	0.43	0.56
b) Cheques, drafts on hand	2.03	0.63
c) Balances with banks		
(i) In current accounts	102.88	138.08
(ii) In deposit accounts	358.27	580.95
(iii) In earmarked accounts		
– Unpaid dividend accounts	0.48	0.39
Total	464.09	720.61

Notes:

i) Balances with banks include deposits amounting to ₹ 0.04 crore (As at 31st March 2012 ₹ 55.37 crore) which have an original maturity of more than 12 months.

(ii) Out of total deposits ₹ Nil (previous year ₹ 506.39 crore) unutilised amount of FCCB issue.

(iii) Balance with banks includes deposits of ₹ 0.56 crore (previous year ₹ 166.05 crore) under lien to banks.

20. SHORT-TERM LOANS AND ADVANCES

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Security deposits		
Unsecured, considered good	2.96	2.61
Doubtful	0.45	0.45
Less: Provision for doubtful deposits	(0.45)	(0.45)
	2.96	2.61
b) Advance Recoverable in cash or kind		
Unsecured, considered good	807.79	702.22
c) Prepaid expenses – Unsecured, considered good	14.28	13.99
d) Balances with government authorities		
Unsecured, considered good		
(i) CENVAT credit receivable	15.92	14.96
(ii) VAT credit receivable	8.24	6.07
(iii) Service Tax credit receivable	4.43	4.31
Total	853.62	744.16

21. OTHER CURRENT ASSETS

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
a) Unamortised Expenses	13.38	–
b) Interest accrued on Deposits	5.07	4.45
c) Unbilled Revenue	20.59	27.28
d) Others		
Unsecured, considered good	3.21	–
Total	42.25	31.73

22. REVENUE FROM OPERATIONS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Sale of products (refer note below)	5,201.14	4,534.18
Less: Excise duty	121.70	97.41
Total	**5,079.44**	**4,436.77**
Note:		
(i) Sale of products comprises following manufactured goods:		
A. Textile Products	471.70	467.82
B. Plastic Products		
Rotomouled/Injection/Blowmoulded Products	2,052.77	1759.18
Prefabricated Structure & Exturded Thermo Plastic Sections	2,367.02	2005.03
SMC/Pulrusion/ Thermoforming/Resin/light/soft moulded products	309.65	302.15
Total Sale of Manufactured goods	**5,201.14**	**4,534.18**

23. OTHER INCOME

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
a) Interest income	19.30	32.85
b) Dividend income:		
From current Investments in Mutuals funds	0.05	0.27
c) Net gain on sale of current investments	4.75	18.16
d) Discount on prepayment of FCCB (refer note 29.5)	21.27	–
e) Net gain on foreign currency transactions and translation (other than considered as finance cost)	–	0.75
f) Other non-operating income (net of expenses directly attributable to such income)		
Profit on sale of Fixed Assets	–	0.48
Miscellaneous Income	42.63	14.73
Total	**88.00**	**67.24**

24. a. COST OF MATERIALS CONSUMED

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Opening stock	130.85	128.57
Add: Purchases	2,905.87	2,509.03
Less: Closing stock	133.42	130.85
Cost of material consumed	**2,903.30**	**2,506.75**
Note:		
Materials consumed comprises:		
Cotton yarn and other fibres	104.92	112.79
Plastic Resins, Granules & powder etc.	1,669.61	1243.74
Bought-out goods consumed	1,128.77	1150.22
Total	**2,903.30**	**2,506.75**

24. b. PURCHASE OF TRADED GOODS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Industrial Pallets, Moulds & Plastic Parts	157.38	79.77
Total	**157.38**	**79.77**

24. c. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Inventories at the end of the year:		
Finished goods	182.59	149.96
Work-in-progress	72.47	59.05
	255.06	209.01
Inventories at the beginning of the year:		
Finished goods	149.96	134.90
Work-in-progress	59.05	71.79
	209.01	206.69
Opening stock of subsidiaries acquired during the year	6.37	–
Net (increase) / decrease	(39.68)	(2.32)

25. EMPLOYEE BENEFITS EXPENSE

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Salaries and wages	455.29	403.69
Contributions to provident and other funds	14.15	7.42
Expense on employee stock option (ESOP) scheme (Refer note 32)	–	1.00
Staff welfare expenses	120.79	99.86
Total	590.23	511.97

26. FINANCE COSTS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Interest expense on:		
On Debentures and Fixed Loans	84.22	74.60
On Working Capital and others	62.02	61.23
Total	146.24	135.83

27. OTHER EXPENSES

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Consumption of stores and spare parts	181.78	170.02
Site Developments	41.59	17.50
Power and fuel	153.10	131.99
Rent including lease rentals (Refer note 30.4)	23.32	18.76
Repairs and maintenance - Buildings	6.17	7.47
Repairs and maintenance - Machinery	32.38	29.04
Repairs and maintenance - Others	1.67	1.16
Insurance	9.15	7.75
Rates and taxes	23.97	18.55
Communication	6.74	6.54
Travelling and conveyance	32.27	22.72
Sales commission	35.88	35.23
Donations and contributions	0.28	0.61
Payments to auditors	1.05	0.88
Provisions for Doubtful Debts and loans and Advances	1.22	0.73
General Charges	176.59	170.73
Total	727.16	639.68

28. EXCEPTIONAL ITEMS

(₹ in crores)

Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Net Foreign Exchange (Gain) /Loss on long term Foreign Currency Monetary Items	90.35	46.64
Total	90.35	46.64

29.

29.1 The Board of Directors of the Company, at their meeting held on 11th October, 2012 and as approved by the Members at their meeting held on 9th November , 2012, have resolved to create, offer, issue and allot up to 3,00,00,000 warrants, convertible into one equity shares at a price of ₹ 1/- each on a preferential allotment basis,pursuant to Section 81(1A) of the Companies Act, 1956, at a conversion price of ₹ 69.01/- per equity share, arrived at in accordance with the SEBI Guidelines in this regard. Subsequently these warrants were allotted on 22nd November, 2012 to the promoter group companies and the 25% application money was received from them. The warrants may be converted into equivalent number of equity shares on payment of the balance amount at any time on or before 21st May, 2014. In the event the warrants are not converted into shares within the said period, the Company is eligible to forfeit the amounts received towards the warrants.

On 24th December, 2012, upon exercise of the option in respect of 1,36,00,000 warrants, equivalent number of Equity Shares have been issued, which resulted into increase in Equity Share Capital by ₹ 1.36 crore and Security Premium Account by ₹ 92.49 crore.

The proceeds of the above issue have been utilised on an overall basis as set out below:

Particulars	(₹ in crores)
Repayment of Debt	112.42
General Corporate Purpose	9.74

(₹ in crores)

	2012-13	2011-12
29.2 Contingent liabilities in respect of :-		
a) Amount of claims of certain retrenched employees for re-instatement with back wages	Amount not ascertained	Amount not ascertained
b) Corporate guarantees given to Banks/Institutions	1.56	5.48
c) Performance guarantees given to customers by bankers	73.40	59.57
d) Letter of Credit Facilities provided by banks	56.90	3.69
e) Disputed demand not acknowledged as debt against which the Company has preferred appeal		
- Income tax	13.82	13.13
- Excise Duty	1.47	1.47
- Custom Duty	0.28	0.28
- Sales Tax/VAT	3.99	3.52
- Service Tax	2.29	2.29

(₹ in crores)

	2012-13	2011-12
29.3 Estimated amount (net of advances) of contracts remaining to be executed on capital accounts and not provided for	10.57	10.50

29.4 A Scheme of Arrangement (the "Scheme") between the Company and its equity Shareholders was approved by the Board of Directors vide its resolution dated 30th June, 2008, by the Shareholders in their Court convened meeting held on 15th September, 2008 and by the Honourable High Court of Gujarat vide its order dated 25th March, 2009. The Appointed Date of the Scheme was 1st April, 2008. The Company filed the Order with the Registrar of Companies, Gujarat on 14th April, 2009 within the time specified in the order and the Scheme had been given effect in the financial statement for the financial year ended on 31st March, 2010. Accordingly, as per the Scheme, from the said date, the Company earmarked ₹ 200 crore from Securities Premium Account to International Business Development Reserve Account (the "IBDR").

As per the Scheme, the balance of IBDR so earmarked is available towards such expenses as specified under the Scheme. Accordingly, during the year, the Company has adjusted against the earmarked balance of IBDR an amount of ₹ 5.16 crore (previous year ₹ 4.42 crore) being such specified expenses as per the Scheme. The said accounting treatment has been followed as prescribed under the Scheme and it has no impact on the profit for the year, as per the Scheme.

29.5 In March, 2008, the Company issued 2250 number of Zero Coupon Foreign Currency Convertible Bonds ("FCCBs") each of face value of US$ 1,00,000. If not converted into equity share at an agreed price of ₹ 290.00 per equity share (reset to ₹246.50 on March 12, 2010) till March 13, 2013, i.e. the date of maturity of the FCCBs, the same were to be redeemed at 129.28% of the face value.

As per the Guidelines/ Approvals of the Reserve Bank of India, during the year, the Company has prepaid and cancelled before the maturity date, 574 FCCBs at a discount of ₹21.27 crores. The balance 1676 FCCBs have been redeemed on the maturity date as per the agreed terms.

29.6 On November 28, 2012, the Company issued 7.50 per cent Step Down Convertible Bonds (with an average yield to maturity 5.25%) aggregating to US $ 140 million (₹ 761.45 crore as on March 31, 2013) to repurchase or repay the outstanding principal and premium on redemption on the 2008 FCCBs, in accordance with applicable Indian laws and regulations.

As per the terms & conditions of the Offering Circular dated November 16, 2012, the bondholders have an option to convert these bonds into Equity Shares determined at an initial conversion price of ₹ 75.60 per equity share with a fixed rate of exchange on conversion of ₹ 54.959 per US $ 1.00, at any time on or after January 8, 2013 up to the close of business on November 19, 2017.

The Bonds may be redeemed, in whole but not in part, at the option of the Company at any time on or after May 29, 2015 and on or prior to October 23, 2017 subject to satisfaction of certain conditions. Unless previously converted, redeemed or purchased and cancelled, the bonds fall due for redemption on November 29, 2017 at 100 per cent of their principal amount together with accrued interest , if any, calculated in accordance with the terms & conditions. Up to March 31, 2013, none of the Bonds have been converted into equity shares.

The proceeds of US$ 140 million have been utilised for the prepayment and part redemption of US$ 225 Million FCCBs.

29.7 The Company has opted for the option given in the paragraph 46A of Accounting Standard –11 "The Effects of Changes in Foreign Exchange Rates" inserted by the Notification dated December 29, 2011 issued by the Ministry of Corporate Affairs and accordingly the Foreign Exchange Loss /(Gain) incurred on Long Term Foreign Currency Monetary Items is amortized over the balance period of such Long Term Foreign Currency Monetary Items. The unamortised balance is carried in the Balance Sheet as "Foreign currency monetary item translation difference account" net of tax effect thereon. Pursuant to such adoption of the option, total amortization of the Foreign Exchange Gain on Long Term Foreign Currency Monetary Items is higher by ₹ 7.01 crores and Profit for the year is lower by the said amount for the year ended on March 31, 2013 and total amortization of the Foreign Exchange Loss incurred on Long Term Foreign Currency Monetary Item was lower by ₹ 44.21 crores and profit for the year was higher by the said amount for the year ended on March 31, 2012.

29.8 Pursuant to the resolution passed at the Annual General Meeting held on September 17, 2012, the Company has raised ₹ 174.76 crores by issuing 2,65,19,114 Equity Shares of ₹ 1/– each to Qualified Institutional Buyers at a premium of ₹ 64.90 per Equity Share, which resulted into increase in Equity Share Capital by ₹ 2.65 crore and Security Premium Account by ₹ 172.11 crore.

The proceeds of ₹ 174.76 crore have been utilised for the part redemption of outstanding principal of US$ 225 Million FCCBs.

29.9 The foreign subsidiaries have provided depreciation on all the assets on straight line basis over the estimated useful life of the assets. The French subsidiaries have provided the liabilities for the retirement benefits as per the local laws applicable to them. The impact of different accounting policies followed by the subsidiaries, in the opinion of the management, would not be significant in the context of the Consolidated Financial Statements.

29.10 The subsidiary/associate companies considered in the Consolidated Financial Statements are:

Particulars	Country of incorporation	Effective ownership in subsidiaries/associate as at	
Name of Subsidiaries/Associate		March 31, 2013	March 31, 2012
Zep Infratech Limited	India	100%	100%
Bright AutoPlast Limited	India	100%	100%
Sintex Infra Projects Limited	India	100%	100%
Sintex Holdings B.V.	Netherlands	100%	100%
Sintex France SAS	France	100%	100%
Sintex Wausaukee Composites Inc.	USA	100%	100%
Sintex Industries UK Limited	UK	100%	100%
Sintex Austria B.V.	Netherlands	100%	100%
Amarange Inc.	British Virgin Island	100%	100%
Southgate Business Corp.	British Virgin Island	100%	–
Wausaukee Composites Owosso, Inc.	USA	100%	100%
WCI Wind Turbine Components, LLC	USA	100%	100%
Cuba City Real Estate LLC	USA	100%	100%
Owosso Real Estate LLC	USA	100%	100%
Nief Plastic SAS	France	100%	100%
NP Hungaria Kft	Hungary	100%	100%
NP Nord SAS	France	100%	100%
NP Slovakia SRO	Slovakia	100%	100%
NP Savoie SAS	France	100%	100%
NP Tunisia SARL	Tunisia	100%	100%
NP Vosges SAS	France	100%	100%
Segaplast SAS	France	100%	100%
Segaplast Maroc SA	Morocco	100%	100%
Siroco SAS	France	100%	100%
NP Jura	France	100%	100%
AIP SAS	France	100%	100%
SICMO SAS	France	100%	100%
NP Rhone SAS	France	–	100%
NP Poschman	Germany	100%	–
NP Polska	Poland	100%	–
Zillion Infraprojects Private Limited	India	30%	30%

30. DISCLOSURES UNDER ACCOUNTING STANDARDS

30.1 Employee benefit plans

30.1. a Defined contribution plans

The Company makes Provident Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹ 7.13 Crores (Year ended March 31, 2012 ₹ 6.55 crores) for Provident Fund contributions and ₹ 1.14 Crores (Year ended March 31, 2012 ₹ 0.97 Crore) for Superannuation Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the scheme.

30.1. b Defined benefit plans

The Company offers the following employee benefit schemes to its employees:

i. Gratuity

ii. Compensated Absences

The following table sets out the funded status of the defined benefit schemes and the amount recognised in the financial statements:

(₹ in crores)

Particulars	Year ended 31 March, 2013		Year ended 31 March, 2012	
	Gratuity	Compensated Absences	Gratuity	Compensated Absences
Components of employer expense				
Current service cost	1.75	1.05	1.73	1.00
Interest cost	1.56	0.70	1.52	0.59
Expected return on plan assets	(1.21)	(0.02)	(1.09)	–
Curtailment cost / (credit)	–	–	–	–
Settlement cost / (credit)	–	–	–	–
Past service cost	–	–	–	–
Actuarial losses/(gains)	1.24	0.27	(2.26)	0.16
Total expense recognised in the Statement of Profit and Loss	**3.34**	**2.00**	**(0.10)**	**1.75**
Actual contribution and benefit payments for year				
Actual benefit payments	0.08	0.72	0.06	0.33
Actual contributions	0.98	0.03	1.84	0.05
Net asset / (liability) recognised in the Balance Sheet				
Present value of defined benefit obligation	22.27	9.89	18.93	8.69
Fair value of plan assets	14.29	0.14	13.14	0.20
Net asset / (liability) recognised in the Balance Sheet	**(7.98)**	**(9.75)**	**(5.79)**	**(8.49)**

30.1. c

(₹ in crores)

Particulars	Year ended 31 March, 2013		Year ended 31 March, 2012	
	Gratuity	Compensated Absences	Gratuity	Compensated Absences
Change in defined benefit obligations (DBO) during the year				
Present value of DBO at beginning of the year	18.93	8.69	18.84	7.36
Current service cost	1.75	1.05	1.73	1.00
Interest cost	1.56	0.70	1.52	0.59
Actuarial (gains) / losses	1.26	0.27	(2.26)	0.17
Benefits paid	(1.23)	(0.82)	(0.90)	(0.41)
Present value of DBO at the end of the year	22.27	9.89	18.93	8.69
Change in fair value of assets during the year				
Plan assets at beginning of the year	13.14	0.20	11.20	0.18
Acquisition adjustment	0.08	–	(0.07)	–
Expected return on plan assets	1.21	0.02	1.09	–
Actual company contributions	0.98	0.03	1.84	0.05
Actuarial gain / (loss)	0.02	–	(0.02)	0.02
Benefits paid	(1.14)	(0.11)	(0.90)	(0.05)
Plan assets at the end of the year	14.29	0.14	13.14	0.20
Actual return on plan assets	1.23	0.02	1.01	0.02
Composition of the plan assets is as follows:				
LIC of India	100%	100%	100%	100%
Actuarial assumptions				
Discount rate	8.25%	8.25%	8.50%	8.50%
Expected return on plan assets	9.25%	N.A.	9.25%	N.A.
Salary escalation	5.50%	5.50%	6.00%	6.00%

30.1. c (*contd...*) (₹ *in crores*)

Particulars	Year ended 31 March, 2013		Year ended 31 March, 2012	
	Gratuity	Compensated Absences	Gratuity	Compensated Absences
Withdrawal Rates	3% at younger ages reducing to 1% at older ages			
Mortality tables	LIC (1994-96) published table of mortality rates			
Actuarial Valuation Method	Projected Unit Credit Method			
Estimate of amount of contribution in the immediate next year	Not ascertained	Not ascertained	Not ascertained	Not ascertained

The discount rate is based on the prevailing market yields of Government of India securities as at the Balance Sheet date for the estimated term of the obligations. The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

30.1. d Experience adjustments (₹ *in crores*)

Particulars	2011-12	2010-11	2009-10	2008-09
Gratuity				
Present value of DBO	18.93	18.84	16.66	14.76
Fair value of plan assets	13.14	11.20	10.32	9.04
Funded status [Surplus / (Deficit)]	–	–	–	–
Experience gain / (loss) adjustments on plan liabilities	–	–	–	–
Experience gain / (loss) adjustments on plan assets	–	–	–	–
Net Asset/(Liability) at the end of the year	**(5.79)**	**(7.64)**	**(6.34)**	**(5.72)**

30.2 Information about Business Segment

1) Primary Segment Information

The Company has identified business segments as its primary segment and geographic segments as its secondary segment. Business segments are primarily Textiles and Plastics. Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment and manpower efforts. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as unallocable. Fixed assets that are used interchangeably amongst segments are not allocated to primary and secondary segments. Geographical revenues are allocated based on the location of the customer. Geographic segments of the Company are Europe, India and Other.

(₹ in crores)

Particulars	Textile		Plastic		Unallocated		Total	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
i) Segment Revenue	473.17	470.23	4,634.70	3,983.32	59.57	50.46	5,167.44	4,504.01
Less: Inter Segment Revenue	–	–	–	–	–	–	–	–
Net Sales/Income from Operations	**473.17**	**470.23**	**4,634.70**	**3,983.32**	**59.57**	**50.46**	**5,167.44**	**4,504.01**
ii) Segment Result	42.34	57.32	557.03	516.27	(66.04)	(19.89)	533.33	553.70
Less: Unallocated Expenses net of Unallocated Income	–	–	–	–	–	–	–	–
Interest Expenses	–	–	–	–	(146.24)	(135.83)	(146.24)	(135.83)
Profit Before Tax	**42.34**	**57.32**	**557.03**	**516.27**	**(212.28)**	**(155.72)**	**387.09**	**417.87**
(a) Current tax expense for current year	–	–	–	–	78.20	90.96	78.20	90.96
(b) (Less): MAT credit	–	–	–	–	(62.10)	(15.05)	(62.10)	(15.05)
(c) Current tax expense relating to prior years	–	–	–	–	1.06	7.63	1.06	7.63
(d) Net current tax expense	–	–	–	–	17.16	83.54	17.16	83.54
(e) Deferred tax	–	–	–	–	49.77	32.42	49.77	32.42
	–	**–**	**–**	**–**	**66.93**	**115.96**	**66.93**	**115.96**
Profit After Tax Before Share of Profit of Associate	**42.34**	**57.32**	**557.03**	**516.27**	**(279.21)**	**(271.68)**	**320.16**	**301.91**
Share of Profit of Associate	–	–	3.59	4.90	–	–	3.59	4.90
Profit for the year	**42.34**	**57.32**	**560.62**	**521.17**	**(279.21)**	**(271.68)**	**323.75**	**306.81**

30.2 1) Primary Segment Information (contd...)

(₹ in crores)

Particulars	Textile		Plastic		Unallocated		Total	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
iii) Other Information:								
Segment Assets	1,136.49	1,057.94	5,649.72	4,799.75	893.19	1,130.89	7,679.40	6,988.57
Segment Liabilities	14.79	55.72	1,572.28	1,269.85	219.91	1,504.09	1,806.98	2,829.67
Capital Expenditure	9.10	150.16	504.90	697.85	-	-	514.00	848.01
Depreciation	56.81	44.93	148.56	122.89	-	-	205.37	167.82
Non-cash expenses other than depreciation	-	-	-	1.00	-	-	-	1.00

30.2 Information about Business Segment

2) Secondary Segment Information

The geographic segments individually contributing 10 percent or more of the Company's revenues and segment assets are shown separately:

(₹ in crores)

Geographic Segment	Revenues For the year ended 31 March, 2013	Segment assets As at 31 March, 2013	Capital expenditure incurred during the year ended 31 March, 2013
India	3,809.78	6,588.48	400.36
	(3,379.49)	(5,805.44)	(804.18)
Europe	1,165.85	968.95	108.61
	(946.33)	(993.94)	(42.24)
Others	191.81	121.97	5.03
	(178.19)	(189.20)	(1.59)

Note: Figures in bracket relates to the previous year

Note:

a The Company is organised into two main business segments, namely:

Textile - Fabric and Yarn Plastic - Water

Tanks, Doors, Windows, Prefab, Sections, BT Shelters, Custom Moulding, etc.

Segments have been identified and reported taking into account the nature of products and services, the differing risks and returns, the organisation structure, and the internal financial reporting systems.

b Segment Revenue in each of the above business segments primarily includes sales, service charges, profit on sale of Fixed Assets (net), Miscellaneous Sales, Export Incentive , Foreign Exchange Gain etc.

(₹ in crores)

Particulars	2012-13	2011-12
Segment Revenue comprises of:		
Sales	5,079.44	4,436.77
Other Income	88.00	67.24
Total	**5,167.44**	**4,504.01**

c The Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segment and amounts allocated on a reasonable basis.

30.3 Related Party Transactions:

30.3. (a) Names of related parties and description of relationship :

Sr. No.	Nature of Relationship	Name of Related Parties
1	Associate Companies	BVM Finance Pvt. Ltd.
2	Key Management Personnel	Shri Dinesh B. Patel, Chairman
		Shri Arun P. Patel, Vice-chairman
		Shri Rahul A. Patel, Managing Director (Group)
		Shri Amit D. Patel, Managing Director (Group)
		Shri S.B. Dangayach, Managing Director

30.3. (b) (i) Transactions during the year with related parties:

(₹ in crores)

Sr. No.	Nature of Transaction	Associates	Relative Key Management Personnel	Key Management Personnel	Total
		Nature of Relationship			
1	Managerial remuneration	–	–	10.91	10.91
		–	–	12.65	12.65

30.3. (b) (ii) Balance as at March 31, 2013:

(₹ in crores)

Sr. No.	Particulars	Associates	Relative Key Management Personnel	Key Management Personnel	Total
		Nature of Relationship			
1	Current Liabilities	–	–	3.75	3.75
		–	–	6.75	6.75
2	Investments	8.69	–	–	8.69
		8.69	–	–	8.69

30.4 Details of leasing arrangements

(A) Finance Lease

I) In accordance with Accounting Standard 19 'Leases' issued by the Institute of Chartered Accountants of India, the assets acquired on finance lease are capitalised and a loan liability is recognised. Consequently, depreciation is provided on such assets. Installments paid are allocated to the liability and the interest is charged to the Statement of Profit & Loss.

II) a) Assets acquired on Lease agreements mainly comprise of vehicles. The agreements provide for reimbursement of taxes, levy, etc. imposed by any authorities in future. There are no exceptional / restrictive covenants in the Lease Agreements.

b) The minimum installments and the present value as at March 31, 2013 of minimum installments in respect of assets acquired under the Lease Agreements are as follows :

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Minimum Installments		
i) Payable not later than 1 year	0.06	0.15
ii) Payable later than 1 year and not later than 5 years	0.09	0.19
iii) Payable later than 5 years	–	–
Total minimum installments	0.15	0.34
Less : Future finance charges	–	0.03
Present value of minimum installments	0.15	0.31
Present Value of Minimum Installments		
i) Payable not later than 1 year	0.06	0.12
ii) Payable later than 1 year and not later than 5 years	0.09	0.19
iii) Payable later than 5 years	–	–
Total present value of minimum installments	0.15	0.31

(B) Operating Lease

The Company has entered into operating lease arrangements for Residential flats for accommodation of employees and office premises. The leases are non-cancellable and are for a period of 11 to 96 months with a renewal clause and also provide for termination.

(₹ in crores)

Particulars	2012-13	2011-12
Office premises	3.39	6.01
Residential accommodation for employees	2.81	0.39

The lease agreements are executed for a period ranging between 11 to 96 months with a renewal clause and also provide for termination at will by either party by giving a prior notice.

30.5 Earnings Per Share (EPS) –The numerators and denominators used to calculate Basic and Diluted Earnings Per Share

Particulars		2012-13	2011-12
Basic Earnings Per Share before Extra Ordinary Items :			
Profit attributable to the Shareholders (₹ in crore)	A	323.75	306.81
Weighted average number of Equity Shares outstanding during the year	B	284600467	271067866
Nominal value of Equity Shares (₹)		1.00	1.00
Basic Earnings Per Share (₹)	A/B	**11.38**	**11.32**
Diluted Earnings Per Share before Extra Ordinary Items :			
Profit attributable to the Shareholders (₹ in crore)	A	323.75	306.81
Weighted average number of Equity Shares outstanding during the year	B	285137520	271067866
Nominal value of Equity Shares (₹)		1.00	1.00
Diluted Earning Per Share (₹)	A/B	**11.35**	**11.32**
		No.of Shares	No.of Shares
Weighted average number of Equity Shares outstanding during the year for Basic EPS		284600467	271067866
Add : Dilutive potential Equity Shares		537053	-
Weighted average number of Equity Shares outstanding during the year for Dilutive EPS		285137520	271067866

30.6 The Deferred Tax Liability/ Asset comprises of tax effect of timing differences on account of:

(₹ in crores)

Particulars	As at March 31, 2013	As at March 31, 2012
Deferred Tax Liability		
Difference between book and tax depreciation	324.82	272.32
Others	8.96	6.83
Total	**333.78**	**279.15**
Deferred Tax Asset		
Disallowances under Income Tax	(7.91)	(6.33)
Provision for doubtful debts & advances	(1.16)	(0.85)
Unabsorbed Depreciation & losses	(31.20)	(33.83)
Others	(5.60)	–
Total	**(45.87)**	**(41.01)**
Deferred Tax Liability (Net)	**287.91**	**238.14**

31 DETAILS AS PER SECTION 212(8) OF THE COMPANIES ACT, 1956

a) The Ministry of Corporate affairs, Government of India, vide General Circular no.2 and 3 dated February 8, 2011 and February 21, 2011 respectively has granted a general exemption from compliance with section 212 of the Companies Act, 1956, subject to fulfillment of conditions stipulated in the circular. The Company has satisfied the conditions stipulated in the circular and hence is entitled to the exemptions.

b) Financial information of Subsidiary companies are as under: (₹ in crores)

Sr. No.	Name of Subsidiary Company	Reporting period	Reporting currency	Capital	Reserves	Total Assets	Total Liabilities	Investments other than investment in subsidiaries	Turnover	Profit Before Taxation	Provision for Taxation	Profit After Taxation	Proposed Dividend
1	Zep Infratech Ltd.	31.03.2013	INR	1.30	63.63	162.09	162.09	-	92.07	10.55	5.09	5.46	-
2	Bright AutoPlast Ltd.	31.03.2013	INR	55.01	57.07	454.08	454.08	-	391.42	9.30	5.04	4.26	-
3	Sintex Holdings B.V.*	31.12.2012	EURO	513.26	183.42	1,030.85	1,030.85	-	-	3.86	-	3.86	-
4	Sintex Holding USA, Inc.	31.12.2012	USD	133.41	4.62	138.02	138.02	-	-	(1.67)	(0.22)	(1.45)	-
5	Wausaukee Composites Inc.	31.12.2012	USD	2.41	38.09	55.62	55.62	-	93.32	3.41	1.24	2.17	-
6	Wausaukee Composites Owosso, Inc.	31.12.2012	USD	21.61	0.04	23.98	23.98	-	57.48	(3.68)	(1.36)	(2.32)	-
7	WCI Wind Turbine Components, LLC	31.12.2012	USD	–	(8.40)	5.88	5.88	-	22.06	(1.74)	(0.65)	(1.09)	-
8	Owosso Real Estate LLC	31.12.2012	USD	1.07	0.84	4.74	4.74	-	0.59	0.30	0.13	0.17	-
9	Cuba city Estate LLC	31.12.2012	USD	0.38	0.14	3.46	3.46	-	0.32	0.09	0.04	0.05	-
10	Sintex Austria B.V. *	31.12.2012	EURO	0.65	68.97	403.79	403.79	51.37	-	1.67	-	1.67	-
11	Amarange Inc. *	31.12.2012	SGD	59.84	(3.27)	74.64	74.64	-	-	(0.33)	-	(0.33)	-
12	Sintex France SAS	31.12.2012	EURO	230.54	(0.60)	388.38	388.38	-	8.85	7.65	(2.95)	10.60	-
13	Nief Plastic SAS	31.12.2012	EURO	120.99	110.35	437.24	437.24	-	317.27	9.66	(0.41)	10.07	2.64
14	NP Savoie SAS	31.12.2012	EURO	9.01	19.80	44.66	44.66	-	72.74	6.65	1.06	5.59	1.80
15	NP Jura	31.12.2012	EURO	7.23	38.75	79.15	79.15	-	154.84	6.73	0.94	5.79	1.81
16	NP Vosges SAS	31.12.2012	EURO	7.23	15.88	47.29	47.29	-	109.09	(3.33)	(0.02)	(3.31)	-
17	Siroco SAS	31.12.2012	EURO	3.61	6.79	17.62	17.62	-	41.08	0.54	0.18	0.36	-
18	NP Nord SAS	31.12.2012	EURO	4.41	5.11	34.74	34.74	-	57.44	0.80	0.19	0.61	-
19	Segaplast SAS	31.12.2012	EURO	3.61	12.73	24.67	24.67	-	42.31	2.73	0.83	1.90	3.61
20	AIP SAS	31.12.2012	EURO	7.23	35.55	61.98	61.98	-	83.92	7.77	2.86	4.91	3.61
21	NP Hungaria Kft	31.12.2012	EURO	14.45	56.99	108.08	108.08	-	127.72	20.35	1.79	18.56	7.23
22	NP Slovakia SRO	31.12.2012	EURO	7.23	6.02	19.50	19.50	-	35.65	2.04	0.41	1.63	-
23	NP Tunisia SARL	31.12.2012	EURO	12.32	50.01	87.49	87.49	-	84.12	8.90	-	8.90	6.50
24	Segaplast Maroc SA	31.12.2012	MAD Dirhams	6.48	11.26	22.53	22.53	-	27.31	1.48	0.43	1.05	-
25	SICMO	31.12.2012	EURO	3.61	3.48	9.82	9.82	-	15.09	0.25	(0.01)	0.26	-
26	NP Poschmann GmbH	31.12.2012	EURO	21.68	0.53	54.75	54.75	-	73.68	1.23	0.70	0.53	-
27	NP POLSKA	31.12.2012	EURO	6.98	7.17	43.93	43.93	-	55.90	(1.16)	-	(1.16)	-
28	Southgate Business Corp. *	31.12.2012	USD	0.27	0.14	5.61	5.61	-	-	(0.14)	-	(0.14)	-
29	Sintex Industries U.K. Limited	31.12.2012	GBP	22.22	(14.68)	7.59	7.59	-	-	(0.22)	-	(0.22)	-
30	Sintex Infra Projects Limited	31.03.2013	INR	2.00	221.28	773.39	773.39	-	355.31	34.66	12.05	22.61	-

\# The Indian rupee equivalents of the figures given in the foreign currencies in the accounts of the subsidiary companies, have been given on the basis of appropriate exchange rates as follows:
1 Euro = ₹ 72.26, 1 USD = ₹ 54.78, 1 SGD = ₹ 44.90, 1 MAD Dirhams = ₹ 6.48, 1 GBP = ₹ 88.51

* Financial Information is based on Unaudited Results.

32. EMPLOYEE STOCK OPTION SCHEME

i) The Company initiated "the Sintex Industries Limited Employee Stock Option Scheme, 2006" (the "Scheme") for all eligible employees in pursuance of the special resolution approved by the Shareholders in the Extraordinary General Meeting held on 24th February, 2006. The Scheme covers all directors and employees (except promoters or those belong to the promoters' group) of the Company and directors and employees of all its subsidiaries. Under the Scheme, the Compensation Committee of the Board (the "Committee") administers the Scheme and grants stock options to eligible directors or employees of the Company and its subsidiaries. The Committee determines the employees eligible for receiving the options and the number of options to be granted subject to overall limit of 10,000 options per annum for each employee. The vesting period is at the expiry of thirty six months from the date of the grant of option. The Committee decided the exercise price of ₹ 91.70 per equity share of ₹2/- each as per clause 8.1 of SEBI (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

ii) The Company gave loan to Sintex Employees Welfare Trust ("ESOP Trust") towards subscribing 10,00,000 equity shares of the Company at ₹ 91.70 per equity share of ₹ 2/- each aggregating to ₹ 9.17 crore. On 21st August, 2006, the Company issued 10,00,000 equity shares of the face value of ₹ 2/- each to ESOP Trust at ₹ 91.70 per equity share.

iii) On 27th October, 2010, each equity share of ₹ 2/- each has been sub-divided into two equity shares of ₹ 1/- each. Hence, ESOP Trust holds 20,00,000 equity shares of the face value of ₹ 1/- each at ₹ 45.85 per equity share.

iv) During the year, the Company granted Nil equity share (previous year Nil equity share) options to eligible employees at ₹45.85 per equity share of ₹ 1/- each.

The Members of the Company in their meeting held on September 17, 2012 have approved the extension of exercise period of the Scheme from 2 years to 4 years.

The details of outstanding options are as under:

Particulars	2012-13	2011-12
Options outstanding as at beginning of the year	1923000	1923000
Add: Options granted during the year	Nil	Nil
Less: Options exercised during the year	Nil	Nil
Less: Options forfeited during the year	Nil	Nil
Options outstanding at the end of the year	1923000	1923000

33. The previous year figures have been regrouped / re-classified to conform to the current year's classification.

Signature to Notes forming part of the financial statements

For and on behalf of the Board of Directors

In terms of our report attached

For **Deloitte Haskins & Sells**
Chartered Accountants

Gaurav J. Shah
Partner
Membership No. 35701

Ahmedabad
Date : May 7, 2013

Dinesh B. Patel *Chairman*
Arun P. Patel *Vice Chairman*
Rahul A. Patel *Managing Director (Group)*
Amit D. Patel *Managing Director (Group)*
S.B. Dangayach *Managing Director*

Ramnikbhai H. Ambani *Director*
Ashwin Lalbhai Shah *Director*
Indira J. Parikh *Director*
Dr. N.K. Bansal *Director*

L. M. Rathod
Company Secretary

Ahmedabad
Date : May 7, 2013

SINTEX
ACTIVE THINKING

Sintex Industries Limited

Kalol – 382 721, Gujarat, India.

SINTEX INDUSTRIES LIMITED

Registered Office: Kalol (N.G.) – 382 721, Dist: Gandhinagar, Gujarat, India

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 82ND ANNUAL GENERAL MEETING OF THE MEMBERS OF SINTEX INDUSTRIES LIMITED WILL BE HELD AS SCHEDULED BELOW:

DATE	:	September 30, 2013
DAY	:	Monday
TIME	:	10.30 a.m.
PLACE	:	Registered Office: Kalol (N.G.)-382 721, Dist: Gandhinagar, Gujarat, India

to transact the following Business:-

ORDINARY BUSINESS:

1) To receive, consider and adopt, (i) the Balance Sheet as at March 31, 2013; (ii) the Profit and Loss Account for the year ended March 31, 2013; and (iii) the Reports of the Directors and the Auditors of the Company thereon.

2) To declare a dividend on equity shares of the Company.

3) To appoint a Director in place of Mr. Dinesh B. Patel, who retires by rotation and being eligible offers himself for re-appointment.

4) To appoint a Director in place of Mr. Arun P. Patel, who retires by rotation and being eligible offers himself for re-appointment.

5) To appoint a Director in place of Mr. Ashwin L. Shah, who retires by rotation and being eligible offers himself for re-appointment.

6) To appoint a Director in place of Dr. Lavkumar K. Shah, who retires by rotation and being eligible offers himself for re-appointment.

7) To re-appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.:

"RESOLVED THAT M/s. Deloitte Haskins & Sells, Chartered Accountants (Registration No. 117365W) be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed by the Board of Directors."

SPECIAL BUSINESS:

8) To consider and if thought fit to pass, with or without modification, the following resolutions as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 198, 269, 309, 310, 311 and other provisions of the Companies Act, 1956 read with Schedule XIII of the Companies Act, 1956, consent of the Company be and is hereby accorded to the reappointment of Mr. Rahul A. Patel, as the Managing Director (Group) of the Company for a period of five (5) years w.e.f October 21, 2013, on the remuneration and other terms and conditions as contained in the Explanatory Statement hereto annexed."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to enhance, enlarge, alter or vary the scope and quantum of remuneration and perquisites of Mr. Rahul A. Patel, which revision should be in conformity with Schedule XIII of the Companies Act, 1956 and/ or the Rules and Regulations made there under."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such actions as may be necessary, to give full and final effect to the decision taken herein."

9) To consider and if thought fit to pass, with or without modification, the following resolutions as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 198, 269, 309, 310, 311 and other provisions of the Companies Act, 1956 read with Schedule XIII of the Companies Act, 1956, consent of the Company be and is hereby accorded to the reappointment of Mr. Amit D. Patel, as the Managing Director (Group) of the Company for a period of five (5) years w.e.f. October 21, 2013, on the remuneration and other terms and conditions as contained in the Explanatory Statement hereto annexed."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to enhance, enlarge, alter or vary the scope and quantum of remuneration and perquisites of Mr. Amit D. Patel which revision should be in conformity with Schedule XIII of the Companies Act, 1956 and/ or the Rules and Regulations made there under."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such actions as may be necessary, to give full and final effect to the decision taken herein."

By Order of the Board of Directors

Registered Office:
Kalol (N.G.) – 382 721
Dist: Gandhinagar, Gujarat, India
Date: July 12, 2013

L. M. Rathod
Company Secretary

NOTES:

1. The relative explanatory statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of Item No. 8 to 9 set out in the Notice is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

3. The Instrument appointing a proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time for holding the Meeting.

4. The Register of Members and Share Transfer Books of the Company shall remain closed from September 21, 2013 to September 30, 2013 (both days inclusive).

5. The annual accounts, the reports and all other documents required under the law to be annexed thereto will be available for inspection during working hours at the Registered Office of the Company on any working day prior to the date of the Annual General Meeting.

6. The dividend declared at the Annual General Meeting, will be paid on or after October 04, 2013 to those shareholders

holding shares in physical form and whose names appear on the Register of Members of the Company on September 30, 2013. In respect of shares held in electronic form, the dividend will be payable to those who are the beneficial owners of shares after close of business hours on September 20, 2013 as per the details to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

7. Pursuant to the provisions of Section 205A of the Companies Act, 1956, the Company has transferred unpaid dividend declared upto the financial year 2004-05 to Investor Education & Protection Fund (IEPF) set up by the Central Government. The dividend for the financial year 2005-06 and thereafter, which remains unpaid or unclaimed for a period of 7 years, would be transferred to the IEPF of the Central Government as and when falls due. Hence the Members who have not encashed their dividend warrants so far for the financial year 2005-06 to 2011-12 are requested to write to the Registrar & Transfer Agent or at the registered office of the Company for claiming the unpaid dividend. It may also be noted that once the unclaimed dividend is due for transfer or transferred to the IEPF of the Central Government, no claim shall lie in respect thereof.

8. Members desirous of seeking any information on the Annual Accounts are requested to send their queries in writing to the Company at the Registered Office so as to reach at least seven (7) days before the date of the meeting to make the required information available.

9. Members holding shares in physical form are requested to notify/ send the following to the Company's Registrar and Transfer Agent at: Sharepro Services (India) Pvt. Ltd., 416-420, 4th Floor, Devnandan Mall, Opp. Sanyas Ashram, Ellisbridge, Ahmedabad – 380 006 at the earliest but not later than the September 30, 2013.
   - Any change in their address/ mandate/ bank details and
   - Particular of their bank account, in case the same have not been sent earlier.

   Members holding shares in the electronic form are advised to inform change in address/bank mandate directly to their respective Depository Participants. The address/bank mandate as furnished to the Company by the respective Depositories viz. the NSDL and CDSL will be printed on the dividend warrant.

10. The Ministry of Corporate Affairs has taken a "Green Initiative in the corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through which their concerned Depository Participants.

11. Members are requested to:
   - Fill in the attendance slip for attending the meeting (members as well as proxies)
   - Bring the Client ID and DP ID numbers for easy identification of attendance at the meeting for the members who hold shares in dematerialized form.

EXPLANATORY STATEMENT

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956

Item No: 8 & 9

Mr. Rahul A. Patel and Mr. Amit D. Patel were re-appointed as the Managing Directors of the Company for a period of five years w.e.f. October 21, 2008 at the 77th Annual General Meeting of the Company held on September 15, 2008. The further revision of their remunerating terms were approved at the Annual General Meeting held on September 23, 2010 in accordance with Section 198, 269, 309, 310 and 311 and other provisions, if any, of the Companies Act, 1956 read with Schedule XIII.

Further, the Board of Directors in its meeting held on April 30, 2011 re-designated Mr. Rahul A. Patel and Mr. Amit D. Patel as Managing Director (Group) w.e.f. May 1, 2011 for the remaining tenure upto October 20, 2013.

The tenure of re- appointment of both Mr. Rahul A. Patel and Mr. Amit D. Patel, is due for completion on October 20, 2013. Both Mr. Rahul A. Patel and Mr. Amit D. Patel have been associated with the Company since 1993 and are holding the Office of Whole Time Directors/Managing Directors of the Company for the last 20 years and have vast experience to their credit in the management of the Company. They have contributed significantly in the organic and inorganic growth and development of the Company by way of several acquisitions domestic as well as internationally in the several years. The Company has also achieved considerable progress and made rapid strides and reached at this level of profitability due to efficient manner in which the affairs of the Company are being carried out by them. The Company is having the benefits of their valuable services since long. In view of this and also in view of their contribution to the progress and development of the Company, the Board of Directors has as its meeting held on July 12, 2013, subject to the approval of the members, re-appointed them as Managing Directors (Group) for a further period of five (5) years w.e.f. October 21, 2013, on increased remuneration determined by the Remuneration Committee of the Board (the Remuneration Committee) at its meeting held on May 7, 2013.

Subject to the limits prescribed in Part II of Schedule XIII to the Act, 1956 each of Managing Directors (Group), Mr. Rahul A. Patel and Mr. Amit D. Patel will receive the following increased remuneration with effect from October 21, 2013.

Total aggregate Remuneration	₹ 16,00,000/- per month (including salary and perquisites but excluding commission) (The aggregate of perquisites not to exceed ₹ 84,00,000/- per annum, as mutually decided.)
Commission	Not exceeding 2% of the Company's Net Profit, as may be decided by the Board of Directors of the Company in its absolute discretion, for each financial year subject to the overall ceiling laid down in Sections 198 and 309 of the Act.
	Contribution to Provident Fund and Superannuation Fund will not be included in the computation of the ceiling on remuneration to the extent they are, either singly or put together not taxable under the Income-tax Act, 1961. Gratuity not exceeding half month salary for each completed year of service. Gratuity and encashment of leave at the end of tenure shall not be included in the computation of the ceiling on the remuneration.
	The Company shall provide a car with driver and telephone at residence. Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the Managing Director (Group).

The Managing Directors (Group) so long as they function as such shall not be paid any sitting fees for attending the meeting of the Board or Committees thereof.

In the event of inadequacy or absence of profits of the Company in any financial year, the Managing Directors (Group) shall be paid, the salary and perquisites as admissible under Schedule XIII of the Companies Act, 1956.

The above may be treated as an abstract of the terms of re-appointment of Mr. Rahul A. Patel and Mr. Amit D. Patel under Section 302 of the Companies Act, 1956.

None of the Directors of the Company is in any way interested in resolution no. 8 except Mr. Rahul A. Patel himself and his relative Mr. Arun P. Patel, who is the Vice Chairman of the Company. Similarly, none of the Directors of the Company is in any way interested in resolution No. 9 except Mr. Amit D. Patel himself and his relative Mr. Dinesh B. Patel, who is the Chairman of the Company.

Your Directors, therefore, recommended the resolutions as set out at item No. 8 and 9 for the approval of the members.

By Order of the Board of Directors

Registered Office:
Kalol (N.G.) – 382 721
Dist: Gandhinagar, Gujarat, India
Date: July 12, 2013

L. M. Rathod
Company Secretary

Details of Directors seeking appointment/ reappointment at the forthcoming Annual General Meeting
(Pursuant to Clause 49 of the Listing Agreement)

Name of the Director	Mr. Dinesh B. Patel	Mr. Arun P. Patel	Mr. Ashwin L. Shah
Date of Birth	04.07.1934	06.04.1935	26.11.1936
Date of Appointment	25.08.1972	25.08.1972	24.01.2002
Expertise in specific functional Area	Industrialist with rich business experience in general.	Industrialist with rich business experience in general.	Legal Advisor and Practicing advocate
Qualification	B.Sc.	B.Sc.	B.com, LLB
Director in other Public Limited Companies	1. Denis Chem Lab Ltd.	1. Stanrose Mafatlal Inv. & Finance Ltd.	Nil
Membership of Committees in other Public Limited Companies	Nil	1. Stanrose Mafatlal Inv. & Finance Ltd.	Nil
No. of Shares Held in the Company as on 31.03.2013 (Face Value ₹ 1/- per share)	247860 Equity Shares	327710 Equity Shares	Nil

Details of Directors seeking appointment/ reappointment at the forthcoming Annual General Meeting
(Pursuant to Clause 49 of the Listing Agreement) *(Contd...)*

Name of the Director	Dr. Lavkumar Kantilal Shah	Mr. Rahul A. Patel	Mr. Amit D. Patel
Date of Birth	01.04.1957	04.10.1959	29.01.1966
Date of Appointment	01.05.2004	21.10.1993	21.10.1993
Expertise in specific functional Area	Industrialist and adviser with rich business experience in general.	Industrialist with rich business experience in general.	Industrialist with rich business experience in general.
Qualification	M.Sc., MBA, Ph.D., FTA	B. Com., MBA (USA)	B. Com., MT (USA)
Director in other Public Limited Companies	Nil	1. Sintex Infra Projects Ltd. 2. Bright Autoplast Ltd.	1. Star Line Leasings Ltd. 2. Zep Infratech Ltd. 3. Sintex Infra Projects Ltd. 4. Bright AutoPlast Ltd. 5. Sintex Oil and Gas Ltd.
Membership of Committees in other Public Limited Companies	Nil	Nil	1. Bright AutoPlast Ltd.
No. of Shares Held in the Company as on 31.03.2013 (Face Value ₹ 1/- per share)	Nil	497090 Equity Shares	339750 Equity Shares

SINTEX INDUSTRIES LIMITED

Registered Office: Kalol (N.G.) – 382 721, Dist: Gandhinagar, Gujarat, India

ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the entrance of the Meeting place. Joint Shareholders may obtain additional Attendance Slips on request.

Name & Address of the Member(s)____

____

Ledger Folio No. (s)__________________ /DP ID No.*________________ & Client ID No.*______________

No. of Shares held ____

* Applicable for members holding shares in electronic form.

I hereby record my presence at the 82nd Annual General Meeting held on Monday, September 30, 2013 at 10.30 a.m. at the Registered Office of the Company at Kalol (N.G.) 382 721, Dist.: Gandhinagar, India.

Signature of the Member(s)/Proxy

SINTEX INDUSTRIES LIMITED

Registered Office: Kalol (N.G.) – 382 721, Dist: Gandhinagar, Gujarat, India

PROXY FORM

Ledger Folio No. (s)__________________ /DP ID No.*________________ & Client ID No.*______________

No. of Shares held ____

I/We ________________________________of__________________________

being a Member / Members of the Sintex Industries Limited hereby appoint ____________________________

of ____________________________ or failing him/her ____________________________

of ________________________________ as my / our proxy to vote for me / us and on my / our behalf at the 82nd Annual General Meeting of the Company to be held on Monday, September 30, 2013 and at any adjournment thereof.

Signed this ____________________ day of ________________ 2013 by the said ______________

* Applicable for members holding shares in electronic form.

Affix
₹ 0.15 Paise
Revenue
Stamp here

Signature(s) of Member(s)

Notes: The Proxy Form duly completed must be returned so as to reach the Registered Office of the Company, not less than 48 hours before the time for holding the aforesaid Meeting. The Proxy need not be a member of the Company.

SINTEXX

ACTIVE THINKING