

70<sup>th</sup>

**ANNUAL REPORT**

**2012- 2013**



**THE ANANDAM RUBBER COMPANY LIMITED**

**THE ANANDAM RUBBER COMPANY LIMITED**

**BOARD OF DIRECTORS**

**Nirej V. Paul**

**V.M. Paulose**

**Dr. T.J. Leelamma**

**Jaya Paul**

**Bobby Jose Arakunnel (Independent Director)**

**REG. OFFICE**

41/298 – D2, 2<sup>nd</sup> Floor, Saniya Plaza, Mahakavi Bharathiyar Road,  
Near KSRTC Bus Stand, Ernakulam, Kerala,  
Cochin – 682 035

**AUDITOR**

**Mohan & Ravi**

Chartered Accountants, 39/5528 C,  
SA Road, Cochin - 36

**COMPANY SECRETARIES**

**BVR & Associates,**

Kaloor, Cochin – 17

**BANKERS**

**HDFC Bank Ltd.,**

Iyyattilmukku Jn., Ernakulam

**Syndicate Bank,**

Kottayam

**REGISTRAR AND SHARE TRANSFER AGENT**

**SKDC Consultants Ltd.,**

Kanapathy Towers, 3<sup>rd</sup> Floor, 1391/A1,  
Sathy Road Ganapathy, Coimbatore –  
641 006, Ph : 0422 – 654995, 2539835

**THE ANANDAM RUBBER COMPANY LIMITED**

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## THE ANANDAM RUBBER COMPANY LIMITED

### DIRECTORS' REPORT

*To the members of The Anandam Rubber Company Limited*

The Directors have pleasure in presenting the Annual Report and audited accounts for the year ended March 31, 2013.

**The Company has made a net profit of Rs. 4,42,132/- during the financial year ended 2012 – 13 as compared to the net profit of Rs. 11,93,144/- for the previous financial year.**

The summarised results of the Company are given below:

	<u>2012-13</u>	<u>2011-12</u>
	Rs.	Rs.
Gross Income	861,335.44	1,990,537.00
Profit before taxation	585,132.41	1,410,374.00
Provision for taxation	143,000.00	217,230.00
<b>Profit after taxation</b>	<b>442,132.41</b>	<b>1,193,144.00</b>
<b>NON RECURRING AND EXCEPTIONAL ITEMS:</b>		
Excess provision created on Income Tax written back	-	00.00
Profit and loss account balance as at April 1, 2012	350,038.00	3,099,787.00
<b>Available for appropriation</b>	<b>792,170.41</b>	<b>4,292,931.00</b>
<b>Appropriations:</b>		
Bonus Issue	-	3,000,000.00
Transfer to General Reserve	-	129,293.00
Proposed dividend	630,000.00	700,000.00
Corporate income tax on equity dividend	102,690.00	113,600.00
<b>Profit and Loss Account Balance</b>	<b>59,480.41</b>	<b>350,038.00</b>

#### **Dividend**

The Directors recommend the payment of 9% dividend for the financial year ended March 31, 2013. The dividend will absorb Rs.6,30,000/-. The dividend distribution tax amounting to Rs.1,02,690/- will also be absorbed by the company.

#### **Rights Issue**

Your company proposes to increase the paid up capital by issue of equity shares on rights basis in order to strengthen financial base of the company. By increasing paid up capital the company also aiming to get listed at Bombay Stock Exchange Limited, since Bombay Stock Exchange Limited now allows direct listing of Regional Stock Exchange listed companies having good compliance record, continues profitability, dividend track, etc., which our company satisfies.

## THE ANANDAM RUBBER COMPANY LIMITED

### Directors' responsibility statement

In compliance of Section 217 (2AA) of the Companies Act, 1956 as amended by the Companies (Amendment) Act, 2000, the Directors of the Company confirm:

- that the applicable accounting standards have been followed in the preparation of final accounts and that there are no material departures;
- that such accounting policies have been selected and applied consistently and such judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at March 31, 2013 and of the profit of the Company for the year ended on that date;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual accounts have been prepared on a going concern basis.

### Directors

Mr. Bobby Jose Arakunnel and Mr. Nirej Vadakkedath Paul retire by rotation at the ensuing AGM and being eligible, offer themselves for re-appointment. The Board recommends their re-appointment.

### Auditors

M/s. Mohan and Ravi, Chartered Accountants, having office at 39/5528 C, SA Road, Cochin – 36, present auditors of the Company, retire at the ensuing AGM and being eligible, offer themselves for re-appointment. Certificate from the auditors has been received to the effect that their re-appointment, if made, would be in accordance with Section 224 (1 B) of the Companies Act, 1956.

### De-materialisation of shares

The Equity shares of the Company have been admitted for Demat with NSDL & CDSL. The ISIN No. allotted to the Company is INE618N01014. Shareholders can avail the Demat facility and get their shares in the physical form dematted. You may contact M/s. SKDC Consultants LTD our Registrars and Share Transfer Agents, whose address is given hereunder for any assistance in this regard.

### **SKDC CONSULTANTS LTD**

**P.B. No. 2016, Kanapathy Towers, 3<sup>rd</sup> Floor, 1391/A-1,**

**Sathy Road, Ganapathy, Coimbatore – 641006**

**Ph : 0422- 6549995, 2539835 – 836, Fax : 0422 – 2539837**

**E-mail : [info@skdc-consultants.com](mailto:info@skdc-consultants.com)**

**Website : [www.skdc-consultants.com](http://www.skdc-consultants.com)**

Share holders are advised to demat their holdings at the earliest.

### Unclaimed dividend

The Company is paying continues dividend for last so many years and it is noted that some shareholders not encashing dividend warrants in time. Pursuant to Section 205A of The Companies Act, 1956 all unclaimed dividends upto financial year 2004 – 05 have been transferred to Investor Education and Protection Fund. Unclaimed dividends from the financial year 2005 – 06 to 2011 – 12 is kept by the company in the separate bank accounts. Those shareholders failed to collect dividend in time are advised to write to the company with details so that the company can sent fresh dividend warrants.

Shareholders are requested to intimate the company any change in their address, registered with company.

## **THE ANANDAM RUBBER COMPANY LIMITED**

### **Secretarial Compliance Report**

Pursuant to the requirement under Section 383 (A) of the Companies Act, 1956 the Secretarial Compliance Certificate is attached to this report.

### **Conservation of Energy and Technology Absorption**

The provisions of section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to the Company.

### **Foreign Exchange Earning and Outgo**

During the year the Company had no direct Foreign Exchange Earnings and Expenditure.

### **Personnel**

The Company has no employee in respect of whom information under section 217(2A) of the Companies Act, 1956 is required to be given in the Directors' Report.

### **Audit Committee**

The Company has constituted the audit committee with the following members;

1. Bobby J Arakunnel
2. V.M. Paulose
3. Dr. T.J. Leelamma

The Audit Committee reviews all financial statements and conducts regular inspection of account to ensure that all financial statements are correct, sufficient and credible.

### **Shareholders Grievance & Share Transfer Committee**

This committee constituted with the following members;

1. Nirej Vadakkedath Paul
2. V.M. Paulose
3. Bobby J Arakunnel

### **Remuneration Committee**

This committee constituted with the following members;

1. Jaya Paul
2. Dr. T.J. Leelamma
3. Bobby J Arakunnel

### **Internal Control System**

The Company has adequate internal control and internal check system commensurate with size of the organization.

### **Listing**

The equity shares of the company are listed on Madras Stock Exchange Ltd. The listing fee for the Financial Year 2013 -14 have been paid.

## **THE ANANDAM RUBBER COMPANY LIMITED**

### **Share Transfer System**

The Company's share-transfer work, physical and electronic form, is being done by the Registrars and Share Transfer Agents. Application for share transfer held in physical form are received both at the Registered Office of the Company and at the office of the Registrar/Share Transfer Agent of the Company and if the documents are found to be in order, the transfer work is completed and the documents are returned with in a period of 30 days from the date of receipt.

### **Acknowledgement**

The directors place on record their sincere appreciation for the continued support extended to the company by the valued customers, esteemed shareholders, bankers, auditors, company secretaries and staff.

On behalf of the Board of Directors

**(Sd/-)**

Mr. Nirej V Paul -Director

**(Sd/-)**

Mr. V M Paulose  
Director

Ernakulam, August / 30 / 2013

## THE ANANDAM RUBBER COMPANY LIMITED

### CORPORATE GOVERNANCE REPORT

(Pursuant to Clause 49 of the Listing Agreement)

- **COMPANY'S VIEW POINT ON CORPORATE GOVERNANCE.**

Securing success through ethics, transparency and accountability is our company's corporate governance philosophy. Your company believes that sound ethical practices, transparency in operations and timely disclosures go a long way in enhancing long-term shareholder's value while safeguarding the interest of all the stakeholders.

- **BOARD OF DIRECTORS**

The Board of Directors comprises of One Independent Director and Four other Directors. All the Directors are liable to retire by rotation as per the provisions of the Companies Act, 1956.

During the year ended 31st March 2013, Eight Board Meetings were held on 28/05/2012, 30/05/2012, 30/07/2012, 30/08/2012, 20/10/2012, 04/12/2012, 30/01/2013, and 25/03/2013.

The composition of the Board of Directors and their attendance at the Board Meetings during the year and at the last Annual General Meeting and also the number of other directorships and memberships of committees are given below:

Name of Director	Number of shares held in the Company as on 31.03.2013	Attendance at	
		Board Meetings	Last AGM
BOBBY JOSE ARAKUNNEL	NIL	8	YE
NIREJ VADAKKEDATHU	307510	8	YE
VADAKKEDATHU MATHAI	57624	8	YE
LEELAMMA THENUMKAL	50022	8	YE
JAYA PAUL	54880	8	YES

- **REAPPOINTMENT OF DIRECTORS**

The Directors Mr. NIREJ VADAKKEDATHU PAUL and Mr. BOBBY J ARAKUNNEL shall retire by rotation at the ensuing Annual General Meeting and are eligible for reappointment.

- **AUDIT COMMITTEE**

The Company's Audit Committee is constituted with Independent Non-Executive Director Mr. Bobby J Arakunnel and Non-Executive Directors Mr. V.M. Paulose and Dr. T.J Leelamma. Mr. Bobby j Arakunnel is having requisite knowledge in Accounting and Finance.



## THE ANANDAM RUBBER COMPANY LIMITED

- **SHAREHOLDER'S GREIVANCE & SHARE TRANSFER COMMITTEE**

The Committee is constituted with Independent Non- Executive Director Mr. Bobby J Arakunnel and Non-Executive Directors Mr. Nirej V Paul and Mr. V.M. Paulose. The Committee is very much dedicated in looking into the Shareholders/Investors grievances and providing the solutions without delay.

Status of investor complains during the year given below :

No. of investor complaints received	No. of complaints disposed	No. of complaints Pending at the end of the year
Nil	Nil	Nil

- **REMUNERATION COMMITTEE**

The Committee is Constituted with Independent Non- Executive Director Mr. Bobby J Arakunnel and Non-Executive Directors Ms.Jaya Paul and Dr. T.J Leelama.

- **DETAILS OF REMUNERATION PAID TO DIRECTORS**

No Remuneration and sitting fee is being paid to the Directors.

- **GENERAL BODY MEETINGS**

The Last three Annual General Meetings of the Company were held as under:

Year	Location	Date	Time
2011-12	Reg off	29.09.2012	11.30AM
2010-11	Reg off	30.09.2011	11.30AM
2009-10	Reg off	30.09.2010	11.30AM

- **DISCLOSURES**

Related party disclosures are provided in Notes forming part of the accounts in accordance with the provisions of Accounting Standard 18 – “Related Party Disclosures” issued by the Institute of Chartered Accountants of India.

In the opinion of the Board, the transactions entered into by the Company with the related parties were not in conflict with the interest of the Company.

No penalties were imposed by Stock Exchanges or SEBI or any other statutory authority on the Company in any matter related to capital markets during the last three years.

- **MEANS OF COMMUNICATION**

Presently all the communications are done through Post. Also Advertisements are given in Newspapers on yearly basis depending on the purpose. The Company, in future, will be making use of the Electronic medium.

## THE ANANDAM RUBBER COMPANY LIMITED

- **GENERAL SHAREHOLDERS' INFORMATION**

Annual General Meeting : 70th General Meeting of shareholders  
 Date and Time : Monday the 30th day of September 2013, 11.30AM  
 Venue : Registered office

- **FINANCIAL CALENDAR 2013-14**

The Company follows April – March as the Financial Year. The results of every quarter are declared normally within Four weeks from the end of the quarter.

- **CODE OF INSIDER TRADING**

The Company has adopted and implemented a Code of Conduct pursuant to SEBI (Prohibition of Insider Trading Regulations) 1992. The Code lays down the guidelines, which include procedures to be followed and disclosures to be made by the Insiders while dealing in shares of the Company.

- **SHAREHOLDING PATTERN AS ON 31/03/2013**

SL No	Category	Total No. of Shares	Percentage of Total shares	Shares held in demat foam	Percentage of Shares in held in Demat foam
1)	Promoter Group	4,70,036	67.15	4,70,036	100
2)	Public shareholding				
	a) FIs & Banks	2632	0.38	NIL	NIL
	b) Bodies Corporate	1000	0.14	1000	100
	c) HUF	1400	0.20	1400	100
	d) Individuals	224932	32.13	79543	35.29
	Sub Total	229964	32.85	81943	35.63
3)	Grand Total	700,000	100	551979	78.85

## THE ANANDAM RUBBER COMPANY LIMITED

Registrar and Transfer Agents	SKDC CONSULTANTS LTD P B NO 2013, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore-641006, Ph-0422-6549995, 2539835 info@skdc-consultants.com
Share Transfer System	The company's share transfer work, physical and electronic form is being done by the Registrar and share transfer agents. Application for share transfer held in physical form are received both at the Registered office of the company and at office of the Registrar and share transfer agent of the company and if the documents are found to be in order, the transfer work is completed and the documents are returned within a period of 30days from the date of receipt.
Investor Correspondence	Mr. Nirej V Paul PH.NO: 09447577160 Mail: <a href="mailto:secretarial@anadamrubberco.com">secretarial@anadamrubberco.com</a>

### DECLARATION ON CODE OF CONDUCT

As required by Clause 49 (ID) of the Listing Agreement, it is hereby affirmed that all the Board members and Senior Management personnel have complied with the Code of Conduct of the Company.

Place : Ernakulam  
Date : 30 / August / 2013

sd/-

Nirej V Paul  
Director

**THE ANANDAM RUBBER COMPANY LIMITED**

**CERTIFICATE**

**To the Members of ANANDAM RUBBER COMPANY LIMITED**

We have examined the compliance of conditions of Corporate Governance by M/s. ANANDAM RUBBER COMPANY LIMITED for the year ended on 31st March 2013, as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above-mentioned Listing Agreement.

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

For BVR & Associates

Date : 30 / August / 2013  
Place : Cochin

sd/-

Yogindunath s  
C.P.No.9137  
(Partner)

**THE ANANDAM RUBBER COMPANY LIMITED**

**ANNEXURE**  
To the director's Report

**BVR & ASSOCIATES**

**Company Secretaries**

"Swastika", 32/1726, 1<sup>st</sup> Floor  
Rahul Mon Road, Off Kalavath Road,  
Palarivattom, Cochin-682 025  
Ph:+91-484-4046696, Mob: +91 98956 30786  
Email: info@directus.co.in

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**COMPLIANCE CERTIFICATE**

Registration No. of the Company : **L25191KL1942PLC000045**  
Nominal Capital : **Rs. 2,00,00,000/-**

To  
The Members of  
**M/s. ANANDAM RUBBER COMPANY LIMITED**  
41/298- D2, 2<sup>nd</sup> FLOOR, SANIYA PLAZA,  
MAHAKAVI BHARATHIYAR ROAD,  
NEAR KSRTC BUS STAND, COCHIN, KERALA-682035

We have examined the registers, records, books and papers of **M/s. ANANDAM RUBBER COMPANY LIMITED** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31<sup>st</sup> March 2013. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:-

1. The Company has kept and maintained all registers as stated in Annexure "A" to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure "B" to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company, being a public limited company, comments are not required.
4. The Board of Directors duly met 8 (EIGHT) times on 28/05/2012, 30/05/2012, 30/07/2012, 30/08/2012, 20/10/2012, 04/12/2012, 30/01/2013, 25/03/2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed, in the Minutes Book maintained for the purpose.
5. The Company has closed the register of members from 22<sup>th</sup> September to 29<sup>th</sup> September and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the Financial year ended on 31<sup>st</sup> March 2012 was held on 29<sup>th</sup> September 2012 after giving due notice to the members.

## **THE ANANDAM RUBBER COMPANY LIMITED**

7. No Extra Ordinary Meetings were held during the financial year.
8. The Company has not advanced any loans to its Directors or persons or firms or Companies referred to under Section 295 of the Act, as certified by the Management.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act, as certified by the Management.
10. The Company has made necessary entries in the register maintained under Section 301 of the Act, as certified by the Management.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government, as the case may be.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has:
  - (i) Delivered all the certificates on transfer/transmission of securities in accordance with the provisions of the Act.
  - (ii) Deposited the amount of dividend declared during the year in a separate bank account within the due date from the date of declaration of such dividend.
  - (iii) Paid/posted warrants for dividends to all the members within a period of 30(Thirty) days from the date of declaration and that all unclaimed/unpaid dividend has been transferred to Unpaid Dividend Account of the Company with HDFC BANK LIMITED, ERNAKULAM.
  - (iv) transferred the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to IEPF.
  - (v) The Company has duly complied with the requirements of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancies during the year.
15. The Company has not appointed any Managing Director/ Whole-time Director/ Manger during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies and/or such other authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year under scrutiny.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.

## **THE ANANDAM RUBBER COMPANY LIMITED**

23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year, as certified by the Management.
24. The amount borrowed by the Company from directors, members, public, financial institutions, banks and others during the financial year ending 31<sup>st</sup> March 2013, if any, is within the borrowing limits of the Company.
25. The Company has not, during the financial year, made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose, as certified by the Management.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to the name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to the share capital of the Company during the year under scrutiny.
30. The Company has not altered its articles of association during the financial year.
31. There was/were no prosecutions initiated against or show cause notices received by the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has deposited employee's and employer's contribution to provident fund with prescribed authorities pursuant to Section 418 of the Act, as certified by the Management.

Place :- Cochin  
Date :- 28 / May / 2013

For **BVR & Associates**

**CS YOGINDUNATH S**  
**(P A R T N E R)**  
**(C P N O: 9137)**

**THE ANANDAM RUBBER COMPANY LIMITED**

**ANANDAM RUBBER COMPANY LIMITED**

**Company No: L25191KL1942PLC000045**

**Secretarial Compliance Certificate for the year ended 31.03.2013**

**Annexure A**

Registers as maintained by the Company:

**Statutory Registers:**

1. Register of Charges u/s 143
2. Register of Members u/s 150
3. Registers and Returns u/s 163
4. Books of Account u/s 209
5. Register of Directors, Managing Director, Manager and Secretary u/s 303
6. Register of Directors' Shareholdings u/s 307
7. Minutes Book of Meetings of directors, General meetings and committee meetings of the Board.
8. Register of contracts u/s 297, 299 and 301.
9. Register of Particulars of Contracts in which the Directors are interested U/s 301.

**Other Registers:**

1. Register of Transfers

(Sd/-)  
**Yogindunath. S**  
**BVR & Associates**  
**Company Secretaries**



**THE ANANDAM RUBBER COMPANY LIMITED**  
**ANANDAM RUBBER COMPANY LIMITED**

**Company No: L25191KL1942PLC000045**

**Secretarial Compliance Certificate for the year ended 31.03.2013**  
**Annexure B**

Forms and returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government and other authorities during the financial year ended on 31<sup>st</sup> March 2013.

◆ With Registrar of Companies :

Sl No	Form	Filed U/ S	For	Date Of Filing	Whether Filed Within Prescribed Time	Additional Fee Paid or Not
1.	Form 20B With Annual return attached	159	Filing Annual return made upto the date of AGM	27.11.2012	YES	NO
2.	Form 23AC,ACA With Balance sheet and Profit & Loss account attached	220	Filing of Balance sheet and Profit & Loss Account	14.01.2013	YES	NO
3.	Form 66 Compliance certificate attached.	383A	Filing Compliance certificate	11.10.2012	YES	NO
5.	Form 5 INV	Rule 3 of IEPF Rules,2012	Investor details	31.07.2012	YES	NO

◆ With Regional Director : NIL

◆ With Central Government or other authorities : NIL

(Sd/-)  
**Yogindunath. S**  
**BVR & Associates**  
**Company Secretaries**

# **THE ANANDAM RUBBER COMPANY LIMITED**

## **INDEPENDENT AUDITORS' REPORT**

To the Members of **THE ANANDAM RUBBER COMPANY LIMITED (L25191KL1942PLC000045)**.

### **Report on the Financial Statements**

We have audited the accompanying financial statements of **THE ANANDAM RUBBER COMPANY LIMITED (L25191KL1942PLC000045)** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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 Profit and Loss Account, of the profit/ loss for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### **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 of India in terms of sub-section (4A) of section 227 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:

**THE ANANDAM RUBBER COMPANY LIMITED**

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Act:
- e) on the basis of written representations received from the directors as on March 31, 2013, and 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 clause (g) of sub-section (1) of section 274 of the Act.

For Mohan & Ravi  
**Chartered Accountants**  
FRN: 5167 S

Sd/-

C A Venkiteswaran T N  
**(Partner)**  
M. No: 217768

Ernakulam, May 28, 2013

## **THE ANANDAM RUBBER COMPANY LIMITED**

### **ANNEXURE TO INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF M/S. THE ANANDAM RUBBER COMPANY LIMITED**

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of **THE ANANDAM RUBBER COMPANY LIMITED (L25191KL1942PLC000045)** on the accounts of the company for the year ended 31<sup>st</sup> March, 2013.

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

- i) In respect of fixed assets:-
  - a. The Company has maintained proper records to show full particulars, including quantitative details and situation of fixed assets.
  - b. As explained to us the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c. As per the information and explanation given to us, the company has not disposed off during the year any substantial part of its fixed assets that would affect the going concern.
  
- ii) In respect of inventory:-

The Company has no inventories. Hence clause (ii) of paragraph (4) of the Companies (Auditor's Report) order 2003 is not applicable to the Company.
  
- iii) In respect of loans secured or unsecured granted or taken by the company to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956:-
  - a. The Company has not granted or taken any loan to companies, firms or other parties covered in the register maintained under section 301 of the Act. Hence clauses b, c and d of clause (iii) are not applicable.
  - e. The company has taken unsecured interest free loans from its Directors covered in the register maintained under Section 301 of the companies Act, 1956. The maximum amount involved during the year was Rs. 23, 50, 000/-- and no outstanding balances at the end of the financial year.
  - f. In our opinion, the rate of interest and other terms and conditions on which loans have been taken from companies, firms or other parties listed in the register maintained under section 301 of the companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.
  - g. The question of regularity on payment of interest does not arise as the loans are interest free. The terms of repayment of loans are not stipulated.

## **THE ANANDAM RUBBER COMPANY LIMITED**

- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- v) a) According to the information and explanations given to us, we are of the opinion that the contracts or arrangements that needed to be entered into a register in pursuance of section 301 of the Companies Act have been so entered.  
b) The Company had entered in to a contract for selling one of its investment to the directors the selling price is reasonable having compared to the prevailing market price at the relevant time.
- vi) The company has not accepted deposits from public and hence the directives issued by the Reserve Bank of India and provisions of Section 58A and 58AA or any other relevant provisions of the companies Act , 1956 and rules framed there under are not applicable for the period under audit .
- vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- viii) As per the information and explanations given to us, cost record has not been prescribed for the company by the Central Government under clause (d) of sub section (1) of section 209 of the companies Act, 1956.
- ix) In respect of statutory dues: -
  - a) The company has been generally regular in depositing undisputed statutory dues with the appropriate authorities during the year. There are no arrears of outstanding dues as on 31 March, 2013 for a period of more than 6 months from date they became payable.
  - b) According to the information and explanations given to us, there are no dues of sales tax, income tax , customs duty, wealth tax, service tax , excise duty and cess which have not been deposited on account of any dispute.
- x) The Company has no accumulated losses at the end of the year under audit. The company has not incurred cash losses during the financial year covered under our audit and in the immediately preceding financial year.
- xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
- xii) As per the information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) No special statutes regarding chit funds are applicable to the company. There is no niche /mutual benefit fund/society business.
- xiv) The company has maintained proper records of transactions in shares, securities, debentures and other investment and timely entries have been made therein. Shares, Securities, Debentures and other investments have been held by the company in its own name except to the extent of exemption granted.
- xv) According to the information and explanations given to us, the company has not given guarantees for loans taken by others from banks or financial institutions.
- xvi) No term loans were obtained by the Company during the year under audit.
- xvii) No short term funds have been used for long term investment and vice versa.

## THE ANANDAM RUBBER COMPANY LIMITED

- xviii) During the year the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act.
- xix) The company has not issued any debentures and hence Clause 4 (19) of the Companies (Auditors Report) Order, 2003 is not applicable to the company.
- xx) During the year covered by our report, the company has not raised any money by way of public issue.
- xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For Mohan & Ravi  
**Chartered Accountants**  
FRN: 5167 S

Sd/-  
C A Venkiteswaran T N  
**(Partner)**  
M. No: 217768

Ernakulam, May 28, 2013

**THE ANANDAM RUBBER COMPANY LIMITED**

**BALANCE SHEET AS AT MARCH 31, 2013**

Particulars	Note No	Rupees in hundreds	
		As at March 31	
		2013	2012
<b>EQUITY AND LIABILITIES</b>			
Shareholders fund			
a) Share Capital	2.1	70,000.00	70,000.00
b) Reserves & Surplus	2.2	5,200.73	8,106.31
		<b>75,200.73</b>	<b>78,106.31</b>
Non-current liabilities			
a) Long-term borrowings	2.4	-	21,500.00
b) Deferred tax liabilities(Net)	2.3	12.80	12.80
		<b>12.80</b>	<b>21,512.80</b>
Current liabilities			
c) Other Current liabilities	2.5	31,440.25	1,493.23
d) Short-term provisions	2.6	17,170.25	16,526.87
		48,610.50	18,20.10
<b>TOTAL</b>		<b>123,824.03</b>	<b>117,639.21</b>
<b>ASSETS</b>			
Non-current assets			
a Fixed assets			
(i)Tangible assets	2.7	119.68	178.87
b. Non-current investments	2.8	46,854.75	32,531.24
		46,974.43	32,710.11
Current assets			
a Current investment	2.8	250.00	15,813.58
b Cash and cash equivalents	2.9	54,221.81	55,286.77
c Short-term loans and advances	2.10	22,377.79	13,828.75
		76,849.60	84,929.10
<b>TOTAL</b>		<b>123,824.03</b>	<b>117,639.21</b>
Significant Accounting Policies and Notes on Accounts	1 & 2	-	-
As per our report attached			
<b>For MOHAN AND RAVI</b>		<b>For and on behalf of the Board</b>	
Chartered Accountants		(Sd/-)	
(Sd/-)		Nirej V Paul	Director
CA.VENKITESWARAN T N		(Sd/-)	
PARTNER		V M Paulose	Director
M No.217768		(Sd/-)	
FRN. 5167 S		Dr. T J Leelamma	Director
Kochi		(Sd/-)	
28 May 2013		Jaya Paul	Director

**THE ANANDAM RUBBER COMPANY LIMITED**

<b>STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2012</b>			
<b>Rupees in hundreds</b>			
<b>Particulars</b>	<b>Note No.</b>	<b>Figures for the Year ended March 31, 2013</b>	<b>Figures for the Year ended March 31, 2012</b>
Revenue from operation	2.11	6,629.16	6,240.13
Other Income	2.12	1,984.19	12,885.24
<b>Total Revenue</b>		<b>8,613.35</b>	<b>19,095.37</b>
<b>Expenses:</b>			
Employee benefit expenses	2.13	840.00	770.00
Finance cost	2.14	242.96	164.68
Depreciation	2.7	59.32	81.00
Other expenses	2.15	1,619.75	3,975.95
<b>Total expenses</b>		<b>2,762.03</b>	<b>4,991.63</b>
Profit before exceptional and extraordinary items and tax		<b>5,851.32</b>	<b>14,103.74</b>
Exceptional items		-	-
Profit before extraordinary items and tax		<b>5,851.32</b>	<b>14,103.74</b>
Tax expense:			
(1) Current Tax		1,430.00	2,159.50
(2) Deferred Tax		-	12.80
<b>PROFIT AFTER TAX</b>		<b>4,421.32</b>	<b>11,931.44</b>
Profit/(Loss) from discontinuing operations		-	-
<b>EARNIG PER EQUITY SHARE</b>			
Equity share of par value Rs.10/- each			
Number of share		7,00,000	700,000
Basic and Diluted		Rs. 0.63	Rs.1.70
Adjusted EPS(Basic and Diluted)			
Significant Accounting policies and notes on accounts	1 & 2		
As per our report attached			
<b>For MOHAN AND RAVI</b>		<b>For and on behalf of the Board</b>	
Chartered Accountants		(Sd/-)	
		Nirej V Paul	Director
(Sd/-)		(Sd/-)	
CA.VENKITESWARAN T N		V M Paulose	Director
PARTNER			
M No.217768		(Sd/-)	
FRN. 5167 S		Dr. T J Leelamma	Director
Kochi		(Sd/-)	
28 May 2013		Jaya Paul	Director



**THE ANANDAM RUBBER COMPANY LIMITED**

		<b>Rupees in Hundreds</b>	
<b>Cash Flow Statement for the year ended March 31,</b>	<b>Note</b>	<b>2013</b>	<b>2012</b>
<b>Cash flow from Operating activities:</b>			
Net profit before tax and extra ordinary item		5,851.32	14,103.74
<b>Adjustments for reconciling profit before tax to cash generated by operating activities</b>			
Depreciation and amortization		59.32	81.00
Interest/dividend and income from sale of shares		(1,984.19)	(12,855.24)
Adjustment for			
Trade and other receivable		-	-
Trade and other payable		29,002.28	90.29
<b>Cash generated from operations</b>		<b>32,928.73</b>	<b>1,419.79</b>
Income taxes paid		(477.98)	(2,800.68)
Refund of income tax		-	429.10
<b>Cash flow before extra ordinary item</b>			
Refund of income tax		<b>32,450.75</b>	<b>(951.79)</b>
<b>Net cash generated/(used in )operating activities</b>		<b>32,450.75</b>	<b>(951.79)</b>
<b>Cash flow Investing activities:</b>			
Interest received		2,282.64	3,777.70
Sale of investments (net)		(6,830.99)	21,028.44
Unpaid redeemable preference share paid off		-	-
Acquisition of fixed assets		-	(205.00)
Income from sale of investments		(3,658.31)	6,806.79
Dividend received		3,359.86	2,270.75
<b>Net cash provided by / (used in) investing activities</b>		<b>(4,846.80)</b>	<b>33,678.68</b>
<b>Cash flow from Financing activities:</b>			
Transfer to IEPF		967.09	(31.08)
Dividend/dividend tax paid		(8,136.00)	(584.98)
Loans/advances		(21,500.00)	21,500.00
<b>Net cash used in financing activities</b>		<b>(28,668.91)</b>	<b>20,883.94</b>
Net increase/(decrease) in cash and cash equivalents		(1,064.96)	53,610.83
Cash and cash equivalents at the beginning		55,286.77	1,675.94
<b>Cash and cash equivalents at the end</b>		<b>54,221.81</b>	<b>55,286.77</b>
Significant Accounting policies and notes on accounts	1 & 2		



**THE ANANDAM RUBBER COMPANY LIMITED**

<b>2. NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2013</b>		
The previous year figures have been regrouped/reclassified, wherever necessary to conform to the current period presentation.		
<b>2.1 SHARE CAPITAL</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
<b>SHARE CAPITAL</b>		
Authorised share capital		-
20,00,000 Equity Shares of Rs.10/- each	<u>200,000.00</u>	<u>200,000.00</u>
Issued Subscribed and Paid up		
7,00,000 Equity Shares of Rs.10/- each fully paid up	70,000.00	70,000.00
(Of the above 6,50,000 equity shares, fully paid up have been issued as bonus shares by capitalization of general reserve and profit and loss account)		-
<b>Total</b>	<b>70,000.00</b>	<b>70,000.00</b>

<b>Reconciliation of number of shares outstanding at the beginning &amp; end of the reporting period</b>		
<b>Particulars</b>	<b>Shares as at the end of March 31,</b>	
	<b>2013</b>	<b>2012</b>
Outstanding at the beginning of the reporting period	50,000.00	50,000.00
Bonus issue during the year	650,000.00	650,000.00
Outstanding at the end of the reporting period	700,000.00	700,000.00

**THE ANANDAM RUBBER COMPANY LIMITED**

<b>Details of shareholders holding more than 5% shares in the Company</b>		
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
<b>Nirej V Paul</b>		
Number of shares	307,510	307,510
% of shares	43.93	43.93
<b>V.M Paulose</b>		
Number of shares	57,624	57,624
% of shares	8.23	8.23
<b>Jaya Paul</b>		
Number of shares	54,880	54,880
% of shares	7.84	7.84
<b>T.J Leelamma</b>		
Number of shares	50,022	50,022
% of shares	7.15	7.15

<b>2.2 RESERVES AND SURPLUS</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Capital redemption reserve (Opening balance)	2,500.00	2,500.00
General reserve (Opening balance)	2,105.93	35,813.00
Less: Appropriations:		
Bonus Issue	-	35,000.00
Add: Transfer from surplus		1,292.93
Closing balance	<b>2,105.93</b>	<b>2,105.93</b>
Surplus (Opening balance)	3,500.38	30,997.87
Add: Net profit transferred after tax	4,421.32	11,931.44
Amount for appropriation	7,921.70	42,929.31
Appropriations :		
Bonus issue	-	30,000.00
Transferred to General Reserve	-	1,292.93
Dividend	6,300.00	7,000.00
Dividend tax	1,026.90	1,136.00
Surplus closing balance	<u>594.80</u>	<u>3,500.38</u>
<b>Total</b>	<b>5,200.73</b>	<b>8,106.31</b>

**THE ANANDAM RUBBER COMPANY LIMITED**

<b>2.3 DEFERRED TAXES</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Deferred tax asset	-	-
Deferred tax liability		
Depreciation on fixed assets	12.80	12.80
<b>Total</b>	<b>12.80</b>	<b>12.80</b>
<b>2.4 OTHER LONG TERM BORROWINGS</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Loan from related parties	-	21,500.00
<b>Total</b>	<b>-</b>	<b>21,500.00</b>
<b>2.5 OTHER CURRENT LIABILITIES</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Unpaid dividend	1,135.82	168.73
Unpaid redeemable preference shares	254.50	254.50
Advance received towards sale of investments	1,000.00	1,000.00
Accrued salary	70.00	70.00
Bank overdraft	16,102.43	-
Other Current Liabilities	12,877.50	-
<b>Total</b>	<b>31,440.25</b>	<b>1,493.23</b>
<b>2.6 SHORTTERM PROVISIONS</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Proposed dividend	6,300.00	7,000.00
Dividend tax	1,026.90	1,136.00
Provision for taxation	9,652.33	8,222.33
Audit fee	191.02	168.54
<b>Total</b>	<b>17,170.25</b>	<b>16,526.87</b>

**THE ANANDAM RUBBER COMPANY LIMITED**

<b>2.8 INVESTMENTS</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
<b>NON CURRENT INVESTMENTS</b>		
Long term investment at cost		
<b>(i) Quoted Investments</b>		
Century Enka Limited 35 Equity shares of Rs.10/- each, Market value as on 31/03/2013, Rs.3530/-	35.00	35.00
Eastern Treads Limited 9800 Equity shares of Rs.10/- each, Market value as on 31.03.13, Rs.Rs.1,79,340/-	980.00	980.00
Patspin India Limited 67925 Equity shares of Rs.10/- each	-	10,128.24
<b>(ii) Unquoted Investments at Cost</b>		
Catholic Syrian Bank-37,283 Equity shares of Rs.10/- each.	45,839.75	21,388.00
<b>Total</b>	<b>46,854.75</b>	<b>32,531.24</b>
<b>CURRENT INVESTMENTS</b>	<b>( Rupees in hundreds)</b>	
Short term investment at lower of cost and fair value.		
Reliance Money Manager Fund – interest option plan	-	15,563.58
South Indian Bank Limited – 1250 Equity Shares of Rs.1- each, market value as on 31.03.2013, Rs.30,688/-	250.00	250.00
<b>Total</b>	<b>250.00</b>	<b>15,813.58</b>
<b>2.9 CASH AND CASH EQUIVALENTS</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Cash on hand	30.47	73.81
Balances with banks		
HDFC bank	-	1,780.73
Syndicate Bank	140.19	144.71
Unclaimed dividend	1,135.82	168.73
<b>Others</b>		
Deposits with financial institutions	52,915.33	53,118.79
<b>Total</b>	<b>54,221.81</b>	<b>55,286.77</b>

**THE ANANDAM RUBBER COMPANY LIMITED**

<b>2.10 SHORT TERM LOANS AND ADVANCES</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
<b>Unsecured considered good</b>		
Tax deducted at source	789.86	311.88
Advance tax	9,399.85	9,399.85
Others	12,188.08	4,117.02
<b>Total</b>	<b>22,377.79</b>	<b>13,828.75</b>
<b>2.11 REVENUE FROM OPERATIONS</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Share Trading	6,629.16	6,240.13
<b>Total</b>	<b>6,629.16</b>	<b>6,240.13</b>
<b>2.12 OTHER INCOME</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Dividend income	244.35	2,270.75
Income from sale of investment	(3,658.31)	6,806.79
Interest from bank	2,282.64	3,734.00
Accrued Income	3,115.51	-
Interest on Income Tax Refund	-	43.70
<b>Total</b>	<b>1,984.19</b>	<b>12,855.24</b>
<b>2.13 EMPLOYEE BENEFIT EXPENSES</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Salary and allowances	840.00	770.00
<b>Total</b>	<b>840.00</b>	<b>770.00</b>
<b>2.14 FINANCE COST</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Interest on Bank Overdraft	242.96	164.68
<b>Total</b>	<b>242.96</b>	<b>164.68</b>

**THE ANANDAM RUBBER COMPANY LIMITED**

<b>2.15 OTHER EXPENSES</b>	<b>( Rupees in hundreds)</b>	
<b>Particulars</b>	<b>As at March 31</b>	
	<b>2013</b>	<b>2012</b>
Commission	35.00	245.00
Postage & Courier charges	34.38	31.76
Printing and stationery	89.16	339.35
Advertising expenses	-	139.80
Bank charges	-	38.41
Cleaning charges	-	4.85
DP Charges	-	28.44
Office expenses	-	327.09
Rent	-	95.66
Professional charges	642.40	532.12
ROC filing fee and expenses	-	1,920.00
Travelling expenses	-	20.00
Rates and Taxes	627.79	-
Auditors remuneration	191.02	253.47
<b>Total</b>	<b>1,619.75</b>	<b>3,975.95</b>

<b>2.7 FIXED ASSETS</b>											
<b>Particulars</b>	<b>RATE</b>	<b>GROSS BLOCK</b>				<b>DEPRECIATION</b>				<b>NET BLOCK</b>	
		<b>As on 01/04/2012</b>	<b>Add itions</b>	<b>Disp osals</b>	<b>TOTAL</b>	<b>UPTO 31/03/2012</b>	<b>FOR THE YEAR</b>	<b>WRI TTEN BACK</b>	<b>TOTAL</b>	<b>AS ON 31/03/2013</b>	<b>AS ON 31/03/2012</b>
Office Equipments	13.91	57,042.00	-	-	57,042.00	52,355.00	652.00	-	53,007.00	4,035.00	4,687.00
Computer	40.00	20,500.00	-	-	20,500.00	7,300.00	5,280.00	-	12,580.00	7,920.00	13,200.00
<b>TOTAL</b>	-	<b>77,542.00</b>	-	-	<b>77,542.00</b>	<b>59,655.00</b>	<b>5,932.00</b>	-	<b>65,587.00</b>	<b>11,955.00</b>	<b>17,887.00</b>



## THE ANANDAM RUBBER COMPANY LIMITED

### 1. SIGNIFICANT ACCOUNTING POLICIES

#### a) **BACKGROUND**

The company sold its loss making plantation in 1989, the proceeds in respect of which have been deployed in banks and investments. The directors are considering various business proposals to strengthen the financial base of the company.

#### b) **PRINCIPAL ACCOUNTING POLICY**

- a) Basis of Accounting : The financial statements are prepared on accrual basis, under historical cost convention and in accordance with the Accounting Standards notified under the Companies Act, as applicable to the Company. The disclosure requirement of Schedule VI of The Companies Act, 1956 have been complied with to the extent applicable. Accounting policies not specifically referred to otherwise be consistent to and in accordance with generally accepted accounting policies.
- b) Fixed assets and depreciation : Fixed assets are states at cost less accumulated depreciation. Depreciation is provided from the date of acquisition on the reducing balance method at the rates specified in Schedule XIV of the Company's Act, 1956.
- c) Investment : Long-term investments are carried at cost, after providing for any diminution in value, if such diminution is of other than temporary nature.
- d) Retirement benefits : The Company does not have regular employees at present. The dues of all regular employees who were retrenched at the time of the sale of the state have been settled.
- e) Taxation : Tax expense comprising of both current tax and deferred tax is included in determining the net results for the year. Provision for current tax is made after taking into consideration benefit admissible under the provisions of the Income Tax Act, 1961. Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year, and quantified using tax rates and laws enacted or substantially enacted as on the Balance Sheet date. The deferred tax asset is recognized and carried forward only to the extent there is a reasonable certainty that the assets will be realized in future.
- f) Revenue Recognition : Income from sale of current investments and jobbing activities are recognized as operational income. Income from sale of long term investments and dividends are recognized as other income.

### 2. Notes to Accounts

#### 2.16 Related Party Disclosures

List of related parties Where Control Exists:

- Akhil Securities 41/298 D2, 2<sup>nd</sup> Floor, Saniya Plaza, Mahakavi Bharathiyar Road, Near KSRTC Bus Stand, Ernakulam – 682 035
- Bobby J Arakunnel, Kattikaran Tower, Providence Road, Kochi
- Jaya Paul Vadakkedathu, Ooramana, Ramamangalam

#### a. Transaction with related parties

Name of related party	Nature of transaction	Volume of transactions	Balance as on March31, 2013
Akhil Securities	Unsecured loan taken	20,00,000/-	-
Bobby J Arakunnel	Unsecured loan taken	1,50,000/-	-
Jaya Paul	Unsecured loan taken	2,00,000/-	-

#### 2.17 Non Current Investments

Regarding the investment in equity shares of Pats pin India Limited classified under non current investment, the management is of the view that the decline in market value is not permanent considering the growth expected in the investees operations and trend in Indian stock market and hence no provision has been made.

## THE ANANDAM RUBBER COMPANY LIMITED

### 2.18 Remuneration to Auditors

Particulars	2012-2013	2011-2012
Statutory Audit under the Companies Act	17,000/-	15,000/-
Service Tax	2,101/-	1,854/-
Expenses reimbursement	-	-
Total	19,101/-	16,854/-

### 2.19 Segment Reporting

The company's funds are presently deployed in banks and investments in shares, pending the acquisition of another plantation and/ or commencement of tea, rubber or other business. Consequently the need for separate disclosure as required under Accounting Standard 17- Segment Reporting is not considered relevant.

### 2.20 Contingent Liabilities

The Company has no material contingent liabilities as at March 31, 2013.

### 2.21 Foreign Currency

The company did not enter into any transaction involving foreign currency.

### 2.22 Comparative Figures

Previous year's figures have been regrouped wherever necessary to make them comparable with those of the current year.

### 2.23 Information on dues to Small Scale Industries Units

The Company has not received the required information from suppliers under the Micro, Small and Medium enterprise Development Act, 2006. Hence, disclosure relating to unpaid amounts as at the end of the year together with the interest paid /payable as required under the said Act has not been made.

As per our report attached

**For MOHAN AND RAVI**

Chartered Accountants

Sd/-

CA. VENKITESWARAN T N

PARTNER

M No.217768

FRN. 5167 S

**For and on behalf of the Board**

Sd/-

Nirej V Paul

Director

Sd/-

V M Paulose

Director

Sd/-

Dr. T J Leelamma

Director

Sd/-

Jaya Paul

Director

Kochi

28 May 2013

**THE ANANDAM RUBBER COMPANY LIMITED**

<b>THE ANANDAM RUBBER COMPANY LIMITED</b>			
<b>Part – IV</b>			
<b>Balance Sheet Abstract and Company's General Business Profile</b>			
<b>I. Registration Details</b>			
<b>Registration No.</b>	<b>45</b>	<b>State Code :</b>	<b>09</b>
<b>Balance Sheet Date :</b>	<b>31/ 03/2013</b>		
	<b>Date</b>	<b>Month</b>	<b>Year</b>
<b>II. Capital Raised During the Period (Rs. In Thousands)</b>			
<b>Public Issue</b>	<b>Nil</b>	<b>Rights Issue</b>	<b>Nil</b>
<b>Bonus Issue</b>	<b>Nil</b>	<b>Private Placement</b>	<b>Nil</b>
<b>III. Position of Mobilization and Employment of Funds (Amount in Hundreds)</b>			
<b>Total Liabilities</b>	<b>1,23,824.03</b>	<b>Total Assets</b>	<b>1,23,824.03</b>
<b>Sources of Funds</b>			
<b>Paid-Up-Capital</b>	<b>7000.00</b>	<b>Reserves &amp; Surplus</b>	<b>5200.73</b>
<b>Share Application Money</b>	<b>0</b>	<b>Current Liabilities</b>	<b>48,610.50</b>
<b>Secured Loans</b>	<b>0</b>	<b>Unsecured Loans</b>	<b>12.80</b>
<b>Application of Funds</b>			
<b>Net Fixed Assets</b>	<b>119.68</b>	<b>Investments</b>	<b>47,104.75</b>
<b>Current Assets</b>	<b>76599.60</b>	<b>Misc. Expenditure</b>	<b>0</b>
<b>Accumulated Losses</b>			
<b>IV. Performance Of Company (Amount In Rs. Hundreds)</b>			
<b>Total Income</b>	<b>8613.35</b>	<b>Total Expenditure</b>	<b>2762.03</b>
<b>Profit/(Loss) Before Tax</b>	<b>5851.32</b>	<b>Profit/(Loss) After Tax</b>	<b>4421.32</b>
<b>Earnings Per Share In Rs</b>	<b>0.63</b>	<b>Dividend</b>	<b>630</b>
<b>V. Generic Names Of Three Principal Products/Services Of Company (As Per Monetary Terms)</b>			

Item Code No(ITC code) : 40011000  
 Product/Service description : NATURAL RUBBER LATEX  
 Item code no(ITC code) : 09024002  
 Product/Service description : TEA BLACK LEAF BULK

**For and on behalf of the Board**

Sd/-	Sd/-	Sd/-	Sd/-
Nirej V.Paul	V.M Paulose	Dr.T.J Leelamma	Jaya Paul
Director	Director	Director	Director

Place : Kochi  
 Date : 28 / May / 2013

## THE ANANDAM RUBBER COMPANY LIMITED

### Notice of Annual General Meeting

Notice is hereby given that the Seventieth Annual general Meeting of the Members of **The Anandam Rubber Company Limited** will be held on Monday, 30<sup>th</sup> day of September at the Registered Office of the Company at 41/298 - D2, 2nd Floor, Saniya Plaza, Mahakavi Bharathiyar Road, Near KSRTC Bus Stand, Cochin, Kerala – 682035 at 11.30 AM to transact the following business:-

### ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at March 31<sup>st</sup>, 2013 and the Profit and Loss Account for the year ended on that date, together with the Reports of the Directors and the Auditors thereon.
2. To declare 9% dividend on Equity Shares.
3. To appoint a Director in place of Mr. Bobby Jose Arakunnel, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Ms. Nirej Vadakkedathu Paul, who retires by rotation, and being eligible, offers himself for reappointment.
5. To appoint Auditors M/s. Mohan and Ravi, Chartered Accountants, who retires and being eligible offers themselves for re-appointment, and fix their remuneration.

### SPECIAL BUSINESS

6. To Increase the Authorized Capital of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 16, 94 and all other relevant provisions, if any, of the Companies Act, 1956, the authorized share capital of the Company be and is hereby increased from Rs.20,000,000/- (Rupees Two Crores only) divided into 2000,000( Twenty Lakh Equity Shares) of Rs.10 each (Rupees Ten only) each to Rs. 40,000,000/- ( Rupees Four Crores only) divided into 4,000,000( Forty lakh Equity shares ) of Rs.10/( Ten rupees each) and consequently the existing clause V of the Memorandum of Association of the Company be and is hereby altered to read as follows:

“**V. The Authorised Share Capital of the Company is Rs.4,00,00,000/- (Rupees Four Crores only) divided into 4,000,000( Forty Lakhs equity shares ) of Rs10/- each ( Rupees Ten Only) each.**”

“**RESOLVED FURTHER THAT** Mr. Nirej V Paul, Director, be and is hereby authorized to do all such acts and things as may be considered necessary in connection with increase in the authorised capital of the Company.”

7. Rights Issue

To consider and if thought fit to pass the following as a **Special resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 81(1) and other applicable provisions, if any, of the Companies Act, 1956 (including any amendment thereto or re- enactment thereof), and in accordance with the provisions of Memorandum and Articles of Association of the Company and Regulations / Guidelines, if any, prescribed by the Government of India, the Reserve Bank of India (RBI), the Securities and Exchange Board of India (SEBI) and the Stock Exchange on which the Company’s shares are listed or any other relevant statutory; governmental and other authorities and departments from time to time, to the extent applicable and subject to approvals, consents, permissions and sanctions as might be required and subject to such conditions as might be prescribed while granting such approvals, consents, permissions and sanctions, and subject to such conditions and modifications which may be agreed to, by the Board of Directors (herein after referred to as the “Board”, which term shall, include any committee(s) constituted / to be constituted by the Board to exercise its powers including the power confirmed by the resolutions) consent of the members is hereby accorded to the Board on behalf of the Company to create, offer and issue with or without “Green Shoe Option” (on such terms as is permitted by applicable law), to the Equity shareholders of the Company as on the record date (to be fixed for the purpose) ; such number of Equity shares as the board may think fit in the ratio to be fixed by the Board at price including with or without premium to be determined in consultation with the lead Managers and / or other Advisors on such terms and conditions as the Board may at its absolute discretion decide at the time of issue of the shares.

“**RESOLVED FURTHER THAT** such equity shares shall rank pari passu with the existing equity shares of the Company in all respects.”

“**RESOLVED FURTHER THAT** the unsubscribed portion, if any, shall be disposed of in such manner as the board may think fit.”

## THE ANANDAM RUBBER COMPANY LIMITED

### Notes:

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and on a poll, to vote instead of himself and the proxy need not be a member of the company. Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the Annual General Meeting. Proxies submitted on behalf of limited companies, societies, partnership firms, etc must be supported by appropriate resolution/authority, as applicable, issued on behalf of the nomination organization.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 26<sup>th</sup> September to 30<sup>th</sup> September both days inclusive, for determining the name of Members eligible for Dividend.
3. Subject to the provisions of Section 206A of the Companies Act, 1956, if dividend recommended by the Board of Directors is approved, payment of such dividend will be made on or before 29.10.2013, to those members whose names appear on the Company's Register of Members as on 30<sup>th</sup> day of September. In respect of shares held in electronic form, dividend will be payable on the basis of beneficial ownership, as per details furnished by NSDL/CDSL, for this purpose.
4. Shareholders holding shares in electronic form are hereby informed that bank particulars registered against their respective depository account will be used by the Company for the payment of dividend. The Company or its Registrars cannot act on any request received directly from the shareholders holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the shareholders.
5. Shareholders are requested to inform the Company any changes in their mailing address and also to quote folio numbers in all their correspondence with the Company.
6. Pursuant to Section 205A of the Companies Act, 1956, all unclaimed dividends relating up to the Company's financial year ended 31<sup>st</sup> March 1995 have been transferred to the General Revenue Account of the Central Government. The unclaimed dividends up to 31<sup>st</sup> March 2005 have been transferred to the "Investor Education and Protection Fund" established by the Central Government under the amended provisions of the Companies Act, 1956.
7. Please encash your earlier Dividend Warrants, if you have not already done so as Dividend remaining unclaimed for seven years are now required to be transferred to the "Investor Education and Protection Fund" established by the Central Government under the amended provisions of the Companies Act, 1956 and you will not be able to claim any unpaid dividend from the said Fund or from the Company thereafter.
8. Shareholders who have multiple folios in identical names or in joint names in the same order are requested to intimate to the Company these folios, to enable the Company to consolidate all such shareholdings into one folio.
09. Members/Proxies are requested to bring the attendance slip duly filled in for attending the Meeting. No duplicate will be issued at the venue of the Meeting.
10. Members are requested to furnish their Bank Account details for printing the same on the dividend warrants to prevent fraudulent encashment of dividend warrants.
11. Members desiring any information about the annual accounts at the meeting are requested to write to the Company so as to reach the Company latest by 22<sup>nd</sup> September 2013.
12. No gift coupons/gift vouchers will be issued to the members.
13. Exclusive e-mail ID for redressal of investor complaints.

In terms of Clause 47(f) of the Listing Agreement please use the following contacts for redressal of Investor Complaints.

E-Mail ID : secretarial@anadamrubberco.com  
Compliance Officer : Nirej V Paul  
Telephone No : 09447577160

By the Order of the Board of Directors  
Sd/-

Place: Ernakulam  
Date: 3. 08.2013

NIREJ V PAUL  
Director

## **THE ANANDAM RUBBER COMPANY LIMITED**

### **Explanatory Statement pursuant to Section 173(2) of the Companies Act 1956.**

#### **Item No. 6**

The Board of Directors of the Company has felt that for profitable working of the company, the company needs more funds in the form of equity share capital. The present authorized share capital of the Company is Rs.2,00,00,000/- (Rupees Two Crore) divided into 20,00,000 (Twenty Lakhs) equity shares of Rs.10/- (Rupees Ten only) each . The Board decided that the authorized share capital of the Company be increased to Rs. 4,00,00,000/- (Rupees Four Crores) divided into 4,00,000 (Forty Lakhs Equity shares) equity shares of Rs.10/- (Rupees Ten only) each. Hence the proposed resolution is recommended for consideration of and approval by the shareholders of the Company.

None of the directors is concerned or interested in the proposed resolution except to the extent of their respective shareholding in the Company.

#### **Item No.7**

The Board of Directors of the Company have proposed that a Rights Issue of the Equity shares of the Company be carried out with the objective of raising additional capital for the Company and to strengthen financial base of the Company

The Board is of the considered view that sustained growth in the Company's assets to help it maintain and possibly enhance its profitability would require a significant expansion of the Company's equity base. Such strengthening of the capital base will also help the Company achieve the desired levels of goals.

Hence the proposed resolution is recommended for consideration of and approval by the shareholders of the Company.

None of the directors is concerned or interested in the proposed resolution except to the extent of their respective shareholding in the Company.

**By the Order of the Board of Directors**

**Sd/-  
Nirej V Paul  
Director**

**THE ANANDAM RUBBER COMPANY LIMITED**

**ATTENDANCE SLIP**

Shareholder's Name & Address	Master Folio Number	Number of Shares held

I hereby record my presence at the SEVENTIETH ANNUAL GENERAL MEETING of the Company held at the Registered Office of the Company at 41/298 - D2, 2nd Floor, Saniya Plaza, Mahakavi Bharathiyar Road, ear KSRTC Bus Stand, Cochin – 682035 on 30<sup>th</sup> day of September 2013 at 11.30 A.M.

Signature of the attending member or Proxy

-----  
TEAR HERE

**THE ANANDAM RUBBER COMPANY LIMITED**

**Regd. Office: 41/298 - D2, 2nd Floor, Saniya Plaza, Mahakavi Bharathiyar Road,      Near KSRTC Bus Stand,  
Cochin – 682035**

**PROXY FORM**

I/We

.....of.....  
 .....in the district of.....being a Member/Members of the above named company, hereby  
 appoint .....of .....in the district of  
 .....or failing him .....of.....  
 in the district of .....as my/our Proxy to attend and vote for me/us and on  
 my/our behalf at the Seventieth Annual General Meeting of the Company held at 41/298 - D2, 2nd Floor, Saniya Plaza,  
 Mahakavi Bharathiyar Road, Near KSRTC Bus Stand, Cochin – 682035 on 30<sup>th</sup> September, 2013 at 11.30 A.M. and at  
 any adjournment thereof.

Signed this day .....day of .....2013

Reference Folio :

No. of Shares :

Affix a  
1 Rupee  
Revenue  
Stamp

**NOTE : The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than FORTY-EIGHT hours before the time for holding the aforesaid meeting.**

