



P G INDUSTRY LIMITED

ANNUAL REPORT

2013-2014

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

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P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

BOARD OF DIRECTORS

- Shri Saket Dalmia (Managing Director)
- Shri Amit Dalmia
- Shri Pardip Asopa
- Shri Anil Kumar

AUDIT COMMITTEE

- Shri Pardip Asopa (Chairman)
- Shri Amit Dalmia
- Shri Anil Kumar

SHAREHOLDERS GRIEVANCE COMMITTEE

- Shri Anil Kumar (Chairman)
- Shri Amit Dalmia
- Shri. Pardip Asopa

COMPANY SECRETARY

Shri Davender Kumar

REGISTERED OFFICE

A -30, S-11, Second Floor,
Kailash Colony,
New Delhi – 110 048
TEL: 011- 26654053
FAX: 011- 26654052

Website: www.pgil.com

E-Mail: pgindustryLtd@gmail.com

BANKERS

Vijaya Bank
Defence Colony
New Delhi – 110 048

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

STATUTORY AUDITORS

M/s Vishal G Goel & Co.
(Chartered Accountants)
304, A. J. Chamber, Gali no. 4
Pyare Lal Road, Naiwala
Karol Bagh, New Delhi – 110 005
TEL: 011 -28751044

PLANT LOCATION

E - 236-237, Phase – II
RIICO Industrial Area
Behror, Rajasthan

REGISTRAR AND SHARE TRANSFER AGENTS

M/s MAS SERVICES LIMITED
T – 34, 2nd Floor
Okhla Industrial Area, Phase – II,
New Delhi - 110 020
TEL: 011-26387281/82
E-Mail: info@masserv.com

INVESTOR HELPDESK

Telephone: 011- 26654053
E-Mail: pgindustry ltd@gmail.com

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

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NOTICE

Notice is hereby given that the 21st Annual General Meeting of the Members of **M/s P G INDUSTRY LIMITED** will be held at A – 30, 2nd Floor, Kailash Colony, New Delhi – 110 048 on Tuesday 30th September, 2014 at 10.00 A. M. to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Annual Balance Sheet as at 31st March, 2014 and the Profit & Loss Account for the year ended on that date and the reports of Directors' and Auditors thereon.
2. To appoint a Director in place of Mr. Saket Dalmia, who retires by rotation and, being eligible, offers himself for reappointment.
3. To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of the Fourth Consecutive Annual General Meeting and to fix their remuneration.

**By Order of the Board
For P G INDUSTRY LIMITED**

**Place: New Delhi
Date: 30 August 2014**

**Sd/-
Davender Kumar
(Company Secretary)**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE VALID MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY AT A – 30, S-11, 2ND FLOOR, KAILSAH COLONY, NEW DELHI – 110 048, NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING. PROXY FORM IS ANNEXED.**
2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
5. The Register of members and share Transfer Books will remain closed from 22nd September, 2014 to 30th September, 2014 (both days inclusive).
6. The Members are requested to notify change of address, if any to, the company's Registrar & Transfer Agent, M/s **MAS Services Limited**, T – 34, 2nd Floor, Okhla Industrial Area, Phase – II, New Delhi – 110 020.
7. It will be appreciated that queries, if any, on the accounts and operations of the company are sent to the company 10 days in advance of the meeting so that the answer could be made readily available.
8. Recognizing the spirit of the Green Initiative in Corporate Governance initiated by the Ministry of Corporate Affairs, the Company proposes to send Annual Report and other documents/notices to shareholders to the e-mail address provided to the Depository/Company. Shareholders are requested to register and/or update email address with the respective Depository Participant or the Company, to ensure that documents from the Company reach their preferred email address.

9. Voting through Electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members, the facility to exercise their right to vote at the Twenty First Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"

- (iv) Now, enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and click on Login.
- (vi) If you are holding shares in DEMAT form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in DEMAT Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both DEMAT shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the DEMAT account/folio number in the PAN field. • In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB	Enter the Date of Birth as recorded in your DEMAT account or in the Company records for the said DEMAT account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your DEMAT account or in the Company records for the said DEMAT account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in DEMAT form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the DEMAT holders for voting for resolutions of any other company on which they are eligible to vote, provided that that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution, if you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If DEMAT account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- A. Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
 - B. The e-voting period commences on the Tuesday, 23rd September, 2014 (10:00 am) and ends on the Thursday, 25th September, 2014 (6:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in Dematerialized form, as on the cut-off date (record date) of the Friday, 29th August, 2014, may cast their vote electronically.
 - C. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- II. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of the Friday, 29th August, 2014.
 - III. Shri Neeraj Budhiraja, Practising Chartered Accountant has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - IV. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2)

witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

- V. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.pgil.com and on the website of CD SL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.
- VI. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 6.00 pm) on all working days, up to and including the date of the AGM of the Company.

PGIL

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

DIRECTORS' REPORT

To,
The Shareholders

Your Directors take pleasure in presenting the 21st Annual General Report of the Company together with the Audited Statement of the Accounts for the year ended on 31st March, 2014.

FINANCIAL HIGHLIGHTS		(₹ In Lacs)
PARTICULARS	31.03.2014	31.03.2013
Sales	5454.81	4606.95
Other Income	1.49	6.67
Total Income	3234.00	4613.62
Total Expenditure	3129.32	4441.85
Profit/ (Loss) before taxation, depreciation	104.98	171.77
Less: Depreciation	45.07	48.61
Profit/ (Loss) before taxation	59.91	123.16
Provision for Taxation	17.55	39.75
Deferred Tax Liabilities	3.86	1.95
Balance Surplus Carried to Balance Sheet	38.50	81.46

WORKING RESULTS

During the year under review, the Company achieved the sales turnover of ₹ 3232.81 Lacs as against ₹ 4606.95 Lacs of the previous financial year. The profit before tax and profit after tax are at ₹ 59.91 Lacs and ₹ 38.50 Lacs respectively for the Financial Year 2013-14 as against ₹ 123.16 Lacs and ₹ 81.46 Lacs for the previous financial year.

DIVIDEND

The Company is putting continuous effort to expand its existing infrastructure, so the Company is not in a position to declare any dividend for the year. Therefore no dividend is proposed to be declared.

DEPOSIT

The Company has not accepted any deposits from the public or its employees during the year under review.

CAPITAL

The paid up equity capital of the Company is ₹ 4,62,42,200 divided into 46,24,220 equity shares of ₹ 10 each. The Company has not come out with any share issue during the year.

INSURANCE

The Properties and insurable assets and interest of your Company such as buildings, plant & machinery and stocks among others, are adequately insured.

BONUS ISSUE

During the year the Company has not issued any bonus shares.

DIRECTORS

In accordance with the provisions of the Articles of Association of the Company, Mr. Saket Dalmia retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

SALES

During the year ended March 31, 2014, your company has gross sales of ₹ 34,46,01,167.00 /- as against ₹ 49,22,73,896.00 /- during the previous financial year.

FORWARD LOOKING STATEMENTS

This MD&A includes information that is forward-looking in nature. Such statements concern the future earnings of the Company, its operations, its financial results and its financial situation. Such forward-looking statements can be identified through use of expressions such as “believe”, “foresee”, “anticipate”, “estimate”, “expect” and other similar types of terms. Such statements are based on the information available at the time that they were made and on the good faith of management according to information available at this time. The statements include an element of uncertainty and the actual results may be significantly different from the assumptions and estimations described in the forward looking statements. The actual results will be affected by numerous factors over which the Company has no influence. Consequently, we recommend against placing undue trust in such forward-looking statements since future events and actual results may differ significantly from our forecasts.

The Industry: Opportunities & Threats

The Company's main business is cutting, finishing and trading of Imported Marbles, but it can be done only after the raw material has been purchased / imported. The Government of India has laid down certain policies for granting Import License, which is followed by strict rules and regulations. The person who gets the license can import the raw materials during the year.

P G Industry is exposed to risk of price fluctuation on raw materials as well as finished products in all its products as due to import of raw materials it has the risk of delaying or loss in the shipment which may cause rise in the price of the raw materials and finished goods too. Due to increase in the Import tariff or import duties it also affects the flexibility of the prices of the raw materials.

Business Outlook and Overview:

The main business of the Company is to Manufacture and Trading of Imported Marbles. The Company's strategy is to strengthen its business with the objective of long term growth. Its growth depends on the development of the Real Estate Sector. Now a day's Real Estate Sector is developing day by day and the demand for the Imported Marbles also increasing.

The Company's Import is based on the Government policies as laid by them. Its Import is on the basis of licensees granted by Ministry of Commerce & Industry, Government of India.

Internal Control Systems and Cost:

The Company has a proper and adequate system of internal controls to ensure that all the assets are safeguarded, protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly. The company conducts audit of various departments based on an annual audit plan through Senior Executive of the Company along with the head of finance department. The views of the statutory auditors are also considered to ascertain the adequacy of the internal control system.

Human Resource Development:

The Company believes that its human resources have been pivotal force to accelerate the growth of the organization right from its inception and it has been the company's continuous endeavour to create an environment where people excel and feel a sense of belongingness to the organization. The Company makes a continuous and concerted efforts not only to groom its human resources to meet with the present and future challenges in the field of Technology and Management functions but also focuses on providing an environment conducive for growth of employees and organization in the rapidly changing industrial scenario. To support the growing and expanding business needs, talent acquisition and development at all levels have been regularly groomed through need based training & development programmes organized by inviting expert faculties from outside as well as with the help of internal faculties the employees to attend specialized training programmes organized by the reputed training institutes in the country.

The Company has always remained conscious about the importance of safety, environment and health aspects and accordingly, training programmes on safety awareness, etc were organized in house during the year.

The Company is continuously endeavoring to improve industrial relations by proactive initiatives / actions and results, very harmonious, cordial and healthy industrial relations throughout the year led to an atmosphere conducive for the sustenance of growth and enrichment of value for the shareholders.

AUDITORS AND AUDITORS' REPORT

M/s. Vishal G Goel & Co., Chartered Accountants are re-appointed as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion of the fourth consecutive Annual General Meeting held thereafter, subject to ratification of the appointment by the members at every Annual General Meeting of the Company after the ensuing Annual General Meeting.

The Auditors have confirmed that, their appointment, if made, would be within the limits prescribed under Section 141(3) (g) of the Companies Act, 2013 and that they are not disqualified in terms of Section 139 of the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217(4AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the annual accounts for the financial year ended March 31, 2014 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the company for the year under review
- (iii) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (iv) That the directors had prepared the accounts for the financial year March 31, 2014 on a going concern basis.

SECRETARIAL AUDIT REPORT

As a measure of good corporate governance practice, the Board of Directors of the Company appointed M/s. R Miglani & Co., Company Secretaries, to conduct Secretarial Audit of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Pursuant to Section 217 (1)(e) of the Companies Act, 1956 read with the Companies (Disclosures of particulars in the report of the Board of Directors) Rules, 1988, the following information is provided:

A. CONSERVATION OF ENERGY

Our Company is not an energy intensive unit, however regular efforts are made to conserve energy.

B. RESEARCH AND DEVELOPMENT

The Company did not have any activity during the year.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year, the Company had Nil Foreign Exchange Earnings.

PERSONNEL UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956

There were no personnel in receipt of remuneration as prescribed under the provisions of Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

ACKNOWLEDGEMENT

Your Directors express their sincere thanks and appreciation for the cooperation received from the Investors, Shareholders, Banks and Business Associates during the year under review. Your Directors also wish to place on record their appreciation for the excellent performance and contribution of the Employees to the Company's progress during the year under review.

Place: New Delhi
Date: 14th August 2014

For and on behalf of the Board

Sd/-
AMIT DALMIA
(CHAIRPERSON)

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

REPORT ON CORPORATE GOVERNANCE

1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Corporate governance refers to the system by which corporations are directed and controlled. The governance structure specifies the distribution of rights and responsibilities among different participants in the corporation (such as the board of directors, managers, shareholders, creditors, auditors, regulators, and other stakeholders) and specifies the rules and procedures for making decisions in corporate affairs. Corporate Governance philosophy stems from our belief that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Corporate Governance philosophy is scripted as:

“As a good corporate citizen, the Company is committed to sound corporate governance based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success.”

We believe that our company shall go beyond adherence to regulatory framework. Our corporate structure, business and disclosure practices have been aligned to our Corporate Governance Philosophy. Transparency, accountability, fairness and intensive communication with stakeholders are integral to our functioning. We believe in system driven performance and performance oriented systems. We accord highest priority to these systems and protect the interests of all our shareholders, particularly the minority shareholders.

We have tried to blend growth and efficiency with governance and ethics. Our Board of Directors, guided by the mission statement, formulate strategies and policies having focus on optimizing value for various stakeholders like consumers, shareholders and the society at large.

In compliance with the disclosure requirements of Clause 49 of the Listing Agreement executed with the stock exchanges, the details are set out below:

2) COMPOSITION OF BOARD OF DIRECTORS:

- (A) As on March 31, 2014, the board comprised of Four Directors with an optimum combination of Executive, Non Executive and Independent Directors. The composition of the Board and category of Directors is as follows:

S. NO.	NAME OF DIRECTOR	CATEGORY
1	Shri Saket Dalmia	Promoter, Managing & Executive Director
2	Shri Amit Dalmia	Promoter & Non-Executive Director
3	Shri Anil Kumar	Independent Non-Executive Director
4	Shri Pardip Asopa	Independent Non-Executive Director

The composition of the Board is in conformity with the Clause 49 of the Listing Agreement entered into with the Stock Exchange. The Board meets regularly and is responsible for the proper direction and management of the Company.

The composition of the Board, number of meetings held, attendance of the Directors at the Board Meetings and last Annual General Meeting and number of Directorship and Chairmanship/Membership of committees in other companies in respect of each Director is given herein below:

<u>Name of Directors</u>	<u>Category</u>	Particulars of Attendance			Other Directorships*
		at Board Meetings held during 2013-2014		at AGM held on 28/09/2013	
		Held	Attended		
Mr. Saket Dalmia (Managing Director)	Promoter & Executive	11	11	Yes	14
Mr. Amit Dalmia (Director)	Promoter & Non-Executive	11	11	Yes	7
Mr. Anil Kumar (Director)	Independent Non - Executive	11	10	Yes	5
Ms. Pardip Asopa (Director)	Independent Non - Executive	11	10	Yes	2

* No. of other Directorships indicated above is inclusive of Directorship of Private/Public Limited companies as on March 31, 2014. None of the Directors is either Chairman or Member of committees in other companies.

(B) Date and No. of Board Meetings held

During the Financial year ended March 31, 2014, the Board met 11 (Eleven) times on 05th April 2013, 03rd May 2013, 30th May 2013, 13th June 2013, 24th July 2013, 13th August 2013, 30th August 2013, 28th September 2013, 13th November 2013, 27th January 2014 and 12th February 2014. Requisite quorum was present for all the meetings. The maximum gap between any two meetings did not exceed four months.

3. AUDIT COMMITTEE:

(A) As on March 31, 2014, the Audit Committee of the company comprises Three Non-Executive Directors, of which two of them are Independent. The Chairman of the committee is an independent Director having financial and accounting knowledge. The composition of Audit Committee and attendance of Directors at committee meetings is shown below:

<u>Name of the Director</u>	<u>Designation</u>	<u>Attendance at Committee Meetings</u>	
		<u>Held</u>	<u>Attended</u>
Mr. Pardip Asopa	Chairman	5	5
Mr. Amit Dalmia	Member	5	5
Mr. Anil Kumar	Member	5	5

Statutory Auditors were invited to participate in the meetings of Audit Committee wherever necessary.

(B) Meeting / Attendance:

During the financial year ended 31st March 2014 the Audit Committee of the company met five times. The dates of the meetings were 21st May 2013, 01st August 2013, 28th October 2013, 25th January 2014 and 24th March 2014.

(C) Terms of Reference:

The terms of reference of Audit committee cover the matters specified for audit committee under clause 49 of the Listing Agreement as well as in Section 292 A of the Companies Act, 1956. The Audit Committee has been granted powers as prescribed under Clause 49 II (C) of the Listing Agreement. Generally, all items listed in Clause 49 II (D) are covered in the terms of reference.

4. REMUNERATION COMMITTEE:

(A) As on March 31, 2014, the Remuneration Committee comprised of three Directors with Mr. Pardip Asopa as Chairman, Mr. Saket Dalmia and Mr. Anil Kumar as members. The terms of reference of the Remuneration Committee include fixation of salary, perquisites etc. of Managing/Executive Directors and for recommending the amount of commission payable to Executive Directors.

(B) The following are the details of the remuneration paid to Managing/Executive Directors during the Financial Year under discussion:

Name of the Director	Designation	Remuneration (Rs.)	Perquisites
Mr. Saket Dalmia	Managing Director	9,00,000	NIL

5. SHAREHOLDER'S GRIEVANCE COMMITTEE:

As on March 31, 2014, Shareholder's Grievance Committee comprised of Mr. Anil Kumar as Chairman of the committee and Mr. Amit Dalmia and Mr. Pardip Asopa as its members to look into redressal of shareholders and investors grievances with respect to transfer of share, dematerialisation of shares, non receipt of declared dividend or Annual report etc. and other matters relating to shareholder relationship. The Shareholders grievance committee met to take note of redressal of shareholders complaint, But the Company didn't receive any complaint during the year. All the members of the committee were present in meetings.

6. ANNUAL GENERAL MEETINGS:

The last three Annual General Meetings of the company were held at:

1. 03.30 P.M. on 28th September, 2013 at A-30, 2nd Floor, Kailash Colony, New Delhi-110 048;
2. 03.30 P.M. on 29th September, 2012 at A-30, 2nd Floor, Kailash Colony, New Delhi-110 048;
and
3. 04.00 P.M. on 30th September, 2011 at A-30, 2nd Floor, Kailash Colony, New Delhi – 110 048.

All resolutions moved at the last Annual General Meeting were passed by show of hands with the requisite majority of members attending the meeting.

7. DISCLOSURES:

The disclosures on related party transactions are as per Accounting Standard 18 issued by the Institute of Chartered Accounts of India are given in notes attached to the Balance Sheet.

There were no penalties, strictures imposed on the company by the Stock Exchange or SEBI or any Statutory Authority or any matter related to Capital Market during the last three years.

8. MEANS OF COMMUNICATION:

The means of communication between the Company and the shareholders are transparent and investor friendly. The Annual, Half yearly and Quarterly results are submitted to the Stock Exchange in accordance with Listing Agreement. All price sensitive information is intimated at the earliest to the Stock Exchanges. Management discussions and Analysis forms part of Annual Report, which is posted to the Shareholders of the Company.

- (i) Quarterly results are normally published in the Hindi and English language of Business Standards of Delhi edition.
- (ii) Quarterly results are also displayed on the Website of the Company.

www.pgil.com

9. CEO/CFO CERTIFICATION:

As required under Clause 49 of the Listing Agreement, a Certificate duly signed by Managing Director and Director was placed at the meeting of the Board of Directors held on 30th August 2014.

10. GENERAL SHAREHOLDER INFORMATION:

(i) The 21st Annual General Meeting of the Members of the Company is scheduled to be held on Tuesday the 30th day of September, 2014 at 10.00 A.M. at A- 30, 2nd Floor, Kailash Colony, New Delhi -110048.

(ii) **Financial calendar for the year 2013-14:**

Financial Year

: April 1, 2013- March 31, 2014

Adoption of Quarterly Results

First Quarter Unaudited Financial Results	August 13, 2013
Second Quarter Unaudited Financial Results	November 13, 2013
Third Quarter Unaudited Financial Results	February 12, 2014
Fourth Quarter audited Financial Results	May 30, 2014

(iii) **Details of Book Closure:**

From 22nd September 2014 to 30th September, 2014 (both days inclusive).

(iv) **Listing on Stock Exchanges:**

As on March 31, 2014, the Equity Shares of Company are listed at following Stock Exchanges:

(a) **Bombay Stock Exchange Limited, Mumbai**

Rotunda Building, P J Towers, Dalal Street, Mumbai- 400 001

(b) **The Delhi Stock Exchange Limited**

DSE House, 3/1, Asaf Ali Road, New Delhi – 110 002

(c) **The Calcutta Stock Exchange Limited**

7, Lyons Range, Kolkata – 700 001

(v) **Stock Code:**

Stock Code: **531281 (BSE)**

Demat ISIN: **INE 807H01015** (NSDL and CDSL)

(vi) **Market Price Data:**

YEAR	MONTH	HIGH (₹)	LOW (₹)	NO. OF SHARES
2013	April	11.50	10.10	4,510
2013	May	13.40	11.00	8,185
2013	June	13.75	11.60	4,361
2013	July	11.10	5.55	1,970
2013	August	8.90	5.40	1,730
2013	September	10.10	9.30	400
2013	October	11.50	10.20	1,739
2013	November	11.55	11.50	850
2013	December	11.50	11.50	0
2014	January	11.30	11.20	1,000
2014	February	11.30	11.30	60
2014	March	10.74	10.21	1,201

(vii) Postal Ballot:

One Special Resolution was passed by the Shareholders of the Company through postal ballot during the year ended March 31, 2014 for providing inter corporate guarantee under section 372A of the Companies Act, 1956.

(Viii) Registrar and Transfer Agents:

M/s MAS SERVICES PRIVATE LIMITED
T – 34, 2nd Floor
Okhla Industrial Area, Phase -II
New Delhi – 110 020
TEL: 011-26387281/82

(ix) Share Transfer System:

Presently the majority of Shares of the Company are in dematerialized form.

(x) Shareholding Pattern as on 31st March, 2014:

Categories	No. of Shares	% of Shareholding
Indian Promoters	17,80,339	38.50
Persons Acting in Concert	--	--
Institutional Investors	1,45,000	3.14
Bodies Corporate	16,63,499	35.97
Indian Public	10,35,382	22.39
Non Resident Indians	--	--
Total	46,24,220	100.00

(xi) Dematerialization of shares:

The Company has arrangement with National Securities Depository Limited (NSDL) as well as Central Depository Services (India) Limited (CDSL) for dematerialization of shares of the company with ISIN NO. INE807H01015 for both NSDL & CDSL.

Those shareholders who wish to know more about the same may contact the company's Registrar and Share Transfer Agent or Share Department of the company.

(xii) The Company has not issued any GDRs/ADRs/ warrants or any Convertible Instruments.

(xiii) Plant Location:

E-236,237 and I-2, Phase – II
RIICO Industrial Area
Behror, Rajasthan

(xiv) Code of Conduct:

The Board has laid down a code of conduct for all board members and senior management of the company. All the board members and senior management personnel have affirmed compliance with the code for the financial year ended 31st March, 2014.

(xv) Reconciliation of Share Capital Audit:

In compliance with SEBI (Depository & Participants) Regulations, 1996, reconciliation of share capital Audit was carried out by a qualified Practicing Company Secretary on a quarterly basis for the purpose of reconciliation of share capital held in depositories and in physical form with the total issued and listed capital of the Company. The Audit Report issued by the Practicing Company Secretary confirms that the total

issued/listed capital is in agreement with the total number of shares held in physical form and in dematerialized form with NSDL & CDSL.

(xvi) Code of prevention of Insider Trading Practices:

In compliance with SEBI Regulations on prevention of Insider trading, the Company has framed a comprehensive code of conduct for prevention of Insider trading practices in the equity shares of the Company. The same has been amended in line with the amended SEBI Regulations. The Code lays down the guidelines, which advises the connected persons mentioned in the code, on the procedure to be followed and disclosures to be made by them, while dealing with the shares of the company and cautioning them of the consequences of the violations.

(xvii) Whistle Blower Policy:

A formal whistle blower policy is not in place. The Company however takes cognizance of complaints, if any, made by the employees and others. Complaints are looked into and wherever necessary, suitable corrective measures are taken. No employee of the Company has been denied access to the Audit Committee of the Board of Directors.

(xviii) Address for correspondence:

Shareholder's Correspondence may be addressed to:

<u>Registered Office:</u> M/s P G INDUSTRY LIMITED A – 30, S-11, 2 nd Floor Kailash Colony New Delhi – 110 048 <u>Email: pgindustry ltd@gmail.com</u> Phone: 011-26654053	<u>OR</u>	<u>Registrar & Transfer Agent :</u> M/s MAS SERVICES LIMITED T – 34, 2 nd Floor, Okhla Industrial Area, Phase -II New Delhi – 110 020 <u>Email: info@masserv.com</u> Phone: 011-26387281
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P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

DECLARATION ON CODE OF CONDUCT

To
The Members of P G Industry Limited

All the Board members and the senior management personnel have, for the financial year ended 31st March, 2014 affirmed compliance with the code of conduct laid down by the Board of Directors of the company in terms of the Clause 49 of the listing agreement with stock exchange.

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

Chief Executive Officer (CEO) and Finance Head Certification

We, Saket Dalmia, Managing Director and Amit Dalmia, Director, to the best of our knowledge and belief, certify that:

- 1) We have reviewed financial statement and the cash flow statement for the year and that to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - b) These statements together present a true and fair view of the Company's affairs and are compliance with existing accounting standard, applicable laws and regulations.
- 2) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or which violate the company's code of conduct.
- 3) We are responsible for establishing and maintaining internal controls for financial reporting and we have:
 - a) Evaluated the effectiveness of internal control systems of the company pertaining to financial reporting;
 - b) Disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware.
 - c) The steps they have taken or propose to take to rectify these deficiencies.
- 4) We have indicated to the company's auditors and the Audit committee of the Board of Directors
 - (a) Significant changes that have occurred in the internal control over financial reporting during the year;
 - (b) All significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements;
 - (c) Instances of significant fraud, if any, of which we are aware and the involvement therein of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: New Delhi
Date: 14/08/2014

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)



Vishal G Goel & Co.
Chartered Accountants

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of P G Industry Limited

We have examined the compliance of Corporate Governance by P G Industry Limited (the Company) for the year ended on March 31, 2014 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 was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representation 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 *Listing Agreement*.

We state that no shareholder Complaint was received during the year as per the records maintained by the Shareholder's Grievance Committee.

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

For: Vishal G Goel & Co.
Chartered Accountants

Sd/-
Ca Vishal Goel
(Proprietor)
M. No. 094685

Place: New Delhi
Dated: 14th August, 2014

Address:

Head Office:

Chota Halwai Hatta
Sunaro Wali Gali
Sonapat-131001 (Haryana)

Second Office:

304, A. J. Chamber, Gali No. 04,
Pyare Lal Road, Naiwala
Karol Bagh, New Delhi-110005



Vishal G Goel & Co.
Chartered Accountants

Mobile No. +91-09212250265
Landline No. +91-011-28751044
Resident No. +91-0130-6450265
Mail ID vishal@cavishalgoel.com
vishalgguel@rediffmail.com

INDEPENDENT AUDITOR'S REPORT

To the Members of
P G Industry Limited

1. We have audited the accompanying financial statements of **P G Industry Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, 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 on the Financial Statements

2. 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 sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. 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.

Auditor's Responsibility

3. 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.
4. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal 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.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Vishal G Goel & Co.
Chartered Accountants

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Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
 - 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 Requirement

7. 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.
8. 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 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 Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;



Vishal G Goel & Co.
Chartered Accountants

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- e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For: Vishal G Goel & Co.
(Chartered Accountants)

Sd/-
Ca Vishal Goel
(Proprietor)
F.C.A., DISA
Membership No.- 094685
Firm Regn. No.- 020330 N

Place: New Delhi
Date: 30 May 2014



Vishal G Goel & Co.
Chartered Accountants

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Annexure to Auditors' Report for the year ended on 31st March, 2014

The Annexure referred to in paragraph 7 of the Our Report of even date to the members of P G Industry Limited on the accounts of the company for the year ended 31st March, 2014.

- 1) a) The company has maintained proper records showing full particulars including quantitative details and situations of fixed assets.
b) We are informed that management has carried out the physical verification of a portion of the fixed assets, which is considered reasonable having regard to the size of the Company and the nature of its business and no material discrepancies have been noticed on such physical verification to the extent verification was made during the year.
c) The company has not disposed off any part of its fixed assets so as to affect its going concern assumptions.
- 2) a) As explained to us physical verification of inventory has been conducted by the management during the year at reasonable intervals.
b) In our opinion, procedure of physical verification of the inventories followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
c) The Company has maintained proper records of inventories and no material discrepancies were noticed on physical verification.
- 3) a) The company has not granted interest free unsecured loans to any party covered in the register maintained under section 301 of the Companies Act, 1956.
b) The loans has been provided free of interest and the loans are repayable on demand.
c) Since loans are interest free and are repayable on demand, and hence there is no irregularity in receipt of these amounts.
d) The amount overdue is Nil and hence no steps are required to be taken for recovery.
e) The company has taken unsecured loan of ₹ 6,56,846.00 /- from one party covered in the register maintained under section 301 of the Companies Act, 1956.
f) The loans have been taken free of interest and are repayable on demand, and hence there is no irregularity in payment of these amounts.
f) The amount overdue is Nil and hence no steps are required to be taken for recovery.



Vishal G Goel & Co.
Chartered Accountants

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- 4) In our opinion and according to the information and explanation given to us, there are adequate internal control systems commensurate with the size of the company and the nature of its business with regard to purchase of inventories, fixed assets and for the sale of goods and services. Further on the basis of our examination of the books and records of the company, and according to the information and explanation given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in internal control systems.
- 5) According to the information and explanation given to us, we are of opinion that there are no contract or arrangements referred to in Section 301 of the Act during the year that need to be entered into the register maintained under that Section. Accordingly, clause (v) (b) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 is not applicable to the company for the current year.
- 6) According to the information and explanation given to us, the company has not accepted any deposits during the year from the public within the meaning of the sections 58A, 58AA or any other relevant provision of the Act and the rules framed there.
- 7) The Company has adequate Internal Audit system commensurate with its size and nature of its business.
- 8) As per information & explanation given by the management, maintenance of cost records has been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.
- 9) According to the information and explanation given to us, in our opinion, the company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty and Excise Duty, Cess and any other material statutory dues as applicable with appropriate authorities. There are no undisputed amount payable in respect of such statutory which have remained outstanding as at 31st March, 2014 for a period more than six months from the date they became payable.
- 10) The company has accumulated profit of ₹ 564.12 lacs at the end of the financial year 2013-14 and has earned profit after tax in current financial year of ₹ 38.50 lacs.
- 11) According to the records of the company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of its dues to banks and financial institutions.
- 12) The company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures or other securities.
- 13) The provisions of any Special Statute applicable to Chit Fund, Nidhi Fund or Mutual Benefit Fund/Societies are not applicable to the company.



Vishal G Goel & Co.
Chartered Accountants

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- 14) In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments.
- 15) According to the information and explanation given to us, the company has given a guarantee in favour of M/s. Priceless Overseas Limited for loan taken from Vijaya Bank, Defence Colony, New Delhi.
- 16) As per information and explanation given to us, the company has not obtained any term loan during the year.
- 17) According to the information and explanation given to us and on an overall examination the Balance Sheet of the company, we report that no fund raised on short term basis have been used for long term investment.
- 18) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year.
- 19) The company has not issued any equity shares and debentures during the year.
- 20) The company has not raised any money by way of public issue during the year.
- 21) No fraud on or by the Company has been noticed or reported during the year.

For: Vishal G Goel & Co.
(Chartered Accountants)

Sd/-
Ca Vishal Goel
(Proprietor)
F.C.A., DISA
Membership No.- 094685
Firm Regn. No.- 020330 N

Place: New Delhi
Date: 30 May 2014

P G Industry Limited
Balance Sheet as at 31st March, 2014

(Amount in ₹)

Balance Sheet as at 31st March, 2014

Particulars	Notes	Audited	Audited
		31/Mar/2014	31/Mar/2013
Equity and liabilities			
Shareholder's funds			
Share capital	3	46,242,200.00	46,242,200.00
Reserves and surplus	4	56,411,833.62	52,562,166.95
		102,654,033.62	98,804,366.95
Non-current liabilities			
Long-term borrowings	5	72,747,220.91	68,040,555.43
Long-term provisions	7	80,780.00	73,780.00
		72,828,000.91	68,114,335.43
Current liabilities			
Short-term borrowings	8	142,060,356.13	150,804,914.40
Trade payables	9	16,846,630.00	16,535,498.00
Other current liabilities	9	55,463,277.98	51,367,230.77
Short-term provisions	7	1,628,556.00	2,474,998.00
		215,998,820.11	221,182,641.17
TOTAL		391,480,854.64	388,101,343.55
Assets			
Non-current assets			
Fixed assets			
Tangible assets	10	93,226,514.72	89,984,305.72
Non-current investments	11	114,381.00	114,381.00
Deferred tax assets (net)	6	1,667,255.00	2,053,179.00
		95,008,150.72	92,151,865.72
Current assets			
Inventories	14	182,152,472.00	164,514,360.00
Trade receivables	13	79,054,185.90	103,230,690.30
Cash and bank balances	15	867,483.02	1,395,619.53
Short-term loans and advances	12	34,398,563.00	26,808,808.00
		296,472,703.92	295,949,477.83
TOTAL		391,480,854.64	388,101,343.55

Summary of significant accounting policies 2

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For Vishal G Goel & Co.
Chartered Accountants

As approved
For and on behalf of the Board of Directors

Sd/-
Ca Vishal Goel
(Proprietor)
Membership No.- 094685
Firm Regn. No.- 020330 N
Place: Delhi
Date: 30th May, 2014

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

Sd/-
Davender Kumar
Company Secretary

P G Industry Limited

(Amount in ₹)

Statement of Profit and Loss for the period ended 31st March, 2014

Particulars	Notes	Audited	Audited
		31/Mar/2014	31/Mar/2013
Income			
Revenue from operations (gross)	16	344,601,167.00	492,273,896.00
Less: Excise duty		2,152,164.00	1,768,977.00
Less: Sales Tax		19,167,734.00	29,810,089.00
Revenue from operations (net)	16	323,281,269.00	460,694,830.00
Other income	17	149,095.00	667,442.00
Total Revenue (I)		323,430,364.00	461,362,272.00
Expenses			
Cost of Materials Consumed	18	246,970,520.06	346,076,514.39
Employee benefit expenses	19	6,533,122.00	8,567,537.00
Other expenses	20	36,701,576.26	60,565,720.91
Total (II)		290,205,218.32	415,209,772.30
Earning before depreciation and amortization, finance costs and taxes (I-II)		33,225,145.68	46,152,499.70
Depreciation and amortisation expense	10	4,507,337.00	4,861,164.00
Finance costs	21	22,726,726.01	28,975,048.62
Total (III)		27,234,063.01	33,836,212.62
Profit Before Tax (I-II-III)		5,991,082.67	12,316,287.08
Tax Expenses			
Current Year tax		1,628,556.00	3,974,998.00
Deferred tax charge / (credit)		385,924.00	194,501.00
Income tax adjustment for earlier years		126,936.00	-
Total Tax Expense		2,141,416.00	4,169,499.00
Profit for the year		3,849,666.67	8,146,788.08
Earnings per share	22	0.83	1.76
Basic and diluted [Nominal value of shares Rs 10/- (Previous year Rs 10/-)]			
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For Vishal G Goel & Co.
Chartered Accountants

As approved
For and on behalf of the Board of Directors

Sd/-
Ca Vishal Goel
(Proprietor)
Membership No.- 094685
Firm Regn. No.- 020330 N
Place: Delhi
Date: 30th May, 2014

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

Sd/-
Davender Kumar
Company Secretary

P G Industry Limited
Cash Flow Statement for the year ended 31st March, 2014

(Amount in ₹)

Particulars	31/Mar/2014	31/Mar/2013
A. Cash flow from operating activities		
Net Profit before Tax	5,991,082.67	12,316,287.08
Adjustments for		
Depreciation and amortisation expense	4,507,337.00	4,861,164.00
Rental Income	(72,000.00)	(72,000.00)
(Profit) on sale of current investments		-
Interest income	(77,095.00)	(49,282.00)
Interest expense	22,726,726.01	28,975,048.62
Operating profit before working capital changes	33,076,050.68	46,031,217.71
Movement in working capital:		
(Increase)/Decrease in Trade Receivables	24,176,504.40	(1,305,435.49)
(Increase)/Decrease in Inventories	(17,638,112.00)	(11,025,368.00)
(Increase)/Decrease in Current Loans and Advances	(7,589,755.00)	52,807,116.64
(Decrease)/Increase in Trade Payables	311,132.00	(14,637,330.00)
(Decrease)/Increase in Other Current Liabilities	4,096,047.21	(11,328,174.83)
(Decrease)/Increase in Long term provisions	7,000.00	7,000.00
Cash generated from operations	36,438,867.29	60,549,026.03
Direct taxes paid	(2,601,934.00)	(4,374,331.00)
Net cash generated from operating activities (A)	33,836,933.29	56,174,695.03
B. Cash flow from investing activities		
Purchase of fixed assets, CWIP and capital advance	(7,749,546)	(1,790,964.00)
Sale of Current Investments		
Rent Received	72,000.00	72,000.00
Interest received	77,095.00	49,282.00
Net cash (used in) investing activities (B)	(7,600,451.00)	(1,669,682.00)
C. Cash flow from financing activities		
Proceeds / (Repayment) of long term borrowings	4,706,665.48	(2,781,954.69)
Proceeds from / (Repayment of) short term borrowings	(8,744,558.27)	(23,759,923.79)
Interest paid	(22,726,726.01)	(28,975,048.62)
Net cash generated from / (used in) financing activities (C)	(26,764,618.80)	(55,516,927.10)
Net Increase in cash and cash equivalents (A+B+C)	(528,136.51)	(1,011,914.06)
Cash and cash equivalents at the beginning of the year	1,395,619.53	2,407,533.59
Cash & cash equivalents at the end of the year	867,483.02	1,395,619.53

P G Industry Limited

(Amount in ₹)

Cash Flow Statement for the year ended 31st March, 2014

Particulars	31/Mar/2014	31/Mar/2013
Components of cash & cash equivalents as at 31 March, 2014		
Cash on hand	370,685.24	233,661.24
Balances with Scheduled banks:		
On Current accounts	79,627.78	776,003.29
On Fixed deposit accounts	417,170	385,955.00
Balances with non-scheduled banks - on current account		-
	<u>867,483.02</u>	<u>1,395,619.53</u>

Notes:

- 1 The above Cash Flow Statement has been prepared under the "Indirect Method" as stated in Accounting Standard 3 on Cash Flow Statements issued by The Institute of Chartered Accountants of India.
- 2 Negative Figures have been shown in brackets.

As per our report of even date
For Vishal G Goel & Co.
Chartered Accountants

Sd/-
Ca Vishal Goel
(Proprietor)
Membership No.- 094685
Firm Regn. No.- 020330 N
Place: Delhi
Date: 30th May, 2014

As approved
For and on behalf of the Board of Directors

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

Sd/-
Davender Kumar
Company Secretary

P G Industry Limited
Notes to financial statements for the year ended 31st March 2014

1 Nature of Operations

P G Industry Limited (hereinafter referred to as 'the Company') was incorporated on December 13, 1993 and is engaged in the manufacturing and selling of Marble Blocks/Slabs.

2 Statement of Significant Accounting Policies

a Basis of preparation of Financial Statements

The accounts of the Company are prepared on going concern basis, under the historical cost convention, as per applicable accounting standards and generally accepted Accounting principles, and the company adopts the accrual basis in the preparation of the accounts, unless otherwise stated.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

b Tangible fixed assets

i) Fixed Assets are stated at original cost of acquisition and includes insurance, freight, Finance Charge and installation expenses.

ii) The costs of leasehold land shown in the balance sheet represent the consideration paid to RIICO at the time of transfer in favour of the Company.

c Depreciation

Depreciation on assets is provided on the straight line method at the rates computed based on estimated useful life of the assets which are equal to corresponding rates specified in Schedule XIV to the Companies Act, 1956.

Lease hold land is not depreciable.

d Impairment of tangible and intangible assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value, an impairment loss is charged to the statement of profit and loss in the year in which asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been change in the estimate of recoverable amount. No impairment Profit or Loss has been identified during the year.

e Valuation of Inventories

Inventories are valued as follows:

Inventories are valued at cost. Cost includes cost for manufactured goods/process stock components of material, custom duty, shipping freight, inland freight, transportation cost, consumables and labour charges etc. Closing stock has been calculated following FIFO method.

f Foreign currency transactions

Transactions in the foreign exchange are recorded at prevailing rate on/or near to the date of transaction. All exchange gains and losses are accounted for in the Profit and Loss Account.

g Revenue recognition

(i) Sale of goods

Revenue is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods.

(ii) Income from Job Work

Revenue from Job Work Contracts is recognized on an accrual basis in accordance with the terms of the accounting policy adopted by the company

h Segment Reporting Policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

i Retirement and other employee benefits

Retirement benefits in the form of Provident Fund are defined contribution schemes and the contributions are charged to the Profit and Loss Account of the year when the contribution to the fund is due. There are no other obligations other than the contribution payable to that fund.

j Income tax

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

k Earning Per share

Basic Earning Per Share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating Diluted Earning Per Share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

l Provision, Contingent liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

m Cases filed for recovery of Dues

During the year Company has filed Civil Suit against two parties for Recovery of total amount of Rs.59,22,201/- towards sale proceeds. Company is hope full of favourable decision. However in case of non recovery or short recovery of outstanding dues, profits and debtors of the company will be reduced accordingly

P G Industry Limited**(Amount in ₹)****Notes to financial statements for the Period ended 31st March, 2014****Audited****Audited****3. Share capital**

Particulars	31/Mar/14	31/Mar/13
Authorised shares		
70,00,000 (Previous year 70,00,000) equity shares of Rs. 10/- each	70,000,000.00	70,000,000.00
Issued, subscribed and fully paid-up shares		
46,24,220 (Previous year 46,24,220) equity shares of Rs. 10/- each fully paid up	46,242,200.00	46,242,200.00
Total subscribed and fully paid-up share capital	46,242,200.00	46,242,200.00

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year

Equity shares	31/Mar/14		31/Mar/13	
	No. of shares	(Rs.)	No. of shares	(Rs.)
At the beginning of the year	4,624,220	46,242,200.00	4,624,220	46,242,200.00
Outstanding at the end of the year	4,624,220	46,242,200.00	4,624,220	46,242,200.00

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

(c) Details of shareholders holding more than 5% shares in the Company

Particulars	31/Mar/14		31/Mar/13	
	No. of shares	% holding in the class	No. of shares	% holding in the class
Equity shares of Rs. 10/- each fully paid				
VPS Constructions (P) Ltd.	690,509	14.93	884,345	19.12
PSH Constructions (P) Ltd.	867,890	18.77	866,085	18.73
Newlook Vinimay Pvt. Ltd.	753,114	16.29	553,264	11.96
Vishal Enclave Pvt. Ltd.	278,032	6.01	278,182	6.02
Capetown Merchandise Pvt. Ltd.	269,753	5.83	269,353	5.82

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

4. Reserves and surplus

Particulars	31/Mar/14	31/Mar/13
Surplus in the statement of profit and loss		
Balance as per the last financial statement	52,562,166.95	44,415,378.87
Profit for the year	3,849,666.67	8,146,788.08
Net surplus in the statement of profit and loss	56,411,833.62	52,562,166.95
Total reserves and surplus	56,411,833.62	52,562,166.95

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited
(Amount in ₹)
Notes to financial statements for the Period ended 31st March, 2014

	Audited	Audited
5. Long-term borrowings	Non-current portion	Non-current portion
Particulars	31/Mar/14	31/Mar/13
Term Loans		
Secured Loans		
-From HDFC Bank	580,688.52	1,655,706.86
(Secured against Hypothecation of Vehicle financed)		
Unsecured Loans		
-From Directors & Relatives	656,845.91	562,563.91
-From Others	72,090,375.00	66,897,303.00
	73,327,909.43	69,115,573.77
The above amount includes		
Secured borrowings	580,688.52	1,655,706.86
Unsecured borrowings	72,747,220.91	67,459,866.91
Amount disclosed under the head "other current liabilities" (refer note 9)	(580,688.52)	(1,075,018.34)
Net amount	72,747,220.91	68,040,555.43

6. Deferred tax Assets (net)

Particulars	31/Mar/14	31/Mar/13
Deferred tax assets		
Impact of expenditure charged to the statement of profit and loss in the current year/ earlier years but allowable for tax purposes on income basis	6,336,035.00	6,336,035.00
Gross deferred tax assets (A)	6,336,035.00	6,336,035.00
Deferred tax liabilities		
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	4,668,780.00	4,282,856.00
Gross deferred tax liabilities (B)	4,668,780.00	4,282,856.00
Net deferred tax assets (A-B)	1,667,255.00	2,053,179.00

7. Provisions

	Long term		Short term	
Particulars	31/Mar/14	31-Mar-13	31/Mar/14	31-Mar-13
Provision for employee benefits				
Provision for gratuity	80,780.00	73,780.00	-	-
	80,780.00	73,780.00	-	-
Other provisions				
Income tax provision	-	-	1,628,556.00	2,474,998.00
	-	-	1,628,556.00	2,474,998.00
	80,780.00	73,780.00	1,628,556.00	2,474,998.00

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited**(Amount in ₹)****Notes to financial statements for the Period ended 31st March, 2014****Audited****Audited****8. Short-term borrowings**

Particulars	31/Mar/14	31/Mar/13
Cash credit facilities from banks (secured)	142,060,356.13	150,804,914.40
	<u>142,060,356.13</u>	<u>150,804,914.40</u>
The above amount includes:		
Secured borrowings	142,060,356.13	150,804,914.40
Unsecured borrowings		-
	<u>142,060,356.13</u>	<u>150,804,914.40</u>

Cash credit facility / Working Capital Loan from Vijaya Bank, Defence Colony amounting to Rs. 1420.60 lacs (Previous year Rs. 1508.05 lacs) together with interest and other charges are secured by way of hypothecation of all Company's Stock in trade and Book Debts, both present and future. This facility is further secured by way of hypothecation of immovable fixed assets of the company as well as of its associate companies and personal guarantee of the directors.

9. Other current liabilities

Particulars	31/Mar/14	31/Mar/13
Trade payables	16,846,630.00	16,535,498.00
	<u>16,846,630.00</u>	<u>16,535,498.00</u>
(A)		
Other liabilities		
Current maturities of long term borrowings (refer note 5)	580,688.52	1,075,018.34
Others:		
Payable towards capital goods	809,387.00	422,247.00
Advances from customers	6,852,192.00	19,530,001.00
Sales tax/ VAT payable	2,151,184.00	1,320,335.00
Other payables	44,623,354.46	28,488,500.43
Service tax payable	143,354.00	177,508.00
TDS payable	285,264.00	334,273.00
EPF Payable	13,175.00	14,283.00
ESI Payable	4,679.00	5,065.00
	<u>55,463,277.98</u>	<u>51,367,230.77</u>
(B)		
Total (A+B)	<u>72,309,907.98</u>	<u>67,902,728.77</u>

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited

Notes to financial statements for the year ended 31st March 2014

(Amount in ₹)

10. Tangible assets

Fixed Assets	Rate of Dep.		Gross Block					Accumulated Depreciation					Net Block	
			As at 31 March 2013	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	As at 31 March 2014	As at 31 March 2013	Depreciation charge for the year	Adjustment due to revaluations	On disposals	As at 31 March 2014	As at 31.03.2014	As at 31.03.2013
Land (Lease Hold)			1,308,609.50	29,290.00			1,337,899.50	-	-			-	1,337,899.50	1,308,609.50
Land (Lease Hold) New			42,675,980.00	-			42,675,980.00	-	-			-	42,675,980.00	42,675,980.00
Factory Building	3.34%		7,333,972.86	-			7,333,972.86	4,074,570.59	244,955.00			4,319,525.59	3,014,447.27	3,259,402.27
Building - Labour Room	1.63%		3,846,341.00	-			3,846,341.00	120,411.00	62,696.00			183,107.00	3,663,234.00	3,725,930.00
Plant & Machinery	4.75%		40,802,142.60	6,711,069.00			47,513,211.60	12,965,752.94	1,949,458.00			14,915,210.94	32,598,000.66	27,836,389.66
Furniture & Fixture	6.33%		752,541.00	-			752,541.00	702,217.83	47,636.00			749,853.83	2,687.17	50,323.17
Office Equipment	4.75%		4,712,275.73	199,800.00			4,912,075.73	1,199,729.05	230,427.00			1,430,156.05	3,481,919.68	3,512,546.68
Vehicle	9.50%		10,811,865.00	-			10,811,865.00	4,086,152.80	1,027,131.00			5,113,283.80	5,698,581.20	6,725,712.20
Computer	16.21%		885,760.24	-			885,760.24	398,426.00	143,586.00			542,012.00	343,748.24	487,334.24
Blades/Segments	100.00%		555,905.00	253,482.00			809,387.00	153,827.00	801,448.00		(555,905.00)	399,370.00	410,017.00	402,078.00
Total			113,685,392.93	7,193,641.00	-	-	120,879,033.93	23,701,087.20	4,507,337.00	-	(555,905.00)	27,652,519.21	93,226,514.72	89,984,305.72
Previous Year			113,807,802.93	(122,410.00)	-	-	113,685,392.93	20,753,297.20	4,861,164.00	-	(1,913,374.00)	23,701,087.20	89,984,305.72	93,054,505.72

Note:

Fixed asset on which depreciation has been charged @100% amounting to Rs. 555905/- having no residual value have been deducted from the Gross block as well as from the depreciation bl

For and on behalf of the Board of Directors

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited
(Amount in ₹)
Notes to financial statements for the Period ended 31st March, 2014
Audited
Audited
11. Non-current investments

Particulars	31/Mar/14	31/Mar/13
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Trade investments (valued at cost unless stated otherwise)
Unquoted equity instruments

Investment in other body corporates 114,381.00 114,381.00

114,381.00

114,381.00

12. Loans and advances
Non-current
Current

Particulars	31/Mar/14	31/Mar/13	31/Mar/14	31/Mar/13
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Security Deposits

Secured, considered good - -

Unsecured, considered good 1,542,800.00 1,742,800.00

(A) - - 1,542,800.00 1,742,800.00

Advances recoverable in cash or in kind or for value to be received, considered good unless stated otherwise

Secured, considered good - -

Unsecured, considered good 159,697.00 1,146,348.00

(B) - - 159,697.00 1,146,348.00

Others loans and advances
Unsecured, considered good

Income Tax Refund due 298,640.00 298,640.00

Income Tax Refund due AY 2009-10 146,769.00 146,769.00

Income Tax Refund due AY 2010-11 6,839.00 6,839.00

Income Tax Refund due AY 2011-12] 853,679.00 853,679.00

Income Tax Refund due AY 2012-13] 155,022.00 155,022.00

Tax Deducted at Source [AY 2013-14] - 81,934.00

Tax Deducted at Source [AY 2014-15] 55,806.00 -

Modvat Credit on Excise Duty Receivable 17,370,561.00 15,685,429.00

Excise Duty Receivable on Capital Goods - 137,459.00

E. Cess 2% Receivable on Capital Goods 177.00 6,372.00

E. Cess 1% Receivable on Capital Goods 76.00 3,174.00

E. Cess 2% Receivable on Cenvet Credit 208.00 23,244.00

E. Cess 1% Receivable on Cenvet Credit 26.00 11,559.00

Intt on Security Electricity Behror Receivable 37,432.00 23,641.00

Additional Custom Duty Receivable on Slabs 5,772,299.00 3,189,397.00

Prepaid expenses 360,175.00 987,370.00

Vat Input Credit - 1,042,560.00

Input Service Tax - 126,703.00

Advance to Suppliers 5,138,357.00 1,139,869.00

Advance Custom Duty 2,500,000.00 -

(C) - - 32,696,066.00 23,919,660.00

Total (A+B+C)

- - 34,398,563.00 26,808,808.00

For P G INDUSTRY LIMITED

Sd/-

Saket Dalmia
(Managing Director)

Sd/-

Amit Dalmia
(Director)

P G Industry Limited
(Amount in ₹)
Notes to financial statements for the Period ended 31st March, 2014
Audited
Audited

13. Trade receivables	Non-current		Current	
Particulars	31/Mar/14	31/Mar/13	31/Mar/14	31/Mar/13

Unsecured, considered good unless stated otherwise
Outstanding for a period exceeding six months from the date they are due for payment

Unsecured, considered good			15,453,374.50	13,829,381.50
Secured, considered good			-	-

(A)	-	-	15,453,374.50	13,829,381.50
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Other receivables

Unsecured, considered good			63,600,811.40	89,401,308.80
Secured, considered good			-	-

(B)	-	-	63,600,811.40	89,401,308.80
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Total (A + B)	-	-	79,054,185.90	103,230,690.30
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14. Inventories(valued at lower of cost & net realisable value)	Non-current		Current	
Particulars	31/Mar/14	31/Mar/13	31/Mar/14	31/Mar/13

Raw materials			34,160,716.00	35,710,628.00
Stores and spare			325,650.00	341,134.00
Finished goods			147,666,106.00	128,462,598.00
	-	-	182,152,472.00	164,514,360.00

15. Cash and bank balances	Non-current		Current	
Particulars	31/Mar/14	31/Mar/13	31/Mar/14	31/Mar/13

Cash and cash equivalents

Balances with banks:

On current accounts			79,627.78	776,003
Cash in hand			370,685.24	233,661

(A)	-	-	450,313.02	1,009,664.53
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Other bank balances:

Deposits with original maturity of more than 12 months			417,170.00	385,955.00
Deposits with original maturity of more than 3 months but less than 12 months			-	-

(B)	-	-	417,170.00	385,955.00
------------	---	---	------------	------------

Total (A + B)	-	-	867,483.02	1,395,619.53
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For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited**(Amount in ₹)**

Notes to financial statements for the Period ended 31st March, 2014

Audited**Audited****16. Revenue from operations**

Particulars	31/Mar/14	31/Mar/13
Revenue from operations		
Sale of products	344,238,467.00	489,676,174.00
Job Work	362,700.00	2,597,722.00
Revenue from operations (gross)	344,601,167.00	492,273,896.00
Less: Excise duty	2,152,164.00	1,768,977.00
Less: Sales Tax	19,167,734.00	29,810,089.00
Revenue from operations (net)	323,281,269.00	460,694,830.00

17. Other income

Particulars	31/Mar/14	31/Mar/13
Interest on Bank / Security deposits	77,095.00	49,282.00
Rent Received	72,000.00	72,000.00
Commission Received	-	546,160.00
	149,095.00	667,442.00

18. Cost of Materials Consumed

Particulars	31/Mar/14	31/Mar/13
Inventory at the beginning of the year	164,173,226.00	153,110,788.00
Add : Purchases & Direct Expenses	264,624,116.06	357,138,952.39
Less : Inventory at the end of the year	181,826,822.00	164,173,226.00
	246,970,520.06	346,076,514.39

19. Employee benefit expense

Particulars	31/Mar/14	31/Mar/13
Salary & Wages	5,947,688.00	7,987,387.00
Contribution to Provident and other funds	128,059.00	170,896.00
Provision for Gratuity	7,000.00	7,000.00
Staff Welfare	450,375.00	402,254.00
	6,533,122.00	8,567,537.00

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited**(Amount in ₹)****Notes to financial statements for the Period ended 31st March, 2014****Audited****Audited****20. Other Expenses**

Particulars	31/Mar/14	31/Mar/13
Consumption of stores and spares	9,396,220.00	24,677,085.00
Power and fuel	2,681,419.00	3,155,276.00
Other Manufacturing expenses	1,111,248.00	1,522,053.00
Repairs and maintenance:		
-Plant and machinery	179,626.00	584,899.00
-Godown	858,654.00	766,639.00
Rent	1,902,000.00	1,970,400.00
Rates, Fees and taxes	850,010.00	1,215,826.60
Insurance	352,882.95	398,026.00
Travelling and conveyance	6,087,148.00	7,857,812.22
Communication costs	1,024,291.69	1,164,370.72
Printing and stationary	185,927.00	348,371.00
Legal and professional fees	568,284.00	541,386.00
Directors' Remuneration	1,500,000.00	1,680,000.00
Electricity and diesel expenses	1,247,040.57	1,256,930.43
Payments to auditor	50,000.00	50,000.00
Freight and forwarding charges	1,459,242.00	3,507,693.00
Vehicle running and maintenance	1,461,350.69	1,170,374.23
Security and other service charges	44,946.00	291,777.00
Discount allowed	283,324.00	582,532.16
Advertisement and sales promotion	3,343,144.00	5,711,928.02
Bank charges	1212360.85	1,398,554.48
Penalty	7,020.00	6,700.00
Donation	36,100.00	23,000.00
Miscellaneous expenses	859,337.51	684,087.05
	36,701,576.26	60,565,720.91

21. Finance costs

Particulars	31/Mar/14	31/Mar/13
Interest expense	22,726,726.01	28,975,048.62
	22,726,726.01	28,975,048.62

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited**(Amount in ₹)****Notes to financial statements for the Period ended 31st March, 2014****Audited****Audited****22. Earning per equity share**

Particulars	31/Mar/14	31/Mar/13
Net profit as per profit and loss statement	3,849,666.67	8,146,788.08
No. of equity shares at the beginning and closing of the period / year	4,624,220	4,624,220
Weighted average number of equity shares for calculating basic and diluted EPS	4,624,220	4,624,220
Basic and Diluted earnings per share (Rs.)	0.83	1.76

23. Auditor's Remuneration:-

Particulars	31/Mar/14	31/Mar/13
Audit fees	22,500.00	22,500.00
Tax audit fees	7,500.00	7,500.00
Limited review	20,000.00	20,000.00
Total	50,000.00	50,000.00

24. Segment Information**Primary Segments**

The following is the distribution of the Company's consolidated sales (net of Excise duty & Sales Tax) by geographical market, regardless of where the goods were produced.

Particulars	31/Mar/14	31/Mar/13
Domestic Market	323,281,269.00	460,694,830.00
Overseas Markets	-	-
Total	323,281,269.00	460,694,830.00

25. Contingent liabilities (not provided for) in respect of

Particulars	31/Mar/14	31/Mar/13
(a) Corporate Guarantee given in favour of the party in respect of which the Company is an associate	92,500,000.00	92,500,000.00
Total	92,500,000.00	92,500,000.00

26.1 Value of Imports calculated on CIF Basis (on accrual basis)

Particulars	31/Mar/14	31/Mar/13
Raw materials	98,270,538.00	66,863,729.00
	98,270,538.00	66,863,729.00

26.2 Earnings in Foreign Currency (on accrual basis)

Particulars	31/Mar/14	31/Mar/13
Exports at F.O.B value	-	-
	-	-

26.3 Expenditure in Foreign Currency (on accrual basis)

Particulars	31/Mar/14	31/Mar/13
Travelling	4,983,379.00	5,319,699.00
	4,983,379.00	5,319,699.00

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

27. Quantity Details

Class of Goods	Marble Slabs		Marble Blocks	
	31/Mar/14	31/Mar/13	31/Mar/14	31/Mar/13
Particulars	Qty (SQFT)	Qty (SQFT)	QTY (M.T.)	QTY (M.T.)
Opening Stock	792,613	699,899	1,191	1,855
Value (Rs.)	128,462,598	106,631,809	35,710,628	46,478,979
Purchase/ Processed	1,254,004	1,994,291	3,752	3,448
Sales/ Processed	1,233,512	1,901,577	3,624	4,112
Closing Stock	813,105	792,613	1,319	1,191
Value (Rs.)	147,666,106	128,462,598	34,160,716	35,710,628

28. Imported and indigenous raw materials, components, stores and spares consumed

Particulars	% of total consumption		(₹)	(₹)
	31/Mar/14	31/Mar/13	31/Mar/14	31/Mar/13
Raw materials				
Imported	49.87%	25.22%	123,158,703.06	87,279,850.39
Indigenously obtained	50.13%	74.78%	123,811,817.00	258,796,664.00
	100%	100%	246,970,520.06	346,076,514.39
Stores and spares				
Imported	0.00%	0.00%	-	-
Indigenously obtained	100.00%	100.00%	9,396,220.00	24,677,085.00
	100%	100%	9,396,220.00	24,677,085.00

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

29. Related party disclosures

- (a) Key Management Personnel
- Mr. Saket Dalmia (Managing Director)
 - Mr. Amit Dalmia (Director)
 - Mr. Raja Ram Dalmia (Relative)
 - Mrs. Manju Devi Dalmia (Relative)

- (b) Other Related Party
- Priceless Overseas Limited

Related party transactions

The following table provides the total amount of transactions those have been entered into with related parties for the relevant financial year:

	Other Related Party		Key Management Personnel		Total	
	March 31, 2014 (Rs. in lacs)	March 31, 2013 (Rs. in lacs)	March 31, 2014 (Rs. in lacs)	March 31, 2013 (Rs. in lacs)	March 31, 2014 (Rs. in lacs)	March 31, 2013 (Rs. in lacs)
Transactions for the year:						
Sales	239.78	175.09	-	-	239.78	175.09
Purchase	800.22	815.58	-	-	800.22	815.58
Rent Received	0.72	0.72	-	-	0.72	0.72
Key Management Personnel						
Directors Remuneration paid	-	-	15.00	16.80	15.00	16.80
Salary Paid (Relative)			2.64	2.64	2.64	2.64
Rent Paid (Relative)			1.80	2.50	1.80	2.50
Outstanding Balances as at year end						
- Trade Receivables	-	-	-	-	-	-
- Trade Payables	353.04	175.15			353.04	175.15
- Loans & Advances	-	-	-	-	-	-
- Borrowings	-	-	6.57	5.63	6.57	5.63

Notes :

1. Transactions and balances relating to reimbursement of expenses to / from related parties have not been considered above.

For P G INDUSTRY LIMITED

Sd/-
Saket Dalmia
(Managing Director)

Sd/-
Amit Dalmia
(Director)

P G Industry Limited**(Amount in ₹)****Notes to financial statements for the Period ended 31st March, 2014****Audited****Audited**

30. Income Tax assessment has been completed up to assessment year 2010-11. Sales Tax assessment has been completed up to assessment year 2010-11

31. In the opinion of the management, all the Current Assets, Loan and Advances have a value at which they are stated in the Balance Sheet, if realized in the ordinary course of the business and the provision for all known liabilities are adequate and are not in excess of the amount payable.

32. The accounts of sundry Debtors/Creditors and advances are subjected to confirmation from parties.

33. Previous year figures have been re-arranged/re-grouped wherever necessary.

34. Notes No's 1 to 33 form an integral part of Balance Sheet and Statement of Profit and Loss Account.

As per our report of even date

For Vishal G Goel & Co.

Chartered Accountants

Sd/-

Ca Vishal Goel
(Proprietor)

Membership No.- 094685
Firm Regn. No.- 020330 N
Place: Delhi
Date: 30th May, 2014

As approved

For and on behalf of the Board of Directors

Sd/-

Saket Dalmia
(Managing Director)

Sd/-

Amit Dalmia
(Director)

Sd/-

Davender Kumar
Company Secretary

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

CIN: L74899DL1993PLC056421

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional Slip at the venue of the meeting.

DP Id	
Client Id	

Master Folio No.	
No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER

I hereby record my presence at the 21st ANNUAL GENERAL MEETING of the Company held on 30th September, 2014 at 10.00 A. M., A- 30, 2nd Floor, Kailash Colony, New Delhi – 110 048.

Signature of Shareholder/proxy

P G INDUSTRY LIMITED

Regd. Off: A - 30, 2nd Floor, Kailash Colony, New Delhi – 110 048

DP Id	
Client Id	

Master Folio No.	
-------------------------	--

I/We.....of.....being
a member/members of M/s P G INDUST RY LIMITED hereby appoint
Shri/Smt.....of.....or failing
him/her, Shri/Smt.....of.....as
my/our proxy to vote for me/us on my/our behalf at the 21st Annual General Meeting of the Company to
be held on 30th September, 2014 at 10.00 A.M and any adjournment thereof.

I wish my above Proxy to vote in the manner as indicated in the box below:

RESOLUTIONS	FOR	AGAINST
1. Adoption of Accounts, Reports of the Board of Directors and Auditors		
2. Re-appointment of the Directors retiring by rotation:		
Shri. Saket Dalmia		
3. Appointment of Auditors		

Signed this Day of.....2014

Signature

Affix a
15 paise
Revenue
Stamp