

GUJCHEM DISTILLERS INDIA LIMITED



73rd ANNUAL REPORT 2011-2012

Directors

SMT. DEVIKA NAVNITLAL, Chairperson
SHRI MANISH NAVNITLAL, Managing Director
SHRI JAGAT D. SHAH, Director
SHRI SHASHIKANT D. PANDYA, Director
SHRI ASHWINI R. DEVPURA, Director

Auditors

SHARP & TANNAN
Chartered Accountants

Bankers

DENA BANK

Registered Office

Office No. 6, 2nd Floor,
National Chambers,
Nr. City Gold, Ashram Road,
Ahmedabad-380009
E-mail : gujcheminvestors@gmail.com

**Registrar and
Share Transfer Agent**

Sharepro Services (India) Pvt. Ltd.
416-420, 4th Floor, Devnandan Mall,
Opp. Sanyas Ashram, Ellisbridge,
Ahmedabad - 380 006.
Phone : 079-26582381

NOTICE

NOTICE is hereby given that the Annual General Meeting of the Members of the Company will be held on Saturday, the 29th September 2012 at 03.00 P.M. at the Registered Office of the Company at "Office No.6, 2nd Floor, National Chambers, Nr. City Gold, Ashram Road, Ahmedabad-380009 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31st March 2012 and Profit and Loss Account for the year ended on that date together with the Directors' Report and the Auditors Reports thereon.
2. To appoint a Director in place of Shri Shashikant D. Pandya who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Shri Ashwini R. Devpura who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

5. To consider and if thought fit to pass with or without modifications, the following resolution as a Special Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 198, 269,309,310, schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 as amended from time to time and subject to the approval of any authority, if required, approval be and is hereby granted for the re-appointment of Shri Manish Navnitlal as the Managing Director of the Company for a period of three years w.e.f. 5th October, 2012 on remuneration and perquisites payable to him as stated in Explanatory statement which are within the limits specified in schedule XIII of the Companies Act, 1956."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any year, the Managing Director shall be entitled to remuneration by way of salary and perquisites as stated above shall be paid and allowed to him as minimum remuneration subject, however to the condition that the same shall not exceed the limit prescribed in the schedule XIII of the Companies Act, 1956."

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND PROXY NEED NOT BE A MEMBER.
2. Proxies in order to be valid must be delivered at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.
3. Members are requested to notify the change, if any in their registered address.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from Monday, 24th September 2012 to Saturday, 29th September 2012 (both days inclusive) for the Annual General Meeting.
5. Members are requested to bring their copy of Annual Report to the meeting.
6. Members desiring to seek information on Annual Accounts to be explained at the meeting are requested to send their queries at least ten days before the date of the meeting so that the information can be made available at the meeting.
7. Explanatory Statement in respect of special business is attached herewith.

Place : Ahmedabad
Date : 24th July, 2012
Regd. Office :
Office No. 6, 2nd Floor, National Chambers,
Nr. City Gold, Ashram Road, Ahmedabad 380 009

By order of the Board,
MANISH NAVNITLAL
Managing Director

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE ANNUAL GENERAL MEETING FIXED FOR 29th SEPTEMBER 2012

Name of Director	Shri S. D. Pandya	Shri Ashwini R. Devpura	Shri Manish Navnitlal
Date of Birth	08-07-1936	24-09-1962	25-01-1962
Date of Appointment	01-10-2004	01-10-2009	25-08-1994
Expertise	Administration & Legal	Accounts, Financial matters	Production planning & Administration

ANNEXURE TO THE NOTICE

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

The following explanatory statement as required under section 173(2) of The Companies Act, 1956 sets out all material facts of the special business specified in the Notice.

ITEM NO.5

This item relates to the approval for re-appointment of Shri Manish Navnitlal as the Managing Director of the Company for the period of three years with effect from 5th October 2012.

The Board of Directors of the Company has re-appointed Shri Manish Navnitlal as the Managing Director of the Company for the period of three years with effect from 5th October 2012 upon the terms and conditions and remuneration payable as under:

Remuneration : Not exceeding Rs. 1,50,000/- per month with suitable break up. The annual increment in remuneration of any amount not exceeding Rs. 20,000/- per year as may be determined by the Board of Directors of the Company. The first annual increment shall fall due on 01-04-2013.

Other perquisites/ Amenities:

- (i) The Company shall contribute towards Provident Fund / Pension / Super Annuation / Retirement / Annuity Fund provided that such contribution either singly or put together as per the rules of the Company.
- (ii) The Company shall pay gratuity at the rate applicable to Senior Officials of the Company.
- (iii) The Managing Director shall be entitled to encash unavailed leave at the end of his tenure.

The perquisites as stated above shall not be included in the computation of ceiling on Remuneration.

Over and above the remuneration, he shall be entitled for the following:

- (i) The Company shall provide a car at the entire cost of the Company for use of Company's business. Use of car for personal use shall be billed by the Company.
- (ii) The Company shall provide telephone at the residence of the Managing Director at the entire cost of the Company. Personal long distance calls shall be billed by the Company.
- (iii) Leave Travel Allowance: One-month salary in a year in accordance with the rules of the Company.
- (iv) Medical Allowance: Reimbursement of the expenses incurred for Managing Director and his family subject to a ceiling of one- month salary in a year, which shall be carried forward for 3 years.

The Remuneration Committee of the Company has recommended the re-appointment and payment of remuneration as stated above.

This may be treated as an abstract under section 302 of the Companies Act, 1956.

Your Directors recommended to pass, the proposed resolution.

Shri Manish Navnitlal, himself and Smt. Devika Navnitlal being relative are deemed to be concerned or interested in the proposed resolution.

Statement as required under the notification GSR36(E), dated 16th January, 2002
I General information:

- (1) Nature of Industry: Manufacturing of Alcohol, Chemicals & other related products.
- (2) Date or expected date of commercial production: Already commenced since long as Company is very old Company.

(3) Financial Performance:

PARTICULARS	(Rs. in Lacs)	
	Year ended 31-03-2012	Year ended 31-03-2011
1. Other Income	94.85	70.90
2. Total Expenditure	61.84	33.38
3. Profit before tax and extra ordinary item	33.01	37.52
4. Extra Ordinary item	-	273.71
5. Provision for Taxation	6.40	1.00
6. Net Profit	26.61	310.23

Export earning was nil.

- (4) There is no foreign investment in the Company and the Company has not entered in to foreign collaboration.

II Information about the appointee:

- (1) Background details: Shri Manish Navnitlal is a Bachelor of Science of Gujarat University and is also B.S.(Ch.Eng.) from Michigan Technology University of USA. He has also gained considerable experience in managing its different functional areas of management while working as Senior Executive of the Company form 25th January, 1986 and as the Chief Executive of the Company from 1st October, 1992 and thereafter he was appointed as Managing Director.
- (2) Past Remuneration: Rs. 1,25,000/- per month.
- (3) Recognition or awards: Nil
- (4) Job profile and his suitability: Shri Manish Navnitlal devotes wholetime attention to the management of the affairs of the Company and exercise powers subject to the superintendence, directions and control of the Board of Directors. He is responsible for day to day management of the Company and carries out duties entrusted to him from time to time by the Board of Directors.
- (5) Remuneration proposed: As per details given above.
- (6) Comparative remuneration profile with respect to Industry, size of the Company, Profile of the position and person: The remuneration proposed is in consonance with similar position of the industry.
- (7) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:

Except salary and perquisites from company, Shri Manish Navnitlal does not have any pecuniary relation with Company. He is son of Chairperson Devika Navnitlal. He holds majority shares of the Company.

- III Other Information:** The Company is in process of planning to enter into different business activities and upon implementation of proposed plans, company would be able to perform better and would generate profits.

IV Disclosures:

- (1) Remuneration package: As above

Place : Ahmedabad
Date : 24th July, 2012

Regd. Office :
Office No. 6, 2nd Floor, National Chambers,
Nr. City Gold, Ashram Road, Ahmedabad 380 009

By order of the Board,
MANISH NAVNITLAL
Managing Director

DIRECTORS' REPORT

To,
The Members,
GUJCHEM DISTILLERS INDIA LIMITED

Your Directors present the Annual Report together with the audited statement of accounts for the year ended 31st March 2012 which they trust will meet your approval.

FINANCIAL RESULTS:

The working results of the Company for the year ended 31st March 2012 are briefly indicated below :

	2011-2012	(Rs. in Lacs) 2010-2011
	Rs.	Rs.
Profit (Loss) before depreciation and others:	34.14	312.28
Less: Depreciation	1.13	1.05
	33.01	311.23
Less : Provision for Income Tax	6.40	1.00
	26.61	310.23
Surplus in the statement of Profit & Loss Account brought forward	164.45	(145.78)
Balance of surplus carried forward	191.06	164.45

OPERATIONS AND FUTURE PROSPECTS

The Company has been able to generate revenue by undertaking commission based related operations during the year under review. The management is exploring various alternatives for the manufacture of the products for which Company has technical knowhow.

DIVIDEND

Your Directors regret their inability to recommend dividend for the year under review.

DEPOSITS

During the year under review, company has not accepted any deposits falling within purview of section 58A of the Companies Act, 1956.

AUDITORS OBSERVATIONS

The observations of the auditors in their report are explained in the notes to the accounts which are self-explanatory.

DIRECTORS:

Shri Shashikantbhai D. Pandya and Shri Ashwini R. Devpura retires by rotation at the ensuing Annual General Meeting and are eligible for re-appointment. Your Directors recommended their re-appointment.

The terms of appointment of Shri Manish Navnital, Managing Director of the Company expires on 04-10-2012. Your Directors recommended his re-appointment. Necessary Resolution has been proposed for the approval of members.

EMPLOYEES

There are no employees in receipt of remuneration as mentioned in section 217(2A) of the Companies Act, 1956.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 217(2AA) of the Companies Act, 1956 with respect to Director's responsibility statement, it is hereby confirmed:

1. That the preparation of the annual accounts for the financial year ended 31st March, 2012 the applicable accounting standards have been followed along with proper explanation relating to material departures.
2. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that 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 the profit of the company for the year ended under review;
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company for the year ended under review;
4. That the Directors have prepared the accounts for the financial year 31st March 2012 on a going concern basis.

CORPORATE GOVERNANCE

Your Company has complied with the Corporate Governance practice mandated by Clause 49 of the Listing Agreement. A report on the same is given separately.

AUDITORS:

The Company's Auditors M/s. Sharp & Tannan, Chartered Accountants will retire at the ensuing Annual General Meeting and being eligible offer themselves for reappointment. The members are requested to appoint M/s. Sharp & Tannan as Auditors for the current year and fix their remuneration.

The Specific notes contained part of accounts referred in Auditors' Report are self-explanatory and give complete information.

SECRETARIAL COMPLIANCE CERTIFICATE

As per the provisions of section 383A of the Companies Act, 1956, the Secretarial Compliance Certificate from M/s. Umesh Parikh & Associates, Practicing Company Secretary is attached herewith.

CONSERVATION OF ENERGY,TECHONOLOGY ABSORPTION, FOREIGN EXCHANG EARNINGS AND OUTGO:

Since there were no manufacturing activities during the year under review, details required under this clause are not applicable.

There is no foreign exchange earnings and outgo during the year under review.

ACKNOWLEDGEMENT

Your Directors acknowledge with thanks the overall support extended by shareholders, employees, suppliers and customers.

FOR AND ON BEHALF OF THE BOARD

Place : Ahmedabad
Date : 24th July, 2012

DEVIKA NAVNITLAL
Chairperson

CORPORATE GOVERNANCE REPORT

(As required by Clause 49 of the Listing Agreement of the Stock Exchanges)

The Securities and Exchange Board of India (SEBI) has introduced a code of corporate governance for listed companies which is implemented through the listing Agreements with the Exchanges with which the Company is listed. The Company has complied with the corporate governance requirements set out in Clause 49 of the listing Agreement.

1) Company's Philosophy on Code of Corporate Governance.

The Company believes that good corporate governance leads to long term gain in shareholders value. The Company is committed to maintain the highest standard of corporate governance in its conducts towards shareholders, employees and other stakeholders.

2) Board of Directors

Composition:

The Board of Directors consists of Five Directors, of whom Smt. Devika Navnitlal is the Chairperson and Shri Manish Navnitlal is the Managing Director of the Company. The composition of Board of Directors is in compliant with the requirement of Clause 49 (IA) i.e. more than 50 % of Directors are non-executive Directors and Independent Directors.

The detailed composition of the Board and other related information is given in the table below.

Board meetings:

During the year, Six Board Meetings were held on 06-05-2011, 11-08-2011, 16-08-2011, 11-11-2011, 09-02-2012 and 23-03-2012.

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

Sr. No.	Name of Director	Category of Directorship	No. of Board Meetings Attended	Attendance at last AGM	No. of other Directorships	No. of other Committee Members
1.	Smt. Devika Navnitlal	Chairperson (non-executive)	6	Yes	-	-
2.	Shri Manish Navnitlal	Managing Director	6	Yes	-	-
3.	Shri Jagat D. Shah	Director (independent)	6	Yes	-	-
4.	Shri Shashikant D. Pandya	Director (Independent)	6	Yes	-	-
5.	Shri Ashwini R. Devpura	Director (independent)	5	Yes	-	-

Directorship in Private Companies, Foreign Companies and Associates are excluded.

The Company did not have any pecuniary relationship or transactions with the non-executive Directors during the period under review. None of Directors on the Board are members in more than ten committees and they do not act as Chairman of more than five committees across all companies in which they are Directors.

The Board meets at least once a quarter and interval between two meetings was not more than four months.

The Board is presented with the extensive information on vital matters affecting the working of the Company and risk assessment and mitigation procedure. Among others, this includes:

1. operating plans, capital budget and updates and reviews thereof,
2. quarterly results of the company and business segments,
3. Proposal for investments, disinvestments, restructuring,
4. Compliance of listing requirements,
5. Minutes of committee meetings.

3) Audit Committee

Audit Committee was constituted on 25-06-2005 the said committee was reconstructed on 01-10-2009. The Audit Committee presently consists of 2 Independent Directors and one Managing Director. Shri Ashwini R. Devpura is a Chairman, Shri Jagatbhai D. Shah, and Shri Manish Navnitlal are members of the said Committee.

The composition of Committee and the qualifications are in compliance with the requirements of Clause 49 of Listing Agreement. During the year, 4 (four) Committee Meetings were held on 06-05-2011, 11-08-2011, 11-11-2011, and 09-02-2012 which were attended by all committee members.

The functions of Audit Committee are as per the listing Agreement with the Stock Exchanges. Broadly the same are (i) oversee the financial reporting process (ii) recommend the appointment of auditors, (iii) decide the audit fees, discuss the nature and scope of audit and ascertain area of concern, (iv) review the annual and quarterly financial statements, (v) review the changes in accounting policies etc (vi) review the adequacy of internal audit functions and discuss with them significant findings, (vii) review the disclosure of related party transactions, (viii) Compliance with listing and other legal requirements relating to financial statements.

The interval between two meeting convened was not more than four months. The audit committee adheres to the SEBI guidelines in terms of quorum of its meetings, functioning, role and powers.

4) Remuneration Committee

Remuneration Committee was constituted on 01-04-2004 and the said committee was reconstituted on 01-10-2009. The Company's Remuneration Committee presently consists of three independent Directors. Shri Shri Shashikant D. Pandya is a Chairman, Shri Jagat D. Shah and Shri Ashwini R. Devpura are the members of the said committee.

The scope / role of Remuneration Committee is to recommend to the Board of Directors remuneration payable to working Directors of the Company, as and when they come for review. During the year, no Committee Meeting was held.

Details of remuneration paid for the year ended 31-03-2012.

Name	Position held During the period	Salary and Allowances Rs. In lacs	Perquisites Rs. in Lacs	Total Remuneration Rs. in Lacs
Shri Manish Navnitlal	Managing Director	16.27	1.75	18.02

The Company has not paid sitting fees to any Directors.

5) Shareholders/ Investors Grievances cum Share Transfer Committee

The Board of Directors of the Company has constituted Shareholders/ Investors Grievances cum Share Transfer Committee which looks in to investor / shareholders grievances.

The committee presently consists of two independent Directors and one Non-executive Director. The members of the committee are Smt. Devika Navnitlal, Chairperson, Shri Jagat D. Shah and Shri Shri Shashikant D. Pandya.

As a measure of good corporate governance and to focus on the Shareholders' grievances and towards strengthening investor relations and to expedite the transfer process in the physical segment, the committee deals with issue of duplicate share certificates, redressing of shareholders and investors complaints and Grievances like transfer of shares, non-receipts of Balance-Sheet. All the meetings of the committee were attended by all members.

6) Code of Conduct

The Company's code of conduct has been complied with by all the members of the Board and select employees of the Company. The Company has in place a prevention of Insider Trading Code based on SEBI (Insider Trading) Regulation, 1992. This code is applicable to all Directors and designated employees. The code ensures prevention of dealing in shares by persons having access to the unpublished price sensitive information.

7) Management Discussion and Analysis Report

Industry structure and Developments

The Company was primarily engaged in the business of manufacturing and sale of various chemical products based on molasses and industrial alcohol. Due to change in the Government policy by way of decontrol of molasses and alcohol, the Company's products range had become non- profitable. Thus the Company had become sick company and was registered with Board for Industrial and Financial Reconstruction (BIFR). During the year 2010-11 as per order issued by the Board for Industrial and Financial Reconstruction the company has been ceased to be a sick industrial company, as its net worth turned positive and its revival is sustainable. Presently, the Company has been carrying out trading and commission related activities.

Opportunities and outlook

The company is hopeful about its growth prospects in the future as it is exploring possibilities in the area of Research & Development in product and process development in Specialty Chemicals and Agriculture & plant life.

The company has curtailed expenditure substantially.

Segment

There are no different segments and details are not provided.

Risk and Concerns

Company is facing competition from established dealers and traders in the market. But company is equipped to meet the challenges by better marketing tactics and effective management of cost and expenses.

Internal control System and their adequacy

The company has an adequate system of internal control commensurate with the size and nature of business of the company.

The system of internal control of the company is adequate keeping in mind the size and current activities of your company. Systems are regularly reviewed to ensure effectiveness.

Financial Performance

Financial performance with respect to Operational Performance is discussed in the main part of the report. The company's performance is lower compared to last year and also hopes for better results in future.

Material Developments in Human Resources / Industrial Relations.

Upon finalization of future activities, the company would build technical team with high quality talent. Present team is well verse with operations being carried out by the company. The company is putting thrust on providing training both in –house and outside.

The company maintains cordial and harmonious relation with its employees.

8) General Body Meetings

The last three Annual General Meetings were held as under:-

Financial year ended	Date	Time	Venue
31-03-2011	30-09-2011	04.00 p.m.	Office No.6, 2nd Floor, National Chambers, Nr. City Gold, Ashram Road, Ahmedabad. 380009
31-03-2010	30-09-2010	10.15 a.m.	
31-03-2009	30-09-2009	10.15 a.m.	

No Special Resolution was put through postal ballot.

9) Disclosures

In preparation of financial statements, the Company has followed the applicable Accounting Standards. The significant accounting policies that are consistently applied have been set out in the Notes to the Accounts.

There are no related party transactions during the year.

Business risk evaluation and managing such risk is an ongoing process within the organization. The Board is regularly briefed of risks assessed and the measures adopted by the company to mitigate the risks.

After revocation of suspension of trading by Bombay Stock Exchange Limited equity share of Rs. 10/- each was quoted at Rs. 25/- per share on 15-06-2012.

No strictures/ penalties have been imposed on the company by the stock exchange or SEBI or any statutory authority on any matters related to the capital market during last 3 years.

The Company's code of conduct has clearly laid down procedures for reporting unethical behavior, actual or suspected fraud or violation of the ethics policies. No employee of the company was denied access to the Audit Committee.

Of the non-mandatory requirements relevant to the Company, training of the Board members and mechanism for evaluation non-executive Board members have not been put in place.

10) Means of Communication

1. The Company has published its quarterly results in Western Times, Gujarati and English Edition.
2. The Management Discussion & Analysis forms part of the Annual Report, which is posted to all the members of the Company.
3. The information is also available on our website www.gujchemdistillers.com.

11) General Shareholder Information

Date, time and venue of AGM	29 th September, 2012 at 3.00 p.m. at Office No.6, 2nd Floor, National Chambers, Nr. City Gold, Ashram Road, Ahmedabad - 380009.
Dates of Book Closure	Monday, 24 th September, 2012 to Saturday, 29 th September, 2012 (both days inclusive)
Listing on Stock Exchanges	The Stock Exchanges at Mumbai & Ahmedabad.
Listing Fees	Company has paid listing fees to Bombay Stock Exchange.
ISIN No.	INE 218N01013

Stock Exchange's Script Code	
Bombay Stock Exchange	: No. 506640
Ahmedabad Stock Exchange	: No. 23010
Registered Office	Office No.6, 2nd Floor, National Chambers, Nr. City Gold, Ashram Road, Ahmedabad 380009.
Dividend Payment Date	Not Applicable
Compliance Officer	Mr. Jayraj S. Chauhan
Registrar and Share Transfer Agent	Sharepro Services (India) Pvt. Ltd. 416-420, 4th Floor, Devnandan Mall, Opp. Sanyas Ashram, Ellisbridge, Ahmedabad – 380 006.

Share price on stock exchanges

12) Share price on The Stock Exchange, Mumbai

Since Company's shares were under suspended category there was no trading of shares. So no details are given.

After revocation of suspension of trading, price of equity share of Rs.10/- was quoted at Rs. 25/- on 15-06-2012.

Financial Calendar 2012-2013 (tentative)

Annual General Meeting	Last week of September 2012
Results for quarter ending June 30, 2012	On or before 14th August, 2012
Results for quarter ending September 30, 2012	On or before 14th November, 2012
Results for quarter ending December 31, 2012	On or before 14th February, 2013
Results for year ending March 31, 2013 (un-Audited)	On or before 14th May, 2013

Distribution of Shareholding as on 31-03-2012

No. of Shares	No. of Shareholders	% of holders	No. of Shares	% of Shares
Up to 500	5334	99.29	76368	47.18
501 - 1000	14	0.26	9444	5.83
1001 - 2000	13	0.24	18282	11.29
2001 - 3000	3	0.06	6978	4.31
3001 - 4000	4	0.07	15098	9.33
4001 - 5000	1	0.02	4193	2.59
5001 - 10000	2	0.04	12400	7.66
10001 and above	1	0.02	19122	11.81
Total	5372	100%	161885	100%

Pattern of Shareholding as on 31-03-2012

Sr. No	Category	No. of Shares	(%)
1.	NRI	30	0.02
2.	Financial Institutions/Banks	191	0.12
3.	Mutual Funds	Nil	Nil
4.	Promoters group	76736	47.40
5.	Body Corporate	567	0.35
6.	Others	84361	52.11
	Total	161885	100.00

There is no outstanding GDRs/ADRs/Warrants or any convertible instruments as on date.

Dematerialisation of Shares, Registrar & Transfer Agent & Share Transfer System.
(i) Share Transfer System

The process of transfer / transmission / transposition etc. of equity shares in physical form including dispatch of the share certificates is completed within a period of 30 days if the documents are in order in all respects.

(ii) Dematerialisation of shares, Registrar & Transfer system:

As on 31-03-2012 all the shares of Company are held in physical form.

The Company has received consent of getting its shares dematerialise through National securities depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The ISIN Number in NSDL and CDSL is INE 218N01013.

Sharepro Services (India) Pvt. Ltd. having its office at 416-420, 4th Floor, Devnandan Mall, Opp. Sanyas Ashram, Ellisbridge, Ahmedabad - 380 006 as Registrar and Share Transfer Agents being a common Agency for Physical and Electronic modes.

The Shareholders Grievance Committee specifically looks into the redressal of shareholders complaints like transfer of equity share and related matters.

(iii) Registrar for Demat and Share Transfer:

Sharepro Services (India) Pvt. Ltd. having its office at 416-420, 4th Floor, Devnandan Mall, Opp. Sanyas Ashram, Ellisbridge, Ahmedabad - 380 006

(iv) Investors Correspondence:

All shareholders queries are sent to the Company at its Registered office at Office No. 6, 2nd Floor, National Chambers, Nr. City Gold, Ashram Road, Ahmedabad - 380 009. or to the Registrar & Transfer Agent as aforementioned address. Queries can also be sent by e-mail on gujcheminvestors@gmail.com or sharepro.ahmedabad@shareproservices.com.

(v) Secretarial Audit for Reconciliation of Capital:

As stipulated by SEBI, Practicing Company Secretaries carry out Secretarial Audit to reconcile the total issued and listed capital. This audit is carried out every quarter and report thereon is submitted to the Stock Exchange(s) where shares of the Company are listed. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in physical form.

Declaration for Compliance of Code of conduct

Code of conduct for Board members and Senior Management personnel was approved at the Board meeting held on 20-08-2010.

Company has obtained confirmation for the compliance of code of conduct from all the Board members and senior Management Personnel of the Company on an annual basis. The senior Management Personnel covers all the employees in the cadre of General Manager.

This is a declaration as required by Circular No. SEBI / CFD/DIL/CG/1/2004/12/10 dated 29th October 2004 – annexure – I – Clause I (D) (II).

FOR AND ON BEHALF OF THE BOARD
FOR GUJCHEM DISTILLERS INDIA LTD.

Place : Ahmedabad
Date : 24th July, 2012

Manish Navnitlal
Managing Director

To,
The Board of Directors
Gujchem Distillers India Limited
Office No. 6, 2nd Floor, National Chambers,
Nr. City Gold, Ashram Road,
Ahmedabad - 380 009.

1. We have reviewed the Balance Sheet, Profit and Loss Account and all its Schedules and Notes on Accounts, as well as Cash Flow Statements as at 31st March, 2012 and certify that to the best of our knowledge and belief :
 - (i) These Statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
 - (ii) These Statements read together present a true and fair view of the Company's Affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. No transactions have been entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps we have taken or propose to take to rectify these deficiencies.
4. We do further certify that there had been :
 - (i) no significant changes in internal control during the year;
 - (ii) no significant changes in accounting policies during the year; and
 - (iii) no instances of significant fraud, of which we are aware during the period.

Place : Ahmedabad
Date : 24th July, 2012

Manish Navnitlal
Managing Director

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
GUJCHEM DISTILLERS INDIA LIMITED.

We have examined the compliance of conditions of Corporate Governance by Gujchem Distillers India Limited for the year ended 31st March 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

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

**FOR PARIKH DAVE & ASSOCIATES
COMPANY SECRETARIES**

**Place: Ahmedabad
Date : 24-07-2012**

**UDAY G. DAVE
Partner
C. P. No.: 7158**

SECRETARIAL COMPLIANCE CERTIFICATE

To,
The Members,
GUJCHEM DISTILLERS INDIA LIMITED.
Office No. 6, 2nd Floor, National Chambers,
Nr. City Gold, Ashram Road,
Ahmedabad -380 009.

We have examined the registers, records, books and papers of GUJCHEM DISTILLERS INDIA 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 31-03-2012. 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 and to the best of our knowledge and belief, 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 of the Act, and the rules made there under and all entries therein have been duly recorded.
2. The Company has filed the forms and returns as stated in Annexure "B" to this certificate, with the Registrar of Companies, Gujarat.
3. The Company being a Public Limited Company, comments on maximum number of members are not required.
4. The Board of Directors duly met 6 times on (1) 06-05-2011 (2) 11-08-2011 (3) 16-08-2011 (4) 11-11-2011 (5) 09-02-2012 and (6) 23-03-2012 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.

The Audit Committee duly met on (1) 06-05-2011 (2) 11-08-2011 (3) 11-11-2011 and (4) 09-02-2012 in respect of which meeting proper notice was given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose
5. The Company has closed its Register of Members from 26-09-2011 to 30-09-2011 during the year under review and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31-03-2011 was held on 30-09-2011 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was 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.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act, during the year under review.
10. The Company was not required to make any entries in the register maintained under section 301 of the Act, in respect of the contracts falling within the purview of the section 297 of the Act, during the year under review.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approval from the Board of Directors, members or Central Government, during the year under review.
12. The Company has not issued any duplicate share certificates during the year under review.
13. During the year under review:
 - (i) the Company has delivered all the certificates on lodgment thereof for transfer /transmission of shares in accordance with the provisions of the Act and there was no allotment of Shares or securities;
 - (ii) the Company was not required to deposit any amount in a separate Bank account as no dividend was declared;
 - (iii) the Company was not required to post warrants to any of its members as no dividend was declared;

- (iv) the Company has not transferred any amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and interest accrued thereon, which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as there were no amounts outstanding;
- (v) the Company has 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 vacancy during the year under review.
15. The Company's Paid-up Share Capital being less than the prescribed limit of Rs. 5 Crores, it is not required to appoint any Managing Director / Whole – time Director / Manager and accordingly provisions of Section 269 of the Act, are not applicable.
16. The Company has not appointed any sole-selling agents during the year under review.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the year under review.
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 thereunder.
19. The Company has not issued any shares, debentures or other securities during the year under review.
20. The Company has not bought back any shares during the year under review.
21. There was no redemption of preference shares or debentures during the year under review.
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 during the year under review.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of section 58 A of the Act, during the year under review.
24. The amount borrowed by the Company from Directors, members, public, financial institutions, banks and others during the year under review is within the borrowing limits of the Company and that necessary resolution as per section 293(1)(d) of the Act, has been passed at duly convened Annual General Meeting held on 20-09-1991.
25. During the year under review, the Company has granted loans and consequently entries have been made in the register kept for the purpose, and the company has not made any investments or given guarantees or provided securities to other bodies corporate.
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 review.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under review.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under review.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under review.
30. The Company has not altered its Articles of Association during the year under review.
31. There was no prosecution initiated against the Company and no fines or penalties or any punishment was imposed on the Company during the year under review, for offences under the Act.
32. The Company has not received any money as security from its employees during the year under review.
33. The Company has not constituted any separate provident fund of employees or any class of employees as envisaged under section 418 of the said Act.

**FOR UMESH PARIKH & ASSOCIATES
COMPANY SECRETARIES**

**Date : 24-07-2012
Place: Ahmedabad**

**UMESH PARIKH
Proprietor
C. P. No.: 7158**

Annexure "A"

List of Registers as maintained by the Company:

Sr.	Name of Registers
1.	Register of Deposit under Section 58A
2.	Register of Transfers under Section 108.
3.	Register of Charges under Section 143.
4.	Register of Members under Section 150.
5.	Copies of Annual Returns under Section 159.
6.	Register of Contracts under Section 301.
7.	Register of Directors under Section 303.
8.	Register of Directors' Shareholding under Section 307.
9.	Register of Investments under Section 372A.
10.	Minutes of the General Meetings and Meetings of Board of Directors under Section 193.
11.	Attendance registers of all the meetings of Board and General Meeting of the Company.

Annexure "B"

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities for and during the financial year ended on 31-03-2012.

SR. NO	FORM NO./ RETURN	FILED UNDER SECTION	DESCRIPTION	DATE OF FILING	WHETHER FILED WITHIN PRESCRIBED TIME YES/NO	IF DELAY IN FILING WHETHER REQUISITE ADDITIONAL FEE PAID YES/NO
1.	66	383A	Secretarial Compliance Certificate for the financial year ended 31-03-2011.	10-11-2011	No	Yes
2.	20B	159	Annual Return made up to 30-09-2011.	25-11-2011	Yes	N.A.
3.	23 AC & 23ACA	220	Annual Report for the financial year ended 31-03-2011.	31-12-2011	Yes	N.A.
4.	21	—	For filing of order of Board for Industrial and Financial Reconstruction (BIFR)	05-01-2012	Yes	N.A.

AUDITORS' REPORT

AUDITORS' REPORT TO THE SHARE HOLDERS OF GUJCHEM DISTILLERS INDIA LIMITED

We have audited the attached Balance Sheet of **Gujchem Distillers India Limited** (the 'Company') as at 31st March, 2012, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In accordance with provisions of Section 227 of the Companies Act 1956, we report that:

1. As required by the Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (together the 'Order') issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. Further to our comments in the Annexure, referred to above, we report that:
 - (a) we have obtained all the information and explanations which to the best of our knowledge and belief, were necessary for the purposes of our audit;
 - (b) in our opinion, proper books of account, as required by law, have been kept by the Company so far as it appears from our examination of those books;
 - (c) the Balance sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account of the Company;
 - (d) in our opinion the Balance sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report comply with the accounting standards referred to in Section 211(3C) of the Companies Act, 1956, to the extent applicable; and
 - (e) on the basis of the written representations received from the Directors as on 31st March, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2012 from being appointed as a Director in terms of Section 274(1)(g) of the Companies Act, 1956.

In our opinion and according to the explanations given to us, the said financial statements read together with the Significant Accounting Policies in Note 2 and Notes forming part of the financial statements in Note 3 to 31 thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view;

- (i) in the case of Balance Sheet, of the state of the Company's affairs as at 31st March, 2012;
- (ii) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

SHARP & TANNAN
Chartered Accountants
Registration No. 109982W

By the hand of
Milind P. Phadke
Partner

Membership No. 033013

Mumbai, 24th July, 2012

ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph (1) of our Report of even date)

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) All the fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of Company and the nature of its assets. No material discrepancies were notice on such verification.
(c) The Company has not disposed off any substantial part of its fixed assets during the year, so as to affect its going concern status.
2. The Company did not carry any inventory during the year. Accordingly, the Clauses 4 (a), (b) and (c) of the Order are not applicable to the Company.
3. (a) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms and parties covered in the Register maintained under Section 301 of the Companies Act, 1956. Accordingly, Clauses 4 (iii) (b), (c) and (d) of the Order are not applicable to the Company.
(b) According to the information and explanations given to us, the Company has not taken any loans, secured or unsecured, from companies, firms and parties covered in the Register maintained under Section 301 of the Companies Act, 1956. Accordingly, Clauses 4 (iii) (f) and (g) of the Order are not applicable to the Company.
4. 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, fixed assets and for the sale of goods and services. During the course of audit, we have not observed any continuing failure to correct major weakness in internal controls.
5. (a) According to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under Section 301 of Companies Act, 1956 have been so entered.
(b) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of contract or arrangements entered in the Register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year.
6. In our opinion and according to the information and explanations given to us, the Company has generally complied with the provisions of Sections 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposit) Rule, 1975, except for non filing of return of deposits, with regard to the deposits accepted from the public. During the year, no order has been passed by the Company Law Board, National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
7. The Company had appointed an independent firm of chartered accountants as internal auditors up till for the year 1993-94. Due to stoppage of the manufacturing activities of the Company, the internal audit function has not been carried out since then.
8. As there are no manufacturing activities carried out during the year, the requirements of the maintenance of cost records under Section 209 (1) (d) of the Companies Act, 1956 are not applicable to the Company.

9. (a) The Company has been generally regular in depositing undisputed statutory dues in respect of investor education and protection fund, wealth tax, service tax, sales tax, VAT, custom duty, excise duty, cess wherever applicable with appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of excise duty, income tax, wealth tax, service tax, customs duty, excise duty and cess were in arrears, as at 31st March, 2012 for a period of more than six months from the date they become payable.
- (c) According to the information and explanations given to us, the disputed dues which have not been deposited since the matters are pending with the relevant forum are:

Nature of Statute	Nature of the dues	Amount (Rs. lakhs)	Period to which the amount relates	Forum where dispute is pending
The Central Excise and Salt Act	Central Excise	16.62	1985-86 and 1986-87	A.O. Central Excise Department

10. The accumulated losses of the Company are not more than fifty percent of its net worth. The Company has not incurred cash losses during the financial year and in the immediately preceding financial year.
11. Pursuant to the BIFR Order letter dated 16th September, 2003, 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, debenture holders and banks.
12. According to 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.
13. In our opinion, the Company is not a chit fund or nidhi / mutual benefit fund / society. Accordingly, the Clause 4 (xiii) of the Order is not applicable to the Company.
14. According to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the Clause 4 (xiv) of the Order is not applicable to the Company.
15. According to the information and explanations given to us, the Company has not given any guarantee for loan taken by others from banks or financial institutions.
16. According to the information and explanations given to us, the Company has not accepted any term-loan during the year. Accordingly, the Clause 4 (xvi) of the Order is not applicable to the Company.
17. According to the information and explanations given to us and on overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
18. According to the information and explanations given to us, 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 debentures during the year. Hence, the reporting on Clause 4 (xix) of the Order pertaining to creation of security or charge for debentures does not arise.
20. The Company has not raised money by way of public issue during the year. Accordingly, Clause 4 (xx) of the Order is not applicable to the Company.
21. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instances of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

SHARP & TANNAN
Chartered Accountants
Registration No. 109982W
By the hand of
Milind P. Phadke
Partner
Membership No. 033013

Mumbai, 24th July, 2012

BALANCE SHEET AS AT 31ST MARCH, 2012

Particulars	Note No.	As at 31-3-2012 Rupees	As at 31-3-2011 Rupees
Equity and Liabilities			
Shareholders' funds			
Share capital	3	16,33,545	16,33,545
Reserves and surplus	4	3,62,36,413	3,35,76,178
		<u>3,78,69,958</u>	<u>3,52,09,723</u>
Share application money pending allotment		-	76,00,000
Non-current liabilities			
Long-term provisions	5	4,55,000	4,55,000
		<u>4,55,000</u>	<u>4,55,000</u>
Current liabilities			
Short-term borrowings	6	38,16,086	-
Trade payables	7	6,25,382	3,90,706
Other current liabilities	8	11,68,537	14,93,060
Short-term provisions	9	7,89,738	1,46,238
		<u>63,99,743</u>	<u>20,30,004</u>
Total		<u><u>4,47,24,701</u></u>	<u><u>4,52,94,727</u></u>
Assets			
Non-current assets			
Fixed assets			
Tangible assets	10	64,95,602	10,60,933
Non-current investments	11	4,17,000	7,77,000
Long-term loans and advances	12	61,27,298	72,57,483
		<u>1,30,39,900</u>	<u>90,95,416</u>
Current assets			
Current investments	13	4,92,276	1,32,276
Trade receivables	14	2,60,400	16,47,473
Cash and cash equivalents	15	2,41,50,228	73,07,994
Short-term loans and advances	16	63,98,056	53,71,023
Other current assets	17	3,83,841	2,17,40,545
		<u>3,16,84,801</u>	<u>3,61,99,311</u>
Total		<u><u>4,47,24,701</u></u>	<u><u>4,52,94,727</u></u>

Significant Accounting Policies

Notes forming part of the financial statements.

As per our report attached

SHARP & TANNAN

Chartered Accountants

(Registration No. 109982W)

By the hand of

(Milind P. Phadke)

Partner

Mem. No. 33013

Place : Mumbai

Date : 24th July, 2012

DEVIKA NAVNITLAL

Chairperson

MANISH NAVNITLAL

Managing Director

Place : Ahmedabad

Date : 24th July, 2012

ASHWINI R. DEVPURA

SHASHIKANT D. PANDYA

JAGAT D. SHAH

Directors

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2012

Particulars	Note No.	2011-12 Rupees	2010-11 Rupees
Continuing Operations			
Other income	18	94,84,566	70,89,684
Total		94,84,566	70,89,684
Expenses			
Employee benefits	19	21,78,369	18,98,430
Finance costs	20	1,02,356	2,931
Depreciation and amortisation		1,12,960	1,05,051
Other expenses	21	37,90,646	13,31,388
Total		61,84,331	33,37,800
Profit before extraordinary items and tax		33,00,235	37,51,884
Extraordinary items		-	2,73,70,878
Profit before tax		33,00,235	3,11,22,762
Tax expense:			
Current tax		6,40,000	1,00,000
Total Tax expense		6,40,000	1,00,000
Profit for the year		26,60,235	3,10,22,762
Earnings per share (of 10/- each):			
Basic and Diluted			
(i) Continuing operations		16.43	191.63
(ii) Total operations		16.43	191.63
Earnings per share (excluding extraordinary items) (of 10/- each):			
Basic and Diluted			
(i) Continuing operations		16.43	22.56
(ii) Total operations		16.43	22.56

Significant Accounting Policies

Notes forming part of the financial statements.

As per our report attached
SHARP & TANNAN
Chartered Accountants
(Registration No. 109982W)
By the hand of
(Milind P. Phadke)
Partner
Mem. No. 33013
Place : Mumbai
Date : 24th July, 2012

DEVIKA NAVNITLAL
Chairperson

MANISH NAVNITLAL
Managing Director

ASHWINI R. DEVPURA
SHASHIKANT D. PANDYA
JAGAT D. SHAH
Directors

Place : Ahmedabad
Date : 24th July, 2012

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

Particulars	2011-12 Rupees	2010-11 Rupees
Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	33,00,235	37,51,884
Adjustments for:		
Depreciation and amortisation	1,12,960	1,05,051
Finance costs	1,02,356	2,931
Interest income	-20,68,827	-2,74,715
Dividend income	-6,378	-15,098
Net (gain) / loss on sale of investments	-7,079	-28,926
Liabilities / provisions no longer required written back	-1,698	-39,049
Provision for doubtful trade and other receivables, loans and advances	11,30,185	-
Other non-cash charges - Sundry Balances Written Off	27,038	19,869
Operating profit / (loss) before working capital changes	25,88,792	35,21,947
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	13,87,073	-14,82,783
Short-term loans and advances	35,30,817	-37,54,257
Other current assets	-	-
	49,17,890	-52,37,040
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	2,36,374	-5,27,149
Other current liabilities	-3,24,523	1,52,320
Short-term provisions	3,500	3,333
Long-term provisions	-	10,000
	-84,649	-3,61,496
Cash generated from operations	74,22,033	-20,76,589
Net income tax (paid) / refunds	-84,888	-
Net cash flow from / (used in) operating activities (A)	73,37,145	-20,76,589
Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	-55,47,629	-9,45,232
Proceeds from sale of fixed assets	2,16,00,000	91,20,000
Current investments not considered as Cash and cash equivalents		
- Proceeds from sale	7,079	-
Proceeds from Sale of Current Investments	-	8,75,000
Loans given		
- Others	-45,00,000	-
Interest received		
- Others	18,26,321	1,38,318
Dividend received		
- Others	5,588	15,098
Net cash flow from / (used in) investing activities	1,33,91,359	92,03,184
Cash flow from financing activities		
Share application money received / (refunded)	-76,00,000	-
Proceeds from long-term borrowings	-	-14,34,875
Proceeds from other short-term borrowings	38,16,086	-
Finance cost	-1,02,356	-2,931
Net cash flow from / (used in) financing activities	-38,86,270	-14,37,806
Net increase / (decrease) in Cash and cash equivalents	1,68,42,234	56,88,789
Cash and cash equivalents at the beginning of the year	73,07,994	16,19,205
Cash and cash equivalents at the end of the year (Refer Note 15)	2,41,50,228	73,07,994

As per our report attached
SHARP & TANNAN
Chartered Accountants
(Registration No. 109982W)
By the hand of
(Milind P. Phadke)
Partner
Mem. No. 33013
Place : Mumbai
Date : 24th July, 2012

DEVIKA NAVNITLAL
Chairperson

MANISH NAVNITLAL
Managing Director

ASHWINI R. DEVPURA
SHASHIKANT D. PANDYA
JAGAT D. SHAH
Directors

Place : Ahmedabad
Date : 24th July, 2012

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012**1. CORPORATE INFORMATION**

Gujchem Distillers India Limited is a public limited company and is deemed to have been incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the stock exchange. The Company is engaged in the manufacturing and selling of Industrial Alcohol, Acetaldehyde, Acetic Acid and Auxiliaries & Chemicals and also provides services as Commission Agent.

2. SIGNIFICANT ACCOUNTING POLICIES**2.1 BASIS OF PRESENTATION :**

The accounts have been prepared using historical cost convention and ongoing concern, with revenues recognized and expenses accounted on accrual including for committed obligations. Insurance and other claims by and against the company are accounted for as and when admitted by the appropriate authorities. Sales include sale of waste and by products also.

Where changes in presentation are made, comparative, figures for the previous year are re-grouped accordingly.

2.2 FIXED ASSETS :

- a) Capitalised at acquisition cost including directly attributable costs such as freight, insurance and specific installation charges for bringing the assets to its working condition for use.
- b) Expenditure relating to existing fixed assets is added to the cost of the assets where it increases the performance / life of the assets as assessed earlier.
- c) Fixed assets are eliminated from financial statements either on disposal or when retired from active use. Generally such retired assets are disposed off soon thereafter.
- d) Pre-operative expenses including interest on specific loans for expansion / new Expenditure projects incurred till the completion of the expansion or new projects are ready for commercial production are capitalised.

2.3 INVESTMENTS:

Long term investments are valued at cost of acquisition.

2.4 INVENTORIES

Inventories are valued at the lower of cost or replacement value after providing for obsolescence and damages.

- a) In the case of raw materials and components cost represents purchase price and other costs incurred for bringing inventories up to their present location and condition as is determined in First in First Out basis.
- b) In the case of work -in -progress and finished goods cost represents cost of raw materials and components added to the cost of conversion such as direct labour, direct expenses, and all the production overheads including depreciation which are specifically attributable to the production.

2.5 RESEARCH AND DEVELOPMENTS:

Expenditure on research and development such as salaries and wages, cost of materials and other costs are charged to Profit & Loss Account in the year in which they are incurred. Depreciation on assets used specifically for development purposes is charged at the rates applicable to similar class of assets.

2.6 EXCISE DUTY:

Excise duty liability accruing on manufacture is accounted for as and when the liability for payment arises under the Central Excise and Salt Act, 1944.

2.7 RETIREMENT BENEFITS:

Provident Fund and Superannuation Contribution are accrued each year in terms of contracts with the employees. Provision for Gratuity is determined and accrued on the basis of actuarial valuation by Life Insurance Corporation of India. Leave encashment benefit to employees has been provided on an estimated basis.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2012**2.8 DEPRECIATION:**

- a) depreciation is provided on fixed assets at the rates and in the manner specified in Schedule XIV of the Companies Act, 1956 on a straight line method.
- b) Lumsum amounts paid for leasehold land are amortised and charged to depreciation over the respective lease period.

2.9 DEFERRED REVENUE EXPENDITURE:

Deferred revenue expenditure pertaining to notice pay and retrenchment compensation is amortised over a period of five years.

2.10 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS :

Provisions are recognized for liabilities that can be measured by using substantial degree of estimation only if the company has a present obligation as a result of past event and it is probable that there will be outflow of resources to settle the obligation.

Contingent liability is disclosed in case it is not probable that an outflow of resources will be required to settle the present obligation arising from past event or the probability of outflow of resources is remote for a possible obligation.

Contingent Assets are neither disclosed nor recognized.

Provision, Contingent Liabilities and Contingent Assets are reviewed at each balance sheet date.

2.11 ACCOUNTING FOR TAXES ON INCOME:

Current Tax is determined as an amount of tax payable in respect of taxable income for the year. Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax assets arising due to timing differences, being the differences between taxable income and accounting income which originate in one year and are capable of reversal in one year or more subsequent years. Deferred tax assets arising on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is a virtual certainty of their realization.

2.12 IMPAIRMENT OF ASSETS :

The Carrying amount of assets, other than inventories is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the assets is estimated.

An impairment loss is recognized wherever the carrying amount of an asset or its cash generating units exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use which is determined based on the estimated future cash flow generated from the continuing use of the asset and from its disposal at the end of its useful life discounted to their present values.

The impairment loss is reversed if there has been a change in the estimates made to determine and recognize the recoverable amount in the earlier year.

2.13 INTANGIBLE ASSETS AND AMORTISATION :

Intangible assets are recognized as per the criteria specified in Accounting Standard (AS-26) "Intangible Assets" and are amortised as follows :

- Lease Hold Land : Over a period of lease
Other intangible assets : Over a period of five years

2.14 BORROWING COSTS :

Borrowing Costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets till such time as the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily takes a substantial period over twelve months of time to get ready for its intended use or sale

All other borrowing costs are recognized as expense in the period in which they are incurred.

Notes forming part of the Financial Statements for the year ended 31st March, 2012

Particulars	As at 31-3-2012 Rupees	As at 31-3-2011 Rupees
3. Share Capital		
Authorised :		
96,00,000 Equity Shares of Rs.10/- each	9,60,00,000	9,60,00,000
15,000 11 % Cumulative Redeemable Preference Shares of Rs.100/- each - First Issue	15,00,000	15,00,000
20,000 11 % Cumulative Redeemable Preference Shares of Rs.100/- each - Second Issue	20,00,000	20,00,000
50,000 Unclassified Shares of Rs.10/- each	5,00,000	5,00,000
	<u>10,00,00,000</u>	<u>10,00,00,000</u>
Issued, Subscribed and Called Up and Paid Up :		
1,61,885 Equity Shares of Rs.10/- each fully paid up	16,18,850	16,18,850
	<u>16,18,850</u>	<u>16,18,850</u>
Add : Forfeited Shares	14,695	14,695
	<u>16,33,545</u>	<u>16,33,545</u>

Reconciliation of the shares outstanding at the beginning and end of the reporting year

	As at 31.03.2012		As at 31.03.2011	
	No. of Shares	Rupees	No. of Shares	Rupees
Equity Shares				
At the beginning of the year	1,61,855	16,18,550	1,61,855	16,18,550
Issued during the year	-	-	-	-
Outstanding at the end of the year	<u>1,61,855</u>	<u>16,18,550</u>	<u>1,61,855</u>	<u>16,18,550</u>

Terms / Rights attached to Equity Shares

The company has only one class of Equity Shares having a par value of Rs. 10 each. Each shareholder of equity share is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares would be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of Shareholders holding more than 5% shares in the Company

	As at 31.03.2012		As at 31.03.2011	
	No. of Shares	% Holding	No. of Shares	% Holding
Devikaben Navnitlal Patel	10,028	6.20%	10,028	6.20%
Manishbhai Navnitlal Patel	53,709	33.18%	53,709	33.18%

Note :

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

Notes forming part of the Financial Statements for the year ended 31st March, 2012

Particulars	As at 31-3-2012 Rupees	As at 31-3-2011 Rupees
4. Reserves and Surplus		
Investment Reserve		
Balance As per the last balance sheet	9,972	9,972
Deducted as per Contra	9,972	9,972
	<u>-</u>	<u>-</u>
Capital Reserve		
Balance As per the last balance sheet	1,71,30,990	1,71,30,990
Closing Balance	1,71,30,990	1,71,30,990
Capital Reduction Account		
Balance As per the last balance sheet	1,64,45,188	2,66,17,381
Less : Deducted as per Profit and Loss Account as per Contra/ Transferred to Profit and Loss Account	1,64,45,188	1,01,72,193
Closing Balance	-	1,64,45,188
Surplus in the Statement of Profit and Loss		
Transferred from Capital Reduction Account	1,64,45,188	-
Profit for the year	26,60,235	-
Net Surplus in the Statement of Profit and Loss	1,91,05,423	-
	<u>3,62,36,413</u>	<u>3,35,76,178</u>
5. Long Term Provisions		
Provision for leave encashment	4,55,000	4,55,000
	<u>4,55,000</u>	<u>4,55,000</u>
6. Short Term Borrowings		
Overdraft facilities from bank	38,16,086	-
	<u>38,16,086</u>	<u>-</u>
Overdraft facilities from Bank is taken during the year and carries interest rate 10% to 12% p.a. The loan is repayable on demand. The loan is secured by lien on fixed deposits of the Company.		
7. Trade Payables		
Trade payables	6,25,382	3,90,706
	<u>6,25,382</u>	<u>3,90,706</u>
8. Other Current Liabilities		
Statutory liabilities	11,68,537	14,93,060
	<u>11,68,537</u>	<u>14,93,060</u>
9. Short Term Provisions		
Provision for taxation	7,77,738	1,37,738
Provision for bonus	12,000	8,500
	<u>7,89,738</u>	<u>1,46,238</u>

Notes forming part of the Financial Statements for the year ended 31st March, 2012
10. Fixed Assets

Particulars	Gross Block			Depreciation / Amortisation				Net Block		
	Balance as at 1.4.2011	Additions	Deductions	Balance as at 31.3.2012	Up to 31.3.2011	For the Year	Deductions	Up to 31.3.2012	As at 31.3.2012	As at 31.3.2011
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Tangible Assets										
Land *	63,800	-	-	63,800	-	-	-	-	63,800	63,800
Building * (a)	8,49,384	-	-	8,49,384	4,17,216	13,846	-	4,31,062	4,18,322	4,32,168
Plant & Machineries *	1,06,21,500	-	-	1,06,21,500	1,05,00,566	25,242	-	1,05,25,808	95,692	1,20,934
Furniture & Fixtures *	6,68,153	28,900	-	6,97,053	6,67,595	2,044	-	6,69,639	27,414	558
Office Equipments	89,335	94,851	-	1,84,186	45,771	12,358	-	58,129	1,26,057	43,564
Vehicles	4,03,100	54,23,878	-	58,26,978	3,191	59,470	-	62,661	57,64,317	3,99,909
Total	1,26,95,272	55,47,629	-	1,82,42,901	1,16,34,339	1,12,960	-	1,17,47,299	64,95,602	10,60,933
*Includes assets retired from active use	1,12,66,784	-	-	1,12,66,784	1,07,88,835	34,080	-	1,08,22,915	4,43,869	4,77,949
(a) Includes cost of ownership flats in a co-operative societies										Rs.2,35,052/-

Particulars	As at 31-3-2012 Rupees	As at 31-3-2011 Rupees
11. Non Current Investments		
Trade Investments (Unquoted - At Cost)		
32,500 Equity shares of Rs.10/- each of Gujarat Alcohol and Allied Chemicals Pvt. Ltd.	3,25,000	3,25,000
Non-trade Investments (Unquoted)		
Equity Shares (Fully paid up - At Cost)		
10 shares of Rs.100 each of Baroda Chemical Industries Limited	972	972
90 shares of Rs.100 each of Kaveri Engineers Limited	9,000	9,000
	9,972	9,972
Less : Deducted as per contra	9,972	9,972
	-	-
5 shares of Rs.50 each of Sukh Shanti Co-operative Housing Society Ltd.	250	250
1,080 shares of Rs.25 each of Co-operative Bank of Ahmedabad Ltd.	27,000	27,000
850 shares of Rs.25 each of Nutan Nagrik Sahakari Bank Limited	21,250	21,250
600 shares of Rs.25 each of Kalupur Commercial Co-operative Bank Ltd.	15,000	15,000
100 shares of Rs.10 each of The Kapole Commercial Co-operative Bank Limited	1,000	1,000
1,100 shares of Rs.25 each of Textile Traders Co-operative Bank Limited	27,500	27,500
Fixed Deposits :		
In Fixed Deposit with Sardar Sarovar Nigam Limited	-	3,60,000
	4,17,000	7,77,000
Aggregate of Unquoted Investments - Book Value	4,17,000	7,77,000
12. Long Term Loans and Advances (Unsecured, Considered Good)		
Capital advances	55,00,000	55,00,000
Advances recoverable in cash or in kind or for value to be received	-	11,30,185
Balance with excise authorities	2,28,333	2,28,333
Security deposits	3,98,965	3,98,965
	61,27,298	72,57,483

Notes forming part of the Financial Statements for the year ended 31st March, 2012

Particulars	As at 31-3-2012 Rupees	As at 31-3-2011 Rupees
13. Current Investments		
Units of Mutual Funds (Unquoted)		
68.438 Units of Franklin Templeton Investments, Templeton India Short Term Income Retail Plan - Monthly Dividend Payout Scheme	74,276	74,276
1466.9927 Units of J.P. Morgan JF Greater China Equity Off Shore Fund - Growth Plan	15,000	15,000
1466.993 Units of Franklin Templeton Investments, Franklin Build India Fund - Growth Plan	15,000	15,000
1466.993 Units of DSP Black Rock World Energy Fund Regular Plan - Dividend	15,000	15,000
Other Investments (Unquoted)		
Government Securities :		
Rs.2,000 12 Years National Defence Certificate (Deposited as Security Deposit with Central Excise, Matured but not encashed)	2,000	2,000
Rs.6,000 7 Years National Savings Certificate (Deposited as Security Deposit with Central Excise, Matured but not encashed)	6,000	6,000
Rs.5,000 6 Years National Savings Certificate (Deposited as Security Deposit with Sales Tax Authorities, Matured but not encashed)	5,000	5,000
Fixed Deposits :		
In Fixed Deposit with Sardar Sarovar Nigam Limited	3,60,000	-
	4,92,276	1,32,276
Aggregate of Unquoted Investments - Book Value	4,92,276	1,32,276
14. Trade Receivables		
Trade Receivables (Unsecured)		
Outstanding for a period exceeding six months from the date they are due for payment		
Considered good	1,64,690	1,64,690
Considered doubtful	-	-
Other debts, Considered good	95,710	14,82,783
	2,60,400	16,47,473
15. Cash and Cash Equivalents		
Cash on Hand	2,96,525	4,31,331
Balance with Banks in Current Accounts	23,53,703	13,76,663
Balance with Banks in Fixed Deposit Accounts		
Deposits with maturity for more than 12 months	75,00,000	40,00,000
Deposits with maturity for more than 3 months but less than 12 months	1,40,00,000	15,00,000
	2,41,50,228	73,07,994

Balance with Banks in Fixed Deposit Accounts with a carrying amount of Rs. 50,00,000 (P.Y. Nil) are subject to first charge to secure the company's borrowings.

Notes forming part of the Financial Statements for the year ended 31st March, 2012

Particulars	As at 31-3-2012 Rupees	As at 31-3-2011 Rupees
16. Short Term Loans and Advances (Unsecured, Considered Good)		
Tax deducted at source	17,78,606	17,25,909
Capital advance	-	35,00,000
Inter Corporate Deposits	45,00,000	-
Advances recoverable in cash or in kind or for value to be received	1,19,450	1,45,114
	<u>63,98,056</u>	<u>53,71,023</u>
17. Other Current Assets		
Interest accrued but not due	383,051	1,40,545
Dividend receivable	790	-
Receivables against sale of land	-	2,16,00,000
	<u>3,83,841</u>	<u>2,17,40,545</u>
	2011-2012	2010-2011
	Rupees	Rupees
18. Other Income		
Commission Income (Including T.D.S. of Rs. 8,12,673 (P.Y. Rs.7,42,531))	74,00,584	67,31,896
Interest on Bank Deposits and Other Interest (Including T.D.S. of Rs. 1,87,676 (P.Y. Rs.35,726))	19,78,541	2,74,715
Dividend income	6,378	15,098
Interest on income tax refunds	90,286	-
Profit on sale of investments	7,079	28,926
Out standing liabilities no longer required	1,698	39,049
	<u>94,84,566</u>	<u>70,89,684</u>
19. Employee Benefit Expenses		
Salaries, Wages, Bonus and allowances	17,09,470	15,77,354
Contribution to Provident Fund	1,39,680	1,34,640
Contribution to Employees State Insurance Scheme	6,840	4,845
Contribution to Gratuity / Superannuation Fund	1,70,580	1,00,320
Leave Encashment	-	10,000
Staff Welfare Expenses	1,51,799	71,271
	<u>21,78,369</u>	<u>18,98,430</u>
20. Finance Costs		
Interest		
On borrowings	1,01,944	-
Others	412	2,931
	<u>1,02,356</u>	<u>2,931</u>

Notes forming part of the Financial Statements for the year ended 31st March, 2012

	2011-2012 Rupees	2010-2011 Rupees
21. Other Expenses		
Rates, Taxes & Insurance	74,874	69,407
Directors' Travelling Expenses	81,619	1,65,466
Auditors' Remuneration :		
Audit Fees	44,120	44,120
Tax Audit Fees	22,060	22,060
Certification Fees	1,52,542	-
	<u>2,18,722</u>	<u>66,180</u>
Advertisement Expenses	51,784	5,035
Office and General Expenses	1,27,707	1,15,146
Commission Expenses	2,00,000	-
Legal Fees and Expenses	4,17,000	1,10,000
Professional & Consulting Fees	6,24,838	3,74,056
Printing and Stationery Expenses	95,858	39,918
Post, Telegram and Telephone Expenses	1,70,043	44,755
Travelling and Conveyance Expenses	79,677	1,30,819
Electricity Charges	12,545	7,916
Repairs and Maintenance	2,70,505	1,52,685
Listing and Registration Fees	1,55,581	12,430
Miscellaneous Expenses	52,670	17,706
Provision against Receivables	11,30,185	-
Bad Debts Written Off (Net)	-	19,869
Sundry Balances Written Off (Net)	27,038	-
	<u><u>37,90,646</u></u>	<u><u>13,31,388</u></u>
22. During the financial year 2003-04, pursuant to the BIFR order the partly paid up equity shares have been converted in to fully paid up equity shares based on the value of shares already paid and thereafter, all the fully paid up equity shares have been converted in to fresh fully paid up equity shares of Rs.10 each after reducing the total number of shares by 90%. During the year the company has complied with the procedures prescribed in the listing agreements with the stock exchanges including issue of fresh equity share certificates in lieu of old equity share certificates.		
23. Claims against the Company not acknowledge as debts :		
	31-03-2012 Rupees	31-03-2011 Rupees
a) By certain customers for price difference on sales	40,47,343	40,47,343
b) By Ex- employees	-	3,23,944
c) Stamp Duty on immovable properties	4,28,697	4,28,697
24. Contingent liability not provided for on account of:		
i) Excise Duty disputed by the Company pending disposal	16,62,494	16,62,494
ii) Drainage charges disputed by the Company pending disposal	8,80,975	8,80,975
iii) Back wages and reinstatement demand made by certain dismissed workers at Ankleshwar factory, pending adjudication.	Amount not Ascertainable	Amount not Ascertainable
25. Remuneration to Managing Directors charged to accounts including perquisites as per Income Tax Rules where applicable (Remuneration has been paid as minimum remuneration in accordance with the provisions of schedule XIII of the Companies Act, 1956.)	18,02,292	16,05,255

Notes forming part of the Financial Statements for the year ended 31st March, 2012

26. As at 31st March, 2012 there are no amounts outstanding in respect of suppliers registered as Micro Small and Medium Enterprises.
27. The Company is primarily engaged in business of manufacturing and selling of Industrial Alcohol, Acetaldehyde, Acetic Acid and Auxiliaries & Chemicals. Since the inherent nature of activities as a whole are governed by the same set of risk and returns these have been grouped as a single segment, the results of which are reflected in the financial statements. The said treatment is in accordance with the Accounting Standard – 17 on 'Segment Reporting' issued by the Institute of Chartered Accountants of India.

28. Related Party Disclosures

(a) Relationship :

i. Key Management Personnel :

Manish Navnitlal Patel – Managing Director (Also controls majority of voting powers of the Company)

ii. Relatives of Key Management Personnel :

Devika Navnitlal Patel (Mother), Hem Manish Patel (Wife), Bela Sandip Jhaveri (Sister), Chaula Navnitlal Patel (Sister) and Hemangini Sameer Sinha (Sister)

iii. Enterprises over which key management personnel alongwith relatives is able to exercise significant influence :

Gujarat Alcohol and Allied Chemicals Pvt. Ltd. and Mahalaxmi Trading Agency.

(b) Transactions :

Details of aggregate of transactions with the related parties referred to in (a) above :-

Type of Transactions	Referred to in (a) (i) above	Referred to in (a) (ii) above	Referred to in (a) (iii) above
Remuneration(including Contribution towards Provident Fund, Superannuation Fund and Leave Salary)	18,02,292	-	-
Outstanding Balances at the close of the year :			
Amounts due on account of remuneration	-	-	-
As Unsecured Loans – Taken	-	-	-
Loans & Advances – Receivables	-	-	-

29. Net Deferred Tax Assets, mainly representing past losses and unabsorbed depreciation, have not been recognized following the principles of prudence due to uncertainty of the quantum of future profits in terms of Accounting Standard – 22 for 'Taxes on Income' issued by The Institute of Chartered Accountants of India.

30. Earning per share :

	2011-12	2010-11
	Rupees	Rupees
Profit / (-) Loss for the Year	26,60,235	3,10,22,762
Weighted Average No. of Shares outstanding during the year	1,61,885	1,61,885
Nominal value of shares	10	10
Basic / Diluted Earning Per Share before Extra Ordinary Items	16.43	22.56
Basic / Diluted Earning Per Share after Extra Ordinary Items	16.43	191.63

Notes forming part of the Financial Statements for the year ended 31st March, 2012

31. Previous Years Figures :

Till the year ended 31st March, 2011, the company was using Pre-Revised Schedule VI to the Companies Act, 1956, for preparation and presentation of its financial statements. During the year ended 31st March, 2012, the Revised Schedule VI notified under the Companies Act, 1956, has become applicable to the company. The company has reclassified the previous year figures to confirm to this year's classification.

As per our report attached
SHARP & TANNAN
Chartered Accountants
(Registration No. 109982W)
By the hand of
(Milind P. Phadke)
Partner
Mem. No. 33013
Place : Mumbai
Date : 24th July, 2012

DEVIKA NAVNITLAL
Chairperson

MANISH NAVNITLAL
Managing Director

Place : Ahmedabad
Date : 24th July, 2012

ASHWINI R. DEVPURA
SHASHIKANT D. PANDYA
JAGAT D. SHAH
Directors

FORM OF PROXY

Gujchem Distillers India Limited

Registered Office : Office No. 6, 2nd Floor, National Chambers, Nr. City Gold,
Ashram Road, Ahmedabad - 380 009

Registered Folio No.	
Client ID No.	

I/We _____
of _____ in the district of _____
being member/s of the above named Company hereby appoint
Mr./Mrs. _____ of _____ in the
district of _____ or failing him /her Mr./Mrs. _____ of
_____ in the district of _____
as my/our Proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be
held on Saturday, the 29th September, 2012.

Signed the _____ day of _____ 2012.

Signature _____

Affix
Revenue
Stamp

This proxy form must be deposited at the Registered Office of the Company, not less than 48 hours before the time for
holding the Meeting. Unless otherwise instructed, the proxy will vote as he/she thinks fit.

----- Tear here -----

Gujchem Distillers India Limited

Registered Office : Office No. 6, 2nd Floor, National Chambers, Nr. City Gold,
Ashram Road, Ahmedabad - 380 009

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

Full name of the
Member attending : _____

Name of Proxy : _____

I hereby record my presence at the Annual General Meeting being held at the Registered Office of the
Company on Saturday, the 29th September, 2012.

Registered Folio No.	
Client ID No.	
No. of Shares held	

Member's/Proxy's Signature
(To be signed at the time of handing over this slip)

Note : Persons attending the Annual General Meeting are requested to bring their copies of Annual Report.

**BOOK-POST
PRINTED MATTER**

To,

If undelivered, please return to :
GUJCHEM DISTILLERS INDIA LIMITED
Registered Office
Office No. 6, 2nd Floor,
National Chambers, Nr. City Gold,
Ashram Road, Ahmedabad - 380 009

