

Rama

# Rama Petrochemicals Limited

CIN : L23200MH1985PLC035187

CORPORATE OFFICE  
51-52, FREE PRESS HOUSE,  
215, NARIMAN POINT,  
MUMBAI 400 021.

TEL : (91-22) 2283 3355 / 2283 4182  
FAX : (91-22) 2204 9946  
E-MAIL : rama@ramagroup.co.in  
WEB : www.ramapetrochemicals.com

Ref : RPCL/RDJ/151  
Date : May 29, 2015

Bombay Stock Exchange Limited  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort,  
MUMBAI 400 001

BSE Scrip Code : 500358  
Name of the Company : RAMA PETROCHEMICALS LIMITED

Dear Sir,

We wish to inform you that the Board of Directors of the Company at the meeting held on May 29, 2015 have approved the Audited Accounts for the year ended 31<sup>st</sup> March 2015.

As per Clause 41 of the Listing Agreement, we are pleased to enclose herewith Audited Financial Results along with Auditor's Report by the statutory auditors M/s. Dayal & Lohia for the year ended March 31, 2015.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,  
For RAMA PETROCHEMICALS LIMITED



R. D. JOG  
AUTHORISED SIGNATORY

Encl : a/a

Rama

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STATEMENT OF AUDITED FINANCIAL RESULTS  
FOR THE YEAR ENDED 31ST MARCH 2015

(₹ in lacs)

PART I		Quarter Ended			Year to Date	
		31.03.2015 (Audited)	31.12.2014 (Unaudited)	31.03.2014 (Audited)	31.03.2015 (Audited)	31.03.2014 (Audited)
PARTICULARS						
1	Income from Operations					
	a) Net Sales / Income from Operations	39.49	50.77	63.92	228.01	320.79
	b) Other Operating Income	-	-	-	-	1.93
	Total Income from Operation	39.49	50.77	63.92	228.01	322.72
2	Expenses					
	a) Purchase of Traded Goods	17.18	19.34	33.43	118.62	123.85
	b) (Increase) / Decrease of Stock in Trade	(0.70)	-	-	(0.70)	9.76
	c) Employee benefits expenses	18.05	18.63	15.91	68.65	61.84
	d) Depreciation	0.41	1.09	2.38	3.66	10.35
	e) Repairs to Plant and Machinery	0.61	1.43	0.46	3.64	10.16
	f) Power and Fuel	1.68	1.88	1.45	6.76	5.84
	g) Consumption of Stores and Spares	0.29	0.14	1.50	2.66	2.09
	h) Provision for Doubtful Advances	3,086.44	-	-	3,086.44	-
	i) Prior Period Expenses	247.35	-	-	247.35	-
	j) Other Expenditure	20.05	14.40	15.62	70.94	56.55
	Total Expenses	3,391.36	56.91	70.75	3,608.02	280.44
3	Profit/(Loss) from Operations before Other Income, Finance Cost and Exceptional Items	(3,351.87)	(6.14)	(6.83)	(3,380.01)	42.28
4	Other Income	381.56	2.02	2.15	385.37	16.30
5	Profit/(Loss) from Operations before Finance Cost and Exceptional Items	(2,970.31)	(4.12)	(4.68)	(2,994.64)	58.58
6	Finance Cost	42.04	30.47	21.64	122.06	90.11
7	Profit/(Loss) from ordinary activities after Finance Cost but before exceptional items	(3,012.35)	(34.59)	(26.32)	(3,116.70)	(31.53)
8	Exceptional Items	-	-	(250.00)	-	-
9	Profit/(Loss) from ordinary activities before tax	(3,012.35)	(34.59)	(276.32)	(3,116.70)	(31.53)
10	Tax Expenses	-	-	-	-	-
11	Net Profit/(Loss) from Ordinary Activities after Tax	(3,012.35)	(34.59)	(276.32)	(3,116.70)	(31.53)
12	Extra-Ordinary Items	-	-	-	-	-
13	Net Profit/(Loss) for the period	(3,012.35)	(34.59)	(276.32)	(3,116.70)	(31.53)
14	Paid up Equity Share Capital (Face Value of Rs. 10/- per Share)	1,046.94	1,046.94	1,046.94	1,046.94	1,046.94
15	Reserves excluding Revaluation Reserves				(6,531.86)	(3,362.31)
16	Earning Per Share (Before extra ordinary items) (not annualised)					
	a) Basic	(28.77)	(0.33)	(2.64)	(29.77)	(0.30)
	b) Diluted	(11.84)	(0.16)	(1.09)	(12.25)	(0.12)
17	Earning Per Share (after extra ordinary items) (not annualised)					
	a) Basic	(28.77)	(0.33)	(2.64)	(29.77)	(0.30)
	b) Diluted	(11.84)	(0.16)	(1.09)	(12.25)	(0.12)



FACTORY : SAVROLI-KHARPADA ROAD, VILLAGE VASHIVALLI, PATALGANGA, DIST. RAIGAD - 410 220. MAHARASHTRA

TEL. : (02192) 250329, 250115, 251209 FAX : (02192) 251212

E-MAIL : scgshosh@ramagroup.co.in

PART II						
	PARTICULARS OF SHAREHOLDING	Quarter Ended			Year to Date	
		31.03.2015	31.12.2014	31.03.2014	31.03.2015	31.03.2014
A	1 Public Shareholding					
	Number of Shares	4937111	4937111	4937111	4937111	4937111
	Percentage of Shareholding	47.16%	47.16%	47.16%	47.16%	47.16%
	2 Promoters and Promoter Group Shareholding					
	a) Pledged / Encumbered					
	Number of Shares	1358865	1358865	1358865	1355865	1358865
	Percentage of Shareholding (as a % of the total shareholding of Promoters and Promoters group)	24.56%	24.56%	24.56%	24.56%	24.56%
	Percentage of Shareholding (as a % of the total sharecapital of the company)	12.98%	12.98%	12.98%	12.98%	12.98%
	b) Non encumbered					
	Number of Shares	4173424	4173424	4173424	4173424	4173424
	Percentage of Shareholding (as a % of the total shareholding of Promoters and Promoters group)	75.44%	75.44%	75.44%	75.44%	75.44%
	Percentage of Shareholding (as a % of the total sharecapital of the company)	39.86%	39.86%	39.86%	39.86%	39.86%
B	INVESTORS COMPLAINT					
	Pending at the beginning of the quarter	0				
	Received during the quarter	0				
	Disposed of during the quarter	0				
	Remaining unresolved at the end of the quarter	0				

### SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

(₹ in Lacs)

PARTICULARS	Quarter Ended			Year to Date	
	31.03.2015 (Audited)	31.12.2014 (Unaudited)	31.03.2014 (Audited)	31.03.2015 (Audited)	31.03.2014 (Audited)
Segment Revenue					
a) Methanol	-	-	-	-	-
b) Construction	-	-	-	-	108.00
c) Trading	39.49	50.77	63.92	228.01	212.79
Total	39.49	50.77	63.92	228.01	320.79
Less : Intersegment Revenue	-	-	-	-	-
Net Sales / Income from Operation	39.49	50.77	63.92	228.01	320.79
Segment Profit / (Loss) before Tax and Interest					
a) Methanol	(2,956.85)	(35.55)	(35.17)	(3,067.56)	(126.91)
b) Construction	-	-	-	-	96.55
c) Trading	21.36	31.43	30.49	107.74	88.94
Total	(2,935.49)	(4.12)	(4.68)	(2,959.82)	58.58
Less :					
a) Financial Charges	42.04	30.47	21.64	122.06	90.11
b) Other unallocable expenditure net of unallocable income	34.82	-	250.00	34.82	-
Profit / (Loss) from ordinary activities before Tax	(3,012.35)	(34.59)	(276.32)	(3,116.70)	(31.53)
Capital Employed					
Total Segment Assets					
Methanol				956.79	1,018.28
Construction				-	-
Trading				1.10	11.38
Total				957.89	1,029.66
Total Segment Liabilities					
Methanol				6,386.24	3,285.84
Construction				12.40	12.40
Trading				44.17	46.79
Total				6,442.81	3,345.03



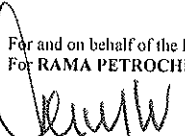
**STATEMENT OF ASSETS AND LIABILITIES**

PARTICULARS	Year to Date	
	31.03.2015	31.03.2014
	(Audited)	(Audited)
(₹ in Laacs)		
<b>Equity and Liabilities :</b>		
<b>Shareholders' Funds</b>		
Share Capital		
Reserves and Surplus	1,046.94	1,046.94
Sub Total Shareholders' Fund	(6,531.86)	(3,362.31)
	(5,484.92)	(2,315.37)
<b>Share Application Money</b>	1,497.75	1,497.75
<b>Non Current Liabilities</b>		
Other Long Term Liabilities		
Long Term Provisions	3,103.44	-
Sub Total Non Current Liabilities	9.75	20.33
	3,113.19	20.33
<b>Current Liabilities</b>		
Short Term Borrowings		
Trade Payables	1,320.49	1,579.12
Other Current liabilities	39.34	55.03
Short Term Provisions	455.11	187.48
Sub Total Current Liabilities	16.93	5.32
	1,831.87	1,826.95
<b>Total Equity and Liabilities</b>		
	957.89	1,029.66
<b>Assets</b>		
<b>Non Current Assets</b>		
Fixed Assets		
Tangible Assets		
Capital work in Progress	104.38	160.88
Non Current Investment	241.20	241.20
Long Term Loans and Advances		
Sub Total Non Current Assets	21.02	20.88
	366.60	422.96
<b>Current Assets</b>		
Inventories	308.63	308.97
Trade Receivable	0.40	11.38
Cash and Bank Balances	16.36	25.85
Short Term Loans and Advances	76.47	70.91
Other Current Assets	189.43	189.59
Sub Total Current Assets	591.29	606.70
<b>Total Assets</b>	957.89	1,029.66

**Notes :**

- 1) The Company is a Sick Industrial Company within the meaning of Section 3(1)(o) of the Sick Industrial Companies (Special Provisions) Act, 1985.
- 2) The operations of company's methanol division have been unviable and in turn forced the company to suspend its production activities since Sept'1999. However the company is making efforts to obtain alternative main feed stock for its methanol plant to make the operation viable. Considering the fact that laying of pipeline for supply of gas by Gas Authority of India Ltd. is completed, the company is hopeful to restart its plant soon. Accordingly the company continues to prepare its accounts on the basis of "Going Concern Concept"
- 3) Share Application money is received from a promoter's group company in accordance with the revival scheme submitted to the B.I.F.R. and the allotment of shares pursuant thereto is subject to and shall be in accordance with the directions of the B.I.F.R.
- 4) In view of the valuation report of registered valuer, the management is of the opinion that there is no impairment loss for its methanol division.
- 5) Consequent to the enactment of the Companies Act, 2013 (the Act) and its applicability for accounting periods commencing after April 01, 2014, the company has re-worked depreciation with reference to the estimated economic lives of fixed assets prescribed by Schedule II of the Act or actual useful life of assets, whichever is lower. In case of any asset, whose life has been completed as above, the carrying value, net of residual value, as at April 01, 2014 ₹ 52.84 lacs has been adjusted to the opening balance of retained earnings/brought forward loss and in other cases, the carrying value has been depreciated over the remaining of the revised life of the assets and recognized in the statement of Profit and Loss. If there had not been any change in the useful life of the assets, depreciation for the year and debit balance of Profit and Loss account would have been higher by ₹ 3.32 lacs
- 6) The Company operates in only one region and no separate risk is associated hence there is no reportable geographical segment.
- 7) Auditor's Observations in the Audited Accounts :
  - a) Doubtful recovery of claims receivable of Rs. 187.71 lacs from customs.
  - 8) Management's Opinion :
    - a) The company is taking appropriate legal remedies for claiming the value of these materials.
  - 9) The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto third quarter of the year.
  - 10) The figures in the financial results have been regrouped / rearranged wherever necessary to make them comparable.
  - 11) The above financial results have been reviewed by the audit committee and approved by the Board of Directors at their meeting held on 29th May, 2015.

For and on behalf of the Board  
For RAMA PETROCHEMICALS LTD.

  
H. D. RAMSINGHANI  
CHAIRMAN  
DIN : 00035416

Place : Mumbai  
Date : May 29, 2015

**dayal and lohia**  
chartered accountants

**INDEPENDENT AUDITOR'S REPORT**

To the members of,  
Rama Petrochemicals Limited

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **Rama Petrochemicals Limited** ("the company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provision of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

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

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

#### **Basis of Qualified Opinion**

The Value of materials lying in the Bonded warehouse, auctioned by the Custom authorities being shown as 'Claims Receivable' amounting to Rs. 1,87,71,179/- which is doubtful of recovery (Refer Note 18.1)

#### **Qualified Opinion**

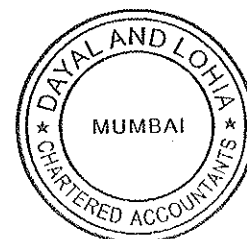
In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph, the aforesaid standalone financial statements give the information required by the Act in the manner so 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, 2015;
- (b) in the case of the Statement of Profit and Loss, of the 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.

#### **Emphasis of Matters**

We draw attention to the following matters in the Notes to the standalone financial statements:

- a) Without qualifying the report we like to bring to your attention that the company's net worth has been completely eroded and it has been declared as a Sick Industrial Company by BIFR vide order dated 01.07.2002. As explained in Note 28, the

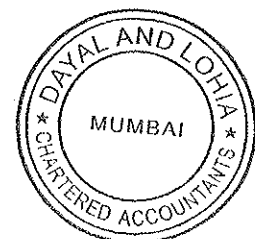


management is of the view that the Company can be revived and made viable and accordingly the company's accounts have been prepared on Going Concern assumption. The revival of the Company's operations depends upon the Company being able to obtain the alternative main feed stock. In absence of any other information indicating to the contrary, we have accepted this view and accordingly the accounts have been prepared on the basis of "Going Concern Concept".

Our opinion is not modified in respect of this matter.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and 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 it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the Directors as on 31<sup>st</sup> March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.



- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations on its financial position in note 27 to the standalone financial statements.
  - ii) The Company did not have any long term contracts including derivatives contract for which there were any material foreseeable losses.
  - iii) There were no amounts which were required to be transferred to Investor Education & Protection Fund by the Company.



Place: Mumbai  
Date : 29<sup>th</sup> May, 2015

For Dayal and Lohia  
Chartered Accountants  
Firm's Regn. No. 102200W

  
(Anil Lohia)

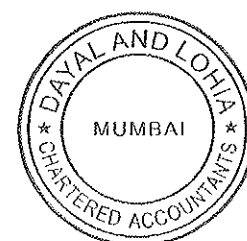
Partner  
Membership No. 031626



**Rama Petrochemicals Limited**  
**Annexure to Independent Auditors' Report**

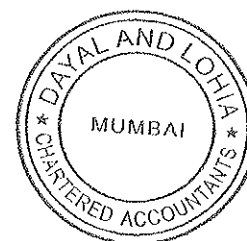
The Annexure referred to in our report to the members of **Rama Petrochemicals Limited** ('the Company') for the year Ended on 31<sup>st</sup> March, 2015.

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Management of the Company has physically verified the fixed assets in accordance with its policy of physical verification at reasonable intervals. The discrepancies, if any noticed during such verification have been suitably adjusted in the books of account.
- ii) a) According to the information and explanations given to us, the management has conducted physical verification of the inventories at reasonable intervals.
- b) In our opinion and according to the information and explanations given to us, the procedures followed by the management for physical verification of inventory are reasonable and adequate in relation to the size of the Company and the nature of the business.
- c) No material discrepancies have been noticed on physical verification of the stocks as compared to book records in so far as it appears from our examination of the books.
- iii) a) The company has not granted any loans to parties covered in the register maintained under section 189 of the Act.
- b&c) Since no loans have been granted to parties covered in the register maintained under section 189 of the Act, the question of receipt of principal and interest, and overdue amount, does not arise.
- iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and nature of its business with regard to purchase of inventory, fixed assets and for sale of goods and services. During the course of our audit, no major weaknesses have been noticed in the internal control system



- v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public.
- vi) According to the information and explanation given to us, the government has prescribed maintenance of cost records pursuant to Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act. Since, there is no turnover of manufacturing goods in the preceeding financial year, the same is not applicable.
- vii) a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employee's State Insurance, Sales Tax, Income Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at 31st March, 2015 for a period of more than six months from the date it became payable except:

Name of the statute	Nature of the dues	Amount	Period to which the amount relates	Due Date
The Customs Act, 1962	Custom Duty on import of Catalyst	59,32,740/-	1998-99	21.02.1998
Sales Tax Act,	Deferral Sales Tax Liability	31,03,44,140/-	1988-1997	30.04.2014

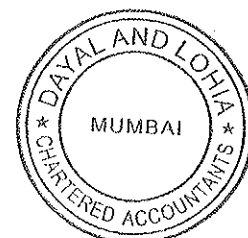


- b) According to the records of the Company and information and explanations given to us the following are the dues of Sales Tax on account of disputes:

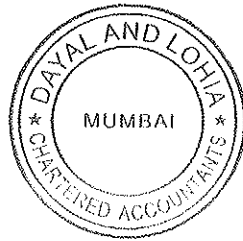
Name of the statute	Nature of dues	Amount	Period to which the amount relates	Forum where dispute is pending
Sales Tax Act,	Turnover Tax	18,02,591	F.Y.1993-94	Dy. Commissioner of Commercial Tax Bhavnagar
Sales Tax Act,	Turnover Tax	18,03,494	F.Y.1994-95	Dy. Commissioner of Commercial Tax Bhavnagar

According to the information and explanations given to us and the records of the Company examined by us there are no dues of Income Tax, Wealth Tax, Service Tax, Excise Duty and Custom Duty or Cess which have not been deposited on account of any dispute.

- c) There were no amounts which were required to be transferred to Investor Education & Protection Fund by the Company.
- viii) The company has accumulated losses of Rs.65,92,15,674/- as at 31st March,2015 which are more than 50% of its net worth. During the financial year covered by our audit and in the immediately preceding financial year the Company has incurred cash losses amounting to Rs.26,59,707/- & Rs.21,17,691/- respectively.
- ix) On the basis of our examination of the books and according to the information and explanations given to us, there are no borrowings from financial institutions, banks or debenture holders.
- x) In our opinion, and according to the information and explanations given to us, the terms and conditions of the guarantees given by the Company for loans taken by others from banks or financial institutions are not prejudicial to the interest of the Company.
- xi) To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not availed any term loan during the year hence the question of applying it for the purposes for which the loans were obtained, does not arise.



- xii) 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 instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.



For Dayal and Lohia  
Chartered Accountants .  
Firm's Regn. No. 102200W

A handwritten signature in cursive script, appearing to read "Anil Lohia".

(Anil Lohia)  
Partner  
Membership No. 031626

Place - Mumbai  
Date - 29<sup>th</sup> May, 2015.