



Yuvraaj Hygiene Products Limited

Annual Report 2012-2013



HIC[®]

मेहनत कम,
सफाई में दम



MOPS

WIPERS

SCRUB PADS

TOILET BRUSHES

CLOTH BRUSHES

FLOOR BRUSHES & DUST CONTROL MOPS

STAINLESS STEEL SCRUBBERS PADS

BODY SCRUBBERS

PLUNGER & BROOMS

BOARD OF DIRECTORS

Mr. Rajeev Kharbanda	-	Chairman
Mr. Vishal Kampani	-	Managing Director
Mrs. Benu Kampani	-	Whole Time Director
Mr. Praful Hande	-	Director
Mr. Ankur Kampani	-	Director
Mr. Sunil Shah	-	Director

AUDITORS

M/s. P. P. Jayaraman & Co.
Chartered Accountants,
Mumbai

BANKERS

HDFC Bank Ltd.
Tamilnad Mercantile Bank Ltd.

REGISTERED OFFICE

Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai 400 705.
Tel : 022 - 27784491
Email : yuvraj_industries@ymail.com

REGISTRAR & SHARE TRANSFER AGENTS

CIL Securities Limited
214, Raghava Ratna Towers,
Chirag Ali Lane, Abids,
Hyderabad - 500 001.
Tel : 040 - 23202465 / 23203155
Fax : 040 - 23203028 / 66661267
Email : rta@cilsecurities.com

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NOTICE

Notice is hereby given that the **Eighteenth Annual General Meeting** of **Yuvraaj Hygiene Products Limited** will be held on **Friday, the 27th day of September, 2013 at 12.30 P.M.** at Sagar Banquets, 1st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No. 10, Sector 17, Vashi, Navi Mumbai -400703 to transact the following businesses :

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in the place of Mr. Praful Hande, who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s. P. P. Jayaraman & Co., Chartered Accountants, Mumbai (FRN: 104139W) as Statutory Auditors of the Company to hold office from the conclusion of ensuing Annual General Meeting upto the conclusion of next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS

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

"RESOLVED THAT pursuant to the provisions of Section 198, 269, 309 read with Schedule XIII and all other applicable provisions, if any of the Companies Act, 1956 [including any statutory modification(s) or re-enactment thereof, for the time being in force], the consent of the members of the Company be and is hereby accorded to increase the remuneration payable to Mr. Vishal Kampani, Managing director of the Company from ₹ 40,000/- to ₹ 80,000/- per month inclusive of all amenities and perquisites payable to him for the remaining period of his tenure w.e.f 1st April, 2013 to 10th April, 2017, with the liberty to the Board of Directors to revise the terms with regard to remuneration from time to time, within the limits provided for in the said Schedule XIII or any amendment(s) thereto for the time being in force.

RESOLVED FURTHER THAT in the event of absence or inadequate of profits in any financial year, the remuneration, as approved by this resolution, shall be payable as minimum remuneration to Mr. Vishal Kampani during his tenure as Managing Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things as may be necessary to give effect to the aforesaid resolution."

By order of the Board of Directors

Place : Navi Mumbai

Date : 12th August, 2013

Registered Office:

Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai 400 705.

Vishal Kampani

Managing Director

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF ON POLL ONLY. A PROXY NEED NOT BE A MEMBER. PROXY FORM IS ENCLOSED HEREWITH. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**
2. Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of special business is annexed herewith and forming part of this notice.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution pursuant to Section 187 of the Companies Act, 1956 authorising their representative to attend and vote at the Annual General Meeting or any adjournment thereof.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, the 23rd day of September, 2013 to Friday, the 27th day of September, 2013 (both days inclusive).
5. Members are hereby requested to communicate to the Registrar and Share Transfer Agents of the Company for any change in address, transfer and demat requests.
6. Members/Proxies should bring the enclosed attendance slip duly filled in for attending the meeting along with the Annual Report. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID for easy identification of attendance at the meeting.
7. Members desirous of getting any information about the accounts of the Company are requested to send their queries so as to reach at-least ten days before the meeting at the New Registered Office of the Company, so that the information required can be made readily available at the meeting and the same can be suitably replied.
8. Members are requested to bring their original photo ID (like PAN Card, Aadhar Card, Voting Card, etc, having photo identity) while attending the meeting.
9. The Equity Shares of the Company are listed at BSE Limited. The Company has paid the listing fee to BSE Limited for the financial year 2013-14.
10. In pursuance of the Clause 49(IV)(G) of the Listing Agreement, details of directors seeking re-appointment at the ensuing Annual General Meeting are given below:

Name of Director	Mr. Praful Hande
Date of Birth	7 th February, 1980
Nationality	Indian
Date of appointment as director	15 th July, 2010
Designation	Director
Qualification /Experience/Expertise	Diploma in software engineering and has an experience of over 12 years in Computer and Telecom Industry with specialization in Networking.
Shareholding in the Company Equity shares of ₹ 1/- each	Nil
List of Directorships in other companies	Nil
List of Chairmanship and Membership in Public Companies	Nil
Relationship with existing Directors of the company	Not Related

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956**ITEM No. 4**

Mr. Vishal Kampani was appointed as Managing Director of the Company w.e.f 11th April, 2012. He is Commerce Graduate and having over 23 years of experience in business of Hygiene products.

Considering the performance and experience in the Company's business, the Board of Directors at its meeting held on 28th May, 2013 increased the remuneration payable to Mr. Vishal Kampani, Managing Director of the Company from ₹ 40,000/- to ₹ 80,000/- per month for the remaining period of his tenure w.e.f 1st April, 2013 to 10th April, 2017 subject to the approval of the shareholders and other authorities, if any.

The Board of Directors recommends the Ordinary Resolution as set out at item no. 4 for the members' approval.

None of the directors except Mr. Vishal Kampani and Mrs. Benu Kampani are interested or concerned in the said resolution.

By order of the Board of Directors

Place : Navi Mumbai

Date : 12th August, 2013

Registered Office:

Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai 400 705.

Vishal Kampani

Managing Director

DIRECTORS' REPORT

To

The Members,

Your Directors have pleasure in presenting the Eighteenth Annual Report together with Audited Financial Statement of Accounts of your Company for the year ended 31st March, 2013.

FINANCIAL RESULTS:

The financial results for the year ended 31st March, 2013 are as under :

(₹ in Lacs)

Particulars	Year Ended 31 st March, 2013	Year Ended 31 st March, 2012
Total Revenue	1246.27	888.80
Less : Total Expenses	1152.82	1026.88
Profit / (Loss) before tax	93.44	(138.08)
Less : Provision for Taxation		
- Income Tax	16.20	0.50
- Deferred Tax(Asset) / Liability	7.43	2.56
Profit / (Loss) After tax	69.81	(141.14)
Balance of Profit / (Loss) as per last Balance Sheet	(227.15)	(85.96)
Balance of Profit / (Loss) carried to Balance Sheet	(157.34)	(227.15)

REVIEW OF OPERATIONS:

During the year under review, the Company earned total revenue of ₹ 1246.27 Lacs as against ₹ 888.80 Lacs in the previous year. The Profit before tax was ₹ 93.44 Lacs as against Loss of ₹ 138.08 Lacs in the previous year. The Profit after tax was ₹ 69.81 Lacs as against Loss of ₹ 141.14 Lacs in the previous year.

Your Company is undertaking active efforts towards accelerating the growth speed and is optimistic about better performance in the future.

DIVIDEND:

In order to conserve the financial resources for the future growth, the Board of Directors do not recommend any payment of Dividend for the year under review.

DIRECTORS:

In accordance with the provisions of Section 256 of the Companies Act, 1956 and the Articles of Association of the Company, Mr. Praful Hande, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment and your Board recommends his re-appointment.

The Board of Directors in its meeting held on 28th May, 2013 increased the remuneration payable to Mr. Vishal Kampani, Managing Director of the Company to ₹ 80,000/- for the remaining period of his tenure w.e.f 1st April, 2013 to 10th April, 2017, subject to approval of members in general meeting. The Board of Directors recommends the revision in remuneration payable to him for your approval.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions contained in Section 217 (2AA) of the Companies Act 1956, your Directors hereby state and confirm that:

- i. in the preparation of the Annual Accounts for the year ended 31st March, 2013, the applicable Accounting Standards have been followed and no material departures have been made from the same;
- ii. the directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2013 and of the profit of the Company for the year ended on that date;
- iii. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- iv. the directors have prepared the Annual Accounts for the financial year ended 31st March, 2013 on a "Going Concern" basis.

AUDITORS:

M/s. P. P. Jayaraman and Co., Chartered Accountants, Mumbai (FRN: 104139W), the Statutory Auditors of the Company hold office up to the conclusion of the ensuing Annual General Meeting of the Company. The Company has received a letter from them to the effect that their re-appointment, if made, would be in conformity with the provisions of Section 224(1B) of the Companies Act, 1956.

The Board recommends the re-appointment of M/s. P. P. Jayaraman and Co, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of ensuing Annual General Meeting upto the conclusion of next Annual General Meeting of the Company.

AUDITORS' REPORT:

In reference to point No. 10(a) of Annexure to the Auditors' Report, the Board of Directors would like to state that the Company is in process of making payments of outstanding dues to statutory authorities.

COST AUDITORS:

In terms of Order No. 52/26/CAB-2010 dated 24th January, 2012, issued by the Ministry of Corporate Affairs, M/s. S. Poddar & Co, Partnership Firm, Practicing Cost Accountants, Mumbai have been appointed as 'Cost Auditors' of the Company for the year 2012-13 for conducting audit of cost accounts of the Company.

PUBLIC DEPOSITS:

Your Company has neither accepted nor renewed any deposit within the meaning of Section 58A and 58AA of the Companies Act, 1956 and rules made thereunder during the year ended 31st March 2013.

CORPORATE GOVERNANCE:

Pursuant to Clause 49 of the Listing Agreement, Reports on Management Discussion and Analysis and Corporate Governance alongwith a certificate of compliance from the Practising Company Secretary are attached hereto and form part of this Report.

PARTICULARS OF EMPLOYEES:

No employee was in receipt of remuneration exceeding the limits as prescribed under the provisions of Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, as amended, hence no such particulars are furnished.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information in terms of requirements of clause (e) of Sub-section (1) of Section 217 of the Companies Act, 1956) regarding conservation of Energy, Technology Absorption and Foreign Exchange earnings and outgo, read along with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is as follows:

(A) Conservation of Energy:

The Company continues to implement prudent practices for saving electricity and other energy resources in day-to-day activities. However, considering the business activities carried out by the Company, your directors have nothing to report with respect to conservation of energy.

(B) Research and Development:

The Company has not carried out any specific research activity and so no benefit has been derived from it.

(C) Technology absorption, adaptation and innovation:

The Company continues to take prudential measures in respect of technology absorption, adaptation and take innovative steps to use the scarce resources effectively.

(D) Foreign Exchange Earnings and Outgo:

The particulars of Foreign Exchange earnings and outgo for the year under review are as follows:

(₹ in Lacs)

Particulars	Year ended 31 st March, 2013	Year ended 31 st March, 2012
Foreign Exchange Earning	Nil	Nil
Foreign Exchange Outgo	426.40	266.88

ACKNOWLEDGEMENT:

Your Directors take this opportunity to place on record their warm appreciation and acknowledge with gratitude the assistance, co-operation and support extended to your Company by bankers, clients, employees as well as the investing community and look forward to their continued support.

For and on Behalf of the Board of Directors

Place : Navi Mumbai
Date : 12th August, 2013

Vishal Kampani Benu Kampani
Managing Director Whole Time Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The information, opinions and views expressed in this section of the Annual Report contain certain forward looking statements which involve risks and uncertainties. The Management has put its best efforts to present this discussion/ analysis and believes these to be true to the best of its knowledge at the time of its preparation. The Management is not responsible to publicly update or revise any of these forward looking statements whether on the basis of new information, future events or otherwise. The Management shall not be liable for any loss which may arise as a result of any action taken on the basis of information, opinion or views contained herein. The reproduction, disclosure or use of the information contained herein without express prior written permission of the company is strictly prohibited.

A. INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Company is currently engaged in the business of Hygiene and cleaning products. The Company is one of the authentic manufacturers and suppliers of quality range cleaning products. These products are manufactured using premium quality raw material and components that are coupled with modern methodologies and technology.

B. OPPORTUNITIES AND THREATS:

The Company is engaged in household cleaning materials. There are various opportunities in this sector and that the sector is on the steady path of growth. The global meltdown had its effect on the Hygiene and cleaning industry as well but the sector has recovered from the same. This is a booming sector though there are various threats since more and more entrepreneurs are entering in this business category.

C. SEGMENT WISE OR PRODUCT WISE PERFORMANCE:

The Company is operating in single segment namely "Dealing in Household Cleaning Products". Hence segment reporting is not applicable. The performance of the Company has improved aggressively during the year ended 31st March, 2013.

Your Company has taken its best efforts to revive from the losses occurred in the past. The turnover of the Company has increased to ₹ 1246.27 Lacs as compared to ₹ 888.80 Lacs in the previous year. Further the Company has also achieved Net profit after tax of ₹ 69.81 Lacs. Your Company undertakes to achieve higher levels in this sector.

D. OUTLOOK:

The Company intends to be a major player in the household hygiene and cleaning products. The Company has recovered from the losses and paving its way towards growth. The Company intends to create a niche for itself in this sector and increase its business activities in coming years.

E. RISKS AND CONCERNS:

A slowdown in economic growth could cause the business to suffer as the Company's performance is highly dependent on economic prospects of Country which in turn leads to development, production and rise in income of the Company.

As the Company operates in the household domestic goods which is associated with the high consumable products which directly leads to increase in cost of productions and cost of inventory it is always a matter of concern to the Company, but through the effective inventory management system, the risk has been reduced to the minimal.

F. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company is having adequate internal control systems commensurate to the nature and level of operations of the Company. The Company takes adequate measures to undertake internal audit at regular intervals to review the Compliance of various policies and guidelines and to ensure reliability and credentials of all records and financial statement of the Company.

G. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The financial statements are prepared in accordance with Indian Accepted Accounting Policies and Standards and the provisions of the Companies Act, 1956. The results of the operations are discussed in the Directors' Report.

H. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES:

The Company regards its human resources as one of its most valuable assets. It reviews its policies proactively. It ensures that they create a work environment that encourages initiative, provides challenges and opportunities and appreciate the potentials of the employees. Satisfactions of Employees are the ongoing concern/highlights of the management. The Company continues to focus on human resource development. During the year, Company had adequate number of employees.

I. CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations may be "forward- looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/ supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY:

The Company's philosophy of Corporate Governance emphasizes on maintaining the highest level of accountability, highest standards of transparency in all its dealings, timely disclosures and dissemination of price sensitive information and matters of interests to its stakeholders, ensuring absolute compliance with all applicable laws and regulations and conducting business ethically. Corporate Governance is a voluntary code of self-discipline developed to ensure that the Company abides by the ethical standards. The Company believes in maintaining highest standard of quality and ethical conduct.

A report on the implementation of the Code of Corporate Governance as per Clause 49 of the Listing Agreement is given below:

2. BOARD OF DIRECTORS:

The Board of Directors of the Company comprises of directors having rich knowledge and experience in the industry and related sectors for providing strategic guidance and direction to the Company.

COMPOSITION OF BOARD OF DIRECTORS:

As on 31st March, 2013, the Board of Directors comprises of six directors out of which four are Non-Executive Directors. Moreover three of the Non-Executive Directors are Independent Directors. The Chairman of the Board is Independent/Non-Executive Director. The Composition of the Board of Directors is in compliance with the requirements of Clause 49 of the Listing Agreement.

Necessary disclosures have been made by Directors stating that they do not hold membership in more than 10 Committees or act as a Chairman in more than 5 Committees in terms of Clause 49 of the Listing Agreement.

During the year 2012-13, the Board of Directors met 11 (Eleven) times on 11th April 2012, 28th May 2012, 9th August 2012, 6th September 2012, 23rd October 2012, 16th November 2012, 18th January 2013, 31st January 2013, 11th February 2013, 23rd February, 2013 and 5th March 2013. As stipulated, the gap between two board meetings did not exceed more than 4 months.

The composition of the Board and the particulars of attendance of the Directors at the Board Meetings are as follows:

Name of Director	Position/ Category	No. of Board meetings held	Attendance in Board Meetings during 2012-13	Attendance in last AGM	No. of other directorships	No. of Committee membership and chairmanship#	
						Membership	Chairmanship
Mr. Rajeev Kharbanda	Chairman/ Independent/ Non-Executive Director	11	7	Yes	-	-	-
Mr. Vishal Kampani (Managing Director)	Executive Director/ Promoter	11	11	Yes	-	-	-
Mrs. Benu Kampani (Whole Time Director)	Executive Director/ Promoter	11	11	Yes	-	-	-
Mr. Praful Hande	Independent / Non-Executive Director	11	6	Yes	-	-	-
Mr. Ankur Kampani (w.e.f 6 th September, 2012)	Non-Independent / Non-Executive Director	8	5	Yes	-	-	-
Mr. Sunil Shah (w.e.f 6 th September, 2012)	Independent / Non-Executive Director	8	3	Yes	-	-	-
Mr. R. L. Kanchibhotla (upto 9 th April, 2012)	Independent / Non-Executive Director	NA	NA	NA	-	-	-
Mr. J Anjaneyulu Reddy (upto 11 th April, 2012)	Executive Director/ Promoter	NA	NA	NA	-	-	-
Mr. K.V.K. Raju (upto 9 th April, 2012)	Managing Director/ Promoter	NA	NA	NA	-	-	-

In accordance with Clause 49 of the Listing Agreement, Membership/Chairmanships of only the Audit Committee and Shareholders'/Investors' Grievance Committee of all other Public Limited Companies are considered, except of the Directors who have resigned during the year and for whom details as on 31st March, 2013 are not available.

3. AUDIT COMMITTEE:

The Broad terms and reference of Audit Committee are to review the financial statements before submission to Board, to insure the objectivity, credibility and correctness of the Company's financial reporting and disclosure processes, internal controls, risk management policies and processes, tax policies, compliance and legal requirements and associated matters. The composition, powers, role and terms of reference of the Committee are in consonance with the requirements mandated under Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement.

The members of the Audit Committee met 4 (four) times on 28th May 2012, 9th August, 2012, 23rd October 2012 and 11th February, 2013 during the financial year ended 31st March, 2013. The terms of reference of Audit Committee are in conformity with the requirements specified in Clause 49 of the Listing Agreement entered with Stock Exchange and also comply with the requirements of Section 292A of the Companies Act, 1956. The gap between two audit committee meetings was not more than four months, in compliance with Listing Agreement.

The Composition of the Audit Committee as on 31st March, 2013 and the number of meetings attended by each member during the year ended on that date is as follows:

Name of Director	Designation	Number of Meetings held	Meetings attended
Mr. Rajeev Kharbanda	Chairman	4	4
Mr. Praful Hande	Member	4	4
Mr. Vishal Kampani (w.e.f. 11 th April, 2012)	Member	4	4
Mr. R.L. Kanchibhotla (upto 9 th April, 2012)	Member	N.A.	N.A.

The Compliance officer acts as the Secretary to the committee.

4. REMUNERATION COMMITTEE:

The broad terms of reference of the remuneration committee are to recommend the Company's policy on remuneration packages for the Managing Director / Executive Directors, reviewing the structures, design and implementation of remuneration policy in respect of key management personnel.

During the year 2012-13, the Remuneration Committee met once on 6th September, 2012. The Composition of the remuneration committee as on 31st March, 2013 and the attendance of the members for the meeting during the year ended on that date is as follows:

Name of Director	Designation	Meeting attended
Mr. Rajeev Kharbanda	Chairman	Yes
Mr. Praful Hande	Member	Yes
Mr. Sunil Shah (w.e.f. 6 th September, 2012)	Member	Yes
Mr. R.L. Kanchibhotla (upto 9 th April, 2012)	Member	N.A.

No sitting fee is paid to the Non – Executive/Independent directors during the financial year and they do not hold any shares of the Company.

Details of Remuneration paid and No. of Equity shares held by the Directors during the year ended 31st March, 2013

Name	Category	Salary (₹)	Perquisites or Allowances (₹)	Stock Option(₹)	Sitting Fees (₹)	No. of shares held
Mr. Rajeev Kharbanda	Chairman/Independent Director	-	-	-	-	-
Mr. Vishal Kampani	Managing Director/Promoter	4,80,000	-	-	-	43556250
Mrs. Benu Kampani	Whole Time Director/Promoter	7,20,000	-	-	-	431250
Mr. Praful Hande	Independent Director	-	-	-	-	-
Mr. Ankur Kampani	Non- Independent Director	-	-	-	-	-
Mr. Sunil Shah	Independent Director	-	-	-	-	-

The Compliance officer acts as the Secretary to the committee.

5. INVESTORS GRIEVANCE AND SHARE TRANSFER COMMITTEE:

During the year 2012-13, the Investors Grievance and Share Transfer Committee met 4 (four) times on 28th May 2012, 9th August, 2012, 23rd October 2012 and 11th February, 2013. The Composition of the Investors' Grievance and Share Transfer Committee as on 31st March, 2013 and the number of meetings attended by each member during the year ended on that date is as follows:

Name of Director	Designation	Number of Meetings held	Meetings attended
Mr. Rajeev Kharbanda (Appointed as Chairman w.e.f. 9 th April, 2012)	Chairman	4	4
Mr. Praful Hande	Member	4	4
Mr. Vishal Kampani (w.e.f. 11 th April, 2012)	Member	4	4
Mr. R. L. Kanchibhotla(upto 9 th April, 2012)	Chairman	N.A.	N.A.

The scope of the committee includes the following:

- To deal with matters relating to share transfers/transmissions.
- To review the system of dealing with and responding to correspondence from shareholders.
- To review and deal with complaints and responses to letters received from Stock Exchange, SEBI and Department of Company Affairs.

Status of Investors' Complaint

Opening	Received during the year	Resolved during the year	Pending
0	0	0	0

The Compliance officer acts as the Secretary to the committee.

Mr. Ravindra Sharma is a Compliance officer of the Company.

6. GENERAL BODY MEETINGS:
Location, date and time, where last three Annual General Meetings were held:

Financial Year	2011-12	2010-11	2009-10
Date and Time	28 th December, 2012 at 12.30 P.M	25 th November, 2011 at 12.30 P.M	30 th September, 2010 at 10.00 A.M.
Venue	Sagar Banquets 1 st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No 10, Sector 17, Vashi, Navi Mumbai- 400703.	Sagar Banquets 1 st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No 10, Sector 17, Vashi, Navi Mumbai- 400703.	Survey No.273, 467 Bonthapally Village Jinnaram Mandal Medak District - 502 313.

Following Special Resolutions were passed in the last three AGMs:

AGM held on	Special Resolution passed
28 th December, 2012	No Special Resolution was passed.
25 th November, 2011	Adoption of new set of Articles of Association of Company in place of existing Articles of Association of Company.
30 th September, 2010	No Special Resolution was passed.

During the year under review, no resolution was passed by means of Postal Ballot. None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing a Special Resolution through Postal ballot.

7. DISCLOSURES:

A. RELATED PARTY TRANSACTIONS:

Transactions with related parties are disclosed in the accounts at Note No. 27 (L) of Notes to Financial Statements in the Annual Report. The Company did not have any material significant related party transactions having a potential conflict with the interest of the Company.

B. DISCLOSURE OF ACCOUNTING TREATMENT:

In the preparation of the financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

C. DISCLOSURE OF RISK MANAGEMENT:

The Company has initiated the risk assessment and minimization procedure.

D. COMPLIANCE BY THE COMPANY:

The Company has complied with the requirements of the Stock Exchange, Securities and Exchange Board of India (SEBI) and other statutory authorities on all matters relating to capital market during the last three years. No penalties or strictures have been imposed on the Company by the Stock Exchange, SEBI or other Statutory Authorities. The Company has paid the listing fees for the year 2013-14 to BSE Limited.

E. WHISTLE BLOWER POLICY:

The Company has no formal Whistle Blower policy, however it takes cognizance of complaint made and suggestions given by the employees and whenever necessary, suitable corrective steps are taken for it. Also employees have not been denied to access the Audit Committee for the same purpose.

F. CODE OF CONDUCT AND PRACTICING COMPANY SECRETARY CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE:

The Company has laid down a code of conduct for the Directors, Senior Management and Employees of the Company. A declaration to the effect that the Directors and Senior Managerial personnel have adhered to the same, signed by the Managing Director of the Company and the Practicing Company Secretary Certificate on compliance of Clause 49 of the Listing Agreement by the Company are annexed to this report.

G. CEO CERTIFICATION:

In terms of the requirements of Clause 49(V) of the Listing Agreement, the Managing Director has submitted necessary certificate to the Board stating the particulars specified under the said clause.

8. MEANS OF COMMUNICATION:

A. PUBLICATION OF RESULTS:

The quarterly/half yearly and Annual Financial results are duly published in "Business Standard" and "Mahanayak" in compliance with the Listing Agreement. All material information about the Company is promptly sent to the Stock Exchange and the Company regularly updates about its financial as well as other organizational developments.

B. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report for the year ended 31st March, 2013 is part of Annual Report and annexed separately.

C. PRESENTATIONS/PRESS RELEASE:

The Company has not made any presentations to institutional investors or to the analysts and has not given any press release during the year under review.

9. GENERAL SHAREHOLDERS' INFORMATION:
A. ANNUAL GENERAL MEETING :

Date and Time : Friday, the 27th day of September, 2013 at 12.30 P.M.
 Venue : Sagar Banquets, 1st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No.10, Sector 17, Vashi, Navi Mumbai - 400703.

B. DATE OF BOOK CLOSURE : Monday, the 23rd day of September, 2013 to Friday, the 27th day of September, 2013 (Both days inclusive)

C. DIVIDENT PAYMENT : N.A.

D. FINANCIAL CALENDAR : The Company has following events for the financial year 2013-2014

Event	Due Date
Financial reporting for the quarter ended 30 th June, 2013	On 12 th August, 2013
Financial reporting for the quarter ending 30 th September, 2013	By 14 th November, 2013
Financial reporting for the quarter ending 31 st December, 2013	By 14 th February, 2014
Financial reporting for the quarter/year ending 31 st March, 2014	By 30 th May, 2014 (Audited)

E. LISTING ON STOCK EXCHANGE : The shares of the Company are listed on BSE Limited and Listing Fees is paid for the financial year 2013-14.

F. STOCK CODE & ISIN :

Scrip Id : YUVRAAJHPL
Scrip Code : 531663
ISIN : INE139D01020 with NSDL and CDSL

CUSTODIAL FEES : The Company has paid custodial fees for the year 2013-14 to NSDL and CDSL on the basis of the number of beneficial accounts maintained by them as on 31st March, 2013.

G. MARKET PRICE DATA : The monthly High/ low quotations of shares traded on the BSE Limited during each month in the financial year are as follows:

Period	Share price of the Company on BSE (in ₹)*		BSE Sensex(Points)	
	High	Low	High	Low
April-12	7.90	5.88	17664.10	17010.16
May-12	7.97	5.23	17432.33	15809.71
June-12	8.87	5.00	17448.48	15748.98
July-12	8.85	6.00	17631.19	16598.48
August-12	8.34	5.48	17972.54	17026.97
September-12	10.53	7.29	18869.94	17250.80
October-12	11.39	7.98	19137.29	18393.42
November-12	13.90	9.97	19372.70	18255.69
December-12	18.06	13.30	19612.18	19149.03
January-13	19.00	11.00	20203.66	19508.93
February-13	12.23	6.39	19966.69	18793.97
March-13	6.51	4.46	19754.66	18568.43

*Source: www.bseindia.com

H. REGISTRAR AND SHARE TRANSFER AGENTS : CIL Securities Limited,
Unit: Yuvraaj Hygiene Products Ltd.
214, Raghava Ratna Towers,
Chirag Ali Lane, Abids,
Hyderabad - 500 001.

I. SHARE TRANSFER SYSTEM : All shares sent or transferred in physical form are registered by the Registrar and Share Transfer Agents (RTA) within 15 days of the lodgment, if documents, are found in order. Shares under objection are returned within two weeks. All requests for dematerialization of shares processed and the confirmation is given to the respective depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) within 21 days.

J. DISTRIBUTION SCHEDULE : AS ON 31ST MARCH, 2013:

As on 31 st March 2013					
Shares		No. of share holders	% of share holding	Amount (in ₹)	% Held
From	Upto				
1	- 5000	1414	87.23	1193526	1.79
5001	- 10000	63	3.89	497970	0.75
10001	- 20000	55	3.39	810285	1.21
20001	- 30000	18	1.11	434245	0.65
30001	- 40000	16	0.99	559763	0.84
40001	- 50000	9	0.56	419716	0.63
50001	- 100000	20	1.23	1465640	2.20
100001 &	above	26	1.60	61337261	91.93
Total		1621	100.00	66718406	100.00

K. SHAREHOLDING PATTERN : AS ON 31ST MARCH, 2013:

Categories	No. of Shareholders	No. of Shares	% of shareholding
Promoters	2	43987500	65.93
Financial Institution/Banks	-	-	-
FII's	-	-	-
Non- Resident Indians	5	23589	0.04
Bodies Corporate	68	9369083	14.04
Indian Public	1546	13337964	19.99
Total	1621	66718406	100.00

L. DEMATERIALISATION OF SHARES : Out of the total paid up share capital of the Company, 96.90% aggregating to 6,46,49,696 equity shares was held in dematerialized form as on 31st March 2013.

M. CONVERTIBLE INSTRUMENTS: As of date, the Company does not have any outstanding convertible instruments, which are likely to have an impact on the equity shares of the Company.

N. ADDRESS FOR INVESTOR CORRESPONDENCE : **Yuvraaj Hygiene Products Limited**
Plot No. A-650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape, Navi Mumbai 400 705
Tel:022-27784491
Email id: yuvraj_industries@ymail.com

DECLARATION ON CODE OF CONDUCT

To,
The Members of
Yuvraaj Hygiene Products Limited

I, Vishal Kampani, Managing Director of the Company declare that all Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct during the year ended 31st March, 2013.

For Yuvraaj Hygiene Products Limited

Place : Navi Mumbai
Date : 12th August, 2013

Vishal Kampani
Managing Director

**CERTIFICATE FROM PRACTICING COMPANY SECRETARY
FOR COMPLIANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

To
The Members
Yuvraaj Hygiene Products Limited

We have examined the compliance of conditions of Corporate Governance by **Yuvraaj Hygiene Products Limited ("the Company")**, for the financial year ended on 31st March, 2013, as stipulated in Clause 49 of the Listing Agreement entered into with the Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

For Manish Ghia & Associates
Companies Secretaries

Place : Mumbai
Date : 12th August, 2013

Manish L. Ghia
Partner
M. No. 6252 C.P. No. 3531

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF YUVRAAJ HYGIENE PRODUCTS LIMITED FOR THE YEAR ENDED MARCH 31, 2013

To the Members of
Yuvraaj Hygiene Products Limited

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

Management's Responsibility for the financial statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and Cash Flows of the Company in accordance with the Accounting Standards referred to Section 211(3C) of the Companies Act, 1956 (the "Act") and in accordance with the accounting principles generally accepted in India. The responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

An audit involves procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedure selected depends on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and presentation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- in the case of the Balance Sheet, of the State of Affairs of the Company as at March 31, 2013;
- in the case of Statement of Profit and Loss, of the Profit of the Company for the year ended on that date; and
- in the case of the Cash Flow statement, of the Cash Flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 (the "Order") issued by the Central Government of India in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
2. As required by Section 227(3) of the Act, we report that:
 - We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - In our opinion, proper books of accounts, as required by law have been kept by the Company, so far as it appears from our examination of the books.
 - 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 accounts.

- In our opinion, the Balance Sheet the Statement of Profit and Loss and the Cash flow statement comply with the Accounting Standards to in Section 211(3C) of the Companies Act, 1956.
- On the basis of written representation received from the directors, as on March 31, 2013 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013 from being appointed as a director in terms, of Section 274(1)(g) of the Act.

**For P. P. Jayaraman & Co.,
Chartered Accountants
Firm Registration No : 104139W**

**P. P. Jayaraman
Proprietor
Membership No. 041354
Place : Thane
Date : 28th May 2013**

ANNEXURE TO THE AUDITORS REPORT

(Referred to in paragraph 4 of our Report of even date on the Accounts for the year ended on March 31, 2013 of Yuvraaj Hygiene Products Limited)

1. Having regard to the nature of the Company's business/activities during the year, clause (xiii) of paragraph 4 of the Order is not applicable to the Company.
2. In respects of the Company's **fixed assets**:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) A substantial portion of the fixed assets have been physically verified by the management during the year and in our opinion the frequency of such verification is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - (c) No fixed assets have been disposed off during the year; therefore the same has not affected the going concern status of the Company.
3. In respect of the Company **inventories**:
 - (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals. In our opinion, the frequency of such verification is adequate.
 - (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanation given to us, the Company has maintained proper records of inventories and no material discrepancies were noticed on physical verification and they have been dealt with in the books of accounts.
4. In respect of the **loans**:
 - (a) The Company has neither granted nor taken any loans, secured or unsecured, to/from companies, firms or other parties covered in the Register maintained under Section 301 of the Act, except unsecured loans from directors. The maximum amount involved in the current year amounted to ₹ 17.02 Lacs (Balance due as the year end is ₹ 17.02 Lacs)
 - (b) In our opinion, the rate of interest and other terms and conditions on which such loans and advances are made are not *prima facie* prejudicial to the interest of the Company.
5. 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 the nature of its business with regard to purchase of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in internal control system.
6. In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Act, to the best of our knowledge and belief and according to the information and explanations given to us:
 - (a) The particulars of contracts or arrangements entered in the Register maintained in pursuance of Section 301 that needed to be entered in the Register maintained under the said section have been so entered.
 - (b) Where each of such transaction is in excess of ₹ 5 Lacs in respect of any party, the transactions have been made at prices which are *prima facie* reasonable having regard to the prevailing market prices at the relevant time.
7. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public during the year. Therefore the provisions of the clause 4 (vi) of the order are not applicable to the Company.
8. The Company has an internal audit system but the scope of the same needs to be widened.
9. We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government under Section 209(1)(d) of the Companies Act, 1956 for maintenance of cost records in respect of household cleaning products and are of the opinion that *prima-facie*, the prescribed accounts and records have been made and maintained.

10. In respect of statutory dues,
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it have been generally regularly deposited during the year with the appropriate authorities. The dues in relation to Provident Fund Act, Investor Education and Protection Fund are not applicable to the company in this regard. There have been delays in respect of Profession Tax and Income Tax deducted at source.
 - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of above were in arrears, as at March 31, 2013 for a period of more than six months from the date on which they became payable.
 - (c) According to the information and explanation given to us, there are no disputed dues in respect of sale tax, income tax, which have not been deposited on account of any dispute.
11. The Company has accumulated losses at the end of the financial year. The Company has not incurred cash loss during the financial year covered by our audit. The Company has incurred cash loss during the immediately preceding financial year
12. 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 and banks. Further in our opinion and according to information and explanations given to us, the Company did not have any amount outstanding to debenture holders or non-financial banking institutions.
13. In our opinion and according to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
14. In our opinion and according to the information and explanations given to us, the Company is not dealing in shares, securities, debentures. Therefore the provisions of clause 4 (xiv) of the Order are not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions. Hence the provisions of the clause 4(xv) are not applicable to the Company.
16. In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which it was obtained.
17. In our opinion and according to the information and explanations given to us, and on an overall examination of the balance sheet of the Company, we report that funds raised on short-term basis have been *prima facie* not been used during the year for long-term investment.
18. According to the information and explanations given to us, during the year covered by our audit, the Company has not made preferential allotment of equity shares to parties and companies covered in the register maintained under section 301 of the Act.
19. According to the information and explanations given to us, during the year covered by our report, the Company has not issued any secured debentures.
20. During the year covered by our report, the Company has not raised any money by way of public issue.
21. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For P. P. Jayaraman & Co.,
Chartered Accountants
Firm Registration No : 104139W

P. P. Jayaraman
Proprietor
Membership No. 041354
Place : Thane
Date : 28th May 2013

BALANCE SHEET AS AT 31ST MARCH, 2013
(Amount in ₹)

Particulars	Notes	As at 31 st March, 2013	As at 31 st March, 2012
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	3	69,218,406.00	69,218,406.00
Reserves and Surplus	4	(13,734,089.17)	(20,714,967.46)
Non- Current Liabilities			
Long-term borrowings	5	22,664,857.22	4,313,996.26
Other Long-term liabilities	5	673,000.00	322,000.00
Deferred Tax liabilities (Net)	6	999,795.31	256,360.31
Current Liabilities			
Short Term Borrowings	7	30,059,311.96	6,749,010.53
Trade payables	8	26,117,233.26	11,276,784.57
Other current liabilities	8	2,511,437.40	7,047,717.93
Short Term Provision	8	1,620,000.00	-
TOTAL		140,129,951.98	78,469,308.14
Assets			
Non-Current Assets			
Fixed Assets			
Tangible assets	9	38,527,447.82	10,525,656.28
Intangible assets	9	25,977,435.00	25,973,835.00
Long-term loans and advances	10	19,764,321.18	15,634,816.83
Other non-current assets	11	1,353,097.93	1,601,909.93
Current Assets			
Inventories	12	26,381,575.69	15,618,257.96
Trade receivables	13	27,630,395.97	8,434,162.53
Short-term loans and advances	14	120,000.00	-
Cash and Cash equivalents	15	375,678.39	680,669.61
TOTAL		140,129,951.98	78,469,308.14
Summary of Significant Accounting Policies	2		
The accompanying notes are an integral parts of the financial statements.	(1-27)		

As per our report of even date attached

For P. P. Jayaraman & Co.,
Chartered Accountants
Firm Registration No : 104139W

P. P. Jayaraman
Proprietor
Membership No. 041354

Place : Thane
Date : 28th May, 2013

Vishal Kampani
Managing Director

Benu Kampani
Whole Time Director

Rajeev Kharbanda
Chairman

For and on behalf of the Board Directors

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2013

(Amount in ₹)

Particulars	Notes	For the year ended 31 st March, 2013	For the year ended 31 st March, 2012
Continuing Operations			
Income			
Revenue from Operations	16	124,579,715.90	88,879,983.64
Other Income	16	46,912.96	-
Total Revenue (I)		124,626,628.86	88,879,983.64
Expenses			
Cost of raw materials and components consumed	17	97,877,324.70	75,798,628.75
(Increase)/decrease in inventories of finished goods	18	(5,129,278.63)	(475,508.80)
Employee benefit expenses	19	2,460,959.50	1,920,943.00
Other expenses	20	20,141,037.09	16,230,119.78
Total (II)		115,350,042.66	93,474,182.73
Earnings before interest, tax, depreciation and amortization (EBITDA) (III) = (I - II)			
		9,276,586.20	(4,594,199.09)
Depreciation and amortization expenses	21	2,150,436.48	1,421,454.00
Finance Costs	22	2,851,066.43	2,955,655.91
Total (IV)		5,001,502.91	4,377,109.91
Profit before extraordinary items & tax (V=III-IV)			
Extraordinary items	23	4,275,083.29 (5,069,230.00)	(8,971,309.00) 4,837,255.15
Profit before tax			
Tax expenses			
(1) Current tax		1,620,000.00	49,940.00
(2) Deferred tax		743,435.00	256,360.31
Total Tax expense		2,363,435.00	306,300.31
Profit/(Loss) from continuing operation			
		6,980,878.29	(14,114,864.46)
Profit/(Loss) from discontinuing operations			
Tax expense of discontinuing operations		-	-
Profit/(Loss) from discontinuing operations (after tax)			
		-	-
Profit/(Loss) for the period			
		6,980,878.29	(14,114,864.46)
Earnings per equity share (nominal value of share ₹ 1)			
(1) Basic	24	0.10	(0.21)
(2) Diluted		0.10	(0.21)
Summary of Significant Accounting Policies			
The accompanying notes are an integral parts of the financial statements.	(1-27)		

As per our report of even date attached

For P. P. Jayaraman & Co.,
 Chartered Accountants
 Firm Registration No : 104139W

P. P. Jayaraman
 Proprietor
 Membership No. 041354

 Place : Thane
 Date : 28th May, 2013

Vishal Kampani
 Managing Director

Benu Kampani
 Whole Time Director

Rajeev Kharbanda
 Chairman

For and on behalf of the Board Directors

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in ₹)

Particulars	Notes	For the year ended 31 st March, 2013	For the year ended 31 st March, 2012
CASH FLOW FROM OPERATING ACTIVITIES			
Net Loss as per Profit & Loss A/c.		6,980,878.29	(14,114,864.46)
Add : Non-Operating Expenses			
Loss of Assets by Fire		-	4,837,255.15
Depreciation		2,150,436.48	1,421,454.00
Appl Money paid		-	(4,500.00)
Taxes Added back		743,435.00	-
Deferred Tax Liability		-	256,360.31
		9,874,749.77	(7,604,295.00)
Operating Profit before working capital changes			
Add/Less:- Working Capital Changes			
(Increase)/Decrease in Inventories		(10,763,317.73)	(15,618,257.96)
(Increase)/Decrease in Receivables		(19,196,233.44)	(8,434,162.53)
(Increase)/Decrease in Other CA's-Current		(120,000.00)	-
Increase/(Decrease) in Short term borrowings		23,310,301.43	-
Increase/(Decrease) in Payables		14,840,448.69	18,244,223.50
Increase/(Decrease) in Other Current liabilities		(4,536,280.53)	-
Increase/(Decrease) in Taxation, if any		1,620,000.00	-
Net Cash Flow from/ (used in) operating activities	(A)	15,029,668.19	(13,412,491.99)
CASH FLOW FROM INVESTING ACTIVITY			
Assets Acquired during the year		(30,155,828.02)	(16,853,284.43)
Increase in Advances		-	(14,500,000.00)
Other non-current assets		(4,129,504.35)	(1,601,909.93)
Preliminary Expenses		248,812.00	(569,343.83)
Net Cash Flow from/ (used in) investing activities	(B)	(34,036,520.37)	(33,524,538.19)
CASH FLOW FROM FINANCING ACTIVITY			
Issues from Shares twd T/o		-	62,100,006.00
Goodwill on Merger		-	(25,882,635.00)
Loan Raised during the year		18,350,860.96	11,385,006.79
Other Long term liability incurred during the year		351,000.00	-
Net Cash Flow from/ (used in) financing activities	(C)	18,701,860.96	47,602,377.79
Net increase/(decrease) in cash and cash equivalents	(A+B+C)	(304,991.22)	665,347.61
Cash & Cash Equivalents at the beginning of the year		680,669.61	15,322.00
Cash & Cash Equivalents at the end of the year		375,678.39	680,669.61
Components of cash & cash equivalents			
Cash on Hand		325,895.37	646,056.33
With banks-on current account		49,783.02	34,613.28
Total cash and cash equivalents	15	375,678.39	680,669.61
<i>See accompanying notes forming part of the financial statement.</i>	(1-27)	-	-

As per our report of even date attached

For P. P. Jayaraman & Co.,
 Chartered Accountants
 Firm Registration No : 104139W

P. P. Jayaraman
 Proprietor
 Membership No. 041354
 Place : Thane
 Date : 28th May, 2013

Vishal Kampani
 Managing Director

Benu Kampani
 Whole Time Director

Rajeev Kharbanda
 Chairman

For and on behalf of the Board Directors

AUDITORS' CERTIFICATE

We have examined the attached Cash Flow Statement of M/s. Yuvraaj Hygiene Products Ltd. for the year ended 31st March, 2013. The statement has been prepared by the Company in accordance with the requirements of Clause 32 of the Listing Agreement with Stock Exchange and is based on in-agreement with the corresponding Statement of Profit & Loss Account and Balance Sheet of the Company covered by our report dated 28th May, 2013 to the members of the Company.

As per our report of even date.

**For P. P. Jayaraman & Co.,
Chartered Accountants
Firm Registration No : 104139W**

**P. P. Jayaraman
Proprietor
Membership No. 041354
Place : Thane
Date : 28th May, 2013**

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

1. Corporate information

Yuvraaj Hygiene Products Limited 'the Company' is a public Company in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on BSE Limited. Company has its Registered Office at Navi Mumbai. Company is engaged in the manufacturing and selling of scrub pads, scrubber and other household cleaning related items.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of accounting and preparation of financial statements

- i) The financial statements of the Company have been prepared in accordance with generally accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under the *Companies (Accounting Standards) Rules, 2006, (as amended)* and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention.
- ii) The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.2 Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Examples of such estimates are provision for income tax.

2.3 Tangible Assets

Tangible assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent expenditure related to an item of other tangible assets is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred. Gains or losses arising from de-recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

2.4 Depreciation on Tangible Assets

Depreciation, on fixed assets is calculated on written-down value basis using the rates arrived at based on the useful lives estimated by the management, or those prescribed under the Schedule XIV to the Companies Act, 1956, whichever is higher. The Company has used the following rates to provide depreciation on its fixed assets.

	Rates (WDV)
Plant and equipment	13.91%
Furniture and fixtures	18.10%
Vehicles	25.89%
Computer and printers	40.00%

2.5 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in an amalgamation in the nature of purchase is their fair value as at the date of amalgamation. Initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life. Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other

intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired. A summary of amortization policies applied to the Company's intangible assets is as below:

	Rates (WDV)
Brands/trademarks	0%
Goodwill	0%

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern. Such changes are accounted for in accordance with **AS 5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies**.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

2.6 Impairment of Tangible and Intangible Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount and determines accounting policies taking into consideration AS-28 Impairment of assets issued by ICAI.

2.7 Leases

Where the lessors effectively retain substantially all the risks and benefits of ownership of the leased item the lease is classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Statement of Profit and Loss.

2.8 Borrowing costs

Borrowing cost includes interest, ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

2.9 Government Grants and Subsidies

During the year, no grants and subsidies has been received from the Government. Grants and subsidies from the government if received are recognized, when there is reasonable assurance that (i) the Company will comply with the conditions attached to them, and (ii) the grant/subsidy will be received.

When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the Statement of Profit and Loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is recognized as deferred income and released to income in equal amounts over the expected useful life of the related asset.

Where the company receives non-monetary grants, the asset is accounted for on the basis of its acquisition cost. In case a non-monetary asset is given free of cost, it is recognized at a nominal value.

Government grants of the nature of promoters' contribution are credited to capital reserve and treated as a part of the shareholders' funds.

2.10 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other Investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. Current Investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

2.11 Inventories

Raw materials, components, stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on a weighted average basis.

Work-in-progress, if any and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty and is determined on a weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.12 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Sale of goods :- Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The Company collects sales taxes and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue. The Company does not collect any excise duty. Hence there are no accounting policies for excise.

Income from services :- As the Company is not in servicing, no accounting policies are implemented in this regard.

Interest :- Interest income if any, is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

Dividends :- Dividend income if any is recognized when the Company's right to receive dividend is established by the reporting date.

2.13 Statutory and other taxes

Excise duty/Service tax is not applicable to the Company. Sales tax/Value Added tax paid is set-off against the collection and in case of payment of earlier years; the same is debited to Statement of Profit and Loss.

2.14 Foreign Currency Transaction

a. Foreign Currency Transactions and balances

Initial Recognition

Foreign Currency Transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

b. Exchange Differences

The Company accounts for exchange differences arising on translation/settlement of foreign currency monetary items are recognized as income or as expenses in the period in which they arise, as they are normal in course of operation business. The Company does not hold any investment in a non-integral foreign operation or otherwise, hence no accounting policies are implemented for as such.

c. Forward Exchange Contracts entered into to hedge foreign currency risk of an existing asset/liability

The premium or discount arising at the inception of forward exchange contract is amortized and recognized as an expense/income over the life of the contract. Exchange differences on such contracts, are recognized in the Statement of Profit and Loss in the period in which the exchange rates change. Any Profit or Loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or as expense for the period.

2.15 Retirement and other employee benefits for ESOP

The Company at present does not have any retirement benefit for the employees concerned and the staff costs are accounted as period costs.

2.16 Income Taxes

Tax expense comprises **current** and **deferred** tax. **Current income-tax** is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax is recognized directly in the Statement of Profit and Loss.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. **Deferred tax assets** are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum alternate tax (MAT) paid in a year is charged to the Statement of Profit and Loss as Current Tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the **Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961**, the said asset is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

2.17 Segment Reporting

a. Identification of Segments

At present the Company deals only in single segment of household cleaning items, hence the Company's operating businesses are organized and managed accordingly and no further segment identification is done and no such accounting policies in respect to disclosures of the same.

b. Segment Accounting Policies

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

2.18 Earnings Per Share

Basic Earnings Per Share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares *if any*, are treated as a fraction of equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating **Diluted Earnings Per Share**, the Net Profit or Loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.19 Provisions

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the Statement of Profit and Loss net of any reimbursement.

2.20 Contingent Liabilities and Assets

A Contingent Liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A Contingent Liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a Contingent Liability but discloses its existence in the financial statements.

A Contingent Assets, usually arises from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefit to the enterprises. As per the consideration of prudence, in view of the uncertainties attached to the future events, profits are not anticipated because their anticipation and recognition may result in recognition of that income that may never be realized because the asset is contingent and not certain. The same will be recognized only when the realization of same is virtually certain. In respect of insurance claim receipts during the year, the same are within the consideration of contingent assets, and had been treated as extraordinary items, as principle of virtual certainty has been established.

2.21 Cash and Cash Equivalents

Cash and Cash Equivalents for the purposes of Cash Flow Statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less, if any.

2.22 Measurement of EBITDA

As permitted by the **Guidance Note on the Revised Schedule VI to the Companies Act, 1956**, the Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the Statement of Profit and Loss. The Company measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortization expense, finance costs and tax expense.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in ₹)

	As at 31 st March, 2013	As at 31 st March, 2012
3 Share Capital		
Authorised Shares (Nos.)	70,000,000.00	70,000,000.00
70,000,000 (31/03/2012 : 70,000,0000) equity share of ₹ 1 each	<u>70,000,000.00</u>	<u>70,000,000.00</u>
Issued, Subscribed and fully paid up shares (Nos.)		
66,718,406 (31/03/2012 : 66,718,406) equity share of ₹ 1/-each	-	-
Add : Share foreited	2,500,000.00	2,500,000.00
Total Issued, Subscribed & Paid up Capital	<u>2,500,000.00</u>	<u>2,500,000.00</u>

a Reconciliation of the shares outstanding at the beginning and at the end of the reporting period
Equity Shares

At the beginning of the period
 Issued during the period-{Takeover during the preceeding period}

	Nos	₹	Nos	₹
At the beginning of the period	66,718,406	66,718,406	4,618,400	4,618,400
Issued during the period-{Takeover during the preceeding period}	-	-	62,100,006	62,100,006
Outstanding at the end of the period	66,718,406	66,718,406	66,718,406	66,718,406

b (i) Rights and preferences attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1 per share. Every shareholders is entitles to such rights as to attend the meeting of the shareholders, to receive dividends distributed and also has a right in the residual interest of the assets of the Company. Every shareholder is also entitled to right of inspection of documents as provided in the Companies Act, 1956

(ii) There are no restrictions attached to equity shares.

c Shares held by holding/ultimate holding and/or their subsidiaries/associates

None of the Equity shares are held by the Holding / ultimate holding company and /or their subsidiaries / associates.

d Details of shareholders holding more than 5% shares in the Company

Name of the Shareholder(s)	As at 31 st March, 2013		As at 31 st March, 2012	
	In Numbers	In %	In Numbers	In %
Vishal Kampani	43,556,250	65.28	43,556,250	65.28
Umesh Chamdia	4,288,407	6.43	-	0.00

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in ₹)

	As at 31 st March, 2013	As at 31 st March, 2012
4 RESERVES AND SURPLUS		
Capital Subsidy		
Balance b/f.	2,000,000.00	2,000,000.00
Additions/Withdrawal during the year	-	-
Closing Balance	2,000,000.00	2,000,000.00
Surplus/Deficit		
Balance b/f.	(22,714,967.46)	(8,595,603.00)
Transferred from Profit & Loss account	6,980,878.29	(14,114,864.46)
Less: Adjustment toward Application Money	-	(4,500.00)
Closing Balance	(15,734,089.17)	(22,714,967.46)
Total reserves and surplus	(13,734,089.17)	(20,714,967.46)
5 LONG TERM BORROWINGS	Non-Current Portion	
a Term loans - Indian rupee loan from bank (secured)	20,962,723.00	2,076,552.00
b Loan from related parties	1,702,134.22	2,237,444.26
	22,664,857.22	4,313,996.26
Other Long term Liabilities-Trade Deposits (unsecured)	673,000.00	322,000.00
Long Term Borrowings	Current Maturities	
Term loans - Indian rupee loan from bank (secured)	780,890.00	1,777,068.00
Other Loan and advances, if any	780,890.00	1,777,068.00
a Indian rupee loan from bank was taken during the year. These term loans are secured by tangible asset of Company and by way of <i>pari-passu</i> charge on the movable plant and machinery and other movables, both present and future. Further the loan are guaranteed by the directors' personal guarantee		
b The long term portion of term loans are shown under long term borrowings and the current maturities of the long-term borrowing, if any are shown under the current liabilities as per the disclosure requirements		
6 DEFERED TAX LIABILITIES		
Depreciation	999,795.31	256,360.31
Others, if any	-	-
	999,795.31	256,360.31
7 SHORT TERM BORROWINGS		
Cash Credit from banks (secured)	30,059,311.96	6,749,010.53
	30,059,311.96	6,749,010.53
Cash Credit from banks is secured against inventories and trade receivables by way of hypothecation and further secured by the directors' personal guarantee The Cash Credit is repayable on demand.		
8 TRADE PAYABLES	26,117,233.26	11,276,784.57
The Information in respect of due to suppliers under the Micro, Small & Medium Enterprises have not been furnished as the necessary information is not in possession of the Company		
8 OTHER CURRENT LIABILITIES	2,511,437.40	7,047,717.93
8 SHORT-TERM PROVISIONS	1,620,000.00	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013
NOTE 9 FIXED ASSETS - TANGIBLE

Sr. No.	Particulars	Rate	GROSS BLOCK			DEPRECIATION			NET BLOCK			
			At 1 April 2012	Additions	Deductions	At 31 March 2013	At 1 April 2012	For The Year	Deductions	At 31 March 2013	At 31 March 2013	At 31 March 2012
I	Plant and Machinery	13.91%	8,592,869.68	29,163,466.85	-	37,756,336.53	586,272.00	1,387,420.86	-	1,973,692.86	35,782,643.67	8,006,597.68
II	Furniture & Fixtures	18.10%	90,650.00	785,132.89	-	875,782.89	8,847.00	50,365.14	-	59,212.14	816,570.75	81,803.00
III	Vehicles	25.89%	3,119,559.00	3,714.28	-	3,123,273.28	883,888.00	579,415.92	-	1,463,303.92	1,659,969.36	2,235,671.00
IV	Computers, etc	40.00%	254,656.60	199,914.00	-	454,570.60	53,072.00	133,234.56	-	186,306.56	268,264.04	201,584.60
	CURRENT YEAR		12,057,735.28	30,152,228.02	-	42,209,963.30	1,532,079.00	2,150,436.48	-	3,682,515.48	38,527,447.82	10,525,656.28
	PREVIOUS YEAR		10,754,333.16	6,240,048.28	(4,936,646.16)	12,057,735.28	232,297.00	1,421,454.00	(121,672.00)	1,532,079.00	10,525,656.28	10,522,036.16

Borrowing cost to the tune of ₹ 5,65,365.60 has been capitalised on Plant & Machinery (Star V2 Brush Drilling & filling Machine).

The said Machine has been put to use on 27/03/2013, thus interest for 2 months and 9 days has been capitalised (i.e from 18/01/2013 to 27/03/2013)

NOTE 9 FIXED ASSETS - INTANGIBLE

Sr. No.	Particulars	Rate	GROSS BLOCK			DEPRECIATION			NET BLOCK			
			At 1 April 2012	Additions	Deductions	At 31 March 2013	At 1 April 2012	For The Year	Deductions	At 31 March 2013	At 31 March 2013	At 31 March 2012
I	Goodwill	0.00%	25,882,635.00	-	-	25,882,635.00	-	-	-	-	25,882,635.00	25,882,635.00
II	Brands/trademarks	0.00%	91,200.00	3,600.00	-	94,800.00	-	-	-	-	94,800.00	91,200.00
	CURRENT YEAR		25,973,835.00	3,600.00	-	25,977,435.00	-	-	-	-	25,977,435.00	25,973,835.00
	PREVIOUS YEAR		25,961,835.00	12,000.00	-	25,973,835.00	-	-	-	-	25,973,835.00	25,973,835.00

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in ₹)

	Particulars	As at 31 st March, 2013	As at 31 st March, 2012
10	LONG TERM LOANS & ADVANCES		
a	Capital advances-(unsecured)	17,897,159.00	14,500,000.00
b	Security Deposits-(unsecured)	614,235.00	396,735.00
c	Other Loan and advances-(unsecured)	1,252,927.18	738,081.83
		19,764,321.18	15,634,816.83
11	OTHER NON-CURRENT ASSETS-MISC EXP NOT W/OFF		
	Preliminary Expenses	1,601,909.93	1,850,721.93
	Less : Written off during the year	248,812.00	248,812.00
		1,353,097.93	1,601,909.93
12	INVENTORIES (As taken, valued at lower of cost and net realizable value and certified by the management)		
	Finished Goods	10,157,448.21	5,028,169.58
	Raw Materials	14,830,052.22	10,061,361.49
	Packing Materials	1,394,075.26	528,726.89
		26,381,575.69	15,618,257.96
13	TRADE RECEIVABLES		
	Unsecured, considered good unless stated otherwise		
i	Outstanding for period exceeding 6 months from date they are due for the payment		
a	Unsecured, considered good	3,855,580.50	1,198,970.09
b	Doubtful	468,997.93	-
		4,324,578.43	1,198,970.09
	Provision for doubtful receivables		
		(A) 4,324,578.43	1,198,970.09
ii	Other receivables (Less than six months)		
	Unsecured	23,305,817.54	7,235,192.44
		(B) 23,305,817.54	7,235,192.44
	Total (A + B)	27,630,395.97	8,434,162.53
14	SHORT TERM LOANS & ADVANCES		
	Other Loans and advances (unsecured)	120,000.00	-
		120,000.00	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in ₹)

Particulars	As at 31 st March, 2013	As at 31 st March, 2012
15 CASH AND CASH EQUIVALENTS		
a Cash on Hand	325,895.37	646,056.33
b Balances with banks in Current A/cs	49,783.02	34,613.28
Aggregates Total	375,678.39	680,669.61
16 REVENUE FROM OPERATIONS	For the year ended 31st March, 2013	For the year ended 31st March, 2012
a Sales of products		
Finished Goods	124,579,715.90	88,879,983.64
Total	124,579,715.90	88,879,983.64
Particulars of Sales- The particulars includes sale of scrubbers, scrub pads, mops and other household related items		
b Other Income		
Interest on FD	16,052.00	-
Creditors written back	30,860.96	-
	46,912.96	-
17 COST OF RAW MATERIALS & COMPONENTS CONSUMED		
Opening Stock of raw materials	10,061,361.49	5,891,093.64
Purchases during the year	78,258,853.04	64,199,151.51
Goods Lost in fire	-	(10,459,383.00)
Closing Stock of raw materials	(14,830,052.22)	(10,061,361.49)
	73,490,162.31	49,569,500.66
Add : Components	4,906,860.00	5,555,010.37
Total-A	78,397,022.31	55,124,511.03
Opening Stock of packing materials	528,726.89	-
Purchases during the year	20,345,650.76	21,202,844.61
Closing Stock of packing materials	(1,394,075.26)	(528,726.89)
Total-B	19,480,302.39	20,674,117.72
GRAND TOTAL -A+B	97,877,324.70	75,798,628.75
18 (INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS		
Inventories of Finished Goods at the end of the year	10,157,448.21	5,028,169.58
Inventories of Finished Goods at the beginning of the year	(5,028,169.58)	(4,552,660.78)
Total	5,129,278.63	475,508.80

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013

(Amount in ₹)

Particulars	For the year ended 31 st March, 2013	For the year ended 31 st March, 2012
19 EMPLOYEE BENEFIT EXPENSES		
Salaries & Wages	1,963,306.00	1,310,381.00
Staff Welfare Expenses	497,653.50	610,562.00
Total	2,460,959.50	1,920,943.00

In respect of Employees no retirement benefits are provided by the Company .

20 OTHER EXPENSES		
Advertising and sales promotion	8,354,900.87	5,754,075.55
Brokerage, commission and discounts	709,856.15	1,114,419.72
Rates and Taxes	154,150.00	102,271.98
Freight and forwarding charges	4,638,262.51	3,876,730.50
Power & Fuel	62,200.00	-
Rent	1,568,711.00	895,940.00
Water Charges	267,569.00	168,249.00
Repairs to building	301,029.45	435,391.00
Repairs to Machinery	331,968.08	314,770.00
Communication expenses	175,891.45	202,090.05
Tours & Travelling Expenses	1,619,187.38	868,949.48
Payment to Auditors		
- Audit fees	204,799.00	112,360.00
Preliminary Expenses	248,812.00	248,812.00
Miscellaneous Expenses	1,503,700.20	2,136,060.50
Total	20,141,037.09	16,230,119.78

a As per general instructions for preparation of Statement of Profit and Loss, in respect of Separate disclosures of Items to Higher Amount in Excess of 1% of the revenue from operations or ₹1,00,000 the details are classified as above.

b As per general instructions for preparation of Statement of Profit and Loss, in respect of Expenditures incurred on Payments made to the Auditors, the details are classified as above.

21 Depreciation and amortization expense		
Depreciation on tangible assets	2,150,436.48	1,421,454.00
Amortization on intangible assets	-	-
Total	2,150,436.48	1,421,454.00

22 Finance Costs		
Interest Expenses	2,086,150.16	1,755,514.75
Other borrowing costs-Bank & Other Charges	697,150.24	180,603.64
Applicable net gain/loss on foreign currency transaction and translation	67,766.03	1,019,537.52
	2,851,066.43	2,955,655.91

Notes to financial statements for the year ended 31st March, 2013

(Amount in ₹)

Particulars	For the year ended 31 st March, 2013	For the year ended 31 st March, 2012
23 EXTRA-ORDINARY ITEMS		
Loss of Assets due to Fire	-	4,837,255.15
Receipt of Insurance Claim - Refer Note below	(5,069,230.00)	-
Total	(5,069,230.00)	4,837,255.15

As per Note regarding exceptional items the details classified above covered loss on accounts of inventory and assets destroyed in fire in the preceeding year ended March 31, 2012. Consequently on application of the insurance claims, the same was received in the current year ended March 31, 2013. The nature of the above transaction are such that they do not recur/occur regularly, hence considered as a distinct, though part of operations. In the preceeding year ended March 31, 2012, the aggregate loss on account of fire was ₹ 1,52,96,638 consisting of ₹ 48,37,255 towards asset loss shown as period costs, and ₹ 1,04,59,383 towards inventory loss, which was shown as a product cost, against which final & full insurance settlement of ₹ 50,69,230 had been received during the year. In the year ended March 31, 2012 it was shown as exceptional items

24 BASIC EPS	2012-13 (₹)	2011-12 (₹)
A. Profit/(Loss) Computation for basis earnings per share of ₹1 each		
Net Profit as per Profit & loss available to Equity Shareholders	6,980,878.29	(14,114,864.46)
B. Weighted average number of Equity shares for EPS computation	66,718,406	66,718,406
C. EPS (weighted average)		
Basic EPS from continuing operations	0.10	(0.21)
Diluted EPS from continuing operations	0.10	(0.21)

25 CONTINGENT LIABILITIES	
There are no contingent liabilities against the Company as on March 31, 2013.	

26	The Company has a single segment namely “ household cleaning products “. Therefore the Company business does not fall under different segments as defined by AS-17-“Segment Reporting” issued by ICAI
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NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2013
27 Additional information pursuant to the provisions of Schedule VI to the companies Act, 1956 (wherever applicable)
A Prior Period Items - Not Applicable
B Quantitative Data's in respect of Trading Companies

Class of Goods	Units	Opening Stock Quantity	Purchase Quantity	Sales Quantity	Closing Stock Quantity	Closing Stock Value ₹
Manufacturing Items -{Finished}	Pcs	20,058	2,254,468	2,253,106	21,420	241,590.15
Trading Items	Pcs	845,255	31,192,520	31,090,513	947,262	9,915,858.06
	Pkt	1,550	1,000	-	2,550	
	Kgs	8,340	75,062	73,229	10,173	
Raw Materials	Pcs	3,175,502	7,411,158	6,587,450	3,999,210	14,830,052.22
	Pkt	877	2,631	200	3,308	
	Kgs	11,644	122,567	89,910	44,301	
	Carton	22	10	-	32	
	Dozen	12	-	-	12	
Packing Materials	Pcs	58,555	405,410	239,164	224,801	1,394,075.26
	Kgs	211	-	12	199	
	Pkt	2,210	6,866	4,000	5,076	
						26,381,575.69

C Transfer to reserves for Contingency, Specific Liability,etc., - Not Applicable
D Transfer from reserves for Contingency, Specific Liability,etc., - Not Applicable
E Transfer to provisions for Contingency, Specific Liability,etc., - Not Applicable
F Transfer from provisions for Contingency, Specific Liability,etc., - Not Applicable
G Dividend from Subsidiary Companies - Not Applicable, as no holding-subsidiary relationship exists
H Provisions for losses of Subsidiary Companies - Not Applicable, as no holding-subsidiary relationship exists

I Import of goods	₹ in lacs	₹ in lacs		
a. Value of Imports calculated on CIF basis:	2012 - 13	2011 - 12		
(i) Raw materials	33,881,305.62	23,734,152.00		
(i) Components, and spare parts	-	-		
(ii) Capital goods	22,296,182.00	87,094.00		
b. Expenditure in foreign currencies				
(i) Travelling Expenses	390,622.00	366,750.00		
(ii) Other Expenses	-	-		
c. Value of imported and indigenous components, embedded goods and spare parts consumed				
	2012 - 13		2011 - 12	
	%	₹	%	₹
(i) Imported into India	34.36	33,881,305.62	39.00	33,268,677.81
(ii) Indigenous	65.64	64,723,198.19	61.00	41,579,645.51
	100.00	98,604,503.81	100.00	74,848,323.32

J Dividend remittance to NRI - Not Applicable

K Earnings in Foreign currencies (on accrual basis)

Export of goods or services on FOB basis NIL

L Disclosure in accordance with Accounting Standard-18 Related Party Disclosures

Names of Related Parties & Nature of Relationship

1 Names of Related Parties/Key Management personnel

Vishal Sudhir Kampani Director

Benu Vishal Kampani Director

Rajeev Hemant Kharbanda Director

2 Transactions with Related Parties	2012-13	2011-12
a Loans (as part of Unsecured loans) (Benu Kampani)		
Opening Balance 01.04.2012	1,127,444.26	-
(Opening Balance 01.04.2011)	-	285,984.31
Received during the year - 2012-13	7,026,760.96	-
(Received during the year - 2011-12)	-	8,895,413.65
Paid during the year - 2012-13	6,452,071.00	-
(Paid during the year - 2011-12)	-	8,053,953.70
Closing Balance 31.03.2013	1,702,134.22	-
(Closing Balance 31.03.2012)	-	1,127,444.26
b Remuneration		
Vishal S. Kampani	480,000.00	720,000.00
Benu Vishal Kampani	720,000.00	240,000.00
c Rent		
Mrs Madhu Kapoor	418,614.00	-
d Purchases & Sales		
Matrix Entps- Purch	181,986.00	-
Matrix Entps- Sales	1,774,232.00	-

For P. P. Jayaraman & Co.,
Chartered Accountants
Firm Registration No : 104139W

P. P. Jayaraman
Proprietor
Membership No. 041354

Place : Thane
Date : 28th May, 2013

For and on behalf of the Board Directors

Vishal Kampani
Managing Director

Benu Kampani
Whole Time Director

Rajeev Kharbanda
Chairman

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Yuvraaj Hygiene Products Limited

Regd. Off: A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai 400705.

ATTENDANCE SLIP

18th Annual General Meeting- 27th September, 2013

Folio No:

No. of Shares held:

D.P. /Client ID:

I, _____ (Name in Block Letters) hereby record my presence at the **18th Annual General Meeting** of the Company to be held on **Friday, the 27th day of September, 2013 at 12.30 P.M.** at Sagar Banquets, 1st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No.10, Sector 17, Vashi, Navi Mumbai -400703.

Member's/Proxy's Signature

Note: Please complete this attendance slip and hand it over at the entrance of the meeting hall.

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Yuvraaj Hygiene Products Limited

Regd. Off: A-650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai 400705.

PROXY FORM

18th Annual General Meeting - 27th September, 2013

Regd. Folio No :

No. of Shares held:

D.P. /Client ID :

I/We of being a Member/Members of **Yuvraaj Hygiene Products Limited**, hereby appoint of or failing him/her of as my/our proxy to vote for me /us on my / our behalf at the **18th Annual General Meeting** of the Company to be held on **Friday, the 27th day of September, 2013 at 12.30 P.M.** at Sagar Banquets, 1st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No.10, Sector 17, Vashi, Navi Mumbai -400703 or at any adjournment thereof.

Place :

Date :

Affix Revenue Stamp of ₹ 0.15
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Member's/Proxy's Signature

Note: This proxy form in order to be effective should be stamped, completed and signed and must be deposited at the **Registered Office of the Company situated at Plot No. A -650, 1st Floor, TTC Industrial Estate, MIDC, Pawane Village, Mahape, Navi Mumbai - 400705** not less than 48 hours before the time of the Annual General meeting.

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BOOK POST

If undelivered please return to:

Yuvraaj Hygiene Products Limited

Regd. Off: Plot No. A -650, 1st Floor, TTC Industrial Estate,
MIDC, Pawane Village, Mahape,
Navi Mumbai – 400705.