

Asian Granito India Ltd.

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CIN : L17110GJ1995PLC027025



Asian Granito India Ltd.

— Beautiful Life —

31st August, 2015

To,
Corporate Relations Department,
Bombay Stock Exchange Limited,
2nd Floor, P.J Towers,
Dalal Street,
Mumbai-400 001


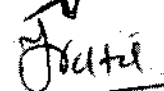

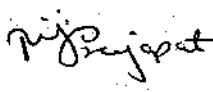
To,
Corporate Relations Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No., C/1, G-Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

Scrip Code: 532888

Scrip Code: ASIANTILES

Dear Sir,

Subject: Form A (Pursuant to clause 31(a) of the Listing Agreement):

Name of the Company	: Asian Granito India Limited
Annual Financial Statements for the year ended: (Standalone and Consolidated)	: 31 st March, 2015
Type of Audit Observation	: Un-qualified
Frequency of Audit Observation	: Not applicable as reports are unqualified
To be signed by,	
(i) Managing Director	: 
(ii) Chief Financial Officer	: 
(iii) Auditor of the Company	: 
(iv) Audit Committee Chairman	: 

For, Asian Granito India Limited


Director

DIN: 03382527

THE NEXT ORBIT



ASIAN GRANITO INDIA LIMITED | ANNUAL REPORT, 2014-15

FORWARD-LOOKING STATEMENT

In this annual report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of these results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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**AT ASIAN GRANITO, WE
ARE A ₹ 907.84 CRORE-
REVENUE COMPANY
ASPIRING TO BECOME
MORE THAN ₹ 2,000
CRORE-REVENUE
COMPANY OVER THE
NEXT FIVE YEARS.**

**THROUGH PRODUCT
INNOVATION.**

**THROUGH OPERATIONAL
EXCELLENCE.**

**THROUGH A WIDER AND
DEEPER MARKET REACH.**

**GRADUATING TO THE
NEXT ORBIT.**

IF IT IS A
**DIFFERENT
DESIGN,**
IT MUST BE ASIAN GRANITO.

IF IT IS A
**NEW
APPLICATION,**
IT MUST BE ASIAN GRANITO.

IF IT IS A
**DARING
INITIATIVE,**
IT MUST BE ASIAN GRANITO.

SNAPSHOT

Asian Granito India Limited was established in 2000 by Kamlesh Patel and Mukesh Patel.

The Company is among the top-four Indian ceramic companies and one of the largest manufacturers of polished vitrified and polished glazed vitrified tiles, wall and floor tiles, composite

marble and quartz stone in the country. Following its pioneering efforts in the introduction of digital printing in technical collaboration with SACMI (Italy) and a world-class quality management system, the Company has successfully built one of the most expansive digital tiles portfolios in the country.

VISIBILITY

Asian Granito is headquartered in Ahmedabad (Gujarat) with eight manufacturing facilities in Gujarat with a production capacity of more than 100,000 square metres per day.

The Company enjoys a pan-India marketing and distribution network comprising more than 4,000 dealers and sub-dealers operating from 16 depots and more than 91 showrooms (75 Tiles World exclusive

showrooms). Besides, the Company exports products to more than 50 countries.

The Company's shares are listed and actively traded on the Bombay and National Stock Exchanges. The Company's market capitalisation was ₹ 270.31 crore as on March 31, 2015; the promoters held 37.52% of the Company's equity (as on March 31, 2015).

OFFERINGS

The Company offers a wide range of products, including:

- Ceramic wall, ceramic floor and porcelain floor tiles
- Polished vitrified tiles (PVT) both

in soluble salt and double-charged variants

- Polished glazed vitrified tiles (PGVT) with digital print
- Marble and quartz

AWARDS AND ACCOLADES

- Asian Granito was acknowledged as a 'Power Brand – Rising Star' in India by Planman Marcom in 2012
- The Company was recognised as the most trusted brand in the floor and wall tile categories in 2011 by *Reader's Digest*
- Asian Granito was acknowledged as an 'Indian Power Brand' by Planman Marcom in 2013
- Asian Granito was recognised by *The Economic Times* among 'The Most Promising Brands of India, 2015'
- Kamlesh Patel and Mukesh Patel were recognised among the 'Top-100 Most Inspiring Entrepreneurs of India' by *The Economic Times* in 2015
- Asian Granito won the 'The Most Innovative Stall Award' at *The Economic Times* ACETECH Exhibition, 2014
- Asian Granito won the 'The Best Stall Award' at Stone Mart, 2014
- Asian Granito won the 'Best Stall Award' at the CREDAI exhibition in Hyderabad
- Asian Granito was acknowledged for its success story at the Vibrant Gujarat 2015 SME Summit
- Asian Granito received an award for 'Energy Conservation' from the President of India
- Asian Granito received an award at the Décor India Exhibition, 2014-15

CLIENTELE

The Company's clientele comprises brand-enhancing institutional customers, including :

HOSPITALITY

The Leela Palace, Hotels and Resorts ■ ITC Hotels ■ Bharati Hotels

REAL ESTATE

Adani Group ■ Lodha Group ■ Godrej Group ■ TATA Group ■ Ansal API ■ DLF Masters ■ Unitech ■ Sobha Developers ■ Brigade Group ■ SLS Developers ■ Rohan Housing ■ Prestige Group ■ Sriram Properties ■ Skyline Builders ■ Muthoot Developers ■ Kent Construction

EDUCATIONAL INSTITUTIONS

Rajasthan Agricultural Research Institute (Jaipur) ■ Manipal University (Jaipur) ■ Central University of Rajasthan (Jaipur) ■ SDM Institute of Technology (Ujire) ■ Raja Rajeshwari Medical College (Bengaluru)

VISION

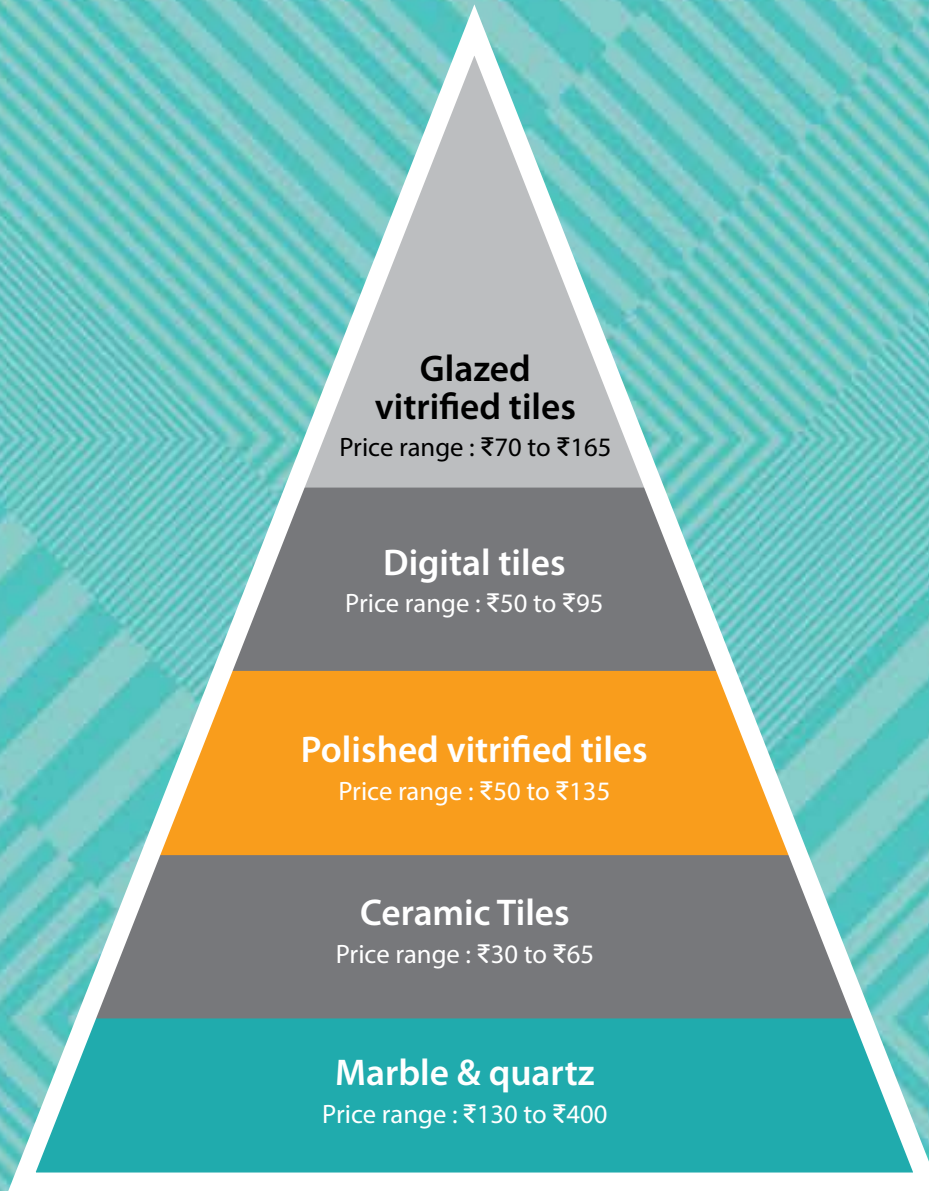
- To be a leader in the ceramic industry
- To uphold quality at every stage and maintain consistency to win the trust of our valued customers worldwide
- To maintain our position as an innovative global leader

BELIEFS AND VALUES

As change-leaders, we believe in adapting to changing times while staying rooted to our traditional values. Thus, our belief system reflects a subtle synthesis of traditional and modern values.

OUR YEAR-ON-YEAR PERFORMANCE





907.84

GROSS REVENUES
(₹ CRORE)

14.47

NET PROFIT
(₹ CRORE)

6.41

EARNINGS PER SHARE
(₹)

ASIAN GRANITO. CONVERTING STEPPING STONES INTO MILESTONES

Commenced production of 16"x16" ceramic floor tiles with 2,500 square metres per day capacity

2002

Ceramic floor tiles production capacity reached 6,000 square metres per day

2003

Established a 4,000 square metres per day manufacturing facility in Himmatnagar for the production of 24"x24" and 20"x20" vitrified tiles

2004

Expanded Himmatnagar plant capacity to 6,000 square metres per day; introduced a new size – 36"x36"

2005

Expanded Himmatnagar plant capacity to 18,000 square metres per day

2006

Floated an IPO, mobilising ₹ 67.90 crore

2007

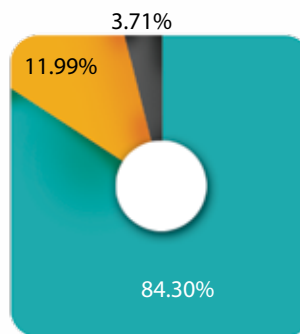
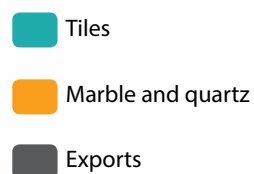
Established AGL Tiles World (exclusive display centres) in 14 cities

Launched an exclusive wall tiles collection; introduced India's largest tile size (300"x900") with a 10,000 square metres per day capacity

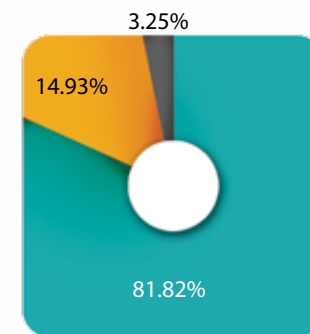
2008

PERFORMANCE HIGHLIGHTS

SALES MIX (BY SEGMENT)



2014-15



2013-14

Commenced production of an exclusive range of AGL marble slabs (10x4 square feet)

Expanded production capacity of wall tiles by up to 20,000 square metres per day

Established new digital printing technology for ceramic wall tiles

Launched a new brand, Bonzer7

Commenced quartz slab production (10x4 square feet)

Launched digital glazed vitrified tiles

Introduced four-colour digital printing technology

Increased the number of AGL Tiles World showrooms to 20 and established 18 depots across India

Introduced six-colour digital tile printing in 2012

Expanded range in the value-added category by introducing hi-tech 600"x600" Tuff Guard digital Porcellanto tiles

Introduced digital glazed vitrified tiles in the Tuff Guard range across 800"x800" and 605"x605" variants

Increased the number of AGL Tiles World outlets to 50

Launched double charged polished vitrified tiles in large format of 800x800 square millimetre

Introduced 'Carrara White' in the large unglazed format

Introduced eight-colour digital printing

Increased the number of manufacturing units to eight

Increased production capacity to 1 lac square metres per day

Implemented state-of-the-art technology at the Idar plant and increased its production capacity to 8,000 square metres per day

Launched the Grestek XXL range of tiles

Launched the 16 millimetre-thick Grestek Hardstone heavy-duty vitrified tiles

Introduced digital vitrified parking tiles 'Grandura+'

2009

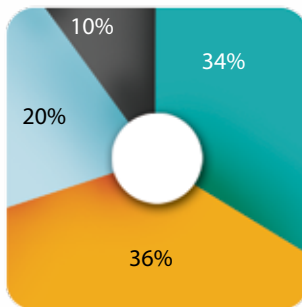
2010

2011

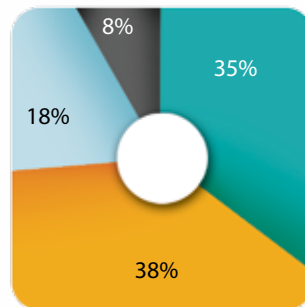
2013

2014

2015

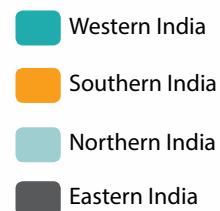


2014-15



2013-14

SALES MIX (BY GEOGRAPHY)



CORE COMPETENCIES

RICH EXPERIENCE

Asian Granito's promoters possess an entrenched experience spanning more than two decades. More over, the Company's robust management team comprises seasoned professionals who have helped Asian Granito emerge as India's fourth-largest tile company over the past 14 years.

WIDE PRODUCT BASKET

Asian Granito's wide product portfolio addresses diverse needs and budgets. The Company offers 1,200+ designs across 16 display centres and adds more than 100 products on an average every quarter. The Company's tiles are available across a price range of ₹45 to ₹400 per square feet.

CERTIFICATIONS

The Company's manufacturing facilities have been bestowed with ISO 9001:2008 and ISO 14001:2004, reflecting procedural consistency and qualitative excellence. The Company's CE certification and IGBC-member status validates its superiority in the realm of exports and environment sustainability. Besides, the Company conducts periodic quality audits across manufacturing units, ensuring the seamless manufacture of GRIHA-certified products.

TECHNOLOGY

The Company's eight modern manufacturing plants were built in collaboration with renowned technology partners like SACMI, Italy. It pioneered the use of the digital printing technology in India. In addition to introducing the online vitrified tile manufacturing technology, it introduced four, six and eight-colour digital tiles in India during FY15

ASSOCIATIONS

The Company entered into a joint venture with the Panaria Group in 2012 to leverage their reach, technical knowhow, enhance product quality and gain access global markets in exchange for world-class products priced around a competitive value proposition. The Panaria Group has production facilities in six countries including Italy, Portugal and the US and a product presence across 100 countries.

BRANDING

The Company broke new ground by unveiling its new products á la photographic and painting exhibitions. It offered lucrative incentives to its dealers to enhance visibility. The Company advertised products via radio jingles, in-film advertising (one-of-a-kind initiative in its sector) and branding coinciding with events like FIFA and ICC World Cup. The Company to enhance the visibility ensures that its dealers are always adequately stocked with Asian Granito products.

FINANCIALS

The Company is among the most profitable ceramic tile manufacturing companies in India (as per Plimsol). It enjoyed an ICRA credit rating of A- on the basis of its ability to service its financial obligations in a timely manner while assuming minimal credit risk.

CHAIRMAN'S MESSAGE

Dear Shareholders,

THE TWO WORDS THAT ENCAPSULATE THE PROSPECTS AT ASIAN GRANITO ARE 'UNPRECEDENTED OPPORTUNITY'.

There is a growing preference for premium tiles because of the sheer variety being offered and due to their cost as a part of the overall construction expenditures having become almost negligible, most buyers now prefer to stretch their budgets and select something that they would be willing to live with for a number of years rather than something they might outgrow within the next couple of months.

On the other hand, prospects are expected to brighten in the country's affordable segment on the back of the Central Government's agenda to provide 'Housing for All by 2022' as well as its other initiatives like smart cities and sanitation for all by 2019.

It is the combination of these realities that inspires the optimism that India's ceramic tile industry in general and Asian Granito in particular are on the verge of an unprecedented opportunity.

The big question: How do we expect to address this unprecedented opportunity?

We prudently segregated our portfolio into dedicated verticals – V1, V2 and V3 – to address the specific needs of the mid-value, institutional and premium segments. We believe that the creation of virtual strategic business units within our Company will make it possible for us to excavate opportunities deeper within these

respective spaces, service emerging needs with innovative products and services that will help us expand these market segments and in so doing, outperform the growth within India's ceramic tiles sector.

Mid-value (V1) segment: Perhaps the biggest opportunity for the country's ceramic tiles segment lies in the middle of the country's economic pyramid. The country's middle-class is probably the largest middle-class population cluster in the world. The country's middle-class has seen a rapid increase in terms of per capita income over the last few years, creating a larger disposable income pool for onward spending. It is our conviction that one of the first manifestations of the surplus income channelisation will be in the area of home ownership and improvement. This will be catalysed by the easy availability of home finance, tax breaks and a thrust on mid-priced housing. In view of this, we see a virtual explosion in the demand for mid-priced products, easily accounting for the largest proportion of the country's consumption.

At Asian Granito, we are making our presence felt in this segment through the introduction of digital wall and floor tiles which are aesthetically beautiful tiles and would add value to the décor across various sizes, colours, designs and patterns.

The proportion of revenues derived from this segment accounted for 40% of our overall revenues in 2014-15 and we expect this segment to account for 5-10% of the revenues on a y-o-y basis.

Institutional (V2) segment: This is another segment likely to go through a significant transformation. The Indian Government's decision to invest aggressively in infrastructure will result in the consumption of large quantities of polished vitrified tiles and double charged tiles. The time has come to lay a keen emphasis on this segment through the manufacture of products in large and double-charged value-added formats.

Asian Granito introduced double-charged vitrified tiles (across 800x800 and 605x605-square millimetre sizes). Besides, we outsourced soluble salt polished vitrified tiles line and utilised the spare capacity to manufacture high-end premium tiles.

We have deployed a dedicated team to focus exclusively on governmental projects like hospitals and educational institutions, among others in order to excavate opportunities more effectively.

The proportion of revenues derived from this segment accounted for 45% of our overall revenues in 2014-15 and we expect this segment to account for 15% of the revenues on a y-o-y basis.

Premium (V3) segment: The Company is likely to make the most of the unprecedented opportunity in this segment through the sheer spurt in consumption appetites coupled with increasing product premiumness. There is ample evidence to indicate that the average realisation of the premium tile variety in India is rising each year. This is a direct result of the fact that home pride is on the rise; that the proportion of tile costs as a part of

overall construction expenditures have become negligible; that the increase in consumption of premium tiles represents a relatively insignificant increase in spending.

At Asian Granito, we enriched our product mix of premium tiles by launching a number of premium products:

- 16 millimetre-thick Grestek Hardstone heavy duty tiles manufactured using the exclusive Element-T technology (600x600 square millimetres). This pioneering products is thicker than the usual tiles and is ideal for footfall-intensive walkways in parking areas and airports and other high traffic areas.
- Extra-large slab tiles measuring 800x1200 square millimetres marked by a lower number of joints while offering a marble-like finish.
- Double-charged glazed vitrified tile (across 800x800 and 600x600 square millimetre and 605x605 square millimetre sizes).
- Top-of-the-line digital tiles with Tuff Guard coating to combine surface robustness with eye-catching aesthetics (800x800 square millimetres and 600x600 square millimetres).
- Grestek digital-glazed vitrified tiles (600x1200, 800x800 and 605x605 square millimetres) across an array of designs and textures (satin, wood and gloss).

The proportion of revenues derived from this segment accounted for 15% of our overall revenues in 2014-15 and we expect this segment

to account for 40% of the revenues on a y-o-y basis.

Strengthening our business

At Asian Granito, we are convinced that the winners of the future will inevitably be companies with superior distribution capabilities. In view of this, we intend to be present in every national population cluster larger than 20,000.

We are convinced that the winners of the future will also be companies that market better by evolving from the functional to the experiential. In view of this, we commissioned 25 exclusive showrooms in 2014-15 (total 75) which provided customers with an exclusive buying experience, a wide tile portfolio and a virtual simulation system to see how the tile would look when laid inside their premises.

We are convinced that the winners of the future will need to balance the needs of the retail and institutional consumers. In view of this, we are re-balancing our products mix so as to enhance focus on the volume end of the business.

Outlook

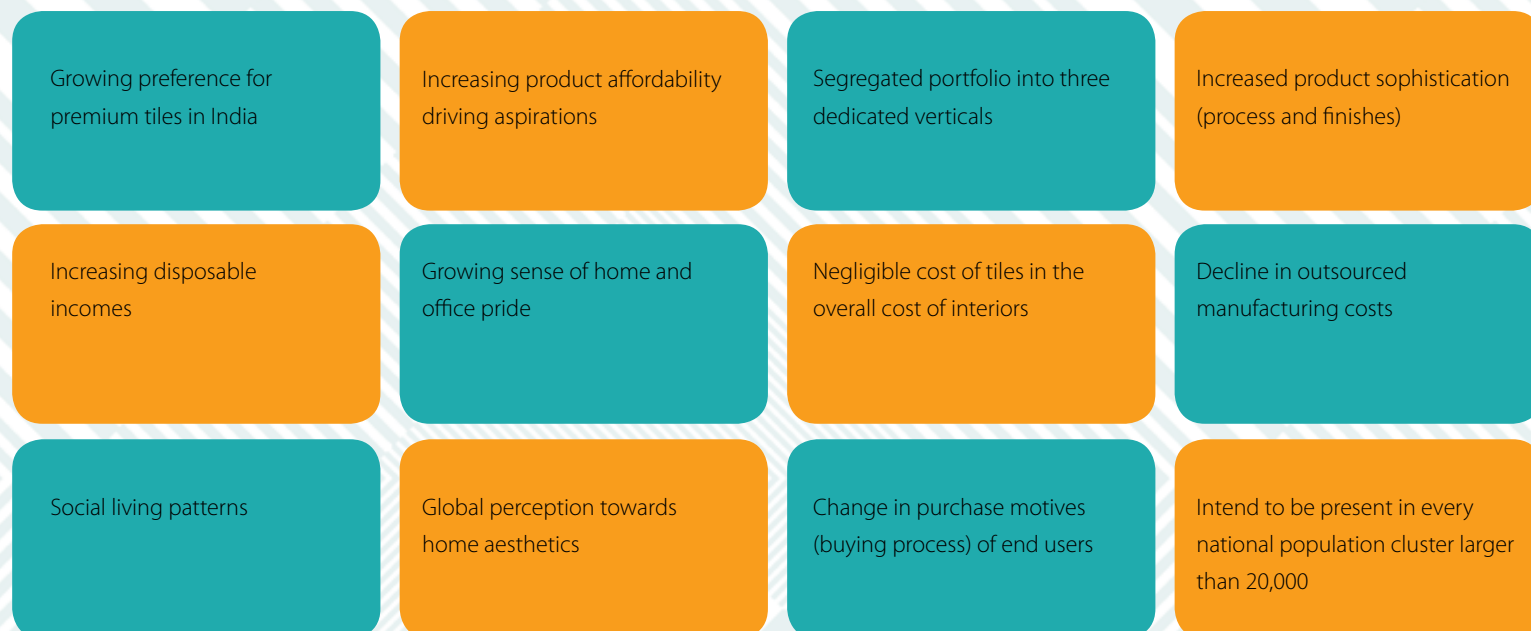
In view of these initiatives, we expect to grow our revenues by at least by 15% y-o-y during FY 2015-16, enhancing value in the hands of those who own shares in our Company.

Regards,

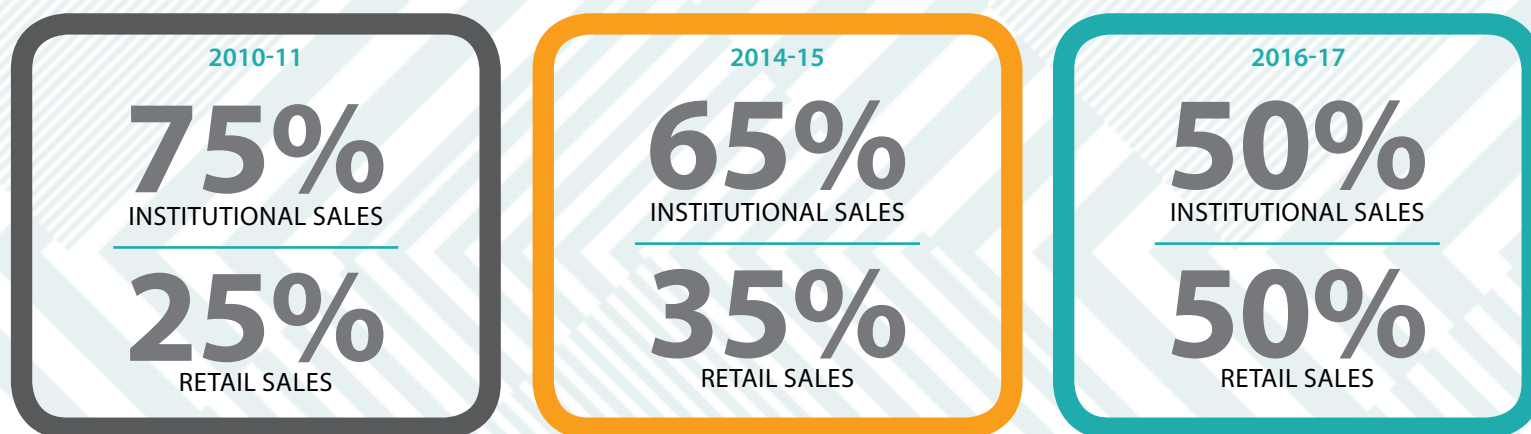
Kamlesh Patel
Chairman



OUR PROSPECTS ARE DRIVEN BY AN UNPRECEDENTED OPPORTUNITY



SALES MIX BALANCE TO ENHANCE FOCUS ON BOTH THE RETAIL AND INSTITUTIONAL BUSINESS



HOW WE ARE ENHANCING VALUE AND MARGINS

Sizes

The Company manufactures tiles in various sizes – from as small as 200x300 square millimetres to as large as 800x1200 square millimetres – each size increase enhancing value. During the last financial year, the Company launched Carrara White unglazed vitrified tiles in the large format (800x800 square millimetres), high strength digital wall and floor tiles (300x600 square millimetres) and other tiles (300x900 square millimetres), plugging market gaps. Its 800x1200 square millimetres tile is possibly the largest in India providing an Italian marble look.

Digital

The Company pioneered the use of digitally printed tiles in India (four, six and eight colours). Digital printing lines accounted for a sizeable portion of the Company's installed capacity in 2014-15. Digital tiles generated higher realisations than the average tile, enhancing value-addition. Digital tiles with Tuff Guard coating combined surface robustness with eye-catching aesthetics. The Company possesses the ability to manufacture cutting-edge diamond digital-printed polished vitrified tiles and roto-printed tiles. The Company launched high-strength digital wall and floor tiles (300x600 square millimetres and 300x900 square millimetres) in 2014-15.



Value-added process

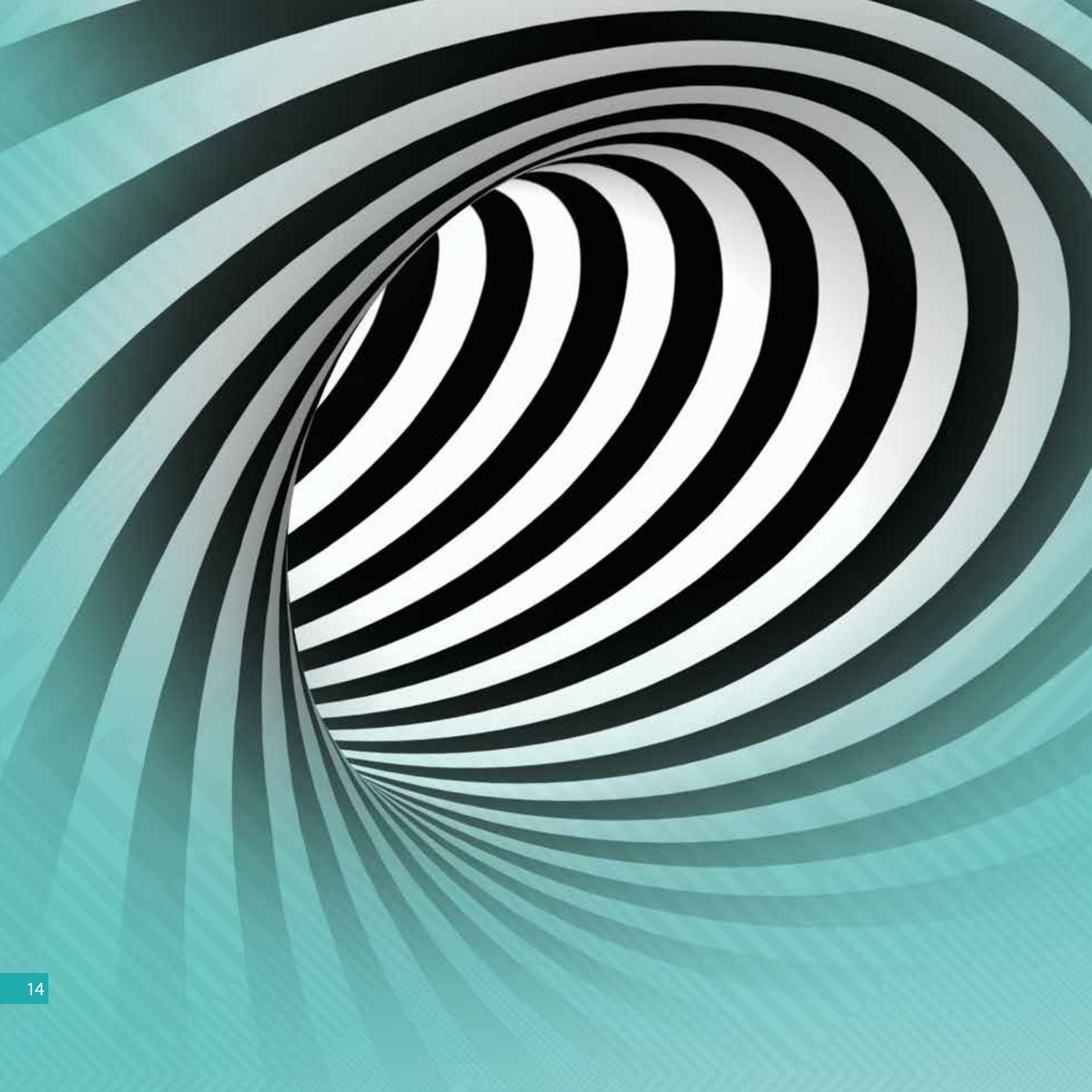
The Company increasingly marketed tiles that were double-charged that helped enhance value. The Company introduced double-charged glazed vitrified tiles (800x800 square millimetres, 600x600 square millimetres and 605x605 square millimetres), strengthening realisations.

Finishes

The Company provided a larger quantity of tiles with superior finishes and textures, increasing realisations. The Company manufactured Grestek digital-glazed vitrified tiles (600x1200 square millimetres, 800x800 square millimetres and 605x605 square millimetres) across an array of designs and textures (satin, stone, metal, rustic, wood and gloss).

DISTRIBUTION

- Asian Granito intends to extend its marketing presence in all population clusters in excess of 20,000 people.
- The Company is increasing its distribution network (dealers and sub-dealers) from 2,800 to 4,000.
- The Company is increasing the number of AGL Tiles World exclusive showrooms from 75 to 200 by FY 2018.
- The Company has widened its global footprint across more than 50 countries; its South African retail outlet is possibly the first by an Indian tile company abroad.



THE NEXT ORBIT...

PREMIUMISATION

In the business of tile manufacture and marketing, sustainability is derived through the ability to enhance average realisations.

During the year under review, the Company didn't just announce its intention to manufacture a larger number of high-value tiles; it created a dedicated vertical V3 (sub-brand - Grestek) to graduate the Company into the next orbit.

The V3 researched various related aspects. The growing preference for high-value products. The increasing aspiration for plush homes. The negligible percentage of exclusive tile budgets in terms of overall home decor expenditure. The various design trends emerging in the exclusive tiles segment. And evolving international preferences.

The result was that the Company focused on the premiumisation strategy through various initiatives:

- Outsourcing to address the growing demand for tiles addressing the mid-value and institutional segments, leveraging capacity for the Company to focus exclusively on high-end products
- Widened the product basket through multiple designs, sizes, textures and colours
- Identified niches that could be developed into full-fledged categories (double-charged tiles, glazed vitrified large format tiles like Grestek XXL and Tuff Guard)

In so doing, the Company's average realisation strengthened by 8% to ₹ 360 per square metre to ₹ 390 per square metre in 2014-15. The premium segment (products generating an average realisation in excess of ₹ 550 per square metre) accounted for 11% of the Company's revenue mix and likely to grow further across the foreseeable future.

THE NEXT ORBIT... EXPANSION

In the business of tile manufacture, success is derived from the ability to evoke the right recall, ensure anytime product availability and achieve qualitative consistency.

Over the years, Asian Granito has centred its business model on these fundamentals.

Subsequently, the Company widened its pan-India distribution footprint, reaching out to more than 4,000 dealers and trade associates.

The Company widened its global presence to more than 50 countries and now intends to quintuple its exports over the next five years to in excess of ₹ 100 crore. The Company became the first Indian tile company to launch a showroom in South Africa.

The Company doubled its domestic presence, adding 1,200 dealers and sub-dealers, it established 25 exclusive showrooms across

major Indian cities and set up dedicated 2014-15; it established showrooms for the Grestek sub-brand in line with the Company's focus on high-value products.

The Company widened consumer choice by introducing digital tiles in the four, six and eight-colour varieties while emerging as the first in India to introduce online vitrified and white body tiles.

The Company participated in prominent exhibitions (Ace Tech, IIID Showcase – Indore, Decor India, CREDAI, Vanitha Veedu and Stone Mart, among others) and was consistently recognised for stall design excellence.

In so doing, the Company has set sectoral benchmarks in terms of – distribution, exports, portfolio and visibility – thereby retaining its position as one of the leading players in the Indian tile industry.



MANAGING DIRECTOR'S REVIEW



A conversation with Mukesh Patel

Q How has Asian Granito transformed over the years?

A Despite increasing competition from domestic players and imported tiles, Asian Granito has retained its position among India's four leading tile companies thanks to its proven competencies in the manufacturing and export of ceramic and vitrified tiles as well as marble and quartz slabs. The result is that Asian Granito

has evolved its personality from that of a mere tile manufacturing company to a one-stop space décor company. This represents the principal transformation that the Company has undergone over the last decade.

Q What has been the other dimension of the Company's transformation?

A For a company that has grown its manufacturing-cum-outsourcing capacity 40-fold since inception, it would be simplistic to assume that Asian Granito would want to be recognised as a volume-driven company. The reality is that the Company's brand is synonymous with innovation and quality, which has translated into enhanced offtake, margins and sustainability.

In turn, this has been a result of proactive investments in product innovation and technology absorption to manufacture best-in-class digital wall tiles, Tuff Guard tiles, Porcellanto digital tiles and digital glazed vitrified tiles, double charge tiles. For instance, Asian

Granito became the first Indian tile manufacturer to manufacture indigenous hi-tech micro crystal tiles for the luxury segment. Besides, Asian Granito's Carrara White double-charged tile (800 x 800 square millimetres) is the world's whitest tile in the large unglazed format with an L value in excess of 90. The Company was among the first to manufacture large format tiles such as 800x1200-square millimetre slabs and the recent introduction is 16 mm -thick tiles for indoor & outdoor usage.

The result is a recall that if it is from Asian Granito, it must be innovative, value-added and high-quality.

Q What is key to the Company's competitiveness?

A Over the last few years, our philosophy has been to 'shift to an asset-light model and think ahead & beyond'.

Over the last decade, an entire unorganised tile manufacturing industry has emerged in Gujarat, making it possible for established organised manufacturers to enter into long-term alliances with them. This engagement represents a win-

win proposition. The unorganised manufacturers enjoy access to a brand that generates growing volumes while the organised manufacturers enjoy the benefit of low-cost manufacture. The effectiveness of this combination is reflected in increased volumes. Asian Granito strengthened its competitiveness through the increased outsourcing of low-end and mid-end tiles, the vacated capacities being allocated to the

in-house manufacture of value-added tiles. This model has strengthened the Company's competitiveness over the last few years and this trend is expected to grow.

Besides this, Asian Granito is always thinking ahead & beyond the conventional and that's the reason that we are among the pioneers in many product categories & technology in India.

Q The anti-dumping duty on the import of vitrified tiles from China has been removed. How will this affect the sector?

A The imports of Chinese ceramic products into India have grown sizeably thereby moderating the profit margins of existing domestic

producers. Certain unorganised ceramic units are facing closure as they are not able to manage the ever rising production costs. Moreover, the

waiving of anti-dumping duty from China will further squeeze margins for domestic players especially in the vitrified tiles segment.

Q What makes you optimistic of the prospects of India's tile sector?

A There are number of factors that make me optimistic of the country's tile sector from a long-term perspective.

One, India's per capita tile consumption is considerably lower than the global standards, indicating attractive head room.

Two, India is evolving aspiration ally; there is a greater emphasis on home-pride, incentivising an increase in the budget for home décor (translating into an increased demand for value added tiles).

Three, relatively speaking, the cost of tiles is declining in terms of the overall cost of home renovation. The result is that a low single-digit cost of flooring solutions as a percentage of

overall construction costs allows consumers to make a one-time purchase of the best quality products.

Four, the application of tiles is extending from their conventional use in bathrooms and kitchens to drawing rooms, bedrooms, exteriors and balconies.

Five, tiles have evolved from mass to made-to-order products coupled with improved printing technologies, carving out an unexplored value added niche.

Six, India is at the cusp of a large infrastructural expansion, which will be reflected in its hospitality, construction, corporate and residential spaces, strengthening the offtake of

tiles.

Seven, India has achieved global cost competitiveness in the mid-priced unorganised segment, resulting in win-win alliances with organised Indian manufacturers which could help withstand the onslaught of Chinese imports.

Eight, India's move implementation of GST (Goods and Service Tax), replacing existing multiple tax regime, will strengthen the organised tiles manufacturing sector.

Nine, the Government liberal and aggressive approach policy of 'Housing for All by 2022', Smart Cities and sanitation for all by 2019.

Q What is the Company's outlook?

A At Asian Granito, we have taken a forward-looking perspective, convinced that as soon as the Indian economy rebounds, there will be an accelerated offtake of tiles. The companies that will benefit most from that rebound will be those that possess a wide and deep distribution reach, offer a complete product portfolio addressing

both the high-volume and high-value segments ensure low cost of manufacturing via strategic alliances, a pervasive presence across India and the globe enjoy consistent demand from the country's institutional segment and can boast of a high proportion of first-pass products as well as a favourable brand recall.

At Asian Granito, we are investing in our future-readiness through various business strengthening initiatives, which provides us with the optimism of doubling over turnover to ₹2,000 crore in the next five years.

THE ASIAN GRANITO BUSINESS MODEL. STURDY. SOUND. SUSTAINABLE.

BRAND

Complete décor solutions

Asian Granito has positioned itself as a complete décor solutions enterprise as opposed to its conventional positioning as a standalone tile manufacturer. This evolution was inspired by the fact that a more youthful and globalised India required home décor solutions centred on a distinctive value proposition. The Company leverages its brands, networks (retail and distribution) and Balance Sheet to enhance its portfolio, revenues and market share.

Top-of-the-mind recall

The Company's three brands are its key assets – Asian Granito India Limited (corporate brand), AGL and Bonzer7. The corporate brand enhances stakeholder confidence by complying with regulatory norms and maintaining constant stakeholder dialogue.

CORE CAPABILITY

Strategic outsourcing

Recognising the crucial role that small and medium-sized players have to play in addressing the rapid upsurge in demand for value-for-money tiles, the Company selected to outsource tile production from these companies for mutual benefit, moderating its capital investments. The Company possesses a manufacturing capacity of 36.5 million square metres per annum (including outsourced capacities). This consolidated capacity makes Asian Granito the fourth largest in its industry space.

Deep domestic presence

The Company's operations are based in Western and Southern India, which cumulatively account for 70% of the Company's revenues; the rest 30% is derived from Northern and Eastern India. The Company markets almost 40%

of its products within a 500-kilometre radius of its manufacturing facilities, reducing logistics costs and breakages. The Company emerged as the undisputed leader in Gujarat, second in Madhya Pradesh and Maharashtra and the third biggest player in Tamil Nadu. The Company invested continuously in increasing regional sales, thereby affirming its reputation as a pan-India player.

Widespread global footprint

The Company derives a significant proportion of revenues from within India (97% in 2014-15). However, as a forward-looking initiative, the Company selected to enter promising global markets to widen its revenue base and de-risk itself geographically. The Company also commissioned a retail outlet in Johannesburg and expects to emerge as a formidable global player in the years that lie ahead.

TECHNOLOGY

World-class technology

The Company invested in cutting-edge technologies with the objective to improve output quality, optimise costs and maximise asset utilisation.

Pioneering product lines

The Company pioneered the use of digital printing technology in India. In addition to four, six and eight-colour digital tiles, the Company introduced online vitrified and white body wall tiles.

CUSTOMER INSIGHT

Premiumisation

The Company entered the business of tile manufacturing with the single-minded objective of democratising tile ownership (especially vitrified). The Company strengthened its price-value proposition propelled by the belief that with higher disposable incomes there would be a progressive graduation to better quality tiles. In line with this, the Company added value-added tiles to its product mix (double-charged, digital, larger format, different textures and sophisticated finishes), strengthening average realisations and profitability. The Company's average realisation increased from ₹360 per square metre to ₹390 per square metre in 2014-15.

Expansive portfolio

There is a growing realisation that to adequately serve a large and diverse market like India, the Company needs to be present across the value chain.

Case in point: the Company's products are available across price points—from ₹30 to ₹400 per square feet. This has also allowed customers to graduate to premier products without switching brands, thereby evolving one-off transactions into enduring relationships.

Sales mix

The Company's revenue ratio of project vs. retail is 65:35 considering the acceptability of brand among the excellent distribution network and retail driven product range. This proportion is expected to be 50:50 resulting in better margin in retail, better product visibility in the market and wider network in the market. It is worth noting that most of the institutional buyers have stronger bonding with brand than have patroning with the Company. With respect to geographic coverage Company's 70% business is derived from Southern and Western market having wider customer base and market segmentation in these markets.

OUR BUSINESS

100,000

CAPACITY (SQUARE METRES PER DAY,
INCLUDING OUTSOURCING)

75

AGL TILES WORLD EXCLUSIVE
SHOWROOMS
AS ON MARCH 31, 2015

1,200+

DESIGNS ON OFFER
AS ON MARCH 31, 2015

16

DISPLAY CENTRES
AS ON MARCH 31, 2015

8

MANUFACTURING UNITS
(INCLUDING EXCLUSIVE TIE-UPS)

2,338

EMPLOYEES
AS ON MARCH 31, 2015

STRENGTHENING BRAND EFFICIENCY

2.25%

PERCENTAGE OF SALES SPENDING ON
BRAND BUILDING, 2013-14

2%

PERCENTAGE OF SALES SPENDING ON
BRAND BUILDING, 2014-15

2%

PERCENTAGE OF SALES SPENDING
(PROJECTED) ON BRAND
BUILDING, 2015-16

STRENGTHENING DEALERSHIP NETWORK

2,800

NUMBER OF DEALERS AND
RETAILERS, 2013-14

4,000

NUMBER OF DEALERS AND
RETAILERS, 2014-15

5,000

NUMBER OF DEALERS AND RETAILERS
(PROJECTED), 2015-16

STRENGTHENING INTERNATIONAL PRESENCE

39

NUMBER OF COUNTRIES
EXPORTED TO, 2013-14

50+

NUMBER OF COUNTRIES
EXPORTED TO, 2014-15

BUSINESS SEGMENT 1 TILES

87%

Contribution to total revenues in 2014-15

82%

Contribution to total revenues in 2013-14

₹ 791 crore

Gross revenues in 2014-15

₹ 703 crore

Gross revenues in 2013-14

941

Number of products introduced in 2014-15

418

Number of products introduced in 2013-14

Overview

Asian Granito pioneered the manufacture of vitrified tiles in India almost a decade ago. The Company manufactures tiles in multiple sizes and offers more than 1,200+ designs. With a total production capacity of more than one lac square metres per day (including outsourced), the Company raised its volumes almost 40-fold over 14 years. The Company derived 97% of its revenues from within India.

The Company was among the first in India to enter into sourcing alliances and technology JVs with international companies for manufacturing value-added tiles. The Company introduced digital tiles in 2010 and presently possesses the ability to manufacture cutting-edge diamond digital-printed polished vitrified tiles and roto-printed tiles (following investments in a digital printing machine and diamond-cutting machine).

Competitive advantages

- **Entrenched experience:** Asian Granito enjoys an experience of almost two decades in the manufacture and marketing of tiles.
- **Qualitative excellence:** The Company's quality is reflected in a first-pass of 87% of its output.
- **State-of-the-art technology:** The Company's manufacturing units have been developed in collaboration with global technology partners like SACMI. The

Company introduced the digital printing technology in India and was among the first in the country to introduce the online vitrified manufacturing technology. During the year, the Company introduced four, six and eight-colour digital tiles. The result is that 18% of the Company's sales were derived from digitally printed tiles.

- **Visibility:** The Company markets products across India (metro cities, Tier-I and Tier-II centres) and in more than 50 countries globally. Nearly 70% of the Company's sales were derived from West and South India.
- **Extensive offerings:** The Company's 1,200-strong product basket comprises a wide variety of designs, sizes and surface finishes.
- **Exclusive showrooms:** The Company has 75 AGL exclusive showrooms across 19 states;

Highlights, 2014-15

- Tile sales stood at ₹ 791 crore, an increase of 5% over 2013-14. The tiles segment contributed 87% to the Company's total revenues.
- Marketed 40% of its Himmatnagar unit production within 500 kilometres of the facility.
- Widened its product portfolio, offering differentiated products and emphasising exclusivity.
- Created a dedicated vertical to focus on the high-value segment and grew faster than the industry average.

- Launched AGL XXL, one-of-its-kind (800x1200-square millimetre) grand tile range and warranted fewer joints for fitting with a marble-like finish.
- Launched Carrara White Double Charged tiles, the world's whitest unglazed vitrified tiles in the large format (800x800-square millimetre) segment.
- Launched digital wall and floor tiles in the 300x600-square millimetre and 300x900-square millimetre ranges across a variety of sizes, colours, designs and patterns.
- Extended presence to more than 50 countries; generated 3% of revenues from exports.
- Added 1,200 dealers and sub-dealers (total 4,000).

Priorities, 2015-16

The Company plans to introduce tiles in different sizes and application areas that will capture the latest design trends, introduce larger value-added tiles, graduate towards premium tiles and strengthen dealer network and enhance relation with trade associates.

BUSINESS SEGMENT 2

MARBLE, QUARTZ

12%

Contribution to total revenues in 2014-15

15%

Contribution to total revenues in 2013-14

₹ 112 crore
Gross revenues in 2014-15

₹ 126 crore
Gross revenues in 2013-14

25

Number of products introduced in 2014-15

28

Number of products introduced in 2013-14

Overview

The Company enjoys a 45% share of India's engineered stone market with a current capacity of 6.50 lac square metres per annum. The Company's marble and quartz processing plant is situated in Dalpur, Gujarat with a manufacturing capacity of 10 lac square metres per annum.

The Company sources raw materials like limestone, quartz lumps, resins, pigments, emulsifying and packaging material from within a 500 kilometre radius of its plant to ensure minimal lead time and logistic costs. The Company also imports high value limestone from Italy, Turkey, Vietnam and China marketed to real estate, infrastructure, hospitality, education and healthcare sectors. The product enjoys significant popularity as it addresses large requirements of institutional clients.

Competitive advantages

- **Complement:** The Company's marble business complements its tile business, resulting in a complete flooring solutions product basket.
- **Rich experience:** The Company possesses a rich experience of more than 15 years in the business. Besides, the use of advanced facilities to select the best raw materials has strengthened its sustainability.
- **Qualitative consistency:** The Company's engineered stone products are at par with imported marble. Its products are customised

around features like gloss, water-resistance, compactness and scratch-resistance.

- **Range:** The Company's engineered stone products are priced between ₹ 120 and ₹ 400 per square feet, the lower range between ₹ 120 and ₹ 150 per square feet; the mid-level range between ₹ 160 and ₹ 200 per square feet and the luxurious range between ₹ 200 and ₹ 400 per square feet. The value-added proportion accounted for 12% of the Company's marble division revenues in 2014-15.

- **Cutting-edge technology:** The Company uses the top-of-the-line Breton stone-cutting technology that helps retain the natural beauty of marble.

- **Eco-friendly processes:** The Company utilised almost 90% of the waste generated from marble quarrying, thereby conserving resources. Besides, its bacteria-free, low-porosity engineered stones are ideal for hospitals. The product demands minimal maintenance, is stain and scratch-resistant.

- **Wide variety:** The Company offers more than 130 designs, thereby providing the consumer with a wide variety of products to choose from.

- **Marketing efficiency:** The Company's 70 dedicated marketing executives drives sales, the largest such team in India. The Company's products are available in more than 100 locations pan-India.

Highlights, 2014-15

- Generated marble and quartz sales

of ₹ 112 crore (12% of the Company's revenues, 2014-15), a decline of 11% against previous year because of poor project demands and other substitute options available in the market.

- Generated sales from two sources: trade (40%) and projects (60%). During the year under review, the project segment remained subdued and hence the Company focused on the trade network to maintain the segmental performance at par with that of the previous years.

- Introduced value-added products by launching customised steps and risers, kitchen tops, aqua arts and inlay concepts for flooring.

- Installed a new Nano polishing machine to enhance tile gloss.

- Reduced cost of finance by 6.33% in 2014-15 by reducing the inventory of finished goods and debtors.

- Entered into an agreement by virtue of which it was able to access resins cost-effectively when prices bottomed following the massive fall in crude prices.

Priorities, 2015-16

The Company entered the natural imported marble segment and plans to introduce imported other allied products and increase revenues by 100%. An automatic resin filling plant is also being installed to increase processing capacity and to have zero defect surface, especially for boulder series products.

RISK MANAGEMENT

Strategic: Risks that impact the long-term strategic objectives of the Company

Increasing tile capacities could result in surplus supply, having an adverse impact on prices and profitability

Mitigation

The demand for tiles has grown consistently over the last five years and this trend is expected to continue.

The advent of low-cost affordable housing, emphasis on providing total sanitation and the planned introduction of metro rail networks in Lucknow, Nagpur and Ahmedabad will mean major opportunities for tile manufacturers like Asian Granito. Growing urbanisation and nuclearisation have given a fillip to housing demand in India which has in turn ushered in robust growth in the tiles sector.

The creation of roads and a nationwide power network is helping urban centres extend to the periphery, creating new population clusters and resulting in the emergence of significant housing demand from non-metro locations (smaller urban centres, Tier-II and Tier-III centres). Besides,

the spread of the organised retail and the BFSI sector to Tier-II and Tier-III centres has boosted tile demand in India.

In keeping with the growing tile demand, capacities have also increased, albeit at a slower pace. Besides, much of the capacity addition in the organised sector represents inorganic initiatives (joint ventures and partnerships with quality-conscious unorganised players); fresh capacity build-up has also progressed at a comparatively slower pace.

The sizeable latent opportunity in the Indian tile sector is reflected in India's abysmally low per capita tile consumption and a small uptick towards the global average would dwarf all planned capacity additions.

Growing competition in the tile industry could impact business growth

Mitigation

- In the case of imports, rupee depreciation and capacity additions allowed the Company to offer reasonably-priced, internationally-benchmarked products.
- The Central Government regulated the use of coal gas by unorganised players in Morbi, Gujarat, which helped counter competition. Besides, increasing disposable

incomes increased the aspiration for branded products.

- The Company continuously enhanced its portfolio with new sizes, improved designs and distinctive finishes/textures.
- The result is that the Company protected its market share despite growing competition on a larger national production outlay.

Operational: Risks arising from the day-to-day activities could have an impact upon business sustainability

An excessive dependence on a particular region could hamper business growth

Mitigation

- Almost 70% of the Company's sales are concentrated in Southern and Western India, which is also the hub of real estate development in India. This presence helps in faster inventory liquidation as the bulk of the Company's sales are made within a 500 kilometre radius of manufacturing units.
- The Company possesses a strong distribution network of 4,000 dealers and sub-dealers covering the length and breadth of the country.
- The Company enjoys a robust international presence in 50 countries, which de-risks it from an excessive reliance on a particular country.

Inflationary headwinds could adversely impact the Company's cost structure and hinder business profitability

Mitigation

The Company chose not to depend on expensive imports and instead decided to source products domestically. The Company also undertook various measures to increase average realisations and mitigate cost management risks.

The Company implemented a number of initiatives at its manufacturing units to optimise power and fuel

consumption and packaging material usage.

The Company introduced large-sized tiles (800x1200-square millimetre), digitally printed tiles and other high-end tiles which resulted in increased realisations. The result: Company's average realisations increased from ₹360 per square metre in 2013-14 to ₹390 per square metre in 2014-15.

Financial: Risks impacting directly upon the finances of the business

Inability to garner adequate low-cost funds could hamper business growth

Mitigation

The strength of the Company's financials reflects its ability to garner adequate funds for implementing growth initiatives.

- A low debt-equity ratio of 0.60 as on March 31, 2015
- Free reserve and surplus balance stood at ₹271.81 crore as on March 31, 2015
- Net cash from operations stood at ₹821.74 crore in 2014-15 while cash profit stood at ₹33.48 crore in 2014-15
- Maintaining of credit rating of A- by ICRA will also strengthen the Company's ability to negotiate with banks

Going forward, the Company's focus on value-addition is expected to further strengthen organisational liquidity.

NOTICE

NOTICE is hereby given that the 20th Annual General Meeting of the Members of **ASIAN GRANITO INDIA LIMITED** (CIN L17110GJ1995PLC07025) will be held on **Thursday, 24th day of September, 2015 at AMA Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015 at 10.00 a.m.** to transact the following business:

ORDINARY BUSINESS:

(1) To consider passing of the following resolution as an ordinary resolution:

“RESOLVED THAT the audited financial statements including balance sheet as at 31st March, 2015, the statement of profit and loss, notes forming part thereof, the cash flow statement for the year ended on that date and the consolidated financial statements, together with the Board’s Report and the Auditor’s Report thereon as circulated to the members and presented to the meeting be and the same are hereby approved and adopted.”

(2) To consider passing of the following resolution as an ordinary resolution:

“RESOLVED THAT Mr. Bhaveshbhai V. Patel (holding DIN: 03382527), Director, who retires by rotation and being eligible, offers himself for re-appointment be and is hereby re-appointed as a Director of the Company.”

(3) To consider passing of the following resolution as an ordinary resolution:

“RESOLVED THAT re-appointment of M/s. A. L Thakkar & Co., Chartered Accountant, Ahmedabad, having firm registration no. 120116W allotted by The Institute of Chartered Accountants of India, as statutory auditors of the Company to hold office, from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting as recommended by the Audit Committee and approved by the Board of Directors of the Company, in terms of section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 on such remuneration, as may be mutually agreed upon between the Board of Directors of the Company and the statutory auditors, be and is hereby ratified.”

SPECIAL BUSINESS:

(4) To adopt new set of Articles of Association of the Company containing Articles in conformity with the Companies Act, 2013 :

To adopt new set of Articles of Association containing Articles in conformity

with the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, with terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as “the Board”, which term shall include any of its duly authorized Committees or one or more Directors) is authorized to accept as it may deem fit, the existing set of Articles of Association of the Company be and is hereby replaced, altered, modified and revised as per the new set of Articles of Association, and the new set of Articles of Association be and is hereby approved and adopted as the Articles of Association of the Company in the place and in exclusion and substitution of the existing Articles of Association of the Company.

FURTHER RESOLVED THAT the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.

Registered Office & Corporate Office: By Order of the Board of Directors
202, Dev Arc, Opp. Iskon Temple,
Sarkhej Gandhinagar Highway,
Ahmedabad 380 015

Place: Ahmedabad
Date: August 13, 2015

Renuka A. Upadhyay
DGM & Company Secretary
(Secretarial & Legal)

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY FILLED STAMPED, SIGNED AND SHOULD BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, PARTNERSHIP FIRMS ETC. MUST BE SUPPORTED BY APPROPRIATE RESOLUTION/AUTHORITY AS APPLICABLE, ISSUED ON BEHALF OF THE APPOINTING ORGANISATION.

A proxy form is sent herewith. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company. Provided that a member holding more than 10 (Ten) percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member.

2. Members should bring the duly filled and signed attendance slip sent herewith for attending the Meeting.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, 14th September, 2015 to Thursday, 24th September, 2015 (both days inclusive). Members are requested to intimate, indicating their Folio Number, the changes, if any, in their registered address, either to the Company or to the Registrar and Share Transfer Agent, viz. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W), Mumbai- 400 078.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special businesses, as set out in the notice is annexed hereto and forms part of this Notice.
5. Trading in equity shares of the Company is compulsorily in dematerialised mode by all the investors. In view of the above, shareholders are advised to convert their shareholding in dematerialised form.
6. Shareholders seeking any information or clarification on the accounts are requested to send written queries to the Company, at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
7. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, ECS mandates, nominations, power of attorney, change of name/address among others to their respective Depository Participants ("DP") only and to the Company or its Registrar and Share Transfer Agent. Any such changes effected by the DP will automatically reflect in the Company's subsequent records.
8. Pursuant to the provision of Section 125(e) of the Companies Act, 2013 the amount of dividend remaining unclaimed for a period of seven years from the date it became due for payment are required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government and, thereafter no payments shall be made by the Company or by IEPF in respect of such amounts. Therefore, members those who have not yet encashed their dividend warrant(s) for the financial year ended 31st March 2008, 2010, 2011 and 2012 are requested to submit their claims to the Registrar and Transfer Agent of the Company without any delay.
9. As an austerity measure copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
10. All documents referred to in the accompanying notice and the explanatory statement, are open for inspection at the registered office of the Company during office hours from 10 A.M. upto 5 P.M. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which Directors are interested under section 189 of the Companies Act, 2013 will be available for inspection at the Annual General Meeting.
11. As required under Clause 49(IV) (G) of the Listing Agreement of the Stock Exchanges, the relevant details of the persons seeking appointment/reappointment as directors are enclosed herewith.
12. Shareholders are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends. Shareholders holding shares in physical form are requested to notify/send any change in their address/mandate/bank account details to the Company's Registrar and Transfer Agent at:

Link Intime India Private Limited,
 C-13, Pannalal Silk Mills Compound,
 LBS Marg, Bhandup (West), Mumbai - 400 078.
 Tel No.: +91 22 2594 6970 Fax No.: +91 22 2594 6969
 E-mail: rnt.helpdesk@linkintime.co.in
 Website: www.linkintime.co.in

13. Corporate shareholders are requested to send to the Company's or its Registrar and Transfer Agent, a duly certified copy of the Board Resolution authorising their representative to attend and vote at the Annual General Meeting.
14. Shareholders desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 72 of the Companies Act, 2013, are requested to fill up the Nomination Form annexed to the Notice and send the same to the Company.
15. To support the 'Green Initiative', shareholders who have not registered their e-mail addresses are requested to register the same with their Depository Participant or with the Company's Registrar & Share Transfer Agents on <http://linkintime.co.in/newsite/goGreen.jsp/DP/Company>.
16. Members may also note that the notice of the AGM and the Annual Report will also be available on the Company's website <http://aglasiangranito.com/investor-relation> for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered office in Ahmedabad for inspection during the normal business hours on working days. Even after registering e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the members may also send their requests to cs@aglasiangranito.com.
17. The businesses as set out in the Notice may be transacted through electronic voting system and the Company will provide a facility for voting by electronic means. In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the companies (Management and Administration) Rules, 2014, the Company is pleased to offer the facility of the voting through electronic means, as an alternate, to all its members to enable them to cast their votes electronically instead of casting their vote at the meeting.

The procedure and instructions for e-voting are as follows:

Instructions for E-Voting

Section A: e-voting Process

- (i) The e-voting period is from 21st September, 2015 (10.00 A.M.) to 23rd September, 2015 (05.00 P.M.) During this period, the shareholders of the Company holding shares either in physical form or dematerialized form, as on cut-off date of 17th September, 2015 may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Consequently, the same cut-off date of 17th September, 2015 will also record the entitlement of the shareholders, who do not cast their votes electronically, to cast their vote at 20th Annual General Meeting on 24th September, 2015.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot/ Attendance Slip indicated in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.

Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.
	<ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN i.e. 150817012 for the relevant <ASIAN GRANITO INDIA LIMITED> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non-Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

Section B: Commencement of e-voting period and other e-voting instructions:

- The e-voting period commences on 21st September, 2015 (10.00 A.M.) and ends on 23rd September, 2015 (05.00 P.M.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form or, as on cut off date (record date) of 17th September, 2015 may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- The Voting rights of shareholders shall be in proportion to their shares of the Paid up Equity Share Capital of the Company.
- CS Shilpi Thapar, CP No. 6779 has been appointed by the Board as the scrutinizer for conducting the remote e-voting process and voting

through ballot papers at the AGM, in a fair and transparent manner.

4. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any submit forth with to the Chairman of the Company.
5. The Results shall be declared on the date of AGM of the Company. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.aglasiangranito.com and on the website of CDSL <http://www.evotingindia.co.in> within two days of the passing of the resolution of the AGM of the Company and communicated to the BSE Limited and National Stock Exchange of India Limited, where the share of the Company are listed.
6. The resolutions shall be deemed to be processed on the date of Annual General Meeting, subject to the approval of receipt of sufficient votes.
7. For members holding shares in physical form, the password and default number can be used only for e-voting on the resolutions given in the notice.
8. Institutional Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to log on to <http://www.evotingindia.co.in> and register themselves as corporate, link their account which they wish to vote on and cast their vote. They should submit a scanned copy of the Registration from bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com. They should also upload a scanned copy of the Board Resolution / Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the vote.
9. You can also update your mobile number and E-mail ID in the user profile details of the folio which may be used for sending communication (s) regarding CDSL e-voting system in future. The may be used in case the Member forgets the password and the same needs to be reset.
10. In case you have any queries regarding issues, regarding e-voting, you may refer the Frequently Asked Question ("FAQ") and e-voting manual available at www.aglasiangranito.com under help section or write an email to helpdesk.evoting@cdslindia.com.

Contact Details:	
Company:	Asian Granito India Limited, 202, Dev Arc, Opp. Iskon Temple, Sarkhej Gandhinagar Highway, Ahmedabad – 380 015
Registrar and Transfer Agent:	Link Intime India Private Limited C- 13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai – 400078, Phone: +91-22-25946970, FAX: +91-22-2594 6969
E-Voting Agency:	Central Depository Services (India) Limited E-mail ID: helpdesk.evoting@cdslindia.com
Scrutinizer:	M/S Shilpi Thapar and Associates Practicing Company Secretary E-mail ID: csshilpithapar@gmail.com

11. Members holding shares as on the "cut off date" i.e 17th September, 2015, will be entitled to vote through remote e-voting or at the venue of the AGM through ballot papers.
12. The Notice of AGM is being sent (by email where email id is available and in physical form in other cases) to the members holding shares of the Company as on August 21, 2015. Where Notice is sent by email, USER ID and password are printed in the bottom of the Attendance Slip for the AGM sent along with the Notice;
13. Any person who becomes a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e., September 17, 2015, may cast their votes by following the instructions and process of remote e-voting as provided in the notice of the AGM uploaded at our website <http://aglasiangranito.com/investorrelation> and CDSL website: www.cdslindia.com.
14. In terms of Clause 49(VIII)(E) of the Listing Agreement with the Stock Exchanges, a brief profile of directors, who are proposed to be re-appointed /appointed in this AGM, nature of their expertise in specific functional areas, their other directorships and committee memberships, their shareholding and relationships with other directors of the Company are given below:

Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting (in pursuance of Clause 49 of the Listing Agreement)

Name of Director	Date of Birth (No. of Shares held)	Qualification	Nature of Expertise	Name of Public Companies in which he holds Directorship (As on March 31, 2015)	Name of Committees of Public Companies of which he holds Membership/ Chairmanship (As on March 31, 2015)
Mr. Bhaveshbhai Patel	10/03/1980 1,82,340 equity Shares	B.C.A.	He joined the Company in the year 2011 and was initially inducted into the materials function of the Company. He obtained detailed knowledge and understanding of the Company during his stint under various capacities in the Company. His expertise in IT, Administration and finance function along with entrepreneurial acumen and leadership qualities guided the Company. With such in-depth knowledge of the Company's functioning he brings immense value in enhancing Board effectiveness	NIL	NIL

Registered Office & Corporate Office:

202, Dev Arc, Opp. Iskon Temple,
Sarkhej Gandhinagar Highway,
Ahmedabad – 380 015
Date: August 13, 2015

By Order of the Board of Directors

Renuka A. Upadhyay
DGM & Company Secretary
(Secretarial & Legal)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory statement sets out all material facts relating to the special business mentioned in the accompanying notice dated 13th August, 2015 and shall be taken as forming part of the notice:

Item No. 4

Adoption of new set of Articles of Association

Upon enactment of the Companies Act, 2013, various provisions of the Companies Act, 1956 have been repealed and in view of the same, the Articles of Association of the Company need to be re-aligned as per the provisions of the new Act. The Board of Directors at its meeting held on 13th August, 2015 decided to incorporate/substitute/alter certain provisions as per the Companies Act, 2013. As this would result in a number of changes in the existing Articles of Association of the Company, it was desirable to adopt a new set of Articles of Association from [Articles No. 1 to 218] in place of and in exclusion to the existing Articles of Association [Articles No.1 to 162] of the Company. The new Articles

of Association to be substituted in place of the existing Articles of Association is based on Table "F" of Schedule I of the Companies Act, 2013 which sets out the model Articles of Association for a company limited by shares.

In terms of Section 14 of the Companies Act, 2013, the consent of the Members by way of Special Resolution is required for adoption of new set of Articles of Association of the Company. The proposed new draft Articles of Association is being uploaded on the Company's website for perusal by the shareholders.

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Special resolution as set out at Item No. 4 of the Notice. The Board recommends the resolution as set out at Item No. 4 of the Notice for approval by the shareholders.

BOARD'S REPORT

Dear Shareholders

Your Directors have pleasure in presenting the 20th Annual Report together with the Audited Statement of Accounts of Asian Granito India Limited for the year ended 31st March, 2015.

1. Financial Summary and Highlights

(₹ in Lacs)

	Standalone		Consolidated	
	Current Year	Previous Year	Current Year	Previous Year
Gross Turnover and other receipts	90,784.33	84,163.19	92,610.43	85,445.05
Profit / (Loss) before Interest and Depreciation	6,136.82	6,509.45	6,198.92	6,120.61
Less: Interest	2,232.85	2,099.75	2,101.15	2,017.69
Profit/(Loss) Before Depreciation	3,903.97	4,409.70	4,097.77	4,102.93
Less: Depreciation	1,901.59	2,160.02	1,910.26	2,162.96
Profit / (Loss) Before Tax	2,002.38	2,249.68	2,187.51	1,939.97
Less: Provision for taxation	555.63	835.48	559.54	840.63
Share of net profit of associates	-	-	148.12	(110.05)
Profit / (Loss) After Tax	1,446.75	1,414.20	1,479.85	1,209.39
Balance brought forward from previous year	17,573.20	15,956.34	17,079.66	15,667.61
Balance carried to Balance Sheet	18,978.44	17,573.20	18,518.00	17,079.66

2. Company Performance (Standalone and Consolidated Basis)

The Company's Standalone revenues from operations were ₹907.84 Crores for the year ended 31st March, 2015 as compared to ₹841.63 Crores for the previous year, while Consolidated revenues from operations were ₹926.10 Crores for the year ended 31st March, 2015 as compared to ₹854.45 Crores for the previous year.

However, your Directors are expecting to achieve better results in time to come and to continue the position of market leader in coming years.

The highlights of the Company's performance are as under:

1. Revenue from operations increased to ₹907.84 Crores in the year 2014-15 from ₹841.63 Crores in the year 2013-14.

2. Net Profit is increased to ₹14.47 Crores in the year 2014-15 from ₹14.14 Crores in the year 2013-14.
3. EBIDTA is decreased to ₹61.37 Crores in the year 2014-15 from ₹65.09 Crores in the year 2013-14.

Subsidiary Performance:

Asian Granito India Limited has a wholly owned subsidiary as AGL Industries Limited. AGL Industries Limited has earned revenue of ₹1281.86 Lacs in the year 2013-14 which increased to ₹1826.10 Lacs in the year 2014-15. Company has made expenses of ₹1265.20 Lacs in the year 2013-14 which is increased to ₹1818.85 Lacs in the year 2014-15. Company has made profits of ₹11.50 Lacs in the year 2013-14 which has decreased to ₹3.32 Lacs in the year 2014-15.

Associate Company And Joint Venture Company Performance:

Asian Granito India Limited has one associate company Astron and Paper Board Mills Limited. This associate company has earned total revenue of ₹10619.79 Lacs in the last year 2013-14 which is increased to ₹15213.67 Lacs in the year 2014-15. Company has made expenses of ₹10751.36 Lacs in the last year 2013-2014 which is increased to ₹14626.36 Lacs in the year 2014-15. Company had made loss of ₹287.86 Lacs in the year 2013-14 and has made profit of ₹406.25 Lacs in the year 2014-15.

Asian Granito India Limited has entered into joint venture with AGL Panaria Private Limited on 13th June, 2012. The Company has earned revenue of ₹1096.89 Lacs in 2013-14 which has increased to ₹1564.93 Lacs in 2014-15. Company has made expenses of ₹1309.42 Lacs in the year 2013-14 which has increased to ₹1801.64 Lacs in the year 2014-15. Company has made losses of ₹212.53 Lacs in the year 2014-15 which has increased to ₹236.71 Lacs in the year 2014-15.

3. Consolidated Financial Statements:

The consolidated financial statements of the Company are prepared in accordance with the provisions of section 129 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 and under the Listing Agreement with the stock exchanges. The audited financial statements in respect of each of its subsidiary/associates /joint venture companies will be made available to the shareholders, on receipt of a request from any shareholder and it has also been placed on the website of the Company. This will also be available for inspection by the shareholders at the registered office during the business hours.

4. Dividend:

Your Directors do not recommend payment of any dividend for the financial year ended 31st March, 2015, in order to conserve the resources of the Company. The Company will retain the earnings for use in the future operations & projects and strive to increase the network of stakeholders of the Company.

5. Management Discussion and Analysis Report:

The Report on Management Discussion and Analysis Report as required under Clause 49 of the Listing Agreement is included in this Report. Certain Statements

in the said report may be forward looking. Many factors may affect the actual results which could be different from what the directors envisage in terms of the future performance and outlook.

6. Subsidiaries, Associates and Joint Ventures:

As required under Rule 8(1) of the Companies (Accounts) Rules, 2014, the Board's Report has been prepared on standalone financial statements and a report on performance and financial position of each of the subsidiaries and associates included in the consolidated financial statements is included in financial statements.

In accordance with third proviso of section 136(1) of the Companies Act, 2013, the Annual Report of the Company, containing therein its standalone and the consolidated financial statements has been placed on the website of the Company, www.aglasiangranito.com in Investor Relation Section. Further, as per fourth proviso of the said section, audited annual accounts of each of the subsidiary companies have also been placed on the website of the Company, www.aglasiangranito.com in Investor Relation Section. Shareholders interested in obtaining a copy of the audited annual accounts of the subsidiary companies may write to the Company Secretary at the Company's registered office. The statement required under section 134 of the Companies Act, 2013 in respect of subsidiaries, Associates and Joint Ventures is provided as AOC-1 as Annexure 1 to this Report.

7. Fixed Deposits:

Your Company has not accepted any deposits from the public within the meaning of chapter V of the Act, 2013 for the year ended 31st March, 2015.

8. Directors:

In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Bhaveshbhai Patel (DIN: 03382527), Executive Director, will retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

All independent Directors (IDs) have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013

and clause 49 of listing agreement. The details terms of appointment of IDs are disclosed on the Company's website with following link <http://aglasiangranito.com/index.php/investor-relation>.

Separate meeting of Independent Directors was held on 9th February, 2015 and the Independent Directors reviewed the performance of non independent Director i.e

1. Mr. Kamleshbhai Patel, Chairman and Managing Director
2. Mr. Mukeshbhai Patel, Managing Director
3. Mr. Sureshbhai Patel, Executive Director
4. Mr. Bhaveshbhai Patel, Executive Director
5. Mr. Kanubhai Patel, Executive Director
6. Mr. Bhogibhai Patel, Executive Director

and the Board as a whole. They reviewed the performance of Chairman after taking into account the views of Executive Directors. They also assessed the quality, quantity and timeliness of the flow of information between the Company's management and the board that are necessary for the board to effectively and reasonably perform their duties. Five out of six Independent Directors were present at the meeting.

9. Meetings of The Board:

During the year seven Board Meetings and one Independent Directors' meeting was held, the details of which are given in Corporate Governance Report. The provisions of Companies Act, 2013 and Listing Agreement were adhered to while considering the time gap between two meetings.

10. Performance Evaluation:

Pursuant to the provisions of Companies Act, 2013 and clause 49 of the Listing Agreement, the Board has carried out annual performance evaluation of its own performance, the Directors individually as well the evaluation of the working of the Board and its Committees i.e Audit, Nomination and Remuneration and Stakeholder committee, CSR by the way of individual and collective feedback from Directors.

The following were the Evaluation Criteria:

- (a) For Independent Directors: -
 - Participation in terms of adequacy (time & content)
 - Contribution through expertise and perspective
 - Guidance / support to management outside Board / Committee meetings

(b) For Executive Directors: -

Leadership initiative, Initiative in terms of new ideas and planning for the Company, professional skills, problem solving and decision making, Compliance with policies of the Company, ethics, code of conduct etc., Reporting of frauds, violations etc., safeguarding of interest of whistle blowers under vigil mechanism, timely inputs of the minutes of the meetings of the Board and Committee, if any.

The Board reviewed each committee's terms of reference to ensure that the Company's existing practices remain appropriate. Recommendations from each committee are considered and approved by the board prior to implementation.

11. Remuneration Policy:

The Board has, on the recommendation of the Nomination & Remuneration committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

12. Audit Committee:

The Company is having an Audit Committee comprising of the following directors:

Name	Status	Category
Mr. Maganlal Prajapati	Chairman	Independent and Non-Executive Director
Mr. Amrutbhai Patel	Member	Independent and Non-Executive Director
Mr. Kamleshbhai Patel	Member	Promoter Executive Director

The Committee interalia reviews the Internal Control System and reports of Internal Auditors and compliance of various regulations. The Committee also reviews at length the Financial Statements before they are placed before the Board.

13. Nomination and Remuneration Committee:

The Company is having a Nomination and Remuneration Committee comprising of the following directors:

Name	Status	Category
Mr. Maganlal Prajapati	Chairman	Independent and Non-Executive Director
Mr. Ajendrabhai Patel	Member	Independent and Non-Executive Director
Mr. Shankerbhai Patel	Member	Independent and Non-Executive Director

The Committee has ensured that any person(s) who is/are appointed or continues in the employment of the Company as its Chairman, Managing Director, Whole Time Director shall comply with the conditions laid out under Part I of Schedule V to the Act, 2013. Criteria for performance evaluation, disclosures on

the remuneration of Directors, criteria of making payments to Non Executive Directors have been disclosed as part of corporate governance report attached herewith.

14. Stakeholders Relationship Committee:

The Company is having a Stakeholders Relationship Committee comprising of the following directors:

Name	Status	Category
Mr. Maganlal Prajapati	Chairman	Independent and Non-Executive Director
Mr. Kamleshbhai Patel	Member	Promoter Executive Director
Mr. Amrutbhai Patel	Member	Independent and Non-Executive Director

The Committee oversees performance of the Registrars and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services. The Committee also monitors implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 1992.

15. Corporate Social Responsibility Committee:

The Company is having a Corporate Social Responsibility Committee comprising of the following directors:

Name	Status	Category
Mr. Kamleshbhai Patel	Chairman	Promoter Executive Director
Mr. Mukeshbhai Patel	Member	Promoter Executive Director
Dr. Indira Nityanandam	Member	Independent and Non-Executive Director

The Committee has reviewed the CSR Policy and associated frameworks, processes and practices of the Company and made appropriate recommendations to the Board. The Committee has ensured that the Company is taking the appropriate measures to undertake and implement CSR projects successfully and has monitored the CSR Policy. The Committee has identified the areas of CSR activities and recommended the amount of expenditure to be incurred on such activities. The Committee has coordinated with Asian Institute of Technology for implementing programs and executing initiatives as per CSR policy and has reviewed the performance of Asian Institute of Technology or such other agency periodically.

16. Vigil Mechanism:

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Listing Agreements, a Vigil Mechanism or 'Whistle Blower Policy' for directors, employees and other stakeholders to report genuine concerns has been established. The same is uploaded on the website of the Company.

17. Corporate Social Responsibility:

Corporate Social Responsibility (CSR) is not a new concept for the Company. Your company is actively involved in CSR initiatives like contributing to the schemes of eradicating hunger and poverty and promotion of education, health, safety and environment aspects. In compliance with the requirements of section 135 of the Companies Act, 2013, the Company has laid down a CSR policy. The contributions in this regard have been also made to the registered trust Asian Institute of Technology, which is providing technical education. The Company is also contributing on regular basis to Akshaypatra Foundation, which is providing food to the poor directly as part of the CSR initiative. The Company is also doing blood donation camp every year for health benefit of Society at large. The composition of the committee, contents of CSR policy and report on CSR activities carried out during the financial year ended 31st March, 2015 in the format prescribed under Rule 9 of the Companies (Accounts) Rules, 2014 is annexed herewith as Annexure A.

18. Human Resources:

The well disciplined workforce which has served the Company lies at the very foundation of the Company's major achievements and shall well continue for the years to come. The success of the Company and good track record are largely attributable to the remarkable commitment, dedication and hard work of the employees. The Company has strongly embedded core values and all employees are trained and encouraged to use these values in their daily operations and the bases for making decisions. The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The Company has always recognized talent and has judiciously followed the principle of rewarding performance. This has helped to ensure all employees are aligned and focused on key objectives and key performance indicators critical for the Company's performance. Remuneration and performance are strongly linked together through bonus schemes and increments.

19. Risk Management:

Risk Management is done by way of systematically identifying, quantifying, and managing all risks and opportunities that can affect achievement of a corporation's strategic and financial goals. The Board is responsible for framing and monitoring the risk management plan for the Company. Risk Management Policy is framed by the Board and they are reviewing the risk management policies and system periodically.

The risk mitigation is done by using the following key strategies:

- Risk Avoidance: By not performing an activity that could carry risk.
- Risk Transfer: Mitigation by having another party to accept the risk, either partial or total, typically by contract or by hedging.

- c) Risk Reduction: Employing mitigations methods/solutions that reduce the severity of the loss.
- d) Risk Retention: Accepting the loss when it occurs. Risk retention is done for small risks where the cost of insuring against the risk would be greater over time than the total losses sustained. All risks that are not avoided or transferred are retained by default. This includes risks that are so large or catastrophic that they either cannot be insured against or the premiums are infeasible.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, Competition, Business risk, Technology Obsolescence, Investments, Retention of talent and Expansion of facilities.

Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk.

As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

20. Internal Control System and their Adequacy

The Company has adequate internal control system and procedures to ensure that all the assets of the Company are safeguarded and protected against any loss and that all transactions are properly authorised and recorded. The Company has an established internal financial control framework including internal controls over financial reporting, operating controls and anti-fraud framework. This framework is regularly reviewed by the management and internal audit team and presented to the Audit Committee. The internal auditor team carries out extensive audits throughout the year across all locations and across all functional areas and submits its reports to the Audit Committee of the Board.

21. Related Party Transactions

Related party transactions that were entered into during the financial year were on arm's length basis and were in ordinary course of business. There are no materially significant related party transactions made by the Company which may have potential conflict with the interest of the Company. There are no material related party transactions which are not in ordinary course of business or which are not on arm's length basis. Particulars of contracts and arrangements with related parties as per section 188(1) of Companies Act, 2013, including arms length transactions are enclosed as separate Annexure no.2 in Form no. AOC-2. The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The weblink as required under Listing Agreement is as under: <http://aglasiangranito.com/index.php/investor-relation>

22. Material Changes

There have been no material changes and commitments affecting the financial position of the Company since the close of financial year i.e. since 31st March, 2015. Further, it is hereby confirmed that there has been no change in the nature of business of the Company.

23. Auditors

A) Statutory Auditors

In compliance with the Companies (Audit and Auditors) Rules, 2014, M/s. A.L. Thakkar & Co., Chartered Accountants, has been appointed as Statutory Auditors of the Company till the conclusion of Annual General Meeting for the F. Y. 2014-2015, as approved by the members at their 19th Annual General Meeting held on 30th September, 2014. Further, pursuant to the requirement of Section 139 of the Companies Act, 2013, the appointment of Statutory Auditors is to be ratified by the members at every Annual General Meeting. Members are requested to ratify their appointment for the F.Y. 2015-16.

B) Secretarial Auditors

The Board of Directors of the Company has appointed M/s. Shilpi Thapar & Associates, Practising Company Secretaries, Ahmedabad, to conduct Secretarial Audit for the F.Y. 2015-16.

Further, the Secretarial Audit Report of M/s. Shilpi Thapar & Associates, Company Secretaries for the financial year ended 31st March, 2015, is annexed as Annexure 3. The Board has duly reviewed the Secretarial Auditor Report and gives following clarifications for the observations made by secretarial auditor as under:

As regards observations in Secretarial Audit regarding loan to Companies, firms or other parties covered under register maintained under section 189 of the Companies Act, 2013, the Directors state that it is in normal course of business with interest provisions.

C) Internal Auditors:

The Board of Directors has appointed Mr. Rajendra Soni, Chartered Accountant as Internal Auditors of the Company for the F. Y. 2015-16.

There is no qualification, reservation, adverse remark or disclaimer by the Statutory Auditors in their report or by the Secretarial Auditors in their Secretarial Audit Report and hence no explanation or comments of the Board is required in this matter. The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

24. Corporate Governance

The Report on corporate governance as stipulated under Clause 49 of the Listing Agreement forms part of the Annual Report. The requisite certificate from M/s. A.L. Thakkar & Co., Chartered Accountants, confirming compliance with the conditions of corporate governance as stipulated under the aforesaid Clause 49, is attached to the Report on corporate governance

25. Listing of Shares

The Equity Shares of the Company are listed on the BSE Limited (BSE) with scrip code No. 532888 and on National Stock Exchange of India Limited (NSE) with scrip code of ASIANTILES. The Company confirms that the annual listing fees to both the stock exchanges for the financial year 2015-16 have been paid.

26. Loans, Guarantee or Investments

Details of Loans granted, Guarantees given and Investments made during the year under review, covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

27. Energy Conservation, Technology Absorption and Foreign

Exchange Earnings and Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "Annexure 4".

28. Extract of Annual Return

The extract of Annual Return required under Section 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, forms part of this report as Annexure-5

29. Particulars of Employees

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is as follows:

Remuneration Ratio of The Directors / Key Managerial Personnel (KMP) / Employees:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

Sl. No	Name	Designation	Remuneration paid FY 2014-15 ₹ lakhs	Remuneration paid FY 2013-14 ₹ lakhs	Increase in remuneration from previous year ₹ lakhs	Ratio/Times per Median of employee remuneration
1	Kamleshbhai B. Patel	Chairman and Managing Director (KMP)	24.00	24.00	0	24.20
2	Mukeshbhai J. Patel	Managing Director (KMP)	19.20	19.20	0	19.43
3	Sureshbhai J. Patel	Director	19.20	19.20	0	19.43
4	Bhaveshbhai V. Patel	Director	18.00	18.00	0	18.24
5	Bhogibhai Patel	Director	12.00	12.00	0	12.28
6	Kanubhai B. Patel	Director	15.00	15.00	0	15.26
7	Renuka A. Upadhyay	DGM & Company Secretary (Secretarial and Legal) (KMP)	8.73	6.65	2.08	8.67
8	Kalidas J. Patel	CFO (KMP)	8.16	8.16	0	8.10
9	B. G. Vyas	COO (KMP)	74.78	2.28*	--	74.30

*Date of joining of Mr. B. G. Vyas is 20.03.2014.

A statement showing following details of every employee of the Company who was in receipt of remuneration in excess of ₹60 Lacs, if employed throughout the year or ₹5 Lacs per month, if employed for part of the financial year or received remuneration in excess of that drawn by the MD/WTD/Manager & holding 2% or more of equity share capital of the Company (himself alongwith spouse & dependent children):

- Name, age & designation of the employee: Mr. B. G. Vyas, 58 years, Chief Operating Officer
- Remuneration received: ₹74,78,607
- Nature of employment, whether contractual or otherwise: Permanent
- Qualifications and experience of the employee: B. Com, MMS.
- Date of commencement of employment: 20.03.2014
- the age of such employee: 58 years
- the last employment held by such employee before joining the Company: Sims Ceramic Private Limited
- the percentage of equity shares held in the along with spouse & dependent children-(3224 shares – 0.01%)
- Whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager - No

30. Disclosure Under the sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has framed and implemented an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

31. Significant and Material orders Passed by the Regulators or Courts

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

Registered and Corporate office of the Company:

202, Dev Arc, Opp. Iskon Temple, Sarkhej Gandhinagar Highway,
Ahmedabad – 380 015

32. Directors' Responsibility Statement

In accordance with the provisions of section 134(5) of the Act, 2013, with respect to Director's Responsibility Statement, it is hereby stated:-

- a) that in the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards have been followed

along with proper explanation relating to material departures, if any;

- b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2015 and of the profit of the Company for the year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements for the year ended 31st March, 2015 have been prepared on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

33. Cautionary Statement

Statements in the Management discussion and analysis report describing the Company's objectives, projections, estimates and expectations may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed and implied. Important factors that could make a difference to the Company's operations include among others, 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 incidental factors.

34. Acknowledgements

Your Directors thanks all Customers, Investors, Vendors, Bankers, Auditors, Consultants and Advisors for their continued support during the year. We also place on record our appreciation of the contributions of employees at all levels. Your Directors thanks Governments of various countries where we have our operations especially Government of India and its various Ministries.

Your Directors looks forward for their continued support in the future for the consistent growth of the Company.

For and on behalf of The Board of Directors

Place: Ahmedabad

Date : August 13, 2015

Kamleshbhai B. Patel

Chairman and Managing Director
(DIN 00229700)

ANNEXURE 1

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(₹ in Lacs)

Particulars	Details
Name of the subsidiary	AGL INDUSTRIES LIMITED (CIN: U24220GJ2013PLC074983)
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31-03-2015
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A
Share capital	98.30
Reserves & surplus	14.84
Total assets	944.91
Total Liabilities (Excluding Share Capital & Reserves)	831.78
Investments	-
Turnover	1826.10
Profit before taxation	7.24
Provision for taxation	3.91
Profit after taxation	3.33
Proposed Dividend	-
% of shareholding	100

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(₹ in Lacs)

Name of Associates/Joint Ventures	AGL Panaria Private Limited (CIN: U26933GJ2012PTC070716)	Astron Paper & Board Mill Limited (CIN: U21090GJ2010PLC063428)
	For the year ended March,2015	For the year ended March,2015
Latest audited Balance Sheet Date	31/03/2015	31/03/2015
Shares of Associate/Joint Ventures held by the Company on the year end	49,16,500	1,18,50,000
Amount of Investment in Associates/Joint Venture	491.65	1,185.00
Extend of Holding %	50	36.46
Description of how there is significant influence (Refer Note No. 1)		
Reason why the associate/joint venture is not consolidated	N.A	N.A
Net worth attributable to shareholding as per latest audited Balance Sheet	156.48	1,071.03
Profit/Loss for the year	(236.71)	406.25
Considered in Consolidation	Nil	Nil
Not Considered in Consolidation	N.A	N.A

1. There is Significant Influence due to Percentage (%) of Share Capital

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For and on behalf of The Board of Directors

Place : Ahmedabad
Date : August 13, 2015

Kamleshbhai B. Patel
Chairman and Managing Director
(DIN 00229700)

ANNEXURE 2

FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

1. Details of contracts or arrangements or transactions not at Arm's length basis:

(₹ in Lacs)

Sr. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements /transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e)	Justification for entering into such contracts or arrangements or transactions	Nil
f)	Date of approval by the Board	Nil
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

2. Details of material contracts or arrangements or transactions at Arm's length basis:

Sr. No	Name of Related Party & Nature of Relationship	Nature of Contract/ arrangement/ transaction	Duration of Contract/ arrangement/ transaction	Salient terms of Contract/ arrangement/ transaction, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
1	AGL Panaria Private Limited – Joint Venture Company	Selling of Tiles / Technical Know How Services	3 Years	As per Joint Venture Agreement dated 01.08.2012	14.05.2012	--
2	Astron Paper & Board Mill Limited – Associate Company	Sale / Purchase of Packaging Material	5 Years	As per Service Agreement dated 01.04.2014	30.05.2014	--
3	Mr. Jagdishbhai R. Patel – (Relative of Director Mr. Bhaveshbhai Patel)	Designated as Marketing Manager	Till Termination	As per AGM notice dated 30.08.2011	30.08.2011 (AGM approval date 29.09.2011)	-
4	Mr. Vipulbhai V. Patel – (Relative of Director Mr. Bhaveshbhai V. Patel)	Designated as Production Manager	Till Termination	As per AGM notice dated 30.08.2011	30.08.2011 (AGM approval date 29.09.2011)	-
5	Mr. Vinodbhai L. Patel – (Relative of Director Mr. Bhaveshbhai V. Patel)	Designated as Brand Co-ordinator	Till Termination	As per AGM notice dated 30.08.2011	30.08.2011 (AGM approval date 29.09.2011)	-
6	Mr. Sureshbhai B. Patel- (Relative of Director Mr. Kanubhai B. Patel)	Designated as Production Manager	Till Termination	As per AGM notice dated 30.08.2011	30.08.2011 (AGM approval date 29.09.2011)	-

Sr. No	Name of Related Party & Nature of Relationship	Nature of Contract/ arrangement/ transaction	Duration of Contract/ arrangement/ transaction	Salient terms of Contract/ arrangement/ transaction, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
7	Mr. Rameshbhai B. Patel – (Relative of Director Mr. Bhogibhai B. Patel)	Designated as Manager	Till Termination	As per AGM notice dated 30.08.2011	30.08.2011 (AGM approval date 29.09.2011)	-
8	Mr. Shaunakbhai M. Patel – (Relative of Director Mr. Mukeshbhai J. Patel)	Designated as Marketing Manager	Till Termination	As per AGM notice dated 13.08.2012	13.08.2012 (AGM approval date 20.09.2012)	-
9	Mr. Hirenbhai S. Patel – (Relative of Director Mr. Sureshbhai J. Patel)	Designated as Marketing Manager	Till Termination	As per AGM notice dated 13.08.2012	13.08.2012 (AGM approval date 20.09.2012)	-
10	Mr. Bhagubhai P. Patel – (Relative of Director Mr. Kamleshbhai B. Patel)	Designated as Medical officer	Till Termination	As per AGM notice dated 13.08.2012	13.08.2012 (AGM approval date 20.09.2012)	-

*** Form shall be signed by the person who has signed the Board's Report

For and on behalf of The Board of Directors

Kamleshbhai B. Patel
Chairman and Managing Director
(DIN 00229700)

Place : Ahmedabad
Date : August 13, 2015

Secretarial Audit Report

For the Financial Year ended March 31, 2015

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To

The Members,

Asian Granito India Limited

(CIN No: L17110GJ1995PLC027025)

202, Dev Arc, Opp. Iskon Temple,

Sarkhej Gandhinagar Highway, Ahmedabad – 380 015

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. ASIAN GRANITO INDIA LIMITED** (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the **M/s. ASIAN GRANITO INDIA LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2015, generally complied with the statutory provisions listed hereunder and also the Company has proper board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter. The members are requested to read this report along with our letter dated 24.08.2015 annexed to this report as Annexure –A.

We have examined the books, papers, minutes' books, forms and returns filed and other records maintained by **M/s. ASIAN GRANITO INDIA LIMITED** ("the Company") for the financial year ended on March 31, 2015 according to the applicable provisions of:

- i) The Companies Act, 2013 (the Act) and the Rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Byelaws framed there under;
- iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct

Investment and External Commercial Borrowings;

- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 / The Securities and Exchange Board of India (Share Based Employees Benefits), Regulations, 2014 (Effective from 28th October, 2014)- Not applicable as the Company has not issued any options/ shares under the said Regulations during the year under review.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not applicable as Company has not issued any Debt Securities during the year under review.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- Not applicable as the Company is not registered as Registrar to issue and Share Transfer agent during the financial year under review.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 -Not applicable as the Company has not delisted any of its shares from any Stock Exchange during the year under review.

- (h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2008 -Not applicable as the Company has not bought back any of its securities during the year under review.
- (vi) The listing agreements entered into by the Company with the stock exchanges
 - i) BSE Limited and
 - ii) National Stock Exchange of India Limited.

We have not examined compliance with the Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India as they become applicable only from 1st July, 2015.

During the period under review, to the best of our knowledge and belief and accordingly to the information, explanations and representations given to us, the Company has complied with the provisions of the Acts, Rules, Regulations and Agreements mentioned above subject to the following:

1. The Company has granted three parties loan to companies, firms or other parties covered in register maintained under Section 189 of The Companies Act, 2013 and rules framed thereunder;
2. The declaration from Independent Directors to the effect that they meets the criteria of independence as provided in section 149(6) was given and placed at subsequent Board Meeting instead of placing at first meeting of the board of directors of the Company in financial year 2014-2015 as per Section 149(7) of The Companies Act, 2013 and rules framed there under;
3. The Disclosure of Interest in Form no. MBP-1 by the Directors was given and placed at subsequent Board Meeting instead of placing at the first board meeting in financial year 2014-2015 as required under Section 184(1) of The Companies Act, 2013 and rules frame thereunder;
4. There are certain Auto Loan agreements under Company's car policy executed by the company drawing provisions of section 77 and 78 of The Companies Act, 2013 and rules frame there under. As informed to us by the management of the company, the charge holder has not insisted to file the aforesaid particulars with Registrar.
5. The copy of Board Resolution for the sale of the investment held by the Company constituting five percent or more of the paid up capital and free reserves of the investee Company is not filed with Registrar in Form No. MGT-14 within the prescribed time limit as required under section 117 of the Companies Act, 2013 and rules frame there under and filed thereafter with Registrar paying additional fees.

We further report that:

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The Board also has a woman director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b) Generally, adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance. A system exists for Directors to seek and obtain further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through. We are informed that there were no dissenting member's views on any of the matter during the year that were required to be captured and recorded as part of the minutes.
- c) Based on general review of compliance mechanisms established by the Company and on basis of management representations, there are generally adequate systems & processes in the Company commensurate with the size & operations of the Company to monitor & ensure compliance with applicable laws, rules, regulations & guidelines.

I further report that during the audit period the Company has no specific events like,

- a) Public/Right issue of shares/debentures/sweat equity, etc.
- b) Redemption/buy-back of securities
- c) Merger/amalgamation/reconstruction, etc.
- d) Foreign technical collaborations except a Special Resolution passed under Section 180(1)(a) & 180(1)(c) of the Companies Act, 2013 where members have passed Special Resolutions empowering Board of Directors to do the following:
 - i) Borrow moneys provided that amounts borrowed and outstanding at any point of time does not exceeds ₹500 cr. , apart from temporary loans from the Company's Bankers in the ordinary course of business and;
 - ii) Create charge/mortgage or otherwise encumber the whole or substantially the whole of any undertaking or any movable /immovable property of the Company subject to the overall limit of ₹500 cr.

For Shilpi Thapar & Associates,
Company Secretaries

CS Shilpi Thapar

Place: Ahmedabad

Membership No: F5492

Date: August 24, 2015

CP No: 6779

Annexure A to Secretarial Audit Report dated 24 August, 2015

To
The Members,
Asian Granito India Limited
(CIN No: L17110GJ1995PLC027025)
202, Dev Arc, Opp. Iskcon Temple,
S.G Highway, Ahmedabad, Gujarat.

Our Secretarial Audit Report dated 24 August, 2015 is to be read along with this letter.

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility is to express an opinion on these secretarial records and procedures followed by the Company with respect to secretarial compliances. Our examination was limited to the verification of records and procedures on test basis.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our report.
4. We have not verified the correctness and appropriateness of all financial figures, records and books of accounts, related party transactions figures and AS-18 disclosures of the Company provided to us as it is taken care in the Internal/Statutory audit and relied on certificates, reports and representations given by Auditors and Management of the Company.
5. We have obtained Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
6. This secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Shilpi Thapar & Associates,
Company Secretaries

Place: Ahmedabad
Date: August 24, 2015

CS Shilpi Thapar
Membership No: F5492
CP No: 6779

ANNEXURE 4

1. Conservation of Energy

Power:

a) Efforts made for conservation of energy:-

- (i) By controlling process parameters.
- (ii) Replacement of high capacity motor.
- (iii) Installation of energy saving lamps wherever possible in plant and colony.
- (iv) Replacing old pumps & motors by high efficiency Pumps & low power consumption motors.
- (v) By changing process pipe line system.

b) Additional investment and proposal, if any: This is continuous process and no major investments are planned.

c) Impact of above measures on consumption of energy: There is substantial reduction in energy consumption/costs.

d) Power & Fuel Consumption:

Refer Form 'A' attached

FORM A

	Financial Year	
	2014-15	2013-14
A. POWER AND FUEL CONSUMPTION		
I) Electricity		
Purchased Unit (in H.P./ K.W.H.)	435.01	480.88
Total Amount (₹ in Lacs)	3030.53	2538.02
Rate per unit (Amount/ Units) (₹)	6.97	5.28
b) Own Generation		
(i) Through D.G. Set		
Units (In H.P./ K.W.H.)	1.57	1.79
Total Amount (₹ in Lacs)	29.71	32.28
Rate per unit (Amount /Units) (₹)	18.90	18.04
(ii) Through Other (specify)		
Units (In H.P./ K.W.H.)	NIL	NIL
Total Amount (₹ in lakhs)	NIL	NIL
Rate per unit (Amount/ Units) (₹)	NIL	NIL
II) Fuel Consumption		
1. Light Diesel (L.D.O.)		
Quantity in Liters	0.48	0.56
Total Amount (₹ in Lacs)	29.71	32.28
Cost per Unit (Total Amount/ Quantity)	62.11	57.77
2. L.P.G. / Natural Gas		
Quantity in SCM	222.67	199.51
Total Amount (₹ in Lacs)	9172.40	7494.54

	Financial Year	
	2014-15	2013-14
Cost per Unit (Total Amount/ Quantity)	41.19	37.57
3. Gas Generator		
Quantity in Kgs.	181.41	384.65
Total Amount (₹ in Lacs)	867.31	1579.47
Cost per Unit (Total Amount/ Quantity)	4.78	4.11
B. CONSUMPTION PER UNIT OF PRODUCTION		
1. Electricity (Units per Sq. Mtrs. Production)*	4.02	4.47
Electricity (Rupees per Sq. Mtr. Production)*	28.03	23.57
2. Diesel/L.D. O. (Units per Sq. Mtr. Production)**	4.07	4.51
Diesel/L.D. O. (Rupees per Sq. Mtr. Production)**	76.87	81.32
3. L.P.G./ Natural Gas (Qty. Per Sq. Mtr. Production)**	2.17	2.35
L.P.G./ Natural Gas (Rupees Per Sq. Mtr. Production)	89.39	88.25
4. Other	NIL	NIL

2. Technology Absorption

- a) **Research and Development:** The Company is fully equipped and further updating with the latest technology for producing its quality products. Company's has continuous ongoing R & D Program which during the period under review introduced larger format and various designs of tiles. In addition to development of new products, the R & D Department also instituted a comprehensive quality control of all units to ensure that all the Company's products meet or exceed international standards.
- b) **Benefits derived as a result of the above R & D:**
The Company is continuously updating itself to standardize and install

required machinery when manufacturing. Improved quality also gives the Company a better image in the market therefore improving the marketability of its products.

c) **Technology Absorption and Innovation:**

The Company has been putting emphasis to train its technical personnel by way of providing training to them for the latest technology available. It has resulted in a better quality of product, which has been brought to the International Standard, besides improving the productivity and reducing the wastages. The Company has sent its Plant Operators to China for getting themselves trained for better manufacturing process.

3. Foreign Exchange Earning and Outgo

	(₹ in Lacs)	
	2014 - 15	2013 - 14
Earning: Export	3031.19	2187.7
Outgo: Imports	2847.85	5387.51
Outgo on repayment of unsecured loan	-	-

For and on behalf of The Board of Directors

Registered and Corporate Office:
202, Dev Arc, Opp. Iskon Temple,
Sarkhej Gandhinagar Highway, Ahmedabad - 380015
Place : Ahmedabad
Date : August 13, 2015

Kamleshbhai B. Patel
Chairman and Managing Director
(DIN 00229700)

ANNEXURE 5

Form No. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31st March, 2015 of ASIAN GRANITO INDIA LIMITED [Pursuant to Section 92(1) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and Other Details:

CIN	L17110GJ1995PLC027025
Registration Date	08.08.1995
Name of the Company	Asian Granito India Limited
Category / Sub-Category of the Company	Company having share capital
Address of the Registered Office and contact details	202, Dev Arc, Opp. Iskon Temple, Sarkhej Gandhinagar Highway, Ahmedabad – 380 015
Whether listed company	Yes (BSE, NSE)
Name, Address and contact details of Registrar & Transfer Agents (RTA), if any	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W), Mumbai - 400078

II. Principal Business Activities of the Company

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:-

Sr No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the Company
1.	Tiles (Wall / Vitrified / Ceramics)	23912	87.55%
2.	Marble & Quartz	08101	11.93%
3.	Others	-	0.52%

III. Particulars of Holding, Subsidiary and Associate Companies –

Sr. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary Associate	% of shares held	Applicable Section
1.	AGL Industries Limited	U24220GJ2013PLC074983	Wholly owned subsidiary company	100	2 (87)
2.	Astron Paper and Board Mills Limited	U21090GJ2010PLC063428	Associate	36.46	2 (6)
3	AGL Panaria Private Limited	U26933GJ2012PTC070716	JV	50	2 (6)

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category – wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	
A. Promoters									
1) Indian									
a) Individual / HUF	8472608	0	8472608	37.52	8472608	0	8472608	37.52	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other...	0	0	0	0	0	0	0	0	0
Sub-total (A) (1) :-	8472608	0	8472608	37.52	8472608	0	8472608	37.52	0

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	
2) Foreign									
a) NRIs-Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2) :-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A) (1)+(A)(2)	8472608	0	8472608	37.52	8472608	0	8472608	37.52	0
B. Public Shareholding									
1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	950000	0	950000	4.21	585203	0	585203	2.59	(1.62)
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1) :-	950000	0	950000	4.21	585203	0	585203	2.59	(1.62)
2) Non-Institutions									
a) Bodies Corp.									
i) Indian	3078356	0	3078356	13.63	2921409	0	2921409	12.94	0.69
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individuals shareholders holding nominal share capital upto ₹ 1 lakh	1511687	13	1511700	6.69	2717759	13	2717772	12.03	-5.34
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	8492341	0	8492341	37.61	7381825	0	7381825	32.69	4.92
c) Others (specify)									
Trusts	0	0	0	0	0	0	0	0	0
Custodians / Clearing member	65637	0	65637	0.29	408394	0	408394	1.81	-1.52
NRIs	11899	0	11899	0.05	95330	0	95330	0.42	-0.37
Sub-total(B)(2) :-	13159920	13	13159933	58.27	13524717	13	13524730	59.89	1.62
Total Public Shareholding (B)=(B)(1)+(B)(2)	14109920	13	14109933	62.48	14109920	13	14109933	62.48	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	22582528	13	22582541	100	22582528	13	22582541	100	0

(ii) Shareholding of Promoters

Sr. No.	Name of Shareholder	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	
1	Kamleshbhai Bhagubhai Patel	2438768	10.80	0	2438768	10.80	0	0
2	Mukeshbhai Jivabhai Patel	1715619	7.60	0	1715619	7.60	0	0
3	Sureshbhai Jivabhai Patel	1122793	4.97	0	1122793	4.97	0	0
4	Rameshbhai Bhikhabhai Patel	331615	1.47	0	331615	1.47	0	0
5	Hasmukhbhai D Patel	287669	1.27	0	287669	1.27	0	0
6	Punjabhai Motibhai Patel	255980	1.13	0	255980	1.13	0	0
7	Bhogibhai B. Patel	242299	1.07	0	242299	1.07	0	0
8	Hinaben Kamleshbhai Patel	216150	0.96	0	216150	0.96	0	0
9	Dipakbhai Danjibhai Patel	216000	0.96	0	216000	0.96	0	0
10	Kamleshbhai Bhagubhai Patel (HUF)	211400	0.94	0	211400	0.94	0	0
11	Jivabhai Jethabhai Patel (HUF)	149600	0.66	0	149600	0.66	0	0
12	Sureshbhai Jivabhai Patel (HUF)	148036	0.66	0	148036	0.66	0	0
13	Bhagubhai Punjabhai Patel	133700	0.59	0	133700	0.59	0	0
14	Bhagubhai Punjabhai Patel (HUF)	127700	0.57	0	127700	0.57	0	0
15	Bhikhabhai Kodarbhai Patel	126710	0.56	0	126710	0.56	0	0
16	Danjibhai Purshottambhai Patel	123700	0.55	0	123700	0.55	0	0
17	Bhanuben Mukeshbhai Patel	121600	0.54	0	121600	0.54	0	0
18	Chhayaben Sureshbhai Patel	108107	0.48	0	108107	0.48	0	0
19	Mukeshbhai Jivabhai Patel (HUF)	91210	0.40	0	91210	0.40	0	0
20	Hiraben Bhogibhai Patel	72760	0.32	0	72760	0.32	0	0
21	Dimpalben Bhogibhai Patel	68340	0.30	0	68340	0.30	0	0
22	Gitaben Rameshbhai Patel	43906	0.19	0	43906	0.19	0	0
23	Vinaben H Patel	35850	0.16	0	35850	0.16	0	0
24	Bhogibhai B. Patel (HUF)	34700	0.15	0	34700	0.15	0	0
25	Ushaben D. Patel	24731	0.11	0	24731	0.11	0	0
26	Chandrikaben Danjibhai Patel	12365	0.05	0	12365	0.05	0	0
27	Dipakbhai D Patel	11300	0.05	0	11300	0.05	0	0
	Total	8472608	37.52	0	8472608	37.52	0	0

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	No changes during the year			
	Data wise Increase / Decrease in Promoters Share holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat / equity etc.)	No changes during the year			
	At the end of the year	No changes during the year			

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) :

Sr. No.	For each of the top 10 shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Asian Overseas Ltd.	695290	3.08	695290	3.08
2	Orange Mauritius Investments Ltd.	950000	4.21	580000	2.57
3	Jayantibhai Madhabhai Patel	510739	2.26	510739	2.26
4	Vinodbhai Lalabhai Patel	505889	2.24	505889	2.24
5	AGL Infrastructure Pvt. Ltd.	184154	0.82	450689	1.99
6	Nidhi Securities Ltd.	419462	1.86	419462	1.86
7	Dolly Khanna	0	0	391071	1.73
8	Ashika Stock Broking Ltd.- Client Margin A/c	0	0	289581	1.28
9	Seetha Kumari	90003	0.40	287969	1.28
10	Bhikhabhai Valjibhai Patel	285226	1.26	285226	1.26
	Total	3640763	16.13	4415916	19.55

(v) Shareholding of Directors and Key Managerial Personnel :

Sr. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Kamleshbhai B. Patel	2438768	10.80	2438768	10.80
2	Mukeshbhai J. Patel	1715619	7.60	1715619	7.60
3	Sureshbhai J. Patel	1122793	4.97	1122793	4.97
4	Bhaveshbhai V. Patel	182340	0.80	182340	0.80
5	Kanubhai Patel	153299	0.67	153299	0.67
6	Bhogibhai Patel	242299	1.07	242299	1.07
7	Maganlal Prajapati	0	0	0	0
8	Shankarbhai Prajapati	151	0	151	0
9	Ajendrabhai Patel	0	0	0	0
10	Amrutbhai Patel	0	0	0	0
11	Premjibhai Chaudhari	0	0	0	0
12	Dr. Indiraben Nityanandam	0	0	0	0
13	Kalidas J. Patel	93310	0.41	93310	0.41
14	Renuka A. Upadhyay	0	0	0	0

(vi) Indebtedness

Indebtedness of the Company including interest outstanding / accrued but not due for payment

(₹ in Lacs)

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1960.04	59.50	68.81	2088.35
ii) Interest due but not paid	21.82	0	0	21.82
iii) Interest accrued but not due	6.33	0	0	6.33
Total (i+ii+iii)	1988.19	59.50	68.81	2116.50
Change in Indebtedness during the financial year				
• Addition	692.91	100.00		
• Reduction	1222.76	159.50		
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	1438.27	0	64.14	1502.41
ii) Interest due but not paid	19.61	0		19.61
iii) Interest accrued but not due	0.46	0		0.46
Total (i+ii+iii)	1458.34	0	64.14	1522.48

(vii) Remuneration of Directors and Key Managerial Personnel:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager :

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager						Total Amount
		Kamleshbhai B. Patel	Mukeshbhai J. Patel	Sureshbhai J. Patel	Bhogibhai Patel	Kanubhai Patel	Bhavesbhai Patel	
1.	Gross Salary							
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	2400000	1920000	1920000	1200000	1500000	1800000	10740000
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961							
	c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961							
2.	Stock Option							
3.	Sweat Equity							
4.	Commission - as % of profit - others, specify.....							
5.	Others, please specify							
	Total (A)							
	Ceiling as per the Act							

B. Remuneration to other directors:

Indebtedness of the Company including interest outstanding / accrued but not due for payment

Sr. No.	Name of Independent Directors	Fee for attending board / committee meetings	Commission	Others	Total
1.	Mr. Maganlal Patel	44448	-	-	44448
2.	Mr. Shankarlal Patel	44448	-	-	44448
3.	Mr. Ajendrabhai Patel	44448	-	-	44448
4.	Mr. Amrutbhai Patel	33336	-	-	33336
5.	Mr. Premjibhai Chaudhari	22224	-	-	22224
6.	Dr. Indira Nityanandam	22224	-	-	22224

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

Sr. No.	Particulars of Remuneration	Name of MD/ WTD / Manager			Total Amount
		COO	CFO	CS	
1.	Gross Salary				
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	7478607	816000	873495	9168102
	b) Value of perquisites u/s 17(2) Income Tax Act, 1961				
	c) Profits in lieu of salary under section 17(3) Income Tax Act,				
2.	Stock Option				
3.	Sweat Equity				
4.	Commission				
	- as % of profit				
	- others, specify....				
5.	Others, please specify				
	Total (A)				
	Ceiling as per the Act				

VIII. Penalties/Punishment/Compounding of offences:-

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment / Compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty Punishment Compounding			None		
B. DIRECTORS					
Penalty Punishment Compounding			None		
C. OTHER OFFICERS IN DEFAULT					
Penalty Punishment Compounding			None		

MANAGEMENT DISCUSSION AND ANALYSIS

Economy review

India reported a decline in inflation, rising domestic demand, growing investments, a stabilising rupee and a declining oil bill. This reality was in contrast to the situation of the earlier years, marked by inflation, high fiscal deficit, dwindling domestic demand and external account imbalances.

The inflation decline in the initial months of the year 2014 was faster than anticipated. A decline in the price of crude oil and tradeable commodities helped moderate headline inflation. A tight monetary policy helped contain demand pressures, creating a buffer against external shocks and moderate rupee volatility vis-à-vis other currencies.

The latest estimates of national income indicate that growth revival, which had commenced in 2013-14, gained vigour in 2014-15. From a macroeconomic perspective, it is increasingly evident that the worst is over.

The result is that India was estimated to have grown by 7.3% in 2014-15 (6.9% in 2013-14) and by 7.5% in the January-March quarter of FY15, exceeding China's 7.35% growth during the same period. This makes India the fastest growing major economy in the world, having surpassed the \$2.1-trillion mark on the back of a better performance from the manufacturing sector and rising public expenditure. The prevailing economic scenario could catapult India towards double-digit growth across the medium-term (*Source: Economic Survey 2015*).

Going ahead, the Indian economy is likely to clock an 8.1% growth in the current financial year, spurred by strong consumer spending amid low inflation and a flurry of reform-oriented measures.

Indian tile industry

During the last two years, the ceramic tiles industry has recorded phenomenal growth to meet the incremental industry demand emanating from every corner of the country. The industry has developed a positive outlook on the back of governmental reforms undertaken in order to attract more foreign investment in real estate.

The domestic market for ceramic tiles in India has undergone a sea change with vitrified tiles now constituting half of the total tiles market in the country. With the

introduction of modern technology in designing and manufacturing, the market new verticals have emerged such as 3D tiles, germ-free tiles and designer tiles. Although unorganised players make up 50% of the total ceramic tiles market of India, the organised sector is fast outpacing the former with breakthrough in innovation and strategic alliances. Moreover, India has among the lowest per capita consumption of ceramic tiles in the world with low penetration of tiles in urban markets and a virtually untapped rural market. All these factors, coupled with the declining manufacturing competitiveness of China, are set to drive the tremendous growth expected in the Indian ceramic tiles market.

India's stands third in world ceramic tile production (China and Brazil are the top two) growing at an annual rate of 15%, spurred largely by increasing urbanisation, a boom in the retail industry and optimism in India's economic outlook. The industry is estimated to be worth around ₹24,000 Crore (FY14). (*Source: Tiles of India, January 2015*). Ceramic production today makes a sizeable contribution to the country's GDP with a turnover of ₹18,000 Crore.

Opportunities

- Construction of new houses driven by rising income levels have increased tile usage in the residential construction and the commercial real estate verticals. In particular, tile intensity in rural areas is expected to increase due to a shift towards ceramic tiles from mosaic tiles. The geographic reach of domestic players through retail outlets is expected to be a major differentiator in the organised sector. Large companies are increasingly focusing on the retail front, which will enable them to earn higher margins.
- Buyers are increasingly looking beyond the functionality of ease, hygiene and maintenance and vying for aesthetically appealing tiles in order to reflect their individualistic lifestyles.
- Use of nanotechnology helps in increasing the shelf lives and strength of tiles by making them resistant to dirt and bacteria. These tiles are gaining popularity in areas where hygiene is important, such as hospitals, labs and food processing units, among others.
- Usage of eco-friendly tiles is expected to increase as consumers become more

environment-conscious. Recycled eco-friendly tiles are usually made from natural and renewable substances.

- Tiles are now seen as means of making a style statement and are used in bedroom and living room walls as well. 3D tiles are also being used in outdoor claddings, wall claddings and elevations, among others.
- Vitrified tiles, comprising nearly 50% of the ceramic tiles market, have witnessed a robust growth in the last five years due to their high durability and easy maintenance.
- The ceramic industry is directly related to the real estate industry. Owing to the expansion of the economy, real estate boom, construction growth and infrastructural developments and the impending surge in the retail sector growth does look promising.
- The governmental emphasis on the Clean India initiative and the Swachh Bharat Abhiyan mission will definitely have a positive impact on ceramic tiles and sanitaryware.

Threats

- There are threats of the anti-dumping duty not being levied on cheap imports from China. If it is not imposed and the rupee appreciates with respect to the USD, Chinese products coming into the Indian market will lose out on sales and margins.
- The tile industry's prospects are dependent on the overall economy in general and the real estate industry in particular. Slowdown in real estate has led to low sales volumes even in the bigger centres in recent times. There has been a lack of adequate funds and buyer interest which has led to many residential projects being delayed by developers. This sustained slowdown can hamper future prospects.
- Due to the ban imposed by the Gujarat High Court on coal-based gasifiers, all the unorganised players in Morbi (50% share in the total tiles produced in India) have shifted to natural gas, increasing cost of production and reducing

cost-competitiveness. This is the biggest challenge for the sector which depends on the availability of skilled manpower. Irrespective of the type of flooring, there is a dearth of certified installers, technically-sound contractors and other workers. Thus, despite producing world-class products, the final product does not always emulate the global qualitative benchmarks.

- This has led to a situation of excess capacity for tile manufacturers in Gujarat's Morbi district. In the past year, the cumulative production capacity has increased by about 30% while actual demand has declined by nearly 40%.
- Rising fuel costs have significantly impacted profitability in the past few years. Average EBITDA margins for organised players have declined by 300 bps during the past three years due to increase in power and fuel costs. As a percentage of manufacturing costs, this expenditure has increased from 17% in FY10 to 33% currently. This is higher than the 10-12% increase in the sanitaryware industry.

Outlook

With increasing construction activities, the tile market in the country is set to flourish. The demand from institutional customers is outpacing the retail demand in many regions of the country. The overall Indian tiles market is expected to witness an 18% CAGR over the next two years. However, the demand for vitrified tiles during the same period is expected to grow at a 21% CAGR due to increasing institutional sales.

The operating margins of organised players in the ceramic tiles industry are likely to improve over the next two years on back of a decline in LNG prices. A shift in the product mix towards high-margin vitrified and digital tiles will offset the decline in margins due to increase in trading. Margins of the unorganised segment are expected to stabilise with time.

The Swachh Bharat campaign is expected to have a positive impact on the Indian ceramic industry as the initiative is likely to generate demand for tiles and sanitaryware. The sentiments are positive, as the newly instated Central Government is focusing on the infrastructure sector, which will boost construction and eventually help the ceramic sector.

Financial performance, 2014-15

- The Company's gross revenues increased by 7.87% to ₹907.84 crore from ₹841.63 crore.
- The Company's EBITDA decreased by 5.72% to ₹61.37 crore from ₹65.09 crore.
- The Company's net profit increased by 2.33% to ₹14.47 crore from ₹14.14 crore.
- The Company's profit before tax increased 10.99% to ₹20.02 crore from ₹22.49 crore.

Segment-wise performance

Tiles

Gross revenues stood at ₹791 crore in 2014-15 compared to ₹703 crore in 2013-14, accounting for 87% of the total revenues during the year.

Marble

Gross revenues stood at ₹112 crore in 2014-15 as compared to ₹126 crore in 2013-14, accounting for 12% the total revenues during the year.

Internal control system

The Company has a separate internal audit department with experienced staff placed under the supervision and control of the GM (Finance) and CFO. The organisational setup and the system control have been functioning efficiently with most of the branches electronically connected with the Head Office. The internal controls are constantly upgraded based on internal audit recommendations. Every quarter, significant audit findings, recommended corrective steps and their implementation status are presented to the Board of Directors.

Human resource development and industrial relations

The Company believes that human resources comprise the most important asset of the organisation. During the year under review, the Company has concentrated on enhancing individual and organisational capabilities for being future-ready, driving greater employee engagement and strengthening employee relations further.

The Company has been investing in progressive employee relations practices to ensure that it invests in capability building at the grassroots level. The Company recognises people as the primary source of its competitiveness and continues to focus on people development by leveraging technology and developing a continuously learning human resource base to unleash their potential and fulfill their aspirations.

The Company employed 400 professionals during the year and the Company's employee base stood at 2,338 as at March 31, 2015.

Cautionary statement

Statements made in this report describing the Company's objectives, projections, estimates and expectations may be 'forward-looking statements' 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 incidental factors.

CORPORATE GOVERNANCE

The Company believes that Corporate Governance is a set of processes, customs, policies, rules, regulation and laws for ensuring transparency, professionalism and accountability in its dealings with its customers, principal, employees, shareholders and with every individual who comes in contact with the Company. The Company's philosophy on Corporate Governance is bounded upon a rich legacy of fair ethical governance practices which has been in practice since the beginning. Integrity, transparency, accountability and compliance with laws which are columns of good governance have always been the hallmark of company. The Company is in full compliance with the requirements of Corporate Governance under Clause 49 of the Listing Agreement entered into with the Stock Exchanges and in this regard, submits a report on the matters mentioned in the said clause and also the practices followed by the Company as stated below:

Board of Directors:

(I) Composition/ Category of Directors/ Attendance at Meetings/Directorships and Committee Memberships and Committee Memberships in other Companies as on 31st March, 2015:

The Board has held Seven Meetings during the Financial Year 2014-15 as under:

Sr. No.	Name of Director	Category	Designation	Attendance of Meetings during 2013-14		Other Directorships/Board Committees (Numbers)		
				Board Meeting	Last AGM	Directorships in Other Cos.	Committee membership	Committee Chairmanship
1	Mr. Kamleshbhai B. Patel	Promoter Executive Director	Chairman and Managing Director	7	Yes	2	3	1
2	Mr. Mukeshbhai J. Patel	Promoter Executive Director	Managing Director	7	Yes	3	0	0
3	Mr. Sureshbhai J. Patel	Executive Director	Director	7	Yes	1	0	0
4	Mr. Bhaveshbhai V. Patel	Executive Director	Director	7	Yes	0	0	0
5	Mr. Kanubhai B. Patel	Executive Director	Director	7	Yes	0	0	0
6	Mr. Bhogibhai B. Patel	Executive Director	Director	7	Yes	0	0	0
7	Mr. Maganlal Prajapati	Independent and Non-Executive Director	Director	6	Yes	0	3	3
8	Mr. Shankerlal Patel	Independent and Non-Executive Director	Director	5	No	0	1	0
9	Mr. Amrutbhai Patel	Independent and Non-Executive Director	Director	3	No	1	2	0
10	Mr. Ajendrabhai Patel	Independent and Non-Executive Director	Director	4	No	2	1	0
11	Dr. Indira Nityanandam	Independent and Non-Executive Director	Director	4	No	0	1	0
12	Mr. P. R. Chaudhari	Independent and Non-Executive Director	Director	5	No	1	0	0

Seven Board Meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the Board Meetings were held are as follows:

Sr. No.	Date of Board Meeting
1	21.04.2014
2	29.05.2014
3	08.08.2014
4	30.08.2014
5	31.10.2014
6	09.02.2015
7	25.03.2015

The Company issued formal letters of appointment to independent directors in the manner as provided in the Companies Act, 2013. The terms and conditions of appointment are disclosed on the website of the Company.

Familiarisation Programme

The Company has formulated a policy to familiarise the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. They are also informed of the important policies of the Company including the Code of Conduct for Board Members and Senior Management Personnel and the Code of Conduct to Regulate, Monitor and Report, Trading by Insiders etc.

The Managing Director & COO, CFO & Company Secretary, Business Heads and other Senior Officials of the Company make presentations to the Board members on a periodical basis, briefing them on the operations of the Company, strategy, risks, new initiatives, etc.

The details of such familiarisation programmes will be regularly updated on the website of the Company.

Code of Conduct for Board members and Senior Management

The Board of Directors has laid down the code of conduct for all the Board members and members of the Senior Management of the Company. Additionally all independent directors of the Company shall be bound by duties

of independent directors as set out in the Companies Act, 2013 read with the Schedules and Rules thereunder.

All the Board members and Senior Management personnel have affirmed compliance with the code of conduct. The Code of Conduct is available on the website of the Company <http://www.aglasiangranito.com/CodeForIndependentDirectors.aspx>. As per SEBI (PROHIBITION OF INSIDER TRADING) REGULATIONS, 2015 the Company has framed a Code of practices for fair disclosure of unpublished price sensitive information which is uploaded on web-site at this link <http://www.aglasiangranito.com/CodeOfConduct.aspx>.

Board Committees

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has four committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

Audit Committee

(i) Terms of reference:

The terms of reference of this Committee cover the matters specified for Audit Committees under Clause 49 of the Listing Agreement. The major tasks performed by the Audit Committee may be grouped under the following heads:

1. Financial Statements

- I. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- II. Discussion and review, with the management and auditors, the annual/quarterly financial statements before submission to the Board, with particular reference to:
 - Matters required being included in the Directors Responsibility

Statement to be included in the Board's report in terms of sub-section (2) of section 164 of the Companies Act, 2013.

- Disclosure under 'Management Discussion and Analysis of Financial Condition and Results of Operations.'
- Any changes in accounting policies and practices and reasons for the same.
- Major accounting entities involving estimates based on exercise of judgement by management.
- Compliance with listing and other legal requirements relating to financial statements.
- Disclosure of any related party transaction.
- Disclosure of contingent liabilities.
- Scrutinise inter corporate loans and investments.
- To approve the appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.

2. External Audit

- Held timely discussions with external auditors.
- Recommended to the Board, the appointment, re-appointment, removal of the external auditors, fixation of audit fee and also approval for payment for any other services rendered by the external auditors.
- Evaluated auditor's performance, qualification and independence.

3. Internal Audit

- Reviewed on a regular basis the adequacy of internal audit function.
- Reviewed the appointment, removal, performance and terms of remuneration of the Chief internal Auditor.
- Reviewed the regular internal reports to management prepared by the internal audit department, as well as management's response thereto.
- Reviewed the findings of any internal investigation by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with internal auditors any significant findings and follow-up thereon.
- Reviewed internal audit reports relating to the internal control weaknesses.

4. Cost Audit

- Recommended to the Board, the appointment, re-appointment, removal of the cost auditors, fixation of the audit fee, nature and scope of cost audit and also approve rendering of any other services by the cost auditors and fees pertaining thereto. It shall ensure that the Cost Auditors are independent, have arms length relationship and are also not otherwise disqualified at the time of their appointment or during their tenure.
- Reviewed and recommended the Cost Audit Report to the Board.

5. Internal Control

Reviewed with the management, external and internal auditors, the scope of internal audit, adequacy of internal control systems and ensure adherence thereto and any other related issues.

6. Whistle Blowing/Vigil Mechanism

The Committee has reviewed the Company's arrangements for its directors and employees to raise concerns, in confidence, about possible wrongdoing in financial reporting, accounting, auditing or other related matters.

7. Risk Management

- Evaluated Risk Management System.
- Discussed with the management, the Company's policies with respect to risk assessment and risk management, including appropriate guidelines to govern the process, as well as the Company's major financial risk.

8. Related Party Transactions

- Reviewed the statement of significant related party transactions submitted by the management, including the 'significant criteria / thresholds decided by the management'.
- The following details has been periodically placed before the Audit Committee to check the conflict of interest situation:
 - A statement in summary form of transactions with related parties in the ordinary course of business.
 - Details of material individual transactions with related parties which are not in the normal course of business.
 - Details of material individual transactions with related parties or others, which are not on arm's length basis, together with management's justification for the same.
 - Approval of all or any subsequent modification of transactions with related parties.

9. Subsidiary Company Oversight

- i. Reviewed the financial statements, in particular, the investments made by the unlisted subsidiary companies.
- ii. The appointment, compensation, oversight of the auditor's work, etc. for each subsidiary company needs to be covered by the Audit Committee of the Company.

(ii) Composition, name of members and Chairman, meetings held during the year and attendance at meetings:

The Company has complied with the requirements of Clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013 as regards composition of Audit Committee.

The Committee has held Four Meetings during the financial year 2014-15 i.e. 29th May, 2014, 8th August, 2014, 31st October, 2014 and 9th February, 2015.

Composition of Audit Committee and attendance of each Director during the meetings held in financial year 2014-15 are given below:

Name	Status	Category	No of Meetings Attended during the year 2014-15
Mr. Maganlal Prajapati	Chairman	Independent and Non-Executive Director	4
Mr. Amrutbhai Patel	Member	Independent and Non-Executive Director	4
Mr. Kamleshbhai Patel	Member	Chairman and Managing Director	4

Nomination and Remuneration Committee

(i) Terms of reference:

The role of the Nomination and Remuneration Committee is to recommend to the Board, the remuneration package for the Managing/ Executive Directors and senior officials just one level below the Board. The committee functions as follows:

- i. Formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- ii. Formulate criteria for evaluation of Independent Directors and the Board.
- iii. Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- iv. To carry out evaluation of every Director's performance.

- v. To recommend to the Board the appointment and removal of Directors and Senior Management.
- vi. To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- vii. Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- viii. To devise a policy on Board diversity.
- ix. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- x. To perform such other functions as may be necessary or appropriate for the performance of its duties.

(ii) Composition, name of members and Chairman, meetings held during the year and attendance at meetings:

The Nomination and Remuneration Committee presently consists of three independent Directors.

The Committee has held Four Meetings during the financial year 2014-15 i.e. 29th May, 2014, 8th August, 2014, 31st October, 2014 and 9th February, 2015.

Composition of Nomination and Remuneration Committee and attendance of each Director during the meetings held in financial year 2014-15 are given below:

Name	Status	Category	No of Meetings Attended during the year 2014-15
Mr. Maganlal Prajapati	Chairman	Independent and Non-Executive Director	4
Mr. Ajendrabhai Patel	Member	Independent and Non-Executive Director	4
Mr. Shankerlal Patel	Member	Independent and Non-Executive Director	4

Formulation of Policy for Selection and Appointment of Directors and their Remuneration

The Nomination and Remuneration Committee framed the policy for selection of appointment of directors and their remuneration. The highlights of this policy are as follows:

- **Appointment criteria and qualifications:**

- I. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- II. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- III. The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a Special Resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

- **Provisions relating to remuneration of Managerial Personnel, KMP and Senior management:**

- I. **General**

- a. The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- b. The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
- c. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date of reappointment in respect of Managerial Person and 1st April in respect of other employees of the Company.
- d. Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such

person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

- II. **Remuneration to Managerial Personnel, KMP and Senior Management**

- a. **Fixed pay:**

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to PF, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

- b. **Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

- c. **Provisions for excess remuneration:**

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

- III. **Remuneration to Non-executive / Independent Director**

- a. **Remuneration / Commission:**

The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

- b. **Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

c. Limit of Remuneration /Commission:

Remuneration /Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

d. Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

Stakeholders Relationship Committee

(i) Terms of reference:

The Stakeholders Relationship Committee, inter alia, approves issue of duplicate certificates and oversees and reviews all matters connected with transfer of securities of the Company. The Committee also looks into redressal of shareholders'/ investors' complaints related to transfer of shares, non receipt of Balance Sheet, non-receipt of declared dividend, etc. The Committee oversees performance of the Registrars and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services. The Committee also monitors implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 1992.

The Committee is entrusted with the responsibility to resolve the grievances of security holders. The Committee monitors and reviews the performance and service standards of the Registrar and Share Transfer Agents of the Company and provides continuous guidance to improve the service levels for investors.

(ii) Composition, name of members and Chairman, meetings held during the year and attendance at meetings:

The Committee has held Four Meetings during the financial year 2014-15 i.e. 29th May, 2014, 8th August, 2014, 31st October, 2014 and 9th February, 2015.

Composition of Stakeholders Relationship Committee and attendance of each Director during the meetings held in financial year 2014-15 are given below:

Name	Status	Category	No of Meetings Attended during the year 2014-15
Mr. Maganlal Prajapati	Chairman	Independent and Non-Executive Director	4
Mr. Amrutbhai Patel	Member	Independent and Non-Executive Director	4
Mr. Kamleshbhai B. Patel	Member	Chairman and Managing Director	4

The Details of Investor complaints received and resolved during the financial year 2014-15 is as under:

No. Of Investor complaints received during the year	No. Of Investors complaints resolved during the year	Investor complaints pending at the end of the year
0	0	0

During the year ended on 31st March, 2015, the Company has not received any complaints. There are no complaints outstanding as on 31st March, 2015. Normally all the complaints are disposed of within 30 days, if received.

Corporate Social Responsibility Committee

(i) Terms of reference:

- The Committee has reviewed the CSR Policy and associated frameworks, processes and practices of the Company and made appropriate recommendations to the Board.
- The Committee has ensured that the Company is taking the appropriate measures to undertake and implement CSR projects successfully and has monitored the CSR Policy from time to time.
- The Committee has identified the areas of CSR activities and recommended the amount of expenditure to be incurred on such activities.
- The Committee has coordinated with Asian Institute of Technology or such other agency for implementing programs and executing initiatives as per CSR policy and has reviewed the performance of Asian Institute of Technology or such other agency periodically.

(ii) Composition

The Committee has held one meeting during the financial year 2014-15 i.e. 9th February, 2015.

Name	Status	Category	No of Meetings Attended during the year 2014-15
Mr. Kamleshbhai B. Patel	Chairman	Chairman and Managing Director	1
Mr. Mukeshbhai Patel	Member	Managing Director	1
Dr. Indira Nityanandam	Member	Independent and Non-Executive Director	0

Meeting of Independent Directors

During the year under review, the meeting of Independent Directors was held on 9th February, 2015, inter alia to discuss:

- Reviewed the performance of non-independent directors and the Board as a whole;
- Reviewed the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- Assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction with the evaluation process.

Subsidiary Companies

Your Company does not have any material non-listed Indian subsidiary company in terms of Clause 49 (V) of the Listing Agreement. The minutes of the Board meetings of the subsidiary companies are placed at the meeting of the Board of Directors of the Company on periodical basis. The Audit Committee reviews

the financial statements including investments made by the unlisted subsidiary companies of the Company.

The Board of Directors of the Company has approved a policy for determining "material" subsidiaries. The said Policy has been placed on the website of the Company and can be accessed through the following link:

<http://aglasiangranito.com/policies/MATERIAL%20SUBSIDIARY%20POLICY%20OF%20ASIAN%20GRANITO%20INDIA%20LIMITED.pdf>

Related Party Transactions

All transactions entered into with Related Parties as defined under Clause 49 of the Listing Agreement during the financial year were in the ordinary course of business and on an arms length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web link is <http://www.aglasiangranito.com/relatedpartytransactionpolicy.aspx>.

Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Company has also uploaded the policy of Code of Conduct for the Prevention of Insider Trading and Code of Corporate Disclosure practices. The web link is <http://www.aglasiangranito.com/CodeOfConduct.aspx>.

Disclosures

The Company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

In accordance with requirement of Companies Act as well as Listing Agreement a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the Company to approach Internal Auditor or Chairman of the Audit Committee of the Company to report any grievance. A link to such policy is also provided in the website of the Company.

Compliances, rules & regulations as laid down by various statutory authorities has always been observed by the Company since such change over both in letter

as well as in spirit.

The Board has obtained certificates/disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the Company at large.

Vigil Mechanism and Whistle Blower Policy:

- Your Company believes in conducting its business and working with all its stakeholders, including employees, customers, suppliers and shareholders in an ethical and lawful manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour.
- Your Company prohibits any kind of discrimination, harassment, victimization or any other unfair practice being adopted against an employee. In accordance with Clause 49 of the Listing Agreement, your Company has adopted a Whistle Blower Policy with an objective to provide its employees and a mechanism whereby concerns can be raised in line with the Company's commitment to highest standards of ethical, moral and legal business conduct and its commitment to open communication.
- The employees of the Company have access to approach the Management on any issues relating to the Code of Conduct / business ethics.

Compliance with Accounting Standards

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 1956 read with General Circular 8/2014 dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

General Body Meeting

The details of last three Annual General Meeting of the Company held are given below:

Financial Year	Location of the Meeting	Date	Time
2011-12	AMA Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015	20.09.2012	11.00 a.m.
2012-13	AMA Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015	19.08.2013	04.30 p.m.
2013-14	AMA Hall, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015	30.09.2014	02.30 p.m.

Eight Special Resolutions were passed during the last three Annual General Meetings. No resolutions were passed through postal ballot last year.

CEO/CFO Certification

As required under Clause 49 IX of the Listing Agreement with the stock exchanges Mr. Kamleshbhai B. Patel, Chairman and Managing Director as well as Mr. Kalidasbhai J. Patel, CFO of the Company certify to the Board that:

- The financial statements and the Cash Flow Statement for the year have been reviewed and to the best of his knowledge and belief:
 - these statements do not contain any untrue statement of material fact, have not omitted any material fact and do not contain any statement that is misleading;
 - these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards applicable laws and regulations.
- To the best of their knowledge and belief no transactions entered into by the Company during the year are fraudulent, illegal or violate the Company's code of conduct.
- They accept responsibility for establishing and maintaining internal controls for financial reporting and that he has evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.
- They have indicated to the auditors and the Audit Committee:
 - Significant changes in the internal control over financial reporting during the year
 - Significant changes in accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
 - There have been no instances of significant fraud either by the management or an employee having a significant role in the Company's internal control system of financial reporting.

Means of Communication

Annual Reports in respect of each financial year are mailed to all shareholders in August/ September of each calendar year. Each Report contains the annual accounts of the Company in respect of the financial year with the Directors' and Auditors' Reports, Notice convening the Annual General Meeting, the financial year's Corporate Governance Report and the Cash Flow Statement together with the corresponding reports of the auditors.

The quarterly, half-yearly and annual financial results were/will be published in eminent daily newspapers like The Financial Express and The Indian Express and

also uploaded on Company's website: www.aglasiangranito.com. The web link is as under <http://www.aglasiangranito.com/Financials.aspx>.

Shareholder Information

Registered Office

202, Dev Arc, Opp. Iskon Temple, Sarkhej Gandhinagar Highway,
Ahmedabad – 380 015

Telephone No. - 91 79 66125500/698

Fax No. - 91 79 66125600/ 66058672

Email - info@aglasiangranito.com

CIN: L17110GJ1995PLC027025

Registrar and Transfer Agent

Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company:

Link Intime India Pvt. Ltd.

C-13, Pannalal Silk Mills Compound,

L. B. S. Marg, Bhandup (West), Mumbai 400078.

Tel: 022 25946970, 022 25946960, 022 25967878, Fax: 022 2594696

Email Address: mumbai@linkintime.co.in, ipo.helpdesk@linkintime.co.in

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

Compliances

Mandatory Requirements

The Company has fully complied with the applicable mandatory requirements of clause 49 of the listing agreement. As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital till quarter ended on 30th September, 2014 is being carried out by CS Amrish N. Gandhi, Practising Company Secretaries (CP No.:5656, FCS: F8193) and for the quarter ended 31st December, 2014 and 31st March, 2015 the Share Capital Audit has been done by M/s. Shilpi Thapar and Associates (CP No.: 6779, FCS: 5492), Practising Company Secretaries with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Auditors' Certificate in regard to the same is submitted to Stock Exchanges.

A secretarial audit report for the year 2014-15 carried out by M/S Shilpi Thapar and Associates, (CP No.: 6779, FCS: 5492), Company Secretaries is annexed to the

Directors Report and forms a part of the Annual Report.

Adoption of non-mandatory requirements under Listing Agreement

The Board:

Since the Company has executive chairman this clause is not applicable to our Company.

Shareholders Rights:

The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website www.aglasiangranito.com. Hence, these are not individually sent to the Shareholders.

Audit Qualification:

The Qualifications given in the Auditors' Report on Financial Accounts are adequately dealt with in Directors' Report.

Separate posts of Chairman and CEO:

The Company does not have a CEO and therefore there are no separate posts.

Reporting of Internal Auditor:

The internal auditor reports to Audit Committee.

General Shareholders Information

Annual General Meeting

- Date: 24th September, 2015
- Day: Thursday
- Time: 10.00 a.m.
- Venue: AMA Hall, AMA Complex, Atira, Dr. Vikram Sarabhai Marg, Ahmedabad 380015

Financial Calendar

Financial Year: 1st April to 31st March

For the year ended 31st March, 2015, results were announced on May 30, 2015.

Results for first quarter ending on June 30, 2015: On or before August 14, 2015.

Results for second quarter ending on September 30, 2015: On or before November 14, 2015

Results for third quarter ending on December 31, 2015: On or before February 14, 2016

Audited result for the FY 2015-16: On or before May 30, 2016.

Book Closure

The dates of book closure are from Monday, 14th September, 2015 to Thursday, 24th September, 2015 (inclusive of both days).

No Dividend is recommended for the financial year 2014-15.

Listing of Equity Shares on Stock Exchange:

At present, the equity shares of the Company are listed on the National Stock Exchange Limited (NSE- Scrip Code: ASIANTILES) and the Bombay Stock Exchange Limited (BSE- Scrip code: 532888). The Company has paid till date, appropriate listing fees to both the stock exchanges where the Company's equity shares are listed.

National Stock Exchange of India Limited

Exchange Plaza, Plot No. – C/1, G – Block,
Bandra- Kurla Complex, Bandra (E), Mumbai – 400051

Bombay Stock Exchange Limited

2nd Floor, P. J. Towers, Dalal Street, Fort, Mumbai – 400001

Share Transfer System

Securities lodged for transfer at the Registrar's address are normally processed within 15 days from the date of lodgement, if documents are clear in all respects. All requests for dematerialisation of securities are processed and the confirmation is given to the depositories within 15 days. Grievances received from investors and other miscellaneous correspondences on change of address mandates among others are processed by the Registrar within 30 days.

As per requirement of Clause 47 (C) of Listing Agreement with Stock Exchange, the Company has obtained the half yearly certificate from a Company Secretary in practice for due compliance of demat requests.

Stock Market Price Data

Stock market price data and share price performance in comparison to broad based indices:

Month	BSE			NSE		
	High (₹)	Low (₹)	Total number of shares traded	High (₹)	Low (₹)	Total number of shares traded
Apr-14	32	25.5	18,032	31	25.15	1,24,196
May-14	41	27.75	96,355	40.95	26.45	1,99,171
Jun-14	75.7	39	15,36,563	76.2	38	15,87,572
Jul-14	78.9	65	4,43,520	80	64.25	5,05,375
Aug-14	99.4	68	6,05,956	99.85	68	16,16,034
Sep-14	121.9	91	8,29,703	122.55	90.25	15,03,019
Oct-14	145	101.5	20,98,804	145.7	100.5	20,64,451
Nov-14	172.8	127.65	16,83,368	173	127.35	20,40,086
Dec-14	153	117	7,75,580	154	117	11,36,397
Jan-15	170.6	140.5	11,13,993	170	140	19,75,902
Feb-15	148.75	110	12,15,864	149.95	100	16,23,601
Mar-15	137	112.3	10,47,998	137.35	111.35	18,55,421

Distribution of Shareholding as on 31st March, 2015

Shareholding	Holders	Percentage	No of shares	Percentage
Upto 500	6676	83.48	952480	4.22
501 to 1000	524	6.56	437773	1.94
1001 to 2000	317	3.96	488087	2.16
2001 to 3000	120	1.50	314444	1.39
3001 to 4000	56	0.70	200478	0.89
4001 to 5000	42	0.52	201634	0.89
5001 to 10,000	92	1.15	693459	3.07
10001 and above	170	2.13	19294186	85.44
Total	7997	100	22582541	100

Shareholding pattern as on 31st March, 2015

Category Code	Category	Total Shares	% of Share Capital
A	Shareholding of Promoter & Promoter Group		
	1. Indian Promoters	8472608	37.52
	2. Foreign Promoters	0	0
	Sub – Total	8472608	37.52
B	Public Shareholding		
	1. Institutions		
	Foreign Institutional Investors	585203	2.59
	2. Non Institutions		
	a. Bodies Corporate	2921409	12.94
	b. Individuals		
	(i) Nominal Share Capital up to ₹1 Lakh	2717772	12.03
	(ii) Nominal Share Capital in excess of ₹1 Lakh	7381825	32.69
	c. Qualified Foreign Investor	0	0
	d. Others		
	(i) Clearing member	408394	1.81
	(ii) Non Resident Indians (Repat)	86898	0.38
	(iii) Non Resident Indians (Non Repat)	8432	0.04
	Sub Total	14109933	62.48
	Total	22582541	100

Physical/NSDL/CDSL/Summary Report as on 31st March, 2015

Particulars	Shares	Percentage (%)
Physical	13	00.01
NSDL	8948552	39.62
CDSL	13633976	60.37
Total	22582541	100.00

Location of the Depositories:

National Securities Depository Limited

Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400013

Central Depository Services (India) Limited

Phiroze Jeejeebhoy Towers, 28th Floor, Dalal Street, Mumbai – 400001

Stock Code:

Bombay Stock Exchange (Scrip Code): 532888

National Stock Exchange (Trading Symbol): ASIANTILES

ISIN Number for Equity Shares: INE022I01019

Dematerialisation of Shares and Liquidity:

The equity shares of the Company are available under dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Company's equity shares are compulsorily traded in dematerialized form. The ISIN No. of the Company is INE022I01019.

As on March 31, 2015, 2,25,82,528 equity shares of the Company have been dematerialised representing 99.99 % of the total shares.

Outstanding GDR / ADRS / Warrants or any Convertible Instrument, Conversion date and likely impact on the equity:

As on date, the Company has not issued GDRs, ADRs, or any other convertible instruments and as such there is no impact on the equity share capital of the Company.

Plant Locations:

- | | |
|--|---|
| (1) Asian Granito India Limited
Ceramic Zone, Katwad Road,
At & Po. Dalpur, Taluka Prantij 383 120,
Dist. Sabarkantha | (2) Asian Granito India Limited
B/h. Sardar Plant
Idar -383430
Dist. Sabarkantha |
|--|---|

Transfer of unclaimed dividend to Investor Education and Protection Fund:

In terms of Sections 205C of the Companies Act, 1956, the Company is required to transfer the amount of dividend remaining unclaimed for a period of seven years from the date of transfer to the unpaid dividend account to the Investor Education and Protection Fund (IEPF). Shareholders are requested to ensure that they claim the dividend(s) from the Company before transfer of the said amounts to the IEPF.

Given below are the dates of declaration of dividend and corresponding dates when unpaid / unclaimed dividends are due for transfer to the IEPF:

Year	Date of Declaration	Due Date for Transfer
2007-08 - Final	11.09.2008	10.09.2015
2010-11 - Final	24.09.2011	23.09.2018
2011-12 - Final	17.09.2012	16.09.2018

Investor Correspondence:

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address and any other query relating to shares of the Company please write to:

Link Intime India Pvt. Limited

Unit No. 303, 3rd floor, Shoppers Plaza V,
Opp. Municipal Market, Behind Shoppers Plaza – II,
Off. C. G. Road, Ahmedabad – 380 009
E-mail: ahmedabad@linkintime.co.in

For any other general matters or in case of any difficulties/ grievances please write to:

Renuka A. Upadhyay

DGM & Company Secretary
Asian Granito India Limited
202, Dev Arc, Opp. Iskcon Temple, Sarkhej Gandhinagar Highway,
Ahmedabad – 380015
E-mail: cs@aglasiangranito.com
Phone No. : 079 - 66125500/698/699
Fax No. : 079 - 66058672/66125600

For and on Behalf of The Board Of Directors

Place: Ahmedabad
Date: August 13, 2015

Kamleshbhai B. Patel
Chairman and Managing Director
DIN : 00229700

FINANCIAL SECTION

Independent Auditor's Report

To the Members of
Asian Granito India Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of **ASIAN GRANITO INDIA LIMITED**, which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material

misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015 and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Companies (Auditor's Report) Order, 2015 issued by the Ministry of Corporate Affairs in terms of Section 143(11) of the Act, we annex hereto a statement on the matters specified in paragraph 3 of the said order.
2. As required by section 143(3) of the Act, we report that :
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account of the Company.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the Directors as on 31st

March, 2015 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2015 from being appointed as a Director in terms of Section 164(2) of the Act.

- f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on the

long term contracts including derivative contracts.

- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **A.L. Thakkar & Co.**
Chartered Accountants
FRN 120116W

Sanjiv V. Shah

[Partner]

Place : Ahmedabad

Date : May 30, 2015

Membership No. : 42264

Annexure to the Auditor's Report

ANNEXURE REFERRED TO IN THE AUDITORS REPORT TO THE MEMBERS OF ASIAN GRANITO INDIA LIMITED FOR THE YEAR ENDED 31ST MARCH, 2015

- i. The Company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets. The management has certified the physical verification of the fixed assets at reasonable intervals. No significant discrepancy was noticed on such verification.
- ii. As informed to us by the management, the stock of goods has been physically verified during the year by the management. In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. In our opinion, the Company is maintaining a proper record of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the books of account.
- iii.
 - (a) The Company has granted three parties loans to companies, firms or other parties covered in the register maintained under section 189 of the Act.
 - (b) In the case of the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act, the borrowers have been regular in the payment of the interest as stipulated. The terms of arrangements do not stipulate any repayment schedule and the loans are repayable on demand. Accordingly, paragraph 3(iii)(b) of the Order is not applicable to the Company in respect of repayment of the principal amount.
 - (c) There are overdue amounts of more than rupees one lakh in respect of

the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act.

- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchases of inventory and fixed assets and for the sale of goods and services. In our opinion, there is no continuing failure on the part of the Company to correct major weaknesses in internal control system.
- v. The Company has not accepted any deposits from the public within the meaning of section 73 to 76 and other relevant provisions of the Act.
- vi. The provisions of the maintenance of cost records under sub section (1) of section 148 of the Act are applicable to the Company. We have broadly reviewed the books of accounts maintained by the Company and are of the opinion that prima facie, the prescribed accounts and records have been maintained. However, we have not made detailed examination of the cost records with a view to determine whether they are accurate or complete.
- vii. To the best of our knowledge and according to the information and explanations given to us, the Company has been regular in depositing the undisputed statutory dues consisting of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax and Cess with the appropriate authorities. There are no dues in respect of

Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax or Cess which have not been deposited by the Company with the appropriate authorities on account of any dispute. The amount required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Act and rules made thereunder have been transferred to such fund within time. Details of disputed dues of sales tax which have not been deposited by the Company are as under.

Name of the Statute	Nature of the dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
Sale Tax Laws	Sale Tax	45,07,857/-	2003-04	Joint. Comm. Tax Comi. Appeals
Sale Tax Laws	Sale Tax	19,62,743/-	2004-05	Joint. Comm. Tax Comi. Appeals
Gujarat Value Added Tax Act. & Central Sales Tax Act,	CST	48,33,126/-	2008-09	Joint. Comm. Tax Comi. Appeals
Gujarat Value Added Tax Act. & Central Sales Tax Act,	VAT	49,27,910/-	2007-08	Deputy Comm. of Commercial Tax - Appeal-III, Gandhinagar
Gujarat Value Added Tax Act. & Central Sales Tax Act,	CST	8,83,893/-	2009-10	Joint. Comm. Tax Comi. Appeals
Gujarat Value Added Tax Act. & Central Sales Tax Act,	VAT/CST	1,24,20,314/-	2011-12	Deputy Comm. of Commercial Tax - Appeal-III, Gandhinagar
Income Tax	I.T.	2553.46 In Lacs	2004-05	Appeal before Gujarat High Court, A'bad
Income Tax	I.T.	336.68 In Lacs	2005-06	Appeal before CIT Appeal, A'bad
Income Tax	I.T.	118.77 In Lacs	2009-10	Appeal before CIT Appeal, A'bad
Income Tax	I.T.	27.66 In Lacs	2010-11	Appeal before CIT Appeal, A'bad
Income Tax	I.T.	636.39 In Lacs	2011-12	Appeal before CIT Appeal, A'bad

- viii. The Company does not have accumulated loss, nor has it incurred cash loss in the current financial year or the immediately preceding financial year.
- ix. The Company has not defaulted in repayment of dues to financial institutions or banks or debenture holders.
- x. The Company has not given any guarantee for loans taken by others from the banks or financial institutions.
- xi. In our opinion, term loans were applied for the purpose for which they were obtained.
- xii. To the best of our knowledge and according to the information and explanations

given to us, no fraud on or by the Company has been noticed or reported during the year.

For **A.L. Thakkar & Co.**
Chartered Accountants
FRN 120116W

Place : Ahmedabad
Date : May 30, 2015

Sanjiv V. Shah
[Partner]
Membership No. : 42264

Balance Sheet

as at March 31, 2015

(₹ in Lacs)

Particulars	Notes	As at March 31, 2015	As at March 31, 2014
EQUITY & LIABILITIES			
1 Share holders Funds:			
(a) Share Capital	2	2,258.25	2,258.25
(b) Reserve & Surplus	3	27,181.44	25,776.20
		29,439.69	28,034.45
2 Non-Current Liabilities			
(a) Long-Term Borrowings	4	1,457.88	1,981.86
(b) Deferred Tax Liabilities (Net)	5	1,810.94	1,660.31
(c) Other Long Term Liabilities	6	869.23	778.99
		4,138.05	4,421.16
3 Current Liabilities			
(a) Short-Term Borrowings	7	15,055.34	19,499.48
(b) Trade Payables	8	13,175.95	13,699.21
(c) Other Current Liabilities	9	2,701.27	2,442.75
(d) Short-Term Provisions	10	454.63	417.03
		31,387.19	36,058.47
Total Equity & Liabilities		64,964.93	68,514.08
ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	11	18,122.04	17,730.53
(ii) Intangible Assets	11	653.58	2.75
(iii) Capital work-in-progress	11	1,496.36	715.84
(b) Non Current Investments	12	1,784.75	1,978.64
(c) Long term loans and advances	13	4,682.40	4,945.40
(d) Other non-current assets	14	183.45	212.76
		26,922.58	25,585.92
2 Current Assets			
(a) Inventories	15	18,846.19	20,496.66
(b) Trade receivables	16	15,858.71	18,598.46
(c) Cash and cash equivalents	17	1,376.30	1,811.83
(d) Short-term loans and advances	18	1,869.42	1,867.07
(e) Other current assets	19	91.73	154.14
		38,042.35	42,928.16
Total Assets		64,964.93	68,514.08
Significant Accounting Policies	1		

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.
Chartered Accountants
FRN: 120116W

[Sanjiv V. Shah]
Partner
Membership No. 42264

Place : Ahmedabad
Date : May 30, 2015

Renuka Upadhyay
DGM & Company Secretary
(Secretarial and Legal)

For and on behalf of
ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]
Chairman & Managing Director
[Din : 00229700]

[Mukeshbhai J. Patel]
Managing Director
[Din : 00406744]

Place : Ahmedabad
Date : May 30, 2015

Statement of Profit and Loss

for the year ended March 31, 2015

(₹ in Lacs)

Particulars	Notes	As at March 31, 2015	As at March 31, 2014
1. REVENUE			
Revenue from operations (net)	20	82,323.31	75,913.97
Other Income	21	95.20	130.38
Total Revenue		82,418.51	76,044.35
2. EXPENSES			
Cost of materials consumed	22	17,378.71	18,443.35
Purchase of Stock-in-Trade		32,962.92	27,524.47
Change in inventories of finished goods, work-in-progress and stock-in-Trade	23	1,286.58	813.25
Employee Benefit Expense	24	4,216.95	3,747.11
Finance Costs	25	2,232.85	2,099.75
Depreciation and Amortization Expense	26	1,901.59	2,160.02
Power & Fuels	27	13,121.54	11,632.31
Other Expenses	28	7,314.99	7,374.41
Total Expenses		80,416.13	73,794.67
3. Profit before exceptional and extraordinary items and tax		2,002.38	2,249.68
4. Exceptional / Extraordinary items		-	-
5. Profit before tax		2,002.38	2,249.68
6. Tax expense :			
(1) Current tax		405.00	721.94
(2) Deferred tax		150.63	113.54
Profit for the period		1,446.75	1,414.20
Basic and Diluted Earning per equity share (in ₹) of face value of ₹10 each		6.41	6.34
Significant Accounting Policies	1		

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.

Chartered Accountants

FRN: 120116W

[Sanjiv V. Shah]

Partner

Membership No. 42264

Place : Ahmedabad

Date : May 30, 2015

Renuka Upadhyay

DGM & Company Secretary

(Secretarial and Legal)

For and on behalf of
ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]

Chairman & Managing Director

[Din : 00229700]

[Mukeshbhai J. Patel]

Managing Director

[Din : 00406744]

Place : Ahmedabad

Date : May 30, 2015

Cash Flow Statement

for the year ended March 31, 2015

(₹ in Lacs)

Particulars	2014-15	2013-14
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and Extra-ordinary items	2,002.38	2,249.68
Adjustment for :		
Depreciation	1,901.59	2,160.02
Loss / (Profit) on Discarded Fixed Assets (net)	4.38	0.24
Interest Paid	2,232.85	2,099.75
Other Income Received	(95.20)	(130.38)
Operating Profit / (Loss) before working Capital changes	6,046.00	6,379.31
Adjustment for		
Increase / (Decrease) in Trade & Other Payables	179.79	3,364.30
(Increase) / Decrease in Trade & Other Receivables	3,092.12	(2,324.70)
(Increase) / Decrease in Inventories	1,650.47	(1,457.67)
Cash generated from operation Before Income Tax Paid	10,968.38	5,961.24
Direct Taxes Paid	(405.000)	(721.94)
NET CASH GENERATED FROM / USED IN OPERATING ACTIVITIES	[A] 10,563.38	5,239.30
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase of Fixed Assets	(3,776.55)	(2,981.14)
Sales of Fixed Assets	47.72	9.15
Sales / (Purchase) in Investments	193.89	(173.65)
Other Income Received	95.20	130.38
NET CASH (Used in) INVESTING ACTIVITIES	[B] (3,439.74)	(3,015.26)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Addition to / (Repayment of) Long Term Borrowings	(840.67)	(1,556.44)
Addition to / (Repayment of) Short Term borrowings	(4,444.14)	179.96
Interest Paid	(2,232.85)	(2,099.75)
Increase / (Reduction) in Equity Share Capital	-	42.12
Proceeds from Share Premium	-	168.50
Proceeds from Forfeited Share	-	202.66
Adjustment Relating to fixed Assets	(41.51)	-
Money received against share warrants	-	(255.31)
NET CASH (Used in) / GENERATED FROM FINANCING ACTIVITIES	[C] (7,559.17)	(3,318.26)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUILENTS DURING THE YEAR	[A+B+C] (435.53)	(1,094.22)
Cash and Cash Equilents at the beginning of the year	1,811.83	2,906.05
Cash and Cash Equilents at the end of the year	1,376.30	1,811.83
Cash and Cash Equilents Comprises of :		
Cash on Hand	45.56	30.83
Balance with Bank	960.29	1,238.42
Fixed Deposit with Bank	370.45	542.58
TOTAL	1,376.30	1,811.83

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.
Chartered Accountants
FRN: 120116W

[Sanjiv V. Shah]
Partner
Membership No. 42264

Place : Ahmedabad
Date : May 30, 2015

Renuka Upadhyay
DGM & Company Secretary
(Secretarial and Legal)

For and on behalf of
ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]
Chairman & Managing Director
[Din : 00229700]

[Mukeshbhai J. Patel]
Managing Director
[Din : 00406744]

Place : Ahmedabad
Date : May 30, 2015

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 01 SIGNIFICANT ACCOUNTING POLICIES

The Significant accounting policies to the extent applicable the companies are as under:

(i) **System of Accounting :-**

The Financial statements are prepared on historical cost basis and on the accounting principles of going concern in accordance with generally accepted accounting principles comprising of the mandatory accounting standards including the Accounting standards notified under the relevant of the Companies Act, 2013.

(ii) **Revenue Recognition :-**

All known income and expenditure quantifiable till the date of finalization of accounts are accounted on accrual basis when virtual certainty is established.

Sales of products is recognized when property in the goods with all risk rewards and effective control of goods usually associated with ownership are transferred to buyer at price includes insurance, freight etc. but excludes Excise, VAT and Sales Return if any and adjusted for discounts.

The presentation of financial statements require estimates and assumptions to be made that effect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known / materialized.

(iii) **Fixed Asset :-**

Tangible Assets :-

Cost of Fixed assets comprises of its purchase price including import duties and other non refundable taxes or levies, expenditure incurred in the course of construction or acquisition and any directly attributable costs of bringing the asset to its working condition for the purpose of use for the business.

CENVAT Credit available on Capital goods has been reduced from cost of purchases of fixed assets and depreciation thereon has been calculated on the balance amount net off CENVAT credit available.

Capital Work in progress comprises of cost of capital expenditure incurred for the proposed machinery which is yet to put to use.

Intangible Assets :-

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use and net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

(iv) **Depreciation :-**

[a] Tangible Assets :-

Depreciation is provided on straight line method based useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 expect in respect of the following assets, where useful life is different than those prescribed in Schedule II are used. Depreciation rate prescribed in Companies Act,2013 prorata basis with reference to the date of acquisition/ installation.

Particulars	Depreciation
Plant & Machinery - Continues Plant Acquired	Over a period of 15 years
Plant & Machinery - Continues Plant Before 1st April 2010 Year	Over a period of 11 years

[b] Intangible Assets :-

This is amortised as under

Particulars	Depreciation
Brand	Over a period of 6.33 years

Investments :-

Investments are shown at their cost plus incidental expenses if any. Investments are classified as long term & current investments. Provision for diminution in the value of long-term investment is made only if such decline is other than temporary.

(v) **Valuation of Inventories :-**

- Raw Materials : At cost or net realizable value whichever is less.
- Finished Goods : At cost or net realizable value whichever is less.
- Stores & Spares : At cost or net realizable value whichever is less.

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 01 SIGNIFICANT ACCOUNTING POLICIES

- Fuel and Packing materials : At cost or net realizable value whichever is less.
- Work-in-progress : At Cost of production
- Stock in trade : At lower of cost or estimated realizable value.

The cost of inventory is determined on FIFO cost formula method on relevant categories of inventories after providing for obsolete, slow moving and defective inventories where ever necessary.

CENVAT Credit / VAT Credit :

CENVAT credit / VAT credit available on stores and spares and Raw Materials reduced from cost of purchases and balance has been shown in "Loans & Advances" under Current Assets in the Balance Sheet.

The Excise duty payable on the finished goods is accounted on the clearance of goods from factory premises.

(vi) Provisions and Contingent liabilities :-

Contingent liabilities are disclosed after careful evaluation of facts and legal aspects of the matter involved.

Provisions and contingent liability are reviewed at each balance sheet date and events occurring after balance sheet date which are adjusted to reflect the current best estimates.

(vii) Retirement and other Employee Benefits :-

Provident fund :-

Retirement benefits in the form of Provident Fund are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due.

Leave Benefits :-

There is no Unutilized Leave to be encashed hence provision for Leave encashment liability does not arise as on 31st March 2015.

Gratuity :-

During the year the Company has a scheme of Retirement Benefit namely 'Group Gratuity Fund' recognized by the Income Tax authorities. This fund is administered through Trustees and the Company's contribution thereto is charged to revenue.

Contributions to Provident fund are made on accrual basis.

(viii) Impairment of Fixed Assets :-

Factors giving rise to any indication of impairment of the carrying amounts of the Company's Assets are appraised at each Balance Sheet date to determine and provide/reverse an impairment loss. There is no impairment in the carrying amounts of Company's Assets.

(ix) Foreign currency transaction :-

Transactions in foreign Currency are recorded in rupees by applying the exchange rate at the date of the transaction and adjusted appropriately to capital or revenue, with the difference in the rate of exchange arising on actual receipt/payment during the year. Gains or Losses on settlement of the transactions are recognized under the head currency rate difference in the Profit and loss account.

Current Assets and Liabilities (monetary items) are translated at the exchange rate prevailing on the last day of the year.

The Company enters into derivative contracts strictly for hedging purposes and not for trading or speculation. Derivative transactions are being considered as off balance sheet date transactions and accordingly the gains/losses arising there from are recognized under respective heads of accounts as and when the settlement takes place with the terms of the respective contracts.

(x) Provision for Current and Deferred Tax :-

The tax expense comprises of Current Tax & Deferred Tax charged or credited to the profit and loss account for the year. Current Tax is calculated in accordance with the tax laws applicable to the current financial year. The deferred tax charge or credit is recognized using the tax rates applicable as on the date of balance sheet. Deferred Tax assets are recognized only if there is virtual certainty of realization of such assets. At balance sheet date, recognized and unrecognized Deferred Tax assets are reviewed.

(xi) Borrowing Cost :-

Borrowing cost directly attributable and/or funds borrowed generally and used for the purpose of acquisition/construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized, at its capitalization rate to expenditure on that assets, for the period, until all activities necessary to prepare qualifying assets for its intended use are complete.

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 01 SIGNIFICANT ACCOUNTING POLICIES

(xii) Branch Accounting :-

Stock transfer at various branches, are done at a rate inclusive of Excise, education cess and freight charges. When the Sales from branches effected, above transfer value is nullified. Sales values of branches are accounted inclusive of VAT / CST charged by respective branches.

Further system of accounting of all branch expenses and C & F expenses are centralized and booked on the basis of vouchers and supporting sent by C & F and branches.

(xiii) Leases :-

Where the Company is the lessee

Leases, wherein the lesser effectively retains substantially all the risks and benefits of ownership of the leases item, are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss Account on a straight-line basis over the lease term as per Lease Agreement.

(xiv) Central Excise Duty :-

Excise duty is accounted on the basis of payments made in respect of goods cleared.

NOTE : 02 SHARE CAPITAL

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
EQUITY SHARE CAPITAL		
Authorised		
3,12,50,000 (P.Y. 3,12,50,000) Equity Shares of ₹10/- each	3,125.00	3,125.00
EQUITY SHARE CAPITAL		
Issued,Subscribed and Paid up.:		
2,25,82,541 Equity Shares of ₹10/- each fully paid up	2,258.25	2,258.25
(Previous Year 2,25,82,541 Equity Shares of ₹10/- each fully paid up)		
TOTAL OF SHARE CAPITAL	2,258.25	2,258.25

(2.2) The details of Equity shareholders holding more than 5% shares :

Name of the shareholder	As at March 31, 2015	
	No. of Shares	% Held
MUKESHBHAI JIVABHAI PATEL	17,15,619	7.60%
KAMLESHBHAI BHAGUBHAI PATEL	24,38,768	10.80%

Name of the shareholder	As at March 31, 2014	
	No. of Shares	% Held
MUKESHBHAI JIVABHAI PATEL	17,15,619	7.60%
KAMLESHBHAI BHAGUBHAI PATEL	24,38,768	10.80%

(2.3) The reconciliation of the number of shares outstanding is set out below :

Particulars	As at March 31, 2015	As at March 31, 2014
	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	2,25,82,541	2,21,61,291
Add : Preferential Equity Shares issued during the year	-	4,21,250
Less : Shares bought back during the year	-	-
Equity Shares at the end of the year	2,25,82,541	2,25,82,541

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 03 RESERVES & SURPLUS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
a) Securities Premium Reserve		
As per Last Balance Sheet	7,313.00	7,144.50
Add : on issue of shares	-	168.50
Closing Balance	7,313.00	7,313.00
b) General Reserve	890.00	890.00
c) Profit and Loss Account		
As per last balance sheet	17,573.20	15,956.34
Add : Transfer from Profit & Loss Account	1,446.75	1,414.20
Add : Forfeited Convertible Warrants	-	202.66
Less : Appropriations		
Adjustment relating to fixed assets (Refer Note No. 11.1)	41.51	-
	18,978.44	17,573.20
TOTAL OF RESERVES & SURPLUS	27,181.44	25,776.20

NOTE : 04 LONG TERM BORROWINGS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
SECURED LOANS		
Borrowings from Banks :		
Term Loan - Rupee	838.33	577.40
Term Loan - Foreign Currency	-	62.74
Term Loan - Buyers Credit	522.64	1,238.99
Vehicle Loans	96.91	102.73
TOTAL OF LONG TERM BORROWING	1,457.88	1,981.86

4.1 Term Loan ₹23.19 lacs are secured by way of First Pari Passu charge over the movable & immovable properties of the Company situated at Block No.160, 147A paiki, 162 at village Dalpur, Taluka-Prantij, Dist: Sabarkantha, Gujarat, over the movable assets including Plant & Machineries situated at Survey No.16 (paiki) Village: Jawanpura, Tal: Idar, Dist: Sabarkantha, Gujarat and over the One Wind Mill No.V-20 at survey No.204/1, Paiki, Village Vanku, Tal.Abdasa, Dist: Kutch, Gujarat AND Second Pari passu charge over entire current Assets situated at Block No.160, 147A paiki, 162 at village Dalpur, Taluka-Prantij, Dist: Sabarkantha, Gujarat and over entire current assets situated at Survey No.16 (paiki) Village: Jawanpura, Tal: Idar, Dist: Sabarkantha, Gujarat.

4.2 Vehicle loans are secured by hypothecation of vehicles in favour of Bank.

NOTE : 05 DEFERRED TAX LIABILITY (Net)

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
DEFERRED TAX LIABILITIES : Related to		
Depreciation	1,532.72	1,344.38
Disallowance under the Income Tax Act,1961	278.22	315.93
TOTAL OF DEFERRED TAX LIABILITY (Net)	1,810.94	1,660.31

5.1 The Net Increase during the year in the deferred tax liability ₹150.63 Lacs (P.Y. ₹113.54 Lacs Increase) has been credited to the Statement of Profit & Loss Account.

NOTE : 06 OTHER LONG TERM LIABILITIES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Trade Security Deposits	595.69	597.17
Others	273.54	181.82
TOTAL OF OTHER LONG TERM LIABILITIES	869.23	778.99

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 07 SHORT TERM BORROWINGS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
SECURED LOANS		
CASH CREDIT LOAN		
FROM BANK		
Rupees Loan	15,055.34	19,329.98
Foreign Currency Loan - Buyers Credit	-	169.50
TOTAL OF SECURED	15,055.34	19,499.48
TOTAL OF SHORT TERM BORROWING	15,055.34	19,499.48

7.1 Working capital loans are secured by hypothecation of present and future stock of Raw Materials, Stock in Process, Semi-finished goods, stores and spares and Book debts, receivables and second Pari Passu charge over entire movable assets and Immoveable Properties of the Company situated at Block No.160, 147A paiki, 162 at village Dalpur, Taluka-Prantij, Dist: Sabarkantha, Gujarat (Vitrified/Wall /Marble Division) And Survey No.16 (paiki), Village :Jawanpura, Taluka: Idar, District: Sabarkantha, Gujarat (Ceramic Division).

NOTE : 08 TRADE PAYABLES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Micro, Small and Medium Enterprises	1,539.62	2,160.94
Others	11,636.33	11,538.27
TOTAL OF TRADE PAYABLES	13,175.95	13,699.21

8.1 The details of amount outstanding to Micro, Small and Medium Enterprises based on available information with the Company is as under

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Principal amount due and remaining unpaid	1,539.62	2,160.94
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable in succeeding years	-	-

NOTE : 09 OTHER CURRENT LIABILITIES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Current maturities of long term debt	1,009.81	1,326.50
Interest accrued but not due on borrowings	0.47	6.33
Unpaid Dividends **	0.54	0.54
Statutory Dues Payable	718.45	187.84
Provision for Expenses	-	57.32
Advance from Customer	613.15	493.12
Capital Creditors	239.13	209.92
Other Payables	119.72	161.18
TOTAL OF OTHER CURRENT LIABILITIES	2,701.27	2,442.75

** Unpaid dividends do not include any amounts, due and outstanding, to be credited to Investor Education and Protection Fund.

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 10 SHORT TERM PROVISIONS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Provisions for Employee Benefit	454.63	417.03
TOTAL OF SHORT TERM PROVISIONS	454.63	417.03

NOTE : 11 FIXED ASSETS

(₹ in Lacs)

Description	Gross Block				Depreciation / Amortization				Net Block	
	As at 01-04-2014	Addition	Deduction / Adjustment	As at 31-03-2015	As at 01-04-2014	For the Year	Deduction / Adjustment	Upto 31-03-2015	As at 31-03-2015	As at 31-03-2014
TANGIBLE ASSETS :										
Land & Land Development	484.90	0.00	0.00	484.90	0.00	0.00	0.00	0.00	484.90	484.90
Power Plant-Windmill Land	10.00	0.00	0.00	10.00	0.00	0.00	0.00	0.00	10.00	10.00
Building - Factory	6643.96	0.00	0.00	6643.96	1302.20	210.61	0.00	1512.81	5,131.15	5,341.76
Office & Other Building	837.87	1.90	0.00	839.77	82.39	13.27	0.00	95.66	744.11	755.48
Plant & Machinery & Elec.	20384.09	2243.62	100.56	22527.15	10615.12	1389.37	56.14	11948.35	10,578.80	9,768.97
Power Plant - Wind Mill	601.85	0.00	0.00	601.85	363.18	22.87	0.00	386.05	215.80	238.67
Furniture & Fixture	664.84	36.81	0.00	701.65	184.08	77.61	0.00	261.69	439.96	480.76
Vehicle	555.73	72.33	7.99	620.07	219.44	60.25	1.79	277.90	342.17	336.29
Office Equipment	235.62	6.75	0.07	242.30	63.26	104.24	0.03	167.47	74.83	172.36
Computers	311.89	25.03	2.35	334.57	170.55	64.61	0.91	234.25	100.32	141.34
TOTAL (A)	30730.75	2386.44	110.97	33006.22	13000.22	1942.83	58.87	14884.18	18122.04	17730.53
INTANGIBLE ASSETS :										
Trade Mark	55.00	0.00	0.00	55.00	52.25	0.00	0.00	52.25	2.75	2.75
Brand	0.00	651.10	0.00	651.10	0.00	0.27	0.00	0.27	650.83	-
TOTAL (B)	55.00	651.10	0.00	706.10	52.25	0.27	0.00	52.52	653.58	2.75
TOTAL (A + B)	30785.75	3037.54	110.97	33712.32	13052.47	1943.10	58.87	14936.70	18775.62	17733.28
Previous Year	28254.82	2540.33	9.40	30785.75	10892.45	2161.33	1.31	13052.47	17,733.28	17,362.37
Capital Work-in-progress	715.84	1188.86	408.34	1496.36	0.00	0.00	0.00	0.00	1496.36	715.84

11.1 Pursuant to the enactment of Companies Act 2013, the Company has applied the estimated useful lives as specified in Schedule II, except in respect of certain assets as disclosed in Accounting Policy on Depreciation, Amortisation and Depletion. Accordingly the unamortised carrying value is being depreciated / amortised over the revised/remaining useful lives. The written down value of Fixed Assets whose lives have expired as at 1st April 2014 have been adjusted in the opening balance of Profit and Loss Account amounting to 41.51 Lacs.

NOTE : 12 NON-CURRENT INVESTMENT

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Long Term Investments other than trade (At Cost)		
In Equity Shares of Associate Company - Un Quoted, fully paid up		
AGL Panaria Private Limited		
49,16,500 Equity Shares of ₹10/- each [Previous Year 40,96,500 Equity Shares of ₹10/- each]	491.65	409.65
Astron paper & Board Mill Ltd.		
118,50,000 Equity Shares of ₹10/- each [Previous Year 118,50,000 Equity Shares of ₹10/- each]	1,185.00	1,185.00
Amazon Ceramics Limited		
100 Equity Shares @₹4/- each [Previous Year 91,29,720 Equity Shares of ₹4/- each] Amount Nil Due to Rupees in Lacs	-	365.19
AGL Industries Limited		
18,76,000 Equity Shares of ₹10/- each [Previous Year 90,000 Equity Shares of ₹10/Each]	98.30	9.00
Out of Total 18,76,000 Equity Shares, Fully Paid Up Eq.Shares was 90,000 and Party Paid Shares was 17,86,000 @₹5/-		
In Partnership Firms	9.80	9.80
TOTAL OF NON CURRENT INVESTMENT	1,784.75	1,978.64

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 13 LONG TERM LOANS & ADVANCES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
(Unsecured Considered good)		
Advance Income Tax (Net of Provision)	343.54	264.50
Others	4,338.86	4,680.90
TOTAL OF LONG TERM LOANS & ADVANCES	4,682.40	4,945.40

NOTE : 14 OTHER NON CURRENT ASSETS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Deferred Expense	183.45	212.76
TOTAL OF OTHER NON CURRENT ASSETS	183.45	212.76

NOTE : 15 INVENTORIES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Material		
Raw Material	4,773.76	5,090.74
Packing Material	231.84	323.74
Semi Finished	1.11	72.11
Work-in-Process	2,119.10	1,969.87
Finished Goods	9,037.34	10,209.15
Stock-in-Trade	448.62	712.62
Stock of Stores & Spares	1,975.05	1,932.92
Others		
(a) Stock of Fuel	259.37	185.51
TOTAL OF INVENTORIES	18,846.19	20,496.66

Inventory items have been valued considering the Significant Accounting Policy No. VI disclosed in Note no. 1 to these financial statements.

NOTE : 16 TRADE RECEIVABLES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
(Unsecured and Considered Good)		
Over six months	1,896.32	2,163.32
Others	13,962.39	16,435.14
TOTAL OF TRADE RECEIVABLES	15,858.71	18,598.46

NOTE : 17 CASH AND CASH EQUIVALENTS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Balance with Banks **	960.29	1,238.42
Cash on hand	45.56	30.83
Fixed deposits with banks : Less Than 12 Months Maturity	370.45	542.58
TOTAL OF CASH & CASH EQUIVALENTS	1,376.30	1,811.83

** Balance with Banks includes Unpaid Dividend of ₹94,791/- (Previous Year ₹94,791/-)

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 18 SHORT TERM LOANS & ADVANCES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Unsecured Considered Goods		
Balance with Customs, Central Excise Authorities	870.11	970.87
Deposit with Others	98.30	149.47
Advance to Gratuity Trust	-	27.46
Prepaid Expense	153.41	60.48
Advance to Others **	747.60	658.79
TOTAL OF SHORT TERM LOANS & ADVANCES	1,869.42	1,867.07

** Advance to others includes advance to creditors

NOTE : 19 OTHER CURRENT ASSETS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Miscellaneous Expenditure	91.73	154.14
TOTAL OF OTHER CURRENT ASSETS	91.73	154.14

NOTE : 20 REVENUE FROM OPERATIONS (NET)

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Sale of Products (Gross)	90,784.33	84,163.19
Less: Excise Duty/ VAT & CST Recovered	8,609.79	8,417.35
	82,174.54	75,745.84
Other Operating revenues	148.77	168.13
TOTAL OF REVENUE FROM OPERATIONS (NET)	82,323.31	75,913.97
PARTICULARS OF SALE OF PRODUCTS		
Tiles Products	71,944.60	63,463.94
Marble & Quartz	9,804.45	11,133.72
Others	425.49	1,148.18
	82,174.54	75,745.84
OTHER OPERATING REVENUES		
Wind Mill Power Generation Income	92.04	85.37
Job Work Income	0.71	13.64
Duty Draw Back income	56.02	69.12
	148.77	168.13

NOTE : 21 OTHER INCOME

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
From Others	46.53	84.71
Other non-operating income	48.67	45.67
TOTAL OF OTHER INCOME	95.20	130.38

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 22 COST OF MATERIALS CONSUMED

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Raw Material Consumed		
Body Material	10,241.80	9,958.19
Glaze, Frits and Chemicals & Others	4,789.13	4,322.27
Packing Materials	1,070.59	930.52
	16,101.52	15,210.98
Semi Finished Material Consumed		
Marble	1,277.19	3,232.37
	1,277.19	3,232.37
TOTAL OF COST OF MATERIAL CONSUMED	17,378.71	18,443.35

NOTE : 23 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
FINISHED GOODS		
(a) Closing Stock on hand	9,037.34	10,209.15
(b) Opening Stock	10,209.15	10,620.74
	(1,171.81)	(411.59)
WORK IN PROCESS		
(a) Closing Stock on hand	2,119.10	1,969.87
(b) Opening Stock	1,969.87	1,670.60
	149.23	299.27
STOCK-IN-TRADE		
(a) Closing Stock on hand	448.62	712.62
(b) Opening Stock	712.62	1,413.55
	(264.00)	(700.93)
TOTAL OF CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE	(1,286.58)	(813.25)

NOTE : 24 EMPLOYEE BENEFIT EXPENSE

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Salaries and Wages	3,922.01	3,512.77
Contribution to Provident and Other Funds	238.79	169.54
Staff Welfare Expenses	56.15	64.80
TOTAL OF EMPLOYEE BENEFIT EXPENSE	4,216.95	3,747.11

NOTE : 25 FINANCE COSTS

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Interest Expenses	2,063.45	2,000.66
Other borrowing costs		
- Processing Fees	32.64	32.22
- Other Ancillary Cost	136.76	66.40
Applicable loss on foreign currency transactions and translation	-	0.47
TOTAL OF FINANCE COSTS	2,232.85	2,099.75

Notes on Financial Statement for the year ended March 31, 2015

NOTE : 26 DEPRECIATION AND AMORTIZATION EXPENSE

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Depreciation Expense	1,901.59	2,160.02
TOTAL OF DEPRECIATION AND AMORTIZATION EXPENSE	1,901.59	2,160.02

NOTE : 27 POWER & FUELS

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Fuel & Gas Consumed	10,069.42	9,077.64
Electricity Power Consumed	3,052.12	2,554.67
TOTAL OF POWER & FUELS	13,121.54	11,632.31

NOTE : 28 OTHER EXPENSES

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
MANUFACTURING EXPENSE		
Stores Materials Consumed	1,359.82	1,322.06
Loading Unloading & Other factory overheads	624.53	668.84
Repairs to Buildings	8.84	7.40
Repairs to Machinery	93.96	86.25
	2,087.15	2,084.55
SALES & DISTRIBUTION EXPENSE		
Advertisement Expense	441.67	568.53
Excise Duty	313.49	177.43
Other Selling & Distribution Expense	2,940.10	2,598.18
	3,695.26	3,344.14
OFFICE & ADMINISTRATIVE EXPENSE		
Insurance	113.89	102.27
Rent, Rates & Taxes	326.35	380.20
Auditor's Remuneration	6.50	5.00
Director's Travelling	6.84	9.57
Travelling & Conveyance	695.60	688.97
Charity & Donations	4.41	11.42
Legal & Professional Fees	89.15	97.94
Loss on Sale of Assets	4.38	0.24
Misc. & General Expenses	131.97	126.64
Postage & Courier & Commission	140.37	134.26
Printing & Stationery	44.26	57.87
Repairs & Maintenance - Others	68.70	64.45
Vehicle Repairs & Maintenance	63.92	64.50
Sundry Balance Written off	27.69	(48.73)
Foreign Exchange Loss	(191.45)	251.12
	1,532.58	1,945.72
TOTAL OF OTHER EXPENSES	7,314.99	7,374.41

Notes on Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

29. During the year, Expenditure incurred of ₹ Nil (P.Y. ₹3,66,90,351) towards Advertisement, Brand Promotion & Exhibition Exp of new products are deferred as the benefit out of it is expected to occur in future year also.
30. The quantity of inventories is based upon physical verification by the management and the valuation is also based on details of cost and realizable value (wherever applicable) considering the quality & other relevant factors ascertained by management. The quantities of inventories, Sales, and purchases are taken on the basis of details worked out from the bills and the stock records maintained by the Company (wherever applicable).
31. **In the opinion of the Board of Directors,**
 (1) Current Assets, Loans & Advances are realizable in the ordinary course of business, at the value at which they are stated.
 (2) The provision for all known liabilities are adequate and not in excess of the amount reasonably necessary.
32. In sample sale, Only Excise, EDU and HEDU payable on sample sale value is charged as expenses considering no commercial value of samples.
33. Balance of Sundry creditors, debtors, debit/credit balance of loans and advances are subject to confirmation from the respective parties.
34. Figures of the previous year have been regrouped / rearranged wherever necessary to make them comparable with the current year figures.

35. **Dues to Small, Micro & Medium Enterprises :-** (₹ in Lacs)

Particulars	2014-15	2013-14
1. Principal amount outstanding	1539.62	2160.94
2. Interest due on (1) above and the unpaid interest	-	-
3. Interest paid on all delayed payments under MSMED Act	-	-
4. Payment made beyond the appointed date during the Year	-	-
5. Interest due and payable for the period of delay other than (3) above	-	-
6. Interest accrued and remaining unpaid	-	-
7. Amount of further interest remaining due and payable in succeeding years	-	-

The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 are as per available information with the Company.

36. We have verified the vouchers and documentary evidences wherever made available. Where no documentary evidences were available we relied on the authentication given by the management.

37. **The expenditure incurred in foreign exchange :-** (₹ in Lacs)

Particulars	2014-15	2013-14
Foreign Travelling	7.09	8.52
Foreign Exhibition	17.96	23.84
Foreign Sales Commission	38.97	24.05
R & D Sample & Other Product	23.96	0.00

38. **Particulars of sales & stocks :-** (₹ in Lacs)

Particulars	Tiles	Marble	Others	Total
Opening Stock	9017.51	1801.65	102.61	10921.77
	(9750.96)	(2132.96)	(150.37)	(12034.29)
Purchase	32745.57	78.13	139.22	32962.92
	(26648.68)	(120.79)	(755.00)	(27524.47)
Closing Stock	7456.05	1965.50	64.41	9485.96
	(9017.51)	(1801.65)	(102.61)	(10921.77)
Sales	71944.60	9804.45	425.49	82174.54
	(63463.94)	(11133.72)	(1148.18)	(75745.84)

Note : Figures in bracket shows previous year figures.

Notes on Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

39. Value of Export calculated at F.O.B. valued :- ₹3031.19 Lacs /- (P.Y. ₹2428.35 Lacs)

40. CIF Value of Import :- ₹4371.87 Lacs /-

(₹ in Lacs)

Particulars	2014-15	2013-14
Store & Spares & Capital Goods	1654.60	600.31
Raw Materials	340.85	893.56
Finish Goods	1393.12	1278.7
Semi Finish Marble	980.59	2556.24
Other	2.71	2.29
Total	4371.87	5331.1

41. Details of Auditors Remuneration :-

(₹ in Lacs)

Particulars	2014-15	2013-14
Statutory Audit	6.50	5.00
Tax Audit	0.75	0.50
Others	-	-
Total	7.25	5.50

42. Disclosure required by the AS15 (Revised) :- Employee

A. Components of Employer Expense

(₹ in Lacs)

Particulars	2014-15	2013-14
1. Current service Cost (Including risk premiums for fully insured schemes)	31.62	34.78
2. Interest Cost	(2.55)	11.28
3. Expected Return on Assets	32.43	(10.92)
4. Curtailment Cost/(Credit)	-	-
5. Settlement Cost/(Credit)	-	-
6. Past Service Cost	-	-
7. Actuarial (gain)/and Losses	-	(47.40)
8. Total Employer Expense recognised in the P & L	61.50	(12.27)

(₹ in Lacs)

(I) Net Asset/(Liability) Recognised in Balance Sheet March 31, 2015	2014-15	2013-14
1. Present value of Defined Benefit Obligation as at March 31, 2015	(179.59)	148.61
2. Fair Value of Plan Assets as at March 31, 2015	175.54	(121.15)
3. Funded status [Surplus/(Deficit)]	(4.04)	27.46
4. Unrecognised Past Service Costs	-	-
5. Net Assets/(liability) recognised in Balance Sheet	(4.04)	27.46

Notes on Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

42. Disclosure required by the AS15 (Revised) :- Employee *(contd...)*

(₹ in Lacs)

(II) Change in Obligation & Assets over the period ending on March 31, 2015	2014-15	2013-14
1 Present value of Defined Benefit Obligation At Beginning (Opening)	121.14	137.51
2 Employer Service Cost	31.63	-
3 Interest Cost	11.27	11.28
4 Curtailment cost/(Credit)	30.98	34.78
5 Settlement cost/(Credit)	-	-
6 Plan Amendments	-	-
7 Acquisitions	-	-
8 Actuarial (Gain)/Loss	-	(47.81)
9 Benefits Payments	(15.46)	(14.61)
10 Present value of Defined Benefit Obligation At Beginning (Closing)	179.57	121.14

B. Change in Assets

(₹ in Lacs)

Particulars	2014-15	2013-14
1 Fair Value of Plan assets at the Beginning of the period	148.60	121.37
2 Expected Return on Plan Assets (Para 108/109)	13.83	10.92
3 Actuarial Gain / (Loss)	(1.43)	(0.41)
4 Assets Distributed on Settlements	-	-
5 Actual Company contributions less Risk Premium	30.00	31.33
6 Benefits payments	(15.46)	(14.61)
7 Fair Value of the assets at the end of the period	175.54	148.60

(₹ in Lacs)

[A] Net Asset/(Liability) Recognised in Balance Sheet March 31, 2015

	2014-15	2013-14
1 Net assets/(Liability) Recognized in the Balance Sheet at the beginning of the period 31-Mar-2014	(27.46)	(16.14)
2 Employer Expense	61.50	12.27
3 Employer Contributions	(30.00)	31.33
4 Acquisitions/business combinations	-	-
5 Net Assets/(liability) recognized in Balance Sheet as on 31-03-2015	4.04	27.46

(₹ in Lacs)

Assumption	31st March, 2015	31st March, 2014
Discount rate (P78 of AS15R)	7.96%	9.31%
Expected return on assets (P107-109 AS15R)	7.96%	9.31%
Salary Increases (Para 83-91 and 120(I) AS15R)	4.00%	4.00%
Withdrawal rates	2.00%	4.00%
LIC (1994-96) Published table of Mortality Rates.	Indian Assured Lives Mortality (2006-08)	N.A.

Notes on Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

43. Accounting for taxes of Income :- (AS-22)

(a) Deferred tax liabilities comprises of timing differences on account of :

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Depreciation	1532.72	1344.38
Deferred Expenses	307.55	340.10
Interest Accrued but not due	(1.87)	(1.71)
Leave Encashment & Bonus	(27.46)	(22.46)
Total	1810.94	1660.31

(b) The Provision for current taxes has been made in the account as per the provisions of Income Tax Act, 1961.

44. Earning Per Share :- (AS-20)

i) The amount used as numerator in calculating basic and diluted earning per share is the profit after depreciation and taxes i.e. ₹ 1446.75/- Lac

ii) The number of ordinary shares used as the denominator in calculating the basic earning per share is 2,25,82,541 i.e. weighted number of equity shares as on the date of balance sheet 31st March, 2015. Diluted earning per share is arrived by taking weighted number of equity shares outstanding as on the date of balance sheet i.e. 2,25,82,541

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Profit attributable to the Equity Shareholders (₹) (A)	1446.75	1414.20
Weighted average No. of Equity Shares Outstanding during the year (B)	225.83	223.19
Nominal value of Equity Shares ₹	10	10
Basic / Diluted Earnings per Share (₹) (A) (B)	6.41	6.34

45. Borrowing Cost :- (AS-16)

Based on the guiding principle given in Accounting standard on "Borrowing Cost" (AS-16) issued by the ICAI, the Company has capitalized ₹ Nil/-, (P.Y. ₹ Nil/-) during the year to the Fixed Assets

46. Segment Reporting :- (AS-17)

Based on the guiding principle given in Accounting Standard on "Segment Reporting" (AS-17) issued by the ICAI, the Company's primary business is manufacturing of Tiles, the tiles business of the Company incorporate product groups i.e. Ceramic Tiles which mainly have similar risk and returns, accordingly there are no separately segment, The operation of the Company is in India and all Assets and Liabilities are located in India. And analysis of the Sales by Geographical market is given below.

(₹ in Lacs)

Sr. No.	Location	2014-15	2013-14
1.	India	790,60.87	733,43.49
2.	Out side India	31,13.67	24,02.35

47. Related Party Disclosures under :- (AS-18)

During the year the Company entered into transaction with the related parties. Those transactions along with related balances as at 31st March, 2015 and for the year then ended are presented in the following.

List of related parties with whom transaction have taken place during the year along with nature and volume of transactions.

Subsidiaries

AGL Industries Limited	-
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Notes on Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

47. Related Party Disclosures under : (contd...)

Associates :-

AGL Infrastructure Pvt. Ltd.	Astron Paper & Board Mill Ltd.
AGL Panaria Pvt. Ltd	-

Key Management Personnel :-

Kamleshbhai Bhagubhai Patel	Kanubhai Bhikhabhai Patel
Mukeshbhai Jivabhai Patel	Bhaveshbhai Vinodbhai Patel
Sureshbhai Jivabhai Patel	Bhogibhai Bhikhabhai Patel

Relatives of Key Management Personnel:-

Heenaben Kamleshbhai Patel	Hiren Sureshbhai Patel
Bhagubhai Punjabhai Patel	Sureshbhai Bhikhabhai Patel
Hiraben Bhagubhai Patel	Asmitaben Bhaveshbhai Patel
Saunak Mukeshbhai patel	Vipulbhai Vinodbhai Patel
Bhanuben Mukeshbhai Patel	Vinodbhai Lalabhai Patel
Dhuliben Jivabhai Patel	Rameshbhai Bhikhabhai Patel
Chhayaben Sureshbhai Patel	-

(Amount in ₹)

Sr No	Particulars	Associates and Subsidiaries	Relatives of Key Management Personnel	Key Management Personnel
(A)	Transaction during the year			
1	Purchase	10,712,080	-	-
2	Sale	87,215,600	-	-
3	Loan Given	3,60,46,824	-	-
4	Loan Recover	3,46,88,495	-	-
5	Deposit Taken	-	600,000	-
6	Deposit Repaid	-	600,000	-
7	Loan Taken	950,000	3,000,000	7,000,000
8	Loan Re Paid	950,000	3,000,000	7,000,000
9	Director Remuneration	-	-	10,740,000
10	Salary	-	7,260,000	-
11	Director Sitting Fee	-	211,127	-
12	Share Sale	-	400	400
13	Lease rent Exp	-	5,894	23,576
14	Knowhow Fees	2,261,956	-	-
15	Interest Received	4,981,311	-	-
16	Rent Income Received	409,623	979,200	428,400
(B)	BALANCE AS AT 31st Mar.2015			
1	Loan & Advances	102,265,238	244,800	107,100
2	Trade Payable	2,340,301	-	-
3	Trade Receivable	21,085,445	-	-

Notes on Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

48. During the year the Company has taken short term unsecured Loan ₹ 20 Crore for working capital requirement against domestic receivable from Axis Bank. Instead of showing the same under the Balance sheet head current liabilities in short term borrowing. The Company has deducted the same amount from trade receivable in current assets.

49. Contingent Liabilities :- (AS-29)

In view of the Accounting Standard issued by ICAI "Provisions and Contingent Liabilities" (AS-29), following contingent liabilities have been identified which have not been provided for in the books of accounts. (₹ in Lacs)

Sr No	Particulars	Amount
1	Bank Guarantee	2182.54
2	Custom Duty which may arise if obligation for exports is not fulfilled against import of capital goods under EPCG.	304.31
3	Claims against the Company / Disputed Liabilities not acknowledged as Debts	
	i) Sales Tax demands against which Company has preferred appeal.	295.26
	ii) Excise Duty claim by DGCEI-Ahmedabad	2043.18
	iii) Income tax	3672.96
	iv) Consumer / Legal Cases	20.51
	v) Letters of Credit /Buyers Credit opened with Bank	1515.57

The Company has filed appeal before The Joint Commissioner of Commercial Tax – Appeals for demand of Sales Tax of ₹ 45,07,857 and ₹ 19,62,743 for the financial year 2003-04 & 2004-05 respectively. The Dispute is regarding set off against the purchase of fuel not allowed by the Sales tax Department. However, Gujarat High Court has given the decision in favour of M/s Ami Pigment Ltd and hence the Company has filed appeal on the basis of this decision.

The Company has also filed an appeal before The Deputy Commissioner of Commercial Tax–Appeals-III, Gandhinagar against demand of VAT for ₹ 49,27,910 raised in provisional assessment made by The Asst. Commissioner of Commercial Tax Enforcement Division, wing-III, Gandhinagar for the financial year 2007-08 on account of issue of in put VAT credit reduction method on OGS Branch Transfer and Sample Sales.

The Company has also filed first appeal before The Joint Commissioner of Commercial Tax – Appeals against demand of CST (Net) for ₹ 48,23,126 for the financial year 2008-09 for pending "C" forms.

The Company has also filed first appeal before The Joint Commissioner of Commercial Tax–Appeals-I, Ahmedabad against demand of CST for ₹ 8,83,893 raised in regular assessment made by The Deputy Commissioner of Commercial Tax, Corporate Cell-1, Gandhinagar for the financial year 2009-10 for pending "C" forms

The Company has also filed first appeal before The Joint Commissioner of Commercial Tax–Appeals-I, Ahmedabad against demand of CST for 1,24,20,314 raised in the regular assessment made by The Deputy Commissioner of Commercial Tax, Circle-7, Gandhinagar for the financial year 2010-11 for pending "C" forms

Disputed Income Tax Liability of ₹ 2746.20 Lacs for various Asst. Years for which department has preferred appeals at higher levels. Out of these, Liabilities to the extent of ₹ 192.74 Lacs have remained pending after CIT (Appeals) order effect. The Company has already paid ₹ 192.74 Lacs towards remaining disputed liabilities and there is no disputed amount remains unpaid. Company has preferred an appeal before Gujarat High Court.

Disputed Income tax Liability of ₹ 336.68 Lacs for A.Y.2006-07 Re-Assessment for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

Disputed Income tax Liability of ₹ 118.77 Lacs of A.Y.2010-11 for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

Disputed Income tax Liability of ₹ 27.66 Lacs of A.Y.2011-12 for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

Disputed Income tax Liability of ₹ 636.39 Lacs of A.Y.2012-13 for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

Notes on Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

50. Derivative Instruments :-

The outstanding position of derivatives instruments as on March 31, 2015 NIL

The details of foreign currency exposures those are not hedged by a derivative instrument i.e. forward contract are as under:

(₹ in Lacs)

Nature	As at March 31, 2015		As at March 31, 2014	
	Amount	Foreign Currency	Amount	Foreign Currency
	(₹ in Lacs)	(in Lacs)	(₹ in Lacs)	(in Lacs)
Buyer's Credit	477.55	EURO 6.84 USD 0.00	1408.49	EURO 904.99 USD 503.49
Foreign Currency Loan	0.00	USD	132.74	USD 2.21

The forex exposure is 100% naturally hedge against our Export Receivable.

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.

Chartered Accountants

FRN: 120116W

[Sanjiv V. Shah]

Partner

Membership No. 42264

Place : Ahmedabad

Date : May 30, 2015

Renuka Upadhyay

DGM & Company Secretary

(Secretarial and Legal)

For and on behalf of

ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]

Chairman & Managing Director

[Din : 00229700]

[Mukeshbhai J. Patel]

Managing Director

[Din : 00406744]

Place : Ahmedabad

Date : May 30, 2015

Certificate On Compliance

Certificate On Compliance With The Conditions Of Corporate Governance Under Clause 49 Of The Listing Agreement

To
The Members of
Asian Granito India Limited

1. We have reviewed the compliance of conditions of Corporate Governance by (the Company) during the year ended March 31, 2015 with the relevant records and documents maintained by the Company and furnished to us.
2. The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an express of opinion on the financial statements of the Company.
3. On the basis of our review and according to the information and explanations given to us, we certify that the Company has for the year ended March 31, 2015 complied in all material respects with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges.
4. We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/Investors' grievances Committee.
5. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **A. L. Thakkar & Co.**
Chartered Accountant
FRN: 120116W

[Sanjiv V. Shah]
Partner
Membership No. 42264

Place : Ahmedabad
Date : May 30, 2015

Independent Auditors' Report

To the Members of

Asian Granito India Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **ASIAN GRANITO INDIA LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities, comprising of the Consolidated Balance Sheet as at 31st March, 2015, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts

and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated 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 whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and jointly controlled entities as at 31st March, 2015, and their consolidated profit/loss and their consolidated cash flows for the year ended on that date.

Other Matters

- (a) We did not audit the financial statements of one jointly controlled entities, whose financial statements / financial information reflect total assets of ₹1036.70 lacs as at 31st March, 2015, total revenues of ₹1564.93 lacs and net cash flows amounting to ₹(28.90) lacs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit/loss of ₹148.12 lacs for the year ended 31st March, 2015, as considered in the consolidated financial statements, in respect of one associates, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entities and associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, jointly controlled entities and associates, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other legal and Regulatory Requirements

1. As required by Companies (Auditor's Report) Order, 2015 issued by the Ministry of Corporate Affairs in terms of Section 143(11) of the Act, we annex hereto a statement on the matters specified in paragraph 3 of the said order.
2. As required by section 143(3) of the Act, we report that :
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account of the Company.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the Directors as on 31st March, 2015 taken on record by the Board of Directors, none of the Directors

is disqualified as on 31st March, 2015 from being appointed as a Director in terms of Section 164(2) of the Act.

- f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company has made provision, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, on the long term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **A.L. Thakkar & Co.**
Chartered Accountants
FRN: 120116W

Sanjiv V. Shah
[Partner]

Place : Ahmedabad
Date : May 30, 2015

Membership No. : 42264

Annexure to the Auditor's Report

ANNEXURE REFERRED TO IN THE AUDITORS REPORT ON CONSOLIDATED FINANCIAL STATEMENT TO THE MEMBERS OF ASIAN GRANITO INDIA LIMITED FOR THE YEAR ENDED 31ST MARCH, 2015

- i. The Company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets. The management has certified the physical verification of the fixed assets at reasonable intervals. No significant discrepancy was noticed on such verification.
- ii. As informed to us by the management, the stock of goods has been physically verified during the year by the management. In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business. In our opinion, the Company is maintaining a proper record of inventory. The discrepancies noticed on verification between the physical stocks and the book

records were not material and have been properly dealt with in the books of account.

- iii. (a) The Company has granted three parties loans to Companies, firms or other parties covered in the register maintained under section 189 of the Act.
- (b) In the case of the loans granted to the Bodies Corporate listed in the register maintained under section 189 of the Act, the borrowers have been regular in the payment of the interest as stipulated. The terms of arrangements do not stipulate any repayment schedule and the loans are repayable on demand. Accordingly, paragraph 3(iii)(b) of the Order is not applicable to the Company in respect of repayment of the principal amount.

(c) There are overdue amounts of more than rupees one lakh in respect of the loans granted to the Bodies Corporate listed in the register maintained under section 189 of the Act.

- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchases of inventory and fixed assets and for the sale of goods and services. In our opinion, there is no continuing failure on the part of the Company to correct major weaknesses in internal control system.
- v. The Company has not accepted any deposits from the public within the meaning of section 73 to 76 and other relevant provisions of the Act.
- vi. The provisions of the maintenance of cost records under sub section (1) of section 148 of the Act are applicable to the Company. We have broadly reviewed the books of accounts maintained by the Company and are of the opinion

that prima facie, the prescribed accounts and records have been maintained. However, we have not made detailed examination of the cost records with a view to determine whether they are accurate or complete.

- vii. To the best of our knowledge and according to the information and explanations given to us, the Holding Company has been regular in depositing the undisputed statutory dues consisting of Provident fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax and Cess with the appropriate authorities. There are no dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax or Cess which have not been deposited by the Holding Company with the appropriate authorities on account of any dispute. The amount required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Act and Rules made thereunder have been transferred to such fund within time. Details of disputed dues of Sales Tax which have not been deposited by the Holding Company are as under.

Name of the Statute	Nature of the dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
Sale Tax Laws	Sale Tax	45,07,857/-	2003-04	Joint. Comm. Tax Comi. Appeals
Sale Tax Laws	Sale Tax	19,62,743/-	2004-05	Joint. Comm. Tax Comi. Appeals
Gujarat Value Added Tax Act. & Central Sales Tax Act,	CST	48,33,126/-	2008-09	Joint. Comm. Tax Comi. Appeals
Gujarat Value Added Tax Act. & Central Sales Tax Act,	VAT	49,27,910/-	2007-08	Deputy Comm. of Commercial Tax - Appeal-III, Gandhinagar
Gujarat Value Added Tax Act. & Central Sales Tax Act,	CST	8,83,893/-	2009-10	Joint. Comm. Tax Comi. Appeals
Gujarat Value Added Tax Act. & Central Sales Tax Act,	VAT/CST	1,24,20,314/-	2011-12	Deputy Comm. of Commercial Tax - Appeal-III, Gandhinagar
Income Tax	I.T.	2553.46 In Lacs	2004-05	Appeal before Gujarat High Court, A'bad
Income Tax	I.T.	336.68 In Lacs	2005-06	Appeal before CIT Appeal, A'bad
Income Tax	I.T.	118.77 In Lacs	2009-10	Appeal before CIT Appeal, A'bad
Income Tax	I.T.	27.66 In Lacs	2010-11	Appeal before CIT Appeal, A'bad
Income Tax	I.T.	636.39 In Lacs	2011-12	Appeal before CIT Appeal, A'bad

- viii. The Company does not have accumulated loss, nor has it incurred cash loss in the current financial year or the immediately preceding financial year.
- ix. The Company has not defaulted in repayment of dues to Financial Institutions or Banks or Debenture Holders.
- x. The Company has not given any guarantee for loans taken by others from the banks or financial institutions.
- xi. In our opinion, term loans were applied for the purpose for which they were obtained.
- xii. To the best of our knowledge and according to the information and explanations

given to us, no fraud on or by the Company has been noticed or reported during the year.

For **A.L. Thakkar & Co.**
Chartered Accountants
FRN 120116W

Sanjiv V. Shah
[Partner]

Place : Ahmedabad
Date : May 30, 2015

Membership No. : 42264

Consolidated Balance Sheet

as at March 31, 2015

(₹ in Lacs)

Particulars	Notes	As at March 31, 2015	As at March 31, 2014
EQUITY & LIABILITIES			
1 Share holders Funds:			
(a) Share Capital	2	2,258.25	2,258.25
(b) Reserve & Surplus	3	26,721.00	25,282.66
		28,979.25	27,540.91
2 Non-Current Liabilities			
(a) Long-Term Borrowings	4	1,459.93	1,996.47
(b) Deferred Tax Liabilities (Net)	5	1,810.94	1,660.31
(c) Other Long Term Liabilities	6	869.23	778.99
(d) Long-Term Provision	7	9.27	2.59
		4,149.37	4,438.36
3 Current Liabilities			
(a) Short-Term Borrowings	8	15,055.34	19,499.48
(b) Trade Payables	9	13,713.25	14,115.06
(c) Other Current Liabilities	10	2,787.57	2,524.46
(d) Short-Term Provisions	11	459.29	422.49
		32,015.44	36,561.49
Total Equity & Liabilities		65,144.05	68,540.75
ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	12	18,151.27	17,760.13
(ii) Intangible Assets	12	654.34	3.70
(iii) Capital work-in-progress	12	1,496.36	715.84
(b) Non Current Investments	13	1,054.70	1,271.77
(c) Long term loans and advances	14	4,389.02	4,735.82
(d) Other non-current assets	15	183.45	212.76
		25,929.12	24,700.01
2 Current Assets			
(a) Inventories	16	19,121.17	20,744.65
(b) Trade receivables	17	16,557.15	19,123.91
(c) Cash and cash equivalents	18	1,471.80	1,919.71
(d) Short-term loans and advances	19	1,958.86	1,897.12
(e) Other current assets	20	105.96	155.36
		39,214.93	43,840.75
Total Assets		65,144.05	68,540.75
Significant Accounting Policies	1		

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.

Chartered Accountants

FRN: 120116W

[Sanjiv V. Shah]

Partner

Membership No. 42264

Place : Ahmedabad

Date : May 30, 2015

Renuka Upadhyay

DGM & Company Secretary

(Secretarial and Legal)

For and on behalf of

ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]

Chairman & Managing Director

[Din : 00229700]

[Mukeshbhai J. Patel]

Managing Director

[Din : 00406744]

Place : Ahmedabad

Date : May 30, 2015

Statement of Consolidated Profit and Loss

for the year ended March 31, 2015

(₹ in Lacs)

Particulars	Notes	Year ended March 31, 2015	Year ended March 31, 2014
1 REVENUE			
Revenue from operations (net)	21	84,601.65	77,515.97
Other Income	22	112.39	124.18
Total Revenue		84,714.04	77,640.14
2 EXPENSES			
Cost of materials consumed	23	17,378.71	18,443.35
Purchase of Stock-in-Trade		34,946.19	28,947.90
Change in inventories of finished goods, work-in-progress and stock-in-trade	24	1,241.74	751.96
Employee Benefit Expense	25	4,399.13	3,872.41
Finance Costs	26	2,271.01	2,116.98
Depreciation and Amortization Expense	27	1,910.26	2,162.96
Power & Fuels	28	13,121.54	11,632.31
Other Expenses	29	7,554.21	7,552.22
Total Expenses		82,822.77	75,480.07
3 Profit before exceptional and extraordinary items and tax		1,891.27	2,160.07
4 Exceptional / Extraordinary items		-	-
5 Profit before tax		1,891.27	2,160.07
6 Tax expense :			
(1) Current tax		408.91	727.09
(2) Deferred tax		150.63	113.54
7 Profit After tax before share of results of associates and minority interest			
Share of net profit of associates		148.12	(110.05)
8 Profit after tax before minority interest			
Less : Minority interest		-	-
Profit for the period		1,479.85	1,209.39
Basic and Diluted Earning per equity share (in ₹) of face value of ₹. 10 each		6.55	5.36
Significant Accounting Policies	1		

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.
Chartered Accountants
FRN: 120116W

[Sanjiv V. Shah]
Partner
Membership No. 42264

Place : Ahmedabad
Date : May 30, 2015

Renuka Upadhyay
DGM & Company Secretary
(Secretarial and Legal)

For and on behalf of
ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]
Chairman & Managing Director
[Din : 00229700]

[Mukeshbhai J. Patel]
Managing Director
[Din : 00406744]

Place : Ahmedabad
Date : May 30, 2015

Consolidated Cash Flow Statement for the year ended March 31, 2015

(₹ in Lacs)

Particulars	2014-15	2013-14
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) before taxation and Extra-ordinary items	1,891.27	2,160.07
Adjustment for :		
Depreciation	1,910.26	2,162.96
Loss / (Profit) on Discarded Fixed Assets (net)	4.38	0.25
Interest Paid	2,271.01	2,116.98
Other Income Received	(112.39)	(124.18)
Operating Profit / (Loss) before working Capital changes	5,964.52	6,316.09
Changes in working Capital		
Adjustment for :		
Increase / (Decrease) in Trade & Other Payables	311.58	4,670.37
(Increase) / Decrease in Trade & Other Receivables	2,930.53	(2,569.57)
(Increase) / Decrease in Inventories	1,623.48	(1,527.70)
Cash generated from operations Before Income Tax Paid	10,830.11	6,889.18
Direct Taxes Paid	(408.91)	(727.09)
NET CASH GENERATED FROM / USED IN OPERATING ACTIVITIES	[A] 10,421.20	6,162.09
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(3,784.65)	(2,983.38)
Sales of Fixed Assets	47.72	9.15
Sales / (Purchase) in Investments	365.19	-
Other Income Received	112.39	124.18
NET CASH (Used in) INVESTING ACTIVITIES	[B] (3,259.35)	(2,850.06)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Addition to / (Repayment of) Long Term Borrowings	(853.11)	(1,546.21)
Addition to / (Repayment of) Short Term borrowings	(4,444.14)	(819.40)
Interest Paid	(2,271.01)	(2,116.98)
Increase / (Reduction) in Equity Share Capital	-	42.12
Proceeds from Share Premium	-	168.50
Proceeds from Forfeited Share	-	202.66
Adjustment Relating to fixed Assets	(41.51)	-
Money received against share warrants	-	(255.31)
NET CASH (Used in) / GENERATED FROM FINANCING ACTIVITIES	[C] (7,609.77)	(4,324.62)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUILENTS DURING THE YEAR	[A+B+C] (447.91)	(1,012.58)
Cash and Cash Equilents at the beginning fo the year	1,919.71	2,932.29
Cash and Cash Equilents at the end of the year	1,471.80	1,919.71
Cash and Cash Equilents Comprises of :		
Cash On Hand	1,050.75	1,342.70
Balance with Bank	49.55	33.39
Fixed Deposit with Bank	371.50	543.63
TOTAL	1,471.80	1,919.71

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.
Chartered Accountants
FRN: 120116W

[Sanjiv V. Shah]
Partner
Membership No. 42264

Place : Ahmedabad
Date : May 30, 2015

Renuka Upadhyay
DGM & Company Secretary
(Secretarial and Legal)

For and on behalf of
ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]
Chairman & Managing Director
[Din : 00229700]

[Mukeshbhai J. Patel]
Managing Director
[Din : 00406744]

Place : Ahmedabad
Date : May 30, 2015

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 01 SIGNIFICANT ACCOUNTING POLICIES

The Significant accounting policies to the extent applicable the companies are as under:

(i) Principles of Consolidation :-

The consolidated financial statements relate to ASIAN GRANITO INDIA LIMITED ("the Company") and its subsidiary companies, associates and joint ventures. The Consolidated Financial Statements have been prepared on the following basis:

- a) The financial statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together with the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21-"Consolidated Financial Statements".
- b) Interest in Joint ventures has been accounted by using the proportionate consolidation method as per Accounting Standard (AS) 27 – "Financial Reporting of Interest in Joint Venture".
- c) As far as possible the consolidated financial statement have been prepared using uniform accounting policies for like transactions and in similar circumstances and are presented to the extent possible in the same manner as the Company's separate financial statements.
- d) The difference between the cost investments in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.
- e) Investment in Associates Companies has been accounted under the equity method as per Accounting Standard (AS) 23 – "Accounting for investment in Associates in Consolidated Financial Statement".
- f) The difference between the cost investments in the associates and the share on net assets at the time of acquisition of shares in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
- g) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transaction and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.
- h) Notes to the consolidated financial statements, represents notes involving items which are considered material and are accordingly duly disclosed. Materiality for the purpose is assessed in relation to the information contained in the consolidated financial statement. Further, additional statutory information disclosed in separate financial statement of the subsidiary and/or a parent having no bearing on the true and fair view of the consolidated financial statement has not been disclosed in the consolidated financial statements.
- i) Particulars of Companies considered in the consolidated financial statements are :

Name of the Company	Subsidiary / Joint Venture / Associates	Country of Incorporation	Proportion of ownership interest
AGL Industries Limited	Subsidiary	India	100%
AGL Panaria Pvt Ltd	Joint Venture	India	50%
Astron Paper & Board Mill Limited	Associates	India	36.46%

(ii) System of Accounting :-

The Financial statements are prepared on historical cost basis and on the accounting principles of going concern in accordance with generally accepted accounting principles comprising of the mandatory accounting standards referred to in sub section (3c) of section 211 of the Companies Act, 2013 and guidance notes, etc. issued by The Institute of Chartered Accountants of India and the other provisions of the Companies Act, 2013.

(iii) Revenue Recognition :-

All known income and expenditure quantifiable till the date of finalization of accounts are accounted on accrual basis when virtual certainty is established.

Sales of products is recognized when property in the goods with all risk rewards and effective control of goods usually associated with ownership are transferred to buyer at price includes insurance, freight etc. but excludes Excise, VAT and Sales Return if any and adjusted for discounts.

The presentation of financial statements require estimates and assumptions to be made that effect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known / materialized

(iv) Fixed Asset :-

Tangible Assets :-

Cost of Fixed assets comprises of its purchase price including import duties and other non refundable taxes or levies, expenditure incurred in the course of construction

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 01 SIGNIFICANT ACCOUNTING POLICIES

or acquisition and any directly attributable costs of bringing the asset to its working condition for the purpose of use for the business.

CENVAT Credit available on Capital goods has been reduced from cost of purchases of fixed assets and depreciation thereon has been calculated on the balance amount net off CENVAT credit available.

Capital Work in progress comprises of cost of capital expenditure incurred for the proposed machinery which is yet to put to use.

Intangible Assets :-

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the assets to its working condition for the intended use and net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

(v) Depreciation :-

[a] Tangible Assets :-

Depreciation is provided on straight line method based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except in respect of the following assets, where useful life is different than those prescribed in Schedule II are used. Depreciation rate prescribed in Companies Act, 2013 pro-rata basis with reference to the date of acquisition/ installation.

Particulars	Depreciation
Plant & Machinery - Continues Plant Acquired after March 31, 2010	Over a period of 15 years
Plant & Machinery - Continues Plant Before April 01, 2010	Over a period of 11 years

[b] Intangible Assets :-

Particulars	Depreciation
Brand	Over a period of 6.33 years

(vi) Investments :-

Investments are shown at their cost plus incidental expenses if any. Investments are classified as long term & current investments. Provision for diminution in the value of long-term investment is made only if such decline is other than temporary.

(vii) Valuation of Inventories :-

- Raw Materials : At cost or net realizable value whichever is less.
- Finished Goods : At cost or net realizable value whichever is less.
- Stores & Spares : At cost or net realizable value whichever is less.
- Fuel and Packing materials : At cost or net realizable value whichever is less.
- Work-in-progress : At Cost of production
- Stock in trade : At lower of cost or estimated realizable value.

The cost of inventory is determined on FIFO cost formula method on relevant categories of inventories after providing for obsolete, slow moving and defective inventories wherever necessary.

CENVAT Credit / VAT Credit :

CENVAT credit / VAT credit available on stores and spares and Raw Materials reduced from cost of purchases and balance has been shown in "Loans & Advances" under Current Assets in the Balance Sheet.

The Excise duty payable on the finished goods is accounted on the clearance of goods from factory premises.

(viii) Provisions and Contingent liabilities :-

Contingent liabilities are disclosed after careful evaluation of facts and legal aspects of the matter involved.

Provisions and contingent liability are reviewed at each balance sheet date and events occurring after balance sheet date which is adjusted to reflect the current best estimates.

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 01 SIGNIFICANT ACCOUNTING POLICIES

(ix) Retirement and other Employee Benefits :-

Provident fund :-

Retirement benefits in the form of Provident Fund are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due.

Leave Benefits :-

There is no Unutilized Leave to be encashed hence provision for Leave encashment liability does not arise as on 31st March, 2015.

Gratuity :-

During the year the Company has a scheme of Retirement Benefit namely 'Group Gratuity Fund' recognized by the Income Tax authorities. This fund is administered through Trustees and the Company's contribution thereto is charged to revenue.

Contributions to Provident Fund are made on accrual basis.

(x) Impairment of Fixed Assets :-

Factors giving rise to any indication of impairment of the carrying amounts of the Company's Assets are appraised at each Balance Sheet date to determine and provide/reverse an impairment loss. There is no impairment in the carrying amounts of Company's Assets.

(xi) Foreign currency transaction :-

Transactions in Foreign Currency are recorded in rupees by applying the exchange rate at the date of the transaction and adjusted appropriately to capital or revenue, with the difference in the rate of exchange arising on actual receipt/payment during the year. Gains or Losses on settlement of the transactions are recognized under the head currency rate difference in the Profit and Loss Account.

Current Assets and Liabilities (monetary items) are translated at the exchange rate prevailing on the last day of the year.

The Company enters into derivative contracts strictly for hedging purposes and not for trading or speculation. Derivative transactions are being considered as off Balance Sheet date transactions and accordingly the gains/losses arising therefrom are recognized under respective heads of accounts as and when the settlement takes place with the terms of the respective contracts.

(xii) Provision for Current and Deferred Tax :-

The tax expense comprises of Current Tax & Deferred Tax charged or credited to the Profit and Loss Account for the year. Current Tax is calculated in accordance with the tax laws applicable to the current financial year. The deferred tax charge or credit is recognized using the tax rates applicable as on the date of Balance Sheet. Deferred Tax assets are recognized only if there is virtual certainty of realization of such assets. At Balance Sheet date, recognized and unrecognized Deferred Tax assets are reviewed

(xiii) Borrowing Cost :-

Borrowing cost directly attributable and/or funds borrowed generally and used for the purpose of acquisition/construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized, at its capitalization rate to expenditure on that assets, for the period, until all activities necessary to prepare qualifying assets for its intended use are complete.

(xiv) Branch Accounting :-

Stock transfer at various branches, are done at a rate inclusive of Excise, Education Cess and Freight Charges. When the Sales from branches effected, above transfer value is nullified. Sales values of branches are accounted inclusive of VAT / CST charged by respective branches.

Further system of accounting of all branch expenses and C & F expenses are centralized and booked on the basis of vouchers and supporting sent by C & F and branches.

(xv) Leases :-

Where the Company is the lessee

Leases, wherein the lessor effectively retains substantially all the risks and benefits of ownership of the leases item, are classified as Operating leases. Operating lease payments are recognized as an expense in the Profit and Loss Account on a straight-line basis over the lease term as per Lease Agreement.

(xvi) Central Excise Duty :-

Excise duty is accounted on the basis of payments made in respect of goods cleared.

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 02 SHARE CAPITAL

(₹ in Lacs)

Particulars	As at	As at
	March 31, 2015	March 31, 2014
EQUITY SHARE CAPITAL		
Authorised		
3,12,50,000 (P.Y. 3,12,50,000) Equity Shares of ₹10/- each	3,125.00	3,125.00
EQUITY SHARE CAPITAL		
Issued, Subscribed and Paid up:		
2,25,82,541 Equity Shares of ₹10/- each fully paid up (Previous Year 2,25,82,541 Equity Shares of ₹10/- each fully paid up)	2,258.25	2,258.25
TOTAL OF SHARE CAPITAL	2,258.25	2,258.25

(2.2) The details of Equity shareholders holding more than 5% shares :

Name of the shareholder	As at March 31, 2015	
	No. of Shares	% Held
Mukeshbhai Jivabhai Patel	1,715,619	7.60%
Kamleshbhai Bhagubhai Patel	24,38,768	10.80%

Name of the shareholder	As at March 31, 2014	
	No. of Shares	% Held
Mukeshbhai Jivabhai Patel	17,15,619	7.60%
Kamleshbhai Bhagubhai Patel	24,38,768	10.80%

(2.3) The reconciliation of the number of shares outstanding is set out below :

Particulars	As at	As at
	March 31, 2015	March 31, 2014
	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	2,25,82,541	2,21,61,291
Add : Preferential Equity Shares issued during the year	-	4,21,250
Less : Shares bought back during the year	-	-
Equity Shares at the end of the year	2,25,82,541	2,25,82,541

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 03 RESERVES & SURPLUS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
a) Securities Premium Reserve		
As per Last Balance Sheet	7,313.00	7,144.50
Add : on issue of shares	-	168.50
Closing Balance	7,313.00	7,313.00
b) General Reserve	890.00	890.00
c) Profit and Loss Account		
As per last balance sheet	17,079.66	15,667.61
Add : Transfer from Profit & Loss Account	1,479.85	1,209.39
Add : Forfeited Convertible Warrants	-	202.66
Less : Appropriations Adjustment Relating to Fixed Assets (Note No 12.1)	41.51	-
	18,518.00	17,079.66
TOTAL OF RESERVES & SURPLUS	26,721.00	25,282.66

NOTE : 04 LONG TERM BORROWINGS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
SECURED LOANS		
Borrowings from Banks :		
Term Loan - Rupee	840.38	580.73
Term Loan - Foreign Currency	-	62.74
Term Loan - Buyers Credit	522.64	1,238.99
Vehicle Loans	96.91	102.73
	1,459.93	1,985.19
UNSECURED LOANS		
Intercompany Loans	-	11.28
	-	11.28
TOTAL OF LONG TERM BORROWING	1,459.93	1,996.47

4.1 Term Loan ₹23.19 lacs are secured by way of First Pari Passu charge over the movable & immovable properties of the Company situated at Block No.160, 147A paiki, 162 at village Dalpur, Taluka-Prantij, Dist: Sabarkantha, Gujarat, over the movable assets including Plant & Machineries situated at Survey No.16 (paiki) Village: Jawanpura, Tal: Idar, Dist: Sabarkantha, Gujarat and over the One Wind Mill No.V-20 at survey No.204/1, Paiki, Village Vanku, Tal.Abdasa, Dist: Kutch, Gujarat AND Second Pari passu charge over entire current Assets situated at Block No.160, 147A paiki, 162 at village Dalpur, Taluka-Prantij, Dist: Sabarkantha, Gujarat and over entire current assets situated at Survey No.16 (paiki) Village: Jawanpura, Tal: Idar, Dist: Sabarkantha, Gujarat.

4.2 Vehicle loans are secured by hypothecation of vehicles in favour of Bank.

NOTE : 05 DEFERRED TAX LIABILITY (Net)

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
DEFERRED TAX LIABILITIES : Related to		
Depreciation	1,532.72	1,310.13
Disallowance under the Income Tax Act,1961	278.22	350.18
TOTAL OF DEFERRED TAX LIABILITY (Net)	1,810.94	1,660.31

5.1 The Net Increase during the year in the deferred tax liability ₹150.63 Lacs (P.Y. ₹113.54 Lacs Decrease) has been credited to the Statement of Profit & Loss Account.

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 06 OTHER LONG TERM LIABILITIES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Trade Security Deposits	595.69	597.17
Others	273.54	181.82
TOTAL OF OTHER LONG TERM LIABILITIES	869.23	778.99

NOTE : 07 LONG TERM PROVISIONS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Provision for Employee Benefit	9.27	2.59
TOTAL OF OTHER LONG TERM LIABILITIES	9.27	2.59

NOTE : 08 SHORT TERM BORROWINGS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
SECURED LOANS		
CASH CREDIT/BUYERS CREDIT LOAN		
FROM BANK		
Rupees Loan	15,055.34	19,329.98
Foreign Currency Loan - Buyers Credit	-	169.50
TOTAL OF SECURED	15,055.34	19,499.48
TOTAL OF SHORT TERM BORROWING	15,055.34	19,499.48

8.1 Working capital loans are secured by hypothecation of present and future stock of Raw Materials, Stock in Process, Semi-finished goods, stores and spares and Book debts, receivables And second Pari Passu charge over entire movable assets and Immovable Properties of the Company situated at Block No.160, 147A paiki, 162 at village Dalpur, Taluka-Prantij, Dist:Sabarkantha, Gujarat (Vitrified/Wall /Marble Division) And Survey No.16 (paiki) , Village :Jawanpura, Taluka: Idar, District: Sabarkantha, Gujarat (Ceramic Division).

NOTE : 09 TRADE PAYABLES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Micro, Small and Medium Enterprises	1,539.62	2,160.94
Others	12,173.63	11,954.12
TOTAL OF TRADE PAYABLES	13,713.25	14,115.06

9.1 The details of amount outstanding to Micro, Small and Medium Enterprises based on available information with the Company is as under

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Principal amount due and remaining unpaid	1,539.62	2,160.94
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable in succeeding years	-	-

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 10 OTHER CURRENT LIABILITIES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Current maturities of long term debt	1,011.09	1,327.66
Interest accrued but not due on borrowings	0.50	6.37
Unpaid Dividends **	0.54	0.54
Statutory Dues Payable	732.96	205.10
Provision for Expenses	-	57.47
Trade / Securities Deposit	50.50	50.15
Advance from Customer	629.61	503.38
Capital Creditors	239.13	209.92
Other Payables	123.25	163.88
TOTAL OF OTHER CURRENT LIABILITIES	2,787.57	2,524.46

** Unpaid dividends do not include any amounts, due and outstanding, to be credited to investor Education and protection fund.

NOTE : 11 SHORT TERM PROVISIONS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Provisions for Employee Benefit	455.38	417.34
Others	3.91	5.15
TOTAL OF SHORT TERM PROVISIONS	459.29	422.49

NOTE : 12 FIXED ASSETS

(₹ in Lacs)

Description	Gross Block				Depreciation / Amortization				Net Block	
	As at 01-04-2014	Addition	Deduction / Adjustment	As at 31-03-2015	As at 01-04-2014	For the Year	Deduction / Adjustment	Upto 31-03-2015	As at 31-03-2015	As at 31-03-2014
TANGIBLE ASSETS :										
Land & Land Development	484.90	0.00	0.00	484.90	0.00	0.00	0.00	0.00	484.90	484.90
Power Plant-Windmill Land	10.00	0.00	0.00	10.00	0.00	0.00	0.00	0.00	10.00	10.00
Building - Factory	6643.96	0.00	0.00	6643.96	1302.20	210.61	0.00	1512.81	5,131.15	5,341.76
Office & Other Building	837.87	1.90	0.00	839.77	82.39	13.27	0.00	95.66	744.11	755.48
Plant & Machinery & Elec.	20384.09	2243.62	100.56	22527.15	10615.12	1389.37	56.14	11948.35	10,578.80	9,768.97
Power Plant - Wind Mill	601.85	0.00	0.00	601.85	363.18	22.87	0.00	386.05	215.80	238.67
Furniture & Fixture	682.82	39.40	0.00	722.21	186.08	79.44	0.00	265.52	456.70	496.74
Vehicle	562.78	72.33	7.99	627.12	220.58	61.13	1.79	279.92	347.20	342.20
Office Equipment	240.42	8.45	0.07	248.79	63.68	105.55	0.03	169.20	79.60	176.74
Computers	316.05	26.51	2.35	340.20	171.37	66.73	0.91	237.19	103.02	144.68
TOTAL (A)	30764.73	2392.20	110.97	33045.95	13004.60	1948.96	58.87	14894.69	18,151.27	17,760.13
INTANGIBLE ASSETS :										
Software & Website	1.18	0.00	0.00	1.18	0.24	0.19	0.00	0.43	0.76	0.95
Brand	0.00	651.10	0.00	651.10	0.00	0.27	0.00	0.27	650.83	-
Trade Mark	55.00	0.00	0.00	55.00	52.25	0.00	0.00	52.25	2.75	2.75
TOTAL (B)	56.18	651.10	0.00	707.28	52.49	0.46	0.00	52.95	654.34	3.70
TOTAL (A + B)	30820.91	3043.30	110.97	33753.23	13057.08	1949.42	58.87	14947.63	18,805.60	17,763.83
Previous Year	28287.98	2542.49	9.56	30820.91	10894.35	2164.06	1.33	13057.08	17,763.83	17,393.63
Capital Work-in-progress	715.84	1188.86	408.34	1496.36	0.00	0.00	0.00	0.00	1,496.36	715.84

12.1 Pursuant to the enactment of Companies Act 2013, the Company has applied the estimated useful lives as specified in Schedule II, except in respect of certain assets as disclosed in Accounting Policy on Depreciation, Amortisation and Depletion. Accordingly the unamortised carrying value is being depreciated / amortised over the revised / remaining useful lives. The written down value of Fixed Assets whose lives have expired as at 1st April 2014 have been adjusted in the opening balance of Profit and Loss Account amounting to 41.51 Lacs

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 13 NON-CURRENT INVESTMENT

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Long Term Investments other than trade (At Cost)		
In Equity Shares of Subsidiary company - Un Quoted		
AGL Industries Limited	-	-
18,76,000 Equity Shares of ₹10 each [Previous year 90,000 Equity Shares of ₹10/- each]		
Out of Total 18,76,000 Equity Shares, Fully Paid Up Eq.Shares was 90,000 and Partly Paid Shares was 17,86,000@₹5/-		
In Equity Shares of Joint Venture company - Un Quoted , fully paid up		
AGL Panaria Private Limited	-	-
49,16,500 Equity Shares of ₹10/- each [Previous Year 40,96,500 Equity Shares of ₹10/- each]		
In Equity Shares of Associate company - Un Quoted , fully paid up		
Astron paper & Board Mill Ltd.	1,044.90	896.78
118,50,000 Equity Shares of ₹10/- each [Previous Year 118,50,000 Equity Shares of ₹10/- each]		
Cost of acquisition (including Goodwill of ₹ NIL)	1,185.00	1,185.00
Add/(Less) : Group Share of Profit / (Losses) upto 31.03.2015	-140.10	-288.22
Others		
Amazon Ceramics Limited	-	365.19
100 Equity Shares of ₹4/- each [Previous Year 91,29,720 Equity Shares of ₹4/- each]		
Amount Nil Due to ₹ In Lacs		
In Partnership Firms	9.80	9.80
Investments in Mutual Funds	-	-
TOTAL OF NON CURRENT INVESTMENT	1,054.70	1,271.77

NOTE : 14 LONG TERM LOANS & ADVANCES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
(Unsecured Considered good)		
Advance Income Tax (Net of Provision)	350.37	268.74
Others	4,038.65	4,467.08
TOTAL OF LONG TERM LOANS & ADVANCES	4,389.02	4,735.82

NOTE : 15 OTHER NON CURRENT ASSETS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Deferred Expense	183.45	212.76
TOTAL OF OTHER NON CURRENT ASSETS	183.45	212.76

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 16 INVENTORIES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Raw Material	4,773.76	5,090.74
Packing Material	231.84	323.74
Semi Finished	1.11	72.11
Work-in-progress	2,119.10	1,969.87
Finished Goods	9,037.34	10,209.15
Stock-in-Trade		
(a) Inventories	688.57	910.08
(b) Goods-in-Transit	6.77	4.41
Consumables	28.26	46.12
Stock of Stores & Spares	1,975.05	1,932.92
Others		
(a) Stock of Fuel	259.37	185.51
TOTAL OF INVENTORIES	19,121.17	20,744.65

Inventory items have been valued considering the Significant Accounting Policy No. VI disclosed in Note no. 1 to these financial statements.

NOTE : 17 TRADE RECEIVABLES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
(Unsecured and Considered Good)		
Over six months	1,910.46	2,176.05
Others	14,646.70	16,947.86
TOTAL OF TRADE RECEIVABLES	16,557.15	19,123.91

NOTE : 18 CASH AND CASH EQUIVALENTS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Balance with Banks **	1,050.75	1,342.70
Cash on hand	49.55	33.39
Fixed deposits with banks		
(a) Less Than 12 Months Maturity	370.45	542.58
(b) More Than 12 Months Maturity	1.05	1.05
TOTAL OF CASH & CASH EQUIVALENTS	1,471.80	1,919.71

** Balance with Banks includes Unpaid Dividend of ₹94791/- (Previous Year ₹94,971/-)

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 19 SHORT TERM LOANS & ADVANCES

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Unsecured Considered Goods		
Balance with Customs, Central Excise Authorities	870.49	970.87
Deposit with Others	98.30	149.47
Advance to gratuity Trust	-	27.46
Prepaid Expense	156.04	61.73
Advance to Others **	834.03	687.60
TOTAL OF SHORT TERM LOANS & ADVANCES	1,958.86	1,897.12

** Advance to others includes advance to creditors

NOTE : 20 OTHER CURRENT ASSETS

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Income Accrued but Not Due	7.20	0.35
Miscellaneous Expenditure	98.76	155.01
TOTAL OF OTHER CURRENT ASSETS	105.96	155.36

NOTE : 21 REVENUE FROM OPERATIONS (NET)

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Sale of Products (Gross)	93,062.67	85,765.19
Less: Excise Duty/ VAT & CST Recovered	8,609.79	8,417.35
	84,452.88	77,347.84
Other Operating revenues	148.77	168.13
TOTAL OF REVENUE FROM OPERATIONS (NET)	84,601.65	77,515.97
PARTICULARS OF SALE OF PRODUCTS		
Tiles Products	72,396.84	63,784.08
Marble & Quartz	9,804.45	11,133.72
Agro Products	1,826.10	1,281.86
Others	425.49	1,148.18
	84,452.88	77,347.84
OTHER OPERATING REVENUES		
Wind Mill Power Generation Income	92.03	85.37
Job Work Income	-	13.64
Duty Draw Back income	56.02	69.12
	148.05	168.13

NOTE : 22 OTHER INCOME

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
interest income from Others	53.67	86.37
Other non-operating income	58.72	37.81
TOTAL OF OTHER INCOME	112.39	124.18

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 23 COST OF MATERIALS CONSUMED

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Raw Material Consumed		
Body Material	10,241.80	9,958.19
Glaze, Frits and Chemicals & Others	4,789.13	4,322.27
Packing Materials	1,070.59	930.52
	16,101.52	15,210.98
Semi Finished Material Consumed		
Marble	1,277.19	3,232.37
	1,277.19	3,232.37
TOTAL OF COST OF MATERIAL CONSUMED	17,378.71	18,443.35

NOTE : 24 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
FINISHED GOODS		
(a) Closing Stock on hand	9,037.34	10,209.15
(b) Opening Stock	10,209.15	10,620.74
	(1,171.81)	(411.59)
WORK IN PROCESS		
(a) Closing Stock on hand	2,119.10	1,969.87
(b) Opening Stock	1,969.87	1,670.60
	149.23	299.27
STOCK-IN-TRADE		
(a) Closing Stock on hand	695.34	914.49
(b) Opening Stock	914.49	1,554.13
	(219.16)	(639.64)
TOTAL OF CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE	(1,241.74)	(751.96)

NOTE : 25 EMPLOYEE BENEFIT EXPENSE

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Salaries and Wages	4,092.36	3,630.42
Contribution to Provident and Other Funds	248.76	177.07
Staff Welfare Expenses	58.02	64.93
TOTAL OF EMPLOYEE BENEFIT EXPENSE	4,399.13	3,872.41

NOTE : 26 FINANCE COSTS

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Interest Expenses	2,101.15	2,017.69
Other borrowing costs		
- Processing Fees	32.64	32.22
- Other Ancillary Cost	137.22	66.61
Applicable loss on foreign currency transactions and translation	-	0.47
TOTAL OF FINANCE COSTS	2,271.01	2,116.98

Notes on Consolidated Financial Statement for the year ended March 31, 2015

NOTE : 27 DEPRECIATION AND AMORTIZATION EXPENSE

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Depreciation Expense	1,907.92	2,162.75
Amortization Expense	2.34	0.21
TOTAL OF DEPRECIATION AND AMORTIZATION EXPENSE	1,910.26	2,162.96

NOTE : 28 POWER & FUELS

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Fuel & Gas Consumed	10,069.42	9,077.64
Electricity Power Consumed	3,052.12	2,554.67
TOTAL OF POWER & FUELS	13,121.54	11,632.31

NOTE : 29 OTHER EXPENSES

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
MANUFACTURING EXPENSE		
Stores Materials Consumed	1,359.82	1,322.06
Loading Unloading & Other factory overheads	624.53	668.84
Repairs to Buildings	9.49	7.60
Repairs to Machinery	93.96	86.25
	2,087.80	2,084.75
SALES & DISTRIBUTION EXPENSE		
Advertisement Expense	448.42	573.30
Excise Duty	313.49	177.43
Other Selling & Distribution Expense	2,947.37	2,604.97
	3,709.28	3,355.70
OFFICE & ADMINISTRATIVE EXPENSE		
Insurance	117.68	103.97
Rent , Rates & Taxes	352.85	404.53
Auditor's Remuneration	10.56	8.32
Director's Travelling	6.84	9.57
Travelling & Conveyance	739.89	716.87
Charity & Donations	4.41	11.42
Legal & Professional Fees	95.08	102.45
Loss on Sale of Assets	4.38	0.25
Misc. & General Expenses	151.50	127.13
Postage & Courier & Commission	142.55	135.86
Printing & Stationery	46.06	59.66
Repairs & Maintenance - Others	68.70	64.45
Vehicle Repairs & Maintenance	63.92	64.50
Sundry Balance Written off	27.85	(48.73)
Other Expenses	89.48	100.42
Clearing & Forwarding & Frieght Exps.	26.84	-
Foreign Exchange Loss	(191.45)	251.12
	1,757.13	2,111.77
TOTAL OF OTHER EXPENSES	7,554.21	7,552.22

Notes on Consolidated Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

30. During the year, Expenditure incurred of ₹ NIL (P.Y. ₹3,66,90,351) towards Advertisement, Brand Promotion & Exhibition Exp of new products are deferred as the benefit out of it is expected to occur in future year also.
31. The quantity of inventories is based upon physical verification by the management and the valuation is also based on details of cost and realizable value (wherever applicable) considering the quality & other relevant factors ascertained by management. The quantities of inventories, sales, and purchases are taken on the basis of details worked out from the bills and the stock records maintained by the Company (wherever applicable).
32. **In the opinion of the Board of Directors,**
 (1) Current Assets, Loans & Advances are realizable in the ordinary course of business, at the value at which they are stated.
 (2) The provision for all known liabilities are adequate and not in excess of the amount reasonably necessary.
33. In sample sale, only Excise, EDU and HEDU payable on sample sale value is charged as expenses considering no commercial value of samples.
34. Balance of sundry creditors, debtors, debit/credit balance of loans and advances are subject to confirmation from the respective parties.
35. Figures of the previous year have been regrouped / rearranged wherever necessary to make them comparable with the current year figures.

36. Dues to Small, Micro & Medium Enterprises :-

(₹ in Lacs)

Particulars	2014-15	2013-14
1. Principal amount outstanding	1539.62	2160.94
2. Interest due on (1) above and the unpaid interest	-	-
3. Interest paid on all delayed payments under MSMED Act	-	-
4. Payment made beyond the appointed date during the Year	-	-
5. Interest due and payable for the period of delay other than (3) above	-	-
6. Interest accrued and remaining unpaid	-	-
7. Amount of further interest remaining due and payable in succeeding years	-	-

The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 are as per available information with the Company.

37. We have verified the vouchers and documentary evidences wherever made available. Where no documentary evidences were available we relied on the authentication given by the management.

38. The expenditure incurred in foreign exchange :-

(₹ in Lacs)

Particulars	2014-15	2013-14
Foreign Travelling	7.09	8.52
Foreign Exhibition	17.96	23.84
Foreign Sales Commission	38.97	24.05
R & D Sample & other Product	23.96	0.00
Commission Income	5.01	0.00

39. Particulars of Sales & stocks :-

(₹ in Lacs)

Particulars	Tiles	Marble	Others	Total
Opening Stock	9219.38	1801.65	102.61	11123.64
	(9750.96)	(2132.96)	(150.37)	(26920.92)
Purchase	32997.44	78.13	1870.62	34946.19
	(26822.60)	(120.79)	(2004.51)	(28947.90)
Closing Stock	7702.77	1965.5	64.41	9732.68
	(9219.38)	(1801.65)	(102.61)	(11123.64)
Sales	72545.61	9804.45	2251.59	84601.65
	(63952.21)	(11133.72)	(2430.04)	(77515.97)

Note : Figures in bracket shows previous year figures.

Notes on Consolidated Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

40. Value of Export calculated at F.O.B. valued :- ₹3031.19 Lacs /- (P.Y. ₹2428.35 Lacs)

41. CIF Value of Import :- ₹4509.38 Lacs /- (₹ in Lacs)

Particulars	2014-15	2013-14
Store & Spares And Capital Goods	1654.60	600.31
Raw Materials	340.85	893.56
Finish Goods	1530.63	1376.68
Semi Finish Marble	980.59	2556.24
Other Design Materials	2.71	2.29
Total	4509.38	5429.08

42. Details of Auditors Remuneration :- (₹ in Lacs)

Particulars	2014-15	2013-14
Statutory Audit	8.03	6.00
Tax Audit	0.70	0.56
Others	1.83	1.76
Total	10.56	8.32

43. Disclosure required by the AS15 (Revised) :- Employee

A. Components of Employer Expense (₹ in Lacs)

Particulars	2014-15	2013-14
1. Current service Cost (Including risk premiums for fully insured schemes)	31.62	34.78
2. Interest Cost	(2.55)	11.28
3. Expected Return on Assets	32.43	(10.92)
4. Curtailment Cost/(Credit)	-	-
5. Settlement Cost/(Credit)	-	-
6. Past Service Cost	-	-
7. Actuarial (gain)/and Losses	-	(47.40)
8. Total Employer Expense recognised in the P & L	61.50	(12.27)

(I) Net Asset/(Liability) Recognised in Balance Sheet March 31, 2015 (₹ in Lacs)

	2014-15	2013-14
1. Present value of Defined Benefit Obligation as at March 31, 2015	(179.59)	148.61
2. Fair Value of Plan Assets as at March 31, 2015	175.54	(121.15)
3. Funded status [Surplus/(Deficit)]	(4.04)	27.46
4. Unrecognised Past Service Costs	-	-
5. Net Assets/(liability) recognised in Balance Sheet	(4.04)	27.46

Notes on Consolidated Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

(₹ in Lacs)

(II) Change in Obligation & Assets over the period ending on March 31, 2015	2014-15	2013-14
1 Present value of Defined Benefit Obligation At Beginning (Opening)	121.14	137.51
2 Employer Service Cost	31.63	-
3 Interest Cost	11.27	11.28
4 Curtailment cost/(Credit)	30.98	34.78
5 Settlement cost/(Credit)	-	-
6 Plan Amendments	-	-
7 Acquisitions	-	-
8 Actuarial (Gain)/Loss	-	(47.81)
9 Benefits Payments	(15.46)	(14.61)
10 Present value of Defined Benefit Obligation At Beginning (Closing)	179.57	121.14

B. Change in Assets

(₹ in Lacs)

Particulars	2014-15	2013-14
1 Fair Value of Plan assets at the Beginning of the period	148.60	121.37
2 Expected Return on Plan Assets (Para 108/109)	13.83	10.92
3 Actuarial Gain / (Loss)	(1.43)	(0.41)
4 Assets Distributed on Settlements	-	-
5 Actual Company contributions less Risk Premium	30.00	31.33
6 Benefits payments	(15.46)	(14.61)
7 Fair Value of the assets at the end of the period	175.54	148.60

(₹ in Lacs)

[A] Net Asset/(Liability) Recognised in Balance Sheet March 31, 2015	2014-15	2013-14
1 Net assets/(Liability) Recognized in the Balance Sheet at the beginning of the period March 31, 2014	(27.46)	(16.14)
2 Employer Expense	61.50	12.27
3 Employer Contributions	(30.00)	31.33
4 Acquisitions/business combinations	-	-
5 Net Assets/(liability) recognized in Balance Sheet as on March 31, 2015	4.04	27.46

(₹ in Lacs)

Assumption	31st March, 2015	31st March, 2014
Discount rate (P78 of AS15R)	7.96%	9.31%
Expected return on assets (P107-109 AS15R)	7.96%	9.31%
Salary Increases (Para 83-91 and 120(I) AS15R)	4.00%	4.00%
Withdrawal rates	2.00%	4.00%
LIC (1994-96) Published table of Mortality Rates.	Indian Assured Lives Mortality (1994-96) (Modified) Ultimate	

Notes on Consolidated Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

44. Accounting for taxes of Income :- (AS-22)

(a) Deferred tax liabilities comprises of timing differences on account of :

(₹ in Lacs)

Particulars	As at March 31, 2015	As at March 31, 2014
Depreciation	1734.93	1480.58
Deferred Expenses	307.55	340.10
Interest Accrued but not due	(1.87)	(1.71)
Leave Encashment & Bonus	(27.46)	(22.46)
Others	-	-
Total	2013.15	1796.51

(b) The Provision for current taxes has been made in the account as per the provisions of Income Tax Act, 1961.

45. Earning Per Share :- (AS-20)

i) The amount used as numerator in calculating basic and diluted earning per share is the profit after depreciation and taxes i.e. ₹1479.85/- Lacs.

ii) The number of ordinary shares used as the denominator in calculating the basic / diluted earning per share is 2,25,82,541 i.e. weighted number of equity shares as on the date of balance sheet 31st March, 2015.

(₹ in Lacs)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014
Profit attributable to the Equity Shareholders (₹) (A)	1479.85	1209.39
Weighted average No. of Equity Shares Outstanding during the year (B)	225.83	225.83
Nominal value of Equity Shares ₹	10	10
Basic / Diluted Earnings per Share (₹) (A) / (B)	6.55	5.36

46. Borrowing Cost :- (AS-16)

Based on the guiding principle given in Accounting Standard on "Borrowing Cost" (AS-16) issued by the ICAI, the Company has capitalized ₹ Nil/-, (P.Y. ₹ Nil/-) during the year to the Fixed Assets.

47. Segment Reporting :- (AS-17)

Based on the guiding principle given in Accounting Standard on "Segment Reporting" (AS-17) issued by the ICAI, the Company's primary business is manufacturing of Tiles, the tiles business of the Company incorporate product groups i.e. Ceramic Tiles which mainly have similar risk and returns, accordingly there are no separately segment.

The operation of the Company is in India and all Assets and Liabilities are located in India. And analysis of the Sales by Geographical market is given below. (₹ in Lacs)

Sr. No.	Location	2014-15	2013-14
1.	India	81,487.98	75,113.62
2.	Out side India	3,113.67	2,402.35

48. Related Party Disclosures under :- (AS-18)

During the year the Company entered into transaction with the related parties. Those transactions along with related balances as at 31st March, 2015 and for the year then ended are presented in the following.

List of related parties with whom transaction have taken place during the year along with nature and volume of transactions.

Key Management Personnel :-

Kamleshbhai Bhagubhai Patel	Kanubhai Bhikhabhai Patel
Mukeshbhai Jivabhai Patel	Bhavesbhai Vinodbhai Patel
Sureshbhai Jivabhai Patel	Bhogibhai Bhikhabhai Patel

Notes on Consolidated Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

Relatives of Key Management Personnel:-

Heenaben Kamleshbhai Patel	Hiren Sureshbhai Patel
Bhagubhai Punjabhai Patel	Sureshbhai Bhikhabhai Patel
Hiraben Bhagubhai Patel	Asmitaben Bhaveshbhai Patel
Saunak Mukeshbhai patel	Vipulbhai Vinodbhai Patel
Bhanuben Mukeshbhai Patel	Vinodbhai Lalabhai Patel
Dhuliben Jivabhai Patel	Rameshbhai Bhikhabhai Patel
Chhayaben Sureshbhai Patel	-

(Amount in ₹)

Sr No	Particulars	Key Management Personnel	Relatives of Key Management Personnel
(A)	Transaction during the year		
1	Deposit Taken	6,00,000	
2	Deposit Repaid	6,00,000	
3	Loan Given	30,00,000	70,00,000
4	Loan Repaid	30,00,000	70,00,000
5	Director Remuneration		1,07,40,000
6	Salary	72,60,000	
7	Director Sitting Fee	2,11,127	
8	Share Sale	400	400
9	Lease Rent Exp	5,894	23,576
10	Rent Income Received	9,79,200	428,400
(B)	BALANCE AS AT 31ST MARCH 2015		
1	Loan & Advances	2,44,800	1,07,100

49. During the year the Company has taken short term unsecured loan ₹20 Crore for working capital requirement against domestic receivable from Axis Bank. Instead of showing the same under the Balance Sheet head current liabilities in short term borrowing. The Company has deducted the same amount from trade receivable in current assets.

50. Contingent Liabilities :- (AS-29)

In view of the Accounting Standard issued by ICAI "Provisions and Contingent Liabilities" (AS-29), following contingent liabilities have been identified which have not been provided for in the books of accounts.

(₹ in Lacs)

Sr No	Particulars	Amount
1	Bank Guarantee	2182.54
2	Custom Duty which may arise if obligation for exports is not fulfilled against import of capital goods under EPCG.	304.31
3	Claims against the Company / Disputed Liabilities not acknowledged as Debts	
	i) Sales Tax demands against which Company has preferred appeal.	295.26
	ii) Excise Duty claim by DGCEI-Ahmedabad	2043.18
	iii) Income tax	3672.96
	iv) Consumer / Legal Cases	20.51
	v) Letters of Credit opened with Bank	1515.57

The Company has filed appeal before The Joint Commissioner of Commercial Tax – Appeals for demand of Sales Tax of ₹45,07,857 and ₹19,62,743 for the financial year 2003-04 & 2004-05 respectively. The Dispute is regarding set off against the purchase of fuel not allowed by the Sales tax Department. However, Gujarat High Court has given the decision in favour of M/s Ami pigment Ltd and hence the Company has filed appeal on the basis of this decision

The Company has also filed an appeal before The Deputy Commissioner of Commercial Tax–Appeals-III, Gandhinagar against demand of VAT for ₹49,27,910 raised in

Notes on Consolidated Financial Statement for the year ended March 31, 2015

OTHER NOTES ON ACCOUNT

provisional assessment made by The Asst. Commissioner of Commercial Tax Enforcement Division, wing-III, Gandhinagar for the financial year 2007-08 on account of issue of in put VAT credit reduction method on OGS Branch Transfer and Sample Sales.

The Company has also filed first appeal before The Joint Commissioner of Commercial Tax – Appeals against demand of CST (Net) for ₹48,23,126 for the financial year 2008-09 for pending “ C ” forms.

The Company has also filed first appeal before The Joint Commissioner of Commercial Tax–Appeals-I, Ahmedabad against demand of CST for ₹8,83,893 raised in regular assessment made by The Deputy Commissioner of Commercial Tax, Corporate Cell-1, Gandhinagar for the financial year 2009-10 for pending “ C ” forms

The Company has also filed first appeal before The Joint Commissioner of Commercial Tax–Appeals-I, Ahmedabad against demand of CST for 1,24,20,314 raised in the regular assessment made by The Deputy Commissioner of Commercial Tax, Circle-7, Gandhinagar for the financial year 2010-11 for pending “ C ” forms

Disputed Income Tax Liability of ₹2746.20 Lacs for various Asst. Years for which department has preferred appeals at higher levels. Out of these, Liabilities to the extent of ₹192.74 Lacs have remained pending after CIT (Appeals) order effect. The Company has already paid ₹192.74 Lacs towards remaining disputed liabilities and there is no disputed amount remains unpaid. Company has preferred an appeal before Gujarat High Court.

Disputed Income tax Liability of ₹336.68 Lacs for A.Y.2006-07 Re-Assessment for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

Disputed Income tax Liability of ₹118.77 Lacs of A.Y.2010-11 for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

Disputed Income tax Liability of ₹27.66 Lacs of A.Y.2011-12 for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

Disputed Income tax Liability of ₹636.39 Lacs of A.Y.2012-13 for which the Company has preferred an appeal before the CIT (Appeal) Ahmedabad.

51. Derivative Instruments :-

The outstanding position of derivatives instruments as on March 31, 2015 is ₹ NIL.

The details of foreign currency exposures those are not hedged by a derivate instrument i.e. forward contract are as under:

Nature	As at March 31, 2015		As at March 31, 2014	
	Amount	Foreign Currency	Amount	Foreign Currency
	(₹ in Lacs)	(in Lacs)	(₹ in Lacs)	(in Lacs)
Buyer's Credit	477.55	EURO 6.84 USD 0.00	1408.49	EURO 904.99 USD 503.49
Foreign Currency Loan	0.00	USD 0.00	132.74	USD 2.21

The forex exposure is 100% naturally hedge against our Export Receivable.

The accompanying Notes are an integral part of the Financial Statements

In terms of our report of even date attached

A. L. Thakkar & Co.
Chartered Accountants
FRN: 120116W

[Sanjiv V. Shah]
Partner
Membership No. 42264

Place : Ahmedabad
Date : May 30, 2015

Renuka Upadhyay
DGM & Company Secretary
(Secretarial and Legal)

For and on behalf of
ASIAN GRANITO INDIA LIMITED

[Kamleshbhai B. Patel]
Chairman & Managing Director
[Din : 00229700]

[Mukeshbhai J. Patel]
Managing Director
[Din : 00406744]

Place : Ahmedabad
Date : May 30, 2015



ASIAN GRANITO INDIA LIMITED

Asian Granito India Ltd. CIN: L17110GJ1995PLC027025

Regd. Office: 202, Dev Arc, Opposite Iscon Temple, S.G. Highway, Ahmedabad – 380 015

T: +91 79 66125500/698 F: +91 79 66125600/66058672

Email: info@aglasiangranito.com Website: www.aglasiangranito.com

ATTENDANCE SLIP

(To be presented at the entrance)

20TH ANNUAL GENERAL MEETING ON THURSDAY, 24TH SEPTEMBER, 2015 AT 10.00 A.M. at AMA HALL, AMA COMPLEX, ATIRA, DR. VIKRAM SARABHAI MARG, AHMEDABAD 380015

Folio No.	
Client ID No.	

DP ID No.	
No. of Share(s) Held	

Name of the Share holder (Signature)

Name of the Proxyholder (In Block Letters) (Signature)

Note:

1. Only Member/Proxyholder can attend the Meeting.
2. Electronic copy of the Annual Report for 2015 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form are being sent to the members whose email address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving the electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.



ASIAN GRANITO INDIA LIMITED

Asian Granito India Ltd. CIN: L17110GJ1995PLC027025

Regd. Office: 202, Dev Arc, Opposite Iscon Temple, S.G. Highway, Ahmedabad – 380 015

T: +91 79 66125500/698 F: +91 79 66125600/66058672

Email: info@aglasiangranito.com Website: www.aglasiangranito.com

FORM NO. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Folio No.	
Client ID No.	

DP ID No.	
No. of Share(s) Held	

Name of the Member(s):

Registered address:

E-mail Id:

I / We, being the member(s) of ... Shares of Asian Granito India Limited, hereby appoint

1. Name: E-mail Id:

Address: Signature:or failing him

2. Name: E-mail Id:

Address: Signature:or failing him

3. Name: E-mail Id:

Address: Signature: as my/our

proxy to attend and vote (on a poll) for me/us and on my/our behalf at the twentieth Annual General Meeting of the Company to be held on Thursday, 24th September, 2015 at 10.00 a.m. at AMA HALL, AMA COMPLEX, ATIRA, DR. VIKRAM SARABHAI MARG, AHMEDABAD 380015 and at any adjournment thereof in respect of such resolutions as are indicated below:

P.T.O.





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

Resolution	
1	To approve and adopt the Audited Financial Statements including Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, notes forming part thereof, the Cash Flow Statement for the year ended on that date and the Consolidated Financial Statements, together with the Board's Report and the Auditor's Report thereon.
2	Re-appointment of Mr. Bhaveshbhai V. Patel as a Director of the Company.
3	Re-appointment of Auditors.
4	To adopt new set of Articles of Association of the Company.

Signed this..... day of..... 2015

Signature of shareholder:.....

Signature of Proxy holder(s): (1)..... (2)..... (3).....

Affix
Revenue
Stamp here

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Twentieth Annual General Meeting.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Kamleshbhai Patel	Chairman & Managing Director
Mr. Mukeshbhai Patel	Managing Director
Mr. Sureshbhai Patel	Director
Mr. Bhaveshbhai Patel	Director
Mr. Kanubhai Patel	Director
Mr. Bhogibhai Patel	Director
Mr. Maganlal Prajapati	Director
Mr. Shankarlal Patel	Director
Mr. Ajendrakumar Patel	Director
Mr. Amrutbhai Patel	Director
Mr. Premjibhai Chaudhari	Director
Dr. Indira Nityanandam	Director

KEY MANAGERIAL PERSONNEL

Mr. Kalidas Patel	Chief Financial Officer
Mrs. Renuka A. Upadhyay	DGM & Company Secretary (Secretarial & Legal)
Mr. B. G. Vyas	Chief Operating Officer

AUDIT COMMITTEE

Mr. Maganlal Prajapati	Chairman
Mr. Amrutbhai Patel	Member
Mr. Kamleshbhai Patel	Member

NOMINATION & REMUNERATION COMMITTEE

Mr. Maganlal Prajapati	Chairman
Mr. Ajendrabhai Patel	Member
Mr. Shankarlal Patel	Member

STAKEHOLDER'S GRIEVANCE COMMITTEE

Mr. Maganlal Prajapati	Chairman
Mr. Kamleshbhai Patel	Member
Mr. Amrutbhai Patel	Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Kamleshbhai Patel	Chairperson
Dr. Indira Nityanandam	Member
Mr. Mukeshbhai Patel	Member

BANKERS

State Bank of India
Commercial Branch, Ahmedabad

HDFC Bank
Navrangpura Branch, Ahmedabad

IDBI Bank
Ellis Bridge Branch, Ahmedabad

REGISTERED & CORPORATE OFFICE

202, Dev Arc, Opp. Iskon Temple,
Sarkhej Gandhinagar Highway,
Ahmedabad – 380 015

FACTORY OFFICE

Ceramic Zone, Katwad Road,
At & Po. Dalpur, Taluka Prantij 383 120,
Dist.: Sabarkantha.

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound,
LBS Marg, Bhandup (W), Mumbai- 400078.

STATUTORY AUDITORS

M/s. A. L. Thakkar & Co.
Chartered Accountants
Ahmedabad

SECRETARIAL AUDITORS

M/s. Shilpi Thapar and Associates
Company Secretaries,
Ahmedabad



Asian Granito India Ltd.

— Beautiful Life —

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