



JYOT GALA & ASSOCIATES

CHARTERED ACCOUNTANT

108/3276, Hira Navjeevan CHS,
Pant Nagar,
Ghatkopar (East)
MUMBAI - 400 075

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED

Report on Standalone Financial Statements

We have audited the accompanying financial statements of **NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED** ("the Company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the period then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes 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 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 provisions of the Act and the Rules made thereunder.

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





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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 circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting 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 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 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 31 March 2015, and its loss and its cash flows for the period ended on that date.

Emphasis of Matter

Financial Statements are prepared on a "going concern" basis as stated in Note 2(b). Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. This report does not include a statement on the matters specified in Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section 11 of section 143 of the Act, since in our opinion and according to the information and explanations given to us, the said Order is not applicable to the Company.
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.





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- 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.

**For Jyot Gala & Associates
Chartered Accountants**

**Jyot Bhavesh Gala
Proprietor
Mumbai, 28 April 2015**



NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED
BALANCE SHEET AS AT 31 MARCH 2015

Particulars	Note No	As At 31 March 2015		As At 30 September 2014	
		CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
I. EQUITY AND LIABILITIES					
(1) Shareholders' Funds					
(a) Share Capital	3	99.52	5.29	99.52	5.29
(b) Reserves and Surplus	4	(1,836.93)	(118.59)	(1,836.93)	(118.82)
(2) Current Liabilities					
(a) Other current liabilities	5	1,843.37	124.11	1,843.37	124.11
Total		105.97	10.81	105.97	10.58
II. Assets					
(1) Non-current assets					
(a) Fixed assets	6				
(i) Tangible assets		-	-	0.00	-
(b) Long term loans and advances	7	-	-	-	-
(2) Current assets					
(a) Trade receivables	8	-	-	-	-
(b) Cash and Bank Balances	9	105.97	10.81	105.97	10.58
Total		105.97	10.81	105.97	10.58

Significant Accounting Policies

1

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

As per our Attached Report of Even Date

For Jyot Gala & Associates

For Ningxia Wanbury Fine Chemical Company Limited

Chartered Accountants




Jyot Bhavesh Gala
Proprietor



Director

NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED

STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED 31 MARCH 2015

	Note No.	For the Period ended 31.03.2015	For the Period ended 31.03.2015	For the Period ended 30.09.2014	For the Period ended 30.09.2014
		CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
INCOME					
Revenue From Operations		-	-	-	-
Total Revenue		-	-	-	-
EXPENDITURE					
Depreciation and Amortisation Expenses		0.00	0.00	1.48	0.13
Other Expenses	10	-	-	1,270.07	126.84
Total Expenditure		0.00	0.00	1,271.55	126.97
LOSS BEFORE TAX		(0.00)	(0.00)	(1,271.55)	(126.97)
Tax Expense		-	-	-	-
- Current Tax		-	-	-	-
LOSS FOR THE YEAR		(0.00)	(0.00)	(1,271.55)	(126.97)

Significant Accounting Policies 1

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

For Jyot Gala & Associates

Chartered Accountants



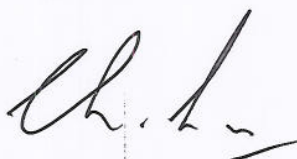
Jyot Bhavesh Gala

Proprietor

Mumbai, 28th April, 2015



For Ningxia Wanbury Fine Chemical Company Limited



Director

NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED
CASH FLOW STATEMENT FOR THE PERIOD ENDED 31 MARCH 2015

	Period Ended 31 March 2015		Period Ended 30 September 2014	
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
A Cash flows from Operating Activities				
Net Profit/(Loss) before Tax	(0.00)	(0.00)	(1,271.55)	(126.97)
Non-cash adjustment to reconcile profit before tax to net cash flows:				
Depreciation	0.00	0.00	1.48	0.13
Interest Charges	-	-	-	-
Operating Profit/(Loss) before Movements/Adjustments:	-	-	(1,270.07)	(126.84)
Movements/Adjustments for:				
Decrease/(Increase) in Trade Receivable	-	-	80.22	6.94
Decrease/(Increase) in Long term loans and advances	-	-	1,189.85	102.96
Increase/(Decrease) in Foreign Currency Exchange Reserve	-	0.23	-	18.35
Increase/(Decrease) in Other Current Liabilities	-	-	-	-
Cash Generated from/(used in) Operations.	-	0.23	-	1.41
Direct Taxes Paid (Net of Refunds)	-	-	-	-
Net Cash generated from/(used in) Operating Activities	-	0.23	-	1.41
B Cash flows from Investing Activities				
Net Cash generated from/(used in) Investing Activities	-	-	-	-
C Cash flows from Financing Activities				
Interest paid	-	-	-	-
Net Cash generated from/(used in) Financing Activities	-	-	-	-
Net increase /(decrease) in cash & cash equivalents	-	0.23	-	1.41
Cash and Cash equivalents as at the beginning of the period	105.97	10.58	105.97	9.17
Cash and Cash equivalents as at the end of the period	105.97	10.81	105.97	10.58

Figures in brackets indicates outflow.

As per our Attached Report of Even Date
For Jyot Gala & Associates
Chartered Accountants



Jyot Bhavesh Gala
Proprietor
Mumbai, 28th April, 2015



For Ningxia Wanbury Fine Chemical Company Limited



Director

NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED

NOTE FORMING PART OF THE ACCOUNTS FOR THE PERIOD ENDED 31 MARCH 2015

3 Share Capital

Particulars	As at 31 March 2015	As at 31 March 2015	As at 30 September 2014	As at 30 September 2014
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
Authorised				
1 3300 Equity Shares of USD 1 Each	99.82	5.31	99.82	5.31
	99.82	5.31	99.82	5.31
Issued, Subscribed and Paid-Up				
13260 Equity Shares of USD 1 Each	99.52	5.29	99.52	5.29
Total	99.52	5.29	99.52	5.29

3.1 Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Particulars	Ordinary Shares	Ordinary Shares
	31.03.2015	30.09.2014
Shares outstanding at the beginning of the period	13,260	13,260
Shares Issued during the period	-	-
Shares bought back during the period	-	-
Shares outstanding at the end of the period	13,260	13,260

3.2 Details of Ordinary shareholders holding more than 5% shares in the company

Name of Shareholder	As at 31 March 2015		As at 30 September 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Wanbury Limited India- Holding Company	13,260	100.00%	13,260	100.00%

3.3 Terms/Right attached to equity shares

The Company has issued only one class of equity shares having a value of USD 1 per share.



NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED

NOTE FORMING PART OF THE ACCOUNTS FOR THE PERIOD ENDED 31 MARCH 2015

4 Reserves & Surplus

Particulars	As at 31 March 2015	As at 31 March 2015	As at 30 September 2014	As at 30 September 2014
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
a. Exchange Fluctuation Reserve		43.54	-	43.31
b. Surplus				
Opening balance	(1,836.93)	(162.13)	(565.38)	(35.16)
(+) Net Profit/(Net Loss) For the current period	(0.00)	(0.00)	(1,271.55)	(126.97)
	(1,836.93)	(162.13)	(1,836.93)	(162.13)
Total	(1,836.93)	(118.59)	(1,836.93)	(118.82)

5 Other Current Liabilities

Particulars	As at 31 March 2015	As at 31 March 2015	As at 30 September 2014	As at 30 September 2014
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
Wanbury Limited - Advances for Material	1,843.37	124.11	1,843.37	124.11
	1,843.37	124.11	1,843.37	124.11



NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED
NOTE FORMING PART OF THE ACCOUNTS FOR THE PERIOD ENDED 31 MARCH 2015

SCHEDULE - 6 FIXED ASSETS

(CNY in Thousands)

6.1 Current Period

DESCRIPTION	GROSS BLOCK			DEPRECIATION/AMORTISATION			NET BLOCK	
	As at 01-Oct-14	Additions	Deduction/ Adjustment	As at 31-Mar-15	For the Period 1-Oct-14 To 31-Mar-15	Deductions/ Adjustment	As at 31-Mar-15	As at 30-Sep-14
Computers	6.39	-	-	6.39			6.39	0.00
Total	6.39	-		6.39	-		6.39	0.00

(Rs. in Lacs)

DESCRIPTION	GROSS BLOCK			DEPRECIATION/AMORTISATION			NET BLOCK	
	As at 01-Oct-14	Additions	Deductions/ Adjustment	As at 31-Mar-15	For the Period 1-Oct-14 To 31-Mar-15	Deductions/ Adjustment	As at 31-Mar-15	As at 30-Sep-14
Computers	0.55	-		0.55		-	0.55	0.00
Total	0.55	-		0.55	-		0.55	0.00



NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED

NOTE FORMING PART OF THE ACCOUNTS FOR THE PERIOD ENDED 31 MARCH 2015

SCHEDULE - 6 FIXED ASSETS

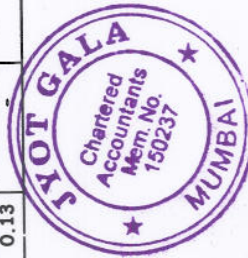
(CNY in Thousands)

6.2 Previous Period

DESCRIPTION	GROSS BLOCK			DEPRECIATION/AMORTISATION			NET BLOCK	
	As at 1-Apr-13	Additions	Deduction/ Adjustment	As at 30-Sept-14	For the Period 1-Apr-13 To 30-Sept-14	Deductions/ Adjustment	As at 30-Sept-14	As at 31-Mar-13
Computers	6.39	-	-	6.39	1.48		6.39	1.48
Total	6.39	-		6.39	1.48		6.39	1.48

(Rs. in Lacs)

DESCRIPTION	GROSS BLOCK			DEPRECIATION/AMORTISATION			NET BLOCK	
	As at 1-Apr-13	Additions	Deductions/ Adjustment	As at 30-Sept-14	For the Period 1-Apr-13 To 30-Sept-14	Deductions/ Adjustment	As at 30-Sept-14	As at 31-Mar-13
Computers	0.55	-	-	0.55	0.13	-	0.55	0.13
Total	0.55	-	-	0.55	0.13	-	0.55	0.13



NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED

NOTE FORMING PART OF THE ACCOUNTS FOR THE PERIOD ENDED 31 MARCH 2015

7 Long Term Loans & Advances

Particulars	As at 31 March 2015	As at 31 March 2015	As at 30 September 2014	As at 30 September 2014
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
Unsecured, considered doubtful				
Advances for JV	1,153.78	115.23	1,153.78	115.23
Other Loans & Advances	36.07	3.60	36.07	3.60
	1,189.85	118.84	1,189.85	118.84
Less: Provision for Doubtful Loans & Advances	(1,189.85)	(118.84)	(1,189.85)	(118.84)
	-	-	-	-

8 Trade Receivables

Particulars	As at 31 March 2015	As at 31 March 2015	As at 30 September 2014	As at 30 September 2014
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
Unsecured, considered doubtful (Outstanding for more than 6 month)	80.22	8.01	80.22	8.01
	80.22	8.01	80.22	8.01
Less: Provision for Trade Receivables	(80.22)	(8.01)	(80.22)	(8.01)
	-	-	-	-

9 Cash and Bank Balances

Particulars	As at 31 March 2015	As at 31 March 2015	As at 30 September 2014	As at 30 September 2014
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
Cash & Cash Equivalents				
Balances with Banks	105.97	10.81	105.97	10.58
	105.97	10.81	105.97	10.58

10 Other Expenses

Particulars	As at 31 March 2015	As at 31 March 2015	As at 30 September 2014	As at 30 September 2014
	CNY in Thousands	Rs in Lacs	CNY in Thousands	Rs in Lacs
Provision For Doubtful Advances & Trade Receivables	-	-	1,270.07	126.84
	-	-	1,270.07	126.84



NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED
NOTES FORMING PART OF THE ACCOUNTS
NOTE – 1

SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation of Financial Statements:

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) which continue to apply as per Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, and other recognised accounting practices and policies generally accepted in India. The financial statements have been prepared on an accrual basis and under the historical cost convention unless otherwise specified. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year unless otherwise specified.

b) Use of Estimates:

Preparation of financial statements in conformity with generally accepted accounting principles, requires estimates and assumption to be made, that affect reported amounts of assets and liabilities on the date of financial statements and reported amount of revenues and expenses during the reported period. Actual results could differ from these estimates and differences between the actual results and estimates are recognized in the period in which results are known / materialized.

c) Fixed Assets:

Tangible assets are stated at cost of acquisition, installation or construction including other direct expenses, less accumulated depreciation.

d) Depreciation:

Computers are depreciated @ 30% p.a. on SLM basis.

e) Foreign Currency Transactions:

Foreign currency transactions are recorded at the exchange rates prevailing on the date of the transaction.

The net gain or loss on account of exchange differences arising on settlement of foreign currency transactions are recognised as income or expenses of the period in which they arise.

Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported using the rate prevailing as on that date. The resultant exchange differences are recognised in the profit and loss account.

Exchange difference on derivative contracts is recognised in the profit and loss account to the extent amount paid / payable under such contracts during the period.

f) Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the notes to accounts. Contingent assets are neither recognised nor disclosed in the financial statements.



NINGXIA WANBURY FINE CHEMICALS COMPANY LIMITED
NOTES FORMING PART OF THE ACCOUNTS
NOTE – 2

NOTES TO ACCOUNTS

- a) The Company operates solely in the trading segment and hence no separate disclosure for segment wise information is required.
- b) Company have prepared accounts on going-concern basis, as there is no doubt concerning its capacity to continue in the future and implying that assets will be realized and liabilities will be settled for the amounts and according to the classification that figure in the annual accounts.
- c) Share Capital is represented by 13,260 equity shares with a par value of USD 1 each.

For Jyot Gala & Associates
Chartered Accountants



Jyot Bhavesh Gala
Proprietor

Mumbai, 28th April, 2015

For Ningxia Wanbury Fine Chemical Company Ltd



Director