

SUPER TANNERY LIMITED



**THIRTIETH ANNUAL REPORT
2013-14**

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SUPER TANNERY LIMITED

BOARD OF DIRECTORS

Executive Directors

Mr. Iftikharul Amin - *Managing Director*
Mr. Iqbal Ahsan - *Jt. Managing Director*
Mr. Veqarul Amin - *Jt. Managing Director*
Mr. Imran Siddiqui - *Whole-time Director*
Mr. Arshad Khan - *Whole-time Director*
Mr. Mohd. Imran - *Whole-time Director*

Non-Executive Directors

Mr. Nafees Ahmad (*Resigned 26.07.2014*)
Mr. Mohsin Sharif
Mr. Kumud Behari Seth
Dr. Subhash Awasthi (*Resigned 26.07.2014*)
Dr. Mohd. Izhar (*Resigned 26.07.2014*)
Mr. P. K. Sinha
Mrs. Sadia Kamal

Chief Financial Officer

Mohd. Imran

Company Secretary

R.K. Awasthi

Auditors

M/s Kapoor Tandon & Co.
Chartered Accountants
Kanpur

Plant Locations

- a. Chrome Tannery :
- b. Goat Tannery :
- c. Sole Tannery :
- d. Footwear Division :
- e. Fashion Shoe Division :
- f. Safety Shoe Division :

Registered Office:

187/170, Jajmau Road, Kanpur 208010
Ph: 0512-3935747, 3935748, 3935749
Fax: 0512-2460792, 2462227
Email: supertannery@satyam.net.in
Website: www.supertannery.com

BOARD COMMITTEES

Audit Committee

Mr. Kumud Bihari Seth - *Chairman*
(Non-Executive Independent Director)
Mr. Mohsin Sharif - *Member*
(Non-Executive Independent Director)
Mr. Nafees Ahmad - *Member*
(Non-Executive Independent Director)

Remuneration Committee

Mr. Mohsin Sharif - *Chairman*
(Non-Executive Independent Director)
Mr. Kumud Bihari Seth - *Member*
(Non-Executive Independent Director)
Mr. Nafees Ahmad - *Member*
(Non-Executive Independent Director)

Shareholder's / Investors' Grievance Committee

Mr. Nafees Ahmad - *Chairman*
(Non-Executive Independent Director)
Mr. Iftikharul Amin
Mr. Iqbal Ahsan

Bankers

State Bank of India
Overseas Branch
Kanpur

187/170, Jajmau Road, Kanpur – 208010
Leather Technology Park, Banthar, Unnao, U.P.
(i) Mona Nagar, Jajmau, Kanpur – 208010
(ii) 187/170, Jajmau Road, Kanpur – 208010
169, Jajmau, Kanpur – 208010
6, Akrapur, Unnao – 209801
Leather Technology Park, Banthar, Unnao, U.P.

Registrar and Share transfer Agent:

Karvy Computershares Pvt. Ltd.
(Karvy Consultants Ltd.)
46, Avenue - 4, Street No.1, Banjara Hills,
Hyderabad – 500034
Ph: 40-23312454, 23376715
Fax: 40-23311968, 23323041
Email: ussingh@karvy.com;
mailmanager@karvy.com

<p>30th Annual General Meeting to be held on Tuesday, the 30th September, 2014 at the Registered Office of the Company at 9:00 a.m.</p>

NOTICE

NOTICE is hereby given that the 30th Annual General Meeting of the members of Super Tannery Limited will be held on Tuesday the 30th September, 2014 at 9:00 a.m. at 187/170, Jajmau Road, Kanpur-208 010, the registered office of the Company to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2014, the Balance Sheet as on that date and the reports of Directors' and Auditors' thereon.
2. To declare dividend.
3. To appoint a Director in place of Mr.Arshad Khan, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Mohd. Imran, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

6. Appointment of Mr. P.K. Sinha, as an Independent Director

To appoint Mr. P.K. Sinha as an Independent Director and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. P.K. Sinha (holding DIN 00559972), Director of the Company, whose period of office was liable to determination by retirement of Directors by rotation and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation and to hold office for a term of five consecutive years from the conclusion of this meeting.”

7. Appointment of Mr. Kumud Behari Seth, as an Independent Director

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

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. K.B. Seth (holding DIN 00982480), Director of the Company, whose period of office was liable to determination by retirement of Directors by rotation and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation and to hold office for a term of five consecutive years from the conclusion of this meeting.”

8. **Appointment of Mr. Mohsin Sharif as an Independent Director**

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

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Mohsin Sharif (holding DIN00797732), Director of the Company, whose period of office was liable to determination by retirement of Directors by rotation and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retirement by rotation and to hold office for a term of five consecutive years from the conclusion of this meeting.”

9. **Appointment of Mrs. Sadia Kamal, as an Independent Director**

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

“RESOLVED THAT Mrs. Sadia Kamal, (Holding Din:06958874) who was appointed as an additional Director on the Board of Directors of the Company with effect from 13.08.2014 and who hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice under the provisions of section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation.

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder read with Schedule IV to the Act, as amended from time to time, Mrs. Sadia Kamal, a non-executive Director of the Company, who has submitted a declaration that she meets the criteria for Independence as provided in section 149(6) of the Act, and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, wef. 30th Sep 2014 to 29th Sep. 2019.”

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

“RESOLVED THAT pursuant to Section 181 of the Companies Act, 2013, consent of the members be and is hereby accorded to the Board of Directors of the Company to donate to charitable and other funds not directly related to the business of the Company or the welfare of its employees up to the extent of Rs. 30.00 lacs (Rupees thirty lacs only) during the financial year ending 31st March, 2015.”

By Order of the Board of Directors
for Super Tannery Limited
R.K. Awasthi
Company Secretary

Place : Kanpur
Date : 13.08.2014

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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 AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Corporate members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Businesses is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company shall remain closed from 20th September to 30th September 2014 (both inclusive date).
5. Members holding shares in identical order of names in more than one folio are requested to write to the Company, enclosing the Shares Certificate for consolidation of their holding into one folio.
6. Members holding Shares in physical form are requested to notify the followings to the Registrar and Share Transfer Agent to facilitate better services.
 1. Any change in their address under their signature clearly quoting, their folio numbers, old address along with the changed address with Pin code.
 2. Share certificate(s) held in multiple accounts in identical names or joint accounts in the same order of the names for consolidation of such shareholding into one account.
 3. Members holding shares in electronic form may inform any change in address to their Depository Participant.
7. Members holding Shares in electronic form are requested to provide their Client-ID and DP-ID numbers at the meeting for easy identification.
8. Members desirous of obtaining any information/clarification concerning the Accounts and Operation of the Company are requested to address their queries in writing to the Company Secretary at least seven days before the annual General Meeting, so that the desired information may be made available at the Annual general Meeting, if the Chairman permits to do so.
9. The Shares of the Company are compulsorily tradable in demat form. The equity Shares of the Company have been assigned ISIN INE460D01038. Members are requested to get their Shares dematerialized at the earliest to make them tradable.

Pursuant to the provisions of Section 205-A of the Companies Act, 1956 and introduction of Section 205-C (Now section 124 of Companies Act, 2013) by the companies (Amendment)

Act, 1999, the amount of dividend/debenture/fixed deposit remaining unclaimed for a period of seven years is required to be transferred to Investor Education and Protection Fund set up by the Central Government.

Accordingly all unclaimed/unpaid dividend upto the financial year 2005-2006 have been transferred to the "Investor Education and Protection Fund".

Dividend unpaid or unclaimed for the Financial Year 2006-07 may be claimed by the shareholders on or before 27th January 2015. Thereafter, such amount shall be transferred to the "Investor Education and Protection Fund". Kindly note that once the unclaimed or unpaid Dividend is transferred to "Investor Education and Protection Fund" no claim shall lie with the company in respect thereof.

10. Pursuant to Section 72 of the Companies Act, 2013 shareholders are entitled to make nomination in respect of share held by them in physical form. Shareholders desirous of making nomination are requested to send their request in the prescribed Form to the Registrar and Transfer Agents, M/s. Karvy Computershare Pvt. Ltd., Hyderabad. Members holding shares in electronic mode are requested to consult/contact with their respective Depository Participant (DP) for availing nomination facility.
11. Members are requested to notify immediately change in their address, PIN code, if any to company at its registered office by quoting their folio number.
12. Members' proxies are requested to bring attendance slip duly completed for attending the meeting.
13. Brief Resume of all Directors including those proposed to be appointed, nature of their expertise in specific functional areas, names of companies in which they hold Directorships and Memberships / Chairmanships and Relationships between Directors inter-se as stipulated under Clause 49 of the listing agreement with the Stock Exchanges in India, are provided in the report on Corporate Governance forming part of the Annual Report.
14. Voting through electronic means:
15. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule 2014, the Company is pleased to inform that all the resolutions as stated in the notice can be transacted by electronic voting system and the company has provided members with facility to exercise their right to vote at the 30th Annual General Meeting (AGM) by electronic means through e-voting services provided by Karvy:

The instructions for e-voting are as under:

16. In case a Member receives an email from Karvy [for members whose email IDs are registered with the Company/ Depository Participants (s)]:
17. Launch internet browser by typing the URL: <http://evoting.karvy.com>.
18. Enter the login credentials (i.e. User ID and password mentioned below). Your Folio No. / DP ID- Client Id will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.

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19. After entering these details appropriately, click on “LOGIN”.
20. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
21. You need to login again with the new credentials.
22. On successful login, the system will prompt you to select the “EVENT” i.e., Super Tannery Limited “.
23. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut off Date under “FOR/AGAINST’ or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together not exceeding your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the shareholder does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
24. Shareholders holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat accounts.
25. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
26. You may then cast your vote by selecting an appropriate option and click on “Submit”.
27. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
28. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI etc.,) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e mail **kn.shridhar@gmail.com** with a copy marked to **evoting@karvy.com**. The scanned image of the above mentioned documents should be in the naming format “Super Tannery Limited “ 30th Annual General Meeting”.
29. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ Depository Participants (s) can request physical copy].
30. User ID and initial Password as provided below.
31. Please follow all steps from Sl. No. (16) to Sl. No. (27) above, to cast vote.

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32. In case of any queries relating to e-voting please visit Help & FAQ section of <http://evoting.karvy.com> (Karvy Website).
 33. 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 future communication(s).
 34. The e-voting period commences on 22.09.2014 (9.00 AM) and ends on 24.09.2014 (6.00PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 20.09.2014, may cast their vote electronically in the manner and process set out herein above. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further the Members who have casted their vote electronically shall not vote by way of poll, if held at the meeting.
 35. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 20.09.2014.
 36. The Board of Directors has appointed Mr. K.N.Shridhar, Practicing Company Secretary as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 37. 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 favor or against, if any, forth with to the Chairman of the Company.
 38. The Results shall be declared on or after the AGM of the Company and the resolution will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolution(s).
 39. The results declared along with the Scrutinizer's report shall be placed on the Company's Website: www.supertannery.com and on the website of the service provider (<http://evoting.karvy.com>) within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.

EVEN (E Voting Event Number)	User ID	Password

By Order of the Board of Directors
for Super Tannery Limited
R.K. Awasthi
Company Secretary

Place : Kanpur
Date : 13.08.2014

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

ITEM No.6:

Appointment of Independent Directors (Item no 6 to 9)

Mr. P.K. Sinha,(57 Years) is post graduate and was introduced in the Board of Directors in January 2008 as a Non-Executive Independent Director. Mr. Sinha is also Director of Deep Management and Eco Consultants Pvt. Limited. Mr. P.K. Sinha is a Director whose period of office is liable to determination by retirement of Directors by rotation under the erstwhile applicable provisions of the Companies Act,1956. In terms of section 149 and other applicable provisions of the Companies Act, 2013, Mr. P.K. Sinha being eligible, is offering himself for re-appointment & is proposed to be appointed as an Independent Director for a term of five consecutive years from the conclusion of this meeting and shall not be liable to retire by rotation.

A notice has been received from a member proposing Mr. P.K. Sinha as a candidate for the office of Director of the Company.

In the opinion of the Board, Mr. P.K. Sinha fulfills the conditions specified in the Companies Act,2013 and rules made there under for his appointment as an Independent Director of the Company and is Independent of the Management. Copy of the draft letter for appointment of Mr. P.K. Sinha as an Independent Director setting out the terms and conditions would be available for inspections without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. P.K. Sinha as an Independent Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. P.K. Sinha, as an Independent Director, for the approval by the share holders of the Company.

Except Mr. P.K. Sinha,being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at item No.6.This Explanatory Statement may also be regarded as a disclosure under clause 49 of the Listing agreement with the Stock Exchange.

ITEM No.7:

Mr. Kumud Behari Seth,(69 Years) is B.Sc.(Hons) and having a degree of MBA. was introduced in the Board of Directors in March2002 as a Non-Executive Independent Director. Mr. Kumud Behari Seth has vast experience of 38 years in the field of Marketing

and accounts. Mr. Kumud Behari Seth, is not a Director of any other Companies. Mr. Kumud Behari Seth is a Director whose period of office is liable to determination by retirement of Directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. In terms of section 149 and other applicable provisions of the Companies Act, 2013, Mr. Kumud Behari Seth, being eligible, is offering himself for re-appointment & is proposed to be appointed as an Independent Director for a term of five consecutive years from the conclusion of this meeting and shall not be liable to retire by rotation.

A notice has been received from a member proposing Mr. Kumud Behari Seth, as a candidate for the office of Director of the Company.

In the opinion of the Board, Mr. Kumud Behari Seth, fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is Independent of the Management. Copy of the draft letter for appointment of Mr. Kumud Behari Seth, as an Independent Director setting out the terms and conditions would be available for inspections without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Kumud Behari Seth, as an Independent Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Kumud Behari Seth, as an Independent Director, for the approval by the share holders of the Company.

Except Mr. Kumud Behari Seth, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at item No.7. This Explanatory Statement may also be regarded as a disclosure under clause 49 of the Listing agreement with the Stock Exchange.

ITEM No.8

Mr. Mohsin Sharif, (53 Years) is Leather Technologist and was introduced in the Board of Directors in July 2000 as a Non-Executive Independent Director. Mr. Mohsin Sharif, has vast experience in the field of Marketing and Production. Mr. Mohsin Sharif, is also Director in Best Tanning Industries Pvt. Ltd. and Seven Eight Six Leather Products Pvt. Ltd. Mr. Mohsin Sharif, is a Director whose period of office is liable to determination by retirement of Directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. In terms of section 149 and other applicable provisions of the Companies Act, 2013, Mr. Mohsin Sharif, being eligible, is offering himself for re-appointment & is proposed to be appointed as an Independent Director for a term of five consecutive years from the conclusion of this meeting and shall not be liable to retire by rotation.

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A notice has been received from a member proposing Mr. Mohsin Sharif, as a candidate for the office of Director of the Company.

In the opinion of the Board, Mr. Mohsin Sharif, fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is Independent of the Management. Copy of the draft letter for appointment of Mr. Mohsin Sharif, as an Independent Director setting out the terms and conditions would be available for inspections without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Mohsin Sharif, as an Independent Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mr. Mohsin Sharif, as an Independent Director, for the approval by the share holders of the Company.

Except Mr. Mohsin Sharif, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at item No.8. This Explanatory Statement may also be regarded as a disclosure under clause 49 of the Listing agreement with the Stock Exchange.

ITEM No 9.

The Board of Directors appointed Mrs. Sadia Kamal, as an Additional Director of the Company with effect from 13th Aug, 2013. Her term of office expires at the forthcoming Annual General Meeting. A notice has been received from a shareholder of the Company under section 160 of the Companies Act, 2013 along with the requisite deposit, proposing her candidature for the office of Director :-

A brief profile of Mrs. Sadia Kamal is as under :-

Date of Birth and Age	July 22, 1967- 47 Years
Date of Appointment	August 13, 2014
Qualifications	M.A.(English), B.Ed.
Expertise in specific functional areas	Mrs. Sadia Kamal has been a Principal in a public school, Unnao (Affiliated to ICSE Board, New Delhi) since last 17 years. She also continues to focus much of her time on the social initiatives.

Directorships in other Companies (Excluding foreign and section 25 Companies as on March 21, 2014	Nil
Chairmanship /Membership of specified committees of the Board of above Companies as on March 31, 2014	Nil
Shareholding in the Company	Nil

Mrs. Sadia Kamal, a non-executive Director, has been considered as an Independent Director under clause 49 of the Listing Agreement.

Mrs. Sadia Kamal, has given a declaration to the Board that she meets the criteria of independence as provided under section 149(6) of the Act.

The matter regarding appointment of Mrs. Sadia Kamal, as an Independent Director was placed before the Nomination and Remuneration Committee, which recommends her appointment as an Independent Director up to Sept. 29, 2019 .

In the opinion of the Board, Mrs. Sadia Kamal, fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for her appointment as an Independent Director of the Company and is Independent of the Management. Copy of the draft letter for appointment of Mrs. Sadia Kamal, as an Independent Director setting out the terms and conditions would be available for inspections without any fee by the members at the Registered Office of the Company during normal business hours on any working day.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Sadia Kamal, as an Independent Director.

Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Sadia Kamal, as an Independent Director, for the approval by the share holders of the Company.

Except Mrs. Sadia Kamal, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at item No.9. This Explanatory Statement may also be regarded as a disclosure under clause 49 of the Listing agreement with the Stock Exchange.

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ITEM No.10.

It has been the policy of the company to contribute in those charitable funds, which serve the society at large or for the welfare of its employees, whether such charitable institution are directly related or not with the business of the Company, the action of the Board is taken keeping in mind the responsibility that the Company owes to society. Sometimes contribution so made exceed the limit prescribed by the section 181 of the Companies Act, 2013. The Board can not do such welfare work, beyond prescribed limit, without the approval of the members. The aggregate of such contribution during the year ending 31.03.2015 is likely to exceed the limit as prescribe by the Act. Therefore, your permission is requested.

The Directors recommend the resolution for approval of members.

None of the Director of the Company in any way whether, directly or indirectly, except as trustee of trust which receive the fund, is interested or concerned in this resolution.

By Order of the Board of Directors

for Super Tannery Limited

R.K. Awasthi

Company Secretary

Place : Kanpur

Date : 13.08.2014

DIRECTORS' REPORT

Dear Shareholder,

The Directors of your Company have pleasure in presenting the **30th Annual Report** on the business and operations of the Company together with Audited Financial Statements for the year ended **31st March, 2014**:

	(Rs. in lacs)	
	Year ended 31.03.2014	Year ended 31.03.2013
FINANCIAL RESULTS		
PROFITS:		
Profit before Interest, Depreciation & extra-ordinary items	2318.14	1997.48
Less: Interest	894.62	838.73
Depreciation	437.49	393.99
Exchange Fluctuation Loss/(gains)	(442.42)	(93.16)
Bad Debts written off	27.80	31.93
	917.49	1171.49
Profit before tax	1400.65	825.99
Less: Provision for current tax	421.00	220.00
Provision for deferred tax	24.37	108.70
	445.37	328.70
Profit after tax	955.28	497.29
Add: Profit brought forward from previous year	215.86	208.90
Income Tax relating to earlier Years	106.30	(27.58)
Profit available for appropriation	1277.44	678.61
APPROPRIATIONS:		
(a) Transfer to General Reserve	600.00	400.00
(b) Proposed Dividend	53.99	53.99
(c) Provision for tax on Proposed Dividend	8.75	8.75
(d) Balance carried over to next year	614.70	215.87
	1277.44	678.61

NOTE : Figures of the previous year have been re-grouped/re-arranged in order to make them comparable.

DIVIDEND:

The Board of Directors of your Company take pleasure to recommend a dividend of Rs. 0.05 (5%) per Equity Shares of Re 1/- each for the year ended 31st March, 2014 subject to the approval of shareholders at the ensuing Annual General Meeting. This will absorb a sum of Rs. 53.99 lacs towards dividend for the year besides Rs. 8.75 lacs towards tax on Dividend. The dividend (inclusive of tax), if approved, shall result in a payout of 4.91% of current year's profit available for appropriation. This makes the Management investor friendly and creates more confidence to keep the investors' interest at heart.

OPERATIONAL REVIEW:

During the year under review, the income from operation of the company was Rs 35095.28 lacs as against Rs. 25578.28 lacs during the last financial year, shows higher growth in the operational income by Rs. 9516.56 lacs which work out to 37.21%. Besides higher growth in the operational income, the company's Gross Profit has improved (profit before interest, depreciation and extra ordinary items) by Rs. 2318.14 Lacs as compared to Rs. 1997.48 lacs during the last financial year. The company recorded overall growth in net profit despite recession in the market.

SUBSIDIARY COMPANIES:

The Company has four subsidiaries namely: Super Corporation Limited, Super Tannery (UK) Limited, Aarifi Tanners Limited and Safety Solutions s.r.o. Pursuant to the General exemption granted under Section 212 (8) of the Companies Act, 1956, by Government of India, Ministry of

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Corporate Affairs, vide General Circular No.2/2011, the Profit and loss account for the year ended 31.03.2014 and Balance Sheet as on that date, in respect of the subsidiaries of the Company have not been attached to the Annual Report of the Company. However, the requisite information for each subsidiary, as stipulated vide above General Circular No.2/2011, has been disclosed. The Annual Accounts of the subsidiary companies and related detailed information will be made available to the holding and subsidiary Company investors seeking such information. The Annual Accounts of the subsidiary companies will be kept open for inspection by any investor at the head office of the Company and the subsidiary concerned.

INDUSTRIAL RELATIONS:

During the period industrial relations have been extremely cordial. Employees' cooperation and co-ordination had been an important factor in the growth of the organization.

FIXED DEPOSITS:

The Company has not accepted/renewed any deposit during the year as per the provisions of Section 58-A of the Companies Act, 1956 now section 73 of the Companies Act, 2013.

CLAUSE 32 OF THE LISTING AGREEMENT:

As per the amended Listing Agreement, it is hereby disclosed that the Equity shares of the Company are listed at Bombay Stock Exchanges. Pursuant to Board meeting held on 27th Feb 2010, the company has applied for listing of its shares at National Stock Exchange. The application is in process. The company is in regular follow up with National Stock Exchange.

HUMAN RESOURCES MANAGEMENT:

Employees are vital to the Company. We have created a favorable work environment that encourages humble relationship. We have also set up a scalable recruitment and human resources management process, which enables us to attract and retain high caliber employees. The Company also has started with collaboration of UP Leather Industries Association a training centre for recruiting trained labours.

PARTICULARS OF EMPLOYEES:

A statement of particulars of employees as specified under section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of employees) Rules, 1975 as amended from time to time, is set out in the Annexure forming part of Directors' Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING & OUTGO:

The particulars of Energy Conservation, Technology Absorption etc. pursuant to Section 217(1)(e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars of the Report of Board of Directors) Rules, 1988, are set out in the Annexure forming part of this Report.

DIRECTORS:

In terms of Article 125 of the Articles of Association of the Company, Mr. Arshad Khan, Mr. Mohd. Imran, retire by rotation at the ensuing Annual General Meeting and being eligible, offers themselves for re-appointment. Besides this Mr. Subhash Awasthi, Mr. Nafees Ahmad, and Dr. Mohd. Izhar, the Independent Directors of the Company resigned from the Director ship on 26.07.2014. However the Company has appointed Mr. P.K. Sinha, Mr. Kumud Behari Seth, Mr. Mohsin Sharif and Mrs. Sadia Kamal, Independent Director for a period of 5 years not liable to retirement by rotation. Brief resume of all the Directors, their expertise in specific functional areas and names of other companies in which Directorship held and the membership of committee of the Board as stipulated under clause 49 of the listing Agreement are given in corporate governance annexure, attached to this report.

REPORT ON CORPORATE GOVERNANCE:

Pursuant to Clause 49 of the Listing Agreement, a report on Corporate Governance is given in Annexure to this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (i) That in the preparation of the annual accounts for the financial year ended 31st March 2014, the applicable accounting standards has been followed along with proper explanation relating to material departures;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- (iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March 2014 on a going concern basis.

CONSOLIDATED FINANCIAL STATEMENTS:

In accordance with Accounting Standard AS-21 on Consolidated Financial Statements, your Directors have pleasure in attaching the Consolidated Financial Statements which form part of Annual Reports and Accounts. These consolidated financial statements include accounts of Super Tannery (U.K.) Limited, Aarifi Tanners Limited, Super Corporation Limited and Safety Solutions s.r.o.

AUDITORS:

M/s. Kapoor Tandon & Company, Chartered Accountants, Kanpur will hold office upto the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. Their re-appointment if made for the financial year 2014-2015, will be within the statutory limits prescribed in Section 224(1-B) of the Companies Act, 1956. The Board of Directors recommends their re-appointment.

COST AUDITOR:

As requires under the Companies (Cost Accounting Records) Rules 2011, the Company filed the cost Audit Report along with Cost Compliance Report for the Financial year 2012-13 in XBRL format.

The Board subject to approval of Central Government has re appointed Mr. Arun Kumar Srivastava, practicing Cost Accountant, holding Membership No10467, allotted by The Institute of Cost Accountants of India, as Cost Auditor for conducting the Cost Audit for the Financial year 2014-15. The Audit Committee recommended his appointment and remuneration subject to the compliance of all the requirements as stipulated in the MCA circular no. 15/2011 dated 11th April, 2011 issued by the MCA.

The Company has also received necessary certificate under section 141 of the Act 2013 conveying his eligibility for re-appointment. The remuneration fixed by the Board, based on the recommendation of the Audit committee is required to be ratified by the Members at the AGM as per the requirement of section 148(3) of the Act 2013.

AUDITORS' REPORT:

The comments of the Auditors in their Audit Report and reference to "Notes on Accounts" forming part of the Financial Results are self explanatory and need no further comments.

ACKNOWLEDGEMENT :

Your Directors would like to express their gratitude and appreciation for the continued support and co-operation received from State Bank of India, Central & State Government Authorities, Regulatory Bodies, Stock Exchanges and Shareholders.

Your Directors wish to place their deep sense of appreciation on the record for the devoted services of the officers, staff and workers of the Company.

On behalf of the Board of Directors

Place : KANPUR
Date : 13.08.2014

IFTIKHARULAMIN
Managing Director

IQBALAHSAN
Jt. Managing Director

SUPER TANNERY LIMITED**ANNEXURE I TO THE DIRECTORS' REPORT**

Statement as required under Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988.

(a) Conservation of Energy:

- (1) Energy conservation measures taken:
Upgradation of power generation and distribution systems for long term energy savings. Special emphasis has been laid on boiler and steam generation.
- (2) Additional investments and proposal, if any, being implemented for reduction of consumption of energy:
Introduction of energy saving devices and systems in process machines.
- (3) Impact of the measures at (1) & (2) above for the reduction of energy consumption and consequent impact on the cost of production of goods:
Energy conservation measures have helped in generation of required quantity of steam at a minimum cost which resulted in improving efficiencies and reduction in costs.
- (4) Total energy consumption and energy consumption per unit of production as per Form A of the Annexure in respect of industries specified in the Schedule thereto:
Not Applicable

(b) Technology Absorption: Research and Development (R & D):

- (1) Specific area in which R & D carried out by the Company:
 - (a) New product development based on different raw hides/skins.
 - (b) Apart from production of safety footwear establishing standard products for fashion shoes/sandals.
- (2) Benefits derived as a result of the above R & D:
 - (a) Cost reduction and better unit realization.
 - (b) Better product acceptance.
- (3) Future plan of action:
To continue to invest in R & D for faster introduction of new products.
- (4) Expenditure on R & D:

	2013-14	2012-13
	(Rs. in lacs)	(Rs. in lacs)
(a) Capital	NIL	NIL
(b) Recurring	32.16	23.68
(c) Total	32.16	23.68
(d) Total R & D Expenditure as % of turnover	0.09%	0.09%

Technology Absorption, Adoption And Innovation:

- (1) Efforts, in brief, made towards technology absorption, adoption and innovation:
The Company is using indigenous technology and is developing in house technology and is not dependant on any outside technology / source.
- (2) Benefits derived as a result of the above efforts: Not Applicable
- (3) Incase of imported technology (Imported during the last 5 years reckoned from the beginning of the financial year):

(a) Technology imported	}	
(b) Year of import	}	
(c) Has technology been fully absorbed?	}	Not Applicable
(d) If not fully absorbed, areas where not taken place, reasons therefore and future plan of action	}	

(c) FOREIGN EXCHANGE EARNINGS & OUTGO:

(1) Activities relating to exports, initiative taken to increase exports, development of new export markets or products and export plans:

On Export front, Company's performance is quite satisfactory and it is expected to be strong in the time to come.

(2) Total foreign exchange earned & used:

	2013-14	2012-13
	(Rs. in lacs)	(Rs. in lacs)
(a) Foreign exchange earned (FOB value of exports)	22,891.33	16,952.44
(b) Foreign exchange used	2,914.19	2,056.46

(d) STATEMENT OF PARTICULARS UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956 READ WITH COMPANIES (PARTICULARS OF EMPLOYEES) RULES, 1975 FORMING PART OF THE DIRECTORS' REPORT:

Name	Designation	Gross Remuneration	Qualification	Experience (Years)	Date of Commencement of employment	Age (Years)	Particulars of previous employment
Mr. Iftikharul Amin	Managing Director	Rs. 26,09,360	Post Graduate	30	06.02.1984	56	Promoter
Mr. Iqbal Ashan	Jt. Managing Director	Rs. 26,09,360	Graduate	26	21.12.1988	53	Promoter
Mr. Veqarul Amin	Jt. Managing Director	Rs. 26,57,600	Leather Technologist	24	01.01.1990	51	Promoter

Notes :

1. Mr. Iftikharul Amin, Mr. Iqbal Ahsan and Mr. Veqarul Amin being brothers are related to each other within the meaning of schedule IA of Companies Act, 1956.
2. Remuneration includes salary and perquisites as per rules of the company and recorded under the Income Tax Act, 1961.

On behalf of the Board of Directors

Place : KANPUR
Date : 13.08.2014

IFTIKHARULAMIN
Managing Director

IQBALAHSAN
Jt. Managing Director

**ANNEXURE – II TO THE DIRECTORS' REPORT
REPORT ON CORPORATE GOVERNANCE:**

In accordance with the Clause 49 of the Listing Agreement with the Stock Exchanges in India (Clause 49) and some of the best practices followed internationally on Corporate Governance, the report containing the details of governance system and processes at Super Tannery Limited is as under:

Corporate Governance Philosophy

At Super Tannery Limited it is our belief that as we move closer towards our aspirations of becoming a global corporation our corporate governance standards must be globally benchmarked. That gives us confidence of having put in the right building blocks for future growth and ensuring that we achieve our ambitions in a prudent and sustainable manner.

Shareholders Communications

The Board recognizes the importance of two-way communication with shareholders for giving a balanced report of results & progress and responds to the questions and issues raised in a timely and consistent manner. Shareholders seeking information may contact the Company directly throughout the year. They also have an opportunity to ask questions in person at the Annual General Meeting. Shareholders can contact the company via dedicated shareholder contact points as provided with this report or through any of Investor Service Centre of the Company's Registrars and Transfer Agents. The company ensures that queries, complaints and suggestions are responded in a timely and consistent manner.

Role of Company Secretary in Overall Governance Process

The Company Secretary holds a key role in ensuring that the Board Procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the directors and senior management for effective decision making at the meeting. The Company Secretary is primarily responsible to ensure compliance with applicable statutory requirements and is the interface between the management and regulatory authorities for governance matters. All the Directors of the company have access to the advice and services of the Company Secretary.

Observance of the Secretarial Standards issued by the Institute of the Company Secretaries of India

The Institute of the Company Secretaries of India (ICSI), one of the premier professional bodies in India, has issued Secretarial Standards on important aspects like Board Meetings, General Meeting, Payment of Dividend, Maintenance of Registers and records, Minutes of Meetings, Transmission of Shares and Debentures, Passing of Resolution By Circulation, Affixing of Common Seal, Forfeiture of Shares and Board's Report although these standards are recommendatory in nature, the Company substantially adheres to the standards voluntarily.

1. BOARD OF DIRECTORS:

- (i) The company has Executive Chairman and the number of Independent Directors being 50%through out the year but now 33%as per Companies Act 2013 the Board is in conformity with Clause 49 of the listing agreement with the Stock exchanges.
- (ii) None of the directors on the Board is a member of more than 10 Committees or Chairman of more than 5 committees as specified in Clause 49 across all the Companies in which he/she is a director. Necessary disclosure about position in other public companies as on 31st March 2014 has been made by the Director.
- (iii) The names and categories of the Directors on the Board, their attendance at Board

meetings held during the year and the number of Directorships and Committee Chairmanship/Membership held by them in other companies is given below. Other directorships do not include alternate directorship and directorship of private limited companies, Chairmanship/Membership of Board Committees included on Audit, Remuneration and Shareholder/Investors Grievances committees.

- (iv) The present strength of the Board is twelve and comprises six executive and six non-executive directors. However as on 26.07.2014, three Independent Directors were resigned from the Director ship of the Company and one more director was appointed so the strength comedown to 10. During the year 2013-14, the Board met 5 times (as against the minimum requirement of four meetings) on the following dates: 15th April 2013, 29th May 2013, 14th Aug 2013, 14th Nov 2013, and 14th Feb 2014, The maximum time gap between any two board meetings was not more than three calendar months.

The following table gives details of directors' attendance at the Board meetings and at the last Annual General Meeting, number of membership held by director in the Board/Committees of various companies:

Name	Category	Attendance Particulars		Number of other Directorships Committee Member/Chairman		
		Board Meetings	Last AGM	Directorships	Other Committee/Membership	Committee Chairman
Iftikharul Amin	MD	5	No	6	1	
Iqbal Ahsan	JMD	3	Yes	5	1	
Veqarul Amin	JMD	1	No	4		
Imran Siddiqui	ED	4	No	2		
Arshad Khan	ED	5	Yes			
Mohd. Imran	ED	4	Yes	2		
Mohsin Sharif	NED-I	1		2	1	1
Nafees Ahmad	NED-I	Nil			2	1
Kumud Behari Seth	NED-I	Nil		1	1	1
P.K. Sinha	NED-I	2		1		
Dr. Subhash Awasthi	NED-I	3		1		
Dr. Mohd. Izhar	NED-I	Nil				

MD - Managing Director; JMD - Joint Managing Director; ED - Executive Director; NED-I-Non-Executive Director –Independent.

None of the Director is member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is Director. Brief resume of Directors seeking re-appointment, nature of their expertise in specific functional area, is given here under:

- a. **Mr. Iftikharul Amin:** Mr. Iftikharul Amin, (56 years), is a Post Graduate. He is named in Article of Association of the Company as First Director of the Company and appointed as Managing Director in 1989. Mr. Iftikharul Amin has been closely associated with the Company for over 30 years and is involved in the operation of the Company. He is having very good experience of leather and leather products. His services are required very much to steer the company smoothly. He is also director of the following companies :-

1. Super Tannery (UK) Limited
2. Aarifi Tanners Limited
3. Industrial Infrastructure Services (India)
4. Amin Tannery Limited
5. Jajmau Tanneries Environmental Protection Association
6. Super Corporation Limited

SUPER TANNERY LIMITED

- b. Mr. Iqbal Ahsan:** Mr. Iqbal Ahsan, (53 years), is a Graduate. He joined the Board of Super Tannery Limited as an Executive Director in 1988-89 and appointed as Joint Managing Director in 1993-94. Mr. Iqbal Ahsan has been closely associated with the Company for over 26 years and is involved in the operation of the Company. He is having very good experience of leather and leather products. His services are required very much to steer the company smoothly. He is also director of the following companies :-
1. Super Tannery (UK) Limited
 2. Aarifi Tanners Limited
 3. Safety Solutions s.r.o.
 4. Amin Tannery Limited
 5. Super Corporation Limited
- c. Mr. Veqarul Amin:** Mr. Veqarul Amin, (51years), is a Qualified Leather Technologist. He joined the Board of Super Tannery Limited as Director (Technical) in 1990 and appointed as Joint Managing Director in 2001. Mr. Veqarul Amin has been closely associated with the Company for over 24 years and involve in the operation of the Company. He is having very good experience of leather and leather products. His services are required very much to steer the company smoothly. He is also director of the following companies:-
1. Super Shoes Limited
 2. Banthar Industrial Pollution Control Company
 3. Amin Colonizers & Developers Limited
 4. Amin Tannery Limited
- d. Mr. Imran Siddiqui:** Mr. Imran Siddiqui, age about 56 years, is a chemical Engineer. He joined the Board of directors of the company in 1992-93 as an alternate director. His efficiency and capability enabled the company to appoint him as a whole time Director in 1998-99. Mr. Siddiqui has been associated with the company for over 31 years and closely involved in the operations of the company. He is responsible for Human Resources Development, Legal, Administration, Information & Technology and Vegetable tanned Sole leather Production. He has vast experience and his services are required by the company to steer it smoothly. Mr. Imran Siddiqui is also Director in Secure Safety Limited formally known as Super Safetywears Limited, and Jajmau Tanneries Environmental Protection Association.
- e. Mr. Arshad Khan:** Mr. Arshad Khan, Age 50 years is a Graduate and has been associated with the Company for the last 19 years and closely involve in the export marketing of finished leather of Company. He was introduced in the Board in the year 2000 as Additional Director and was regularized at the 16th Annual General Meeting of the Company as a whole time Director. He is liable to retire by rotation. He has vast experience of export of leather and leather products. He has visited many countries for this purpose and gained rich experience. His service is required for steering the export of the company. Mr. Khan is not director of any other company.
- f. Mr. Mohd. Imran:** Mr. Mohd. Imran (47 years) is a Chartered Accountant having experience in export, import, accounts, excise, customs and foreign trade matters. He is very initiative and closely associated with the company since long time. Mr. Mohd Imran is also director in Secure Safety Limited and Super Tannery (UK) Limited.
- g. Mr. Nafees Ahmed:** Mr. Nafees Ahmed is a Graduate. He was introduced in the Board of Directors of the company in March 2002 as a non-executive Director Mr. Nafees Ahmed has experience of 14 years in the field of Leather and administration. Mr. Nafees Ahmed is not a Director in any company except Super Tannery Limited. His services are required by the

company from the time to time to steer is smoothly. However he has resigned from the Director ship on 26.07.2014.

- h. **Mr. Mohsin Sharif:** age 52 years, is an independent Director of the Company, He is leather technologist and plays an important role in suggesting the company to increase its production and selling the product. He also suggests better ways to labours and technicians for handling with complexities during the production. He is liable to retire by rotation Mr Mohsin. Sharif, is also Director in Best Tanning Industries Pvt. Limited and Seven Eight Six Leather Products Pvt. Ltd. The Company has appointed him as an Independent Director for a period of 5 years from the date of AGM, not liable to retirement by rotation.
- i. **Mr. Kumud Behari Seth:** Mr. Kumud Behari Seth is B.Sc. (Hons.) and having a Degree of MBA. He was introduced in the Board of Directors of the company in March 2002 as a non Executive Director. Mr. Kumud Behari Seth has vast experience of 38 years in the field of Marketing and Accounts. His services are required by the company from time to time to steer it smoothly. **Mr. Kumud Behari Seth is not a Director of any company except Super Tannery Limited.** The Company has appointed him as an Independent Director for a period of 5 years from the date of AGM, not liable to retirement by rotation.
- j. **Dr. Subhash Awasthi:** Dr. Subhash Awasthi (48 years) is an Environment Engineer (Industrial Pollution Control) and Ph.D. Civil Engg. (ETP Design\ Structure). He was introduced in the Board of Directors of the company in March 2005 as a Non-Executive Independent Director. He is engaged in the leather sector in the field of Environment Protection by way of launching complete waste water pollution control engineering solution for a cluster of leather processing industries at Unnao, U.P. His services are required by the company from time to time to steer its operation smoothly. He is also Director of Industrial Infrastructure Services (India) Limited. However he has resigned from the Director ship on 26.07.2014.
- k. **Dr. Mohd. Izhar:** Dr. Mohd. Izhar (56 years) is a Doctor (B.M.S.). He was introduced in the Board of Director of the company on June 30, 2005 as a Non-Executive Independent Director. He is a famous medical practitioner of Homeopathy. Dr. Mohd. Izhar is not a Director of any other company except Super Tannery Limited. However he has resigned from the Director ship on 26.07.2014.
- l. **Mr. P. K. Sinha:** Mr. P.K. Sinha (56 years) is post graduate and was introduced in the Board of Director of the company in January 2008 as a Non- Executive Independent Director. Mr. Sinha is also director of Deep Management and Eco Consultants Pvt. Ltd. The Company has appointed him as an Independent Director not liable to retire by rotation for a period of 5 years from the date of AGM.
- m. **Mrs. Sadia Kamal:** Mrs. Sadia Kamal, (47 years) is post graduate and was introduced in the Board of Director of the company in August 2014 as a Non- Executive Independent Director. Mrs. Sadia Kamal, is not a Director in any other Company. The Company has appointed her as an Independent Director not liable to retire by rotation for a period of 5 years from the date of AGM.

3. AUDIT COMMITTEE:

The Audit Committee consists of three Members - Mr. Kumud Behari Seth (Non Executive Independent Director) acts as Chairman, Mr. Mohsin Sharif (Non Executive Independent Director) member and Mr. Nafees Ahmad (Non Executive Independent Director) member of the committee. During the year 4 meetings were held one of which was before finalization of annual accounts. The said meetings were held on 29th May 2013, 14th Aug 2013, 14th Nov 2013 and 12th February 2014. The meetings of the committee were attended by all the members of the

SUPER TANNERY LIMITED

committee. Mr. Kumud Behari Seth has financial and accounting knowledge.

The meetings of Audit Committee were attended by the heads of accounts & finance and other respective functional heads and statutory auditors as invitees. Members held discussion with the statutory auditors during the meetings of the Committee and half yearly and annual audited financial accounts of the company were reviewed by the Audit Committee before consideration and approval by the Board. The Committee reviewed the internal control system also.

The terms of reference specified by the Board to the Audit Committee are as contained under Clause 49 of the Listing Agreement. They are as follows:

- a. Oversight of the company's financial reporting process and the disclosure of its financial information.
- b. Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- c. Reviewing with management the annual financial statements before submission to the Board, (i) the going concern assumption (ii) compliance with accounting standards (iii) compliance with stock exchange and legal requirements concerning financial statements.
- d. Reviewing the adequacy of internal audit functions.
- e. Discussion with internal auditors any significant findings and follow-up there on.
- f. Reviewing the findings of any internal investigations by the internal auditors into 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.
- g. Discussion with external auditors before the audit commences nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

4. REMUNERATION COMMITTEE:

For better compliance of Corporate Governance, the Remuneration Committee of the Company has been designed to determine Company's policy on specific remuneration package of Executive Directors on the basis of their performance. The Remuneration and Commission decided by the Committee are paid in accordance with the Companies Act, 1956. The Composition of Remuneration Committee is as follows:

Name		Status
Mr. Mohsin Sharif	(Non Executive Director - Independent)	<i>Chairman</i>
Mr. Kumud Behari Seth	(Non Executive Director - Independent)	<i>Member</i>
Mr. Nafees Ahmad	(Non Executive Director - Independent)	<i>Member</i>

Details of remuneration paid to Directors are given below:

Name of Director	Salary Including perquisites	Sitting Fees	Total (Rs. in lacs)
Mr. Iftikharul Amin	26,09,360	—	26,09,360
Mr. Iqbal Ahsan	26,09,360	—	26,09,360
Mr. Veqarul Amin	26,57,600	—	26,57,600
Mr. Imran Siddiqui	6,26,860	—	6,26,860
Mr. Mohd. Imran	4,24,360	—	4,24,360
Mr. Arshad Khan	3,62,360	—	3,62,360

The Non-Executive Directors are not paid any remuneration.

5. SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE:

The Company has constituted Shareholders' / Investors' Grievance Committee (the committee), comprising Mr. Nafees Ahmad, Chairman, Mr. Iftikharul Amin and Mr. Iqbal Ahsan. The Committee, inter-alia, approves issue of duplicate certificates and reviews all matters connected with the securities transfer. The Committee also looks into redressing of Shareholders' / Investors' Complaints like transfer of shares, non-receipt of balance sheet, non-receipt of dividends etc. Mr R.K. Awasthi, the Company Secretary acts as a Secretary of the Committee as well as Compliance Officer. Total No. of complaints received and replied to the satisfaction of shareholders during the year was 81. No outstanding complaints were lying unresolved as on 31st March 2014. No investors' grievances are pending for a period exceeding one month with the Company.

CSR COMMITTEE:

The Company has constituted CSR Committee (the committee), comprising Mr. Kumud Behari Seth, Chairman, Mr. Mohd.Imran, and Mr. Iqbal Ahsan. The Committee, inter-alia, approves the CSR activities as run by the Company through its Amin Welfare Trust.

6. GENERAL BODY MEETINGS:

During the last three years, following Annual General Meetings (AGM) & Extra Ordinary General Meeting (EGM) were held:

Year	Location	Date	Time
2010-11 (AGM)	187/170 Jajmau, Kanpur	30.09.2011	8.00 a.m
2011-12 (AGM)	Same as above	28.09.2012	8.00 a.m
2012-13 (AGM)	same as above	30.09.2013	8.00 a.m

7. DISCLOSURE:

- (a) Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large.

None of the transactions with any of the related parties were in conflict with the interest of the Company. All the related party transactions are negotiated on arms length basis and are only intended to safeguard the interest of the company. Wherever necessary, the related party transactions are disclosed in Notes to the Accounts, forming part of the Annual Report.

- (b) Details of non-compliance by the Company, penalties and 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.

There were no instances of non-compliance of any matter related to the capital markets during the last three years.

8. MEANS OF COMMUNICATION:

Quarterly Results: The quarterly results were published in the `The Pioneer (English), New Delhi and `Dainik Aaj (Hindi), Kanpur. **The Management Discussion and Analysis (M D & A)** is a part of Annual Report.

9. INSIDER TRADING:

In accordance with Securities & Exchange Board of India (Prohibition of Insider Trading)

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Regulation 1992, as amended in February 2002, the Board of Directors of the company formulated the code of conduct for prevention of insider trading in shares of the company by its employees.

10. GENERAL SHAREHOLDER INFORMATION:

10.1 ANNUAL GENERAL MEETING: Date and Time 30th September 2014 at 9:00 a.m.
Venue – 187/170, Jajmau, KANPUR-208 010.

10.2 FINANCIAL CALENDAR 2014-15: (Tentative)

BOARD MEETINGS:

Results for the quarter ending 30.06.2014: 2nd week of August 2014

Results for the quarter ending 30.09.2014: 2nd week of November 2014

Results for the quarter ending 31.12.2014: 2nd week of February 2015

Results for the quarter ending 31.03.2015: Last week of May 2015 (as per Listing Agreement.)

10.3: BOOK CLOSURE DATE: 20th September 2014 to 30th September 2014 (both days inclusive)

10.4: Dividend: Your Directors have recommended dividend of Rs 0.5 (5%) per Equity Shares of Re 1/- each for the year ended 31st March 2014 and therefore, seek your approval for the same.

10.5:(a) LISTING OF EQUITY SHARES ON STOCK EXCHANGES AT:

1. The Stock Exchange, Mumbai, Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI-400001.

NOTE: Annual Listing Fees for the year 2014-15 as applicable has been paid to the BSE.

(b) DEMAT ISIN NUMBERS IN NSDL & CDSL: Equity Shares INE460D01038

10.6: STOCK CODE: Trading in Mumbai Stock Exchange and Stock Code is 523842.
Performance of Company's Equity Share

Months	Company's Equity Share	
	High	Low
April 2013	2.38	1.76
May 2013	2.40	1.62
June 2013	1.92	1.64
July 2013	2.80	2.50
August 2013	2.89	2.22
September 2013	2.22	1.92
October 2013	2.41	2.05
November 2013	2.12	1.50
December 2013	2.35	1.64
January 2014	1.65	1.33
February 2014	1.39	1.29
March 2014	1.98	1.59

10.7 REGISTRAR AND TRANSFER AGENT:

KARVY Computershare Pvt. Ltd. (Karvy Consultants Ltd.)
46, Avenue-4, Street No.1, Banjara Hills, HYDERABAD-500034
Phone: 40-23312454, 23376715 ; Fax: 40-23311968, 23323041
Email: ussingh@karvy.com; mailmanager@karvy.com

10.8 SHARE TRANSFER SYSTEM:

In compliance of SEBI Circular No.D&CC/FITTC/CIR-15/2002 dated 27th December, 2002, your Company has appointed common agency to shareholders for all the work relating to share registry in terms of both physical and electronic at single point by our Registrar & Transfer Agent i.e. KARVY Computershare Pvt. Ltd. (Karvy Consultants Ltd.) Hyderabad. The share transfers, which are received in physical form, are processed and the share certificates returned within a period of 10 to 15 days from the date of receipt, subject to the documents being valid and complete in all respect.

10.9 SHARE HOLDING PATTERNS AS ON 31.03.2014

S. No.	Description	Cases	Shares	% Equity
1	BANKS	1	3000	0.00
2	CLEARING MEMBERS	16	147516	0.30
3	DIRECTORS AND THEIR RELATIVES	10	63461434	58.77
4	H U F	80	1313260	1.22
5	BODIES CORPORATES	120	6105761	5.65
6	MUTUAL FUNDS	0	0	0.00
7	NON RESIDENT INDIANS	95	533319	0.50
8	RESIDENT INDIVIDUALS	6394	36408960	33.72
9	FRACTIONAL SHARES	1	110	0.00
	Total:	6717	107973360	100.00

10.10 Distribution Schedule as on 31st March 2014:

Category	No. of Cases	% of Cases	Total Shares	Amount	% of Amount
1-5000	5666	84.35%	13902865	13902865	12.8%
5001-10000	642	9.56%	4438447	4438447	4.11%
10001-20000	209	3.11%	3008850	3008850	2.79%
20001-30000	69	1.03%	1830106	1830106	1.69%
30001-40000	27	0.40%	946668	946668	0.88%
40001-50000	24	0.36%	1109745	1109745	1.02%
50001-100000	34	0.51%	2357327	2357327	2.18%
100001 & Above	46	0.68%	80379352	80379352	74.44%
TOTAL	6717	100.00%	107973360	107973360	100.00%

10.11 DEMATERIALISATION OF SHARES AND LIQUIDITY:

The company has entered into agreement with NSDL and CDSL for the dematerialization of its equity shares. The equity shares of the company are frequently traded on the BSE. Approximately 87.30% of the equity shares issued by the Company have been dematerialized up to 31st March, 2014.

SUPER TANNERY LIMITED

10.12 OUTSTANDING GDR/ADR/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY : Nil

10.13 PLANT LOCATIONS:

(a) Chrome Tannery	:	187/170, Jajmau Road, Kanpur-208 010
(b) Goat Tannery	:	Leather Technology Park, Banthar, Unnao, U.P.
(c) Sole Tannery	:	(i) Mona Nagar, Jajmau, Kanpur-208 010.
	:	(ii) 187/170, Jajmau Road, Kanpur – 208 010
(d) Fashion Shoe Division	:	6, Akrapur, Unnao – 209 801
(e) Footwear Division	:	169, Jajmau, Kanpur-208 010.
(f) Safety Shoe Division	:	Leather Technology Park, Banthar, Unnao, U.P.

10.14 ADDRESS FOR INVESTORS' CORRESPONDENCE:

Shareholders correspondence should be addressed to our Registrar & Transfer Agents at the address mentioned above. Shareholders may also contact Company Secretary at the Registered Office of the Company at:

187/170, Jajmau, Kanpur-208010

Phone: 0512-3935747, 3935748, 3935749 Fax: 0152-2460792

E-mail: share@supertannery.com; supertannery@satyam.net.in

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

11. CODE OF CONDUCT:

The Company has a code of conduct applicable to its Directors and senior management personnel.

Declaration as required under Clause 49 of the Listing Agreement:

All Directors and senior management of the company have affirmed compliance with company's Code of Conduct for the financial year ended 31st March 2014.

Kanpur : 13.08.2014

IFTIKHARULAMIN
Managing Director

12. NON-MANDATORY REQUIREMENTS:

The company has adopted non-mandatory requirements to the following extent:
Chairman of the Board – The Company does not have a Chairman. At every Board meeting, a Director is elected to preside over the meeting. The company has constituted Remuneration committee of the Board.

For and on behalf of the Board of Directors

Place : KANPUR
Date : 13.08.2014

IFTIKHARULAMIN
Managing Director

IQBALAHSAN
Jt. Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS

Industry Structure and Development:

The Indian Leather Industry plays a significant role in the Indian Economy in view of its substantial export earnings, employment generation and growth opportunities. The export of leather and leather products has increased over past few years.

The Company is striving high to capture over Global Market in respect of Leather and Leather Products. The Company has taken various steps to promote company's products all over the world and it is being done in line with global trends to enhance scale, global competitiveness and financial flexibility and also to contribute towards achievement of company's objective and to increase revenue, production volume, market shares and shareholder's returns.

Your company in view of the competitive scenario has taken various steps to meet these challenges and also capitalize on budding opportunities available. The company is regularly carrying out detailed analysis of leather industry and has been making all possible efforts to understand the various minutiae of the emerging market scenario. The company has been investing considerable amount of funds on its Research & Development Programmes in order to enrich and improve the quality of products.

Opportunities:

Company has gained reputation and established itself globally as Supplier of quality products. The company has demonstrated global competitiveness and has achieved international standards for the quality of its products and its immense capabilities provide massive opportunities in the foreign market. Company's overall strategy is to enhance shareholder value by receiving better returns through a long-term investment.

Threat:

The company is fully aware of the factors dictating competition and has been investing with the ups and downs through its various effective measures like cost optimization, competitive pricing, improved production process and enhanced customer satisfaction.

Even under difficult operating conditions, company has been consistently performing at its best. It is expected that company's sound policies, competitive cost position will enable the company to lead the market effectively.

To exist in the competitive market and improve the value of shareholder, company is consistently considering all the significant factors, which provide sharp edges that enable company to enhance the margin.

Out Look:

Company's maximum operational income is based on the margin on export of leather and leather products. As most of part of the earning is realized from Export, out look depends upon the global economic scenario, global demand and supply and International product prices. Above all the performance of your company largely depends on the Ex-imp policy of the Union Government. Looking at the overall development of the Indian economy and the efforts of the Central Government to achieve higher GDP, Board of directors of your company is very much optimistic to the future of the Company.

Risks and Concerns:

Although Your Company does not perceive any serious threat, still company is taking care against the risk of growing pressure of prices, foreign exchange rates variation, current and future litigation, working capital management, bad debts etc. Foreign exchange liabilities / revenues are mainly

SUPER TANNERY LIMITED

concerned with the company's operation. Regular monitoring of movement of foreign exchange rates is carried out and decisions are taken as to when outstanding are to be covered and payments are to be made. Working Capital requirement are to be kept at minimum level in order to maintain the lowest possible interest rate.

Company has strongly prepared itself to meet cutthroat competition in global market by adhering to international quality standards of its product.

In addition to above company has overall risk management strategy, follows such practices & policies that are framework of efficient management to count the risk in advance.

Internal Control System and their Adequacy:

The company has made sufficient arrangement for internal control system and its monitoring for keeping proper record of the purchase of raw materials, stores, components, plant and machineries, equipments and all other assets for production and sale of finished leather and leather products. The company has clearly fixed rules and responsibilities for all management personnel and all operational activities are well controlled. The system ensures authorization of all transactions, records and the reports correctly and properly through computerized system.

The Audit committee of the Company also re-examines adequacy of internal controls, systems of risk management policies adopted by the Company.

Company's Laws and Regulations are also reviewed by the internal Audit Team regularly from time to time and its report is submitted to the promoters and put up in every Board Meeting. In order to provide sufficient support for business promotion of the company, the finance and commercial functions have been properly set. The company takes into account from time to time and Analysis its progress in accordance with the Laws and Regulations set by the internal auditors and report to the Board in every Board Meeting in support of best practices for internal control, standard operating norms and guidelines are being issued. The Company also incorporates all financial operating, and information technology systems are also evaluated from time to time.

Environment and safety:

The Company feels its responsibility and is fully aware of the importance to achieving exhibiting healthy environmental performance by checking effect of its activities, product or services for the environment. The environment policy of the company fully complies with the environmental laws and prevention of water, air and noise pollution and all efforts are made for continual improvement in the environmental performance. The Company has also initiated focusing its attention on "Charter on Corporate Responsibility" under the policy of the Government of India. The Company takes all measure to save and minimize the environmental effect on air, water by strictly using and further sounding its environmental management system to meet its objective. The Company ensures providing safe work place, machines and safety control measures within the organization and a sense of safety consciousness is spread amongst all the workmen, employees and supervisors.

Industrial Relations and Human Resources Development:

The Company gives much importance to maintain good relations with its employees ensuring that employees feel valued and energetic in creating an atmosphere and culture so that they can maximize their contribution in increasing the growth and further development of the company, and in turn the Company thinks of individual growth of its employees for their dedicated participation in organizational development.

The company's priority is to reduce the employee's turnover ratio. The company's approach and efforts are to create congenial work environment for individual growth, which enable the development of whole organization. Relationship with the employees remains cordial through out

the year. The company has a team of over 500 dedicated employees working towards the company's mission.

Discussion of Financial Performance with respect to Operational Performance:

Effective working management is regularly concentrating to reduce the cost of debt as much as possible. Prudent cash management endeavor to utilize the optimum Working Capital in order to reduce the interest cost and also to avoid the bottleneck of company's operation.

Research & Development

The company is committed to continue technological innovation, physical and chemical standardization and improvement to achieve high standards of product quality and customer satisfaction

Key factors that keep the company one step ahead:

- a. Extensive interaction with the latest technological developments.
- b. Presence in all major trade fairs, seminars and workshops for optimum knowledge up gradation.
- c. Well qualified and progressive workforce.
- d. Fully equipped Laboratory

The tannery units of the company work under guidance of a well equipped laboratory conducting physical and chemical tests. It also has a pilot tannery to conduct trials of new leathers at a small scale before its implementation in bulk production. The laboratory has all the requisites to perform tests of leather as per EN, ISO and DIN standards. The company is amongst few companies which provide certification as per the REACH guidelines of European Chemicals Agency.

Design Studio: The footwear units of the company conduct their production as per the guidance of a newly built, state of the art designing cell, lead by well qualified shoe technologists and designers. Due to a rapid change in the product profile over the past few years, this studio was installed keeping in mind the ever changing tests and preferences of the customers, while keeping time frame into consideration.

Quality Assurance: A major factor which keeps the company ahead is its obsession with total quality, which includes products of the highest standards, quick and efficient customer service, leading to complete customer satisfaction. Factors like these help the company to retain customers, some of them, for as long as 30 years.

Fair Participation

- Asia Pacific Leather fair, Hong Kong
- Lineapelle, Bologna, Italy
- Moda, Birmingham, United Kindom
- All China Leather Exhibition, Shanghai , China
- A+AFair, Dusseldorf, Germany
- Fimec Fair, Novo Hamburgo, Brazil

Cautionary Statement:

Statements in the Management Discussion & Analysis Report which seek to describe the company's objectives, projections estimates, expectations and predictions may be considered to be "forward looking statements" and are stated as required by applicable laws and regulations. Actual results could differ from those expressed or implied. Many factors including global and domestic demand-supply conditions, prices, raw materials availability, technological changes, changes in Government policies, tax laws and other statues may affect the actual results, which could be different from what the Directors' envisage in terms of future performance and out look.

SUPER TANNERY LIMITED
REPORT ON CORPORATE SOCIAL RESPONSIBILITY

Social Responsibility:

Super Tannery Limited (STL) believes in total commitment to society. The promoters of the company run an organization known as AMIN WELFARE TRUST (AWT) which follows the motto of "Promoting Hope in Life." This trust has taken up number of social causes in the field of EDUCATION & HEALTHCARE.

STL nurtures relationships across the entire range of stakeholders, which has the Company understand pertinent issues, develop businesses, enhance shareholder value and manage risks better. It is the relationship, trust and commitment to stake holder's interest and the warm reciprocal of the same by the stakeholders that make STL robust, resilient and sustainable. STL actively integrates shareholder goals with its own and then pursues them collaboratively.

STL's commitment towards excellence in Health, Safety and Environment Performance is one of the company's core values. The company is unwavering and its policy of, "safety of persons overrides all production targets", which drives all employees to continuously break new grounds in safety management for the benefit of the people, property, environment and the communities in which STL operates. This is the Company's responsibility as a global corporate citizen. The 'pursuit to achieve world class operational excellence' has been the key focus of the Company.

Healthcare:

AWT operates a hospital known as **Chaudhry Ehsan Kareem Hospital**, well equipped with the most modern machinery and infrastructure, in the industrial area of Jajmau, Kanpur City, providing healthcare facilities in a number of fields including Neurology, Vision, Endocrinology, Dentistry and Pre/Post Maternal Care.

STL has a program an initiative to promote healthy workplaces and reduce health and safety risks, has been instrumental in creative a culture of implementing health, safety and environment project on priority basis.

This performance has also helped the Company to improve its performance on the occupational health and safety front.

Education:

On 26th January 2010, AWT launched a state of art educational institution namely **Super International School** with the aim to provide world class education at affordable cost to the middle income group. The school is proposed to be affiliated with the C.B.S.E board and is equipped with the latest infrastructure required for a healthy and constructive approach to education. To know more, please visit www.superinternationalschool.com

Environment

When the leather industry enough developed, the pollution of air and water increased and the stage reached where scientists started thinking on making better use or reuse of material which caused pollution keeping in mind the economical factor else no industrialist would accept the change.

Special emphasis has been laid on use of low waste technology with minimum possible expenditure and maximum quality production because it is natural for any industrialists to resist a change unless it is likely to give better quality production with least expenditure. Pollution is given the last priority by them whereas we give it the first priority.

At STL we are very much cautious about pollution. We have our own water treatment and chrome recovery plant in which we collect the drain water full of nickel, chromium and many more harmful substances. Our deep interest is in green and clean environment. The chrome is used in the processing of hides & skins in which 65% is consumed during the process while 35% goes waste. The presence of chrome in the discharged water of tanneries is hazardous for public health as its excessive use can cause severe skin diseases. To minimize the danger we have water treatment plant to purify water to its maximum possible level. We believe to contribute in safe and healthy environment. STL is an eco friendly tannery.

Health, Safety & Environment

We at STL are committed to provide a safe and healthy working environment for our employees by adopting a proactive approach. It is part of our work ethic to ensure that safety, health and environment safeguards are in place right from the inception to the execution stage. We accept the need for constant up gradation of safety & health standards commensurate with the rapid changing technology in production.

SUPER TANNERY LIMITED

Kapoor Tandon & Co.

Chartered Accountants

24/57 First Floor, Birhana Road
(Opp. Central Chest Clinic) KANPUR - 208001
H.O.: 21, Dayanand Marg, Daryaganj, Delhi.-110003
Ph: 2361244 Fax: (0512) 2361244
Email: ktc_rajesh@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Super Tannery Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Super Tannery Limited** ("the Company"), which comprises the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 ("the Act") (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs) and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's Internal Control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the accompanying financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted

in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date;
and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Act (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs);
 - e. On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Act;

For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
R.P. Gupta
Partner
Membership No. 070904

Place : Kanpur
Date : 29.05.2014

SUPER TANNERY LIMITED

ANNEXURE TO THE AUDITORS REPORT

(This is the Annexure referred to in para 1 of our report of even date on the Financial Statements for the year ended 31st March, 2014 of Super Tannery Limited)

In terms of the information and explanations given to us and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state as under:

- (i) (a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets of the company are physically verified in a phased manner, so as to cover all the fixed assets over a period of two years. In our opinion, the frequency of physical verification of fixed assets is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies between book records and the physical inventory were noticed in respect of the assets verified during the year.
- (c) The fixed assets disposed of during the year, in our opinion, do not constitute substantial part of the fixed assets of the company and such disposal has, in our opinion, not affected the going concern status of the company.
- (ii) (a) The inventories of the company have been physically verified by the management during the year except material lying with the third parties. In our opinion, the frequency of such verification is reasonable.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) On the basis of our examination of records of inventories, in our opinion, the company has maintained proper records of inventories and the discrepancies noticed on physical verification between the physical stocks and the book records were not material in relation to the operation of the company.
- (iii) The company has neither granted nor taken any loans secured or unsecured to the companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.
- (iv) In our opinion, and according to information and explanations given to us, there is an adequate internal control system commensurate with the size of company and nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services.
Further, during the course of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across nor we have been informed of any continuing failure to correct major weakness in the aforesaid internal control system.
- (v) (a) In our opinion and according to the information and explanation given to us, the transactions made in purchase of contracts or arrangements that needed to be entered in the register maintained under Section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion, the transactions made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956, and exceeding Rs.5.00 Lacs during the year in respect of each party have been entered into at the prices which are reasonable having regard to prevailing market price as far as we could ascertain on the basis of information and explanations given to us.

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-
- (vi) The company has not accepted any deposits from the public during the year under audit within the meaning of Section 58A and 58AA of the Companies Act, 1956 and rules framed there under.
- (vii) In our opinion, and according to information and explanations given to us, the company has an adequate internal audit system commensurate with the size of the company and the nature of its business.
- (viii) We have broadly reviewed the books of account maintained by the company pursuant to the order made by the Central Government for the maintenance of cost records under Section 209 (1)(d) of the Companies Act, 1956 and are of the opinion that prima facie the prescribed records have been made and maintained. However, we have not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (ix) (a) The company has generally been regular in depositing undisputed statutory dues including Provident Fund, Investor education & Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues with appropriate authorities. Further, in absence of notification from the Government in respect of Cess as per the provisions of Section 441A of Companies Act, 1956, the same could not be quantified/ deposited.

According to the information and explanations given to us, no undisputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty were outstanding as at 31st March, 2014 for a period of more than six months from the date they became payable.

- (b) Dues of Income Tax / Sales Tax / Wealth Tax/ Custom Duty / Excise Duty / Cess which have not been paid on account of any dispute are as under:

Name of the Statute	Nature of Dues	Forum where dispute is pending	Period to which amount relates	Amount (Rs.)
Income Tax Act	Income Tax & Interest	CIT Appeals, Kanpur	A.Y. 2010-11 &, A.Y. 2011-12	78.29 Lacs
Income Tax Act	Income Tax & Interest	ITAT, Lucknow Bench	A.Y. 2007-08 &, A.Y. 2009-10	32.90 Lacs

- (x) The company has neither accumulated losses as at 31st March, 2014 nor incurred cash loss during the financial year ended on that date or in the immediately preceding financial year.
- (xi) According to the information and explanation given to us, the company has not defaulted in repayment of dues to any bank during the year. There are no dues to any financial institution or debenture holder.
- (xii) According to the information and explanation given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

SUPER TANNERY LIMITED

- (xiii) According to the information and explanation given to us, the provisions of any special statute as applicable to chit fund, nidhi, mutual benefit fund/societies are not applicable to the company.
- (xiv) In our opinion and according to the information and explanation given to us, the company is not a dealer / trader in share, securities, debentures and other investments.
- (xv) The company has not given any guarantees for loans taken by others from banks or financial institution.
- (xvi) In our opinion and according to the information and explanations given to us, the term loans were applied for the purpose for which the loans were obtained.
- (xvii) Based on the information and the explanations given to us and on the basis of over all review of the Financial Statements of the company, in our opinion funds raised for short term purposes have, prima facie, not been used for long term requirements.
- (xviii) The company has not made any preferential allotment of shares to any parties covered in the register maintained under Section 301 of the Companies Act, 1956.
- (xix) According to the information and explanations given to us the company has not issued any Debentures, during the year.
- (xx) The company has not raised any money by public issue during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

Place : Kanpur
Date : 29.05.2014

For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
R.P. Gupta
Partner
Membership No. 070904

Kapoor Tandon & Co.
Chartered Accountants

24/57 First Floor, Birhana Road
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H.O.: 21, Dayanand Marg, Daryaganj, Delhi.-110003
Ph: 2361244 Fax: (0512) 2361244
Email: ktc_rajesh@yahoo.co.in

Auditors' Certificate on Corporate Governance

To
The Members of
Super Tannery Limited

We have examined the compliance of conditions of Corporate Governance by Super Tannery Limited (the company) for the financial year ended 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange(s) in India.

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with, in all material respect, the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

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

Place : Kanpur
Date : 29.05.2014

For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
R.P. Gupta
Partner
Membership No. 070904

SUPER TANNERY LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Note No.	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
I. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
a) Share Capital	2	10,79,73,360	10,79,73,360
b) Reserves and Surplus	3	<u>63,90,90,843</u>	<u>52,35,72,581</u>
		74,70,64,203	63,15,45,941
2. Non Current Liabilities			
a) Long Term Borrowings	4	4,80,04,246	8,58,99,408
b) Deferred Tax Liabilities (Net)	5	<u>7,87,69,679</u>	<u>7,63,32,944</u>
		12,67,73,925	16,22,32,352
3. Current Liabilities			
a) Short Term Borrowings	6	87,91,25,369	69,01,78,792
b) Trade Payables	7	46,34,46,165	43,57,22,507
c) Other Current Liabilities	8	24,22,55,438	21,43,46,649
d) Short Term Provisions	9	<u>1,30,72,783</u>	<u>1,52,78,604</u>
		1,59,78,99,755	1,35,55,26,552
TOTAL		<u>2,47,17,37,883</u>	<u>2,14,93,04,845</u>
II. ASSETS :			
1. Non Current Assets			
(a) Fixed Assets :			
(i) Tangible Assets:	10	65,51,15,099	60,38,85,566
(ii) Capital Work in Progress	10	2,43,04,672	2,13,17,949
(iii) Intangible Assets under Dev.	10	99,601	—
(b) Non Current Investments	11	2,58,14,738	3,35,54,738
(c) Long Term Loans & Advances	12	<u>1,72,84,825</u>	<u>3,53,19,599</u>
		72,26,18,935	69,40,77,812
2. Current Assets			
(a) Inventories	13	86,86,16,269	73,99,02,924
(b) Trade Receivables	14	64,18,64,132	54,54,16,790
(c) Cash and Cash Balances	15	3,89,00,610	3,20,40,218
(d) Short Term Loans and Advances	16	6,20,81,278	6,89,16,584
(e) Other Current Assets	17	<u>13,76,56,659</u>	<u>6,89,50,517</u>
		1,74,91,18,948	1,45,52,27,033
TOTAL		<u>2,47,17,37,883</u>	<u>2,14,93,04,845</u>
Significant Accounting Policies	1		

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

As per our report of even date

For Kapoor Tandon & Co.,

Chartered Accountants

Firm Reg. No. 000952C

(R.P. Gupta)

Partner

M.No. 070904

Place : Kanpur

Dated : 29.05.2014

For and on behalf of the Board of Directors

Mohd. Imran
Director (Finance)

Iftikharul Amin
Managing Director

Iqbal Ahsan
Joint Managing Director

R.K. Awasthi
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

Particulars	Note No.	2013-14 (Rupees)	2012-13 (Rupees)
REVENUE			
Revenue from operations (gross)	18	3,51,35,59,103	2,56,14,24,429
Less : Excise Duty		40,31,517	35,51,703
Revenue from operations (net)		<u>3,50,95,27,586</u>	<u>2,55,78,72,726</u>
Other Income	19	26,23,736	1,01,46,931
Total Revenue		<u>3,51,21,51,322</u>	<u>2,56,80,19,657</u>
EXPENSES			
Cost of Material consumed	20	2,36,78,40,413	1,83,07,22,933
Purchases of Stock-in-trade	21	36,19,05,535	19,43,52,782
Changes in Inventories of Finished Goods, Work-in-Process and Traded Goods	22	(1,62,19,521)	(5,62,14,206)
Employee Benefits Expense	23	6,81,45,437	6,12,92,645
Finance Costs	24	10,03,48,748	9,19,69,264
Depreciation and Amortisation Expenses	25	4,37,48,874	3,93,99,678
Other Expenses	26	44,63,17,037	32,38,96,777
Total Expenses		<u>3,37,20,86,523</u>	<u>2,48,54,19,873</u>
Profit Before Tax		14,00,64,799	8,25,99,784
Tax Expenses			
- Current Tax		4,21,00,000	2,20,00,000
- Deferred Tax		24,36,735	1,08,69,944
- Tax adjustments relating to earlier years		(1,06,30,370)	27,58,381
Profit for the year		10,61,58,434	4,69,71,459
Earning per Equity Share (EPS)			
(Face value of Re. 1/- each)	27		
Basic		0.98	0.44
Diluted		0.98	0.44
Significant Accounting Policies	1		

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

As per our report of even date

For Kapoor Tandon & Co.,

Chartered Accountants

Firm Reg. No. 000952C

(R.P. Gupta)

Partner

M.No. 070904

For and on behalf of the Board of Directors

Mohd. Imran

Director (Finance)

Iftikharul Amin

Managing Director

Place : Kanpur

Dated : 29.05.2014

Iqbal Ahsan

Joint Managing Director

R.K. Awasthi

Company Secretary

SUPER TANNERY LIMITED**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014**

	2013-2014 (Rupees)	2012-2013 (Rupees)
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	14,00,64,799	8,25,99,784
Adjustment for :		
Depreciation	4,37,48,874	3,93,99,678
Interest - Paid	8,94,62,113	8,38,73,394
Interest - Earned	(15,17,614)	(8,26,961)
Gratuity Payable	5,62,405	(29,93,359)
Bad Debts written off	27,80,178	31,93,135
Exchange Fluctuation	(4,42,42,051)	(93,16,343)
Fixed Assets - Loss on sale	12,57,460	43,45,310
Fixed Assets - Profit on sale	(818)	(49,26,142)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	23,21,15,346	19,53,48,496
ADJUSTMENTS FOR :		
Trade and Other receivables	(9,88,21,571)	(8,04,83,324)
Inventories	(12,87,13,345)	(17,32,58,263)
Trade and Other Payables	5,26,11,799	21,60,73,232
CASH GENERATED FROM OPERATIONS	5,71,92,229	15,76,80,141
Interest Paid (Net)	(7,21,68,948)	(7,52,76,905)
Income Tax Paid (net of Refunds)	(3,42,79,561)	(3,36,14,205)
NET CASH FROM OPERATING ACTIVITIES	(4,92,56,280)	4,87,89,031
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets(including CWIP)	(10,22,73,289)	(7,47,47,634)
Sale of Fixed Assets	27,27,475	72,82,610
Investment in Subsidiary Company	77,40,000	9,203
NET CASH USED IN INVESTING ACTIVITIES	(9,18,05,814)	(6,74,55,821)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Working Capital	19,34,57,896	(5,19,34,378)
Capital Subsidy received	1,59,00,441	--
Corporate Loan (Net)	(4,00,00,000)	7,94,56,135
Foreign Currency Loan	(45,11,319)	60,42,482
Term Loan	41,03,837	76,92,272
Interest paid	(1,49,06,979)	(77,69,528)
Dividend paid	(61,21,390)	(65,04,342)
NET CASH FLOW USED IN FINANCING ACTIVITIES	14,79,22,486	2,69,82,641
NET INCREASE IN CASH AND CASH EQUIVALENTS	68,60,392	83,15,851
OPENING CASH AND CASH EQUIVALENTS	3,20,40,218	2,37,24,367
CLOSING CASH AND CASH EQUIVALENTS	3,89,00,610	3,20,40,218

Significant accounting policies

1

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

As per our report of even date

For Kapoor Tandon & Co.,

Chartered Accountants

Firm Reg. No. 000952C

(R.P. Gupta)

Partner

M.No. 070904

Place : Kanpur

Dated : 29.05.2014

For and on behalf of the Board of Directors

Mohd. Imran
*Director (Finance)*Iftikharul Amin
*Managing Director*Iqbal Ahsan
*Joint Managing Director*R.K. Awasthi
Company Secretary

Notes to financial statements for the year ended 31st March, 2014**1. SIGNIFICANT ACCOUNTING POLICIES****1.1 Basis of Preparation of Financial Statements**

The financial statements are prepared under the historical cost convention, except for certain fixed assets which were revalued, on accrual basis of accounting in accordance with the applicable Accounting Standards as prescribed by the Companies (Accounting Standard) Rules, 2006 (AS), Generally Accepted Accounting Principles (GAAP) in India and the relevant provisions of the Companies Act, 1956 (the Act).

1.2 Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amount of revenues and expenses during the reported period. Difference between actual results and estimates are recognized in the period in which the results are known/ materialised.

1.3 Fixed Assets

Fixed Assets, other than those revalued, are stated at their cost of acquisition or construction as the case may be and including all related acquisition/installation expenses and borrowing cost as per Accounting Standard (AS) 16. Subsidy received on Fixed Assets is credited to the cost of respective fixed assets. Assets revalued are stated at their revalued amount. Cost/revalued amount so ascertained is adjusted for accumulated depreciation/amortization and provision for impairment.

1.4 Depreciation

- i) Depreciation on fixed assets excepting leasehold land and intangible assets is provided as under:
 - a) Assets acquired and put to use on or upto 31st March, 1992, is provided on Written Down Value Method as per Schedule XIV to the Companies Act, 1956;
 - b) Assets acquired and put to use after 31st March, 1992, is provided on Straight Line Method as per Schedule XIV to the Companies Act, 1956; and
 - c) Amount attributable to appreciation due to revaluation, is provided on Straight Line Method as per Schedule XIV to the Companies Act, 1956 and equivalent amount is withdrawn from Revaluation Reserve.
- ii) Cost of lease land is amortized over the period of lease. Intangible assets are amortised over a period of ten years under the straight line method of amortization.

1.5 Impairment of assets

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than the carrying amount, the carrying amount is reduced to the recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

SUPER TANNERY LIMITED

1.6 Capital work in progress

Capital Work in Progress comprises cost of fixed assets yet to be commissioned and/or in transit, advances for capital expenditure and expenditure during construction period. Expenditure during construction period is allocated to the respective Fixed Assets on completion of the construction period.

1.7 Investments

Long term investments (non current) are carried at cost and provision, if necessary, is made for decline other than temporary in their value. Current investments are carried at lower of cost and market/fair value.

1.8 Inventories

Stock of raw materials and chemicals are valued at lower of cost (weighted average) or net realizable value. Stores and spares are valued at lower of cost (FIFO basis) or net realizable value. Stock of work in process is valued at estimated cost. Finished goods (including stock in transit or at port) are valued at lower of cost (determined on Direct cost method) or net realizable value. Stock of trading items is valued at lower of cost (weighted average) or net realizable value. Stock of waste and scrap are valued at estimated realizable value. Stock transferred to other divisions of the company is valued at transfer price. Import entitlements/licenses are valued at estimated realizable value.

1.9 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized 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 recognized but are disclosed in the Notes. Contingent Assets are neither recognized nor disclosed in the financial statements

1.10 Revenue Recognition

Sales are recognized in respect of (a) Exports on shipment of consignment; and (b) others on dispatches of consignment from company premises. Sales include Excise duty and Sales/Trade tax. Duty Drawback is accounted for on the basis of export sales effected during the year.

1.11 Government Grants

Capital subsidy received under Tannery Modernisation Scheme (TMS) is credited to Capital Reserve. Revenue Grants are recognized in the Statement of Profit & Loss in accordance with the related Scheme and in the period in which those accrued.

1.12 Retirement Benefits

Contributions are made to the Provident Fund and Superannuation Funds on actual liability basis. Provision for gratuity liability is made at the end of the year on the basis of actuarial valuation. Provision for leave encashment is made on the basis of total liability of all eligible employees as per the company's scheme.

1.13 Foreign Currency Translations

- i) The reporting currency of the company is Indian rupees.
- ii) Outstanding foreign currency assets and liabilities are translated at the exchange rate

prevailing at the Balance Sheet date. Gains or losses on these assets and liabilities relating to the acquisition of fixed assets are adjusted to the cost of such fixed assets and those relating to other accounts are recognized in the statement of profit and loss. Exchange Difference arising as a result of transactions settled during financial year are included in sales.

1.14 Intangible Assets

Intangible assets are stated at cost of acquisition less accumulated amortization. The Computer Software if any, purchased during the year is being amortized over a period of ten years.

1.15 Earning Per Share (EPS)

Earning per share is calculated in accordance with the procedure laid out in AS-20 on Earning Per Share.

1.16 Excise Duty

Excise duty is accounted for as and when paid on clearance of goods from bounded premises. No provision is made for excise duty in respect of finished products lying in bounded premises since major sales comprises of export sales.

1.17 Borrowing Cost

Borrowing costs that are attributable to the acquisition/construction of qualifying assets are capitalized as part of cost of such assets. A qualifying asset is an asset that requires a substantial period of time to get ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

1.18 Taxation

Provision for tax on income for the year (i.e. Current Tax) is made after considering the various deductions/relieves admissible under the Income Tax Act, 1961. Provision for tax effect of timing differences between taxable income and accounting income (i.e. Deferred Tax) is made in accordance with the provisions of AS-22 on Accounting for Taxes on Income.

1.19 Prior Period Items

Prior period items, if material, are disclosed separately.

1.20 Cash Flow Statement

Cash flow statement is prepared in accordance with the "Indirect Method" prescribed in AS -3 on Cash Flow Statements.

SUPER TANNERY LIMITED

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
2. SHARE CAPITAL		
Authorised		
11,00,00,000 Equity Shares of Re.1/- each	<u>11,00,00,000</u>	<u>11,00,00,000</u>
Issued, Subscribed and fully paid up		
10,79,73,360 Equity Shares of Re.1/- each fully paid up	10,79,73,360	10,79,73,360
Total	<u>10,79,73,360</u>	<u>10,79,73,360</u>

2.1 Reconciliation of the shares outstanding at the beginning and at the end of the year:

Equity Shares	As at 31.03.14 (Rupees)		As at 31.03.13 (Rupees)	
	No. of Shares	(Rupees)	No. of Shares	(Rupees)
At the beginning of the year	10,79,73,360	10,79,73,360	10,79,73,360	10,79,73,360
Changes during the year	-	-	-	-
Outstanding at the end of the year	<u>10,79,73,360</u>	<u>10,79,73,360</u>	<u>10,79,73,360</u>	<u>10,79,73,360</u>

2.2 Term/rights attached to equity shares

The company has only one class of equity shares having a par value of Re. 1/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.3 Bonus Shares/Shares for consideration other than cash issued & Buy Back of shares during preceding five years:

Bonus Shares issued during No. of Shares
preceding five F.Y.

Financial Year 2009-10 1,79,95,560 (equity shares of Rs. 2/- each fully paid ratio 1:2)

2.4 Face Value of Equity Shares-sub division / split in preceding five years:

At the annual general meeting held on 30th September 2010, the members of company approved a stock split i.e. sub-division each equity share of the company of the face value of Rs. 2/- each as existing on Record Date, shall stand sub-divided into two equity shares of face value of Re. 1/- each fully paid up, and consequently the Authorized and Paid up Equity Share Capital of the company be changed accordingly.

2.5 Shares held by holding/ultimate holding company and/or their subsidiaries/associates: NIL

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

Name of the Share Holder	As at 31.03.14		As at 31.03.13	
	No. of Shares	% held	No. of Shares	% held
1) Mr. Veqarul Amin	1,78,83,900	16.56%	1,78,83,900	16.56%
2) Mr. Iqbal Ahsan	91,42,502	8.47%	91,42,502	8.47%
3) Mr. Iftikharul Amin	90,80,432	8.41%	90,77,432	8.41%

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
3. RESERVES AND SURPLUS		
Capital Reserves		
Balance as per last Balance Sheet	17,67,180	17,67,180
Capital Subsidy under Tannery Modernisation Scheme		
Balance as per last Balance Sheet	1,35,00,256	1,35,00,256
Add : Capital Subsidy received during the year	<u>1,59,00,441</u>	<u> -</u>
	2,94,00,697	1,35,00,256
Securities Premium Reserve		
Balance as per last Balance Sheet	2,70,17,760	2,70,17,760
Revaluation Reserve		
Balance as per last Balance Sheet	1,97,01,159	1,99,21,104
Less: Amount transferred to the Statement of Profit and Loss as reduction from depreciation	<u>2,22,441</u>	<u>2,19,945</u>
	1,94,76,718	1,97,01,159
General Reserve		
Balance as per last Balance Sheet	44,00,00,000	40,00,00,000
Add : Transfer from Statement of Profit & Loss	<u>6,00,00,000</u>	<u>4,00,00,000</u>
	50,00,00,000	44,00,00,000
Surplus in the Statement of profit and loss		
Balance as per last Balance Sheet	2,15,86,226	2,08,89,234
Profit for the year	<u>10,61,58,434</u>	<u>4,69,71,459</u>
	12,77,44,660	6,78,60,693
Less : Appropriations		
Proposed dividend on equity share [Re. 0.05 per Equity Share (Re. 0.05 per Equity Share)]	53,98,668	53,98,668
Dividend Distribution Tax	9,17,504	8,75,799
Transfer to General Reserve	<u>6,00,00,000</u>	<u>4,00,00,000</u>
	6,14,28,488	2,15,86,226
TOTAL	<u><u>63,90,90,843</u></u>	<u><u>52,35,72,581</u></u>
4. LONG TERM BOROWINGS		
Secured Term Loans		
Rupee Loans		
Corporate Loan from State Bank of India	4,00,00,000	8,00,00,000
Vehicle Loan		
Kotak Mahindra Prime Ltd.	11,17,266	2,47,231
Kotak Mahindra Bank Ltd.	76,570	5,02,146
HDFC BANK	5,25,181	16,76,442
UCO BANK	2,29,265	-
State Bank of India	<u>60,55,964</u>	<u>34,73,589</u>
TOTAL	<u><u>4,80,04,246</u></u>	<u><u>8,58,99,408</u></u>

SUPER TANNERY LIMITED

4.1 Corporate loan (INR) from bank carries interest @ 13.70% p.a. The loan is repayable in 10 regular installments detailed as under:-

- a) Next 4 installments of Rs. 1 crore each (From 30.06.2014 to 31.03.2015)
- d) Last 2 installment of Rs. 2 crore each.(on 30.06.2015 and 30.09.2015)

4.2 Vehicles Loans are repayable in equated monthly instalments ranging from 36 to 83 EMIs.

4.3 The corporate loan is secured by first charge over entire fixed assets (both present and future, except vehicles financed by other Banks/FIs) of the Company, extension of charge on current assets of the Company, corporate guarantee of a subsidiary Aarifi Tanners Limited. Loans are further secured by the personal guarantee of promoter director(s) and by way of pledge of their shares (as given hereunder) with State Bank of India :

Name of the Share Holder	No. of	% Held	No. of	% Pledged
1. Mr. Veqarul Amin	1,78,83,900	16.56%	76,54,200	42.80%
2. Mr. Iqbal Ahsan	91,42,502	8.47%	91,42,502	100.00%
3. Mr. Iftikharul Amin	90,80,432	8.41%	90,80,432	100.00%
4. Mrs. Ismat Iqbal	30,82,800	2.86%	30,82,800	100.00%

4.4 Vehicle loans are secured by hypothecation of vehicle financed.

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
5. DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liability		
<i>on account of</i>		
Depreciation	8,25,13,789	7,72,01,652
Gross deferred tax liability	8,25,13,789	7,72,01,652
Deferred Tax Assets		
<i>on account of</i>		
Expenses covered u/s 43B	37,44,110	8,68,708
Gross deferred tax assets	37,44,110	8,68,708
Net Deferred Tax Liability @	7,87,69,679	7,63,32,944

@ Deffered tax asset has been recognized and carried to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assete are realised. Deferred Tax Assets and Deferred Tax Liabilities have been set off in accordance with clause 29 of AS - 22.

6. SHORT TERM BORROWING

Secured

Working Capital Loan

Rupee Loan

From State Bank of India

a) Cash Credit	4,92,74,209	4,25,00,384
b) Packing Credit	64,92,82,879	51,01,04,817
c) Advance against bills sent on collection	17,36,85,725	12,61,79,734
	87,22,42,831	67,87,84,935

Foreign Currency Loan

From State Bank of India

Buyers Credit	68,82,538	1,13,93,857
TOTAL	87,91,25,369	69,01,78,792

- 6.1 Working Capital Loan from State Bank of India is secured by hypothecation of Inventories & Book Debts, extension of charge on entire fixed assets (both present & future) of the Company and corporate guarantee of a subsidiary Aarifi Tanners Limited. Loans are further secured by the personal guarantee of promoter director(s) and by way of pledge of their shares (as given hereunder) with State Bank of India :

Name of the Share Holder		No. of % Pledged	% Held	No. of
1. Mr. Veqarul Amin	1,78,83,900	16.56%	76,54,200	42.80%
2. Mr. Iqbal Ahsan	91,42,502	8.47%	91,42,502	100.00%
3. Mr. Iftikharul Amin	90,80,432	8.41%	90,80,432	100.00%
4. Mrs. Ismat Iqbal	30,82,800	2.86%	30,82,800	100.00%

7. TRADE PAYABLES

Sundry Creditors	46,34,46,165	43,57,22,507
TOTAL	<u>46,34,46,165</u>	<u>43,57,22,507</u>

- 7.1 The company has requested confirmation from Suppliers regarding their registration (filling of Memorandum) under the Micro, Small and Medium Enterprises Development Act, 2006 (the Act). According to the information available with the company there was no amount (principal and/or interest) due to any micro/small enterprises (SME as defined in the Act) as at the end of the year. There is no delay in payment to SME during the year. No interest was paid/payable on account of delay in payment to SME during the year in terms of Section 16 of the Act.

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
	8. OTHER CURRENT LIABILITIES	
Current maturity of long term borrowings	4,37,91,863	4,17,92,864
Interest accrued but not due on borrowings	88,767	2,69,853
Interest accrued and due on borrowings	10,49,658	-
Book overdraft with banks	4,41,86,368	3,22,09,091
Security Deposit	39,500	29,500
Advance from Customers	4,38,08,948	2,45,11,749
Unpaid dividend (refer Note 8.1)	16,42,940	14,89,863
Other Liabilities	10,76,47,394	11,40,43,729
TOTAL	<u>24,22,55,438</u>	<u>21,43,46,649</u>

- 8.1 There are no amounts due for payment to Investor Education & Protection Fund under Section 205C of the Companies Act, 1956 as at the year end.

9. SHORT TERM PROVISIONS

Provision for Tax	4,21,00,000	2,20,00,000	
Less: Advance Tax	<u>4,56,23,493</u>	<u>(35,23,493)</u>	<u>2,27,13,562</u>
Provision for Gratuity	1,02,80,104	97,17,699	(7,13,562)
Proposed Dividend	53,98,668	53,98,668	
Provision for Dividend Distribution Tax	9,17,504	8,75,799	
TOTAL	<u>1,30,72,783</u>	<u>1,52,78,604</u>	

SUPER TANNERY LIMITED

(Rupees)

DESCRIPTION	GROSS BLOCK				DEPRECIATION / AMORTISATION				NET BLOCK	
	AS AT 01.04.2013	ADDITIONS	SALES/ ADJ.	AS AT 31.03.2014	UP TO 31.03.2013	FOR THE YEAR	ADJ.	UP TO 31.03.2014	AS AT 31.03.2014	AS AT 31.03.2013
Land Leasehold	73,59,349	-	-	73,59,349	7,09,440	74,337	-	7,83,777	65,75,572	66,49,909
Land Freehold	3,68,97,016	1,10,000	-	3,70,07,016	-	-	-	-	3,70,07,016	3,68,97,016
Building	16,34,97,692	1,13,23,982	-	17,48,21,674	4,64,09,301	49,98,224	46,671	5,13,60,854	12,34,60,820	11,70,88,391
Plant and Equipments	68,67,52,315	6,35,48,186	6,85,594	74,96,14,907	29,08,31,688	3,16,93,199	3,85,836	32,21,39,051	42,74,75,856	39,59,20,527
Furniture & Fittings	1,22,80,590	42,57,781	-	1,65,38,371	6,280,541	712,464	12,343	69,80,662	95,57,709	60,00,049
Vehicles	5,91,73,479	1,99,47,016	64,37,440	7,26,83,055	1,78,43,905	64,95,091	26,94,067	2,16,44,929	5,10,38,126	4,13,29,574
TOTAL	96,59,60,441	9,91,86,965	71,23,034	1,05,80,24,372	36,20,74,875	4,39,73,315	31,38,917	40,29,09,273	65,51,15,099	60,38,85,566
Add: Capital Work in Progress									2,43,04,672	2,13,17,949
Add: Intangible Assets under Dev.									99,601	-
PREVIOUS YEAR	90,65,05,704	7,60,64,121	1,66,09,384	96,59,60,441	3,32,362,858	3,96,19,623	99,07,606	36,20,74,875	60,38,85,566	-

10.1 Gross Depreciation for the year is Rs. 4,39,73,315 (Rs. 3,96,19,623) out of which Rs. 2,24,441 (Rs. 2,19,945) being depreciation on revalued amount, has been adjusted from Revaluation Reserve as per accounting policy given in the accounting policy of the depreciation.

10.2 Certain Fixed Assets of the Company were revalued by the Approved Valuer as on 31st March, 1992. Accordingly value of Fixed Assets of the Company was increased by Rs. 4,11,23,987 (Land Rs. 1,73,96,063, Building Rs. 70,44,300 and Plant and Machinery Rs. 1,66,83,624) and the corresponding amount was credited to the Revaluation Reserve.

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
11. NON CURRENT INVESTMENTS		
<i>(Long Term Investments)</i>		
Trade (valued at cost unless stated otherwise)		
EQUITY SHARES - UNQUOTED		
A. INVESTMENT IN SUBSIDIARIES		
Super Tannery (U.K.) Limited		
2,100 Ordinary Shares of GBP 1/- each fully paid up	1,52,096	1,52,096
Aarifi Tanners Limited		
12,05,366 Equity Shares of Rs 10/- each fully paid up	1,64,23,500	1,64,23,500
Super Corporation Limited		
26,000 Equity Shares of Rs 10/- each fully paid up	2,60,000	-
Safety Solutions S.R.O		
6,638 Ordinary Shares of EURO 1/- each fully paid up	4,65,492	4,65,492
	1,73,01,088	1,70,41,088
B. INVESTMENT IN ASSOCIATES		
Secure Safety Limited*		
6,99,300 (14,99,300) Equity Shares of Rs. 10/- each fully paid up	69,93,000	1,49,93,000
	69,93,000	1,49,93,000
C. OTHERS		
Superhouse Overseas Limited		
5,000 Equity Shares of Rs.10/- each fully paid up	50,000	50,000
Al-Barr Finance House limited		
30,000 Equity Shares of Rs. 10/- each fully paid up	3,00,000	3,00,000
Svit Pronext Machines Private Limited		
8,500 Equity Shares of Rs. 10/- each fully paid up	85,000	85,000
Industrial Infrastructure Services (India) Limited		
35,365 Equity Shares of Rs. 10/- each fully paid up	3,53,650	3,53,650
Kanpur Unnao Leather Cluster Development Co, Ltd		
60,000 Equity Shares of Rs. 10/- each fully paid up	6,00,000	6,00,000
Banthal Industrial Pollution Control Company		
8,000 Equity Shares of Rs. 10/- each fully paid up	80,000	80,000
	14,68,650	14,68,650
Total (A)	2,57,62,738	3,35,02,738
Non Trade (valued at cost unless stated otherwise)		
EQUITY SHARES - QUOTED		
Superhouse Limited		
5,200 Equity Shares of Rs. 10/- each fully paid.	52,000	52,000
Total (B)	52,000	52,000
TOTAL (A+B)	2,58,14,738	3,35,54,738
Book value of Quoted Investments	52,000	52,000
Book value of Unquoted Investments	2,57,62,738	3,35,02,738
Market value of Quoted Investments	4,84,900	2,48,560

*During the year, the company has sold 8,00,000 shares of M/s Secure Safety Limited which resulted into decrease in the shareholding of Company to 46.62%. Consequently, status of M/s Secure Safety Limited has been changed to 'Associate' from Subsidiary.

SUPER TANNERY LIMITED

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
12. LONG TERM LOANS & ADVANCES (unsecured considered good)		
Loan to related party (refer Note 37)		
-Super Shoes Ltd.	-	2,00,81,750
Security Deposit	29,36,475	29,37,883
Advance to Subsidiaries	1,43,48,350	1,22,99,926
TOTAL	1,72,84,825	3,53,19,559

12.1 Disclosure as per clause 32 of the Listing Agreement with the Stock Exchanges

Name of the party	Relationship	Amount outstanding as at 31st March, 2014 (Rs.)	Maximum Amount outstanding during the year (Rs.)
Loans & Advances			
Super Tannery (U.K.) Limited	Subsidiary Company	1,19,86,938 (98,47,067)	1,19,86,938 (98,47,067)
Safety Solutions s.r.o	Subsidiary Company	23,61,412 (23,61,412)	23,61,412 (23,61,412)
Super Shoes Limited	Associate Company	NIL (2,00,81,750)	2,00,81,750 (2,00,81,750)

13. INVENTORIES (valued at lower of cost and net realisable value)

Raw Materials	26,43,20,056	18,25,21,410
Work in Progress (refer Note 28)	28,60,60,839	22,83,75,539
Finished Goods* (refer Note 29)	16,43,57,950	17,65,39,313
Stock of Waste & Scrap	32,51,213	3,25,35,629
Chemicals, Components and Spare Parts	15,06,26,211	11,99,31,033
TOTAL	86,86,16,269	73,99,02,924

*Finished Goods include Stock in Trade, as both are stocked together

14. TRADE RECEIVABLES

(Unsecured)

Outstanding for a period exceeding six months
from the date they are due for payment

Considered Good	7,55,53,066	12,95,52,575
Considered Doubtful	21,99,490	21,99,490
Less: Provision for Doubtful Receivables	21,99,490	--
Others		
Considered Good	56,63,11,066	41,58,64,215
TOTAL	64,18,64,132	54,54,16,790

Trade receivable include:

Due from subsidiary companies	7,31,72,916	6,92,07,043
Due from a Company in which one of the Director is interested <i>Director(s) are having shares and are Director in Associate Company</i> (refer Note 37)	6,01,00,483	3,36,04,980

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
15. CASH AND BANK BALANCES		
Cash and cash equivalents		
Cash in Hand (as Certified by the Management)	25,35,295	37,95,958
Cheques in hand/Remittance in Transit	1,37,22,414	53,06,247
Balances with Scheduled Banks in:		
Current Accounts	57,18,670	1,46,68,714
Foreign Currency Account (EEFC A/C)	7,24,500	3,90,512
	<u>2,27,00,879</u>	<u>2,41,61,431</u>
Other bank balances		
Margin Money Deposit Accounts	1,45,56,791	63,88,924
Unpaid Dividend Account	16,42,940	14,89,863
	<u>1,61,99,731</u>	<u>78,78,787</u>
TOTAL	<u><u>3,89,00,610</u></u>	<u><u>3,20,40,218</u></u>
16. SHORT TERM LOANS & ADVANCES		
(Unsecured considered good)		
Advance recoverable in cash or kind or for value to be received	6,20,81,278	6,89,16,584
TOTAL	<u><u>6,20,81,278</u></u>	<u><u>6,89,16,584</u></u>
17. OTHER CURRENT ASSETS		
(Unsecured considered good)		
Export Incentive Receivable (Refer Note 17.1)	8,47,77,217	5,79,92,311
Other Current assets	5,27,41,284	1,08,20,051
Assets held for Sales (Valued at net realisable value)	1,38,158	1,38,155
TOTAL	<u><u>13,76,56,659</u></u>	<u><u>6,89,50,517</u></u>
17.1 Details of Export Incentives Receivable		
Duty Draw Back	8,10,22,528	3,53,50,527
Other Export Incentives / Licences	37,54,689	2,26,41,784
TOTAL	<u><u>8,47,77,217</u></u>	<u><u>5,79,92,311</u></u>
18. REVENUE FROM OPERATIONS		
Revenue from operations		
Sale of Leather & Leather Products		
Sales (Export) [Refer note 18.1]	2,32,48,28,567	1,72,26,67,734
Sales (Others) [Refer note 18.1]	60,29,88,763	36,41,19,685
Exchange Fluctuation	4,64,13,172	93,16,343
Inter Division Transfer (as per contra Note no. 20)	34,04,55,724	32,92,05,237
Export Incentives (refer Note 18.2)	19,88,72,877	13,61,15,430
Revenue from operations (gross)	<u>3,51,35,59,103</u>	<u>2,56,14,24,429</u>
Less : Excise duty	40,31,517	35,51,703
Revenue from operations (net)	<u><u>3,50,95,27,586</u></u>	<u><u>2,55,78,72,726</u></u>

SUPER TANNERY LIMITED

Particulars	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
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18.1 Details of Sales Product wise:

Particular	2013-14		2012-13	
	Export	Others	Export	Others
Finished Lather	1,63,94,77,689	48,43,38,218	1,19,08,49,180	29,48,96,010
Leather Shoes & Components	66,91,06,169	11,86,50,545	52,91,71,370	6,92,18,575
Other Leather Products	1,62,44,709	-	26,47,184	5,100
	2,32,48,28,567	60,29,88,763	1,72,26,67,734	36,41,19,685

18.2 Details of Export Incentives

Duty Draw Back	12,11,95,533	6,67,38,478
Other Export Incentives / Licences	7,76,77,344	6,93,76,952
TOTAL	19,88,72,877	13,61,15,430

19. OTHER INCOME

Interest on Fixed Deposit with Banks	15,17,614	8,26,961
Profit on Sale of Fixed Assets	818	49,26,142
Excess Provision written back	2,38,779	31,78,895
Miscellaneous Income	8,66,525	12,14,933
TOTAL	26,23,736	1,01,46,931

20. COST OF MATERIAL CONSUMED

Raw Material consumed*

Opening Stock	18,25,21,410	8,18,08,310
Add : Purchase	1,44,32,88,585	1,08,15,98,992
Inter Division Transfers	34,04,55,724	32,92,05,237
(as per contra note no. 18)	1,96,62,65,719	1,49,26,12,539
Less : Closing Stock	26,43,20,056	18,25,21,410
Raw Material consumed (Ref. Note 20.1)	1,70,19,45,663	1,31,00,91,129
Chemicals consumed	49,92,99,789	41,85,84,117
Stores & Spares consumed	16,65,94,961	10,20,47,687
Cost of Material consumed	2,36,78,40,413	1,83,07,22,933

*Cost of material consumed is based on derived values.

20.1 Detail of Raw Material consumed

Raw Hide for Sole	11,73,06,687	8,69,91,328
Goat Skins	34,21,32,433	33,76,98,747
Raw Hide for Chrome	56,23,98,848	40,10,65,448
Wet Blue Leather (Chrome)	3,18,21,558	1,95,43,356
Uppers for Safety Shoes	32,75,49,331	22,02,22,584
Finished Leather for		
Shoe Uppers & Shoes	31,59,74,339	24,10,79,166
Others	47,62,467	34,90,500
Total	1,70,19,45,663	1,31,00,91,129

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
21. PURCHASE OF STOCK-IN-TRADE		
Finished Goods	22,22,36,015	12,06,01,403
Trading Items	13,96,69,520	7,37,51,379
TOTAL	36,19,05,535	19,43,52,782
22. DECREASE IN INVENTORIES		
Inventories at the beginning of the year		
Finished Goods	17,65,39,313	11,67,17,711
Stock of Waste & Scrap	3,25,35,629	1,63,64,977
Work in Progress	22,83,75,539	24,81,53,587
TOTAL 'A'	43,74,50,481	38,12,36,275
Inventories at the end of the year		
Finished Goods	16,43,57,950	17,65,39,313
Stock of Waste & Scrap	32,51,213	3,25,35,629
Work in Progress	28,60,60,839	22,83,75,539
TOTAL 'B'	45,36,70,002	43,74,50,481
Decrease/(Increase) in Stocks (A-B)	(1,62,19,521)	(5,62,14,206)
23. EMPLOYEE BENEFITS EXPENSES		
Salary and Bonus	4,29,65,465	3,79,93,041
Directors Remuneration (refer Note 35)	92,89,900	88,37,910
Contribution to Provident and other funds	1,15,76,996	1,04,67,594
Workmen and Staff Welfare expenses	43,13,076	39,94,100
TOTAL	6,81,45,437	6,12,92,645
24. FINANCE COSTS		
Interest on		
- Term Loan	1,59,95,020	77,69,528
- Others	7,34,67,093	7,61,03,866
	8,94,62,113	8,38,73,394
Bank Charges	73,00,923	66,01,551
Foreign Bank Charges	35,85,712	14,94,319
TOTAL	10,03,48,748	9,19,69,264
25. DEPRECIATION AND AMORTISATION EXPENSE		
Depreciation and amortisation - tangible assets	4,39,73,315	3,96,19,623
Less: recoupment from revaluation reserve (refer Note 10.1)	2,24,441	2,19,945
TOTAL	4,37,48,874	3,93,99,678

SUPER TANNERY LIMITED

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
26. OTHER EXPENSES		
Manufacturing Expenses		
Wages & Bonus (including Job Charges)	12,86,84,756	8,17,92,291
Power and Fuel	9,01,31,996	6,38,84,707
Pollution Control Expenses	32,16,825	25,58,344
Repairs and Maintenance		
- Building	23,74,171	19,24,381
- Machinery	85,00,349	67,28,896
	<u>23,29,08,097</u>	<u>15,68,88,619</u>
Selling and Distribution Expenses		
Packing and Forwarding	3,40,52,529	2,62,69,946
Freight & Cartage	6,99,04,148	5,34,55,160
Commission on Sale	2,68,30,702	1,84,55,373
Advertisement and Publicity	758,680	4,39,985
Exchange Fluctuation	2,171,121	-
Bad Debts - Provision/write off	27,80,178	13,64,97,358
	<u>31,93,135</u>	<u>10,18,13,599</u>
Establishment Expenses		
Rent	19,00,327	17,32,619
Rates and Taxes	65,76,200	56,29,961
Insurance	41,25,590	30,44,742
E.C.G.C. Premium	1,01,34,818	53,98,250
Communication Cost	53,05,732	43,12,489
Travelling and Conveyance	2,35,86,699	2,03,36,852
Repairs and Maintenance - Others	80,62,460	59,49,456
Printing and Stationery	14,47,735	13,70,969
Legal and Professional Charges	14,69,432	15,10,837
Auditor's Remuneration (refer Note 26.1)	5,20,510	5,14,396
Miscellaneous Expenses	93,46,875	79,43,140
Research & Development Expenses	2,55,303	1,33,994
Subscription and Donation	26,22,441	29,71,544
Loss on Sale of Fixed Assets	12,57,460	43,45,310
	<u>7,69,11,582</u>	<u>6,51,94,559</u>
TOTAL	<u><u>44,63,17,037</u></u>	<u><u>32,38,96,777</u></u>
26.1 Payment to auditors'		
As Auditors':		
Audit Fees	3,37,080	3,36,893
In other capacity:		
Taxation & other services	1,83,430	1,77,503
TOTAL	<u><u>5,20,510</u></u>	<u><u>5,14,396</u></u>
27. Earning per share (EPS)		
Profit for the year	10,61,58,434	4,69,71,459
Weighted average number of equity shares for the purpose of calculation of Basic and Diluted EPS	10,79,73,360	10,79,73,360
Nominal value of equity shares (Rs.)	1.00	1.00
EPS- Basic and diluted (Rs.)	0.98	0.44
28. Closing Inventory of Work-in-Progress		
Leather and Leather Products	28,60,60,839	22,83,75,539
TOTAL	<u><u>28,60,60,839</u></u>	<u><u>22,83,75,539</u></u>

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
29. Closing Inventory of Finished Goods		
Leather and Leather Products	16,43,57,950	17,65,39,313
TOTAL	<u>16,43,57,950</u>	<u>17,65,39,313</u>

30. Imported and indigenous raw materials, components and spare parts consumed

PARTICULARS	2013-14		2012-13	
	Rupees	%	Rupees	%
Raw Material				
Imported	9,15,00,293	5.38%	5,78,81,119	4.42%
Indigenous	1,61,04,45,370	94.62%	1,25,22,10,010	95.58%
Chemicals Components, Stores & Spare parts (including Packing Material)				
Imported (Direct)	20,88,60,787	31.37%	11,51,99,235	22.13%
Indigenous	45,70,33,963	68.63%	40,54,32,569	77.87%

In respect of items which are purchased both from indigenous and imported sources, the identity of individual items consumed cannot be established but segregation of consumption between imported and indigenous sources has been made on a reasonable approximation determined from the Company's records.

31. Value of Imports on CIF basis

(excluding purchases from canalising agencies and imported items purchased locally)

Raw Materials	8,13,34,309	4,64,79,837
Chemicals, Stores, Components and Spare Parts	17,82,25,062	12,55,88,681
Capital Goods	3,18,59,357	3,21,07,876
Others	-	14,70,248
Total	<u>29,14,18,728</u>	<u>20,56,46,642</u>

32. Earnings in foreign exchange

Export of goods calculated on FOB Basis	2,28,91,32,759	1,69,52,44,658
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33. Expenditure in foreign currency

- Travelling	1,16,62,910	1,06,95,261
- Others	2,57,78,010	1,98,37,055

34. Remittance in foreign currency on account of Dividend	NIL	NIL
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35. Directors Remuneration:

Salary	67,85,500	61,97,250
Commission	24,00,000	24,00,000
Contribution to Provident Fund & Family Pension Fund	1,04,400	2,40,660
Total	<u>92,89,900</u>	<u>88,37,910</u>

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36. Disclosure in terms of AS 15

Defined Benefit Plan

The employees Gratuity Fund Scheme, which is a defined benefit plan, is managed by the trust maintained with LIC. The present value of obligation is determined based on actuarial valuation using Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

	(Rupees)	
Reconciliation of Opening and Closing balance of present value of defined benefit obligation for Gratuity		
	2013-14	2012-13
Present Value of Obligation at beginning of the year	1,54,84,861	1,28,82,211
Current Service Cost	17,45,660	10,27,860
Interest Cost	13,33,207	9,08,379
Benefits paid	(8,86,021)	(11,15,882)
Actuarial (Gain)/Loss on Obligations	10,44,879	17,82,293
Plan amendments	-	-
Present Value of Obligation at end of the year	1,87,22,586	1,54,84,861
Reconciliation of Opening and Closing Fair Value of Plan Assets		
Fair Value of Plan Assets at beginning of the year	57,67,162	35,17,293
Expected Return on Plan Assets	527,695	3,21,832
Contributions	28,65,662	28,74,589
Benefit Paid	(8,86,021)	(11,15,882)
Actuarial Gain / (Loss) on Plan Assets	1,67,984	1,69,330
Fair Value of Plan Assets at end of the year	84,42,482	57,67,162
Reconciliation of Present Value of Obligations and Fair Value of Plan Assets		
Fair Value of Plan Assets at end of the year	84,42,482	57,67,162
Present Value of Obligation at end of the year	1,87,22,586	1,54,84,861
Asset/(Liability) recognised in the Balance Sheet	(1,02,80,104)	(97,17,699)
Expenses recognised during the year		
Current Service Cost	17,45,660	10,27,860
Interest Cost	13,33,207	9,08,379
Expected Return on Plan Assets	(5,27,695)	(3,21,832)
Plan amendments/excess provision held	2,33,417	(63,43,323)
Total Actuarial Loss/(Gain) recognised during the year	8,76,895	16,12,963
Net Cost recognised in Statement of Profit and Loss	36,61,484	(31,15,953)
Assumptions		
Discount Rate (p.a.)	9.00%	9.00%
Expected Rate of increase in Salary (p.a.)	8.50%	8.50%
Expected Rate of return on Plan Assets (p.a.)	8.75%	9.15%

Note : The company is in the process of funding defined benefit obligation for gratuity, hence entire liability towards provision for gratuity has been treated as short term provision.

37. The related party disclosure in accordance with AS 18 'Related Party Disclosures' issued by ICAI, is given below:

A. Relationship

i. Subsidiary Company

Aarifi Tanners Limited
 Super Safetywears Limited
 Super Tannery (U.K.) Limited
 Safety Solutions s.r.o
 Super Corporation Limited

ii. Joint Ventures, Associates & Entities:

Joint Venture: Nil

Associates & Entities :

Secure Safety Limited

iii. Key Management Personnel & Relatives:

Mr. Iftikharul Amin (Managing Director)
 Mr. Iqbal Ahsan (Joint Managing Director)
 Mr. Veqarul Amin (Joint Managing Director)
 Mr. Imran Siddiqui (Whole-time Director)
 Mr. Arshad Khan (Whole-time Director)
 Mr. Mohd. Imran (Whole-time Director)
 Mr. Mubasherul Amin (Son of Mr. Iqbal Ahsan)
 Mr. Tanveerul Amin (Son of Mr. Iftikharul Amin)
 Mr. Umairul Amin (Son of Mr. Iqbal Ahsan)
 Mr. Khalid Sayeed (Brother of Mr. Imran Siddique)

iv. Other : Enterprise over which KMP or relatives of KMP are able to exercise significance influence:

Super Shoes Limited
 Amin Colonizers & Developers Ltd
 Super Tannery FZE
 Banthar Industrial Pollution Control Company
 Industrial Infrastructure Services (I) Ltd

B. The following transactions were carried out with related parties in the ordinary course of business during the year:

(Figure in Rupees)

Particulars	Subsidiary Companies		Others	
	2013-14	2012-13	2013-14	2012-13
Sale of Materials/Finished Goods	NIL	8,500,950	18,85,40,281	4,84,66,525
Services availed	NIL	NIL	29,448	10,67,357
Rent paid	3,60,000	3,60,000	NIL	NIL
Balances at the end of the year:				
Trade Receivables	7,31,72,916	6,92,07,043	6,01,00,483	3,36,04,581
Trade Payables	4,62,000	1,62,000	76299	1,19,608
Loans & Advances	1,43,48,350	1,22,99,926	NIL	2,00,81,750
Investments	1,73,01,088	3,20,34,088	74,26,650	4,33,650

SUPER TANNERY LIMITED

Key Management Personnel and relatives:

Particulars	2013-14	2012-13
Remuneration		
Directors	92,89,900	88,37,910
Other Key Management Personnels	18,10,995	17,71,943
Dividend Paid		
Directors	18,05,342	18,05,342
Other Key Management Personnels	4,54,500	4,54,500

Notes to financial statements for the year ended 31st March, 2014

(Rupees)

Particulars	2013-14	2012-13
Sale of Materials/Finished Goods;		
Subsidiary Companies		
Super Tannery (U.K.) Limited	-	85,00,950
Associates :		
Secure Safety Limited	21,27,885	-
Others :		
Super Shoes Limited	17,07,28,256	3,99,91,377
Super Tannery FZE	1,56,84,140	8475148
Services Availed		
Others :		
Banthar Industrial Pollution Control Company	25,186	9,34,222
Industrial Infrastructure Services (I) Ltd	4,262	1,33,135
Rent Paid		
Subsidiary Companies :		
Aarifi Tanners Limited	3,60,000	3,60,000
Trade Recievables		
Subsidiary Companies :		
Super Tannery (U.K.) Limited	7,16,22,016	6,90,35,318
Safety Solutions s.r.o	15,50,900	1,71,725
Associates :		
Secure Safety Limited	4,06,585	-
Others :		
Super Shoes Limited	3,46,99,426	1,07,96,184
Super Tannery FZE	2,49,94,471	2,28,08,397
Trade Payables		
Subsidiary Companies :		
Aarifi Tanners Limited	4,62,000	1,62,000
Others :		
Banthar Industrial Pollution Control Company	72,183	1,15,492
Industrial Infrastructure Services (I) Ltd	4,116	4,116
Loans & Advances		
Subsidiary Companies :		
Super Tannery (U.K.) Limited	1,19,86,938	99,38,514
Safety Solutions s.r.o	23,61,412	23,61,412
Others :		
Super Shoes Limited	-	2,00,81,750
Investments		
Subsidiary Companies :		
Aarifi Tanners Limited	1,64,23,500	1,64,23,500
Super Tannery (U.K.) Limited	1,52,096	1,52,096
Safety Solutions s.r.o	4,65,492	4,65,492
Super Corporation Limited	2,60,000	-
Associates :		
Secure Safety Limited	69,93,000	1,49,93,000
Others :		
Banthar Industrial Pollution Control Company	80,000	80,000
Industrial Infrastructure Services (I) Ltd	3,53,650	3,53,650

Notes to financial statements for the year ended 31st March, 2014

Payments made to Key Management Personnel and relatives:

(Rupees)		
Particulars	2013-14	2012-13
Remuneration:		
Directors:		
Mr. Iqbal Ahsan	26,09,360	26,45,540
Mr. Imran Siddiqui	6,26,860	3,29,340
Mr. Arshad Khan	3,62,360	2,37,780
Mr. Vequaril Amin	26,57,000	26,57,600
Mr. Iftikarul Amin	26,09,360	26,45,540
Mr. Mohd. Imran	4,24,360	322,110
Other KMP:		
Mr. Mubashirul Amin	6,94,360	8,15,725
Mr. Tanveerul Amin	6,94,360	81,5,725
Mr. Khalid Sayeed	1,64,125	1,40,493
Mr. Umairul Amin	2,58,150	-
Dividend:		
Directors:		
Mr. Iqbal Ahsan	4,57,125	4,57,125
Mr. Vequaril Amin	8,94,195	8,94,195
Mr. Iftikarul Amin	4,54,022	4,54,022
Other KMP:		
Mr. Mubashirul Amin	2,29,500	2,29,500
Mr. Tanveerul Amin	2,25,000	2,25,000

38. Capital and other commitments

(Rupees)

Particulars	2013-14	2012-13
i. Estimated value of contracts remaining to be executed on capital account (net of advances)	90,11,168	20,52,828
ii. Other Commitments	NIL	NIL

39. Contingent liabilities

(Rupees)

Particulars	Period	2013-14	2012-13
i. L C issued by the Bank		3,33,85,014	4,55,54,739
ii. Guarantee issued by the Bank		30,70,454	19,14,704
iii. The detail of disputed dues as per the clause ix (b) of Section 227 (4A) of the Act is as follows:			
Income Tax:			
CIT Appeals, Kanpur	A.Y. 2010-11	63,98,520	63,98,520
CIT Appeals, Kanpur	A.Y. 2011-12	14,30,260	-
ITAT Lucknow Bench	A.Y. 2007-08	30,54,620	30,54,620
ITAT Lucknow Bench	A.Y. 2009-10	2,36,052	2,36,052
(Above claims are likely to be decided in favour of the company, hence not provided for)			

SUPER TANNERY LIMITED

40. The Company's operation predominantly comprises only one segment i.e. Leather and Leather Products; hence provisions of AS-17 on Segment Reporting is not applicable.
41. In the absence of the Notification in the Official Gazette of the Central Government of India, the cess payable under Section 441A has not been paid / provided. The payment of cess shall be made in accordance with the Notification, as and when issued by the Central Government of India in its Official Gazette.
42. During the year under consideration, no borrowing cost has been capitalized by the company in accordance with the provisions of AS-16 on Borrowing Costs.
43. The company has incurred in Research & Development expenses during the year, the same are immaterial and no future economic benefit will accrue, therefore no expenses have been capitalized.
44. **Disclosure in terms of AS-28**
The management has carried out an exercise of identifying the assets that may have been impaired, during the year, in respect of each cash generating unit. On the basis of review carried out by the management, there was no impairment loss on fixed assets during the year.
45. **Disclosure in terms of AS-29**
The company has recognised contingent liabilities as disclosed in Note 39 above and as such no provision is required to be made. No provision was outstanding as at the beginning and at the end of the year.
46. Confirmation of Balances with Sundry debtors, creditors, loans and advances and other parties have not been received in few cases.
47. Certain assets of erstwhile Super Agro-Tech Limited (SATL) acquired pursuant to the scheme of amalgamation sanctioned by Hon'ble High Court of Judicature at Allahabad, included in the books of the company remain under the name of SATL pending completion of the certain formalities. Further to aforesaid certain land at Banthar, Unnao though used for the business purposes of the company is lying registered in the name of one of the directors of the company.
48. Other Liabilities includes Rs. 2,93,10,000 being advance money received against sale of land at Dehradun.
49. The current assets, loans and advances are approximately of the value stated, if realised in the ordinary course of business. The provisions for all known liabilities are adequate and not in excess of the amount considered reasonably necessary.
50. The figures of the previous year have been regrouped/rearranged wherever necessary in order to make them comparable with the figures of the current year. Figures have been rounded off to the nearest rupee. Figures in brackets pertain to previous year.

As per our report of even date
For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
(R.P. Gupta)
Partner
M.No. 070904

Place : Kanpur
Dated : 29.05.2014

For and on behalf of the Board of Directors

Mohd. Imran
Director (Finance)

Iftikharul Amin
Managing Director

Iqbal Ahsan
Joint Managing Director

R.K. Awasthi
Company Secretary

CONSOLIDATED ACCOUNTS

SUPER TANNERY LIMITED

Kapoor Tandon & Co.

Chartered Accountants

24/57 First Floor, Birhana Road
(Opp. Central Chest Clinic) KANPUR - 208001
H.O.: 21, Dayanand Marg, Daryaganj, Delhi.-110003
Ph: 2361244 Fax: (0512) 2361244
Email: ktc_rajesh@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Super Tannery Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Super Tannery Limited ("the Company"), its subsidiaries and associate (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2014, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("the Act") (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs and in accordance with the accounting principles generally accepted in India). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, 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 control relevant to the Group's preparation and presentation 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 the effectiveness of the Company's Internal Control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of the reports of the other auditors on the financial statements of the subsidiaries as noted below, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2014;
- (b) in the case of the consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date; and
- (c) in the case of the consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

Other Matters

1. In respect of financial statements of certain subsidiaries, we did not carry out the audit. These financial statements have been audited by other auditors whose reports have been furnished to us and our opinion in so far as it relates to the amounts included in respect of these subsidiaries is based solely on the reports of other auditors. The details of assets and revenues in respect of the subsidiaries are given below.

Name of the Companies	Total assets	Total revenues
i. Super Tannery (U.K.) Limited	Rs. 3,82,74,228	Rs. 46,86,136
ii. Aarifi Tanners Limited	Rs. 1,35,56,694	N I L
iii. Super Corporation Limited*	Rs. 5,00,000	N I L
iv. Safety Solution S.R.O	Rs. 5,28,610	N I L

*(Unaudited)

2. We report that the consolidated financial statements have been prepared by the Group in accordance with the requirements of the Accounting Standard (AS) 21- 'Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India and on the basis of the separate audited financial statements of the Super Tannery Group included in the consolidated financial statements.

Our opinion is not qualified in respect of other matters.

Place : Kanpur
Date : 29.05.2014

For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
R.P. Gupta
Partner
Membership No. 070904

SUPER TANNERY LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2014

	Note No.	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
I. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
a) Share Capital	3	10,79,73,360	10,79,73,360
b) Reserves and Surplus	4	<u>58,55,91,790</u>	<u>48,00,12,479</u>
		69,35,65,150	58,79,85,839
2. Minority Interest			
		25,63,114	23,21,386
3. Non Current Liabilities			
a) Long Term Borrowings	5	4,80,04,246	8,58,99,407
b) Deferred Tax Liabilities (Net)	6	<u>7,88,78,389</u>	<u>7,64,41,654</u>
		12,68,82,635	16,23,41,061
4. Current Liabilities			
a) Short Term Borrowings	7	87,91,25,369	69,01,78,791
b) Trade Payables	8	46,58,81,777	44,02,31,737
c) Other Current Liabilities	9	24,24,94,570	21,14,26,107
d) Short Term Provisions	10	<u>1,30,72,783</u>	<u>1,51,73,210</u>
		1,60,05,74,499	1,35,70,09,845
TOTAL		<u>2,42,35,85,398</u>	<u>2,10,96,58,131</u>
II. ASSETS :			
1. Non Current Assets			
(a) Fixed Assets :			
(i) Tangible Assets:			
(ii) Capital Work in Progress	11	68,74,62,045	63,34,28,548
(iii) Intangible Assets under Dev.	11	2,43,04,672	2,14,58,463
		99,601	-
(b) Non Current Investments	12	86,86,450	16,93,450
(c) Long Term Loans and Advances	13	29,36,475	2,30,53,633
(d) Other Non Current Assets	14	<u>1,41,450</u>	<u>3,08,803</u>
		72,36,30,693	67,99,42,897
2. Current Assets			
(a) Inventories	15	87,42,82,479	74,46,35,476
(b) Trade Receivables	16	58,03,67,386	48,30,46,033
(c) Cash and Bank Balances	17	4,05,77,022	3,35,76,664
(d) Short Term Loans and Advances	18	6,70,37,159	9,95,06,545
(e) Other Current Assets	19	<u>13,76,90,659</u>	<u>6,89,50,516</u>
		1,69,99,54,705	1,42,97,15,234
TOTAL		<u>2,42,35,85,398</u>	<u>2,10,96,58,131</u>
Basis of Consolidation	1		
Significant Accounting Policies	2		

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

As per our report of even date
For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
(R.P. Gupta)
Partner
M.No. 070904

For and on behalf of the Board of Directors

Mohd. Imran
Director (Finance)

Iftikharul Amin
Managing Director

Place : Kanpur
Dated : 29.05.2014

Iqbal Ahsan
Joint Managing Director

R.K. Awasthi
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

	Note No.	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
REVENUE			
Revenue from operations (gross)	20	3,51,88,92,025	2,60,69,13,132
Less : Excise Duty		<u>40,31,517</u>	<u>35,51,703</u>
Revenue from operations (net)		35,14,86,05,08	2,60,33,61,429
Other Income	21	26,23,736	1,01,46,932
Total Revenue		<u><u>3,51,74,84,244</u></u>	<u><u>2,61,35,08,361</u></u>
EXPENSES			
Cost of Material consumed	22	2,36,21,74,203	1,83,99,82,121
Purchase of Stock-in-trade	23	36,19,05,535	19,43,52,782
(Increase)/decrease in Inventories of Finished Goods, Work-in-Process and Traded Goods	24	(1,14,86,969)	(3,21,82,550)
Employee Benefits Expense	25	6,81,48,437	6,13,27,894
Finance Costs	26	10,10,16,697	9,24,44,823
Depreciation and Amortisation	27	4,40,23,074	3,97,26,888
Other Expenses	28	46,15,68,691	3,326,83,488
Total Expenses		<u><u>3,38,73,49,668</u></u>	<u><u>2,52,83,35,446</u></u>
Profit Before Tax		13,01,34,576	8,51,72,915
Tax Expenses			
- Current Tax		4,21,00,000	2,20,00,000
- Deferred Tax		24,36,735	2,668,487
- Tax adjustments relating to earlier years		(1,06,30,370)	10,869,944
Profit for the year		9,62,28,211	4,96,34,484
Less : Profit transferred to minority interest		8,728	52,452
Net Profit for the year		9,62,19,483	49,582,032
Earning per Equity Share (EPS)	29		
(Face value of Re. 1 each)			
EPS - Basic (Rupees per Share)		0.89	0.46
EPS - Diluted (Rupees per Share)		0.89	0.46
Basis of Consolidation	1		
Significant Accounting Policies	2		

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

As per our report of even date
For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
(R.P. Gupta)
Partner
M.No. 070904

For and on behalf of the Board of Directors

Mohd. Imran
Director (Finance)

Iftikharul Amin
Managing Director

Place : Kanpur
Dated : 29.05.2014

Iqbal Ahsan
Joint Managing Director

R.K. Awasthi
Company Secretary

SUPER TANNERY LIMITED**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2013**

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	13,01,34,576	8,51,72,915
Adjustment for :		
Depreciation	4,40,23,074	3,97,26,888
Interest- Paid	9,00,11,985	8,41,82,794
Interest- Earned	(15,17,614)	(8,26,961)
Gratuity Payable	5,62,405	(29,93,359)
Bad Debts written off	33,27,163	41,08,601
Exchange Fluctuation	(3,29,87,910)	(89,69,645)
Fixed Assets - Loss on sale	12,57,460	43,45,310
Fixed Assets - Profit on sale	(818)	(49,26,142)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	23,48,10,321	19,98,20,401
ADJUSTMENTS FOR :		
Trade and Other receivables	(8,36,46,851)	(9,41,91,970)
Inventories	(12,96,47,003)	(14,92,26,606)
Trade and Other Payables	5,36,97,854	20,16,03,072
CASH GENERATED FROM OPERATIONS	7,52,14,321	15,80,04,897
Interest Paid (Net)	(7,27,18,820)	(7,55,86,305)
Income Tax Paid (net of Refunds)	(3,41,74,167)	(3,37,19,599)
NET CASH FROM OPERATING ACTIVITIES	3,16,78,666	4,86,98,993
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets(including CWIP)	(10,34,48,221)	(7,47,66,755)
Sale of Fixed Assets	9,64,757	73,19,345
Investment in Associates (Refer Note 1.2)	(69,93,000)	-
Change in Minority Interest	2,33,000	-
NET CASH USED IN INVESTING ACTIVITIES	(10,94,76,464)	(6,74,47,410)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Working Capital	19,34,57,897	(5,19,34,378)
Capital Subsidy received	1,59,00,441	-
Corporate Loan (Net)	(4,00,00,000)	7,94,56,135
Foreign Currency Loan	(45,11,319)	60,42,482
Term Loan	41,03,838	76,92,272-
Interest paid	(1,49,06,979)	(77,69,528)
Dividend paid	(61,21,389)	(65,04,342)
NET CASH FLOW USED IN FINANCING ACTIVITIES	14,81,55,488	2,69,82,641
NET INCREASE IN CASH AND CASH EQUIVALENTS	70,00,358	82,34,224
OPENING CASH AND CASH EQUIVALENTS	3,35,76,664	2,53,42,440
CLOSING CASH AND CASH EQUIVALENTS	4,05,77,022	3,35,76,664

Basis of Consolidation 1
Significant Accounting Policies 2

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

As per our report of even date

For Kapoor Tandon & Co.,

Chartered Accountants

Firm Reg. No. 000952C

(R.P. Gupta)

Partner

M.No. 070904

Place : Kanpur

Dated : 29.05.2014

For and on behalf of the Board of Directors

Mohd. Imran
Director (Finance)

Iftikharul Amin
Managing Director

Iqbal Ahsan
Joint Managing Director

R.K. Awasthi
Company Secretary

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

1. BASIS OF CONSOLIDATION

- 1.1 The financial statements of the subsidiaries used in the consolidation are drawn upto the same reporting date as of the company i.e. year ended 31st March, 2014.
- 1.2 The Consolidated financial statements have been prepared in accordance with the Accounting Standard-21 "Consolidated Financial Statements" issued by the Institute of Chartered Accountants of India.
- 1.3 The financial statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together the the book values of like items of assets, liabilities, income & expenses. The intragroup balances and transactions are eliminated except unrealized profit or loss on closing stock. The subsidiaries have been treated as non integral to the business of the company.
- 1.4 In the case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities (except Share capital) are converted at the rates prevailing at the end of the year.
- 1.5 Exchange difference arising on consolidation is recognized in the Profit & Loss account.
- 1.6 Investments in 100% Foreign subsidiaries have been eliminated with the corresponding Share Capital of the subsidiary company.
- 1.7 In case of associates, where the company directly or indirectly through subsidiaries holds more than 20 of equity, investments are accounted for using equity method except where the associate operates under severe long term restrictions that significantly impair its ability to transfer funds to the parent Company, in accordance with the AS 23 'Accounting for Investments in Associates in Consolidated Financial Statements.'
- 1.8 The difference between the cost of investment in the associates, over the net assets of the Associates is recognized in the financial statements as goodwill or capital reserve, as the case may be.
- 1.9 Minority interest in the net assets of the consolidated financial statements consists of amount of equity attributable to the minority members of the subsidiaries.
- 1.10 As far as possible, the consolidated financial statements are prepare using uniform accounting policies for like transactions and other events in similar circumstances and are prescribed in the same manner as the Company's separate financial statement.
- 1.11 The subsidiaries (which along with Super Tannery Limited, the parent, constitute the group) considered in the preparation of these consolidated financial statements

Name of Subsidiary Ownership/	Country of Incorporation	Percentage of Interest as at 31st March, 2014
1. Super Tannery (U.K.) Limited	United Kingdom	100.00%
2. Aarifi Tanners Limited	India	82.52%
3. Safety Solutions s.r.o.	Slovak Republic	100.00%
4. Super Corporation Limited	India	52.00%

- 1.12 During the year, the company has sold 8,00,000 shares of M/s Secure Safety Limited which resulted into decrease in the shareholding of Company to 46.62%. Consequently, status of M/s Secure Safety Limited has been changed to 'Associate' from Subsidiary and carrying value of investment has been taken as cost.

SUPER TANNERY LIMITED

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

1. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation of Financial Statements

The financial statements are prepared under the historical cost convention, except for certain fixed assets which were revalued, on accrual basis of accounting in accordance with the applicable Accounting Standards as prescribed by the Companies (Accounting Standard) Rules, 2006 (AS), Generally Accepted Accounting Principles (GAAP) in India and the relevant provisions of the Companies Act, 1956 (the Act).

2.2 Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amount of revenues and expenses during the reported period. Difference between actual results and estimates are recognized in the period in which the results are known/materialised.

2.3 Fixed Assets

Fixed Assets, other than those revalued, are stated at their cost of acquisition or construction as the case may be and including all related acquisition/installation expenses and borrowing cost as per Accounting Standard (AS) 16. Subsidy received on Fixed Assets is credited to the cost of respective fixed assets. Assets revalued are stated at their revalued amount. Cost/revalued amount so ascertained is adjusted for accumulated depreciation/amortization and provision for impairment.

2.4 Depreciation

- i) Depreciation on fixed assets excepting leasedhold land and intangible assets is provided as under.
 - a) Assets acquired and put to use on or upto 31st March, 1992, is provided on Written Down Value Method as per Schedule XIV to the Companies Act, 1956
 - b) Assets acquired and put to use on or after 1st April 1992, is provided on Straight Line Method as per Schedule XIV to the Companies Act, 1956 and
 - c) Amount attributable to appreciation due to revaluation, is provided on Straight Line Method as per Schedule XIV to the Companies Act, 1956 and equivalent amount is withdrawn from Revaluation Reserve
- ii) Cost of lease land is amortized over the period of lease. Intangible assets are written off over a period of ten years under the straight line method of amortization.

2.5 Impairment of assets

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than the carrying amount, the carrying

amount is reduced to the recoverable amount. The reduction is treated as an impairment loss and is recognized in the Profit and Loss Account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

2.6 Capital work in progress

Capital Work in Progress comprises cost of fixed assets yet to be commissioned and/or in transit, borrowing cost and incidental expenditure during construction period. Expenditure during construction period is allocated to the respective Fixed Assets on completion of the construction period.

2.7 Investments

Long term investments (non current) are carried at cost and provision, if necessary, being made for decline other than temporary in their value. Current investments are carried at lower of cost and market fair value.

2.8 Inventories

Stock of raw materials and chemicals are valued at lower of cost (weighted average) or net realizable value. Stores and spares are valued at lower of cost (FIFO basis) or net realizable value. Stock of work in process is valued at estimated cost. Finished goods (including stock in transit or at port) are valued at lower of cost (determined on Direct cost method) or net realizable value. Stock of trading items is valued at lower of cost (weighted average) or net realizable value. Stock of waste and scrap are valued at estimated realizable value. Stock transferred to other divisions of the company is valued at transfer price. Import entitlements/licenses are valued at estimated realizable value.

2.9 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized 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 recognized but are disclosed in the Notes. Contingent Assets are neither recognized nor disclosed in the financial statements

2.10 Revenue Recognition

Sales are recognized in respect of (a) Exports on shipment of consignment; and (b) others on dispatches of consignment from company premises. Sales include Excise duty and Sales/Trade tax. Duty Drawback is accounted for on the basis of export sales effected during the year.

2.11 Government Grants

Capital subsidy received under Tannery Modernisation Scheme (TMS) is credited to Capital Reserve. Revenue Grants are recognized in the Statement of Profit & Loss in accordance with the related Scheme and in the period in which those accrued.

2.12 Retirement Benefits

Contributions are made to the Provident Fund and Superannuation Funds on actual liability basis. Provision for gratuity liability is made at the end of the year on the basis of actuarial valuation. Provision for leave encashment is made on the basis of total liability of all eligible employees as per the company's scheme.

SUPER TANNERY LIMITED**2.13 Foreign Currency Translations**

- i) The reporting currency of the company is Indian rupees.
- ii) Outstanding foreign currency assets and liabilities other than investments are translated at the exchange rate prevailing at the Balance Sheet date. Gains or losses on these assets and liabilities relating to the acquisition of fixed assets are adjusted to the cost of such fixed assets and those relating to other accounts are recognized in the Foreign Currency Translation Reserve. Exchange Difference arising as a result of transactions settled during financial year are included in sales.
- iii) Investments in wholly owned subsidiaries are carried in Balance sheet at the rates prevailing on the dates of transactions.

2.14 Intangible Assets

Intangible assets are stated at cost of acquisition less accumulated amortization. The Computer Software if any, purchased during the year is being amortized over a period of ten years.

2.15 Earning Per Share

Earning per share is calculated in accordance with the procedure laid out in the relevant Accounting Standard (AS) 20 issued by the institute of Chartered Accountants of India.

2.16 Excise Duty

Excise duty is accounted for as and when paid on clearance of goods from bounded premises. No provision is made for excise duty in respect of finished products lying in bounded premises. Since major sales comprises of export sales.

2.17 Borrowing Cost

Borrowing costs that are attributable to the acquisition/construction of qualifying assets are capitalized as part of cost of such assets. A qualifying asset is an asset that requires a substantial period of time to get ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

2.18 Taxation

Provision for tax on income for the year (i.e. Current Tax) is made after considering the various deductions/reliefs admissible under the Income Tax Act, 1961. Provision for tax effect of timing differences between taxable income and accounting income (i.e. Deferred Tax) is made in accordance with the provisions of Accounting Standard 22, "Accounting for Taxes on Income".

2.19 Prior Period Items

Prior period items, if material, are disclosed separately.

2.20 Cash Flow Statement

Cash flow statement is prepared in accordance with the "Indirect Method" prescribed in accounting standard -3 on cash flow statement.

Notes to Consolidated financial statements for the year ended 31st March, 2014

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
3. SHARE CAPITAL		
Authorised		
11,00,00,000 Equity Shares of Re. 1/- each	11,00,00,000	11,00,00,000
Issued, Subscribed and fully paid up		
10,79,73,360 Equity Shares of Re. 1/- each fully paid up	<u>10,79,73,360</u>	<u>10,79,73,360</u>
Total	<u>10,79,73,360</u>	<u>10,79,73,360</u>

3.1 Reconciliation of the shares outstanding at the beginning and at the end of the year:

Equity shares	As at 31st March, 2014		As at 31st March, 2013	
	No. of Shares	(Rupees)	No. of Shares	(Rupees)
At the beginning of the year	10,79,73,360	10,79,73,360	10,79,73,360	10,79,73,360
Changes during the year	-	-	-	-
Outstanding at the end of the year	<u>10,79,73,360</u>	<u>10,79,73,360</u>	<u>10,79,73,360</u>	<u>10,79,73,360</u>

3.2 Term/rights attached to equity shares

The company has only one class of equity shares having a par value of Re. 1/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

3.3 Bonus Shares/Shares for consideration other than cash issued & Buy Back of shares during preceding five years:

Financial Year 2009-10 1,79,95,560
(Equity Share of Rs. 2/- each fully paid-up- Ratio 1:2)

3.4 Face Value of Equity Shares - sub division / split in preceding five years:

At the annual general meeting held on 30th September, 2010, the members of company have approved a stock split i.e. sub-division each equity share of the company of the face value of Rs. 2/- each, as existing on Record Date, shall stand sub-divided into two equity shares of face value of Re. 1/- each fully paid up, and consequently the Authorized and Paid up Equity Share Capital of the company be changed accordingly.

3.5 Shares held by holding/ultimate holding company and/or their subsidiaries/ associates : NIL

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

Name of the Share Holder	As at 31st March 2014		As at 31st March 2013	
	No. of Shares	% held	No. of Shares	% held
1) Veqarul Amin	1,78,83,900	16.56%	1,78,83,900	16.56%
2) Iqbal Ahsan	91,42,502	8.47%	91,42,502	8.47%
3) Iftikharul Amin	90,80,432	8.41%	90,77,432	8.41%

SUPER TANNERY LIMITED**Notes to Consolidated financial statements for the year ended 31st March, 2014**

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
4. RESERVES AND SURPLUS		
Capital Reserves		
Balance as per last Balance Sheet	17,67,180	17,67,180
Capital Subsidy under Tannery Modernisation Scheme		
Balance as per last Balance Sheet	1,35,00,256	1,35,00,256
Add : Capital Subsidy received during the year under TMS	<u>1,59,00,441</u>	<u>-</u>
	2,94,00,697	1,35,00,256
Securities Premium Reserve		
Balance as per last Balance Sheet	2,70,17,760	2,70,17,760
Revaluation Reserve		
Balance as per last Balance Sheet	1,97,01,159	1,99,21,104
Less: Amount transferred to the Statement of profit and loss as reduction from depreciation	<u>2,24,441</u>	<u>2,19,945</u>
	1,94,76,718	1,97,01,159
General Reserves		
Balance as per last Balance Sheet	44,00,00,000	40,00,00,000
Add : From the Statement of Profit and Loss	<u>6,00,00,000</u>	<u>4,00,00,000</u>
	50,00,00,000	44,00,00,000
Surplus in the Statement of profit and loss		
Balance as per last Balance Sheet	(2,19,73,876)	(2,52,81,441)
Profit for the year	<u>9,62,19,483</u>	<u>4,95,82,032</u>
	7,42,45,607	2,43,00,591
Less: Appropriations		
Proposed dividend on equity share [Re. 0.05 per Equity Share (Re. 0.05 per Equity Share)]	53,98,668	53,98,668
Dividend Distribution Tax	9,17,504	8,75,799
Transfer to General Reserve	<u>6,00,00,000</u>	<u>40,00,00,000</u>
	79,29,435	(2,19,73,876)
TOTAL	<u><u>58,55,91,790</u></u>	<u><u>48,00,12,479</u></u>
5. LONG TERM BORROWINGS		
Secured		
Term loans		
Rupee Loans		
Corporate Loan from State Bank of India	4,00,00,000	8,00,00,000
Vehicle Loan		
Kotak Mahindra Prime Ltd.	11,11,266	2,47,231
Kotak Mahindra Bank Ltd.	76,570	5,02,146
HDFC BANK	5,25,181	16,76,442
UCO BANK	2,29,265	-
State bank of India	<u>60,55,964</u>	<u>34,73,588</u>
	80,04,246	58,99,407
TOTAL	<u><u>4,80,04,246</u></u>	<u><u>8,58,99,407</u></u>

5.1 Corporate loan (INR) from bank carries interest @ 13.70% p.a. The loan is repayable in Quarterly installments detailed as under:-

- a) Next 4 installment of Rs. 1 crore each (From 31.06.2014 to 31.03.2015)
b) Last 2 installment of Rs 2 crore. (on 30.06.2015 and 30.09.2015)

5.2 Vehicles Loans are repayable in equated monthly instalments ranging from 36 to 83 EMIs.

5.3 The corporate loan is secured by first charge over entire fixed assets (both present and future, except vehicles financed by other Banks/FIs) of the Company, extension of charge on current assets of the Company, corporate guarantee of a subsidiary Aarifi Tanners Limited. Loans are secured further by personal guarantee of promoter director(s) and shares pledged with State Bank of India (as given below).

Name of the Share Holder	No. of Shares Held	% held	No. of Shares Held	% held
1) Veqarul Amin	1,78,83,900	16.56%	76,54,200	42.80%
2) Iqbal Ahsan	91,42,502	8.47%	91,42,502	100.00%
3) Iftikharul Amin	90,80,432	8.41%	90,80,432	100.00%
4) Mrs. Ismat Iqbal	30,82,000	2.86%	30,82,800	100.00%

5.4 Vehicle loans are secured by hypothecation of vehicle financed.

As at 31.03.14

As at 31.03.13

6. DEFERRED TAX LIABILITIES (NET)

Deferred Tax Liability

on account of

Depreciation	8,26,22,499	7,73,10,362
Gross deferred tax liability	8,26,22,499	7,73,10,362

Deferred Tax Assets

on account of

Expenses covered u/s 43B	37,44,110	8,68,708
Gross deferred tax assets	37,44,110	8,68,708
Net Deferred Tax Liability @	7,88,78,389	7,64,41,654

@ Deferred tax asset has been recognized and carried to the extent there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets are realised. Deferred Tax Assets and Deferred Tax Liabilities have been set off in accordance with clause 29 of AS - 22.

7. SHORT TERM BORROWING

Secured

Working Capital Loans

Rupee Loan

from State Bank of India

a) Cash Credit	4,92,74,209	4,25,00,384
b) Packing Credit	64,92,82,897	51,01,04,817
c) Advance against bills sent on collection	17,36,85,725	12,61,79,733
TOTAL	87,22,42,831	67,87,84,934

Foreign Currency Loan

from State Bank of India

a) Buyers Credit	68,82,538	1,13,93,857
TOTAL	87,91,25,369	69,01,78,791

7.1 Working Capital Loan from State Bank of India is secured by hypothecation of Inventories & Book Debts, extension of charge on entire fixed assets (both present & future) of the Company and corporate guarantee of a subsidiary Aarifi Tanners Limited. Loans are secured further by personal guarantee of promoter director(s) and shares pledged with State Bank of India (as given below).

Name of the Share Holder	No. of Shares Held	% held	No. of Shares Held	% held
1) Veqarul Amin	1,78,83,900	16.56%	76,54,200	42.80%
2) Iqbal Ahsan	91,42,502	8.47%	91,42,502	100.00%
3) Iftikharul Amin	90,80,432	8.41%	90,80,432	100.00%
4) Mrs. Ismat Iqbal	30,82,000	2.86%	30,82,800	100.00%

SUPER TANNERY LIMITED**Notes to Consolidated financial statements for the year ended 31st March, 2014**

	As at 31.03.14	As at 31.03.13
8. TRADE PAYABLES		
Sundry Creditors	46,58,81,777	44,02,31,737
TOTAL	<u>46,58,81,777</u>	<u>44,02,31,737</u>
8.1 The company has requested confirmation from Suppliers regarding their registration (filling of Memorandum) under the Micro, Small and Medium Enterprises Development Act, 2006 (the Act). According to the information available with the company there was no amount (principal and/or interest) due to any micro/small enterprises (SME as defined in the Act) as at the end of the year. There is no delay in payment to SME during the year. No interest was paid/payable on account of delay in payment to SME during the year in terms of Section 16 of the Act.		
9. OTHER CURRENT LIABILITIES		
Current maturity of long term borrowings	4,37,91,863	4,17,92,864
Interest accrued but not due on borrowings	88,767	2,69,853
Interest accrued and due on borrowings	10,49,658	-
Book overdraft with banks	4,41,86,368	4,11,06,342
Security Deposit	39,500	29,500
Advance from Customers	4,39,85,483	2,46,88,284
Unpaid dividend (refer Note 9.1)	16,42,940	14,89,863
Other Liabilities	10,77,09,991	10,20,49,401
TOTAL	<u>24,24,94,570</u>	<u>21,14,26,107</u>
9.1 There are no amounts due for payment to Investor Education & Protection Fund under Section 205C of the Act as at the year end.		
10. SHORT TERM PROVISIONS		
Provision for Tax	4,21,00,000	2,20,00,000
Less: Advance Tax	<u>4,56,23,493</u>	<u>(35,23,493)</u>
Provision for Gratuity	1,02,80,104	97,17,699
Proposed Final Dividend	53,98,668	53,98,668
Provision for Dividend Distribution Tax	9,17,504	8,75,799
TOTAL	<u>1,30,72,783</u>	<u>1,51,73,210</u>

(Rupees)

DESCRIPTION	GROSS BLOCK				DEPRECIATION / AMORTISATION				NET BLOCK	
	AS AT 01.04.2013	ADDITIONS	SALES/ ADJ.	AS AT 31.03.2014	UP TO 31.03.2013	FOR THE YEAR	ADJ.	UP TO 31.03.2014	AS AT 31.03.2014	AS AT 31.03.2013
Land Leasehold	73,59,349	-	-	73,59,349	10,43,993	74,337	3,34,553	7,83,777	65,75,572	63,15,356
Land Freehold	3,92,01,192	1,10,000	-	3,93,11,192	-	-	-	-	3,93,11,192	3,92,01,192
Building	19,29,30,493	1,14,79,278	-	20,44,09,771	5,29,00,582	49,98,224	6,86,116	5,72,12,690	14,71,97,081	14,00,29,911
Plant and Equipments	69,11,14,831	6,43,25,236	6,85,594	75,47,54,473	29,49,66,449	3,19,67,399	5,53,257	32,63,80,591	42,83,73,882	39,61,48,382
Furniture & Fittings	1,29,58,772	42,57,781	-	1,72,16,553	65,26,477	7,12,464	12,343	72,26,598	99,89,955	64,32,295
Vehicles	6,02,05,613	2,03,30,116	64,37,440	7,40,98,289	1,82,74,343	64,95,091	33,15,366	2,14,54,068	5,26,44,221	4,19,31,270
Goodwill	33,70,142	-	-	33,70,142	-	-	-	-	33,70,142	33,70,142
TOTAL	1,00,71,40,392	10,05,02,411	71,23,034	1,10,05,19,769	37,37,11,844	4,42,47,515	49,01,635	41,30,57,724	68,74,62,045	63,34,28,548
Add: Capital Work in Progress									2,43,04,672	2,14,58,463
Add: Intangible Assets under Dev.									99,601	-
PREVIOUS YEAR	947571458	7,62,46,158	1,66,77,224	1,00,71,40,392	34,37,03,722	3,99,46,833	99,38,711	37,37,11,844	63,34,28,548	58,21,65,626

11.1 Super Tannery (UK) Limited & Aarifi Tanners Limited is following the Written Down Value method of depreciation as against the Straight Line Method is being followed by the parent company and other subsidiaries.

SUPER TANNERY LIMITED**Notes to Consolidated financial statements for the year ended 31st March, 2014**

	As at 31.03.14	As at 31.03.13
12. NON CURRENT INVESTMENTS		
<i>(Long Term Investments)</i>		
Non Trade (valued at cost unless stated otherwise)		
EQUITY SHARES - UNQUOTED		
Superhouse Overseas Limited		
5,000 Equity Shares of Rs. 10/- each fully paid up	50,000	50,000
Al-Barr Finance House limited		
30,000 Equity Shares of Rs. 10/- each fully paid up	3,00,000	3,00,000
Svit Pronext Machines Private Limited		
8,500 Equity Shares of Rs. 10/- each fully paid up	85,000	85,000
Industrial Infrastructure Services (India) Limited		
52,645 Equity Shares of Rs. 10/- each fully paid up	5,26,450	5,26,450
Kanpur Unnao leather Cluster Development Co, Ltd		
60,000 Equity Shares of Rs. 10/- each fully paid up	6,00,000	6,00,000
Banthar Industrial Pollution Control Company		
8,000 Equity Shares of Rs. 10/- each fully paid up	80,000	80,000
Secure Safety Limited*		
6,99,300 (14,99,300) Equity Shares of Rs. 10/- each fully paid up	69,93,000	-
	86,34,450	16,41,450
Total (A)	86,34,450	16,41,450
Non Trade (valued at cost unless stated otherwise)		
EQUITY SHARES - QUOTED		
Superhouse Limited		
5,200 Equity Shares of Rs. 10/- each fully paid.	52,000	52,000
Total (B)	52,000	52,000
TOTAL (A+B)	86,86,450	16,93,450
Book value of Quoted Investments (Net of Provisions)	52,000	52,000
Book value of Unquoted Investments	86,34,450	16,41,450
Market value of Quoted Investments	4,84,900	2,48,560
*Refer Note 1.12		
13. LONG TERM LOANS & ADVANCES		
(unsecured considered good)		
Loan to Related Party		
- Super Shoes Ltd.	-	2,00,81,750
Security Deposits	29,36,475	29,71,883
TOTAL	29,36,475	2,30,53,633
14. OTHER NON CURRENT ASSETS		
Miscellaneous Expenditure		
(to the extent not written off or adjusted)		
- Preliminary Expenses	1,41,450	3,08,803
TOTAL	1,41,450	3,08,803

Notes to Consolidated financial statements for the year ended 31st March, 2014

	As at 31.03.14	As at 31.03.13
15. INVENTORIES		
(valued at lower of cost and net realisable value)		
Raw Materials	26,99,86,266	18,25,21,410
Work in Progress (refer Note 30)	28,60,60,839	22,83,75,539
Finished Goods (refer Note 31)	16,43,57,950	18,12,71,865
Stock of Waste & Scrap	32,51,213	3,25,35,629
Chemicals, Components and Spare Parts	15,06,26,211	11,99,31,033
TOTAL	<u>87,42,82,479</u>	<u>74,46,35,476</u>
*Finished Goods include Stock in Trade, as both are stocked together		
16. TRADE RECEIVABLES		
(Unsecured)		
Outstanding for a period exceeding six months from the date they are due for payment		
Considered Good	7,55,53,066	12,95,52,575
Considered Doubtful	21,99,490	21,99,490
Less: Provision for Doubtful Receivables	21,99,490	-
Others		
Considered Good	50,48,14,320	35,34,93,458
TOTAL	<u>58,03,67,386</u>	<u>48,30,46,033</u>
17. CASH AND BANK BALANCES		
Cash and cash equivalents		
Cash in Hand	25,75,071	39,07,677
(as Certified by the Management)		
Cheques in hand/Remittance in Transit	1,37,22,414	53,06,247
Balances with Scheduled Banks in:		
- Current Accounts	78,55,306	1,60,93,441
- Foreign Currency Account (EEFCA/C)	7,24,500	3,90,512
	<u>2,48,77,291</u>	2,56,97,877
Other bank balances		
Margin Money Deposit Accounts	1,45,56,791	63,88,924
Unpaid Dividend Account	16,42,940	14,89,863
	<u>1,61,99,731</u>	78,78,787
TOTAL	<u>4,10,77,022</u>	<u>3,35,76,664</u>
18. SHORT TERM LOANS & ADVANCES		
(Unsecured considered good)		
Advance recoverable in cash or kind or for value to be received	6,70,37,159	9,95,06,545
TOTAL	<u>6,70,37,159</u>	<u>9,95,06,545</u>

SUPER TANNERY LIMITED**Notes to Consolidated financial statements for the year ended 31st March, 2014**

	As at 31.03.14	As at 31.03.13
19. OTHER CURRENT ASSETS (Unsecured considered good)		
Export Incentive Receivable	8,47,77,217	3,53,50,527
Other Current assets	5,27,75,284	3,34,61,834
Assets held for Sales (Valued at net realisable value)	1,38,158	1,38,155
TOTAL	13,76,90,659	6,89,50,516
20. REVENUE FROM OPERATIONS		
Revenue from operations		
Sale of Leather & Leather Products		
- Sales (Export)	2,32,48,28,567	1,72,26,67,734
- Sales (Others)	60,76,74,899	40,99,55,086
- Exchange Fluctuation	4,70,59,958	2,14,15,92,465
Inter Division Transfer (As per contra note 22)	34,04,55,724	32,92,05,237
Export Incentives (refer Note 20.1)	19,88,72,877	13,61,15,430
Revenue from operations (gross)	3,51,88,92,025	2,60,69,13,132
Less: Excise duty	40,31,517	35,51,703
Revenue from operations (net)	3,51,48,60,508	2,60,33,61,429
20.1 Details of Export Incentives		
Duty Draw Back	12,11,95,533	6,67,38,478
Other Export Incentives / licences	7,76,77,344	6,93,76,952
TOTAL	19,88,72,877	13,61,15,430
21. OTHER INCOME		
Interest from Fixed Deposit with Banks	15,17,614	8,26,961
Profit on Sale of Fixed Assets	818	49,26,142
Excess Provisio written back	2,38,779	31,78,895
Miscellaneous Income	8,66,525	12,14,934
TOTAL	26,23,736	1,01,46,932
22. DETAIL OF MATERIAL CONSUMED		
Raw Material consumed*		
Opening Stock	18,25,21,410	8,18,08,310
Add: Purchase	1,44,32,88,585	1,09,09,54,638
Inter Division Transfers (as per contra note 20)	34,04,55,724	32,92,05,237
	1,96,62,65,719	1,50,19,68,185
Less: Closing Stock	26,99,86,266	18,25,21,410
Raw Material consumed	1,69,62,79,453	1,31,94,46,775
Chemicals consumed	49,92,99,789	41,84,87,660
Stores & Spares consumed	16,65,94,961	10,20,47,686
Cost of material consumed	2,36,21,74,203	1,83,99,82,121
*Cost of Materials consumed is based on derived values.		

Notes to Consolidated financial statements for the year ended 31st March, 2014

	As at 31.03.14	As at 31.03.13
23. PURCHASE OF STOCK-IN-TRADE		
Finished Goods	22,22,36,015	12,06,01,403
Trading Items	13,96,69,520	7,37,51,379
TOTAL	<u>36,19,05,535</u>	<u>19,43,52,782</u>
24. DECREASE/(INCREASE) IN INVENTORIES		
Inventories at the beginning of the year		
Finished Goods	18,12,71,865	14,54,81,919
Stock of Waste & Scrap	3,25,35,629	1,63,64,977
Work in Progress	22,83,75,539	24,81,53,587
TOTAL 'A'	<u>44,21,83,033</u>	<u>41,00,00,483</u>
Inventories at the end of the year		
Finished Goods	16,43,57,950	18,12,71,865
Stock of Waste & Scrap	32,51,213	3,25,35,629
Work in Progress	28,60,60,839	22,83,75,539
TOTAL 'B'	45,36,70,002	44,21,83,033
Decrease/(Increase) in Stocks (A-B)	<u>(1,14,86,969)</u>	<u>(3,21,82,550)</u>
25. EMPLOYEE BENEFITS EXPENSES		
Salary, Wages and Bonus	4,29,65,465	3,78,33,478
Directors Remuneration	92,89,900	89,80,553
Contribution to Provident and other funds	11,57,69,96	1,04,84,514
Workmen and Staff Welfare expenses	43,16,076	40,29,349
TOTAL	<u>6,81,48,437</u>	<u>6,13,27,894</u>
26. FINANCE COSTS		
Interest on		
-Term Loan	1,59,95,020	77,69,528
-Others	7,40,16,965	7,64,13,266
	9,00,11,985	8,41,82,794
Bank Charges	74,19,000	67,67,710
Foreign Bank Charges	35,85,712	14,94,319
TOTAL	<u>10,10,16,697</u>	<u>9,24,44,823</u>
27. DEPRECIATION AND AMORTISATION EXPENSE		
Depreciation of tangible assets	4,42,47,515	3,99,46,833
Less: recoupment from revaluation reserve	2,24,441	2,19,945
TOTAL	<u>4,40,23,074</u>	<u>3,97,26,888</u>

SUPER TANNERY LIMITED**Notes to Consolidated financial statements for the year ended 31st March, 2014**

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
28. OTHER EXPENSES		
Manufacturing Expenses		
Wages & Bonus (including Job Charges)	13,01,70,200	8,33,45,313
Power and Fuel	9,02,86,930	6,39,90,880
Pollution Control Expenses	32,16,825	25,58,344
Repairs and Maintenance		
-Building	23,74,171	19,24,382
-Machinery	85,00,349	67,28,896
	23,45,48,475	15,85,47,815
Selling and Distribution Expenses		
Rebate & Discount	-	10,79,200
Packing & Forwarding	3,40,52,529	2,62,69,946
Freight & Cartage	6,99,04,148	5,59,28,982
Commission on Sale	2,68,30,702	1,84,55,373
Advertisement and Publicity	7,58,680	4,39,985
Exchange Fluctuation	1,40,72,048	-
Bad Debts - Provision/write off	33,27,163	41,08,601
	14,89,45,270	10,62,82,087
Establishment Expenses		
Rent	20,84,618	18,53,583
Rates and Taxes	67,85,690	61,12,327
Insurance	41,25,590	32,91,763
E.C.G.C. Premium	1,0134,818	53,98,250
Communication cost	53,44,706	45,15,457
Travelling and Conveyance	2,35,86,699	2,12,56,964
Repairs and Maintenance - Others	82,65,030	61,74,451
Printing and Stationery	14,47,735	13,71,056
Legal and Professional Charges	17,00,390	15,13,837
Auditor's Remuneration (refer Note 28.1)	5,27,252	7,88,874
Miscellaneous Expenses	99,37,214	79,58,398
Research & Development Expenses	2,55,303	1,33,994
Subscription and Donation	26,22,441	29,96,065
Loss on Sale of Fixed Assets	12,57,460	43,45,310
Social Security	-	1,43,257
	7,80,74,946	6,78,53,586
TOTAL	46,15,68,691	33,26,83,488
28.1 Payment to auditors'		
As Auditors':		
Audit Fees (including Tax Audit)	3,43,822	6,11,371
In other capacity:		
Taxation & other services	1,83,430	1,77,503
TOTAL	5,27,252	7,88,874

Notes to Consolidated financial statements for the year ended 31st March, 2014

	As at 31.03.14 (Rupees)	As at 31.03.13 (Rupees)
29. Earning per share (EPS)		
Profit for the year	9,62,19,483	4,95,82,032
Weighted average number of equity shares for the purpose of calculation of Basic and Diluted EPS	10,79,73,360	10,79,73,360
Nominal value of equity shares (Rs.)	1.00	1.00
EPS- Basic and diluted (Rs.)	0.89	0.46
30. Closing Inventory of Work-in-Progress		
Leather and Leather Products	28,60,60,839	22,83,75,539
TOTAL	28,60,60,839	22,83,75,539
31. Closing Inventory of Finished Goods		
Leather and Leather Products	16,43,57,950	18,12,71,865
TOTAL	16,43,57,950	18,12,71,865
32. The related party disclosure in accordance with AS 18 'Related Party Disclosures' issued by ICAI, is given below:		
A. Relationship		
i. Joint Ventures, Associates & Entities:		
Joint Venture: Nil		
Associates & Entities: Nil		
Secure Safety Limited		
ii. Key Management Personnel (KMP) & Relatives:		
Mr. Iftikharul Amin (Managing Director)		
Mr. Iqbal Ahsan (Joint Managing Director)		
Mr. Veqarul Amin (Joint Managing Director)		
Mr. Imran Siddiqui (Whole-time Director)		
Mr. Arshad Khan (Whole-time Director)		
Mr. Mohd. Imran (Whole-time Director)		
Mr. Mubasherul Amin (Son of Mr. Iqbal Ahsan)		
Mr. Tanveerul Amin (Son of Mr. Iftikharul Amin)		
Mr. Umairul Amin (Son of Mr. Iqbal Ahsan)		
Mr. Khalid Sayeed (Brother of Mr. Imran Siddiqui)		
iii. Others: Enterprise over which KMP or relatives of KMP are able to exercise significance influence:		
Super Shoes Limited		
Amin Colonizers & Developers Ltd.		
Super Tannery FZE,		
Banthar Industrial Pollution Control Company		
Industrial Infrastructure Services (I)		

SUPER TANNERY LIMITED

B. The following transactions were carried out with related parties in the ordinary course of business during the year:

(Rupees)

Particulars	Others	
	2013-14	2012-13
Sale of Materials/Finished Goods	18,85,40,281	4,84,66,525
Services availed	29,448	10,67,357
Balances at the end of the year:		
Trade Receivables	6,01,00,483	3,36,04,581
Trade Payables	76,299	1,19,608
Loans & Advances	NIL	2,00,81,750
Investments	74,26,650	4,33,650

Notes to Consolidated financial statements for the year ended 31st March 2014

As at
31.03.14
(Rupees)

As at
31.03.13
(Rupees)

Key Management Personnel and relatives:(Rupees)

Particulars	2013-14	2012-13
Remuneration		
- Directors	92,89,900	88,37,910
- Other Key Management Personnels	15,52,845	17,71,943
Dividend paid		
- Directors	18,05,342	18,05,342
- Other Key Management Personnels	4,54,500	4,54,500

(Rupees)

Particulars	2013-14	2012-13
Sale of Materials/Finished Goods;		
Super Shoes Limited	17,07,28,256	3,99,91,377
Super Safety Limited	21,27,885	-
Super Tannery FZE	1,56,84,140	84,75,148
Services Availed		
Banthar Industrial Pollution Control Company	25,186	9,35,222
Industrial Infrastructure Services (I) Ltd	4,262	1,33,135
Trade Recievables		
Super Shoes Limited	3,46,99,426	1,07,96,184
Super Tannery FZE	2,49,94,471	2,28,08,397
Super Safety Limited	4,06,585	-
Trade Payable		
Banthar Industrial Pollution Control Company	72,183	11,5,492
Industrial Infrastructure Services (I) Ltd	4,116	4,116
Loans & Advances		
Super Shoes Limited	NIL	2,00,81,750
Investments		
Banthar Industrial Pollution Control Company	80,000	80,000
Secure Safety Limited	69,93,000	1,49,93,000
Industrial Infrastructure Services (I) Ltd	3,53,650	3,53,650

Notes to Consolidated financial statements for the year ended 31st March, 2014

As at
31.03.14
(Rupees)

As at
31.03.13
(Rupees)

Payments made to Key Management Personnel and relatives:

Particulars	2013-14	2012-13
Remuneration:		
Directors:		
Mr. Iqbal Ahsan	26,09,360	26,45,540
Mr. Imran Siddiqui	6,26,860	3,29,340
Mr. Arshad Khan	3,62,360	2,37,780
Mr. Vequaril Amin	26,57,600	26,57,600
Mr. Iftikaril Amin	26,09,360	26,45,540
Mr. Mohd. Imran	4,24,360	3,22,110
Other KMPs:		
Mr. Mubashirul Amin	6,94,360	8,15,725
Mr. Tanveerul Amin	6,94,360	8,15,725
Mr. Khalid Sayeed	1,64,125	1,40,493
Mr. Umairul Amin	2,58,150	-
Dividend		
Directors:		
Mr. Iqbal Ahsan	4,57,125	4,57,125
Mr. Vequaril Amin	8,94,195	8,94,195
Mr. Iftikaril Amin	4,54,022	4,53,022
Other KMPs:		
Mr. Mubashirul Amin	2,29,500	2,29,500
Mr. Tanveerul Amin	2,25,000	2,25,000

33. Capital and other commitments(Rupees)

Particulars	2013-14	2012-13
i. Estimated value of contracts remaining to be executed on capital account (net of advances)	90,11,168	20,52,828

34. Contingent liabilities

Particulars	2013-14	2012-13
Contingent Liabilities in respect of:		
i. L C issued by the Bank	3,33,85,014	4,55,54,739
ii. Guarantees issued by the Bank	30,70,454	19,14,704

35. The group's operation predominantly comprises only one segment i.e. leather and leather Products, therefore, Segment Reporting as per Accounting Standard (AS-17) issued by the Institute of Chartered Accountants of India is not applicable.

SUPER TANNERY LIMITED

36. In the absence of the Notification in the Official Gazette of the Central Government of India, the cess payable under Section 441A has not been paid / provided. The payment of cess shall be made in accordance with the Notification, as and when issued by the Central Government of India in its Official Gazette.
37. Confirmation of Balances with Sundry debtors, creditors, loans and advances and other parties have not been received in few cases.
38. The company has incurred in Research & Development expenses during the year, the same are immaterial and no future economic benefit will accrue, therefore no expenses have been capitalized.
39. The current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business. The provisions for all known liabilities are adequate and not in excess of the amount considered reasonably necessary.
40. Pursuant to the exemption granted under Section 212 (8) of the Companies Act, 1956, by the Government of India, Ministry of Corporate Affairs, vide general circular no. 2/2011 dated 18.02.2011, the Annual Accounts as on 31st March 2014, in respect of the subsidiaries namely: Super Corporation Limited, Super Tannery (U.K.) Limited, Aarifi Tanners Limited and Safety Solutions s.r.o. have not been attached to the Annual Report of the Company. The requisite information for each subsidiary, as stipulated vide above exemption, has been disclosed. The Annual Accounts of the subsidiary companies and related detailed information will be made available to the holding & subsidiary company investors seeking such information. The annual accounts of the subsidiary companies will be kept for inspection by any investor in the head office of the Company and the subsidiary concerned.
41. In view of non availability of Audited Financial Statement of M/s. Secure Safety Limited, adjustment relating to Profit/Loss for the current year, as prescribed in Accounting Standard (AS) 23- 'Accounting for investment in Associates in Consolidated financial Statements' issued by the Institute of Chartered Accountants of India, in the value of Investment has not been made.
42. In view of change in status of M/s. Secure Safety Limited from Subsidiary to Associates and Induction of M/s. Super Corporation Limited as subsidiary, figures of current year are not comparable with previous year.
43. The figures of the previous year have been regrouped / rearranged wherever necessary in order to make them comparable with the figures of the current year are not comparable with previous year.

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

As per our report of even date
For Kapoor Tandon & Co.,
Chartered Accountants
Firm Reg. No. 000952C
(R.P. Gupta)
Partner
M.No. 070904

Place : Kanpur
Dated : 29.05.2014

For and on behalf of the Board of Directors

Mohd. Imran
Director (Finance)

Iftikharul Amin
Managing Director

Iqbal Ahsan
Joint Managing Director

R.K. Awasthi
Company Secretary

**STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956
RELATING TO SUBSIDIARY COMPANIES**

1. Description	Aarifi Tanners Limited	Secure Safety Limited	Super Tannery (U.K.) Limited	Safety Solutions s.r.o.
2. Financial year of the Subsidiary Company ended on.	31.03.2014	31.03.2014	31.03.2014	31.03.2014
3. Extent of holding Company's interest in the Subsidiary Company.				
(i) Number of Shares held.	12,05,366 Equity Shares of Rs.10/- each fully paid	26,000 Equity Shares of Rs.10/- each fully paid	2,100 ordinary shares of £ 1/- each fully paid	6,638 ordinary shares of € 1/- each fully paid
(ii) Percentage of Holding	82.52%	52.00%	100.00%	100.00%
4. The net aggregate amount of the Subsidiary's Profit/ (Loss) so far as it concerns members of the Holding Company and is not dealt with in the holding Company's accounts;				
(i) for the financial year of the Subsidiary.	Rs. 49,919	NIL	£ 2,562	NIL
(ii) for the previous financial years of the Subsidiary since it became the holding Company's Subsidiary.	Rs.(-)13,51,615	NIL	£ (-)4,51,813	€ (-)62,360
5. The net aggregate amount of the Subsidiary's Profit/ (Loss) of the Subsidiary Company dealt with in the holding Company's accounts;				
(i) for the financial year of the Subsidiary.	NIL	NIL	NIL	NIL
(ii) for the previous financial years of the Subsidiary since it became the holding Company's Subsidiary.	NIL	NIL	NIL	NIL
6. Change in the interest of holding Company during the year ended 31.03.2012.	NIL	NIL	NIL	NIL
7. Material changes between the end of the financial year of the subsidiary and financial year of holding Company.	NIL	NIL	NIL	NIL

Pursuant to the General Exemption under section 212(8) of the companies act 1956 by Government on India, Ministry of Corporate Affairs vide **circular no. 2/2011 dated 18.02.2011**, the company is not required to disclosed information contained in section 212(1) of the Companies act 1956 in respect of subsidiary companies: (1) Super Tannery (U.K.) Limited (2) Aarifi Tanners Limited (3) Super Safetywears Limited (4) Safety Solutions s.r.o.

For and on behalf of the BOARD

Place : Kanpur.
Date : 13.08.2014

IFTIKHARUL AMIN
Managing Director

IQBAL AHSAN
Jt. Managing Director

R.K. AWASTHI
Company Secretary

SUPER TANNERY LIMITED**STATEMENT PURSUANT TO THE EXEMPTION GRANTED BY MINISTRY OF CORPORATE AFFAIRS
UNDER SECTION 212(8) OF THE COMPANIES ACT, 1956 RELATING TO
SUBSIDIARY COMPANIES**

1. Description	Aarifi Tanners Limited	Secure Safety Limited	Super Tannery (U.K.) Limited	Safety Solutions s.r.o.
2. Financial year of the Subsidiary Company ended on.	31.03.2014	31.03.2014	31.03.2014	31.03.2014
3. Share Capital: (a) Authorized (b) Paid up	Rs. 2,00,00,000 Rs. 1,46,07,000	Rs. 5,00,000 Rs. 5,00,000	Not Applicable £ 2,100 Equivalent to Rs. 1,52,096	Not Applicable € 6,638 Equivalent to Rs. 4,65,452
4. Reserves and Surplus	Rs. (-) 13,01,696	Not Applicable	£(-) 4,51,813 Equivalent to Rs. (-) 3,72,71,463	€ (-) 62,360 Equivalent to Rs. (-) 49,37,024
5. Total Assets	Rs. 1,33,83,893	NIL	£ 3,69,683 Equivalent to Rs. 37,28,924	€ 7,696 Equivalent to Rs. 6,35,536
6. Total Liabilities	Rs. 2,51,389	NIL	£ 8,52,786 Equivalent to Rs. 8,60,20,523	€ 65,436 Equivalent to Rs. 54,03,705
7. Investments	Rs. 1,72,800	NIL	NIL	NIL
8. Turnover	NIL	Not Applicable	£ 48,696 Equivalent to Rs. 46,86,136	NIL
9. Profit before taxation	Rs. 49,919	Not Applicable	£ 2,562 Equivalent to Rs. 2,45,579	NIL
10. Provision for taxation	NIL	Not Applicable	NIL	NIL
11. Profit after taxation	Rs. 49,919	Not Applicable	£ 2,562 Equivalent to Rs. 2,45,579	NIL
12. Proposed Dividend	NIL	Not Applicable	NIL	NIL

Note :

- Above informations are being given in view of Ministry of Company Affairs Approval Granted under section 212(8) of the companies act 1956 vide **circular no. 2/2011 dated 18.02.2011**.
- Exchange Rate considered for the purpose of conversion into Indian Rupees as under:
 - In case of valuation at Average Rate (a) € 81.13 (b) £ 96.23
 - In case of valuation at Closing Rate (a) € 82.58 (b) £ 100.87

For and on behalf of the **BOARD**Place : Kanpur.
Date : 13.08.2014**IFTIKHARUL AMIN**
*Managing Director***IQBAL AHSAN**
*Jt. Managing Director***R.K. AWASTHI**
Company Secretary



SUPER TANNERY LIMITED

CIN : L19131 UP 1984 PLC 006421

Registered Office : 187/170, Jajmau Road, KANPUR - 208 010.

Phone No. : 91-512-3935747, 3935748, 3935749 • Fax No. : 91-512-2460792

Website : www.supertannery.com • E-mail : share@supertannery.com

Please complete the attendance slip and hand it over at the entrance of Meeting Hall and also bring your copy of the enclosed Annual Report.

ATTENDANCE SLIP

I here by record my presence at the 30th Annual General Meeting of the company held on 30th September 2014.

Regd. Folio No.	DP Id*
No. of shares	Client Id*

Name of the Share holder (in block letters)
Signature of the shareholder or Proxy

*Applicable for investors holding shares in electronic form.

SUPER TANNERY LIMITED

CIN : L19131 UP 1984 PLC 006421

Registered Office : 187/170, Jajmau Road, KANPUR - 208 010.

Phone No. : 91-512-3935747, 3935748, 3935749 • Fax No. : 91-512-2460792

Website : www.supertannery.com • E-mail : share@supertannery.com

PROXY FORM / FORM NO : MFT-II

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rule, 2014)

Name of the member(s) :		e-mail Id:	
Registered Address :		Folio NO./*Client Id:	
		*DP Id:	

I/We, being the member(s) of of shares of Super Tannery Limited, hereby appoint :

1. of having e-mail Id or failing him
2. of having e-mail Id or failing him
3. of having e-mail Id

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **30th Annual General Meeting** of the Company, to be held on Tuesday, September 30,

2014 at 09 A.M. at 187/170 Jajmau, Kanpur-208 010 and at any adjournment thereof in respect of such resolutions as are indicated below :

**I wish my above Proxy to vote in the manner as indicated in the box below :

Resolutions No.	Please mention No. of Shares		
	For	Against	Abstain
ORDINARY BUSINESS			
1. Adoption of Audited Balance Sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the Reports of the Board of Directors and Auditors			
2. Approval for dividend of Rs.0.05 per Equity Shares of Re 1/each for the Financial Year ended March 31, 2014.			
3. Re-appointment of Mr.Arshad Khan, who retires by rotation and being eligible, offers himself for re-appointment.			
4. Re-appointment of Mr.Mohd.Imran, who retires by rotation and being eligible, offers himself for re-appointment.			
5. Re-appointment of M/s Kapoor Tandon & Co,Chartered Accountants,having ICAI Firm registration No 000952C as Statutory Auditors of the Company.			
SPECIAL BUSINESS			
6. Appointment of Mr.PK.Sinha as an Independent Director with effect from September 30, 2014 to September 29, 2019 not liable to retire by rotation.			
7. Appointment of Mr.Kumud Behari Seth, as an Independent Director with effect from September 30,2014 to September 29,2019 not liable to retire by rotation.			
8. Appointment of Mr.Mohsin Sharif,as an Independent Director with effect from September 30,2014 to September 29,2019 not liable to retire by rotation.			
9. Appointment of Mrs.Sadia Kamal, as an Independent Director with effect from September 30, 2014 to September 29, 2019 not liable to retire by rotation.			
10. Donation to Charitable and other funds not directly related to the business of the Company.			

*Applicable for investors holding shares in electronic form. _____

Signed day of 2014

Signature of Shareholder

Affix Revenue Stamp Re 1/-

Sig. of 1st Proxy Holder

Sig. of 2nd Proxy Holder

Sig. of 3rd Proxy Holder

NOTE : 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.

A Proxy need not be a member of the Company.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person of shareholder.

This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Shivani Press

BOOK - POST

If undelivered, please return to :
Super Tannery Limited
187/170, Jajmau Road,
Jajmau,
Kanpur-208 010.