32nd
ANNUAL REPORT
2013-2014

RASI
REFRACTORIES

RAASI REFRACTORIES LIMITED

RASI REFRACTORIES

RAASI REFRACTORIES LIMITED

BOARD OF DIRECTORS

1.	Sri. Ashok Kumar Agarwal	Executive Chairman
2.	Sri. Murali Dhar Agarwal	Director
3.	Sri. Rabindra Chandra Biswas	Director
4.	Sri. Umesh Kumar Mittal	Director
5.	Sri. Rajendra Prasad Kandikattu	Nominee Director

AUDIT COMMITTEE

1.	Sri. Murali Dhar Agarwal	Chairman
2.	Sri. Rabindra Chandra Biswas	Member
3.	Sri. Umesh Kumar Mittal	Member

SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE

1.	Sri. Murali Dhar Agarwal	Chairman
2.	Sri. Rabindra Chandra Biswas	Member
3.	Sri. Umesh Kumar Mittal	Member

REMUNERATION COMMITTEE

1.	Sri. Murali Dhar Agarwal	Chairman
2.	Sri. Rabindra Chandra Biswas	Member
3.	Sri. Umesh Kumar Mittal	Member

AUDITORS

M/S SRB & Associates
Chartered Accountants
I.C.A.I. Regn. No.310009E
403, Pavani Plaza
5th Floor, 6-2-984,
Khairtabad, Hyderabad - 500004

COST AUDITORS

M/S PCR & Associates, Cost Accountants
5-4-187/3&4/10, Patel Trade World
1st Floor, M.G. Road, Ranigunj
Secunderabad - 500003.

RASI REFRACTORIES

RAASI REFRACTORIES LIMITED

REGISTERED OFFICE
Flat No. 503, Plot No. C, S No. 146,
Dwarakapuri Colony, Punjagutta,
Hyderabad-500082,
Telangana
E-mail: marketing@raasi.in
Website: www.raasi.in

FACTORY
Lakshmipuram, Narketpally, Nalgonda District, Andhra Pradesh - 508254

REGISTRARS & TRANSFER AGENTS
Aarthi Consultants Private Limited
1-2-285, Domalguda, Hyderabad
Tel No. 91-40-27638111, 27634445
Fax No. 91-40-27635184
Website: www.aarthiconsultants.com

LISTING
The Hyderabad Stock Exchange,
Bombay Stock Exchange Limited

ANNUAL GENERAL MEETING
Date: 30th September,2014
Time: 11.00 A.M
Venue: Bhaskara Auditorium,
B.M. Birla Science Centre,
Adarsh Nagar, Hyderabad-500063

BOOK CLOSURE
24th September, 2014 to 30th September, 2014.

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NOTICE

Notice is hereby given that the Thirty Second Annual General Meeting of the members of Raasi Refractories Limited will be held on Tuesday, the 30th day of September, 2014 at 11:00 A.M at Bhaskara Auditorium, B.M. Birla Science Centre, Adarsh Nagar, Hyderabad-500063 to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March 2014, and the Profit and Loss Account for the Financial Year ended on that date and the reports of the Directors' and Auditors' thereon.
2. To consider the reappointment of Sri. Ashok Kumar Agarwal who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors and fix their remuneration.

   To consider and, if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any of Companies Act, 2013 and Rules framed thereunder, as amended from time to time M/S SRB & Associates, Chartered Accountants, Hyderabad, bearing I.C.A.I Registration number 310009E be and is hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, on such remuneration as may be determined by the Board of Directors of the Company and reimbursement of out-of-pocket and incidental expense

SPECIAL BUSINESS:

4. To consider and if though fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, 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 of the Companies Act, 2013 and subject to all other approvals, as may be required, Mr.Umesh Kumar Mittal (bearing DIN 00853303) be and is hereby appointed as an Independent Director of the Company, for a period of five consecutive years from the ensuing Annual General Meeting."
5. To consider and if thought fit to pass with or without modifications, the following resolution as a Special Resolution:

   "RESOLVED THAT pursuant to Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 (Erstwhile Companies Act, 1956) (including any statutory modification or re-enactment thereof, for the time being in force) consent of the members be and is hereby accorded authorizing the board of directors (hereinafter referred as "Board" which term shall be deemed to include any committee which the Board may constitute for this purpose) to mortgage and/or create charge in such form or manner at such time and on such terms and conditions as determined by the Board on all or any of the movable and/or immovable properties of the Company both present and future and/ or the undertaking/s of the Company for securing any loan obtained or to be obtained by the Company in favor of financial institution, Banks, body corporate, firm, person or persons for securing the loan availed by the Company together with interest, cost, charges and such other expenses as stipulated in that behalf and agreed between the board and the lenders."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, board or the constituted committee be and is hereby authorized to finalize and to execute such documents, agreements, deeds and papers as it may in its absolute discretion deem expedient with regard to aforesaid resolution."

6. To consider and if thought fit to pass with or without modifications, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 (Erstwhile Companies Act, 1956) (including any statutory modification or re-enactment thereof, for the time being in force) consent of the members be and is hereby accorded authorizing the board of directors (hereinafter referred as "Board" which term shall be deemed to include any committee which the Board may constitute for this purpose) to borrow from time to time all such sums of monies from any financial institution, banks, body corporate, firm, person or persons as it may deem requisite for the purpose of the business of the company notwithstanding that the moneys to be borrowed together with moneys already borrowed by the company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) will exceed the aggregate of the paid-up capital of the company and its free reserves (i.e. reserves not set apart for any specific purpose) provided that the total amount upto which moneys may be borrowed by the board of directors shall not exceed a sum of Rs. 100 Crores at any time."

By order of the Board

For **RAASI REFRACTORIES LIMITED**

Date: 14.08.2014
Place: Hyderabad

Ashok Kumar Agarwal
Executive Chairman

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the meeting and vote instead of him. The Proxy need not be a member of the company. The instrument appointing should however be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.

2. Members holding shares in Dematerialized mode are requested to intimate the changes with respect to their bank details, mandate, nomination, power of attorney, change of address, change in name etc, to their Depository Participant.

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representatives to attend and vote on their behalf in the meeting

4. Shareholders having multiple folio numbers either in individual names or in joint names of the same order should intimate RTA/DP's so as to enable them to consolidate such folios into one folio.

5. Members are requested to bring their copy of the Annual Report to the meeting.

6. Register of members of the Company and Share Transfer Books will remain closed from 24th September, 2014 to 30th September, 2014 (both days inclusive)

7. Members desiring any information as regards accounts are requested to write to the Company atleast seven days before the date of the meeting to enable the management to keep the information ready at the meeting.

8. Members attending the meeting are requested to complete and bring the attendance slips enclosed with the annual report and hand over the same at entrance of the meeting hall duly signed.

9. Sri. Ashok Kumar Agarwal, Whole Time Director of the company retired by rotation at the ensuing Annual General Meeting, and being eligible offer himself for re-appointment.

   Sri. Ashok Kumar Agarwal aged about 52 years is Executive Chairman of the Raasi Refractories Ltd. He is Dircetor on the Board of Sree Metaliks Ltd., Thanwas Commercial Private Limited, R.S.Agarwalla and Bros. Private Limited, Thanwas Investments Limited, Ores India Private Limited, Hind Metal & Industries Private Limited, Sarvesh Refractory (Gujarat) Private Limited, Pradhan Steel and Power Private Limited, Adi Green Developers Private Limited, Minerals and Metallurgical Developments Private Limited and Thanwas Financial Services Limited.

10. **Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility to the members to exercise their right to vote at the 32nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting platform provided by Aarthi Consultants Private Limited.

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

(I) Log on to the e-voting website www.evotingindia.com

(ii) Click on “Shareholders” tab.

(iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) · Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. · Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL client id. For example: CDSL Account holder name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is 'RA00001234'. NSDL Accont holder name is Rahul Mishra and DP ID. is IN300000 and client ID 12345678 then default value of PAN is 'Ra12345678'.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. · Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the folio/client id.

(viii) After entering these details appropriately, click on “SUBMIT” tab.

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the Electronic Voting Sequence Number (EVSN) for the relevant <Raasi Refractories Limited> on which you choose to vote.

(xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

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

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

In case of members receiving the physical copy:

(A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

(B) The voting period begins on from 9.00Am on 24th September, 2014 to 6.00 PM on 25th September, 2014. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 05th September, 2014 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

By order of the Board
For **RAASI REFRACTORIES LIMITED**

Date: 14-08-2014
Place: Hyderabad

Ashok Kumar Agarwal
Executive Chairman

STATEMENT TO BE ANNEXED

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

Item No.4

The Company had, pursuant to the provisions of Clause 49 of the Listing Agreements entered with the Stock Exchanges, appointed Mr.Umesh Kumar Mittal as Independent Directors at various times, in compliance with the requirements of the clause.

Pursuant to the provisions of Section 149 of the Act, which came in to effect from April 1, 2014, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

Mr.Umesh Kumar Mittal non-executive directors of the Company have given a declaration to the Board that they meet the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, each of these directors fulfill the conditions specified in the Act and the Rules framed there under for appointment as Independent Director and they are independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of these directors as Independent Directors is now being placed before the Members for their approval.

The terms and conditions of appointment of the above Directors shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

Item No.5 and 6

The approval of shareholders is sought to permit the board to borrow money in excess of Companies Capital and free reserves in terms of MCA Clarification vide its general circular No. 04/2014 dated 25/03/2014 with regard to Section 180 of the Companies Act, 2013 which was notified to be in force with effect from 12/09/2012 that the resolution passed under the section 293 of the Companies Act, 1956 prior to 12/09/2013 with reference to the borrowing limits or creation of security or charge on the assets of the company will be regarded as sufficient compliance of requirements of Section 180 of Companies Act, 2013 for a period pf 1 year from the date of notification of Section 180. Thus the earlier resolution passed under section 293 were effective for only period of 1 year with effect from 12/09/2013 and therefore a fresh resolution in lieu of earlier resolution now proposed which is permissive under section 180(1)© of the Companies Act, 2013, if the shareholders approve. With the Companies Plan for the expansion, board of Directors of the company thought it necessary to acquire the power to borrow within the limits as specified in the above in the above resolution under item No.6 and create charge on the assets of the Company as per the resolution under item No. 5 and the recommends for your approval.

Your Directors recommend the resolution for your approval.

None of the Directors, relatives and key managerial personnel is interested in the aforesaid resolution except to the extent of their shareholding.

By the order of the Board

For RAASI REFRACTORIES LIMITED

Date: 14.08.2014 **Ashok Kumar Agarwal**

Place: Hyderabad **Executive Chairman**

DIRECTORS' REPORT

Dear Members,

Your Directors present the **Thirty Second Annual Report** on the business and operations of the Company and the audited statements of the accounts for the year ended 31st March 2014.

1. FINANCIAL RESULTS AND OPERATIONS:

The summarized financial results for the year ended 31st March 2014 as compared with the previous year are as under :-

(Rs. In lakhs)

PARTICULARS	For the year 2013 -14	For the year 2012-13
a. Revenue from operations	**1508.26**	3584.41
b. Profit before interest, depreciation and taxes	**(236.72)**	191.33
c. Interest	**15.20**	286.03
d. Depreciation	**103.94**	103.94
e. Profit before tax	**(355.86)**	(198.63)
f. Prior period adjustments (net)	**0.00**	0.00
g. Provision for taxation:		
- Current	**0**	10.99
- Deferred	**0**	0.00
h. Net profit/(loss)	**(355.86)**	(198.63)

Your Company has achieved gross turnover of Rs.1697.48 Lakhs as against the turnover of Rs.4015.94 Lakhs achieved during the previous financial year. The Company has incurred a Net loss of Rs. 355.86 during the year under review.

2. MARKETING

The service rendered by your company to the customers, continues to be the best in the industry which can be attributed to the perpetual strive of the service personnel for improvement.

3. INDUSTRY OUTLOOK

With the sustainable growth in steel producing capacities particularly in India and increased demand for quality Iron and Steel particularly from manufacturing, construction and automobile sectors, it is expected that demand for Refractories would continue to rise.

4. DIRECTORS

At the ensuing Annual General Meeting, Sri. Ashok Kumar Agarwal Directors of the Company will be retiring by Rotation and being eligible offer themselves for re-appointment in terms of Section 152 of the Companies Act, 2013.

Sri. Ashok Kumar Agarwal, the director of the company is not disqualified for being appointed as director as specified in Section 164 of the Companies Act, 2013. Your Board of Directors recommends his reappointment.

5. DIRECTORS' RESPONSIBILITY STATEMENT

As per the requirements of section 217(2AA) of the Companies Act, 1956, in respect of the Director's responsibility statement, the Directors of the Company hereby confirm.

a. That in the preparation of the accounts for the financial year ended 31st March, 2014; the applicable accounting standards have been followed along with proper explanation relating to material departures.

b. That the Directors' have selected such accounting policies and applied them consistently and made judgment's and estimates that were reasonable and prudent so as to give a true and fair view of the financial year and of the profit of the Company for the year under review.

c. That the Directors have taken proper and sufficient care for the maintenance of the 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.

d. That the Director's have prepared the accounts for the financial year ended 31st March, 2014 on a going concern basis.

6. AUDITORS

M/S SRB & Associates, Chartered Accountants, Auditors of the company holds office from conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting (subject to ratification of their appointment at every AGM) at such remuneration and are eligible for re-appointment as may be determined by the Board of Directors of the Company and reimbursement of out-of-pocket and incidental expense.

As required under Section 139 of the Companies Act, 2013, the Company has obtained a written consent from M/S SRB & Associates, to such appointment and also a certificate to the effect that their appointment, if made, would be in accordance with Section 139(1) of the Companies Act, 2013 and the rules made there under, as may be applicable.

7. COST AUDITORS

Pursuant to the direction from the Ministry of Corporate Affairs and section 148 of the Companies Act, 2013 for appointment of Cost Auditors, your Board of Directors have reappointed M/s. PCR & Associates, Cost Accountants, Hyderabad, as the Cost Auditor for the year 2014-15

8. FIXED DEPOSITS

The Company has not invited accepted any fixed deposits and hence or no amount of principal or interest was outstanding as on the date of balance sheet.

9. DIVIDENDS

No dividend is recommended by the Board of Directors for the year under review.

10. PARTICULARS OF EMPLOYEES

No employee of the company was in receipt of remuneration, which requires disclosure under section 217(2A) of the Companies Act,1956 read with the Companies (Particulars of Employees) Rules, 1975.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Particulars pursuant to the provisions of section 217(1) (e) of the Companies Act, 1956 read with the Companies(Disclosures of particulars in the report of Board of Directors) Rules, 1988 are given in the Annexure-A

12. CORPORATE GOVERNANCE

A separate report on corporate governance along with the Auditors' certificate on its Compliance is attached to this report.

13. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report has been included in adherence to the Exchange spirit enunciated in the code of corporate governance approved by the Securities and Exchange Board of India. Management presents herein the industry overview, opportunities and threats, initiatives by the Company and its overall strategy for the future. This outlook is based on the assessment of current business environment, which may vary due to the future economic and other developments both in India and abroad.

(A) Industry Structure and Development:

Refractories are made of naturally occurring minerals, such as bauxite, kyanite, magnesite, fireclay, chrome ore, etc. Refractories are used either where high temperature or high rate of abrasion/ corrosion/ erosion is involved. Lately, however, the industry has been using man-made raw materials, such as brown-fused alumina, tabular alumina, fused magnesia, silicon carbide, magnesia alumina, etc. It has a wide product range and comprehensive to suit the requirement of different industry segments. These are produced in Special Shapes and are Custom made to suit the requirements of the various industries.

Refractory plays a dynamic role not only for metallurgical but also for shaping up chemical and petrochemical, glass, ceramic, cement and limestone industries. Refractory Industry in India is now getting consolidated. Major manufacturers in terms of volume are foreign owned companies. The turnover of such companies was 60% of total turnover of the Industry. This has brought or is likely to bring several new products and technology in the country for refractories used in steel making. The refractory industry is moving along with a mixed bag of project and maintenance requirement. The raw material pricing and supply continues to worry. However, the positive trend in projects is taking concrete shape, refractory installation activity is picking up and new facility is nearing completion in some upcoming steel projects.

(B) Opportunities and threats

Opportunities in the refractories industry:

The refractories industry largely follows trends set by its main driver, the steel industry. Iron and steel production is responsible for up to 70 % of the total demand for Refractories, therefore the profitability of the refractories industry as a whole is strongly influenced by steel production levels and steel plant investments. There is a steep fall in the demand for steel due to a decline in the infrastructure sector, while the short term outlook remains problematic because of the global economic situation; there could be realistic and sustainable growth in steel production and in other key end user industries till 2017. Indeed, there may even be a short- term surge in demand for refractories once confidence recovers because of new capital investment and refurbishment of idled equipment.

Threats in the Refractories industry:

Absence of clear cut policy on iron ore mining has led to closure of steel plants, especially those based on sponge iron as feed material. If this situation continues, the expected growth in steel may not materialize at desired pace. Another major issue for refractory business is from the small scale industries. These industries are expanding their operations at a rapid pace and are presently ready to compete with large scale industries. Also these industries are coping up with the technological changes taking place in the industry and given the amount of support received from the government for their upliftment, these SSIs definitely seem to be a threat in the near future. Your Company is taking steps to take on the challenges and strengthen its brand image in neighboring states as well as in Telengan where the company is already a brand leader. Power remains another major threat to the industry. Severe power shortage and high cost of power in the State has rendered most of the factories very non remunerative.

(C) Segment or Product wise Performance:

Your company operates in only one business segment and one product viz., refractories.

(D) Outlook:

Market outlook in future for refractory seems good. Per capita consumption of steel in India is being far below in comparison to the international standards. It is expected that the demand for increase of domestic steel production will be robust and this will have positive impact in refractory consumption. Growth in real estate and consumer durable sector will lead to increase in cement, glass and special alloys production. This will also necessitate use of better quality refractories. Your Company's effort to keep pace with changing technology which offer superior product will ensure not only retention of existing business but also increase the business volume wherever such products are used.

(E) Risks and Concerns:

India's refractory industry has witnessed a dramatic squeeze in margins amidst poor demand from end users and rising raw material prices. Sudden rise in the price of the raw material is due to dependence of the refractory industry on the raw materials imported from China. It is a matter of great concern as the use of synthetic raw materials is driving the prices of the raw materials higher. Further, the raw material prices have increased from 80% to 85% but the prices of finished products have increased from 18% to 30% resulting in erosion of bottom lines of the refractory companies.

The refractory industry is going through an exciting and complex phase. On one hand, refractory makers are adding capacities with the hope that demand from the steel sector will rise at a fast pace. On the other hand, usage of the new technology processes is leading to reduction in refractories consumption.

A major area of concern is availability of adequately qualified and competent workforce. The Industry is facing countless difficulties both in terms of increasing raw-material and other input costs as well as the availability, further the negotiating power of the refractory makers is poor mainly due to their size as it caters to the industries which are far bigger in sizes like aluminum, steel, cement etc.

(F) Internal control system and their adequacy:

The Company strictly adheres to the internal control systems established over the years. The Company has a policy of maintaining effective internal control system and strict implementation of policies and procedures so as to safe guard the assets and interests of the company. The internal control systems of the Company would ensure that any vulnerability in the achievement of the Company's objectives caused by risk factors whether internal or external, existing or emerging, is detected and reported in a timely manner and is meted out with appropriate corrective action. The findings of internal audit are periodically placed before the Audit committee and the Board of directors of the Company.

(G) Discussion on financial performance with respect to operational performance:

Your Company has achieved the gross turnover of Rs. 1697.48 lakhs as against a turnover of Rs.4015.94 lakhs achieved during the previous financial year. The Company has incurred a Net loss of Rs 355.86 lakhs as against loss of Rs. 198.63 lakhs during previous year.

(H) Material developments in Human Resources/Industrial Relations front including number of people employed

It is your Company's belief that the competence and commitment of its people are key drivers of competitive advantage enabling the Company to compete successfully in the market place. Your Company endeavors to strengthen organizational culture in order to attract and retain the best talent and bring out the best in people.

Cautionary Statement:

Statements in the management discussion and analysis describing the company's objectives, projections, estimates, expectations may be considered to be forward looking statements. Actual results could differ materially from those expressed or implied. Factors which could make a significant difference to the company's operations include demand supply conditions, market prices, input component costs and availability, changes in government regulations and tax laws besides other factors such as litigation, over which the Company may not have any control.

14. CERTIFICATE

The company has obtained a compliance certificate in accordance with the provisions of Section 383A of Companies Act 1956. The certificate is attached there to.

15. ACKNOWLEDGEMENT

Your Directors wish to place on record the sincere thanks for the co-operation and support received from various agencies of the Central and State Government.

Your Directors also take this opportunity to place on record their appreciation of the dedication and sense of commitment shown by the employees at all levels and their contribution towards the performance of the company.

For and on behalf of the board

For **RAASI REFRACTORIES LIMITED**

Date: 14-08-2014 **Ashok Kumar Agarwal**

Place: Hyderabad **Executive Chairman**

Annexure to the Directors' Report

Information as required under section 217(1) (e) of the Companies Act, 1956 forming a part of Directors' Report.

Form A

(See Rule – 2)

Form for disclosure of particulars with respect to conservation of energy, technology absorption, research and development.

		2013-14	2012-13
A	**Power and Fuel consumption**		
1.	Electricity		
	a) Purchased		
	I) Unit (kwh)	**96,248**	9,46,500
	ii) Total Amount (Rs.)	**47,18,347**	62,50,279
	iii) Rate/unit (Rs.)	**49.02**	6.60
	b) Own Generation		
	I) Through diesel generator		
	I) Unit(kwh)	**6851**	1,89,122
	ii) Units per ltr.of diesel oil	**2.32**	2.08
	iii) Cost/unit (Rs.)	**23.11**	25.42
	II) Through steam turbine/ generator	Not Applicable	
	I) Unit(kwh)		
	ii) Units per ltr.of fuel oil/ gas		
	iii) Cost/unit (Rs.)		
2.	Coal (specify quality and where used)	'C' and 'D ' Round grade coal used in gas producer plant and also in the draft kilns.	
	i) Quantity (M. tonnes)	**23**	3494
	ii) Total Cost (Rs.)	**106191**	1,64,44,404
	iii) Average Rate (Rs.)	**4706**	4706
3.	Furnace Oil		
	i) Quantity (ltrs)	**0**	5942
	ii) Total Amount (Rs.)	**0**	2,86,781
	iii) Average Rate (Rs.)	**0**	48.26
4.	Others/ internal generation	Not Applicable	
	i) Quantity		
	ii) Total Cost (Rs.)		
	iii) Rate/ Unit (Rs.)		
B	Consumption per unit of production Standards		
		2013-14	2012-2013
	Products - Refractory all types (in M.T.)	**472**	12845
	Electricity (Units)	**218.43**	88.41
	Furnace oil in Ltrs	**0**	0.46
	Coal - C & D grade in KGs	**49**	272
	Others (Specify)	**NA**	NA

Form B

(See rule 2)

Form for disclosure of particulars with respect to Technology Absorption, Research and Development

1.	Specific areas in which R& D carried by the Company	Since there was no significant production no specific R&D activities were carried out during the year
2	Benefits derived as a result of the above R & D	Not Applicable
3.	Future Plan of action	R&D work for techno-economic raw material composition, continuous up gradation of processes and development of new products as per market demand. The company is also mainly concentrating on development of high alumina bricks and monolithic for cement, steel and aluminum industries.
4.	Expenditure on R & D	Nill

Technology Absorption, Adaptation and Innovations:

1.	Efforts, in brief, made towards technology absorption and innovation.	The entire manufacturing technology is indigenous. The company has trained its staff in all the operations. Several new products and compositions were developed which is expected to keep the company competitive.
2.	Benefits derived as result of the above efforts, e.g. product improvement, Cost reduction, product development and import substitution, etc.	The efforts were made to gain product development, product improvement, cost reduction and import substitution etc.,

3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year.) following information may be furnished.
   (a) Technology imported.
   (b) Year of import
   (c) Has technology been fully absorbed?
   (d) If not fully absorbed, areas where this has not taken place, reasons therefore, and future plans of action.

Not Applicable

Foreign Exchange Earnings and Outgo:

(a) Activities relating to Exports

Total foreign Exchange used and earned		**2013-14**	2012-13
I. Earnings:	USD $	-	-
Export of finished goods	INR Rs.	-	-
II. Outgo	USD $	-	96,313.60
	INR Rs.	-	52,69,317
Bank Charges	USD $	-	-
	INR Rs.	-	-

COMPLIANCE CERTIFICATE

Company Number: L26920TG1981PLC003339

Nominal Capital : Rs. 25,00,00,000

To,

The Members,
M/s. **Raasi Refractories Limited**
Flat No.503, Plot No.C, S No.146,
Dwarakapuri Colony,
Punjagutta, Hyderabad - 500 082
Telangana

I have examined the registers, records, books and papers of **M/s. RAASI REFRACTORIES LTD.** (the “Company”) as required to be maintained under the Companies Act, 1956, and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2014 (i.e. from 1st April, 2013 to 31st March, 2014). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in ***Annexure 'A'*** to this Certificate, as per the provisions and the rules made there under and all entries therein have been recorded.
2. The Company has filed the forms and returns as stated in ***Annexure 'B'*** to this Certificate, with the Registrar of Companies during the financial year under review. However, the Company has not filed any forms with the Regional Director, Company Law Board, Central Government or such other authorities as informed to me.
3. The Company being a Public Limited Company comments are not required to be furnished regarding minimum capital, maximum number of members and invitation to public for subscription of shares and acceptance of deposits during the financial year.
4. The Board of Director duly met 4 (Four) times on 30th May,2013, 18th August, 2013, 14th November, 2013, and 14th February, 2014 in respect of which meetings proper notices were given and the proceedings were recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 23rd September, 2013 to 30th September 2013 (both days inclusive) and necessary compliance of Section 91 of the Act has been made during the financial year.
6. The Annual General Meeting for the financial year ended on 31st March 2013 was held on 30th September, 2013 after giving due notice to the members of the Company and other concerned and the resolutions passed thereat were recorded in the Minutes Book maintained by the Company.

7. No Extra Ordinary general meetings were held during the financial year under review.
8. The Company has not advanced any loans to its Directors or persons or firms or Companies referred to under Section 295 of the Act during the financial year.
9. The Company has duly complied with the provisions of Section 297 of the companies Act,1956 in respect of the contracts specified in that section.
10. The Company has made necessary entries in the register maintained under Section 301 (3) of the Act.
11. As The Company has obtained necessary approvals from the Board of directors, pursuant to section 314 of the Companies Act, 1956 wherever applicable and not obtained any approval from the members and previous approval from central government during the year.
12. The Board of Directors has not issued any duplicate share certificates during the financial year.
13. The Company has:
    (I) Not allotted any shares during the financial year. However, the Company has received shares for transfers and necessary compliance has been made for the same.
    (ii) The Company has not deposited any amount in a separate bank account as no dividend was declared during the financial year.
    (iii) The Company was not required to post warrants to any member of the company as no dividend was declared during the financial year.
    (iv) The Company was not required to transfer any amounts to Investor Education & Protection Fund during the financial year.
    (v) Generally complied with the provisions of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and the appointments of additional directors have been duly made. The Company s not appointed any alternate directors, nominee directors & directors to fill casual vacancy during the financial year.
15. The Company has not appointed any Managing Director / Whole-time Director/ Manager during the financial year.
16. The Company has not appointed any sole-selling agents during the financial year.
17. The Company was not required to obtain approval of the Central Government, Company Law Board, Regional Director, Registrar and such other authorities prescribed ubder the various provisions of the Act during the financial year of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any equity shares during the financial year under review.
20. The Company has not bought back any equity shares during the financial year.

21. The Company has not issued any preference shares and therefore redemption of the same during the financial year does not arise.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year.
23. The Company has not invited / accepted any deposits from the public falling within the purview of Section 58A of the Act during the financial year.
24. The amount borrowed by the Company from financial institutions and banks during the financial year ended 31st March 2014, are within borrowing limits of the Company and that necessary resolutions as per Section 293 (1) (d) of the Act have been passed in duly convened annual general meeting.
25. The Company has not made loans and investments or given guarantee or provided securities to other bodies corporate and consequently no entries have been made in the register kept for this purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the financial year under review.
27. The Company has not altered the provisions of the Memorandum with respect to the Objects of the Company during the financial year under review.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the financial year under review.
29. The Company has not altered the provisions of the Memorandum with respect to Share Capital of the Company during the financial year under review.
30. The Company has not altered its Articles of Association during the financial year under review.
31. There was no prosecution initiated against or show cause notices received by the Company for alleged offences under the Act and also the fines and penalties or any other punishment imposed on the Company during the financial year.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company has deposited both Employee’s and Employer’s contribution to Provident Fund with the prescribed authorities pursuant to Section 418 of the Act.

PLACE: HYDERABAD
DATE: 14th August, 2014

Name of the Company Secretary: **VIKRAM REDDY PALVAI**
C.P.No.13134

Registers to be maintained by the Company under the provisions of the Companies Act, 1956 and Companies Act, 2013

Sl. No.	Section	Name of the Register
1	150	Register of Members
2	303	Register of Directors, Managers, Secretary and Companies /Firms in which Directors are Interested
3	307	Register of Directors' Share Holdings
4	301	Register of Contracts
5	193	Minutes of the Board and General Meetings
6	-	Attendance Register for Board and General Meeting
7	143	Register of Charges u/s 143.

Annexure-B

Forms and returns as filed by the Company with the Registrar of Companies, Andhra Pradesh, Hyderabad during the financial year ending 31st March, 2014
(i.e. From 01.04.2013 to 31.03.2014).

SL. No.	Form No. Return	Filed under Section	For
1.	Form 23AC / 23ACA	220	Balance Sheet as at 31st March, 2013 and Statement of Profit & Loss for the year ended 31st March, 2013
2.	Form 66	383A	Secretarial Compliance Certificate for the Year 2012 - 13
3.	Form 17	138	Satisfaction of charge filed on 13th on 13th August, 2013
4.	Form 17	138	Satisfaction of charge filed on 14th August, 2013
5.	Form 17	138	Satisfaction of charge filed on 14th August, 2013
6.	Form 17	138	Satisfaction of charge filed on 13rd August, 2013
7.	Form 32	303(2)	Resignation of Director filed on 13th June, 2013

2) Forms and Returns filed with Regional Director, Company law Board, Central Government and other authorities during the year 2013-2014.

Not Applicable

REPORT ON CORPORATE GOVERNANCE

(Pursuant to clause 49 of listing agreement with stock exchanges)

1. **A brief statement on Company's Philosophy on Code of Corporate Governance**

   Corporate Governance for the company means achieving high level of accountability, efficiency, responsibility and fairness in all areas of operation. Our workforce is committed towards the protection of the interest of the stakeholder's viz. shareholders, creditors, investors, customers, employees, etc. Our policies consistently undergo improvements keeping in mind our goal of maximization of value of all the stakeholders.

   The goal is achieved through:

- Infusion of best expertise in the Board.
- Consistent monitoring and improvement of the human and physical resources.
- Introducing regular checks and audits and continuous improvements in already well-defined systems and procedures.
- Board / Committee meetings at short intervals to keep the Board informed of the recent Happenings.

2. **Board of Directors:**

   2.1 Composition of the Board

   The company meets the requirement as is stipulated under clause 49 of the listing agreement, as the Chairman of the Board is an executive chairman and the number of independent directors is more than half of the total number of directors. The number of non- executive directors is more than 50% of the total number of directors.

   None of the directors on the board is a member of more than 10 committees and chairman of more than 5 committees across all the companies in which he is a director.

   The composition of the Board is as under:

   The Board of Raasi Refractories limited is headed by **Sri Ashok Kumar Agarwal** aged 52 who is an Executive-Chairman of Raasi Refractories Limited. He is Director on the Board of Thanwas Commercial Private Limited, R.S.Agarwalla and Bros. Private Limited, Thanwas Investments Limited, Ores India Private Limited, Hind Metal & Industries Private Limited, Sarvesh Refractory (Gujarat) Private Limited, Pradhan Steel and Power Private Limited, Adi Green Developers Private Limited, Minerals and Metallurgical Developments Private Limited and Thanwas Financial Services Limited.

Sri Muralidhar Agarwal aged about 55 years is an Independent & Non- Executive Director of Raasi Refractories Limited. He is a Chairman of Shareholders'/ Investors Grievance Committee, Remuneration Committee & Audit Committee. He is Managing Director on the Board of R.S.Agarwalla and Bros. Private Limited, Hind Metal & Industries Private Limited, Barbil Mining and Industries Private Limited and Director on the Board of Sree Metaliks Ltd., Thanwas Commercial Private Limited, Chefair Impex Ltd, Sree Metaliks Steel & Power Limited, B P Nirmann Private Limited, Barbil Ventures Private Limited and Sneh Global Explorer Private Limited.

Sri R.C. Biswas aged about 68 years, is a Non- Independent & Non Executive Director of Raasi Refractories Limited. He is a member of Shareholders'/ Investors Grievance Committee, Remuneration Committee & Audit Committee.

Sri Pramod Kumar Agarwal aged 38 years, was an Independent and Non- Executive Director of Raasi Refractories limited. He had a rich experience in management and administration. He was a graduate in commerce and has a good exposure in the area of refractory and steel industry. However, he ceased to be Director with effect from 4th February, 2014 due to his demise.

Sri.Sambhu Dayal Agarwal aged about 60 years, is Non -Independent & Non Executive Director of Raasi Refractories Limited. He is Director on the board of Beegee Metals Pvt. Ltd., and Trishul Cements Pvt. Ltd.,

Sri. Rajendra Prasad Kandikattu aged about 57 is a Nominee director of Raasi Refractories limited, is the representative of APIDC. He is Director on the Board of Restile Ceramics Limited, Vista Pharmaceuticals Ltd., Andhra Pradesh Heavy Machinery and Engineering Ltd, Lanco Industries Limited, Sagar Cements Ltd, Krebs Biochemicals and Industries Limited, Sibar Auto Parts Ltd, The Andhra Petrochemicals Limited.

Sri. Umesh Kumar Mittal aged about 42 years is an Independent and Non- Executive Director of Raasi Refractories limited. He is a member of Shareholders'/ Investors Grievance Committee, Remuneration Committee & Audit Committee. He is a Director on the Board of Barbil Transport company Pvt. Ltd., Minerals and Metallurgical Developments Pvt.Ltd., P and U Mercantiles Pvt. Ltd., Trishul Cements Pvt.Ltd., and Beegee Metals Pvt. Ltd.,

Other information regarding the Board is given below:

		No. of other Directorships and Committee Memberships /Chairmanships		
Name of the director	Category	Other directorships	Committee memberships	Committee chairmanships
Ashok Kumar Agarwal	Promoter & Executive Chairman	10	Nil	Nil
Sri Murali Dhar Agarwal	Independent & non - executive	10	3	3
Sri R.C. Biswas	Non - indepe ndent & executive	Nil	3	Nil
Sri Pramod Kumar Agarwal	Independent & non - executive	0	3	Nil
Sri Rajendra Prasad Kandikattu	Nominee director	8		Nil
Sri Sanmbhu Dayal Agarwal	Independent & non - executive	2		Nil
Sri Umesh Kumar Mittal	Independent & non - executive	5	3	Nil

2.2 Meetings and attendance

During the year 2013-14, Four Board Meetings were held. Attendance record of the Directors in the meetings is as under:

Name of the director	Board meeting held on	No of board meetings attended	Attended last AGM held on September 30th, 2013
Sri Ashok Kumar Agarwal	30.05.2013	4	Yes
Sri Pramod Kumar Agarwal	14.08.2013	3	No
Sri Rabindra Chandra Biswas	14.11.2013	4	Yes
Sri Murali Dhar Agarwal	14.02.2014	4	No
Sri Rajendra Prasad Kandikattu		4	No
Sri Sanmbhu Dayal Agarwal		1	No
Sri Umesh Kumar Mittal		1	No

3. Audit committee

The Audit Committee formed in pursuance of Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956 is instrumental in overseeing the financial reporting besides reviewing the quarterly, half yearly, annual financial results of the company; it reviews company's financial and risk management policies and the internal control systems, internal audit systems, etc. through discussions with internal and external auditors.

Powers of Audit Committee

The audit committee shall have powers, which should include the following:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

The board of directors has constituted the audit committee at their meeting held on 20th October 2000. The committee was subsequently re-structured and presently comprised of 2 Independent and non-executive directors' viz., Sri Muralidhar Agarwal, Sri. Umesh Kumar Mittal and Non executive Director Sri Rabindra Chandra Biswas .Sri Muralidhar Agarwal is the chairman of the committee.

During the year 2013-14 four meetings of the committee were held. The composition and attendance in the committee is as under:

Name of the director	Positi on held in the company	Committee meetings held on	No. of committee meetings attended
Sri. Murali Dhar Agarwal	Chairman of the committee	30/05/2013	4
Sri. Pramod Kumar Agarwal	Member	14 /08/2013	3
Sri. Rabindra Chandra Biswas	Member	14 /11/2013	4
Sri. Umesh Kumar Mittal	Member	14 /02/2014	1

4. Remuneration committee

Purpose

The Company has constituted a Remuneration committee on 30th April 2003 in terms of schedule XIII of the Companies, act 1956 read with Clause 49 of the Listing Agreement. Presently the Remuneration Committee comprises of Sri Muralidhar Agarwal, Sri. Umesh Kumar Mittal and Sri Rabindra Chandra Biswas. Sri Muralidhar Agarwal is the Chairman of the Remuneration Committee. The broad terms of reference of the remuneration committee are to approve/recommend to the Board the salary (including annual increments) perquisites and commission including pension rights and any compensation payment to be paid to the company's Managing/Whole-Time-Directors. During the Year under review, one remuneration Committee meeting was held on 22nd May, 2013. The decisions are taken by the Committee at meeting. The Composition of the Remuneration Committee and attendance at its meeting is as follows:-

Name of the director	Positi on held in the company	Committee meetings held on	No. of committee meetings attended
Sri. Murali Dhar Agarwal	Chairman of the committee		1
Sri. Pramod Kumar Agarwal	Member	25/05/2013	1
Sri. Rabindra Chandra Biswas	Member		1
Sri. Umesh Kumar Mittal	Member		0

Remuneration Policy: The Company while deciding the remuneration package of the management takes into consideration the employment scenario, remuneration package of the industry, financial performance of the company vis-à-vis the industry and talents of the appointee. Sri. Rajendra Prasad Kandikattu is entitled to sitting fees of Rs.2,000.

Details of remuneration/sitting fees paid to the Directors for the year ended 2013-14 are given below.

Name	Sitting fee Rs.	Salary, Perquisites and allowance Rs.	Stock Options Rs.
Sri. Ashok Kumar Agarwal	-------	NA	Nil
Sri Murali Dhar Agarwal	-------	NA	Nil
Sri. Rabindra Chandra Biswas	-------	NA	Nil
Sri. Pramod Kumar Agarwal	-------	NA	Nil
Sri. Rajendra Prasad Kandikattu	8000	NA	Nil
Sri. Sambhu Dayal Agarwal	-------	NA	Nil
Sri. Umesh Kumar Mittal	-------	NA	Nil

5. Shareholders/Investors' Grievance committee

During the year 2013-14, the Shareholders/Investors Grievance Committee met 2 times on 30th April, 2013, 15th September, 2013,

The composition and the attendance records of the members in the same are as under:

Name of the Director	Position held in the committee	No. of committee meetings attended during 2013-2014
Sri. Murali Dhar Agarwal	Chairman	2
Sri. Rabindra Chandra Biswas	Member	2
Sri. Pramod Kumar Agarwal	Member	2
Sri. Umesh Kumar Mittal	Member	0

The committee inter alia approves issue of duplicate certificates, oversees and reviews all matters connected with the securities transfer. The committee also looks into redressal of Shareholders' complaints/requests like transfer of shares, non-receipt of balance sheet, change of address, revalidation of dividend warrants, rematerialisation request etc. The committee periodically evaluates the performance of the Registrar and Share Transfer agents and recommends measures for improvement in the quality of investor services.

The company did not receive any complaints/requests (other than request for transfer, demat and remat) during the year under review. There were no outstanding complaints as on 31st March 2014. All the valid requests for transfer of shares were considered for transfer. There were no share transfers pending as on 31.03.2014.

6. Chief Executive Officer (CEO) and CFO Certification

A Certificate from Sri Ashok Kumar Agarwal, the Executive Chairman of the Company, and Sri Sistla Subrahmanya Sastry, Chief Financial Officer of the Company on the Financial Statements and Cash Flow statements for the year under review, was placed before the Board of Directors at their meeting held on 14th August, 2014.

7. General Body Meetings

Location & Time of Last 3 Annual General Meetings:

Year	Venue	Date and Time	Special Resolution passed and relevant section of the Companies Act, 1956
2012-2013	Bhaskara Auditorium, B.M. Birla Science Centre, Adarsh Nagar, Hyderabad- 500 063	30.09.2013 at 3.30 P.M	NONE
2011-2012	Bhaskara Auditorium, B.M. Birla Science Centre, Adarsh Nagar, Hyderabad- 500 063	29-09-2012 at 11.00 A.M	1. Appointment of Shri Ashok Kumar Agarwal as the Executive Chairman of the Company (Section 198, 269 and 309 read with Schedule XIII). 2. Appointment of Shri. R. C. Biswas as the Director-Operations of the Company (Section 198, 269 and 309 read with Schedule XIII) and fix their remuneration
2010-2011	Bhaskara Auditorium, B.M. Birla Science Centre, Adarsh Nagar, Hyderabad- 500 063	27-09-2011 at 11.00 A.M	NONE

8. Postal Ballot

There is no special or ordinary resolution proposed, which needs to be passed by way of Postal Ballot at the ensuing Annual General Meeting

9. Disclosures:

During the year 2013-14, the company had no materially significant related transactions which are considered to have a potential conflict with the interest of the company at large. The disclosures as regard to related party transactions are disclosed in the notes to accounts. None of the transactions with any of the related parties were in conflict with the interests of the company.

There were no instances of non-compliances, penalties, imposed on the company by the stock exchanges, or any other statutory authority or any matter relating to the capital markets during the last three (3) years.

10. Means of Communication

The quarterly, half yearly and annual results are generally published by the company in Financial Express (English Edition), Praja Sakthi (Telugu edition) and Andhra Prabha (Telugu Edition). The same results are sent to the stock exchanges as per Listing Agreement. The Quarterly, half yearly and annual results and the share holding pattern of the company are posted on the company's website. According to the SEBI Circular dated April 16, 2010 vide Circular Number CIR/CFD/DCR/3/2010, the EDIFAR System has been discontinued with effect from April10, 2010 and publication are being made on listing.bseindia.Com.

11. Management Discussion and Analysis Report:

Information on Management Discussion and Analysis is given in the Directors' report.

12. Compliance with non-mandatory requirements

12.1 Remuneration committee

The Board has set up a remuneration committee details whereof are furnished in this report.

12.2 Shareholder rights

The quarterly financial results including summary of significant events of relevant period of six months are published in newspapers.

12.3 Audit qualifications

Strategic decisions were taken during the year resulting in unqualified financial statements of the company.

However, the Company does not have a Whistle Blower policy and a programme for Training of Board members.

13. Investor Information

a 32nd Annual General Meeting

Date and time	:	Tuesday, the 30th September, 2014 at 11.00 A.M
Venue	:	B.M Birla Science Centre, Adarsh Nagar, Hyderabad-500 063
		As required under clause49VI(A) of the listing agreement, particulars of directors seeking appointment and reappointment are given in the notes to the notice of the annual general meeting to be held on 30th day of September 2014.

b. Financial calendar (tentative)

Financial year	:	1st April 2014 to 31st March 2015
First quarter results	:	August 2014
Second quarter results and half yearly results	:	November 2014
Third quarter results	:	February 2015
Last quarter results/ Audited results	:	May 2015
c. Dates of books closure	:	24rd September 2014 to 30th September 2014
d. Dividend payment date	:	Not applicable
e. Listing on stock exchanges		
The company's securities are listed on	:	The Hyderabad stock exchange limited (stock code-RRL) Bombay stock exchange limited (stock code-502271)
f. ISIN Numbers in NSDL & CDSL for Equity shares	:	INE858D01017
g. Listing fee	:	The company has paid its annual listing fees to Bombay stock exchange limited for the financial year 2013-14
h. Market price data		High/low price quotation in each month of the financial year 2013-14 on the Bombay stock exchange is given below. There is no trading in the Hyderabad stock exchange, hence no quotation for the year 2013-14

Month	High (Rs.)	Low (Rs.)
April 2013	10.95	6.98
May 2013	11.52	10.93
June 2013	11.49	10.81
July 2013	10.27	9.76
August 2013	9.76	7.97
September 2013	10.20	7.73
October 2013	12.35	10.64
November 2013	13.35	11.55
December 2013	14.01	13.31
January 2014	12.65	12.65
February 2014	12.02	11.42
March 2014	11.41	9.79

Source: www.bseindia.com

I. Registrars and Transfers Agents (RTA) Aarthi Consultants (P) Ltd.

1-2-285, Domalguda, Hyderabad- 500 029

Share transfers and communications regarding share certificates, change of address, etc., must be forwarded to the RTA.

j. Share Transfer System

Presently share transfers that are received in physical form are processed within 15 days from the date of receipt, subject to the documents being valid and complete in all respects and are dispatched to the shareholders within 30 days from the date of receipt.

k. Distribution of shareholding as on 31st March 2014.

S. No.	Category	Holders	Holding Percentage	Shares	Amount Rs.	% of Amount
1.	1 —— 5000	5627	95.53	520935	5209350	11.05
2.	5001 —— 10000	119	2.02	93997	939970	1.99
3.	10001 —— 20000	69	1.17	104810	1048100	2.22
4.	20001 —— 30000	20	0.34	51665	516650	1.1
5.	30001 —— 40000	16	0.27	56519	565190	1.2
6.	40001 —— 50000	11	0.19	53170	531700	1.13
7.	50001 —— 100000	13	0.22	91367	913670	1.94
8.	100001 & Above	15	0.25	3740673	37406730	79.37
	TOTAL	5890	100.00	4713136	47131360	100.00

Shareholding Pattern as on 31st March, 2014

Category	No. of Shares held	Percentage of Shareholding
Promoters holding		
1. Promoters		
Indian Promoters	2387220	50.65
Foreign Promoters		
2. Persons acting in concert		
Sub Total	2387220	50.65
Non- Promoters Holding		
3. Institutional Investors		
a. Mutual funds and UTI		
b. Banks,Financial Institutions,	2950	0.063
Insurance Companies		
(Central /State Gov.		
Institutions/Non-	95825	2.037
Government Institutions)		
c. FII'S		
Sub-Total	98775	2.10
4. Others		
a. Corporate Bodies	1030604	21.87
b. Indian Public	1188302	25.21
c. NRIs/OCBs	8233	0.17
d. Trusts	0	0.00
e. Clearing Members	2	0.00
Sub-Total	2227141	47.25
Grand Total	4713136	100

l. De-materialization of shares and liquidity

Trading in Equity shares of the Company is permitted only in dematerialized form as per notification issued by SEBI. Dematerialization of shares is done through AARTHI CONSULTANTS PRIVATE LIMITED and on an average the dematerialization process is completed within a period of 21 days from receipt of a valid demat request along with all documents.

m. Outstanding ADRs/GDRs/ Warrants or any convertible Instruments, conversion date and likely impact on equity — Not applicable

n. Plant Locations

The Company's plant is located at:
Lakshmipuram, Narketpally, Nalgonda District,
Andhra Pradesh-508 254

o. Address for Correspondence

Raasi Refractories Limited
6-3-347/C, Sandhya Enclve
5th Floor, R.No.503
Dwarkapuri Colony,Punjagutta
Hyderabad-500 082
Ph: 040-23355462

p. Investor Correspondence

*For transfer in physical form
Aarthi Consultants (P) Ltd
1-2-285, Domalguda,
Hyderabad-500 029

* For Shares in Demat form
To the Depository Participant

For and on behalf of the Board
For **RAASI REFRACTORIES LIMITED**

Date: 14-08-2014
Place: Hyderabad

Ashok Kumar Agarwal
Executive Chairman

R. C. Biswas
Director

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT

To
The Members of Raasi Refractories Limited

I, **Ashok Kumar Agarwal,** Executive Chairman of Raasi Refractories Limited declare that to the best of my knowledge and belief, all the Members of the Board and Senior Management personnel of the Company have affirmed their respective compliance with the applicable Code of Conduct for the Year ended 31st March, 2014.

For Raasi Refractories Limited

Date: 14-08-2014
Place: Hyderabad

Ashok Kumar Agarwal
Executive Chairman

EXECUTIVE CHAIRMAN (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION:

We, Ashok Kumar Agarwal, Executive Chairman and Sistla Subrahmanya Sastry, Chief Financial Officer of Raasi Refractories Limited to the best of our knowledge and belief certify that:

1. We have reviewed the Balance Sheet and Profit and Loss Account and all its schedules and notes on accounts as well as the Cash Flow Statements for the year ended March 31st, 2014.
2. Based on our knowledge and information,
   - (I) These statements do not contain any materially untrue statement or omit any material fact or contain any statement in the light of the circumstances under which the statements were made, not misleading with respect to the statements made.
   - (ii) These statements together present a true and fair view of the company's affairs, the financial conditions, results of operations and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
4. We accept the responsibility for establishing and maintaining internal controls for financial reporting for the company and we have:
   - (I) Designed such disclosure controls and procedures to ensure that material information relating to the company, during the period in which this report is being prepared.
   - (ii) Designed such internal control system over financial reporting, or caused such internal control over financial reporting and the preparation of the financial statements for external purposes in accordance with the Generally Accepted Accounting Principles.
   - (iii) Evaluated the effectiveness of the Company's disclosure, controls and procedures.
5. We have indicated to the Company's auditors and the Audit committee of the Company that during the year:
   - (I) There are no significant changes in internal control over financial reporting;
   - (ii) There are no significant changes in accounting policies; and
   - (iii) There are no instances of significant fraud of which they have been aware, whether or not material that involves management or other employees having significant role in the company's internal control system over financial reporting.
6. We affirm that we have not denied any personnel, access to the audit committee of the company and we have provided protection to whistleblowers from unfair termination and other unfair or prejudicial employment practices.

Date: 14-08-2014	**Ashok Kumar Agarwal**	**Sistla Subrahmanya Sastry**
Place: Hyderabad	**Executive Chairman**	**Chief Financial Officer**

AUDITORS REPORT ON CORPORATE GOVERNANCE

To The Members of Raasi Refractories Limited

We have examined the compliance of Corporate Governance by Raasi Refractories Limited for the year ended 31st March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said company with stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above-mentioned listing agreement.

We state that no investor grievances were pending for the year under review against the company as certified by the Registrars & Transfer Agents of the company, based on the records maintained by them.

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

For SRB & ASSOCIATES
Chartered Accountants
I.C.A.I Regn. No.310009E

Date: 14-08-2014
Place: Hyderabad

T. Lakshmi Narayana
Partner
Membership No: 14674

INDEPENDENT AUDITOR'S REPORT

To
The Members of
RAASI REFRACTORIES LIMITED
HYDERABAD

Report on the Financial Statements

We have audited the accompanying financial statements of **RAASI REFRACTORIES LIMITED** which comprise the Balance sheet as at 31st March 2014, and 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. 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.

Auditor's 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. 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 financial statements does not give the information required by the Act in the manner so required

Basis for qualification:

1. The interest of Rs. 2,66,87,790/- on term loans from financial institutions is not provided. The losses are understated in profit & loss account to that extent.

Without qualifying our opinion on other issues we draw attention to note No 23.6, 23.7 and 24.2 in financial statements on economic sustainability of the entity in future unless mitigating measures are taken in due course by the management.

And Subject to above the financial statements 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 Profit and Loss Account, of the profit/ loss for the year ended on that date; and

(C) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 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 subsection (3C) of section 211 of the Companies Act, 1956;

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 Companies Act, 1956.

f. Since the central government has not issued any notification as to the rate at which the cess is to be paid under section 441a of the Companies Act, 1956 nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

For SRB & ASSOCIATES
Chartered Accountants
I.C.A.I Regn. No.310009E

T. Lakshmi Narayana
Partner
Membership No: 14674

Date: 30-05-2014
Place: Hyderabad

The Annexure referred to in paragraph 1 of the Auditors' Report of even date to the members of RAASI REFRACTORIES LIMITED on the financial statement for the year ended 31st March, 2014.

1. (a) The Company has not maintained proper records showing full particulars including quantitative details and situation of fixed assets.

   (b) Fixed assets are reported to be physically verified by the management according to a phased programme designed to cover all the fixed assets once a year, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies between the book records and the physical inventory have been reported. The inspection report of Fixed Assets is not provided for verification.

   (c) In our opinion and according to the information and explanations given to us, no substantial part of fixed assets has been disposed off by the Company during the year.

2. (a) The inventory has been reported to be physically verified by the management during the year-end. In our opinion, the frequency of verification reported is reasonable.

   (b) In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

   (c) On the basis of our examination of the inventory records, in our opinion, the company is not maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to the book records were reported to be not material.The inspection report of Inventory is not provided for verification.

3. (a) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section301 of the companies Act , 1956.

   (b) The company has taken the following unsecured loans from companies covered in the register maintained under section 301 of the Companies Act, 1956.

   (I) Unsecured loan taken from M/S Sarvesh Refractories Ltd in the earlier years with interest @ 1% per annum and the outstanding balance as on the Balance Sheet date is Rs 421.91 lacs as against the outstanding balance of Rs 418.15 lakhs outstanding at the end of the previous year.

   (ii) Unsecured interest free loan taken from M/S Sarvesh Refractories Ltd during the earlier years Rs 100.00 lakhs for investment purpose is outstanding as on the Balance Sheet date

4. In our opinion and according to the information and explanation given to us there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods. Further, on the basis 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 have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control procedures.

5. (a) In our opinion and according to the information and explanation given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act 1956 have been entered in the register required to be maintained under that section and the register is not produced for verifaction.

   (b) In our opinion and according to the information and explanation given to us, there are no transactions made in purchase of such contracts or arrangements and exceeding Rs. five lakhs in respect of any party during the year, which have been made at prices which are not reasonable having regard to the prevailing market prices at the relevant time.

6. The company has not accepted any deposits from the public within the meaning of Sections 58A and 58AA of the Act and the rules framed there under.

7. In our opinion, the company has no internal audit system commensurate with the size and nature of its business.

8. We have broadly reviewed the books of accounts and records maintained by the company pursuant to the rules made by the Central Government for the maintenance of Cost records under section 209(1)(d) of The Companies Act 1956 and the company has appointed Cost Auditors also. We are of the opinion that prima facie the prescribed accounts and records have been maintained .

9. (a) According to the information and explanations given to us and records of the company examined by us, in our opinion, the company is not regular in depositing undisputed statutory dues in respect of Service Tax, Provident Fund, ESI, Sales tax, Excise duty, with the appropriate authorities.

   (b) According to the information and explanations given to us and records of the company examined by us, the following undisputed statutory liabilities are outstanding for more than six months as on the Balance Sheet date.

Name of the Statue	Nature of dues	Amount in Rs.
Service Tax	Service tax	1860353
Employee Provident Fund Act, 1952	Provident Fund	5031015
Employee's State Insurance Act, 1948	ESI	1840689
Sales Tax	VAT /CST	2328962
Central Excise Act, 1944	Excise duty	5665724

   C. The provident fund authorities have issued prohibitory orders to the bankers in view of the failure of the company to remit the statutory dues.

10. The company has accumulated losses of Rs 587.99 Lakhs as at 31st March, 2014 and it has incurred a cash loss of Rs 251.91 Lakhs in the financial year 2013-14.

11. The Company is having the following outstanding dues to financial institutions, banks or debenture holders during the year.

Company name	Amount (Rs in Lacs)
SREI Equipment Finance Pvt Ltd.	177.92

12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13. In our opinion and according to the information and explanations given to us, the company is not a chit fund/nidhi /mutual benefit fund/ society. Therefore the provisions of this clause of Companies (Auditor's Report) Order, 2003 are not applicable to the Company.

14. In our opinion, the Company is not a dealer or trader in shares, securities, debentures and other investments.

15. According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks and financial institutions.

16. In our opinion and according to the information and explanations given to us the term loans have been applied for the purposes for which they were raised.

17. According to the information and explanation given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis has been used for long term investment of the company.

18. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.

19. The company has not issued any debentures and hence, the provisions of clause 4(xix) of the companies (Auditor Report) Order 2003 are not applicable.

20. The company has not raised any money by public issues during the year hence; the provisions of clause 4(xix) of the companies (Auditor Report) Order 2003 are not applicable.

21. It is observed that the following cases are filed against the company which are pending.

Case filed by	forum	Purpose	Status	Amount in Rs.
Labour Union	Labour Commissioner	Wages Dues	Pending	3350876
P.F. Authority	Hon'ble High Court of A.P.	Appeal against ATA order	Pending	9047169

22. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

For **SRB & ASSOCIATES**
Chartered Accountants
I.C.A.I Regn. No.310009E

T. Lakshmi Narayana
Partner
Membership No:14674

Date: 30.05.2014
Place: Hyderabad

Balance Sheet as at 31st March 2014

	Particulars	Note No.	31st March, 2014 Rs.	31st March, 2013 Rs.
A	**EQUITY AND LIABILITIES**			
	1 Shareholders' funds			
	(a) Share capital	2	**4,71,31,360**	4,71,31,360
	(b) Reserves and surplus	3	**(4,03,68,703)**	(4,782,983)
	2 Non-current liabilities			
	(a) Long-term borrowings	4	**18,45,05,453**	24,57,92,870
	(b) Deferred tax liabilities (net)		**1,04,54,535**	1,04,54,535
	(c) Long term Provisions	5	**92,59,060**	89,32,716
	3 Current liabilities			
	(a) Short-term borrowings	6	**-**	-
	(b) Trade payables	7	**6,03,07,317**	3,39,22,652
	(c) Other current liabilities	8	**9,98,20,770**	4,14,24,712
	(d) Short-term provisions	9	**14,21,553**	15,31,137
	TOTAL		**372,531,345**	**384,406,999**
B	**ASSETS**			
	1 **Non-current assets**			
	(a) Fixed assets	10		
	(i) Tangible assets		**6,52,28,084**	7,56,22,980
	(ii) Capital work-in-progress		**2,29,11,983**	2,29,11,983
	(b) Non-current Investment	11	**98,45,000**	98,45,000
	2 Current assets			
	(a) Inventories	12	**15,47,09,722**	13,58,00,075
	(b) Trade receivables	13	**8,50,55,613**	8,43,51,950
	(c) Cash and cash equivalents	14	**48,88,121**	2,96,28,275
	(d) Short-term loans and advances	15	**2,98,92,822**	2,62,46,736
	TOTAL		**372,531,345**	**384,406,999**

See accompanying notes forming part of the financial statement

AS PER OUR REPORT OF EVEN DATE
for SRB & ASSOCIATES
Chartered Accountants
I.C.A.I Regn. No.310009E

for and on Behalf of the Board
for Raasi Refractories Limited

T.Lakshmi Narayana,
Partner
Membership No: 14674
Hyderabad
Dated: 30th May 2014

Ashok Kumar Agarwal
Executive Chairman

R.C. Biswas
Director

Statement of Profit and Loss for the year ended 31st March, 2014

(Amount in Rs.)

	Particulars	Note No.	For the year ended 31 March, 2014	For the year ended 31 March, 2013
1	Revenue from operations (gross)		**16,97,47,646**	40,15,93,563
	Less: Excise duty		**1,89,22,042**	4,31,52,859
	Revenue from operations (net)	16	**15,08,25,604**	35,84,40,704
2	**Other income**	17	**6,53,104**	2,782
3	**Total revenue (1+2)**		**15,14,78,708**	35,84,43,486
4	**Expenses**			
	(a) Cost of materials consumed	18	**14,66,29,945**	26,42,42,116
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	19	**(2,123,338)**	(7,059,242)
	(c) Employee benefits expense	20	**1,82,67,596**	2,42,12,481
	(d) Finance costs	21	**15,19,930**	2,86,03,332
	(e) Depreciation and amortisation expenses		**1,03,94,896**	1,03,93,846
	(f) Other expenses	22	**1,23,75,399**	5,79,14,400
	Total		**18,70,64,428**	37,83,06,934
5	**Profit / (Loss) before exceptional and extraordinary items and tax**		**(35,585,720)**	(19,863,448)
6	Exceptional items		**-**	-
7	**Profit / (Loss) before extraordinary items and tax**		**(35,585,720)**	(19,863,448)
8	Extraordinary items			
9	**Profit / (Loss) before tax**		**(35,585,720)**	(19,863,448)
10	**Tax expense:**			
	(a) Current tax expense for current year		**-**	
	(b) (Less): MAT credit (where applicable)		-	-
	(c) Current tax expense relating to prior years			
	(d) Net current tax expense (a-b+c)			
	(e) Deferred tax			
11	**Profit / (Loss) for the year**		**(35,585,720)**	(19,863,448)
12	**Earnings per share (of Rs. 10/- each):**			
	(a) Basic		**(7.55)**	(4.21)
	(b) Diluted		**(7.55)**	(4.21)

See accompanying notes forming part of the financial statements

AS PER OUR REPORT OF EVEN DATE
for SRB & ASSOCIATES
Chartered Accountants
I.C.A.I Regn. No.310009E

for and on Behalf of the Board
for Raasi Refractories Limited

T. Lakshmi Narayana,
Partner
Membership No: 14674
Hyderabad
Dated: 30th May 2014

Ashok Kumar Agarwal
Executive Chairman

R.C. Biswas
Director

Notes forming part of the financial statement for the year ended 31st March 2014

Note Particulars

1 Significant Accounting Policies

1.1 Basis of Accounting and preparation of financial statement

I) The financial statements are prepared in accordance with Generally accepted accounting Principles(GAAP) under the Historical cost convention on the accrual basis and on a going concern basis. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting Standards) Rules, 2006, the provision of Companies Act, 1956 and Guidelines issued by the Securities and Exchange Board of India(SEBI).

1.2 Use of Estimates

The preparation of financial statements requires management to make certain estimates and assumptions that effect the amount reported in the financial statements and notes thereto. Differences between actual results and estimates are recognized in the period in which they materialize.

1.3 Inventories

Inventories are valued at the lower of cost (on FIFO / weighted average basis) and the net realisable value. Cost includes all charges in bringing the goods to the point of sale, Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty.

1.4 Fixed Assets

All fixed assets are stated at cost less accumulated depreciation. Cost is inclusive of freight, duties, levies and any Cost directly attributable to bringing the assets to their present location and working conditions for intended use.

1.5 Depreciation/Amortization

Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956 .

1.6 Investments

Investments are either classified as current or non-current based on the Managements intention. Current investments are carried at the lower of cost and fair value. Non-current investments are carried at cost and provision recorded to recognize any decline, other than temporary, in the carrying value of each investment.

1.7 Revenue Recognition

Revenues/Incomes and cost/expenditure are generally accounted on accrual basis as they are earned or incurred except in case of significant uncertainties. Income from sale of goods is recognised at the point of dispatch from the Factory godown. Sale value includes Excise duty and Frieght wherever applicable.

1.8 *Taxes on income*

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liablities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets.

1.9 *Provision, 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 recognizes but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statement.

1.10 *Impairment of Fixed Assets*

At the end of each period, the Company determines whether a provision should be made for impairment loss on fixed assets by considering the indication that an impairment loss may have occurred in accordance with Accounting Standard (AS-28) "Impairment of Assets" issued by the institute of Chartered Accounts of India. An impairment loss is charged to the Profit & loss Account in the period in which, an asset is identified as impaired, when the carrying value of the assets exceeds its recoverable value. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

1.11 Foreign Currency Transaction

Year-end balance of foreign currency transaction is translated at the year-end rates and the corresponding effect is given in the respective accounts. Transaction completed during the year are adjusted on actual basis. In respect of transaction covered by forward exchange contracts, the difference between the forward rate and exchange rate at the inception of contract is recognised as income or expenses over the life of the contract.

1.12 Employee Benefits

(a) Short term employee benefit obligations are estimated and provided for.

(b) Post employment benefits and other long term employee benefits:

Defined Contribution plans :

Company's contribution to provident fund and other funds are determined under the relevant schemes and/or statute and charged to revenue.

Defined benefit plans :

Company's liability towards gratuity is determined at each balance sheet date and provided for.

1.13 Borrowing Cost

Borrowing costs relating to acquisition or construction of fixed assets which takes substantial period of time to get ready for its intended use are included in the cost of fixed assets to the extent they relate to the period till such assets are ready to be put to use. Other Borrowing costs are recognized as an expense in the year in which they are incurred.

Notes forming part of the financial statement for the year ended 31st March 2014

Note No	Particulars	As At 31st March 2014 (Rs.)	As At 31st March 2013 (Rs.)
2	**Share Capital**		
	Authorised		
	2,50,00,000 (PY 2,50,00,000) Equity Shares of Rs. 10/- each with voting rights	25,00,00,000	25,00,00,000
	Issued, Subscribed and Fully Paid Up		
	47,13,136(PY 47,13,136) Equity Shares of Rs. 10/- each with voting rights	4,71,31,360	4,71,31,360
		4,71,31,360	4,71,31,360

Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year
Equity Share of Rs. 10/- each with voting rights

	No of Shares	Amount
Opening Balance	47,13,136	47,13,136
Fresh Issue	-	-
Closing Balance	47,13,136	47,13,136

Details of Shares held by each shareholders holding more than 5% shares

	31st March 2014		31st March 2013	
Mr. Ashok Kumar Agarwal	**12,88,900**	27.35	**12,88,900**	27.35
Mr. Sanjay Agarwal	**10,98,320**	23.30	**10,98,320**	23.30
Vedvyas Marketing Services Pvt Limited	**3,39,580**	7.20	**3,39,580**	7.20
Barbil Transport Co. Pvt Limited	**3,32,985**	7.07	**3,32,985**	7.07
P & U Merchantiles Pvt Limited	**3,19,358**	6.78	**3,19,358**	6.78

3	**Reserves and Surplus**		
	(a) Capital Reserve		
	Central subsidy Account		
	Opening Balance	**15,00,000**	15,00,000
	Add: Amout received(utilised) during the year	**-**	-
	Closing Balance	**15,00,000**	15,00,000
	(b) Forfeiture of shares		
	Opening Balance	**30,443**	30,443
	Add: Shares forefeited (utilised) during the year	**-**	-
	Closing Balance	**30,443**	30,443
	c) Securities Premium Account		
	Opening Balance	**1,69,00,000**	1,69,00,000
	Add: Premium on Shares Issues during the year	**-**	-
	Closing Balance	**1,69,00,000**	1,69,00,000
	(d) Suplus / (Deficit) in Statement of Profit and Loss		
	Opening Balance	**(23,213,426)**	(3,349,978)
	Add: Profit / (Loss) for the year	**(35,585,720)**	(19,863,448)
	Closing Balance	**(58,799,146)**	(23,213,426)
	Closing Balance	**(40,368,703)**	(4,782,983)
4	**Long term borrowings**		
	Other Loans & Advances		
	Term Loan from SREI Equip. Finance Pvt. Ltd.	**8,73,16,206**	148,979,958
	Loan from Director	**37,00,000**	37,00,000
	Long term Creditors	**4,12,97,940**	4,12,97,940
	From body corporates (Unsecured)	**5,21,91,307**	5,18,14,972
		18,45,05,453	24,57,92,870
	(Term Loan from M/s. SREI Equipment Finance Ltd. is secured by mortgage on the Fixed Assets of the company)		
5	**Long term Provisions**		
	Provision for Employees Benefits		
	Provision for Gratuity (net)	**92,59,060**	89,32,716
		92,59,060	89,32,716
6	**Short Term Borrowings**		
	Cash Credit Accounts with Banks	**-**	-
	Cash Credit from SBBJ	**-**	-
	Cash Credit from SBI, Commercial Branch	**-**	-
	Cash Credit from SBH IFB	**-**	-
	Cash Credit from Andhra Bank	**-**	-

7	**Trade Payables**		
	Other Than Acceptances	**6,03,07,317**	3,39,22,652
		6,03,07,317	3,39,22,652
8	**Other Current Liabilities**		
	Current maturity of long term debt	**-**	-
	M/s. SREI Equipment Finance Ltd. Loan from financial institution	**9,06,02,398**	28,938,646
	Other Payables		
	Statutory Remmittance	**92,18,372**	1,24,86,066
		9,98,20,770	4,14,24,712
9	**Short Term Provisions**		
	Provision - Others		
	Provision for Income tax	**14,21,553**	15,31,137
		14,21,553	15,31,137

Notes forming part of the financial statement for the year ended 31st March 2014

Note No: 10

Fixed Assets - Tangible

SL NO	DESCRIPTION	GROSS BLOCK				ACCUMULATED DEPRECAITION AND IMPAIRMENT				NET BLOCK	
		Balance as at 1st April 2013	Additions	Disposals	Balance as at 31st March 2014	Balance as at 1st April 2013	Depreciaiton Expenses for the year	Eliminated on disposal of assets during the year	Balance as at 31st March 2014	Balance as at 31st March 2014	Balance as at 1st April 2013
		Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
1	LAND & SITE DEVELOPMENT	18,83,953	-	-	18,83,953	0	0	-	-	18,83,953	18,83,953
2	BUILDINGS	3,88,72,650	-	-	3,88,72,650	91,51,250	9,46,810	-	10,098,060	2,87,74,590	2,97,21,400
3	PLANT & MACHINERY	16,83,16,483	-	-	16,83,16,483	12,66,70,023	88,55,969	-	135,525,992	3,27,90,491	4,16,46,460
4	FURNITURE & FIXTURES	22,48,887	-	-	22,48,887	18,21,828	1,42,355	-	1,964,183	2,84,704	4,27,060
5	OFFICE EQUIPMENT	20,74,670	-	-	20,74,670	14,52,474	1,31,327	-	1,583,801	4,90,869	6,22,196
6	VEHICLES	33,51,957	-	-	33,51,957	20,30,046	3,18,436	-	2,348,482	10,03,475	13,21,911
	TOTAL	21,67,48,600	-	-	21,67,48,600	14,11,25,621	1,03,94,896	-	15,15,20,517	6,52,28,084	7,56,22,980
	CAPITAL WORK IN PROGRESS	2,29,11,983			2,29,11,983					2,29,11,983	2,29,11,983
	PREVIOUS YEAR	21,66,57,600	0	-	21,67,48,600	13,07,31,776	1,03,93,846	-	14,11,25,621	7,56,22,980	8,59,25,824

Notes forming part of the financial statement for the year ended 31st March 2014

Note No	Particulars	As At 31st March 2014 (Rs.)	As At 31st March 2013 (Rs.)
11	***Non current Investment***		
	Unquoted,at cost		
	32,900 shares of Rs 10/- of Iceberg Aqua Pvt Ltd	**16,45,000**	16,45,000
	4,10,000 shares of Rs 10/- Iceberg Foods Ltd	**82,00,000**	82,00,000
		98,45,000	98,45,000
12	***Inventories***		
	(At lower of cost and net realisable value)		
	Raw Materials	**8,18,05,017**	6,49,26,396
	Work-in-Progress	**2,19,61,193**	2,34,42,969
	Finished Goods	**3,64,45,249**	3,28,40,135
	Stores & Spares	**84,79,904**	84,66,025
	Others		
	Coal	**59,72,044**	60,78,235
	Furnace Oil	**46,315**	46,315
		15,47,09,722	13,58,00,075
13	**Trade Receivable**		
	Unsecured, Considered Good		
	Trade Receivables outstanding for a period exceeding six months from the date they were due for payment	**4,93, 94,476**	83,17,942
	Other Trade Receivable	**3,56,61,137**	7,60,34,008
		8,50,55,613	8,43,51,950
14	**Cash and cash equivalents**		
	Cash in hand	**13,482**	21,77,760
	Balances with Banks		
	in Current account	**14,70,075**	5,30,115
	in earmarked accounts		
	(Balances held as margin money or securities against borrowings, guarantees and other commitments having maturity of less then 12 months)	**34,04,564**	2,69,20,400
		48,88,121	2,96,28,275
15	**Short term Loans and advances**		
	(Unsecured, considered good)		
	Trade advances	**75,26,918**	75,26,918
	Interest receivable	**3,17,979**	4,31,824
	Security Deposits	**1,01,35,415**	66,10,181
	Loans and Advances to Employees	**32,48,015**	25,40,166
	Prepaid expenses	**-**	33,375
	Balance with Government Authorities		
	Deposits with Central Excise	**86,64,495**	85,06,657
	VAT Credit Receivable	**-**	5,97,615
		2,98,92,822	2,62,46,736

16	**Reveune From Operations**		
	Sale of Products		
	Export Sales	**-**	12,12,537
	Domestic Sales	**16,97,47,646**	39,82,63,543
	Self consumption	**0**	21,17,483
		16,97,47,646	40,15,93,563
	Less: Excise Duty	**1,89,22,042**	4,31,52,859
		15,08,25,604	35,84,40,704
	Refractories and Allied Products	**16,97,47,646**	40,15,93,563
17	**Other Income**		
	Interest Income		
	Interest from bank on deposits	**6,46,120**	3,10,052
	Interest on Secutiry deposits	**7,020**	1,39,732
	Gain (Deficit) on Forex Fluctuation	**-**	(828,635)
	Miscellaneous Income	**(36)**	3,81,633
		6,53,104	2,782
18	**Cost of Materials Consumed** (including stores & spares)		
	Opening Stock	**7,33,92,421**	6,51,36,737
	Add: Purchases	**16,35,22,445**	27,24,97,800
	Less: Closing Stock	**9,02,84,921**	7,33,92,421
	Cost of Materials Consumed	**14,66,29,945**	26,42,42,116
	Material Consumed Comprises:		
	Calcium Bauxite	**-**	3,02,05,639
	Grog	**-**	1,31,13,835
	Stores Materials	**-**	1,30,44,842
	Other Raw Materials	**14,66,29,945**	20,78,77,800
		14,66,29,945	26,42,42,116
19	**Changes in inventories of finished goods, work - in progress and stock in trade**		
	Finished Goods		
	Opening Stock	**3,28,40,135**	3,26,26,176
	Closing Stock	**3,64,45,249**	3,28,40,135
		(3,605,114)	(213,959)
	Work-in-progress		
	Opening Stock	**2,34,42,969**	1,65,97,686
	Closing Stock	**2,19,61,193**	2,34,42,969
		14,81,776	(6,845,283)
	Net (increase) / decrease	**(2,123,338)**	(7,059,242)

20 Employpees Benefit Expense

Salaries & Wages	**1,45,70,041**	1,89,57,274
Contribution to Provident Fund	**11,52,505**	14,35,090
Contribution to ESIC	**5,44,693**	6,90,654
Gratuity	**3,50,344**	7,40,814
Other Benefits	**16,50,014**	23,88,649
	1,82,67,596	2,42,12,481

21 Finance Cost

Interest Expenses on		
Term Loans from Institution	**15,19,930**	2,86,03,332
	15,19,930	2,86,03,332

22 Other Expenses

Administrative Expenses	**11,21,980**	16,30,270
Legal & Professional Charges	**9,57,850**	8,00,053
Other Manufacturing Expenses	**1,05,052**	1,12,28,036
Payment to Auditors- Statutory Audit Fee	**1,50,000**	1,50,000
Power & Fuel	**48,24,538**	2,77,79,803
Repairs & Maintenance		
Plant & Machinery	**38,000**	31,19,226
Vehicles	**1,85,229**	4,74,233
Other Assets	**1,37,003**	6,84,378
Insurance	**28,770**	2,05,198
Rent,Rates & Taxes	**5,63,235**	9,96,257
Travelling & Conveyance	**2,95,877**	12,15,397
Printing & Stationery	**14,614**	1,26,941
Postage, Telegrams & Telephones	**3,13,455**	6,44,222
Selling & Marketing Expenses	**36,39,797**	88,57,386
Donations	**-**	3,000
	1,23,75,399	5,79,14,400

Notes forming part of the financial statement for the year ended 31st March 2014

Note No	Particulars	As at 31st March 2013(Rs)	As At 31st March 2012 (Rs.)
23	**Additional Information to the financial statement**		
23.1	***Contingent Liabilities and commitments (to the extent not provide for)***		
	Contingent Liabilities		
	Outstanding Bank guarantee	**2,87,77,850**	3,42,77,785
	Appeal pending before CIT (Appeal)	**9,27,000**	-
	Appeal pending before AP High Court againest P.F. Demand	**46,37,400**	-
		3 43 42,250	3,42,77,785
23.2	**Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**		
	Principal amount remainig unpaid as at the end of the accounting year	-	-
	Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.		
23.3	**Value of imports calculated on CIF basis**		
	Raw materials	-	-
	Capital goods (Machinery)	-	-
		-	-
23.4	**Expenditure in Foreign Currency**		
	Bank Charges	-	-
	Commission on sales	-	-
		-	-

		As At 31st March 2014 (Rs.)	As At 31st March 2013 (Rs.)
23.5	**Details of Consumption of imported and indigenous items**		
	Raw Materials including stores materials		
	imported - Rs.	-	-
	indigenous - Rs.	**14,66,29,945**	26,42,42,116
	imported - %	-	-
	indigenous - %	**100.00**	100.00
	Total - Rs.	**14,66,29,945**	26,42,42,116

23.6 The factory of the company was not functioning due to various reasons like shortage of power, labour problem and shortage of Raw Material etc., The Company made efforts to start running of the factory. Some of the stocks have become obsolete and the Company is making efforts to revalue the stock , dispose the unusable stocks etc., and confident of realizing maximum value. Upon realization of obsolete stock the shortage and excess will be accounted.

23.7 The company is having some claims and receivables due from the customers and others . The company is making efforts to recover the dues. There are some payables due by the company to the allied concerns of those parties. If the efforts fail to recover the receivables it will be adjusted against the amount payable to their allied concerns. Hence such receivables are netted from the creditors.

24 Discolsure under Accounting Standards

24.1 Related Party Transaction

Disclosures as required by Accounting Standard-18 "Related Party Disclosure" issued by the Institute of Chartered Accountants of india.

Relationship
Companies under the same management

1. Sarvesh Refractories Limited
2. Sree Metaliks Limited
3. Rourkela Minerals Co. Pvt. Limited
4. Icebergs Aqua Pvt. Limited

The company has made provisions without obtaining actuarial valuation.
Insurance Policy will be taken for Gratutity liability.

Key Management Personnel

1. Mr. Ashok Kumar Agarwal, Executive Chairman
2. Mr. R.C. Biswas,Director

The following transactions were carried out with related parties in the ordinary course of business : (Companies under the same management)

Nature of transaction	Referred to in A (a)	
	31.03.2014	31.03.2013
Sale of goods	2,37,81,026	49,525,097
Purchase of goods	17,12,07,039	200,806,427
Rent received	-	-
Interest Paid	4,18,150	414,420
Loan received		
Loan given back	-	-
Loan granted	-	-
Loan received back	-	-
Balance outstanding:-		
-Loans recoverable	-	-
-Advances recoverable	-	-
-Sundry debtors	**7,52,56,788**	118,997,905
-Sundry Creditors	**30,54,14,599**	248,381,337
-Other Liabilities(unsecured loans taken)	**5,58,91,307**	55,514,972

Note : Related party relationship is as identified by the company and relied upon by the auditors

Nature of transaction	Referred to in A (b) above	
	31.03.2014	31.03.2013
Purchase of goods	-	-
Remuneration	4,20,000	470,400
Rent received	-	-
Commission Paid	-	-
Loan received	-	-
Loan given back	-	-
Loan granted	-	-
Loan received back	-	-
Balance outstanding:-	-	-
-Loans recoverable	-	-
-Advances recoverable	-	-
-Sundry debtors	-	-
-Sundry Creditors	-	-
-Other Liabilities	-	-
Note : Related party relationship is as identified by the company and relied upon by the auditors		

24.2 **Employee Benefits:**

The Company has paid/provided the employee benefits as under:	Period Ended 31.03.2014	Period Ended 31.03.2013
(a) Employer's Contribution to Provident Fund	1152505	1435090
Gratuity		
(b) Gratuity is calculated on the basis of number of completed years of services as on balance sheet date	350344	740814
(c) Other benefits like Leave encasement, LTC, Medical Expenses etc	1650014	2388649

The company has made provisions without obtaining actuarial valuation. Insurance Policy will be taken for Gratutity liability.

The other benefits are recognised on payment basis

25 Segment reporting Since the company has only one segment i.e Refractories, the segment reporting as per AS 17 issued by ICAI is not applicable

26 Differed Tax is not provided during the year as the company has no plans of projected profitability

27 Previous Year's figures Previous year figures have been regrouped, rearranged wherever necessary to confirm to current year's classification.

CASH FLOW STATEMENT FOR THE YEAR 2013-14

(Rs.In Lakhs)

		2013-14	2012-13
A	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Net Profit before tax	**(355.86)**	(198.63)
	ADJUSTMENT FOR:		
	Depreciation	**103.95**	103.94
	Interest Expenses	**15.20**	286.03
	Provisions	**3.26**	5.04
	Interest income	**(6.53)**	(4.50)
	Operating Profit before Working Capital Changes	**(239.98)**	191.88
	Adjustment for Movement in working capital		
	(Increase)/Decrease in Inventories	**(189.10)**	(182.91)
	(Increase)/Decrease in Trade Receivables	**(7.04)**	(182.01)
	(Increase)/Decrease in Short term Loans and Advances	**(36.46)**	(24.42)
	Increase/(Decrease) in Trade Payables	**263.85**	(143.07)
	Increase/(Decrease) in Other Current Liabilites	**583.96**	327.11
	Increase/(Decrease) in Short term provisions	**(1.10)**	12.40
	Cash Generated from Operations	**374.14**	(1.02)
	Income Tax Paid	**-**	-
	Net Cash flow from Operating Activities	**374.14**	(1.02)
B	**CASH FLOW FROM/ (USED IN) INVESTING ACTIVITIES**		
	Purchase of Fixed Assets	**-**	(0.91)
	Sale of Fixed assests	**-**	-
	Interest Received	**6.53**	4.50
	Net Cash used in Investing Activities	**6.53**	3.59

C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds from Issue of Share Capital	**-**	-
	Increase/(Decrease) in Cash Credits	**-**	(1,085.70)
	Increase/(Decrease) of Long term Borrowings	**(612.87)**	1,493.53
	Interest Paid	**(15.20)**	(286.03)
	Net Cash from Financing Activities	**(628.07)**	121.79
	Net Increase/Decrease in Cash and Cash equivalents	**-247.40**	124.36
	Cash and Cash Equivalents as on 1st April (Opening Balance)	**296.28**	171.92
	Cash and Cash Equivalents as on 31st March (Closing Balance)	**48.88**	296.28

As per our report of even date

for and on Behalf of the Board
for Raasi Refractories Limited

For SRB & ASSOCIATES
Chartered Accountants
I.C.A.I Regn. No.310009E

T.Lakshminarayana
Partner
Membership No-14674
Place : Hyderabad
Date : 30-05-2014

Ashok Kumar Agarwal
Executive Chairman

R.C. Biswas
Director

CERTIFICATE

We have examined the attached Cash Flow Statement of Raasi Refractories Limited for the period ended 31st March, 2014. The Statement has been prepared by the Company in accordance with the requirements of Clause 32 of Listing Agreement with Stock Exchanges and is based on and in agreement with the corresponding Profit and Loss Account and Balance sheet of the Company covered by our report of 30-05-2014 to the members of the Company.

For Raasi Refractories Limited

Ashok Kumar Agarwal
Executive Chairman

Place: Hyderabad
Date: 30-05-2014

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE AS AT 31ST MARCH, 2014

I. REGISTRATION DETAILS :

State Code: 01

Registration No.	3339		
Balance Sheet Date	31st	MARCH	2014
	Date	Month	Year

II. CAPITAL RAISED DURING THE YEAR (AMOUNT Rs. In Thousands ' 000)

Public Issue	NIL	Rights Issue	NIL
Bonus Issue	NIL		

III.POSITION OF MOBILIZATION AND DEPLOYMENT OF FUNDS (Amount Rs. In Thousands' 000)

Total Liabilities	Rs. 372531	Total Assets	Rs.372531

Source of Funds :

Paid-up Capital	Rs. 47131	Long term liabilities	Rs.204219
Reserve & Surplus	Rs. (40369)	Current liabilities	Rs.161550

Application of Funds:

Net Fixed Assets	Rs. 88140	Current Assets	Rs. 274546
Investments	Rs. 9845	Deferred Tax +(-)	Rs. (10455)

IV.PERFORMANCE OF COMPANY (AMOUNT Rs. Thousands/ '000)

Turnover	Rs. 151479	Profit/ (Loss) Before Tax	Rs.(35586)
Total Expenditure	Rs. 187064	Profit/ (Loss) After Tax	Rs.(35586)
Earnings per Share	Rs. (7.55)		

V.GENERIC NAMES OF THREE FINANCIAL PRODUCTS / SERVICES OF COMPANY

Item Code No. (ITC CODE)	Product Description
69022002	BRICKS AND SHAPES - HIGH ALUMINA
69021001	MAGNESITE BRICKS & SHAPES
69021004	BRICKS AND SHAPES - MAGNESIA CARBON

for and on behalf of the Board
for Raasi Refractories Limited

R. C. Biswas
Director

Form No. MGT-11

Proxy form

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

CIN:	**L26920TG1981PLC003339**
Name of the Company**:**	**RAASI REFRACTORIES LIMITED**
Registered Office:	Flat No. 503, Plot No. C, S No. 146, Dwarakapuri Colony Punjagutta, Hyderabad - 500 082.

Name of the Member (s)	:
Registered Address	:
E-mail Id	:
Folio No / Client Id	:
P ID	:

I/We, being the member (s) of ………… shares of the above named company, hereby appoint

1. Name: ……………………

   Address:

   E-mail Id:

   Signature:……………., or failing him

2. Name: ……………………

   Address:

   E-mail Id:

   Signature:……………., or failing him

3. Name: ……………………

   Address:

   E-mail Id:

   Signature:……………., or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual general meeting of the company, to be held on the **30th day of September, 2014 At 11.00 a.m. at Bhaskara Auditorium, B.M.Birla Science Centre, Adarsh Nagar, Hyderabad 500003** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1…………………………………

2…………………………………

3………………………………...

Signed this……....................... day of……....................… 2014

Signature of shareholder

Affix
Revenue
Stamp

Signature of Proxy holder(s)

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.

RASI REFRACTORIES

RAASI REFRACTORIES LIMITED

Flat No. 503, Plot No. C, S No. 146, Dwarakapuri Colony, Punjagutta, Hyderabad-500082,

ATTENDANCE SLIP

THIRTY SECOND ANNUAL GENERAL MEETING OF THE COMPANY

Dp.Id* .... Folio No..............................

Client Id* .... No.of Shares.....................

I hereby record my presence at the 32ND ANNUAL GENERAL MEETING of the Company being held on Tuesday, the 30th September, 2014 at 11.00 A.M. at Bhaskara Auditorium, B M Birla Science Centre, Adarshnagar, Hyderabad - 500 063.

1. Full Name of the Member ____
   (in Block Letters)

2. Full Name of the Proxy Holder ____
   (in Block Letters)

Member's / Proxy Signature

Note:
1. A Member / Proxy attending the meeting must complete this Attendance Slip and hand it over at the entrance.
2. Member intending to appoint a Proxy, should complete the Proxy Form and deposit it at the Company's Registered Office not later than 48 hours before the commencement of the Meeting.

* Applicable for investors holding shares in Electronic Form.

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RAASI REFRACTORIES LIMITED
Flat No. 503, Plot No.C, S.No.146
Dwarakapuri Colony, Punjagutta
Hyderabad - 500 082.
Telangana
E-mail: marketing@raasi.in