



PREMIER SYNTHETICS LIMITED

JBF House,
Old Post Office Lane,
Kalbadevi Road,
MUMBAI - 400 002. (India)

PSL/

28th April, 2014

To,
The Manager
DCS-Department of Corporate Services
The Bombay Stock Exchange Ltd.
25th Floor, Phiroz Jejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir/Madam,

Scrip Code : 509835

Sub: Outcome of Board Meeting and Submission of Audited Financial Results under Clause 41 of the Listing Agreement.

At the Board Meeting of the Company held today, the Board of Directors of the Company has considered and approved the following:

1. The Audited Statement of Accounts of the Company for the year ended 31st March, 2014, along with Auditor's Report and Director's Report were approved. The Audited Financial Results for the Quarter ended 31st March, 2014 along with Audit Report is enclosed herewith.
2. No Dividend recommended by the Board of Directors.
3. Further, the Board of Directors has decided to convene the 44th Annual General Meeting on 4th July, 2014.
4. To increase the borrowing powers of the Board of Directors of the Company in terms of Section 180(1)(c) of the Companies Act, 2013.
5. To create charge or Mortgage etc. on Companies movable or immovable properties in terms of Section 180(1)(a) of the Companies Act, 2013.
6. To adopt Table F as the new set of Articles of Association in place of the existing Articles.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,
For PREMIER SYNTHETICS LIMITED

ANAND ARYA
CHAIRMAN

Encl : As above

PREMIER SYNTHETICS LIMITED

Regd. Office : JBF House, 2nd Floor, Old Post Office Lane, Kalbadevi Road, Mumbai 400002
AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED ON 31ST MARCH, 2014

Part I

(Rs. in Lakhs)

Sr. No.	Particulars	Quarter Ended			Audited	
		Audited	Unaudited	Audited	Year Ended	
		31.03.2014	31.12.2013	31.03.2013	31.03.2014	31.03.2013
1	Income from operations					
	a) Net sales/ Income from operations(Net of excise duty)	890.41	611.64	513.97	2,228.30	1,820.62
	b) Other operating income	3.41	0.99	4.59	7.43	10.72
	Total Income from Operation (net)	893.82	612.63	518.56	2,235.73	1,831.34
2	Expenditure:					
	a) Cost of materials consumed		-	-	-	-
	b) Purchase of stock in trade	607.32	99.89	-	710.52	1.13
	c) Changes in inventories of finish goods, work in progress, stock in trade	(145.53)	1.05	0.07	(147.41)	(0.25)
	d) Employee benefits expense	65.51	88.41	72.54	257.95	244.48
	e) Depreciation and amortisation expenses	64.24	63.32	70.49	255.33	264.28
	f) Power & Fuel	116.10	108.55	188.79	491.96	637.18
	g) Other expenses	133.27	136.98	163.36	439.56	646.12
	Total Expenses	840.91	498.20	495.25	2,007.91	1,792.94
3	Profit/(Loss) from operations before other Income,finance costs and exceptional items (1-2)	52.91	114.43	23.31	227.82	38.40
4	Other Income	8.99		6.48	9.70	6.28
5	Profit/(Loss) from ordinary activities before finance costs and exceptional items (3+4)	61.90	114.43	29.79	237.52	44.68
6	Finance costs	37.60	90.25	24.98	172.96	44.01
7	Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5-6)	24.30	24.18	4.81	64.56	0.67
8	Exceptional Items		-	548.59		1,149.24
9	Profit(+)/Loss(-) from ordinary activities before Tax (7+8)	24.30	24.18	(543.78)	64.56	1,149.91
10	Tax expenses -Deferred tax	(199.19)	-	375.81	(199.19)	18.29
11	Net Profit/(Loss) from ordinary activities after Tax (9-10)	223.49	24.18	(167.97)	263.75	1,168.20
12	Extraordinary items(net of tax expenses)		-	-		
13	Net Profit/(Loss) for the period (11-12)	223.49	24.18	(167.97)	263.75	1,168.20
14	Share of Profit/ (loss) of associates	-	-	-	-	-
15	Minority interest	-	-	-	-	-
16	Net Profit/(Loss) after taxes, minority interest and share of profit(loss) of associates (13+14+15)	223.49	24.18	(167.97)	263.75	1,168.20
17	Paid Up Equity Share Capital (Face Value of Rs. 10/- Per Share)	364.32	364.32	364.32	364.32	364.32
18	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year				897.52	(866.22)
19-i	Earning Per Share (before Extraordinary/ Exceptional Items) (of Rs 10/-each) (not annualised):					
	Basic & Diluted	6.13	0.66	10.45	7.24	0.52
19-ii	Earning Per Share (after Extraordinary/ Exceptional Items) (of Rs 10/-each) (not annualised):					
	Basic & Diluted	6.13	0.66	(4.61)	7.24	32.07

PARTICULARS OF SHAREHOLDING

	Public Shareholding					
	- Number of shares	1,013,081	1,013,081	684,631	1,013,081	684,631
	- Percentage of shareholding	27.81	27.81	18.79	27.81	18.79
2	Promoters and Promoter Group Shareholding					
	a) Pledged/Encumbered					
	- Number of Equity shares of Rs. 10/- each	1,400,000	23,000	368,057	1,400,000	368,057
	- Percentage of shares (as a % of the total shareholding of Promoter and Promoter group)	53.23	0.87	12.44	53.23	12.44
	- Percentage of shares (as a % of total share capital of the company)	38.43	0.63	10.10	38.43	10.10
	b) Non-encumbered					
	- Number of Equity shares of Rs. 10/- each	1,230,119	2,607,119	2,590,512	1,230,119	2,590,512
	- Percentage of shares (as a % of total shareholding of Promoter and Promoter group)	46.77	99.13	87.56	46.77	87.56
	- Percentage of shares (as a % of the total share capital of the company)	33.76	71.56	71.11	33.76	71.11
	B Investor Complaints					
	Particulars					Quarter Ended March 31,2014
	Pending at the beginning of the quarter					Nil
	Received during the Quarter					Nil
	Disposed off during the Quarter					Nil
	Remaining unresolved at the end of the quarter					Nil

Notes:

- 1 The above Audited results for the IV quarter and financial year ended 31.03.2014 after review by the Audit Committee of Directors were approved by the Board of Directors at their meeting held on 28 th April, 2014.
- 2 No Dividend has been declared by the Board of Directors.
- 3 Company is operating in only one segment i.e. textiles and hence separate segment reporting is not applicable.
- 4 Previous year figures have been regrouped/reclassified wherever necessary.

Statement of Assets and Liabilities

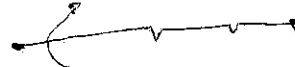
(Rs. in Lakhs)

Detail of Assets & Liabilities	Audited	
	6 Months Ended	Year Ended
	31.03.2014	31.03.2013
SOURCES OF FUNDS		
EQUITY AND LIABILITIES		
Shareholders Funds		
(a) Share Capital	1,314.32	1,314.32
(b) Reserves and Surplus	897.52	(866.22)
Non -Current Liabilities		
a) Long-term borrowings	2,645.37	2,810.00
b) Long-term provisions -For Employees benefits	52.78	47.88
Current Liabilities		
a) Short-term borrowings	416.98	948.19
b) Trade payables	161.89	244.05
c) Other current liabilities	10.89	337.61
Total	5,499.75	4,835.83
APPLICATIONS OF FUNDS		
ASSETS		
a) Fixed Assets		
i) Tangible Assets	3,641.44	2,410.67
b) Non-current Investments	250.00	200.00
c) Deferred tax assets (net)	575.00	375.81
Current Assets		
a) Current Investments	294.57	347.26
b) Inventories	199.37	52.36
c) Trade Receivables	429.53	1,216.26
d) Cash and Cash equivalents	3.96	7.80
e) Short-term loans and advances	22.72	137.46
(f) Other current assets	83.16	88.21
TOTAL	5,499.75	4,835.83

Place : Mumbai

Dated: 28th April, 2014

for Premier Synthetics Limited


 Chairman & Whole-Time Director

Independent Auditors' Report

To the Members of
PREMIER SYNTHETICS LIMITED

Report on the Financial Statements

We have audited the accompanying Financial Statements of **PREMIER SYNTHETICS LIMITED ("the Company")**, which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit & Loss and the 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

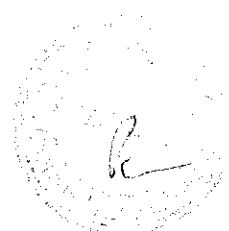
Management is responsible for the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Principles generally accepted in India including Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956 ("**the Act**"). 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 free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

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 risk 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.



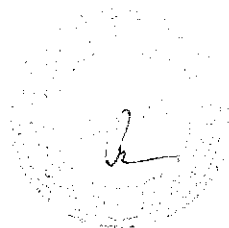
Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Accounting Principles generally accepted in India:

- (a) In the case of the Balance Sheet, of the State of Affairs of the Company as at March 31, 2014;
- (b) In the case of the Statement of Profit & Loss, of the Profit for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that date.

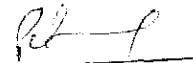
Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of Section 227 (4A) 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, the Statement of Profit & Loss and the Cash Flows Statement dealt with by this Report are in agreement with the books of Account.
 - (d) In our opinion, the Balance Sheet, the Statement of Profit & Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in section 211(3C) of the Act.
 - (e) On the basis of the written representations received from the Directors as on March 31, 2014, 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 Section 274(1)(g) of the Act.



Place: Mumbai
Date: 28th April, 2014

For P.C. SURANA & CO.
Chartered Accountants
(Registration No. 110631W)


(P C Surana)
Partner

Membership No. 17136

Annexure to Independent Auditors' Report

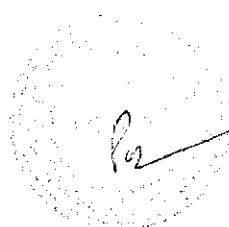
Referred to in Paragraph 1 under the head of "Report on Other Legal and Regulatory Requirements" of our report of even date.

- (i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full Particulars details including quantitative details and situation of fixed assets.
 - (b) As explained to us, the management during the year has physically verified the fixed assets in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - (c) In our opinion, the Company has not disposed off substantial part of its fixed assets during the year except sale of freehold land of its closed manufacturing unit situated at Navi Mumbai and the going concern status of the Company are not affected.
- (ii) In respect of its inventories:
 - (a) As explained to us, the management has physically verified inventories during the year. In our opinion the frequency of verification is reasonable
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) The Company has maintained proper records of inventories. As explained to us, there was no material discrepancies noticed on physical verification as compared to the book records.
- (iii) In respect of the loans, secured or unsecured, granted or taken by the Company to / from companies, firms or other parties

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covered in the Register maintained under Section 301 of the Companies Act, 1956:

- a) The Company has not given any loan to such parties during the year. In respect of loan given to one such party in earlier years, the maximum amount outstanding at any time during the year was Rs. 100.50 lacs and the year-end balance is Rs.Nil.
 - b) In our opinion and according to the information and explanations given to us, the rate of interest, wherever applicable and other terms and conditions of the loans given by the Company are prima facie not prejudicial to the interest of the Company.
 - c) The principal amounts are repayable on demand and the loans given are interest free.
 - d) In respect of the said loans and interest thereon, there are no overdue amounts.
 - e) The Company has taken loans from three such parties during the year. and in respect of loans taken from total seven such parties loan, the maximum amount payable at any time during the year was Rs.3079.04 lakhs and the year end balance is Rs.872.97 lakhs.
 - f) In our opinion, and according to the information and explanations given to us, the rate of interest and other terms and conditions were not prejudicial to the interest of the Company.
 - g) The principal amount of the loan was repayable on demand and interest, if any, was also payable on demand.
- (iv) 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. During the course of our audit, we have not observed any major weaknesses in internal controls.

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- (v) In respect of transactions covered under section 301 of the Companies Act, 1956:
- (a) In our opinion and according to the information given to us, the transactions made in pursuance of contracts or arrangements that needed to be entered into in the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, where such transactions are in excess of Rs. 5 lakhs in respect of any party, the transactions have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposits from the public.
- (vii) In our opinion the internal audit system of the Company is adequate commensurate with its size and nature of its business.
- (viii) The Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 in respect of products of the Company.
- (ix) In respect of statutory dues:
- (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2014 for a period of more than six months from the date of becoming payable.
- (b) According to the information and explanations given to us there are no disputed dues in respect of Sales Tax, Income Tax, Wealth Tax, Service Tax and Custom Duty except

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demand of Excise Duty of Rs.14.40 lakhs for the financial years 2001 to 2004 raised by The Commissioner of Central Excise, Ahmedabad against which the Company is in appeal before the Central Excise and Service Tax Appellate Tribunal, Ahmedabad.

- (x) The Company has accumulated losses of Rs.3351.15 lacs at the end of the Current Year (Previous Year Rs.3,614.91 lacs). It did not incur any cash loss during the current year under report as well as in the immediately preceding previous year.
- (xi) According to the explanations and information given to us, the Company does not have any outstanding amount payable to any bank or financial institution.
- (xii) In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion the Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 is not applicable to the Company.
- (xiv) The Company has maintained proper records of transactions and contracts in respect of trading in securities, debentures and other investments and timely entries have been made therein. All shares, debentures and other investments have been held by the Company in its own name.
- (xv) The Company has given guarantees for loans taken by others from banks or financial institutions. According to the information and explanation given to us, we are of the opinion that the terms and conditions thereof are not prima facie prejudicial to the interest of the Company.
- (xvi) The term loans raised by the Company have been applied by the Company for the purpose for which such loans were obtained.
- (xvii) According to the information and explanations given to us and on overall examination of the Balance Sheet of the Company, we are

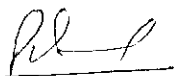


of the opinion that the Company has not used the funds raised on short term basis for long term investment.

- (xviii) During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company does not have any debentures issued at the end of the current year and hence there arises no question of creating any security or charge for that.
- (xx) The Company has not raised any money by way public issue during the year.
- (xxi) In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year that causes the financial statements to be materially misstated.



For P.C. Surana & Co.
Chartered Accountants
(Registration No.110631W)


P C Surana
Partner
M.No. 17136

Place : Mumbai
Date : 28th April, 2014