



SABOO SODIUM CHLORO LTD.

Regd. Off.: Surya House, L-5. B-II, Krishna Marg, C-Scheme, Jaipur-302 001 (Raj.) INDIA
Ph. : (O) +91-141-2372946, 2379483, 5191000 • Fax : +91-141-2365888
Website : www.suryasalt.com • E-mail : salt@suryasalt.com



Ref: SSCL/JPR/2014

To,

Date : 09/10/2014

The Manager,
Department of Corporate Services,
BSE Limited,
25, P J Towers, Dalal Street,
Mumbai-400001

SUB: Uploading of revised annual report on BSE WEBSITE for the year 2013-14

Ref: Scrip Code 530461

Dear Sir,

Kindly note that we have already uploaded the revised annual report on 05/09/2014 transaction number is 0509201482651 and updated Annual report was sent to the shareholders. All the changes are done through vide board meeting held on 03/09/2014.

Following are the change.

1. Appointment of Pradeep Saxena as Independent director in point no. 3 of Notice part of Annual report –page no. 3
2. Appointment of Bikash Kumar Lakhotia as independent director in point 4 of Notice part of Annual report -page no. 3
3. Appointment of Neeraj Kumar Agarwal as independent director in point 5 of Notice part of Annual report –page 3
4. Consequently addition in explanatory statement item 3 to 5 page no. 9 of Notice part of Annual report.
5. Consequently change in annexure to the Notice part of Annual report page 12 of of Annual report.



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Kindly upload the revised annual report on BSE website.

Kindly take the same on record.

Thanks & regards

For Saboo Sodium Chloro Ltd.

For Saboo Sodium Chloro Ltd.

Pradeep Saxena Director

(Director)

21ST

Annual Report
2013-2014

SABOO SODIUM CHLORO LIMITED
'SURYA HOUSE' L-5, B - II, KRISHNA MARG, C-SCHEME, JAIPUR - 302001

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SABOO SODIUM CHLORO LIMITED
ANNUAL REPORT (2013-14)

BOARD OF DIRECTORS

Shri Girdhar Gopal Saboo
Managing Director (Executive)

Shri Bikash Kumar Lakhota
Director(Non-Executive)

Shri Pradeep Saxena
Director (Non-Executive)

Shri Neeraj Kumar Agarwal
Director (Non-Executive)

Compliance Officer
Mr. Kapil kumar Kumawat (w.e.f.04.02.2014)

Statutory Auditor
N.Kataria & Associates
Chartered Accountants
710, Paris Point, Collectrot Circle,
Banipark Jaipur

Corporate Advisors
Naredi Vinod & Associates
Company Secretary
56, Rameshwar Dham,
Murlipura jaipur-302013

Registered Office
L-5,B-II,Krishna Marg,
C-Scheme,Jaipur-302001
(Rajasthan)

Bankers
State Bank of India
State Bank of Bikaner & Jaipur
HDFC Bank Limited
INDUSIND Bank

Registrar & Share Transfer Agent
Beetal Financial & Computer Services Pvt. Ltd.
Beetal House, 3rd Floor, 99, Madangir,
Behind Local Shopping Centre
Near Dada Harsukhdas Mandir, New Delhi-62
Tel: 011 2996 1281/82
Fax: 011 2996 1284

Works
1. Village Govindi, Nawa City,
Nagour (Rajasthan)
2. Survey No. 416, Village
Moti Chirai, Taluka Bachau,
Ghandhidham (Gujarat)
3. Rajgarh,M.P

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 21st Annual General Meeting of the members of Saboo Sodium Chloro Limited will be held on Tuesday, 30th September, 2014 at 1:00 PM at the registered office of the Company at L-5, B-II, Krishna Marg, C-Scheme, Jaipur- 302001, Rajasthan.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2014, Profit and Loss Account for the year ended on that date and reports of Directors and Auditors thereon.

2. To appoint M/s N. Kataria & Associates, Chartered Accountants, the retiring Auditors of the Company, who shall hold office from the conclusion of this to meeting to the next annual general meeting and to fix their remuneration.

SPECIAL BUSINESS

3. Appointment of Mr. Pradeep Saxena as an Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Pradeep Saxena (DIN 00367037) director of the Company who retires by rotation at the Annual General Meeting, be and is hereby reappointed as an Independent Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, not liable to retire by rotation, to hold office from the conclusion of this Annual General Meeting up to the expiry of 5 (five) consecutive years, with effect from Sep 30, 2014 up to Sep 30, 2019”

4. Appointment of Mr. Bikash Kumar Lakhota as an Independent Director of the Company **To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Bikash Kumar Lakhota (DIN 1470180), Director of the Company not retires by rotation at the Annual General Meeting, who in accordance with Companies Act, 2013 is required to be appointed as an Independent Director, and in respect of whom the Company has received a notice in writing under

Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office from the conclusion of this Annual General Annual General Meeting up to the expiry of 5 (five) consecutive years, with effect from Sep 30, 2014 up to Sep 30, 2019.

5. Appointment of Mr. Neeraj Kumar Agarwal as an Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Neeraj Kumar Agarwal (DIN 05358002), Director of the Company not retires by rotation at the Annual General Meeting, who in accordance with Companies Act, 2013 is required to be appointed as an Independent Director, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office from the conclusion of this Annual General Annual General Meeting up to the expiry of 5 (five) consecutive years, with effect from Sep 30, 2014 up to Sep 30, 2019.

6. To Consider and, if thought fit to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, the consent of the shareholders of the Company be and is hereby accorded to re-appoint Mr. Girdhar Gopal Saboo (DIN 00364750) as Managing Director of the Company for a period of five years with effect from September 30, 2014.

FURTHER RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, approval of the Company be and is hereby accorded to pay a remuneration of 30,00,000/- (Rupees thirty lakhs per annum to Mr. Girdhar Gopal saboo, Managing Director of the Company, the details of which are given in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient

or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, as may be required in this regard.

FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby also authorized to amend, alter, modify or otherwise vary the terms and conditions of appointment of Mr. Girdhar Gopal saboo, Managing Director, including the components of the above mentioned remuneration payable to him subject to the overall cap of 30,00,000/- (Rupees Thirty lakhs only) per annum.”

7. To consider and, if thought fit to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, the consent of the shareholders of the Company be and is hereby accorded to appoint Mrs. Archana Saboo (DIN 02836258) as Whole Time Director of the Company for a period of five years with effect from 30 September 2014.

FURTHER RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, approval of the Company be and is hereby accorded to pay a remuneration of 30,00,000/- (Rupees Three Lakhs per annum) to Mrs. Archana Saboo, Whole Time Director of the Company, the details of which are given in the Explanatory Statement annexed hereto

FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, as may be required in this regard.

FURTHER RESOLVED THAT the Board of Directors of the Company or any committee thereof be and is hereby also authorized to amend, alter, modify or otherwise vary the terms and conditions of appointment of Mrs. Archana Saboo (DIN 02836258), Whole Time Director, including the components of the above mentioned remuneration payable to him subject to the overall cap of 3,00,000/- (Rupees Three lakhs only) per annum.”

By Order of the Board of Directors

Sd/-
Girdhar Gopal Saboo
(Managing Director)

Date : 03/09/2014
Place: Jaipur

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND VOTE ON POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The register of Members and Share Transfer Books of the Company will remain closed from 20th September, 2014 to 30th September, 2014 (both days inclusive).
3. Non-Resident Indian Shareholders are requested to inform M/s Beetal Financial & Computer Services (P) Ltd., the Registrar and Share Transfer Agent of the Company immediately about:
 - (a) The change in the Residential status on return to India for permanent settlement.
 - (b) The particulars of the Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank, if not furnished earlier.
4. Members requiring information on the accounts are requested to write to the Company at least 10 (Ten) days before the date of the meeting to enable the Company to furnish the information.
5. Members are requested to:
 - i) Intimate change in their Registered Addresses, if any, in respect of Equity Shares held in electronic form (Dematerialized form) to their Depository Participant(s).
 - ii) Intimate the Registrar & Share Transfer Agent about any change in their Registered Addresses in respect of equity shares held in physical form.
 - iii) Quote the registered folio number / DP-ID and CL-ID in all future correspondence.
 - iv) To address their grievances to the Company Secretary if any, at the Registered Office of the Company.
6. Members are requested to please bring their copies of Annual Report at the meeting.
7. Members and Proxies attending the meeting should bring the attendance slip duly filled in for attending the meeting.
8. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business mentioned under item no. 3 to 7 of the Notice is annexed hereto.
9. Members are informed that in case of Joint holders attending the meeting, only the joint holder higher in the order of the names will be entitled to vote.
10. Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
11. 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 pleased to provide members facility to exercise their right to vote at the 21st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):
- 12. The instructions for members for voting electronically are as under:-**
 - (i) The voting period begins on 24/Sep/2014 at 10:00 A.M and ends on 26/Sep/2014 at 6:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 15/Aug/2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter
 - (ii) Log on to the e-voting website www.evotingindia.com
 - (iii) Click on "Shareholders" tab.
 - (iv) Now, select the "Saboo Sodium Chloro Limited" from the drop down menu and click on "SUBMIT"
 - (v) 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.
 - (vi) Next enter the Image Verification as displayed and click on Login.
 - (vii) 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.
 - (viii) If you are a first time user follow the steps given below::

PAN*	<p>For Members holding shares in Demat Form and Physical Form</p> <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio no in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA00001234 in the PAN field</p> <p>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/ NSDL client id. For example: in case of name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is 'RA00001234</p>
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#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p># 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 number of shares held by you as on Aug 15, 2014 in the Dividend Bank details field</p>

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then reach directly the Company selection screen.

(xi) 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.

(xii) You can also update your mobile number and E-mail ID in the user profile details of the folio, which may be used for future Communication(s).

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

(xiv) Click on the EVSN (Electronic Voting Sequence Number) of "Saboo Sodium Chloro Limited" to vote.

(xv) 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.

(xvi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolutions.

(xvi) 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.

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

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

(xix) If Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code (Image Verification Code) and click on Forgot Password & enter the details as prompted by the system.

(xx)) Note for Non-Individual Shareholders & Custodians

Non-Individual 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 compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote

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

(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

(b) The voting period begins on September 24, 2014 at 10.00 A: M. and ends on September 26, 2014 at 6:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of August 15, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

13. The e-voting period ends on September 26, 2014 at 6:00 P.M. In case you have any queries or issues regarding e-voting, please contact helpdesk.evoting@cdslindia.com.

14. The Company has appointed Mr. Vinod Naredi , Company Secretary in whole time practice as Scrutinizer, for conducting the process in a fair and transparent manner.

15. Voting rights will be reckoned on the paid-up value of the shares registered in the name(s) of the public shareholder(s) on the cut-off date i.e. August 15, 2014.

16. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

17. The Scrutiniser will submit his report addressed to the Board of Directors of the Company, Mr. Pradeep Saxena, the Chairman appointed by the Company in this regard or to any other person duly authorized in this behalf by the Chairman, after completion of scrutiny of including e-voting in a fair and transparent manner. The results of the will be announced by the Chairman appointed by the Company in this regard or by the Person authorized in this behalf by the Chairman on the date of AGM September 30, 2014 at 1:00 P.M. at the Registered Office of the Company and will also be published in newspapers and communicated to the Stock Exchanges where the Company's shares are listed.

18. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

19. As per the provision of clause 49 of the Listing Agreement, particulars of Directors to be appointed / re-appointed at the 21st Annual General Meeting are given separately in the notice.

20. Notice of Annual General Meeting will be sent to those shareholders/beneficial owners whose name will appear in the register of members/list of beneficiaries received from the depositories as on 15th day of August, 2014.

21. The investors may contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to him at the Registered office address or e-mail their grievances/queries to the Company Secretary at the following e-mail address: account@suryasalt.com

22. As required under Clause 49 of the Listing Agreement, the Particulars of Director proposed to be appointed/re-appointed are being published in this Annual Report as Annexure "A".

23. Queries on account and operations may please be sent to the Company, 7 days in advance of the Annual General Meeting so that the answers may be made available at the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF COMPANIES ACT, 2013

Item No. 3 to 5

The Company had, pursuant to the provisions of clause 49 of the Listing Agreements entered with the Stock Exchanges, appointed Mr. Pradeep Saxena , Mr. Bikash Kumar Lakhota , and Neeraj Kumar Agarwal , 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. These 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 thereunder 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

None of the directors or key managerial personnel of the company and their relatives other than independent directors for their respective appointment are concerned or interested in these

resolutions. The board recommends the ordinary resolutions as set out in the item no 3 to 5 for approval of members.

Item No. 6

Mr. Girdhar Gopal Saboo is a promoter and Managing Director of the Company and experienced in the field of manufacturing products. He has a degree in Chemical Engineering from Mayo College, Ajmer Rajasthan. His current term of appointment as a Managing Director of the Company will expire on 01 October, 2014. He has excellent grasp and thorough knowledge and experience of not only engineering and technology but also of general management. His knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the considered opinion that for smooth and efficient running of the business, the services of Mr. Girdhar Gopal Saboo should be available to the Company for a further period of five years with effect from September 30, 2014.

In terms of the provisions of the Companies Act, and the Articles of Association of the Company, the Remuneration Committee of the Board and the Board of Directors have, at their meeting held on August 18, 2014, re-appointed him as Managing Director of the Company for a further period of five years with effect from September 30, 2014 on the remuneration of 3000000/- (Rupees Thirty Lakhs only) per annum in accordance with the provisions of the Companies Act, 2013 read with Schedule V of the Act.

Following are the details of the annual salary (payable monthly) proposed to be paid to

Mr. Girdhar Gopal Saboo Managing Director: - Consolidated Salary including Perquisites and allowances, etc- 3000000/- (Rupees Thirty Lakhs only).

Basic Salary : 1,60,000 (Monthly)

Allowance : 90,000 (Monthly)

He shall be entitled to receive the following:-

- (a) Gratuity as per the rules of the Company, but not exceeding half a month's salary for each completed year of service.
- (b) Encashment of leave at the end of tenure.
- (c) Provision of car for use on Company's business.
- (d) Free landline telephone facility at residence along with free mobile telephone facility. Long distance personal calls to be recovered by the Company.
- (e) She shall also be entitled to reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company.

Copy of the Draft Agreement referred to in the Resolution would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, upto and including the date of the Annual General Meeting.

Except Mr. Girdhar Gopal Saboo being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

Accordingly the Board recommends the passing of the special resolution as set out in the item no 6 of the Notice

Item No. 7

Mrs. Archana Saboo also belongs to the promoter group of the Company. The Board of Directors considers that for smooth and efficient running of the administrative affairs of the Company, the services of Mrs. Archana Saboo should be available to the Company for a period of five years with effect from 30 September, 2014. In terms of the provisions of the Companies Act, and the Articles of Association of the Company, the Remuneration Committee of the Board and the Board of Directors have, at their meeting held on August 18, 2014, appointed her as a Whole Time Director of the Company for a period of five years with effect from September 30, 2014 on the remuneration of Rs.300000 (Rupees Three Lac only) per annum. in accordance with the provisions of the Companies Act, 2013 read with Schedule V of the Act.

Following are the details of the annual salary (payable monthly) proposed to be paid to

Mrs. Archana Saboo Whole Time Director: - Consolidated Salary including Perquisites and allowances, etc-300000/- (Rupees Three Lakhs only).

Basic Salary :16,000(Monthly)

Allowance : 9,000(Monthly)

She shall be entitled to receive the following:-

- (a) Gratuity as per the rules of the Company, but not exceeding half a month's salary for each completed year of service.
- (b) Encashment of leave at the end of tenure.
- (c) Provision of car for use on Company's business.
- (d) Free landline telephone facility at residence along with free mobile telephone facility. Long distance personal calls to be recovered by the Company.
- (e) She shall also be entitled to reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company.

Copy of the Draft Agreement referred to in the Resolution would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, upto and including the date of the Annual General Meeting.

None of the Directors and Key Managerial Personnel of the Company is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7.

Accordingly the Board recommends the passing of the special resolution as set out in the item no. 7 of the Notice

GENERAL INFORMATION:

Nature of Industry	Salt Manufacturing Industry FMCG
Year of Commencement of Commercial Production	1993
Financial Performance	Rs. 18,64,31,454
Export Performance	Rs. 903952
Foreign Investment	Nil

INFORMATION ABOUT THE APPOINTEE:

Background Details	Mr. Girdhar Gopal Saboo, a Chemical Engineer, who is a dynamic, ambitious and very aggressive young entrepreneur, is at the helm of affairs of SSCL as its Managing Director, In fact, the Company is his own brain wave.
Past Recognition	Rs. 2,50,000/- Per Month
Recognition of Awards	N.A.
Job Profile and his suitability	Mr. Girdhar Gopal Saboo ex-alumni of Mayo College, Ajmer and Chemical Engineering Graduate is a dynamic, ambitious and very aggressive young entrepreneur is at the helm of affairs of SSCL as its CMD.
Pecuniary Relationship Directly/ Indirectly with the Company	N.A.

ANNEXURE TO THE NOTICE OF 21st AGM

Details of Directors seeking appointment/re-appointment in the Annual General Meeting to be held on 30th September, 2014 , pursuant to Clause 49 of Listing Agreement:

Name of Director	Mr. Girdhar Gopal Saboo	Mr. Pradeep Saxena	Mrs. Archana Saboo	Bikash Kumar Lakhotia	Neeraj Kumar Agarwal
Date of Birth	09/12/1967	14.01.1957	20.04.1974	07/08/1975	10/08/1957
Date of Appointment	01/10/2004	31.07.2008	NA	30/01/2009	23/01/2013
Designation	Managing Director	Director	Director	Director	Director
Qualifications	Chemical Engineer	Graduate	Graduate	Graduate	Graduate
Directorship held in other Public Limited Companies	yes	Spectrum Foods Ltd.	Nil	Nil	Nil
Members/Chairmanship of Committees of other public Companies	Nil	Spectrum foods Ltd.	Nil	Nil	Nil

By Order of the Board of Directors

Sd/-

Girdhar Gopal Saboo
(Managing Director)

Date : 03/09/2014
Place: Jaipur

DIRECTOR'S REPORT

To,
The Members,
Saboo Sodium Chloro Limited,

Your Directors are pleased to present the 21th Annual Report and the Audited Accounts of the Company for the year ended 31st March, 2014.

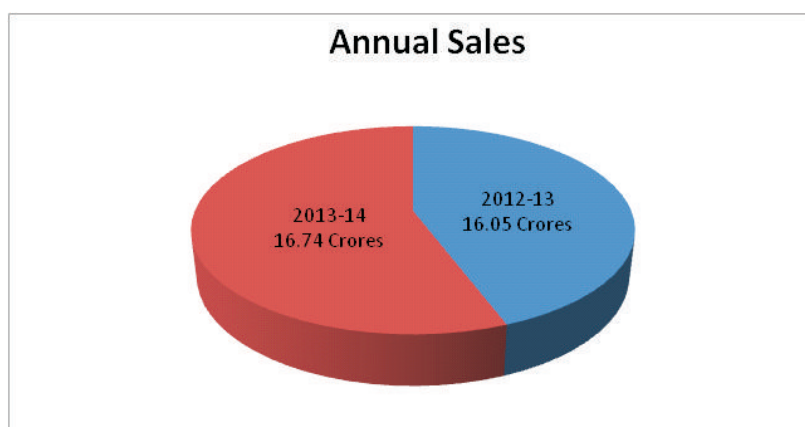
FINANCIAL RESULTS

The financial results of the Company for the period under review as compared to the previous year are summarized below:

Particulars	Financial year ended 31 st March, 2014	Financial year ended 31 st March, 2013
Total Income	18,64,31,454	165,605,372
Profit before depreciation and taxation	3,71,26,358	31,369,111
Depreciation	3,42,25,931	26,613,158
Profit before tax	29,00,427	4,755,953
Taxation (including Deferred Taxation and Short/Excess Provision for Earlier year)	50,30,129	3,700,920
Profit /loss after Tax	(21,29,702)	1,055,033

TURNOVER, PROFITS & FUTURE PROSPECTS

The total income during the year under review is Rs. 18,64,31,454/- as against Rs. 16,56,05,372/- in the previous year. The company suffered loss of Rs. 21,29,702/- as against the profit of Rs.10,55,033 in the previous year.



DIVIDEND

In view of the financial position of the Company and to conserve the profits for future expansion, your Directors do not recommend payment of any dividend for the year ended 31st March, 2014.

BOARD OF DIRECTORS**Retire by Rotation**

In accordance with the provisions of the Companies Act, 2013, and Article No. 89 of Articles of Association of the Company, Mr. Pradeep Saxena retires by rotation at ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Appointment/Re-Appointment of Directors

Mr. Girdhar Gopal Saboo is re-appointed as managing director of the company w.e.f. 30/09/2014.

Mrs. Archana Saboo is appointed as Whole Time Director of the Company w.e.f. 30.09.2014.

In view of this the Board recommends their appointment as regular Whole Time Executive Director of the company.

The details are furnished in Explanatory Statement annexed to the Notice calling AGM.

Resignation of Directors

No director has resigned from the his post during the financial year 2013-2014.

AUDITORS

M/s N. Kataria & Associates, Chartered Accountants, Jaipur, Auditors of the Company retire at the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment.

The Company has received the necessary certificate from them pursuant to Applicable Section of the Companies Act, 2013, regarding their eligibility for re-appointment. Accordingly, approval of members is being sought at the forthcoming Annual General Meeting.

The qualifications / observations of the Auditors are explained wherever necessary in appropriate notes to Accounts.

APPOINTMENT OF COMPLIANCE OFFICER

Mr. Kapil kumar Kumawat , Company Secretary, be and is hereby appointed as the Compliance Officer of the Company as per Clause 47 (a) of Equity Listing Agreement entered with Stock Exchanges with effect from 4th February ,2014 in place of Ms. Anagha Bangur .

CONVERTIBLE INSTRUMENTS

The company has issued 40 Lac convertible warrants @ Rs.11 each (at a premium of Rs. 1 each) amounting Rs.4.4 Crores which has been converted into Equity Share Capital of the company by passing a resolution in the Board Meeting.

LISTING AT STOCK EXCHANGE

The Equity Shares of the Company are listed at Jaipur, Ahemdabad, Delhi, Calcutta and Mumbai Stock Exchange.

PARTICULARS OF EMPLOYEES

There are no Employees in the Company whose particulars are required to be disclosed under Section 217(2A) of the Companies Act, 1956 read with rules there under.

FIXED DEPOSITS

During the year under review, your Company has not invited any fixed deposit from the public in the terms of the provision of Section 58A of the Companies Act, 1956, read with the Companies (Acceptance of Deposits) Rules, 1975.

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

The particulars regarding foreign exchange earning and expenditure, conservation of energy, research and development and technological absorption are set out in the 'Annexure A' to this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The report on Management Discussion and Analysis as required under the Listing Agreements with the Stock exchange is set out as Annexure B to the Director's Report.

CORPORATE GOVERNANCE REPORT

The Company has complied with all the mandatory requirements of the Corporate Governance specified by Securities & Exchange Board of India (SEBI) through Clause 49 of the Listing Agreement. As required by the said clause, a separate report on Corporate Governance forms part of the Annual Report of the Company.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the requirement of the Section 217(2AA) of the Companies Act, 1956, Directors confirm that:

- I) In the preparation of the annual accounts for the year 2013-2014, the applicable Accounting Standards have been followed and along with proper explanation relating to material departure;
- II) They have selected such accounting policies & applied them consistently & made judgments & estimates that are reasonable & prudent, so as to give a true & fair view of the state of affairs of the Company at the end of the financial year & of the profits of the Company for the year;
- III) They have taken proper & sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company & for preventing & detecting fraud & other irregularities; and

IV) They have prepared the annual accounts on a going concern basis.

ACKNOWLEDGEMENT

Your Directors would like to expose their grateful appreciation for the co-operation received from its Bankers, Government Authorities, Customers, Vendors, Business Associates and Shareholders during the year under review. Your Directors also wish to place in record their deep sense of appreciation for the committed services of the executive, staff and workers of the Company.

CONCLUSION

Your Company's Board and employees are inspired by their vision of sustaining of the Company as a dynamic and valuable Company through world class performance, creating enduring value for all stakeholders, including the shareholders and the Indian Society. The Company is continuously engaged in upgrading strategic capability to effectively address the challenge of growth in an increasingly competitive market. The vision of enlarging your Company's contribution to the Indian economy is manifest in the creation of unique business models that foster international competitiveness. Propelled by this vision and powered by the internal vitality, your Directors look forward to the future with confidence.

For and on behalf of the Board of Directors

Date: 30th June, 2014

Place: Jaipur

**Sd/-
PRADEEP SAXENA
(Director)**

**Sd/-
GIRDHAR GOPAL SABOO
(Managing Director)**

ANNEXURE "A" TO THE DIRECTOR'S REPORT:

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Energy conservation measures have been implemented wherever possible and company is using improved operational method in order to optimize the consumption of energy per unit. The company is continuously doing research and development regarding production of highest quality salt to meet the demands of its high profile customers. The Company has taken R.S.E.B. connection and is now drawing electricity from the state grid at the cost of approximately Rs. 7.50 per unit as against Rs. 15/- per unit it was spending on its own captive diesel generation sets. The company has solar power plant at Rajgarh Madhya Pradesh and generating electricity. Company produced 1736 REC which are being sold to Indian Energy Exchange and Power Exchange India Limited. The Company has finalized an export deal with a Qatar company and as of now the Company is the largest exporter of salt. The Foreign Exchange Earning and Foreign Exchange Outgo has been USD 15321 on account of imports and exports etc. The company is in quest of exporting more and more in the foreign countries to stamp a place for itself all around the world. The Company has been getting good response from the foreign countries.

ANNEXURE "B" TO THE DIRECTOR'S REPORT:

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Saboo Sodium Chloro Limited is the largest salt refinery in North India producing Surya Iodized Salt, Tota Iodized Salt, Saboo Iodized Salt and all types of Industrial Salt. The Company is the most prominent and the largest manufacturer of salt in North India. Looking at the rapid economy growth of the Country and rising living standard there is good growth in the consumption of refined iodized salt and we feel that every year the refined iodized salt market is growing by 20%. People who are using unbranded non refined common salt are now switching rapidly to triple refined free flow iodized salt due to more awareness of health issues and television advertising.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company proposed to capture the growth potential in FMCG products by entering in retailing of the same.

OUTLOOK

Company continues to enjoy strong support from its promoters. As the Company has entered into the manufacturing of spices and Industrial Salt arena, the business is poised to grow well in to the future. The Company is also planning to enter in the retail market by retailing the FMGC products.

OPPORTUNITIES, THREATS, RISK AND CONCERNS

In the current age of liberation and globalization your board consider it appropriate to explore new business areas / opportunities to broad base investment and industry presence, to attain its main purpose of delivering long term value to the shareholders of new improved means as etc. hence your Company has diversified its

line of business to manufacturing industries by commencement of new business of manufacturing the spices and industrial salt. Also looking towards the high growth in the retailing sectors in the coming years ahead the company is also planning to enter in the retail market of FMCG products.

As Company planning to enter into the food item business at a large scale the business is poised to grow well in the future. Company is also coming with the following projects:-

- Solar Power Plant at Rajgarh, Kolayat ,Bikaner & Nawa City ,Rajasthan
- Setting Up Guar Gum Plant at Gandhidham Gujarat

However, due to increase in the rate of interest and lack of Government support in the food business areas, and due to the uncertainties in the Government Policies, the market of the food business is not as promising as previously thought of.

CHALLENGES

Now the Company is working on building its own brand image. The Company is also setting up its own network for marketing and selling its spices and industrial salt. The brand building image will require recruitment of high quality manpower and setting up of distribution network on large scale. The management is also contemplating of taking steps for cost reduction in order to improve the financial position.

INTERNAL CONTROL SYSTEM

The company remains committed to ensure an effective internal control that provides assurance on the efficiency of operations and security of assets. Your company's well established and robust internal audit processes, both at business and corporate levels, continuously monitor the effectiveness of the internal control environment across the company and the status of compliance with operating systems, internal policies and regulatory requirements. The company has also undertaken steps to implement new control measures in line with best global practices.

HUMAN RESOURCE DEVELOPMENT

Of all the resources available to the Company, Human Resource is the only asset that appreciates with time. In its continued efforts to nurture the best human talent, during the year the management continued with its strategy of imparting professional training to the executives and staff at various levels with a view to upgrade their competency and remove all levels of inefficiency in order to make the Company more competitive. This is not a luxury, but a necessity, if the Company has to survive in a globally competitive market, providing better product at better cost requires additional efforts to develop skills and efficiency in the new appointees to face the challenge.

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Corporate Governance is about promoting corporate fairness, transparency, accountability and integrity of the management. It also aims to align, as nearly as possible, the interests of individuals, corporations and society and thereby enhancing the stakeholders' value. Good corporate governance practices have always been an integral part of the Company's philosophy. The commitment to good corporate governance practices predates the laws and mandates of the Securities and Exchange Board of India (SEBI) and the stock exchanges through Clause 49 of their listing agreements. Given below are the Company's corporate governance policies and practices:

2. BOARD OF DIRECTORS

The Board of Directors provides strategic direction and thrust to the operations of the Company, thereby enhancing the value of the stakeholders.

- **Composition**

The Board has an optimum combination of Executive and Non-Executive Directors, and is in conformity with Clause 49 of the Listing Agreement with the stock exchange, in which the Company's shares are listed. The composition of the Board as on March 31, 2014 was as under:

1. Promoter & Executive Chairman
2. Non-Executive & Independent 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. All the Directors have made the requisite disclosures regarding committee positions held by them in other companies.

- **Details of meeting held**

The Board met 11 times on the following dates during the financial year 2013-2014:

6th Apr, 2013; 06th May, 2013; 31st May, 2013; 08th June, 2013; 21st June, 2013; 26th July, 2013; 03rd Aug, 2013; 02nd Sep, 2013; 13th Nov, 2013, 04th Feb, 2014, 14th Feb 2014.

- **Category and Attendance of Directors**

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the financial year 2013-2014 and at the last Annual General Meeting (AGM), as also the number of Directorships and Committee positions held by them in other Public Limited Companies as on March 31, 2014 are as follows:

Name of Directors	Status	Board Meetings attended during the year	Attendance at last AGM	Number of Directorship Held in other Public companies	Board Committee Membership/ Chairmanship held in other Public companies
Shri Girdhar Gopal Saboo	Executive Director	10	Yes	1	NIL
Shri Pradeep Saxena	Non- Executive Director and Independent	9	Yes	1	NIL
Shri Bikash Kumar Lakhotia	Non- Executive Director and Independent	6	Yes	NIL	NIL
Shri Neeraj Kumar Agarwal	Non- Executive Director and Independent	4	Yes	NIL	NIL

Shareholding of Non-Executive Directors as on March 31, 2014 is as under:

Sr. No.	Name	No. of shares held	% of Paid-up Capital
1.	Shri Pradeep Saxena	NIL	-
	Shri Bikash Kumar Lakhotia	NIL	
2.	Shri Neeraj Kumar Agarwal	NIL	-

3. AUDIT COMMITTEE

The Audit Committee has been constituted as per Section 292A of the Companies Act, 1956 and the guidelines set out in the Listing Agreements with the Stock Exchanges. The terms of reference include:

- To investigate any activity within its terms of reference.
- To seek information from any employee/ records of the Company.
- To obtain outside legal or other professional advice.

- Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Major accounting entries based on exercise of judgment by management.
- Compliance with accounting standards
- Compliance with Stock Exchange and legal requirements concerning financial statements.
- Any changes in accounting policies and practices.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Reviewing the adequacy of internal audit function.
- Discussion with internal auditor regarding any significant findings and follow up thereon.
- Discussion with external auditors before the audit commences the nature and scope. of audit as well as has post-audit discussion to ascertain any area of concern.
- Review the functioning of the Whistle Blower mechanism.
- Any other item referred to it by the Board.

Composition:

<i>Name</i>	<i>Designation</i>	<i>Category</i>
Shri Pradeep Saxena	Chairman	Non-Executive & Independent Director
Shri Bikash Kumar Lakhotia	Member	Non-Executive & Independent Director
Shri Neeraj Kumar Agarwal	Member	Non-Executive & Independent Director
Shri N. Kataria	Statutory Auditor	Chartered Accountant
Ms. Anagha Bangur *	Compliance Officer	Compliance Officer
Mr. Kapil Kumar Kumawat**	Compliance Officer	Compliance Officer

*Ms Anagha Bangur upto 7th December, 2013

**Mr. Kapil Kumar Kumawat 4th February , 2014

Meetings held :

The committee met 5 times on the following dates during the financial year 2013-2014:

06th May,2013; 26th July,2013; 27th Aug 2013, ; 13th Nov,2013 ; 14th Feb 2014

Category and Attendance of members:

The names and categories of the Directors on the Committee, their attendance at the Meetings held during the Financial Year 2013-2014 are as follows:

<i>Name</i>	<i>Category</i>	<i>Attendance</i>
Shri Pradeep Saxena	Non-Executive & Independent Director	5
Shri Bikash Kumar	Non-Executive & Independent Director	4
Shri Neeraj Kumar Agarwal	Non-Executive & Independent Director	2

Members of the Audit Committee have requisite financial and management expertise and have held or hold senior positions in other reputed organization.

The Statutory Auditors, Internal Auditors and the Compliance Officer are invited to attend and participate in the meeting of the Committee. The Compliance Officer acts as the Secretary to the Committee.

4. REMUNERATION COMMITTEE

The terms of reference of the remuneration committee includes among others:

- To review, assess and recommend to the Board the appointment of the executive and non-executive Directors and the compensation payable to him.
- To consider and recommend human resource policies relating to the compensation and performance management.

Composition:

<i>Name</i>	<i>Designation</i>	<i>Category</i>
Shri Pradeep Saxena	Chairman	Non-Executive & Independent Director
Shri Bikash Kumar	Member	Non-Executive & Independent Director
Shri Neeraj Kumar Agarwal	Member	Non-Executive & Independent Director

During the period under review, the committee met once on 28th Aug, 2013

Category and Attendance of members:

The names and categories of the Directors on the Committee, their attendance at the Meetings held during the Financial Year 2013-2014 are as follows:

<i>Name</i>	<i>Category</i>	<i>Attendance</i>
Shri Bikash Kumar Lakhota	Non-Executive & Independent Director	1
Shri Pradeep Saxena	Non-Executive & Independent Director	1
Shri Neeraj Kumar Agarwal	Non-Executive & Independent Director	1

The Non Executive Directors do not draw any remuneration including the sitting fees. The details of the remuneration payable to the Managing Director (Executive) for the financial year 2013-14 are:

Salary	Rs. 19,20,000/- per annum
Allowance	Rs. 10,80,000/- per annum

5. **SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE**

The Board of Directors constituted the shareholders/ investors' grievance committee to look into redressal of investors' complaints like share transfers, non-receipt of annual reports, issue of duplicate share certificate, transfer and transmission of shares and other allied transactions. Its scope also includes delegating the powers to the executives of Company/ share transfer agents to process share transfers etc.

Composition:

<i>Name</i>	<i>Designation</i>	<i>Category</i>
Shri Pradeep Saxena	Chairman	Non-Executive & Independent Director
Shri Girdhar Gopal Saboo	Member	Executive Director
Shri Neeraj Agarwal	Member	Non-Executive & Independent Director
Ms. Anagha Bangur *	Compliance Officer	Compliance Officer
Mr. Kapil Kumar Kumawat**	Compliance Officer	Compliance Officer

*Ms. Anagha Bangur upto 7.12.2013

**Mr. Kapil kumar kumawat w.e.f. 04.02.2014

Meetings held:

The Board met 4 times on the following dates during the financial year 2013-14:

29th May 2013, 07th Jun, 2013, 31st Dec, 2013 21st Mar 2014

Category and Attendance of members:

The names and categories of the Directors on the Committee, their attendance at the Meetings held during the Financial Year 2013-2014 are as follows:

<i>Name</i>	<i>Category</i>	<i>Attendance</i>
Shri Girdhar Gopal Saboo	Executive Director	3
Shri Pradeep Saxena	Non-Executive & Independent Director	4
Shri Neeraj Kumar Agarwal	Non-Executive & Independent Director	4

Status of Investor Complaints

During the year under review, neither any complaint was pending as on 31st March, 2014 nor was any complaint received.

6. GENERAL BODY MEETINGS

The details of Annual General Meetings held in the last three years are given below:

AGM/EGM	Date	Time	Venue
AGM	17.09.2011	11.00 am	L-5, B-II Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.
AGM	14.09.2012	11.00 am	L-5, B-II Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.
AGM	24.09.2013	1.00 pm	L-5, B-II Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.

Extra Ordinary General Meeting during past three years

During the financial year 2013-2014, an Extra-Ordinary General Meeting of the members of the company was held on 26th June, 2013 for the purpose of Increase in Authorized Share Capital of the Company.

During the financial year 2013-2014, an Extra-Ordinary General Meeting of the members of the company was held on 26th Aug, 2014 for the purpose of Issue of Warrants on Preferential Basis.

7. CODE OF CONDUCT

The Board has laid down a code of conduct for the Directors and the employees of the Company. The code is being followed in true letter and spirit.

8. DISCLOSURES

There are no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their relatives etc. that may have potential conflict with the interests of the Company at large.

During the last three years, no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authorities on matters related to capital market.

The Company has adopted a Whistle Blower policy and has established the necessary mechanism in line with clause 7 of Annexure 1D to Clause 49 of the Listing Agreement with the Stock Exchange, for employees to report concerns about unethical behaviors. No personnel have been denied access to the audit committee.

9. MEANS OF COMMUNICATION

In compliance with the requirements of Listing Agreement, the Company regularly intimates un-audited as well as audited financial results to the Stock Exchanges immediately after they are taken on record by the Board. Moreover, the said results were put up on the BSE website, apart from being published in Dainik Samachar" and "Adhikar".

Management Discussion and Analysis Report forms part of the annual Report

10. GENERAL SHAREHOLDER INFORMATION

a. Annual General Meeting

Annual General Meeting of the Company will be held on Tuesday, September 30th, 2014 at 1:00 P.M. at L-5, B-II, Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.

Special resolution is proposed to be passed by Postal Ballot at the aforesaid Annual General Meeting for creation of security/charge/hypothecation under section 180(1)(a) and to increase and set up borrowing limits of the company under section 180(1) (c) for which separate notice will be dispatched.

b. Financial Calendar (Tentative)

- Result for the qtr ending June 30, 2013 Within 45 days from the end of the quarter.
- Result for the qtr ending Sep 30, 2013 Within 45 days from the end of the quarter.
- Result for the qtr ending Dec 31, 2013 Within 45 days from the end of the quarter.
- Result for the qtr ending Mar 31, 2014 Within 45 days from the end of the quarter.

c. Book Closure Date

The Share Transfer Register of the Company shall remain closed from 20th September, 2014 to 30th September, 2014 (both days inclusive).

d. Dividend

No dividend being recommended by the Board during the year.

e. Listing of Equity Shares in Stock Exchange

The share of the Company are Listed at Jaipur, Ahmedabad, Delhi, Calcutta and Mumbai.

f. Demat ISIN exchange number in NSDL & CDSL for equity shares

INE44C01016

g. Stock Code

Bombay Stock Exchange Limited, Mumbai 530461.

h. Market Price data

The high and low prices of every month during the financial year 2013-2014 are given below:

<i>Month</i>	<i>High Price</i>	<i>Low Price</i>	<i>No. of Shares</i>	<i>No. of trades</i>	<i>BSE Sensex High</i>
<i>Apr-13</i>	10.99	8.22	131297	735	19622.68
<i>May-13</i>	10.49	8.02	45818	258	20443.62
<i>June-13</i>	9.8	6.51	81466	692	19,860.19
<i>Jul-13</i>	9.42	6.36	38710	283	20,351.06
<i>Aug-13</i>	10.8	6.21	21245	64	19,569.20
<i>Sep-13</i>	11.99	7.69	258	11	20,739.69
<i>Oct-13</i>	11.41	10.27	737	16	21,205.44
<i>Nov-13</i>	10.29	8.84	710	9	21,321.53
<i>Dec-13</i>	10	8.4	1157	18	21,483.74
<i>Jan-14</i>	10.71	7	32783	63	21,409.66
<i>Feb-14</i>	8.82	6.37	5400	36	21,140.51
<i>Mar-14</i>	7.2	5.57	12959	86	22,467.21

Source: BSE website

i. REGISTRAR & SHARE TRANSFER AGENT

M/S Beetal Financial & Computer Services (P) Ltd
 Beetal house, 3rd floor, 99, Madangir
 Behind Local Shopping Centre
 Near Dada Harsukhdas Mandir, New Delhi-62
 Telephone no. 011 2996 1281/82
 Fax: 011 2996 1284

j. SHARE TRANSFER SYSTEM

With a view to expedite the process of share transfers, the Board of Directors of the Company has delegated the power of share transfer to Shareholders' & Investor Grievances Committee. As on date all the work related to the shares both held in physical and electronic form is handled by RTA. All correspondences are to be directed to the RTA at the address mentioned above. The correspondences may also be sent at the Company's address which will be sent by the Company to RTA. Share transfer is normally affected within the maximum period of 30 days from the date of receipt, if all required documentation is submitted.

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2014

Shareholding of Nominal value	Number of Shareholders	% of Total	No. of Shares	Amount in Rs.	% of Total
Up to 5000	2746	75.98	547164	5471640	2.8524
5001 to 10000	373	10.32	320993	3209930	1.6734
10001 to 20000	215	5.95	338440	3384400	1.7643
20001 to 30000	98	2.71	252392	2523920	1.3157
30001 to 40000	45	1.25	160933	1609330	0.8390
40001 to 50000	22	0.61	102795	1027950	0.5359
50001 to 100000	52	1.44	369595	3695950	1.9267
100000 & Above	63	1.74	17090188	170901880	89.0926
Total	3614	100	19182500	191825000	100

I. SHARE HOLDING PATTERN AS ON 31ST MARCH, 2014

CATEGORY CODE	CATEGORY OF SHAREHOLDERS	NUMBER OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NUMBER OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A PERCENTAGE OF TOTAL NUMBER OF SHARES		SHARES PLEDGED OR OTHERWISE ENCUMBERED	
					AS A PERCENTAGE OF (A+B)	AS A PERCENTAGE OF (A+B+C)	NUMBER OF SHARES	AS A PERCENTAGE
(A)	SHAREHOLDING OF PROMOTER AND PROMOTER GROUP							
(1)	INDIAN							
(A)	INDIVIDUALS/HINDU UNDIVIDED FAMILY	3	9752839	9752839	50.84	50.84	0	0.00
(B)	CENTRAL GOVERNMENT/STATE GOVERNMENT (S)	0	0	0	0.00	0.00	0	0.00
(C)	BODIES CORPORATE	3	726323	726323	3.79	3.79	0	0.00
(D)	FINANCIAL INSTITUTIONS/BANKS	0	0	0	0.00	0.00	0	0.00
(E)	ANY OTHER							
	DIRECTORS & THEIR RELATIVES	0	0	0	0.00	0.00	0	0.00
	SOCIETIES	0	0	0	0.00	0.00	0	0.00
	PARTNERSHIP FIRMS	0	0	0	0.00	0.00	0	0.00
	RBI	0	0	0	0.00	0.00	0	0.00
	EMP. WELFARE FUND	0	0	0	0.00	0.00	0	0.00
	ESOP/ESOS	0	0	0	0.00	0.00	0	0.00
	TRUSTS	0	0	0	0.00	0.00	0	0.00
	SUB-TOTAL (A) (1)	6	10479162	10479162	54.63	54.63	0	0.00
(2)	FOREIGN							
(A)	INDIVIDUALS (NON-RESIDENT INDIVIDUALS/FOREIGN INDIVIDUALS)	0	0	0	0.00	0.00	0	0.00

ANNUAL REPORT 2013-2014



SCRIP CODE : SCRIP NAME : SABOO SODIUM CHLORO LIMITED SCRIP TYPE :- EQUITY

(B)	BODIES CORPORATE	0	0	0	0.00	0.00	0	0.00
(C)	INSTITUTIONS	0	0	0	0.00	0.00	0	0.00
(D)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0.00	0	0.00
(E)	ANY OTHER DIRECTORS & THEIR RELATIVES	0	0	0	0.00	0.00	0	0.00
	SOCIETIES	0	0	0	0.00	0.00	0	0.00
	PARTNERSHIP FIRMS	0	0	0	0.00	0.00	0	0.00
	EMP.WELFARE FUND	0	0	0	0.00	0.00	0	0.00
	TRUST	0	0	0	0.00	0.00	0	0.00
	ESOP/ESOS	0	0	0	0.00	0.00	0	0.00
	SUB-TOTAL (A) (2)	0	0	0	0.00	0.00	0	0.00
	TOTAL SHAREHOLDING OF PROMOTER AND PROMOTER GROUP (A) = (A) (1) + (A) (2)	6	10479162	10479162	54.63	54.63	0	0.00
(B)	PUBLIC SHAREHOLDINGS							
(1)	INSTITUTIONS							
(A)	MUTUAL FUNDS/UTI	5	34600	0	0.18	0.18	0	0.00
(B)	FINANCIAL INSTITUTIONS/ BANKS	0	0	0	0.00	0.00	0	0.00
(C)	CENTRAL GOVERNMENT/ STATE GOVERNMENT (S)	0	0	0	0.00	0.00	0	0.00
(D)	VENTURE CAPITAL FUNDS	0	0	0	0.00	0.00	0	0.00
(E)	INSURANCE COMPANIES	0	0	0	0.00	0.00	0	0.00
(F)	FOREIGN INSTITUTIONAL INVESTORS	0	0	0	0.00	0.00	0	0.00
(G)	FOREIGN VENTURE CAPITAL INVESTORS	0	0	0	0.00	0.00	0	0.00
(H)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0.00	0	0.00
(I)	ANY OTHER FOREIGN FIN INST	0	0	0	0.00	0.00	0	0.00
	FOREIGN MUT.FUND	0	0	0	0.00	0.00	0	0.00
	F.F.I./BANKS	0	0	0	0.00	0.00	0	0.00
	STRESSED ASSET STABILISATION FUND	0	0	0	0.00	0.00	0	0.00
	STATE FIN. CORP.	0	0	0	0.00	0.00	0	0.00
	SUB-TOTAL (B) (1)	5	34600	0	0.18	0.18	0	0.00



ANNUAL REPORT 2013-2014

SCRIP CODE : SCRIP NAME : SABOO SODIUM CHLORO LIMITED SCRIP TYPE :- EQUITY

(2)	NON-INSTITUTIONS							
(A)	BODIES CORPORATE	108	4507122	4495822	23.50	23.50	0	0.00
(B)	INDIVIDUALS							
	I. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO RS. 1 LAKH	3380	1866164	1473629	9.73	9.73	0	0.00
	II. INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF RS. 1 LAKH	43	2228769	2178769	11.62	11.62	0	0.00
(C)	QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0.00	0	0.00
(D)	ANY OTHER							
	TRUSTS	0	0	0	0.00	0.00	0	0.00
	DIRECTORS & THEIR RELATIVES	0	0	0	0.00	0.00	0	0.00
	FOREIGN NATIONALS	0	0	0	0.00	0.00	0	0.00
	ESCROW ACCOUNT	0	0	0	0.00	0.00	0	0.00
	MARKET MAKER	0	0	0	0.00	0.00	0	0.00
	NRI	11	7218	7218	0.04	0.04	0	0.00
	OCB	0	0	0	0.00	0.00	0	0.00
	SOCIETIES	0	0	0	0.00	0.00	0	0.00
	CLEARING MEMBERS	11	11264	11264	0.06	0.06	0	0.00
	SHARES INTRANSIT	0	0	0	0.00	0.00	0	0.00
	HUF	50	48201	48201	0.25	0.25	0	0.00
	NRIS/OCBS	0	0	0	0.00	0.00	0	0.00
	FOREIGN CORPORATE BODIES	0	0	0	0.00	0.00	0	0.00
	PARTNERSHIP FIRMS	0	0	0	0.00	0.00	0	0.00
	CUSTODIAN OF ENEMY PROPERTY	0	0	0	0.00	0.00	0	0.00
	FOREIGN COLLABORATORS	0	0	0	0.00	0.00	0	0.00
	ESOP/ESOS/ESPS	0	0	0	0.00	0.00	0	0.00
	SUB-TOTAL (B) (2)	3603	8668738	8214903	45.19	45.19	0	0.00
	TOTAL PUBLIC SHAREHOLDING (B) = (B) (1) + (B) (2)	3608	8703338	8214903	45.37	45.37	0	0.00
	TOTAL (A) + (B)	3614	19182500	18694065	100.00	100.00	0	0.00
(C)	SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED							
1	PROMOTER AND PROMOTER GROUP	0	0	0	0.00	0.00	0	0.00
2	PUBLIC	0	0	0	N. A.	0.00	0	0.00
	GRAND TOTAL (A) + (B) + (C)	3614	19182500	18694065	N. A.	100.00	0	0.00

m. DEMATERIALISATION OF SHARES

The shares of the Company are in compulsory demat segment and are available for trading in the depository systems of both the National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL). As on 31st March 2014, 18694065 equity shares of the Company forming 97.454% of the share capital of the Company stand dematerialized.

LIQUIDITY OF SHARES

The Equity Shares of the Company have been regularly traded at Mumbai Stock Exchange.

n. OUTSTANDING GDRs/Warrants and Convertible Instruments

The Company has issued 40 lacs Warrants which is being converted into Equity Shares of the Company during the year.

o. PLANT LOCATIONS

1. Village Govindi, Nawa City, Distt: Nagour 341509 (Rajasthan)
2. Survey No.416,Village Moti Chirai,Taluka Bachau,Gandhidham(Gujarat)

p. ADDRESS FOR CORRESPONDENCE

M/S Beetal Financial & Computer Services (P) Ltd
Beetal house, 3rd floor, 99, Madangir
Behind Local Shopping Centre
Near Dada Harsukhdas Mandir, New Delhi-62
Telephone no. 011 2996 1281/82
Fax: 011 2996 1284

Shareholders may also contact to:

The Compliance officer:
L-5, B II Krishna Marg C-Scheme, Jaipur-302001,
Rajasthan.

11. SECRETARIAL AUDIT

For each of the quarter in the financial year 2013-14, M/s Naredi Vinod & Associates, Company Secretaries, Jaipur carried out secretarial audits to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued and listed capital. The audit report confirm that the total issued/ paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

12. CIN

The Corporate Identification Number (CIN) of the Company as allotted by Ministry of Company Affairs is: L24117RJ1993PLC007830.

13. CEO/CFO CERTIFICATE

Certificate from CEO/CFO for the financial year ended March 31, 2014 has been given elsewhere in the Annual Report.

FOR and on behalf of the Board of Directors

Sd/-

Date: 30th June, 2014
Place: Jaipur

PRADEEP SAXENA
(Director)

Sd/-

GIRDHAR GOPAL SABOO
(Managing Director)

AUDITORS' REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENTS

**To,
The Members,
SABOO SODIUM CHLORO LIMITED.**

We have examined the compliance of conditions of corporate governance by SABOO SODIUM CHLORO LIMITED for the year ended on 31st March, 2014, as stipulated in clause 49 of the listing agreement of the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company, for ensuring 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 explanation given to us, we certify that the Company has generally complied with the conditions of corporate governance as stipulated in the above mentioned listing agreement.

We state that no investor grievances are pending for a period exceeding one month against the Company as per records maintained by the Shareholders'/Investors' Grievance Committee.

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

**Date: 30th June, 2014
Place: Jaipur**

**For N.Kataria & Associates,
Chartered Accountants**

**Sd/-
Nikhilesh Kataria, FCA
Proprietor
Membership No. 79048**

SECRETARIAL STANDARDS REPORT

To,
**THE BOARD OF DIRECTORS OF
SABOO SODIUM CHLORO LTD.**

We have examined the relevant registers, records and documents maintained by Saboo Sodium Chloro Ltd. ("the Company") for the financial year ended March 31, 2014 for compliances of Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) relating to Meetings of the Board of Directors (SS1) and General Meetings (SS2) as applicable during the Financial Year 2013-14.

The management has voluntarily decided to adhere to the Secretarial Standards and comply with the same. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the above said Secretarial Standards.

In our opinion and to the best of our information and according to the explanation given and documents/papers furnished to us, we report that the Company has complied with applicable Secretarial Standards relating to Meetings of the Board of Directors (SS1) and General Meetings (SS2).

Jaipur

30/ June/ 2014

For Vinod Naredi and Associates

Sd/-
Vinod Naredi
Company Secretary
PCS: 20453
CP:7994

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL
WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its Board of Directors and Senior Management Personnel.

I confirm that the Company has, in respect of the financial year ended March 31, 2014, received from the members of the Board and the senior management team of the Company, a declaration of compliance with the Code of Conduct as applicable to them.

Place: Jaipur
Date: 30th June, 2014

Sd/-
GIRDHAR GOPAL SABOO
(Managing Director)

CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO)

We, Girdhar Gopal Saboo, Chief Executive Officer and V.P. Gagrani Chief Financial Officer of Saboo Sodium Chloro Limited certify:

That we have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2014 and that to the best of our knowledge and belief;

- These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading.
- These statements present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- That 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 violate of the Company's code of conduct;

We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation on internal controls, if any, of which we are aware and the steps that we have taken or propose to take to rectify the identified deficiencies.

We have informed the auditors and the audit committee of:

- significant changes in internal control during the year;
- significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

Place: Jaipur
Date: 30th June, 2014

Sd/-
GIRDHAR GOPALSABOO
Chief Executive Officer

Sd/-
V.P. GAGRANI
Chief Financial Officer

REPORT OF THE AUDIT COMMITTEE

To,
The Shareholders,
SABOO SODIUM CHLORO LIMITED,
JAIPUR

The Audit Committee of the Board of Directors comprises of 3 Directors (Non-Executive & Independent Directors) of the Company. The Committee operates under a written charter adopted by the Board of Directors, and has been vested with all the powers necessary to effectively discharge its responsibilities.

The committee has primary responsibility for the financial statements and reporting process including the systems of internal controls. During the year, the Committee discussed with the Company's auditors about the overall scope and plans for their audit. The Committee also discussed the result of their examination, their evaluation of the Company's internal controls and the overall quality of the Company's financial reporting.

In fulfilling its oversight responsibilities, the committee has reviewed and discussed the Company's audited financial statements with the management. Relying on the review and discussions with the management and the auditors, the Audit Committee believes that the Company's financial statements are fairly presented in all material aspects.

Further the Committee has recommended that for the year 2013-14, the Board re-appoint M/s N. Kataria & Associates as Statutory Auditors.

The Company's Code of Business Conduct and Ethics has the mechanism whereby no personnel intending to make a complaint relating to Securities and financial reporting shall be denied access to the Audit Committee.

Place: Jaipur
Date: 30th June, 2014

Sd/-
Pradeep Saxena
(Chairman)
Audit Committee



N. KATARIA & ASSOCIATES
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Saboo Sodium Chloro Limited,
Jaipur

Reports on the Financial Statements

We have audited the attached balance sheet of Saboo Sodium Chloro Ltd. as at 31st March 2014, the profit and loss account and also the cash flow statement for the year ended on that date annexed thereto and summary of significant accounting policies and other explanatory information, which have been signed under reference to this report.

Management's Responsibility for the Financial Statements

The 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 read with the General Circular 15/ 2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility also includes create, implement and maintain the internal control systems relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of 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 auditors' 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 auditors consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.

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

Report on Other Legal & Regulatory Requirement

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 Companies Act, 1956 and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.*
2. *Further to our comments in the Annexure referred to above, we report that:*
 - (i) *We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;*
 - (ii) *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;*
 - (iii) *The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account ;*
 - (iv) *In our opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/ 2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013;*
 - (v) *On the basis of written representations received from the directors, as on 31st March 2014 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;*

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, 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 balance sheet, of the state of affairs of the Company as at 31st March 2014;*
- (b) *in the case of profit and loss account, 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.*

*For N. Kataria & Associates
Chartered Accountants*

*Place: Jaipur
Dated: 30-06-2014*

*Sd/-
(Nikhilesh Kataria, FCA)
Proprietor*

*M. No. 79048N. KATARIA & ASSOCIATES
CHARTERED ACCOUNTANTS
Annexure to the Auditor's Report
(as referred to in paragraph 3 of the said report)*

(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 Companies Act, 1956)

On the basis of the books and records examined by us in the normal course of audit on such test checks, as we considered necessary and to the best of our knowledge and belief, we state that:

- (i)
- (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;*
 - (b) The management has physically verified these fixed assets at reasonable intervals and no material discrepancies were noticed on such verification;*
 - (c) In our view, no substantial part of the fixed assets has been disposed off during the year.*
- (ii)
- (a) Physical verification of inventory has been conducted at reasonable intervals by the management;*
 - (b) 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) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification and even if there were any, the same was properly dealt with in the accounts.*
- (iii)
- (a) The Company has not taken any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act.*
 - (b) The Company has granted advances to loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act. The outstanding balances of the same were as follows: Rajasthan Mega Developers Pvt. Ltd. - 101.23 lacs, Fortress Hotels & Resorts Pvt Ltd. 66.29 lacs, Nawa Hotels & Resorts Pvt. Ltd. 22.60 lacs, Saboo Damodar Roapways Pvt. Ltd. 4.32 lacs, Nawa Salts Pvt. Ltd. - .14 lacs.*
 - (c) In our opinion, the rate of interest and other terms and conditions of loans/ advance given or taken by the Company, secured or unsecured, are not prima facie prejudicial to the interest of the Company. However, in case of advance made, no interest is being charged from the parties*
 - (d) The Company is regular in repaying the principal amount of the loan/ advance.*
 - (e) There is no overdue amount of loans/ advances taken or granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act.*
- (iv) *In our opinion and according to the information and explanation given to us, there is an adequate internal control procedure commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods.*
- (v)
- (a) According to the information and explanation given to us, we are of the opinion that the transactions that need to be entered into a register in pursuance of section 301 of the Act, have been entered, as also explained to us by the management;*
 - (b) According to the information and explanation given to us, we are also of the opinion that each of these transactions has been made at prices, which are reasonable having regard to the prevailing*

- market prices at the relevant time.
- (vi) According to the information and explanations given to us, the Company has not accepted deposits from the public as referred to in sections 58A and 58AA of the Companies Act, 1956.
- (vii) We are of the opinion that the Company has an internal audit system commensurate with its size and nature of business.
- (viii) We have broadly reviewed the books of account maintained by the Company in respect of products where, pursuant to the rules made by the Central Government of India, the maintenance of cost records has been prescribed under clause (d) of sub-section (1) of section 209 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete
- (ix) (a) The Company is regular in depositing statutory dues including provident fund, income-tax, sales-tax, wealth tax, custom duty, cess etc. with the appropriate authorities
(b) According to the information and explanations given to us, there were no undisputed amounts outstanding in respect of provident fund, investor education and protection fund, income-tax, sales-tax, wealth tax, custom duty etc. for more than six months. However, there remains service tax liability on the company due to reverse charge mechanism under the Service Tax. Such liability is estimated to be Rs. 0.72 lacs which has not been accounted for by the company. Further, certain demands have been raised by revenue authorities under Custom & Income Tax. However, the same is disputed by the company and the matter is pending before the appropriate authorities.
- (x) The accumulated losses of the Company did not exceed fifty per cent of its net worth and there are no cash losses in the current or previous financial year.
- (xi) The Company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- (xii) In our opinion, adequate documents and records are maintained in cases where the Company has not granted loans and advances on the basis of security, by way of pledge of shares, debentures and other securities.
- (xiii) The provisions of any special statute like nidhi/mutual benefit fund/societies etc. are not applicable to the Company.
- (xiv) We are of the opinion that the Company has maintained proper records of the transactions in the shares, securities, debentures and other investments held by the Company and timely entries have been made therein. Such shares/securities has been held by the Company in its own name.
- (xv) As per the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) In our opinion, term loans were applied for the purpose for which the loans were obtained, as also explained to us by the management.
- (xvii) According to the information and explanations given to us and on the basis of overall examination of the financial statement, we are of the opinion that the funds raised on short-term basis have not been used for long term investment. Similarly, no short-term investment has been made out of long-term funds raised during the year.
- (xviii) According to the information and explanations given to us, during the year under consideration, the Company has made preferential allotment of shares to Girdhar Saboo, Tiger Salts Private Limited, Nawa Hotels and Resorts Private Limited and Nawa Salts Private Limited which are covered in the Register maintained under section 301 of the Act.

- (xix) *According to the information and explanations given to us, the Company has not issued any debenture during the year under consideration.*
- (xx) *According to the information and explanations given to us, during the year under consideration, the Company has not raised any money by way of public issue.*
- (xxi) *According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year under consideration.*

*For N. Kataria & Associates
Chartered Accountants*

*Place: Jaipur
Dated: 30-06-2014*

*S/d/-
(Nikhilesh Kataria, FCA)
Proprietor*

M. No. 79048

BALANCE SHEET AS AT 31st MARCH, 2014

	Note	As at 31.3.2014 (in Rs.)	As at 31.3.2013 (in Rs.)
I. EQUITY AND LIABILITIES			
Shareholders Fund			
Share Capital	2	191,825,000	151,825,000
Reserve & Surplus	3	15,560,339	11,670,042
		207,385,339	163,495,042
Share Application Money Pending Allotment	4	-	2,020,500
Non-current Liabilities			
Long Term Borrowings	5	138,935,937	94,075,623
Deferred Tax Liabilities	6	14,467,638	10,024,889
Long Term Provision	7	1,381,012	1,369,482
		154,784,587	105,469,994
Current Liabilities			
Short Term Borrowings & Advances	8	17,194,233	87,243,685
Trade Payables	9	37,926,100	84,335,188
Liability Towards Employees	10.1	954,266	976,504
Other Current Liabilities	10.2	2,182,030	1,884,341
Short Term Provisions	11	4,454,092	5,131,189
		62,710,721	179,570,907
Total Liabilities		424,880,647	450,556,442
II. ASSETS			
Non-current Assets			
Fixed Assets			
Tangible Assets	12	214,041,459	224,774,074
Intangible Assets		118,200	118,200
Capital Work In Progress		47,656,724	59,790,621
		261,816,383	284,682,895
Non Current Investments	13	11,240,004	26,236,004
Long Term Loans & Advances	14	11,481,033	9,571,009
Other Non-current Assets	15	1,182,987	1,530,383
		23,904,024	37,337,396
Current Assets			
Current Investments	16	39,756,359	4,243,115
Inventories	17	45,172,401	34,739,070
Trade Receivables	18	20,088,091	6,696,014
Cash & Cash Equivalents	19	2,258,123	1,811,553
Short Term Loans & Advances	20	28,912,492	78,412,530
Other Current Assets	21	2,972,774	2,633,869
		139,160,240	128,536,151
Total Assets		424,880,647	450,556,442

Summary of significant accounting policies 1 -
Contingent liabilities, capital and other commitments

As per our report of even date attached

For N. Kataria & Associates
Chartered Accountants

For and on behalf of the Board

Sd/-
Nikhilesh Kataria, FCA
Proprietor
Place: Jaipur
Date: 30-06-2014

Sd/-
Girdhar Saboo
Managing Director

Sd/-
Pradeep Saxena
Director

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDING 31ST MARCH 2014

	Note	Year Ended 31-03-2014	Year Ended 31-03-2013
		<i>(in Rs.)</i>	<i>(in Rs.)</i>
Revenue from operations	22	178,681,432	160,580,588
Other Income	23	7,750,022	5,024,784
Total Revenue		186,431,454	165,605,372
<u>Expenses:</u>			
Cost of materials consumed	24	74,956,431	74,544,359
Changes in inventories of finished goods, work-in-progress and stock-in-trade	25	(2,340,722)	(16,215,162)
Employee benefit expense	26	14,236,296	13,478,762
Financial costs	27	16,503,775	12,719,443
Depreciation and amortization expense	12	34,225,931	26,613,158
Auditor's Remuneration	28	27,000	27,000
Selling and Distributions Expenses	29	19,137,026	19,966,570
Other expenses	30	26,785,290	29,715,289
Total Expenses		183,531,027	160,849,419
Profit and Loss before tax		2,900,427	4,755,953
(Short)/ Excess Provision for Earlier Year		37,380	753,131
Tax expense:			
Current tax (<i>Provision</i>) (see note 11.1)		550,000	925,000
Deferred tax (<i>Provision</i>)		4,442,749	2,022,789
Total Tax Expenses		4,992,749	2,947,789
Profit and Loss after Tax for the Period		(2,129,702)	1,055,033

Earning per equity share:	31		
Basic		0.12	0.25
Diluted		0.12	0.25

Summary of significant accounting policies 1

As per our report of even date attached

For N. Kataria & Associates
Chartered Accountants

For and on behalf of the Board

Sd/-
Nikhilesh Kataria, FCA
Proprietor

Sd/-
Girdhar Gopal Saboo
Managing Director

Sd/-
Pradeep Saxena
Director

Place: Jaipur
Date: 30-06-2014

Notes 1 To 32 annexed to and forming integral part of the accounts for the year ended 31st March, 2014

Note 1: Accounting Policies & Notes on Accounts

1.1)Basis of Preparation of Financial Statement

These financial statements are prepared in accordance with Indian General Accepted Accounting Principles (GAAP) under historical cost convention on the accrual basis. The Indian GAAP comprises mandatory Accounting Standards as prescribed under the Companies (Accounting Standards) Rules, 2006 and the provision of the Companies Act, 1956. The accounting policies not specifically referred to otherwise, are consistent and in consonance with Indian GAAP issued by the Institute of Chartered Accountants of India, provisions of the Companies Act, 1956 & Securities and Exchange Board of India.

1.2)Revenue Recognition

Revenue is primarily derived from sale of iodized salt. Revenues are recognized on accrual basis when the substantial risks and reward of ownership in the goods are transferred to the buyer upon supply of the goods except disputed claims & demands and discounts, rebates etc., which are accounted for on cash basis as per consistent practice. Expenses are accounted for on accrual basis and provision is made for all known losses and liabilities except disputed claims & demands and discounts, rebates etc., which are accounted for on cash basis as per consistent practice. Renewal Energy Certificates (RECs) are accounted for as and when sold

1.3)Fixed Assets

Fixed assets are stated at their cost of acquisition including all direct cost attributable to the installation less accumulated depreciation. Impairment loss, if any, is provided wherever the carrying value of the assets exceeds the recoverable amount. Assessment is done by the management at the each balance sheet date to ascertain if there is any indication of impairment loss in any carrying value of fixed assets, Whereas Expenditure and outlays of money on uncompleted plant & machinery, building etc., which are of a capital nature, are shown as capital work-in-progress until such time these projects are completed and are put to use. Intangible assets like trademark are shown at cost which are directly incurred to acquire and continue the same.

1.4)Depreciation

Depreciation on fixed assets has been provided as per the rates provided in Schedule XIV of the Companies Act, 1956, on pro-rata basis commencing from the date when the assets are commissioned. However, on the assets costing up to Rs.5000/-, depreciation has not been provided at the rate of one hundred percent. In case of plant & machinery, written down value method and in case of other assets straight-line method has been followed as per last year practice. Accordingly, building, furniture & fixtures, office equipment, computer & vehicles are being depreciated as per the straight line method rate of depreciation. Raw salt kyar is written off at the rate of hundred percent & no depreciation is charged on trademark.

1.5)Inventories

Inventories are valued on the weighted-average basis and taken at the lower of the cost or net realizable value. Unserviceable raw material, if any, is valued at net realizable value. The cost of manufactured finished goods and work-in-progress includes material cost determined on weighted-average basis and also includes an appropriate portion of allocable overheads. However, it does not include interest and administrative overheads which are indirect in nature. There is no change in the valuation method followed by the Company.

1.6)Provisions and Contingent Liabilities

Provisions and contingent liabilities as defined under the relevant accounting standard are provided on the basis of information made available from the management. These are reviewed each year end date and adjusted to reflect the best current estimate.

1.7)Retirement Benefits

Contributions to the employee's scheme like provident fund are charged to the profit and loss account as and when incurred. The company does not provide for leave encashment, medical etc. and the same is accounted for on cash basis as and when actual payment is made. The mandatory accounting standard AS-15 requires that an actuarial valuation of the retirement benefits be made. Though, provision is made as per company's own method, however, no such actuarial valuation report has been taken nor any other prescribed method is followed to provide for the pre or post-retirement benefits for the employees.. To this extent AS-15 not stood complied with, however, impact on profit is not ascertainable. The impact not expected to be substantial no qualification of the audit report is made.

1.8) Investments

Investments are classified into current and long term investments. Current investments are stated at lower of cost or fair value. Long term investments are stated at cost. Investments which are readily realizable and are intended to be held for not more than one year as on the date of the balance sheet are classified as current investment.

1.9) Current & Deferred Tax

- a. Current tax is the provision made for income tax liability, if any, on the profits of the current year calculated in accordance with the provisions of the Income Tax Act 1961.
- b. Deferred tax is recognized subject to the consideration of prudence on timing difference; being the difference between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are not recognized on unabsorbed depreciation and brought forward losses unless there is virtual certainty that sufficient future income shall be available against which the deferred tax assets can be realized. Deferred tax assets and liabilities are measured using the tax rate and the Tax Law as applicable on the Balance Sheet date.

1.10) Foreign Currency Transactions

Foreign currency transactions are accounted for at the exchange rate prevailing at the date of the transaction. Gains and losses resulting from the settlement of such transactions and translation of monetary assets and liabilities in foreign currencies are recognized in the profit and loss account.

1.11) Segment Reporting

There is only one visible segment of the company i.e. manufacturing & sale of salt and as such no separate reporting is needed on segment basis. Further during the year under consideration the company has installed solar power plants for domestic as well as commercial use. The revenue from such power plants stood at Rs. 112.58 Lacs. The revenue not being substantial as compared to total revenue (as per definition provided in the relevant AS), the same is not reported as a separate segment.

1.12) Earnings Per Share

Basic earnings per share is calculate by dividing the net profit for the period attributable to equity shareholders by the equity shares outstanding at the end of the year. For the purposes of calculating diluted earnings per share, all potential equity shares have been taken into consideration including convertible warrants.

1.13) Preliminary Expenses

The company has set up a new plant for manufacturing of guar gum at Nawa in Rajasthan, besides investment in Solar power plants at different locations. Both being totally separate projects other than the existing manufacturing facility of the company, the revenue expenses on the same have been transferred in the preliminary expenses account till the start of the commercial production. The same are being written off at the rate of 1/5th each year

	As at 31.3.2014 (in Rs.)	As at 31.3.2013 (in Rs.)
Note 2 : Share Capital		
a) Authorized :		
2,00,00,000 equity shares of Rs. 10/- each (previous Year 1,52,50,000 equity shares of Rs.10 each)	200,000,000	152,500,000
	200,000,000	152,500,000
b) Issued Capital:		
1,9182,500 equity shares of Rs. 10/- each (previous Year 1,51,82,500 equity shares of Rs.10 each)	191,825,000	151,825,000
	191,825,000	151,825,000
c) Subscribed & Paid Up Capital:		
1,9182,500 equity shares of Rs. 10/- each (previous Year 1,51,82,500 equity shares of Rs.10 each)	191,825,000	151,825,000
	191,825,000	151,825,000

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The details of shareholder holding in excess of 5% shares are as under:

Name of Shareholder	As at 31-3-2014		As at 31-3-2013	
	% of shares	No. of Shares	% of shares	No. of Shares
Girdhar Saboo	44.33	8502839.00	39.54	6002839.00
Archana Saboo	6.52	1250000.00	6.59	1000000.00
Nawa Hotels and Resorts Private Limited	7.01	1345500.00	7.41	1125000.00
Nawa Salts Private Limited	7.01	1345500.00	7.41	1125000.00
Tiger Salt Private Limited	5.80	1112011.00		

Note 3 : Reserve and Surplus

Profit & Loss Account

Balance from Previous Year	11,670,041	10,615,008
Add: Profit During the Year	(2,129,702)	1,055,033
	9,540,339	11,670,041

Share Premium

Addition during the year	4,000,000	-
	4,000,000	-

Capital Reserve

Addition	2,020,000	-
	2,020,000	-
Total	15,560,339	11,670,041

Note 3.1: The above amount of Rs.20,20,000 represents partly paid up money against allotment of shares which was received at the time of preferential allotment of Shares. As stated by the company, despite of full efforts, this amount remained unclaimed and till date the shares remained partly paid up. Hence, this amount is now charged to capital reserve.

Note 4: Share Application Money (Convertible Warrant)

Nawa Hotels and Resorts Pvt Ltd	-	-
Nawa Salts Pvt Ltd	-	500
Others	-	2,020,000
	-	2,020,500

Note 5 : Long Term Borrowings

a) Secured Loan

ICICI Bank Ltd	-	430,537
SBI Term Loan (Gandhidham)	14,831,621	34,310,588
SBI Term Loan (Govindi)	23,261,720	45,519,781
Kotak Prime Ltd.	3,242,490	-
BMW Financial Services-Jaipur	4,652,084	5,724,717
SIDBI Term Loan	80,000,000	
	125,987,915	85,985,623

Note 5.1:

1) SBI term Loan (Gandhidham) is secured against Building and Plant and Machinery (Gandhidham)

2) SBI Term Loan (Govindi) is secured against Gwar Gum Plant

3) BMW Financial Services is secured against car

4) Sidbi Term Loan is secured against Land at pipla Bharat Singh Ajmer Road Jaipur.

5) Kotak Prime Ltd. loan is secured against vehicles.

6) Terms of repayment are given below:

a) Term Loan taken from SBI (Gandhidham Plant) is repayable in monthly installments of Rs.21,00,000 each.

b) Term Loan taken from SBI is repayable in quarterly installments of Rs.18,75,000 each.

c) Loan Taken from BMW financial services is repayable in monthly EMI of Rs 135782.00 each.

d) Loan taken from SIDBI is repayable in monthly EMI of Rs. 1025000.00 each.

e) Loan taken from Kotak Prime is repayable in Monthlay EMI of Rs.245000.00 each.

b) Unsecured Loan

Tiger Salts Private Limited	-	8,090,000
AC Baxi and Company Pvt Ltd.	500,000	-
Preeti Vyapar Pvt. Ltd.	1,500,000	-
Yuvi Prints & Packs Pvt Ltd.	1,000,000	-
Laxmi India Finlease Cap P Ltd.	6,100,000	-
Religare Finvest Pvt Ltd.	3,848,022	-

	<u>12,948,022</u>	<u>8,090,000</u>
Total (a+b)	<u>138,935,937</u>	<u>94,075,623</u>

Note 6 : Deferred Tax Liabilities

Net Timing Difference	44,591,272	32,443,007
Tax on Net Timing Difference <i>(calculated at current rates)</i>	14,467,638	10,024,889
Provision already made	10,024,889	8,002,100
New Provision to be Made	<u>4,442,749</u>	<u>2,022,789</u>

Note 7 : Long Term Provision

Gratuity Payable	1,381,012	1,369,482
	<u>1,381,012</u>	<u>1,369,482</u>

CURRENT LAIBILITIES
Note 8 :Short Term Borrowings & Advances

Ankit Agarwal	700,000	-
Chanderi Graphics	1,000,000	-
Hukam Kedia	340,000	-
Mohan Lal Vyas	2,000,000	-
Madhur Gupta	600,000	-
Prabhudas mandhana	500,000	-
Star Point Construction	500,000	-
Sumit Agarwal	700,000	-
Govind Bihari Gupta	-	2,000,000
Radhey Shyam Sharma	-	1,000,000
Girdhar Gopal Saboo	-	25,544,468
SBI CC A/c	-	20,022,110
SBBJ Bank Nawa City	2,866,978	-
S.B.B.J. - Gopal Bari A/C 718	-	123,416
Sbi - 22Godam - CC30751148654	7,987,255	38,553,691
	<u>17,194,233</u>	<u>87,243,685</u>

Note 8.1 : Working Capital Loans are secured by first pari passu charge on present and future stock of raw materials, stock-in-process, finished goods, stores and spares, book debts, etc., and second pari passu charge on the Total Fixed Assets

Note 8.2 : In case of Spectrum Foods Ltd the director of the company is having substantial shareholding above 10%

Note 8.3 : Girdhar Gopal saboo is the Managing director of the company and have substantial shareholding of more than 10%

Note 8.4: The above short term borrowings (except banks) are explained to be in the nature of business advances, which are to be adjusted against the proposed sale of properties being developed by the company

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Note 9: Trade Payables

Sundry Creditors	35,685,167	69,592,606
Advances From Customers	2,240,933	14,742,582
	<u>37,926,100</u>	<u>84,335,188</u>

Note 10.1 :Liability Towards Employees

Bonus Payable	131,516	141,278
P. F. (Employee Contribution)	16,878	20,040
P. F. (Employer) - Payable	35,239	36,208
Salary Payable	43,268	88,610
Stipend Payable	29,360	29,360
Wages Payable	698,005	661,008
	<u>954,266</u>	<u>976,504</u>

Note 10.2 : Other Current Liabilities

Service Tax Payable	19,716	25,099
TDS Payable	365,249	103,131
Administrative Chrges On P.F. (Payable)	3,185	3,271
Audit Fee Payable	16,000	39,905
Tax Audit Fees Payable	11,000	33,000
Security Deposits	1,660,235	1,679,935
Interest Accrued but not Due	106,645	-
	<u>2,182,030</u>	<u>1,884,341</u>

Note 10.3 : Out of the above amount , Rs. nil pertain to the Micro, Small and Medium Enterprises (MSME) as defined under " Micro, Small and Medium Enterprises Development Act, 2006" based on the information available with the Company. There is no interest payable to such parties as at March 31, 2014 (March 31, 2013 : Rs. NIL)

Note 11 : Short Term Provisions

Provision For Exp.	206,194	508,290
Provision For Taxation (see note 11.1)	4,247,898	4,622,899
	<u>4,454,092</u>	<u>5,131,189</u>

Note 11.1: Provision for taxation also includes MAT credit asset created in the preceding year which were to be set off against the regular tax liability of the company in the succeeding years. However, no such set off could be made during the year under consideration and as such the provision for taxation is carried forward as such including fresh tax provision for the current year

Note 12 : Fixed Assets

SABOO SODIUM CHLORO LIMITED									
Note 12 : Fixed Assets									
Tangible Fixed Assets									
PARTICULARS	Gross Block				Depreciation				Net Block
	As at 31-Mar-2013	Addition/Transfer During the Year	Deletion	As at 31-Mar-2014	As at 31-Mar-2013	For the Year	/deletions	As at 31-Mar-2014	As at 31-Mar-2014
1. Land & Site Development	28024643	1580027		29604670	0	0		0	29604670
2. Building	69385960	0		69385960	31369769	10904693		42274462	29311498
3. Plant & Machinery	260141970	19145700		279287670	113266452	21565925		134832377	144455293
4. Furniture & Fixture	2405952	0		2405952	2300200	105752		2405952	0
5. Vehicles	16463774	507000		16970774	5493983	1448798		6942781	10027993
6. Office Equipments	2635823	60589		2696412	1853644	200763		2054407	642005
Sub-Total	379058122	21293316	0	400351438	154284048	34225931	0	188509979	214041459
WIP	59790621	6266103	18400000	47656724					47656724
Total	438848743	27559419	18400000	448008162	154284048	34225931	0	188509979	261698183
<i>Note:- Capital work in progress includes project of gaur gam and Solar power project at kolayat.</i>									
Intangible Fixed Assets									
PARTICULARS	Gross Block				Depreciation				Net Block
	As at 31-Mar-2013	Addition / Transfer During the Year	during the	As at 31-Mar-2014	As at 31-Mar-2013	For the Year	/deletions	As at 31-Mar-2014	As at 31-Mar-2014
Trade Mark	118200	0		118200	0	0		0	118200
Total	118200	0	0	118200	0	0	0	0	118200

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Note 13: Non Current Investments

NSC Post Office	29,000	25,000
Share Of Fortress Hotels & Resorts P Ltd	11,065,500	11,065,500
Investment in Shares	145,504	145,504
SBI Mutual Funds	-	15,000,000
	11,240,004	26,236,004

Note 14 : Long Term Loans & Advances

(Unsecured considered good)

TDS & Advance Tax	553,924	506,560
MAT Credit Entitlement (see note 14.1)	3,697,899	3,697,899
Security Deposit	7,229,210	5,366,550
	11,481,033	9,571,009

Note 14.1: The company has Rs.44.58 lacs as MAT credit entitlement as per the return filed for the AY 2012-13. Though, no tax is payable by the company during the year, as a matter of prudence, this MAT credit is continued to be shown as asset as per last year. Due to invisibility of net taxable profit no further MAT credit is accounted for

Note 15 : Other Non Current- Unamortised Expenses

Preliminary Expenses	1,182,987	1,530,383
	1,182,987	1,530,383

CURRENT ASSETS

Note 16 : Current Investments

FDR With State Bank Of India	39,756,359	4,243,115
	39,756,359	4,243,115

Note 17 : Inventories

Raw Material	2,898,817	1,654,306
Packing Material	10,564,522	3,840,150
Consumables (Stores and Spares)	381,469	257,742
Finished goods	31,309,444	28,968,722
Wastage and Salvage Goods	18,150	18,150
	45,172,401	34,739,070

Note 18 :Trade Receivables

(unsecured and considered good)

More than 6 Months	2,531,775	1,641,786
Others	17,556,316	5,054,228
	20,088,091	6,696,014

Note 19 : Cash And Cash Equivalents

Cash In hand	397,983	41,739
Balances with Scheduled Banks	1,860,140	1,769,814
	2,258,123	1,811,553

Note 20 : Short Term Loan And Advances

(Unsecured considered good)

Imprest A/C (Net)	(374,073)	(497,490)
Loans & Advances	22,035,050	71,480,460
Advances For Goods and Expenses	7,251,515	7,429,560
	28,912,492	78,412,530

Note 20.1: Loans & advances also includes interest free advances made for purchase of shares or making of investments and these loans includes loans to the companies having common directors and shareholders. see note 32

Note 20.2: Out of advances for goods and expanses advances of 48.99 Lacs were due for more than six months.

Note 21 : Other Current Assets

Interest Subsidy Receivable	2,500,000	2,500,000
Prepaid Insurance	472,774	133,869
	<u>2,972,774</u>	<u>2,633,869</u>

Note 22 : Income From Operations
Products

Sales Salt (Export)	903,952	1,017,822
Sales Salt	166,271,414	157,924,182
Sale of Emery Stone	97,300	-
Sale of Black Salt	150,000	-
Income from sale of Solar power (Government)	3,930,375	583,989
Income from Sale of Electricity(Third Party)	7,328,391	1,054,595
	<u>178,681,432</u>	<u>160,580,588</u>

Note 22.1: There remains an inventory of self generated Renewal Energy Certificates (RECs) with the company however, the same is not accounted for as there remains uncertainty of realisation of such inventories and as such the same is accounted for as and when sold.

Note 22.2: Even otherwise, there is negligible value of such inventory and therefore, there is no material impact due to non-accounting of such inventory (Cost basis).

Note 23 : Other Income

Discount Received and rate Difference	157,312	178,984
Dividend Received	37,152	155
Interest From Parties	7,790	115,105
Interest On FDR	388,085	169,191
Interest Received	4,140,000	4,310,984
Interest on Security Deposit	243,483	-
Truck Freight Income	-	4,265
Miscellaneous Income	2,350,749	96,100
Agriculture Income	425,451	150,000
	<u>7,750,022</u>	<u>5,024,784</u>

Note 23.1: Misc. income includes credit and debit balances written off against which no amount is expected to be payable or receivable as per the management

Note 24 : Cost of Raw Material Consumed

Raw Material Consumed (see note 24.1)	38,391,708	42,614,637
Packing Material Consumed (see note 24.1)	36,458,439	31,929,722
Purchases of Trading Material	106,285	-
	<u>74,956,431</u>	<u>74,544,359</u>

Note 24.1:
a) Raw Material Consumed Includes

Raw Salt	34,659,665	39,165,011
Iodine	3,643,499	3,390,348
PFC	88,543	59,278
	<u>38,391,708</u>	<u>42,614,637</u>

b) Packing Material Consumed Includes

HDPE Bardana	8,970,890	7,419,716
LDPE Polythene	-	1,597,769
Poly Pouch	27,396,906	22,797,067
Liner	90,643	115,170
	<u>36,458,439</u>	<u>31,929,722</u>

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Note 25 : Changes in Inventoris of Finished Goods, WIP & Stores

Opening Stock

Salt	28,968,722	12,753,560
	28,968,722	12,753,560

Closing Stock

Salt	31,309,444	28,968,722
	31,309,444	28,968,722
	(2,340,722)	(16,215,162)

Note 26 : Employees Benefit Expenses

Allowances on Salary	292,754	326,127
Salaries	1,978,560	952,612
Directors Remuneration & Perquisites	3,000,000	3,000,000
HRA Allowances on wages	3,258,121	2,762,862
Bonus	131,516	141,278
Canteen Exp.	52,114	57,182
Employer Contribution to P.F.	426,981	446,660
Gratuity	68,496	76,373
Stipend to Apprentice	102,282	279,368
Wages	4,874,975	5,397,790
Workmen & Staff Welfare	50,497	38,510
	14,236,296	13,478,762

Note 27 : Financial Costs

Bank Commission & charges	176,580	106,748
Brokerage	56,995	40,452
Interest ON TDS	-	5,798
Processing Fees on Bank Loan	956,520	555,377
Interest On Bank Borrowing & Others	15,313,680	12,011,069
	16,503,775	12,719,443

Note 28 : Auditor's Remuneration

Statutory Audit Fees	16,000	16,000
Tax Audit Fees	11,000	11,000
	27,000	27,000

Note 29 : Selling & Distribution Exp

Advertisement Expenses	4,686,511	3,960,816
Damaged Goods Claim	-	-
Discount & Rebate	116,330	418,000
Sales Distribution & Retailing Exp.	2,729,359	3,397,875
Export Expenses	318,413	439,679
Freight Outward (Factory)	10,316,091	10,574,039
Godown Rent (Kolkata)	17,801	75,203
Sales Promotion Exp.	615,003	483,610
Travelling Exp.	337,518	617,348
	19,137,026	19,966,570

Note 29.1: Selling & distribution expenses also includes salary paid to the marketing staff of the company

Note 30 : OTHER EXPENSES
a) Manufacturing Expenses

Electricity & Duty Exp.	5,599,772	7,058,141
Entry Tax	-	383,752
Freight Inward	1,177,306	1,376,609
Laboratory Expenses	55,203	32,743
Power & Fuel (<i>diesel & fire wood</i>)	6,911,427	9,634,808
Loading & Unloading Exp	7,094	246,937
JCB & Loder Exp	22,500	50,680
Labour Exp	425,426	1,205,907
Store & Spares	630,855	419,999
Building Repair & Maintenance	32,963	161,621
Insurance	200,051	140,005
Oil & Lubricants Exp.	119,956	162,849
Plant & Machinery Repair	1,419,160	1,822,790
Raw salt Kyar Repair	126,191	3,000
Repair & Maintenance (D.G.Set)	31,348	4,484
Repair & Maintenance Of J.C.B.	199,922	198,999
Boiler Operating Expenses	187,814	277,412
Weigh Bridge Charges	304	7,050
Total (a)	17,147,292	23,187,786

b) Administrative Expenses

Administrative Charges on PF	39,279	39,704
Annual Custodial Fees	68,245	68,582
Computer Exp.	17,270	8,215
Donation	129,900	31,500
Electricity & Water	1,425,624	647,028
Environment Exp.	301,023	308,886
General Expenses	164,605	133,306
Insurance	522,732	366,974
Legal & Professional charges	1,397,541	574,681
Listing Fees	170,563	57,304
Membership & Subscription	59,739	9,815
Postage Telegram & Telephone Expenses	213,388	219,673
Loss on commodity transactions	83,401	-
Printing & Stationery	85,528	95,795
Recruitment Expenses	222,166	485,177
Rent Rates & Taxes	1,225,789	640,012
Rating Exp	33,708	45,506
Repair & Maintenance	569,918	372,315
REC Fees	24,989	-
Share Transfer Expenses	61,909	72,349
Travelling & Conveyance	2,219,172	1,719,713
Preliminary Exp W/O	347,396	347,396
Service Tax	254,113	283,572
Total (b)	9,637,998	6,527,503
Total (a+b)	26,785,290	29,715,289

SABOO SODIUM CHLORO LTD

Note 31: Basic & Diluted EPS

Basic Earnings Per Share	<i>March 31, 2014</i>	<i>March 31, 2013</i>
Net Profit/Loss (after tax)	2350426.83	3830953.38
No. of Share	19182500.00	15182500.00
Face Value (Per Share)	10.00	10.00
EPS-Basic	0.12	0.25
Diluted Earnings Per Share		
Net Profit/Loss (after tax)	2350426.83	3830953.38
No. of Share (including convertible warrants)	19182500.00	15182500.00
Face Value (Per Share)	10.00	10.00
EPS- Diluted	0.12	0.25

Note 32: Related Party Disclosures

Key Management Personnel

Girdhar Gopal Saboo
 Bikas Kumar Lakhotia
 Pradeep Kumar Saxena
 Neeraj Kumar Agarwal
 Kapil Kumar Kumawat

***Other Related Parties**

Spectrum Foods Ltd.
 Rajasthan Mega Developers P Ltd
 Nawa Salts P Ltd.
 Tiger Salts P Ltd.
 Saboo Damodar Ropeways Private Limited
 Fortress Hotels and Resorts Private Limited
 Nawa Hotels and Resorts Private Limited

** on the basis of information provided by the management*

Disclosure of Transation

Name of Party	Nature of Transaction	Amount (Rs.) in lacs*	Closing Bal. (Rs.) in lacs*
Girdhar Saboo	Director Remuneration	30.00	3.42
Girdhar Saboo	Rent	12.00	1.77
Girdhar Saboo	Preferential Allotment	275.00	0.00
Nawa Salt Pvt. Ltd.	Preferential Allotment	24.25	0.13
Nawa Hotels and Resorts Private Limited	Preferential Allotment	24.25	22.60
Tiger Salts Pvt. Ltd.	Preferential Allotment	88.99	0.54
Fortress Hotels & Resorts Pvt Ltd	Interest free borrowings	5.55	66.29
Spectrum Foods Ltd.	Sale of Salt	230.15	0.00
Spectrum Foods Ltd.	Purchases of Raw Salt	11.71	61.41
Rajasthan Mega Developers P Ltd	Interest free advance	-	101.23
Saboo Damodar Ropeways Private Limited	Interest free advance	-	4.32

SABOO SODIUM CHLORO LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31.3.2014
(Annexed to the Balance Sheet for FY 2013-2014)

PARTICULARS	31.03.2014	31.03.2013
<u>A. Cash Flow from Operating Activities</u>		
Net Profit before Tax and extraordinary items	29.00	47.56
<i>Adjustments for :</i>		
Depreciation	342.26	266.13
Dividend received	(0.37)	(0.00)
Interest (Income)	(47.79)	(45.95)
Interest Expense	153.14	120.11
Operating Profit before Working Capital Changes	476.24	387.85
<i>Adjustments for :</i>		
Decrease (Increase) in Inventories	(104.33)	(116.67)
Decrease (Increase) in Trade & Other Receivables	(133.92)	(23.03)
Decrease (Increase) in Other Assets	(3.39)	52.52
Increase (Decrease) in Current Liability	(464.25)	607.01
Preliminary Exp. Not Written Off	3.47	3.22
Cash Generated From Operations	(226.19)	910.90
Income Tax	(9.62)	(7.53)
Net Cash from Operating Activities	(235.81)	903.37
<u>B. Cash Flow from Investing Activities</u>		
Purchase of Fixed Assets	(113.59)	(1,145.36)
Interest Received	47.79	45.95
Sale/ (Purchase) of Investments	(205.17)	(177.97)
Decrease (Increase) in Loans & Advances and Other Assets	475.90	(347.07)
Dividend Income	0.37	0.00
Net Cash from Investing Activities	205.30	(1,624.45)
<u>C. Cash Flow from Financing Activities</u>		
Proceeds/(Repayment) of Long Term Borrowings	448.60	115.28
Proceed/(Repayment) of Short Term Borrowings	(700.49)	598.54
Issue of Share Capital/ Share Application Money	440.00	120.76
Interest paid	(153.14)	(120.11)
Net Cash from Financing Activities	34.97	714.47
Net Increase (Decrease) in Cash and Cash Equivalents	4.47	(6.61)
Cash and Cash Equivalents at the Beginning of the year*	18.12	24.73
Cash and Cash Equivalents at the end of the year	22.58	18.12

*investment in fdr is regrouped in investment instead of cash & cash equivalents

For N. Kataria & Associates
Chartered Accountants

For and on behalf of the Board

Sd/-
Nikhilesh Kataria, FCA
Proprietor

Sd/-
Girdhar Gopal Saboo
Managing Director

Sd/-
Pradeep Saxena
Director

Place: Jaipur
Date: 30-06-2014

SABOO SODIUM CHLORO LIMITED

Registered office: L- 5, B - II Krishna Marg, C-Scheme,
Jaipur-302001, Rajasthan

PROXY FORM

Master Folio No.	DP ID	Client ID

I/We.....
ofbeing a member/members
of Saboo Sodium Chloro Limited, appoint Mr. /Ms.
or failing himof
as my / our proxy to vote for me / us and on my / our behalf at the 21st Annual General Meeting to be held on
Tuesday, the 30th September, 2014 at 1:00 P.M. at L- 5, B - II Krishna Marg, C-Scheme, Jaipur-302001,
Rajasthan or at any adjournment thereof.

Signed this.....day of2014

Signature of member

Note: The Proxy must be returned so as to reach the registered office of the Company not less than 48 hours
before the time for holding the aforesaid meeting. The proxy need not be a member of the Company

Tear here -----

SABOO SODIUM CHLORO LIMITED
Registered office: L- 5, B - II Krishna Marg, C-Scheme,
Jaipur-302001, Rajasthan

Attendance Slip

Name and Address of the Share Holder:.....
.....

No. of shares held:.....

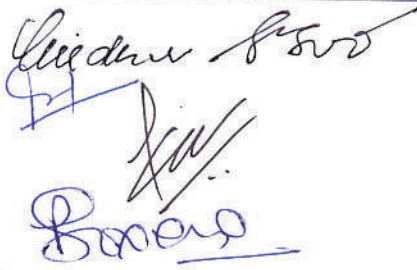
Master Folio No..... DP ID..... & Client ID.....

I, hereby record my presence at the 21st Annual General Meeting of the Company held on Tuesday, the
30th September, 2014 at 1.00 P.M. at , L-5, B-II Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.

Name of the Member or Proxy*

FORM A

Format of covering letter of the annual audit report to be filed with the stock exchanges

1	Name of the Company:	Saboo Sodium Chloro Ltd.
2	Annual financial statements for the year ended	31st March 2014
3	Type of Audit observation	<p>Un-qualified</p> <ol style="list-style-type: none"> 1. As per point no. 1.7 of the balance sheet the company did not obtain actuarial valuation report as required as per AS-15. 2. As per point no. (ix) of the CARO report, the company has not accounted for reverse tax liability of service tax.
4	Frequency of observation	<ol style="list-style-type: none"> 1. This Observation is coming for last several years 2. This observation has occurred this year only.
5	To be signed by- <input type="checkbox"/> CEO/Managing Director <input type="checkbox"/> CFO <input type="checkbox"/> Auditor of the company <input type="checkbox"/> Audit Committee Chairman	

FORM B

Format of covering letter of the annual audit report to be filed with the stock exchanges

1	Name of the Company:	Saboo Sodium Chloro Ltd.
2	Annual financial statements for the year ended	31st March 2014
3	Type of Audit qualification	As per Form A
4	Frequency of qualification	1. Repetitive 2. First time
5	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the directors report:	1. Point no. 1.7 of the Balance sheet 2. Point no. (ix) of the CARO report.
6	Additional comments from the board/audit committee chair	1. The Company could not find a proper agency for actuarial valuation. Efforts are being made to comply with the requirement of AS-15. In any case, the effect on the profit and loss account is expected to be not material. 2. The Company is in a process of determining final liability of Service tax as per the latest legal position. Same will be accounted for thereafter.
7	To be signed by- <input type="checkbox"/> CEO/Managing Director <input type="checkbox"/> CFO <input type="checkbox"/> Auditor of the company <input type="checkbox"/> Audit Committee Chairman	