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CTSSP: Plot No. A-166 & F-162-165, RISCO Industrial Area, SEP-PICR - 301 701 (Rejeathers) - Phone: +91-1484-22018

R.P KHANDELWAL AND ASSOCIATES

CHARTERED ACCOUNTANTS

103, FIRST FLOOR, NAVJEEVAN COMPLEX, STATION ROAD, JAIPUR - 302 001 (RAJASTHAN)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF M/S CONTINENTAL PETROLEUMS LIMITED:

Report on the Financial Statements

We have audited the accompanying financial statements of Continental Petroleums Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit, and Loss and Cash Flow Statement for the year the Ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-Section (3C) of Section 211 of the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

(a) In the case of the Balance Sheet of the State of affairs of the Company as at March 31, 2016;

R.P KHANDELWAL AND ASSOCIATES CHARTERED ACCOUNTANTS

103, FIRST FLOOR, NAVJEEVAN COMPLEX, STATION ROAD, JAIPUR - 302 001 (RAJASTHAN)

- (b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- As Required by the Companies (Auditor's Report) Order, 2015 ("the Order") as amended issued by the Central Government of India in terms of Sub-section(11) Of Section 143 of the Act, We give in the Annexed a statement on the matters specified in paragraphs 4 and 5 of the Order.
- 2. As required by Section 143(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2016 from being appointed as a Director of the company in terms of Section 164(2) of the Act.
 - f. With respect to the other matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules and to our best of information and according to the explanations given to us:
 - (I) the company has no pending litigations which would impact it financial position.
 - (ii) The company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses.
 - (i) There has been no amounts which were required to be transferred to the investor education and protection fund by the company.

Place: Jaipur

Date: 30th May, 2016

For R.P Khandelwal & Associates

Chartered Accountants

R.P Khandelwal

(Partner)

M.No. 071002 FRN 001795C

R.P KHANDELWAL AND ASSOCIATES CHARTERED ACCOUNTANTS

103, FIRST FLOOR, NAVJEEVAN COMPLEX, STATION ROAD, JAIPUR - 302 001 (RAJASTHAN)

ANNEXURE TO THE AUDITOR'S REPORT

[Referred to in our report of even date to the Member of Continental Petroleums Ltd]:

- (i) (a) The Company is in the process of compiling fixed assets records to show full particulars, including quantitative details and situation of fixed assets.
 - (b) We were informed that all major items of fixed assets were physically verified by the management at the end of the year and that no major discrepancy were notified on such verification, according to explanation given to us ,the discrepancies noticed on physical verification of fixed Assets were not material and these have been properly dealt with in the books of accounts.
- (ii). (a) The Management of Company has conducted physical verification of inventory at reasonable intervals.
 - (b) In our opinion, the procedures of physical verification of stocks followed by the management of Company 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, The discrepancies noticed on verification between the physical stock and the book records were not material and these have been properly death with in the books of accounts
- (iii). According to information and explanation given to us and on the basis of our examination of the records of the company ,the Company has neither granted nor taken any loans secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly the clause 3(iii) (a) and 3 (iii) (b) of the Order are not applicable to the Company.
- {iv}In our opinion and according to information and explanation given to us, there were adequate internal control system commensurate with the size of the Company and the nature of its business, with regard to purchase of inventory and fixed assets and with regard to the sale of goods and services, Further on the basis of our examination of books and records of the Company, and according to the information and explanations given to us, we have not observed any continuing failure to correct major weaknesses in the aforesaid internal control system.
- (v). The Company has not accepted any deposited as defined in the Companies (Acceptance of Deposits) Rules 2014. Accordingly; the provisions of Clause 3(v) of the order are not applicable to the Company.
- (vi).According to information and given to us, The Central government has not prescribed maintenance of cast records under section (1) one of section 148 of the company's act, 2013.and as per explanation given to us that cost Audit is not Applicable on the company during the year
- (vii).According to the information and explanation given to us, the company is generally regulars in depositing with appropriate authorities except minor delays in some cases, there were no undisputed statutory dues to company outstanding as at a parch, 2016 for a pried more than six month from the date they become payable.

R.P KHANDELWAL AND ASSOCIATES CHARTERED ACCOUNTANTS

103, FIRST FLOOR, NAVJEEVAN COMPLEX, STATION ROAD, JAIPUR - 302 001 (RAJASTHAN)

(viii). According to the information and explanation given to us, the company has no undisputed outstanding statutory dues as at 31^{st} march, 2016

(ix).According to the information and explanation given to us, there were no amounts is required to be transferred to the investor Education and Protection fund as the relevant provision of the company's Act, 2013 are not applicable to the company.

- (x). The company does not have any accumulated losses at the end of the financial year and has not incurred cash losses during the financial year end in the immediately preceding financial year.
- (xi). According to the information and explanation given to us, the Company has not defaulted in the repayments of dues to financial institution, bank or debenture holder during the year
- (xii).According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others from bank or financial intuitions during the year.
- (xiii). According to the information and explanation given to us, the Company has not taken term loans during the year therefore the clause of term loan use/purpose and outstanding is not applicable during the year

(xiv). According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our Audit.

Place: Jaipur

Date: 30th May, 2016

For R.P Khandelwal & Associates

Chartered Accountants

R.P Khandelwal

(Partner)

M.No. 071002

FRN 001795C

BALANCE SHEET AS ON 31ST MARCH 2016

Particu	ılars	Note No.	Year ended 31st March, 2016 Amount in Rs.	Previous Year 31st March, 2015 Amount in Rs.
Equition	es & Liabilities :			
Shareh	olders Fund:			
a)	Share Capital	1	2,78,03,120	2,78,03,120
b)	Reserves & Surplus	2	4,85,86,245	4,35,33,080
Non				
a)	urrent liabilities Long term borrowings	3	0	0
aj	Deferred Tax liabilities (net		21,62,420	18,79,550
	beterred Tax Habilities (Het	.) 4	21,02,420	10,79,330
	Other long term liabilities	5	2,04,604	6,62,352
	nt Liabilities	~	62.00.206	FF V0 700
Short	erm borrowings	6	63,88,396	55,68,799
Trades	payable	7	4,98,58,235	6,49,72,360
Other	current liabilities	8	49,92,877	1,70,75,324
Short t	erm provision	9	20,33,036	14,18,039
	-	Total	14,20,28,933	16,29,12,624
Assets				
	urrent assets			
Fixed a		10	2 20 24 25	0.0044.000
Tangit	le asset	10	2,39,94,065	2,23,11,970
Curren	nt asset			
Invent	ories	11	4,63,55,530	5,09,51,200
	receivables	12	6,32,28,845	8,23,83,908
Cash &	cash equivalent	13	32,37,222	17,13,437
Short t	erms loan and advances	14	51,12,492	54,48,120
Other	current assets		1,00,779	1,03,989
	S=	Total	14,20,28,933	16,29,12,624

Significant accounting policies

Notes on accounts 1-36

As per our Audit Report of even date Annexed

For R.P. KHANDELWAL & ASSOCIATES,

Chartered Accountants R.P. Khandelwal

Partner

Place: Jaipur

Date: 30th May, 2016

For and on behalf of Board

R.N.Karol (Director)

Radhika Khandelwal (Director) 4

M.L.Khandelwal

(Chairman & Managing Director)

214521

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31^{ST} MARCH 2016

Particulars	Note No.	Year ended 31st March, 2016 Amount in Rs.	Previous Year 31st March, 2015 Amount in Rs.
Revenue			
Revenue from operation (Net)	15	20,55,87,973	24,91,73,023
Other income (operative)	16	3,40,86,999	2,80,88,906
Other income		71,678	1,44,570
Total revenue (A)		23,97,46,650	27,74,06,499
Expenses			
Cost of raw material consumed	17	19,95,38,070	23,99,20,636
Change in finished goods and stock in process	18	(31,41,322)	(40,22,453)
Employees benefit expenses	19	60,31,360	65,34,157
Power & Fuel		62,78,008	72,69,690
Finance cost	20	13,15,337	15,98,545
Depreciation Exp		17,79,782	15,59,766
Other expenses	21	2,07,17,308	1,61,13,944
Total expenses (B)		23,25,18,543	26,89,74,288
Profit After Depreciation (A-B) Tax Expenses :-		72,28,107	84,32,211
Current Tax Expenses		18,92,074	22,88,851
Deferred Tax credit		(2,82,870)	(2,79,119)
Net profit after Tax		50,53,163	64,22,479
Brought Forward from previous Balance Carried Forward To Ba		3,18,08,511	2,53,86,032
Sheet		3,68,61,674	3,18,08,511
Basic & Diluted earning per Sha (Nominal Value of Rs. 10/- per S		2.05	2.60

Significant accounting policies

Notes on accounts 1-36

As per our Audit Repeats of sven date Annexed

For R.P. KHANDELWAL & ASSOCIATES,

Chartered Accountants

R.P. Khandelwal

Partner

Place: Jaipur Date: 30th May, 2016 For and on behalf of Board

R.N.Karol (Director)

Radhika Khandelwal (Director)

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M.L.Khandelwal

(Chairman & Managing Director)

CONTINENTAL PETROLEUMS LIMITED

Regd. Office: A-2, Opposite Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR - 302005 (Rajasthan) Audited Financial Results for the Year Ended 31st March 2016

L				Daniel diamon	0		
		Particulars	3 months ended	Preceding 3 months ended 31-12-2015	Corresponding 3 months ended 31-03-2015	Year Ended 31-03-2016	ended 31-03-2015
			(Audited)	(Un-Audited)	(Un-Audited)	(Audited)	(Audited)
-		Income from operations					
	æ	Net sales / Income from operation (Net of Excise Duty)	473.34	598.68	718.48	2055.88	2491.73
	q	Other operating income	97.46	86.31	121.06	340.87	280.89
		Total Income from operations (net)	570.80	684.99	839.54	2396.75	2772.62
7	-	Expenses					
	a	Cost of materials consumed	458.37	592.73	733.18	1995.38	2399.21
	q	Purchases of stock-in-trade	0.00	0.00	0.00	0.00	0.00
	ပ	Changes in inventory of finished goods, work-in-progress and stock-in- trade	(32.81)	(12.15)	(35.51)	(31.41)	(40.22)
	σ	Employee benefits expense	14.33	14.31	18.39	60.31	65.34
	ø	Depreciation and amortisation expense	5.85	3.99	3.39	17.80	15.60
	-	Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	111.69	60.03	84.09	269.95	233.83
		Total Expenses	557.43	658.91	803.54	2312.03	2673.76
က	Prof	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	13.37	26.08	36.00	84.72	98.86
4	Othe	Other Income	0.07	0.05	0.33	0.71	1.45
2	Prof	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3-4)	13.44	26.13	36.33	85.43	100.31
9	Final	Finance Costs	1.94	3.52	6.19	13.15	15.99
7	Prof	Profit / (Loss) from ordinary activities after finance costs and exceptional items (5-6)	11.50	22.61	30.14	72.28	84.32
8	Exce	Exceptional Items	0.00	0.00	00'0	0.00	0.00
6	Prof	Profit / (Loss) from ordinary activities before tax (7-8)	11.50	22.61	30.14	72.28	84.32
10		ax Expense (Income Tax & Deferred Tax)	2.91	7.01	3.85	21.75	20.10
-		Net Profit / (Loss) from ordinary activities after tax (9-10)	8.59	15.60	26.29	50.53	64.22
12	_	Extraordinary items (net of tax expense Rs. Lakhs) andelwal & 4sc.	0.00	0.00	0.00	0.00	0.00
13		Net Profit / (Loss) for the period (11-12)	8.59	15.60	26.29	50.53	64.22
4 5	_	Share of profit / (Loss) of associaties of Minority interest	0.00	00.0	00:0	0.00	0.00
16		Net Profit / (Loss) after taxes, minority interest and share of profit /	8.59	15.60	26.29	50.53	64.22
	LOS	(Loss) or associates (13-19-15)					

Rescue containing pear share (EPS) (not annualized): Earling pear share (EPS) (not annualized): 0.35 0.63 1.06 2.05 Basic Diluted Information for the Year / Quarter Ended 3.1st March 2016 2.05 Basic Diluted Information for the Year / Quarter Ended 3.1st March 2016 2.05 Particulars of SHARRHOLDING 31-03-2016 31-03-2		Paid up equity share capital (Face Value Rs.10/- each)	278.03	278.03	278.03	278.03	278.03
Information for the Year / Quarter Ended 3.1st March 2016 2.05 Information for the Year / Quarter Ended 3.1st March 2016 2.05 Information for the Year / Quarter Ended 3.1st March 2016 2.05 Information for the Year / Quarter Ended 3.1st March 2016 2.05 Information for the Year / Quarter Ended 3.1st March 2016 2.05 Information for the Year / Quarter Ended 3.1st March 2016 2.05 Information for the Year / Quarter Ended 3.1st March 2016 31-03-2016	18 Reser	ve excluding Revaluation Reserves as per balance sheet of previous nting year	ī	r		485.86	435.33
Information for the Year Quarter Ended 31st March 2016 2.05	_	g per share (EPS) (not annualised):					
Information for the Year / Quarter Ended 31st March 2016 2.05 Particulars 3 months ended 31-03-2015 31-03-2016 31-03-2016 REHOLDING 31-03-2016 31-03-2015 31-03-2016 31-03-2		Basic	0.35	0.63	1.06	2.05	2.60
Particulars Information for the Year Quarter Ended 31st March 2016 Preceding 3 Gorresponding 3 31-03-2016 Samults ended Preceding 3 Gorresponding 3 31-03-2016 Samults ended Months ended		Diluted	0.35	0.63	1.06	2.05	2.60
Second		Information for the Year		ided 31st Ma	rch 2016		
REPOLDING REPOLDING REPOLDING REPOLDING Same state Report R		Particulars	3 months ended 31-03-2016	Preceding 3 months ended 31-12-2015	Corresponding 3 months ended 31-03-2015	Year Ended 31-03-2016	Previous year ended 31-03-2015
se are located as a % of Total share capital of the company) ares (as a % of Total share capital of the company) bares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) considered ares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) ares (as a % of Total share capital of the company) are (as a % of Total share capital o		CULARS OF SHAREHOLDING					
1883926 1883	1 Pub	lic Shareholding			11-11		
moter group shareholding 67.76 67.	•	Number of shares	1883926	1883926	1883926	1883926	1883926
moter group shareholding moter group shareholding 0.00 0.0		Percentage of shareholding	67.76	92.79	67.76	92.79	67.76
O	The Real Property lies	moters and promoter group shareholding					
0.00 0.00 0.00 0.00	a.	Pledged / encumbered					
Occident		. No. of shares	0.00	0.00	0.00	0.00	00.0
A B96386		Percentage of Shares (as a % of Total shareholding of promoters)	0.00	0.00	0.00	0.00	00:00
d 896386		Percentage of shares (as a % of total share capital of the company)	0.00	00.00	0.00	0.00	0.00
896386 8	-	Non-encumbered					
nares (as a % of Total shareholding of promoters) 100.00		No. of shares	896386	896386	896386	896386	986386
San 2.24 3		Percentage of Shares (as a % of Total shareholding of promoters)	100.00	100.00	100.00	100.00	100.00
TS g of the quarter urter quarter at the end of the quarter		Percentage of shares (as a % of Total share capital of the company)	32.24	32.24	32.24	32.24	32.24
g of the quarter urter quarter tt the end of the quarter		Particulars	3 months ended 31-03-2016				
g of the quarter urter quarter t the end of the quarter	B INVEST	FOR COMPLAINTS					
quarter at the end of the quarter	Pendin	g at the beginning of the quarter	NIL				
quarter it the end of the quarter	Receive	ed during the quarter					
it the end of the quarter	Dispos	aed of during the quarter	T				
RUMS	Remair	13	NIL	**			
Ms	or & on b	131	Territoria de la companya della companya della companya de la companya della comp	ASSOCI			
	4		Two Duest	BA			

M.L.Khandelwal - Chairman & Managing Director DATED :- 30-05-2016, PLACE :- JAIPUR

CONTINENTAL PETROLEUMS LIMITED

Regd. Office: A-2, Opposite Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR - 302005 (Rajasthan)

Audited Financial Results for the Year Ended 31st March 2016

						(₹ in Lakhs)
	Particulars	3 months ended	Preceding 3 months ended 31-12-2015	Corresponding 3 months ended 31-03-2015	Year Ended 31-03-2016	Previous year ended 31-03-2015
		(Audited)	(Un-Audited) (Un-Audited)	(Un-Audited)	(Audited)	(Audited)
	1 Income from operations					
_	a Net sales / Income from operation (Net of Excise Duty)	473.34	598.68	718.48	2055.88	2491.73
	b Other operating income	97.46	86.31	121.06	340.87	280.89
	Total Income from operations (Net)	570.80	684.99	839.54	2396.75	2772.62

CONTINENTAL PETROLEUMS LIMITED

Regd. Office: A-2, Opposite Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR - 302005 (Rajasthan)

Audited Financial Results for the Year Ended 31st March 2015

							(₹ in Lakhs)
		Particulars	3 months ended 31-03-2015	Preceding 3 months ended 31-12-2014	Corresponding 3 months ended 31-03-2014	Year Ended 31-03-2015	Previous year ended 31-03-2014
			(Un-Audited)	(Un-Audited)	(Un-Audited) (Un-Audited) (Un-Audited)	(Audited)	(Audited)
L	1 Inc	ncome from operations					
_	ra	Net sales / Income from operation (Net of Excise Duty)	718.48	96'099	910.55	2491.73	2482.29
	q	Other operating income	121.06	54.20	61.38	280.89	262.47
	Ц	Total Income from operations (Net)	839.54	715.16	971.93	2772.62	2744.76

For & on behalf of Board

Chairman & Managing Director DATED :- 30-05-2016 (M.L.Khandelwal)

PLACE :- JAIPUR

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