ANNUAL REPORT & FINANCIAL STATEMENTS
OF WHOLLY OWNED SUBSIDIARY / SUBSIDIARY COMPANIES
OF
TAMILNADU PETROPRODUCTS LIMITED

FOR THE YEAR 2012-13

- **CERTUS INVESTMENT & TRADING LIMITED**
- **CERTUS INVESTMENT AND TRADING (S) PRIVATE LIMITED**
- **PROTEUS PETROCHEMICALS PRIVATE LIMITED**

CERTUS INVESTMENT & TRADING LIMITED

FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2013

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CERTUS INVESTMENT & TRADING LIMITED
CORPORATE DATA

			Date of appointment	Date of resignation
DIRECTORS	:	Kapildeo Joory	30 October 2001	5 February 2013
		Ashwin Chidambaram Muthiah	5 November 2001	-
		Zakir Hussein Niamut	19 December 2011	-
		Yashwant Kumar Beeharee	5 February 2013	-

REGISTERED OFFICE : IFS Court
TwentyEight
Cybercity
Ebene
Mauritius

SECRETARY : International Financial Services Limited
IFS Court
TwentyEight
Cybercity
Ebene
Mauritius

AUDITORS : Nexia Baker & Arenson
Chartered Accountants
5th Floor, C&R Court
49, Labourdonnais Street
Port Louis
Mauritius

BANKER : HSBC Bank (Mauritius) Limited
6th Floor, HSBC Centre
18, Cybercity
Ebene
Mauritius

COMMENTARY OF DIRECTORS FOR THE YEAR ENDED 31 MARCH 2013

The directors present the audited financial statements of CERTUS INVESTMENT & TRADING LIMITED (the "Company") for the year ended 31 March 2013.

PRINCIPAL ACTIVITY

The principal activity of the Company is to act as an investment holding company.

RESULTS

The results for the year are shown in the statement of comprehensive income and related notes.

DIRECTORS

The present membership of the Board is set out on page 2.

DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial year, which present fairly the financial position, financial performance and cash flows of the Company. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors have confirmed that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Mauritian Companies Act 2001. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, **Nexia Baker & Arenson**, have indicated their willingness to continue in office until the next Annual Meeting.

CERTIFICATE FROM THE SECRETARY UNDER SECTION 166 (d) OF THE MAURITIAN COMPANIES ACT 2001

We certify, to the best of our knowledge and belief, that we have filed with the Registrar of Companies all such returns as are required of **CERTUS INVESTMENT & TRADING LIMITED** under the Mauritian Companies Act 2001 during the year ended 31 March 2013.

____

For International Financial Services Limited
Secretary

Registered office:
IFS Court, TwentyEight, Cybercity, Ebene, Mauritius
Date: 25th July 2013

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF CERTUS INVESTMENT & TRADING LIMITED

Report on the Financial Statements

We have audited the financial statements of **CERTUS INVESTMENT & TRADING LIMITED** (the "Company") set out on pages 7 to 24, which comprise the statement of financial position as at 31 March 2013 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Directors' Responsibility for the Financial Statements

The directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and in compliance with the requirements of the Mauritian Companies Act 2001, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that 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 International Standards on Auditing. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, 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 Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, 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, the financial statements set out on pages 7 to 24 give a true and fair view of the financial position of the Company at 31 March 2013, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as modified by the exemption from consolidation in the Mauritian Companies Act 2001 for companies holding a Category 1 Global Business Licence, and comply with the Mauritian Companies Act 2001.

Other Matter

This report is made solely to the Company's member, as a body, in accordance with Section 205 of the Mauritian Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinions we have formed.

Report on Other Legal and Regulatory Requirements
Mauritian Companies Act 2001

We have no relationship with or interests in the Company other than in our capacity as auditors.

We have obtained all information and explanations we have required.

In our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Nexia Baker & Arenson	**Ouma Shankar Ochit FCCA**
Chartered Accountants	**Licensed by FRC**

Date: 25th July 2013

CERTUS INVESTMENT & TRADING LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2013

	Notes	Year ended 31 March 2013	Period from 1 January 2011 to 31 March 2012
		USD	USD
Income			
Interest		**30,736**	14,601
Expenses			
Professional fees		**15,833**	18,062
Licence fees		**1,963**	2,188
Audit fees		**4,600**	2,600
Bank charges		**280**	3,341
		22,676	26,191
Operating profit/(loss) for the year/period		**8,060**	(11,590)
Impairment of investment in subsidiary company	5	**(299,999)**	-
Impairment of investment in associated company	6	**(429,999)**	-
Impairment of advance to subsidiary company	11(i)	**(4,800,900)**	-
Payables written back	10	**70,583**	-
Capital project written off		**-**	(34,677)
Receivable written off		**-**	(65,946)
Loss before taxation		**(5,452,255)**	(112,213)
Taxation	4	**-**	**-**
Loss for the year/period		**(5,452,255)**	(112,213)
Other comprehensive income		**-**	**-**
Total comprehensive loss for the year/period		**(5,452,255)**	(112,213)

The notes on pages 11 to 24 form an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2013

	Notes	2013	2012
		USD	USD
ASSETS			
Non-current assets			
Investments in subsidiary companies	5	**1,875,340**	2,175,339
Investment in associated company	6	**1**	430,000
		1,875,341	2,605,339
Current assets			
Advances and prepayments	7	**4,790,436**	9,560,622
Cash and cash equivalents	8	**10,166,320**	10,192,063
		14,956,756	19,752,685
Total assets		**16,832,097**	22,358,024
EQUITY AND LIABILITY			
Capital and reserves			
Stated capital	9	**20,419,000**	20,419,000
Accumulated (loss)/profits		**(3,606,918)**	1,845,337
		16,812,082	22,264,337
Current liability			
Payables and accruals	10	**20,015**	93,687
Total equity and liability		**16,832,097**	22,358,024

Approved by the Board for issue on 25th July 2013 and signed on its behalf by:

Sd.
Director

Sd
Director

The notes on pages 11 to 24 form an integral part of these financial statements

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2013

	Stated capital	Accumulated profits/ (loss)	Total
	USD	USD	USD
At 1 January 2011	20,419,000	1,957,550	22,376,550
Total comprehensive loss for the period	-	(112,213)	(112,213)
At 31 March 2012	20,419,000	1,845,337	22,264,337
Total comprehensive loss for the year	-	(5,452,255)	(5,452,255)
At 31 March 2013	**20,419,000**	**(3,606,918)**	**16,812,082**

The notes on pages 11 to 24 form an integral part of these financial statements.

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2013

	Notes	Year ended 31 March 2013	Period from 01 January 2011 to 31 March 2012
		USD	USD
Cash flows from operating activities			
Loss before taxation		**(5,452,255)**	(112,213)
Adjustments for:			
Interest income		**(30,736)**	(14,601)
Payables written back	10	**(70,583)**	-
Impairment of investment in subsidiary company	5	**299,999**	-
Impairment of investment in associated company	6	**429,999**	-
Impairment of advance to subsidiary company	11(i)	**4,800,900**	-
Capital project written off		**-**	34,677
Receivable written off		**-**	65,946
Operating losses before working capital changes		**(22,676)**	(26,191)
(Increase)/decrease in advances and prepayments		**(30,714)**	9,998,311
(Decrease)/increase in payables and accruals		**(3,089)**	8,849
Net cash (used in)/from operating activities		**(56,479)**	9,980,969
Cash flows from investing activity			
Interest received		**30,736**	14,601
Net cash from investing activity		**30,736**	14,601
Net (decrease)/increase in cash and cash equivalents		**(25,743)**	9,995,570
Cash and cash equivalents at beginning of the year/period		**10,192,063**	196,493
Cash and cash equivalents at end of the year/period	8	**10,166,320**	10,192,063

The notes on pages 11 to 24 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2013

1. General information

The Company was incorporated in Mauritius on 30 October 2001 under the Companies Act 1984, now replaced by the Companies Act 2001, as a private company with liability limited by shares and holds a Category 1 Global Business Licence issued by the Financial Services Commission. The registered office address of the Company is at IFS Court, TwentyEight, Cybercity, Ebene, Mauritius.

The principal activity of the Company is to act as an investment holding company.

These financial statements of the Company are presented in United States Dollar ("USD"), which is the Company's functional and presentation currency.

2. Basis of preparation

(a) *Statement of compliance*
The financial statements are prepared in accordance with and comply with International Financial Reporting Standards ("IFRS") except for the requirement to prepare consolidated financial statements in compliance with requirements of the Mauritian Companies Act applicable to any company holding a category 1 Global Business Licence.

(b) *Basis of measurement*
The financial statements have been prepared on a historical cost basis except for financial assets and liabilities which are measured at fair value.

(i) *Functional and presentation currency*
The Company's functional and presentation currency is USD and all values are rounded to the nearest Dollar. USD is the currency of the primary economic environment in which it operates and the Company's performance is evaluated and its liquidity is managed in USD.

(ii) *Transactions and balances*
Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated at year-end exchange rates and differences in exchange are accounted for in the statement of comprehensive income.

(c) *Use of estimates and judgment*

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised and in any future period affected.

(d) *Going concern*

The Company's management has made an assessment of the Company's ability to continue as a going concern and is satisfied that the Company has the resources to continue in business for the foreseeable future. Furthermore, the management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on a going concern basis.

3. Accounting policies

(a) Changes in accounting policy and disclosures

Standards, Amendments to published Standards and Interpretations effective in the reporting period

Disclosures – Transfers of Financial Assets (Amendments to IFRS 7). These amendments improve the disclosure requirements in relation to transferred financial assets. The amendments are not expected to have any impact on the Company's financial statements.

Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters (Amendments to IFRS1).These amendments replace references to a fixed transition date with 'the date of transition to IFRSs' and set out the requirements for how an entity resumes presenting financial statements in accordance with IFRSs after a period when the entity was unable to comply with IFRSs because its functional currency was subject to severe hyperinflation. The amendments are not expected to have any impact on the Company's financial statements.

Deferred Tax: Recovery of Underlying Assets (Amendments to IAS 12), introduces a presumption that investment properties that are measured using the fair value model in accordance with IAS 40 Investment Property are recovered entirely through sale for the purposes of measuring deferred taxes. This presumption is rebutted if the investment property is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale. This amendment is unlikely to have an impact on the Company's financial statements.

Standards, Amendments to published Standards and Interpretations issued but not yet effective

Certain standards, amendments to published standards and interpretations have been issued that are mandatory for accounting periods beginning on or after 1 January 2013 or later periods, but which the Company has not early adopted.

At end of the reporting period, the following were in issue but not yet effective:

Amendments to IAS 1 Presentation of Items of Other Comprehensive Income (Effective 1 July 2012)
IFRS 9 Financial Instruments

IAS 27 Separate Financial Statements
IAS 28 Investments in Associates and Joint Ventures
IFRS 10 Consolidated Financial Statements
IFRS 11 Joint Arrangements
IFRS 12 Disclosure of Interests in Other Entities
IFRS 13 Fair Value Measurement
IAS 19 Employee Benefits (Revised 2011)

IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine
Disclosures — Offsetting Financial Assets and Financial Liabilities (Amendments to IFRS 7)

IAS 32 Offsetting Financial Assets and Financial Liabilities (Amendments to IAS 32)
Amendment to IFRS 1 (Government Loans)
Annual Improvements to IFRSs 2009-2011 Cycle
Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance
Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27)

Where relevant, the Company is still evaluating the effect of these Standards, amendments to published Standards and Interpretations issued but not yet effective, on the presentation of its financial statements.

(b) Financial instruments

Financial instruments carried on the statement of financial position include advances, cash and cash equivalents and payables and accruals. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

(c) Revenue recognition

Dividends are recognised when the Company's right to receive payment is established. Bank interest income and other interest income are recognised on an accrual basis.

(d) Expense recognition

Expenses are accounted for in the statement of comprehensive income on an accrual basis.

(e) Investment in subsidiary companies

Subsidiary undertakings are those entities in which the Company has an interest of more than one half of the voting rights or otherwise has power to exercise control over the operations.

Investment in subsidiary is shown at cost. Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the carrying amount is greater than the estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of comprehensive income. On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income.

(f) Investment in associated company

An associate is an entity over which the Company has significant influence but not control, or joint control. Investments in associates are accounted for by the equity method except when classified as held for sale. Investments in associates are initially recognised at cost as adjusted by post acquisition changes in the Company's share of the net assets of the associate less any impairment in the value of the individual investments.

When the Company's share of losses exceeds its interest in an associate, the Company discontinues recognising further losses, unless it has incurred legal or constructive obligation or made payments on behalf of the associate.

(g) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank, fixed deposits and other short-term highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of change in value.

(h) Related parties

Parties are considered to be related if one party has the ability to control (directly or indirectly) the other party or exercise significant influence over the other party in making financial and operating decisions.

(i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

(j) Interest income

Interest income is recognised on an accrual basis.

(k) Taxation

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(l) Stated capital

Ordinary shares are classified as equity.

(m) Receivables

Receivables are carried at anticipated realisable value. An estimate is made for doubtful receivables based on a review of all outstanding amounts at year end. Bad debts are written off during the year in which they are identified.

(n) Impairment of assets

At end of each reporting period, the Company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered any impairment loss. When an indication of impairment loss exists, the carrying amount of the asset is assessed and written down to its recoverable amount.

4 TAXATION

Income tax

The Company is under current laws and regulations, liable to pay income tax on its net income at a rate of 15%. The Company is, however, entitled to a tax credit equivalent to the higher of actual foreign tax suffered or 80% of Mauritius tax payable in respect of its foreign source income tax thus reducing its maximum effective tax rate to 3%.

No Mauritian capital gain tax is payable on profits arising from sale of securities, and any dividends and redemption proceeds paid by the Company to its shareholders will be exempt in Mauritius from any withholding tax.

At 31 March 2013, the Company had accumulated tax losses of **USD21,386** (2012: USD29,288) which will be carried forward and available for set off against future taxable profits as follows:

	Tax losses
	USD
Up to year ending 31 March 2016	**7,107**
Up to year ending 31 March 2017	**14,279**
	21,386

Deferred tax

A deferred tax asset of **USD641** (2012: USD878) has not been recognised in respect of the tax losses carried forward as the directors consider that it is not probable that future taxable profit will be available against which the unused tax losses can be utilised.

The reconciliation between the actual tax expense and the tax calculated at the applicable rate of 15% for the year/period under review is as follows:

	2013	2012
	USD	USD
Loss before taxation	**(5,452,255)**	(112,213)
Tax at the rate of 15%	**(817,838)**	(16,832)
Tax effect of:		
Exempt income	**(24)**	(422)
Non taxable income	**(10,587)**	**-**
Non allowable expense	**829,635**	**-**
Unauthorised deductions	**-**	15,112
	1,186	(2,142)
Tax losses brought forward	**(4,393)**	-
	(3,207)	(2,142)
Tax credit of 80%	**2,566**	1,714
Deferred tax not recognised	**641**	428
Tax charge	**-**	-

5 Investments in subsidiary companies

	2013	2012
	USD	USD
At beginning of the year/period	**2,175,339**	2,175,339
Impairment during the year/period	**(299,999)**	-
At end of the year/period	**1,875,340**	2,175,339

The details of the investments in subsidiary companies as at 31 March 2013 are as follows:

Name of subsidiary companies	**Country of incorporation**	**Principal activity**	**% Holding**	**Cost**		**Fair value**	
				2013	2012	**2013**	2012
				USD	USD	**USD**	USD
Certus Investment & Trading (S) Pte Ltd	Singapore	Trading	100	**1,875,339**	1,875,339	**1,875,339**	1,875,339
Proteus Petrochemicals Private Limited	Singapore	Manufacture of Normal Paraffin	100	**300,000**	300,000	**1**	300,000
				2,175,339	2,175,339	**1,875,340**	2,175,339

The directors are of opinion that there is no impairment on the value of the investment of Certus Investment & Trading (S) Pte Ltd at 31 March 2013 and that the fair value approximates at least its cost.

The directors have reviewed the financial position and performance of Proteus Petrochemicals Private Limited. They are of the opinion that the estimated recoverable amount of the investment in Proteus Petrochemicals Private Limited was less than its carrying amount and an impairment of USD 299,999 was recognised during the year.

No consolidated accounts have been prepared as the directors of the Company have taken advantage of the exemption under the Mauritian Companies Act 2001, which exempts a company holding a Global Business Licence 1 from preparing consolidated financial statements when it is a wholly owned or a virtually wholly owned subsidiary of any company incorporated outside Mauritius. The Company is a wholly-owned subsidiary of Tamilnadu Petroproducts Limited, a company incorporated in India.

6 Investment in associated company

	2013	2012
	USD	USD
Cost at beginning of the year/period	**430,000**	430,000
Impairment during the year/period	**(429,999)**	-
At end of the year/period	**1**	430,000

6 . Investment in associated company (continued)

The details of the investment in associated company as at 31 March are as follows:

Name of associated company	**Country of incorporation**	**% holding**	**At cost**		**At fair value**	
			2013	2012	**2013**	2012
			USD	USD	**USD**	USD
Gulf Petro Product Company E.C.	Bahrain	50	**430,000**	430,000	**1**	430,000

Gulf Petro Product Company E.C is engaged in the development, construction, operation of and investment in Normal Parafin and Associated Linear Alkyl, Benzene (LAB) Projects.

The director's have reviewed the financial position and performance of Gulf Petro Product Company E.C. They are of the opinion that the estimated recoverable amount of the investment in Gulf Petro Product Company E.C. was less than its carrying amount and an impairment of USD 429,999 was recognised.

7. Advances and prepayments

	2013	2012
	USD	USD
Prepayments	**2,075**	-
Interest receivable from subsidiary company	**30,578**	-
Advances to subsidiary companies (see note 11 (i))	**4,619,897**	9,420,797
Advance to associated company (see note 11 (ii))	**130,284**	130,284
Receivable from associated company	**7,602**	9,541
	4,790,436	9,560,622

8. Cash and cash equivalents

	2013	2012
	USD	USD
Cash at bank	**10,166,320**	192,063
Fixed deposits and other investments	**-**	10,000,000
	10,166,320	10,192,063

9. Stated capital

	2013	2012
	USD	USD
Issued and fully paid with no par value		
204,190 ordinary shares of USD100 each	**20,419,000**	20,419,000

The ordinary shares carry:

(a) the right to one vote on a poll at a meeting of the Company on any resolution;

(b) the right to an equal share in dividends authorised by the Board; and

(c) the right to an equal share in the distribution of the surplus assets of the Company.

10. Payables and accruals

	2013	2012
	USD	USD
Other payables	**13,831**	84,414
Accruals	**6,184**	9,273
	20,015	93,687

Proteus Petrochemicals Private Limited, a subsidiary of the Company had incurred expenses amounting to USD70,583 on behalf of the Company and had waived the amount receivable from the Company during the year.

11. Related party transactions

During the year ended 31 March 2013, the Company transacted with related parties. Details of the nature, volume and balances of the transactions with the related parties are as follows:

	Balance	
	2013	2012
	USD	USD
(i) <u>Advances to subsidiary companies</u>		
Receivable from Certus Investment & Trading (S) Pte Ltd		
At beginning of the year/period	**3,495,797**	3,495,797
Advanced during the year/period	**10,000,000**	10,150,000
Payment received during the year/period	**(10,000,000)**	(10,150,000)
At end of the year/period	**3,495,797**	3,495,797

The advance to Certus Investment and Trading (S) Pte Ltd is unsecured, interest free and receivable on demand. An amount of USD10,000,000 bearing interest at the rate of 0.32% per annum, was advanced during the year. The USD 10,000,000 was repaid on 29 March 2013.

As at 31 March 2013, interest receivable from Certus Investment & Trading (S) Pte Ltd amounted to USD30,578 (2012: Nil).

	Balance	
	2013	2012
	USD	USD
Receivable from Proteus Petrochemicals Private Limited		
At beginning of the year/period	**5,925,000**	15,990,946
Received during the year/period	**-**	(10,000,000)
Written off during the year/period	**-**	(65,946)
Impairment during the year/period	**(4,800,900)**	-
At end of the year/period	**1,124,100**	5,925,000
	4,619,897	9,420,797

The advance to Proteus Petrochemicals Private Limited is unsecured, interest free and receivable on demand.
During the year under review, the loan advanced to Proteus Petrochemicals Private Limited was impaired by USD4,800,900.

(ii) Advance to associated company

	Balance	
	2013	2012
	USD	USD
At beginning and end of the year	**130,284**	130,284

The advance to Gulf Petro Product Company E.C is unsecured, interest free and receivable on demand.

(iii) International Financial Services Limited

	Volume	
	Year ended 31 March 2013	Period from 1 January 2011 to 31 March 2012
	USD	USD
Transactions during the year:		
Professional fees	**15,833**	18,062

The above services from International Financial Services Limited are provided on commercial terms and conditions.

12. Holding and ultimate holding company

The Company is wholly owned by Tamilnadu Petroproducts Limited, a company incorporated in India and regarded by the directors as being its ultimate holding company.

13. Financial instruments

(a) Fair values

The carrying amounts of advances, cash and cash equivalents and payables and accruals approximate their fair values.

(b) Currency profile

The currency profile of the Company's financial assets and liabilities is summarised as follows:

	31 March 2013		31 March 2012	
	Financial assets	**Financial liabilities**	Financial assets	Financial liabilities
	USD	**USD**	USD	USD
United States Dollars	**14,954,681**	**20,015**	19,750,746	93,687

14. Financial risk management

The Company's investments activities expose it to the various types of risks which are associated with the financial instruments and market in which it invests.

(a) Foreign currency risk

Foreign currency risk occurs on transactions that are denominated in currencies other than the functional currency of the Company.

Transactions and balances of the Company are mainly denominated in United States Dollars. Hence, the Company does not face any significant exposure to foreign currency risk. The Company does not use any derivative financial instruments to hedge this risk.

14. Financial risk management (continued)

(b) Credit risk

The Company takes on exposure to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due.

Financial assets, which potentially expose the Company to credit risk, comprises mainly of advances to subsidiary companies, advance to associated company and bank balance.

The Company's bank deposit is with reputable bank with high quality external credit ratings, hence minimising its credit risk on cash and cash equivalents.

(c) Interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates.

The Company hold fixed interest bearing securities and cash. Interest rate movements may affect the level of income receivable on cash deposits and cash equivalents. Interest income from cash deposits may fluctuate in amount, in particular due to changes in the interest rates. The interest on the interest bearing income securities is fixed and as a result, the Company is not subject to the risk due to fluctuation in the prevailing levels of market interest rates. For the reasons set out above, this does not expose the Company to significant risk.

(d) Liquidity risk

The Company actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all financing, repayments and funding needs are met. As part of its overall prudent liquidity management, the Company maintains sufficient equity funds to finance its operations.

(e) Political, economic and social risks

Political, economic and social factors, changes in countries' laws, regulations and the status of those countries' relations with other countries may adversely affect the value of the Company's assets.

(f) Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns to its member. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to its member, buy back shares or issue new shares.

15. Events after the reporting period

There have been no material events since the end of the reporting period, which require disclosure or adjustment to the 31 March 2013 financial statements.

Director's Report and
Audited Financial Statements

Certus Investment and Trading (S) Private Limited

(Co. Reg. No. 200414622K)

31 March 2013

General Information

Director

James Methodius s/o Cyril Methods

Secretary

Ng Chee Tiong

Independent Auditor

Sashi Kala Devi Associates

Contents

Director's Report

The director is pleased to present its report to the members together with the audited financial statements of Certus Investment and Trading (S) Private Limited for the financial year ended on 31 March 2013.

1. DIRECTOR

The director holding office at the date of this report is : -

James Methodius s/o Cyril Methods

2. ARRANGEMENTS TO ENABLE DIRECTOR TO ACQUIRE SHARES AND DEBENTURES

Neither at the end nor at any time during the financial year was the Company a party to any arrangement whose object are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

3. DIRECTOR'S INTERESTS IN SHARES AND DEBENTURES

No director who held office at the end of the financial year had interests in shares, share options, warrants or debentures of the Company, or of related corporations, either at the beginning of the financial year or end of the financial year.

4. DIRECTOR'S CONTRACTUAL BENEFITS

Since the end of the previous financial year, no director of the Company has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the director, or with a firm of which the director is a member, or with a Company in which the director has a substantial financial interest.

5. OPTIONS TO TAKE UP UNISSUED SHARES

During the financial year, no option to take up unissued shares of the Company was granted.

6. OPTIONS EXERCISED

During the financial year, there were no shares of the Company issued by virtue of the exercise of options to take up unissued shares.

7. UNISSUED SHARES UNDER OPTION

At the end of the financial year, there were no unissued shares of the Company under option.

8. INDEPENDENT AUDITOR

The independent auditor, Sashi Kala Devi Associate, has expressed its willingness to accept reappointment as auditor.

James Methodius s/o Cyril Methodis
Director
Singapore
15 May 2013

Statement by Director

I, James Methodius s/o Cyril Methodis, being the sole-director of Certus Investment and Trading (S) Private Limited, do hereby state that,

(a) the accompanying statement of financial position, statement of comprehensive income, statement of changes in equity and statement of cash flows together with notes thereto are drawn up so as to give a true and fair view of the sate of affairs of the Company as at 31 March 2013 and the results of the business, changes in equity and cash flows of the Company for the year ended on that date; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

James Methodius s/o Cyril Methodis
Director

Singapore
15 May 2013

Independent Auditor's Report
to the member of Certus Investment and Trading (S) Private Limited
(Co. Reg. No: 200414622K)

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Certus Investment and Trading (S) Private Limited (the "Company"), which comprise the statement of financial position as at 31 March 2013, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act, Chapter 50 (the "Act") and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorized use or disposition; and transactions are properly authorized and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheet and to maintain accountability of assets.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of 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, the financial statements are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Company as at 31 March 2013 and the results, changes in equity and cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provision of the Act.

Sashi Kala Devi Associates
Public Accountants and
Certified Publics Accountants

Singapore
15 May 2013

Certus Investment and Trading (S) Private Limited
(Co. Reg. No. 200414622K)

Statement of Financial Position as at 31 March 2013

	Note	31.3.2013 US$	31.3.2013 US$ (Reclassified)	1.1.2011 US$ (Reclassified)
Non-current Assets				
Plant and equipment	3	--	--	--
Capital project in progress	4	--	--	383,109
		--	--	383,109
Current assets				
Inventories		--	--	33,400
Trade receivables	5	962,439	1,551,290	1,262,479
Other receivables	6	6,205,080	6,095,180	6,095,180
Amount due from ultimate holding company	7	16,050	16,050	16,050
Cash and cash equivalents	8	14,106	109,070	46,357
		7,197,675	7,771,590	7,453,466
Currents Liabilities				
Accrued liabilities		7,000	7,000	16,528
Amount due to ultimate holding Company	9	2,155,758	2,759,232	2,514,708
Amount due to immediate holding company	10	3,526,375	3,495,797	3,495,797
		5,689,133	6,262,029	6,027,033
Net current assets		1,508,542	1,509,561	1,426,433
Net assets		1,508,542	1,509,561	1,809,542
Equity attributable to equity holders of the Company				
Share capital	11	1,875,340	1,875,340	1,875,340
Accumulated losses		(366,798)	(365,779)	(65,798)
Total equity		1,508,542	1,509,561	1,809,542

The accompanying notes form an integral part of the financial statements

Statement of Comprehensive Income for the financial year ended 31 March 2013

	Note	1.4.2012 to 31.3.2013 US$	1.1.2011 to 31.3.2012 US$ (Reclassified)
Revenue	12	3,920,650	4,390,372
Cost of revenue		(3,917,500)	(4,387,912)
Gross profit		3,150	2,460
Other operating income	13	39,900	108,247
Administrative expenses		(13,491)	(398,849)
Other charge – Foreign exchange difference – loss		--	(33)
Finance cost – Loan interest		(30,578)	(11,806)
Loss before tax	14	(1,019)	(299,981)
Income tax expense	15	--	--
Loss after tax		(1,019)	(299,981)
Other comprehensive income		--	--
Total comprehensive loss for the year		(1,019)	(299,981)

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

Statement of Changes in Equity for the financial year ended 31 March 2013

	Shares capital US$	Accumulated losses US$	Total US$
Balance at 1 January 2011 (reclassified)	1,875,340	(65,798)	1,809,542
Total comprehensive loss for the period	--	(299,981)	(299,981)
Balance at 31 March 2012 (Reclassified)	1,875,340	(365,779)	1,509,561
Total comprehensive loss for the year	--	(1,019)	(1,019)
Balance at 31 March 2013	1,875,340	(366,798)	1,508,542)

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

Statement of Cash Flows for the financial year ended 31 March 2013

	Note	2013 US$	2012 US$ (Reclassified)
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		(1,019)	(299,981)
Adjustment for:			
Interest income		--	(8,247)
Operating loss before working capital changes		(1,019)	(308,228)
Decrease in capital project in progress		--	383,109
Decrease / (increase) in inventories		--	33,400
Decrease / (increase) in trade and other receivables		478,951	(288,811)
Increase / (decrease) in other payables		--	(9,528)
Cash generated from / (used in) from operations		477,932	(190,058)
Interest received		--	8,247
Net cash flows generated from / (used in) operating activities		477,932	(181,811)
CASH FLOWS FROM FINANCING ACTIVITIES			
(Decrease) / increase in amount due to ultimate holding company		(603,474)	244,524
Increase in amount due to immediate holding company		30,578	--
Loan to third party		(10,000,000)	--
Proceeds from loan repayment from third party		10,000,000	--
Decrease in loan from immediate holding company		10,000,000	--
Repayment of loan from amount due to immediate holding company		(10,000,000)	--
Net cash flows (used in) / generated from financing activities		(572,896)	244,524
Net increase/(decrease) in cash and cash equivalents		(94,964)	62,713
Cash and cash equivalents at beginning of year		109,070	46,357
Cash and cash equivalents at end of year	8	14,106	109,070

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

Notes to the Financial Statements

The notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. CORPORATE INFORMATION

The company is a private company limited by shares incorporated and domiciled in Singapore and its immediate holding company is Certus Investment and Trading Limited incorporated in Mauritius and ultimate holding company is Tamilnadu Petroproducts Limited incorporated in India.

The registered office of the Company is located at 31 Cantonment Road, Singapore 089747 and principal place of business is located at 8 Temasek Boulevard, # 17-03, Suntec Tower 3, Singapore 038988.

The principal activities of the Company are carrying on business of sales of industrial chemical.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (FRS) as required by the Singapore Companies Act, Chapter 50.

The financial statements have been prepared on a historical cost basis except where otherwise described in the accounting policies below.

The financial statements are presented in United States Dollars (USD or US$) which is the Company's functional currency and all values are rounded to the nearest one-dollar unless otherwise stated.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous financial year except during the current financial year beginning 1 April 2012, the Company has adopted all applicable new and revised FRS and INT FRS that are relevant to its operations and effective for the current financial year. The adoption of these new and revised FRS and INT FRS did not result in any changes to the Company's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

Standards issued but not yet effective

The Company has not adopted the following standards and interpretations which are potentially relevant to the Company that have been issued but not yet effective

	Effective date (Annual periods beginning on or after)
Amendment to FRS 1 – Presentation of Items of Other Comprehensive Income	1 July 2012
FRS 19 Employee benefits	1 January 2013
FRS 113 Fair value measurement	1 January 2013
Improvement to FRSs issued in 2012:	
Amendment to FRS 1 *Presentation of Financial Statements*	1 January 2013

The director expects that the adoption of the standards and interpretations above will have no material impact on the financial statements in the period of initial application.

(b) ***Significant accounting estimates and judgements***

The preparation of the Company's financial statements requires management to make judgements, estimates and assumption that affect the reported amounts of revenue, expenses, assets, liabilities, and disclosure of contingent liabilities at the end of each reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

- *Key sources of estimation uncertainty*

  There were no material key assumption concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

- *Judgement made in applying accounting policies*

There were no material judgements made by management in the process of applying the Company's accounting policies that have the most significant effect on the amounts recognized in the financial statements.

(c) ***Functional and foreign currency***

The management has determined the currency of the primary economic environment in which the Company operates i.e. functional currency, to be United States Dollars (USD or US$).

Foreign currency transactions

Transactions is foreign currencies are measured in USD and are recorded on initial recognition at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are re-translated to the functional currency at the rate of exchange ruling at the end of the reporting period. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of initial recognition. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognized in profit or loss.

(d) ***Capital project in progress***

Capital project in progress is stated at cost. Expenditure relating to the construction of a Normal Paraffin (NP) plant is capitalized when incurred up to the completion of construction. No depreciation is provided on capital project in progress.

(e) ***Plant and equipment***

All items of plan and equipment are initially recorded at cost. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs that are directly attributable to acquisition, construction or production of a qualifying plant and equipment. The cost of an item of a plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Subsequent to recognition, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses. When significant parts of plant and equipment are required to be replaced in intervals, the Company recognize such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection in performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. The cost of an asset comprises its purchased price and nay directly attributable cost of brining the asset to working condition for its intended use. Expenditure for additions, improvement and renewal are capitalized and expenditure for maintenance and repairs are charged to profit or loss.

Depreciation computed on a straight-line basis over the estimated useful lives of the assets as follows:

Computers	-	3 Years

Fully depreciated assets are retained in the financial statements until they are no longer in use.

For acquisition and disposal of plant and equipment, depreciation is provided in the month of acquisition and no depreciation is provided in the month of disposal.

The residual value, useful life and depreciation method are reviewed at each financial year-end, and adjust prospectively, if appropriate.

An item of plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the profit or loss in the year the asset is derecognized.

(f) ***Financial Assets***

Initial recognition and measurement

Financial assets are recognized when, and only when, the Company becomes a party to the contractual provision of the financial instrument. The Company determines the classification of its financial assets at initial recognition.

When financial assets are recognized initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

(i) *Financial assets at fair value through profit or loss*

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. This category includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships defined by FRS 39. Derivatives including separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

The Company has not designated any financial assets upon initial recognition a fair value through profit or loss.

Subsequent to initial recognition, financial assets at fair value through profit or loss are measured a fair value. Any gains or losses arising from changes in fair value of the financial assets are recognized in profit or loss. Net gains or net losses on financial assets at fair value through profit or loss include exchange differences, interest and dividend income.

(ii) *Held-to-maturity investment*

Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified a as held-to-maturity when the Company has the positive intention and ability to hold the investment to maturity. Subsequent to initial recognition, held-to-maturity investments are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognized in profit or loss when the held-to-maturity investments are derecognized or impaired, and through the amortization process.

(iii) *Loans and receivables*

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognized in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

(iv) Available-for-sale financial assets

Available-for sale financial assets are financial assets including equity and debt securities. Equity investment classified as available-for-sale are those, which are neither classified as held for trading nor designated a fair value through profit or loss.

After initial recognition, available-for-sale financial assets are subsequently measured at fair value. Any gains or losses arising from changes in the fair value of the financial asset are recognized in other comprehensive income, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognized in profit or loss. The cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognized.

Derecognition

A financial asset is derecognized when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in it entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognized in other comprehensive income is recognized in profit or loss.

Regular way purchase and sale of a financial assets

All regular way purchases and sales or financial assets are recognized or derecognized on the trade date i.e. the date that the Company commits to purchase or sell the asset. Regular way purchases or sales are purchases or sale or financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned.

(g) ***Impairment of financial assets***

The Company assesses at the end of each reporting period whether there is any objective evidence that a financial asset is impaired.

(i) *Financial assets carried at amortised cost*

For financial assets carried at amortised cost, the Company first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant of not, it includes the asset in a company of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be recognized are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss on finance assets carried at amortised cost has incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. If a loan has variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account. The loss is recognized in the profit or loss.

When the asset becomes uncollectible, the carrying amount of impaired financial assets is reduced directly or if an amount was charged to the allowance account, the amount charged to the allowance account is written of against the carrying value of the financial asset.

To determine whether there is objective evidence that an impairment loss on financial assets has incurred, the Company considers factors such as the probability of insolvency or significant financial difficulties of the debtors and default or significant delay in payments.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognized in profit or loss.

(ii) *Financial assets carried at cost*

If there is objective evidence that an impairment loss on a financial asset carried at cost has been incurred (such as significant adverse changes in the business environment where the issuer operates, probability of insolvency or significant financial difficulties of the issuer) the impairment loss is recognized and the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(iii) *Available-for-sale financial assets*

In the case of equity investments classified as available-for-sale, objective evidence of impairment loss includes (i) significant financial difficulty of the issuer or obligor, (ii) information about significant changes with an adverse effective that have taken place in the technological, market, economic or legal environment in which the issuer operates, and with indication that the cost of the investment in equity instrument may not be recovered; and (iii) a significant or prolonged decline in the fair value of the investment below its cost. 'Significant' is to be evaluated against the original cost of the investment and 'prolonged' against the period in which the fair value has been below its original cost.

If an available-for-sale financial assets is impaired, an amount comprising the difference between its cost (net of any principal payment and amortization) and its current fair value, less any impairment loss previously recognized in profit or loss, is transferred from other comprehensive income and recognized in profit or loss. Reversals of impairment losses in respect of equity instruments are not recognized in profit or loss; increase in their fair value after impairment are recognized directly in other comprehensive income.

(h) ***Impairment of non-financial assets***

The Company assesses at the end of each reporting period whether there is an indication that a nonfinancial asset, other than investment property accounted for at fair value and inventories is impaired. If any such a indication exists, or when annual impairment testing for an asset ir required, the Company makes an estimate of the asset's recoverable amount

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generated cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the case generation unit to which the asset belongs.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss, unless the asset is carried at revalued amount, in which case, such impairment loss is treated as a revaluation decrease.

(i) ***Financial liabilities***

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value, and in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

(i) *Financial liabilities at fair value through profit or loss*

Financial liabilities at fair value through profit or loss includes financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term.

Subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in fair value of the financial liabilities are recognised in profit or loss.

The Company has not designated any financial liabilities upon initial recognition at fair value through profit or loss.

(ii) *Other financial liabilities*

After initial recognition, other financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the profit or loss.

(j) ***Cash and cash equivalents***

Cash and cash equivalents comprise cash at bank.

(k) ***Trade and other payables***

Trade and other payables are non-interest bearing and trade payables are normally settled on 30 to 60 days' terms while other payables have an average term of three months.

(l) ***Provisions***

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability, when discounting is used, the increase in the provision due to the passage of time is recognised as finance cost.

(m) ***Related parties***

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Group and Company if that person:

(i) Has control or joint control over the Company;
(ii) Has significant influence over the Company; or
(iii) Is a member of the key management personnel of the Group or Company or of a parent of the Company

(b) An entity is related to the Group and the Company if any of the following conditions applies.:

(i) The entity and the Company are members of the same groups (which means that each parent, subsidiary and fellow subsidiary is related to the others).
(ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
(iii) Both entities are joint ventures of the same third party.
(iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
(v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;
(vi) The entity is controlled or jointly controlled by a person identified in (a);
(vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

(n) ***Borrowing cost*****s**

Borrowing cost consists of interest and other costs that an entity incurs in connection with the borrowing of funds. All borrowing costs are expensed in the period they occur except to the extent that they are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset.

(o) Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured regardless of when the payment is made. Revenue is measured at the fair value of consideration received or receivable, taking into account contractually defined terms of payment and excluding sales taxes or duty. The following specific recognition criteria must also be met before revenue is recognised:

(i) *Sales of good*s

Revenue from sale is recognised upon the transfer of significant risk and rewards of ownership of the goods to the customer. Revenue is not recognised to the extent where there are significant uncertainties regarding recovery of the consideration due, associated costs or the possible return of goods.

(ii) *Interest*

Interest income is recognised using the effective interest method.

(p) Taxes

(i) *Current income tax*

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted by the end of the reporting period.

Current income taxes are recognised in the profit or loss except to the extent that tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evalutes positions taken in the tax returns with respect to situations in which aplicalbe tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) *Deferred tax*

Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deffered tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured using the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the end of reporting period.

Deferred tax relating to items recognised outside profit or either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

3. PLANT AND EQUIPMENT

	Computers US$	Total US$
Cost:		
At 1 January 2011	1,409	1,409
Additions	--	--
At 31 March 2012 and 1 April 2012	1,409	1,409
Additions	--	--
At 31 March 2013	1,409	1,409
Accumulated depreciation:		
At 1 January 2011	1,409	1,409
Charge for the year	--	--
At 31 March 2012 and 1 April 2012	1,409	1,409
Charge for the year	--	--
At 31 March 2013	1,409	1,409
Net carrying amount :		
At 31 March 2013	--	--
At 31 March 2013	--	--

4. CAPITAL PROJECT IN PROGRESS

	2013 US$	2012 US$
At beginning of the year / period	--	383,109
Written off during the year / period	--	(383,109)
At end of the year / period	--	--

Capital project in progress represents costs incurred towards construction of a Normal Paraffin Plant (“Plant”) in Singapore. However, the Plant does not seem to be commercially viable due to increase in price of raw materials and infrastructure costs. Hence the capital project in progress had been written off in prior years.

5. TRADE RECEIVABLES

	2013 US$	2012 US$
Trade receivables	962,439	1,551,290

Trade receivables are not-interest bearing and are generally settles as per terms mutually agreed between the parties. Trade receivables are recognised at their original invoice amounts which represents their fair values on initial recognition.

The Company assesses at the end of each reprting period whether there is objective evidence that trade and other receivables are impaired.

An allowance for impairment is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the receivable, probability that the receivable will enter bankruptcy of financial reorganisation, and default or delinquency in payments are considered indicators that the receivable is impaired. The amount of the allowance is the difference between the asset’s carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The amount of the allowance is recognised in the profit and loss.

Receivables that are past due but not impaired

The Company has trade receivables amounting to US$ 962,379 (2012: US$1,551,289) that are past due at the end of the reporting period but not impaired. These receivables are unsecured and the analysis of their aging at the end of the reporting period is as follows:

Trade receivables past due but not impaired:		
Not more than 30 days	--	382,760
31 to 60 days	--	206,150
More than 120 days	962,439	962,380
	962,439	1,551,290

6. OTHER RECEIVABLES

Short term advances	6,165,180	6,095,180
Interest receivables from third party	39,900	--
	6,205,080	6,095,180

At the end of the reporting period, the short term advances amounting to US$ 6,095,180 to a third party has arranged for repayment of US$ 2.5 million before the next financial year and the balance is subjected to interest rate of 0.5 % per annum and to be repayable on demand and to be settled in cash.

During the financial year, the company has provided a loan interest bearing of 0.42 % per annum of US$10 million to a third party and this amount was fully paid during the year.

7. AMOUNT DUE FROM ULTIMATE HOLDING COMPANY

The amount due from ultimate holding company is trade related, unsecured, interest-free and repayable on demand and to be settled in cash.

8. CASH AND CASH EQUIVALENTS

Cash and cash equivalents denominated in foreign currency is a follows:

Singapore dollar	9,818	3,107

9. AMOUNT DUE TO ULTIMATE HOLDING COMPANY

The amount due is trade related, unsecured, interest-free, repayable upon demand and to be settled in cash.

10. AMOUNT DUE TO IMMEDIATE HOLDING COMPANY

The amount due is not-trade related, unsecured, interest-free, repayable upon demand and to be settle in cash.

During the financial year, the immediate holding company has provided a loan interest bearing of 0.32 % per annum of US$10 million and this amount was fully repaid during the year.

As at the end of the reporting period, the loan interest for the US$10 million has not been repaid.

11. SHARE CAPITAL

	2013		2012	
	Number of shares	US$	Number of shares	US$
Issued and fully paid:				
Ordinary shares	1,916,642	1,875,340	1,916,642	1,875,340

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares have no par value, carry one vote per share without restrictions.

12. REVENUE

Revenue represents income from the sales of chemicals and related products in the normal course of business.

13. OTHER INCOME

	2013	01.01.2011 to 31.03.2012
	US$	US$
Amounts waived by:		
– Related party	--	88,772
– Outside party	--	11,228
Interest income	39,900	8,247
	39,900	108,247

14. LOSS BEFORE TAX

The following items have been included in arriving at loss before tax:

Purchases	3,917,500	4,387,912
Capital project written-off	--	383,109
	3,917,500	4,771,021

15. INCOME TAX EXPENSE

(i) *Major components of income tax credit*

The major components of income tax expense for the years ended 31 March 2013 and 2012 are:

Statement of comprehensive income:		
Current income tax	--	--
	--	--

(ii) *Relationship between tax credit and accounting loss*

A reconciliation between the tax expense and the product of accounting loss multiplied by the applicable tax rate for the years ended 31 March 2013 and 2012 are as follows:

Loss before tax	(1,019)	(299,981)
Tax expense on loss before tax at 17 % (2012:17%)	(173)	(50,997)

Adjustments:		
Non-deductible expenses	5,198	--
Tax exemptions	(2,855)	--
Deferred tax assets not recognized for current year	--	50,997
Utilisation of deferred tax assets previously not recognized	(2,170)	--
Total tax expense	--	--

The Company has remaining unutilized tax losses and capital allowance of approximately US$448,810 (2012:US$ 463,260) that are available for offset against future taxable profits of the Company in which the losses arose for which no deferred tax asset is recognized due to uncertainty of its recoverability. The use of these tax losses is subject to the agreement with the Inland Revenue Authority of Singapore.

16. RELATED PARTY DISCLOSURES

In additions to those related party information disclosed elsewhere in the financial settlements, the following significant transactions between the Company and related parties that took place during the year at terms agreed between the parties during the financial year.

Significant related party transactions

In additions to those related party information disclosed elsewhere in the financial settlements, the following significant transactions between the Company and related parties that took place during the year at terms agreed between the parties during the financial year.

	2013	**01.01.2011 to 31.03.2012**
	US$	US$
Ultimate Holding Company		
Purchase of goods	3,917,500	4,387,912
Immediate Holding company		
Loan from immediate holding company	10,000,000	--

17. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include liquidity risk, market risk, foreign currency risk, interest risk and credit risk. The Company's risk management policies focus on the unpredictability of financial markets and seek to, where appropriate, minimise potential adverse effects on the financial performance of the Company. The Company does not have any written financial risk management polices and guidelines and there has been no change to the company's exposure to these financial risks or the manner in which it manages and measures the risks.

The following sections provide details regarding the Company's exposure to the financial risks associated with financial instruments held in the ordinary course of business and the objectives, policies and processes for the management of these risks.

(i) *Liquidity risk*

Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from possible mismatches of the maturities of financial assets and liabilities. The Company manage liquidity risk by ensuring the availability of fund through its holding company and cash flow generated from operating activities.

Analysis of financial instruments by remaining contractual maturities

The table below analyses the maturity profile of the Company's financial liabilities at the end of reporting period, based on contractual undiscounted payments.

	Total	Within one year
	US$	US$
2013		
Other payables	7,000	7,000
Amount due to ultimate holding company	2,155,758	2,155,758
Amount due to immediate holding company	3,526,375	3,526,375
	5,689,133	5,689,133
2012		
Other payables	7,000	7,000
Amount due to ultimate holding company	2,759,232	2,759,232
Amount due to immediate holding company	3,495,797	3,495,797
	6,262,029	6,262,029

The Company ensures that there are adequate funds to meet all its obligations in a timely and cost-effective manner.

(ii) *Market risk*

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rate, will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk.

(iii) *Foreign currency risk*

The Company has transactional currency exposures arising from purchases that are denominated in a currency other than functional currency of the Company.

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are denominated in foreign currencies.

As at the end of reporting period, the Company's foreign currency exposures are insignificant.

(iv) *Interest rate risk*

The sensitivity analysis for changes in interest rate is not disclosed as the effect on the statement of comprehensive income is considered not significant.

(v) *Credit risk*

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Company has a significant exposure to credit risk arises primarily from trade and other receivables. The Company was exposed to concentration of credit risk as the Company deals only with one customer. Information regarding for assets that are either past due or impaired is disclosed in Note 5 and 6. For other financial assets including cash and cash equivalents, the Company minimise credit risk exposure by dealing exclusively with high credit rating counterparties.

18. CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES

The following table summarises the carrying amount of financial assets and liabilities recorded at the end of the reporting year by FRS 39 categories:

	2013 US$	2012 US$
Loans and receivables		
Trade receivable	962,439	1,551,290
Other receivables	6,205,080	6,095,180
Amount due from ultimate holding company	16,050	16,050
Cash and cash equivalents	14,106	109,070
	7,197,675	7,771,590
Financial liabilities at amortised cost		
Other payables	7,000	7,000
Amount due to ultimate holding company	2,155,758	2,759,232
Amount due to immediate holding company	3,526,375	3,495,797
	5,689,133	6,262,029

19. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amount of financial assets and liabilities are reasonable approximation of fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

However, the Company does not anticipate that the carrying amounts recorded at the end of the reporting period would be significantly different from the values that would eventually be received or settled.

At the end of the reporting period, the Company does not have any other financial instruments carried at fair value.

The carrying amount of financial assets and financial liabilities recorded in the financial statements represents their respective net fair values due to the relative short-term maturity of these financial instruments.

20. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it maintain a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company reviews its capital structure at least once annually to ensure that the Company will be able to continue as a going concern. The capital structure of the Company comprises only of issued capital and retained earnings. The Company's overall strategy remains unchanged from 2012. The Company is not subject to any externally imposed capital requirements.

21. RECLASSIFICATIONS AND COMPARATIVE FIGURES

Certain reclassifications have been made to the prior year's financial statements to enhance comparability with current year's financial statements. As a result, certain line items have been amended on the face of the statement of comprehensive income, statement of financial position, statement of changes in equity and the related notes to the financial statements. Comparative figures have been adjusted to conform with current year's presentation. The reclassifications were not significant.

The items reclassified were as follows:

	Previously Reported US$	Reclassification US$	After reclassification US$
Statement of Financial Position			
Trade receivables	1,567,340	(16,050)	1,551,290
Short term advance	6,095,180	(6,095,180)	--
Other receivables	--	6,095,180	6,095,180
Amount due from ultimate holding company	--	16,050	16,050
Trade payables	2,759,232	(2,759,232)	--
Amount due to ultimate holding company	--	2,759,232	2,759,232
Statement of Comprehensive Income			
Other operating expenses	398,882	(33)	398,849
Other charges	--	33	33
Statement of Cash Flows			
Increase in trade payables	333,295	(333,295)	--
Decrease in amount due to a related party	(88,771)	333,295	244,524
	11,065,158	--	11,065,158

The financial statements for 2013 cover the financial year from 1 April 2012 to 31 March 2013. The financial statements for 2012 cover the fifteen months, from 1 January 2011 to 31 March 2012. As such, the statement of comprehensive income, statement of changes in equity, cash flow statement and the related notes for the current year and previous financial period are not comparable.

22. EVENT OCCURRING AFTER THE REPORTING PERIOD

On 2 April 2013, the immediate holding company provided a loan of US$ 10 million to the company with the interest charge at 0.32 % per annum. At the same time, the Company loan the US$ 10 million to a third party with the interest charge at 0.42 % per annum.

The trade debtor will settle the outstanding balances of US$ 962,439 on or before 31 March 2014 either from the collection or internal accruals. At the same time, there was repayment plan arranged with the third party for other receivables amounting to US$6,095,180, where before 31 March 2014, the company will receive US$ 2,500,000.

23. AUTHORISATION OF FINANCIAL STATEMENTS

The financial statements for the period ended 31 March 2013 were authorized for issue in accordance with a resolution of the director on 15 May 2013.

Director's Report and
Audited Financial Stagements

Proteus Petrochemicals Private Limited

(Co. Reg. No. 200606866R)

31 March 2013

General Information

Director

Ashwin Chidambaram Muthiah

Secretary

Ang Hooi Yeong Pauline	(Resigned on 13 January 2013)
Ng Chee Tiong	(Appointed on 13 January 2013)

Independent Auditor

Sashi Kala Devi Associates

Contents

Director's Report

The director is pleased to present the report to the member together with the audited financial statements of Proteus Petrochemicals Private Limited for the financial year ended 31 March 2013.

1. DIRECTOR

The director of the Company in office at the date of this report is :

Ashwin Chidambaram Muthiah

2. ARRANGEMENTS TO ENABLE DIRECTOR TO ACQUIRE SHARES AND DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object is to enable the director of the Company to acquire benefits by means of the acquisitions of shares or debentures in the Company or any other body corporate.

3. DIRECTOR'S INTERESTS IN SHARES AND DEBENTURES

No director who held office at the end of the financial year had interests in shares, share options, warrants or debentures of the Company, or of related corporations, either at the beginning of financial year or at the end of financial year.

4. DIRECTOR'S CONTRACTUAL BENEFITS

Since the end of the previous financial year, no director of the Company has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the director, or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

5. OPTIONS TO TAKE UP UNISSUED SHARES

During the financial year, no option to take up unissued shares of the Company was granted.

6. OPTION EXERCISED

During the financial year, there were no shares of the Company issued by virtue of the exercise of an option to take up unissued shares.

7. **UNISSUED SHARES UNDER OPTION**

At the end of the financial year, there were no unissued shares of the Company under option.

8. **INDEPENDENT AUDITOR**

The independent auditor, Sashi Kala Devi Associates has expressed its willingness to accept reappointment as auditor.

Ashwin Chidambaram Muthiah
Director

Singapore
3 April 2013

Statement by Director

I, Awhwin Chidambaram Muthiah, being the sole director of Proteus Petrochemicals Private Limited, do hereby state that,

(a) The accompanying balance sheet, statement of comprehensive income, statement of changes in equity and cash flow statement together with notes thereto are drawn up so as to give a true and fair view of the state of affairs of the Company as at 31 March 2013 and the results of the business, changes in equity and cash flows of the Company for the year ended; and

(b) At the date of this statement, there are reasonable ground to believe that the company would be able to pay its debts as and when they fall due as the immediate holding company has undertaken to provide financial support to the company to meet its liabilities.

Ashwin Chidambaram Muthiah
Director

Singapore
3 April 2013

SASHI KALA DEVI ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS
Independent Auditor's Report
to the members of Proteus Petrochemicals Private Limited
(Co. Reg. No. 200606866R)

Report on the Financial Statements

We have audited the accompanying financial statements of Proteus Petrochemicals Private Limited (the "Company"), which comprise the balance sheet as at 31 March 2013, and the statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act, Chapter 50 (the "Act") and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorized use or disposition; and transactions are properly authorized and that they are recorded as necessary to permit the preparation of true and fair profit and loss account and balance sheets and to maintain accountability of assets.

Auditor's Responsibility

Our responsibility is to express and opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of 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 qualification audit opinion.

Basis of Qualified Opinion

We are unable to obtain an independent confirmation from the other payables amounting to US$599,450 as stated in Note 9 to the financial statements and there were no alternative audit procedure that we could carry out to satisfy ourselves as to the completeness and validity as recorded in the financial statements.

Qualified Opinion

In our opinion, except for the effects of the matter described in the Basis of Qualified Opinion paragraph, the financial statements are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Company as at 31 March 2013 and the results, changes in equity and cash flows of the Company for the year ended on that date.

Emphasis of matters

We draw attention to note 1 in the financial statements. The Company incurred a net loss of US$28,289 during the financial year ended 31 March 2013, and as at that date, the Company's total and current liabilities exceeded its total and current assets by US$4,800,900 and US$6,801,807 respectively. The validity of the going concern assumption on which the financial statements are prepared depends on the continual financial support of the immediate holding company. In the event that there is no such financial support, the going concern basis would be invalid and provision would have to be made for any loss on realization of the Company's assets and further costs which might arise.

Other matters

The financial statements for the year ended 31 March 2012 were audited by another auditor whose report dated 30 July 2012 expressed an unqualified opinions on those statements.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Sashi Kala Devi Associates
Public Accountants and
Certified Public Accountants

Singapore
3 April 2013

Balance Sheet as at 31 March 2013

	Note	31.3.2013 US$	31.3.2012 US$ (reclassified)	1.1.2011 US$ (reclassified)
Non-current assets				
Plant and equipment	4	907	10,852	3,417,561
Deferred finance costs		--	--	889,842
Deposits	5	2,000,000	2,000,000	--
		2,000,907	2,010,852	4,307,403
Current assets				
Other receivables	6	671	229,547	1,280,557
Amounts due from a related company	7	--	592	100,000
Cash and cash equivalents	8	644,018	468,998	11,378,340
		644,689	699,137	12,758,897
Current liabilities				
Other payables	9	1,521,496	1,535,703	2,579,226
Amount due to immediate holding company	10	5,925,000	5,925,000	15,995,950
Amount due to ultimate holding company	11	--	21,897	56,927
		7,446,496	7,482,600	18,632,103
Net Current liabilities		(6,801,807)	(6,783,463)	(5,873,206)
Net liabilities		(4,800,900)	(4,772,611)	(1,565,803)
Equity attributable to equity holder of the Company				
Share capital	12	300,000	300,000	300,000
Accumulated losses		(5,100,900)	(5,072,611)	(1,865,803)
Equity deficits		(4,800,900)	(4,772,611)	(1,565,803)

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

Statement of Comprehensive Income for the financial year ended 31 March 2013

	Note	1.4.2012 to 31.3.2013	1.1.2011 To 31.3.2012
		US$	US$
Revenue			
Cost of sales		--	--
Gross profit		--	--
		--	--
Other operating income	13	6,442	2,712,626
Administrative expenses		(34,731)	(5,918,736)
Loss before tax	14	(28,289)	(3,206,110)
Income tax expense	15	--	(698)
Loss for the year		(28,289)	(3,206,808)
Other comprehensive income		--	--
Total comprehensive loss for the year		(28,289)	(3,206,808)

Statement of Changes in Equity
Year ended 31 March 2013

	Share Capital	Accumulated Losses	Total
	US$	US$	US$
Balance at 1 April 2011	300,000	(1,865,803)	(1,565,803)
Total comprehensive loss for the year	--	(3,206,808)	(3,206,808)
Balance at 31 March 2012	300,000	(5,072,611)	(4,772,611)
Total comprehensive loss for the year	--	(28,289)	(28,289)
Balance at 31 March 2013	300,000	(5,100,900)	(4,800,900)

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

Cash Flow Statement for the financial year ended 31 March 2013

	1.4.2012 to 31.3.2013 US$	1.1.2011 to 31.03.2012 US$
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before tax	(28,289)	(3,206,110)
Adjustments for:		
Income tax expense	--	698
Depreciation	10,344	19,093
Interest income	(2,331)	(17,038)
Realised fair value gain of derivatives	--	(818,089)
Plant and equipment written off	--	3,391,224
Deferred finance costs written off	--	889,842
Allowance for impairment of an amount due from a related Company	--	100,000
Gain on settlement of outstanding payable to a third party	--	(1,586,434)
Waiver or debt by related corporations	--	(105,979)
Operating loss before working capital changes	(20,276)	(1,332,793)
Decrease/(increase) in other receivables	228,876	(976,000)
(Decrease)/increase in other payables	(14,207)	543,00
Cash generated from/(used in) operations	194,393	(1,765,793)
Income tax paid	--	(698)
Net cash flows from/(used in) operating activities	194,393	1,766,491
CASH FLOWS FROM INVESTING ACTIVITES		
Purchase of plant and equipment	(399)	(4,618)
Proceeds from settlement of currency forwards	--	818,089
Interest received	2,331	43,678
Net cash flows from investing activities	1,932	857,149
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from equity loan	--	--
Repayment of loan to immediate holding company	--	(10,000,000)
Decrease in amount due from a related company	592	
Decrease in amount due to a ultimate holding company	(21,897)	--
Net cash flows used in financing activities	(21,305)	(10,000,000)
Net increase/(decrease) in cash and cash equivalents	175,020	(10,909,342)
Cash and cash equivalents at beginning of year	468,998	11,378,340
Cash and cash equivalent at end of year	644,018	468,998

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

Note to the Financial Statements – 31 March 2013

These notes are an integral part of and should be read in conjunction with the accompanying financial statements.

1. FUNDAMENTAL ACCOUNTING CONCEPT

The Company incurred a net loss of $28,289 during the financial year ended 31 March 2013 and as at that date, the Company's current and total liabilities exceeded its current and total assets by $6,801,807 and $4,800,900 respectively. These factors indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern depends on the immediate holding company undertaking to provide continuing financial support to enable the Company to continue as a going concern.

If the Company is unable to continue in operational existence for the foreseeable future, the Company may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realized other than in the normal course of business and at amounts which could differ significantly from the amounts at which they are currently recorded in the balance sheet. In addition, the Company may have to reclassify non-current assets and liabilities as current assets and liabilities. No such adjustment have been made to these financial statements.

2. CORPORATE INFORMATION

The Company is a private company limited by shares incorporated and domiciled in Singapore. Its immediate holding company is Certus Investment & Trading Limited, incorporated in the Republic of Mauritius and its ultimate holding company is Tamilnadu Petroproducts Limited, incorporated in India.

The registered office of the Company is located at 31 Cantonment Road, Singapore 089747.

The principal activities of the Company are those of manufacturing of petrochemical products and the company is currently exploring plan to establish a normal paraffin plant in another location. The company has not commenced operation during the current financial year.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) ***Basis of preparation***

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (FRS) as required by the Singapore Companies Act, Chapter 50.

The financial statements have been prepared on the historical cost basis except where otherwise described in the accounting policies below.

The financial statements are presented in United States Dollar (USD or US$) and all values are rounded to the nearest one-dollar unless otherwise stated.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous financial year except during the current financial year beginning 1 January 2012, the Company have adopted all applicable new and revised FRS and INT FRS that are relevant to its operations and effective for the current financial year. The adoption of these new and revised FRS and INT FRS does not result in any changes to the Company's accounting policies and have no material effect on the amounts reported for the current or prior financial years.

Standards issued but not yet effective

The Company has not adopted the following standards and interpretations which are potentially relevant to the Company that have been issued but not yet effective:

	Effective date (Annual periods beginning on or after)
Amendment to FRS1 – Presentation of Items of Other Comprehensive Income	1 July 2012
Amendments to FRS 107 *Disclosure – Offsetting Financial Assets and Financial Liabilities*	1 January 2013
FRS 19 Employee Benefits	1 January 2013
FRS 113 Fair Value Measurement	1 January 2013
Improvements to FRSs issued in 2012:	
Amendment to FRS 1 *Presentation of Financial Statements*	1 January 2013
Amendment to FRS 16 *Property, Plant and Equipment*	1 January 2013

(b) ***Significant accounting estimates and judgement***

The preparation of the Company's financial statements requires management to make judgements, estimates and assumption that affect the reported amounts of revenue, expenses, assets, liabilities, and disclosure of contingent liabilities at the end of each reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

- *Key sources of estimation uncertainty*

  The key assumption concerning the future and other key sources of estimation uncertainty at the end of each reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

  (i) *Impairment of loans and receivables*

  The Company assesses at the end of each reporting period whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Company considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

  Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics.

- *Judgement made in applying accounting policies*

  There were no material judgements made by management in the process of applying the Company's accounting policies that have the most significant effect on the amounts recognized in the financial statements.

(c) ***Functional and foreign currency***

The management has determined the currency of the primary economic environment in which the Company operates i.e. functional currency, to be USD.

Foreign currency transactions

Transactions in foreign currencies are measured in USD and are recorded on initial recognition at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are re-translated to the functional currency at the rate of exchange ruling at the end of the reporting period. Non-monetary assets and liabilities that are measure in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of initial recognition. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognized in profit or loss.

(d) ***Plant and equipment***

All items of plant and equipment are initially recorded at cost. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying plant and equipment. The cost of an item of plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Subsequent to initial recognition, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses. When significant parts of plant and equipment are required to be replaced in intervals, the Company recognize such parts as individual assets with specific useful lives and depreciation, respectively. Like wise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. The cost of an asset comprises its purchase price and any directly attributable cost of bringing the asset to working condition for its intended use. Expenditure for additions, improvement and renewal are capitalized and expenditure for maintenance and repairs are charged to profit or loss.

Depreciation is computed on a straight-line basis over the estimated useful lives of the assets as follows:

Computer - 3 years

Fully depreciated assets are retained in the financial statements until they are no longer in use.

For acquisition and disposals of plant and equipment, depreciation is provided in the month of acquisition and no depreciation is provided in the month of disposal.

The carrying values of plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual valve, useful life and depreciation method are reviewed at each financial year-end, and adjusted prospectively, if appropriate.

An item of plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

(e) ***Financials assets***

Initial recognition and measurement

Financial assets are recognized when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial assets at initial recognition.

When financial assets are recognized initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

(i) *Financial assets at fair value through profit or loss*

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. This category includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by FRS 39. Derivatives including separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Subsequent to initial recognition, financial assets at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in fair value of the financial assets are recognized on profit or loss.

The Company has not designated any financial assets upon initial recognition at fair value through profit or loss.

(ii) *Held-to-maturity investment*

Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the Company has the positive intention and ability to hold the investments to maturity. Subsequent to initial recognition, held-to-maturity investments are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognized in profit or loss when the held-to-maturity investments are derecognized or impaired, and through the amortisation process.

(iii) *Loans and receivables*

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognized in profit or loss when the loans and receivables are derecognized or impaired, and through the amortisation process.

(iv) *Available-for sale financial assets*

Available-for-sale financial assets include equity and debt securities. Equity investment classified as available-for-sale are those, which are neither classified as held for trading nor designated at fair value through profit or loss.

After initial recognition, available-for-sale financial assets are subsequently measured at fair value. Any gains or losses in the fair value of the financial asset are recognized in other comprehensive income, except that impairment losses, foreign exchange gains and losses on monetary instruments and interest calculated using the effective interest method are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset in derecognised.

Derecognition

A financial asset is derecognized when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

Regular way purchase and sale of a financial asset

All regular way purchases and sales of financial assets are recognised or derecognized on the trade date i.e., the date that the Company commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets the require delivery of assets within the period generally established by regulation or convention in the marketplace concerned.

(f) ***Impairment of financial assets***

The Company assesses at each reporting date whether there is any objective evidence that a financial asset is impaired.

(i) *Financial assets carried at amortised cost*

For financial assets carried at amortised cost, the Company first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss on financial assets carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asst's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. If a loan has variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account. The loss is recognised in the profit or loss.

When the asset becomes uncollectible, the carrying amount of impaired financial asset is reduced directly or if an amount was charged to the allowance account, the amount charged to the allowance account is written off against the carrying value of the financial asset.

To determine whether there is objective evidence that an impairment los on financial assets has been incurred, the Company considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised imparment loss in reversed to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognised in profit or loss.

(ii) *Financial assets carried at cost*

If there is objective evidence that an impairment loss on a financial asset carried at cost has been incurred (such as significant adverse changes in the business environment where the issuer operates, probability of insolvency or significant financial difficulties of the issuer) the impairment loss is recognised and the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(iii) *Available-for-sale financial assets*

In the case of equity investments classified as available-for-sale, objective evidence of impairment include (i) significant financial difficulty of the issuer or obligor, (ii) information about significant changes with an adverse effect that have taken place in the technological market, economic or legal environment in which the issuer operates, and indicates that the cost of the investment in equity instrument may not be recovered; and (iii) a significant or prolonged declined in the fair value of the investment below its cost. 'Significant' is to be evaluated against the original cost of the investment and 'prolonged' against the period in which the fair value has been below its original cost.

If an available-for-sale financial asset is impaired, an amount comprising the difference between its cost (net of any principle payment and amortisation) and its current fair value, less any impairment loss previously recognised in profit or loss, is transferred from other comprehensive income and recongnised in profit or loss. Reversals of impairment losses in respect of equity instrument are not recognised in profit or loss; increase in their fair value after impairment are recognised directly in other comprehensive income.

(g) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that a non-financial asset, other than investment property accounted for at fair value and inventories may be impaired. If any such an indication exists, or when an annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the cash generation unit to which the asset belongs.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss, unless the asset is carried at revalued amount, in which case, such impairment loss is treated as a revaluation decrease.

(h) ***Financial liabilities***

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value, plus in the case of other financial liability not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

(i) *Financial liabilities at fair value through profit or loss*

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value. Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term.

Subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value. Any gains or losses arising from changes in fair value of the financial liabilities are recognised in profit or loss.

The Company has not designated any financial liabilities upon initial recognition at fair value through profit or loss.

(ii) *Other financial liabilities*

After initial recognition, other financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognized, and through the amortisation process.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an exiting liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the profit or loss.

(i) ***Cash and cash equivalents***

Cash and cash equivalents comprise cash on hand and at bank.

(j) ***Other payables***

Other payables have an average term of six months.

(k) ***Provisions***

Provision are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability, when discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(l) ***Employee benefits***

(i) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Company pays fixed contributions into a separate entity (a fund) and will have no legal or constructive obligation to pay further contributions if the funds does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior periods.

In particular, the Company makes contributions to the Central Provident Fund (“CPF”) scheme Singapore, a defined contribution pension scheme. These contributions are recognised as an expense in the period in which the related service is performed.

(ii) Employee leave entitlement

Employee entitlements to annual leave are recognised as a liability when they accure to employees. The estimated liability for leave is recognised for services rendered by employees up to the end of the reporting period.

(m) ***Share capital***

Ordinary shares

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

(n) ***Revenue***

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured regardless of when the payment is made. Revenue is measured at the fair value of consideration received or receivable, taking into account contractually defined terms of payment and excluding discounts, rebates and sales taxes or duty. The following specific recognition criteria must also be met before revenue is recognised:

(i) *Interest*

Interest income is recognised using the effective interest method.

(o) ***Taxes***

(i) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period.

Current income taxes are recognised in the profit or loss except to the extent that tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward for unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured using the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax relating to items outside profit or los is recognised either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjust against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxed relate to the same taxable entity and the same taxation authority.

(iii) Goods and services tax

Revenue, expenses and assets are recognised net of the amount of goods and services tax ("GST") except:

- Where the goods and services tax incurred in a purchase of assets or services is not recoverable from the taxation authority, in which case the goods and services tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- Receivables and payables that are stated with the amount of goods and services tax included.

The net amount of goods and service tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

(p) ***Related parties***

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Company if that person:
  (i) Has control or joint control over the Company;
  (ii) Has significant influence over the Company; or
  (iii) Is a member of the key management personnel of the Company or of a parent of the Company.
(b) An entity is related to the Company is any of the following conditions applies:
  (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
  (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
  (iii) Both entities are joint ventures of the same third party;
  (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity;
  (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;
  (vi) The entity is controlled or jointly controlled by a person identified in (a);
  (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

4. PLANT AND EQUIPMENT

	Constructions in progress US$	Office Equipment US$	Total US$
Cost:			
At 1 April 2011	3,392,000	45,492	3,437,492
Additions	--	4,618	4,618
Disposal	--	(4,227)	(4,227)
Written off	(3,392,000)	--	(3,392,000)
At 31 March 2012 and 1 April 2012	--	45,883	45,883
Additions	--	399	399
At 31 March 2013	--	46,282	46,282

Accumulated depreciation:			
At 1 January 2011	--	19,496	19,496
Charge for the period	--	19,093	19,093
Disposal	--	(3,558)	(3,558)
At 31 March 2012 and 1 April 2012	--	35,031	35,031
Charge for the year	--	10,344	10,344
At 31 March 2012	--	45,375	45,375
Net carrying amount:			
At 31 March 2012	--	10,852	10,852
At 31 March 2013	--	907	907

5. DEPOSITS

The deposit are US$2,000,000 (2012: US$2,000,000) paid to a third party for services in relation to engineering design of a Normal Paraffin ("NP") Complex which was originally planned to be installed in the NP Plant in Singapore.

Following the Company's termination of the plans to establish and operate the NP plant in Singapore, management has reached an agreement with the third party to maintain the engineering design specification until 31 December 2016 ("the Suspension Period"). The third party agrees to resume the engineering service to complete the delivery of the engineering design specification package if the Company decides to reactivate the project and install the unit at any location during the Suspension Period subject to the fulfillment of certain conditions.

Should the Company not activate the project by 31 December 2016, the deposits paid to the third party will be forfeited.

At the date of this report, management is in preliminary negotiations with certain third party on the establishment of such plant in another location.

6. OTHER RECEIVABLES

	2013	**2012**
	US$	US$
Deposit	--	2,416
Prepayment	671	2,131
Sundry receivables	--	225,000
	671	229,547

Other receivables denominated in foreign currencies as at 31 March as follows:

Singapore Dollar	671	4,547

7. AMOUNT DUE FROM A RELATED COMPANY

The amount due was non-trade, unsecured, interest-free, repayable upon demand and to be settled in cash.

8. CASH AND CASH EQUIVALENTS

Cash and cash equivalents denominated in foreign currencies at 31 March are as follows:

Singapore Dollar	258,372	288,492

9. OTHER PAYABLES

	2013 US$	2012 US$
Sundry payables **	618,481	608,482
Receipt from third party *	900,000	900,000
Accrualed liabilities	3,015	27,221
	1,521,496	1,535,703

* Included in other payable is US$900,000 (2012: US$900,000) received from a third party who was a partner (the "Project Partner") to the NP Plant plan. The amount was received pursuant to the settlement agreement between the Company and the Project Partner when the NP plant project in Singapore was terminated. This represents 45 % of the deposits paid to a third party for services in relation to engineering design of the NP Complex which was originally planned to be installed in the NP plant in Singapore (Note 5).

Pursuant to the settlement agreement, should the plan be reactivated in another location, and the Project Partner is not the partner in the reactivated project, the Company has to repay the US$900,000 to the Intended Project Partner. Management is in the process of negotiating with certain third party on establishment of such plant in another location (Note 5).

** Included in sundry payables in US$599,450, which confirmations to ascertain the completeness and existence are not been able to carry out due to the management has disputes with these amounts and do not agreed on circulation to be done.

Other payables denominated in foreign currencies at 31 March are as follows:

Singapore Dollar	155,211	169,417

10. AMOUNT DUE TO IMMEDIATE HOLDING COMPANY

The amount due is non-trade, unsecured, interest-free, repayable upon demand and to be settled in cash.

11. AMOUNT DUE TO ULTIMATE HOLDING COMPANY

The amount due was non-trade, unsecured, interest-free, repayable upon demand and to be settle in cash.

12. SHARE CAPITAL

	2013		2012	
	Number of shares	US$	Number of shares	US$
Issued and fully paid:				
Ordinary shares	461,800	300,000	461,800	300,000

The holder of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares have no par value carry one vote per share without restriction.

13. OTHER OPERATING INCOME

	1.4.2012 to 31.3.2013 US$	1.1.2011 to 31.3.2012 US$
Currency exchange gain-net	4,111	189,086
Interests received	2,331	17,038
Realised fair value gain of derivatives	--	818,089
Waiver of debt by:		
- related company	--	11,228
- immediate holding company	--	70,950
- ultimate holding company	--	23,801
Gain on settlement of outstanding payable to a third party	--	1,582,434
	6,442	2,712,626

14. LOSS BEFORE TAX

The loss before tax is arrived at after charging:

Consulting Services	--	456,494
Legal Fees	--	178,653
Rental (Land)	--	1,897,226
Penalty & Fine expanses	--	107,000
Professional Fee	2,192	1,000,011

15. INCOME TAX EXPENSE

(i) *Major components of income tax expense*

The major components of income tax expense for the year/period ended 31 March 2013 and 2012 are:

	2013 US$	2012 US$
Statement of comprehensive income:		
Under provision in prior years	--	698

(ii) *Relationship between tax expense and accounting loss*

The reconciliation between the tax expense and the product of accounting loss multiplied by the applicable tax rate for the year/period ended 31 March 2013 and 2012 are as follows:

	1.4.2012 To 31.3.2013 US$	**1.1.2011 to 31.3.2012** US$
Loss before tax	(28,289)	(3,206,110)
Tax benefit on loss before tax At 17 %	(4,809)	(545,038)
Adjustment:		
Non-taxable income	(1,095)	
Non-deductible expenses	5,904	545,038
Under/(over) provision in prior years	--	698
Total tax (expense)/benefit	--	698

16. STAFF BENEFITS

Employee Salaries	2,124	1,245,806
Employee CPF Contributions	344	19,967
Employee Meals allowance	--	5,036
Employee Relation	--	2,431
Employee House Maintenance	--	2,450
Employee House Rent	--	32,744
Employee House Utilities	--	4,412
	2,468	1,312,846

17. RELATED PARTY DISCLOSURES

In addition to those related party information disclosed elsewhere in the financial statements, the following significant transactions between the Company and related parties that took place at terms agreed between the parties during the financial year:

(i) *Significant related party transactions*

<u>Ultimate holding company</u>		
- Repayment to	21,897	--
- Written off	--	23,802
<u>Immediate holding company</u>		
- Repayment to	--	10,000,000
- Written off	--	11,228
Related party		
- Sales	--	592
- Repayment from	193	--
- Sales return from	399	--

(ii) *Compensation of key management personnel*

Key management personnel of the Company are those persons having the authority and responsibility for planning, directing and controlling the activities, directly or indirectly, of the Company. The directors of the Company and the general management of the Company are considered as key management personnel of the Company.

	1.4.2012 To 31.3.2013	1.1.2011 to 31.3.2012
	US$	US$
Director's fees	--	190,560
Director's CPF	--	3,289

18. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include foreign currency risk and liquidity risk. The Company's risk management policies focus on the unpredictability of financial markets and seek to, where appropriate, minimise potential adverse effects on the financial performance of the Company. The Company does not have any written financial risk management policies and guidelines and there has been no change to the Company's exposure to these financial risks or the manner in which it manages and measures the risks.

The following sections provide details regarding the Company's exposure to the financial risks associated with financial instruments held in the ordinary course of business and the objectives, policies and processes for the management of these risks.

(i) ***Foreign currency risk***

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are denominated in foreign currencies.

The Company is exposed to movements in foreign currency exchange rates arising from normal trading transactions, primarily with respect to United States dollar (USD). However, the Company does not use any financial derivatives such as foreign currency forward contracts, foreign currency options or swaps or hedging purposes.

Sensitivity analysis for foreign currency risk

The following table demonstrates that sensitivity of the Company's loss before tax to a reasonably possible change in the SGD, with all other variables held constant.

	Loss before tax	
	2013	**2012**
	US$	US$
SGD		
- strengthened 1 % (2012: 1%)	11,790	12,495
- weakened 1 % (2012: 1%)	(11,790)	(12,495)

(ii) ***Liquidity risk***

Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from possible mismatches of the maturities of financial assets and liabilities. The Company objective is to maintain a balance between continuity of funding and flexibility through the use of standby credit facilities.

Analysis of financial instruments by remaining contractual maturities

The table below analyses the maturity profile of the Company's financial liabilities at the end of reporting period, based on contractual undiscounted payments.

	Total US$	**Within one year US$**
2013		
Other payables	1,511,774	1,511,774
Amounts due to immediate holding company	5,925,000	5,925,000
Amounts due to ultimate holding company	--	--
	7,436,774	7,436,774
2012		
Other payables	1,535,703	1,535,703
Amounts due to immediate holding company	5,925,000	5,925,000
Amounts due to ultimate holding company	21,897	21,897
	7,482,600	7,482,600

19. CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES

The following table summaries the carrying amount of financial assets and liabilities recorded at the end of the reporting year by FRS 39 categories:

	2013 US$	**2012** US$
Loans and receivables		
Other receivables	671	229,547
Amount due from a related company	--	592
Deposits	2,000,000	2,000,000
	2,000,671	2,230,139
Financial liabilities at amortised cost		
Other payables	1,511,774	1,535,703
Amount due to immediate holding company	5,925,000	5,925,000
Amount due to ultimate holding company	--	21,897
	7,436,774	7,482,600

20. FAIR VALUE OF FINANCIAL INSTRUMENTS

The fair value of financial instrument is the amount at which the instrument could be exchanged or settled between knowledgeable and willing parties in an arm's length transaction, other than in a forced or liquidation sale.

The carrying amount of financial assets and liabilities are reasonable approximation of fair values, either due to their sort-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

However, the Company does not anticipate that the carrying amounts recorded at the end of the reporting period would be significantly different from the values that would eventually be received or settled.

At the end of the reporting period, the Company does not have any other financial instruments carried at fair value.

21. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the year/period ended 31 March 2013 and 31 March 2012. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company is not subjected to externally imposed capital requirements.

The Company will continue to be guided by prudent financial policies of which gearing is an important aspect.

	2013	**2012**
	US$	US$
Trade and other payables	1,511,774	1,535,703
Other liabilities	5,925,000	5,946,897
Less: Cash and cash equivalents	(644,018)	(468,998)
Net debt	6,792,756	7,013,602
Equity attributable to the equity holder of the Company	(4,791,178)	(4,772,611)
Total capital	(4,791,178)	(4,772,611)
Capital and net debt	2,001,578	2,240,991
Gearing ratio	339 %	313 %

22. RECLASSIFICATIONS AND COMPARATIVE FIGURES

Certain reclassification have been made to the prior year's financial statements to enhance comparability with current year's financial statements. As a result, certain line items have been amended on the face of the statement of comprehensive income, balance sheet and the related notes to the financial statements, Comparative figures have been adjusted to conform with current year's presentation. The reclassifications were not significant.

The items reclassified were as follows:

	Previously reported	**Reclassification**	**After Reclassification**
	US$	US$	US$
Balance sheet			
Current assets			
Deposits	3,982	(3,982)	--
Other receivables	226,157	3,390	229,547
Amount due from a related company	--	592	592
	230,139	--	230,139

23. COMPARATIVE FIGURES

The financial statement for 2012 cover the financial period from 1 January 2011 to 31 March 2012. The financial statements for 2013 cover the twelve months ended 31 March 2013. As such, the statement of comprehensive income, statement of change in equity, cash flows statement and the related notes for the current year and previous financial period are not comparable.

24. AUTHORISATION OF FINANCIAL STATEMENTS

The financial statements of the year ended 31 March 2013 were authorised for issue in accordance with a resolution of the directors on 3 April 2013.