



FISCHER CHEMIC LIMITED

REGD. OFF: First Floor, Silver Sky Super Market Complex
Gangai Amman Koil Street, Kodambakkam, Chennai -600 024
Tel : 044 - 2484 5727 / 09930519749 E-mail Id: fischerchemicltd@gmail.com

Date: 12th October, 2016

To,
BSE Limited
Department of Corporate Services
P.J. Tower, Dalal Street, Fort,
Mumbai – 400 001

Ref: BSE Scrip Code: 524743

Sub: Submission of Annual Report for Financial Year 2015-2016 as per Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.


Dear Sir,

Please find attached Annual Report 2015-2016 duly approved and adopted in the 23rd Annual General Meeting held on Friday, 30th September, 2016 at 09.30 A.M. at The Executive Centre, Level 5, Prestige Palladium, 129 - 140 Gream's Road, Chennai – 600 032 .

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking You,

Yours Faithfully,
For FISCHER CHEMIC LIMITED


Mr. Vinay Mehta
Director
DIN: 07264798



Encl: A/a

CIN: L24231TN1993PLC024661

FISCHER CHEMIC LIMITED

23rd
2015-2016

Annual Report

Name of the Company
CIN:

FISCHER CHEMIC LIMITED
L24231TN1993PLC024661

Directors

Mr. Vinay Mehta - Managing Director
***Mr. Mohan Sankaranarayanan – Non Executive Director**
****Mr. Lalji Yadav – Non Executive Director**
Mr. Krishnamurthy Vsudevan – Non Executive Director
Mr. Arthi Khandelwal – Independent Director
Mr. Ashish Kumar Dhakan – Independent Director

*(Resigned w.e.f 10.08.2015)

***(Resigned w.e.f 10.08.2015)

Chief Financial Officer

Mr. Ravi Egurla

Auditors

M/S KOSHAL & ASSOCIATES
Chartered Accountant

Registered Office

First Floor, Silver Sky Super Market Complex,
New No 15, Gangai Amman Koli Street, Kodambakkam,
Chennai, Tamil Nadu, 600024

Registrar and Share Transfer

System Support Services, 209, Shivai Industrial
estate, Near Park- Davis 89, Andheri Karla Road,
Saki Naka Andheri, Mumbai, Maharashtra, 400072

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF FISCHER CHEMIC LIMITED WILL BE HELD ON FRIDAY, 30th SEPTEMBER, 2016, AT 09.30 A. M. AT THE EXECUTIVE CENTRE, LEVEL 5, PRESTIGE PALLADIUM, 129 - 140 GREAM'S ROAD, CHENNAI – 600 032 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To Receive, Consider and Adopt the Profit and Loss Account of the Company for the year ended 31st March, 2016 and Balance Sheet as at date, Cash Flow Statement for the year ended 31st March, 2016 and report of the directors and auditors thereon.
2. To Appoint a Director in place of Mr. Vinay Mehta (DIN: [07264798](#)), Director who retires by rotation and being eligible offers himself for re- appointment.
3. To Consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

To Ratify appointment of M/s Koshal & Associates, Chartered Accountant (Membership No-043746) as Statutory Auditors of the Company and to fix their remuneration.

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the appointment of M/s Koshal & Associates, Chartered Accountants, (Registration No. 043746), (who was appointed in the 22nd Annual General Meeting, as Statutory Auditor for a period of five years up to the conclusion of the 27th Annual General Meeting to be held during the year 2020) be and is hereby ratified for the financial year 2016-17 as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration plus service tax thereon and reimbursement of out of pocket and travelling expenses etc. as may be mutually agreed between the Board of Directors of the Company and the auditors based on the recommendation of the Audit Committee."

Registered Office:

First Floor, Silver Sky Super Market Complex
New No.15 Gangai Amman Koil Street,
Kodambakkam, Chennai- 600024
CIN: L24231TN1993PLCO2466

By the Order of the Board
For Fischer Chemic Limited

Sd/-
Mr. Vinay Mehta
Chairman

Date: 13.08.2016
Place: Mumbai

NOTES:

1. A member entitled to attend and vote the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the company proxies in order to be effective must be deposited at the registered.
2. A person appointed as proxy shall act as a proxy on behalf of such member or number of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting right.
3. The register of members and the share transfer books of the company will remain closed from, Friday 23rd September, 2016 to Friday, 30th September, 2016 (both days inclusive). For the purpose of annual general meeting for the financial year ended 31st March, 2016.
4. Members who wish to attend the meeting are requested to bring duly filled attendance sheet and their copy of the annual report at the meeting.
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of permanent account number (PAN) by every participant in securities market. The members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts and the members holding shares in physical form can submit their PAN details to the company.
6. Members are requested to kindly notify changes including email address, if any, in their address to the company's registered office address, situated at First Floor, Silver Sky Super Market Complex, New No.15, Gangai Amman Koli Street, Kodambakkam, Chennai, Tamil Nadu, 600 024 or to the Share Transfer Agents of the Company M/s System Support Services at 209, Shivai Industrial Estate, Sakinaka, Andheri Kurla Road, Mumbai – 400 072. Website: www.sysss.com Email. Id: sysss72@yahoo.com.
7. The instrument of proxy in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
8. The register of directors and key managerial personnel and their shareholding, maintained under section 170 of the companies act, 2013 will be available for inspection by the members at the Annual General Meeting of the company the register of contracts or arrangements in which the directors are interested, maintained under section 189 of the companies act, 2013 will be available for inspection by the members at the annual general meeting of the company.
9. Electronic copy of the notice of the 23rd annual general meeting of the company inter alia indicating the process and manner of e-voting along with attendance slip and proxy form is being sent to all the members whose email ids are registered with the company/depository participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the notice of the 23rd annual general meeting of the company inter alia indicating the process and manner of e-voting along with attendance slip and proxy form is being sent in the permitted mode.

10. Members may also note that the notice of the 23rd Annual General Meeting and the Annual Report for 2016 will also be available on the company's website www.fischerchemic.com for their download. The physical copies of the aforesaid documents will also be available at the company's registered office at First Floor, Silver Sky Super Market Complex, New No 15, Gangai Amman Koli Street, Kodambakkam, Chennai, Tamil Nadu, 600024 for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the company's investor email id: fischerchemicltd@gmail.com

11. Details of Directors seeking Appointment/Reappointment at the Annual General Meeting

Particulars	Mr. Vinay Mehta
Date of Birth	03/12/1971
Qualification	Post Graduate
Experience	Years of experience in handling the Administration of the Company and works relating to that.
Date of appointment on the Board of the Company.	10/08/2015
Nature of expertise in specific functional Areas	He has wide experience in the field of Administration.
Name(s) of other Companies in which Directorship held.	NIL
Name(s) of other companies in which he is Chairman / Member of the Committee(s)	NIL
No. of shares	NIL

* Directorship in Private Limited Company is not considered.

PROCEDURE FOR E-VOTING THROUGH ELECTRONIC MEANS:

12. Voting Options

(1) Voting through Electronic Means

Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / Depository Participants(s)]:

(I) Open email and open PDF file viz; "Fischer Chemic Limited e-Voting.pdf" with your Client ID or Folio No. as password.

The said PDF file contains your user ID and password / PIN for e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>

- (iii) Click on Shareholder – Login
- (iv) Put user ID and password as initial password / PIN noted in step (i) above.
Click Login.
- (v) Password change menu appears.
Change the password / PIN with new password of your choice with minimum 8 digits / characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-voting opens. Click on e-voting: Active Voting Cycles.
- (vii) Select "EVEN" of Fischer Chemic Limited.
- (viii) Now you are ready for e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail to urmila.bohra2@gmail.com with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Notice of AGM and Attendance Slip [for members whose email IDs are not registered with the Company / Depository Participants(s)] or requesting physical copy:

- (i) Initial password is provided at the bottom of the Attendance Slip for the AGM: EVEN (E-voting Event Number) USER ID PASSWORD/PIN.
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) Above, to cast vote.
- (2) **Voting at AGM:** The members who have not cast their vote by remote e-voting can exercise their voting rights at the AGM. The Company will make arrangements of ballot papers in this regards at the AGM Venue.

OTHER INSTRUCTIONS

- I In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com
- II. If you are already registered with NSDL for e-voting then you can use your existing user ID and password /PIN for casting your vote.
- III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 23rd September, 2016, are entitled to vote on the Resolutions set forth in this Notice.
- V. The remote e-voting period will commence at 9.00 a.m. on Tuesday, 27th September, 2016 and will end at 5.00 p.m. on Thursday, 29th September, 2016. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2016.
- VII. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 23rd September, 2016 may obtain the login ID and password by sending an email to fischerchemicltd@gmail.com or evoting@nsdl.co.in by mentioning their Folio No. /DP ID and Client ID No. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/Password" option available on www.evoting.nsdl.com.
- VIII. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
- IX. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the meeting through ballot papers.
- X. Mrs. Urmila Bohra, Practicing Company Secretary has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.
- XI. The Scrutiniser shall, immediately after the conclusion of voting at general meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutiniser shall within 3 days of conclusion of the meeting submit a consolidated scrutiniser report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing.
- XII. The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and shall be communicated to Bombay Stock Exchange Limited.

Registered Office:

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Kodambakkam, Chennai- 600024
CIN: L24231TN1993PLCO2466

By the Order of the Board
For Fischer Chemic Limited

Sd/-
Mr. Vinay Mehta
Chairman

Date: 13.08.2016

Place: Mumbai

DIRECTORS' REPORT

Dear Shareholders,

The Directors have pleasure in presenting their 23rd Annual Report on the business and operations together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2016.

1. FINANCIAL RESULTS:

The Financial results are briefly indicated below:

Particulars	Financial Year	Financial Year
	201516	201415
Total Income	8,94,500	10,95,050
Total Expenditure	12,26,941	8,27,129
Profit/(Loss) before Taxation	(3,32,441)	2,67,921
Profit/ (Loss) after Taxation	(3,32,441)	2,67,921

2. REVIEW OF OPERATION:

The Company has made Loss of Rs. (3, 32,441)- during the financial year. Your Director expects to achieve better performance in the future taking maximum efforts to control the costs and optimize the results in the coming years.

3. DIVIDEND:

Your Director regrets their inability to recommend Dividend in view of inadequacy of Profits and carry forward losses, in year under review.

4. DEPOSITS:

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

5. PARTICULARS OF EMPLOYEES:

Disclosure required under Section 197 of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended up to date is not applicable since your Company has no such employees.

6. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not given any loans, guarantees or investments covered under the provisions of section 186 of the Companies Act, 2013.

7. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions of Section 135 of the Companies Act relating to Corporate Social Responsibility are not applicable as the Company is having Net worth less than rupees Five Hundred Crore, Turnover less than rupees One Thousand Crore and Net Profit less than rupees Five Crore.

8. RELATED PARTY TRANSACTIONS :

There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure in Form AOC-2 and the same forms part of this report. **ANNEXURE A.**

9. NUMBER OF MEETINGS:

The Board has met Five times during the financial year, the details of which are as under:

30th May 2015, 10th August 2015, 28th September 2015, 09th November 2015, 12th February 2016,

The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

10. COMPOSITION OF COMMITTEES:

During the F.Y 2015-16, Four **Audit Committee Meetings**, Four **Stakeholder Grievance Committee Meetings**, and One **Nomination and Remuneration Committee Meeting** were held and the Composition as on 31.03.2016 is as below:

AUDIT COMMITTEE	
Ms. Arthi Khandelwal	Chairman & Independent Director
Mr. Ashish Dhakan	Member & Independent Director
Mr. Krishnamurthy Vasudevan	Member & Non Executive Director

STAKEHOLDER GRIEVANCE COMMITTEE	
Ms. Arthi Khandelwal	Chairman & Independent Director
Mr. Ashish Dhakan	Member & Independent Director
Mr. Krishnamurthy Vasudevan	Member & Non Executive Director

NOMINATION AND REMUNERATION COMMIT

Ms. Arthi Khandelwal	Chairman & Independent Director
Mr. Ashish Dhakan	Member & Independent Director
Mr. Krishnamurthy Vasudevan	Member & Non Executive Director

11. BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out an evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration, and Stakeholder's Relationship Committees.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. REAPPOINTMENT OF DIRECTOR:**

Mr. Vinay Mehta who retires by rotation being eligible offers himself for re-appointment at the ensuing Annual General meeting.

B. INDEPENDENT DIRECTORS:

The Company has received declaration from all the Independent Directors of the Company confirming that they meet with criteria of Independence as prescribed under sub-section (6) of section 149 of the Companies Act, 2013 and under clause 49 of the Listing Agreements with the Stock Exchanges. None of the Directors of your Company is disqualified under Section 162 (2) of the Companies Act, 2013. As required by law, this position is also reflected in the Auditors' Report.

C. APPOINTMENT OF INDEPENDENT DIRECTOR:

The Board of Directors appointed Mr. Ashishkumar Dhakan as an Additional Director at their meeting held on 10th August, 2015 and subsequently he was designated as an Independent Director in the 22nd Annual General Meeting. He holds office up to the period of 5(Five) consecutive years.

D. CESSATION OF DIRECTOR:

During the F.Y. 2015-16 Mr. Mohan Sankaranarayanan, Mr. Lalji Yadav resigned from the post of Executive Director on the Board of Directors of the Company w.e.f. 10.08.2015. The Board placed on record its appreciation for the assistance and guidance provided by Mr. Mohan Sankaranarayanan, Mr. Lalji Yadav during his tenure as Director of the Company.

E. KEY MANAGERIAL PERSONNEL:

The following persons have been designated as Key Managerial Personnel of the Company pursuant to Section 2(51) and Section 203 of the Act, read with the Rules framed there under.

- (i) Mr. Vinay Mehta – Managing Director
- (ii) Mr. Ravi Egurla – Chief Financial Officer (Appointed w.e.f. 13.08.2016)

F. SUBSIDIARIES:

Since the Company has no subsidiaries, provision of Section 129 (3) of the Companies Act 2013 is Not applicable.

13. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 134 (5) of the Companies Act, 2013, with respect to Directors Responsibilities Statement, it is hereby confirmed:

- a) that in the preparation of the annual accounts for the financial year ended 31st March, 2016 the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) that the Directors has selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year review.
- c) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities, and,
- d) The Directors had prepared the accounts for the financial year ended 31st March, 2016 on a going concern basis.
- e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

The Company has not entered into any or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 including Rules made there under and therefore Form AOC - 2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is not appended herewith.

15. AUDITORS & AUDITORS REPORT:

The Board put forward the appointment of M/s. Koshal & Associates Chartered Accountants, as statutory auditors of the Company who was appointed in 22nd Annual General Meeting for shareholder's ratification for the year 2016-17, who has also given their consent to act as a Statutory Auditor for the year 2016-17.

Necessary Resolution for ratification of their appointment has been proposed in the Notice of Annual General Meeting for the consideration of the Members of the Company.

16. INTERNAL AUDITORS :

The Company has re-appointed Mr. Bhusan Adhatrao, Chartered Accountants, Mumbai, as internal auditor of the Company for financial year 2016-17.

17. STATEMENTS OF PARTICULARS UNDER COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988:

Information in accordance with the provisions of Section 134 (3)(m) of the Act read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo is not applicable in case of your Company.

18. SECRETARIAL AUDIT REPORT:

As required under section 204 (1) of the Companies Act, 2013 and Rules made there under the Company has appointed Mrs. Urmila Bohra, Company Secretary as Secretarial Auditor of the Company for the financial Year 2015-16. The Secretarial Audit Report forms part of the Annual report as Annexure to the Board's Report. This report contains the reservations as follows

"The Company is in process of appointing Chief Financial Officer (CFO) (KMP) as per the provision of Section 203 of the Companies Act, 2013."

In the context of the above remark, the Company hereby submits that it has appointed Mr. Ravi Egurla as Chief Financial Officer W.e.f 13.08.2016.

19. EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as Annexure to the Board Report. **ANNEXURE B**

20. SHIFTING OF REGISTERED OFFICE:

The Registered Office of the Company is shifted from state of Tamil Nadu to the state of Maharashtra and expressed its concern over the delay in shifting of the registered office due to some technical problem in filing and uploading forms with MCA and directed the concerned authorized person to expedite the said matter.

21. IMPLEMENTATION OF RISK MANAGEMENT POLICY:

The Company has formulated a policy and process for risk Management. The Company has set up a core group of leadership team, which identifies, assesses the risks and the trends, exposure and potential impact analysis at different level and lays down the procedure for minimization of risks. Risk Management forms an integral part of Management policy and is an ongoing process integrated with the operations. Company has identified various strategic, operational and financial risks which may impact Company adversely. However management believes that the mitigation plans for identified risks are in place and may not threaten the existence of the Company.

22. WHISTLE BLOWER POLICY AND VIGIL MECHANISM:

Your Company recognizes the value of transparency and accountability in its administrative and management practices. The Company promotes the ethical behaviour in all its business activities. The Company has adopted the Whistle blower Policy and Vigil Mechanism in view to provide a mechanism for the Directors and employees of the Company to approach Audit Committee of the Company to report existing/probable violations of laws, rules, regulations or unethical conduct.

23. STOCK EXCHANGES:

The Company's shares are listed on the Bombay Stock Exchanges:

24. CORPORATE GOVERNANCE:

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosures requirement) Regulation, 2015, report on Corporate Governance is not applicable as the Company is not falling within the prescribed ambit as mentioned there in. The paid up Share Capital of the Company is Rs. 3,44,00,000/- (Three Crore Forty four Lakhs Only) and Net worth is Rs. (3, 59,245.)

25. MANAGEMENT DISCUSSION ANALYSIS REPORT:

The details forming part of Management Discussion and Analysis Report is annexed herewith as Annexure to the Board Report. **ANNEXURE C.**

26. DEMATERILISATION OF SHARES:

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN No. INE771F01017 has been allotted for the Company.

27. ACKNOWLEDGEMENTS:

Your Directors wish to express their sincere appreciation to all the Employees for their contribution and thanks to our valued clients, Bankers and shareholders for their continued support.

By Order of the Board
For Fischer Chemical Limited

Sd/-
Vinay Mehta
Chairman

DIN:07264798

Registered Office:

First Floor, Silver Sky Super Market Complex
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Kodambakkam, Chennai- 600024
CIN: L24231TN1993PLCO24661

Date: 13.08.2016

Place of signature: Mumbai

RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.**A. Research & Development****1. Future plan of action**

The Company is taking necessary steps for the revival of operations.

B. Technology absorption:**1. Efforts in brief made towards technology absorption, adoption and innovation.**

No new technology was introduced during the Year ended 2015-16.

2. Benefits derived as a result of the above efforts.

None.

3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year):**C. Foreign Exchange Earnings and Outgo**

Nil

i. Earning- FOB value of Exports

Nil

ii. Outgo- CIF Value of Imports

Nil

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By Order of the Board
For Fischer Chemical Limited

Sd/-
Vinay Mehta
Chairman

DIN:07264798

Date: 13.08.2016

Place of signature: Mumbai

ANNEXURE 'A' TO DIRECTORS' REPORT

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	NIL
	Nature of contracts/arrangements/transaction	NIL
	Duration of the contracts/arrangements/transaction	NIL
	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
	Justification for entering into such contracts or arrangements or transactions'	NIL
	Date of approval by the Board	NIL
	Amount paid as advances, if any	NIL
	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

2. Details of contracts or arrangements or transactions at Arm's length basis.

No material contracts or arrangement or transactions at arm's length basis.

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CIN: L24231TN1993PLCO24661

By Order of the Board
For Fischer Chemical Limited

Sd/-
Vinay Mehta
Chairman

DIN:07264798

Date: 13.08.2016
Place of signature: Mumbai

ANNEXURE 'B' TO DIRECTORS' REPORT

MGT-9EXTRACT OF ANNUAL RETURN -AS ON THE
FINANCIAL YEAR ENDED ON MARCH 31,2016

(Pursuant to section 92(3) of the companies Act,2013 and rule 12(1) of the

companies(management and administration) Rule,2014)

I. REGISTRATION AND OTHER DETAILS:

x	CIN	L24231TN1993PLC024661
x	Registration Date	22/03/1993
x	Name of the Company	FISCHER CHEMIC LIMITED
x	Category/Sub-Category of the Company	COMPANY HAVING SHARE CAPITAL
x	Address of the Registered office and contact details	FIRST FLOOR, SILVER SKY SUPER MARKET COMPLEX, NEW NO.15 GANGAI AMMAN KOIL STREET,KODAMBAKKAM, CHENNAI, TAMIL NADU- 600024. Phone: 044-24845727
x	Whether listed company	Yes
x	Name, Address and Contact details of Registrar and Transfer Agent, if any	SYSTEM SUPPORT SERVICES. 209, SHIVAI IND.ESTATE, ANDHERI-KURLA ROAD, SAKINAKA, ABOVE MAC DONALDS, ANDHERI-EAST, MUMBAI, MAHARASHTRA 400072. Phone: 022 28500835. sysss72@yahoo.com

PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Caustic Soda		18.19%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
x	NOT APPLICABLE				
x					
x					
x					

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

I) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year (01/04/2015)				No. of Shares held at the end of the year (31/03/2016)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	243276	243276	7.07	0	243276	243276	7.07	0
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL:(A) (1)	0	243276	243276	7.07	0	243276	243276	7.07	0
(2) Foreign									
a) NRI- Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other...	0	0	0	0	0	0	0	0	0
SUB TOTAL (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	0	243276	243276	7.07	0	243276	243276	7.07	0
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds									
b) Banks/FI									
C) Cenntal govt									
d) State Govt.									
e) Venture Capital Fund									

f) Insurance Companies									
g) FIIS									
h) Foreign Venture Capital Funds									
i) Others (specify)									
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporates	80606	207800	288406	8.38	76691	207800	284491	8.27	0.11
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	244395	1742148	1986543	57.75	261799	1727648	1989447	57.83	0.08
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	302199	619576	921775	26.80	591386	331400	922786	26.82	0.02
c) Others (specify)	0	0	0	0	0	0	0	0	
Non Resident Indians									
HUF									
Clearing Members									
SUB TOTAL (B)(2):	627200	2569524	3196724	92.93	929876	2266848	3196724	92.92	-0.01
Total Public Shareholding (B)= (B)(1)+(B)(2)	627200	2569524	3196724	92.93	929876	2266848	3196724	92.92	-0.01
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	627200	2812800	3440000	100	929876	2510124	3440000	100	0

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	G. M. SANKARANA RAYANAN	5,400	0.16	0	2,43,276	7.08	0	6.92
2	SANKARANA RAYANAN G.M.	2,37,876	6.92	0	0	0	0	-6.92
	Total	2,43,276	7.08	0	2,43,276	7.08	0	0

iii) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS & HOLDERS OF GDRs & ADRs)

Sl. No	Shareholding at the beginning of the year			Shareholding at the end of the year		
	For Each of the Top 10 Shareholders	No. of shares	% of total shares of the company	For Each of the Top 10 Shareholders	No of shares	% of total shares of the company
1.	GAJ GOURI TRADELINKS PVT LTD	170000	4.9419	SHIRISHA Y BYAGARI	181600	5.28
2.	SHIRISHA Y BYAGARI	181600	5.28	GAJ GOURI TRADELINKS PVT LTD	170000	4.9419
3.	PRABHABEN J RANK	112500	3.2703	PRABHABEN J RANK	112500	3.2703
4.	MANJIRI S PANDHARE	90000	2.6163	MANJIRI S PANDHARE	90000	2.6163
5.	SHANKAR PANDHARE	90000	2.6163	SHANKAR PANDHARE	90000	2.6163
6.	NATWARLAL K KAWA (HUF)	67500	1.9622	NATWARLAL K KAWA (HUF)	67500	1.9622
7.	B.R. CHANDRAN	49700	1.4448	B.R. CHANDRAN	49700	1.4448
8.	NIDHI SANDEEP JOSHI	45700	1.3285	NIDHI SANDEEP JOSHI	45700	1.33
9.	B. LODHA SECURITIES LIMITED	42300	1.2297	B. LODHA SECURITIES LIMITED	42300	1.2297
10.	V. SIVAKUMAR	37300	1.0843	V. SIVAKUMAR	37300	1.0843

v. SHAREHOLDING OF DIRECTORS & KMP

During the Year there was NIL shareholding of the Directors and KMP in the Company.

Indebtedness of the Company including interest outstanding/accrued but not due for payment					
		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year					
i) Principal Amount		0	0	0	0
ii) Interest due but not paid		0	0	0	0
iii) Interest accrued but not due		0	0	0	0
Total (i+ii+iii)		0	0	0	0
Change in Indebtedness during the financial year					
Additions		0	4,00,000	0	4,00,000
Reduction		0	0	0	0
Net Change		0	0	0	0
Indebtedness at the end of the financial year					
i) Principal Amount		0	4,00,000	0	4,00,000
ii) Interest due but not paid		0	0	0	0
iii) Interest accrued but not due		0	0	0	0
Total (i+ii+iii)		0	4,00,000	0	4,00,000

VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1.	Gross salary	Vinay Mehta (Managing Director)	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NIL	
2.	Stock Option	NIL	
3.	Sweat Equity	NIL	
4.	Commission - as % of profit - others, specify...	NIL	
5.	Others, please specify (Sitting Fees)	30,000	30,000
6.	Total(A)	30,000	30,000

B. REMUNERATION TO OTHER DIRECTORS:

Sl. No.	Particulars of Remuneration	Ashishkuma Dhakan	Krishnamur Vsudevan	Aarti Khandelwal	Total Amount
	<u>Independent Directors</u>				
	·Fee for attending board committee meetings	30,000	NIL	40,000	70,000
	·Commission				
	·Others, please specify				
	Total(1)	30,000	NIL	40,000	70,000
	<u>Other Non-Executive Directors</u>				
	·Fee for attending board committee meetings				
	·Commission				
	·Others, please specify				
	Total(2)				
	Total(B)=(1+2)	30,000	NIL	40,000	70,000
	Total Managerial Remuneration	30,000	NIL	40,000	70,000

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD.

Apart from Managing Director, there was no KMP appointed in the Company during the Financial Year 2015-16

V. *PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

* There were no penalty, punishment, compounding of offences for the Company, directors or any other officers in default in respect of the Companies Act, 1956 & Companies Act, 2013.

FORM NO. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2016

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014

**To,
The Members,
Fischer Chemic Limited**

First Floor, Silver Sky Super Market Complex,
New No.15, Gangai Amman Koil Street,
Kodambakkam,
Chennai, Tamil Nadu - 600024

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Fischer Chemic Limited** (hereinafter called "**the company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 complied with the statutory provisions of the applicable acts listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on 31st March, 2016 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the audit period)
- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the company during the audit period)
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the audit period)

We further report that the Company has a compliance system in place and we have examined the relevant documents and records with respect to the following Acts as applicable to the Company:

1. Income Tax Act, 1961.
 2. The Equal Remuneration Act, 1976.
 3. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
 4. The Bombay Shops & Establishment Act, 1948.
 5. The Professional Tax Act, 1975.
 6. The Negotiable Instrument Act, 1881
 7. The Information Technology Act, 2000
 8. The Indian Contract Act, 1872
 9. The Sale of Goods Act, 1930.
- v. Other following Acts are not applicable to the Company:
1. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment.
 2. The Factories Act, 1948.
 3. The Industrial Dispute Act, 1947. (ID Act)
 4. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952.
 5. The Payment of Bonus Act, 1965.
 6. The Payment of Gratuity Act, 1972.
 7. The Payment of Wages Act, 1936.
 8. The Child Labour (Prohibition and Regulation) Act, 1986.
 9. The Environment (Protection) Act, 1986.
 10. The Water (Prevention and Control of Pollution) Act, 1974.
 11. The Air (Prevention and Control of Pollution) Act, 1981.
 12. The Central Sales Tax Act, 1956 & other applicable state Sales Tax Acts.
 13. The Water Cess Act, 1977.
 14. The Maharashtra Value Added Tax, 2002.
 15. The Customs Act, 1962.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards with respect to Board and General Meetings (SS-1 and SS-2) specified by The Institute of Company Secretaries of India;
- ii. The Listing Agreement entered into by the Company with Stock Exchange;
- iii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except that the Company is in the process of **appointing Chief Financial Officer (CFO) and Company Secretary (CS) (KMP) as per the provision of section 203 of the Companies Act, 2013**

We further report that:

Mr. Mohan Sankaranarayanan has resigned from the post of Director on 10th August, 2015 however the Company is in process of filing necessary E - forms with Registrar of Company.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions are carried out unanimously at Board Meetings and Committee Meetings and recorded in the minutes of the meeting of the Board of Directors or Committees of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the year under report, the company has not undertaken event/action having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc. referred to above.

For **URMILA BOHRA & ASSOCIATES**
Company Secretaries

URMILA BOHRA
Proprietor
ACS No.: 33415
COP No. : 12523

PLACE: Mumbai
DATE: 6th August, 2016

Note: This report is to be read with our letter of even date that is annexed as Annexure I and forms an integral part of this report.

ANNEXURE I

**To,
The Members,
Fischer Chemic Limited**

First Floor, Silver Sky Super Market Complex,
New No.15, Gangai Amman Koil Street,
Kodambakkam,
Chennai, Tamil Nadu - 600024

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**FOR URMILA BOHRA & ASSOCIATES
Company Secretaries**

**URMILA BOHRA
Proprietor
ACS No.: 33415
COP No. : 12523**

**PLACE: Mumbai
DATE: 6 th August, 2016**

ANNEXURE 'C' TO DIRECTORS' REPORT**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****Industry structure and Development:**

The Chemical industry as such is not looking good. The scope for development has come down drastically. The Company has sold off all fixed assets during the year. However, it does not affect its status as a going concern as the Company continues to look for various other opportunities.

Opportunities and Threats:

The Company has decided to concentrate on feasible opportunities available in the market by exploring the possibilities which would aid profit making thereby yielding good potentials for future growth.

Segment-wise or Product wise performance:

The Company has not been able to strike a balance between demand and supply. The Company is looking to diversify into various other opportunities.

Business outlook:

The Company is considering a change in the existing management to aid in exploring the opportunities.

Risk and Concern:

The Company has formulated a policy and process for risk Management. The Company has set up a core group of leadership team, which identifies, assesses the risks and the trends, exposure and potential impact analysis at different level and lays down the procedure for minimization of risks. Risk Management forms an integral part of Management policy and is an ongoing process integrated with the operations.

Company has identified various strategic, operational and financial risks which may impact Company adversely. However management believes that the mitigation plans for identified risks are in place and may not threaten the existence of the Company.

Material developments in Human Resources / Industrial Relations front, including number of people employed:

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The relations with workers and staff are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

Cautionary Statement:

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

Independent Auditors' Report

To,
The Members,
Fischer Chemic Limited

Report on the Financial Statements

We have audited the accompanying financial statements of FISCHER CHEMIC LIMITED ('the Company'), which comprise the balance sheet as at 31 March 2016, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 the 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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's 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 on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016 and its Loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) on the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) the Company does not have any pending litigations which would impact its financial position.
 - (ii) the Company did not have any long term contracts including long term contracts for which they were any material foreseeable losses.
 - (iii) There were no amount which required to be transferred to the Investor Education and Protection Fund by the Company.

for Koshal & Associates

Chartered Accountants

Firm's registration number: 121233W

Koshal Maheshwari

Proprietor

Membership number: 043746

Place: Mumbai

Dated: 30.05.2016

ANNEXURE A TO AUDITORS REPORT FOR THE YEAR ENDED ON 31.03.2016

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2016, we report that:

- I) The Company does not hold any fixed asset during the year. Thus paragraph 3 (i) of the order is not applicable.
- II) According to the information and explanations given to us and on the basis of our examination of the records of the Company, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable to the Company.
- III) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act, 2013. Thus paragraph 3(iii) of the order is not applicable.
- IV) In our opinion and according to the information and explanations given to us, the Company has not made any loans and investments which require compliance of section 185 and 186 of the Act.
- V) The Company has not accepted any deposits from the public.
- VI) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- VII) (a) According to the information and explanation given to us, provident fund, employees state insurance, sales-tax, wealth tax, service tax, duty of customs & duty of excise, value added tax, cess are not applicable to the company. The Company is regular in depositing undisputed statutory dues including income tax and other statutory dues with the appropriate authorities during the year except professional tax.

According to the information and explanation given to us, no undisputed amounts payable were in arrears, as at 31st March, 2016 for the period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there no material dues of income tax and other cess which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- IX) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- X) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- XI) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid/provided for managerial remuneration. Hence requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act are not required.

- XII) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- XIII) According to the information and explanations given to us and based on our examination of the records of the Company, it does not have any transactions with the related parties which require compliance with section 177 and 188 of the Act. Thus paragraph 3(xiii) of the order not applicable.
- XIV) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- XV) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- XVI) The Company is not required to be registered under section 45 -IA of the Reserve Bank of India Act 1934.

for Koshal & Associates

Chartered Accountants

Firm's registration number: 121233W

Koshal Maheshwari

Proprietor

Membership number: 043746

Place: Mumbai

Dated: 30.05.2016

ANNEXURE - B TO THE AUDITORS' REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of FISCHER CHEMIC LIMITED ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for Koshal & Associates

Chartered Accountants

Firm's registration number: 121233W

Koshal Maheshwari

Proprietor

Membership number: 043746

Place: Mumbai

Dated: 30.05.2016

BALANCE SHEET AS AT 31st March, 2016

Particulars	Note No	As At 31 st March 2016	As At 31 st March 2015
<u>I. EQUITY AND LIABILITIES</u>			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	3,44,00,000	3,44,00,000
(b) Reserves and Surplus	3	(3,47,59,245)	(3,44,26,804)
(c) Money received against share warrants			
<u>(2) Share application money pending allotment</u>			
<u>(3) Non-Current Liabilities</u>			
(a) Long-term borrowings	4	4,00,000	-
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
<u>(4) Current Liabilities</u>			
(a) Short-term borrowings		-	-
(b) Trade payables		-	-
(c) Other current liabilities	5	1,59,934	2,78,500
(d) Short-term provisions		-	-
TOTAL		2,00,689	2,51,696
<u>II. Assets</u>			
<u>(1) Non-current assets</u>			
<i>(a) Fixed assets</i>			
(i) Tangible assets		-	-
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances		-	-
(e) Other non-current assets		-	-
<u>(2) Current assets</u>			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables		-	-
(d) Cash and cash equivalents	6	80,689	2,01,696
(e) Short-term loans and advances	7	50,000	50,000
(f) Other current assets	8	70,000	-
TOTAL		2,00,689	2,51,696

Koshal Maheshwari
Chartered Accountants

Koshal Maheshwari
Proprietor

Firm number: 121233W
Place :Mumbai
Date : 30.05.2016

For and on behalf of the Board
Fisher chemic Limited

sd/- sd/-
(Vinay Mehta) (Ashishkumar Dhakan)

Statement Of Profit & Loss for the year ended 31st March, 2016

Particulars	Note No	For the Year Ended 31 st March 2016	For the Year Ended 31 st March 2015
I. Revenue from Operations	9	-	1,99,150
II. Indirect Income	10	8,94,500	8,95,900
III. Total Revenue (I + II)		8,94,500	10,95,050
IV. Expenses:			
<u>Manufacturing Expenses</u>	11	-	1,75,062
<u>Administrative & Selling Expenses</u>			
Employee Benefit Expenses	12	1,86,496	1,77,000
Other Administrative and Selling Expenses	13	10,40,445	4,75,067
Other Misc. Expenses		-	-
Finance Costs		-	-
Depreciation and Amortization Expense		-	-
Total Expenses		12,26,941	8,27,129
V. Profit before Exceptional and Extraordinary Items and Tax (III - IV)		(3,32,441)	2,67,921
VI. Exceptional Items		-	-
VII. Profit before Extraordinary Items and Tax (V - VI)		(3,32,441)	2,67,921
VIII. Extra Ordinary Items		-	-
IX. Profit before Tax (VII - VIII)		(3,32,441)	2,67,921
X. Tax Expense:			
(1) Provision for Taxation		-	-
(2) Deferred Tax		-	-
XI. Profit/ (Loss) for the period from Continuing Operations (IX - X)		(3,32,441)	2,67,921
XII. Profit/Loss from Discontinuing Operations		-	-
XIII. Tax Expense of Discontinuing Operations		-	-
XIV. Profit/ (Loss) from Discontinuing Operations (after Tax) (XII - XIII)		-	-
XV. Profit/ (Loss) for the Period (XI + XIV)		(3,32,441)	2,67,921
XVI. Earnings Per Equity Share			
(1) Basic		(0.10)	0.08
(2) Diluted		-	-
Summary of significant accounting policies	1		

Koshal Maheshwari
Chartered Accountants

Koshal Maheshwari
Proprietor

Firm number: 121233W
Place : Mumbai
Date : 30.05.2016

For and on behalf of the Board
Fisher chemic Limited

sd/- (Vinay Mehta) sd/- (Ashishkumar Dhakan)

Notes forming part of Balance sheet

Particulars	As At 31st March 2016	As At 31st March 2015		
NOTE # 2				
Share Capital				
Authorised Capital				
40,00,000 Equity Shares of Rs 10/- each	4,00,00,000	4,00,00,000		
TOTAL	4,00,00,000	4,00,00,000		
Issued, Subscribed and Paid -up				
34,40,000 Equity Shares of Rs10/- each	3,44,00,000	3,44,00,000		
TOTAL	3,44,00,000	3,44,00,000		
(I) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period :				
Number of shares at the beginning of the year	34,40,000	34,40,000		
Add: Issue of Shares by way of Preferential Allotment	-	-		
Number of shares at the end of the year	34,40,000	34,40,000		
(II) Terms /Rights Attached to Equity Shares				
The Company has only class of equity shares having a par value of Rs. 10 per shares. Each holder of Equity Shares is entitled to one vote per share. In the event of liquidation of the company the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.				
(III) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates :	NIL	NIL		
(IV) Details of Share held by each Shareholder holding more than 5% shares				
Name of the Shareholder	As at 31st March, 2016		As at 31st March, 2015	
	No of Shares	%	No of Shares	%
Sankaranarayanan G M	2,43,276	7.07	2,37,876	6.92
Shirisha Y Byagari	1,81,600	5.28	1,81,600	5.28
	--	--	-	0.00
	4,24,876	12.35	4,19,476	12.20

NOTE # 4		
Long-Term Borrowings		
Unsecured Loan		
(a) Loans and advances from related parties		
Secured	-	-
Unsecured	4,00,000	-
(b) Deposits		
Secured	-	-
Unsecured	-	-
	4,00,000	-
NOTE # 5		
Current Liabilities		
Salary Payable	-	1,70,000
Audit fees Payable	22,900	10,000
Professional Fees Payable	22,500	
TDS Payable	-	(184)
Other Creditor	16,034	98,684
Director Sitting Fees Payable	27,000	-
Ashwin Thumar Tax Payment	3,000	-
Courier Charges Payable	68,500	-
	1,59,934	2,78,500
NOTE # 6		
Cash and Cash Equivalents		
Balance with Banks	46,991	1,89,026
Cash on Hand	33,698	12,670
	80,689	2,01,696

NOTE # 7		
Short-Term Loans and Advances		
Loans and advances to Related Parties	-	-
Deposits	50,000	50,000
	50,000	50,000
NOTE # 8		
Other Current Assets (Residual Head)		
Others (specify nature)		
- TAX DEDUCTED AT SOURCE	70,000	-
- MVAT CREDIT WITH MAHARASHTRA GOVT.	-	-
- DEPOSIT WITH SALES TAX	-	-
	70,000	-

Notes forming part of Statement of Profit & Loss a/c

Particulars	For the Year Ended 31st March 2016	For the Year Ended 31st March 2015
NOTE # 9		
Revenue From Operations		
Sale of Products	-	1,99,150
Other Operating Revenues	-	-
Less: Excise Duty	-	-
	-	1,99,150
NOTE # 10		
Other Incomes		
Interest Income	-	-
Other Non-Operating Income	8,94,500	8,95,900
NOTE # 11		
Employee Benefit Expenses		
Salaries and Wages	1,59,000	1,77,000
Staff Welfare Exp	27,496	-
	1,86,496	1,77,000
NOTE # 12		
Other Administrative and Selling Expenses		
Audit fees Expenses	22,900	10,000
Courier Expense	68,500	30,968
Round off	-	(1)
Shares Transfer Agent Fees	71,799	83,489
Madras Stock Exchange	-	-
Bank Charges	937	288
National Securities Depository Limited Fees	10,305	6,179
Advertisement Exp	14,641	-
Telephone Exp	25,031	-
Professional Fees	1,23,800	25,000
CDSL Fees	10,305	17,064
Printing & Stationery Charges	1,02,622	1,17,720
Bombay Stock Exchange Fees	3,39,220	1,12,360
Rent Expenses for Dahisar office	-	70,000
Web Design	4,000	2,000
Director Sitting Fees	1,00,000	-
AGM Meeting Hall & Exp	7,250	-
Commission Paid	9,000	-
Conveance Exp	21,664	-
Intrest on TDS	30	-
Office Expense	26,416	-
Rent Expenses for Raghuleela office	54,000	-
Travelling Exp	28,025	-
	10,40,445	4,75,067

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016**NOTES FORMING PART OF THE ACCOUNTS****Note 1:****A. SIGNIFICANT ACCOUNTING POLICIES**

Basis of Preparation of Financial statement. The financial statements of Fischer Chemic Limited have been prepared and presented in accordance with Generally Accepted Accounting Principles (GAAP) on the historical cost convention on the accrual basis. GAAP comprises accounting standards notified by Central Government of India under the relevant provision of Companies Act, 2013.

Use of Estimates

The preparation of financial statements is in conformity with Generally Accepted Accounting Principles (GAAP) in India requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of the financial statements and reported amounts of income and expenses during the period.

Revenue Recognition:

The Company follows the mercantile system of Accounting and recognizes income and expenditure on accrual basis.

Investments:

Investments are stated at cost i.e., cost of acquisition, inclusive of expenses incidental to acquisition wherever applicable.

Taxation:

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the Company. Deferred tax asset and liability is recognized for future tax consequences attributable to the timing differences that result between the profit offered for income tax and the profit as per the financial statements. Deferred tax asset & liability are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

Earnings per Share:

The earning considered in ascertaining the company's earnings per share comprises net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year.

Impairment of Assets

The carrying amount of assets is reviewed at each balance sheet date to determine if there is any indication of impairment thereof based on external / internal factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount, which represents the greater of the net selling price of assets and their value in use. The estimated future cash flows are discounted to their present value at appropriate rate arrived at after considering the prevailing interest rates and weighted average cost of capital

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March, 2016

Particulars	As at 31st March, 2016	As at 31st March, 2015
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	(3,32,441)	2,67,922
<i>Adjustments for:</i>		
Depreciation and amortisation	-	-
Interest paid	-	-
Amortisation of share issue expenses and discount on shares	-	-
(Profit) / loss on sale / write off of assets	-	-
Less: Interest Received	-	-
Provision no longer required	-	-
Operating profit / (loss) before working capital changes	(3,32,441)	2,67,922
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Trade receivables	-	-
Short-term loans and advances	-	(50,000)
Other current assets	(70,000)	-
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Trade payables	-	-
Other current liabilities	(1,18,566)	(23,000)
Other long-term liabilities	-	-
Cash flow from extraordinary items	-	-
Net income tax/Deferred Tax Adjustment (paid) / refunds	-	-
Net cash flow from / (used in) operating activities (A)	(1,88,566)	(73,000)
B. Cash flow from investing activities		
Purchase/sale of fixed assets	-	-
Purchase of long-term investments	-	-
Interest received	-	-
Dividend received	-	-
Net cash flow from / (used in) investing activities (B)	-	-
C. Cash flow from financing activities		
Secured/Unsecured loans	-	-
Proceeds from issue of equity shares	-	-
Call in arrears money Received	-	-
Proceeds from long-term borrowings	4,00,000	(1,65,400)
Repayment of long-term borrowings	-	-
Dividends paid	-	-
Net cash flow from / (used in) financing activities (C)	4,00,000	(1,65,400)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	(1,21,007)	29,522
Cash and cash equivalents at the beginning of the year	2,01,697	1,72,175
Cash and cash equivalents at the end of the year	80,689	2,01,697

For Fischer Chemic Ltd
Chartered Accountants

Koshal Maheshwari
Proprietor

Firm number: 121233W
Place : Mumbai
Date : 30.05.2016

For and on behalf of the Board
Fisher chemic Limited

sd/-
(Vinay Mehta)
DIN:07264798

sd/-
(Ashishkumar Dhakan)
DIN:072363952

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE.

Name of the Shareholder (In Block Letters) _____

Register Folio No/DP ID & Client ID No. _____

No. of Shares held _____

Name of the Proxy (In Block Letters) in case the Proxy attends instead of the Shareholder(s).

I hereby record my presence at the 23rd Annual General Meeting of the Company to be held at The Executive Centre, Level 5, Prestige Palladium, 129 - 140 Gream's Road, Chennai – 600 032 on Friday, 30th September, 2016 at 09.30 A.M.

Signature of the Shareholder or Proxy _____

-----TEAR HERE-----

FISCHER CHEMIC LIMITED

First Floor, Silver Sky Super Market Complex, New No.15 Gangai Amman Koil Street, Kodambakkam, Chennai-600024

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L24231TN1993PLC024661

Name of the Company: Fischer Chemic Limited

Registered Office: 1st Floor, Silver Sky Supermarket Complex, New No.15 Gangai Amman Koil Street, Kodambakkam Chennai-600024

Tel: 044-24845727; Website www.fischerchemic.com : Email: fischerchemicltd@gmail.com

Name of the Member(S):			
Registered Address:			
Email -id:			
Folio No. Client ID:		DP ID:	

I/We, being the member(s) having _____ shares of the above named Company, hereby appoint

1.Name: _____

Address: _____

Email Id: _____

Signature: _____ or failing him

2. Name: _____

Address: _____

Emailid: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of Fischer Chemic Limited to be held on Friday, the 30th day of September, 2016 at 09.30 a.m. at The Executive Centre, Level 5, Prestige Palladium, 129 - 140 Gream's Road, Chennai – 600 032. And at any adjournment thereof in respect of such Resolutions as are indicated below:

Resolution No.	
Ordinary Business	
1.	Adoption of Audited Financial Statements for the year ended 31st March, 2016.
2.	Re-appointment of Mr. Vinay Mehta who retires by rotation and being eligible, offers himself for re-appointment

Signed this..... day of..... 2016

Signature of shareholder.....

Signature of Proxy holder(s).....

Affix Revenue Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Please complete all details including details of member(s) before submission.

BOOK-POST

If undelivered, please return to:

FISCHER CHEMIC LIMITED

1st Floor, Silver Sky Supermarket Complex,
New No.15 Gangai Amman Koil Street,
Kodambakkam, Chennai-600024