



ADITYA SPINNERS LIMITED

CIN: L18100AP1991PLC012337

Registered Office: Perindesam Village, K.V.B.Puram Mandal,
Near Srikalahasti, Chittoor District, A.P.

Admin Office: 6-3-668/10/66, Durganagar Colony, Punjagutta, Hyderabad – 500082.
Tel:040-23404708, Email:aslhyd9@gmail.com, Website-www.adityaspINNERS.net

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the members of Aditya Spinners Limited will be held on Wednesday, the 23rd day of September, 2015 at 10.00 A.M., at Registered Office of the Company located at Perindesam Village, KVB Puram Mandal, Near Srikalahasti, Chittoor District, Andhra Pradesh-517643, India to transact the following business.

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended on 31st March 2015 and the Balance Sheet as on that date and the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Sri. R. Shiv Kumar, Director (DIN:01791576) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint ratify the appointment of M/s. C.Ramachandram & Co, Chartered Accountants (Firm Regn No. 002864S) as statutory auditors of the Company and fix their remuneration.

SPECIAL BUSINESS:

4. To pass with or without modification, the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder a set of the existing Memorandum of Association rearranged in line with the new format under the Companies Act, 2013 containing Clause-III(A) and (B) now placed before the members, be and is hereby adopted.

“FURTHER RESOLVED that pursuant to the provisions of section 13 and other applicable provisions of the Companies Act 2013, Clause III (B) of the Memorandum of Association of the Company be and is hereby modified by inserting the following new sub-clause-24 after clause-23 as given below :

24. “To carry on in India or elsewhere the business of managing, supervising and control the business of refining, receiving, improving, buying, selling, reselling, acquiring, using, transmitting, accumulating, employing, distributing, developing, handling, supplying and to act as producer/grower, agent, broker, representative, consultant, collaborator, or otherwise to deal in undertake, assist, encourage, promote, developmental, scientific, technical, engineering, research activities associated with the transmitting, manufacturing, supplying, generating, distributing and dealing in electricity and all forms of energy and power generated by any source whether nuclear, steam, hydro or tidal, water, wind, solar, hydrocarbon fuel or any other form, kind or description for its captive use or for sale to Governments, State Electricity Boards, Intermediaries in Power Transmission / Distribution, Companies, Industrial Units or to other type of users / consumers of Energy and acquire land for the said purpose etc.”

5. To pass with or without modification, the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, a new set of the Articles of Association in line with the Companies Act, 2013, now placed before the members, be and is hereby adopted and substituted in place of the existing Articles of Association of the Company.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to perform and execute all such acts, deeds, matters and things, as may be deemed necessary, proper or expedient to give effect to this resolution and for matters connected herewith or incidental thereto."

6. To pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provision of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to M/s. Nageswararao & Co., Cost Accountants, appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the company for the Financial Year 2014-15, amounting to Rs.30,000/- (Rupees Thirty Thousand only) as also the payment of service tax as applicable and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

By Order of the Board
For ADITYA SPINNERS LIMITED

K VIJAY KUMAR
Managing Director

Place: Hyderabad,
Date: 29.05.2015

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted at the Annual General Meeting is annexed hereto.
2. Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be valid must be received by the company not less than 48 hours before the meeting.
3. A person can act as proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the company. Members holding more than 10 percent of the total share capital of the company may appoint a single person as proxy and such person shall not act as proxy for any other member.
4. Shareholders holding shares in physical mode are advised to opt for demat of their physical shares with the temporary ISIN No.IN8122D01017.
5. Corporate member intending to send their authorised representative to attend the AGM are requested to send a duly certified copy of their board resolution authorising their representative to attend and vote at the AGM.
6. In case of joint holders attending meeting, only such joint holder who is higher in the order names will be entitled to vote.

7. Member / Proxies / Authorised Representative should bring the enclosed Attendance Slip, duly filled in, for attending the Meeting. Copies of the Annual Report or Attendance Slips will not be distributed at the Meeting.
8. The Register of Members and Share Transfer Books of the Company shall remain closed on Wednesday the 23rd day of September, 2015 for the purpose of the Annual General Meeting.
9. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market, members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company / Registrar.
10. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nominations in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic / demat form, the members may please contact their respective depository participant
11. In terms of Circular No.17/2011, dated 21.04.2011 and Circular No.18/2011, dated 29.04.2011 issued by the Ministry of Corporate Affairs, under Green initiative in the Corporate Governance all the members are requested to intimate their e-mail address to the Company's Registrar and Transfer Agents viz., M/s Venture Capital & Corporate Investments Limited whose e-mail id is info@vccilindia.com mentioning the Company's name i.e., Aditya Spinners Limited, so as to enable the company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
12. Notices/ documents including the Annual Report are now being sent by electronic mode to the shareholders whose e-mail address has been registered with the Company. Members who would like to receive such notices/documents in electronic mode in lieu of physical copy and who have not registered their e-mail addresses so far or who would like to update their e-mail addresses already registered, are requested to register/update their e-mail address.
 - In respect of electronic shareholding – through their respective Depository Participants.
 - In respect of physical shareholding – by sending a request to the Company's Share Transfer Agent at M/s Venture Capital & Corporate Investments Limited, 12-10-134, (MIG-134), 2nd Floor, Bharatnagar Colony, Hyderabad-500038, Tel No.040-23818475/76, Email ID: info@vccilindia.com, mentioning therein the Company's name i.e., Aditya Spinners Limited, their folio number and e-mail address.

The Annual Report 2014-15 as circulated to the members of the Company is also available on the website of the Company www.adityaspinner.net.

13. Voting Options:-

I. VOTING THROUGH ELECTRONIC MEANS

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Sunday, the 20th day of September, 2015 at 10.00 a.m. and ends on Tuesday, the 22nd day of September, 2015 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of 03rd September, 2015, may cast their vote electronically, the e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders): <ul style="list-style-type: none"> ● Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. ● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> ● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the password then " Enter the User ID " and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

II. VOTING THROUGH BALLOT :-

The company is providing the facility of ballot form in terms of Clause 35B of the Listing Agreement, to those shareholders, who do not have access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice. The Ballot form is enclosed along with the Annual Report. The last date for receiving the duly filled and signed ballot form will be Tuesday, the 22nd day of September, 2015 at 5.00 p.m. Ballot forms received after this date shall not be considered.

III. VOTING AT AGM :-

The members who have not cast their votes either electronically or through Ballot Form, can exercise their voting rights at the AGM.

Other Instructions

1. A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting or by ballot. If a member casts vote by all the three modes, then voting done through e-voting shall prevail and voting through other modes shall be treated as invalid.
2. The Company has appointed M/s. K. Swamy & Co., Practicing Company Secretary, to act as the Scrutinizer. The Scrutinizer shall first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the present of atleast two witnesses not in the employment of the company and make, not later than three (3) days of conclusion of the meeting, a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
3. The Chairman or a person authorised by him in writing shall declare the result of the voting forthwith. The results declared along with the report of the scrutinizer shall be placed on the website of the company immediately after the result is declared by the Chairman and the company shall simultaneously forward the results to the concerned stock exchange where its equity shares are listed.
14. All documents referred to in the accompanying this notice shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 AM to 5.00 PM) on all working days, upto and including the date of the AGM of the Company.
15. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection at the AGM.
16. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
17. Details of reappointment of director retired by rotation as per the item No.2 of the Notice of the meeting as required under clause-49 of the Listing Agreement are as under :

Mr. R.Shiv Kumar :

Mr. R.Shiv Kumar, 66 is currently a Director of the company and joined its Board of Directors on 16th April, 2002. He is presently serving the Company as Executive Vice Chairman. His qualification are: M.Tech in Metallurgy from IIT Madras and MBA from Madras University. He has about more than four decades of experience in various positions in production, marketing and control of company affairs. He holds no shares in the Company and he holds no directorships in any other companies and he is not a Chairman / Member in the committees of the Boards of any other Companies.

EXPLANATORY STATEMENT TO THE NOTICE UNDER SECTION 102(1):

Item No. 4 of the Notice:

The Board of Directors of the company at their meeting held on 29.05.2015 have recommended for insertion of new clauses in Clause III (B) [Matters which are necessary for furtherance of the main objects specified in Clause 3(A)] of the Memorandum of Association of the company pursuant to the new business to manufacture solar energy mainly for the purpose of captive consumption in order to maintain and meet the balanced cost of power needed to produce synthetic yarn at a competitive price in the open market. Accordingly the Company decided to alter its objects clause-III (B) by insertion of new clause-24 after 23 for the purpose of carrying the new business as specified in the resolution. Your Directors recommend the resolution for approval.

None of the Directors, Key Managerial Personnel and their Relatives thereof is concerned or interested in the above resolution.

Item No. 5 of the Notice:

The Articles of Association of the Company currently in force were originally adopted when the Company was incorporated under the Companies Act, 1956.

The Articles of Association were amended from time to time in accordance with the provisions of the Companies Act, 1956. With the introduction of Companies Act, 2013, it is proposed to amend the existing Articles of Association to make it consistent with the provisions of Companies Act, 2013 including the rules framed thereunder.

A copy of the proposed set of new Articles of Association of the Company would be available for inspection at the Registered Office of the Company during business hours on any working day, up to the date of Annual General Meeting and during the Annual General Meeting. The proposed draft Articles of Association is available on the company website at www.adityaspINNERS.net for perusal by the shareholders.

Your Directors recommend the resolution for approval.

None of the Directors, Key Managerial Personnel and their relatives thereof is concerned or interested in the above resolution.

Item No. 6 of the Notice:

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Nageswararao & Co., Cost Accountants, to conduct the audit of the cost records of the company for the financial year 2014-15. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the Remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors.

None of the Directors, Key Managerial Personnel and their relatives thereof is concerned or interested in the above resolution.

By Order of the Board
For ADITYA SPINNERS LIMITED

K VIJAY KUMAR
Managing Director

Place: Hyderabad,
Date: 29.05.2015

DIRECTORS' REPORT
Salient features

To
The Members

Your Directors have pleasure in presenting the 23rd Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2015.

(1) FINANCIAL RESULTS:

(Rs. In lakhs)

Sl.No.	Particulars	2014-15	2013-14
01.	Gross Income	4474.61	4207.08
02.	Profit Before Interest and Depreciation	278.81	212.14
03.	Finance Charges	80.59	25.61
04.	Gross Profit	198.22	186.53
05.	Provision for Depreciation	80.45	75.08
06.	Net Profit before tax	117.77	111.45
07.	Provision for tax	0.55	1.05
08.	Net profit after tax	117.22	110.40

(2) STATE OF COMPANY'S AFFAIRS :

During the year under review, the Company had achieved a sales turnover of Rs 4474.61 lakhs during the current year as against Rs.4207.08 lakhs made during the previous year. For the year 2014-15, the company earned a net profit of Rs.117.22 lakhs as against the net profit of Rs.110.40 lakhs made during the previous year.

(3) LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 :

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

(4) CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES :

Pursuant to the provisions of Section 134(3)(h) read with Rule 8(2) of the Companies (Accounts) Rules, 2014, there were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Your Directors draw attention of the members to note 23 to the financial statement which sets out related party disclosures.

(5) The Secretarial Audit Report, the Management Discussion and Analysis Report and all other details as required by Companies Act and Listing Agreement are given in the Director's Report made available at the Registered Office and on Company's Website.

THE DIRECTORS REPORT ALSO FEATURES OTHER STATUTORY REQUIREMENTS AS UNDER :

1. Director's Responsibility statement – Sec 134 (3) (c) of the Companies Act, 2013 (Act)
2. Details of Directors and KMP (Sec 152 of the Act)
3. Declaration by independent Directors (Sec 146 (7) of the Act)
4. Policy as Directors Appointment and Remuneration (Sec 178 of the Act)
5. Vigil Mechanism (Sec 177 of the Act).
6. Remuneration of Directors, KMP's and Employees (Sec 197 of the Act)
7. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings of at (Sec 134 of the Act).

8. Risk Management Policy
9. The evaluation of all the Directors
10. Extract of Annual Return
11. Management Discussion and Analysis Report
12. Corporate Governance Report

The full text of the Director's Report along with all the annexure are available on company's web site www.adityaspINNERS.net and is also available at Registered office of the company during working hours up to and including the date of AGM.

For and on behalf of the Board

N. KRISHNA MOHAN
CHAIRMAN

K VIJAY KUMAR
Managing Director

Place: Hyderabad,
Date: 29.05.2015

INDEPENDENT AUDITORS' REPORT ON ABRIDGED FINANCIAL STATEMENTS

To

The Members of Aditya Spinners Limited

The accompanying abridged financial statements, which comprise the abridged Balance Sheet as at 31st March, 2015, the abridged Statement of Profit and Loss and abridged Cash Flow Statement for the year then ended and related notes are derived from the audited financial statements of Aditya Spinners Limited ('the Company') for the year ended 31st March, 2015. We expressed an unmodified audit opinion on these financial statements in our report dated 29th May 2015.

The abridged financial statements do not contain all the disclosures required by the Accounting Standards referred to in Sec.133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Reading the abridged financial statements, therefore, is not a substitute for reading the audited financial statements of the Company.

Management's Responsibility for the abridged financial statements:

Management is responsible for the preparation of a summary of the audited financial statements in accordance with Sec 134(5) of the Companies Act, 2013 including the Accounting Standards specified under Sec. 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and accounting principles generally accepted in India.

Auditors' Responsibility:

Our responsibility is to express an opinion on these abridged financial statements based on our procedures, which were conducted in accordance with Standards on Auditing (SA) 810, "Engagements to Report on Summary Financial Statements" issued by the Institute of Chartered Accountants of India

Opinion:

In our opinion, the abridged financial statements are derived from the audited financial statements of the Company for the year ended 31st March, 2015 and are a fair summary of those financial statements.

For C.RAMACHANDRAM & CO.

Chartered Accountants
Firm Reg. No. : 002864S

C.RAMACHANDRAM

Partner
Membership No. 025834

Place : Hyderabad
Date : 29-05-2015

ADITYA SPINNERS LIMITED

CIN: L18100AP1991PLC012337
ABRIDGED BALANCE SHEET AS AT 31st MARCH, 2015 (Rs. in Lacs)

Particulars	As at 31.03.2015	As at 31.03.2014
A. EQUITY AND LIABILITIES		
SHAREHOLDERS' FUNDS :		
a) Share Capital	1674.09	1,674.09
b) Reserves and Surplus		
- Capital Reserve	870.76	15.00
- (Deficit) in Statement of Profit & Loss	(726.80)	(844.02)
	<u>1,818.05</u>	<u>845.07</u>
NON-CURRENT LIABILITIES		
a) Long Term Borrowings	339.43	351.87
b) Deferred tax Liabilities (net)	17.13	16.58
c) Long Term Provisions	31.68	34.86
	<u>388.24</u>	<u>403.31</u>
CURRENT LIABILITIES		
a) Short-term borrowings	299.90	301.45
b) Trade Payables	39.06	108.64
c) Other Current Liabilities	171.30	253.65
	<u>510.26</u>	<u>663.74</u>
TOTAL	<u>2,716.55</u>	<u>1,912.12</u>
B. ASSETS		
Non-current assets		
a) Fixed Assets		
- Tangible assets	1,916.52	903.51
- Capital Work in Progress	18.96	-
b) Non Current Investments	0.30	0.30
c) Long Term Loans & Advances	82.44	80.99
	<u>2,018.22</u>	<u>984.80</u>
Current assets		
a) Inventories	276.78	267.36
b) Trade Receivables	229.51	293.31
c) Cash and cash equivalents	50.13	274.77
d) Short-term Loans and Advances	130.89	83.97
e) Other Current Assets	11.02	7.91
	<u>698.33</u>	<u>927.32</u>
TOTAL	<u>2,716.55</u>	<u>1,912.12</u>

Summary of Significant Accounting Policies

In terms of our report attached

For **C.RAMACHANDRAM & CO.,**
 Chartered Accountants
 Firm Reg. No. : 002864S

For and on behalf of the Board
ADITYA SPINNERS LIMITED

C.RAMACHANDRAM
 Partner
 Membership No. 025834

N. KRISHNA MOHAN
 Director

K. VIJAY KUMAR
 Managing Director

Place : Hyderabad
 Date : 29-05-2015

P. RAJENDRA BABU
 Company Secretary

P. RAMA MOORTHY
 Chief Financial Officer

**ABRIDGED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31 st MARCH, 2015**

(Rs. in Lacs)

Particulars	For the Yearended 31-03-2015	For the Yearended 31-03-2014
Revenue from Operations		
Sale of products manufactured	4,474.61	4,207.08
Less : Duties & Taxes	<u>84.46</u>	<u>79.04</u>
Revenue from Operations (Net)	4,390.15	4,128.04
Sale of goods traded	-	-
Revenue from services provided	-	-
Other Operational Revenue	<u>38.05</u>	<u>45.24</u>
TOTAL REVENUE	4,428.20	4,173.28
EXPENSES		
a) Cost of materials Consumed	2,098.93	1,975.22
b) Change in Inventories of finished goods & work-in-progress	3.51	(33.09)
c) Employee benefits expense	692.58	627.07
d) Finance Costs	80.59	25.61
e) Depreciation	80.45	75.08
f) Other expenses	<u>1,354.37</u>	<u>1,391.94</u>
TOTAL EXPENSES	4,310.43	4,061.83
Profit Before Tax	117.77	111.45
Tax Expense:		
a) For Current year	-	-
b) Deferred tax	0.55	1.05
Profit After Tax	117.22	110.40
Basic & Diluted Earnings Per Equity Share of Rs.10/- each.	0.70	0.66

Summary of Significant Accounting Policies

In terms of our report attached

For **C.RAMACHANDRAM & CO.,**
Chartered Accountants
Firm Reg. No. : 002864S

For and on behalf of the Board
ADITYA SPINNERS LIMITED

C.RAMACHANDRAM
Partner
Membership No. 025834

N. KRISHNA MOHAN
Director

K. VIJAY KUMAR
Managing Director

Place : Hyderabad
Date : 29-05-2015

P. RAJENDRA BABU
Company Secretary

P. RAMA MOORTHY
Chief Financial Officer

ABRIDGED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2015

(Rs. in Lacs)

Particulars	Year Ended 31st March 2015	Year Ended 31st March 2014
a. Cash Flow From Operating Activities:	126.59	(11.33)
b. Cash Flow from Investing Activities:	(256.66)	(99.71)
c. Cash Flow From Financing Activities:	(94.57)	367.71
d. Net Increase / (Decrease) in Cash and Cash Equivalents:	(224.64)	256.67
Cash and Cash Equivalents at the beginning of the year	274.77	18.10
Cash and Cash Equivalents at the close of the year	50.13	274.77

Note: Previous year's figures have been regrouped and recast wherever necessary to conform to current year's classification.

For **C.RAMACHANDRAM & CO.,**
Chartered Accountants
Firm Reg. No. : 002864S

For and on behalf of the Board
ADITYA SPINNERS LIMITED

C.RAMACHANDRAM
Partner
Membership No. 025834

N. KRISHNA MOHAN
Director

K. VIJAY KUMAR
Managing Director

Place : Hyderabad
Date : 29-05-2015

P. RAJENDRA BABU
Company Secretary

P. RAMA MOORTHY
Chief Financial Officer

**NOTES TO THE ABRIDGED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2015**

**1. Contingent Liabilities and commitments : (Note 23 of main Balance Sheet)
(to the extent not provided for)**

i) Contingent Liabilities	31.03.2015	31.03.2014
a) Claims against the Company not acknowledged as debt	9.59 Lakhs	9.59 Lakhs
b) Guarantees	NIL	NIL
c) Others	NIL	NIL
ii) Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for;	NIL	NIL
(b) Uncalled Liability on Shares and other Investments partly paid	NIL	NIL
(c) Others	NIL	NIL

2. There are no qualifications by the auditor.

3. Plant and Machinery was revalued as on 01.04.2014 for an amount of Rs.1016.75 lacs.

4. Quoted Investments:-

Year	Book Value	Market Value
2015	0.30	Not Applicable
2014	0.30	Not Applicable

5. RELATED PARTY TRANSACTIONS:- (Note 23 of main Balance Sheet)

The Company had transactions with the following related parties:

(a) Major shareholders holding more than 20% of the share capital (herein after referred to as "Parties having significant influences":

1. Mr.K Vijay Kumar
2. Mrs.K V Naga Lalitha

(b) Enterprises over which major investing parties have control : Nil

(c) Key Managerial Personnel represented on board

Name	Designation
1. Mr.K Vijay Kumar	Managing Director
2. Mr.R Shiv Kumar	Executive Vice Chairman
3. Mr.P Ramanamoorthy	CFO
4. Mr. P Rajendra Babu	Company Secretary

(d) Relatives of Key Managerial Personnel

1. Mr.N Krishna Mohan
2. Mrs. K V Naga Lalitha
3. Mrs. P Dhanalakshmi

(e) Companies controlled by directors / relatives of directors

1. Envean Leasing & Investment Limited

ADITYA SPINNERS LIMITED

(f) Particulars of related party transactions

Rs. in Lakhs

Particulars	For the year ended 31st March 2015	For the year ended 31st March 2014
Remuneration to key management personnel	41.70	36.30

**(g) The Company has the following amounts due to related parties
Rs. in Lakhs**

Particulars	As at 31st March 2015	As at 31st Mar 2014
Due to related parties		
1. Envean Leasing & Investment Limited	0.51	166.65
2. P Rama Murthy	5.00	5.00
3. R Shiva Kumar	15.14	15.14
4. P Dhanalakshmi	4.40	4.40

6. Details of Cash and Cash equivalents as under:-

- Balances with banks	- Rs.48.12 lacs
- Cash in hand	- Rs. 2.01 lacs

For **C.RAMACHANDRAM & CO.,**
Chartered Accountants
Firm Reg. No. : 002864S

For and on behalf of the Board
ADITYA SPINNERS LIMITED

C.RAMACHANDRAM
Partner
Membership No. 025834

N. KRISHNA MOHAN
Director

K. VIJAY KUMAR
Managing Director

Place : Hyderabad
Date : 29-05-2015

P. RAJENDRA BABU
Company Secretary

P. RAMA MOORTHY
Chief Financial Officer

ADITYA SPINNERS LIMITED
CIN L18100AP1991PLC012337

Registered Office: Perindesam Village, K.V.B.Puram Mandal, Near Srikalahasti, Chittoor District, A.P 517643
Admin Office: 6-3-668/10/66, Durganagar Colony, Punjagutta, Hyderabad – 500082.
Tel.040-23404708, Email:aslhyd9@gmail.com, website:www.adityaspinners.net

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name of the member attending _____

Member's Folio No/ Client ID : _____

No. Of shares held: _____ Name of Proxy _____

(To be filled in, if the Proxy attends instead of the member) I hereby record my presence at the 23rd Annual General Meeting of the Aditya Spinners Limited, at the Factory Site, Perindesam Village, KVB Puram Mandal, Near Srikalahasti, Chittoor District, Andhra Pradesh-517643 on Wednesday, the 23rd day of September, 2015 at 10.00 a.m..

.....
Member's / Proxy's Signature

ADITYA SPINNERS LIMITED

**Form No. MGT-11
Proxy form**

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

Regd. Folio No. :	*DP ID :
No. of Shares held :	*Client ID :

I/We, being the member (s) of shares of the above named company, hereby appoint.

1.Name & Address: _____

Email ID: _____ Signature _____

and whose signatures are appended below as my/our proxy to attend and vote, in case of a poll, for me/us and on my/our behalf at the Twenty Third Annual General Meeting of the Company, to be held on Wednesday, the 23rd day of September, 2015 at 10.00 a.m. At the Company, at the Registered office of the Company at Perindesam Village, KVB Puram Mandal, Near Srikalahasti, Chittoor District, Andhra Pradesh-517643 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No. of the Notice of Meeting	Resolution(s)	VOTE	
		For	Against
	ORDINARY BUSINESS :		
	Ordinary Resolutions for:		
1.	Adoption of audited financial Statements for the year ended 31.03.2015		
2.	Re-appointment of a Director Sri R. Shiv Kumar who retires by rotation.		
3.	Ratification of re-appointment M/s C.Ramachandram&Co., Chartered Accountants, as statutory auditors the year 2015 - 16.		
	SPECIAL BUSINESS :		
	Special Resolution :		
4.	To rearrangement of Memorandum of Association of the Company in conformity with Companies Act, 2013 and Alternation of Clause - III (B) by insertion of new clause 24 after the existing clause - 23.		
	Special Resolution :		
5.	To alter Articles of Association of the Company in conformity with Companies Act, 2013 in place of existing articles.		
	Ordinary Resolution :		
6.	To ratify / approve the remuneration paid to M/s. Nageswararao & Co, Cost Auditors for the year 2014 - 15.		

Signed _____ this day of _____, 2015

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix
Re. 1/-
Revenue
Stamp

Book Post

If Undelivered Please return to :

Aditya Spinners Limited

6-3-668/10/66,

Durganagar Colony,

Punjagutta, Hyderabad - 500082.

Phone No. : 040-23404708

Fax No. : 040-23404758