25<sup>th</sup>
Annual
Report
2007-2008







# DET NORSKE VERITAS MANAGEMENT SYSTEM CERTIFICATE

Certificate No. 00106-2003-AQ-BDA-RvA

This is to certify that the Quality Management System of

#### SANRHEA TECHNICAL TEXTILES LTD.

at
Dr. Ambedkar Road, Near G. E. B. Kalol-382 721, North Guiarat, INDIA

has been found to conform to the Quality Management System Standard: ISO 9001:2000

This Certificate is valid for the following product or service ranges:

## MANUFACTURE AND SUPPLY OF INDUSTRIAL WOVEN FABRICS AND TWISTED YARNS

Original Certification date: 2001-05-25

This Certificate is valid until: 2006-06-03

Compliance to the Standard in respect to the indicated scope is verified by the DNV approved registered Team Leader:

> Manish Trivedi Lead Auditor



Place and date: New Delhi, 2003-06-17

for the Accredited Unit:
DNV CERTIFICATION B.V.,
THE NETHERLANDS

Krishnakumar N.R. Management Representative

Allking.

Lack of fulfillment of conditions as set out in the Appendix may render this Certificate invalid.

## SANRHEA TECHNICAL TEXTILES LIMITED ANNUAL REPORT 2007-2008

**Board of Directors** 

Shri Tushar Patel

Managing Director

Shri Vimal Ambani Shri Ishwarbhai Patel Shri Pavan Bakeri Shri Miten Mehta

Shri G. Ravishankar

Director (Technical)

**Bankers** 

United Bank of India

Auditors

Kantilal Patel & Co.

Chartered Accountants
(A Member of Polaris Intl., USA)

202, Paritosh, Usmanpuar, Ahmedabad - 380013

**Registered Office** 

Parshwnath Chambers, 2nd Floor,

Near New RBI Building, Income Tax, Ashram Road, Ahmedabad - 380 014.

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#### NOTICE

NOTICE is hereby given that the Annual General Meeting of the members Of the Company will be held on 30th day of September, 2008 at 10.00 a.m. At Parshwanath Chambers, 2nd Floor, Nr., New RBI Building, Income tax, Ashram Road, Ahmedabad-380 014 to transact the following business.

#### **ORDINARY BUSINESS:**

- (1) To receive, consider and adopt the Audited Profits & Loss Account for the financial year ended on 31st March, 2008 and Balance Sheet as at that date and Report of the Board of Directors and Auditors thereon.
- (2) To appoint a Director in place of Shri Pavan Bakeri who retires by rotation and being eligible, offers himself for re-appointment.
- (3) To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting and to authorize the Board of Directors to fix their remuneration. In this context, to consider and if thought fit to pass with or without modifications following as an ordinary resolution.

"RESOLVED that M/s. Kantilal Patel & Co., Chartered Accountants be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting on such remuneration as may be decided by the Board of Directors of the Company.

#### **SPECIAL BUSINESS:**

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

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 1956 and other applicable provisions of the Securities Contracts (Regulations) Act, 1956, and the rules/regulations/guidelines framed thereunder including SEBI (Delisting of Securities) Guidelines 2003 (hereinafter referred to as 'Delisting guideline'), (including statutory modification(s) or reenactments thereof for he time being in force), and all other applicable laws, rules, regulations and guidelines and subject to such approvals permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any authority while granting such approvals permissions and sanctions, which may be agreed to be the Board of Directors of the company (hereinafter referred to as the "Board", which term shall be deemed to include any committee thereof for the time being exercising the powers conferred on the Board by the resolution), the consent of the company be and is hereby accorded to the Board to delist the equity shares of the company from all or any of the stock exchange(s) at Ahmedabad, Vadodara and Saurashtra Kutch Stock Exchange (Rajkot Stock exchange).

RESOLVED FURTHER THAT the Board be and is hereby authorized to settle all questions, difficulties or doubts that may arise in regard to the aforesaid voluntary Delisting of shares as it may in its absolute discretion deem fit without being required to seek any further approval of the members of otherwise to the end and intent that the members shall be deemed to have give their approval expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all necessary steps in this regard in order to comply with all the legal and procedural formalities and further to authroise any of its Committees or any of its Directors or any of the Officers of the Company to do all such acts, deeds or things to give effect to the aforesaid resolution."

On behalf of the Board

Date: June 30, 2008 Place: Ahmedabad TUSHAR PATEL MANAGING DIRECTOR

#### Notes:

- A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and such a proxy need not be a member of the Company.
- All valid proxies must be deposited at the Regd. Office of the company at least 48 hours before the commencement of the meeting.
- 3) An explanatory statement pursuant to provisions of section 173 is enclosed to this notice.
- 4) Members are requested to bring their copies of Annual Report to the meeting.
- Register of members and share transfer books of the company will remain closed from 27/9/2008 to 29/ 9/2008 (both days inclusive)

#### EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956

Presently, the securities i.e. equity shares of the company are listed at four stock exchanges at Mumbai, Ahmedabad, Vadodara and Saurashtra Kutch Stock Exchanges. Consequent to technological developments, shares of the company are traded all over India through on-line terminals provided by The Bombay Stock Exchange Limited (BSE). Looking at the record of the past couple of years, it has been found that the company's shares have never been traded on any of the stock exchanges.

In view of this, as per the applicable provisions of the Delisting Guidelines, the Company wishes to get the Equity shares of the Company delisted from one or more stock exchanges out of the three Stock Exchanges viz, Ahmedabad Stock exchange Limited, Vadodara Stock Exchange Limited and Saurashtra Kutch Stock Exchange Limited. No inconvenience will be caused to any of the shareholders residing in the respective regions, since BSE at these regions provide on-line terminals for trading. Further, listing of the company's shares in many stock exchanges apart from not adding any value to the shareholders, results in inavoidable cost, administrative work delay and incoveniance.. As the first step towards this process, the approval of the members of the Company is being sought by way of special resolution as per Delisting Guidelines.

The Directors therefore commend this Special Resolution for the approval of the members.

No Director is concerned or interested in the said resolution.

On behalf of the Board

Date: June 30, 2008 Place: Ahmedabad TUSHAR PATEL
MANAGING DIRECTOR

#### **DIRECTOR'S REPORT**

#### Dear Members ;

Your Directors have pleasure in presenting the 25th Annual Report together with the Audited Accounts of the Company for the year ended on 31st March, 2008.

#### **FINANCIAL RESULTS:**

|  | 2007-2008<br>(Rs.lacs) | 2006-2007<br>(Rs.lacs) |
|--|------------------------|------------------------|
| Sales & Other Income                   | 1130.91                | <u>757.39</u>          |
| Gross Profit/Loss                      | 120.49                 | 70.07                  |
| Less:                                  |                        | ٠.                     |
| Depreciation                           | 43.65                  | 19.25                  |
| Finance charges                        | 51.39                  | 23.89                  |
| Provision for taxation                 | 4.51                   | 4.40                   |
| Net Profit/(Loss)                      | 20.94                  | 22.53                  |
| Balance of P & L Account B\F           | 20.34                  | (2.19)                 |
| Employees benefits written back        | , j. <b>1.49</b>       |                        |
| Appropriations:                        |                        |                        |
| Transfer to General Reserves           | <u> </u>               | _                      |
| Balance of Profit/loss carried forward | 42.77                  | 20.34                  |
|  |                        |                        |

#### DIVIDENDS:

Yours directors are unable to propose any dividend on Equity Shares of the company due to in sufficient profits.

#### **OPERATIONS:**

Your directors are pleased to inform you that the company has been able to maintain satisfactory level of operations and has been able to achieve profit in year under review. During the year under review Sales and Other Income has increased from at Rs.757.39 lacs to Rs.1130.91 lacs whereas the company has earned Gross Profit of Rs.120.49 lacs against previous years G.P. of Rs.70.07 lacs. After Depreciation of Rs.43.65 lacs, Finance Charges Rs.51.39 lacs, and provision for taxes of Rs. 4.51 lacs the company has earned Net Profit of Rs.20.34 lacs. Even though sales and other income of the company has shown substantial rise, due to higher depreciation and finance charges the Net profit of the company has marginally gone down. Your directors are optimistic of achieving better results in the coming years.

#### MANAGEMENT DISCUSSION AND ANALYSIS ON STRATEGY, OUTLOOK AND MARKET:

As of last year the main product of the company continues to be Belting Fabrics. However, due to the successfully implementation of the In-House RFL Dipping Plant, the concentration has been pre-dominant on the value added RFL Dipped Fabrics vis-à-vis Greig Fabrics produced by the company last year. The Company's Dipped Fabrics not only got well acceptance from the existing customers, but have also got approved at Multi-Nations based in India like Phoenix Yule Ltd., Sempertrans Nirlon Ltd, and Nilos India Pvt. Ltd. The company sees the volumes increasing with these new customers in the coming year. I am further happy to inform you that the company has successfully made its steps into the international markets by getting its belting fabrics approved at Goodyear South Africa, to whom the first supplies should be shipped by end June 08. The company sees a continued growth in this segment into the future, both in the Domestic as well as the International market.

I am further happy to inform you that your company has got its initial approval of Chafer Fabrics for Tyres at MRF, Ceat, Ceat Sri-Lanka, Appollo, and Modi Continental. On completion of the prerequisite trials the company is confident of starting commercial business with these Tyre giants within the coming year.

The company's Brake Diaphragm Fabric has got approved at Sundaram Auto Components Ltd, with commercial supplies having started effective April 08. The company sees substantial growth in this product segment too.

The company is further very actively pursuing various other high value products for other critical rubber component manufacturers.

With the growth of the Indian Economy and the major shift of purchases of the Western Worlds from India and S.E Asia, the Company foresees a continued growth for its production into the next few years. However, as seen in the second half of the last year, the company continues to be under pressure of margins, as the world petroleum crisis has lead to a surge in all raw material prices, to an effect that are difficult to pass on in the same proportion.

#### **EXPANSION CUM DIVERSIFICATION:**

Having successfully implemented its RFL Dipping Plant, the Company intends on increasing its current weaving capacity to match optimally with the Dipping capacity of Apx. 100 -120 tons. Towards this the company has already acquired the additional twisters which are currently under installation, and is in the process of identifying suitable looms to be installed in the coming year. The company is also actively looking into the prospects of manufacturing and establishing itself in the field of Cycle-Tyre Cord Fabrics. Trials production for the same shall be conducted within the current facility, however on successful establishment of the same, the Company intends setting up a full additional facility to cater to this product segment

#### **DIRECTORS:**

Shri Pavan Bakeri Director of the company retires by rotation and being eligible for reappointment offers himself for reappointment.

#### DIRECTORS' RESPONSIBILITY STATEMENT -SECTION 217 (2AA) OF THE COMPANIES ACT, 1956:

The Board of Directors states:

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation) relating to material departures;
- that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are 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 and loss of the company for that period;
- 3 that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- 4 that the Directors had prepared the annual accounts on a going concern basis.

#### **PARTICULARS OF EMPLOYEES:**

There is no employee of the Company drawing total remuneration of Rs.24,00,000 p.a. or Rs.2,00,000 p.m. as required U/S 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees), Rules, 1975.

#### **CORPORATE GOVERNANCE:**

Your directors are pleased to inform you during the year provisions relating to the Corporate Governance as per listing Agreement has become applicable and has complied with the various requirements a report along with certificate is attached forming part of this report. The company has also laid down code of conduct for Board members and Senior management of the company.

#### **FIXED DEPOSITS:**

Fixed Deposit from the shareholders as at the end of the accounting year aggregate to Rs. Nil. The company has adhered to rules and regulations as per Companies (Acceptance of Deposits) Rules and the Companies Act, 1956.

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

A statement showing the required particulars in accordance with the companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 read with provisions of section 217(1) (e) of The Companies Act, 1956 is annexed forming part of this report.

#### **AUDITORS REPORT:**

The observations of the auditors are explained where ever necessary in appropriate notes to the Accounts.

#### Annual Report 2007-2008

#### **AUDITORS:**

The auditors of the company M/s. Kantilal Patel & Co., Chartered Accountants retires and being eligible, offers themselves for reappointment.

#### **ACKNOWLEDGEMENT**

Your Directors would like to express their appreciation for the support extended by Bankers and Government Officers. Your Directors also place on record their deep appreciation of the services rendered by the Officers, staff and workers of the company at all levels. Your Directors also acknowledge the continued invaluable support extended by you - our shareholders- and the confidence that you have placed in the company.

For & on behalf of the Board

Place: Ahmedabad Date: June 30, 2008 Tushar M. Patel
Managing Director

#### **ANNEXURE TO DIRECTORS REPORT**

Additional information as required under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and Sec. 217(1)(e) of the Companies Act, 1956.

#### A. CONSERVATION OF ENERGY:

- (a) Measures taken: Energy Audit is regularly being carried out by the Professionals suggestions are implemented to conserve energy and reduce cost.
- (b) Additional investments and proposals, if any being implemented for reduction of energy consumption.:

  Nil
- (c) Impact of the measures at (a) and (b) above and consequent impact on cost of production:

  Slowly and gradually cost of production is being reduced.
- (d) Total energy consumption and energy consumption per unit of production :

  As per Form A annexed herewith.

#### **B.** TECHNOLOGY ABSORPTION:

Details are provided in form 'B' annexed herewith.

#### C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

(1) Activities relating to exports initiative taken to increase exports, development of new export plans: The Company is in process of tapping overseas market and enquiries are being generated for export of gray industrial fabrics.

|          |   |           | (Rs. lacs)      |
|----------|---|-----------|-----------------|
|          |   | 2007-2008 | 2006-2007       |
| (2) Tata | al foreign exchange used and earned.                | }•<br>•   |                 |
| (i)      | Foreign Exchange earned including indirect export : | Nil       | : US \$ 4308.08 |
| (ii)     | Foreign exchange used :                             |           | •<br>•          |
|          | Euro  | 2520      | 45079.58        |
|          | Us \$   | 1142161   | , 652140.30     |
| . •      | CHF   | 12144     | 1518            |
|          | Hongkong \$   |           | 1176.27         |
|          | Swis F.   | 232.75    | ·-              |
|          | Pound   | 208.34    | <del></del> ,   |
|          | Turkish Lira  | 513.04    |                 |

Nil

Nit

## FORM A (Rule 21)

Form for Disclosure of Particulars with respect to conservation of energy.

| A. | . Power and fuel consumption |       |                                 | <b>Current year</b> | Previous year |               |
|----|------------------------------|-------|---------------------------------|---------------------|---------------|---------------|
|    | (1)                          | Elec  | tricity:                        |                     |               |               |
|    |                              | (a)   | Purchased                       |                     |               |               |
|    |                              |       | Unit (KWH in lacs)              |                     | 5.65          | 3.96          |
|    |                              |       | Total Amount (Rs)               |                     | Rs.29,26,023  | Rs.20,80,815  |
|    |                              |       | Cost/Unit (Rs)                  |                     | 5.18          | 5.25          |
|    |                              | (b)   | Own Generation through Diesel G | ienerator :         |               |               |
|    |                              |       | Unit (KWH in lacs)              |                     | Nil           | Nil           |
|    |                              |       | Unit per ltr. of Diesel oil     |                     | N.A.          | N.A.          |
|    |                              |       | Total amount                    |                     | N.A.          | N.A.          |
|    |                              |       | Cost/ unit (Rs.)                |                     | N.A.          | N.A.          |
|    | (2)                          | Furn  | ace Oil                         |                     | Nil           | Nil           |
|    | (3)                          | Coal  | Į.                              |                     | Nil           | Nil           |
|    | (4)                          | Othe  | ers/internal generation         |                     | Nil           | Nil           |
| В. | Cons                         | sump  | tion per unit of production:    |                     |               |               |
|    |                              |       |                                 | Standards (if any)  | Current year  | Previous year |
|    | Prod                         | lucts | : Cloth                         |                     |               |               |
|    | (1)                          |       | tricity (KWH)<br>h (per Kg.)    |                     | 0.94          | 0.69          |
|    | (2)                          | Coal  | Į.                              | -                   | Nil           | Nil           |
|    | (3)                          | Furn  | ace Oil                         |                     | Nil           | Nil           |

FORM - B

(a) Research and Development: Nil

(4) Others

- (b) Technology absorption, adoptation and innovation:
  - (1) Efforts in brief, made towards technology absorption, adaptation and innovation: The company had status of ISO 9002. The company has complied requirements of new standards ISO 9001-2000 and has also get renewal of registration as per new norms.
  - (2) Benefits derived as a result of above efforts: By implementation of ISO system the company had been able to effectively monitor activities at all levels and there is a positive impact on productivity of company.
  - (3) Information regarding technology imported during the last 5 years: Nil

#### **CORPORATE GOVERNANCE REPORT 2007-08**

(As required under Clause 49 of the Listing Agreements)

The Directors presents the Company's report on Corporate Governance.

The Board has adopted the principles of good corporate governance and it is committed to adopting the same in future. It is true that the compulsion may initiate steps for compliance however voluntary adoption may take the same at its true place. We have taken steps for the good corporate governance practice, which will lead to the ethics of integrity, transparency and accountability.

#### THE BOARD OF DIRECTORS

The Board consists of 6 Directors showing the fair combination of Executive, Non-Executive and Independent Directors. The directors are different in respect of the knowledge and expertise in the field. Some of the directors are professionals from different field; some are having the vast knowledge and experience of marketing/production.

#### Attendance at board Meetings:

Date of Board Meetings: 30/04/2007,

30/06/2007, 31/07/3007, 16/08/2007,

> 31/10/2007, 31/01/2008

| Name               | Executive/<br>Non-Executive/<br>Independent | No. of othe<br>Directorshi<br>held |      | Membership<br>in the<br>committee<br>of other<br>companies | Chairmanship<br>at the<br>committee<br>of other<br>companies | Attended<br>last AGM<br>on 28th<br>September,<br>2005 |
|--------------------|---|------------------------------------|------|--|--|---|
| Mr Tushar Patel    | Executive Director (M.D.)                   | 3                                  | 06   | 0  | 0  | Yes   |
| Mr. Vimal Ambani   | Non-Executive<br>& independent              | 5                                  | 00   | 0  | 0  | No  |
| Mr. Pavan Bakeri   | Non-Executive & independent                 | 6                                  | 06   | 0  | 0  | No  |
| Mr. Ishwar Patel   | Non-Executive<br>& independent              | 0                                  | ) 00 | 0  | 0  | No  |
| Mr. Miten Mehta    | Non-Executive<br>& independent              | <b>1</b>                           | 06   | 0  | 0  | Yes   |
| Mr. G. Ravishankar | Non – Executive<br>& Independent            | 0                                  | 06   | 0  |  | No  |

As required by the law, the appointment(s) and remuneration(s) of any executive Director(s) requires the approval of shareholders; such approvals are for a period of not more than 5 years and when eligible, they can be re-appointed at the end of the term. One third of other Directors retire every year and, when eligible, qualify for re-appointment.

#### **AUDIT COMMITTEE**

#### Term of Reference:

The terms of reference of the Audit committee, as specified by the Board, includes the whole as specified in the clause 49 of the listing agreement, including a review of audit procedures and techniques, financial

reporting systems, internal control systems and procedures besides ensuring compliance with regulatory guidelines. The committee members are all non-executive and majority being the independent directors, collectively having requisite knowledge of finance, accounts and company law. The committee recommends the appointment of external auditors and their fees and payments and also takes an overview of the financial reporting process to ensure that financial statements are correct, sufficient and credible. The report of the statutory auditors is reviewed along with managements' comments and action-taken reports.

#### Composition:

The committee comprises Shri Miten Mehta as Chairman, and Shri Pavan Bakeri and Shri G. Ravishankar all the independent directors of the company. Shri G. Ravishankar was appointed as member of the Audit committee in place of Shri Vimal Ambani during the year under review.

Meetings and attendance during the year:

| Sr. No. | Name of the Director |   | Status   | No. of meetings attended |
|---------|----------------------|---|----------|--------------------------|
| 01      | Miten Mehta          | 0 | Chairman | 06                       |
| 02      | Pavan Bakeri         |   | Member   | 06                       |
| 03      | G. Ravishankar       |   | Member   | 06                       |

#### REMUNERATION COMMITTEE

The remuneration committee consists of 3 directors all being non-executive directors. The committee recommends the remuneration packages to the Managing/Executive Directors, to the senior officers, employees etc. It comprises of Shri Pavan Bakeri, Chairman of the committee, Shri Miten Mehta and Shri G. Ravishankar, directors of the company. Shri G. Ravishankar was appointed as member of the committee in place of Shri Vimal Ambani. The committee did not met at any time since there was no appointment or reappointment and fixation of remuneration of any directors during the year.

#### SHARE TRANSFER AND SHAREHOLDER /INVESTOR GRIEVANCES COMMITTEE:

All the matters relating to Shareholders were reviewed as well as considered by the Share transfer and shareholders/investors Grievances committee which was formed to comply with the corporate Governance requirements This committee reviews, records, helps to expedite transfer of shares and helps in resolving any grievances of the investors.

#### Composition:

The committee comprises of Shri Miten Mehta, Chairman, and Shri Pavan Bakeri, Shri G. Ravishankar and Shri Tushar Patel director of the company.

#### Meetings and Attendance during the year:

The company had a share transfer committee which was looking after issues relating to investors and shares related matter. In view of infrequent trading of shares in the stock market and negligible correspondence from the investors and shareholders, the Share Transfer committee met Six times in the year. All the members were present at all the meetings. The company is availing services of Shri Ashish Doshi, a Practising company secretary to advise the company for fulfillment of all the clauses of Listing Agreement and other related rules and laws and who also remained present at the meetings of the committee.

To expeditiously meet the requirements of transfer of shares, Shri Tushar Patel has been given authority to deal with and approve the cases on fortnightly basis and place the report the committee meeting.

#### Complaints:

During the year there was only two complaint which was redressed immediately within a week from the date of receipt. Moreover all correspondence of the shareholders of the general enquiry in nature and intimations for change of address were immediately dealt with and were satisfactorily replied spontaneously. As on date there is no pending complaint.

#### Annual Report 2007-2008

#### **SHAREHOLDER INFORMATION & RELATIONS**

The main source of information for shareholders is the Annual Report which includes, inter-alia, the reports of the Directors and the Auditors, Audited Accounts, etc. Shareholders are intimated through print media of quarterly financial results within time periods stipulated from time to time by the stock exchanges.

#### General Body Meetings:

The last 3 Annual General Meetings were held as follows.

| Date            |      | Time      | Place   |
|-----------------|------|-----------|---|
| 28th September, | 2005 | 10.00 a.m | Parshwanath Chambers, 2nd floor, Nr. New RBI, Ashram Road,<br>Ahmedabad-380 009 |
| 27th September, | 2006 | 10.00 a.m | Parshwanath Chambers, 2nd floor, Nr. New RBI, Ashram Road,<br>Ahmedabad-380 09  |
| 29th September, | 2007 | 10.00 a.m | Parshwanath Chambers, 2nd floor, Nr. New RBI, Ashram Road,<br>Ahmedabad-380 09  |

The next AGM shall be held at the Registered Office of the company at Parshwanath Chambers, 2nd floor, Ashram Road, Ahmedabad-380 014 at 10.00 a.m. on 30th day of September, 2008. The Book Closure date will also be as mentioned in the notice.

#### **MEANS OF COMMUNICATIONS:**

The company keeps shareholders informed via advertisements in appropriate newspapers of relevant dates and items requiring notice. The company is having in-house computerized share department. However, it is in the process of appointing M/s Pinnacle Share Registry Pvt. Ltd., Ahmedabad as a Common agency to act as Registrar for Physical as well as dematerialization of shares.

The general address for correspondence for Shareholders is Regd. Office of the company mentioned elsewhere in this Annual report. However, correspondence may also be done at the Plant of the company situated at Dr. Ambedkar Road, Kalol (N.G.)-382721.

The company regularly publishes quarterly financial results etc. in English (either in Western-Times or any other newspaper) and relevant vernacular print media in vernacular language (either in Western Times or any other news paper). The company had always held Annul General Meetings within the time limit prescribed by the law or regulatory framework.

#### DISCLOSURES:

There have been no transactions of a material nature of the Company with its promoters, directors, or the management, their subsidiaries or relatives etc. except for transactions of a routine nature as disclosed in the notes on accounts, and accordingly no potential conflict with the interest of the company. There has been no instance of non-compliance by the company nor any strictures or penalties imposed by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets.

The company has adopted all mandatory requirements (except where not relevant or applicable) of the Clause 49 of the listing agreement. Of non-mandatory requirements suggestions, we have adopted those relating to Remuneration Committee. We have not adopted suggestions relating to a postal ballot system (except where compulsory under the Companies Act) nor of sending six monthly information to each shareholder household.

#### CODE OF CONDUCT:

The company has laid down code of conduct for Directors and Senior Management Executives and all board members and designated senior level management personnel have affirmed compliance with the code of conduct. A certificate to the effect by Managing Director is attached forming part of this report.

#### Non Mandatory Requirements:

Of non-mandatory requirements suggestions, we have adopted those relating to remuneration Committee. We have not adopted suggestions relating to postal ballot system (except where compulsory under the Companies Act) nor of sending six monthly information to each shareholder household.

#### GENERAL SHAREHOLDERS INFORMATION:

A) Annual General Meeting:

Day and date : Saturday, 30th September, 2008

Time : 10.00 a.m.

Venue : Parshwanath Chambers, 2nd floor, Nr. New RBI.

Income Tax, Ashram Road, Ahmedabad-380 014

B) Financial Calendar for 2008-2009

First Quarter : By end of July 2008
Second Quarter : By end of October, 2008
Third Quarter : By end of January 2009
Fourth Quarter : By end of June 2009

Annual general Meeting for the year 2007-08: By end of September 2009

C) Book Closure: 27th September, 2008 to 29th September 2008 (both days inclusive)

- D) Listing of Shares and Securities: The company's Shares are presently listed at Bombay Stock Exchange Ltd., Ahmedabad stock Exchanges Ltd., Vadodara Stock Exchange Ltd. and Saurashtra Kutch Stock Exchange Ltd.. Security code No. are 531510 (ASE) and 514280 (BSE) and ISIN No. INE589J01015.
- E) Market price Date: The company's shares were not traded in last two years. Therefore, the data is not provided.
- F) Share transfer System and investor correspondence: In terms of SEBI cir. No. DNCC/FITTC/CIR15/2002 dated 27/7/2002, the company has assigned all work related to Share registry in terms of both physical and electronic system to Pinnacle Share registry Pvt. Ltd., Ahmedabad by entering into agreement with the said R & T Agent to that effect. Therefore shareholders are requested to send documents or correspondence relating to Transfer/Demat/Remat activities to R & T Agent at their address mentioned as under.

Pinnacle Share Registry Pvt. Ltd.

Ashoka Mills, Naroda Road, Ahmedabad-380 025 Phone No.: 079-22200582

G) Distribution of shareholding

| Nominal value of Shares | Share<br>holders | %      | Total Amount of<br>Shares (F.V.) | %      |
|-------------------------|------------------|--------|----------------------------------|--------|
| 0000000-0005000         | 2509             | 86.94  | 3972000                          | 13.24  |
| 0005001-0010000         | 177              | 6.13   | 1532500                          | 5.11   |
| 0010001-0020000         | 96               | 3.33   | 1452500                          | 4.84   |
| 0020001-0030000         | 25               | 0.87   | 642500                           | 2.14   |
| 0030001-0040000         | 10               | 0.35   | 361000                           | 1.20   |
| 0040001-0050000         | 02               | 0.07   | 91000                            | 0.30   |
| 0050001-0100000         | · 21             | 0.73   | 1492000                          | 4.97   |
| 0100001 and above       | 46               | 1.59   | 20456500                         | 68.19  |
|                         | 2886             | 100.00 | 30000000                         | 100.00 |

#### MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis form a part of the Annual Report.

The above represents the company's philosophy on corporate governance. Auditors' Certification as required, forms a part of this Annual Report.

For and on behalf of the Board of Directors

Place : Ahmedabad Tushar Patel
Date : 30/06/2008 Managing Director

#### DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

Pursuant to provisions of amended provisions of clause 49 of Listing Agreement with the stock Exchanges regarding corporate Governance, I hereby confirm that all board members and senior Management Personnel of Sanrhea Technical textiles Limited have affirmed the compliance of Code of business Conduct and ethics for the year ended on 31st march, 2008

for Sanrhea Technical Textiles Ltd.

Place: Ahmedabad Date: 30th June, 2008 Tushar Patel Managing Director

#### **AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**

To
The Members of
SANRHEA TECHNICAL TEXTILES LTD.

We have examined the compliance of conditions of Corporate Governance by SANRHEA TECHNICAL TEXTILES LIMITED, for the year ended on 31st March 2008, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of the Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

For **Kantilal Patel & Co.** *Chartered Accountants* 

Place: Ahmedabad -

Date : June 30, 2008

(Arpit K. Patel)

Partner

Mem. No. 34032

#### **CERTIFICATION BY CHIEF EXECUTIVE OFFICER OF THE COMPANY**

- I, Tushar Patel, Managing director of Sanrhea Technical Textiles Limited hereby certify to the Board that:
- (a) We have reviewed financial statements and the cash flow statement for the year and to the best of our knowledge and belief:
  - these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by Sanrhea Technical Textiles Limited during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We are responsible for establishing and maintaining internal controls and financial reporting in Sanrhea Technical Textiles Limited and we have evaluated effectiveness of internal control systems of the company pertaining financial reporting. We have disclosed to the Auditors and to the Audit committee, deficiencies in the design and operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and Audit committee:
  - (i) significant changes in internal control over financial reporting during the year;
  - (ii) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
  - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the company's internal control system.
- (e) We affirm that we have not denied any personnel access to the Audit Committee of the company (in respect of matters involving alleged misconduct).
- (f) We further declare that all Board members and designated senior management have affirmed compliance with the code of conduct for the current year.

Place: Ahmedabad Date: 30/06/2008 **Tushar Patel** CEO & Managing Director

#### **AUDITORS' REPORT**

To,
The Members of SANRHEA TECHNICAL TEXTILES LTD.

- 1. We have audited the attached balance sheet of M/s. Sanrhea Technical Textiles Limited as at March 31, 2008, the profit & loss account and also the cash flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies [Auditor's Report] Order, 2003 issued by the Central Government of India in terms of sub-section 4(A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure here to a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 4. (i) In our opinion amount of Rs.3,89,457/- for diminution in value of long term quoted investments requires provision of identical amount (Refer note No.- 4)
  - (ii) We are unable to comment whether the balance shown under sundry debtors of Rs.9,99,953/- can be considered good to the extent shown [Refer Note No. 5(b)]
  - (iii) In our opinion amount of Rs.9,00,000/- shown under loans and advances is doubtful of recovery requiring provision of identical amount. [Refer Note No.6].

We further report that without considering items mentioned at 4(ii) above the effect of which could not be determined, had the observations made by us in paragraph 4(i) and 4(iii) above been considered, the profit after tax for the year would have been Rs.9,37,342/- (as against the reported figure of Rs.20,93,985/-), Investments would have been Rs.8,21,925 (as against the reported figure of Rs.12,11,382/-) and Loans and Advances would have been Rs.1,62,55,444/- (as against the reported figure of Rs.1,71,55,444/-).

- 5. Further to our comments in the Annexure referred to in paragraph 3 above, we report that :
  - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief, were necessary for the purposes of our audit.
  - (ii) In our opinion, the company has kept proper books of account as required by law so far as appears from our examination of those books.
  - (iii) The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account.
  - (iv) In our opinion, the balance sheet, profit & loss account and cash flow statement dealt with by this report comply with the mandatory accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
  - (v) On the basis of the written representations received from directors, as on 31st March 2008, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2008 from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956, on the said date.
  - (vi) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements give the information required by the Companies Act, 1956 in the manner so required and subject to para 4 above, give a true and fair view in conformity with the accounting principles generally accepted in India;
    - (a) In the case of the balance sheet, of the state of affairs of the company as at 31st March 2008.
    - (b) In the case of the profit & loss account, of the profit of the company for the year ended on that date. and
    - (c) In the case of the cash flow statement, of the cash flows for the year ended on that date.

For KANTILAL PATEL & CO., Chartered Accountants

[Arpit K. Patel]

Partner

Mem. No.: 34032

Place: Ahmedabad Date: June 30, 2008 ANNEXURE TO THE AUDITORS' REPORT TO THE MEMBERS OF SANRHEA TECHNICAL TEXTILES LTD., ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2008.

- (i) In respect of its Fixed Assets:
  - [a] The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
  - [b] As explained to us, the said fixed assets have been physically verified by the management during the year, which in our opinion, is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - [c] The company has not disposed off substantial part of fixed assets during the year.
- (ii) In respect of its Inventories:
  - [a] As explained to us, inventories have been physically verified by the management at reasonable intervals during the year.
  - [b] In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
  - [c] The company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on such physical verification of inventory as compared to the book records.
- (iii) In respect of loans, secured or unsecured, granted or taken by the company to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956:
  - [a] The company has granted interest free loans to one company and one party. The maximum amount involved during the year was Rs.8,80,908/- and year end balance is Rs.NIL.
  - [b] In our opinion other terms and conditions of such loans are not prima facie prejudicial to the interest of the company.
  - [c] In respect of loans given by the company, principal amount is repayable on demand and therefore the question of overdue amount do not arise.
  - [d] The company has taken interest free unsecured loans from three companies and three parties. The maximum amount involved during the year was Rs. 2,06,55,653/- and year-end balance of loans taken from such parties is Rs. 1,63,79,996/-
  - [e] In our opinion other terms and conditions of such loans are not prima facie prejudicial to the interest of the company.
  - [f] In respect of loans taken by the company the principal amount is repaid when demanded.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchases of inventory, fixed assets and also for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
- (v) In respect of contracts or arrangements referred to in section 301 of the Companies Act, 1956:
  - [a] In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act, have been entered in the register required to be maintained under that section.
  - [b] In our opinion and according to the information and explanations given to us, there are no transactions in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 aggregating during the year to Rupees Five lakhs or more in respect of any party.
- (vi) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 58 A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under with regard to the deposits accepted from the public.

Also the company has accepted fixed deposit from promoters by way of unsecured loans pursuant to agreement with nationalised bank for loans so long as such loans are outstanding is not considered as acceptance of deposit from the public falling within the purview of section 58A of the Companies Act , 1956 and the rules framed there under.

We are informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

#### Annual Report 2007-2008

- (vii) The company has no internal audit system during the year.
- (viii) We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by Central Government for the maintenance of cost records under Section 209 [1][d] of the Companies Act, 1956 and are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the records.
- (ix) In respect of statutory dues:
  - [a] According to the records of the company, undisputed statutory dues including, provident fund, investor education & protection fund, employees state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues except advance income tax, have generally been regularly deposited with the appropriate authorities.
  - [b] According to the information and explanations given to us, no undisputed amount payable in respect of aforesaid statutory dues were outstanding as at 31st March, 2008 for the period of more than six months from the date they become payable except TDS on commission of Rs.0.01 lakh and payment of advance tax of Rs.1.51 lakhs which remains outstanding for a period of more than six months from the date it became payable. However, we are informed that Rs.0.01 lakh has been paid subsequently there against.
  - [c] According to the information and explanations given to us, there are no dues of sales tax/ income tax/ custom duty/ wealth tax/ service tax excise duty/ cess which have not been deposited on account of any dispute.
- (x) The company has no accumulated losses as at 31st March, 2008. The company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xi) The company has not defaulted in repayment of dues to banks. The company has not obtained any borrowing from financial institution or by way of debentures.
- (xii) The company has not granted loans and advances on the basis of security by way of pledge of shares and debentures and other securities.
- (xiii) The company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xiv) To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, the term loans raised during the year were prima facie been used for the purpose for which they were raised. The term loans outstanding at the beginning of the year were applied for the purpose for which they were obtained.
- (xv) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that, funds raised on short-term basis have not been used for long term investments.
- (xvi) During the year, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (xvii) According to the information and explanations given to us, the company has not issued any debentures during the year.
- (xviii) The company has not raised any money by way of public issue during the year.
- (xix) To the best of our knowledge and belief and according to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year, that causes the financial statements to be materially misstated.
- (xx) In our opinion and according to the information and explanations given to us, the nature of the company's business/activities during the year are such that paragraphs;
  - 4(xiii) provisions of any special statute applicable to chit fund,
  - 4(xiv) dealing or trading in shares, securities, debentures and other investments of Company (Auditors' Report) Order, 2003 are not applicable to the company.

For KANTILAL PATEL & CO.,
Chartered Accountants

[Arpit K. Patel]

Partner

Mem. No.: 34032

Place: Ahmedabad Date: June 30, 2008

| _    | BALANCE SHEET AS AT 31ST MARCH, 2008              |                   |                         |                |  |  |
|------|---|-------------------|-------------------------|----------------|--|--|
|      |   |                   | As at                   | As at          |  |  |
|      |   |                   | 31/03/2008              | 31/03/2007     |  |  |
|      |   | SCH.              | Rupee                   | Rupee          |  |  |
|      | JRCES OF FUNDS :                                  |                   |                         |                |  |  |
| [1]  | Shareholder's Funds:                              |                   |                         |                |  |  |
|      | [a] Share Capital.                                | 1                 | 30,000,000              | 30,000,000     |  |  |
|      | [b] Reserves & Surplus                            | 2                 | 4,277,563               | 2,033,814      |  |  |
|      |   |                   | 34,277,563              | 32,033,814     |  |  |
| [2]  | Deferred Government Grant                         |                   | 1,622,514               |                |  |  |
| [3]  | Loan Funds:                                       |                   |                         |                |  |  |
|      | [a] Secured Loans                                 | 3                 | 38,209,496              | 33,428,336     |  |  |
|      | [b] Unsecured Loans                               | 4                 | 21,379,996              | 14,911,860     |  |  |
|      |   |                   | 59,589,492              | 48,340,196     |  |  |
|      | Total   |                   | 95,489,569              | 80,374,010     |  |  |
| APP  | LICATION OF FUNDS:                                |                   |                         |                |  |  |
|      | {A} Fixed Assets:                                 | 5                 |                         |                |  |  |
| [-]  | Gross Block                                       | -                 | 74,029,075              | 72,270,280     |  |  |
|      | Less: Depreciation                                |                   | 39,904,710              | 35,744,532     |  |  |
|      | Net Block   |                   | 34,124,365              | 36,525,748     |  |  |
|      | {B} Capital Work in Progress                      |                   | 4,960,726               | 5,014,555      |  |  |
|      |   |                   | 39,085,091              | 41,540,303     |  |  |
| [2]  | Investments:                                      | 6                 | 1,211,382               | 1,172,157      |  |  |
| [3]  | Deferred Tax Assets                               | _                 |                         | _              |  |  |
| [4]  | Current Assets, Loans & Advances:                 |                   |                         |                |  |  |
|      | [a] Inventories                                   | 7                 | 18,254,399              | 13,779,359     |  |  |
|      | [b] Sundry Debtors                                | 8                 | 26,227,734              | 17,785,873     |  |  |
|      | [c] Cash & Bank Balances                          | 9                 | 817,587                 | 2,923,722      |  |  |
|      | [d] Loans & Advances                              | 10                | 17,155,444              | 10,743,273     |  |  |
|      | Sub Total (A):                                    |                   | 62,455,164              | 45,232,227     |  |  |
| [5]  | Less: Current Liabilities & Provisions:           |                   |                         |                |  |  |
|      | [a] Current Liabilities                           | 11                | 5,656,294               | 6,326,659      |  |  |
|      | [b] Provisions                                    | 12                | 1,605,774               | 1,245,772      |  |  |
|      | Sub Total (B):                                    |                   | 7,262,068               | 7,572,431      |  |  |
|      | Net Current Assets (A-B)                          |                   | 55,193,096              | 37,659,796     |  |  |
| [6]  | Misc. Expenditure (to the extent not written off) | 13                | _                       | 1,754          |  |  |
| [7]  | P & L Account                                     | 14                |                         |                |  |  |
|      | Total   |                   | 95,489,569              | 80,374,010     |  |  |
| Siar | nificant Accounting Policies                      | 19                |                         |                |  |  |
| -    | es on Accounts                                    | 20                |                         |                |  |  |
| This | is the Balance Sheet referred to                  | FOR & ON          | BEHALF OF BOAR          | O OF DIRECTORS |  |  |
| in o | ur report of even date                            | ۱۲۵               |                         |                |  |  |
|      | KANTILAL PATEL & CO.,                             | Sd/-<br>Tushar Pa | itel <i>Managing Di</i> | rector         |  |  |
| •    | RTERED ACCOUNTANTS                                | Sd/-              |                         |                |  |  |
|      | TT K. PATEL<br>TNER                               | Su/-<br>Miten Me  | hta <i>Director</i>     |                |  |  |
| Ahm  | nedabad   | Ahmedab           | ad                      |                |  |  |
|      | e : June 30, 2008                                 | Date : Ju         | ne 30, 2008             |                |  |  |
|      |   |                   |                         |                |  |  |

|        |                 | the second secon |             |           |                |        |
|--------|-----------------|--|-------------|-----------|----------------|--------|
| DDARTT | 0 1000 100      | MINT FAR THE   | 'VEAD ENDED | 34CT      | AAAD/LI        | 2000   |
| PPIIFI | X 1 11 X A1 1 1 | IIINI FIIK IME   | YEAR ENDED  | ~         | MAKIA          | 711117 |
| INOLI  | G LUJJ ALLI     | OUNT FOR THE   | ILAN LINDLD | ' J 4 J I | 1-17 (11 (-11) |        |

|  | SCH.              | 2007-2008<br>Rupees    | 2006-2007<br>Rupees |
|--|-------------------|------------------------|---------------------|
| THEOLOGIC  | 3011.             | Карсез                 |                     |
| INCOME:  | 4.5               | 101 006 (01 )          | 00 706 171          |
| Sales  | 15                | 121,836,401            | 80,786,171          |
| Less: Excise Duty  |                   | 9,049,244              | 5,516,279           |
| Net Sales  |                   | 112,787,157            | 75,269,892          |
| Other Income   | 16                | 304,427                | 469,326             |
| Total :::  | •                 | 113,091,584            | 75,739,218          |
| EXPENDITURE:   |                   | 1,                     |                     |
| Manufacturing & Other Expenses                                   | 17                | 101,041,622            | 68,723,354          |
| Finance Charges  | 18                | 5,139,450              | 2,388,944           |
| Depreciation   | 4,438,578         | 4 f                    | 1,924,846           |
| Less: Withdraw from Deferred Government Grant                    | 73,051            |                        |                     |
| 49   | ,                 | <del></del>            |                     |
|  |                   | 4,365,527              |                     |
| Loss on Sale of Assets   |                   | *                      | 8,178               |
|  |                   | 110,546,599            | 73,045,322          |
| Profit before Taxation   |                   | 2,544,985              | 2,693,896           |
| Provision for Taxation   |                   |                        | -                   |
| - Current Tax<br>(includes Rs. 17,000 short provision of earlier | vear)             | 287,000                | 285,000             |
| - Deferred Tax (Refer Note No.12)                                | ,                 | , 1,                   |                     |
| - Fringe Benefit Tax   |                   | 164,000                | 155,450             |
| Profit for the year  |                   | 2,093,985              | 2,253,446           |
| Balance of Profit & Loss Account - Opening balance B/F           |                   | 2,033,814              | (219,632)           |
| Add: Transitional Provision on Employees Benefits Writt          |                   | .149,764               |                     |
| Balance Carried to Balance Sheet                                 | 1.4               | 4,277,563              | 2,033,814           |
| Basic & diluted earnings per share (in Rs.)                      |                   | 0.70                   | 0.75                |
| Face value Rs. 10/- per share (Refer Note No. 13)                |                   |                        |                     |
| Significant Accounting Policies                                  | 19                | t .:                   |                     |
| Notes on Accounts  | 20                |                        |                     |
| This is the Profit & Loss Account referred to                    | FOR & ON          | BEHALF OF BOARD        | OF DIRECTORS        |
| in our report of even date                                       | Sd/-              | 1 1                    | •                   |
| For, <b>KANTILAL PATEL &amp; CO.,</b><br>CHARTERED ACCOUNTANTS   | Tushar Pat        | el <i>Managing Dir</i> | ector               |
| ARPIT K. PATEL<br>PARTNER  | Sd/-<br>Miten Meh | ta <i>Director</i>     |                     |
| Ahmedabad  | Ahmedaba          | d                      |                     |
|  |                   |                        |                     |

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2008

|      |                |  | Ye                  | ar ended             | Year ended                   |
|------|----------------|--|---------------------|----------------------|------------------------------|
|      |                |  | 31st Mar            | ch, 2008             | 31st March, 2007             |
|      |                |  |                     | Rupees               | Rupees                       |
| Α    |                | arising from Operating Activities:               |                     |                      |                              |
|      |                | pefore taxation                                  |                     | 5,44,985             | 26,93,896                    |
|      | Add back:      | a) Depreciation                                  |                     | 3,65,527             | 19,24,846                    |
|      |                | b) Interest Charges c) Misc. Exps. Written off   | 9                   | 1,39,450<br>1,754    | 23,88,944<br>49,231          |
|      |                | d) Fixed assets written off                      |                     | 26,541               | 49,231                       |
|      |                | e) Loss on sale of fixed assets                  |                     |                      | 8,178                        |
|      |                | -,   |                     | 5,33,272             | 43,71,199                    |
|      | Deduct         | a) Dividend Income                               | <b>3</b> .          | J,JJ,L/L             | 15,271                       |
|      | 000000         | b) Interest Income                               |                     | 1,09,133             | 2,30,710                     |
|      |                | c) Profit on sale of assets                      |                     | 5,351                | ` <i>'</i> —                 |
|      |                | d) Profit on sale of Long term Capital gain      |                     |                      | 1,59,402                     |
|      |                |  | <del></del>         | 1,14,484             | 4,05,383                     |
|      | Operating r    | profit before working capital changes            |                     | 9,63,773             | 66,59,712                    |
|      |                | s for : a) Trade and other Receivables           |                     | ,59,335)             | (77,27,402)                  |
|      | / tug = 50 0 c | b) Inventories                                   |                     | ,75,040)             | (27,19,963)                  |
|      |                | c) Trade Payables                                |                     | (60,909)             | (18,87,598)                  |
|      | Cash Genera    | ated from operations                             |                     | ,31,511)             | (56,75,251)                  |
|      | Less: Taxes    |  |                     | 1,15,579             | 3,95,949                     |
|      |                | flow/(Outflow) in course of Operating Activities |                     | ,47,090)             | (60,71,200)                  |
| _    |                | , ,  | (73                 | ,47,030)             | (00,71,200)                  |
| В.   |                | Arising from Investing Activities:               | /20                 | E / 360\             | (0.05.1(.000)                |
|      |                | sition of Fixed Assets<br>I work in progress     |                     | ,54,762)             | (2,25,14,029)<br>(57,79,906) |
|      |                | Purchase of Investments (Net)                    |                     | ,93,003)<br>(39,225) | 2,14,777                     |
|      |                | ation of Fixed Assets                            | '                   | 12,000               | 3,55,000                     |
|      |                | nment Subsidy received                           | 16                  | 5,95,565             |                              |
|      | f) Intere      | st Received <sup>*</sup>                         |                     | 1,13,741             | 3,31,418                     |
|      | g) Divide      | nd Received                                      |                     | 695                  | 14,576                       |
|      | Net Cash In    | flow/(Outflow) in course of Investing Activities | (6                  | ,64,989)             | (2,73,78,164)                |
| C.   | Cash Flow f    | rom Financing Activities                         |                     | <u>_</u>             |                              |
|      |                | ment of borrowings                               | (21                 | ,11,229)             | (36,09,412)                  |
|      | b) Procee      | eds from borrowings                              |                     | 4,64,492             | 3,10,54,107                  |
|      | c) Accept      | tance/Repayment of deposits (Net)                | 8                   | 3,75,175             | 62,80,238                    |
|      |                |  | 1.12                | 2,28,438             | 3,37,24,933                  |
|      | Cash genera    | ted from finance activity                        | •                   | • •                  | , , , ,                      |
|      | a) Întere      | st Paid  | (51,                | .22,494)             | 21,81,545                    |
|      | Net Cash In    | flow (outflow) in course of Financing Activities | 61                  | ,05,944              | 3,15,43,388                  |
|      |                | (Decrease) in Cash & Cash equivalents (A+B+C)    | <b>*******</b>      | .06,135)             | (19,05,976)                  |
|      |                |  | (22)                | ,00,133)             | (13,03,370)                  |
|      | Cash on har    | e at the beginning of the year                   | 1                   | ,06,392              | 16,829                       |
|      | Balances wi    |  |                     | 3,17,330             | 48,12,869                    |
|      |                |  |                     | 3,17,587             | 29,23,722                    |
|      |                | nce of Cash & Cash equivalents<br>nce comprises  | c                   | ,17,307              | 29,23,722                    |
|      | Cash on har    |  |                     | 35,030               | 1,06,392                     |
|      |                | th banks (includes Rs. NIL                       | 7                   | ,82,557              | 28,17,330                    |
|      |                | ntee (P.Y.`Rs. 23,06,800/~ as Bank guarantee)    |                     |                      |                              |
|      |                |  | 8                   | ,17,587              | 29,23,722                    |
| This | is the Cash    | flow Statement referred to                       |                     |                      | RD OF DIRECTORS              |
|      |                |  | TOR & ON BLINKL     | FUFBUK               | KD OL DIKECIOKS              |
| тп о | ur report of   | even date  | Sd/-                |                      |                              |
| For, | KANTILAL       | PATEL & CO.,                                     |                     | lanaging .           | Director                     |
| CHA  | RTERED ACCO    | DUNTANTS   | rustiai ratet //    | iunuging             | DITECTO                      |
|      |                |  | Sd/-                |                      |                              |
|      | IT K. PATEL    | •  | •                   | irant                |                              |
| PAR  | TNER           |  | Miten Mehta D       | irector              |                              |
| Ahm  | nedabad        |  | Ahmedabad           |                      |                              |
|      | : June 30,     | 2008   | Date : June 30, 2   | 2008                 |                              |
| Date | June Ju,       |  | Julia i Julia Julia |                      | •                            |

| SCHEDULES TO BALANCE SHEET   |                        |                               |                               |  |  |  |  |  |
|--|------------------------|-------------------------------|-------------------------------|--|--|--|--|--|
|  |                        | As at<br>31/03/2008<br>Rupees | As at<br>31/03/2007<br>Rupees |  |  |  |  |  |
| SCHEDULE-'1' SHARE CAPITAL   |                        |                               |                               |  |  |  |  |  |
| Authorised Capital   |                        | 1                             |                               |  |  |  |  |  |
| 50,00,000 (P.Y.50,00,000) Equity Shares of Rs. 1   | 0/- each               | 50,000,000                    | 50,000,000                    |  |  |  |  |  |
|  |                        | 50,000,000                    | 50,000,000                    |  |  |  |  |  |
| Ssued, Subscribed & Paid-up  |                        | 1                             |                               |  |  |  |  |  |
| 30,00,000 (P.Y. 30,00,000) Equity Shares of Rs.1   | 0/- each fully paid-up | 30,000,000                    | 30,000,000                    |  |  |  |  |  |
| Total  |                        | 30,000,000                    | 30,000,000                    |  |  |  |  |  |
|  |                        | 1 1                           | -                             |  |  |  |  |  |
| SCHEDULE- '2' RESERVES & SURPLUS  Balance As per Profit & Loss Account                     |                        | 4,277,563                     | 2,033,814                     |  |  |  |  |  |
| •  |                        | 1 1                           | <del></del>                   |  |  |  |  |  |
| Total  |                        | 4,27,7,563                    | 2,033,814                     |  |  |  |  |  |
| SCHEDULE- '3' SECURED LOANS  |                        | 1 - 1/2 -                     |                               |  |  |  |  |  |
| A] Term Loans  |                        | :                             | ,                             |  |  |  |  |  |
| From a Bank (Against H.P. of Vehicles)   |                        | 834,320                       | 1,332,856                     |  |  |  |  |  |
| From a Bank (Term Loan)  | 14,347,219             | * 4*<br>**                    | 15,959,912                    |  |  |  |  |  |
| Interest Accrued & due   | 190,506                | **<br>**                      | 169,648                       |  |  |  |  |  |
|  |                        | 14,537,725                    | 16,129,560                    |  |  |  |  |  |
| (Against Hypothecation of New and existing<br>plant & machineries, third party corporate g |                        | t:                            |                               |  |  |  |  |  |
| & Guaranteed By M.D.) (Principal repayable   |                        | 1. 11.                        |                               |  |  |  |  |  |
| one year Rs. 36,00,000/- P.Y. 21,60,000/-)   |                        | ÷                             |                               |  |  |  |  |  |
| B] Working Capital Loans   |                        |                               | •                             |  |  |  |  |  |
| From a Bank  |                        | 16,977,708                    | 15,965,920                    |  |  |  |  |  |
| (Against Hypothecation of stock, Book Debts  |                        | <b>!</b>                      |                               |  |  |  |  |  |
| plant & machineries, third party corporate g<br>& Guaranteed By M.D.)                      | uarantee               | 4 - 24<br>                    |                               |  |  |  |  |  |
| From a Bank  |                        | 5,859,743                     |                               |  |  |  |  |  |
| (Against Hypothecation of New Twister Mach   | ine)                   |                               |                               |  |  |  |  |  |
| Total  |                        | 38,209,496                    | 33,428,336                    |  |  |  |  |  |

| rioni a bank            |                                     | 10,97,7,08                            | 15,905,920 |
|-------------------------|-------------------------------------|---------------------------------------|------------|
| (Against Hypotheo       | ation of stock, Book Debts,         | <b>†</b>                              |            |
| plant & machinerie      | es, third party corporate guarantee |                                       |            |
| & Guaranteed By M       |                                     | 1 1                                   |            |
| •                       | 1.0.)                               |                                       |            |
| From a Bank             |                                     | 5,859,743                             |            |
| (Against Hypothec       | ation of New Twister Machine)       |                                       |            |
| Total                   |                                     | 38,209,496                            | 33,428,336 |
| Total                   |                                     | 38,209,490                            | 33,420,330 |
|                         |                                     | <del> </del>                          | ,          |
| SCHEDULE -'4' UNSECU    | JRED LOANS                          | · · · · · · · · · · · · · · · · · · · |            |
| Fixed Deposit (Interest | Free)                               | 9,280,679                             | 8,405,504  |
| Intercorporate Borrowin | ngs :                               | 8,976,897                             | 5,204,443  |
| From Managing Director  | (Interest free)                     | 3,122,420                             | 1,301,913  |
| ~                       | •                                   |                                       |            |
| Total                   |                                     | 21,379,996                            | 14,911,860 |
|                         |                                     |                                       |            |
|                         | 20                                  |                                       |            |
|                         | •                                   | ;                                     |            |
|                         |                                     |                                       |            |

| Particulars  Balance as on Additions  Belatince as on Belatince  Belatince as on Additions  Belatince as on Additions  Belatince as on Belatince  Belatince as on Belatince  Belatince as on Belatince  Belatince as on Belatince  Belatince | BLOCK      | NET                        | ١          | RECIATIO  | DEPI      |            | COST)         | OCK (AT   | GROSS BI   |               |                       |        |
|---|------------|----------------------------|------------|-----------|-----------|------------|---------------|-----------|------------|---------------|-----------------------|--------|
| (On Leased Land) 2. Furniture & Fixtures  |            | As on<br>31/03/2008<br>Rs. | 31/03/2008 |           | Year      | 31/03/2007 | Balance As on |           |            | Balance as on | ulars                 | Partic |
| 3. Vehicles 2,758,374 — 258,995 2,499,379 1,676,544 255,457 252,346 1,679,655 819,724 4. Plant & Machinery 61,987,955 2,292,560 483,804 63,796,711 32,002,893 3,486,492 26,054 35,463,331 28,333,381 68,415,103 2,501,594 742,799 70,173,898 34,034,000 3,860,819 278,400 37,616,419 32,557,475 Leased Assets: 5. Vehicles 3,855,177 — 3,855,177 1,710,532 577,759 — 2,288,291 1,566,885 Total 72,270,280 2,501,594 742,799 74,029,075 35,744,532 4,438,578 278,400 39,904,710 34,124,365 Previous Year 43,111,780 30,555,621 1,397,121 72,270,280 34,853,629 1,924,846 1,033,943 35,744,532 36,525,744 Capital Work In Progress: Building 186,832 349,903 186,832 349,903 Plant & Machinery 4,827,723 43,100 260,000 4,610,823 Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-) 2] Breakup of Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-) 2] Breakup of Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the Year and Shown in addition to fixed assets is Rs. NIL 11,43,121/-) 2] Breakup of Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the Year and Shown in addition to fixed assets is Rs. NIL 11,43,121/-) 2] Breakup of Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the Year and Shown in addition to fixed assets is Rs. NIL 11,43,121/-) 2] Breakup of Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the Year and Shown in addition to Fixed assets is Rs. NIL 11,43,121/-) 2] Breakup of Pre-Operative Expenses — —  Total 5,014,515 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the Year — — — — — — — — — | 3,310,574  | 3,401,396                  | 391,031    | _         | 118,212   | 272,819    | 3,792,427     |           | 209,034    | 3,583,393     | •                     | 1.     |
| 4. Plant & Machinery 61,987,955 2,292,560 483,804 63,796,711 32,002,893 3,486,492 26,054 35,463,331 28,333,381  | 3,63       | 2,979                      | 82,402     | _         | 658       | 81,744     | 85,381        | _         | _          | 85,381        | Furniture & Fixtures  | 2.     |
| Leased Assets :   | 1,081,830  | 819,724                    | 1,679,655  | 252,346   | 255,457   | 1,676,544  | 2,499,379     | 258,995   | _          | 2,758,374     | Vehicles              | 3.     |
| Leased Assets:       3,855,177       — 3,855,177       1,710,532       577,759       — 2,288,291       1,566,888         Total       72,270,280       2,501,594       742,799       74,029,075       35,744,532       4,38,578       278,400       39,904,710       34,124,361         Previous Year       43,111,780       30,555,621       1,397,121       72,270,280       34,853,629       1,924,846       1,033,943       35,744,532       36,525,746         Capital Work In Progress:       Building       186,832       349,903       186,832       349,903       186,832       349,903       186,832       349,903       Plant & Machinery       4,827,723       43,100       260,000       4,610,823       4,960,726       Note:       11,43,121/-)       2]       Berakup of Pre-Operative Expenses       2007-2008       20         Opening Balance<br>a) Professional Charges       —       —       —       —       —       —       —         b) Bank Interest<br>c) Processing charges       —       —       —       —       —       —         ADD: Expenditure Incurred during the Year<br>a) Professional Charges<br>b) Bank Interest<br>c) Insurance<br>d) Salary<br>  | 29,985,06  | 28,333,380                 | 35,463,331 | 26,054    | 3,486,492 | 32,002,893 | 63,796,711    | 483,804   | 2,292,560  | 61,987,955    | Plant & Machinery     | 4.     |
| 5. Vehicles 3,855,177 — — 3,855,177 1,710,532 577,759 — 2,288,291 1,566,886  Total 72,270,280 2,501,594 742,799 74,029,075 35,744,532 4,438,578 278,400 39,904,710 34,124,365  Previous Year 43,111,780 30,555,621 1,397,121 72,270,280 34,853,629 1,924,846 1,033,943 35,744,532 36,525,748  Capital Work In Progress:  Building 186,832 349,903 186,832 349,903  Plant & Machinery 4,827,723 43,100 260,000 4,610,823  Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  2] Breakup of Pre-Operative Expenses  | 34,381,103 | 32,557,479                 | 37,616,419 | 278,400   | 3,860,819 | 34,034,000 | 70,173,898    | 742,799   | 2,501,594  | 68,415,103    |                       |        |
| Total 72,270,280 2,501,594 742,799 74,029,075 35,744,532 4,438,578 278,400 39,904,710 34,124,365  Previous Year 43,111,780 30,555,621 1,397,121 72,270,280 34,853,629 1,924,846 1,033,943 35,744,532 36,525,744  Capital Work In Progress :  Building 186,832 349,903 186,832 349,903  Plant & Machinery 4,827,723 43,100 260,000 4,610,823  Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note :  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/- )  2] Breakup of Pre-Operative Expenses  |            |                            |            |           |           |            |               |           |            |               | Assets:               | Leased |
| Previous Year   | 2,144,645  | 1,566,886                  | 2,288,291  | _         | 577,759   | 1,710,532  | 3,855,177     | -         |            | 3,855,177     | Vehicles              | 5.     |
| Capital Work In Progress:  Building 186,832 349,903 186,832 349,903 Plant & Machinery 4,827,723 43,100 260,000 4,610,823 Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  2] Breakup of Pre-Operative Expenses 2007-2008 20 Opening Balance a) Professional Charges — — b) Bank Interest — — c) Processing charges — —  ADD: Expenditure Incurred during the Year a) Professional Charges — — b) Bank Interest — — c) Insurance — — d) Salary e) Processing charges — — 1,  | 36,525,748 | 34,124,365                 | 39,904,710 | 278,400   | 4,438,578 | 35,744,532 | 74,029,075    | 742,799   | 2,501,594  | 72,270,280    | Total                 |        |
| Plant & Machinery 4,827,723 43,100 260,000 4,610,823 Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  2] Breakup of Pre-Operative Expenses 2007-2008 20  Opening Balance a) Professional Charges — — b) Bank Interest — — c) Processing charges — —  ADD: Expenditure Incurred during the Year a) Professional Charges — — b) Bank Interest — — 1. c) Insurance — — d) Salary — — e) Processing charges — —  Processing charges — — 1.  |            | 36,525,748                 | 35,744,532 | 1,033,943 | 1,924,846 | 34,853,629 | 72,270,280    | 1,397,121 | 30,555,621 | 43,111,780    | Previous Year         |        |
| Plant & Machinery 4,827,723 43,100 260,000 4,610,823 Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  2] Breakup of Pre-Operative Expenses 2007-2008 20  Opening Balance a) Professional Charges — — b) Bank Interest — — c) Processing charges — —  ADD: Expenditure Incurred during the Year a) Professional Charges — — b) Bank Interest — — 1. c) Insurance — — d) Salary — — e) Processing charges — —  Processing charges — — 1.  |            |                            |            |           |           |            |               |           |            |               | l Work In Progress :  | Capita |
| Pre-Operative Expenses — —  Total 5,014,555 393,003 446,832 4,960,726  Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  2] Breakup of Pre-Operative Expenses 2007-2008 20  Opening Balance  a) Professional Charges — —  b) Bank Interest — —  c) Processing charges — —  ADD: Expenditure Incurred during the Year  a) Professional Charges — —  b) Bank Interest — —  c) Insurance — —  d) Salary — —  e) Processing charges — —  1,   |            |                            |            |           |           |            | 349,903       | 186,832   | 349,903    | 186,832       | Building              |        |
| Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  2] Breakup of Pre-Operative Expenses 2007-2008 20 Opening Balance  a) Professional Charges — b) Bank Interest — c) Processing charges — — — — — — — — — — — — — — — — — — —   |            |                            |            |           |           |            | 4,610,823     | 260,000   | 43,100     | 4,827,723     | Plant & Machinery     |        |
| Note:  1] Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  2] Breakup of Pre-Operative Expenses 2007-2008 20  Opening Balance  a) Professional Charges —  b) Bank Interest —  c) Processing charges —  ADD: Expenditure Incurred during the Year  a) Professional Charges —  b) Bank Interest —  c) Insurance —  d) Salary  e) Processing charges —  1,  |            |                            |            |           |           |            |               |           |            | es –          | Pre-Operative Expense |        |
| Borrowing Cost capitalised during the year and shown in addition to fixed assets is Rs. NIL 11,43,121/-)  Breakup of Pre-Operative Expenses 2007-2008 20  Opening Balance a) Professional Charges — b) Bank Interest — c) Processing charges —  ADD: Expenditure Incurred during the Year a) Professional Charges — b) Bank Interest — c) Insurance — d) Salary e) Processing charges —  1,   |            |                            |            |           |           |            | 4,960,726     | 446,832   | 393,003    | 5,014,555     | Total                 |        |
| 11,43,121/- ) 2] Breakup of Pre-Operative Expenses 2007-2008 20  Opening Balance  a) Professional Charges — b) Bank Interest — c) Processing charges —  ADD: Expenditure Incurred during the Year a) Professional Charges — b) Bank Interest — c) Insurance d) Salary e) Processing charges —  1,43,121/- ) 2007-2008 20 2007-2008 20 2007-2008 20 2007-2008 20 20 2007-2008 20 20 20 20 20 20 20 20 20 20 20 20 20   |            |                            |            |           |           |            |               |           |            |               | :                     | Note   |
| 2] Breakup of Pre-Operative Expenses  Opening Balance  a) Professional Charges  b) Bank Interest  c) Processing charges  ADD: Expenditure Incurred during the Year  a) Professional Charges  b) Bank Interest  c) Insurance  d) Salary  e) Processing charges  ———————————————————————————————————  | (P.Y. Rs.  | Rs. NIL (                  | ssets is   | o fixed   | ddition 1 | own in a   | r and sho     | the yea   | ed during  | t capitalise  |                       | 1]     |
| Opening Balance a) Professional Charges — b) Bank Interest — — — — — — — — — — — — — — — — — — —  | 06-2007    | 200                        | -2008      | 2007      |           |            |               | ;         | Expenses   | e-Operative   |                       | 2]     |
| a) Professional Charges b) Bank Interest c) Processing charges  ———————————————————————————————————   |            |                            |            |           |           |            |               |           | •          |               |                       | •      |
| b) Bank Interest c) Processing charges  ———————————————————————————————————   | 136,150    | •                          | _          |           |           |            |               |           | ;          |               |                       |        |
| ADD: Expenditure Incurred during the Year  a) Professional Charges — 1 b) Bank Interest — 1 c) Insurance — 4 d) Salary — 9 Processing charges — 1   | 2,208      |                            |            |           |           |            |               |           |            |               |                       |        |
| a) Professional Charges — 1 b) Bank Interest — 1 c) Insurance — — — — — — — — — — 1 d) Salary — — — — — — — — — — — — 1,  | 305,000    | 1                          | _          |           |           |            |               |           |            | g charges     | c) Processin          |        |
| a) Professional Charges — 1 b) Bank Interest — 1 c) Insurance — — — — — — — — — — 1 d) Salary — — — — — — — — — — — — 1,  | 443,358    |                            |            |           |           |            |               |           |            | •             |                       |        |
| a) Professional Charges — 1 b) Bank Interest — 1 c) Insurance — — — — — — — — — — 1 d) Salary — — — — — — — — — — — — 1,  |            |                            |            |           |           |            |               | the Year  | d durina   | ure Incurre   | ADD: Expendit         |        |
| b) Bank Interest — 1, c) Insurance — d) Salary — e) Processing charges — 1,   | 105,800    | :                          | _          |           |           |            |               |           | _          |               | •                     |        |
| c) Insurance d) Salary e) Processing charges  — — — — — — — — — — — — — — — — — — —   | 143,121    |                            |            |           |           |            |               |           |            | =             | -                     |        |
| d) Salary e) Processing charges —   | 10,978     | _,                         |            |           |           |            |               |           |            |               | •                     |        |
| e) Processing charges — — — — — — — — — — — — — — — — — — —   | 138,952    | :                          | _          |           |           |            |               |           |            |               | •                     |        |
|   |            |                            |            |           |           |            |               |           |            | g charges     |                       |        |
|   | 398,851    | 1.3                        |            |           |           |            |               |           |            |               |                       |        |
|   | 842,209    |                            | _          |           |           |            |               |           | he year    | ed during t   | LESS: Capitalis       |        |
| Closing Balance ————————————————————————————————————  | -          |                            |            |           |           |            |               |           | •          | _             |                       |        |

SCHEDULE '6' INVESTMENTS [AT COST]
LONG TERM INVESTMENTS IN SHARES AND DEBENTURES OF JOINT STOCK COMPANIES

|          |                   |   |               |               | NUMBI       | E R            |                 | Α         | mount                                   |
|----------|-------------------|---|---------------|---------------|-------------|----------------|-----------------|-----------|---|
|          |                   |   | Face<br>Value | Qty.<br>as on | Acquired    | Sold<br>during | Qty.<br>as on   |           |   |
|          |                   |   |               | 01/04/07      | _           |                | 31/03/08        |           |   |
| QUOTED   |                   | •                                       |               |               |             |                | 1.              |           |   |
|          | JITY SHARES (Ful  | ly paid-up)                             |               | . •           |             |                | . !!            |           |   |
|          | Fusion Polymer    | 1                                       | 10            | 3,000         |             |                | 3,000           | 92,685    | 92,685                                  |
| [2]      | XLO Machines L    | _td. ·                                  | 10            | 1,900         | _           |                | 1,900           | 42,012    | 42,012                                  |
| [3]      | Veekay Fibres L   | .td.                                    | 10            | 4,000         |             |                | 4,000           | 253,260   | 253,260                                 |
| [4]      | Kinetic Lease F   | inance Ltd.                             | 10            | 33            | _           |                | : 33            | 1,500     | 1,500                                   |
| -        | Sub Total (1)     |   |               |               |             |                | ;<br>}          | 389,457   | 389,457                                 |
| UNQUOT   | ED.               |   |               |               |             |                | ; ;;<br>;;      |           |   |
| [1] EQL  | JITY SHARES (Ful  | ly Paid-up)                             |               |               |             |                |                 |           |   |
|          |                   | ai Sahakari Bank Ltd                    | . 25          | 5,000         | 6,000       | 4,831          | 6,169           | 154,225   | 125,000                                 |
| [b]      | Avantika Invest   | tments Pvt. Ltd.                        | 100           | 1,460         | <del></del> |                | 1,460           | 649,700   | 649,700                                 |
| [c]      | Reliance Enterp   | rises Ltd.                              | 10            | 60            | 938         | _              | 998             | 18,000    | 8,000                                   |
|          | Sub Total (2)     |   |               |               |             |                | . }             | 821,925   | 782,700                                 |
|          | Total [1] + [2]   |   |               |               |             |                | 1.              | 1,211,382 | 1,172,157                               |
| NOTE     |                   | · •                                     |               |               |             |                | •               |           | - · · · · · · · · · · · · · · · · · · · |
| Aggregat | te value of Quote | ed Investments                          |               |               |             |                |                 |           |   |
| Cos      | t Price           | 1 to |               |               |             |                | - 1             | 389,457   | 389,457                                 |
| Mar      | ket Price         |   |               |               |             |                |                 |           | 8,004                                   |
| Aggregat | te value of Unqu  | oted Investments                        |               |               |             |                | <b>;</b> .      | *.        | •                                       |
| Cost     | t Price           |   |               |               |             |                |                 | 821,925   | 782,700                                 |
|          |                   |   |               |               |             |                |                 | at        | As at                                   |
|          |                   |   |               |               |             | :              | 31/03/20<br>Rup |           | 31/03/2007<br>Rupees                    |
| SCHEDIII | LE- '7' INVENTO   | RIÈS                                    |               |               |             |                |                 |           |   |
|          |                   | fied by the Managi                      | ng Dir        | ector)        |             |                |                 |           |   |
|          |                   | s. 3,38,310/- Good                      | -             |               |             |                | 10,646,9        | 936       | 9,906,521                               |
| Stock in | Process           |   |               | ,             |             |                | 3,037,5         |           | 1,933,391                               |
| Finished | Goods             |   |               |               |             | ,              | 3,188,0         |           | 856,448                                 |
| Stores & | Spares            |   |               |               |             |                | 1,381,8         |           | 1,082,999                               |
|          | Total             |   |               |               |             |                | 18,254,3        | 399       | 13,779,359                              |
| SCHEDUL  | .E- '8' SUNDRY    | <b>DEBTORS</b> (Unsecur                 | ed, Co        | nsidered (    | Good)       |                |                 | •         |   |
|          | er Six months     |   |               |               |             |                | 999,9           | 53        | 1,465,860                               |
| Other De | bt                |   |               |               |             |                | 25,227,7        | 81        | 16,320,013                              |
|          | Total             |   |               |               |             |                | 26,227,7        | 734       | 17,785,873                              |
|          |                   | i                                       |               |               |             |                |                 |           |   |

#### Sanrhea Technical Textiles Limited

|   | As at<br>31/03/2008<br>Rupees                    | As at<br>31/03/2007<br>Rupees |
|---|--|-------------------------------|
| SCHEDULE- '9' CASH & BANK BALANCES  |  |                               |
| (a) Cash on Hand  | 35,030   | 106,392                       |
| (b) Balance with scheduled Banks  | 777,807  | 2,670,778                     |
| In Current Accounts (Includes Rs. Nil, P.Y. Rs. 23,06,800/-F.D. for Bank Guarantee)   |  |                               |
| (c ) Balance with Non Scheduled Bank  |  |                               |
| In Current Account with The Sardar Vallabhbhai Sahakari Bank Ltd. (Maximum balance outstanding during the Year Rs. 4750/-P.Y. Rs. 4850/-)                   | . 4,750  | 4,750                         |
| In Fixed Deposit Account with The Sardar Vallabhbhai Sahakari<br>Bank Ltd. (Maximum balance outstanding during the Year<br>Rs. 141802/- P.Y. Rs. 141802/- ) | -  | 141,802                       |
| Total   | 817,587  | 2,923,722                     |
| SCHEDULE '10' LOANS & ADVANCES  |  |                               |
| Advance recoverable in cash or in kind or for value to be received  | 9,178,661  | 4,579,752                     |
| Other deposits (Refer note no.6)  | 2,063,803  | 2,079,803                     |
| Advance Tax less provisions (Current Tax)   | 1,753,642  | 1,753,642                     |
| Balance with Excise Authorities   | 4,159,338  | 2,330,076                     |
| Total   | 17,155,444                                       | 10,743,273                    |
| SCHEDULE-'11' CURRENT LIABILITIES   | <del>*************************************</del> |                               |
| Sundry Creditors (Refer Note No. 7)   | 2,301,461  | 4,228,863                     |
| Other Current Liabilities   | 1,691,340  | 1,210,120                     |
| Bills Payable   | 1,530,798  | 811,391                       |
| Interest Accrued but not due  | 56,467   | 59,936                        |
| Unpaid MD's remuneration  | 76,228   | 16,349                        |
| Total   | 5,656,294  | 6,326,659                     |
| SCHEDULE- '12' PROVISIONS   |  |                               |
| Provisions less Advance Tax (Current Tax)   | 411,426  | 174,791                       |
| For Employees Benefits  | 1,050,620  | 1,026,039                     |
| Provision for Fringe Benefit Tax (Net)  | 143,728  | 44,942                        |
| Total   | 1,605,774  | 1,245,772                     |
| SCHEDULE-'13' MISCELLANEOUS EXPENDITURE (To the extent not written off or adjusted)   |  |                               |
| Machinery parts Replacement Account   | 1,754  | 50,985                        |
| Less : Written off during the year  | (1,754)  | (49,231)                      |
|   | <del></del>                                      | 1,754                         |
| Total   | <del></del>                                      | 1,754                         |

## Annual Report 2007-2008

|  |                   | 2007-2008                             | 2006-2007                               |
|--|-------------------|---------------------------------------|---|
| it   |                   | Rupees                                | Rupees                                  |
| SCHEDULE - '14' PROFIT & LOSS ACCOUNT                            |                   | . i.                                  |   |
| Debit balance of P&L Account Opening Balance                     |                   |                                       | 219,632                                 |
| Less : Transfer to P&L Account                                   |                   | <u></u>                               | (291,632)                               |
| Total  |                   |                                       |   |
| SCHEDULE -'15' SALES   |                   | sign -                                |   |
| Fabrics  |                   | 120,474,266                           | 73,985,193                              |
| Yarn   |                   | · —                                   | 12,880                                  |
| Conversion charges (Gross TDS Rs.21,172/-, P.Y. Rs               | . 1,47,430/-)     | 1,362,135                             | 6,788,098                               |
| Total  |                   | 121,836,401                           | 80,786,171                              |
| SCHEDULE- '16' OTHER INCOME                                      |                   |                                       |   |
| Dividend on long term investments (Gross TDS Rs, N<br>Interest:- | lil, P.Y. NIL)    | · · · · · · · · · · · · · · · · · · · | 15,271                                  |
| Other Interest (Gross TDS R. 12,341/-, P.Y. 31,606/              | ·-)               | 64,418                                | 169,920                                 |
| On fixed Deposit with Bank (Gross TDS Rs. 5,727/-,               | P.Y. Rs.20,884/-) | 44,715                                | 60,790                                  |
| •  |                   | 109,133                               | 245,981                                 |
| Waste Sales  | •                 | 156,480                               | 40,766                                  |
| Profit on Sale of Shares (Long Term)                             | •                 |                                       | 159,402                                 |
| Miscellaneous Income   |                   | 33,463                                | 23,177                                  |
| Profit on sale of Assets   |                   | 5,351                                 | . —                                     |
| Total  |                   | 304,427                               | 469,326                                 |
| SCHEDULE- '17' MANUFACTÜRING & OTHER EXPENS                      | SES:              |                                       |   |
| 1) Materials:  |                   | 4                                     |   |
| Opening Stock  |                   |                                       |   |
| Finished Goods   | 856,448           | 0                                     | 1,027,873                               |
| Less: Excise duty provided on op. stock                          | 65,199            |                                       | 26,293                                  |
|  | 791,249           |                                       | 1,001,580                               |
| Stock in Process Add: Raw Materials consumed                     | 1,933,391         | * * * * * * * * * * * * * * * * * * * | <br>(0.662.511                          |
| Less : Closing Stock:  | 81,631,276        |                                       | 48,663,511                              |
| Finished goods   | 3,188,005         | ¥*<br>!                               | 856,448                                 |
| Less: Excise duty provided on cl. stock                          | 242,694           |                                       | 65,199                                  |
|  | 2,945,311         |                                       | 791,249                                 |
| Stock in Process   | 3,037,577         |                                       | 1,933,391                               |
|  | 5,551,511         | 78,373,028                            | 46,940,451                              |
| 2) Employees Remuneration, Benefits and other c                  | harges:           |                                       | , |
| Salary, Wages and Bonus  | 6,693,532         | · /                                   | 4,953,300                               |
| Contribution to Provident Fund, Employees Sta                    |                   | )<br>}                                |   |
| Insurance Scheme, Pension Fund Scheme, Grate                     | -                 | 1<br>. =                              |   |
| Labour Welfare Fund, Leave encashment etc.                       | 1,401,682         |                                       | 1,099,714                               |
| Staff Welfare  | 13,952            | ‡<br>•                                | 5,370                                   |
|  |                   | 8,109,166                             | 6,058,384                               |

### Sanrhea Technical Textiles Limited

|           |  |   | 2007-2008<br>Rupees | 2006-2007<br>Rupees                   |
|-----------|--|---|---------------------|---------------------------------------|
| SCHEDU    | LE- '17' MANUFACTURING & OTHER EX  | PENSES: CONTD   |                     | · · · · · · · · · · · · · · · · · · · |
|           | wer & Fuel   |   | 2,926,023           | 2,080,815                             |
| •         | aving and other charges  |   | 1,844,862           | 5,401,105                             |
| 5) Sto    | res & Spares   |   | 1,825,063           | 1,861,823                             |
| 6) (a)    | Rent   |   | 437,587             | 437,587                               |
| (b)       | Rates & Taxes  |   | 52,812              | 52,812                                |
| (c)       | Repairs:   |   |                     |                                       |
|           | Machinery  | 267,154   |                     | 215,300                               |
|           | Building   | 525,209   |                     |                                       |
|           |  | 10 To | 792,363             | 215,300                               |
| (d)       | Exchange difference (Net)  |   | (243,622)           | 58,056                                |
| (e)       | • • •  |   | 168,287             | 295,540                               |
| (f)       | Directors fee  |   | 15,000              | 15,000                                |
| (g)       |  |   | 942,639             | 771,321                               |
| (h)       | <del>-</del>   |   | 1,805,927           | 1,387,047                             |
| (i)       | Post & Telephone   |   | 397,526             | 335,464                               |
| (j)       | Travelling & Conveyance  |   | 1,918,594           | 1,305,764                             |
| (k)       | General Charges<br>cluding expenses like stationery legal, p<br>charges other fees etc.) | professional  | 1,422,246           | 1,257,728                             |
| (l)       | Commission & Brokerage   |   | 110,080             | 116,462                               |
|           | Fixed Assets written off   |   | 26,541              | ·                                     |
|           | Payment to Auditors:   |   |                     |                                       |
| ` ,       | Audit fee  | 60,000  |                     | 50,000                                |
|           | Tax Audit fee  | 24,000  |                     | 13,000                                |
|           | Other matters  | 8,000   |                     | 25,250                                |
|           | Tax matters  | 21,000  |                     | 32,500                                |
|           | Out of Pocket Exps.  | 4,500   |                     | 11,945                                |
|           |  |   | 117,500             | 132,695                               |
|           | Total  |   | 101,041,622         | 68,723,354                            |
| SCHEDU    | LE -'18' FINANCE CHARGES   |   |                     |                                       |
| Bank Int  | erest on Term Loan   |   | 1,382,464           | 169,648                               |
| Other Ba  | nk Interest  |   | 2,630,284           | 1,063,405                             |
| Bank Ch   | arges/Commission   |   | 325,520             | 157,952                               |
| Other In  | terest   |   | 484,059             | 648,856                               |
| Other Fi  | nancial Charges  |   | 69,621              | 82,224                                |
| Bill Disc | ount Charges   |   | 247,502             | 266,859                               |
|           | Total  |   | 5,139,450           | 2,388,944                             |

#### SCHEDULE- '19' SIGNIFICANT ACCOUNTING POLICIES:

a) Accounting Convention:

The Financial statements have been prepared in accordance with the accounting principles generally accepted in India (Indian GAAP) and comply with the Companies (Accounting Standards) Rules, 2006, issued by the Central Government and relevant provisions of Companies Act, 1956 and are based on the historical cost convention.

b) Use of Estimates:

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialised.

- c) Fixed Assets, Depreciation & Expenditure during construction period
  - i) Fixed Assets are stated at cost of acquisition and installation net of modvat / cenvat availed, less accumulated depreciation and impairment loss, if any. Preoperative expenses incurred during the period of construction are added to the cost of fixed assets.

At each balance sheet date, the company assesses whether there is any indication that any assets may be impaired. If any such indication exists, the company estimates the recoverable amount. If the carrying amount of the assets exceeds the recoverable amount, an impairment loss is recognized in the accounts to the extent the carrying amount exceeds, the recoverable amount.

ii) Depreciation

Depreciation has been calculated on written down value method for furniture, fixtures, electrical installation (plant & machineries) and vehicles and on straight-line method for plant and machinery, and building at the rates and in the manner specified in schedule XIV of the Companies Act, 1956 (as amended).

iii) Assets taken on Finance lease after 1-4-2001

Finance leases, which transfer substantially all risks and rewards incident to ownership of an asset to the company are capitalized at the inception of lease term as leased assets, at lower of the fair value and the present value of the minimum lease payment. Lease payments are apportioned between finance charge and the reduction of the outstanding liability, based on the implicit rate of return. Initial direct costs such as commission and legal fees are capitalized.

Such leased assets are depreciated on written down value Method at the rates prescribed in schedule XIV of the Companies Act, 1956.

d) Investments:

Long term investments are stated at cost plus incidental cost of purchases of investments. Provision for diminution in value of long term investments is made only if such a decline is other than temporary, in the opinion of the management.

- e) Valuation of Inventories:
  - (i) Raw Materials, stores and spare parts are valued at lower of cost and net realizable value. Cost of inventory is generally ascertained on first in first out basis.
  - (ii) Finished goods are valued at cost or net realizable value, whichever is less. Cost comprises, cost of raw material, labour and appropriate overheads based on absorption costing.
- f) Miscellaneous Expenditure:

The accounting treatment of miscellaneous expenditure incurred prior to 01-04-2003 is given as under: Machinery Parts Replacement account: These expenditure are written off over a period of 60 months.

- g) Employee Benefits:
  - (a) Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, leave encashment etc. and the expected cost of bonus, ex-gratia are recognized in the period in which the employee renders the related service.

#### (b) Post-Employment Benefits:

(i) Defined Contribution Plans:

State Governed Provident fund scheme and employees state insurance scheme are defined contribution plans. The contribution paid/payable under the schemes is recognized during the period in which the employee renders the related services.

(ii) Defined Benefit Plans:

The employee's gratuity fund scheme is company's defined benefit plans.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the projected Unit Credit Method, which recoginses each period of service as giving rise to additional unit of employee benefits entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans, is based on the market yields on Government Securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations.

Actuarial gains and losses are recognized immediately in the profit and loss account.

Gains or losses on the curtailment or settlement of any defined benefits plans are recognized when the curtailment or settlement occurs. Past service cost is recognized as expense on a straight-line basis over the average period until the benefits become vested.

c) Long term employee benefits:

The obligation for long term employee benefits is considered not applicable to the Company as the compensated absence is treated as short term employee benefit.

- h) Accounting for Government Grants:
  - Grant in the form of revenue subsidy is treated as revenue receipt and credited to respective expenses account
  - ii) Grant towards specific fixed assets is presented by credit to deferred Government grant and amortised over the period of useful life of specific fixed assets.
- i) Sales:

The value of sales is inclusive of excise duty. Conversion charges are accounted on the basis of dispatch of material.

j) Excise Duty:

Excise duty has been accounted on the basis of both, payment made in respect of goods cleared as also provision made for goods lying in stock at the year end.

k) Borrowing Costs:

Interest and other borrowings cost whether on specific or general borrowings relatable to qualifying assets are capitalised. Other interest and borrowing costs are charged to revenue.

l) Transactions in Foreign Currency:

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Monetary assets & liabilities remaining unsettled at the end of the year are translated at the year – end rates. The resultant gain or loss is adjusted to the profit & loss a/c.

- m) Taxes on income and expenses:
  - i) Income-tax expense comprises current tax and deferred tax charge or release. Deferred tax is recognized on timing difference; being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit is recognized using current tax rates. Where there is an unabsorbed depreciation or carry forward loss, deferred tax assets are recognized only if there is

virtual certainty of realization of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Such assets are reviewed at each Balance sheet date to reassess realization.

- ii) Fringe benefit tax:
  - Fringe benefit tax has been determined at current applicable rate on taxes falling within the ambit of fringe benefit has defined under the income tax act 1961.
- n) Treatment on Provision and contingent liabilities & current assets:
  - Provisions are recognized when the company has present legal or constructive obligation as a result of past event for which it is probable that outflow of economic benefit will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation. Contingent Liabilities are disclosed by way of notes to accounts. Contingent assets are neither recognized nor disclosed in the financial statements.
- o) Contingencies and events occurring after the balance sheet date:

  All contingencies and events occurring after the balance sheet date which have a material effect on the financial position of the company are considered for preparing the financial statements.

#### SCHEDULE - "20" NOTES TO FINANCIAL STATEMENTS

| (1) | Contingent Liabilities in respect of  | As at     | As at     |
|-----|---|-----------|-----------|
|     |   | 31-3-2008 | 31-3-2007 |
|     |   | Rupees    | Rupees    |
|     | Disputed demands of Income tax in respect of earlier years for which appeals have been preferred before higher authorities. | 9,39,112  | 9,39,112  |
|     | Note: A future cash outflow in respect of above depends on ultimate settlement / conclusions with the relevant authorities. | :         |           |
| (2) | Estimated amounts of contracts remaining to be executed on capital account and not provided for ( Net of Advances)          | 4,50,097  | 3,09,000  |

- (3) The Company has accepted fixed deposit from promoters by way of unsecured loans pursuant to requirement of nationalized bank for disbursing secured loans, so long as such loans are outstanding. Such fixed deposit falls under the preview of exempted borrowing under section 58A of the Companies Act, 1956 and the rules framed there under.
- (4) No provision for diminution of Rs. 3,89,457/- in value of long term quoted investments has been made individually since in the opinion of the management such diminution is of temporary nature and do not represent the permanent fall in the value of individual investment.
- (5) (a) The balances of Sundry Debtors are subject to confirmation. Adjustments, if any will be made in accounts on subsequent confirmation/reconciliation.
  - (b) Sundry Debtors over six months old amounting to Rs. 9,99,953/- (P.Y. Rs. 10,42,963/-) are being pursued by the Company. In the opinion of the management they are considered good and fully recoverable.
- (6) A Deposit of Rs.7,50,000/-, (P.Y. Rs. 7,50,000/-) is given to a company and interest of Rs.1,50,000/- (P.Y. Rs.1,50,000/-) thereon for the year 1996-97, is not received from the company. The interest income thereafter is not accounted for by the company. The company has initiated legal steps to recover the deposit and interest amount thereon.
- (7) Based on the information available with the company, there are no suppliers who are registered under Micro, Small & Medium Enterprises Development Act, 2006 as at 31ST March, 2008. Hence the disclosure relating to amounts unpaid as at the year end together with interest paid/ payable under this act have not been given.
- (8) (i) Pursuant to the transitional provision of Accounting Standard (AS) 15 (Revised) on "Employees Benefits", an amount of Rs. 1,49,764 has been credited to the opening balance of Profit & Loss Account. The said amount represent the difference between the liability in respect of various employees benefits determined under AS 15 (Revised) as on April 1, 2007 and the liability that existed as on that date as per AS 15 prior to the revision.

| (ii)  | Defi | ned Contribution Plans:   |                      |
|-------|------|---|----------------------|
| ` '   | Amo  | ount of Rs. 93,515 is recognized as expense and included in "Employee's E<br>in the Profit and Loss Account.                          | xpenses" (Schedule   |
| (iii) | Defi | ned Benefit Plans :   |                      |
|       | (a)  | The changes in the present value of defined benefit of Gratuity Plan represent of opening and closing balance thereof are as follows: | nting reconciliation |
|       |      | Particulars   | Current Year         |
|       |      | Opening defined benefit Obligation as at 01.04.07   | 7,78,835             |
|       |      | Service Cost  | 1,13,517             |
|       |      | Interest Cost   | 66,201               |
|       |      | Actuarial Losses (Gains)  | (86,203)             |
|       |      | Losses (Gains) on curtailments  | _                    |
|       |      | Liabilities extinguished on settlements   |                      |
|       |      | Benefits Paid   | (10,500)             |
|       |      | Closing defined benefit obligation as at 31.03.2008   | 8,61,850             |
|       | (b)  | Changes in the fair value of plan assets representing reconciliation of the obalance thereof are as follows:                          | pening and closing   |
|       |      | Opening fair value of plan assets as at 01.04.2007  |                      |
|       |      | Expected return   | _                    |
|       |      | Actuarial gains and (Losses)  |                      |
|       |      | Assets distributed on settlements   | <del></del>          |
|       |      | Contribution by employer  | _                    |
|       |      | Benefit paid  |                      |
|       |      | Closing balance of fair value of plan assets as at 31.03.2008   |                      |
|       | (c)  | The amounts recognized in Balance Sheet are as follows:   |                      |
|       |      | Amount to be recognized in Balance Sheet  |                      |
|       |      | A) Present Value of Defined Benefit Obligation  |                      |
|       |      | - Funded<br>- Unfunded  | 9 61 950             |
|       |      |   | 8,61,850             |
|       |      | Total   | 8,61,850             |
|       |      | Less: Fair Value of Plan Assets   | <del></del>          |
|       |      | - Unrecognised Past Service Costs   | . ————               |
|       |      | Amount to be recognized as liability  B) Amount Reflected in the Balance Sheet  | 8,61,850             |
|       |      | Liabilities   | 8,61,850             |
|       |      | Assets  |                      |
|       |      | Net Liability/(Asset)   | 8,61,850             |
|       | (d)  | The amounts recognized in Profit and Loss account are as follows:   |                      |
|       |      | 1. Current Service Cost   | 1,13,517             |
|       |      | 2. Interest Cost  | 66,201               |
| •     |      | 3. Expected return on plan assets   | _                    |
|       |      | 4. Net Actuarial Losses (Gains) recognized in year  | (86,203)             |
|       |      | 5. Past service cost  | _                    |
|       |      | 6. Losses (gains) on curtailments and settlement  |                      |
|       |      | Total Included in 'Employee's expense' [Ref. Sch. 17]   | 93,515               |
|       |      | Actual return on plan assets  |                      |
|       | (e)  | Principal actuarial assumptions at the balance sheet date.  |                      |
|       |      | (expressed as weighted averages):   | 0.500                |
|       |      | Discount rate   | 8.50%                |
|       |      | Annual increase in salary costs   | 6.00%                |

The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion, and other relevant factors, such as supply and demand in the employment market,

(f) The Company expects to fund Rs. Nil towards Gratuity plan and Rs. 1.85 Lacs towards provident Fund plan during the year 2008-09.

#### Notes:

- i) No corresponding figures for the previous year are presented as the company has adopted AS-15 (Revised), effective 01.04.2007.
- ii) The company provides retirement benefits in the form of Provident Fund, Gratuity and Leave Encashment. Provident fund contributions made to "Government Administrated Provident Fund" are treated as defined contribution plan since the company has no further obligations beyond its monthly contributions. Gratuity and Leave Encashment is treated as defined benefit plan and remains unfunded.

#### (9) Segment Reporting:

Segment reporting as defined in Accounting Standard 17 is not applicable since the entire operation of the company relates to only one segment i.e. fabrics and the geographical segment is also one i.e. India

#### (10) Related Party Transactions:

- A) Related Party & Relationship:
  - a. Key Management Personnel:
    - 1. T.M. Patel
  - b. Relatives of key Management person:
    - 1. K.M. Patel
    - 2. M.A. Patel
    - 3. T. T. Patel
    - 4. M. A. Patel HUF
  - Enterprises owned or significantly influenced by key management personnel or their relatives:
    - 1. Mahendra Credit & Investments Co.P. Ltd.
    - Tejal Trading Pvt. Ltd.
    - 3. Avantika Investment Pvt. Ltd.

#### B) Nature of Transactions:

| a. | Key Management Personnel:           | <u>2007-2008</u>                       | <u>2006-2007</u> |
|----|-------------------------------------|--|------------------|
| •  |                                     | Amounts Rs.                            | Amount Rs.       |
|    | 1] Loan taken                       |  |                  |
|    | Loan Taken                          | 22,77,482                              | 32,01,913        |
|    | Loan Repaid                         | 4,56,975                               | 44,27,178        |
|    | 2] Loan given                       | ************************************** |                  |
|    | Loan given                          | · ·                                    | 7,49,087         |
|    | Loan Received back                  | 1 d                                    | 7,49,087         |
| b. | Relatives of Key Management person: | . V                                    |                  |
|    | 1] Loan taken                       |  |                  |
|    | Loan Taken                          | 35,86,740                              | 102,75,000       |
|    | Loan Repaid                         | 27,11,565                              | 27,69,496        |
|    | 2] Loan given                       |  | •                |
|    | Loan given                          |  | 1,00,000         |
|    | Loan Received back                  | 6                                      | 1,00,000         |
|    |                                     |  |                  |

#### Sanrhea Technical Textiles Limited

| c.   | Ent  | erprises owned or signif  | icantly influence        | ed by key mar            | agement personnel or th                     | eir relatives:           |
|------|------|---------------------------|--------------------------|--------------------------|---|--------------------------|
|      |      |                           |                          |                          | 2007-2008                                   | 2006-2007                |
|      | 1]   | Interest paid             |                          |                          |   | 2,15,570                 |
|      | 2]   | Interest Received         |                          |                          |   | 1,40,845                 |
|      | 3]   | Loan taken                |                          | •                        |   |                          |
|      |      | Loan Taken                |                          |                          | 63,10,000                                   | 18,33,854                |
|      |      | Loan Repaid               |                          |                          | 45,37,546                                   | 12,59,239                |
|      | 4]   | Loan given                |                          |                          |   |                          |
|      |      | Loan given                |                          |                          | 8,14,343                                    | 29,83,342                |
|      |      | Loan Received back        |                          |                          | 8,14,343                                    | 29,83,342                |
| Disc | losu | re of Material Transactio | ns with Relate           | d Parties :              |   |                          |
| No   | Nat  | ure of Transactions       | Key                      | Relatives                | Enterprises                                 | Tota                     |
|      |      |                           | Management<br>Personnel: | of Key<br>Management     | influenced by key                           |                          |
|      |      |                           | •                        | person:                  | management personnel<br>or their relatives: |                          |
| 1    | Ren  | it paid                   |                          |                          |   |                          |
|      | K.M  | . Patel                   |                          | 18,000                   |   | 18,000                   |
|      |      |                           |                          | (18,000)                 |   | (18,000)                 |
| 2    | Pro  | fessional Charges         |                          | •                        |   |                          |
|      | M.A  | Patel                     |                          | 1,20,000                 |   | 1,20,000                 |
|      |      |                           |                          | (1,20,000)               | •   | (1,20,000)               |
| 3    | Inte | erest paid                |                          |                          |   | •                        |
|      |      | Il Trading Pvt. Ltd.      |                          |                          | 0   | 0                        |
|      | •    | J                         |                          | •                        | (2,15,570)                                  | (2,15,570)               |
| 4    | Inte | erest Received            |                          |                          | <b>,</b> , , ,                              | · · · · /                |
|      | Mah  | endra Credit &            |                          |                          | 0   | 0                        |
|      | Inve | estments Co.P.Ltd.        |                          |                          | (1,40,845)                                  | (1,40,845)               |
| 5    | Bala | ances with Related        |                          |                          | •   |                          |
|      |      | ties as on 31-3-08 for    |                          |                          |   | •                        |
|      | Loa  | n Taken                   |                          |                          |   |                          |
|      | a)   | Mahendra Credit &         |                          |                          | 34,76,897                                   | 34,76,897                |
|      |      | Investments Co.P.Ltd.     |                          |                          | (58,786)                                    | (58,786)                 |
|      | b)   | Tejal Trading Pvt. Ltd.   |                          |                          | 0<br>(16,45,657)                            | 0<br>(16 /5 657)         |
|      | ۵۱   | M A Datal SHIE            |                          | 01 60 507                | (10,43,037)                                 | -                        |
|      | c)   | M. A. Patel HUF           |                          | 91,60,504<br>(84,05,404) |   | 91,60,504<br>(84,05,404) |
|      | d)   | Tushar Patel              | 31,22,420                | (04,05,404)              |   | 31,22,420                |
|      | u)   | rushar ratet              | (13,01,913)              |                          |   | (13,01,913)              |
|      |      |                           | (12,01,313)              |                          |   |                          |
|      | e)   | Others                    |                          | 1,20,175                 | 5,00,000                                    | 6,20,175                 |

Loan taken from Key Management person, relatives of key Management persons and enterprises owned or significantly influenced by key management personnel or their relatives are interest free. Interest bearing loan taken from enterprises owned by Key management personnel do not stipulate any repayment schedule.

Remuneration/fees paid to Directors is disclosed elsewhere in the notes to accounts.

(11a) The company has acquired Motor Cars on Finance lease on or after April 1, 2001 amounting to Rs.38,55,177 /- (previous year Rs. 38,55,177/-). The minimum lease rentals outstanding as on 31st March 2008 in respect of these assets are as follows:

| Due   | Total of Minimum lease<br>payments outstanding<br>on 31/03/08 | outstanding     | Present value of<br>minimum lease<br>payment |
|---|---|-----------------|--|
| Within one year Later than one year And not later . than five years | 5,72,640<br>3,07,210  | 39,345<br>6,185 | 5,33,295<br>3,01,025                         |
| Total   | 8,79,850  | 45,530          | 8,34,320                                     |

A general description of significant leasing agreements: Vehicles are taken on hire purchase for a period of 36 months/60 months

- (11b) Lease rent agreement of land and building has expired on 1st November 2007. However the company is hopeful to get renewal and to extend the use of land and building thereon. Hence, depreciation on original Building and additional building constructed on leasehold land is calculated at the rates and in the manner specified in schedule XIV of the Companies Act, 1956. (Refer Schedule 5)
- (11c) The Company has taken land and building on operating lease that is renewed on a periodic basis and is cancelable at its option. Rental expenses for operating lease recognized in statement of Profit & Loss for the year is Rs 4,19,587/- (P.Y. Rs. 4,19,587/-)
- (12) Taxes on Income:

On consideration of prudence differed tax assets have been recognised to the extent of liability of differed tax.

|     |   | As at 31-3-08 | As at 31-3-07 |
|-----|---|---------------|---------------|
| Def | erred Tax liability on account of –               |               |               |
| a)  | Depreciation difference between I.T. and Accounts | 8,32,306      | 14,59,703     |
|     | Deferred Tax Assets on account of                 |               |               |
| b)  | Unabsorbed Depreciation                           | 8,32,306      | 14,59,703     |
|     | Deferred Tax                                      |               |               |

#### (13) Earnings Per Share:

- a) The amount used as the numerator in calculating basic and diluted EPS is the Net Profit for the year disclosed in the profit and loss account.
- b) The weighed average number of the equity shares used, as the denominator in calculating both basic and diluted earning per share is 30,00,000 shares.
- (14) Managing Director's Remuneration

| •   | 3 2  | . 4      |          |
|-----|--|----------|----------|
| (a) | Salary                                       | 3,90,000 | 3,90,000 |
| (b) | Contribution to P.F., Gratuity & Other funds | 43,335   | 60,508   |

(15) Additional information pursuant to the provisions of paragraph 3 4C and 4D of Part II of the schedule VI of the Companies Act, 1956:

(Runges in lace)

|    |      |                                       |            | 2007-08<br>Qty. | 2006-07<br>Qty. |
|----|------|---------------------------------------|------------|-----------------|-----------------|
| A) | i)   | Licensed capacity (See note 1)        |            | ,               |                 |
|    | ii)  | Installed Capacity for fabrics        |            | 1               |                 |
|    |      | Twisting & weaving                    | Kgs        | 7,20,000        | 7,20,000        |
|    |      | Dipping                               | Kgs        | 12,00,000       | 12,00,000       |
|    | iii) | Actual production for fabrics (See No | ote 3 & 4) |                 |                 |
|    |      | Twisting & weaving                    | Kgs        | 6,01,142        | 5,91,773        |
|    |      | Dipping                               | Kgs        | 3,59,835        | 22,920          |
|    |      |                                       |            | · ·             | •               |

2006-2007

#### Note:

- (1) Government of India by the note dated 07/12/92 has abolished the provision of licence in respect of textile industry. Hence, company is not required to have a licence for installation of its machineries.
- (2) Installed capacity is as certified by management and relied upon by auditors.
- (3) Actual production of Twisting & Weaving includes of 56,753 (P.Y. 2,56,794) kgs. Produced on Job work basis and 3,59,835 (P.Y. 22,920) Kgs. Dipped in-house
- (4) Actual production of Twisting & Weaving includes 7,738 (P.Y. 60,072) kgs. Produced by third party on job work basis.

| B) | Turi | nover                     |      | 2007     | -2008  | 2006-    | 2007   |
|----|------|---------------------------|------|----------|--------|----------|--------|
|    |      |                           | Unit | Qty.     | Amount | Qty.     | Amount |
|    | i)   | Fabrics                   | Kgs. | 1,82,313 | 391.30 | 3,10,615 | 688.85 |
|    | ii)  | Fabrics (Dipped In House) | Kgs. | 3,48,124 | 813.44 | 21,570   | 51.00  |
|    | iii) | Yarn                      | Kgs. | -        | -      | 56       | 0.13   |

#### C) Stock\*

i)

**Fabrics** ii) Fabrics

|                      |                   |      | Opening S | Stock as on |                   | Closing stock as on |           |      |           |  |
|----------------------|-------------------|------|-----------|-------------|-------------------|---------------------|-----------|------|-----------|--|
|                      |                   | 1-4  | 1-4-2007  |             | 1-4-2007 1-4-2006 |                     | 31-3-2008 |      | 31-3-2007 |  |
|                      | Units             | Qty. | Amount    | Qty.        | Amount            | Qty.                | Amount    | Qty. | Amount    |  |
| Fabrics              | Kgs.              | 2888 | 5.73      | 2193        | 4.39              | 269                 | 0.55      | 2888 | 5.73      |  |
| Fabrics<br>(Dipped : | Kgs.<br>In-house) | 1313 | 2.84      | -           | •                 | 14486               | 31.33     | 1313 | 2.84      |  |

After adjustment of shortages/surplus

| V) | kaw matenal consumed: |      | 2007-2008 |        |      |  |
|----|-----------------------|------|-----------|--------|------|--|
|    |                       | Unit | Qty.      | Amount |      |  |
|    | ;) Varn *             | Vac  | E 20 272  | 762 16 | 2 22 |  |

|      |            | Unit | uly.     | Amount | uty.     | Amount |
|------|------------|------|----------|--------|----------|--------|
| i)   | Yarn *     | Kgs. | 5,30,272 | 763.16 | 3,32,166 | 483.87 |
| ii)  | Fabric     | Kgs. | 3,625    | 5.44   | -        | -      |
| iii) | V.P.Latex  | Kgs. | 47740    | 38.07  | 3960     | 2.07   |
| iv)  | Resorcinol | Kgs. | 5642     | 9.64   | 175      | 0.70   |
|      |            |      |          | 816.31 |          | 486.64 |

<sup>\*(</sup>Includes Nil ( PY 56) Kgs. for yarn sale)

Value of Raw material consumed: 2007-2008 2006-2007

|     |            | Rs.in lacs | % of total<br>Consumption | Rs.in lacs | % of total consumption |
|-----|------------|------------|---------------------------|------------|------------------------|
| (a) | Imported   | 530.67     | 65.30                     | 396.78     | 81.52                  |
| (b) | Indigenous | 285.64     | 34.70                     | 79.48      | 18.48                  |
|     |            | 816.31     | 100.00                    | 486.64     | 100.00                 |

#### Value of Stores & Spares consumed

|     |            | 200        | 2007-2008                 |            | 5-2007                 |
|-----|------------|------------|---------------------------|------------|------------------------|
|     |            | Rs.in lacs | % of total<br>Consumption | Rs.in lacs | % of total consumption |
| (a) | Imported   | 0.00       | 0.00                      | 0.32       | 1.72                   |
| (b) | Indigenous | 18.25      | 100.00                    | 18.30      | 98.28                  |
|     |            | 18.25      | 100.00                    | 18.62      | 100.00                 |

| C) V-1-                | -6 Townson on CIT has                       | is and Compadition In C     |                                       |                      |
|------------------------|---|-----------------------------|---------------------------------------|----------------------|
| G) Value               | or imports on tir bas                       | is and Expenditure In F     | · ·                                   | . 2005 2007          |
|                        | ,   |                             | 2007-200<br>(Amount in Rs             |                      |
|                        |   |                             | · · · · · · · · · · · · · · · · · · · | <del>-</del>         |
|                        | Value of Imports (Raw                       | · ·                         | 4,21,44,63                            | 3,13,70,163          |
| • • •                  | Expenditure in Foreign                      | Currency                    |                                       | 4 00.400             |
|                        | Traveling Expenses                          |                             | 1,91,83                               |                      |
|                        |   | cy Value - Exports of Fabri |                                       | 2,03,315             |
| considered             | l applicable to the con                     | ipany.                      | nedule VI, to the Compani             | -                    |
|                        | of previous year has be<br>ne current year. | en re-grouped/re-cast a     | s far as possible to make t           | hem comparable with  |
|                        | neet Abstract and Comp                      | oany's General Business     | Profile (In terms of amend            | lment to Schedule VI |
| Part IV)               | T t   |                             | -                                     | ·                    |
| ·-                     | tration Details:                            |                             |                                       | 21 - f               |
| =                      | tration No.                                 | 6309                        | State Code                            | 04                   |
|                        | ce sheet Date                               | 31-03-2008                  |                                       |                      |
|                        | · ·   | ear (Amount in Rs. 'OC      |                                       |                      |
|                        | Issue                                       | Nil                         | Right Issue                           | Nil                  |
|                        | s Issue                                     | Nil                         | Private Placement                     | Nil                  |
|                        | ,   | nd Deployment of Fund       | ls (Amount in Rs. "000)               |                      |
| ·                      | Liabilities                                 | 95490                       | Total Assets                          | 95490                |
|                        | es of Funds                                 |                             | . 1                                   |                      |
| Paid-ı                 | ıp Capital                                  | 30000                       | Reserves & Surplus                    | 4278                 |
| Deferr                 | red Govt. Grant                             | 1623                        | Secured Loans                         | 38209                |
|                        | ured Loans                                  | 21380                       | <b>≱</b>                              |                      |
| Appli                  | cation of Funds                             |                             | ! :<br>!                              |                      |
| Net Fi                 | xed Assets                                  | 39085                       | Investments                           | , 1212               |
| Net Co                 | urrent Assets                               | 55193                       | Misc. Expenditure                     | ·                    |
| Accun                  | nulated Losses                              | -                           | · · · · · · · · · · · · · · · · · · · | •                    |
| IV. Perfo              | rmance of the Compa                         | ny (Amount in Rs. '000      | <b>))</b>                             |                      |
| Turno                  | ver & Other Income                          | 113092                      | Total Expenditure                     | 110547               |
| Profit,                | /(Loss) Before Tax                          | 2545                        | Profit/(Loss) After                   | Tax 2094             |
| Earnin                 | igs per Share in Rs.                        | 0.70                        | Dividend Rate %                       | <b>-</b>             |
| V. Gener               | ic Name of Principal                        | Products/Services of ti     | ne Company:                           |                      |
| Item (                 | Code No. (ITC Code)                         | Product Description         |                                       |                      |
| 5208.                  |   | Grey Woven Fabrics          | 1                                     |                      |
| 5906.                  | 99  | Rubberised Textile Fab      | rics for Industrial use               |                      |
| 5911.                  | 90  | Grey Textile Fabrics for    | Industrial use.                       |                      |
| This is the Balar      | nce Sheet referred to                       | <del></del>                 | FOR & ON BEHALF OF B                  | OARD OF DIRECTORS    |
| in our report of       | even date                                   |                             | 1 1                                   |                      |
| For, <b>KANTILAL</b> I | - ,   |                             | Sd/-<br>Tushar Patel <i>Managir</i>   | ng Director          |
| ARPIT K. PATEL         | ,   |                             | .Sd/-                                 | , .                  |
| PARTNER                |   | F                           | Miten Mehta Director                  | 1.                   |
| Ahmedabad              | **  |                             | Ahmedabad                             |                      |
| Date: June 30,         | 2008  |                             | Date : June 30, 2008                  |                      |

#### SANRHEA TECHNICAL TEXTILES LIMITED

Regd. Off.: Parshwanath Chambers, 2nd Floor, Nr. New RBI Building, Income Tax, Ashram Road, Ahmedabad-380 014

#### **PROXY FORM**

| I/We  | of   |
|---|--|
| in the district of  | being a Member/Members of the  |
| above named Company, hereby appoint   |  |
| of  | in the district of   |
| or failing him  | of   |
| in  | the district of as   |
| my/our Proxy to attend and vote for me/us and                                   | d on my/our behalf at the 25th Annual General Meeting<br>h September, 2008 at 10.00 a.m. and at any adjournment                                |
| As witness my/our hand(s) this  | days of2008.   |
| Folio No.   | Affix 30 Paisa Revenue Stamp here  |
| No. of Shares held  |  |
| Notes: The Proxy must be deposited at the hours before the time for holding the | e Registered Office of the Company not less than 48 meeting.   |
| SANRHEA TECHN   | IICAL TEXTILES LIMITED   |
|   | mbers, 2nd Floor, Nr. New RBI Building,<br>n Road, Ahmedabad-380 014   |
| ATTEN   | NDANCE SLIP  |
|   | al General Meeting of the Company held at 10.00 a.m.<br>RBI Building, Income Tax, Ashram Road, Ahmedabad-<br>th September, 2008, at 10.00 a.m. |
| Full Name of the Shareholder(BLOCK LETTERS)                                     |  |
| Folio No.   | No. of Shares held   |
|   |  |
| Signature of the Shareholder/Proxy)   |  |

NOTE: Please fill this Attendance Slip and handover at the entrance of the Hall.

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