

25TH

**ANNUAL REPORT**

**2009 - 2010**

**DHOOT INDUSTRIES LIMITED**

## **DHOOT INDUSTRIES LIMITED**

### **BOARD OF DIRECTORS:**

Mr. Padamchand Dhoot. : Chairman  
Mrs. Pushpa Dhoot. : Director  
Mr. Jugalkishore Tapadia : Director  
Mr. Nitin Agarwal : Director  
Mr. Ramesh Khetan : Director

### **AUDITORS:**

Shyam C. Agrawal & Co.  
Chartered Accountants,  
Mumbai.

### **BANKERS:**

UTI Bank Ltd.  
Rameshwar Co-Op Bank Ltd.

### **REGISTRARS & SHARE TRANSFER AGENTS:**

Intime Spectrum Registry Limited.  
C-13, Pannalal Silk Mills Compound,  
L.B.S. Marg, Bhandup Mumbai - 400 078.  
Tel No.: 91-22- 25963838  
Fax No. 91-22- 25946969

### **REGISTERED OFFICE & WORKS:**

Shop No. 11, Prathmesh Leela,  
Opp. Don Bosco School,  
New Link Road, Borivali (west),  
Mumbai - 400 092.

### **SHARES LISTED AT:**

Bombay Stock Exchange.

### **25<sup>TH</sup> ANNUAL GENERAL MEETING:**

**Date :** 30<sup>th</sup> September, 2010.  
**Day :** Thursday  
**Time:** 4.00 p.m.  
**Place:** Shop No.11, Prathmesh Leela, Opp. Don  
Bosco School, New Link Road, Borivali  
(W), Mumbai - 400092.

**NOTICE**

NOTICE IS HEREBY GIVEN THAT THE 25<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF DHOOT INDUSTRIES LIMITED WILL BE HELD ON THURSDAY THE 30<sup>TH</sup> SEPTEMBER, 2010 AT 4.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT SHOP NO. 11, PRATHMESH LEELA, OPP. DON BOSCO SCHOOL, NEW LINK ROAD, BORIVALI (W), MUMBAI - 400092.

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**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited accounts for the year ended 31<sup>st</sup> March, 2010 along with notes and schedules thereon as on that date and the reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ramesh Khetan, Director of the Company 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, until the conclusion of next Annual General Meeting and to fix their remuneration.

**BY ORDER OF THE BOARD  
DHOOT INDUSTRIES LIMITED**

**Sd/-  
PADAMCHAND DHOOT  
(DIRECTOR)**

**DATE: 6<sup>TH</sup> SEPTEMBER, 2010  
PLACE: MUMBAI**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. THE PROXIES, IN ORDER TO BE EFFECTIVE SHOULD BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING.
3. The Register of Members and Share Transfer Register shall remain closed from Wednesday the 23<sup>rd</sup> September, 2010 to Wednesday the 30<sup>th</sup> September, 2010 (both days inclusive).
4. As a measure of economy, copies of the Annual Reports and Accounts will not be distributed at the Meeting. Members are therefore, requested to bring their copies to the meeting.
5. Explanatory statements under section 173(2) of the Companies Act, 1956 in respect of the Special Business as set above are annexed.
6. Members are requested to produce the attendance slip duly signed, sent along with the Annual Report and Accounts, for admission to the meeting hall.
7. Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidation their holdings in one folio.

**DHOOT INDUSTRIES LIMITED**

**DIRECTOR'S REPORT**

To,  
The Members,  
**DHOOT INDUSTRIES LIMITED**

Your Directors have great pleasure in presenting **25<sup>th</sup> Annual Report** along with the Audited Balance Sheet and Profit And Loss Account, for the year ended **31<sup>st</sup> March, 2010**.

**1. FINANCIAL RESULTS:**

(Amt. In Rs.)

PARTICULARS	Year ended	
	2010	2009
Total Income	12,32,990	65,88,505
Total Expenditure (Excluding Depreciation)	9,68,900	40,20,158
Gross Profit/(Loss) before Depreciation & Tax	2,64,090	25,68,347
<b>Add/Less: Depreciation (Net)</b>	1,40,518	1,51,530
Profit/(Loss) before Taxation	1,23,572	24,16,818
<b>Less: Provision for Taxation</b>	----	23,140
Provision for income Tax & FBT	----	8,02,072
Deferred Tax	27,795	(16,197)
Net Profit/(Loss) after Taxation	95,777	16,07,802
Transfer from General Reserve	----	---
Balance Brought forward from previous year	23,11,892	7,04,090
Balance carried forward to Balance Sheet	24,07,669	23,11,892

**2. DIVIDEND:**

In order to conserve the resources, your Directors do not recommend any dividend for this year.

**3. DEPOSITS:**

Your Company did not accept any deposits from the public during the current year.

**4. AUDITORS:**

**M/s. Shyam C. Agrawal & Co., Chartered Accountants, Mumbai** Auditors of the Company are holding the office till the conclusion of ensuing Annual General Meeting and have confirmed their availability for their re-appointment.

## **5. SUBSIDIARIES:**

Since the Company has no subsidiaries, provision of Section 212 of the Companies Act, 1956 is not applicable.

## **6. DIRECTORS:**

During the year Mr. Ramesh Khetan is retiring by rotation and being eligible offers himself for reappointment in pursuance of provisions of the Articles of Association of the Company.

## **7. DIRECTORS RESPONSIBILITY STATEMENT:**

The Board of Directors hereby confirms,

- a) That in the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b) That the Directors have 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 or Loss of the Company for that period.
- c) That the Directors have taken proper and sufficient care for the maintenances of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) That the Directors have prepared the Annual accounts on a going concern basis.

## **8. MANAGEMENT DISCUSSION AND ANALYSIS:**

Management Discussion and Analysis of Financial Condition and Results of Operation of the Company for the year under review, as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges, is given as a separate statement in this Annual Report (Annexure 1)

## **9. CORPORATE GOVERNANCE CODE:**

Corporate Governance along with the Certificate of the Auditors of your Company pursuant to Clause 49 of the Listing Agreement with the Stock Exchange has been included in this report as Annexure. Your Company has been practicing the principle of good Corporate Governance over the years. The Board of Directors supports the board principles of Corporate Governance over the years. In addition to the basic governing issues, the board lays strong emphasis on transparency, accountability and integrity

## **10. COMPLIANCE CERTIFICATE:**

Compliance Certificate as required under section 383A of the Companies Act, 1956 prepared and issued by JAY D'SOUZA, partner of HS Associates, Company Secretaries is annexed in Annexure 2.

## **11. PARTICULARS OF EMPLOYEES:**

There were no employees employed during the whole or part of the year who were in receipt of remuneration aggregating to Rs.2,00,000/- p.m. or Rs.24,00,000/- p.a. hence no particulars are given.

## **12. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO AS PER SECTION 217(1) COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988:**

### **A) Conservation of energy:**

The Operations of the Company are not energy-intensive, though adequate measures have been taken to conserve and reduce energy consumption by using energy-efficient hardware and other equipment in line with the our philosophy is that energy saved is energy produced.

### **B) Technology absorption, research and development:**

In its endeavor to obtain and deliver the best, your Company successfully deployed a growing and diverse team of R & D specialist with expertise covering hardware, networking systems software, and database and application software. This helped the Company leverage the latest technologies and deploy/absorb cutting-edge technologies wherever feasible, relevant and appropriate. No separate record of the expenditure incurred on R & D is maintained.

### **C) There are no Foreign Exchange earnings and outgoings during the year.**

**13. APPRECIATION:**

The Directors take this opportunity to thank all the employees, Banks and Customers for their contribution to the Company's performance during the year under review.

**BY ORDER OF THE BOARD  
DHOOT INDUSTRIES LIMITED**

**Sd/-  
PADAMCHAND DHOOT  
(DIRECTOR)**

**DATE: 6<sup>TH</sup> SEPTEMBER, 2010.  
PLACE: MUMBAI**



## CORPORATE GOVERNANCE REPORT

### 1. Company's philosophy:

The Corporate Governance code as introduced by Security and Exchange Board of India (SEBI) in pursuance of clause 49 of Listing Agreement and subsequently amended w.e.f. 1<sup>st</sup> January, 2006 has implemented by the Company.

Corporate Governance is not merely compliance-it involves leveraging the Company's resources and aligning its activities to consumer needs shareholder benefits and employee growth, thereby delighting all its stakeholders while minimizing risk.

The company believes that to succeed, an organization must maintain global standards of corporate conduct towards all its stakeholders. The Company believes that it is rewarding to be better managed and governed and to identify and align its activities with the national interest. To that end, we as a Company have always focused on good corporate governance- a key driver of sustainable corporate growth and long-term value creation.

The Company has and will continue to focus its resources, strength and strategies in order to achieve this commitment, while upholding the core values of transparency, integrity, honesty and accountability that are fundamental to the Company.

### 2. Board of Directors:

Directors seeking Appointment/Re-appointment at the forthcoming Annual General meeting (pursuant to clause 49 VI (IA) of Listing Agreement).

Name of the Director	Mr. Ramesh Khetan
Age	40
Qualification	Under Graduate
Expertise in specific functional areas	Marketing
Directorship in other Indian Public Ltd. Company & other firms as on 31.03.20109	NIL
Shareholding	NIL

The Board of the Company comprises of 6 Directors out of which Chairman is Managing Director while other two Directors are his relatives. At present company

have Three independent Non executive Directors. There are no nominees or Institutional Directors in the Company.

None of Directors has pecuniary or Business relationship with the Company other than as mentioned in the elsewhere in the Annual Report. No Director of the Company is either member in more than ten committees and/or Chairman of more than five committees across all Companies in which he is Director.

**Non Executive Directors:**

As per revised code of Corporate Governance, the composition of the Board should be as such that the Board of Directors of the company shall have an optimum combination of executive and non-executive Directors with not less than fifty percent of the Board of Directors comprising of non Executive Directors.

During the year there were in total 4 (Four) Board Meetings were held i.e. on 30<sup>th</sup> June, 2009, 31<sup>st</sup> July, 2009, 31<sup>st</sup> October, 2009 and 31<sup>st</sup> January, 2010. Gap between the two meetings was not more than 3 months. All the information required to be furnished to the Board was made available to them along with detailed Agenda notes.

Sr. No.	Name of Director	Category	No. of Meetings Attended	Attendance at Last AGM	No. Of Other Directorship	No. Of Other Committee membership In other Companies
1.	Mr. Padamchand Dhoot	Director	4	Yes	2	2
2.	Mrs. Pushpadevi Dhoot	Director	4	Yes	1	2
3.	Mr. Jugalkishore Tapadia	Director	4	Yes	2	No
4.	Mr. Ramesh Khetan	Ind. Non Ex. Director	4	Yes	No	No
5.	Mr. Nitin Agarwal	Ind. Non Ex. Director	4	No	No	No

### 3. Audit Committee

Pursuant to the provisions of section 292(A) of The Companies Act, 1956 & clause 49 of Listing Agreement was formed, The said committee consists of 3 (three) Non Executive Independent Executive Directors. The Board re-constituted audit committee - on 31<sup>st</sup> January, 2009.

THE ATTENDANCE AT THE AUDIT COMMITTEE MEETING WAS AS UNDER:

Director	No. of Committee Meetings Held	No. of Committee Meetings Attended
Mr. Nitin Agarwal - Chairman & Independent Non Executive Director	4	4
Mr. Jugalkishore Tapadia - Member & Director	4	4
Mr. Ramesh Khetan - Member & Independent Non Executive Director	4	4

#### **Broad terms of reference of the Audit Committee are as per following:**

- Approving and implementing the Audit procedures and techniques.
- Reviewing audit report of statutory auditors.
- Reviewing financial reporting systems, internal control systems and control procedures.
- Ensuring compliance with regulatory guidelines.
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- Reviewing, with management, performance of statutory and internal auditors, adequacy of the internal control systems.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Review of Related party Transactions.

### 4. Remuneration Committee

The Stock Exchange Listing Agreement stipulates that the Remuneration Committee should comprise of at least three Non Ex. Independent Directors accordingly the company constituted the Remuneration Committee. Except Chairman, all the three members of the committee are Non Ex. & Independent Directors.

The remuneration committee was re-constituted on 31<sup>st</sup> October, 2009.

Following are the members of Remuneration Committee.

Mr. Ramesh Khetan - Chairman & Independent Non Executive Director.

Mr. Nitin Agarwal - Member & Independent Non Executive Director.

Mr. Pankaj Dhoot - Member & Director.

THE ATTENDANCE AT THE REMUNERATION COMMITTEE MEETING WAS AS UNDER:

Directors	No. of Committee Meetings Held	No. of Committee Meetings Attended
Mr. Ramesh Khetan - Chairman & Independent Non Executive Director.	1	1
Mr. Nitin Agarwal - Member & Independent Non Executive Director.	1	1
Mr. Jugalkishore Tapadia - Member & Director.	1	1

#### Disclosure on Remuneration of Directors

- a) All element of remuneration package of individual directors summarized under major groups, such as salary benefits, bonuses, stock option, pension etc. - NIL
- b) Details of fixed component & performance linked incentives, along with the performance criteria - Mr. P. C. Dhoot has been paid fixed salary of Rs. 10,000.00 per month & has been not given any performance linked bonus & other incentives.
  - a) Service contracts, notice period, severance fees - NIL.
  - b) Stock option details, if any - and whether issued at a discount as well as the period over which accrued and over which exercisable - NIL.

Following is the list of Non - Executive Directors & their Shareholdings in the Company.

Sr. No.	Name of the Non - Executive Directors	Number of Equity Shares	Number of Convertible Instruments
1.	Mr. Ramesh Khetan	NIL	NIL
2.	Mr. Nitin Agarwal	NIL	NIL
3.	Mr. Jugalkishore Tapadia	NIL	NIL

#### 5. Shareholders/Investors Grievance Committee

The Shareholders/Investors Grievance Committee has been constituted. The committee consists of Three Non Executive & Independent Directors. The committee is chaired by Mr. Ramesh Khetan - Chairman. The committee looks into the shareholder & investors grievance that are not settled at the level of Compliance Officer & helps to expedite the share transfers & related matters.

Following are the members of Committee.

Mr. Ramesh Khetan - Chairman & Independent Non Executive Director.

Mr. Nitin Agarwal - Member & Independent Non Executive Director.

Mr. Pankaj Dhoot - Member & Director.

THE ATTENDANCE AT THE SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE MEETING WAS AS UNDER:

Director	No. of Committee Meetings Held	No. of Committee Meetings Attended
Mr. Ramesh Khetan - Chairman & Independent Non Executive Director.	4	4
Mr. Nitin Agarwal - Member & Independent Non Executive Director.	4	4
Mr. Jugalkishore Tapadia- Member & Independent Non Executive Director.	4	4

The company received 10 Complaints from the shareholders during the year which were resolved and No Complaints are pending.

The Company has delegated authority to Share Transfer agent, who attends to share transfer formalities at least once in a fortnight.

## 6. General Body Meetings:

Details of last three Annual General Meetings are given below:

Financial Year	Date	Time	Venue	Special Resolution(s)
2006-07	29/09/2007	11.00 a.m.	Regd. Office	--- N.A---
2007-08	23/08/2008	3.00 p.m.	Regd. Office	---N.A---
2008-09	30/09/2009	4.00 p.m	Regd. Office	--- N.A---

No special resolution was put through postal ballot during the financial year.

## 7. Disclosures:

During the year under review, besides the transactions reported elsewhere, there were no other related party transactions of material nature with the promoters, Directors, the management or their subsidiaries or relatives during the year that may have potential conflict with the interest of the Company at large.

There were no instances of Non-compliance on any matter related to the capital market during the past three years and that no penalties or strictures were imposed on the Company by any Stock Exchange or SEBI.

The Companies shares are suspended for trading w.e.f. 1<sup>st</sup> October, 2002 by Mumbai Stock Exchange.

## 8. Means of Communication:

Company's Un-audited results for all the quarters were approved by the Board and are published and submitted to Mumbai Stock Exchange.

No presentation was made during the year either Institutional Investors or to the analysts.

Management discussion & Analysis Report is attached herewith forming part of the Annul Report.

## 9. General Shareholders Information:

1.	Annual General Meeting Date and Time Venue	30 <sup>th</sup> September, 2010 at 11.00 a.m. at Shop No. 11, Prathmesh Leela, Opp. Don Bosco School, New Link Road, Borivali (West), Mumbai - 400 092.
2.	Financial Calendar	1 <sup>st</sup> April to 31 <sup>st</sup> March
	Results for : First quarter	Last week of July, 2010
	Half Yearly	Last week of October, 2010
	Third quarter	Last week of January, 2011
	Fourth quarter	Last week of June, 2011
3	Date of Book-closure	23 <sup>rd</sup> September, 2010 to 30 <sup>th</sup> September, 2010
4	Listing on Stock Exchanges in India	Bombay Stock Exchange Limited.
5	Listing fees	Paid for 2010-11
6	Registered and corporate office	Shop No. 11, Prathmesh Leela, Opp. Don Bosco School, New Link Road, Borivali (West), Mumbai - 400 092.
7	Registrar and transfer Agent	Intime Spectrum Registry Limited C-13, Pannalal Silk Mills Compound, L. B. S. Marg, Bhandup, Mumbai - 400 078.
8.	Stock Code/ISIN ?No.	523862/INE005E01013

Market price data:

Company's shares are suspended for trading hence market price data is not available.

### a. Share Transfer System

The Share transfer of Securities in Physical form are registered, duly transferred and dispatched within one month of the receipt, if the transfer documents are in order. The share transfer requests are approved every fifteen days.

Address of Registrars and Share Transfer Agent:

Intime Spectrum Registry Limited.

Add: C-13, Pannalal Silk Mills Compound,

L. B. S. Marg, Bhandup Mumbai - 400 078

b. Distribution of Shareholding as on 31<sup>st</sup> March, 2010

Share holding of	Nominal Value of	Shareholders No.	% of Total	Share Amt.	% of Total
Rs.	Rs.			Rs.	
1	5000	5089	86.4594	1108300	29.6968
5001	10000	484	8.2229	427250	11.4481
10001	20000	233	3.9585	353300	9.4666
20001	30000	24	0.4077	61150	1.6385
30001	40000	8	0.1359	30250	0.8105
40001	50000	11	0.1869	50900	1.3639
50001	100000	16	0.2718	115000	3.0814
100001	*****	21	0.3568	1585900	42.4941

c. Dematerialization of securities

The Company's shares were dematerialized w.e.f. 21<sup>st</sup> September, 2001 and 12<sup>th</sup> March, 2001 vide a Tripartite agreement executed between NSDL, CDSL respectively and the Company as on 31<sup>st</sup> March, 2010, 13,80,600 Equity Shares representing 37% were held in Demat form & the balance 23,51,450 Equity Shares representing 63% were in physical form.

d. Company has not issued ESOP or any GDRs/ ADRs/ Warrants/ Convertible instrument.

e. Since Company is a service provider, the Company don't have any plants as such.

f. Address for correspondence:

Shareholders of the Company can send correspondence at Company's share & Transfer Agent's Office or the Regd. office of the Company situated at following address :

Shop No. 11, Prathmesh Leela,  
Opp. Donbosco School,  
New Link Road, Borivali (W.),  
Mumbai - 400 092.



## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **A) INDUSTRY STRUCTURE AND DEVELOPMENT:**

As members are aware the Company's main business is of Granite Manufacturing & Mining. The business is totally relied on real estate & is totally and is changing every day with changes in world economy. The said Industry is unpredictable and volatile in nature. Your Directors are taking maximum efforts to safeguard funds of the Company while making investment and in trading in the industry.

### **B) OPPORTUNITIES / OUTLOOK:**

Since your Company is diversified into Manufacturing & Mining Industry of Granite, your Directors expect better future outlook. As the Economy and Industrial Sector is developing very fast, there is huge potential which is untapped.

### **C) THREATS:**

The major threats to the Industry will be continuous changes and export in the Chinese Market and round the clock development of artificial flooring & other material.

### **D) RISKS AND CONCERNS:**

Your Directors are taking optimum measures to safeguard against such risk of changes that take place & other calamities.

### **E) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The Company has adequate internal control system.

### **F) HUMAN RESOURCES POLICIES:**

The Company has strong belief in Human Resources and accordingly policies are drawn from time to time.

### **G) CAUTIONARY STATEMENT:**

Your Board has taken abundant precaution in selecting and developing its Business.

**BY ORDER OF THE BOARD  
DHOOT INDUSTRIES LIMITED**

**DATE: 6<sup>TH</sup> SEPTEMBER, 2010.**

**PLACE: Mumbai**

**Sd/-**

**PADAMCHAND DHOOT  
(DIRECTOR)**

**A REPORT ON CORPORATE GOVERNANCE BY STATUTORY AUDITORS.**

To,  
The Board of Directors,  
**DHOOT INDUSTRIES LIMITED**  
Shop No. 11, Prathmesh Leela,  
Opp. Donbosco School,  
New Link Road, Borivali (W.),  
Mumbai - 400 092.

We have reviewed the implementation of Corporate Governance produced by the company during the year ended 31<sup>st</sup> March, 2010 with the relevant records and documents maintained by the company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The Compliance of the conditions of the Corporate Governance is the responsibility of the Management. Our examination is neither an audit nor an expression of opinion of the financial statements of the company.

On the basis of the above and according to the information and explanations given to us, in our opinion, the Company has complied in all material respects with the conditions of Corporate Governance stipulated in the Clause 49 of the Listing Agreement with the Stock Exchanges except Clause 49(IA).

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

For Shyam Agarwal & Co.,  
Chartered Accountants

**Shyam Agarwal**  
(Proprietor)

Mumbai,  
6<sup>th</sup> September, 2010

## **DECLARATION**

In accordance with Clause 49 of the Listing Agreement with the Stock Exchange(s) it is hereby declared that all the Directors and Senior Management Personnel of the Company have affirmed compliance with the code of conduct of the Company for the year ended 31<sup>st</sup> March, 2010.

**FOR DHOOT INDUSTRIES LIMITED**

Sd/-

**PADAMCHAND DHOOT  
(CEO)**

**DATE: 6<sup>th</sup> September, 2010**

**PLACE: Mumbai**

**CERTIFICATION BY**  
**CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER**

To,  
The Board of Directors,  
**DHOOT INDUSTRIES LIMITED**  
Shop No. 11, Prathmesh Leela,  
Opp. Donbosco School,  
New Link Road, Borivali (W.),  
Mumbai - 400 092.

We hereby certify that for the financial year, ending 31<sup>st</sup> March, 2010 on the basis of the review of the financial statements and the cash flow statement and to the best of our knowledge and belief that:-

1. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
2. 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.
3. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
4. we accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
5. We further certify that:
  - a) There have been no significant changes in internal control during the year;
  - b) There have been no significant changes in accounting policies during the year.
  - c) There have been no instances of significant fraud of which we are become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

Sd/-  
**P.C. DHOOT**  
**(CEO & MANAGING DIRECTOR)**

Sd/-  
**PANKAJ DHOOT**  
**(CHIEF FINANCIAL OFFICER)**

Date: 6<sup>th</sup> September, 2010.  
Place: Mumbai.

## AUDITOR' REPORT

**To**  
**The Shareholders of**  
**DHOOT INDUSTRIES LIMITED**

We have audited the attached Balance Sheet of **DHOOT INDUSTRIES LIMITED** at **31<sup>st</sup> March 2010** & the Profit and Loss Account for the period ended on that date, annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion this financial statement based on our audit:

1. We have conducted our audit accordance with auditing with standers generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about weather 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 principal used and significant estimate made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. We have obtained all the information and the explanation , which to the best of our knowledge and belief were necessary of the purpose of our audit .
3. In our opinion books of account as required by law have been kept by the company so far as it appears from our examination of such books .
4. In our opinion the Balance Sheet and Profit & Loss Account with the Accounting standards referred to in Sub-Section (3C) of section on 211 of the Companies Act , 1956 .
5. In our opinion and to the best of our information and according to the explanation given to us , the said accounts read with the and subject to the notes to the accounts relating to Balance Sheet and Profit & Loss account give the information required by the Company Act , 1956 , in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India .
6.
  - 1) In the case of Balance Sheet of the state of Affairs of the Company as at 31<sup>st</sup> March ,2010 and
  - 2) In the case of profit and Loss account , of the profit for the year ended on that date

7. On the basis of written representation received from the Directors , as on 31<sup>st</sup> March ,2010 and taken on record by the Board of Directors , we report that none of the Director is disqualified as on 31<sup>st</sup> March , 2010 , from being appointed as Director in term of clause (9) of Sub section (1) 274 of the Companies Act 1956,

**For SHYAM . C . AGRAWAL & CO .  
CHARTERD ACCOUNTANTS**

**Sd/-  
(S. C . AGRAWAL )  
PROPRITOR .**

**PLACE : Mumbai  
DATE : 06-09.2010**

## ANNEXURE TO AUDITORS REPORT

Referred to in paragraph (3) of our report of even date on the accounts of DHOOT INDUSTRIES LIMITED for the year ended 31<sup>st</sup> March 2010.

1. In respect of its Fixed Assets:-

- a) The company has maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets, Fixed Assets were physically verified by the management during the year. In our opinion the period of verification is reasonable having regards to the size of the company and Nature of its assets. No material discrepancies have been on such verification.
- b) According to the information and explanation given to us, the company has not disposed off any Fixed assets, during the year.

2. In respect of Inventories:-

Not applicable.

3. (i) The company has taken unsecured loans from parties covered in the register maintained under section 301 of the companies Act, 1956. the amount outstanding at the end of the year was Rs. 5668910/-.

(ii) The company had not granted unsecured loans to the parties listed in the Register maintained under section 301 of the companies Act, 1956.

(iii) Terms & conditions on which loans have been taken from parties listed listed in the Register maintained under section 301 of the companies Act, 1956 are not prima facie, prejudicial to the interest of the company.

4. in our opinion and according to the information and explanation given to us there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weakness in internal controls.

5. A) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that needed to be entered in to in the Register maintained under section 301 of the companies Act, 1956, have been so entered.

B) In our opinion and according to the information and explanations given to us, the transactions made to in pursuance of contracts or arrangements entered in the Register maintained under section 301 of the companies Act, 1956 and exceeding the value of Rs. 500000/- in respect of any Party during the year have been made

at prices which are responsible having regard to the prevailing market price at the relevant time.

6. The company has not accepted any deposits from the public during the year covered by our Audit report.
7. In our opinion the internal audit system of the company commensurate with the size and nature of its business.
8. As informed to us the maintenance of cost records has not been prescribed by the central Government under section 209(1)(d) of the company Act, 1956 in respect of the activities carried on by the company.
9. According to the records of the Company undisputed statutory dues including provident fund, investor Education and protection fund, Employee state insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanation given to us, no undisputed amount payable in respect of aforesaid dues were outstanding as at 31<sup>st</sup> March, 2010 for a period or more than six months from the date they becoming payable.
10. The company did not issue any debenture during the year.
11. Based on our Audit procedures and according to the information and explanation given to us the company has not defaulted in repayment of dues financial institution and banks.
12. According to the information & explanation given to us the company has not granted loans & advances on the basis of security by way of pledge of shares and other securities.
13. In our opinion, the company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, clause 4(Xiii) of the companies(Auditors Report) order 2003 is not applicable to the company.
14. In our opinion the company has maintain proper records of transaction in respect of dealing in shares during the year and timely entries have been generally made there in all shares have been held by the company in own name.
15. As informed to us, the company has not given any guarantees for loans taken by other from banks or financial institutions.
16. The company has not taken any term loan during the year . Therefore clause 4(xvi) of the companies (Auditors Report ) order 2003 is not applicable.



17. According to information and explanation of the balance sheet of the company we report that no funds raised on short term basis have been used for long term Investment.
18. The company during the year has not made any preferential allotment of shares to parties and companies covered in the registered maintained under section 301 of the companies Act, 1956.
19. According to information and explanations given to us the company has not issued any Debenture during the period covered by our Report. Accordingly the provision of clause (xix) of the order are not applicable to the company
20. The company has not raised any money by way of public issue during the year and therefore paragraph 4 (xix) of the order is not applicable .
21. During the course of our examination of the books and records of the company carried in accordance with the generally accepted auditing practices in India and according to the information and explanation given to us we have neither come across any instance of fraud on or by the company noticed or reported during the year nor have informed of such case by the management.

**For SHYAM . C . AGRAWAL & CO .  
CHARTERED ACCOUNTANTS**

**Sd/-  
(S. C . AGRAWAL )  
PROPRITOR .**

**PLACE : Mumbai  
DATE : 06-09.2010**

**DHOOT INDUSTRIES LIMITED**

**BALANCE SHEET AS ON 31ST MARCH, 2010**

PARTICULARS	SCH	AS AT 31ST MAR 2010 RS.	AS AT 31ST MAR 2009 RS.
<b>SOURCES OF FUND</b>			
<b>SHAREHOLDERS FUND</b>			
SHARE CAPITAL	"A"	37,320,500	37,320,500
RESERVE & SURPLUS	"B"	5,042,169	4,946,392
<b>LOAN FUNDS</b>			
SECURED LOANS	"C"	167,157	417,264
UNSECURED LOANS	"D"	5,668,910	4,595,100
<b>DEFERRED TAX LIABILITY</b>			
		170,828	143,033
		<u>48,369,564</u>	<u>47,422,289</u>
<b>APPLICATION OF FUNDS</b>			
<b>FIXED ASSETS</b>			
GROSS BLOCK	"E"	9,592,844	9,592,844
LESS : DEPRECIATION & SALE		8,905,702	8,765,184
NET BLOCK		<u>687,142</u>	<u>827,660</u>
<b>INVESTMENTS</b>			
	"F"	11,379,838	12,441,000
<b>CURRENT ASSETS, LOANS &amp; ADVANCES</b>			
INVENTORIES	"G"	-	-
SUNDRY DEBTORS		-	-
CASH & BANK BALANCES		2,537,668	487,376
LOANS & ADVANCES		34,980,130	43,959,494
<b>(A)</b>		<u>37,517,799</u>	<u>44,446,870</u>
<b>LESS:</b>			
<b>CURRENT LIABILITIES &amp; PROVISIONS</b>			
CURRENT LIABILITIES	"H"	298,060	9,376,087
PROVISIONS		917,154	917,154
<b>(B)</b>		<u>1,215,214</u>	<u>10,293,241</u>
<b>NET CURRENT ASSETS (A) - (B)</b>		36,302,585	34,153,629
<b>MISCELLANEOUS EXPENDITURE</b>			
(To the extent not written off or adjusted)			
<b>PROFIT &amp; LOSS ACCOUNT</b>			
		-	-
		<u>48,369,564</u>	<u>47,422,289</u>
<b>NOTES TO THE ACCOUNTS</b>			
	"P"		

AS PER OUR REPORT OF EVEN DATE  
FOR SHYAM C. AGRAWAL & CO.  
CHARTERED ACCOUNTANTS

FOR DHOOT INDUSTRIES LTD.

Sd/-  
**SHYAM C. AGARWAL**  
PROPRIETOR  
M.NO. 31774  
MUMBAI:  
DATE : 06/09/2010

Sd/-  
**P.C. DHOOT**  
DIRECTOR      **PUSHPA DHOOT**  
DIRECTOR

**DHOOT INDUSTRIES LIMITED**

**PROFIT & LOSS FOR THE YEAR 31ST MARCH, 2010**

<b>PARTICULARS</b>	<b>SCH</b>	<b>CURRENT YEAR RS.</b>	<b>PREVIOUS YEAR RS.</b>
<b>INCOME</b>			
SALES & OTHER INCOME	"J"	1,232,990	6,588,505
<b>TOTAL</b>		<u>1,232,990</u>	<u>6,588,505</u>
<b>EXPENDITURE</b>			
PAYMENT & PROVISION FOR EMPLOYEES	"M"	432,000	1,158,820
ADMINISTRATIVE & SELLING EXPENSES	"N"	484,696	2,535,943
INTEREST & FINANCIAL CHARGES	"O"	52,204	77,395
DIRECTORS REMUNERATION		-	248,000
DEPRECIATION	"E"	140,518	151,530
		-	-
		1,109,418	4,171,688
		-	-
<b>PROFIT / (LOSS) BEFORE TAX</b>		123,572	2,416,817
INCOME TAX		-	23,140
PROVISION FOR INCOME TAX & FBT		-	802,072
DEFERRED TAX		27,795	(16,197)
<b>PROFIT / LOSS AFTER TAX</b>		<u>95,777</u>	<u>1,607,802</u>
<b>ADD : BAL. AS PER PREVIOUS BALANCE SHEET</b>		2,311,892	704,090
<b>PROFIT AVAILABLE FOR APPROPRIATION</b>		2,407,669	2,311,892
<b>BALANCE CARRIED TO BALANCE SHEET</b>		<u>2,407,669</u>	<u>2,311,892</u>
<b>EARNING PER SHARE</b>		0.03	0.43

NOTES TO THE ACCOUNTS

"P"

AS PER OUR REPORT OF EVEN DATE  
FOR SHYAM C. AGRAWAL & CO.  
CHARTERED ACCOUNTANTS

FOR DHOOT INDUSTRIES LTD.

Sd/-  
SHYAM C. AGARWAL  
PROPRIETOR  
M.NO. :31774  
PLACE :MUMBAI  
DATE : 06/09/2010

Sd/-  
P. C. DHOOT  
DIRECTOR

Sd/-  
PUSHPA DHOOT  
DIRECTOR

SCHEDULE ATTACHED TO FORMING THE PART OF BALANCE SHEET

PARTICULARS		AS AT 31/03/2010	AS AT 31/03/2009
<b><u>SCHEDULE-A</u></b>			
<b>SHARE CAPITAL</b>			
AUTHORISED SHARE CAPITAL			
45,00,000 EQUITY SHARES OF RS. 10/- EACH			
		<u>45,000,000</u>	<u>45,000,000</u>
<b>ISSUED, SUBSCRIBED &amp; PAID UP</b>			
37,32,050 EQUITY SHARES OF RS. 10/- EACH			
		<u>37,320,500</u>	<u>37,320,500</u>
		<u>37,320,500</u>	<u>37,320,500</u>
<b>SCHEDULE -B</b>			
<b>RESERVE &amp; SURPLUS</b>			
<b>1. PROFIT &amp; LOSS A/C</b>			
TRF FROM P & L A/C			
		2,407,669	2,311,892
<b>2. CAPITAL RESERVE</b>			
		2,634,500	2,634,500
		<u>5,042,169</u>	<u>4,946,392</u>
	Total	<u>5,042,169</u>	<u>4,946,392</u>
<b><u>SCHEDULE-C</u></b>			
<b>SECURED &amp; UNSECURED LOANS</b>			
PARTICULARS		AS AT 31/03/2010	AS AT 31/03/2009
<b>SECURED LOAN</b>			
		<u>167,157</u>	<u>417,264</u>
	A	<u>167,157</u>	<u>417,264</u>
<b><u>SCHEDULE-D</u></b>			
<b>UNSECURED LOAN</b>			
		<u>5,668,910</u>	<u>4,595,100</u>
	B	<u>5,668,910</u>	<u>4,595,100</u>
	Total A+B	<u>5,836,067</u>	<u>5,012,364</u>

## DHOOT INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2010

### SCHEDULE - E FIXED ASSETS

PARTICUALRS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	Cost as at 01-04-2009	Addition (Deducti- tion during the year	Cost as at 31/03/2010	As at 01-04-09	For the year	As at 31-03-10	Sale of Assets	As at 31-03-10	As at 31-03-09
FURNITURE & FIXTURE	1,009,231		1,009,231	956,357	52,873	1,009,230	-	1	52,874
COMMERCIAL VEHICLE	1,021,240		1,021,240	1,021,239	-	1,021,239	-	1	1
FACTORY VEHICLE	1,082,355		1,082,355	1,082,354	-	1,082,354	-	1	1
COMPUTERS	619,850		619,850	619,849	-	619,849	-	1	1
AIR CONDITIONERS	98,430		98,430	88,430	4,675	93,105	-	5,325	10,000
GENERATOR	4,888,370		4,888,370	4,888,369	-	4,888,369	-	1	1
FORD FIESTA	873,368	-	873,368	108,586	82,970	191,556		681,812	764,782
<b>TOTAL (RS.)</b>	<b>9,592,844</b>	<b>-</b>	<b>9,592,844</b>	<b>8,765,184</b>	<b>140,518</b>	<b>8,905,702</b>	<b>-</b>	<b>687,142</b>	<b>827,660</b>

SCHEDULE ATTACHED TO FORMING PART OF BALANCE SHEET

PARTICULARS	AS AT 31/03/2010	AS AT 31/03/2009
<b><u>SCHEDULE -F</u></b>		
<b>INVESTMENTS</b>		
<b>INVESTMENTS (LONG TERM-AT COST)</b>		
<b>QUOTED - NON TRADE</b>		
1,800 (PREVIOUS YEAR 1,800) EQUITY SHARES OF RS. 10/- EACH FULLY PAID IN PCI CHEMICALS LIMITED	72,000.00	72,000.00
<b>TRADE</b>		
COMPANY'S FACTORY PREMISES CONSTITUTING 16,77,400(PREVIOUS YEAR 16,77,400) EQUITY SHARES OF RS. 10/- FULLY PAID-UP IN ZENU INFOTEC LIMITED (FORMERLY PRITI RESORTS & HOLDINGS LIMITED)	9,299,000	9,299,000
(A)	<u>9,371,000</u>	<u>9,371,000</u>
<b>UNQUOTED-NON-TRADE</b>	1,508,838	2,570,000
<b>INVESTMENT IN PARTNERSHIP FIRM</b>		
CAP. IN PARTNERSHIP FIRM ARP ENTERPRISES	500,000	500,000
(B)	<u>500,000</u>	<u>500,000</u>
<b>TOTAL A + B</b>	<u><u>11,379,838</u></u>	<u><u>12,441,000</u></u>

**SCHEDULE ATTACHED TO FORMING PART OF BALANCE SHEET**

PARTICULARS	AS AT 31/03/2010	AS AT 31/03/2009
<b>SCHEDULE -G</b>		
<b>CURRENT ASSETS, LOANS &amp; ADVANCES</b>		
<b>CASH &amp; BANK BALANCES</b>		
<b>BANK BALANCE</b>		
CASH & CHEQUE IN HAND	2,534,937	8,646
BANKS IN CURRENT ACCOUNTS	2,731	478,730
	<u>2,537,668</u>	<u>487,376</u>
<b>II. LOANS &amp; ADVANCES</b>		
(CONSIDERED GOODS UNSECURED)		
a. ADVANCE RECOVERABLE IN CASH OR KIND OR FOR VALUE TO BE RECEIVED	30,411,010	43,159,242
b. ADVANCE TAX & TAX DEDUCTED AT SOURCE	1,112,645	796,252
c. SUNDRY DEPOSITS	3,456,475	4,000
	<u>34,980,130</u>	<u>43,959,494</u>
TOTAL	<u>37,517,799</u>	<u>44,446,870</u>

**SCHEDULE ATTACHED TO FORMING PART OF BALANCE SHEET**

PARTICULARS	AS AT 31/03/2010	AS AT 31/03/2009
<b>SCHEDULE -H</b>		
<b>CURRENT LIABILITIES &amp; PROVISIONS</b>		
<b>I. CURRENT LIABILITIES</b>		
a. SUNDRY CREDITORS	298,060	9,376,087
	<u>298,060</u>	<u>9,376,087</u>
<b>II. PROVISIONS</b>		
a. PROVISION FOR TAX	917,154	917,154
( II )	<u>917,154</u>	<u>917,154</u>
TOTAL (I) + (II)	<u>1,215,214</u>	<u>10,293,241</u>

**SCHEDULE ATTACHED TO FORMING PART OF BALANCE SHEET**

<b>PARTICULARS</b>	<b>AS AT 31/03/2010</b>	<b>AS AT 31/03/2009</b>
<b>SCHEDULE - J</b>		
<b>SALES &amp; OTHER INCOME</b>		
SALES INTEREST & OTHER INCOME	1,232,990	6,585,171
DIVIDEND INCOME	-	3,334
	<u>1,232,990</u>	<u>6,588,505</u>
<b>SCHEDULE - M</b>		
<b>PAYMENTS TO AND PROVISION FOR EMPLOYEES</b>		
SALARY, WAGES & BONUS	432,000	1,096,000
STAFF & LABOUR WELFARE	-	62,820
	<u>432,000</u>	<u>1,158,820</u>
<b>SCHEDULE - N</b>		
<b>ADMINISTRATIVE &amp; OTHER EXPENSES</b>		
ELECTRICITY CHARGES	29,280	19,852
RENT	65,760	292,500
TRAVELLING EXP.	-	62,450
CONVEYANCE EXP.	-	46,852
TELEPHONE & TELEX CHARGES	-	88,366
PRINTING & STATIONERY	-	77,520
LEGAL & PROFESSIONAL CHARGES	273,550	141,902
LISTING FEES & REGISTRATION CHARGES	84,591	24,724
ADVERTISEMENT & BUSINESS PROMOTION	-	17,569
ACCOUNTING CHARGES	-	32,500
AUDITORS REMUNERATION	-	
- AUDIT FEES	19,000	19,854
- OTHER MATTERS	-	
OFFICE EXPENSES	-	122,930
CAR INSURANCE	11,522	13,144
PETROL & DIESEL EXP.	-	92,450
LOSS ON SALE OF FIXED ASSETS	-	
COMPUTER CHARGES & MAINT.	-	124,450
COMISSION PAID	-	1,358,880
DEMAT CHARGES	993	
	<u>484,696</u>	<u>2,535,943</u>
<b>SCHEDULE - O</b>		
<b>INTEREST &amp; FINANCIAL CHARGES</b>		
INTEREST ON CAR LOAN	10,005	50,575
BANK CHARGES	42,199	26,820
	<u>52,204</u>	<u>77,395</u>



## **SCHEDULE "P"**

## **SIGNIFICANT ACCOUNTING POLICIES:**

### **1. BASIS OF ACCOUNTING:**

The financial statement has been prepared under the historical cost convention principles and provision of Companies Act, 1956 as consistently adopted by the company.

### **2. FIXED ASSETS:-**

Fixed Assets are shown at historical cost. Intangible assets are recorded at their cost of acquisition. Capital expenditure on assets by the company is reflected as a distinct item in Capital Work-in Progress till the period of completion and thereafter in the Fixed Assets.

### **3. INVESTMENTS:**

Current Investments are valued at lower of cost and fair value determined on an individual basis. Long term investments are carried at cost. Provision is made for diminution, other than temporary, in the value of such investment. Premium paid on long term investments is amortized over the period remaining to maturity.

### **4. INCOME RECOGNITION**

Dividend is recognized on the basis of receipt and other revenues are recorded on the basis of accrual basis.

### **5. DEPRICATION:**

Depreciation is charged on SLM method at the rates specified in Schedule XIV of the Companies Assets costing up to Rs.5000/- are fully depreciated in the year of capitalization.

### **6. MISCELLANEOUS EXPENDITURE:**

Preliminary, Pre Operative and Expenses related to Public issue are to be amortized over a period of ten years.

### **7. CONTIGENT LIABILITIES:**

There are no Contingent liabilities as perceive by the management.

8. The company has investment of Rs. 1,13,79,838/- in quoted shares and unquoted Shares and unquoted shares. The investments are valued at cost. The valuation of Investment has melt down. There is no Provision for the probable loss that may Arise since same is considered as to be temporary in nature.

### **9. TAXATION:**

Deferred Taxation: The Company has accounted for deferred tax in accordance with accounting standard-22"Accounting for Taxes on Income" issued by The council of the Institute of Chartered Accountants of India.

## 10. RELATED PARTY TRANSACTIONS;

Associates:

Zenu Infotech Ltd  
Annanaya Enterprises  
Pankaj Dhoot HUF  
P.C.Dhoot HUF  
Total Investments P. Ltd

Key Management Personnel

Padamchand Dhoot  
Pushpadevi Dhoot  
Pankaj Dhoot  
Anuradha Dhoot  
Pankaj Dhoot

### TRANSACTIONS WITH RELATED PARTIES:

Nature of Transactions	Associates Co.	Key Mgt Personnel
Expenses	NIL	NIL
Remuneration	NIL	NIL
Amount Outstanding		
Unsecured Loans	56,68,910	

## 11 SEGMENT REPORTING (Accounting Standard-17)

The company operates under single business segment of Granites sales & rest major income is Interest.

- There is no earning in Foreign Exchange nor any expenditure in foreign Exchange.
- There are no Sundry Creditors at the end of the year who has registered as Small Scale Industries. Hence relevant information is not applicable.
- Previous year figures have been regrouped, rearranged and recosted to Correspond the figures of the current year.

### EARNING PER SHARE:

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
Number of Shares	37,32,050	37,32,050
Basic & Diluted EPS of Rs.10/- each	0.03	0.43

As per our report of the even date

For: **SHYAM C. AGRAWAL & CO.**

For : **DHOOT INDUSTRIES LTD,**

Sd/-

**SHYAM AGRAWAL**

Proprietor

M. No:-31774

Mumbai

Dated : 06/09/2010

Sd/-

**P.C.DHOOT**  
DIRECTOR

Sd/-

**PUSHPADEVI DHOOT**  
DIRECTOR

**DHOOT INDUSTRIES LIMITED**

**CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET AS AT 31ST MARCH, 2010**

	2009-2010	2008-09
<b><u>CASH FLOW FROM OPERATING ACTIVITIES</u></b>		
Net Profit /(Loss) Before tax PAID and extra ordinary items	123,572	2,416,818
Less : Extra-ordinary items	-	-
	<u>123,572</u>	<u>2,416,818</u>
Adjusted for :		
Depreciation	140,518	151,530
Operating Profit/(Loss)before Working Capital Changes	<u>264,090</u>	<u>2,568,348</u>
Adjusted for :		
Debtors	-	85,000
Creditors	(9,078,027)	1,223,733
Income Tax	-	85,061
<b>NET CASH FROM OPERATING ACTI (A)</b>	<u><u>(8,813,937)</u></u>	<u><u>3,792,020</u></u>
<b><u>CASH FLOW FROM INVESTING ACTIVITIES</u></b>		
Investments	1,061,162	3,645,000
Lonas & Advances	8,979,364	(7,367,282)
<b>NET CASH FROM INVESTING ACTIVITIES (B)</b>	<u><u>10,040,526</u></u>	<u><u>(3,722,282)</u></u>
<b><u>CASH FLOW FROM FINANCING ACTIVITIES</u></b>		
Proceeds from Short Term Borrowings	823,703	(1,106,777)
<b>NET CASH FROM FINANCING ACTIV (C)</b>	<u><u>823,703</u></u>	<u><u>(1,106,777)</u></u>
Net increase in cash & cash equivalent(A+B+C)	2,050,292	(1,037,039)
Opening balance of cash & cash equivalent	487,376	1,523,415
Closing balance of cash & cash equivalent	<u><u>2,537,668</u></u>	<u><u>486,376</u></u>

Notes :

1. Cash & cash equivalent consists of cash/cheques in hand and balance with banks.
2. Figures in brackets represent outflow.
3. Previous year figures have been regrouped/rearranged, wherever considered necessary.

**FOR AND ON BEHALF DHOOT INDUSTRIES LIMITED**

**Sd/-**  
**P.C. DHOOT**  
**DIRECTOR**

**Sd/-**  
**PUSHPA DHOOT**  
**DIRECTOR**

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**Auditors Certificate**

We have examined the above Cash Flow Statement of **M/S Dhoot Industries Limited** for the year end **March 31, 2010**. The statement has been prepared by the Company in accordance with the requirements of the listing agreement with the stock exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by covered by our report of 30th September 2009 to the members of the Company.

**FOR M/S SHYAM C. AGRAWAL & CO.  
CHARTERED ACCOUNTANTS**

Sd/-

**SHYAM C. AGRAWAL**

**PROPRIETOR**

**MEMBERSHIP NO:- 31774**

**MUMBAI:**

**DATE : 6/9/2010**

## M/S DHOOT INDUSTRIES LIMITED

<b>Balance Sheet Abstract and Company's General Business Profile</b>
----------------------------------------------------------------------

**1 Registration Details**

Registration No.  State Code

Balance Sheet Date     
 Date Month Year

**2 Capital Raised during the year (Amount in Rs. Thousands )**

Public Issue

Bonus Issue

Rights Issue

Private Placement

**Position of Mobilisation and Deployment of Funds (Amounts in Rs. Thousands )**

Total Liabilities

Total Assets

**Sources of Funds**

Paid-up Capital

Reserves and Surplus

Deferred Tax Liability

Unsecured Loans

**Application of Funds**

Net Fixed Assets (Incl. CapitalWIP)

Investments

Net Current Assets

Misc. Expenditure

Accumulated Losses

**4 Performance of the Company (Amount in Rs. Thousands)**

Turnover

Total Expenditure

+ - Profit/(Loss)Before Tax + - Profit/(Loss) After Tax

+  +

(Please tick Appropriate box '+ for profit - for loss)

Earning per Share (Rs.)  
(on profit after taxes)

Dividend Rate %

M/S DHOOT INDUSTRIES LIMITED

Balance Sheet Abstract and Company's General Business Profile - Cont'd

5 Generic Names of Three Principal Products / Services of company  
(as per monetary terms )

Item Code No. (ITC Code)

Product Description

2 5 1 6 - 9 0

Granite Slab, Granite Tile

Item Code No. (ITC Code)

Product Description

2 5 1 6 - 9 0

Granite Slab, Granite Tile

As per our report of even date  
For SHYAM AGRAWAL & CO.  
Chartered Accountants

For and on behalf of the Board

Sd/-

SHYAM AGRAWAL  
PROPRIETOR  
MEMBERSHIP NO:- 31774

Sd/-

PADAM CHAND  
DHOOT  
DIRECTOR

Sd/-

PUSHPADEV  
DHOOT  
DIRECTOR

Place : Mumbai

Place : Mumbai  
Date : 06/09/2010

**DHOOT INDUSTRIES LIMITED**  
**REGD. OFFICE: Shop No. 4, Prathmesh Leela, Opp. Donbosco School,**  
**New Link Road, Borivali (W.), Mumbai - 400 092.**

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**ATTENDANCE SLIP**

Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company at Regd. Office of the Company on Thursday, 30<sup>th</sup> September, 2010 at 04.00 p.m.

\_\_\_\_\_  
Name of the Shareholder

\_\_\_\_\_  
Signature

Folio No. \_\_\_\_\_

\_\_\_\_\_  
(Full name of Proxy)

Note: No Duplicate Attendance Slip will be issued at the meeting hall. You are requested to bring your copy of Annual Report to the Meeting.

------(TEAR HERE)-----

**DHOOT INDUSTRIES LIMITED**  
**REGD. OFFICE: Shop No. 4, Prathmesh Leela, Opp. Donbosco School,**  
**New Link Road, Borivali (W.), Mumbai - 400 092.**

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**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 vote for me/us on my our  
behalf at the 25<sup>th</sup> ANNUAL GENERAL MEETING of the Company to be held at Regd. Office of the  
Company, on Thursday, 30<sup>th</sup> September, 2010 and at any adjournment thereof.

Signed this..... day of ....., 2010.

Reg. Folio No.....

No. of Shares .....

REVENUE  
STAMP

**Note: This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.**