ALAN SCOTT INDUSTRIES LIMITED

12th Annual Report 2005-2006

BOARD OF DIRECTORS

MR. SOKETU PARIKH

MS. ASMITA J. PARIKH

MR. K. K. GOVINDAN NAIR

(CHAIRMAN & MANAGING DIRECTOR)
(EXECUTIVE DIRECTOR)
(DIRECTOR)

REGISTERED OFFICE

38, APURVA INDUSTRIAL ESTATE,
MAKWANA ROAD, MAROL NAKA,
ANDHERI (EAST),
MUMBAI - 400 059.

BANKERS

ORIENTAL BANK OF COMMERCE KARUR VYSYA BANK LTD.

AUDITORS

JAYESH DADIA & ASSOCIATES
CHARTERED ACCOUNTANTS

REGISTRARS AND TRANSFER AGENTS

INTIME SPECTRUM REGISTRY LTD.
C-13, PANNALAL SILK MILLS COMPOUND
'..B.S.MARG, BHANDUP (W),
MUMBAI - 400 078.

TEL: 5555 5454.FAX: 5555 5353

DEMAT FACILITY

AVAILABLE TO CO'S SHAREHOLDERS ISIN NO. INE273F01014

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWELFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ALAN SCOTT INDUSTRIES LIMITED WILL BE HELD ON FRIDAY, THE 29TH SEPTEMBER, 2006 AT 11.00 A.M. AT 38, APURVA INDUSTRIAL ESTATE, MAKWANA ROAD, OFF ANDHERI KURLA ROAD, MAROL NAKA, ANDHERI (EAST), MUMBAI – 400 059, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Balance Sheet as on 31st March 2006 and Profit & Loss Account for the year ended on that date and Report of the Auditors and Directors thereon.
- 2. To appoint a Director in place of Mr. Soketu Parikh who retires by rotation and being eligible offers herself for re-appointment.
- 3 To appoint auditors in place of Jayesh Dadia & Associates, Chartered Accountants, Mumbai as Auditors of the Company, to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

Place : Mumbai

BY ORDER OF THE BOARD OF DIRECTOR.

Date: 07/09/06

SOKETU PARIKH (MANAGING DIRECTOR)

Registered Office

38, Apurva Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400 059

NOTES :-

- A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hrs before the Meeting.
- 2. The Register of Members and Share Transfer Books of the Company will remain Closed from 28th September, 2006 to 30th September, 2006 (both days inclusive)
- 3. Members are requested to intimate any change in their address to the Company's Registrars and Shares Transfer Agents, M/s Intime Spectrum Registry Ltd., at the earliest quoting their folio numbers.
- 4. Members desirous of obtaining any information concerning accounts and operations of the Company, are requested to address their questions in writing to the Board of Directors of the Company, at least 7 days before the date of the Meeting, so that the Information required may be made available at the Meeting.
- 5. Members should bring their copies of Annual Reports to the Annual General Meeting. Copies will not be distributed at the meeting as measure of economy.
- 6. The members who have not yet exchanged their Counter Receipts with Share Certificates are hereby requested to hand over/submit the same at the Office of Registrar and Transfer Agents of the Company at the earliest.
- The Company's shares are already traded in dematerialized from under NSDL. The ISIN No. Allotted by NSDL is INE273F01014. Members are requested to avail these facilities. The Company is in the process to register its script's under CDSL.

- 8. Members holding more than one Share Certificate in the same/under different ledger folios are requested to apply for the consolidation of such folios and send the relevant Share Certificates to the Registrars, M/s. Intime Spectrum Registry Ltd., C-13, Pannalal Silk Mills Compound, L.B.S.Marg, Bhandup (W), Mumbai 400 078.
- Details of the Directors retiring by rotation and seeking re-appointment (in pursuance of Clause 49 of the Listing Agreement)

Name of Director	Mr.Soketu Parikh
Date of Birth	06.08.1957
Date of Appointment	22.02.1994
Qualification	Commerce Graduate from Bombay University.
	Post Graduate from State University of New York
List of Other Directorship held	NIL
Chairman/Member of the Committees of the Board of Directors of the Company.	Chairman of Share Transfer Committee Chairman of Audit Committee
Chairman/Member of of the Committee(s) of Board of Directors of other Companies in which she is a Director.	NIL

SHAREHOLDER INFORMATION

The Company's securities are listed at the following Stock Exchange:

The OTC Exchange of India 92, Maker Towers "F", Cuffe Parade, Mumbai – 400 005

The Company has paid Annual Listing fees to the above Stock Exchange for the Financial Year 2006-2007.

Place: Mumbai Date: 07/09/06 BY ORDER OF THE BOARD OF DIRECTORS

SOKETU PARIKH (MANAGING DIRECTOR)

Registered Office

38, Apurva Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400 059

DIRECTOR' REPORT

The Members.

Alan Scott Industries Ltd.

The Board of Directors have pleasure in presenting the Eleventh Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2006

FINANCIAL RESULTS

	2005-06 Rs. (Lakhs)	2004-05 Rs. (Lakhs)
Gross Turnover		
(Including other Incomes)	374.90	82.55
Profit /(Loss) before interest,		
Depreciation and Tax	51.89	(18.67)
Less: Financial Charges	9.51	2.44
Profit /(Loss) before depreciation & Tax	42.38	(21.11)
Less: Depreciation	21.87	6.47
Profit /(Loss) before tax	20.51	(27.58)
Add: Provision for Deferred Tax written back	16.29	(7.78)
Less fringe Benefit Tax	1.03	` _
Prior year / Extra Ordinary Expense	1.12	0.70
Profit /(Loss) after tax	34.65	(20.50)
Profit /(Loss) brought forward from		` '
Previous Year	(61.04)	(40.54)
Balance carried to Balance Sheet	(26.39)	(61.04)

DIVIDEND

In view of the unabsorbed losses of the earlier years, your Directors express their inability to recommend dividend for the financial year 2005-2006

ODED ATION 9

The company has signed consent terms with Delta Galil Industries Limited and has exited from manufacturing activity of socks in the joint venture plant set up with Delta Galil Industries Limited (Israel).

The New India Assurance Company Limited lost the case against Alan Scott Industries Limited under Arbitration mutually agreed upon and appointed by both parties Arbitration award has been issued on 13th June, 2006 for payment of interest and outstanding principal amount. The award has been 3-0 in the favour of Alan Scott Industries Limited. The matter is being pursued with The New India Assurance Company Limited for the payment of the amount due to us.

PUBLIC DEPOSITS

The Company has neither invited not accepted any deposits in contravention of section 58A of the Companies Act, 1956 and the Rules made there under during the year under review.

OBSERVATION IN THE AUDITORS' REPORT

The observation made by the Auditors in their Report have been duly clarified / explained in their report or in the relevant Notes forming, part of the Annual Accounts, which are self explanatory and do not need any further clarification. Further as regard Auditors observation for internal Audit system the Board is taking appropriate steps to strengthen the same.

PERSONNEL

Our company's human resources have been playing a vital role in achieving organization objectives. The company's growth and progress is the result of hard work and devotion of all the employees. None of the employees of the company was in receipt of remuneration in excess of the limits prescribed u/s 217(2A) of the Companies Act, 1956.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the companies Act, 1956, the Directors affirm that;

- (i) in the preparation of the Annual Accounts of the company, the applicable Accounting standard have been followed:
- (ii) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2006 and the Profit & Loss Account for the year ended on that date;
- (iii) the Directors have taken proper and sufficient care for the maintenance 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:
- (iv) the Directors have prepared the Annual Accounts on a going concern basis.

DIRECTORS

As require under corporate governance, the brief particulars of Directors retiring by rotation as under:

Mr. Soketu Parikh was appointed as a Director w.e.f. 22.02.1994.

The Board recommends his appointment

1.46

PARTICULARS U/S 217 (1) (e) OF THE COMPANIES ACT, 1956.

As required u/s 217-(1) of the companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rule, 1988 the relevant information is given below:

A CONSERVATION OF ENERGY

Po	wer & Fuel Consumption:		
1)	ELECTRICITY	2005-06	2004-05
	a) Purchase Units Amount (Rs.) Rate / Unit (Rs.)	798416 31,43,594 3.93	223904 7,75,359 3.46
	b) Own Generated Units Total Oil consumed Total Amount (Rs.) Rate / Unit (Rs.)	Nil Nil Nil	Nil Nil Nil
2)	STEAM GENERATOR:		
	a) Consumed Keep Total Oil consumed Rate / kg (Rs)	Nil Nil Nil	Níl Níl Nil
3)	PER UNIT OF CONSUMPTION PRODUCTION		
	Products (with details) unit Socks		

B RESEARCH & DEVELOPMENT

Electricity

The company has no specific Research and Development Department.

C FOREIGN EXCHANGE EARNING / OUT GO

11.68 lacs Pairs (0.24 lacs pairs PY)

يعنه	2005- Rs. (Lakh	
Total Foreign Exchange earned Total foreign exchange outgo For Expenses For Training For Travel For Machinery For Component Spares	0.	NÎI NÎI NÎI NÎI NÎI NÎI

AUDITORS

The Auditors of the Company, M/s. Jayesh Dadia & Associates, Chartered Accountant, Mumbai, retire at the ensuing Annual General Meeting and being eligible u/s 224 (1B) of the Companies Act, 1956, have expressed their willingness to continue the Auditors of the Company, if appointed. The Directors recommend their appointment as the Auditors of the Company.

CORPORATE GOVERNANCE

Your company is required to comply with the code of corporate governance as mandated by the SEBI, Under Clause 49 of the Listing Agreement with the OTC by 31.03.2003. The Board has already initiated measures to insure that the code is complied with.

Pursuant to Clause 49 of the Listing Agreement with the OTC Exchange, a Management Discussion and Analysis. Corporate Governance Report and Auditor's Certificate regarding compliance of condition of corporate Governance are made a part of the Annual Report. A note on the Company's efforts to discharge its social responsibility is also included.

ACKNOWLEDGEMENT

The Directors take this opportunity to thank all the employees for their contribution to the Company's performance during the year under review. The Directors place on record their appreciation for assistance and support from various Government Agencies, Bankers and Financial Institution.

The Directors also express their gratitude to the Shareholders of the Company for their continuous support to the management.

BY ORDER OF THE BOARD OF DIRECTORS

Sd/-SOKETU PARIKH (CHAIRMAN)

1.86

PLACE: MUMBAI DATE: 07/09/06

AUDITOR'S REPORT

TO, THE MEMBERS OF ALAN SCOTT INDUSTRIES LIMITED.

- 1. We have audited the attached Balance Sheet of ALAN SCOTT INDUSTRIES LIMITED as at 31st March. 2006 and also Profit and Loss Account 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) (Amendment) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act,1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- Further to our comments in the Annexure referred to 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 purpose of our Audit;
 - (ii) In our opinion, proper books of accounts as required by the law have been kept by the company as appears from our examination of the books;
 - (iii) The Balance Sheet and the Profit and Loss Account dealt with by this report are in agreement with the books of account;
 - (iv) In our opinion, the Balance Sheet and the Profit and Loss Account dealt with by this Report comply with the Accounting Standards referred to in sub section (3C) of Section 211 of the Companies Act, 1956.
 - (v) On the basis of representations received from the Directors as on 31st March 2006 and taken on record by the Board of Directors, we report that none of the director is disqualified as on 31st March 2006 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act,1956;
 - (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act,1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) In case of the Balance Sheet, of the state of affairs of the company as at 31st March2006; and
 - (b) In case of the Profit and Loss account, of the Profit for the year ended on that date.
 - (c) In case of the Cash Flow Statement, of the cash flows for the year ended on that date

For Jayesh Dadia & Associates, Chartered Accountants.

Jayesh Dadia Partner M.No.: 033973

Mumbai, Dated: 7th September, 2006

ANNEXURE TO THE AUDITOR'S REPORT (Referred to in paragraph 3 of our report of even date)

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- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets:
 - (b) As informed to us all the assets have been physically verified by the Management during the year at reasonable intervals and no material discrepancies were noticed on verification;
 - (c) During the year, the company has not disposed off a substantial part of the Fixed Assets;
- (ii) (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 - (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of business.
 - (c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) In respect of loans, secured or unsecured, granted or taken by the by the company to / from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956:
 - (a) The Company has granted interest free loan, to one company listed in the register maintained under Section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.7.11 lacs and the balance at the year end was Rs.6.41 lacs.
 - (b) In our opinion and according to the information and explanation given to us, the terms and conditions on which loan have been given are not prima-facie, prejudicial to the interest of the company.

- (c) As the loans given by the company are repayable on demand the question of overdue amounts does not arise.
- (d) The Company has taken Interest free loans from six parties covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.37.67 lacs and the balance at the year end was Rs.19.57 lacs.
- (e) In our opinion and according to the information and explanation given to us, the terms and conditions on which loan have been taken are not prima-facie, prejudicial to the interest of the company.
- (f) In our opinion the Company is regular in repaying the principal amounts as stipulated.
- (iv) In our opinion and according to the information and explanations given to us, there are is no adequate internal control system commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services.
- (v) In our opinion, and according to the information and explanation given to us the company has not entered into any transactions for the purchase and sale of goods and services, with companies, firms or other parties listed in the register maintained under section 301of the Companies Act, 1956 and aggregating during the year to Rs.500,000/- or more in respect for each party.
- (vi) The company has not accepted any deposits from the Public and consequently, the directives issued by the Reserve Bank of India, the provisions of section 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the Rules framed there under are not applicable. As regards unsecured loans from Shareholders, the company has complied with the provisions of section 58A of the Companies Act, 1956 and the rules made there under.
 -) In our opinion, the Internal audit system is not commensurate with the size of the company's operations and the nature of its business and needs to be strengthened.
- (viii) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 in respect of the services carried out by the Company.
- (ix) (a) According to the records of the company and information and explanation given to us undisputed statutory dues including provident fund, Income tax, Wealth Tax, Service Tax, Sales Tax, Custom Duty, ESIC and other material statutory dues applicable to it have generally been regularly deposited with the appropriate authorities though the delays in deposit have not been serious.
 - (b) According to the information and explanation given to us, there are no dues outstanding on account of dispute.
- (x) The company has accumulated losses at the end of the financial year, which is not more than 50% of its net worth, after taking into consideration the amount Deferred Tax Asset. The company has incurred cash losses during the financial year covered by our audit and whereas the company did not incur any cash losses in the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (xii) According to the information and explanations given to us the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and any other securities.
- (xiii) The provisions of any special statute applicable to a chit fund, nidhi, mutual benefit or a society are not applicable to the Company.
- (xiv) According to the information and explanation given to us, the company has not done any dealing in shares, securities, debentures and other investments.
- (xv) According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from bank or any financial institutions.
 - i) According to the information and explanation given to us, the company has not obtained any term loans during the year.
- (xvii)According to the Cash Flow Statement and the records examined by us and according to the information and explanation given to us, on overall basis, funds raised on short term basis have, prima facie, not been used during the year for long term investment and vice versa.
- (xviii)According to the information and explanation given to us, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- (xix) According to the information and explanation given to us, the company has not issued any debentures during the year.
- (xx) According to the information and explanation given to us, The company has not raised any money by way of public issues during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit;

For Jayesh Dadia & Associates, Chartered Accountants.

> Jayesh Dadia Partner M.No.: 033973

Mumbai, Dated: 7th September, 2006

BALANCE SHEET AS AT 31ST MARCH, 2006

SOURCES OF FUNDS		Rs.	March 2006 Rs.	Rs.	March 2005 Rs.
SHAREHOLDER'S FUNDS				•	
Share Capital	"A"		32,637,000		32,637,000
LOAN FUNDS					
Secured Loans	"B"		1,918,694		7,792,731
Unsecured Loans	"C"		1,957,510		3,767,363
TOTAL			36,513,205		44,197,093
APPLICATION OF FUNDS					
FIXED ASSETS Gross Block Less: Depreciation	"D"	31,092,612 2,272,799		42,519,519 2,325,855	
Net Block			28,819,814		40,193,664
Deferred Tax Asset			9,795,895		8,166,738
CURRENT ASSETS, LOANS AND ADVANCES					
Inventories Sundry Debtors	"E" "F"	4,965,376 1,886,462		2,760,993 3,747,398	
Cash and Bank Balances	"G"	15,080,207		3,555,124	
Loans, Advances & Deposits	"H"	3,156, 90 7		17,676,955	
		25,088,952		27,740,469	
Less: CURRENT LIABILITIES AND PROVISIONS Current Liabilities Provisions	4]*	29,013,666 816,568		37,389,936 618,196	
Net Current Assets		29,830 ,234	(4,741,282)	38,008,132	(10,267,663)
MISCELLANEOUS EXPENDITUR (to the extent not written off or adjusted)	E "J"		- -		_
PROFIT AND LOSS ACCOUNT D	EBIT BALANCE		2,638,778		6,104,354
TOTAL		*	36,513,205		44,197,093
SIGNIFICANT ACCOUNTING POL	ICIES "S"				
AND NOTES TO ACCOUNTS					
As per our report of even date atta	ched				
For Jayesh Dadia & Associates Chartered Accountants			or and on behalf lan Scott Indust	tries Limited	
sd/- Jayesh Dadia Partner			sd/- soketu Parikh Managing Director		Parikh
Mumbai, Dated : 7th September, 2	2006		, <u> </u>		

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2006

SC	CHEDULES	Year ended March'2006 Rs.		Year ended March'2005 Rs.
INCOME				
Sales	"K"	22,285,926		5,203,276
Other Income	"L"	15,204,387		3,051,578
Increase In Finished Goods	"M"	(1,234,967)		1,636,835
TOTAL		36,255,346		9,891,688
EXPENDITURE				
Cost of Materials consumed	"N"	17,090,819		5,660,963
Manufacturing Expenses	"O"	8,450,152		1,158,417
_mployees Remuneration	•			•
and Benefits	"P"	476,608		840,992
Administrative ,Selling				
and General Expenses	"Q"	5,047,732	•	4,098,267
Interest and Financial Charges	"R"	950,909		243,502
Depreciation		2,187,720	*	647,242
TOTAL		34,203,940		12,649,383
NET PROFIT/(LOSS) FOR THE YEAR .		2,051,406		(2,757,695)
Prior Period Expenditure		111,988		70,031
		1,939,418		(2,827,726)
Provision Fringe Benefit Tax		103,000		· -
Less: Deferred Tax Asset Asset (Net)		1,629,157		777,425
Add : Deferred Tax Asset Asset (Opening) Balance brought forward from the		-		7-
previous year		(6,104,353)		(4,054,053)
BALANCE CARRIED TO BALANCE SHEET		(2,638,778)	1, 1	(6,104,354)
Weighted Average number of equity shares outstanding during the year.		3,263,700		3,263,700
Basic and diluted earnings (loss) per share (in Rs.)		0.59		(0.84)
SIGNIFICANT ACCOUNTING POLICIES AND	"S"			
NOTES ON ACCOUNTS				

As per our report of even date attached

For Jayesh Dadia & Associates Chartered Accountants sd/-

Jayesh Dadia

Partner

Mumbai, Dated: 7th September, 2006

For and on behalf of the Board of Alan Scott Industries Limited sd/- sd/-

Soketu Parikh Managing Director Asmita Parikh Director

	As at 31st March,2006 Rs.	As at 31st March,2005 Rs.
SCHEDULE "A"		
SHARE CAPITAL		
AUTHORISED 50,00,000 Equity Shares of Rs.10 each	50,000,000	50,000,000
ISSUED, SUBSCRIBED AND PAID UP		
32,63,700 Equity Shares of Rs.10 each, fully paid up.	32,637,000	32,637,000
TOTAL	32,637,000	32,637,00
SCHEDULE "B"	<u></u>	
SECURED LOANS		
Temporary Loan from Global Trust Bank Ltd J.V.P.D. Branch, Mumbai (Against lien of fixed	• ·	165,497
deposit of Directors) HDFC Bank Car Loan	685,817	1,007,789
ICICI Bank Car Loan	•	805,218
(Against Hypothecation of Motor Cars) Weizmann Homes Ltd	•	10,552
(Against Hypothecation of Air Conditioners)	•	
DCB Loan A/c (Against Hypothecation of Stock in trade and Receivables)	• .	1,152,366
Karur Vysya bank facilities CC A/c (Against Hypothecation of Stock in trade and Receivables)	48,006	178,688
Packing Credit (Against Hypothecation of Stock in trade and Receivables)	•	912,275
Bill Discounting (Against Hypothecation of Export Bills)	•	3,560,346
Term Loan	1,184,871	-
TOTAL	1,918,694	7,792,731
SCHEDULE "C"		. =====================================
UNSECURED LOANS	•	•
From	•	
A Director Shareholders	463,035 1,494,475	1,895,888 1,871,475
TOTAL	1,957,510	3,767,363

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SCHEDULE ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2006

SCHEDULE "D"

FIXED ASSETS:

	GROSS BL	OCK (At Cos	CK (At Cost) DI			ECIATION		NET BLOCK		
DESCRIPTION OF	As At 1st April' 2005	Additions	Deduc- tions	As At 31st	April' 2005	During the Year	Adjust- ments	As at 31st March'2006	As at 31st	As at 31st March'2005
	Rs.	Rs.	-Rs.	Rs.	Ra.	Rs.	Rs.	Rs.	Rs.	Rs.
INFRASTRUCTURE	8,327,241	976,348	9,303,589	-	69,532	423,475	493,007	-	-	8,257,709
BRANDNAME & GOODWILL	1,350,000	-	_	1,350,000	_	-	_		1,350,000	1,350,000
COMPUTERS	113,288	-	<u> </u>	113,288	30,288	18,364	_	48,652	64,636	83,000
ELECTRICAL INSTALLATIONS	475,080	-	475,080	-	42,006	29,578	71,584	_	-	433,074
AIR CONDITIONER	-	22,787		22,787	-	996	-	996	21,791	-
FURNITURE & FIXTURE	696,070	:: <u>-</u>	696,070	_	75,651	43,337	118,988	-	-	620,419
MOTOR CAR	3,176,484	391,740	_	3,568,224	407,841	302,888	-	710,729	2,857 ,495	2,768,643
OFFICE EQUIPMENTS	11,120	-	11,120	-	1,120	520	1,640	_	-	10,000
PLANT & MACHINERY	3,294,463	-	3,294,463	-	1,401,642	153,915	1,555,557	_	-	1,892,821
PLANT & MACHINERY (SPARES)	6 60, 65 0	962,540	-	1,623,190	7,845	73,993	-	81,838	1,541,352	652,805
PLANT & MACHINERY (IMP)	24,415,123	-	_	24,415,123	289,930	1,140,654	_	1,430,584.00	22,984,539	24,125,193
TOTAL	42,519,519	2,353,415	13,780,322	31,092,612	2,325,855	2,187,720	2,240,776	2,272,799	28,819,814	40,193,664
PREVIOUS YEAR	6,756,602	35,762,917	-	42,519,519	1,678,613	647,242	_	2,325,855	40,193,664	5,077,989

	As at 31st March,2006 Rs.	As at 31st March,2005 Rs.
SCHEDULE "E"		
INVENTORIES (As taken, valued & certified by the Managing Director)		
Raw Materials (At lower of Cost or Net Realisable value Packing Materials (At lower of Cost or Net Realisable value Finished Goods (At lower of Cost or Net Realisable value)	alue) 64,789	784,935 109,732 1,866,326
TOTAL	4,965,376	2,760,993
SCHEDULE "F"		
SUNDRY DEBTORS		
(Unsecured, Considered good for which the company holds no other security except debtors personal security and Subject to confirmation)	,	
Debts outstanding for a period		50.000
exceeding six months Other Debts	1, 886,462	66,238 3,681,159
TOTAL	1,886,462	3,747,398
SCHEDULE "G"		
CASH AND BANK BALANCES		
Cash on hand	755,433	522,597
Balances with Scheduled Bank: In Current Accounts	12,691,024	111,277
In Deposit Account	1,633,750	2,921,250
TOTAL	15,080,207	3,555,124
SCHEDULE "H"		-
LOANS, ADVANCES & DEPOSITS		
(Unsecured, Considered good for which the company holds no other security other than the personal security and subject to confirmation)		
Loans to a Body Corporate	640,606	3,443,981
Advance Payment of Taxes Deposits	81,342 1,422,726	59,122 2,055,527
Insurance claim receivable	855,498	11,901,632
Interest Accrued on FD	151,077	92, 89 3
DEPB receivable	· •	113,801
Advances recoverable in cash or in kind or for value to be recovered	5,657	10,000
TOTAL	3,156,906	17,676,955

		As at 31st	As at 31st
		March,2006 Rs.	March,2005 Rs.
SCHEDULE "I"			
CURRENT LIABILITIES AND PROVISI	ONS		
CURRENT LIABILITIES			
Sundry Creditors		28,979,129	29,267,261
Advances against Infrastructre sale		-	8,122,675
DCB OD AS Per Books		34,537	•
Provisions		713,568	618,196
Provision Fringe Benefit Tax		103,000	-
	TOTAL	29,830,234	38,008,132
SCHEDULE "K"			
SALES			
Manufacturing Sale		830,505	1,647,010
Trading Sale		747,414	-
Export		20,708,007	3,556,266
	TOTAL	22,285,926	5,203,276
SCHEDULE "L"			
OTHER INCOME			
Interest on F. D.		223,811	157,347
Foreigh Exchange Fluctuation		123,738	1,588
Miscellaneous Income		561,835	662,077
DEPB License		299,896	113,801
Compensation		13,995,107	-
Sundry Balances Written off		-	2,116,765
	TOTAL	15,204,387	3,051,578
SCHEDULE "M"			
INCREASE / (DECREASE) IN FINISHE	D GOODS		
Opening Stock of Finished Goods		1,866,326	229,492
Less: Closing Stock of Finished Goods		631,359	1,866,326
	TOTAL	(1,234,967)	1,636,834

	As at 31st	As at 31st
	March,2006	March,2005
	Rs.	Rs.
SCHEDULE "N"		
COST OF MATERIALS CONSUMED		
Raw Materials		
Opening Stock	784,935	137,776
Add: Purchases	19,901,373	5,908,402
	20,686,308	6,046,178
Less : Closing Stock	4,269,228	784,935
	16,417,080	5,261,243
Packing Material		
Opening Stock	109,732	185,016
Add : Purchases	628,796	324,436
	738,528	509,452
Less: Closing Stock	64,789	109,732
	673,739	399,720
TOTAL	17,090,819	5,660,963
SCHEDULE "O"		
MANUFACTURING EXPENSES		
Stores and Spares consumed	407,188	39,802
Washing Charges '	312,457	
Job Work Charges	2,371,577	314,943
Transportation Charges	96,336	80,837
Power Consumption	3,143,594	149,835
Factory Rent	2,119,000	573,000
TOTAL	8,450,152	1,158,417
SCHEDULE "P"	<u></u>	
EMPLOYEES REMUNERATION AND BENEFITS		
	102.050	41C E00
Salaries, Wages and Allowances Director's Remuneration	102,050	416,500
	180,000	330,000
Company's contribution to Provident and other funds	5,289	12 002
Gratuity	151,644	13,903
Staff Welfare Expenses	37,625	80,589
TOTAL	476,608	840,992

	As at 31st	As at 31st March,2005
	March,2006 Rs.	march,2003 Rs.
SCHEDULE "Q"		
ADMINISTRATIVE ,SELLING AND		
GENERAL EXPENSES		
Rent,Rates & Taxes	223,473	118,512
Insurance	62,797	63,664
Printing & Stationery	68,380	64,688
Travelling & Conveyance Expenses	274,714	312,794
Communication Expenses	327,644	122,820
Profession tax	2,560	5,000
Office Expenses	123,889	80,724
Repairs & Maintenance (Machinery)		4,300
Repairs & Maintenance (Others)	243,706	1,000
Vehicle Running Expenses(Mot,car)	323,582	110,532
Legal & Professional Fees	197,597	23,528
Auditor's Remuneration	39,284	38,570
	210,634	•
Freight & Forwarding Expenses Advertisement and Sales Promotion	2,664	191,733
ECGC Premium		7,600
•	11,737	2,805
Commission ,Discount and Brokerage	13,559	75,641
Sales Tax	40	57,177
Computer Maintenance	18,707	17,243
Preliminary and Pre-operative Expenses W/off	•	6,004
Insurance Claim not recoverable	-	2,598,368
Business Promotion Expenses	-	87,916
Membership & Subscription	22,473	61,403
Loss on Sale of assets	1,484,546	-
Sundry Bal W/O	1,340,463	-
Postage and Courier	55,324	46,928
Share Issue Expenses W/Off	-	318
TOTAL	5,047,732	4,098,267
SCHEDULE "R"	· · · · · · · · · · · · · · · · · · ·	
INTEREST AND FINANCIAL CHARGES		
Interest	440.700	40.00
On Fixed Loans	140,738	40,034
Others	167,281	14,902
Bank Charges	642,889	188,566
TOTAL	950,909	243,502

SCHEDULE 'S'

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH,2006.

A) SIGNIFICANT ACCOUNTING POLICIES

a) BASIS OF ACCOUNTING:

The Financial statements are prepared on the historical cost convention on the going concern basis and in accordance with generally accepted accounting principles.

b) FIXED ASSETS:

Fixed Assets are stated at cost less accumulated depreciation. Cost includes the acquisition cost and any cost attributable to bringing the assets to working condition for its intended use.

c) DEPRECIATION:

Depreciation on fixed Assets is provided at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956 on straight –line method. Cost of gooodwill & brand is not amortised.

d) INVENTORIES:

- Raw material & Packing Materials are valued at Cost or Net Realisable Value whichever is lower.
- ii) Stores & Spares are valued at Cost.
- iii) Finished Goods are valued at Cost or Net Realisable value whichever is lower.
- iv) Trading Goods are valued at Cost or Net Realisable value whichever is lower.

Cost of Inventories are determined on FIFO Basis.

e) RETIREMENT BENEFITS:

Liability in respect of gratuity has been provided on estimated basis.

Leave Encashment benefit or retirement is accounted for as and when paid.

f) SHARE ISSUE / PRELIMINARY / PRE-OPERATIVE EXPENSES:

Share Issue, Preliminary and Pre-operative expenses are amoritsed equally over a period of 10 years.

g) SALES

Sales are net of returns, discount and exclusive of sales tax.

B) NOTES ON ACCOUNTS

- 1) During the previous year 2004-05 the company has entered into an agreement with M/s. Delta Galil Industries Limited; (DGIL) to produce 6 million pairs of socks at the facilities created at Silvassa industrial zone. The said agreement was validly terminated during current year 2005-06 as per the CONSENT TERMS signed between the DGIL and the company. As per the Consent Term the entire facility at Silvassa Industrial Zone (SIZ) is required to be handed over to Delta Galil Industries Limited.
 - a) During the year, as a part of Consent Terms, Major Part of the facilities at SIZ were transferred to DGIL along with the related liabilities.

- b) Certain part of the Plant and Machines at SIZ which are required to be transferred as part of Consent Terms will be transferred after obtaining the permission from DGFT. These Assets are shown in Books of Account as at 31/03/2006 along with their related Liabilities.
- c) As per the Consent Terms mentioned above the Company has received compensation of USD 2,82,663/- equivalent to Rs 1,24,78,500/- which is credited to Profit and Loss account under the head Miscellaneous Income
- 2) Total Outstanding dues to small scale Industrial undertakings as on 31st March, 2006 Rs NIL (Previous Year Rs.12,77,157/-). Name of the small scale industrial undertakings to whom the company owes a sum outstanding for more than 30 days are as under;

	SR. N	NAME OF PARTY	AMOUNT (Rs.)		
			2005-06	2004-05	
	1)	Dolly Packers	Nil	15,000/-	
	2)	Flexo yarns Pvt. Ltd.	. Nil	4,58,509/-	
	3)	Oceanic Nets Pvt. Ltd.	Nil	2,06,167/-	
	4)	Triace	Nil	1,63,995/-	
	5)	Unifly Rubber Yarn Ltd.	Nil	4,33,486/-	
		Total	Nil	12,77,157	
3)	Contingent Liabilities Counter guarantees in respect		2005-2006	2004-2005	
			Nil	Rs.5,000/-	

- Of bank Guarantees issued
- Balance of Debtors, Creditors, Unsecured Loans and Advances to body corporate are subject to confirmation and Reconciliation.
- 5) In the opinion of the Management, the Current Assets, Loans and Advances are valued at the amount which can be realized in the ordinary course of business.
- 6) Sales Tax is paid on the basis of returns filed. Liability if any is provided as and when the assessments are completed.
- 7) Secured Loans:

During the year company has taken various bank facilities from Karur Vysya Bank, against hypothecation of Stock, Receivables.

- 8) Details of Research & Development Costs:
 - Expenditure on Research and Development activities as certified by the Management is Rs. Nil.(Including Capital Expenditure Rs. Nil)
- 9) No Provision of income tax has been made in the accounts, as there is no tax liability for the year due to carried forward of the past accumulated losses.
- 10) The Amount of Advances to body corporate includes Rs.6.41 (Previous Year Rs 7.11) from a company under the same management.

11) In Accordance with the Accounting Standard 22 "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the Company has accounted for deferred taxes during the period. Following are the major components of deferred tax (assets) / Liabilities:

the period. Following are the major components of deferred tax (assets) / Liabilities:

	As at	As at	Debit/ (Credit)
31st	March, 2005	31st March, 2006	for the year
Deferred Tax Liabilities			
(i) Related to Fixed Assets	16,69,238	18,76,018	2,06,780
TOTAL - A	16,69,238	18,76,018	2,06,780
o.) Deferred Tax Assets			
(i) Unabsorbed depreciation loss	49,86,973	64,09,350	14,22,377
(ii) Unabsorbed business loss	48,49,003	48,49,003	
TOTAL - B	98,35,976	1,12,58,353	14,22,377
.) Provision for deferred tax (net)	81,66,738	97,95,895	16,29,157

- 12) As the Company's business Activity falls within a single primary business segment viz "Socks" the disclosure requirement of Accounting Standard 17" Segment Reporting" issued by the Institute of Chartered Accountants of India, is not applicable.
- 13) Previous years figures have been regrouped /reclassified wherever necessary to with current year's figures.
- 14) Related party disclosure
 - a) Relationship:

Key Managerial Persons and their relatives

- i) Soketu Parikh
- ii) Praggnaa Parikh
- iii) Asmita Parikh
- iv) Jay Parikh
- v) Mukti Parikh

Enterprises in which relatives of directors are interested

- i) Concord Capital Pvt. Ltd.
- b) Transactions carried out with related parties referred above

Directors Remuneration

Rs.1,80,000

Salary

Rs. 84,000

Rent

Rs.1,20,000

- 15) Additional Information pursuant to the Provision of Paragraph 3, 4C and 4D of the Schedule VI of the Companies Act, 1956 is enclosed in annexure to the notes.
 - a) Details of Opening Stock, Production , Sales and Closing Stock of Manufactured Goods
 - i) Production :-

UNIT		2005-06	2004-05
Installed Capacity	No of Pairs	12,000,000	12,000,000
Production - Socks	No of Pairs	1,168,542	416,088

ii) Opening Stock, Sales, Closing Stock :-

DESCRIPTION	UNIT	OPENI	NG STOCK		LES	CLOSIN	G STOCK
		QTY	VALUE	QTY	VALUE	QTY	VALUE
			Rs.	·	Rs.		Rs.
Socks	Pairs	1,29,999	18,66,326	12,54,999 2	,22,85,926	43,542	6,31,359
		(13,700)	(101,100)	2,99,789 (52,03,276) ((1, 29,999)(18,66,326)

b) Raw material and packing material consumed

			2005-06		2004-05	
Item	Unit	Qty	Value	Qty	Value	
Yarn	Kgs	76,832	1,63,48,885	28,606	46,57,624	
Elastic	Kgs	4,645	1,86,201	1,040	6,03,619	
Cartons & Labels		_	6,28,796	-	3,99,720	
Total			1,71,63,882		56,60,963	

Note: Figures in the bracket in respect of previous year. All raw material consumed are from indigenous sources.

2004-05	2005- 06		
Rs.	Rs.		
		C.I.F. Value of imports	d)
NIL	9,64,440	Plant / Stores and Spares	
		Earning in Foreign exchange	e)
35,57,854	2,08,31,745	F.O.B. value of exports	
		Compensation	
NIL	1,24,78,500	(Refer Note No 1(C) in Notes to Accounts)	
		Expenditure in foreign currency	f)
NIL	67,425	Traveling	
1,80,000	1,80,000	Managing Directors Remuneration	g)
		Auditors Remuneration	h)
10,000	20,000	Audit Fees	
5,000	15,000	Tax Audit Fees	
1,200	4,284	Service Tax	
16,200	39,284	•	

As per our report of even date attached

E		lava	-h	Dadi	- 2	Acc	ociates	
r	·or.	Jave:	sn.	Daoi	ia o.	ASS	ociates	

Chartered Accountants

sd/-

Jayesh Dadia
Partner

ai tirioi

Mumbai, Dated: 7th September, 2006

For and on behalf of the Board of

Alan Scott Industries Limited

sd/-

sd/-

Soketu Parikh

Asmita Parikh

Managing Director

Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH' 2006

			2005-06 Amount Rs.		2004-05 Amount Rs.
A.	Cash Flow From Operating Activities				
	Net Profit Before Tax and Extraordinary item :	; -	2,051,406		(2,757,695)
	Adjustment for:				
	Depreciation	2,187,720		647,242	
	Other Income	(15,204,387)		(3,051,578)	
	Loss on Sale of Fixed Assets	1,484,546		* - 4	
	Misc.Expenditure W/off			6,322	
	Interest	950,909		243,502	
			(10,581,212)		(2,154,512)
			(8,529,806)		(4,912,207)
	Operating Profit before Working Capital Charg	ges			
	Adjustment for:				
	(Increase) / Decrease in Trade Receivables	1,860,936		(1,971,659)	
	(Increase) / Decrease in Loan and Advances	14,520,048		(2,246,958)	
	(Increase) / Decrease in Inventories	(2,204,383)		(2,208,709)	
	Increase / (Decrease) in Trade Payables	(8,376,270)		33,369,915	
	Increase / (Decrease) in Provisions	95,372		297,371	
	•		5,895,703		27,239,960
	Cash generated from Operations		(2,634,103)		22,327,754
	Cash Flow before Extraordinary items		(2,634,103)		22,327,754
	Prior Year Expenses	(111,987)		(70,031)	
	Extra Ordinary items	•		· -	
			(111,987)		(70,031)
	Net Cash Flow from operating activity		(2,746,090)		22,257,723
В.	Cash Flow From Investing Activities				
	Purchase of fixed assets	(2,353,415)		(35,762,917)	
	Sale of fixed assets	11,539,546		-	
	Loss on Sale of Fixed Assets	(1,484,546)		-	
	Income from other activities .	15,204,387		3,051,578	
			22,905,972		(32,711,339)
	Net Cash used in investing activities		22,905,972		(32,711,339)

_	Cook Flow From Financian Antivision		
C.	Cash Flow From Financing Activities		
	Increase in		
	Increase / (Decrease) in Long term borrowing	(5,874,036)	6,065,899
	Increase / (Decrease) in Unsecured Loans	(1,809,852)	658,981
	Interest paid	(950,909)	(243,502)
		(8,634,798)	6,481,378
	Net cash flow from financing activities	(8,634,798)	6,481,378
	Net Increase/ (Decrease) in cash and other equivalents	11,525,084	(3,972,238)
	(A+B+C)		
	Cash and cash equivalents		
	Opening Balance	3,555,124	7,527,362
	Cash and cash equivalents		
	Closing Balance	15,080,207	3,555,124
	Increase / (Decrease) in Cash equivalents	11,525,084	(3,972,238)

Note: Previous year's figures have been regrouped/rearranged to confirm to the current year's presentation, wherever necessary.

On behalf of the Board

MUMBAI	SOKETU PARIKH	ASMITA PARIKH
DATED 7th September, 2006	MANAGING DIRECTOR	DIRECTOR

AUDITORS CERTIFICATE

We have examined the above cash flow statement of M/S ALAN SCOTT INDUSTRIES LIMITED for the year ended 31st March, 2006. The statement has been prepared by the company in accordance with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report of even date.

For Jayesh Dadia & Associates
Chartered Accountants

Jayesh Dadia
Partr
M.NO::03397 •

MUMBAI

DATED: 7th September, 2006

Statement Pursuant to Part IV of Schedule VI to the Companies Act, 1956 Balance sheet abstract and company's General Business profile

1	1 Registration Details	•	
	Registration No. 76732	State Code	11
	Balance Sheet Date 31/ 03/ 2006		
	Date Month Year		
2		•	
_	Public Issue	Right Issue	
			ד
	Bonus Shares	Private Placeme	J ent
		_	7
3	3 Position of Mobilization and Deployment of Funds (Amour	it in Rs. Thousands)	J
•	Total Liabilities	Total Assets	
	36,513	36,513	7
	Sources of Funds		 ,
	Paid up Capital	Reserves & Surp	dus
	32,637	NIL NIL	7
	Secured Loans	Unsecured Load	us L
	1,919	1,957	 T
	Application of Funds		J
	Net Fixed Assets	Investments	
	28,820	NIL	1
	Net Current Assets	Misc. Expenditu	re J
	5,054	NIL	 7
	Accumulated Losses		
	2,639		
4			
-	Turnover (Gross Revenue)	Total Expenditu	re
	36,255	34,204	i i
	Profit/Loss before tax	Profit/Loss before	tax
	2,051	2,051	1
	Earning per share in Rs	Dividend	J
	0.59	NIL	ן
5	5 Generic Names of Three Principle Products/service of com		_ Terms):
	Item Code No . (ITC Code) 61151100	Product Description	SOCKS
	On behal	f of the Board	
	·	I/-	sd/-
) (AITA DADIKU
			MITA PARIKH)

ALAN SCOTT INDUSTRIES LIMITED

38, Apurva Industrial Estate, Makwana Road, Off Andheri Kurla Road, Maroi Naka, Andheri (East), Mumbai-400 059

L.F.No.	
Client ID No. DP ID No.	
No. of	
Shares held	

ATTENDANCE SLIP

I/We hereby record my/our presence at the Twelfth Annual General Meeting of the Company to be held at 38, Apurva Industrial Estate, Makwana Road, Off Andheri Kurla Road, Marol Naka, Andheri (East), Mumbai-400 059, on Monday, the 29th September, 2006 at 11.00 A.M.

NAME OF THE SHAREHOLDER (IN BLOCK LETTERS)	
SIGNATURE OF THE SHAREHOLDER	
NAME OF THE PROXY (IN BLOCK LETTERS)	
SIGNATURE OF THE PROXY	

NOTES:

- 1. You are requested to sign and hand over this slip at the entrance.
- If you intend to appoint a proxy to attend the meeting instead of yourself, the proxy form must be deposited at the Registered Office of the Company at 38, Apurva Industrial Estate, Makwana Road, Off Andheri Kurla Road, Marol Naka, Andheri (East), Mumbai-400 059 not less than 48 hours before the time for holding the meeting.
- If you are attending the meeting in person or by proxy, your copy of the Annual Report may please be brought by you/your proxy for reference at the meeting.

ALAN SCOTT INDUSTRIES LIMITED

38, Apurva Industrial Estate, Makwana Road, Off Andheri Kurla Road, Marol Naka, Andheri (East), Mumbai-400 059

L.F.No.	
Client ID No. DP ID No.	
No. of Shares held	

FORM OF PROXY

I/Weof	in the district of
being a member/members of the above named company he	reby appoint
of in the district of	or failing him
of in the district ofon my/our behalf at the Twelfth Annual General Meeting of t	as my/our proxy to vote for me/us the Company to be held on Monday, the 29th
September,2006 and at any adjournment thereof.	Affix 1
Signed thisday of2006.	Affix 1 Rupee revenue Stamp

NOTE:

The proxy form must be deposited at the Registered Office of the Company at 38, Apurva Industrial Estate, Makwana Road, Off Andheri Kurla Road, Marol Naka, Andheri (East), Mumbai-400 059 not less than 48 hours before the time for holding the Meeting.

BOOK-POST

To.

If undelivered, please return to:

Alan Scott Industries Limited

38, Apurva Industrial Estate, Makwana Road, Off Andheri Kurla Road, Marol Naka, Andheri (East), Mumbai-400 059

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