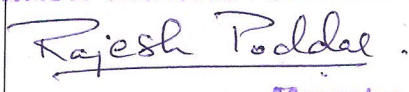
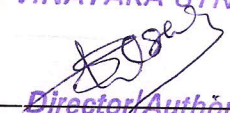




FORM A

1	Name of the Company:	Swasti Vinayaka Synthetics Ltd.
2	Annual financial statements for the year ended	31st March, 2014
3	Type of Audit observation	Un-qualified
4	Frequency of observation	Whether appeared first time / repetitive / since how long period N.A
5	To be signed by- Mr.Rajesh Kumar Poddar Managing Director Mr.S.C. Desai CEO Sanjay Raja Jain & Co. Auditor of the company Mr.Sanjiv Rungta Audit Committee Chairman	Signature(s) <i>For SWASTI VINAYAKA SYNTHETICS LTD.</i>  Managing Director <i>For SWASTI VINAYAKA SYNTHETICS LTD.</i>  Director/Authorised Signatory For SANJAY RAJA JAIN & CO.  Partner <i>For SWASTI VINAYAKA SYNTHETICS LTD.</i>  Director/Authorised Signatory



SWASTI VINAYAKA SYNTHETICS LIMITED

32ND ANNUAL REPORT 2013-14



Lord Ganesh Temple - Tarapur Plant

Swasti Vinayaka's Corporate Philosophy

*As a responsible member
of the society,*

Swasti Vinayaka is committed to:

*Providing the highest quality products
at the lowest possible price to its
valued customer.*

*Maintaining steady growth in
revenues and profits.*

*Providing continuing employment to
associates and reasonable returns to
shareholders.*

■ **BOARD OF DIRECTORS:**

Ramprasad Poddar
Chairman

Rajesh Kumar Poddar
Managing Director

Dinesh Kumar Poddar
Sanjiv Vishwanath Rungta
Nirmal Kumar Jain
Piyush Shah
Rakesh Garodia
Directors

■ **REGISTERED OFFICE:**

CIN: L99999MH1981PLC024041
J-15, M.I.D.C., Tarapur, Boisar,
Dist. Thane, Maharashtra – 401506.

■ **CORPORATE OFFICE:**

306, Tantia Jogani Industrial Estate,
J.R. Boricha Marg, Lower Parel,
Mumbai – 400011.
Tel.: 022-4344 3555
Fax: 022-23071511
E-mail : contact@swastivinayaka.com
investors@svgcl.com
Website : www.swastivinayaka.com

■ **BANKERS:**

HDFC Bank Ltd.

■ **AUDITORS:**

Sanjay Raja Jain & Co.,
Chartered Accountants.

■ **SOLICITORS AND LEGAL ADVISORS:**

Kanga & Company

■ **WORKS:**

J-15, M.I.D.C., Tarapur,
Boisar, Dist. Thane,
Maharashtra – 401506.

3-5, Dewan & Sons Industrial
Complex, Village Aliyali, Palghar,
Dist. Thane, Maharashtra – 401404.



Swasti Vinayaka Synthetics Limited
32nd Annual Report 2013-2014

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32ND ANNUAL GENERAL MEETING

Date : 27th September, 2014
Time : 11.00 A.M.
Venue : J-15, M.I.D.C., Tarapur, Boisar,
Dist. Thane, Maharashtra - 401506.

REGISTRARS & TRANSFER AGENTS:

Bigshare Services Pvt. Ltd.,
E/2, Ansa Industrial Estate, Sakivihar Road,
Sakinaka, Andheri (E),
Mumbai – 400 072.

Tel No. : 022 - 4043 0200

Fax No. : 022 – 2847 5207

E-Mail : investor@bigshareonline.com

NOTICE TO THE MEMBERS

NOTICE is hereby given that the 32nd Annual General Meeting of the Members of Swasti Vinayaka Synthetics Limited will be held on Saturday, September 27, 2014 at 11.00 A.M. at the Registered Office of the Company at J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane, Maharashtra – 401506 to transact the following Business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014 and the Profit and Loss Account for the year ended on that date together with the Directors' and Auditors' Report thereon.
2. To declare dividend.
3. To appoint a Director in place of Mr. Dinesh Poddar (Din-00164182), who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint auditors and to fix their remuneration.

"RESOLVED THAT in accordance with section 139 of the Companies Act, 2013, and the Rules under chapter X (including any statutory modification(s) or re-enactment thereof), the retiring auditors M/s. Sanjay Raja Jain & Co, Chartered Accountants, (FRN No. 120132W) Mumbai be and is hereby re-appointed as the auditors of the Company till the conclusion of the next Annual General Meeting and the Board of Directors/ Audit Committee of the Company be and is hereby authorized to fix their remuneration."

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and remuneration of Managerial personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Members be and is hereby accorded to the appointment of Mr. Rajesh Poddar (DIN 00164011), who was appointed as a "Managing Director" with remuneration for the period of Five years, w.e.f. 1st January, 2014 on such terms and conditions as contained in the agreement to be entered between the Company and Mr. Ramprasad Poddar, a draft whereof is placed before the meeting and for the purpose of identification is superscribed by the Chairman hereof.

RESOLVED FURTHER THAT Mr. Rajesh Poddar shall not be liable to retire by rotation during his tenure as Managing Director of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for the purpose of giving effect to this Resolution."

6. To consider and if thought fit, to pass with or without modification, the following Resolution as a Special Resolution.

"RESOLVED THAT in supersession of the Ordinary resolution passed by the members in the Annual General Meeting of the Company held on August 30, 2008 in terms of provisions of Section 293(1)(d) of the Companies Act, 1956, the consent of the Company be and is hereby accorded pursuant to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, to the Board of Directors to borrow (excluding temporary loans obtained from the Banks in the ordinary course of business) for the purpose of the business of the Company, such sum(s) of money (in foreign currency or Indian rupee) from time to time with or without security on such terms and conditions as the Board of Directors may deem fit, notwithstanding that the money or monies to be borrowed by the Company together with the money already borrowed and remaining outstanding at any time may exceed the aggregate of the paid up capital and free reserves of the Company provided however that the money or monies to be borrowed by the Company together with the money already borrowed shall not, at any time exceed Rs.100 Crores (Rupees One Hundred Crores Only)."

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and companies (appointment and qualification of directors) Rules, 2014 made there under (including any statutory modification(s) or re-enactment thereof) read with Schedule IV of the Companies Act, 2013, Mr. Piyush Shah (Din- 02333557), Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from September 27, 2014."

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and companies (appointment and qualification of directors) Rules, 2014 made there under (including any statutory modification(s) or re-enactment thereof) read with Schedule IV of the Companies Act, 2013, Mr. Nirmal Jain (Din- 00894735), Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from September 27, 2014."

9. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and companies (appointment and qualification of directors) Rules, 2014 made there under (including any statutory modification(s) or re-enactment thereof) read with Schedule IV of the Companies Act, 2013, Mr. Sanjiv Rungta (Din- 00381643), Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from September 27, 2014."

10. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and companies (appointment and qualification of directors) Rules, 2014 made there under (including any statutory modification(s) or re-enactment thereof) read with Schedule IV of the Companies Act, 2013, Mr. Rakesh Garodia (Din- 00143438), Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from September 27, 2014."

**By the Order of the Board
For Swasti Vinayaka Synthetics Ltd.**

Ramprasad Poddar
(Chairman)

Registered Office:

J-15, M.I.D.C., Tarapur, Boisar,
Dist. Thane, Maharashtra – 401506.

Place : Mumbai

Date : 30th May, 2014

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 PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and Share Transfer Books will remain closed from Saturday, 20th September, 2014 to Saturday, 27th September, 2014 (Both days inclusive).
3. Dividend, if declared, shall be disbursed to the members:-
 - a) Whose name appears as Beneficial Owners as at the end of business hours on 19th September, 2014 as per the list to be furnished by National Securities Depository Limited and Central Depository Services (India) Ltd. in respect of the shares held in electronic form.
 - b) Whose names appears as Members in the Register of Members of the Company after giving effect to valid transfers in physical form lodged with the Company or Registrar and Share Transfer Agents on or before 19th September, 2014.
4. The explanatory statement as required pursuant to provisions of section 102 of the companies act, 2013 is annexed herewith.
5. Shareholders seeking any information with regard to accounts are requested to write to the company at least 10 days before the meeting so that the information is made available by the management at the day of the meeting.
6.
 - i) Members holding shares in physical form are requested to immediately intimate any change in their residential address to Bigshare Services Pvt. Ltd, E/2, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (East), Mumbai – 400 072. Registrars and transfer agent of the company, so that change could be effected in the register of members before closure.
 - ii) Members who are holding shares in demat mode are requested to notify any change in their residential address, bank a/c details and/ or email address immediately to their respective depository participants.
 - iii) The government took a 'green initiative in corporate governance' in 2011 by allowing the companies to service the documents to its members through electronic mode. Accordingly, the company sends all communication including the notice along with annual report in electronic form to all members whose email Ids are registered with the company/ depository participant(s) unless a specific request for hard copy has been requested.
 - (iv) Members are requested to update their email Id's with the company in the enclosed form for receiving the notices and other documents at their email address.

Explanatory Statement

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statements set out all the material facts relating to the business mentioned below:

ITEM NO 5:

Mr. Rajesh Poddar whose previous appointment as Managing Director ended on 31st December, 2013 was re-appointed as Managing Director for the period of five years w.e.f. January 01, 2014.

With applicability of provisions with regard to the appointment of Managing Director under Companies Act, 2013 with effect from April 1, 2014, member's approval is required under the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013.

The following information of appointments are as follows:

I. GENERAL INFORMATION:

- a) Nature of Industry: Textile & Garment.
- b) Date of commencement of commercial production: March 1981.
- c) Foreign investments or collaborations: Not Applicable

II. INFORMATION ABOUT THE APPOINTEE:

a) Background details:

Mr. Rajesh Poddar 45 years old is a Bachelor in Industrial Engineering by qualification. He was appointed as Director of the Company on 1st January, 2006. Mr. Rajesh Poddar whose previous appointment as Managing Director ended on 31st December, 2013 is reappointed w. e. f. January 01, 2014 as Managing Director for a period of five years effective from 1st January 2014 up to 31st December 2019. The draft agreement between the Company and Mr. Rajesh Poddar for his reappointment contains inter alia the following terms and conditions.

b) Past remuneration:

Last drawn salary by the Managing Director was Rs. 75000 per month.

c) Job profile and his suitability:

The Managing Director would have the authority to oversee and implement the day-to-day operations of the Company. Managing Director will also be responsible for formulating the policies and strategies in consent with the Board of Directors of the Company. The appointee has clear vision and foresight to work for the prosperity and success of the company. The Managing Director has immense capacity for hard work, interpersonal skills, extraordinary ability for analytical thinking and positive attitude.

(i) Salary: Rs. 75,000/- (Rupees Seventy Five thousand only) per month.

(ii) Perquisites and allowances:

- (a) In addition to the salary, the Managing Director shall also be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance, together- with reimbursement of expenses or allowances for utilities such as gas, electricity, water furnishing and repairs; medical reimbursement, club fees and leave travel concession for himself and his family, medical insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors and the Managing Director. Such perquisites and allowances will be subject to the ceilings as specified in Schedule V.
- (b) For the purpose of calculating the above ceiling, perquisites and allowances shall be evaluated as per Income-tax Rules, wherever applicable; in the absence of any such Rules, perquisites and allowances shall be evaluated at actual cost, Provision for use of the Company's car for official duties and telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.
- (c) Company's contribution to Provident Fund and Superannuation or Annuity Fund, to the extent these either singly or together are not taxable under the Income Tax Act, gratuity payable as per the rules of the Company and encashment of leave at the end of the tenure, shall not be included in the computation of limits for the remuneration or perquisites aforesaid.
- (d) The total remuneration including salary, perquisites, allowances (other than exempted perquisites and allowance) and other monetary benefits shall not exceed the maximum ceiling of Rs. 125,000/- per month

(iii) Minimum Remuneration:

Notwithstanding anything to the contrary herein contained,

Where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary perquisites and allowances as specified above.

(iv) General Terms & Conditions:

- a) The terms and conditions of the said appointment and/or agreement may be altered and varied from time to time by the Board as it may in its discretion deem fit, within the minimum amount payable to Managing Director in accordance with Schedule V to the Companies Act 2013 or any amendments made hereafter in this regard.

- b) The Agreement may be terminated by either party giving the other party six months' notice or the company paying six months remuneration in lieu of such notice.
- c) If at any time the Managing Director ceases to be a Director of the Company for any cause whatsoever, he shall cease to be the Managing Director of the Company.

III. OTHER INFORMATION:

- a) Reasons for loss or inadequate profits:

The company has made profits during the current financial year and is also paying dividends for the last four consequent years. However the profits are inadequate to pay desired remuneration to the appointee.

In accordance with the provisions of Section 197 of the Companies Act, 2013, the terms of remuneration specified above are now being placed before the Members in Annual General Meeting for their approval.

The draft Agreement between the Company and Mr. Managing Director is available for inspection by the members of the Company at the Registered Office of the Company between 11.00 am. and 1.00 p.m. on any working day till the Annual General Meeting of the Company.

Your directors recommend passing of this Ordinary resolution

None of the directors except Mr. Ramprasad Poddar, Mr. Dinesh Poddar and Mr. Rajesh Poddar are interested parties in the passing of the said resolution.

ITEM NO 6:

In view of the Company's diversification plans and to avail more opportunities in areas in which your Company is proposed to engage, it is necessary to increase the limits of borrowing powers in excess of paid-up capital and free reserves of the Company.

According to the provisions of Section 180 (1) (c) of the Companies Act, 2013 it is necessary to obtain prior approval of the shareholders by passing a special resolution authorizing the Board to borrow in excess of the paid-up capital and free reserves. The Board of Directors, accordingly, recommends the Special Resolution as set out in the Notice for approval of the shareholders.

In order to meet the requirements of funds for the diversification plans, and general corporate purposes, the Company may borrow monies by way of terms loan/working capital limits including issue of securities comprising of Bonds/ Debentures/ Warrants from Financial Institutions/ Lenders/ Bankers/ Trustees/ Agents and Others.

None of the Directors and any key managerial person and their relatives is considered to be concerned or interested party in the aforesaid Special resolution.

ITEM NO 7:

Mr. Piyush Shah, 38 years old is having more than 21 years of business experience. His continuation on the Board will be an asset to the Company.

Mr. Piyush Shah has been an Independent Director under listing agreement on the Board of the Company since 2008. With the enactment of the Companies Act, 2013 ('Act') it is now incumbent upon every listed company to appoint 'Independent Directors' for a term of 5 consecutive years as defined in section 149(6) of the Act and ensure that at least 1/3rd of the total number of directors are Independent Directors. The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that Mr. Piyush Shah fulfills the conditions specified in the Act and companies (appointment and qualification of directors) Rules 2014 made under chapter XI to be eligible to be appointed as Independent Director pursuant to the provisions of section 149 of the Act. The Board of Directors of your Company is also of the opinion that Mr. Piyush Shah is independent of the management of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Piyush Shah as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Piyush Shah as an Independent Director pursuant to provisions of section 149 read with schedule IV of the Act for the approval by the shareholders of the Company. In terms of provisions of section 149(13) of the Act, Mr. Piyush Shah shall not be liable to retire by rotation. Except Mr. Piyush Shah, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested party, financial or otherwise, in the resolution set out at Item No. 7. This statement may also be regarded as a disclosure under clause 49 of the listing agreement with the Stock Exchanges.

ITEM NO 8:

Mr. Nirmal Jain, 55 years old is having more than 35 years of business experience. His continuation on the Board will be an asset to the Company.

Mr. Nirmal Jain has been an Independent Director under listing agreement on the Board of the Company since 2008. With the enactment of the Companies Act, 2013 ('Act') it is now incumbent upon every listed company to appoint 'Independent Directors' for a term of 5 consecutive years as defined in section 149(6) of the Act and ensure that at least 1/3rd of the total number of directors are Independent Directors. The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that Mr. Nirmal Jain fulfills the conditions specified in the

Act and companies (appointment and qualification of directors) Rules 2014 made under chapter XI to be eligible to be appointed as Independent Director pursuant to the provisions of section 149 of the Act. The Board of Directors of your Company is also of the opinion that Mr. Nirmal Jain is independent of the management of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Nirmal Jain as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Nirmal Jain as an Independent Director pursuant to provisions of section 149 read with schedule IV of the Act for the approval by the shareholders of the Company. In terms of provisions of section 149(13) of the Act, Mr. Nirmal Jain shall not be liable to retire by rotation. Except Mr. Nirmal Jain, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested party, financial or otherwise, in the resolution set out at Item No. 8. This statement may also be regarded as a disclosure under clause 49 of the listing agreement with the Stock Exchanges.

ITEM NO 9:

Mr. Sanjiv Rungta, 51 years old is B.Com by qualification. He is having more than 25 years of experience in Financial Accounting. His continuation on the Board will be an asset to the Company.

Mr. Sanjiv Rungta has been an Independent Director on the Board of the Company since 2008. With the enactment of the Companies Act, 2013 ('Act') it is now incumbent upon every listed company to appoint 'Independent Directors' for a term of 5 consecutive years as defined in section 149(6) of the Act and ensure that at least 1/3rd of the total number of directors are Independent Directors. The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that Mr. Sanjiv Rungta fulfills the conditions specified in the Act and companies (appointment and qualification of directors) Rules 2014 made under chapter XI to be eligible to be appointed as Independent Director pursuant to the provisions of section 149 of the Act. The Board of Directors of your Company is also of the opinion that Mr. Sanjiv Rungta is independent of the management of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Sanjiv Rungta as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Sanjiv Rungta as an Independent Director pursuant to provisions of section 149 read with schedule IV of the Act for the approval by the shareholders of the Company. In terms of provisions of section 149(13) of the Act, Mr. Sanjiv Rungta shall not be liable to retire by rotation. Except Mr. Sanjiv Rungta, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested party, financial or otherwise, in the resolution set out at Item No. 9. This statement may also be regarded as a disclosure under clause 49 of the listing agreement with the Stock Exchanges.

ITEM NO 10:

Mr. Rakesh Garodia, 50 years old is B.Com by qualification. He is having more than 31 years of experience in Financial Accounting. His continuation on the Board will be an asset to the Company.

Mr. Rakesh Garodia has been an Independent Director on the Board of the Company since 2008. With the enactment of the Companies Act, 2013 ('Act') it is now incumbent upon every listed company to appoint 'Independent Directors' for a term of 5 consecutive years as defined in section 149(6) of the Act and ensure that at least 1/3rd of the total number of directors are Independent Directors. The Board of Directors of your Company, after reviewing the provisions of the Act, are of the opinion that Mr. Sanjiv Rungta fulfills the conditions specified in the Act and companies (appointment and qualification of directors) Rules 2014 made under chapter XI to be eligible to be appointed as Independent Director pursuant to the provisions of section 149 of the Act. The Board of Directors of your Company is also of the opinion that Mr. Rakesh Garodia is independent of the management of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Rakesh Garodia as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Rakesh Garodia as an Independent Director pursuant to provisions of section 149 read with schedule IV of the Act for the approval by the shareholders of the Company. In terms of provisions of section 149(13) of the Act, Mr. Rakesh Garodia shall not be liable to retire by rotation. Except Mr. Rakesh Garodia, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested party, financial or otherwise, in the resolution set out at Item No. 10. This statement may also be regarded as a disclosure under clause 49 of the listing agreement with the Stock Exchanges.

By the Order of the Board
For Swasti Vinayaka Synthetics Ltd.

Ramprasad Poddar
(Chairman)

Registered Office:

J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane,
Maharashtra – 401506.

Place : Mumbai

Date : 30th May, 2014

DIRECTOR'S REPORT

To
The Members,

We are delighted to present the 32nd Annual Report on our business and operations for the year ended 31st March, 2014.

1. FINANCIAL RESULTS HIGHLIGHTS:

(` In Lacs)

SR. NO.	PARTICULARS	31.03.2014	31.03.2013
1.	Revenue		
	i. From Operations	1559.91	1610.42
	ii. Other Income	2.42	3.168
	Total	1562.34	1613.58
2.	Less: Expenses		
	i. Employee Benefit Expenses	59.60	72.02
	ii. Financial Cost	18.01	24.88
	iii. Depreciation	33.97	35.92
	iv. Other Expenses	1354.01	1362.43
	Total	1465.59	1495.25
3.	Profit Before Tax (1-2)	96.75	118.33
4.	Less: Tax Expense		
	i. Current Year	52.48	39.8
	ii. Earlier Years Tax	-	(0.00603)
	iii. Deferred Tax	2.76	1.92
5.	Profit After Tax (3-4)	47.02	80.45
6.	Prior Year Adjustment	-	-
7.	Net Profit	47.02	80.45
8.	Balance Carried from previous year	3.05	(21.45)
9.	Amount Available for appropriation	50.08	59.00
10.	Appropriations:		
	i. Dividends	42.00	35.00
	ii. Tax on Dividends	7.14	5.95
	iii. Transfer to Reserve	0	15.00
11.	Balance Carried to Balance Sheet	0.94	3.05
12.	Basic and diluted EPS (Rs)	0.07	0.11

2. DIVIDEND:

We are pleased to announce that your Board of Directors has recommended dividend of 0.06 paise per equity share of Re. 1/- each (6%) aggregating Rs. 42.00 Lacs for the year ended on 31st March, 2014.

3. OPERATIONS AND FUTURE PROSPECTS:

During the period under review the profit after tax (PAT) stood at 47.02 Lacs (Previous Year Rs. 80.45 Lacs), a decline of 41.55% on annualized basis as compared to last financial year. The reversal of the performance by such large percentile though cause for concern revealed the fragile state of economy reflected in the share market indicators. However, all investment strategy is based upon long term growth and there is much to be optimistic on long term perspective. We are hopeful to reap the benefits of high growth rate of economy provided the inflation is reined in urgently.

Thank you shareholders for your continued support and trust in Swasti Vinayaka Synthetics Limited and its management team, which we cherish and value from the bottom of our hearts.

4. DIRECTORS:

Mr. Dinesh Poddar (Din-00164182) retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment.

Mr. Rajesh Poddar (DIN 00164011), reappointed as a "Managing Director" with remuneration for the period of Five years at the ensuing Annual General Meeting.

Mr. Sanjiv Rungta (Din- 00381643), Mr. Nirmal Jain (Din- 00894735), Mr. Piyush Shah (Din- 02333557) and Mr. Rakesh Garodia (Din- 00143438) reappointment as Independent Directors for a term of 5 years at the ensuing Annual General Meeting.

5. DIRECTOR'S RESPONSIBILITY STATEMENT:

The Directors state that: -

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.
- ii. The Directors had selected such accounting policies and applied them consistently and made judgment 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 covered under this Report and of the profits of the Company for the year.
- iii. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Directors had prepared the annual accounts on a going concern basis.

6. FIXED DEPOSITS:

The Company has not accepted/ renewed any Fixed Deposits from the Public within the meaning of section 58A of the Companies Act, 1956.

7. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

Information in accordance with the provisions of Sections 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosures of Particulars in the Report of Board of Directors) Rules 1988, the relevant data pertaining to conservation of energy, technology absorption and foreign exchange earnings and outgo are given in the Annexure forming part of this report.

8. CORPORATE GOVERNANCE:

A separate section on Corporate Governance forming a part of the Directors' Report and a Certificate from the Practicing Company Secretary confirming Compliance of Corporate Governance norms as stipulated in Clause 49 of the Listing Agreement with the Bombay Stock Exchange is included in the Annual Report.

Your company has been practicing the principle of good Corporate Governance over the years. The Board of Directors supports the broad principles of Corporate Governance. In addition to the basic governance issues, the Board lays strong emphasis on transparency, accountability and integrity.

9. MANAGEMENT DISCUSSION AND ANALYSIS:

a. Corporate Overview:

Swasti Vinayaka Synthetics Limited (SVSL) is a leading textile and branded apparel company having its corporate office in Mumbai.

SVSL was originally incorporated as a private limited company in the year 1981 with the name "Rajesh Synthetics Ltd". It changed its name to "Swasti Vinayaka Synthetics Ltd" on 10th September, 1999. Till 1989, SVSL was a part of the Siyaram Group. Progressively, it went on to build its own brand "Vinayaka".

b. Overview of the Economy:

After a moderate year 2012-13 which witnessed a turbulent business environment the succeeding year 13-14 continued to battle with the harsh economic condition. According to the latest estimate, Indian economy grew by 4.7% in the FY 2014. Despite a good monsoon, the manufacturing indices had declined. Consumer sentiments remained subdued for most part of FY 2014.

The year started with optimism as your company reduced its expenses with the view to enhance its profits, but as it progressed, your company had to face various challenges like inflation, decelerating growth which worsened investment climate and impacted consumer sentiments. The global economic environment was confronted with geo-political instability, Eurozone sovereign debt crisis, fluctuating global commodity prices. Eurozone grapples with its debt crisis while US economy is expected to continue its slow recovery.

The new political environment of the country promises for a bullish trend in the country's long term growth potential. The changing mind set of the ever growing middle class population ready to dispose its income supports a strong consumption story.

c. Industry Structure and Developments:

The Indian economy boost of its most important sector which is the textile industry. It generates the second largest employment opportunities after agriculture. It contributes of more than 4% of the GDP and 17% to the country's export earnings. The Textile sector provides employment to over 3.5 crore people.

The Government proposes to increase the investment in this sector to generate more employment through various schemes viz. Scheme for Integrated Textile Parks (SITP), Technology Upgradation Fund Scheme (TUFS), Integrated Skill Development Scheme (ISDS), and Technology Mission on Technical Textiles (TMTT). The allocation for this sector during the 12th Five Year Plan is proposed to be increased to around Rs. 49,650 crore as against an allocation of Rs. 14,000 crore during the 11th Five Year Plan.

d. Business Overview:

The Company deals in Textiles Fabrics, Readymade Garments and Yarn Doubling. SVSL has a very strong presence in India which can fetch viable business opportunities in the Company's business segment. The Company has launched aggressive marketing schemes and introduced variety of cotton and P/C shirting fabrics to cater to the demand of the RMG and Corporate sector. Company has good corporate relationship with Trent Ltd., Pantaloon Retail Ltd., Reliance Industries Ltd., The Bombay Dyeing Ltd., Tata Power Ltd., Siemens Ltd. etc. and they are regular customers of the Company. There is great potential in the Company to increase its market share in this segment as our relationship and understanding with the customers is very strong.

e. Opportunities and Threats:

Textile industry is one of the largest employers in India and has strong linkages with the rural economy. The growing young middle-class population is a source of great potential and provides immense opportunities to spur growth in the industry going forward.

The major challenge that the textile and apparel industry is facing is rising production costs, arising out of rising wages, power and interest costs.

Your Company is continuously improving its designing skills and introducing high end fabric by combination of various fibers to have an edge over its competitors. It will continue to stress on improving quality standards, reducing lead time in supplying orders, competitive pricing of product and more stress on product innovation and designing to meet the new set of challenges.

f. Internal Control systems and their Adequacy:

Your Company has an effective internal control and risk-mitigation system, which is constantly assessed and strengthened with new/revised standard operating procedures.

The Company has entrusted the internal & operational audit to Messrs. Sanjay Raja Jain (Membership No. 108513), a firm of Chartered Accountants. The main thrust of the internal audit process is test and review of controls, independent appraisal of risks, business process and benchmarking internal controls with best practices.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen them.

The Audit Committee of the Board of Directors, Statutory Auditors and the Business Heads are periodically apprised of the internal audit findings and corrective actions taken. Audit plays a key role in providing assurance to the Board of Directors.

g. Cautionary Statement:

Statements in this Directors' Report & Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results, performances or achievements, risks and opportunities could differ materially from those expressed or implied in this report. This should be read in conjunction with the Company's financial statements.

h. APPRECIATION:

Your Directors wish to place on record their appreciation for the contribution made by the employees at all levels but for whose hard work, and support, your Company's achievements would not have been possible. Your Directors also wish to thank its customer, dealers, agents, suppliers, investors and bankers for their continued support and faith reposed in the Company.

10. LISTING ARRANGEMENT:

Your Company continues to be listed on the Stock Exchange, Mumbai where the Company's Shares are being actively traded. The Company has paid Listing Fees for the year 2013-2014.

11. AUDITORS:

M/s. Sanjay Raja Jain & Co. Chartered Accountants, Mumbai, Firm Registration No. 120132W who are Statutory Auditors of the Company hold office till the conclusion of this Annual General Meeting. It is proposed to re-appoint them to examine and audit the accounts of the Company for the financial year 2014-15. M/s. Sanjay Raja Jain. Chartered Accountants, Mumbai have, under section 224(1) of the Companies Act, 1956, furnished a certificate of their eligibility for re-appointment.

12. EMPLOYEES:

There are no employees drawing remuneration exceeding the limits prescribed under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of employees) Rules, 1975.

13. ACKNOWLEDGEMENTS:

We record our gratitude to the Banks and others for their assistance and co-operation during the year. We also wish to place on record our appreciation for the dedicated services of the employees of the Company for their enormous personal efforts. The Directors' would also like to thank the esteemed investors for their continuous support and confidence reposed in the management.

**By Order of the Board
For Swasti Vinayaka Synthetics Ltd.**

Ramprasad Poddar
(Chairman)

Registered Office:

J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane, Maharashtra – 401506.

Place: Mumbai

Date : 30th May, 2014

ANNEXURE TO DIRECTOR'S REPORT

(FORM - A) (SEE RULE 2)

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY:

PART 'A'

Power & Fuel Consumption		2013-14	2012-13
(1) A	Purchased		
	Unit (KWH)	437178	702745
	Total Amount (Rs. Lacs)	27.96	33.74
	Rate Per Unit (Rs.)	6.39	4.80
B	OWN GENERATION		
	Through Diesel Generator:		
	Unit (KWH)	—	—
	Unit per Ltr. Of Diesel Oil	—	—
(2)	COAL		
	Quantity (Kgs)	—	—
	Total Cost (Rs. In Lacs)	—	—
	Average rate per Kg (Rs.).	—	—
(3)	GAS		
	Quantity (kgs)	—	—
	Total Cost (Rs. In Lacs)	—	—
	Average rate per Kg. (Rs.)	—	—
(4)	DIESEL OIL		
	Quantity (Ltrs)	—	—
	Total Cost (Rs. Lacs)	—	—
	Average Rate Per Ltr. (Rs.)	—	—

PART 'B'

CONSUMPTION PER UNIT OF PRODUCTION ENERGY

ENERGY

FABRICSPROCESSING (PER METER)	CURRENT YEAR	PREVIOUS YEAR
Electricity(Kwh)	0.55	0.54
Coal (Kgs.)	—	—

A. CONSERVATION OF ENERGY:

The Company's Operation involves low energy Consumption. Nevertheless energy conservation measures have already been taken wherever possible. Efforts to conserve and optimize the use of energy through improved operational methods and others means will continue.

B. TECHNOLOGY AND TECHNICAL ABSORPTION:

1. TECHNICAL ABSORPTION

The Company's present manufacturing activities are such that the same do not require any specialized Technology, since in India technical know-how for textiles Industries has been standardized and is being used in the industry. Besides, the promoters of the Company are engaged in Textile business since last 3 decades and the business is inherited. In view of the above, the question of technical absorption and adaption does not arise.

2. RESEARCH AND DEVELOPMENT:

At present the company does not have separate division for carrying out Research and Development work. No expenditure has therefore earmarked for this activity.

FOR AND ON BEHALF OF THE COMPANY

PLACE : MUMBAI

DATE : May 30, 2014

RAMPRASAD PODDAR

(Chairman)

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Your Company is committed to good Corporate Governance. The Company fully realizes the rights of the shareholders to information on the performance of the Company. Any corporate strategy needs to be dynamic, vibrant and responsive to the changing economic scenario and flexible to adopt the environmental and fiscal fluctuations. Your Company believes that Corporate Governance is powerful medium to sub serve the long-term interest of all the shareholders, creditors, customers, employees and other stakeholders. Corporate Governance strengthens Investors and Creditors trust and ensures a long-term partnership that helps in fulfilling our quest for achieving significant growth and profits. Your Company is committed to benchmarking itself with good governance and operates with transparency, professionalism, good conduct and value based systems. Accordingly, timely, accurate disclosure of information regarding the financial position, ownership and governance of the Company forms an important part of Corporate Governance.

2. BOARD OF DIRECTORS:

Your Company is managed and controlled by the professional Board of Directors. The Board is entrusted with the ultimate responsibility of the management, general affairs, directions and performance of the Company. The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board, and to separate the functions of governance and management. As on March 31, 2014, the Board of Directors comprises of 7 Directors, of which 2 Directors are Non – Executive, 1 Managing Director and 4 are Independent Directors. The Chairman is non- executive and a promoter of the Company. Your Company's Board consists of eminent persons with considerable professional expertise and experience thereby ensuring the best interest of stakeholders and the Company. The Company is in compliance with the clause 49 of the listing Agreement pertaining to compositions of Directors. The Board periodically evaluates the need for change in its composition and size.

(A) THE CONSTITUTION OF THE BOARD AS ON MARCH 31, 2014

Composition and category of directors; attendance of each director at the Board Meetings and the last AGM; number of other companies on the Board or Committees of which, a director is a Director; and number of Board Meetings, dates on which held, are as under:

Directors	Category	No. of other Directorship		No. of other Committee positions	
		Public	Private	Member	Chairman
RamPrasad Poddar	Promoter Non-Executive	3	6	--	1
Rajesh Kumar Poddar	Promoter Executive	2	5	1	-
Dinesh Kumar Poddar	Promoter Non-Executive	3	6	3	-
Rakesh Nathmal Garodia	Independent	5	3	1	--
Nirmal Jain	Independent	2	1	1	1
Piyush Shah	Independent	2	1	1	-
Sanjiv Vishwanath Rungta	Independent	2	1	1	1

(B) BOARD PROCEDURE:

The Board meets at regular intervals to discuss and decide on business strategies/policies and financial performance of the Company. The Board of the Company met 10 (ten) times during the year ended 31.03.2014 and the gap between two meetings did not exceed four months. The dates of those meetings were May 30, 2013, June 20, 2013, July 13, 2013, July 30, 2013, September 09, 2013, October 09, 2013, October 30, 2013, December 30, 2013, January 23, 2014 and March 26, 2014. Notice and Agenda were circulated in advance of each meeting of the Board. The information as required under Annexure IA to Clause 49 of the Listing Agreement is being made available to the Board. The Chairman briefed the Board at every meeting on the overall performance of the Company.

Board Business:

The Board mainly deliberated on the following subjects:

- Strategy and Business Plans
- Operations and Capital Expenditures
- Finance and Banking operations
- Adoption of Quarterly/Half yearly/ Annual Results
- Compliance with Statutory/ Regulatory requirements and review of major Legal Issues
- Significant Labour Issues
- Board Remuneration policy
- Recommendation of Dividend.
- Convening of Annual General Meeting of Shareholders
- Significant developments in Human Resource and Industrial Relations
- Risk Evaluation and Control.
- Fatal Accidents and other dangerous occurrences.

(C) ATTENDANCE OF EACH DIRECTOR AT THE BOARD MEETINGS AND THE LAST ANNUAL GENERAL MEETING:

Name of the Directors	No. of Board Meeting Attended	Attendance At last AGM Held on September 28 th , 2013	Remarks
Ram Prasad Poddar	10	Yes	-
Dinesh Kumar Poddar	10	Yes	-
Rajesh Kumar Poddar	10	Yes	-
Rakesh Nathmal Garodia	4	No	-
Nirmal Jain	4	No	-
Piyush Shah	4	Yes	-
Sanjiv Vishwanath Rungta	4	No	-

(D) DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT:

The brief particulars of the Director being re-appointed as Director retiring by rotation and new appointment of director at the ensuing Annual General Meeting are as under:

- (i) Mr. Dinesh Poddar retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Mr. Dinesh Poddar is one of the promoters of the Swasti Vinayaka Group and highly experienced in diverse activities. He is 48 years old and is M.B.A. by qualification. He is a key person in the group Company business like finance, investment in share market, gems and jewelers, artifice activities. His continuation will be an asset to the company.

- (ii) Mr. Rajesh Poddar, reappointed as a “Managing Director” with remuneration for the period of Five years

Rajesh Kumar Poddar, 45 years old has more than 21 years of experience in Textile Industry. His continuation on the Board will be an asset to the Company.

- (iii) Mr. Piyush Shah retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Mr. Piyush Shah, 38 years old is having more than 21 years of experience in the field of stock market and finance. His continuation on the Board will be beneficial and an asset to the Company.

- (iv) Mr. Nirmal Jain retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Mr. Nirmal Jain, 55 years old is having more than 35 years of experience in textile marketing and finance. His continuation on the Board will be beneficial and an asset to the Company.

- (v) Mr. Sanjiv Rungta retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Mr. Sanjiv Rungta, 51 years old is having more than 25 years of experience in the field of stock market and finance. His continuation on the Board will be beneficial and an asset to the Company.

- (vi) Mr. Rakesh Garodia retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Mr. Rakesh Garodia, 50 years old is having more than 31 years of experience in the field of corporate affairs and finance. His continuation on the Board will be beneficial and an asset to the Company.

3. COMMITTEES OF THE BOARD:

The Board of Directors has constituted Board Committees to deal with specific areas and activities which concern the Company and need a closer review. The Board Committees are formed with approval of the Board and function under their respective Charters. These Board Committees play an important role in overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals, takes necessary steps to perform their duties entrusted by the Board. To ensure good governance, the Minutes of the meetings are placed before the Board for their review.

The Board of Directors has Constituted Three committees of the Board – (i) The Audit Committee (ii) Remuneration Committee and (iii) The Share Transfer and Investors Grievance Redressal Committee.

i) AUDIT COMMITTEE:

The Audit Committee of the Board of Directors (“the Audit Committee”) is entrusted with the responsibility to supervise the Company’s internal controls and financial reporting process. The composition, quorum, powers, role, scope, etc., are in accordance with Section 292A of the

Companies Act, 1956 and the provisions of Clause 49 of the Listing Agreement. All members of the Audit Committee are financially literate and bring in expertise in the fields of Finance, Taxation, Economics, Risk and International Finance.

Terms of Reference of Audit Committee:

The Audit Committee inter-alia performs the following functions:

- approving Annual Internal Audit Plan
- Review of Financial Reporting System
- Internal Controls System
- discussion on quarterly, half-yearly and annual financial results
- interaction with Statutory & Internal Auditors,
- meeting with Statutory and Internal Auditors
- recommendation for the appointment of Statutory Auditors and fixing their remuneration
- appointment and remuneration of Internal Auditors
- Review of Business Risk Management Plan
- Review of Management Discussions & Analysis,
- Review of Internal Audit Reports
- Review of significant related party transactions.

The Company has framed the Audit Committee Charter for the purpose of effective compliance of Clause 49 of the Listing Agreement. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

The Company follows best practices in financial reporting. The Company has been reporting on quarterly basis, the Financial Results as required by the Clause 41 of the Listing Agreement entered with Stock Exchanges.

Composition

The Audit Committee consists of 4 (Four) Independent Directors and 1 (one) Non-Executive Director. Mr. Sanjiv Rungta is the Chairman of the Audit Committee. The members of the committee have requisite experience in corporate management, finance, Accounts and corporate laws. The Audit committee held five meetings during the year and the time gap between any two meetings did not exceed Four months.

The composition of Audit Committee and the attendance of the directors in the meetings is as under:

Name of the Members	Member/ Chairman	Category	No. of meetings attended
Mr. Sanjiv Rungta	Chairman	Independent	4
Mr. Nirmal Jain	Member	Independent	4
Mr. Dinesh Poddar	Member	Non – Executive	4
Mr. Piyush Shah	Member	Independent	4

During the year ended March 31, 2014; Four Audit Committee Meetings were held on MAY 30, 2013, July 30, 2013, October 30, 2013 and January 23, 2014 and there was no time gap of more than four months between any two meetings. All the member’s have attended the meeting of the Audit Committee.

ii) REMUNERATION COMMITTEE:

Terms of Reference:

To evaluate and recommend the composition of Board of Directors, appointment of managerial personnel and consider the remuneration payable to them and review thereof from time to time. Major points of review and consideration are as follows:

- To review, assess and recommend the appointment of Managing/ whole time directors.
- To periodically review the remuneration package of Managing/ whole time directors and next level and recommend suitable revision to the Board.
- To seek financial position of the Company.
- Trends in the Industry.
- Interest of the company and shareholders.

The Remuneration Committee shall determine on behalf of the Board and on behalf of the shareholders, specifics remuneration packages for Managing Directors and Whole time directors.

Composition:

The Remuneration Committee consists of 2 (Two) Independent Directors and 1(One) Non-Executive Director. Mr. Nirmal Jain is the Chairman of the Remuneration Committee.

The Composition of the Committee is as follows:

1. Mr. Nirmal Jain – Chairman
2. Mr. Dinesh Poddar – Member
3. Mr. Rakesh Garodia -- Member

The Board of Directors decides the remuneration payable to the Managing/Whole-time Directors. The break up of the remuneration paid to Managing Director is as follows:

Sr. No.	Name of Directors	Salary	Benefits	Total
1.	Rajesh Poddar	9,00,000	-	9,00,000

The remuneration policy is directed towards rewarding performance, based on review of achievements. It is aimed at attracting and retaining high caliber talent.

(iii) Investors' and shareholders Grievance & Share Transfer Committee:

The "Investors Grievance & Share Transfer Committee" of the Board, looks into various issues relating to investor grievances and to deal with matters relating to transfers/transmissions of shares, and monitors redressal of complaints from shareholders relating to transfers, non-receipt of balance-sheet, non-receipt of dividends declared, issue of duplicate share certificates, etc.

Terms of Reference:

The Board has clearly defined the terms of reference for this committee, which generally meets once a month. The committee looks into the matters of Shareholder/Investors grievance along with other matters listed below:

- approval of transfer of shares/ debentures and issue of duplicate / split/ consolidation/ sub – division of shares/ debenture certificates;

- opening/modification of operation and closing of bank accounts;
- to fix record date/book closure of share/debenture transfer book of the Company from time to time;
- to appoint representatives to attend the General Meeting of other companies in which the Company is holding shares;
- to change the signatories for availment of various facility from Banks/Financial Institution;
- to grant authority to execute and sign foreign exchange contracts and derivative transactions; and
- to carry out any other duties that may be delegated to the Committee by the Board of Directors from time-to-time.

Composition:

The present composition of committee is as follows:

1. Mr. Ramprasad Poddar – Chairman
2. Mr. Dinesh Poddar – Member
3. Mr. Rajesh Kumar Poddar – Member

The Company's shares are compulsory traded in the dematerialized form and have to be delivered in the dematerialized form at Stock Exchanges. To expedite transfers in the physical segment, Mr. N T Hegde, CEO, is acting as Compliance Officer.

All the complaints received are replied to the satisfaction of the shareholders. There are no pending complaints requiring intervention of the committee. Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors.

4. GENERAL BODY MEETINGS:

Location and time, where last three Annual General Meetings were held is given below:

Financial Year	Date	Location of the Meeting	Time	Details of Special Resolution passed
31.03.2013	28.09.2013	J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane, Maharashtra-401506	11.00 A.M.	No Special Resolution was passed at the meeting
31.03.2012	22.09.2012	J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane, Maharashtra-401506	11.00 A.M.	No Special Resolution was passed at the meeting
31.03.2011	24.09.2011	J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane, Maharashtra-401506	11.00 A.M.	Re- appointment of Mr. Rajesh Poddar as the Managing Director of the Company for three years w.e.f 1 st January, 2011

No Special resolution was required to be passed through postal ballot at the last Annual General Meeting nor is it proposed this year.

5. DISCLOSURE:

The Company had not entered into any transaction of a material nature, which will have a conflict with its interest during the year.

The disclosure of related party transactions as required by the accounting standard (AS) 18 on 'Related Party disclosures' issued by the Institute of Chartered Accountants of India (ICAI) is given under note no. Z of notes on the annual accounts. All the transactions covered under related party transactions were fair, transparent and at arms length.

There was no material non-compliance by the Company and no penalties or strictures imposed on the Company by the stock exchanges, SEBI or statutory authorities on any matter related to Capital Markets during last three years.

6. MEANS OF COMMUNICATIONS:

The quarterly, half yearly and annual results are communicated to the Mumbai Stock Exchanges where the Company's shares are listed as soon as the same are approved and taken on records by the Board of Directors of the Company. Further the results are published in widely circulating national and local dailies. The quarterly & half-yearly results are not sent individually to the shareholders.

7. GENERAL SHAREHOLDERS INFORMATION:

a. Annual General Meeting 2014

DAY AND DATE	Saturday, 27 th September, 2014
TIME	11.00 A.M.
VENUE (at the registered office of the Company)	J-15,MIDC Tarapur, Boisar, Dist. Thane, Maharashtra - 401506
BOOK CLOSURE DATE FOR DIVIDEND	20 th September, 2014 to 27 th September, 2014 (both days inclusive)
LAST DATE OF RECEIPT OF PROXY FORMS	25 th September, 2014

b. Tentative Calendar for the Financial Year ending March 31, 2015

Financial Calendar (2014-15) : Result to be tabled & adopted in the month of

- i) First Quarter ended June 30, 2014 : July, 2014
- ii) Half Yearly / Second Quarter ended : October, 2014
September 30, 2014
- iii) Third Quarter / Nine Months ended : January, 2015
December 31, 2014
- iv) Yearly Audited / Fourth Quarter ended : May, 2015
March 31, 2015
- c. Date of Book Closure : Saturday 20th September, 2014 to
Saturday 27th September, 2014
(Both days inclusive)
- d. Dividend payment date : Within 30 days of AGM; if approved
by the Shareholders of the Company.
- e. Listing at stock Exchanges: BSE Ltd., Mumbai

- f. Stock Code : BSE Code : 510245
NSDL/CDSL-ISIN : INE 804A01025
- g. Stock Market Data : The monthly high and low process
during the year at BSE is as follows:

Months	BSE	
	High	Low
April, 2013	2.52	1.80
May, 2013	2.47	1.81
June, 2013	2.07	1.50
July, 2013	2.14	1.25
August, 2013	1.48	0.85
September, 2013	1.95	1.01
October, 2013	1.87	1.20
November, 2013	1.83	1.09
December, 2013	1.88	1.24
January, 2014	2.29	1.31
February, 2014	2.00	1.35
March, 2014	1.79	1.48

h. Share Holding Pattern as on 31.03.2014:

Category	No. of Shares	%
Promoters	35700000	51.00
Corporate Bodies	3241028	4.63
NRI / OCB's	25211	0.04
Indian Public	31033761	44.33
TOTAL	70000000	100.00

* Out of these, 65793770 (93.99%) shares are Dematerialised and the balance 4206230 (6.01%) are lying in physical form as on 31.03.2014.

i. SHARE TRANSFER SYSTEM:

Trading in Equity Shares of the Company is permitted only in dematerialised form as per notification issued by the Securities and Exchange Board of India (SEBI). Big Shares Services Private Limited handles both Demat and Physical Shares Transfers.

The shareholders / Investors Grievance Committee meets periodically to consider the transfer and other proposals and attend to shareholders grievances.

The Share Transfers, which are received in physical form, are processed and the share certificates are returned within 21 days from the date of receipt, subject to Documents being valid and complete in all respects. There are no such instances pending with the Company at the year-end.

j. DISTRIBUTION OF SHARE HOLDING AS ON 31.03.2014:

Share Holding of nominal value of Rupees	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
Upto 5000	7895	88.89	10138666	14.48
5001 TO 10000	496	5.58	3857693	5.51
10001 TO 20000	225	2.53	3296352	4.71
20001 TO 30000	93	1.05	2384575	3.41
30001 TO 40000	31	0.35	1090197	1.56
40001 TO 50000	31	0.35	1439011	2.06
50001 TO 100000	45	0.51	3152068	4.50
100001 & ABOVE	66	0.74	44641438	63.77
	8882	100.00	70000000	100.00

k. REGISTRAR AND SHARE

TRANSFER AGENT : Bigshares Services Private Limited,
E-2, Ansa Industrial Estate,
Sakivihar Road, Saki Naka,
Andheri (East), Mumbai -400 072
Phone No.: 40430200.

l. COMPLIANCE OFFICER : Mr. Nagabhushan Hegde,
306, Tantia Jogani Industrial Estate,
J. R. Boricha Marge, Lower Parel,
Mumbai – 400 011.
Phone No.: 43443555.

m. PLANT LOCATION : J-15, M.I.D.C, Tarapur, Boisar
Dist. Thane - 401 506
&
3-5, Dewan & Sons Ind. Complex,
Village Aliyali, Palghar,
Dist. Thane, Maharashtra-401 404.

n. CORPORATE OFFICE : 306, Tantia Jogani Industrial Estate
(ADDRESS FOR J. R. Boricha Marg, Lower Parel,
CORRESPONDENCE) Mumbai – 400 011.

Certificate regarding Compliance of Corporate Governance

To the Members of
SWASTI VINAYAKA SYNTHETICS LIMITED
J-15, M.I.D.C, Tarapur,
Boisar, Dist. Thane - 401 506

We have reviewed the compliance of conditions of Corporate Governance by **SWASTI VINAYAKA SYNTHETICS LIMITED**, for the year ended on March 31, 2014, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Mumbai stock exchange.

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

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

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

For SANDEEP DAR & CO.
Company Secretary in Practice

Place : Mumbai
Date : 30th May, 2014

S/d
Proprietor
C. P. No. 1571

INDEPENDENT AUDITOR'S REPORT

To the Members of
Swasti Vinayaka Synthetics Limited.

Report on Financial Statements

We have audited the accompanying financial statements of **Swasti Vinayaka Synthetics Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the companies act, 1956 (the act) read with the General circular15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- in the case of the Statement of Profit and Loss, of the profit/ loss for the year ended on that date; and
- in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- As required by section 227(3) of the Act, we report that:
 - 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;
 - in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under the Act read with the General circular15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.
 - on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For **SANJAY RAJA JAIN & CO.**
CHARTERED ACCOUNTANTS
Firm Reg. No. 120132W

SANJAY RAJA JAIN
(PARTNER)

Membership No. 108513

Place : Mumbai.
Date : 30th May 2014

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

1. a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
- b) As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
- c) In our opinion, the Company has not disposed of substantial part of fixed assets during the year and asset sold do not affect its going concern.
2. a) As explained to us, inventories have been physically verified by the management at regular intervals during the year.
- b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) In our opinion and according to the information and explanation given to us, the Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
3. In respect of loans, secured or unsecured taken or granted by the Company from/to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 :
 - a. The Company has taken loans from 1 (*One*) (*P.Y. Two*) parties covered in the register maintained U/s. 301 of the Companies Act, 1956 aggregating to Rs. 1,21,550/- (*P.Y. Rs. 32,41,327/-*) during the year and year End balance is Rs. 94,620/- (*Previous Year 23,720/-*) and maximum amount involved during the year is Rs. 94,620/- (*P.Y. Rs. 1,17,82,494/-*)
 - b. The Company has granted loan to 1 (*One*) (*P.Y. Nil*) parties covered in the register maintained U/s. 301 of the Companies Act, 1956 aggregating to Rs. 1,27,00,000/- (*P.Y. Rs. Nil*) during the year and year End balance is Rs. Nil (*Previous Year Nil*) and maximum amount involved during the year is Rs. 1,20,00,000/- (*P.Y. Rs. Nil*)
 - c. In our opinion and according to the information and explanations given to us, the rate of interest, wherever applicable and other Terms and Conditions are not prima facie prejudicial to the interest of the Company.
 - d. There is no overdue amount in respect of loans given/ taken by the Company and as same is repayable on demand.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses 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 into 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 in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and exceeding Rs. 5,00,000/- (Rupees Five Lakhs only) in respect of any party during the year have been made at price, which are reasonable having regard to prevailing market price at the relevant time.
6. As explained to us the Company has not accepted any deposits from the public within the meaning of Section 58A and 58AA of the Companies Act, 1956 and the Rules framed there under.
7. In our opinion, the internal audit system of the Company is commensurate with its size and nature of its business.
8. According to information and explanations provided to us, the company is not required to maintain cost record U/s. 209(1)(d) of the Companies Act, 1956.
9. a) According to the information and explanation given to us, and records being made available to us, the undisputed statutory dues except for income tax for the assessment year 2006-2007 for which appeal has been filed with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2014 for a period of more than six months from the date of becoming payable.
- b) In our opinion and according to the information and explanations given to us, there are no any other disputed statutory dues pending before any Authority.

10. The Company has no accumulated losses and has not incurred cash loss during the financial year covered by our audit
11. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to banks.
12. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures 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 (Auditor's Report) Order 2003 is not applicable to the Company.
14. The Company has maintained proper records of transaction and contracts in respect of trading in securities, debentures and other investments and timely entries have been made therein. All shares, debentures and other investments have been held by the company in its own name.
15. According to information and explanation given to us and to the best of knowledge, the Company has given guarantees for loans taken by others from banks or financial institutions. We are of the opinion that the term and conditions thereof are not prima facie prejudicial to the interest of the Company.
16. In our opinion and according to information and explanation given to us, a company has not received any Term Loan during the year.
17. According to the information and explanation given to us, and on an overall examination of the Balance Sheet of the Company, we are of the opinion that the Company has not raised funds from Short Term sources and utilized the same towards Long Term investments.
18. During the year, the Company had not made any preferential allotment of shares to parties and companies covered in the register maintained U/s. 301 of the Companies Act, 1956.
19. According to information and explanation given to us, the Company has not issued any secured debentures during the year.
20. The Company has not raised any money by way of public issue during the year.
21. In our opinion and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the year that causes the financial statements to be materially misstated.

For **SANJAY RAJA JAIN & CO.**
CHARTERED ACCOUNTANTS
Firm Reg. No. 120132W

SANJAY RAJA JAIN
(PARTNER)
Membership No. 108513

Place : Mumbai.
Date : 30th May 2014

BALANCE SHEET AS AT 31-03-2014

(Amount in `)

PARTICULARS	NOTE NO.	AS AT 31.03.2014	AS AT 31.03.2013
<u>EQUITY AND LIABILITIES</u>			
<u>SHAREHOLDERS FUNDS</u>			
(a) SHARE CAPITAL	A	7,00,00,000	7,00,00,000
(b) RESERVES AND SURPLUS	B	1,67,55,189	1,74,32,303
(c) MONEY REC. AGST. SHARE WARRANTS		—	—
		8,67,55,189	8,74,32,303
<u>SHARE APPLICATION MONEY PENDING</u>			
<u>ALLOTMENT</u>			
<u>NON-CURRENT LIABILITIES</u>			
(a) LONG TERM BORROWINGS	C	5,11,996	4,13,340
(b) DEFERRED TAX LIABILITIES (NET)		77,52,496	80,28,312
(c) OTHER LONG-TERM LIABILITIES	D	2,06,34,194	2,40,30,940
(d) LONG-TERM PROVISIONS-TAXATION		—	—
		2,88,98,686	3,24,72,592
<u>CURRENT LIABILITIES</u>			
(a) SHORT TERM BORROWINGS	E	78,75,353	1,51,78,123
(b) TRADE PAYABLES	F	34,41,963	45,29,922
(c) OTHER CURRENT LIABILITIES	G	33,58,475	40,58,875
(d) SHORT TERM PROVISIONS	H	53,27,725	43,80,258
		2,00,03,516	2,81,47,177
TOTAL		13,56,57,391	14,80,52,073
<u>ASSETS</u>			
<u>NON-CURRENT ASSETS</u>			
(a) FIXED ASSETS			
(i) TANGIBLE ASSTS	I	4,87,28,799	5,25,84,309
(ii) INTANGIBLE ASSETS	J	—	54,45,070
(iii) CAPITAL WORK-IN-PROGRESS		—	—
(iv) INTANGIBLE ASSETS UNDER DEV.		—	—
(b) NON-CURRENT INVESTMENTS	K	26,44,536	88,356
(c) DEFERRED TAX ASSETS (NET)		—	—
(d) LONG-TERM LOANS AND ADVANCES	L	2,25,78,648	2,24,92,708
(e) OTHER NON-CURRENT ASSETS		—	—
		7,39,51,983	8,06,10,442
<u>CURRENT ASSETS</u>			
(a) CURRENT INVESTMENTS		—	—
(b) INVENTORIES	M	2,73,16,933	3,49,35,618
(c) TRADE RECEIVABLES	N	2,32,94,272	2,38,01,475
(d) CASH AND CASH EQUIVALENTS	O	16,34,028	14,78,661
(e) SHORT-TERM LOANS AND ADVANCES	P	90,33,345	71,15,155
(f) OTHER CURRENT ASSETS	Q	4,26,830	1,10,721
		6,17,05,408	6,74,41,630
TOTAL		13,56,57,391	14,80,52,073
NOTES TO BALANCE SHEET AND PROFIT AND LOSS ACCOUNT			
As per our attached report of even date			
For SANJAY RAJA JAIN & CO.			
Chartered Accountants			
(Firm Registration No.120132W)			
SANJAY RAJA JAIN	RAMPRASAD PODDAR	RAJESH KUMAR PODDAR	DINESH KUMAR PODDAR
Partner	Chairman	Managing Director	Director
Mem. No.108513			
Mumbai, Dated : 30.05.2014			

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2014

(Amount in `)

PARTICULARS	NOTE NO.	CURRENT YEAR	PERVIOUS YEAR
REVENUE FROM OPERATIONS			
REVENUE FROM OPERATIONS	R	15,59,91,936	16,10,42,460
OTHER INCOME	S	2,41,975	3,16,895
TOTAL REVENUE		15,62,33,911	16,13,59,355
EXPENSES:			
COST OF MATERIAL CONSUMED	T	40,60,882	62,28,266
PURCHASE OF STOCK-IN-TRADE	U	9,48,06,085	9,31,49,872
CHANGES IN INVENTORIES OF FINISHED GOODS	V	65,38,219	48,09,469
WORK-IN-PROGRESS AND STOCK -IN-TRADE			
EMPLOYEE BENEFITS EXPENSES	W	59,60,096	72,02,384
FINANCE COSTS	X	18,01,251	24,88,480
DEPRECIATION AND AMORTIZATION EXPENSE		33,96,855	35,92,824
OTHER EXPENSES	Y	2,99,95,863	3,20,56,161
TOTAL EXPENSES		14,65,59,251	14,95,27,456
PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX		96,74,660	1,18,31,898
EXCEPTIONAL ITEMS		-	-
PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX		96,74,660	1,18,31,898
EXTRAORDINARY ITEMS		-	-
PRIOR YEAR ADJUSTMENTS		-	-
PROFIT BEFORE TAX		96,74,660	1,18,31,898
TAX EXPENSE			
CURRENT TAX		52,48,000	39,80,000
EARLIER YEARS TAX		-	(603)
DEFERRED TAX		2,75,816	1,92,786
PROFIT(LOSS) FOR THE YEAR FROM CONTINUING OPERATIONS		47,02,476	80,45,287
PROFIT(LOSS) FROM DISCONTINUING OPERATIONS		-	-
TAX EXPENSE OF DISCONTINUING OPERATIONS		-	-
PROFIT(LOSS) FROM DISCONTINUING OPERATIONS (AFTER TAX)		-	-
PROFIT (LOSS) FOR THE YEAR		47,02,476	80,45,287
EARNING PER EQUITY SHARE			
BASIC / DILUTED		0.07	0.11
NOTES TO BALANCE SHEET AND PROFIT AND LOSS ACCOUNT			
Z			
As per our attached report of even date			
For SANJAY RAJA JAIN & CO.			
Chartered Accountants			
(Firm Registration No.120132W)			
SANJAY RAJA JAIN	RAMPRASAD PODDAR	RAJESH KUMAR PODDAR	DINESH KUMAR PODDAR
Partner	Chairman	Managing Director	Director
Mem. No.108513			
Mumbai, Dated : 30.05.2014			

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31-03-2014

(Amount in `)

NOTE NO.	S. N.	PARTICULARS	AS AT 31.03.2014	AS AT 31.03.2013
A		<u>SHARE CAPITAL:</u>		
	(1)	<u>AUTHORISED:</u>	8,00,00,000	8,00,00,000
		8,00,00,000(LAST YEAR 8,00,00,000)		
		EQUITY SHARES OF Rs.1/-EACH		
	(2)	<u>ISSUED, SUBSCRIBED & PAID UP</u>		
		SHARES AT THE BEGINNING OF THE ACCOUNTING PERIOD		
		70000000 (L.Y.70000000) EQUITY SHARES OF RS.1/- EACH	7,00,00,000	7,00,00,000
		ADDITIONS DURING THE YEAR		
		NIL (L.Y. NIL) EQUITY SHARES OF RS.1/- EACH	—	—
		SHARES AT THE END OF THE ACCOUNTING PERIOD		
		70000000 (L.Y.70000000) EQUITY SHARES OF RS.1/- EACH	<u>7,00,00,000</u>	<u>7,00,00,000</u>
		Detail of Holding more than 5%		
		Swasti Vinayaka Investech Pvt. Ltd.	18670000 26.67%	18670000 26.67%
B		<u>RESERVE & SURPLUS:</u>		
	1	<u>GENERAL RESERVE</u>		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	42,78,902	1,10,00,000
		ADDITIONS DURING THE YEAR	—	(67,21,098)
		AT THE END OF THE ACCOUNTING PERIOD	<u>42,78,902</u>	<u>42,78,902</u>
	2	<u>SECURITIES PREMIUM ACCOUNT</u>		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	23,27,362	23,27,362
		ADDITIONS DURING THE YEAR	—	—
		AT THE END OF THE ACCOUNTING PERIOD	<u>23,27,362</u>	<u>23,27,362</u>
	3	<u>CAPITAL RESERVE</u>		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	30,150	30,150
		ADDITIONS DURING THE YEAR	—	—
		AT THE END OF THE ACCOUNTING PERIOD	<u>30,150</u>	<u>30,150</u>
	4	<u>REVALUATION RESERVE</u>		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	1,04,90,382	1,09,56,182
		DEDUCTION DURING THE YEAR	4,65,800	4,65,800
		AT THE END OF THE ACCOUNTING PERIOD	<u>1,00,24,582</u>	<u>1,04,90,382</u>
	5	<u>SURPLUS</u>		
		AT THE BEGINNING OF THE ACCOUNTING PERIOD	3,05,507	(21,44,955)
		ADDITIONS DURING THE YEAR	47,02,476	80,45,287
		(BALANCE IN STATEMENT OF PROFIT & LOSS A/C)		
		ALLOCATIONS AND APPROPRIATIONS		
		DIVIDEND	(42,00,000)	(35,00,000)
		TAX ON DIVIDEND	(7,13,790)	(5,94,825)
		TRANSFER TO/FROM RESERVES	—	(15,00,000)
		AT THE END OF THE ACCOUNTING PERIOD	<u>94,193</u>	<u>3,05,507</u>
		GRAND TOTAL	<u>1,67,55,189</u>	<u>1,74,32,303</u>

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31-03-2014

(Amount in `)

NOTE NO.	S. N.	PARTICULARS	AS AT 31.03.2014	AS AT 31.03.2013
		<u>MONEY RECEIVED AGAINST SHARE WARRANTS</u>		
			-	-
			-	-
			-	-
		<u>SHARE APPLICATION MONEY PENDING ALLOTMENT</u>		
			-	-
			-	-
			-	-
C		<u>LONG TERM BORROWINGS</u>		
1		<u>SECURED TERM LOANS FROM BANKS</u>	-	-
		IS SECURED BY FIRST CHARGE ON ASSETS PROCURED THROUGH BANK FINANCE, EQUITABLE MORTGAGE ON GALAS, EXCLUSIVE HYPOTHECATION CHARGE ON MOVABLE/ FIXED ASSETS OF THE COMPANY (PRESENT AND FUTURE) & PERSONAL GUARANTEE OF THE THREE DIRECTORS		
		<u>SECURED TERM LOANS FROM BANKS</u>	5,11,996	4,13,340
		IS SECURED BY HYPOTHECATION OF MOTOR CAR & PERSONAL GUARANTEE OF THE THREE DIRECTORS AND GUARANTEED BY THE DIRECTORS OF THE CO.		
			5,11,996	4,13,340
		NATURE OF SECURITY		
		Secured against property in the name of company; group companies and personal guarantee of directors.		
1		Vehicle loan amounting Rs. NIL (March 31.2013 Rs.160908)		
		Repayable in 54 monthly instalments commencing from July 09, last instalment due in Feb.14. Rate of Interest 11.52% at the end of the Year (Previous Year 11.52% p.a.)		
2		Vehicle loan amounting Rs.NIL (March 31.2013 Rs.82233)		
		Repayable in 59 monthly instalments commencing from Sept 08,last instalment due in Aug.13 Rate of Interest 13.68% at the end of the Year (Previous Year 13.68% p.a.)		
3		Vehicle loan amounting Rs 254162 (March 31.2013 Rs.404630)		
		Repayable in 59 monthly instalments commencing from Oct 10, last instalment due in Sep 15. Rate of Interest 10.25% at the end of the Year (Previous Year 10.25% p.a.)		
4		Vehicle loan amounting Rs 264976 (March 31.2013 Rs.412651)		
		Repayable in 59 monthly instalments commencing from Nov 10 last instalment due in Oct 15 Rate of Interest 9.68% at the end of the Year (Previous Year 9.68% p.a.)		

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31-03-2014

(Amount in `)

NOTE NO.	S. N.	PARTICULARS	AS AT 31.03.2014	AS AT 31.03.2013
2		<u>UNSECURED LONG TERM BORROWINGS:</u>	—	—
			—	—
		GRAND TOTAL	5,11,996	4,13,340
D		<u>OTHER LONG-TERM LIABILITIES:</u>	2,06,34,194	2,40,30,940
		SECURITY DEPOSITS FROM DEALERS, AGENT, WAREHOUSING ETC.	2,06,34,194	2,40,30,940
		<u>LONG-TERM PROVISIONS:</u>	—	—
			—	—
		<u>CURRENT LIABILITIES</u>		
E		<u>SHORT-TERM BORROWINGS:</u>		
		<u>SECURED</u>	75,81,353	1,51,09,123
		IS SECURED BY HYPOTHECATION OF RECEIVABLES, STOCK IN TRADE, BOOK- DEBTS, OTHER CURRENT ASSETS & MOTOR CAR PERSONAL GUARANTEE OF THE DIRECTORS AND EQUITABLE MORTGAGE OF THIRD PARTY IMMOVABLE ASSETS		
		<u>UNSECURED</u>	2,94,000	69,000
			78,75,353	1,51,78,123
F		<u>TRADE PAYABLES</u>		
		SUNDRY CREDITORS	27,17,865	36,81,919
		ADVANCE FROM PARTIES-INTEREST FREE	—	—
		OTHER	7,24,098	8,48,003
			34,41,963	45,29,922
G		<u>OTHER CURRENT LIABILITIES</u>		
1		CURRENT MATURITIES OF LONG TERM DEBTS		
2		INTEREST ACCRUED BUT NOT DUE ON BORROWINGS		
3		TEMPORARY BOOK OVERDRAFT (HDFC BANK A/C NO. 01438640000227)	—	15,63,763
4		UNPAID DIVIDENDS	9,37,237	11,46,345
5		TDS & OTHER TAXES PAYABLE	11,93,819	13,48,767
6		CURRENT YEAR'S TAXES PAYABLE(NET OF ADVANCE TAX)	12,27,419	—
			33,58,475	40,58,875

NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31-03-2014

(Amount in `)

NOTE NO.	S. N.	PARTICULARS	AS AT 31.03.2014	AS AT 31.03.2013
H		SHORT-TERM PROVISIONS		
	(a)	PROVISIONS FOR EMPLOYEE BENEFITS	4,13,935	2,85,433
	(b)	PROVISION FOR DIVIDEND & DIVIDEND TAX	49,13,790	40,94,825
			<u>53,27,725</u>	<u>43,80,258</u>

SCHEDULE :- I FIXED ASSTES

PARTICULARS	RATE	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
		AS ON 1-4-2013	ADDITION DURING THE YEAR	SALE/ TRANSFER DURING THE YEAR	AS ON 31-03-2014	AS ON 1-4-2013	PROVIDED DURING THE YEAR	ADJ. DURING YEAR	AS ON 31-03-2014	AS ON 31-03-2014	AS ON 31-03-2013
FREEHOLD LAND	-	16,73,885	-	-	16,73,885	-	-	-	-	16,73,885	16,73,885
LEASE HOLD LAND	-	10,82,514	-	-	10,82,514	1,56,689	12,784	-	1,69,473	9,13,041	9,25,825
FACTORY BLDG.	3.34%	3,83,56,944	-	-	3,83,56,944	1,80,79,118	12,81,122	-	1,93,60,240	1,89,96,705	2,02,77,827
OFFICE PREMISES	1.63%	51,36,224	-	-	51,36,224	18,91,716	83,720	-	19,75,436	31,60,788	32,44,508
RESIDENTIAL FLATS	1.63%	1,52,132	-	-	1,52,132	65,248	2,480	-	67,727	84,405	86,884
PLANT & MACHINERY	4.75%	8,02,41,176	-	-	8,02,41,176	6,58,90,057	11,16,813	-	6,70,06,870	1,32,34,305	1,43,51,118
FURNITURE & FIXTURE	6.33%	2,37,16,135	-	-	2,37,16,135	1,64,14,874	7,19,714	-	1,71,34,588	65,81,547	73,01,261
COMPUTER & PERIPHERALS	16.21%	40,07,431	7,145	-	40,14,576	37,48,015	1,15,015	-	38,63,029	1,51,547	2,59,416
OFFICE & FACT. EQUIPT	4.75%	16,57,395	-	-	16,57,395	15,22,985	7,332	-	15,30,318	1,27,077	1,34,410
ELECTRICAL INSTALLATION	4.75%	40,80,922	-	-	40,80,922	25,82,007	1,00,189	-	26,82,195	13,98,727	14,98,915
VECHICLES	9.50%	44,57,743	-	-	44,57,743	16,27,484	4,23,486	-	20,50,969	24,06,774	28,30,259
CWIP- FURNITURE & FIXTURE	-	-	-	-	-	-	-	-	-	-	-
TOTAL		16,45,62,501	7,145	-	16,45,69,646	11,19,78,192	38,62,655	-	11,58,40,846	4,87,28,799	5,25,84,309
PREVIOUS YEAR		16,85,36,005	49,000	40,22,504	16,45,62,501	10,89,57,073	40,58,624	10,37,504	11,19,78,192	5,25,84,309	5,95,78,932

J **INTANGIBLE ASSETS**

GOODWILL

-	54,45,070
-	<u>54,45,070</u>

K **NON CURRENT INVESTMENT:**

INVESTMENT IN SHARES

QUOTED

25,56,180	-
-----------	---

UNQUOTED

88,356	88,356
<u>26,44,536</u>	<u>88,356</u>

L **LONG TERM LOANS AND ADVANCES:**

SECURITY DEPOSITS

2,25,78,648	2,24,92,708
-------------	-------------

(UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)

<u>2,25,78,648</u>	<u>2,24,92,708</u>
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NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31-03-2014

(Amount in `)

NOTE NO.	S. N.	PARTICULARS	AS AT 31.03.2014	AS AT 31.03.2013
M		<u>INVENTORIES:</u> (AS TAKEN, VALUED & CERTIFIED BY THE MANAGEMENT)		
1		RAW MATERIALS;	65,51,828	76,32,294
2		WORK IN PROCESS;	3,52,424	21,48,846
3		FINISHED GOODS;	1,88,27,534	2,35,69,331
4		PACKING MATERIAL	3,29,804	2,99,804
5		STORES, SPARES & LOOSE TOOLS;	12,55,343	12,85,343
6		OTHERS;	—	—
			<u>2,73,16,933</u>	<u>3,49,35,618</u>
N		<u>TRADE RECEIVABLES:</u> (UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)		
		(1) DEBTS OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTHS FROM THE DATE THEY ARE DUE	1,62,32,739	1,55,98,848
		(2) OTHER DEBTS	70,61,533	82,02,627
			<u>2,32,94,272</u>	<u>2,38,01,475</u>
O		<u>CASH & CASH EQUIVALENTS :</u>		
		(a) BALANCE WITH BANKS		
		<u>IN FIXED DEPOSITS</u>		
		EARMARKED BALANCES WITH BANKS	—	—
		HELD AS MARGIN MONEY AGAINST BORROWINGS, AND OTHER COMMITMENTS.		
		MATURITY WITH MORE THAN 12 MONTHS	—	—
		OTHERS	—	—
		<u>IN CURRENT ACCOUNTS:</u>	14,98,870	12,86,360
		(b) CHEQUES, DRAFTS ON HAND		
		(c) CASH ON HAND	1,35,158	1,92,300
			<u>16,34,028</u>	<u>14,78,661</u>
P		<u>SHORT TERM LOANS & ADVANCES:</u> (UNSECURED CONSIDERED GOOD UNLESS OTHERWISE STATED)		
		ADVANCES RECOVERABLE IN CASH OR IN KIND FOR THE VALUE TO BE RECEIVED		
		(1) ADVANCE TO PARTIES	42,56,982	23,69,743
		(2) RECEIVABLE FROM REVENUE AUTHORITIES	47,76,364	37,76,147
		(3) CURRENT YEARS TAXES RECOVERABLE (NET OF LIABILITY)	—	9,69,266
			<u>90,33,345</u>	<u>71,15,155</u>
Q		<u>OTHER CURRENT ASSETS:</u>		
		PREPAID EXPENSES	4,26,830	1,10,721
			<u>4,26,830</u>	<u>1,10,721</u>

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-03-2014

(Amount in `)

NOTE NO.	PARTICULARS	CURRENT YEAR (`)	PERVIOUS YEAR (`)
R	<u>REVENUE FROM OPERATIONS</u>		
a	SALE OF PRODUCTS	10,91,51,982	10,33,73,663
b	SALE OF SERVICES	4,68,39,954	5,76,86,110
		15,59,91,936	16,10,59,773
c	LESS: EXCISE DUTY	–	17,313
	NET REVENUE FROM OPERATIONS	15,59,91,936	16,10,42,460
S	<u>OTHER INCOME:</u>		
	INTEREST INCOME	91,818	1,51,229
	OTHER NON-OPERATING INCOME	1,50,157	1,65,665
		2,41,975	3,16,895
T	<u>COST OF MATERIALS CONSUMED:</u>		
	PURCHASES RAW-MATERIALS AND PACKING MATERIALS	29,80,416	69,14,804
	ADD: OPENING BALANCE OF STOCK	76,32,294	69,45,756
		1,06,12,710	1,38,60,560
	LESS: CLOSING BALANCE OF STOCK	65,51,828	76,32,294
	CONSUMPTION OF MATERIALS	40,60,882	62,28,266
U	<u>PURCHASES OF CLOTH/READY MADE GARMENT</u>		
	TRADED GOODS	8,89,76,204	9,11,34,405
	GREY PURCHASE	58,09,516	19,98,484
	OTHER	20,365	16,983
	TOTAL PURCHASES	9,48,06,085	9,31,49,872
V	<u>CHANGES IN INVENTORIES</u>		
	<u>FINISHED GOODS</u>		
	AT THE BEGINNING OF THE ACCOUNTING PERIOD	2,35,69,331	3,03,50,205
	AT THE END OF THE ACCOUNTING PERIOD	1,88,27,534	2,35,69,331
		47,41,797	67,80,874
	<u>WORK-IN-PROGRESS</u>		
	AT THE BEGINNING OF THE ACCOUNTING PERIOD	21,48,846	1,77,441
	AT THE END OF THE ACCOUNTING PERIOD	3,52,424	21,48,846
		17,96,423	(19,71,406)
	GRAND TOTAL	65,38,219	48,09,469

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-03-2014

(Amount in `)

NOTE NO.	PARTICULARS	CURRENT YEAR (`)	PERVIOUS YEAR (`)
W	<u>EMPLOYEE BENEFITS EXPENSE</u>		
	SALARY AND WAGES	36,12,149	32,68,212
	DIRECTOR'S REMUNERATIONS/PERQUISITES	8,37,184	8,05,042
	<u>CONTRIBUTION TO PROVIDENT AND OTHER FUNDS</u>		
	CONTRIBUTION TO PROVIDENT FUND	1,50,863	1,38,085
	CONTRIBUTION TO EMPLOYEES STATE INS.FUND	39,356	22,214
	CONTRIBUTION TO OTHER FUNDS	23,648	20,077
	SERVICE CHARGES	—	15,33,712
	WORKERS AND STAFF WELFARE	4,93,242	3,54,440
	BONUS / EXGRATIA	4,01,416	5,14,408
	LEAVE ENCASHMENT	4,02,238	2,40,251
	GRATUITY	—	3,05,943
		<u>59,60,096</u>	<u>72,02,384</u>
X	<u>FINANCIAL COSTS:</u>		
a	<u>INTEREST EXPENSE</u>		
	INTEREST TO BANK	15,91,990	17,31,836
	INTEREST PAID ON UNSECURED LOAN	—	4,51,866
	INTEREST TO BANK ON VEHICLE LOAN	80,341	1,49,685
b	BANK CHARGES / COMMISSION	1,28,919	1,55,093
c	OTHER BORROWING COSTS	—	—
		<u>18,01,251</u>	<u>24,88,480</u>
Y	<u>OTHER EXPENSES:</u>		
A	<u>MANUFACTURING EXPENSE :</u>		
	<u>CONSUMPTION OF STORES AND SPARE PARTS</u>		
	OPENING STOCK	12,85,343	12,43,458
	ADD: PURCHASES	<u>5,99,267</u>	<u>10,80,244</u>
	TOTAL	18,84,610	23,23,702
	LESS:CLOSING STOCK	<u>12,55,343</u>	<u>12,85,343</u>
		<u>6,29,267</u>	<u>10,38,359</u>
	<u>CONSUMPTION OF PACKING MATERIAL</u>		
	OPENING STOCK	2,99,804	3,09,472
	ADD: PURCHASES	<u>12,15,773</u>	<u>10,11,790</u>
	TOTAL	15,15,577	13,21,262
	LESS: CLOSING STOCK	<u>3,29,804</u>	<u>2,99,804</u>
		<u>11,85,773</u>	<u>10,21,458</u>
	OTHER JOB CHARGES	43,61,854	48,57,383
	POWER & FUEL	47,37,641	50,00,803
	REPAIR TO MACHINERY	57,36,433	1,02,11,249
	REPAIR TO BUILDING	<u>2,47,009</u>	<u>11,47,299</u>
		<u>1,68,97,976</u>	<u>2,32,76,551</u>

NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-03-2014

(Amount in `)

NOTE NO.	PARTICULARS	CURRENT YEAR (`)	PERVIOUS YEAR (`)
B	<u>ADMINISTRATIVE EXPENSE</u>		
	DONATION	6,00,000	6,00,000
	SUBSCRIPTION/MEMBERSHIP FEES	13,118	10,524
	RENT	3,37,875	3,15,412
	RATE & TAXES	5,77,546	8,96,703
	GENERAL EXPENSES	2,74,280	5,24,089
	GOODWILL WRITE OFF	54,45,070	–
	INSURANCE	6,13,591	9,23,250
	LEGAL & PROFESSIONAL EXPENSES	5,63,738	9,50,715
	PAYMENT TO THE AUDITORS	1,03,500	1,03,500
	POSTAGE & COURIER EXP.	1,89,709	1,63,175
	PRINTING & STATIONERY	1,28,638	1,95,882
	TRAVELLING & CONVEYANCE EXP	3,80,534	4,05,856
	REPAIR & MAINTENANCE OTHERS	18,59,932	10,53,205
	SECURITY CHARGES	4,32,217	4,34,363
	TELEPHONE EXP.	5,07,591	5,20,092
		<u>1,20,27,339</u>	<u>70,96,766</u>
	<u>SELLING & DISTRIBUTION EXPENSE</u>		
	ADVERTISEMENT / PUBLICITY	37,014	5,89,022
	SALES PROMOTION	4,748	29,703
	TRANSPORTATION EXPENSES	4,98,472	5,20,482
	SALES DISCOUNT	64,645	93,218
	STITCHING CHARGES	4,120	2,096
	STALL/EXHIBITION CHARGES	–	47,500
	PENALTIES	–	500
	COMMISSION & BROKRAGE	3,69,763	3,49,823
	STAMP DUTY CHARGES	660	–
	SOFTWARE DEVELOPMENT EXPENSES	91,125	50,500
		<u>10,70,547</u>	<u>16,82,844</u>
	GRAND TOTAL	<u>2,99,95,863</u>	<u>3,20,56,161</u>

SCHEDULE – Z

NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2014.

- The Company Income Tax assessment completed up to assessment Year 2008-09.
- Capital commitment (net off advances) not acknowledged as debt Rs NIL (Previous Year NIL)
- Significant accounting policies followed by the Company are as stated in the statement annexed to this Schedule.
- Contingent liability not provided for - In respect of disputed electricity charges Rs. 58.97 lacs (Previous Year 51.89 Lacs).
- Break-up of the Auditor's Remuneration is as follows:

	Current Year	Previous Period
a) Statutory Audit Fees	85,000	85,000
b) Tax / MVAT Audit Fees	18,500	18,500
	<u>1,03,500</u>	<u>1,03,500</u>

6. Pursuant to Accounting Standard – 18 “ Related Party Disclosure ” issued by the Institute of Chartered Accountants of India, the following transactions were carried out with the related parties :-

SR.	NAME OF RELATED PARTY	RELATIONSHIP	DESCRIPTION OF TRANSACTIONS	PAYMENTS	RECEIPTS
1	SWASTI VINAYAKA INVESTECH PVT. LTD.	COMMON DIRECTOR	COMPENSATION		90,000
2	ASHIRWAD SHELTERS PVT. LTD.	COMMON DIRECTOR	COMPENSATION	9,00,000	90,000
			RENT (PROPERTY TAX)	8,33,098	
3	SWASTI VINAYAKA REALESTATE DEVELOPMENT PVT. LTD.	COMMON DIRECTOR	COMPENSATION		90,000
4	SWASTI VINAYAKA ART & HERITAGE CORPORATION LTD.	COMMON DIRECTOR	INTEREST	1,08,167	
			WATER & ELECTRICITY CHARGES	1,78,695	
			SALES PROMOTION	4,800	
			LOAN GIVEN / RECEIVED (NET)	127,00,000	1,27,00,000
			COMPENSATION		18,19,680
5	IVY LEAGUE FASHIONS PVT. LTD.	COMMON DIRECTOR	COMPENSATION		60,000
			PURCHASE-FABRIC/ GARMENT	19,16,276	
			SALES SHIRTING		1700
			RECEIVABLE OR PAYBLLE (NET)	17,18,280	5,00,000
6	ELAN REALTORS INDIA PVT. LTD.	COMMON DIRECTOR	LOAN (NET)	50,650	1,21,550
7	RAJESH KUMAR PODDAR	MANAGING DIRECTOR	REMUNERATION PERQUISITES	5,61,000 3,27,184	

7. The Company is in the process of determining dues of small scale industries / undertakings exceeding Rs.1 Lac, which is outstanding for more than 30 days.
8. a] In the opinion of the Board of Directors, the Current Assets, Loans and Advances are of the value stated, if realized in the ordinary course of business.
- b] Balances appearing under the head Sundry Debtors, Sundry Creditors, Loans & Advances, and Deposits are subject to confirmation and reconciliation.
9. Earnings Per Share (Accounting Standard 20) is calculated as under :

	Current Year	Previous Year
Profit / Loss Attributed to Equity Shareholders (in Rs.)		
- Including Extra Ordinary Items	47,02,476	80,45,287
- Excluding Extra Ordinary Items	–	–
No. of Equity Shares	70,000,000	70,000,000
Face value of each Equity Share	Rs. 1/-	Rs. 1/-
Basic and Diluted earning per Equity Share		
- Including Extra Ordinary Items	Rs. 0.07	Rs. 0.11
- Excluding Extra Ordinary Items	Rs. 0.07	Rs. 0.11

10. Previous year figures have been regrouped, rearranged wherever necessary, so as to make them comparable with the figures of current year.

11. Additional information required under Schedule - VI of the Companies Act, 1956. (as certified by the Management) is as under :

		CURRENT YEAR	PREVIOUS YEAR
a.	CAPACITY & PRODUCTION :		
	Licensed Capacity	No. 261 looms	261 looms
	Installed Capacity	No. 18 looms	18 looms
	Production (Cloth/Garment) :		
	Own	Mtrs. 91,839	NIL
	Jobwork-Grey	Mtrs. 8,02,533	13,09,965
	-Doubling	Kgs. 9,057	37,935
b.	Purchase : Cloth/Garment	Rs. 9,48,06,085	9,31,49,872
		Mtrs. 5,94,948	7,04,414
c.	Raw Material Consumed: Yarn	Rs. 40,60,882	62,28,266
		Kgs. 16,079	25,201
d.	Income From Operations :		
1	Cloth Sales-Mfd/Trading	Rs. 10,72,47,946	10,12,13,390
		Mtrs. 6,69,541	8,46,212
2	Readymade Division (Including showroom)	Rs. 19,04,036	21,42,960
		Pcs. 24,008	14,227
3	Weaving Charges	Rs. 1,03,02,264	1,22,49,995
		Mtrs. 8,02,533	13,09,965
4	Job Charges(Doubling)	Rs. 2,35,005	6,57,662
		Kgs. 9,057	37,935
5	Other Services(Net)	Rs. 3,63,02,685	4,47,78,453
e.	Closing Stock :		
	Raw Material	Rs. 65,51,828	76,32,294
		Kgs. 26,961	30,134
	Finished Goods :		
	Cloth	Rs. 1,64,13,383	2,19,82,610
		Mtrs. 3,30,126	3,12,875
	Readymade Garments	Rs. 24,14,151	15,86,721
		Pcs. 15,766	18,695
f.	Opening Stock :		
	Raw Material	Rs. 76,32,294	69,45,756
		Kgs. 30,134	28,582
	Finished Goods :		
	Cloth/Garments	Rs. 2,19,82,610	2,70,99,197
		Mtrs. 3,12,875	3,63,832
	Readymade Garments	Rs. 15,86,721	32,51,008
		Pcs. 18,695	19,303
g.	Consumption of Raw Material :		
	Indigenous	40,60,882	62,28,266
	Percentage	100	100
h.	Consumption of Stores & Spares		
	Indigenous	6,29,267	10,38,359
	Percentage	100	100
i.	Income / Expenditure in Foreign Currency	NIL	NIL

ANNEXURE I

STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES AND PRACTICES

1) System of Accounting:

The accounts have been prepared on historical cost basis of accounting. All expenses except commission and incentive on sale and income to the extent considered payable and receivable respectively unless stated otherwise are accounted for on accrual basis.

2) Claims Receivable:

Claims receivable is accounted on cash basis.

3) Dividend Receipts:

Dividend is accounted on cash basis.

4) Fixed Assets and Depreciation:

I. Fixed Assets: All Fixed Assets are valued at cost (including Revaluation) less depreciation.

II. Depreciation: Depreciation has been calculated on all the assets of the Company under straight line method at the rates and in the manner as specified in Schedule XIV to the Companies Act, 1956 and leasehold land is being written off over the lease period.

5) Intangible Assets :

Goodwill is fully written off during the year.

6) Investments :

I. Unquoted : Investments are valued at cost of acquisition.

7) Inventories:

I. Yarn, packing materials, stores & spares and stock of unquoted shares (Long Term) are valued at cost (FIFO METHOD).

II. Stock in trade, readymade garments and goods in process are valued at cost or market value whichever is lower.

8) Employees Benefits:

I. The Company has taken Group Gratuity Insurance Policy with Life Insurance Corporation of India to secure gratuity liability on retirement of the employees of the Company. The premium payable/refund receivable if any, is accounted on cash basis.

II. Leave encashment is accounted on accrual basis.

9) Deferred Revenue Expenditure:

Major expenditure on advertisement and publicity are accounted as deferred revenue expenditure and are being written off over a period of 7 years.

10) Income from Operations:

Income from operations include sale of manufactured/traded goods, shares, services, warehouse Compensation.

11) Sales:

Sales represent amount billed for goods sold inclusive of Excise Duty and Sales Tax, but net off trade discounts, returns and allowances.

12) Others:

Other accounting policies not specifically disclosed are in conformity with the normally accepted accounting policies.

13) Impairment:

The management periodically assesses using internal sources whether there is any indication that an asset may be impaired. If an asset is impaired, the group recognizes an impairment loss as the carrying amount of the asset over the recoverable period.

14) Taxation :

Income Tax Expenses comprises of current tax (i.e. amount of tax for the period determined in accordance with the income tax law), deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation law, deferred tax asset are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

CASH FLOW STATEMENT

(Prepared pursuant to Listing Agreement)

(Amount in `)

	CURRENT YEAR	PREVIOUS YEAR
A. CASH FLOW FROM OPERATIONAL ACTIVITIES		
Net Profit/ (Loss) Before Tax and Extraordinary Items	96,74,660	1,18,31,898
Adjustment for:		
Depreciation	33,96,855	35,92,824
Interest Paid/Payable on Loans etc.	18,01,251	24,88,480
Interest Received/Receivable on Loans	(91,818)	(1,51,229)
Miscellaneous / Other Expenditure Written Off	54,45,070	1,05,51,357
Operating Profit before Working Capital Changes	2,02,26,017	1,77,61,973
Trade Receivable	5,07,204	19,85,848
Inventories	76,18,685	40,90,713
Trade Payable / Other Current Liabilities	(8,40,892)	(1,04,62,407)
	72,84,997	(43,85,847)
Cash Generated from Operation	2,75,11,014	1,33,76,126
Extra Ordinary Items	-	-
Net Cash from Operating Activities	(A) 2,75,11,014	(A) 1,33,76,126
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(7,145)	(49,000)
Sales of Fixed Assets	-	29,85,000
Purchase of Investment	(25,56,180)	-
Interest on Loans	91,818	1,51,229
Net Cash used in Investing Activities	(B) (24,71,507)	(B) 30,87,229
C. CASH FLOW FROM FINANCING ACTIVITIES		
Dividend Paid	(49,13,790)	(40,94,825)
Long Term Borrowings (Net)	(39,45,172)	(63,83,381)
Short Term Borrowings	(66,55,688)	5,93,850
Interest	(18,01,251)	(24,88,480)
Long Term Loans & Advances	(85,940)	6,93,800
Short Term / Other Current Assets	(22,34,299)	(8,47,315)
Income Tax Paid	(52,48,000)	(39,79,397)
Net Cash used in Financing Activities	(C) (2,48,84,140)	(C) (1,65,05,748)
Net (A + B - C)	1,55,367	(42,392)
Cash & Cash Equivalent as on 31st March, 2013	14,78,661	15,21,053
Cash & Cash Equivalent as on 31st March, 2014	16,34,028	14,78,661
Net Inflow / (Outflow)	1,55,367	(42,392)

RAMPRASAD PODDAR
Chairman
Mumbai, Dated : 30.05.2014

RAJESH KUMAR PODDAR
Managing Director

DINESH KUMAR PODDAR
Director

AUDITOR'S CERTIFICATE

We have verified the above Cash Flow of Swasti Vinayaka Synthetics Limited, derived from the Audited Financial Statement and books & records maintained by the company for the year ended 31st March, 2013 and year ended 31st March, 2014 and found the same to be drawn in accordance therewith.

Mumbai, Dated : 30.05.2014

For SANJAY RAJA JAIN & CO.
Chartered Accountants
(Firm Registration No.120132W)

SANJAY RAJA JAIN
Partner
Mem. No.108513

Shareholder's authorisation to receive dividends through Electronic Credit Clearing Mechanism.

To,
BIGSHARE SERVICES PVT LTD
E 2/3, ANSA INDUSTRIAL ESTATE
SAKI VIHAR ROAD, SAKINAKA
ANDHERI (E), MUMBAI - 400072
Tel No. 022 - 40430200;
Email id :investor@bigshareonline.com

Unit: **SWASTI VINAYAKA SYNTHETICS LIMITED**

I/We hereby give my/our mandate to credit my/our Dividend on the equity shares held by me/us to my/our bank account through the Electronic Clearing Services. The details of the Bank account are given below.

Registered Folio No	
Name of the first/sole shareholder	
Telephone Number of investor	
Email id of investor	
Bank Name	
Branch Address & Telephone No. of Branch	
Bank Account Number (As appearing on the Cheque Books)	
Branch Code	
9 digit code number of the Bank and Branch appearing on the MICR cheque issued by the Bank. (Please attach a blank cancelled cheque, or a photocopy (Xerox copy) of a cheque issued to you by your Bank, for verification of the above particulars)	
Account Type	

I hereby, declare that the particulars given above are correct and complete. If the payment transaction is delayed or not effected at all for any reasons, including but not limited to incomplete or incorrect information, I will not hold the Company/RTA responsible. I agree to discharge the responsibility expected of me as a participant under the scheme.

I, further undertake to inform the Company of any subsequent change(s) in the above particulars.

Signature of the Holder(s):

Place : 1.
Date : 2.
3.

Note:

1. Please fill in the information in CAPITAL LETTERS in ENGLISH ONLY.
2. **KINDLY RETURN THE ABOVE DULY ATTESTED BY YOUR BANKERS TOGETHER WITH THE SELF- ATTESTED COPY OF THE PAN CARD.**

E-COMMUNICATION REGISTRATION FORM

(In terms of Circular no. 17/2011 dated 21.04.2011 and 18/2011 issued by the Ministry of Corporate Affairs)

Folio No. / DP ID & Client ID :

Name of first Registered Holder :

Name of Joint Holder(s) :

Registered Address :

E-mail ID (to be registered) :

I/we shareholder(s) of Swasti Vinayaka Synthetics Limited agree to receive all communication from the Company in electronic mode henceforth, unless otherwise communicated. Please register my above e-mail id in your records for sending communication through email.

Date: Signature:

Important Notes:

- 1) On registration, all the communication will be sent to the e-mail ID registered in the folio.
- 2) Shareholders are requested to keep the Company / Depository Participants informed as and when there is any change in the e-mail address.

ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING

(to be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) Of Swasti Vinayaka Synthetics Limited.

I hereby record my presence at the 32nd Annual General Meeting of the shareholders of Swasti Vinayaka Synthetics Limited on Saturday, the 27th of September, 2014 at 11.00 A.M. at J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane, Maharashtra – 401506.

Name & Address of Member

DP ID*	Reg. Folio No.
Client ID*	No. of Shares

* Applicable if shares are held in electronic form

Signature of Shareholder/Proxy/Representative
(Please Specify)

C u t H e r e

PROXY FORM

Form No. MGT-11

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

Name of the member (s) :
Registered address :
E- mail Id :
Folio No./Client Id :
DP ID :

I/We being the member(s) of _____ shares of Swasti Vinayaka Synthetics Limited hereby appoint:

- (1) Name : _____
 Address: _____
 E-mail ID: _____
 Signature: _____, or failing him,
- (2) Name : _____
 Address: _____
 E-mail ID: _____
 Signature: _____, or failing him,
- (3) Name : _____
 Address: _____
 E-mail ID: _____
 Signature: _____, or failing him,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company, to be held on Saturday, September 27, 2014 at 11:00 a.m. at J-15, M.I.D.C., Tarapur, Boisar, Dist. Thane, Maharashtra – 401506 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions	Type of Resolution	I/We absent to the resolution (for)	I/We absent to the resolution (against)
1	Adoption of Audited Financial Statements for the financial year ended March 31, 2014	Ordinary		
2	Approval of dividend of Re.0.06 paise per equity share for the financial year ended March 31, 2014	Ordinary		

Item No.	Resolutions	Type of Resolution	I/We absent to the resolution (for)	I/We absent to the resolution (against)
3	Re-appointment of Mr. Dinesh Poddar as a Director, who retires by rotation	Ordinary		
4	Appoint Auditors and fix their remuneration	Ordinary		
5	Consent of Shareholders for appointment of Mr. Rajesh Poddar as a Managing Director.	Ordinary		
6	To approve the borrowing limits of the Company	Special		
7	Appointment of Mr. Piyush Shah as an Independent Director	Ordinary		
8	Appointment of Mr. Nirmal Jain as an Independent Director	Ordinary		
9	Appointment of Mr. Sanjiv Rungta as an Independent Director	Ordinary		
10	Appointment of Mr. Rakesh Garodia as an Independent Director.	Ordinary		

Signed this Day of2014

Signature(s)-----

Affix
Re. One
Revenue
Stamp

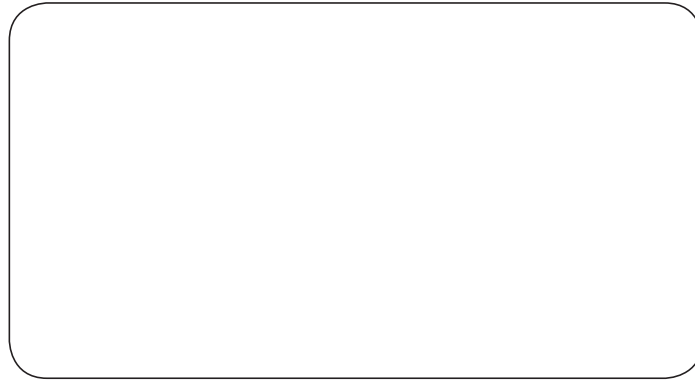
Signature of Proxy holder(s)

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- Notwithstanding the above, Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.

Book Post

To,



If undelivered, please return to:

Swasti Vinayaka Synthetics Limited
306, Tantia Jogani Industrial Estate, J.R. Boricha Marg,
Lower Parel, Mumbai – 400011.
Tel.: +91(22) 4344 3555 Fax: +91(22) 2307 1511