

**EVERGREEN TEXTILES LIMITED**

**25**

**ANNUAL  
REPORT  
2011-2012**

***Savanna***

**Coverings you'll Touching**

---

## EVERGREEN TEXTILES LIMITED

---

### BOARD OF DIRECTORS:

MR. MANJUNATH D. SHANBHAG	CHAIRMAN
MR. RAJENDRA M. BOLYA	DIRECTOR
MR. SITARAM VERMA	DIRECTOR

### AUDITORS

M/S. S.K.BHAGERIA & ASSOCIATES, Chartered Accountants.

### SOLICITORS:

M/S. KANGA & CO., Advocates, Solicitors & Notary.

### BANKERS:

CANARA BANK  
BANK OF BARODA

### REGISTERED OFFICE;

PODAR CHAMBERS,  
109, S.A.BRELVI ROAD,  
FORT, MUMBAI 400001.

### WORKS:

PLOT NO.B-5 & B-6,  
MIDC INDUSTRIAL AREA,  
MAHAD, DIST. RAIGAD (MAHARAHSTRA).

### REGISTRARS & SHARE TRANSFER AGENTS:

**M/S. SHAREX DYNAMIC (INDIA) PVT. LTD.**

Unit : [ EVERGREEN TEXTILES LIMITED ]

Unit No.1, Luthra Ind. Premises, Andheri Kurla Road,  
Safed Pool, Andheri (East), MUMBAI - 400 072.

**Tel: 022 2851 5606 / 2851 5644**

**Email: sharexindia@vsnl.com**

### ANNUAL GENERAL MEETING:

FRIDAY, 28 TH SEPTEMBER, 2012 AT 4.00 P.M. AT  
PODAR CHAMBERS, 4<sup>TH</sup> FLOOR, 109, S.A.BRELVI ROAD,  
FORT, MUMBAI 400001.

## EVERGREEN TEXTILES LIMITED

### NOTICE TO THE MEMBERS

**NOTICE** is hereby given that the 25th Annual General Meeting of the members of **EVERGREEN TEXTILES LIMITED** will be held at the Registered Office of the Company at Podar Chambers, 4<sup>th</sup> floor, 109, S. A. Brelvi Road, Fort, Mumbai 400 001 on Friday, 28<sup>th</sup> September, 2012 at 4.00 p.m. to transact, with or without modification(s) the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Statement of Profit and Loss Account for the year ended March 31st, 2012 and the Balance Sheet as on that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sitaram Verma, who retires from office by rotation, and being eligible offers himself for re-appointment.
3. To appoint Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

#### **NOTES:**

1. **A Member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself and the proxy need not be a member of the company. The Instrument appointing a Proxy should however be deposited at the Registered Office of the Company duly completed not less than Forty-Eight hours before the commencement of the meeting.**
2. The Register of Members and the Share Transfer Books of the company will remain closed from 26/09/2012 to 27/09/2012 (both days inclusive).
3. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
4. Members/Proxies are requested to please bring their copies of the Annual Report to the meeting since copies of the Annual Report will not be distributed at the meeting.
5. The shares of the Company are listed on Mumbai, Ahmedabad and Delhi Stock Exchanges.
- 6a. In view of Circular issued by the SEBI for appointing common agency for both the modes of transfers i.e. physical as well as Demat, the company has already appointed M/s. SHAREX (INDIA) PRIVATE LIMITED as Registrar & Transfer Agent for both the modes of transfer i.e. physical as well as Demat. Members are therefore requested to send their grievances to them for early disposal at the address given below.
- 6b. Members holding Shares in physical form are requested to notify immediately any change in their address with PIN CODE to the Registrar and Transfer Agent of the Company at the address given below.

#### **M/S. SHAREX (INDIA) PRIVATE LTD.**

[Unit: Evergreen Textiles Limited]  
Unit 1, Luthra Ind. Premises, Safed Pool,  
Andheri Kurla Road, Andheri (East),  
Mumbai - 400 072.  
Tel. No. 022 2851 5606/2851 5644  
Email id - sharexindia@vsnl.com

7. All documents referred to in the Notice are open for inspection at the registered office of the Company during office hours on all working days except public holidays between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.
8. Members / Proxies holding their Shares in physical mode are requested to fill the enclosed attendance slip and handover the same at the entrance with signature. In the absence thereof, they may not be admitted to the meeting venue.
9. In all correspondence with the company, members are requested to quote their Folio No.

#### **LISTING REQUIREMENTS:**

As required under Clause 49 (IV) (G) (i) of the Listing Agreement, given below are the details of the Director(s) who are seeking appointment/re-appointment/re-appointment as Managing or Wholtime directors (Resolution at Item Nos. 2):

A. Name	:	Mr. Sitaram Verma
Age	:	62 years
Qualifications	:	M.Com.

Mr. Sitaram Verma is associated with the Company since 01/01/2009 and has got rich experience of about 30 years to his credit.

#### **Other Directorships :**

1. NAWAL TEXTILES LIMITED
2. GOLDEN JEWELLERY COMPANY PRIVATE LIMITED
3. THE PODAR HOLDINGS PRIVATE LIMITED
4. PODAR TEXTILES (DAMAN) PRIVATE LIMITED
5. NAWAL FINANCE PRIVATE LIMITED
6. NATURAL RESOURCES CONSULTING PRIVATE LIMITED

Outside Committee Memberships	:	NIL
Outside Audit Committee Member	:	NIL
Outside Shareholders Grievance Committee Member	:	NIL
Remuneration Committee Member	:	NIL
No. of shares held in the company	:	NIL

**For and on behalf of the Board  
FOR EVERGREEN TEXTILES LIMITED**

**[RAJENDRA M.BOLYA]  
DIRECTOR  
Mumbai  
24/08/2012**

## EVERGREEN TEXTILES LIMITED

### DIRECTOR'S REPORT

To,  
THE SHAREHOLDERS

Your Directors have great pleasure in presenting their 25th Annual Report together with the Audited accounts for the year ended March 31st, 2012.

#### **FINANCIAL RESULTS**

Particulars	(RS. IN LACS)	
	Year ended 31-03-2012	Year ended 31-03-2011
Total Income	---	6.15
Profit(Loss) before Tax.	(17.14)	( 3.94)
Provision for Tax-FBT	---	---
Profit (loss) after Tax	(17.14)	( 3.94)
Prior Period Adjustments	---	---
Balance brought forward	(1554.93)	(1550.99)
Balance carried to Balance Sheet	(1572.07)	(1554.93)

#### **OPERATIONS**

Your Company has not done any business during the year. Also in view of the no investors, the Review Plan of the Company was kept on hold. The Company is exploring other Services of Revenue to Maximize returns to the Shareholders.

#### **DIVIDEND:**

As there was no activity, your board does not propose any dividend for the year ended March 31st, 2012.

#### **FIXED DEPOSITS:**

Your Company has not accepted any deposit within the meaning of section 58A of the Companies Act, 1956 from the public and the rules made there under.

#### **BOARD OF DIRECTORS:**

As per the provisions of section 256 of the Companies Act, 1956. Mr. Sitaram Verma retire's by rotation and being eligible offers himself for re-appointment.

#### **DIRECTORS RESPONSIBILITY STATEMENT:**

Pursuant to Section 217(2AA) of the Companies Act, 1956 the directors confirm that:

- I. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departure.
- ii. Appropriate policies have been selected and applied consistently and judgments and estimates wherever made are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2012 and of the loss of the company for that year.
- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. The annual accounts have been prepared on a going concern basis.

#### **CORPORATE GOVERNANCE AND COMPLIANCE CERTIFICATE:**

Separate notes on Corporate Governance and Management Discussion and Analysis Report are made part of this Annual Report. A Certificate from the Practicing Company Secretary of the Company certifying compliance conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is attached to this report.

#### **AUDITORS:**

M/s. S. K. Bhageria & Associates, Chartered Accountants, auditors of the company are retiring at the ensuing Annual General Meeting. They are eligible for re-appointment and have expressed their willingness to act as auditors, if re-appointed. The Company has received a certificate from them that they are qualified under section 224 (1) of the Companies Act, 1956, for appointment as Auditors of the Company. Members are requested to consider their appointment at a remuneration to be decided by the Board of Directors for the financial year ending March 31, 2013 as set out in the Notice convening the Meeting.

#### **CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:**

During the year under review, as there were no activities, the requisite information with regard to the conservation of energy,

---

## EVERGREEN TEXTILES LIMITED

---

technology absorption (Disclosures of Particulars in the report of Board of Directors) Rules is irrelevant/not applicable to the company during the year under review, the same are not reported.

### **FOREIGN EXCHANGE EARNINGS AND OUTGO:**

There are no Foreign Exchange earnings & Outgo during the year.

### **PARTICULARS OF EMPLOYEES:**

There are no employees as required under section 217(2A) of the Companies Act, 1956.

### **LISTING AGREEMENT REQUIREMENTS:**

Shares of the company are listed at the Stock Exchanges at Mumbai, Kolkata, Ahmedabad, and Delhi. The company has not paid the listing fees for Kolkata, Ahmedabad, and Delhi Stock Exchanges hence the company is in process of getting the Equity Shares delisted from these stock exchanges.

### **BUY-BACK OF SHARES:**

There was no buy-back of shares during the year under review.

### **ACKNOWLEDGMENT:**

Your Directors place on record their sincere appreciation to the Company's shareholders, customers, suppliers, bankers and distributors for the support they have given to the Company and the confidence, which they have reposed in its management and the employees for the commitment and dedication shown by them.

**For and on behalf of the Board  
FOR EVERGREEN TEXTILES LIMITED**

**[RAJENDRA M. BOLYA]  
DIRECTOR**

Mumbai  
24/08/2012

## EVERGREEN TEXTILES LIMITED

### CORPORATE GOVERNANCE REPORT:

#### 1. COMPANY'S PHILOSOPHY:

Evergreen Textiles Limited aims at ensuring high ethical standards in all areas of its business operations to enhance its stake holder's value.

#### 2. BOARD OF DIRECTORS:

The Company presently has three Directors. All three Directors are Independent Non Executive Directors and are professionals with expertise and experience in general corporate management, finance and other allied fields.

As per clause 49 of the Listing Agreement, if the Chairman is the Non Executive at least one third of the board should consist of Independent and Non Executive Directors. In case of Evergreen Textiles Limited, all Directors are Independent and Non Executive Directors which is very much in Compliance of the Listing Agreement.

Composition of the Board of Directors has a healthy mix of Non Executive & Independent Directors & ensures the desired level of independence and functioning & decision making.

The details of composition of the Board, Category, attendance of directors at board meetings and last Annual General Meeting, number of other directorships and other committee memberships are given below:

Name of Director	Designation	Category	No. of Board Meeting attended	Attended last AGM	No. of Other Directorships Held		Outside Committee Position held	
					Public	Private	Mem.	Chmn.
Mr. M. D. Shanbhag	Director	INE	6	YES	3	2	--	--
Mr. Rajendra Bolya	Director	INE	6	YES	2	6	--	--
Mr. Sitaram Verma	Director	INE	6	YES	1	4	--	--

INE stands for Independent and Non Executive.

During the financial year ended March 31, 2012, 6 (Six) Board meetings were held on 30/4/2011, 8/7/2011, 30/7/2011, 22/8/2011, 24/10/2011 and 30/1/2012

Detailed Agenda is circulated/ sent to the members of the Board in advance. The Board discuss/ deliberate and decides on all the topics/ matters including those suggested in the Listing Agreement, as and when the requirement arises.

**Risk Mitigation Plan:** The Company has already adopted a risk mitigation plan, suitable to the Company. During the year there were no activities that required the assessment of risk.

#### 3. AUDIT COMMITTEE:

The total strength of the Audit Committee is three. The said committee was constituted to exercise powers and discharge function as stipulated in Clause 49 of the Listing Agreement, and other relevant statutory and regulatory provisions. The Chairman of the audit committee is an independent/non executive director, and of the other two members are also non-executive / independent directors.

During the relevant financial year, Six Audit Committee Meetings were held on 30/4/2011, 8/7/2011, 30/7/2011, 22/8/2011, 24/10/2011 and 30/1/2012.

The constitution of the Committee as on 31st March, 2012 and the attendance of each member of the Committee are given below

Name of the Members	Status	No. of Meetings attended
Mr. Rajendra Bolya	Chairman	6
Mr. M. D. Shanbhag	Member	6
Mr. Sitaram Verma	Member	6

---

## EVERGREEN TEXTILES LIMITED

---

### 4. REMUNERATION COMMITTEE

The Directors have decided that till the financial crisis is sorted / solved, they will not draw any remuneration from the Company. So remuneration committee was not set up during the year under review

### 5. SHARE HOLDERS GRIEVANCE/ SHARE TRANSFER COMMITTEE:

#### Share Holder's Grievance Committee

The total strength of the Committee is three. The said committee was constituted to exercise powers and discharge function related to Shareholders grievances and related matters. The Chairman of the audit committee is an independent/non executive director, and of the other two members are also non-executive / independent directors.

During the relevant financial year, Six Committee Meetings were held on 30/4/2011, 8/7/2011, 30/7/2011, 22/8/2011, 24/10/2011 and 30/1/2012.

The Company did not receive any Complaint from Shareholders during the year.

The constitution of the Committee as on today is as under:

Name of the Members	Status	No. of Meetings attended
Mr. Rajendra Bolya	Chairman	6
Mr. Sitaram Verma	Member	6
Mr. M. D. Shanbhag	Member	6

Mr. Rajendra Bolya - Director is the Compliance Officer.

### 6. GENERAL BODY MEETINGS:

The last three Annual General Meetings were held as under:

Financial Year	Date	Time	Venue
31.03.2011	29.09.2011	4:00 P.M.	Registered Office
31.03.2010	29.09.2010	4:00 P.M.	Registered Office
31.03.2009	29.09.2009	4:00 P.M.	Registered Office

The Company has neither used Postal Ballot nor passed any special resolutions during these years, and there was no Extra Ordinary General Meetings of the members of the Company during the relevant period.

### 7. DISCLOSURES:

(a) There were no transactions of material nature other than reported under "Related Party Disclosures" that have been entered into by the company with the promoters, directors, their relatives and the management and in any company in which they are interested, that may have potential conflict with the interest of the company.

(b) Details on the use of proceeds from public issues, right issues, preferential issues etc. NIL

Details of non-compliances, penalties etc. imposed on the Company by SEBI or Stock Exchange or any other statutory authority on any matter related to capital market, during the last three years:

The Company has not complied in strict sense with the requirements of the Stock Exchange, SEBI, and other Statutory Authorities on all matters relating to Capital Markets during the last three years.

### 8. MEANS OF COMMUNICATION:

The Company informs the quarterly / half yearly / annual results to the Stock Exchanges.

The management Discussion and Analysis is a part of the Annual Report.

## EVERGREEN TEXTILES LIMITED

### 9. GENERAL SHAREHOLDER'S INFORMATION

- a) **Date & time A G M** : Friday, September 28, 2012 at 4.00 P.M.
- b) **Venue** : At Registered Office., Podar Chambers,  
4<sup>th</sup> Floor, 109., S.A. Brelvi Road,  
Fort, Mumbai – 400 001
- c) **Financial Year** : 1<sup>st</sup> April 2011 to 31<sup>st</sup> March 2012.
- d) **Date of Book Closure** : 26/09/2012 TO 27/09/2012 [Both days inclusive].
- e) **Listing on Stock Exchanges :** The Stock Exchange, Mumbai  
The Stock Exchange, Ahmedabad  
The Stock Exchange, Kolkata  
The Stock Exchange, Delhi
- f) **Listing Fees** : Listing fees for Bombay Stock Exchange has been paid.
- g) **Stock code (BSE)** : 514060
- h) **ISIN No.** : INE229N01010

**l) Share price movements :**

There was no trading of the scripts at the Stock Exchange(s) during the year. The data regarding the price movements are not available, and the management is unable to provide the statement showing the monthly high and low price of the script of the Company as required in the Listing Agreement. Trading of equity shares of the Company is suspended on BSE.

**j) Distribution of Shareholding As On 30th June, 2012:**

No. of Equity Shares held	No. of Shareholders	No. of Shares held	% of Equity Capital
Upto 5000	3574	5678650	11.83
5001-10000	95	758000	1.58
10001-20000	29	399000	0.83
20001-30000	5	128050	0.26
30001-40000	-	-	-
40001-50000	5	242970	0.51
50001-100000	3	286350	0.60
100001 & above	24	40506980	84.39
<b>Total</b>	<b>3736</b>	<b>4800000</b>	<b>100.00</b>

**k) Shareholding Pattern As On 30th June, 2012:**

Category	No. of shares held	% of shareholding
Promoters & Promoter Group	3550780	73.97
Mutual Funds /UTI	100	0.02
Financial Institutions / Banks	47100	0.98
Central / State Government	150300	3.13
Bodies Corporate	243600	5.07
Indian Public	766670	15.97
NRI / OCBs	41450	0.86
<b>Total</b>	<b>4800000</b>	<b>100.00</b>

None of the Independent Directors hold shares in the Company.

**l) Dividend :**

The Company has not proposed / declared any dividend during the year.



---

## EVERGREEN TEXTILES LIMITED

---

**m) Share Transfer System :**

Share transfer requests are received at the registered office of the company as well as directly at RTA's office. RTA does the verification and processing of documents. In order to comply with the requirements of SEBI's circular Nos. SMD/POLICY/CIR-10/02 dated May 7, 2002 to effect transfer of shares within one month, the RTA has been authorised to process, approve and effect transfer of shares on behalf of the company at fortnightly intervals. The share certificates duly endorsed for transfer are returned to shareholders within stipulated time of 30 days.

The turnaround time for completion of transfer of shares in physical mode is generally 15 days, if the documents are clear in all respects.

**n) Financial reporting for 2012-2013**

* Financial reporting for the quarter ended June 30, 2012	: Mid of Aug., 2012
* Financial reporting for the quarter ended Sept.30, 2012	: Mid of Nov., 2012
* Financial reporting for the quarter ended Dec. 31, 2012	: Mid of Feb., 2013
* Financial reporting for the year ended March 31, 2013	: Mid of May, 2013
* Annual General Meeting for the year ended March 31, 2013	: End of Sep., 2013

**o) Plant Locations :**

Plot No.B-5,MIDC, Mahad, Dist. Raigad (M.S).

**p) Address for correspondence with the Company:**

Regd Office: **Evergreen Textiles Limited**, Podar Chambers, 109, S.A.Brelvi Road, Fort, Mumbai-400 001.

Tel: 40515253 Fax: 2266 3845

E-mail id of the Company: - rmb@podarenterprise.com, E-mail id of the Compliance officer: - rmb@podarenterprise.com

**q) Correspondence Address Share Transfer Agents:**

**M/S SHAREX (INDIA) PRIVATE LTD.** (Unit Evergreen Textiles Limited)  
Unit 1, Luthra Ind. Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai - 400 072.  
Tel. No.022 2851 5606/2851 5644, Email id - sharexindia@vsnl.com

**r) Dematerialization of shares & liquidity:**

As on date all the shares are held in physical mode as under:

Sr.	Particulars	No. of share holders	No. of shares	Percentage
1	Physical Shares	3734	4800000	100
2	Electronic Shares	-	-	-
	<b>Total</b>	<b>3734</b>	<b>4800000</b>	<b>100</b>

**10. COMPLIANCE WITH NON MANDATORY REQUIREMENT.**

The Company has complied with all mandatory requirement of Clause 49 of the Listing Agreement with the Stock Exchange and has implemented the following non mandatory requirements:

**1. AUDIT QUALIFICATION:**

It is always the companies endeavor to present unqualified financial statements. There are no audit qualifications in the company's financial statement for the year under review.

**2. TRAINING OF BOARD MEMBERS:**

Directors are fully briefed about all business related matters risks assessment market conditions of the product manufactured by the company, competition and new initiative proposed by the company.

**For and on behalf of the Board  
FOR EVERGREEN TEXTILES LIMITED  
[RAJENDRA M.BOLYA]  
DIRECTOR**

Place : Mumbai  
Date : 24/8/2012

**DECLARATION – COMPLIANCE WITH THE CODE OF CONDUCT**

In accordance with clause 49 of the Listing Agreement with the Stock Exchanges, I, Rajendra M. Bolya, Director, hereby declare that the Board Members and senior Management Personnel have affirmed compliance with the said Code of Conduct, as mentioned in this report, as laid down by the Board of Directors.

**For and on behalf of the Board  
FOR EVERGREEN TEXTILES LIMITED  
[RAJENDRA M.BOLYA]  
DIRECTOR**

Place : Mumbai  
Date : 24/8/2012

---

## **EVERGREEN TEXTILES LIMITED**

---

### **CERTIFICATE FROM PRACTICING COMPANY SECRETARY ON CORPORATE GOVERNANCE**

To,  
The Members of  
Evergreen Textiles Limited

We have examined the compliance of the conditions of Corporate Governance by Evergreen Textiles Limited for the year ended 31st March, 2012 as stipulated in clause 49 of the Listing Agreement with the Stock Exchanges.

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

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

We state that majority of the investor grievances were attended within one month as per maintained by the company.

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 GMJ and Associates  
Company Secretaries**

Place: Mumbai  
Date: 24/08/2012

[MAHESH SONI]  
Partner  
FCS: 3706, COP:2324

### **CERTIFICATE BY CHIEF FINANCIAL OFFICER**

As required by the Clause 49 of the Listing Agreement, I hereby certify that:

- (a) I have reviewed Financial Statements and the Cash Flow Statement for the financial year ended 31<sup>st</sup> March, 2012 and to the best of our knowledge and belief
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) The Company's other Directors and I are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee that:
  - (i) There have been no significant changes in internal control over financial reporting during the year;
  - (ii) There have been no significant changes in accounting policies during the year; and
  - (iii) There are no frauds during the year.

Place : Mumbai  
Date : 24/8/2012

**[RAJENDRA M. BOLYA]  
DIRECTOR**

### **MANAGEMENT DISCUSSION AND ANALYSIS**

#### **1. INDUSTRY STRUCTURE AND DEVELOPMENTS:**

As of now the Company is not engaged in any activity and the management is looking for a right opportunity to make the Company operational.

#### **2. OVERALL REVIEW**

Due to scarcity of working capital fund, the Company is not able to do any business. To make the Company operational, the board is making its best effort to implement the cost reduction measures, to the extent feasible. Several cost cutting measures have already been undertaken by the Company.

#### **3. RISK AND CONCERNS:**

The Company's future development will depend on when the Company becomes operational.

#### **4. INTERNAL CONTROL SYSTEM AND ITS ADEQUACY:**

The Company is following a proper and adequate system of internal controls in respect of all its activities. Further all transactions entered into by the company are fully authorised, recorded and reported correctly.

#### **5. FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

During the year under review, the Company did not carry out any activity.

---

## EVERGREEN TEXTILES LIMITED

---

### AUDITOR'S REPORT

TO  
THE MEMBERS OF EVERGREEN TEXTILES LIMITED.

- 1) We have audited the attached Balance Sheet of EVERGREEN TEXTILES LIMITED ("The Company") as at 31st March, 2012 and also the Profit & Loss Account and Cash flow statement of the company for the year ended on that date annexed thereto (together referred to as 'financial statements'). These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2) We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3) As required by the Companies (Auditors Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (together to the order), issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 of India (the 'Act') and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, we give in the annexure a Statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 4) Further to the above
  - a) 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;
  - b) 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 such books of the company.
  - c) The Balance Sheet, Profit & Loss Account and the Cash Flow statement dealt with by this report are in agreement with the Books of Account of the company.
  - d) In our opinion, the Balance Sheet and the Profit & Loss Account comply with the Accounting Standards referred to in Sub Section (3C) of Section 211 of Companies Act, 1956.
  - e) On the basis of the written representations received from the Directors and taken on record by the Board of Directors, we report that none of the Directors are disqualified as on 31st March, 2012 from being appointed as a Director in terms of clause (g) of Sub Section (1) of Section 274 of the Companies Act, 1956.
  - f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements together with significant accounting policies & notes thereon, give the information required by the Companies Act, 1956 in the manner so required and present a true and fair view in conformity with the accounting principles generally accepted in India :-
    - (i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2012.
    - (ii) In the case of statement of the Profit and Loss Account, of the Loss for the year ended on that date; and
    - (iii) In the case of Cash flow Statement, of the Cash flow for the year ended on that date.

For S.K.BHAGERIA & ASSOCIATES  
Chartered Accountants  
(Firm Registration No: 112882W)

PLACE: MUMBAI  
DATE : 24/08/2012

(S.K.BHAGERIA)  
PARTNER  
Membership No 41404

## EVERGREEN TEXTILES LIMITED

**ANNEXURE REFERRED IN PARAGRAPH 3 OF AUDITOR'S REPORT TO THE MEMBERS OF EVERGREEN TEXTILES LIMITED ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2012.**

1. a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
- b) All the fixed assets have been physically verified by the management during the year. In our opinion the frequency of verification is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- c) Since there is no disposal of Fixed Assets during the year, para 4 (i) (c) of the Companies (Auditor's Report) order, 2003 (the order) is not applicable.
2. Since there are no Inventories, para 4 (ii) (a), (b) & (c) of the Order is not applicable.
3. a) According to the information and explanations given to us the company has not granted any secured or unsecured loans to Companies, Firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956, accordingly para 4 (iii) (a) to (c) of the order is not applicable.
- b) The company has taken unsecured loan from one Company, listed in the register maintained under section 301 of the Companies Act, 1956, wherein the balance payable as at the year end is Rs. 21,50,000/- (Maximum balance outstanding during the year is Rs. 21,50,000/-).
- bii) The loan taken is interest free, the same in our opinion is not prima facie, prejudicial to the interest of the company.
- biii) The Loan is Repayable on demand & there is no outstanding in respect thereof.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control system commensurate with the size of the Company and the nature of its business with regard to the purchase of inventory, and fixed assets and for the sale of goods & services, if any. During the course of our audit, we have not observed any major weaknesses in the internal control systems of the company.
5. a) According to the information and explanations given to us, and based on the audit procedures applied by us, the transactions that needed to be entered in the register maintained Under Section 301 of the Act have been so entered.
- b) There are no transactions made for purchase or sale of goods and services exceeding the value of five lakh rupees in respect of any party listed in the register maintained under section 301 of the Act.
6. The company has not accepted any deposits from the Public within the meaning of Section 58A and 58AA of the Act and the rules framed there under.
7. While the Company has no formal internal audit system during the year under review, the Directors of the company have always kept adequate vigilance over the day to day transactions of the company and over the proper maintenance of the basic records and Books of Accounts of the Company.
8. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 209 (1) (d) of the Act for any of the products of the company.
9. a) According to the information and explanations given to us and according to the records examined by us, in our opinion the Company is regular in depositing all its undisputed statutory dues relating to Provident fund, Investor Education & Protection fund, Employees State Insurance, Income Tax, Wealth Tax, Sales Tax, Service Tax, Custom duty, Excise duty, and Other material Statutory dues as applicable, with appropriate authorities except Excise duty of Rs.5,35,24,282/-
- b) The details of disputed dues of Sales Tax, Service Tax, Income Tax, Wealth Tax, custom Duty, Excise duty and Cess, which have not been deposited, are as under :
 

Name of the Statute	Forum where dispute is pending	As at	As at
		31.03.12 (Rs in Lacs)	31.03.11 (Rs in Lacs)
1 Central Excise	Appellate Tribunal	428.26	428.26
2 Sales Tax	Sales Tax Tribunal	18.25	18.25
10. The accumulated losses of the Company at the end of the financial year 31.03.2012, are more than fifty percent of its net worth, at the end of the financial year. The company has incurred cash losses during the financial year and also in the immediately preceding financial year.
11. According to the records of the Company examined by us and the information and explanations given to us, since the Company has no borrowings from Financial institutions / Banks / Debenture Holders para 4 (xi) of the Order is not applicable to the Company.
12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any Special Statute applicable to chit fund / nidhi / mutual benefit fund / societies, are are not applicable to the company.
14. In our opinion the Company has maintained proper records of transactions and contracts relating to dealing or trading in shares, securities, debentures and other investments during the year and timely entries have been made therein. Further such securities have been held by the Company in its own name or in the process of transfer in its name.
15. In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions, during the year.
16. The Company has not obtained any term loans during the year.
17. According to the information and explanations given to us and on an overall examination of the Financial Statement of the company, there are no funds raised on short term basis which have been used for long term Investment.
18. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
19. The company has not issued any debentures during the year; and does not have any debentures outstanding as at the year end.
20. The company has not raised any money by public issues during the year.
21. During the course of our examinations of the books and records of the company, carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us by the management, we have neither come across any instance of fraud on or by the company, noticed or reported during the year nor have been informed of any such case by the management.

For S.K.BHAGERIA & ASSOCIATES  
Chartered Accountants  
(Firm Registration No : 112882W)

(S.K.BHAGERIA)  
PARTNER

PLACE : MUMBAI  
DATE : 24/08/2012

Membership No 41404

## EVERGREEN TEXTILES LIMITED

### BALANCE SHEET AS AT 31ST MARCH 2012

PARTICULARS	NOTE	AS AT 31.3.2012 ₹	AS AT 31.3.2011 ₹
<b><u>EQUITY AND LIABILITIES</u></b>			
<b><u>SHAREHOLDERS' FUNDS</u></b>			
Share Capital	2	48000000	48000000
Reserves and Surplus	3	(141682134)	(139968198)
		<u>(93682134)</u>	<u>(91968198)</u>
<b><u>NON-CURRENT LIABILITIES</u></b>			
Other Long-Term Liabilities	4	98195051	98195051
		<u>98195051</u>	<u>98195051</u>
<b><u>CURRENT LIABILITIES</u></b>			
Short-Term Borrowings	5	2150000	1153500
Other Current Liabilities	6	16988	17509
		<u>2166988</u>	<u>1171009</u>
<b>TOTAL</b>		<u><b>6679905</b></u>	<u><b>7397862</b></u>
<b><u>ASSETS</u></b>			
<b><u>NON-CURRENT ASSETS</u></b>			
Fixed Assets	7		
Tangible Assets		6419099	7115511
Non-current Investments	8	5000	5000
Long-Term Loans and Advances	9	197861	197861
		<u>6621960</u>	<u>7318372</u>
<b><u>CURRENT ASSETS</u></b>			
Cash & Bank Balances	10	29709	64490
Short-Term Loans & Advances	11	28236	15000
		<u>57945</u>	<u>79490</u>
<b>TOTAL</b>		<u><b>6679905</b></u>	<u><b>7397862</b></u>

**Significant Accounting Policies.** 1  
The accompanying notes are an integral part of the Financial Statements

As per our report of even date  
For S. K. Bhageria & Associates  
Chartered Accountants

For and on behalf of the Board

S. K. BHAGERIA  
Partner  
Membership No 41404

(M.D SHANBHAG)  
DIRECTOR

(RAJENDRA M BOLYA)  
DIRECTOR

Place : Mumbai  
Date : 24/08/2012

## EVERGREEN TEXTILES LIMITED

### STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2012.

PARTICULARS	NOTE	For the year ended 31.03.2012	For the year ended 31.03.2011
		₹	₹
<b><u>INCOME</u></b>			
Other Income	12	--	615048
<b>TOTAL</b>		<u>          --          </u>	<u>          615048          </u>
<b><u>EXPENSES</u></b>			
Operating & Other Expenses	13	1017524	312993
		<u>          1017524          </u>	<u>          312993          </u>
<b>PROFIT / (LOSS) BEFORE FINANCE CHARGES, DEPRECIATION &amp; TAXES</b>		<b>(1017524)</b>	<b>302055</b>
Depreciation	7	696412	696412
<b>PROFIT / (LOSS) BEFORE TAX</b>		<b>(1713936)</b>	<b>(394357)</b>
Provision for Taxation - Current		---	---
<b>PROFIT / (LOSS) AFTER TAX</b>		<b>(1713936)</b>	<b>(394357)</b>
Earning Per Share of ₹ 10/- each fully paid up.			
- Basic (₹)		(0.36)	(0.08)
- Diluted (₹)		(0.36)	(0.08)
<b>Significant Accounting Policies.</b>	<b>1</b>		
<b>The accompanying notes are an integral part of the Financial Statements</b>			

As per our report of even date  
For S. K. Bhageria & Associates  
Chartered Accountants

For and on behalf of the Board

S . K. BHAGERIA  
Partner  
Membership No 41404

(M.D SHANBHAG)  
DIRECTOR

(RAJENDRA M BOLYA)  
DIRECTOR

Place : Mumbai  
Date : 24/08/2012

## EVERGREEN TEXTILES LIMITED

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

	AS AT 31-03-12		AS AT 31-03-11	
	Rupees	Rupees	Rupees	Rupees
<b><u>A. CASH FLOW FROM OPERATING ACTIVITIES :</u></b>				
NET PROFIT / (LOSS) BEFORE TAX AND EXTRAORDINARY ITEMS		(1713936)		(394357)
<b><u>ADJUSTMENTS FOR :</u></b>				
DEPRECIATION	696412		696412	
INTEREST AND FINANCE CHARGES	699	697111	694	697106
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(1016825)		302749
<b><u>ADJUSTMENT FOR :</u></b>				
TRADE AND OTHER RECEIVABLES				
LOANS AND ADVANCES	(13236)		—	
TRADE PAYABLES	(521)		(300276)	
		(13757)		(300276)
CASH GENERATED FROM OPERATIONS :		(1030582)		2473
INTEREST AND FINANCE CHARGES PAID		(699)		(694)
NET CASH FLOW FROM OPERATING ACTIVITIES :		(1031281)		1779
<b><u>B. CASH FLOW FROM INVESTING ACTIVITIES :</u></b>				
NET CASH USED IN INVESTING ACTIVITIES		(1031281)		1779
<b><u>C. CASH FLOW FROM FINANCING ACTIVITIES :</u></b>				
PROCEEDS FROM BORROWINGS (NET OF REPAYMENTS)	996500		23772	
NET CASH USED IN FINANCING ACTIVITIES		996500		23772
NET INCREASE IN CASH AND CASH EQUIVALENTS		(34781)		25551
CASH AND CASH EQUIVALENTS AS AT 01/04/2011 (OPENING BALANCE)		64490		38939
CASH AND CASH EQUIVALENTS AS AT 31/03/2012 (CLOSING BALANCE)		29709		64490

Notes :  
Cash and Cash Equivalents represent Cash and Bank balance (Refer Note 10).  
Previous year figures have been regrouped / rearranged wherever considered necessary;

As per our report of even date  
For S. K. Bhageria & Associates  
Chartered Accountants

For and on behalf of the Board

S. K. BHAGERIA  
Partner  
Membership No 41404

(M.D SHANBHAG)  
DIRECTOR

(RAJENDRA M BOLYA)  
DIRECTOR

Place : Mumbai  
Date : 24/08/2012

## EVERGREEN TEXTILES LIMITED

### Notes forming part of the Financial Statements.

#### 1. SIGNIFICANT ACCOUNTING POLICIES:

##### 1.1 Basis of Preparation of Financial Statements:

The Financial Statements have been prepared under the historical cost convention on accrual basis. The mandatory applicable accounting standards in India and the provisions of Companies Act, 1956 have been followed in preparation of these financial statements.

All assets and liabilities have been classified as current or non-current as per the operating cycle criteria set out in the Revised Schedule VI to the Companies Act, 1956.

##### 1.2 Fixed Assets:

Fixed assets are stated at cost less accumulated depreciation. Cost comprises of freight, duties, taxes, interest and other incidental expenses related to acquisition & installation.

##### 1.3 Depreciation and Amortisation:

- i) Leasehold land is amortised over the period of lease.
- ii) Buildings (including Roads & Drains) is provided under straight line method at the rates specified in Schedule XIV of the Companies Act, 1956.

##### 1.4 Investments:

Investments are stated at cost less provision for diminution in value other than temporary, if any.

##### 1.5 Retirement Benefits:

- i) Since during the year there were no employees in the company therefore there is no liability in respect of Gratuity.
- ii) Since during the year there were no employees in the company therefore there is no liability in respect of Leave Benefits.

##### 1.6 Taxation:

- i) **Current Tax:** Provision for current income tax is made on the taxable income using the applicable tax rates and tax laws as per the provisions of Income Tax Act, 1961.
- ii) **Deferred Tax:** The Deferred tax charge or credit is recognised using prevailing enacted tax rate. Where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. Deferred tax assets / liabilities are reviewed as at each balance sheet date based on developments during the period and available case law to reassess realization / liabilities.
- iii) **Minimum Alternate Tax (MAT) credit:** MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period specified. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the Guidance Note issued by the ICAI, the said asset is created by way of accredit to the statement of Profit and Loss and is shown as MAT Credit Entitlement. The Company reviews the same at each Balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

#### 2. SHARE CAPITAL

Particulars	31st March, 2012	31st March, 2011
	₹	₹
<u>Authorised Share Capital</u>		
50,00,000 Equity shares of ₹ 10/- each	50000000	50000000
<b>Total</b>	<u>50000000</u>	<u>50000000</u>



## EVERGREEN TEXTILES LIMITED

Particulars	31st March, 2012	31st March, 2011
	₹	₹
<b>Issued, Subscribed &amp; Fully Paid Up Share Capital</b>		
48,00,000 Equity shares of ₹ 10/- each	48000000	48000000
<b>Total</b>	<b>48000000</b>	<b>48000000</b>

2.1 The Reconciliation of the number of Equity Shares outstanding is set out below:

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Conversion	Buy Back	Changes	Closing Balance
Equity shares with voting rights.								
Year ended 31st March, 2011								
- Number of Shares	4800000	0	0	0	0	0	0	4800000
- Amount (₹)	48000000	0	0	0	0	0	0	48000000
Year ended 31st March, 2012								
- Number of Shares	4800000	0	0	0	0	0	0	4800000
- Amount (₹)	48000000	0	0	0	0	0	0	48000000

During the year ended 31st March, 2012, the amount of per share dividend recognized as distributions to equity shareholders was Rs NIL (31st March, 2011 Rs Nil.).

### 2.2 Terms / Rights attached to Equity Shares :

The Company has issued only one class of shares referred to as equity shares having a par value of Rs.10/- per share. All equity shares carry one vote per share without restrictions and are entitled to dividend, as and when declared. All shares rank equally with regards to the Company's residual assets.

During the year ended 31st March, 2012, the amount of per share dividend recognized as distributions to equity shareholders was Rs NIL (31st March, 2011 Rs Nil.).

In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

### 2.3 Shareholders' holding more than 5% shares of the Company:

Name of Shareholder	Class of Shares	As at March 31st, 2012		As at March 31st, 2011	
		%age	Numbers	%age	Numbers
Podar Textiles (Daman) Pvt Ltd	Equity Shares	5.90	283230	2.39	114610
Master Vedant R Podar	Equity Shares	8.55	410180	8.55	410180
Miss Vedica R Podar	Equity Shares	16.57	795407	16.57	795407
Podar Advisory & Consulting Enterprise Pvt Ltd	Equity Shares	17.50	840131	17.50	840131
			<u>2328948</u>		<u>2160328</u>

## EVERGREEN TEXTILES LIMITED

Particulars	As at 31st March, 2012 ₹	As at 31st March, 2011 ₹							
<b>3. RESERVES AND SURPLUS</b>									
<u>Capital Reserve</u>									
State subsidy as per last account	1000000	1000000							
Central subsidy as per last account	1000000	1000000							
Forfeited Shares Account	5000	5000							
Special Reserve Account	8520257	8520257							
Investment Allowance Reserve	5000000	5000000							
<u>Surplus / (Deficit) in statement of Profit and Loss</u>									
Balance as per the last financial statement	(155493455)	(155099098)							
Add : Net Loss transferred from Statement of Profit & Loss.	(1713936)	(394357)							
<b>Total</b>	<b>(141682134)</b>	<b>(139968198)</b>							
<b>4. OTHER LONG TERM LIABILITIES</b>									
Trade Payables	98195051	98195051							
<b>Total</b>	<b>98195051</b>	<b>98195051</b>							
<b>5. SHORT TERM BORROWINGS</b>									
<u>Unsecured</u>									
From Related Parties (Repayable on Demand)	2150000	1153500							
<b>Total</b>	<b>2150000</b>	<b>1153500</b>							
<b>6. OTHER CURRENT LIABILITIES</b>									
Creditors for Expenses	16988	17509							
<b>Total</b>	<b>16988</b>	<b>17509</b>							
<b>7. FIXED ASSETS</b>									
	<b>GROSS BLOCK (ATCOST)</b>			<b>DEPRECIATION</b>			<b>NET BLOCK</b>		
DESCRIPTION OF ASSETS	Cost/Book Value as at 01.04.2011	Additions	Disposals	Cost/Book Value as at 31.03.2012	Upto 01.04.2011	Depreciation charge for the year	Upto 31.03.2012	As at 31.03.2012	As at 31.03.2011
<b>Tangible Assets</b>									
Leasehold land	856853	—	—	856853	223243	9020	232263	624590	633610
Buildings ( including Road & Drains)	21310413	—	—	21310413	14828512	687392	15515904	5794509	6481901
<b>TOTAL RUPEES</b>	<b>22167266</b>	<b>—</b>	<b>—</b>	<b>22167266</b>	<b>15051755</b>	<b>696412</b>	<b>15748167</b>	<b>6419099</b>	<b>7115511</b>
Previous Year's Figure	22167266	—	—	22167266	14355343	896412	15051755	7115511	7811923
<b>8. NON-CURRENT INVESTMENTS</b>									
<u>Other than Trade</u>									
<u>Unquoted</u>									
Kisan Vikas Patra (Deposit with Sales Tax Department Daman)		5000	5000						
<b>Total</b>		<b>5000</b>	<b>5000</b>						
<b>9. LONG-TERM LOANS AND ADVANCES</b>									
(Unsecured, considered good unless otherwise stated)									
Deposits and Balances with Government Authorities		192361	192361						
Deposits with Others		5500	5500						
<b>Total</b>		<b>197861</b>	<b>197861</b>						

## EVERGREEN TEXTILES LIMITED

Particulars	As at 31 March, 2012 ₹	As at 31 March, 2011 ₹
<b>10. CASH AND BANK BALANCES</b>		
<u>Cash and Cash Equivalents</u>		
a) Balance with Banks	19692	49877
- In Current Accounts		
b) Cash on Hand	10017	14613
<b>Total</b>	<b>29709</b>	<b>64490</b>
<b>11. SHORT TERM LOANS AND ADVANCES</b>		
(Unsecured, considered good unless otherwise stated)		
Advances recoverable in cash or in kind or for value to be received	15000	15000
Prepaid Expenses	13236	-
<b>Total</b>	<b>28236</b>	<b>15000</b>
<b>12. OTHER INCOME</b>		
Cash Compensatory Support Claim Recd	-	615048
<b>Total</b>	<b>-</b>	<b>615048</b>
<b>13. OPERATING AND OTHER EXPENSES</b>		
Rates and Taxes	2500	2500
Printing & Stationary	29551	27437
Travelling & Conveyance	2863	3667
Re-Listing Fees (Including Listing Fees)	718458	17150
Legal and Professional Charges	47954	81960
Audit Fees - Statutory Audit	16854	16545
Bank Charges	699	694
Miscellaneous Expenses	198645	163040
<b>Total</b>	<b>1017524</b>	<b>312993</b>
<b>14. a) In pursuance of the order dated 24th September 2002 of Hon'ble Supreme Court, the company has been held liable for payment of Excise duty on its Finished product (Fur Fabrics). In pursuance of the said order the Central Excise Authorities has asked the company to pay amount of Rs. 1,45,78,305/- towards Central Excise duty payable on the goods cleared by the company during the period from 20.10.1987 to 31.07.1990. The company has accordingly provided a sum of Rs 1,45,78,305/- towards Central excise duty liability in its accounts during the year ended 31st March 2003. The company has however not provided for interest on the demand of Rs 1,45,78,305/- from the date of the Order of the Hon'ble Supreme Court.</b>		
<b>b) In pursuance of the order dated 30th November 2004 of Additional Commissioner, Central Excise, Mahad, the Company has been held liable for demand of BED, AED, and AD (T &amp; T) under section 11 A of Central Excise Act, 1944 on its finished products Fur Fabrics. In pursuance of the said order the Central Excise authorities had asked the company to pay an amount of Rs 1,60,29,381/- towards Central Excise Duty payable on goods cleared by Company during the period from Sept 1996 to Nov 2000 the company accordingly provided a sum of Rs 1,60,29,381/- towards Central Excise Duty liability in its account during the year ended 31st March 2005. The company has however not provided for interest on demand of Rs 1,60,29,381/- from the date of order.</b>		
<b>15. In pursuance of the order dated 16th March 2005 of Assistant Commissioner, Central Excise, Mahad, the Company has been held liable for demand of short payments arising out of the finalisation of the provisional assessment of its finished products Fur Fabrics. In pursuance of the said order the Central Excise authorities had asked the company to pay an amount of Rs 2,29,16,596/- towards Central Excise Duty payable on goods cleared by Company during the period from 24.03.1987 to 31.05.1994 the company accordingly provided a sum of Rs 2,29,16,596/- towards Central Excise Duty liability in its account during the year ended 31st March 2005.</b>		

## EVERGREEN TEXTILES LIMITED

16. In pursuance of the order dated 19th December, 2006 of The Commissioner, Central Excise (ADJ), Mumbai, the Company has been held liable for demand of duty under section 11 A (2) of Central Excise Act, 1944 for Rs 2,22,34,778/- and also penalty imposed of Rs 2,00,91,308/- u/s 11 AC and Rs 5,00,000/- under rule 209 of CER,1944 regarding its deemed export transactions under 100% EOU with GCU Ltd, during the period August 1996 to July 1998. Although the company has disputed the same and filed appeal against the same before the Appellate Tribunal u/s 35B of the Central Excise Act, the Company has provided for total amount of Duty and Penalty amounting to Rs 4,28,26,086/- towards Central Excise Duty liability in its accounts during the year ended 31st March 2007. The adjustments if any will be made in the books of accounts in the year as & when the appeal is decided.
17. In pursuance of the assessment proceedings before the Sales Tax officer, the company has received demand notices from Sales tax Office under the Bombay Sales Tax Act & Central Sales Tax Act in respect of the following financial years.

<u>Financial Year</u>	<u>Amount (Rs)</u>	
	<u>BST</u>	<u>CST</u>
1994-95	175500	49700
1995-96	1343000	10160
1997-98	9920	---
1998-99	30000	---
1999-2000	206700	---
<b>Total</b>	<b>1765120</b>	<b>59860</b>

Although the company has disputed the same & filed appeal against the same before The Sales Tax Tribunal, Mumbai the company has provided for the total demand amount of Rs 18,24,980/- towards Sales Tax liability in its accounts during the year ended 31st March 2007. The adjustment if any will be made in the books of accounts in the year as and when the appeal is decided.

18. In the opinion of the Board of Directors the company except that there would be no liability of custom duty & other charges payable Rs 558.00 Lacs (Approx) on raw materials imported under Duty Exemption Scheme for non - fulfilment of Export obligation due to major fire in the factory premises of the company on 28th May 1993, hence no provision for the same has been made in the books of account.
19. In the opinion of the Board of Directors, all the assets other than Fixed Assets and Non Current Investments have a value on realisation in the ordinary course of business at least equal to the amounts at which they are stated in the Balance Sheet.
20. a) Some of the books and records of the company pertaining to previous financial years taken by the central excise authorities on 01/02/1997 are still lying with concerned Authorities. The accounts for the previous financial years therefore were reconstructed and reconciled from available information and records. Adjustments as may be deemed necessary will be made in the accounts after the release of the Books and records by the concerned authorities.
- b) Some of the books and records of the company pertaining to previous financial years taken by the central excise authorities on 23.07.98 are still lying with concerned Authorities. The accounts for the previous financial years therefore were reconstructed and reconciled from available information and records. Adjustments as may be deemed necessary will be made in the accounts after the release of the Books and records by the concerned authorities. The company is therefore not in a position to ascertain the quantum of liability if any arising and therefore the same will be provided as and when demand is raised.

**21. RELATED PARTY TRANSACTIONS :**

As per Accounting Standard - 18 on "Related Party Disclosure", related parties of the Company are disclosed below :

**A. List of Related Parties (As certified by the management).**

**1) Associate Companies**

1. Premier Consultant & Traders Limited

**2) Key Management Personnel including Relatives**

- a) Shri M D Shanbhag - Director  
b) Shri Rajendra M Bolya - Director

**B. Transactions with related parties**

<u>Nature of Transactions</u>	<u>2011-12</u> (RS)	<u>2010-11</u> (RS)
Loans, Advances and Deposits Received	996500	1153500

## EVERGREEN TEXTILES LIMITED

**C. Outstanding as on March 31, 2012.**

<u>Nature of Transactions</u>	<u>Amount due on 31.03.12 (RS)</u>	<u>Amount due on 31.03.11 (RS)</u>
Loans, Advances and Deposits Received	2150000	1153500

**22. SEGMENT REPORTING**

The Company is operating in one segment only i.e. Textiles, but during the year there is no business conducted by the Company, hence no segment reporting is given.

23. There are no Micro, Small and Medium Enterprises, as provided under the Micro, Small and Medium Enterprises Development Act, 2006, to whom the company owes dues, which are outstanding for more than 45 days as at Balance Sheet date.

**24. EARNINGS PER SHARE**

	<u>AS AT 31.3.2012</u>	<u>AS AT 31.3.2011</u>
Profit / (loss) after Taxation	Rs.(1713936)	Rs.(394357)
No of Shares	4800000	4800000
Basic and Diluted Earning Per Share.(Rs)	(-) 0.36	(-) 0.08

25. In view of the Losses during the year, the company does not have taxable Income, hence the Provision for current Income Tax has not been made.

26. The Revised Schedule VI has become effective from 1 April 2011 for the preparation of Financial Statements. This has significantly impacted the disclosures and presentation made in these Financial Statements. Previous year's figures have been regrouped / rearranged / reclassified wherever necessary to conform with current year's classification / disclosure.

27. Additional information to the Financial Statements are as under.

	<u>For the Year Ended 31.03.12</u>	<u>For the Year Ended 31.03.11</u>
(i) CIF Value of Imports	NIL	NIL
(ii) Expenditure in Foreign Currency	NIL	NIL
(iii) Earning in Foreign Currency	NIL	NIL
(iv) Amount remitted in Foreign Currency	NIL	NIL

As per our report of even date  
For S. K. Bhageria & Associates  
Chartered Accountants

For and on behalf of the Board

S . K. BHAGERIA  
Partner  
Membership No 41404

(M.D SHANBHAG)  
DIRECTOR

(RAJENDRA M BOLYA)  
DIRECTOR

Place : Mumbai  
Date : 24/08/2012

# EVERGREEN TEXTILES LIMITED

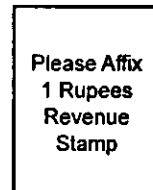
Registered Office : Podar Chambers, 4th Floor, 109, S.A. Brelvi Road, fort, Mumbai - 400 001.  
**ANNUAL GENERAL MEETING - FRIDAY 28th SEPTEMBER 2012**

## PROXY FORM

I / We \_\_\_\_\_ of \_\_\_\_\_ In  
district of \_\_\_\_\_ being a member(s) of **EVERGREEN TEXTILES LIMITED**  
hereby appoint \_\_\_\_\_  
of failing him/her \_\_\_\_\_ of \_\_\_\_\_ in the district of  
\_\_\_\_\_ to attend the 25th ANNUAL GENERAL MEETING of the Company's  
to be held on Friday, 28th September 2012 at 4.00 P.M. or at any adjournment there of.

Signed this \_\_\_\_\_ day of September 2012

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



Sign. of Member

---

# EVERGREEN TEXTILES LIMITED

Registered Office : Podar Chambers, 4th Floor, 109, S.A. Brelvi Road, fort, Mumbai - 400 001.

## ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

I certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the company and hold  
\_\_\_\_\_ shares. I hereby record my presence at the Annual General Meeting be-  
ing held at Podar Chambers, 4th Floor, 109, S.A. Brelvi Road, Fort, Mumbai - 400 001. on Friday 28th  
September, 2012 at 4.00 P.M.

Name of the Member/Proxy in Block Letters \_\_\_\_\_

Member's/Proxy's Signature \_\_\_\_\_

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

BOOK-POST

Printed by : Shah Enterprises  
Call : 99304 88669

# **EVERGREEN TEXTILES LIMITED**

REGISTERED OFFICE : PODAR CHAMBERS, 4<sup>TH</sup> FLOOR,  
109, S.A. BRELVI ROAD, FORT, MUMBAI - 400 001.