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**JAIHIND SYTHETICS  
LIMITED**

**ANNUAL ACCOUNTS  
FINANCIAL YEAR  
2013 - 2014**

## **BOARD OF DIRECTORS**

|                         |                      |
|-------------------------|----------------------|
| Mr. Ajit V. Vasani      | Director             |
| MsMeghalVasani          | Director             |
| MsJagrutiVasani         | Director             |
| Mr. PareshSawani        | Independent Director |
| Mr. Kaushal A. Shah     | Independent Director |
| Mr. Jayantilal M. Patel | Independent Director |

## **BANKER**

Allahabad Bank  
Axis Bank  
IDBI BANK

## **AUDITORS**

Jai Prakash Upadhyay & Co.  
Chartered Accounts

## **REGISTERED OFFICE**

110, Ajanta Square  
Old Ajanta Talkies,  
L.T Road, Borivali (W),  
Mumbai – 400 092.

## **TRANSFER AGENTS**

System Support Services  
209, Shivai Industrial Estate,  
Sakinaka, Andheri (East),  
Mumbai – 400 072.

## NOTICE TO THE MEMBERS

Dear Members

NOTICE is hereby given that the 27<sup>th</sup> Annual General Meeting of the Members of JAIHIND SYNTHETICS LIMITED will be held at its Registered Office at 110, Ajanta Square, Old Ajanta Talkies, L.T Road, Borivali (W), Mumbai – 400 092. On Saturday, the 30<sup>th</sup> day of September, 2014 at 10.00 a.m. to transact the following business.

### ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at March 31, 2014 and the Profit and Loss Account for the year ended on that date and the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ajit V. Vasani, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Ms. Meghal Vasani, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Ms. Jagruti Vasani, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Auditors, M/s Jai Prakash Upadhyay & Co., Chartered Accountants, to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting of the company and to authorized the Board of Directors to fix their remuneration.

By Order of the Board of Directors

Date : 28 August, 2014.

Place : Mumbai

For JAIHIND SYNTHETICS LIMITED

Sd/-

CHAIRMAN

Registered Office:

110 Ajanta Square

L.T. ROAD

Borivali (West),

Mumbai – 400 092

NOTES:

1.A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING AND ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER. THE PROXIES SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

2. The members are requested to notify immediately changes, if any, in their registered address to the Company's Registrar & Share Transfer Agent M/S System Support Services, email ID : [sys72@yahoo.com](mailto:sys72@yahoo.com)

3. Members are requested to write their Folio Number in the Attendance Slip for easy identification at the meeting and number of shares held by them.

4. The Share Transfer Books and the Register of Members will remain closed from Sunday the 27<sup>th</sup> day of September, 2014 to 30<sup>th</sup> day of September, 2014 (both days inclusive).

5. At the ensuing Annual General Meeting below Directors, retires by rotation and being eligible offers themselves for re-appointment, the brief resume of this director is as under:

| Name  | Mr. Ajit Vasani            | Ms. Meghal Vasani          | Ms. Jagruti Vasani         |
|---|----------------------------|----------------------------|----------------------------|
| Age   | 51                         | 24                         | 49                         |
| Qualification   | B.Com                      | F.Y.B.com                  | B.com                      |
| Expertise in specific Area  | Trade in & Marketing       | Finance                    | Administration             |
| Date of First Appointment on the Board of the company   | 31.08.2010                 | 31.8.2010                  | 31.8.2010                  |
| Name(s) of the companies in which Directorship held and committee Membership/Chairmanship held. | JivanJyoti Mercantile Ltd. | JivanJyoti Mercantile ltd. | JivanJyoti Mercantile Ltd. |

6. **Green Initiative in Corporate Governance:** *The Government of India, Ministry of Corporate Affairs (MCA) vide its circular no. 17/2011 dated 21.04.2011 and 18/2011 dated 29.04.2011 has taken a "Green Initiative" and has allowed companies to make service of documents including Annual Report, Audited Financial Statements, Director's Report, Auditor's Report, etc. to the members through the electronic mode to the registered email address of the members. This is a golden opportunity to contribute to our Nation at large. All you have to do is to register your e-mail address with the company to receive communication through the electronic mode.*

Date: 28<sup>th</sup> August, 2014  
Place: Mumbai

Registered Office:  
110, Ajanta Square  
Old Ajanta Talkies,  
L.T Road, Borivali (W),  
Mumbai – 400 092.

By Order of the Board of Directors  
For JAIHIND SYNTHETICS LIMITED

Sd/-  
(AJIT VASANI)  
CHAIRMAN

## **DIRECTORS REPORT**

The members,  
Jaihind Synthetics Limited.

Your Directors have pleasure in presenting the Twenty Seven Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31<sup>st</sup> March 2014.

### **FINANCIAL RESULTS:**

Rs. Lakh

|                                  | For the year ended on<br>31.03.2014 | For the year ended on<br>31.03.2013 |
|----------------------------------|-------------------------------------|-------------------------------------|
| Turnover                         | 240.47                              | 244.13                              |
| Other Income                     | 29.30                               | 30.15                               |
| Increase / Decrease in Stock     | 90.47                               | 90.47                               |
| Total Income                     | 211.16                              | 274.29                              |
| Total Expenditure                | 220.37                              | 265.96                              |
| Profit / (Loss) before Taxation  | 9.21                                | 8.32                                |
| Provision for Tax                | 3.19                                | 2.10                                |
| Profit / (Loss) after Taxation   | 7.27                                | 7.67                                |
| Balance b/f from Previous Year   | (77.88)                             | (85.56)                             |
| Deffered Tax                     | -----                               | -----                               |
| Earlier Year Adjustments         | -----                               | -----                               |
| Balance Carried to Balance Sheet | (70.61)                             | (77.88)                             |

### **OPERATIONAL REVIEW**

During the financial year ended 31<sup>st</sup> March 2014 Company's turnover was Rs. 240.47 Lac and the net profit during the year was Rs. 7.27 Lac.

### **FUTURE OUTLOOK**

The Indian economy is back in course of its pre-crisis growth trajectory, with the momentum in recovery led by a stronger and faster than earlier anticipated rebound in Industrial activity. The management of the company is considering the various proposals to enlarge the scope of activities of the company. The company is looking forward to infuse additional working capital in the business of the company in order to carry out the operations of the company smoothly.

### **DIVIDEND:**

Due to huge carried forward loss, your Directors do not recommend any dividend for the year under review.

## **DIRECTORS RESPONSIBILITY STATEMENT:**

In accordance with the requirements of Section 217(AA) of the Companies Act, 1956, the Directors of the Company hereby confirm that:

- A. In preparation of Annual Accounts, the applicable accounting standards were followed.
- B. The accounting policies are reasonable and prudent and are consistently followed to give true and fair view of the state of affairs of the company.
- C. Proper and sufficient care is taken for 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.
- D. The Annual Accounts have been prepared in a going-concern basis.

## **DIRECTORS**

Mr. Ajit Vasani, Ms. Jagruti Vasani and Ms. Meghal Vasani, Directors of the Company who retire by rotation as per Articles of Association of the Company and being eligible offer themselves for re-appointment as directors of the Company.

## **FIXED DEPOSITS**

Your Company has not accepted any deposits from public.

## **MANAGEMENT DISCUSSION AND ANALYSIS:**

As required by clause 49 of the Listing Agreement with the Stock Exchange, a Management Discussion and Analysis Report are appended.

## **CORPORATE GOVERNANCE**

A separate report on the Corporate Governance and Management Discussion & Analysis is attached as a part of the Annual Report. The Auditor's Certificate regarding compliance of the conditions of Corporate Governance is also annexed.

## **AUDITORS:**

M/s. Jai Prakash Upadhyay & Co., Chartered Accountants, will retire as Auditors of the Company at the conclusion of the ensuing Annual General Meeting. Directors have proposed to re-appoint M/s. Jai Prakash Upadhyay & Co., as Auditors of the Company, Subject to approval of Members at the ensuing Annual General Meeting. The Company has received letter from them to the effect that their appointment, if made would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956 and that they are not disqualified for such re-appointment within the meaning of Section 226 of the said Act.

## **AUDITOR'S REPORT:**

The notes to the Accounts referred to in the Auditors Report are self-explanatory and therefore do not call for any further explanation.

## **EMPLOYEES:**

There was no employee drawing remuneration to the extent, which requires disclosure under Section 217 (2A) of the Companies Act, 1956.

**CONVERSION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

As required under section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the report of Board of Directors) Rules 1988, the relevant information is as under:-

- a) Conversion of energy  
There are no energy consumption during the year due to non operations at factory site.
- b) Absorption of Technology and R & D  
The Company has not incurred any separate expenditure on Research and Development during the year.
- c) Foreign Exchange Earning &Outgo :  
There are no foreign exchange earnings and outgo during the year under review.

**ACKNOWLEDGEMENTS**

The Directors would like to place on record their sincere appreciation of the contribution made by the employees at all levels of the organization.

By Order of the Board of Directors

Date: 28<sup>th</sup> August, 2014  
Place: Mumbai Sd/-



(AJIT VASANI)  
CHAIRMAN



## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31<sup>st</sup> March 2014.

### **INDUSTRY STRUCTURE, DEVELOPMENT:**

During the period under review, the Company had been operating in textile.

### **PERFORMANCE**

The Company is doing trading business only. Company is trying to generate more volumes and thus to generate more profit from trading activities in the textile.

### **SEGMENT-WISE PERFORMANCE:**

The Company is into textile business.

### **OPPURTUNITIES AND THREATS**

The fundamental growth drivers of the country's economy as well as industry continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally. The threats to the segments in which the company shall be operating is pricing pressure arising due to competition from low cost suppliers, technology up gradation, severe competition among competitor and newly emerging competitive nations and stricter environment laws. Further, the Indian economy is now integrated with the world economy to a very large extent and therefore vulnerable to the direct impact of such a slowdown; such an impact could adversely affect the Company's performance as well.

### **STRENGTH**

The existing management has a strong technical knowledge and experience in the trading and marketing field.

### **RISKS AND CONCERNS**

Your company is working essentially in global market place. Change in Policy of Govt. of India may have an effect on future working of the Company in the business of textile. However the capability of providing quality services, timely completing of projects and the excellent performance will provide the competitive edge to the Company's business.

### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system to safeguard the assets of the company. Efforts for continued improvement of internal control system are being consistently made in this regard.

### **HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS**

The Company values and appreciates the dedication and drive with which its employees have contributed towards improves performance during the year under review. The industrial relations with workers and officers are cordial during the year under review. All issues pertaining to staff members are resolved in harmonious and cordial manner.

## CAUTIONARY STATEMENT

Statements in the Management Discussion and analysis describing the Company's objectives, projections, estimates and expectations may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates changes in the Government regulations, tax laws, and other statutes and other incidental factors.

By Order of the Board of Directors

Date:28<sup>th</sup> August, 2014

Place:MumbaiSd/-

  
(AJIT VASANI)  
CHAIRMAN

REPORT ON CORPORATE GOVERNANCE

A. MANDATORY REQUIREMENTS

1. Company's Philosophy on Code of Governance

The Company believes in and practices good Corporate Governance. The Company's philosophy is aimed at assisting the top management of the Company in the efficient conduct of the business and in meeting its obligation to all its stakeholders.

2. Board of Directors

The Board of Directors comprises of Three executive Director and other Three Independent Directors. During the year ended 31<sup>st</sup> March 2014 Nine board meetings were held as on 16.04.2013, 29.06.2013, 30.07.2013, 31.10.2013, 16.01.2014, 31.01.2014, 30.04.14, 30.05.2014, 31.07.2014.

Attendance of each Directors at the Board Meeting 2013-2014 and last Annual General Meeting and the number of Companies and Committees where he is Directors/Member (As on signing date):

| Name of Directors  | Category of Directorship | No. of Board Meetings Attended | Attendance at last AGM held on 28 <sup>th</sup> Sept. 2013 | No. of other Companies in which Director |
|--------------------|--------------------------|--------------------------------|--|--|
| Ajit V. Vasani#    | Director                 | 9/9                            | Yes  | 1  |
| MeghalVasani#      | Director                 | 9/9                            | Yes  | 1  |
| JagrutiVasani#     | Director                 | 9/9                            | Yes  | 1  |
| PareshSawani       | Independent Director     | 0/8                            | No   | 3  |
| Kaushal A Shah     | Independent Director     | 7/9                            | Yes  | Nil                                      |
| Jayantilal M Patel | Independent Director     | 0/8                            | No   | Nil                                      |

3. Audit Committee

Currently the Audit Committee comprises of Mr. AjitVasani, Ms. MeghalVasani, Ms. JadrutiVasani and Mr. Kaushal A, Shah. The terms of reference are wide enough covering the matters specified for Audit Committee under the Listing Agreement. 5 meetings of the Committee were held on 16.04.2013, 29.06.2013, 30.07.2013, 31.10.2013, 16.01.2014, 31.01.2014, 30.04.2014, 30.05.2014, 31.07.2014.

4. All Directors was present in all the above Audit Committee meetings.

| Name of Directors    | Category of Directorship        | Meetings during the year 2013-14 |          |
|----------------------|---------------------------------|----------------------------------|----------|
|                      |                                 | Held                             | Attended |
| Mr. AjitVasani#      | Chairman & Independent Director | 9                                | 9        |
| Ms. MeghalVasani#    | Director                        | 9                                | 9        |
| Ms. JagrutiVasani#   | Director                        | 9                                | 9        |
| Mr. kaushal A. Shah# | Director                        | 9                                | 7        |

#### 4. Remuneration of Directors

The Remuneration of Directors is determined by the Board of Directors and have paid 9 lakhs to director during the year.

#### 5. Investors'/Shareholders' Grievance Committee

Presently the members of the Committee are Mr. AjitVasani – Chairman & Independent Director, Mr. Kaushal A. Shah and Ms. JagrutiVasani, who are executive directors.

The Committee oversees the performance of share transfer and recommends measures to improve the shareholders/investors service. The committee meets from time to time and approves the transfer and transmission of shares, deletion of names, issue of duplicate share certificates etc. The Committee facilitates prompt and effective redressal of investor's complaints and the reporting of the same to the Board of Directors. Mr. Vasani the Compliance officer.

#### 6. General Body Meeting

The last three Annual General Meetings were held as under:

| Financial Year | Date       | Time       | Location          |
|----------------|------------|------------|-------------------|
| 2007-2008      | 29.09.2008 | 2 P.M.     | Registered Office |
| 2008-2009      | 30.09.2009 | 2 P.M.     | Registered Office |
| 2009-2010      | 27.09.2010 | 10 A.M.    | Registered Office |
| 2010-2011      | 30.09.2011 | 10.00 A.M. | Registered Office |
| 2011-2012      | 29.09.2012 | 10.00 A.M. | Registered Office |
| 2012-2013      | 28.09.2013 | 10.00 A.M. | Registered Office |
| 2013-2014      | 30.09.2014 | 10.00 A.M  | Registered office |

## 7. Disclosures

- a) During the year there are no transaction with related parties.
- b) There were no transactions of material nature with its promoters, the Directors or the Management, their subsidiaries or relatives, etc., that may have potential conflict with the interest of the Company at large.
- c) No penalties or strictures have been passed by Stock Exchange or SEBI or any other statutory authority during the last three years on any matter related to the capital markets except that the Company has not paid listing fees to the Jaipur Stock Exchange Limited, Jaipur, Calcutta Stock Exchange Association Limited, Kolkatta.
- d) Our risk management procedures ensure that the management control risks through means of a properly defined framework.
- e) Our whistle blower policy encourages disclosure in good faith of any wrongful conduct on a matter of general concern and protects the whistle blower from any adverse personnel action. The Company's personnel have not been denied access to the Audit Committee.

## 8. Means of Communication

The Board of Directors of the Company takes on record the unaudited quarterly and half yearly Financial Results in the prescribed form within the prescribed time limit. The Company submits information about quarterly, half yearly and annual results etc. to the Stock Exchange within prescribed time limits except in some quarters it is delayed. The Company however has not published financial results in any newspaper.

Website where displayed

jaihind.biz

## 9. General Shareholder Information

|   |   |
|---|---|
| AGM Date, Time and Venue  | Saturday 30 <sup>th</sup> September 2014 at 10.00 a.m. at<br>110 Ajanta Square old Ajanta Talkies ,L.T.Road<br>Borivali (West), Mumbai – 400 092. |
| Financial Calender  | 2013-14   |
| Financial year  | April to March  |
| Dates of Book Closure   | 27 <sup>th</sup> September 2014 to 30 <sup>th</sup> September, 2014<br>(Both days inclusive)  |
| First Quarter Results   | By 15 <sup>th</sup> August, 2014  |
| Second Quarter Results  | By 15 <sup>th</sup> November, 2014  |
| Third Quarter Results   | By 15 <sup>th</sup> February, 2014  |
| Fourth Quarter Results  | By 15 <sup>th</sup> May, 2014   |
| Audited Results for the year<br>Ending 31 <sup>st</sup> March, 2014 | On or before 30 <sup>th</sup> September, 2014   |
| Dividend Payment Date   | Not Applicable  |
| Listing on Stock Exchanges  | BOMBAY STOCK EXCHANGE<br>JAIPUR STOCK EXCHANGE<br>CALCUTTA STOCK EXCHANGE   |
| Stock Code  | 514312  |
| Demat ISIN Number for NSDL & CDSL                                   | INE 156E01014   |
| Registrars & Transfer Agent   | System Support Services, 209, Shivani Industrial<br>Estate, Sakinaka, Andheri (East),<br>Mumbai – 400 072.  |
| Telephone No.   | 9892105214  |
| Market Price Data :   | Market price for following months are :   |

| Month    | Monthly High<br>(Rs.) | Monthly Low<br>(Rs.) |
|----------|-----------------------|----------------------|
| April 13 | 8.69                  | 6.15                 |
| May 13   | 8.36                  | 4.52                 |
| June 13  | 8.55                  | 4.38                 |
| July 13  | 9.15                  | 8.16                 |
| Aug 13   | 9.10                  | 8.82                 |
| Sept 13  | 8.55                  | 7.40                 |
| Oct 13   | 7.88                  | 5.95                 |
| Nov 13   | 7.92                  | 6                    |
| Dec 13   | 8.65                  | 7.51                 |
| Jan 14   | 9.88                  | 5.85                 |
| Feb 14   | 6.61                  | 5.81                 |
| Mar 14   | 6.18                  | 5                    |

**Distribution of Shareholdings as on 31.03.2014.**

| No. of Equity Shares | No. of Share Holders | % of Share Holders | No. of Shares | % of Shareholding |
|----------------------|----------------------|--------------------|---------------|-------------------|
| 1 to 500             | 2393                 | 75.632             | 448686        | 5.250             |
| 501 to 1000          | 271                  | 8.565              | 241276        | 2.823             |
| 1001 to 2000         | 199                  | 6.290              | 330490        | 3.867             |
| 2001 to 3000         | 72                   | 2.276              | 190624        | 2.230             |
| 3001 to 4000         | 31                   | 0.980              | 111499        | 1.305             |
| 4001 to 5000         | 29                   | 0.917              | 137764        | 1.612             |
| 5001 to 10000        | 68                   | 2.149              | 509711        | 5.964             |
| 10001 and above      | 101                  | 3.192              | 6576548       | 76.949            |
| Shares in Transit    | --                   | --                 |               | -                 |
| Total                | 3164                 | 100.00             | 8546598       | 100.00            |

**Shareholding Pattern as on 31.03.2014.**

| Category                                | No. of Shares | Percentage |
|---|---------------|------------|
| Promoters and Persons acting in concert | 783198        | 9.164      |
| Mutual Funds                            | NIL           | NIL        |
| Financial Institutions/Banks            | NIL           | NIL        |
| Foreign Institutional Investors         | NIL           | NIL        |
| Private Corporate Bodies                | 482901        | 5.65       |
| Public                                  | 7763400       | 85.03      |
| NRI's                                   | 12791         | 0.155      |
| Clearing Members                        | NIL           | NIL        |
| TOTAL                                   | 8546598       | 100.00     |

**Dematerialization of Shares**

As on 31.03.2014, 38,78,700 (42.73%) shares of the Company's Share Capital had been dematerialized.

**Address for Correspondence**

Shareholder Correspondence should be addressed to System Support Services, 209, Shivaji Industrial Estate, Sakinaka, Andheri (East), Mumbai – 400 072.

Investors may also write to or contact at the Registered Office for any assistance that they may need.

Shareholders holding shares in dematerialized form should Address all their correspondence (Including change of address, nominations, ECS mandates, bank details to be Incorporated) to their Depository Participant.

**Outstanding GDRs/AFRs/Warrants or any convertible instruments:**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

**B. NON-MANDATORY REQUIREMENTS**

The other suggestions have not yet been adopted.

**ANNUAL DECLARATION BY CHIEF EXECUTIVE OFFICER (CEO) PURSUANT TO  
CLAUSE 49 (i) (d) (ii) OF THE LISTING AGREEMENT**

As the Chief Executive Officer of Jaihind Synthetics Limited and as required by clause 49 (i) (d) (ii) of the Listing Agreement, I hereby declare that all the Board Members and the Senior Management personnel of the Company have affirmed Compliance with the Company's Code of Business Conduct and Ethics, for the Financial Year 2013.

  
**AJIT VASANI**  
Chairman Director





# Jai Prakash Upadhayay & Co.

**CHARTERED ACCOUNTANTS**

Office : 12/14, Maharashtra Bhavan, Ground Floor, Office 20A, Behind Old Handloom House, Bora Masjid Street, Fort, Mumbai - 400 001

Tel: +91-22-22653616 • Cell: +91-9323013533 • Email : jaiupadhayay@gmail.com • (Firm Reg: 125073W)

## AUDITORS' REPORT

To  
The Members of  
**JAIHIND SYNTHETICS LIMITED.**

We have audited the attached Balance Sheet of **JAIHIND SYNTHETICS LIMITED** as at 31st March 2014 and the Profit & Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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 principal 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.

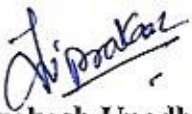
We report as follows:

- 1) As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.
- 2) Further to our comments in the Annexure referred to above, we state that:
  - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - 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 these books;
  - c) The Balance Sheet and the Profit and Loss Account referred to in this report are in agreement with the books of account;
  - d) In our opinion the Balance Sheet and the Profit & Loss Account comply with the Accounting Standards referred with in Section 211(3C) of the Companies Act, 1956;
  - e) On the basis of the written representations received from the Directors of the Company and taken on record by the Board of Directors, we report that none of the Directors is disqualified as at 31<sup>st</sup> March, 2014 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 accounts read together with the notes give the information required by the Companies Act, 1956 and in the manner so required and give 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, 2014, and
  - ii) In the case of the Profit and Loss Account, of the Profit of the Company for the year ended on that date.

**For Jai Prakash Upadhayay & Co.,**  
**Chartered Accountants**  
**Firm Registration No.125073**

  
**Jai Prakash Upadhayay**  
**Proprietor**  
**Place: Mumbai**  
**Date :15.05.2014**





# Jai Prakash Upadhayay & Co.

CHARTERED ACCOUNTANTS

Office : 12/14, Maharashtra Bhavan, Ground Floor, Office 20A, Behind Old Handloom House, Bora Masjid Street, Fort, Mumbai - 400 001

Tel: +91-22-22653616 • Cell: +91-9323013533 • Email : jaiupadhayay@gmail.com • (Firm Reg: 125073W)

## ANNEXURE forming part of Audit Report

### Re : JAIHIND SYNTHETICS LIMITED.

Referred to in point no.1 of our report of even date.

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.  
  
(b) The Fixed assets have been physically verified by the management at reasonable intervals. We have been informed that no material discrepancies were noticed on such verification.  
  
(c) Substantial part of fixed assets has not been disposed off during the year.
- ii. The company does not possess stock in trade of any kind whatsoever. Under these circumstances, the question of:
  - (a) Physical Verification of stocks;
  - (b) Procedure for physical verification of stock;
  - (c) Discrepancies between physical verification of stocks and book records;
  - (d) Verification and Valuation of stock;does not arise.
- iii. The company has taken loans, from one party listed in the register maintained under section 301 of the Act, aggregating to **Rs. 31,000/- (Rupees Thirty One Thousand Only)**. The terms and conditions on which loans have been taken by the company are not, prima-facie, prejudicial to the interest of the company.
- iv. In our opinion, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods.
- v. (a) According to the information & explanations given to us, the transactions that need to be entered into a register in pursuance of section 301 of the Act have been so entered.  
  
(b) In our opinion, The Company has not entered into any transactions exceeding the value of five lakhs rupees in respect of any party during the financial year and hence the question of verifying the reasonableness of prices having regard to the prevailing market prices at the relevant time does not arise.
- vi. The company has not accepted any deposits from the public.
- vii. In our opinion, the company has an internal audit system commensurate with its size and nature of its business.




- viii. The Central Government has not prescribed any cost records pursuant to the rules made for the maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956 in relation to the company's business activities.
- ix. (a) The company is regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Custom Duty, Excise Duty, cess and any other statutory dues with the appropriate authorities wherever applicable.
- (b) According to the information & explanations given to us, no undisputed amounts payable in respect of Income-tax, Sales-tax, Wealth Tax, Custom Duty, Excise Duty and cess were in arrears, as at 31<sup>st</sup> March 2014, for a period of more than 6 months from the date they became payable.
- (c) According to the information & explanations given to us, there are no dues of Income-tax, Sales-tax, Wealth Tax, Custom Duty, Excise Duty and cess which have not been deposited on account of any dispute.
- x. At the end of the financial year, the Company has accumulated losses and but has not incurred cash loss in the previous financial year.
- xi. *According to the information & explanations given to us, the company has not taken any loans from financial institution & banks, hence the question of repayment of dues to financial institution & banks does not arise*
- xii. The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- xiv. In our opinion, the Company does not have dealing in shares, hence the question of maintaining proper records of dealing in or trading in shares, securities, debentures and the securities stands in the name of the company does not arise.
- xv. The company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi. The company has not availed of any term loans, hence the question of it being applying for the purpose for which it is obtained does not arise.
- xvii. On an overall basis, the funds raised on short-term basis have, prima facie, not been used for long term investment and vice versa.
- xviii. The company has not made preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act.
- xix. The company has not issued any debentures.



xx. The company has not raised money by public issues during the year.

xxi. Based on the checks carried out by us, any fraud on or by the company has not been noticed or reported during the year.

For Jai Prakash Upadhyay & Co.,  
Chartered Accountants  
Firm Registration No.1250



Jai Prakash Upadhyay  
Proprietor  
Place: Mumbai  
Date :15.05.2014



## JAIHIND SYNTHETICS LIMITED

### *Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2014*

|                         |                  |                  |
|-------------------------|------------------|------------------|
| Chandadevi Patodia      | 525,000          | 525,000          |
| Manisha Patodia         | 1,050,000        | 1,050,000        |
| Meghji Patel Loan       | 31,000           | 31,000           |
| Mihir Karia             | 51,000           | 51,000           |
| Paresh V Savani         | 31,000           | 31,000           |
| Paresh Keniya           | 7,500            | 7,500            |
| Sachin Kumar Patodia    | 525,000          | 525,000          |
| Sajjan Patodia          | 1,050,000        | 1,050,000        |
| Sameer Kumar Patodia    | 1,050,000        | 1,050,000        |
| Shalini Sameer Patodia  | 525,000          | 525,000          |
| Sudhir Kumar Patodia    | 1,500,000        | 1,500,000        |
| Sudhir Patodia & Sons   | 1,050,000        | 1,050,000        |
| Sterling Silver Pvt Ltd | 51,000           | -                |
| Loan From Others        | 207,000          | 207,000          |
| <b>Total in</b>         | <b>7,734,500</b> | <b>7,683,500</b> |

### *Schedule : 4 Trades Payable*

| Sr.<br>No | Particulars                   | 31.03.2014     | 31.03.2013        |
|-----------|-------------------------------|----------------|-------------------|
| 1         | Sundry Creditors for Goods    | -              | 32,913,115        |
| 2         | Sundry Creditors for Expenses | 690,000        | 140,000           |
|           | <b>Balance c/d</b>            | <b>690,000</b> | <b>33,053,115</b> |

### *Schedule : 5 Short Term Provisions*

| Sr.<br>No | Particulars              | 31.03.2014     | 31.03.2013     |
|-----------|--------------------------|----------------|----------------|
| 1         | Provision for Income Tax | 319,691        | 455,668        |
| 2         | Other Statutory Dues     | -              | -              |
|           | <b>Total in</b>          | <b>319,691</b> | <b>455,668</b> |



**JAIHIND SYNTHETICS LIMITED**

110, Ajanta Square., Old Ajanta Talkies, Borivali (West), Mumbai – 400 092.

**BALANCE SHEET AS AT 31ST MARCH, 2014**

| Particulars  | Sch. No. | 31.03.2014         | 31.03.2013         |
|--|----------|--------------------|--------------------|
| <b>I. EQUITY AND LIABILITIES</b>                     |          |                    |                    |
| <b>(1) Shareholder's Funds</b>                       |          |                    |                    |
| (a) Share Capital                                    | 1        | 84,085,780         | 84,085,780         |
| (b) Reserves and Surplus                             | 2        | 61,383,150         | 60,655,794         |
| <b>(2) Share Application money pending allotment</b> |          | 0                  | 0                  |
| <b>(3) Current Liabilities</b>                       |          |                    |                    |
| (a) Short-Term Borrowings                            | 3        | 7,734,500          | 7,683,500          |
| (b) Trade Payables                                   | 4        | 690,000            | 33,053,115         |
| (c) Short-Term Provisions                            | 5        | 319,691            | 455,668            |
| <b>Total Equity &amp; Liabilities</b>                |          | <b>154,213,121</b> | <b>185,933,857</b> |
| <b>II. ASSETS</b>                                    |          |                    |                    |
| <b>(1) Non-Current Assets</b>                        |          |                    |                    |
| <b>(a) Fixed Assets</b>                              |          |                    |                    |
| (i) Gross Block                                      | 6        | 2,976,215          | 2,976,215          |
| (ii) Depreciation                                    |          | 2,965,887          | 2,962,870          |
| (iii) Net Block                                      |          | 10,329             | 13,345             |
| (b) Non-current investments                          | 7        | 6,048,611          | 6,048,611          |
| (b) Deferred tax assets (net)                        |          | -                  | -                  |
| (d) Long term loans and advances                     | 8        | 25,000             | 25,000             |
| <b>(2) Current Assets</b>                            |          |                    |                    |
| (a) Trade receivables                                | 9        | 78,558,540         | 103,598,241        |
| (b) Cash and cash equivalents                        | 10       | 1,548,017          | 501,285            |
| (c) Short-term loans and advances                    | 11       | 64,009,274         | 65,452,055         |
| (d) Other Current Assets                             | 12       | 4,013,350          | 10,295,320         |
| <b>Total Assets</b>                                  |          | <b>154,213,121</b> | <b>185,933,857</b> |

**NOTES TO ACCOUNTS**

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*Schedules referred to above and notes attached there to form an integral part of Balance Sheet*

*This is the Balance Sheet referred to in our Report of even date.*

**FOR JAIPRAKASH UPADHYAY & CO.**  
**CHARTERED ACCOUNTANTS**

**FOR JAIHIND SYNTHETICS LTD**

*(Signature)*  
(CA. JAIPRAKASH UPADHYAY)



*(Signature)* J. A. Vasani  
(DIRECTOR) (DIRECTOR)

Membership No. : 116778

DATED: 15/05/2014

PLACE: MUMBAI

DATED: 15/05/2014

**JAIHIND SYNTHETICS LIMITED**

110, Ajanta Square., Old Ajanta Talkies, Borivali (West), Mumbai – 400 092.

**PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2014**

| Sr. No | Particulars   | Sch. No.   | 31.03.2014          | 31.03.2013        |
|--------|---|------------|---------------------|-------------------|
| I      | Revenue from operations                                     | 13         | - 24,047,200        | 24,413,735        |
| II     | Other Income  | 14         | 2,930,790           | 3,015,524         |
| III    | <b>III. Total Revenue (I +II)</b>                           |            | <b>- 21,116,410</b> | <b>27,429,259</b> |
| IV     | <b>Expenses:</b>  |            |                     |                   |
|        | Purchase of Stock-in-Trade                                  |            | - 32,913,115        | 32,146,584        |
|        | Changes in inventories of finished goods and Stock-in-Trade |            | 9,047,320           | 9,047,320         |
|        | Employee Benefit Expense                                    | 15         | 937,000             | 1,087,371         |
|        | Financial Costs   | 16         | 6,834               | 10,729            |
|        | Depreciation and Amortization Expense                       | 17         | 3,016               | 8,711             |
|        | Other Administrative Expenses                               | 18         | 880,995             | 2,390,234         |
|        | <b>Total Expenses (IV)</b>                                  |            | <b>- 22,037,950</b> | <b>26,596,309</b> |
| V      | Profit before exceptional and extraordinary items and tax   | (III - IV) | <b>921,540</b>      | <b>832,950</b>    |
| VI     | Exceptional Items   |            | -                   | -                 |
| VII    | Profit before extraordinary items and tax (V - VI)          |            | <b>921,540</b>      | <b>832,950</b>    |
| VIII   | Extraordinary Items   |            | -                   | -                 |
| IX     | Profit before tax (VII - VIII)                              |            | <b>921,540</b>      | <b>832,950</b>    |
| X      | <b>Tax expense:</b>   |            |                     |                   |
|        | (1) Current tax   |            | 319,691             | 210,100           |
|        | (2) Prior Period Tax  |            | 125,507             | 145,000           |
| XI     | Profit(Loss) from the period from continuing operations     | (IX-X)     | <b>727,356</b>      | <b>767,850</b>    |
| XII    | Profit/(Loss) from discontinuing operations                 |            | -                   | -                 |
| XIII   | Tax expense of discounting operations                       |            | -                   | -                 |
| XIV    | Profit/(Loss) from Discontinuing operations (XII - XIII)    |            | -                   | -                 |
| XV     | Profit/(Loss) for the period (XI + XIV)                     |            | <b>727,356</b>      | <b>767,850</b>    |
| XVI    | Earning per equity share:                                   |            |                     |                   |
|        | (1) Basic   |            | 0.09                | 0.09              |
|        | (2) Diluted   |            | 0.09                | 0.09              |

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement

This is the Profit & Loss Statement referred to in our Report of even date.

**FOR JAIPRAKASH UPADHYAY & CO.**  
CHARTERED ACCOUNTANTS

  
(CA. JAIPRAKASH UPADHYAY)

Membership No. : 116778

DATED: 15/05/2014



**FOR JAIHIND SYNTHETICS LTD**



(DIRECTOR)



(DIRECTOR)

PLACE: MUMBAI

DATED: 15/05/2014



## JAIHIND SYNTHETICS LIMITED

*Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2014*

### Schedule : 1 Share Capital

| Sr. No | Particulars   | 31.03.2014       |                   |
|--------|---|------------------|-------------------|
|        |   | No. of shares    | Rs                |
| 1      | <b>AUTHORIZED CAPITAL</b><br>90,00,000 Equity Shares of Rs. 10/- each.  | 9,000,000        | 90,000,000        |
|        |   | 9,000,000        | 90,000,000        |
| 2      | <b>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</b><br><i>To the Subscribers of the Memorandum</i><br>Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment<br>Less:- Calls in Arrears (by others) | 8,546,598        | 85,465,980        |
|        |   |                  | -1,380,200        |
|        | <b>Total in</b>   | <b>8,546,598</b> | <b>84,085,780</b> |

### Schedule :2.1 Reconciliation of Number of Shares and Amount Outstanding

| Particulars                                | 31.03.2014       |                   |
|--|------------------|-------------------|
|  | No. of shares    | Total in Rs.      |
| Equity shares at the beginning of the year | 8,546,598        | 84,085,780        |
| Add: Shares issued during the year         | -                | -                 |
| Less: Shares bought back during the year   | -                | -                 |
| Equity share at the end of the year        | <b>8,546,598</b> | <b>84,085,780</b> |

### Schedule :2.2 Details of Shares held by Shareholders holding more than 5% shares- NIL

| Sr. No | Particulars       | 31.03.2014         |                    |
|--------|-------------------|--------------------|--------------------|
|        |                   | No. of shares held | % of total holding |
| 1      | Mr. Jaysukh doshi | 462500             | 5.41               |
| 2      | Mr. Manhar D Shah | 750000             | 8.78               |
| 3      | Mr. Primal Gandhi | 475000             | 5.56               |
|        | <b>Total</b>      | <b>1,687,500</b>   | <b>20</b>          |

### Schedule : 2 Reserve & Surplus

| Sr. No | Particulars                                | 31.03.2014        | 31.03.2013                   |
|--------|--|-------------------|------------------------------|
|        |  | 1                 | Investment allowance reserve |
| 2      | Share Premium                              | 68,375,414        | 68,375,414                   |
| 3      | Surplus (Profit & Loss Account)            | -7,061,615        | -7,788,971                   |
|        | Balance brought forward from previous year | -7,788,971        | -8,556,821                   |
|        | Less: Tax on Regular Assessment Paid       |                   |                              |
|        | Add: Profit for the period                 | 727,356           | 767,850                      |
|        | <b>Total in</b>                            | <b>61,383,150</b> | <b>60,655,794</b>            |

### Schedule : 3 Short Term Borrowings

| Sr. No | Particulars                            | 31.03.2014 | 31.03.2013 |
|--------|--|------------|------------|
| 1      | <b>Secured loan</b>                    | -          | -          |
| 2      | <b>Unsecured Loan</b><br>HASMUKH PATEL | 81,000     | 81,000     |



**JAIHIND SYNTHETICS LIMITED**  
Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2014

**Schedule : 6 Fixed Asset**

| Sr. No | Particulars                      | Rate  | Gross Block            |                          |                           | Depreciation     |                        |                          | Net Block                 |                      |
|--------|----------------------------------|-------|------------------------|--------------------------|---------------------------|------------------|------------------------|--------------------------|---------------------------|----------------------|
|        |                                  |       | Value at the beginning | Addition during the year | Deduction during the year | Value at the end | Value at the beginning | Addition during the year | Deduction during the year | WDV as on 31.03.2014 |
| 1      | <u>Tangible Assets</u>           |       |                        |                          |                           |                  |                        |                          |                           |                      |
|        | Plant and Equipment              | 4.75% | 63,500                 | -                        | -                         | 63,500           | 50,156                 | 3,016                    | -                         | -                    |
|        | Air conditioner                  |       | 2,640,301              | -                        | -                         | 2,640,301        | 2,640,300              | -                        | -                         | -                    |
|        | Other plant & machinery          |       |                        |                          |                           |                  |                        |                          |                           | 13,344               |
|        |                                  |       |                        |                          |                           |                  |                        |                          |                           | 1                    |
| 2      | <u>Furnitures &amp; Fixtures</u> | 6.33% | 272,414                | -                        | -                         | 272,414          | 272,414                | -                        | -                         | -                    |
|        | Office furniture                 |       |                        |                          |                           |                  |                        |                          |                           |                      |
|        | <b>TOTAL (A)</b>                 |       | <b>2,976,215</b>       | <b>-</b>                 | <b>-</b>                  | <b>2,976,215</b> | <b>2,962,870</b>       | <b>3,016</b>             | <b>-</b>                  | <b>13,345</b>        |
|        | (Year Ended 31.03.2012)          |       | <b>2,976,215</b>       | <b>-</b>                 | <b>-</b>                  | <b>2,976,215</b> | <b>2,954,159</b>       | <b>8,711</b>             | <b>-</b>                  | <b>22,056</b>        |



## JAIHIND SYNTHETICS LIMITED

*Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2014*

### Schedule : 7 Non Current Investment

| Sr.<br>No | Particulars                 | 31.03.2014       | 31.03.2013       |
|-----------|-----------------------------|------------------|------------------|
| 1         | <u>Investment in shares</u> |                  |                  |
|           | Sterling silver             | 4,851,083        | 4,851,083        |
|           | Pet stock brokers           | 700,028          | 700,028          |
|           | Unitech international ltd   | 497,500          | 497,500          |
|           | <b>Total in</b>             | <b>6,048,611</b> | <b>6,048,611</b> |

### Schedule : 8 Long Term Loans and Advances

| Sr.<br>No | Particulars                     | 31.03.2014    | 31.03.2013    |
|-----------|---------------------------------|---------------|---------------|
| 1)        | <u>Security Deposit</u>         |               |               |
|           | a) Secured, Considered Good :   | 25,000        | 25,000        |
|           | b) Unsecured, Considered Good : | -             | -             |
|           | <b>Total in</b>                 | <b>25,000</b> | <b>25,000</b> |

### Schedule : 9 Trade Recievables

| Sr.<br>No | Particulars                                 | 31.03.2014        | 31.03.2013         |
|-----------|---|-------------------|--------------------|
| 1         | <u>Outstanding for more than six months</u> |                   |                    |
|           | a) Unsecured, Considered Good :             | 78,558,540        | 101,470,455        |
| 2         | <u>Others</u>                               |                   |                    |
|           | a) Unsecured, Considered Good :             | -                 | 2,127,785          |
|           | <b>Total in</b>                             | <b>78,558,540</b> | <b>103,598,240</b> |



## JAIHIND SYNTHETICS LIMITED

*Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2014*

### Schedule : 10 Cash & Cash Equivalent

| Sr.<br>No | Particulars               | 31.03.2014       | 31.03.2013     |
|-----------|---------------------------|------------------|----------------|
| 1         | <b>Cash-in-Hand</b>       |                  |                |
|           | Cash Balance              | 1,538,011        | 431,857        |
|           | <b>Sub Total (A)</b>      | <b>1,538,011</b> | <b>431,857</b> |
| 2         | <b>Balance with Banks</b> |                  |                |
|           | With Allahabad bank       | 2,635            | 9,286          |
|           | With Axis bank            | -                | 49,598         |
|           | With IDBI bank            | 240              | 2,934          |
|           | With Kotak bank           | 301              | 301            |
|           | With Punjab national bank | 7,310            | 7,310          |
|           | <b>Sub Total (B)</b>      | <b>10,006</b>    | <b>69,428</b>  |
|           | <b>Total [ A + B ]</b>    | <b>1,548,017</b> | <b>501,285</b> |

### Schedule :11 Short Terms Loans and Advances

| Sr.<br>No | Particulars  | 31.03.2014        | 31.03.2013        |
|-----------|--|-------------------|-------------------|
| 1         | <b>Loans &amp; AdvanceS</b>  |                   |                   |
|           | <i>Advance Recoverable in cash or in kind or for value to be considered good</i> |                   |                   |
|           | Loans & Advances to others   | 63,860,885        | 65,270,885        |
|           | Advance Income Tax/Refund Due  | 148,389           | 181,170           |
|           | <b>Total in</b>  | <b>64,009,274</b> | <b>65,452,055</b> |

### Schedule :12 Other Current Assets

| Sr.<br>No | Particulars            | 31.03.2014       | 31.03.2013        |
|-----------|------------------------|------------------|-------------------|
| 1         | Commission receivable  |                  | 1,248,000         |
| 2         | Closing Stock of Goods | 4,013,350        | 9,047,320         |
|           | <b>Total in</b>        | <b>4,013,350</b> | <b>10,295,320</b> |



# JAIHIND SYNTHETICS LIMITED

Schedules Forming Part of the Profit & Loss Accounts as at 31st March, 2014

## Schedule : 13 Revenue from Operations

| Sr. No | Particulars        | 31.03.2014          | 31.03.2013        |
|--------|--------------------|---------------------|-------------------|
| 1      | Sale of Goods      | 992,500             | 24,413,735        |
|        | Less: Sales return | - 25,039,700        | -                 |
|        | <b>Total in `</b>  | <b>- 24,047,200</b> | <b>24,413,735</b> |

## Schedule : 14 Other Income

| Sr. No | Particulars              | 31.03.2014       | 31.03.2013       |
|--------|--------------------------|------------------|------------------|
| 1      | Commission               | 2,850,450        | 1,403,000        |
| 2      | Interest on Tax Received | -                | 234,485          |
| 3      | Interest Income          | 80,340           | 1,378,039        |
|        | <b>Total in `</b>        | <b>2,930,790</b> | <b>3,015,524</b> |

## Schedule : 15 Employment Benefit Expenses

| Sr. No | Particulars                | 31.03.2014     | 31.03.2013       |
|--------|----------------------------|----------------|------------------|
| 1      | Salaries, Bonus, PF & ESIC | 37,000         | 187,371          |
| 2      | Directors Remuneration     | 900,000        | 900,000          |
|        | <b>Total in `</b>          | <b>937,000</b> | <b>1,087,371</b> |



## JAIHIND SYNTHETICS LIMITED

*Schedules Forming Part of the Profit & Loss Accounts as at 31st March, 2014*

### **Schedule :16 Financial Cost**

| Sr.<br>No | Particulars       | 31.03.2014   | 31.03.2013    |
|-----------|-------------------|--------------|---------------|
| 1         | Bank Charges      | 6,834        | 10,729        |
|           | <b>Total in `</b> | <b>6,834</b> | <b>10,729</b> |

### **Schedule : 17 Depreciation & Amortised Cost**

| Sr.<br>No | Particulars       | 31.03.2014   | 31.03.2013   |
|-----------|-------------------|--------------|--------------|
| 1         | Depreciation      | 3,016        | 8,711        |
|           | <b>Total in `</b> | <b>3,016</b> | <b>8,711</b> |

### **Schedule : 18 Other Administrative Expenses**

| Sr.<br>No | Particulars                    | 31.03.2014     | 31.03.2013       |
|-----------|--------------------------------|----------------|------------------|
| 1         | Repair & Maintenance Building  | 69,500         | 789,000          |
| 2         | Electricity expenses           | 15,300         | 3,667            |
| 3         | cdsl charges                   | -              | 6,741            |
| 4         | Office expenses                | 123,441        | 42,721           |
| 5         | Listing Fees                   | -              | 18,061           |
| 6         | BSE charges                    | 16,854         | 129,154          |
| 7         | RTA Charges                    | 34,000         | 66,665           |
| 8         | Legal Expenses                 | 340,134        | -                |
| 9         | Postage & Telegram             | 93,650         | 89,335           |
| 10        | Legal & Professional fees      | 60,000         | 46,806           |
| 11        | Printing & Stationery Expenses | 50,230         | 64,778           |
| 12        | Advertisement & Publicity      | -              | 13,301           |
| 13        | Audit Fees                     | 15,000         | 15,000           |
| 14        | Donation                       | 27,000         | -                |
| 15        | Labour Charges                 | 30,000         | 221,190          |
| 16        | Office Rent                    | -              | 700,000          |
| 17        | Professional Fees              | -              | 113,250          |
| 18        | Telephone Exp                  | -              | 10,565           |
| 19        | Travelling Exp                 | 5,886          | 60,000           |
|           | <b>Total in `</b>              | <b>880,995</b> | <b>2,390,234</b> |



**SCHEDULE ' 19 '**

**NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2014**

**1. STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES:**

- (i) **Method of Accounting**  
The books of accounts are maintained on accrual basis.
- (ii) **Fixed Assets :**  
The gross block of fixed assets are shown at cost which includes all capital expenses which have been incurred to bring the asset to their present location.
- (iii) **Depreciation :**  
The company has provided depreciation on Straight Line Method at the rates specified in Schedule XIV of the Companies Act, 1956.
- (iv) **Investments :**  
Investments are stated at cost. Long Term investments are carried at cost and provision for diminution in value is made only if such decline is other than temporary in the opinion of Management.
- (v) **Sales / Turnover :**  
Sales / Turnover for the year includes sales value of goods, but excludes the sales return and trade discounts.
- (vi) **Taxation :**  
Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.  
  
Deferred tax Assets/Liabilities have not been recognized as their future recovery is uncertain or not currently anticipated
- (vii) **Other Accounting Policies :**  
These are consistent with the generally accepted accounting practices.
- (viii) **Treatment of Contingent Liability :**  
Contingent liabilities are disclosed by way of Notes to the Accounts.

**2. Contingent liabilities not provided for in respect of:**

- i) Show cause notices/demands were issued by the Securities and Exchange Board of India demanding Rs.1,75,000/- for Settlement by Consent Order for violation of Takover Regulations. However, the Company is contesting the issues under legal advice & hence not opted for settlement.
- ii) Arrears of Listing Fees payable to the Jaipur Stock Exchange Limited, Calcutta Stock Exchange Association Limited and the Stock Exchange, Ahmedabad. Amount not determined.
3. Sundry Debtors include amounts aggregating to Rs.6,00,318/- (Previous Year Rs.6,00,318/-), which have remained outstanding for over five years and amount aggregating to Rs. 7,85,58,540( P.Y. Rs. 10,14,70,455) which have remained outstanding for more than one year and are subject to confirmation. The Company has not made any provision against these debtors and also has initiated legal action against one of them for recovery of dues. In management's view, the amounts have remained overdue on account of general recession in the industry in the recent past and it expects that the amounts would be recovered in due course of time and no provision is required in this regard.



4. Unsecured loans and advances granted & remained outstanding aggregating to Rs. 6,29,07,504/- (Previous Year Rs.6,52,70,885/-) as on the Balance Sheet date, which are either overdue or where there are no covenants with regard to repayment of loan & other terms and conditions. The Company is pursuing the matter and is hopeful to recover the above debts. Accordingly, no provision is considered necessary in the matter at this stage.
5. The outstanding balances of Debtors, Creditors, Deposits and Advances are subject to confirmation.
6. In the opinion of the Board and to the best of their knowledge and belief, the value of the realization of Current Assets, Loans and Advances, in the ordinary course of business would not be less than the amount at which they are stated in the balance sheet. The Provision for all known liabilities is adequate and not in excess of the amount considered reasonably necessary.
7. Due to inadequacy of profits, the Company has paid the remuneration to Director as under :
- |                              |   |
|------------------------------|---|
| <u>Director Remuneration</u> |   |
| a. Ajit V. Vasani            | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| b. Jagruti A. Vasani         | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| c. Meghal A. Vasani          | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| Expenditure on perquisites   | Rs. Nil (Previous Year Rs.Nil)            |
8. Sundry Creditors does not include any amount due to 'Small Scale Industrial Undertaking as defined under Section 3(j) of Industries (Development and Regulation) Act, 1951.
9. Previous year's figures have been regrouped, recast and reclassified wherever considered necessary.
10. Figure in brackets pertain to previous year.
11. Additional information pursuant to part II to schedule VI of the Companies Act, 1956.
- |                                 |                         |
|---------------------------------|-------------------------|
| Particulars of Capacity         |                         |
| i) Class of goods               | : Synthetics Cloth etc. |
| ii) Licensed Capacity           | : Not Applicable.       |
| iii) Installed Capacity         | : Not Applicable.       |
| (As certified by the Directors) |                         |
12. Value of Imports calculated on C.I.F. basis - Nil (Nil)
13. Expenses in Foreign Currency during the year - Nil (Nil)
14. Earning in Foreign Exchange during the year - Nil (Nil)
15. The Company is principally engaged in the business of only one broad segment of Textile products. Accordingly there are no reportable segments as per Accounting Standards 17 issued by the ICAI on "Segment Reporting".
16. Related Party Disclosure as required by Accounting Standard 18 ' Related Party Disclosure issued by the Institute of Chartered accountants of India is given below:
- 1) Key Management Personnel:
    - a) Mr. Ajit Vasani Director
    - b) Meghal Vasani Director
  - 2) Relative of Key Management Personnel: - NONE
  - 3) Enterprises owned by the Key Management Personnel or their Relatives:






Details of transactions between the Company & related parties & the status of the outstanding balance as on 31.03.2012 - NIL.

17. Disclosure of Earnings Per Share (EPS) computation as per Accounting Standard -20 of the Institute of Chartered Accountants of India:

| Particulars  | For the year ended 31.03.14 | For the year ended 31.03.13 |
|--|-----------------------------|-----------------------------|
| Profit (Loss) available for appropriation as per Profit & Loss Account | 7,27,356                    | 7,67,850                    |
| Weighted average No. of equity shares outstanding during the year      | 85,46,598                   | 85,46,598                   |
| Nominal value per equity share   | 10                          | 10                          |
| Basic and Diluted EPS  | 0.09                        | 0.09                        |

For **Jai Prakash Upadhyay & Co.**  
**Chartered Accountants**  
Firm Registration No. 125073W

  
**Jai Prakash Upadhyay**  
Proprietor



For and on behalf of the Board

  
**Ajit Vasani**  
Director

  
**Meghal Vasani.**  
Director

Place: Mumbai  
Date: 15-06-2014



JAIHIND SYNTHETICS LTD.

# JAIHIND SYNTHETICS LTD

110, Ajanta square, L.T. Road, Old Ajnta Talkies Borivali West Mumbai -92.  
Email: jaihindltd@yahoo.com

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## PROXY FORM

(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/ DP ID - Client ID No.: | _____ |

I/We being the member(s) of \_\_\_\_\_ shares of Hinduja Global Solutions 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: \_\_\_\_\_

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the Company, to be held on Tuesday, September 30, 2014 at 10 a.m. at 110 Ajanta Square old Ajanta Talkies L.T.Road Borivali West Mumbai 400092

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2014

Signature of shareholder \_\_\_\_\_ Revenue Stamp

Affix Re 1

Signature of Proxy holder \_\_\_\_\_

**Note:**

1. **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.**
2. **A Proxy need not be a member of the Company.**
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 27th Annual General Meeting.

**Please complete all details including details of member(s) in above box before submission.**

## FORM A


(Pursuant to Clause 31(a) of Listing Agreement))

| No. | ParticularsN  | Details  |
|-----|---|--|
| 1.  | Name of the Company   | Jaihind Synthetics Ltd.  |
| 2.  | Annual standalone<br>Financial statements for<br>The year ended | 31 <sup>st</sup> March, 2014.  |
| 3   | Type of Audit observation                                       | <p><b>Matter of Emphasis- Paragraph inserted in Auditor's Report of Standalone financial statements</b></p> <p>A) We draw attention to the Annexure No. 3 of the Auditor Report that the Company has taken loan from four parties listed in the register maintain under section 301 of the act aggregating to the Rs. Of 31000/- (Thirty one Thousand only) The term and conditions on which loan have been taken by the company are not, prima-facie, prejudicial to the interest of the company.</p> |
| 4.  | Frequency of observation  | NIL  |
| 5.  | To be signed by :   |  |
|     | Managing Director   | <p><i>J. A. Vasani</i><br/>(Jagruti Vasani)</p>  |
|     | Audit Committee<br>Chairman                                     | <p><i>A. Vasani</i><br/>(Ajit Vasani)</p>  |
|     | Auditors of the Company   | <p>For Jai Prakash Upadhyay &amp; Co.<br/>Chartered Accountants<br/>(Firm registration No. 125073W)</p> <p><i>J. Prakash</i><br/>Jai Prakash Upadhyay<br/>Proprietor</p>   |

**FORM B**

(Clause 31(a) of Listing Agreement)

Format of covering letter of the annual audit report to be filed with the stock exchanges

|   |  |  |
|---|--|--|
| 1 | Name of the company  | Jaihind Synthetics Ltd.  |
| 2 | Annual financial Statement for the year ended  | 31 <sup>st</sup> March, 2014   |
| 3 | Type of audit observation  | Qualified  |
| 4 | Frequency of Observation   | Nil  |
| 5 | Draw attention to relevant notes in the annual financial statement and management response to the qualification in the director report | <p>A) The company have taken loan from four parties listed in the register maintain under section 301 of the act aggregating to the RS of 31000/- (Thirty one Thousand only) The term and conditions on which loan have been taken by the company are not, prima-facie, prejudicial to the interest of the company.</p> <p>Management Response : Refer pages of Director Report.</p> |
| 6 | Additional comments from the Board/Audit Committee chairman  | <p>A) As per Disclosures made in the Annual Report</p> <p>B) As per Disclosures made in the Annual Report</p>  |
| 7 | To be signed by  |  |
|   | <ul style="list-style-type: none"> <li>CEO/Managing Director</li> </ul>  | <p><i>J. A. Vasani</i><br/>(Jagruti Vasani)<br/>M.D.</p>   |
|   | <ul style="list-style-type: none"> <li>CFO</li> </ul>  | The company do not have CFO  |
|   | <ul style="list-style-type: none"> <li>Audit Committee Chairman</li> </ul>   | <p><i>A. Vasani</i><br/>(Ajit Vasani)</p>  |
|   | <ul style="list-style-type: none"> <li>Auditor of the company</li> </ul>   | <p>For Jai Prakash Upadhyay &amp; Co.<br/>Chartered Accountants<br/>Registration No. 125073</p> <p><i>J. Prakash</i><br/>(Jai Prakash Upadhyay)<br/>Proprietor</p>   |