

# **Siddheswari Garments Limited**



**ANNUAL REPORT**  
**2010 - 2011**



# Siddheswari Garments Limited

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**DIRECTOR :**

**MR. ABHISHEK PODDAR**  
**MR. SANJAY KUMAR SHAH**  
**MR. UMA NATH SINGH**

**BANKERS :**

**THE ROYAL BANK OF SCOTLAND**  
**PUNJAB NATIONAL BANK**  
**BANK OF MAHARASHTRA**

**AUDITORS :**

**M/S. AGARWAL MEMANI & CO.**  
**CHARTERED ACCOUNTANTS**

**REGISTERED OFFICE :**

**9, INDIA EXCHANGE PLACE**  
**3RD FLOOR, KOLKATA - 700 001**  
**PHONE : 2210-7234**  
**FAX : 2230-5897**

**REGISTRAR & SHARE TRANSFER AGENTS :**

**S. K. COMPUTERS**  
**34/1A, SUDHIR CHATTERJEE STREET**  
**KOLKATA - 700 006**  
**PHONE : 2219-4815 / 6979**



## **Siddheswari Garments Limited**

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### **NOTICE**

**NOTICE** is hereby given that the Seventeenth Annual General Meeting of the Members of **SIDDHESWARI GARMENTS LTD.** will be held at the Registered office of the Company at 9, India Exchange Place, 3rd Floor, Kolkata - 700 001 on Friday, the 30th September, 2011 at 10.00 A.M. to transact the following business :-

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2011 and the Profit and Loss Account for the year ended on that date along with the Report of the Directors and Auditors thereon.
2. To Appoint a Director in place of Sri Uma Nath Singh who retires at this meeting by rotation and being eligible offers himself for reappointment.
3. To Appoint Auditors of the Company and to fix their remuneration.

Dated : 27th August, 2011

Regd. Office :  
9, India Exchange Place (3rd Floor)  
Kolkata - 700 001

By order of the Board  
For **Siddheswari Garments Ltd.**

**Sanjay Kr. Shah**  
Director



## Siddheswari Garments Limited

### NOTES :-

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ALSO ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE IN HIS/HER STEAD AND THAT A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING A PROXY(IES), IN ORDER TO BE EFFECTIVE, SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE MEETING.
2. The Register of Members and the Share Transfer Books of the Company shall remain closed from Saturday, the 24th September, 2011 to Friday, the 30th September, 2011, both days inclusive.
3. Members are requested to bring their own copy of the Annual Report to the meeting.
4. Members having multiple folio's in the identical order of names or Joint Accounts, are requested to intimate the Company the folio numbers of such accounts and forward the respective Share Certificates to the Registered Office of the Company for necessary consolidation of holdings under a single folio and return the certificates after due endorsement.
5. Members may kindly note that pursuant to amendments in companies Act, 1956, Nomination in case of Shares/Securities held in physical mode has become permissible and the members desiring to register the name of this nominees in respect of the Shares held by them in physical mode may apply in Form No 2B as may be obtained from the companies R T A M/s S.K.Computers, at 34/1A Sudhir Chatterjee Street, Kolkata-700006.
6. SEBI has since made it mandatory for the operations in securities market to furnish compulsorily their PAN No. Accordingly, the members holding shares in physical mode are requested to furnish their respective PAN No along with a photo copy of this PAN Card to the Company / R T A.
7. Details of Directors seeking appointment/reappointment in terms of Clause 49 of the Listing Agreement.

Name	Date of Birth	Date of Appointment	Qualification Experience	Directorship in other Public Company	Common Membership in other Public Co.
Uma Nath Singh	28.06.68	28.09.06	B. Com	NIL	NIL

**Experience :** Mr. Uma Nath Singh is a professional having wide experience in Finance and Administration over a period of 10 years.



# Siddheswari Garments Limited

## DIRECTORS' REPORTS

### TO THE MEMBERS

Your Directors take pleasure in presenting the Seventeenth Annual Report and Audited Financial Results of the Company for the year ended on 31st March, 2011.

### FINANCIAL RESULTS

	(Rs. in Lacs)	
	For the year ended 31.03.2011	For the year ended 31.03.2010
Net Sales	34.00	30.89
Other Income	25.73	25.96
Total :	59.73	56.85
Less : Expenditure	53.68	53.03
Gross Profit / (Loss)	6.05	3.82
Less : Depreciation	0.10	0.09
Profit / (Loss) before Tax	5.95	3.73
Less : Provision for Taxation	1.86	1.41
Add : Provision for Deferred Tax	0.02	0.02
Net Profit / (Loss) (PAT)	4.11	2.34
Less : I. T. for an earlier Year	-	1.51
Balance brought forward	54.55	53.72
Balance transferred to Balance Sheet	58.66	54.55

### PERFORMANCE

The manufacturing activities of the company remain suspended consequent upon prolong labour unrest. However, with a view to protect the investor's fund, the management opted for investment of the idle funds in secured inter corporate fundings a also short-term investments in securities, during the year. The directors are examining the viability alternative business ventures. Meantime, the current year activities resulted in net profit of Rs 411101/-

### DIVIDEND

There being in sufficient surplus, the Directors refrain from recommending any dividend for the year Under review.

### AUDITORS REPORT

The Report of the Auditors when read with notes on Accounts is self explanatory and does not require any further elaboration.

### AUDITORS

Agarwal Memani & Co. Chartered Accountants, the Auditors of the Company retire at the conclusion of the forthcoming Annual General Meeting and your directors recommended their Re-appointment.

### DIRECTORS

Shri Uma Nath Singh Director the Company retires by rotation at the ensuing Annual General Meeting and he is eligible for re-appointment.

Shri Uma Nath Singh S/o Ram Chandra Singh aged about 38 years is a commerce graduate and is engaged in the Company management and he has more the 10 years of extensive experience in Business Administration. Shri Singh actively participate in the business administration of the Company and his re appointment as a director of the Company will be beneficial in the interest of the Company.

### DIRECTORS RESPONSIBILITY STATEMENT

In compliance of the Sec 217(2AA) of the Companies Act 1956, Yours Directors confirm that:



## Siddheswari Garments Limited

- In the preparation of the Annual Accounts, the Accounting Standard laid down by ICAI, have been strictly followed.
- The directors have selected such accounting polices and adopted them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit & loss of the company for the period.
- Proper and sufficient care has been taken for the maintenance of adequate records in accordance with provisions of the Companies Act 1956. for safeguarding the assets of the Company and detecting fraud and other irregularities:
- The Annual accounts have been prepared on the 'On-Going' concern basis.

### CORPORATE GOVERNANCE

A seperate report is annexed to this report as Annexure - 'A'.

### COMPLIANCE CERTIFICATE

Under the amended provisions of the Companies Act. 1956, the paid up capital of the Companies being less than Rs. 5 Crores, the company is obliged to obtain a compliance Certificate U/s 383A of the Act from a company Secretary in practice and publish the same as part of the Directors Report, Accordingly, Mr. S. K. Ghosh a senior Company Secretary in practice have been duly appointed for obtaining the compliance Certificate, a copy whereof is annexed hereto as Annexure-B

### PARTICULARS OF EMPLOYEES

There being no employee, employed during the year, drawing remuneration in excess of the prescribed ceiling, the provisions of section 217(2A) of the Companies Act, 1956 is not applicable to this company.

### CONSERVATION OF ENERGY ETC.

The Production activities having remained suspended for the full year. The information required U/s 271(1) (e) of the Act arc not attracted.

Earning and outgo of the foreign exchange during the year was NIL

### DELISTMENT

The Shares of the Company stand delisted from the Stock Exchange at Delhi pursuant to the resolution passed by the members in the Annual general Meeting held in 2002 in terms of SEBI guidelines for Voluntary Delisting.

### ACKNOWLEDGMENTS

Your Directors wish to place on records, their sincere appreciation of the Valuable co-operation and support received from the Financial Institutions, Banks, and Government Department and Agencies both at the Central and state levels. The Directors would like to express thanks to the sincere services of Workers, staff and Executives of the Company.

Dated : 27th August, 2011

Regd. Office :  
9, India Exchange Place (3rd Floor)  
Kolkata - 700 001

By order of the Board  
for Siddheswari Garments Limited

Sanjay Kr, Shah  
Director



## CORPORATE GOVERNANCE

Corporate Governance essentially deals with how the Company is administered and the manner in which the Board of Director discharges its mission and responsibilities to ensure good management with accompanying accountability and transparency in the best interest of the shareholders and the investing public.

The report on Corporate Governance is divided into six parts :

1. Board of Director its Composition and functions.
2. Committees of Directors.
3. General Body Meetings.
4. Disclousers.
5. Means of communications and
6. Shareholders information.

### 1. BOARD OF DIRECTORS

- a) The Board of Director is comprised of 2 (two) Independent Non Executive Director having no business or other relationship with the company that could hinder their independent judgement and one executive Director. The company having no business activities for the last couple of years, the paid up capital of the company being less than the prescribed limit under section 269 of the Companies Act, 1956, appointment of managing or manager is not mandatory in case of the Company. The day to day management of the Company is overviewed by the Board of Directors.

The particulars of Directors are as under :-

<u>Name of Director</u>	<u>Category</u>	<u>No. of other Directors</u>	<u>No. of Committee Membership</u>
Mr. Abhishek Poddar	Non-Executive, Independent	1	3
Mr. Sanjay Kr. Shah	Executive Director	-	3
Mr. Uma Nath Singh	Non-Executive, Independent	-	2

- b) Board Procedure :

The function, responsibilities and accountability of the Board of Directors are clearly defined in addition to its primary role of monitoring and supervision of the Company Corporate activities. The general functions of the Board includes, inter alia.

- i) To direct and guide activities towards attaining Corporate Goals as above.
- ii) Approving appointments, monitoring Industrial relations, laying broad policy decisions, and management of Human Resources.
- iii) Formulation of Strategic business plans and monitoring implimentation thereof and to review the same continuously.
- iv) Reviewing and approving financial plans and budgets.
- v) Discuss, review and decide Expansions, modernisation and other new projects.
- vi) Review financial statement and last flow inventories on a periodic and also on a continuous basis.



## Siddheswari Garments Limited

C) Board Meetings :

Attendance of Director in such meetings are given hereunder :

<u>Name of Director</u>	<u>No. of Board Meeting Attended</u>	<u>No. of Committee Meeting Attended</u>	<u>Attendance at the last A. G. M.</u>
1. Mr. Abhishek Poddar	5	11	Yes
2. Mr. Sanjay Shah	5	11	Yes
3. Mr. Uma Nath Singh	5	11	Yes

There is an well Laid procedure to sent detailed agenda papers to the directors along with the notice of the meetings sufficiently in advance with a view to enable the directors to discuss freely and effectively all the items of business transacted at such meetings, various discussion emerging from such agenda are duly implemented to streamline the systems and procedure followed by the company. The minutes of Proceeding of such meetings are duly recorded in the minutes book maintained for the purpose. The Board met 5 (Five) times on 29.04.10, 30.07.10, 27.08.10, 30.10.10, 31.01.11 during the year.

2. **BOARD COMMITTEES**

There are 3 (Three) permanent committees.

a) **Audit Committee :**

The Audit Committee is comprised of all Directors, namely Mr. Abhishek Poddar, Mr. Sanjay Shah, Mr. Uma Nath Singh, Mr. Abhishek Poddar a professional MBA has enough exposures and expertise in Accounting procedures, Act, as the Chairman of the Audit Committee. The Committee reviews the annual and periodic financial statements. Overview the companies financial reporting processed, reviews the adequacy of internal control systems and internal audit functions, discusses with the internal and statutory auditors, recommends steps for ensuring the implementations of the suggestions / recommended by the internal/statutory auditors to regularize the internal control and financial reporting. The Committee met 5 (Five) times during the year on 29.04.10, 30.07.10, 27.08.10, 30.10.10, 31.01.11.

b) **Share Transfer Committee :**

The Company has a share transfer cum investor grievance committee comprising of Mr. Sanjay Shah and Mr. Uma Nath Singh as its members. The Committee meets at regular intervals depending upon the volume of transfer / transmission of shares and duplicate issue of share certificates. The committee met one time during the year for one application share transfer lodged.

c) **Shareholders / Investors Grievance Committee :**

The Committee consists two members, vig. Sri Uma Nath Singh and Sri Sanjay Shah.

The Committee looks into the redressal of Shareholders & Investors Complaints relating to transfer of shares, non receipt of Balance Sheet etc. There is no grievances pending at the end of the year. The Committee met 5 (Five) times during the year on 29.04.10, 30.07.10, 27.08.10, 30.10.10, 31.01.11.





## Siddheswari Garments Limited

### d) Remuneration of Director :

Excepting Sanjay Kumar Shah, all the Director of the Company are non-executive and are drawing no remuneration as Director. The directors have not drawn any sitting fees during the year. Accordingly the constitution of any remuneration committee did not arise.

### 3. GENERAL BODY MEETINGS

The details of General Meetings held during the Last 3 years.

<u>Year</u>	<u>Details of Meetings</u>	<u>Venue</u>	<u>Date</u>	<u>Time</u>
2009-2010	16th A G M	9, India Exchange Place, Kol-1	29.09.2010	10.00 A.M.
2008-2009	15th A G M	— Do —	29.09.2009	10.00 A.M.
2007-2008	14th A G M	— Do —	27.09.2008	10.00 A.M.

### 4. DISCLOSURES

There were no materially significant related party transactions of the company during the year with its Directors or the Management or relatives or subsidiaries that might have potential conflict with the interest of the company at large.

No strictures or penalties have been imposed on the company by any regulatory authority for non-compliance of any Law.

### 5. MEANS OF COMMUNICATIONS

The un-audited Financial Results and other notices are published in the Local Newspapers, like Financial Express (English) & Khaborer Kagoj (Vernacular) and no individual communications are sent to the Shareholders except the notices covering the General Body Meetings and the Annual Reports & Accounts, which are sent to all shareholders and others concerned by pre-paid post under Certificate of Posting and in the manner prescribed under the Companies Act, 1956 and other statutory regulations.

### 6. SHAREHOLDERS INFORMATIONS

#### a) Annual General Meeting

Date & Time :- Friday, the 30th September, 2011 at 10 A.M.

Venue :- 9, India Exchange Place, Kolkata - 700 001.

#### b) Financial Calendar

The Financial of the Company is April to March, every year and the un-audited quarterly results are declared in the month following the respective quarter.

#### c) Date of Book Closures:-

From Saturday the 24th September, 2011 to Friday, the 30th September, 2011 both days inclusive.



## Siddheswari Garments Limited

d) **Listing on Stock Exchange:-**

The securities of the Company continue to remain listed on the Stock Exchanges at Calcutta (CSE) and at Mumbai (BSE). The Shares of the Company have since been delisted from the Delhi Stock Exchange as there had been no or hardly any trading of Company's share on that exchange and the Shareholders by a resolution dated 08.09.2001 resolved for voluntary delisting from that exchange.

The Company is up-to-date payment of its annual listing fees to the concerned Stock Exchanges.

e) **Registrar & Share Transfer Agents:-**

**M/s. S. K. Computers**

34/1, Sudhir Chatterjee Street

Kolkata - 700 006

Phone : (033) 2219-4815 / 6797

With effect from 1st August 2005 M/s. S. K. Computers a Sebi Registered Category Share Transfer Agent has been appointed in replacement of M/s. AMI Computers India Ltd. to act as the RTA common agency of the Company for transfer of share & maintenance of share accounts both in Demat & Physical.

f) **Share Transfer System:-**

Request for transfer of Physical Shares are received at the office of the Registrar of the Company or at the Registered Office of the Company. The Share Transfer Deeds and other papers lodged with the transfer request are processed at the office of the Registrar and being found in order, the corresponding Transfer Transmission are effected within 30 days from the date of receipt of the respective requests and transferred Certificates are returned to the Transferees within 30 days from the date of receipt. On the other hand, shares held in a dematerialized form are traded electronically in the depository and on a fortnightly basis the RTA of the Company is informed of the beneficial holding so that RTA is enabled to update its records.

Physical Shares received for dematerialisation are processed and computerized within a period of 15 days from the date of receipt thereof, provided they are found in order. Bad deliveries are returned immediately to the depository participants under advice to the shareholders.

g) **Shareholdings Pattern of the Company as at 31<sup>st</sup> March, 2011**

<b><u>CATEGORY</u></b>	<b><u>NO. OF SHARES</u></b>	<b><u>%</u></b>
INDIAN PROMOTERS	1600	0.05
PERSONS ACTING IN CONCERT INSTITUTIONAL INVESTORS OTHER BODIES CORPORATE NR'S/OCB's	1789200	54.06
RESIDENT INDIVIDUALS	1519100	45.89
<b>GRAND TOTAL</b>	<b><u>3309900</u></b>	<b><u>100.000</u></b>



# Siddheswari Garments Limited

## h) Distribution of Share Holdings as on 31<sup>st</sup> March, 2011

No. of Shares Held	No. of Share Holders		No. of Share	
	TOTAL	PERCENT	TOTAL	PERCENT
1 - 500	1108	69.42	454000	13.72
501 - 1000	256	16.04	224100	6.77
1001 - 5000	197	12.36	451700	13.65
5001 - 10000	20	1.25	151600	4.57
10001 - 50000	5	0.31	89300	2.70
50001 - 100000	1	0.06	67500	2.03
100001 - ABOVE	9	0.56	1871700	56.55

## i) Dematerialisation of Shares & Liquidity

About 18% of the shares have been dematerialized as on 31<sup>st</sup> March, 2011. The equity shares of the company are permitted to be trade only in dematerialized w.e.f. 26.12.2000.

## j) Market Price

The shares of the company are not actively traded in the market. There had been hardly any quotation for the shares of the company during the year.

## k) Exchange Code No. for Company's Scrips

ISIN Code	INE797C01019
CSE Code	1002909
BSE Code	526877

## l) Address of Correspondence :

9, India Exchange Place, 3rd Floor  
Kolkata - 700 001, Phone : 2210-7234

## BUSINESS OUTLOOK

The Company has since suspended its manufacturing activities. The entire proceeds as sale of the manufacturing unit at Prafula Kanan has been parked in interest earning short-term deposits pending commencement of new venture compatible with the company's capital structure and viability under the changed economic scenario of the country.

ON BEHALF OF THE BOARD

Sanjay Kr. Shah  
Director

Abhis



# Siddheswari Garments Limited

ANNEXURE - B

**S. K. GHOSH**  
Company Secretary

AB-198, SALT LAKE CITY  
SECTOR - I, KOLKATA - 700 064  
PHONE : 2359 2065

## COMPLIANCE CERTIFICATE

(CIN - L17111WB1994PLC065519)

To,  
The Members,  
Siddheswari Garments Limited.  
9, India Exchange Place, 3rd Floor  
Kolkata - 700001

I have examined the registers, records, books and papers of **SIDDHESWARI GARMENTS Ltd.** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2011 (financial year). In my opinion and to the best of my information and according to the examination carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year :

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The company being a public limited company has the minimum prescribed paid-up capital.
4. The Board of Directors duly met five (5) times respectively on 29.04.2010, 31.07.2010, 27.08.2010, 31.10.2010 and 31.01.11, in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including circular resolutions passed in the Minutes Book maintained for the purpose.
5. The company has closed its Register of Members during the financial year after giving due notice in terms of section 154 of the companies act 1956.
6. The annual general meeting for the financial year ended on 31st March 2010 was held on 29.09.2010 after giving due notice to the members of the company and the resolution passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The company did not advance any loan to its Directors and / or persons or Firms or Companies referred to under Section 295 of the Act.
9. The Company has not entered into any contract folding within the purview of Section 297 of the Act.
10. The company was not required to make any entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the Board of Directors, Members or Central government as the case may be.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has :
  - i) Not effected any transmission of shares during the financial year nor was there any allotment of shares.
  - ii) Not declared dividend during the financial year.



## Siddheswari Garments Limited

- iii) Duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. During the year there was no appointment or resignation of director.
  15. The company has not appointed a Managing Director / Whole time Director Manager as per the requirements of Section 269 of the Act.
  16. The company has not appointed any sole-selling agents during the financial year.
  17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Register of Companies and / or such other authorities prescribed under the various provisions of the Act.
  18. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to provisions of the Act, and the rules made there under.
  19. The company has not issued any Equity Shares / debentures / other securities during the financial year, nor was there any outstanding debenture.
  20. The company has not bought back any share/s during the financial year.
  21. There was no redemption of preference share(s) / debenture (s) during the financial year.
  22. There were no transactions necessitating the company to keep in abeyance the rights to dividends, rights shares and bonus shares pending registration of transfer of shares.
  23. The company has not invited / accepted any advances or deposits including any unsecured loans falling within the purview of section 58A during the financial year.
  24. The company has not made any arrangements for cash credit during the year within the limits prescribed under section 293(1) (d) of the Act.
  25. During the year the Company made loans and investments to other bodies corporate within the permissible limits under the provisions of Section 372A of the Act.
  26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
  27. The company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.
  28. The company has not altered the provisions of the memorandum with respect to name of the company during the year under scrutiny.
  29. The company has not altered the provisions of the memorandum with respect to share capital of the company during the year.
  30. The company has not altered its articles of association during the financial year.
  31. As informed by the company, there was no prosecution initiated against or show cause notices received by the company during the financial year, for offence under the Act.
  32. The company has not received any money as security from its employees during the financial year.
  33. As reported by the directors of the company, the provisions of employees' provident fund act was not applicable to this company.

Place : Kolkata  
Date : 27.08.2011

**S. K. Ghosh**  
Company in Practice Secretary  
C.P. No.-2018



## **Siddheswari Garments Limited**

**S. K. GHOSH**  
*Company Secretary*

AB-198, SALT LAKE CITY  
SECTOR - I, KOLKATA - 700 064  
PHONE : 2359 2065

### **ANNEXURE - A**

1. Register of Members	:	u/s 150
2. Register of Contracts	:	u/s 301
3. Register of Directors	:	u/s 303
4. Register of Director's Shareholding	:	u/s 307
5. Books of Accounts	:	u/s 209
6. Minutes Books	:	u/s 196

### **ANNEXURE - B**

**Forms and Returns filed by the Company with the Registrar of Companies, during the financial year ended 31st March, 2011.**

Annual Return Filed u/s 159 for the year 2009 - 2010 on 29.11.2010

Balance Sheet Filed u/s 220 for the year 2009 - 2010 on 29.11.2010

Compliance Certificate u/s 383A for the year 2009 - 2010 on 29.11.2010



# Siddheswari Garments Limited

**AGARWAL MEMANI & CO.**  
*Chartered Accountants*

1, BRITISH INDIAN STREET  
1ST FLOOR, ROOM NO. 105  
KOLKATA - 700 069  
TEL.: 2248-4427

## AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of Siddheswari Garments Limited.

We have examined the compliance of conditions of Corporate Governance by Siddheswari Garments Ltd. for the year ended on 31st March, 2011, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchange.

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

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

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Registrar of 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.

1, British Indian Street  
Kolkata - 700 069  
Dated : 27th August, 2011

For AGARWAL MEMANI & CO.  
*Chartered Accountants*  
Firm Registration No. 317014E

**(RAJ KUMAR AGARWAL)**  
*Proprietor*  
Membership No. 53026



## Siddheswari Garments Limited

### AUDITORS' REPORT

#### TO THE MEMBERS

- 1) We have audited the attached Balance Sheet of **SIDDHESWARI GARMENTS LIMITED**, Kolkata, as at 31st March, 2011 and also the Profit and Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2) We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3) As required by the Companies (Auditor's Report) order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a Statement on the matters specified in Paragraphs 4 and 5 of the said order.
- 4) Further we report that :-
  - i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - ii) In our opinion, proper books of account as required by law have been kept by Company so far as appears from our examination of those books;
  - iii) The balance Sheet and Profit & Loss Account dealt with by this report, are in agreement with the books of account;
  - iv) In our opinion, the Balance Sheet and Profit & Loss Account dealt with in this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
  - v) On the basis of written representations received from the Directors as on 31st March, 2011 and taken on record by the Board of Directors, we report that none of the directors disqualified as on 31st. March, 2010 from being appointed as a director under of Clause (g) of Sub-Section (i) of Section 274 of the Companies Act, 1956.
- 5) In our opinion, and to the best of our information and according to the explanations given to us, the said account read together with other notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :-
  - i) in the case of the Balance Sheet of the state of affairs of the Company, as at 31st. March, 2011; and
  - ii) in case of the Profit & Loss Account, of the Profit for the year ended on that date.
  - iii) in the case of Cash Flow Statement of the cash flows for the year ended on that date.

Place : Kolkata

Dated : the 27th. Day of August, 2011.

**For AGARWAL MEMANI & CO.**  
Chartered Accountants  
Firm registration No. 317014E  
**(RAJ KUMAR AGARWAL)**  
Proprietor Membership No. 53026





## Siddheswari Garments Limited

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### ANNEXURE REFERRED TO IN PARAGRAPH (3) OF OUR REPORT OF EVEN DATE

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
b) The Company has not carried out physical verification of Fixed Assets during the year under review. Hence discrepancies between physical verification and book records could not be ascertained.  
c) There was no substantial disposal of fixed assets during the year.
- ii) a) The Management has conducted physical verification of inventory at reasonable intervals during the year.  
b) The procedures of physical verification of inventory followed by the management are commensurate in relation to the size of the Company and the nature of its business.  
c) The Company is maintaining proper records of inventory. As informed, no material discrepancies were noticed on such physical verification,
- iii) a) According to the information and explanations given to us, the Company has granted unsecured interest free loans to One party covered in the register under Section 301 of the Companies act, 1956 the maximum amount involved during the year and at the year end balance of such loan aggregates to Rs.10,00,000/- and Rs. NIL respectively. However, the Company has not taken any loan from the parties listed in the register maintained U/s.301 of the Companies Act, 1956.  
b) As informed by the Management other terms and conditions of above mentioned loans were not prima facie prejudicial to the interest of the Company.  
c) In respect of the aforesaid loans the party is repaying the Principal amount as stimulated.  
d) In respect of the aforesaid loans, there is no overdue amounts.
- iv) There is an adequate internal control procedure commensurate with the size of the Company and the nature of the business, for the purchase of inventory and fixed assets and for the sale of goods and services and we have not observed any continuing failure to correct major weaknesses in such internal control system.
- v) According to the information and explanations provided by the management there have been no transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956.
- vi) The Company has not accepted any deposit from the public.
- vii) The Company has an internal audit system, which in our opinion is commensurate with the size and nature of its business.
- viii) The Company is not required to maintain cost records.
- ix) a) The Company is regular in depositing undisputed statutory dues including Provident fund, investor education and protection fund, employee's state Insurance, Income Tax, Sales Tax,



## Siddheswari Garments Limited

- Wealth Tax, Service Tax, Customs duty, Excise duty, cess and other material statutory dues as applicable with the appropriate authorities except Rs,9,008/- to be deposited with Investor Education And Protection Fund. There are no outstanding dues in respect of the above items which are more than six months as at the balance sheet date. No undisputed amount payable in respect of Income tax, Wealth Tax, Service Tax, Sales Tax, Custom duty, Excise duty and cess were in arrears as at the end of the financial year for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, there are no dues of Sales Tax, Income Tax, Custom duty, Wealth Tax, Service Tax, Excise duty, cess which have not been deposited on account of any dispute,
- x) The Company has no accumulated losses at the end of the financial year and it has not incurred any cash losses in the current financial year, and immediately preceding financial year.
- xi) The Company has not taken any term loan from any financial institution or Bank. The Company does not have any borrowings by way of debentures.
- 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 and therefore the provisions of Clause 4(xiii) of the order are not applicable.
- xiv) In respect of dealing in shares, securities, debentures and other investment in our opinion and according to the information and explanations given to us, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The Shares, Securities, debentures and other investments have been held by the Company in its own name.
- xv) The Company has not given any guarantee for the loans taken by other parties from any bank or financial institution,
- xvi) The Company has not taken the term loans and hence Clause 4(xvi) of the order is not applicable.
- xvii) The Company has not raised funds, and hence clause 4(xvii) of the order is not applicable.
- xviii) The Company has not made any preferential allotment of shares during the year to parties or Companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- xix) The Company has not issued any debenture during the year and therefore Clause (xix) of the aforesaid order is not applicable.
- xx) The Company has not raised any money through a public issue during the year.
- xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statement and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

Place : Kolkata  
Dated : the 27th. Day of August, 2011.

(18)

For **AGARWAL MEMANI & CO.**  
Chartered Accountants  
**(RAJ KUMAR AGARWAL)**  
Proprietor Membership No. 53026  
Firm Regn No. 317014E



# Siddheswari Garments Limited

BALANCE SHEET AS AT 31ST MARCH, 2011

	Schedule No.	As at 31st March, 2011		As at 31st March, 2010	
		Rs.	P.	Rs.	P.
<b>Sources of Funds :</b>					
<b>SHAREHOLDERS FUNDS</b>	1	38,270,500.00		38,270,500.00	
Share Capital	2	5,866,440.39		5,455,338.74	
Reserve & Surplus		<u>44,136,940.39</u>		<u>43,725,838.74</u>	
		560,588.00		562,463.00	
		<u>44,697,528.39</u>		<u>44,288,301.74</u>	
<i>DEFERRED TAX LIABILITIES.</i>					
<b>APPLICATION OF FUNDS :</b>					
<b>FIXED ASSETS</b>	3	3,374,549.52		3,374,549.52	
Gross Block		1,509,498.00		1,499,390.00	
Less : Depreciation		<u>1,865,051.52</u>		<u>1,875,159.52</u>	
Net Block	4	<u>16,587,824.00</u>		<u>16,257,824.00</u>	
<b>INVESTMENTS</b>					
<b>CURRENT ASSETS, LOANS AND ADVANCES :</b>	5	218.15		83,414.87	
Sundry Debtors	6	55,703.00		55,703.00	
Inventories	7	13,968,098.72		2,358,214.35	
Cash and Bank Balances	8	3,650.00		3,650.00	
Other Current Assets	9	13,534,563.00		25,038,047.00	
Loans & Advances		<u>27,562,232.87</u>		<u>27,539,029.22</u>	
Less : Current Liabilities and provisions :	10	731,593.00		733,758.00	
Liabilities	11	585,987.00		649,953.00	
Provisions		<u>1,317,580.00</u>		<u>1,383,711.00</u>	
		<u>26,244,652.87</u>		<u>26,155,318.22</u>	
<b>NET CURRENT ASSETS</b>					
<b>DEFERRED TAX LIABILITY</b>					
<b>MISCELLANEOUS EXPENDITURE</b>					
(To the extent not written off or adjusted)		<u>44,697,528.39</u>		<u>44,288,301.74</u>	

The schedule referred to above and also schedule 16 & 18 form an integral part of the Balance Sheet.  
This is the Balance Sheet referred to in our report of even date.

In terms of our report of even date annexed.

For **AGARWAL MEMANI & CO.**  
Chartered Accountants  
**(RAJ KUMAR AGARWAL)**  
Proprietor  
Membership No. 53026

**ABHISHEK PODDAR**  
**SANJAY KR. SHAH**  
Director

Place : Kolkata  
Dated : 27th August, 2011



# Siddheswari Garments Limited

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Schedule No.	For the year ended 31st March, 2011		For the year ended 31st March, 2010	
		Rs.	P.	Rs.	P.
<b>INCOME</b>					
Sales	12	3,400,000.00		3,088,910.00	
Other Income	13	2,573,064.00		2,596,110.00	
		<u>5,973,064.00</u>		<u>5,685,020.00</u>	
 <b>EXPENDITURE</b>					
Raw Materials, Finished Goods etc.	14	4,200,000.00		3,529,228.00	
Administrative and Other Expenses	15	587,676.86		757,369.82	
Depreciation		10,108.00		9,230.00	
Trading Loss in F & O (Derivatives)		580,340.49		1,015,873.96	
		<u>5,378,125.35</u>		<u>5,311,701.78</u>	
 Profit/(Loss) before Taxation		594,938.65		373,318.22	
Less : Provision for Taxation		185,712.00		140,851.00	
		<u>409,226.65</u>		<u>232,467.22</u>	
Add : Provision for Deferred Tax		1,875.00		1,860.00	
Profit/(Loss) after Taxation		<u>411,101.65</u>		<u>234,327.22</u>	
Less : Income Tax in an Earlier Year		-		150,777.04	
		<u>411,101.65</u>		<u>83,550.18</u>	
Add : Balance brought forward from Previous Year		5,455,338.74		5,371,788.56	
Balance carried to Balance Sheet		<u>5,866,440.39</u>		<u>5,455,338.74</u>	
Earning per Share (Basic/Diluted)		0.12		0.03	
Additional Information	17				

The schedule referred to above and also schedule 16 & 18 form an integral part of the Balance Sheet. This is the Balance Sheet referred to in our report of even date.

In terms of our report of even date annexed.

For **AGARWAL MEMANI & CO.**  
Chartered Accountants  
**(RAJ KUMAR AGARWAL)**  
Proprietor  
Membership No. 53026

**ABHISHEK PODDAR**  
**SANJAY KR. SHAH**  
Director

Place : Kolkata  
Dated : 27th August, 2011



# Siddheswari Garments Limited

## SCHEDULES ANNEXED TO AND FORMING PART OF A/C. AS AT 31.03.2011

	31st March 2011		31st March 2010	
	Rs.	P.	Rs.	P.
<b>1. SHARE CAPITAL</b>				
<b>AUTHORISED</b>				
50,00,000 (Previous year 50,00,000 Equity Shares of Rs. 10/- each)				
			<u>5,00,00,000.00</u>	<u>5,00,00,000.00</u>
<b>ISSUED SUBSCRIBED &amp; PAID UP</b>				
33,09,900 (Previous year 33,09,900 Equity Shares of Rs.10/- each fully paid up)				
			33,099,000.00	33,099,000.00
Amt. Paid on 9,00,100 Eq. Shares of Rs. 10/- each			5,171,500.00	5,171,500.00
Forfeited (Previous year 9,00,100)				
			<u>38,270,500.00</u>	<u>38,270,500.00</u>
<b>2. RESERVES AND SURPLUS</b>				
Profit & Loss Account			5,866,440.39	5,455,338.74
			<u>5,866,440.39</u>	<u>5,455,338.74</u>

### 3. FIXED ASSETS

PARTICULARS	GROSS BLOCK AT COST				DEPRECIATION				NET BLOCK	
	As at 31.03.2010	Addition Adjustment	Deduction Adjustment	As at 31.03.2011	As at 31.03.2010	For the Year	Deduction Adjustment	As at 31.03.2011	As at 31.03.2011	As at 31.03.2010
Plant & Machinery	3,199,039.52	-	-	3,199,039.52	1,382,372.00	-	-	1,382,372.00	1,816,667.52	1,816,667.52
Furniture & Fixture	119,480.00	-	-	119,480.00	80,757.00	7,563.00	-	88,320.00	31,160.00	38,723.00
Office Equipments	53,586.00	-	-	53,586.00	33,818.00	2,545.00	-	36,363.00	17,223.00	19,768.00
Vehicles	2,444.00	-	-	2,444.00	2,443.00	-	-	2,443.00	1.00	1.00
<b>Total</b>	<b>3,374,549.52</b>	<b>-</b>	<b>-</b>	<b>3,374,549.52</b>	<b>1,499,390.00</b>	<b>10,108.00</b>	<b>-</b>	<b>1,509,498.00</b>	<b>1,865,051.52</b>	<b>1,875,159.52</b>
Previous Year's	3,351,549.52	23,000.00	-	3,374,549.52	1,490,160.00	9,230.00	-	1,499,390.00	1,875,159.52	1,861,389.52



# Siddheswari Garments Limited

SCHEDULES ANNEXED TO AND FORMING PART OF A/C. AS AT 31.03.2011

## 4. INVESTMENTS

Description	Face Value per unit	Number	31.03.2011 Cost Rs.	31.03.2010 Cost Rs.
<b>Other than Trade Investments</b>				
<b>Fully paid Equity Shares (Quoted) :</b>				
Webel S. L. Energy Limited	10/-	100	17,824.00	17,824.00
<b>Fully Paid Equity Shares (Un-Quoted) :</b>				
Aaina Engineering Pvt. Ltd.	10/-	160,000	240,000.00	240,000.00
Ganges Jute Pvt. Ltd.	1000/-	10,000	10,000,000.00	10,000,000.00
B R Poddar Marketing Pvt Ltd	10/-	25,000	50,000.00	-
B R P Tradelinks Pvt Ltd	10/-	5,000	20,000.00	-
K L Poddar Trading Pvt Ltd	10/-	12,500	25,000.00	-
KRL Trading Pvt Ltd	10/-	12,500	25,000.00	-
Madal Sati Traders Pvt Ltd	10/-	40,000	80,000.00	-
Poddar Marketing Pvt Ltd	10/-	65,000	130,000.00	-
<b>Fully Paid Debentures (Un-Quoted) :</b>				
0% Secured Party Convertible Debentures				4,000,000.00
RDB Textiles Ltd.	100/-	40,000	4,000,000.00	1,000,000.00
I. L. & F. S. Mutual Fund (Bond Fund Growth Plan)			1,000,000.00	1,000,000.00
Prudential ICICI Mutual Fund (Income Plan Growth)				
			<u>16,587,824.00</u>	<u>16,257,824.00</u>
			<u>7,055.00</u>	<u>12,390.00</u>
Market Value of Quoted Investment				

## 5. SUNDRY DEBTORS

(Unsecured considered good)

- Debts outstanding for a period exceeding six months
- Other Debts

	-	83,414
	<u>218.15</u>	<u>83,414</u>
	<u>218.15</u>	<u>83,414</u>



# Siddheswari Garments Limited

## SCHEDULES ANNEXED TO AND FORMING PART OF A/C. AS AT 31.03.2011

	31st March 2011		31st March 2010	
	Rs.	P.	Rs.	P.
<b>6. INVENTORIES</b> (As taken, valued & certified by the Management)				
At or under cost :				
Raw Materials		13,727.00		13,727.00
at lower of Standard Cost or estimated realisable value :				
Finished Goods		-		-
At estimated realisable value :				
Scrap		<u>41,976.00</u>		<u>41,976.00</u>
		<u>55,703.00</u>		<u>55,703.00</u>
<b>7. CASH AND BANK BALANCE</b>				
Cash in Hand (As certified by the management)		240,804.50		299,660.05
With the Scheduled Bank in				
Current Account	13,709,726.22		2,040,986.30	
Equity Share Application			5,000.00	2,045,986.30
Refund Account	5,000.00	13,714,726.22		12,568.00
Unpaid Dividend A/c.		12,568.00		<u>2,358,214.35</u>
		<u>13,968,098.72</u>		
<b>8. OTHER CURRENT ASSETS :</b>				
Security Deposit		3,650.00		3,650.00
		<u>3,650.00</u>		<u>3,650.00</u>
<b>9. LOANS &amp; ADVANCES</b> (Unsecured, Considered Good)				
Loans		12,268,000.00		23,268,000.00
Advances recoverable in cash or in kind or for value to be received				1,765,049.00
Tax deducted at source		1,261,565.00		4,998.00
sales Tax Advances		4,998.00		<u>25,038,047.00</u>
		<u>13,534,563.00</u>		
<b>10. CURRENT LIABILITIES</b>				
Creditors for goods, Services & Expenses etc.		21,000.00		17,000.00
T. D. S. Payable		-		6,165.00
Security Deposit		422,000.00		422,000.00
Accrued Interest on Security Deposit		279,585.00		279,585.00
Unclaimed Dividend		9,008.00		9,008.00
		<u>731,593.00</u>		<u>733,758.00</u>
<b>11. PROVISIONS</b>				
Provisions for Taxation		585,987.00		649,953.00
		<u>585,987.00</u>		<u>649,953.00</u>
<b>12. SALE</b>				
Sale of Products		3,400,000.00		3,088,910.00
		<u>3,400,000.00</u>		<u>3,088,910.00</u>



# Siddheswari Garments Limited

## SCHEDULES TO THE PROFIT & LOSS ACCOUNT

31st March 2011

31st March 2010

### 13. OTHER INCOME

Interest on Loan (Gross Tax deducted  
at sources Rs. 2,52,000/- Previous year  
Rs.2,52,000/-)  
Interest on I. T. Refund

2,520,000.00  
53,064.00  
2,573,064.00

2,520,000.00  
76,110.00  
2,596,110.00

### 14. RAW MATERIALS, FINISHED GOODS ETC.

Raw Materials consumed  
Finished Goods :  
Opening Stock  
Add : Purchase

NIL  
4,200,000.00  
4,200,000.00

4,200,000.00

NIL  
3,529,228.00  
3,529,228.00

3,529,228.00

Less : Closing Stock

-

### SCRAPS

Opening Stock  
Less : Closing Stock

41,976.00  
41,976.00

NIL  
4,200,000.00

41,976.00  
41,976.00

NIL  
3,529,228.00

### 15. ADMINISTRATIVE & OTHER EXPENSES

Salaries, Wages & Bonus  
Staff Welfare Expenses  
Rent  
Carriage & Freight Charges  
Rates & Taxes  
Advertisement  
Travelling & Conveyance  
Telephone Expenses  
Bank Charges  
Postage & Stamps  
Printing & Stationery  
General Expenses  
Professional Fees  
Auditors Remuneration  
Statutory Audit  
Tax Audit  
Filing Fees  
Listing Fees  
Registrar's Service Charges  
Security Charges  
Legal Charges  
Subscription & Donation  
Directors' Remuneration  
Security Transaction Tax  
FBI Interest

130,000.00  
5,248.00  
96,000.00  
7,245.00  
3,250.00  
24,614.00  
21,639.00  
-  
303.33  
6,557.55  
21,664.00  
11,770.98  
26,000.00

15,000.00  
6,000.00

21,000.00  
2,500.00  
24,366.00

12,000.00  
5,000.00

130,000.00  
5,681.00  
96,000.00  
5,014.00  
3,250.00  
28,451.00  
24,796.00  
15,640.27  
-  
6,894.00  
21,848.00  
12,304.00  
26,000.00  
17,000.00  
4,000.00  
36,965.00  
7,169.50  
8,685.00  
3,600.00  
121,146.00  
130,000.00  
2,440.00  
486.00  
757,369.82

587,676.86





# Siddheswari Garments Limited

## SCHEDULES TO THE STATEMENT OF ACCOUNTS

### 16. NOTES TO FINANCIAL STATEMENT

- 1) Estimated amount of contracts remaining to be executed for capital expenditure and not provided for : NIL (Previous year Rs. NIL)  
 2) No Provision has been made in the accounts for gratuity liability as none of the employee has completed the continuous period of 5 years as stipulated under the payment of Gratuity Act, 1972.  
 3) **RELATED PARTY DISCLOSURES.** (As Identified by the Management)

A) Name of Related Party and Description of Relationship

I) Key Managerial Person (KMP) & Relatives of KMP

Mr. Sanjay Shah  
 Mr. Abhishek Poddar  
 Mr. Umanath Singh

Director  
 Director  
 Director

II) Enterprise owned or Significantly Influenced by (I) above

Ganges Jute Pvt Ltd  
 B R Poddar Marketing Pvt Ltd  
 K L Poddar Marketing Pvt Ltd  
 Madal Sati Traders Pvt Ltd

B) Related Party Transactions & Balances  
Nature of Transaction

Director Remuneration

Mr. Sanjay Shah

Travelling Allowance

Mr. Abhishek Poddar

Referred in A(I) Above  
 10-11 (Rs.)      09-10 (Rs.)

Referred in A(II) Above  
 10-11 (Rs.)      09-10 (Rs.)

180,000.00      180,000.00

21,600.00      21,600.00

4) Segment report for the year ended 31.03.2011  
 By Business Segment

Sales Revenue

Unallocated Revenue

Total Segment Revenue

Expenses

Segment Result

Less : Unallocable Expenses

Less : Interest

Profit before Taxation

Provision for Taxation

Profit after Taxation

Segment Assets

Unallocable Assets

Total Assets

Segment Liabilities

Unallocable Liabilities

Total Liabilities

	<u>Trading</u>	<u>Finance</u>	<u>Total</u>
	3,400,000.00	2,573,064.00	5,973,064.00
	(3,088,910.00)	(2,596,110.00)	(5,685,020.00)
	-	-	-
	-	(-)	(-)
	3,400,000.00	2,573,064.00	5,973,064.00
	(3,088,910.00)	(2,596,110.00)	(5,685,020.00)
	4,448,601.00	580,659.49	5,029,260.49
	(3,775,153.00)	(1,018,313.96)	(4,793,466.96)
	(1,048,601.00)	1,992,404.51	943,803.51
	(-)	1,577,796.04	(891,553.04)
			348,864.86
			(518,234.82)
			-
			(-)
			594,938.65
			(377,318.22)
			183,837.00
			(282,356.04)
			411,101.65
			(83,550.18)
			32,047,009.67
			(43,313,798.39)
			13,968,098.72
			(2,358,214.35)
			46,015,108.39
			(45,672,012.74)
			731,593.00
			(733,758.00)
			1,146,575.00
			(1,212,416.00)
			1,878,168.00
			(1,946,174.00)
	1,924,622.67	30,122,387.00	
	(2,017,927.39)	(41,295,871.00)	
	731,593.00		
	(733,758.00)		



## Siddheswari Garments Limited

### NOTES :

- Business Segment : The Internal Business segmentation and the activities encompassed therein are as follows :
- Trading : Trading in Cloth, Shares & Securities.
- Finance : Loan and Investment
5. No. Depreciation has been provided for on Plant & Machinery during the year under audit as Plant & Machinery are lying idle in the Company.
6. The basic / diluted Earning per share of the Company is Net Profit / No. of Shares i.e., Rs. 4,11,101.65/33,09,900 = Rs. 0.12 (Previous year Rs 83,550.18/33,09,900) = Rs. 0.03 as defined in accounting standard 20 issued by ICAI.
7. No Provision for short fall in Market value of Investments amounting to Rs. 10,769/- (Previous year Rs. 5,434/-) has been made in the books of Accounts.
- | 8. Deferred Tax   | As at<br>31.03.2011 | As At<br>31.03.2010 |
|---|---------------------|---------------------|
| a) Deferred Tax liability on account of Differences between the net book value of depreciable capital assets as per books vis-a-vis written down value as per Income Tax  | 560,588.00          | 562,463.00          |
| b) In accordance with the requirements of Accounting Standard for taxes on income (AS 22) issued by ICAI, the deferred tax assets for financial year a sum of Rs. 1,875.00/- (Previous Year 1,860.00/-) has been credited to Profit & Loss Account. |                     |                     |
9. Previous year figures have been regrouped and / or rearranged, wherever necessary, for comparison purposes.



# Siddheswari Garments Limited

## 17. INFORMATION PURSUANT TO SCHEDULE VI OF THE COMPANIES ACT, 1956

### a) Opening & Closing Stock, Purchase and Turnover - Sale of Products

Class of Products	UNIT	OPENING STOCK				CLOSING STOCK				PURCHASE				TURNOVER			
		31.3.2011		31.3.2010		31.3.2011		31.3.2010		31.3.2011		31.3.2010		31.3.2010	31.3.2009		
		Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value	Qty.	Value		
Suttings	Mtrs.	-	-	-	-	-	-	-	-	36,804	4,200,000.00	48,325	3,529,228.00	36,804	3,400,000.00	48,325	3,033,910.00

31st. March, 2011

Rs. P.

31st. March, 2010

Rs. P.

b) Value of Imports Capital Goods  
CIF Basis

c) Consumption of Raw Materials

Unit	2010 - 2011		2009 - 2010	
	Qty.	Value	Qty.	Value
	NIL	NIL	NIL	NIL
		<u>NIL</u>		<u>NIL</u>



## Siddheswari Garments Limited

### NOTES :

Business Segment : The Internal Business segmentation and the activities encompassed therein are as follows :

Trading : Trading in Cloth, Shares & Securities.

Finance : Loan and Investment

5. No. Depreciation has been provided for on Plant & Machinery during the year under audit as Plant & Machinery are lying idle in the Company.

6. The basic / diluted Earning per share of the Company is Net Profit / No. of Shares i.e., Rs. 4,11,101.65 / 33,09,900 = Rs. 0.12 (Previous year Rs 83,550.18/33,09,900) = Rs. 0.03 as defined in accounting standard 20 issued by ICAI.

7. No Provision for short fall in Market value of Investments amounting to Rs. 10,769/- (Previous year Rs. 5,434/-) has been made in the books of Accounts.

	As at 31.03.2011	As At 31.03.2010
8. Deferred Tax		
a) Deferred Tax liability on account of Differences between the net book value of depreciable capital assets as per books vis-a-vis written down value as per Income Tax	560,588.00	562,463.00
b) In accordance with the requirements of Accounting Standard for taxes on income (AS 22) issued by ICAI, the deferred tax assets for financial year a sum of Rs. 1,875.00/- (Previous Year 1,860.00/-) has been credited to Profit & Loss Account.		

9. Previous year figures have been regrouped and / or rearranged, wherever necessary, for comparison purposes.



## Siddheswari Garments Limited

### 18. SIGNIFICANT ACCOUNTING POLICIES

**1. Basis of Accounting :**

The Company prepares its financial statements on accrual basis in accordance with the generally accepted accounting principles. However insurance claims are being accounted for as and when receive.

**2. Investments**

Investments are valued at their cost of acquisition.

**3. Fixed Assests**

Fixed Assets are stated at cost of acquisition inclusive of duties, taxes, incidental expenses, erection/commissioning expenses etc.

**4. Depreciation**

a) Depreciation on Fixed Assets is provided on straight line method at the rates specified in Schedule XIV of the Companies Act. 1956 (as amended).

b) Depreciation on Fixed Assets added/disposed off during the year is provided on pro-rata basis

**5. Inventories**

a) Inventories of raw materials stores and spares are valued at our under cost.

b) Finished Goods Stock are valued at lower of standard cost or extimated realisable value.

c) Scraps are valued at estimated realizable value.

**6. Miscellaneous Expenditure**

The Preliminary and Share Issue expenses is being written off equally over a period of 10 years.

**7. Retirement Benefits**

The liability for Gratuity has not been provided since none of the employees has completed the continuous period of 5 years as stipulated under the payment of Gratuity Act. 1972.

**8. Provision for Taxation**

Provision for current income tax is made on the basis of the assessable income under the applicable Income Tax Act. The deferred income tax on account of timing differences between taxable income and accounting income for the year is accountyed for by applying the tax rates and laws, enacted and substantially enacted as of the balance sheet date. Deferre tax assets are recognised and carried forwards to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferre tax assets can be realised.

**9. Information required by part IV to Schedule to the Companies Act. 1956 is enclosed as a Annexure.**

1, British Indian Street  
Kolkata - 700 069  
Dated : 27th August, 2011

For **AGARWAL MEMANI & CO.**  
*Chartered Accountants*  
**(RAJ KUMAR AGARWAL)**  
*Proprietor*  
Membership No. 53026

**ABHISHEK PODDAI**  
**SANJAY KR. SHAH**  
*Director*



# Siddheswari Garments Limited

## PART VI OF SCHEDULE VI OF THE COMPANIES ACT, 1956 (AS AMENDED) BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

<b>1. REGISTRATION DETAILS</b>			
Registration No.	65519	State Code	21
Balance Sheet Date	31.03.2011		
<b>2. Capital Raised During The Year (Amount in Rs. Thousands)</b>			
Public Issue	NIL	Rights Issue	NIL
Bonus Issue	NIL	Private Placement	NIL
<b>3. Position of Mobilisation &amp; Deployment of Funds (Amount in Rs. Thousands)</b>			
Total Liabilities	45,015	Total Assets	45,015
<u>Source of Fund</u>			
Paid-up-Capital	38,271	Reserves & Surplus	5,866
Secured Loans	NIL	Unsecured Loans	NIL
<u>Application of Funds</u>			
Net Fixed Assets	1,865	Investments	16,588
Net Current Assets	25,684	Misc. Expenditure	NIL
Accumulated Losses	NIL		
<b>4. Performance of the Company (Amount in Rs. Thousands)</b>			
Turnover	5,973	Total Expenditure	5,378
Profit Before Tax		Profit After Tax	
[(+) for profit (-) for loss]	595	[(+) for profit (-) for loss]	411
Earning per share in Rs.	0.12	Dividend Rate %	NIL
<b>5. Generic Names of Three Products/Services of Company (As per Monetary terms)</b>			
Item code No. (ITC Code)	N.A.		
Product Description	Clothes		
Item Code No. (ITC Code)			
Product Description	Dealing in Shares & Securities.		
Item Code No. (ITC Code)			

1, British Indian Street  
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Dated : 27th August, 2011

For **AGARWAL MEMANI & CO.**  
Chartered Accountants  
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Membership No. 53026

**ABHISHEK PODDAR**  
**SANJAY KR. SHAH**  
Director



# Siddheswari Garments Limited

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011 Pursuant to Clause 32 of Listing Agreement(s) (as amended)

	2010 - 2011				2009 - 2010			
	Rs.	P.	Rs.	P.	Rs.	P.	Rs.	P.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>								
Net Profit before tax & Extraordinary items			5,94,938.65				373,318.22	
Adjustments for :								
Depreciation	10,108.00				9,230.00		486.00	
Interest on FBT	-				486.00			
Loss/(Profit) on Sale of Investment	-				-			
Interest/Dividend (Net)	(2,573,064.00)				(2,596,110.00)			
Loss on Sale of Fixed Assets	-				-			
			(2,562,956.00)				(2,586,394.00)	
Operating Profit before Working			(19,68,017.35)				(2,213,075.78)	
Capital Changes Adjustment for :								
Trade & Other Receivable	11,083,196.72				566,316.83			
Inventories	-				-			
Trade Payables	4,000		11,087,196.72		(8,194.00)		558,122.83	
Cash Generated from Operations			9,119,179.37				(1,654,952.95)	
Direct Taxes Paid	247,641.00		247,641.00		138,017.00		138,017.00	
Net Cash from Operating activities			(9,366,820.37)				(1,516,935.95)	
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>								
Purchase of Investment	(330,000.00)				-			
Sales of Investment	-				-			
Interest Received	2,573,064.00				259,610.00			
Dividend Received	-				-			
Purchase of Fixed Assets	-				(23,000.00)			
Net Cash from Investing activities			2,243,064.00				(2,573,110.00)	
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>								
Net Cash used in Financing Activities								
Net increase in Cash & Cash Equivalents			11,609,884.37				1,056,174.05	
Cash & Cash Equivalents as on 1st April 2009			2,358,214.35				1,302,040.30	
Cash & Cash Equivalents as on 1st April 2010			13,968,098.72				2,358,214.35	

This is the Cash Flow Statement referred to in our report of even date.

1, British Indian Street  
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Dated : 27th August, 2011

For **AGARWAL MEMANI & CO.**  
Chartered Accountants  
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**ABHISHEK PODDAR**  
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Director