

# **Siddheswari Garments Limited**



**ANNUAL REPORT**  
**2013 - 2014**



## Siddheswari Garments Limited

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**DIRECTOR :**

**MR. ABHISHEK PODDAR**

**MR. SANJAY KUMAR SHAH**

**MR. UMA NATH SINGH**

**BANKERS :**

**RATNAKAR BANK LTD.**

**BANK OF MAHARASHTRA**

**AUDITORS :**

**M/S. AGARWAL MEWANI & CO.**

**CHARTERED ACCOUNTANTS**

**REGISTERED OFFICE :**

**9, INDIA EXCHANGE PLACE**

**3<sup>RD</sup> FLOOR, KOLKATA - 700 001**

**PHONE : 2210-7234**

**FAX : 2230-5897**

**Email : siddheswari@hotmail.com**

**REGISTRAR & SHARE TRANSFER AGENTS :**

**S. K. INFOSOLUTION (P) LTD**

**34/1A, SUDHIR CHATTERJEE STREET**

**KOLKATA - 700 006**

**PHONE : 2219-4815 / 6979**



## Siddheswari Garments Limited

### NOTICE

NOTICE is hereby given that the Twentieth Annual General Meeting of the members of M/s SIDDHESWARI GARMENTS LIMITED will be held at the Registered office of the Company at 9, India Exchange Place, 3rd Floor, Kolkata - 700 001 on Tuesday, the 30th September, 2014 at 10.00 A.M. to transact the following business :-

### ORDINARY BUSINESS

#### Item No-1

Adoption of audited financial statements :-

To receive, consider and adopt the Audited Balance sheet of the Company as at 31st March, 2014 and the Audited Statement of Profit & Loss Account for the Financial year ended on that date together With the Reports of the Directors and Auditors thereon.

#### Item No-2

##### Appointment of Auditors

To re-appoint auditors of the Company to hold office from the conclusion of this AGM until the conclusion of (3) three consecutive AGM hereafter and to fix their remuneration and in this connection, to consider and, if thought fit, to pass, with or without modification(s), the Following resolution as an ordinary resolution:-

**RESOLVED THAT** Pursuant to the provisions of sections 139 of the companies Act, 2013 and the Rules made there under, and pursuant to the recommendations of the audit committee of the Board of Directors of the Company, M/s Agarwal Memani & Co. Chartered Accountants (Firm No 317014E), be and are hereby re appointed as the auditors of the Company, to hold office from the conclusion of the three consecutive AGM hereafter (Subject to ratification of the appointment by the members at every AGM held after this AGM) and that the Board of Directors be and hereby authorized to fix such remuneration as may be recommended by the audit committee in consultation with the auditors.

### SPECIAL BUSINESS :-

#### Item No - 3

Appointment of Mr Abhishek Poddar as an independent Director.

To Consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution :-



## **Siddheswari Garments Limited**

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**RESOLVED THAT** Pursuant to the Provisions of Section 149, 150, 152, 160 and any other applicable provisions of Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with schedule IV to the companies Act, 2013 Mr. Abhishek Poddar (holding DIN 00119347), former rotational independent Director of the company, and in respect of whom the Company has received a notice from a member proposing his candidature for the office of director of the company, be and is hereby appointed as an independent Director of the Company for a period of 5(five)consecutive years W e f conclusion of this AGM on such terms and conditions as set out in the draft letter of appointment available for inspection by the member at the Registered office of the company.

### **Item No - 4**

Appointment of Mr Uma Nath Singh as an independent Director.

To Consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution :-

**RESOLVED THAT** Pursuant to the Provisions of Section 149, 150, 152, 160 and any other applicable provisions of Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with schedule IV to the companies Act , 2013 Mr. Uma Nath Singh (holding DIN... 00301884) former rotational independent Director of the company, and in respect of whom the Company has received a notice from a member proposing his candidature for the office of director of the company, be and is hereby appointed as an independent Director of the Company for a period of 5(five)consecutive years W e f conclusion of this AGM on such terms and conditions as set out in the draft letter of appointment available for inspection by the member at the Registered office of the company.

Dated : 9th August, 2014

By order of the Board  
For Siddheswari Garments Limited

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

**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.

A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than ten percent of total share capital of the company.

2. The Register of Members and the Share Transfer Books of the Company shall remain closed from Friday, the 26th September 2014 to Tuesday, the 30th September, 2014, both days inclusive.
3. Members are requested to bring their attendance slip in the meeting, corporate members are requested to send the Company's registered office, a duly certified copy of board resolution authoring their representative to attend and vote at the meeting.
4. Member desiring any information on the Accounts for the financial year ended on 31.03.2014 are requested to write to the Company at least 10 days in advance so that the management is enabled to keep the information ready at the meeting.
5. SEBI has since made it mandatory for the operators 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/RTA.
6. Information under clause 49 of the listing agreement with the stock exchange in respect of directors seeking appointment /reappointment at the Annual General meeting forms integral part of the notice. The directors have furnished the requisite declarations for their appointment /reappointment.
7. The Company has implemented the "GREEN INITIATIVE" as per circular Nos 17/2011 dated April 21,2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) by allowing paperless Compliances by the companies for service of documents to their members through electronic mode, which will be in compliance with section 28 of the Companies Act, 2013. Henceforth, the email addressed indicated in your respective depository participant accounts which will be periodically downloaded from NSDL/CDSL will be deemed to be your registered Email address for serving notices/documents etc.
8. Electronic copy of the Annual Report for the 2014 along with the notice of the Annual General meeting of the Company inter alia indicating the process and manner of e voting along with attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company /Depository participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2013-2014 is being sent in the permitted mode.



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9. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 which sets out details relating to special business at the meeting, is annexed hereto.
10. Document referred to in the Notice and the Explanatory Statement attached hereto are available for inspection by the members at the registered office of the Company during business hours on any working days up to and include the date of Annual General Meeting of the Company.
11. Instruction for E-voting

A Separate sheet containing the complete details of the instructions for e voting is being sent to all the members along with the Annual report for the year 2013-14 to enable them to cast their votes through E-voting.

Place : Kolkata

Dated : 9th August, 2014

By order of the Board  
For **Siddheswari Garments Limited**

**Sanjay Kr. Shah**  
Director

### **Details of Director seeking re-appointment in the ensuing Annual General Meeting.**

(Pursuant to clause 49 of the listing agreement with the stock exchange)

#### **Item No. 3**

Mr Abhishek Poddar S/o Sushil Kumar Poddar aged about 37 Years is a MBA and is engaged in the company management and he has more then 10 years of extensive experience in Business Administration & finance.

Mr Abhishek Poddar retires by rotation at the ensuing Annual General meeting under the erstwhile applicable provisions of the Companies Act 1956. In terms of Section 149 and any other applicable provisions of Companies Act 2013. Mr Abhishek Poddar being eligible and seeking re appointment, is proposed to be appointed as an independent Director for a term of 5(five) consecutive years until the conclusion of the fifth Annual General Meeting hereafter.

The Company has Received notice in writing under the provisions of section 160 of the companies Act, 2013 from a member along with a deposit a Rs. 1,00,000/- proposing the candidature of Mr Abhishek Poddar for the office of independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act 2013.

The company has received from Mr Abhishek Poddar (i) consent in writing to act as director in form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a



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declaration to the effect that he meets the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013.

In the opinion of the Board, Mr Abhishek Poddar fulfills the conditions specified in the Companies Act, 2013 and the Rules made there under for his appointment as an independent Director of the Company and he is independent of the management. A copy of the draft letter for appointment of Mr Abhishek Poddar as an independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the registered office of the company during normal business hours on any working day up to the date of AGM.

The Board considers that his continued association would be immense benefit to the company and it desirable to continue to avail services of Mr Abhishek Poddar as an independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr Abhishek Poddar as an independent Director, not liable to retire by rotation, for the approval by the shareholders of the Company.

No Director, key managerial personnel and their relatives except Mr. Abhishek Poddar to whom the resolution relates, is interested or concerned, in the resolution set out at item No-3.

### **ITEM - 3**

This Explanatory Statement may also be regarded as a disclosure under clause 49 of the listing Agreement with the Stock Exchange.

### **Item No. - 4**

Mr Uma Nath Singh S/o Ram Chandra Singh aged about 46 Years is a Commerce Graduate and is engaged in the company management and he has more than 7 years of extensive experience in Business Administration .

Mr Uma Nath Singh is a Non-Executive independent Director of the Company, He joined the Board of Directors of the Company in Sept 2006.

Mr Uma Nath Singh retires by rotation at the ensuing Annual General meeting under the erstwhile applicable provisions of the Companies Act 1956. In terms of Section 149 and any other applicable provisions of Companies Act 2013. Mr Uma Nath Singh being eligible and seeking re appointment, is proposed to be appointed as an independent Director for a term of 5(five) consecutive years until the conclusion of the fifth Annual General Meeting hereafter.

The Company has Received notice in writing under the provisions of section 160 of the companies Act, 2013 from a member along with a deposit a Rs. 1,00,000/- proposing the candidature of Mr Uma Nath Singh for the office of independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act 2013.



## **Siddheswari Garments Limited**

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The company has received from Mr Uma Nath Singh (i) consent in writing to act as director in form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he meets the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013.

In the opinion of the Board, Mr Uma Nath Singh fulfills the conditions specified in the Companies Act, 2013 and the Rules made there under for his appointment as an independent Director of the Company and he is independent of the management. A copy of the draft letter for appointment of Mr Uma Nath Singh as an independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the registered office of the company during normal business hours on any working day up to the date of AGM.

The Board considers that his continued association would be immense benefit to the company and it desirable to continue to avail services of Mr Uma Nath Singh as an independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr Uma Nath Singh as an independent Director, not liable to retire by rotation, for the approval by the shareholders of the Company.

No Director, key managerial personnel and their relatives except Mr. Uma Nath Singh to whom the resolution relates, is interested or concerned, in the resolution set out at item No-4.

### **ITEM - 4**

This Explanatory Statement may also be regarded as a disclosure under clause 49 of the listing Agreement with the Stock Exchange.





# Siddheswari Garments Limited

## DIRECTORS' REPORTS

### TO THE MEMBERS

Your directors take pleasure in presenting the Twentieth Annual Report and Audited Financial Results of the Company for the year ended on 31st March, 2014.

### FINANCIAL RESULTS

	(Rs. in Lacs)	
	For the year Ended 31.03.2014	For the year Ended 31.03.2013
Net Sales	45.02	35.00
Other Income	27.62	27.60
Total :	72.64	62.60
Less : Expenditure	70.47	59.37
Gross Profit / (Loss)	2.17	3.37
Less : Depreciation	0.10	0.10
Profit / (Loss) before Tax	2.07	3.13
Less : Provision for Taxation	0.93	1.53
Add : Provision for Deferred Tax	0.02	0.02
Net Profit / (Loss) (PAT)	1.56	1.62
Balance brought forward	64.63	63.01
Balance transferred to Balance Sheet	65.80	64.63

### PERFORMANCE

The manufacturing activities of the Company remain suspended consequent upon proiong 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 funding and also short-term investments in securities during the year. The directors are examining the prospect of viable alternative business ventures. Meantime, the current year activities resulted in a net profit of Rs. 2,07,288/-

### DIVIDEND

There being in sufficient Profit, your Directors regretfully refrain from recommending any dividend for the year under review.

### AUDITORS REPORT

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

### STATUTORY AUDITORS

The Auditors of the Company, m/s Agarwal Memani & Co. Chartered Accountants, retire at the ensuing Annual General Meeting and have confirm their eligibility and willingness to accept office, if appointed. Pursuant to section 139 of the Companies Act 2013 and ruled made there under, M/s Agarwal Memani & Co. completed more than 10 years as Auditors of the Company, their re-appointment is proposed to be made for a period of consecutive (3) three years from the conclusion of the ensuing annual General meeting.



## **Siddheswari Garments Limited**

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### **DIRECTORS**

#### **Appointment**

Pursuant to provisions of Sections 149,150,152 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, read with schedule IV to the Companies Act,2013, your directors appointed Mr Abhishek Poddar and Mr Uma Nath Singh as independent Directors of the Company to hold office for a period of five years with effect from conclusion of Forthcoming AGM, subject to approval by the members in the ensuing Annual General Meeting and their office as independent Director shall not be subject to retirement by rotation. Details of the proposal for appointment of Mr Abhishek Poddar And Uma Nath Singh are mentioned in the Explanatory Statement under Section 102 of the Companies Act,2013 of the Notice of the ensuing Annual General Meeting.

A Statement on declaration given by independent directors under section 149(6) of the Companies Act,2013(Annexure D) forming part of this Report.

As per Provisions of the Companies Act 2013 Mr Abhishek Poddar And Uma Nath Singh , shall retire at the ensuing Annual General Meeting of the Company being eligible , seeks re appointment. The Board of Directors recommend their Re appointment.

The Particulars of the director seeking appointment /re appointment has duly been furnished as part of the notes to the notice convening the ensuing Annual General Meeting pursuant to clause 49 of the listing agreement.

#### **DIRECTORS RESPONSIBILITY STATEMENT**

In compliance of the Sec 217(2AA) of the Companies Act1956, which is corresponding to Section 134(5) of the Companies Act,2013, your directors confirm having :

- In the preparation of the Annual Accounts, the Accounting Standard laid down by ICAI, have been strictly followed.
- The directors have selected such accounting policies and adopted them consistently and made judgments 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 . 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.
- Laid down internal financial controls to be followed by the company and that such internal financial control are adequate and were operating effectively.
- Devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

#### **CORPORATE GOVERNANCE**

The Company believes that corporate governance is a way of business life rather than a legal compulsion. Your director being committed to best management practices and adhering to the policy of full transparency , enclose herewith a Report on Corporate Governance as stipulated by clause 49 of the listing agreement along with compliance certificate on corporate Governance (Annexure-A) forming part of this report.



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### GREEN INITIATIVES

Electronic copies of the Annual Report 2014 Along with the Notice of the 20th AGM are sent to all members whose email addresses are registered with the Company/ Depositories participant. For member who have not registered their email addresses., physical Copies of the Annual Report 2014 along with the notice of the 20th AGM are sent in the permitted mode.

The Company is providing e-voting facility to all members to enable them to cast their votes electronically on all resolutions set in the Notice. This is pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014. The instruction for E-voting is proving in the notice.

### PATICULARS 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 are not attracted.

Earning and outgo of the foreign exchange during the year was Nil.

### COST AUDITOR.

The Company having suspended Manufacturing operations. The Provisions of sec 148 of the Companies Act, 2013 is not attracted to the Company.

### PUBLIC DEPOSITS

The Company has not accepted or renewal any public Deposits as defined under section 58A of the Companies Act 1956 during the year, under section 73 of the Companies Act 2013. There is no deposit lying with the company as on 31.03.2014.

### 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 : 9th August, 2014

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

By order of the Board  
for Siddheswari Garments Limited

Abhishek Poddar  
Director

Sanjay Kr. Shah  
Director



# Siddheswari Garments Limited

ANNEXURE - A

## 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. Disclosures.
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 Directors 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 and that the paid up capital of the company being less than the prescribed limit under section 269 of the Companies Act, 1956, appointment of managing Director 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 Directorship</u>	<u>No. of Committee Membership in other companies</u>
Mr. Abhishek Poddar	Non-Executive, Independent	9	-
Mr. Sanjay Kr. Shah	Executive Director	2	-
Mr. Uma Nath Singh	Non-Exe., Independent	1	-

### b) Board Procedure :

The functions, responsibilities and accountability of the Board of Directors are clearly defined in addition to its primary role of monitoring and supervision of the Company's 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 implementation thereof and to review the same continuously.
- iv) Reviewing and approving financial plans and budgets.



## Siddheswari Garments Limited

- v) Discuss, review and decide Expansions, modernization and other new projects.
- vi) Review financial statement and cash flow inventories on a periodic and also on a continuous basis.

### C) Board Meetings :

Attendance of Director in such meetings are given hereunder :

<u>Name of Director</u>	<u>No. of Board</u>		<u>No. of Committee</u>		<u>Attendance at the last A. G. M.</u>
	<u>Meeting</u>	<u>Attended</u>	<u>Meeting</u>	<u>Attended</u>	
1. Mr. Abhishek Poddar		4		4	Yes
2. Mr. Sanjay Shah		4		3	Yes
3. Mr. Uma Nath Singh		4		3	Yes

There is an well Laid procedure to send 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 the meetings. Various discussions emerging from such agenda are duly implemented to streamline the systems and procedure followed by the company. The minutes of Proceedings of such meetings are duly recorded in the minutes book maintained for the purpose. The Board met 4 times on 30.05.2013, 31.07.2013, 30.10.2013, 28.01.2014.

## 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 as a professional MBA has enough exposures and expertise in Accounting procedures, acts as the Chairman of the Audit committee. The Committee reviews the annual and periodic financial statements, Overview the company's financial reporting process, reviews the adequacy of internal control systems and internal audit functions, discusses with the internal and statutory auditors and recommends steps for ensuring the implementations of the suggestions as recommendation of the internal/statutory auditors to regularize the internal control and financial reporting. The Committee met 4 (four) times during the year on 30.05.2013, 31.07.2013, 30.10.2013, 28.01.2014.

### b) Stakeholders relationship Committee :

The Company is 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 and the committee met during the year for application for share transfer lodged.

The committee looks into the redressal of shareholders & investors Complaints relating to transfer of shares, non-receipt of Balance Sheet etc. There was no grievances pending at the end of the year. The Committee met 4 times during the year on 30.05.2013, 31.07.2013, 30.10.2013, 28.01.2014



## Siddheswari Garments Limited

### 3. GENERAL BODY MEETINGS

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

<u>Year</u>	<u>Details of Meeting</u>	<u>Venue</u>	<u>Date</u>	<u>Time</u>
2012-2013	19th A G M	9, India Exchange Place, Kol-1	30.09.2013	10.00 A.M.
2011-2012	18th A G M	9, India Exchange Place, Kol-1	29.09.2012	10.00 A.M.
2010-2011	17th A G M	9, India Exchange Place, Kol-1	30.09.2011	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 their relatives or subsidiaries that might have potential conflict with the interest of the company at large.

No strictures or penalties and is show cause have been imposed by the company from any regulatory authority for any alleged non-compliance of any Law.

### 5. MEANS OF COMMUNICATIONS

The un-audited Financial Results and other notices are published in the Local Newspapers, and no individual communications are sent to the Shareholders except the notices convening the General Body Meetings and the Annual Reports & Accounts, which are sent to all shareholders and others concerned by pre-paid posts and in the manner prescribed under the Companies Act, 1956 and other statutory regulations.

### 6. SHAREHOLDERS INFORMATIONS

#### a) Annual General Meeting

Date & Time :- Tuesday, the 30th September, 2014 at 10 A.M.

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

#### b) Financial Calendar

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

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

From Friday the 26th September 2014 to Tuesday, 30th September 2014 both days inclusive.

#### d) Listing on Stock Exchanges:-

The securities of the Company continue to remain listed on the Stock Exchanges at Calcutta (CSE) and at Mumbai (BSE).

The Company is up-to-date payment of its annual listing fees to the concerned Stock Exchanges. and also to the Depositories NSDL & CDSL.



## Siddheswari Garments Limited

e) Registrar & Share Transfer Agents:-

M/s. S. K. Info solutions (P) Ltd  
34/1, Sudhir Chatterjee Street  
Kolkata - 700 006  
Phone : (033) 2219-4815 / 6797

With effect from 1st August 2005 M/s. S. K. Info Solutions (P) Ltd (formally S K Computers) a Sebi Registered category share Transfer Agent has been appointed 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 Shares in Physical made 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 on being found in order, the corresponding Transfer / Transmission are effected within 30 days from the date of receipt of the respective requests and transferred Deeds 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) Shareholding Pattern of the Company as at 31st March, 2014

<u>CATEGORY</u>	<u>NO. OF SHARES</u>	<u>%</u>
INDIAN PROMOTERS	1600	0.05
PERSONS ACTING IN CONCERT INSTITUTIONAL INVESTORS		
OTHER BODIES CORPORATE NR'S/OCB's	1985100	59.37
RESIDENT INDIVIDUALS	1343200	40.58
<b>GRAND TOTAL</b>	<b>3309900</b>	<b>100.000</b>



## Siddheswari Garments Limited

### h) Distribution of Share Holdings as on 31<sup>st</sup> March, 2014

No. of Shares Held	No. of Share Holders		No. of Share	
	TOTAL	PERCENT	TOTAL	PERCENT
1 - 500	1112	39.46	454250	13.72
501 - 1000	256	15.99	224100	6.77
1001 - 5000	197	12.31	451700	13.65
5001 - 10000	20	1.25	151350	4.57
10001 - 50000	6	0.37	114300	3.45
50001 - 100000	1	0.06	67500	2.04
100001 - ABOVE	9	0.56	1846700	55.80

### i) Dematerialisation of Shares & Liquidity

About 18.27% of the shares have been dematerialized as on 31<sup>st</sup> March, 2014. The equity shares of the company are permitted to be traded 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 on 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 found viable under the changed economic scenario of the country.

ON BEHALF OF THE BOARD

Sanjay Shah  
Exe-Director

Abhishek Poddar  
Director



