

# **SHREEYASH INDUSTRIES LIMITED**

**HYDERABAD**

**19<sup>TH</sup> ANNUAL REPORT**

**BOARD OF DIRECTORS**

Manoj Kumar	Managing Director
Arun Bansal	Non- Executive Director
Badiullah_Baig	Non- Executive Director
Mudigonda Phaneesh	Additional Director
Suresh Nakula	Additional Director

**REGISTERED OFFICE**

5-8-272, Flat No. 201, Ayesha Residency,  
Public Garden Road, Nampally,  
Hyderabad – 500 001

**AUDITORS**

M/s Chakradhar & Nandan.,  
Chartered Accountants

**BANKS**

AXIS Bank Limited  
Greenlands, Hyderabad.

**COMPLIANCE OFFICER**

Sunil Kumar Agarwal

## **NOTICE**

NOTICE is hereby given that the 19<sup>th</sup> Annual General meeting of M/S. SHREEYASH INDUSTRIES LIMITED will be held at 5-8-272, Flat No. 201, Ayesha Residency, Public Garden Road, Nampally, Hyderabad - 500001 on Monday the 31<sup>th</sup> of December 2012, at 11.00 A.M. to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2012 and Audited Profit & Loss Account for the period ended on that date together with the reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Badiullah Baig who retires by rotation and being eligible offers himself for reappointment.
3. To appoint a Director in place of Mr. Arun Bansal who retires by rotation and being eligible offers himself for reappointment.
4. To appoint M/s. Chakradhar & Nandan, Chartered Accountants, Hyderabad the retiring Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to authorize the Board to fix their remuneration.

### **SPECIAL BUSINESS:**

4. To consider, and if thought fit, to pass, with or without modifications, the following resolutions as Ordinary resolution:

“**RESOLVED THAT** Mr. Mudigonda Phaneesh, who was appointed as an Additional Director of the Company by the Board of Directors and who holds the office as per Section 260 of the Companies Act, 1956, up to the ensuing Annual General Meeting and in respect of whom the Company has, pursuant to the provisions of Section 257 of the Companies Act, 1956, received a notice in writing from a member, proposing his candidature for the office of Director, be and is hereby appointed as the Director of the Company, liable to retire by rotation.”

5. To consider, and if thought fit, to pass, with or without modifications, the following resolutions as Ordinary resolution:

“**RESOLVED THAT** Mr. Suresh Nukala, who was appointed as an Additional Director of the Company by the Board of Directors and who holds the office as per Section 260 of the Companies Act, 1956, up to the ensuing Annual General Meeting and in respect of whom the Company has, pursuant to the provisions of Section 257 of the Companies Act, 1956, received a notice in writing from a member, proposing his candidature for the office of Director, be and is hereby appointed as the Director of the Company, liable to retire by rotation.”

Place: Hyderabad  
Date: 05.12.2012

By Order of the Board

**MANOJ KUMAR**  
Managing Director

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## **NOTES:**

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- 1. A Member entitled to attend and vote is entitled to appoint Proxy to attend and vote instead of himself and the Proxy need not be the Member of the Company. The Proxies in order to be effective should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.**
2. Members/proxies are requested to fill the attendance slips duly filled in for attending the meeting and bring their copies of the Annual Report to the meeting.
3. Members are requested to notify immediately any change in their address to our Share Transfer Agents.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 28<sup>th</sup> December
5. Members, who are holding shares in identical order of names in more than one folio, are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
6. Corporate Members intending to depute their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the Annual General Meeting.
7. Members are requested to write to the Company for any queries, regarding Accounts, so as to reach the Company at least ten days before the meeting, to enable the management to keep the information ready at the Meeting.
8. An Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956 is annexed hereto.
9. The information pertaining to the Directors proposed to be re-appointed are furnished below in terms of Clause 49 of the Listing Agreement with the Stock Exchanges:

### **Profiles of Directors:**

#### **Mr. Mudigonda Phaneesh**

Is a lawyer with 25 years of experience is an expert in corporate law and international law. He has been instrumental in helping various companies with drafting contracts and also negotiating foreign business.

He has experience in developing new business and making presentations for the same. He is primarily a person who can guide a company through all its processes as well as initiate new business for the company.

#### **Mr.Suresh Nukala**

Is an engineer and was among the first people to introduce the cellular telephone in this country. An expert in telecom as well as technology a person with his feet firmly placed on the ground and an expert in new technology's. He is also an expert in African and far eastern markets.

## **EXPLANATORY STATEMENT**

( Pursuant to Section 173(2) of the companies Act, 1956)

Item No. 5

The Board of Directors of the Company appointed Mr. Suresh Nukala and Mr. Mudigonda Phaneesh as Additional Directors of the Company and they will hold the office up to the ensuing Annual General Meeting. The Board has received a notice in writing from two members of the Company proposing their appointment as Directors of the Company, under Section 257 of the Companies Act, 1956, and who are liable to retire by rotation.

The Board of Directors recommends the passing of the resolutions.

None of the Directors other than the appointees concerned or interested in the said resolutions.

## DIRECTOR'S REPORT

To,  
The Members

The Director's are pleased to submit their Nineteenth Annual Report of the Company together with the Audited Balance Sheet and Profit & Loss Account for the Year ended 31<sup>st</sup> March, 2012.

### PRINCIPAL ACTIVITY

The company is principally engaged in the business of manufacturing , trading and exports of textiles, garments and made ups.

### FINANCIAL RESULTS:

The performance during the year has been as under:

S. No.	Particulars	2011-12	2010-11
1.	Sales Turnover	13,71,19,284	63,89,811
2.	Other Income	.	5,70,000
2.	PBD I & T(+)/ LBDT (-)	22,084	5,24,104
3.	Depreciation	14,101	.
4.	Interest	.	.
5.	P B T (+)/ L B T	7,983	5,24,104
6.	Tax for the Year	.	.
7.	Deferred Tax for the year	1,633	.
8.	Def. Rev. Exp. W/Off	.	.
9.	Net Profit(+)/ Loss (-) for the Year	9,616	5,24,104
10.	<b>Transfer to General Reserve</b>	<b>4,49,24,968</b>	<b>4,49,34,584</b>

### PERFORMANCE AND REVIEW OF OPERATIONS:

Shreeyash Industries Ltd has been operating in very difficult markets. During the year, the Company as a part of gaining footprint in the textiles market has commenced trading activities of textiles. Though the margins are thin, the business is more secured and steady than the present retail markets.

However the downtrend in retail trade has made the Company to look at other pastures i.e. Africa, which has a tremendous demand for made ups. The Company is looking at entering that market in the immediate future. The retail trade in India has not seen growth. In fact most of the top brands are reeling under this recession. Therefore the company is having a cautious outlook for the future. However the exports market in Africa looks lucrative and the Company would like to seize this opportunity and focus on exports besides looking up at domestic markets as it believes the economy will start picking up.

The impact of these factors is far from negligible and the company has reported a modest profit

#### **FINANCE:**

For future growth of the business, the company proposes to raise bank funding to meet its working capital requirements besides increasing the footprint in the retail markets

#### **DEPOSITS:**

The company has not accepted deposits during the year, other than unsecured loans raised from Directors /Promoters.

#### **DIVIDENDS**

There were no dividends paid, declared or proposed by the Company during the financial period.

#### **RESERVES AND PROVISIONS**

The profit has been transferred to free reserves

#### **DIRECTORS:**

During the year under review, Mr. M. Phaneesh and Mr. Suresh Nakula were appointed as Additional Directors by the Board u/s 260 of the Companies Act, 1956 and their term of office expires at ensuing Annual General Meeting. Company has received notices for their appointment as Directors liable to retire by rotation. Your Board recommends their appointment.

Mr. Arun Bansal and Mr. Badiullah Baid retire by rotation and being eligible offer themselves for re-appointment. The Board recommends their reappointment.

#### **AUDITORS:**

Auditors of the Company M/s Chakradhar & Nandan Chartered Accountants, Hyderabad, who are appointed as Auditors of the Company retire at the conclusion of this Annual General Meeting and being eligible for re appointment as Auditors of the Company from the conclusion



of this Annual General Meeting till the conclusion of the next Annual General Meeting, the Board recommends their appointment

### **PERSONNEL:**

Your Company enjoys a harmonious and healthy relationship with personnel at all levels. During the year under review there is no employee who is drawing remuneration in excess of the limits laid down in Section 217(2A) of the Companies Act 1956.

### **DISCLOSURES**

Particulars laid down in Section 217(1) (e) of the Company's Act, 1956 pertaining to conservation of energy, technology as described hereunder.

### **TECHNOLOGY ABSORPTION & ENERGY CONSERVATION:**

Technology Absorption – Nil. There is no Imported Technologies.

The company is not energy intensive, however efforts for conservation of energy are an on going process and every effort is made so that optimum conservation of energy in all the areas of operations is ensured.

### **FOREIGN EXCHANGE INFLOW & OUTGO:**

NIL

### **INDUSTRIAL RELATIONS:**

Your company continues to enjoy cordial relations with the employees at all levels.

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

#### **Your Directors Confirm:**

- a) That in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the affairs of the company at the end of the financial year ended on 31<sup>st</sup> March, 2012 and of the loss of the company for that year.

- c) That the directors had taken proper and sufficient care for the maintenance of adequate accounting records for the year ended 31<sup>st</sup> March 2012 in accordance with the provisions of the companies Act, 1956 for safeguarding the assets of the company and for prevention and detection of fraud and other irregularities.
- d) That the Directors had prepared the annual accounts on an ongoing basis.

**ACKNOWLEDGEMENTS:**

Yours directors are thankful for the significant contribution made by the employees. Your directors also express their gratitude to the bankers and government agencies for their support and cooperation extended by them during the period under review and also looks forward to have the same support in future.

For and on Behalf of the Board

**(Manoj Kumar)**  
Managing Director

**(Badiullah Baig)**  
Director

Date: 05.12.2012  
Place: Hyderabad

## **MANAGEMENT DISCUSSION & ANALYSIS**

### **Industry Structure & Development**

The Indian textile industry is one of the leading textile industries in the world. It contributes about 14% to industrial production, 4% to country's GDP and 17% to the country's export earnings. The textile industry provides direct employment to over 35 million people and is the second largest provider of employment after agriculture.

After two years of gradual consolidation due to the one of the worst recession ever to hit the economy, textile industry in India has fathomed on its own stable grounds and is poised at the threshold to take a giant leap in years to come.

### **Opportunities and Threats**

The potential size of Indian Textile Industry is expected to reach US\$220 billion by 2020. With consumerism and disposable income on the incline, the retail textile sector has witnessed rapid growth in the past decade. The Company has set all the plans to grab the opportunity and shore up its trading activity.

As there is increase in number of seasons per year fashion cycle is shortening day by day but the Company is making sincere efforts to sustain itself.

The increase in branded manufacturers and opening up of international brand retail outlets in the market, pose a real threat to the Company

### **Outlook**

The company has tried to make a stronghold on garments trading business and had planned to expand its business operations by streamlining into new business namely plantation, horticulture and paper packaging by acquiring the businesses of two proprietary concerns and the entire shareholding of one private limited company already engaged in the said business activities. However the plans could not fructify due to inordinate delays in implementation and the industry specific market conditions. The Company has tied up for supply of Hospital Apparels to African countries and is also in talks for increasing the shirt manufacturing.

### **Risk and concerns**

The textile industry is self-reliant and complete in value chain, right from availability of raw materials to manufacture of garments. The major factors which impact the risk and credit quality of the industry are business volatility, Excellence in the product and assortment, diversified Product mix, geographical diversification, efficient procurement of raw materials, Cost Structure.

The frequent labor problems in any textile unit will impact the labor efficiency and the Profit of the company. Also the faster changing trends obsolete the stock.

### **Internal control systems and their adequacy**

The Company has an advanced internal control system. The company has been making necessary improvements to its internal control system from time to time to keep it updated with the latest innovations in this field.

The internal control systems are aimed at promoting operational efficiencies. The Company is conducting internal audit at regular intervals to ensure that:

- Transactions are executed in accordance with the Company's policies and authorizations.
- Deployment of funds is in accordance with the Company's policies and Project Budgets.

The internal audit is conducted as per the requirement of the Company and the report is submitted to the Audit committee and to the Management.

The Audit committee with three independent and non-executive directors meets to investigate any matter relating to the internal control system and reviews the Internal Audit. The committee reviews the quarterly and half yearly financials before they are submitted to the Board of Directors.

The Company's internal control system keeps a regular check on the movable and immovable assets of the Company in order to protect them from loss or damage which may occur due to unauthorized usage/access.

### **Financial Condition**

#### **Share Capital**

During the year under review, there was no further issue of shares and paid up capital of the Company stands at Rs. 5,43,56,000/-.

#### **Secured Loans**

The secured loans of the Company as at 31.03.2012 are NIL.

#### **Fixed Assets**

The net block of the Company as at 31.03.2012 is Rs.59, 579/-.

## **Human Resources**

The Company strongly believes that a right workforce makes all the difference in catapulting an organization to the highest echelons of success and achievement. Company plans to build up a strong workforce once the Company resumes its business operations.

## **CAUTIONARY STATEMENT**

Statement made in Management Discussion and Analysis report which seeks to describe the Objectives, projections, estimates, predictions may be considered to be forward looking statements and are stated as required by applicable laws and regulations. Actual results could differ from those expressed or implied and are determined by many factors including global and domestic demand – supply conditions, process, raw materials availability, tax laws, governmental policies and other statutes which may affect actual results which may be different from what the Directors envisaged in terms of future performance and outlook.

## CORPORATE GOVERNANCE REPORT

### 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Code of Corporate Governance as has evolved over the years emanating from Listing Agreement entered into by the Company with the Stock Exchanges towards ensuring the Company to manage its affairs with diligence, transparency, responsibility and accountability. As a Policy, it is firmly believed that good corporate governance practices would ensure efficient conduct of the affairs and enhance stakeholder's value. As a part of the compliance of revised Clause 49 of Listing Agreement, the Company presents hereunder the required disclosures in the form of a Report for information of all the stakeholders

### BOARD OF DIRECTORS

The Company has 5 Directors out of which 4 are non-executive directors.

#### Composition and Category of Directors:

Name	Designation	Category	No. of Directorships	Attendance at Board Meeting	Attendance at previous AGM
Mr. Manoj Kumar	Managing Director	Executive Director	-		Yes
Mr. Arun Bansal	Director	Non-Executive Director	-		Yes
Mr. Badiullah Baig	Director	Non-Executive Director	-		No
Mrs. Sumedha Saraogi*	Whole time Director	Executive Director	-		Yes
Mrs. Meena Agarwal*	Director	Executive Director	-		Yes
Mr. Mudigonda Phaneesh**	Additional Director	Non-Executive Director	-		NA
Mr. Suresh Nakula***	Additional Director	Non-Executive Director	-		NA

Notes:

\*Resigned as Director w.e.f 21.05.2012

\*\* Appointed as Director w.e.f 21.05.2012

\*\*\*Appointed as Director w.e.f 19.06.2012

### Meetings of the Board of Directors

The Board of Directors met 5 times during the financial year on 27.04.2011, 27.7.2011, 17.10.2011, 27.1.2012, 01.02.2012.

### Information supplied to the Board

Board members are given agenda papers along with necessary documents and information in advance of each meeting of the Board and Committees. In addition to the regular business items, the following are regularly placed before the Board to the extent applicable.

- Quarterly and half yearly results of the Company.

- Minutes of the Audit Committee, Shareholders Committee meetings.
- Details of Agreements entered into by the Company
- Non – Compliance of any statutory or listing requirement

## 2. AUDIT COMMITTEE

### Terms of Reference:

The terms of reference of the Audit committee include the following:

1. To review the quarterly, half yearly and annual financial results of the Company before submission to the Board.
2. To oversee the financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
3. To hold periodic discussions with statutory auditors and internal auditors of the Company concerning the accounts of the company, internal control systems, scope of audit and observations of auditors.
4. To make recommendations to the Board on any matter relating to the financial management of the Company, including the audit report.
5. To recommend the appointment and removal of external auditors, fixation of audit fees and also approval of fee for any other services by the auditors.
6. To investigate into any matter in relation to items specified in section 292A of the Companies Act, 1956 or as may be referred to it by the Board and for this purpose to seek any relevant information contained in the records of the Company and also seek external professional advice if necessary.
7. To make recommendations to the Board on any matter relating to the financial management of the Company.

## 3. Composition

The Audit Committee of the Company consists of three members. All the members are Non-Executive Independent Directors. Committee was re-constituted during the period on 21.05.2012 and 19.06.2012

Name of the Committee Members	Designation	Meetings Held	Attendance
Mr. Arun Bansal	Director	4	
Mr. Mudigonda Phaneesh*	Additional Director	4	
Mr. Suresh Nakula**	Additional Director	4	
Mr. Bijal Patel***	Director	4	
Mrs.Meena Agarwal****	Director	4	

### Notes:

\* Appointed as Director w.e.f 21.05.2012

\*\*Appointed as Director w.e.f 19.06.2012

\*\*\*Resigned as Director w.e.f 27.07.2011

\*\*\*\*Resigned as Director w.e.f 21.05.2012

During the financial year, the Audit Committee met on 27.04.2011, 27.7.2011, 17.10.2011, 27.1.2012.

#### **4. REMUNERATION COMMITTEE:**

##### **Terms of Reference:**

The Remuneration Committee constituted by the Company is responsible for looking into the remuneration payable to the Whole-time Directors and other Employees of the Company. The Non-Executive Directors of the Company are not entitled for any remuneration other than fee payable for attending Board & Committee Meetings. The Committee frames the policy on specific remuneration packages for Whole-time Directors including pension rights and compensation payments. The Committee also approves the Remuneration Policy for employees other than Whole-time Directors as may be recommended to it.

##### **Composition**

The Remuneration Committee of the Company comprises of three directors all of them being non-executive independent directors.

<b>Name</b>	<b>Designation</b>	<b>Category</b>
Mr. Arun Bansal	Director	Non-Executive Director
Mr. Mudigonda Phaneesh*	Additional Director	Non-Executive Director
Mr. Suresh Nukala**	Additional Director	Non-Executive Director
Mr. Bijal Patel***	Director	Non-Executive Director
Mrs.Meena Agarwal****	Director	Executive Director

##### **Notes:**

\* Appointed as Director w.e.f 21.05.2012

\*\*Appointed as Director w.e.f 19.06.2012

\*\*\*Resigned as Director w.e.f 27.07.2011

\*\*\*\*Resigned as Director w.e.f 21.05.2012

##### **Meetings of the Committee and Attendance**

As there was no remuneration paid to the Directors, no meeting was held.

#### **5. INVESTOR'S GRIEVANCE COMMITTEE**

##### **Composition as on date**

The Investor's Grievance Committee of the Company has been re-constituted with Three Directors viz.

1. Mr. Manoj Kumar - Chairman
2. Mr. M. Phaneesh - Member
3. Mr. Badiullah Baig - Member

All the investor complaints received by the Company during the financial year are resolved



## 6. ANNUAL GENERAL MEETINGS

### Details of previous Annual General Meetings

Day	Date	Time	Venue
Monday	28 <sup>th</sup> September,2009	11.30 AM	1-11-252/A3,Jabbar Apartments, Begumpet,Hyderabad-500034
Monday	30 <sup>th</sup> September,2010	11.00 AM	Hotel Tara International, Siddiamber Bazar,Hyderabad-500012
Friday	30 <sup>th</sup> September,2011	11.00 AM	5-8-272, Flat No. 201, Ayesha Residency, Public Garden Road, Nampally, Hyderabad - 500001

### Details of special resolution passed –

To alter the Memorandum of Association and Articles of Association pursuant to Section 16, 31 and other applicable provision, if any, of The Companies Act 1956, for increase in the Authorized Share Capital of the Company from Rs. 6,00,00,000/- ( Rupees Six Crores only) to Rs. 14,00,00,000/- (Rupees Fourteen Crores only) by creation of further 80,00,000( Eighty Lakhs only ) Equity shares of Rs. 10/- each ranking pari – passu with the existing Equity Shares of the Company.

### Postal ballot resolution-

The Company has pursuant to Section 192A of the Companies Act, 1956 read with Companies (passing of Resolutions by Postal Ballot) Rules, 2011 conducted Postal Ballot meeting by issuing notice on 01.02.2012 and the result was announced on 23.03.2012 for alteration of the Main objects of the Memorandum of Association of the Company.

## 7. DISCLOSURES

1. No transaction of material nature has been entered into by the company with directors or management and their relatives etc that may have a potential conflict with the interests of the company. The Register of contracts containing transactions in which directors are interested is placed before the Board regularly.
2. There has been no filing towards compliance by the Company on the matters relating to capital markets, particularly listing agreement compliance.
3. The Company is in compliance with all the mandatory requirements and has fulfilled the non mandatory requirements as prescribed in Annexure 1D of the revised Clause 49 of the Listing Agreement with Stock Exchanges.
4. The Company has adopted with the Code of Conduct applicable to all Directors, senior management and employees. The Declaration as required under Clause 49 is as below:  
  
“All the Directors and Senior Management of the Company have affirmed compliance with the Company’s Code of Conduct for the financial year ended 31st March, 2012.”
5. CEO Certification: The Managing Director has given a certificate as contemplated in Clause49 of the Listing Agreement.
6. The requirements of the Audit and other Committees as contemplated in Clause 49 have been complied with as per the report set above in respect of the same.

## 8. MEANS OF COMMUNICATION

The Company has published financial results for four quarters of previous financial year within time specified i.e. 48 hours as required by the Listing agreement, in Financial Express/ Business Standard (English Newspapers) and Andhra Bhoomi/Andhra Prabha (Regional Language – Telugu Newspapers). No targeted presentations were made during the year under review. The Management Discussion & Analysis Report forms part of the Annual Report of the Company as required under the Listing Agreement.

## 9. GENERAL SHAREHOLDER INFORMATION

19<sup>TH</sup> Annual General Meeting Schedule: Monday the 31<sup>ST</sup> December, 2012 at 11 a.m at 5-8-272, Flat No. 201, Ayesha Residency, Public Garden Road, Nampally, Hyderabad - 500001

i) **Financial Calendar (Tentative):**

Financial Year (01.04.2012 to 31.03.2013)	Proposed date
Un-audited Financial results for quarter ended 30.06.2012	Upto 15.08.2012
Un-audited Financial results for quarter ended 30.09.2012	Upto 15.11.2012
Un-audited Financial results for quarter ended 31.12.2012	Upto 15.02.2013
Un-audited Financial results for quarter ended 31.03.2013	Upto 15.05.2013
20 <sup>th</sup> Annual General Meeting	September, 2013

ii) **Dates of Book Closure (Period) :** 28<sup>th</sup> December , 2012 to 31<sup>st</sup> December , 2012

iii) **Dividend Payment Date** : NIL

iv) **Listing at Stock Exchanges** : Bombay Stock Exchange (BSE)  
Calcutta Stock Exchange (CSE)

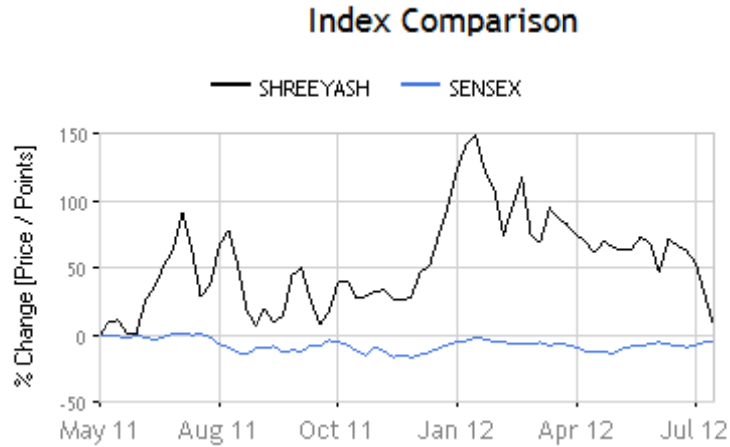
v) **Listing Fees** : The listing fees for the year 2012-2013 has been paid to the stock exchanges

vi) **Stock code** : BSE- 530219  
CSE- Shreyash Industries Limited.

vii) **Market price Data:** Following are the market details of the Company on BSE :

Month	High Price	Low Price	No. of shares traded
April, 2011	18.00	12.76	1183
May, 2011	19.85	15.45	1270
June, 2011	29.00	15.00	3230
July, 2011	34.75	19.70	1914
August, 2011	31.60	18.15	880
September, 2011	24.65	16.30	508
October, 2011	27.75	17.40	537
November, 2011	25.10	20.30	545
December, 2011	23.40	19.55	403
January, 2012	35.05	20.70	1029
February, 2012	44.00	34.30	1179
March, 2012	38.75	26.70	636

viii) **Comparative performance :**



ix) **Registrar & Share Transfer Agents:**

Big Share Services Private Limited.  
306 Right Wing Amrutha Villa,  
Opp Yashoda Hospital, Raj Bhavan road,  
Somajiguda, Hyderabad – 500082  
Ph. No : 040-23374967

x) **Share transfer system:** The Company's shares are traded in Demat form at the Stock Exchanges. Only off-market trades can be delivered in physical form. All shares received for transfer, etc are processed and returned to the shareholders within 21 days of receipt of lodgment.

xi) **Distribution of Share holding:**

Category (No. of shares)	Number of Holders	% of Total holders	Number of Shares	% of Total holders
Upto 5000	1065	59.43080	3815820	7.02005
50001-10000	382	21.31696	3010780	5.53900
10001-20000	127	7.08705	1969140	3.62267
20001-30000	44	2.45536	1126500	2.07245
30001-40000	18	1.00446	646000	1.18846
40001-50000	38	2.12054	1808240	3.32666
50001-100000	43	2.39955	3154140	5.80274
100001 above	75	4.18527	38825380	71.42796
<b>Total</b>	<b>1791</b>	<b>100</b>	<b>5435600</b>	<b>100</b>

xii) Shareholding pattern as on 31<sup>st</sup> March, 2012

	Category	Total No. of Shares Held	Total Share holding as a % of Total No. of Shares
A	<b>Shareholding of Promoter and Promoter Group</b>		
	(1) Indian	1128700	20.76
	(2) Foreign	0	0
	<b>Total Shareholding of Promoter and Promoter Group(A)</b>	1128700	20.76
B	<b>Public Shareholding</b>		
	<b>(1) Institutions</b>		
	-Financial Institutions/Banks	235000	4.32
	<b>Sub-Total</b>	<b>235000</b>	<b>4.32</b>
	<b>(2) Non-Institutions</b>		
	-Bodies Corporate	446047	8.21
	<b>Individuals</b>		
	-Individual shareholders holding nominal share capital upto Rs.1 lakh	1459125	26.84
	- Individual shareholders holding nominal share capital in excess of Rs.1 lakh	2092817	38.50
	<b>Any Others(Specify)</b>	<b>73911</b>	<b>1.36</b>
	Non Resident Indians	41400	0.76
	Clearing Members	32511	0.60
	<b>Sub Total</b>	<b>4071900</b>	<b>74.91</b>
	<b>Total Public Shareholding (B)</b>	4306900	79.24
	<b>Total (A)+(B)</b>	5435600	100
C	<b>Shares held by Custodians and against which Depository receipts have been issued</b>		
	(1) Promoter and Promoter group	0	0
	(2) Public	0	0
	<b>Sub Total (C )</b>	0	0
	<b>Total (A)+(B)+(C)</b>	<b>5435600</b>	<b>100</b>

- xiii) **Dematerialisation of shares:** The Company has entered into separate Tripartite Agreements with the Depositories viz. NSDL and CDSL along with M/s Big Share Services Private Limited. Physical transfers are handled in-house by the Company. As on 31st March, 2012, a total of **33,47,900 shares i.e. about 61.59% of the total shares have been dematerialized.**

**ISIN: INE536C01011**

- xiv) **Outstanding Bonds/Convertible Instruments: NIL**
- xv) **Address for communication:** No.5-8-272, 276 & 322, Ayesha Residency Public Garden road, Nampally, Hyderabad-500001  
E-mail: [shreeyashindustries@gmail.com](mailto:shreeyashindustries@gmail.com)  
**Registered Office Address:** No.5-8-272, Flat No. 201, Ayesha Residency Public Garden road, Nampally, Hyderabad-500001

**On behalf of the Board of Directors of  
SHREEYASH INDUSTRIES LTD**

**(Manoj Kumar)**  
Managing Director

**(Badiullah Baig)**  
Director

Place: Hyderabad  
Date: 05-12-2012

**10. Auditor's Certificate on Compliance with the Provisions of Corporate Governance pursuant to clause 49 of the Listing Agreement**

To  
The Members  
Shreeyash Industries Limited  
Hyderabad.

We have examined the compliance of conditions of Corporate Governance by Shreeyash Industries Limited, Hyderabad, for the period ended on 31<sup>st</sup> March, 2012 as stipulated in clause 49 of the Listing Agreement of the said company with Stock Exchanges.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been in the manner described in the guidance note on certification of Corporate governance issued by the Institute of Chartered Accountants of India and has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of Corporate governance as stipulated in the said clause. 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 explanation given to us, and based on our reliance upon the representations made by the management that there were no transactions of material nature with the management or by relatives that may have political conflict with the interest of the Company at large.

We certify that the Company has complied in all material aspects with the conditions of the corporate governance as stipulated in the Listing Agreement.

As required by the Guidance note issued by the Institute of Chartered Accountants of India we have to state that several investor grievances were pending for a period more than one month against the company as explained to us by the management.

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

**For Chakradhar & Nandan**  
Chartered Accountants

**(K.S.Nandan)**  
Partner  
Membership No. 201123  
Place: Hyderabad  
Date:

**CHAKRADHAR & NANDAN**  
**CHARTERED ACCOUNTANTS**

**201 (Resi), Srinath Complex,  
S.D.Road, Secunderabad – 500 003  
Phones : 66317112, 66317598**

**AUDITOR'S REPORT**

To  
The Members of  
M/s. Shreeyash Industries Limited

01. We have audited the attached Balance Sheet of M/s. Shreeyash Industries Limited, as at 31<sup>st</sup> March 2012 and also the Statement of Profit & Loss of the Company for the year ended on that date annexed thereto. These financial statements are responsibility of the Company Management. Our responsibility is the express an opinion on these financial statements based on our audit.
02. 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 presentation. We believe that our audit provides a reasonable basis for our opinion.
03. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of Sub-section (4A) Section 227 of the Companies Act, 1956, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said order to the extent applicable.
04. Further to our comments in the Annexure referred to in paragraph 3 above, we state that:
  - a) We have obtained all the information and explanation, which to the best of our knowledge and belief, were necessary for the purpose of our audit;
  - b) In our opinion, the Company has kept proper books of account as required by law so far, as appears from our examination of those books.
  - c) The Balance Sheet and the Statement of Profit and Loss referred to in this report are in agreement with the books of account.

**CHAKRADHAR & NANDAN**  
**CHARTERED ACCOUNTANTS**

**201 (Resi), Srinath Complex,  
S.D.Road, Secunderabad – 500 003  
Phones : 66317112, 66317598**

- d) In our opinion, the Statement of Profit & Loss and the Balance Sheet comply with the entire mandatory Accounting Standards referred to in Sub-section (3C) of Section 211 of the Companies Act, 1956.
- e) On the basis of written representations received from the directors, and taken on record by the Board of Directors, in our opinion, none the directors is disqualified for the year ended on that date from being appointed as director in terms of clause (g) of Sub-section (1) Section 274 of Companies Act, 1956.
- f) In our opinion and as per the our information and according to the explanation given to us, the said Balance Sheet and the Statement of Profit and Loss, read together with notes thereon, give the information required be 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 affaire of the Company as at 31<sup>st</sup> March 2012;
  - ii) In the case of the Statement of Profit and Loss, of the **profit** of the Company for the year ended on that date and;
  - iii) In the case of Cash Flow Statement, of the Cash Flows for the year ended on that date.

for **Chakradhar & Nandan**  
**Chartered Accountants**

Sd/-

**(K.S Nandan)**  
**Partner**

Membership No. 201123

Place: Hyderabad  
Date: 05.12.2012



**ANNEXURE TO AUDITORS' REPORT**  
**(This is the Annexure referred to in our Report of even date)**

- 1 The Company has maintained reasonable records showing full particulars including quantitative details and situation of fixed assets. The assets have been physically verified by the management during the period as per a program of verification which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- 2 None of the fixed assets have been revalued during the year under audit.
- 3 The stocks of finished goods, raw materials and stores have been physically verified during the period by the management at reasonable intervals.
- 4 The procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- 5 The discrepancies noticed on verification between the physical stocks and the book records were not material.
- 6 On the basis of examination of stock records, we are of the opinion that the valuation of stocks is fair and proper and in accordance with the normally accepted accounting principles and are on the same basis in the preceding year.
- 7 According to the information furnished and explanations offered, the Company has not granted any loans, secured or unsecured from companies, firms or other parties listed in the register maintained under section 301 of the companies Act, 1956. As per the information and explanation given to us there are no companies under the same management as defined under sub-section (1-B) of section 370 of the said Act.
- 8 In our opinion internal control procedures of the Company as regards to its nature and the size of its business are not satisfactory in relation to purchases, sales of material & goods. As regards for other assets the internal control procedures are reasonably satisfactory commensurate with the size and nature of the business. There is an immediate requirement to improve the systems with regard to the purchase and sale of goods.
- 9 The central Government has not prescribed the maintenance of cost records by the by the Company under section 209(1) (d) of the Companies Act, 1956 for any its products.

- 10 In our opinion and according to the information and explanations given to us, there are no transactions of purchase of goods and materials or sale of goods and materials made by the Company in pursuance of contracts or arrangements entered in the registered maintained under Section 301 of the companies Act, 1956 aggregating during the year for Rs.50, 000 or more in respect of each party.
- 11 According to the information and explanations given to us, there are no unserviceable or damaged stores, raw materials or finished goods.
- 12 The Company has not accepted any deposits from the public, other than interest free unsecured loans from Director's and their relatives.
- 13 The Company has not given any guarantee for loans taken by others from bank or financial institutions.
- 14 During the year the Company had Trading operation only and they do not engage in any manufacturing activity. The Company does not get any scrap in the manufacturing processing; thereby the maintenance of the records does arise.
- 15 The Company has no Internal Audit system.
- 16 During the financial year there were no transactions exceeding the value of five lacs rupees in respect of each party, which need to be, entered into a registrar in pursuance of section 301 of the Companies Act, 1956.
- 17 According to the explanations & information given to us the Provisions of provident fund Act and the Employees Sate Insurance Act is not applicable to this Company as there is no employee who is qualified for such payments nor the Act do apply as on date.
- 18 According to the information and explanations given to us, no undisputed amounts applicable in respect of Income Tax, Sales Tax, Custom Duty and Excise Duty were outstanding for a period of more than six months from the date they became payable. The Provisions of Wealth Tax Act do not applicable to this Company.
- 19 According to the information and explanation given to us, no personal expenses of employees or Directors have been charged to revenue account, other than that payable under contractual obligations.
- 20 The Company has accumulated losses at the end of the financial year and it has not incurred cash losses during the current financial year and in the immediately preceding financial year.

21 The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.

for **Chakradhar & Nandan**  
Chartered Accountants

**Sd/-**

**(K.S Nandan)**

**Partner**

Membership No. 201123

Place: Hyderabad

Date: 05.12.2012

## **OTHER NOTES:**

1. **FIXED ASSETS:**  
To state Fixed Assets at cost of acquisition inclusive of inward freight duties, taxes and incidental expenses related to acquisition.
2. **VALUATION OF INVENTORY:**  
Cost or Market value whichever is lower and certified by the management.
4. **DEPRECIATION:**  
The Depreciation is calculated on Written down method under Schedule xiv of the Companies Act, 1956.
5. **RECOGNITION OF INCOME & EXPENDITURE:**  
Revenues/Incomes and Costs/Expenditures are generally accounted on the basis of as they are earned or incurred.
6. **REVENUE RECOGNITION:**  
All the Expenses and income is recognized on accrual basis and provision is made for all known losses and liabilities. Revenue is recognized as per billings made to customers.
7. During the year No operations/ Production in the company.
8. Auditors Remuneration 

	<b>2011-12</b>	<b>2010-11</b>
Audit fee	Rs20000	Rs7500
(Including reimbursement of expenses)		
9. Expenditure in Foreign currency 

	<b>Current Year</b>	<b>Previous Year</b>
Foreign Currency out go	Nil	NIL
Value on Imports on CIF Value		
10. Previous Figures are regrouped/ rearranged wherever necessary when compared to the current year figures.
11. Particulars of Employees in accordance with Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) – NIL
12. Retirement benefits have not been provided in the books of accounts.

13. The Company has reviewed certain old debit balances carrying forward for long and based on the review, the Company has written off the following, as there is no chance of recovery. Hence written off

<b><u>Head of Account (Debits)</u></b>	<b><u>Amount(Rs)</u></b>
1. Advance for Expenses	685472/-
2. Bad Debts	2350000/-
3. Other Receivables	2228/-
4. Prepaid Expenses	36589/-
5. Rent Advance	27000/-

As per our Report of Even Date

for and on behalf of the Board of Directors of

For **Chakradhar & Nandan**  
Chartered Accountants

**M/s. Shreeyash Industries Limited**

**(K.S Nandan)**  
Partner  
Membership No. 201123

(Manoj Kumar)  
**Managing Director**

(Badiullah Baig)  
**Director**

Place: Hyderabad  
Date: 05-12-2012

**Shreyash Industries Limited**  
Balance sheet as on 31.03.2012

(Amount in Rs.)

Particulars	Note No.	Figures as at the end of current reporting period -31.03.2012	Figures as at the end of previous reporting period -31.03.2011
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share capital	1	54,356,000	54,356,000
(b) Reserves and surplus	2	(44,987,085)	(44,996,701)
(c) Money received against share warrants		-	-
<b>(2) Share application money pending allotment</b>		-	-
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	3	2,372,622	1,343,857
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long-term liabilities		-	-
(d) Long-term provisions		-	-
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables	5	807,364	579,250
(c) Other current liabilities		-	-
(d) Short-term provisions	6	1,058,420	96,520
<b>TOTAL</b>		<b>13,607,321</b>	<b>11,378,926</b>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
<b>(a) Fixed assets</b>			
(i) Tangible assets	12	59,579	70,080
(b) Non-current investments		-	-
(c) Deferred tax assets (Net)	4	1,633	-
(d) Long term loans and advances	7	7,991,681	-
(e) Other non-current assets		-	-
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories	8	205,670	-
(c) Trade receivables	9	4,141,770	9,189,730
(d) Cash and bank balances	10	376,176	582,015
(e) Short-term loans and advances		-	-
(f) Other current assets	11	830,811	1,537,100
<b>TOTAL</b>		<b>13,607,320</b>	<b>11,378,925</b>
<b>SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS</b>	Annexed	(0)	(0)

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

**For Chakradhar & Nandan**

Chartered Accountants

FRN : 006905S

Sd/-

K. S. Nandan

PARTNER

M.No : 201123

**For and on behalf of the Board of Directors**

Shreyash Industries Limited

Managing Director

Director

Date : 05/12/2012

Place: Hyderabad

**Shreeyash Industries Limited**  
**Statement of Profit and loss for the year ended 31.03.2012**

(Amount in Rs.)

Particulars	Note No.	Figures for the current reporting period ended 31.03.2012	Figures for the year ended 31.03.2011
I. Revenue from operations	<b>13</b>	137,119,284	6,389,811
II. Other Income	<b>14</b>	-	570,000
<b>III. Total Revenue (I +II)</b>		<b>137,119,284</b>	<b>6,959,811</b>
IV. Expenses:			
Cost of Materials Consumed	<b>15</b>	132,232,669	5,180,346
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefits expense	<b>16</b>	745,432	157,109
Financial costs		-	-
Depreciation and amortization expense	<b>12</b>	14,101	-
Other expenses	<b>17</b>	4,119,099	1,098,252
<b>Total Expenses</b>		<b>137,111,301</b>	<b>6,435,707</b>
V. Profit before exceptional and extraordinary items and tax (III - IV)		7,983	524,104
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		7,983	524,104
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		<b>7,983</b>	<b>524,104</b>
X. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax Asset		1,633	-
XI. Profit/(Loss) for the period from continuing operations (IX-X)		9,616	524,104
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from discontinuing operations (after tax) (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		<b>9,616</b>	<b>524,104</b>
XVI. Earning per equity share:			
(1) Basic		0.0018	0.10
(2) Diluted		-	-
<b>SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS</b>	<b>Annexed</b>		

The Schedules referred to above form an integral part of the Statement of Profit and Loss Account.

**For Chakradhar & Nandan**

Chartered Accountants  
FRN : 006905S

**For and on behalf of the Board of Directors**

Shreeyash Industries Limited

Sd/-

**K. S. Nandan**  
PARTNER  
M.No : 201123

Managing Director

Director

Date : 05/12/2012

Place: Hyderabad

## **NOTES TO THE FINANCIAL STATEMENTS**

### **18 BASIS OF PREPARATION**

The Financial statements of the company have been prepared in accordance with the generally accepted accounting principles in india (indian GAAP).The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the companies (Accounting standards) Rules 2006,(as amended)and the relevant provisions of the companies act ,1956. The financial statements have been prepared on an accrual basis and under the historical cost convention. The company is a small and medium sized company (SMC) as defined in the general instructions in respect of Accounting standards notified under the companies Act 1956. Accordingly the Company has complied with Accounting standards as applicable to an SMC.

### **19 CHANGE IN ACCOUNTING POLICIES**

Presentation and Disclosure of Financial Statements

During the year ended 31st March 2012, the revised shedule VI notified under the Companies Act, 1956 has become applicable to the company , for preparation and presentation of Financial statements. The adoption of Revised shedule VI does not impact recognition and measurment principles followed for preparation of financial statements . However it has significant impact on presentation and disclosures made in the financial statements.The company has also reclassified the previous years figures in accordance with the requirements applicable in the current year.

### **20 TANGIBLE FIXED ASSETS**

Fixed assets are started at cost, net of accumulated depreciation and accumulated impairment of losses, ,if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and Rebates are deducted in arriving at the purchase price.Gains or losses arising from de-recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognized in the statement of profit and loss when the asset is derecognized.

### **21 DEPRECIATION ON TANGIBLE FIXED ASSETS**

Depreciation on fixed assets is calculated on a written down value basis using the rates arrived at based on the useful lives estimated by the management, or those prescribed under the shedule XIV to the Companies Act, 1956, whichever is higer.

### **22 INTANGIBLE ASSETS**

Intangible assets acquired seperately are measured on initial recognition at coat.The carrying value of Intangible asset is reviewd for impairment annually when the asset is not in use or otherwise when events or changes in circumstances indicate that the carrying value may not be recoverable.

### **23 RESEARCH AND DEVELOPMENT COSTS**

Research costs are expensed as incurred

### **24 REVENUE RECOGNITION**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured



## 1 SHARE CAPITAL

Amount in Rs.

PARTICULARS	2011-12		2010-11	
<b>a) Authorized Share Capital</b>				
6000000 Equity Shares of Rs .10 each		60,000,000		60,000,000
___Preference Shares of Rs _ each		-		-
<b>Total</b>		<b>60,000,000</b>		<b>60,000,000</b>
<b>b) Issued Capital, Subscribed &amp; Fully Paid up</b>				
5435600 Equity Shares of Rs.10/- each		54,356,000		54,356,000
___Preference Shares of Rs _ each		-		-
<b>Total</b>		<b>54,356,000</b>		<b>54,356,000</b>
<b>c) Reconciliation of the number of shares outstanding</b>				
<b>Equity Shares</b>	<b>Number</b>	<b>Value</b>	<b>Number</b>	<b>Value</b>
Shares outstanding at the beginning of the year	5,435,600.00	54,356,000.00	5,435,600.00	54,356,000.00
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the year end	<b>5,435,600.00</b>	<b>54,356,000.00</b>	<b>5,435,600.00</b>	<b>54,356,000.00</b>

## 2 RESERVES AND SURPLUS

Amount in Rs.

Particulars	2011-12	2010-11
<b>General Reserve</b>		
<b>Opening Balance</b>	750000	750000
<b>Profit and Loss Account</b>		
Opening Balance	(44,934,584)	(45,458,688)
(+ ) Net profit/(Net Loss) for the current year	9,616	524,104
(+ ) Transfer from reserves	-	-
(- ) Proposed Dividends	-	-
(- ) Interim Dividends	-	-
(- ) Transfer to reserve	-	-
<b>Closing Balance</b>	<b>(44,924,968)</b>	<b>(44,934,584)</b>
<b>Miscellaneous Expenditure</b>		
	812,117	812,117
<b>RESERVES AND SURPLUS TOTAL</b>	<b>(44,987,085)</b>	<b>(44,996,701)</b>

**3 LONG TERM BORROWINGS**

Amount in Rs.

Particulars	2011-12	2010-11
<b>Term Loans</b>		
Secured Loans From Banks		
Secured Loans From Others	-	-
<b>Unsecured</b>		
<b>From others</b>		
Directors	1,074,193.00	1,074,193.00
Directors friends and Relatives	1,298,429.00	269,664.00
	2,372,622	1,343,857
<b>Total</b>	<b>2,372,622.00</b>	<b>1,343,857.00</b>

**4 DEFERRED TAX ASSETS (NET)**

Amount in Rs.

Particulars	2011-12	2010-11
Deferred tax Asset	1633	0
<b>Total</b>	<b>1,633.00</b>	<b>-</b>

**5 TRADE PAYABLES**

Amount in Rs.

Particulars	2011-12	2010-11
Sundry Creditors	807,364	579,250
<b>Total</b>	<b>807,364</b>	<b>579,250</b>

**6 SHORT-TERM PROVISIONS**

Amount in Rs.

Particulars	2011-12	2010-11
<b>Provision for employee benefits</b>		
	-	-
<b>Others (Specify nature)</b>		
Audit fee payable	106,520	96,520
Creditors For Expenses	579,250	-
Salary Payable	372,650	-
	1,058,420	96,520
<b>Total</b>	<b>1,058,420</b>	<b>96,520</b>

**7 LONG TERM LOANS AND ADVANCES**

Amount in Rs.

Particulars	2011-12	2010-11
<b>Loans and advances to related parties</b>		
Bigshare Services P Ltd	(6,150)	-
Harit Textiles	8,000,000	-
Manoj Kumar	20,000	-
Meena Agarwal	(22,169)	-
	7,991,681	-
<b>Total</b>	<b>7,991,681</b>	<b>-</b>

**8 INVENTORIES**

Amount in Rs.

Particulars	2011-12	2010-11
a) Closing Stock	205,670	-
<b>Total</b>	<b>205,670</b>	<b>-</b>

**9 TRADE RECEIVABLES**

Amount in Rs.

Particulars	2011-12	2010-11
a) Trade receivables outstanding for a period less than six months	4,141,770.00	9,189,730.00
b) Trade receivables outstanding for a period exceeding six months		
<b>Total</b>	<b>4,141,770</b>	<b>9,189,730</b>

**10 CASH AND BANK BALANCES**

Amount in Rs.

Particulars	2011-12	2010-11
<b>I. Cash and Cash Equivalents</b>		
a) Balances with banks		
i) In Current Accounts	280,963	8,811
b) Cash on hand	95,213	573,205
<b>Total</b>	<b>376,176</b>	<b>582,015</b>

**11 OTHER CURRENT ASSETS**

Amount in Rs.

Particulars	2011-12	2010-11
Deposits	75,000	50,000
Other Advances	665,872	645,872
Prepaid Expenses	-	63,589
Other Amounts Receivable	-	2,228
Advance for Expenses	-	685,472
Tds Receivable	89,939	89,939
<b>Total</b>	<b>830,811</b>	<b>1,537,100</b>

NOTES TO THE FINANCIAL STATEMENTS

13 REVENUE FROM OPERATIONS

Amount in Rs.

In respect of Company other than Finance Company

PARTICULARS	For the period ended 31.03.2012	For the period ended 31.03.2011
a) Sales	137,119,284	6,389,811
<b>Total</b>	<b>137,119,284</b>	<b>6,389,811</b>

14 OTHER INCOME

Amount in Rs.

PARTICULARS	For the period ended 31.03.2012	For the period ended 31.03.2011
Interest Income		
Other Income	-	570,000.00
	-	
<b>Total</b>	<b>-</b>	<b>570,000.00</b>

15 COST OF MATERIALS CONSUMED

Amount in Rs.

PARTICULARS	For the period ended 31.03.2012	For the period ended 31.03.2011
<b>Raw Material Consumed</b>		
<b>Item A</b>		
Opening Stock	-	-
Other Adjustments	-	-
Add: Purchases	132,438,339	5,180,346
Less: Closing Stock	205,670	-
<b>Consumption</b>	<b>132,232,669</b>	<b>5,180,346</b>

16 EMPLOYEE BENEFITS EXPENSES

PARTICULARS	For the period ended 31.03.2012	For the period ended 31.03.2011
a) Salaries, Wages and Bonus	725,500	157,109
b) Contribution to provident and other funds	-	-
EPF	-	-
ESI	-	-
c) Expenses on ESOP and ESPP	-	-
d) Gratuity and Leave Encashment	-	-
e) Staff welfare Expenses	19,932	-
<b>Total</b>	<b>745,432</b>	<b>157,109</b>

**17 OTHER EXPENSES**

PARTICULARS	For the period ended 31.03.2012	For the period ended 31.03.2011
a) Rent	162,000	54,000
b) Business Promotion	6,080	5,000
c) Maintenance	45,650	6,350
d) Conveyance	34,043	14,930
e) Vehicle Maintenance	-	-
f) Postage & Couriers	41,455	11,604
g) Legal & Listing Fee	154,205	600,665
h) Consultancy charges	302,665	180,162
l) Electricity Charges	1,758	707
J) Office Expenses	17,427	14,144
k) Printing & Stationery	32,663	16,702
l) Advertising and publicity	52,240	6,500
m) Travel Expenses	19,550	15,000
n) Telephone, fax expenses	48,464	5,071
o) General expenses	3,101,289	112,183
p) AGM Exp & AMC Accounting Software	9,350	
q) Bank Charges & CDSL & NSDL	38,760	1,234
r) ROC Filing Fee & Website Designing Fee	31,500	46,500
s) Directors' Fees	-	-
t) Auditor's Remuneration	-	-
For Statutory Audit Fee	20,000	7,500
For Taxation matters	-	-
For company law matters	-	-
For management services	-	-
For other services	-	-
For reimbursement of expenses	-	-
u) Provision for bad and doubtful debts	-	-
v) Provision for bad and doubtful advances	-	-
w) Provision for diminution in the value of Investments	-	-
x) Loss on sales of fixed assets	-	-
y) Net loss on foreign currency translation and transaction (other than considered as finance cost)	-	-
z) Fixed assets written down	-	-
<b>Total</b>	<b>4,119,099</b>	<b>1,098,252</b>

NOTES TO THE FINANCIAL STATEMENTS

# FIXED ASSETS

Amount in Rs.

FIXED ASSETS	Gross Block (at cost)				Depreciation/Amortization				Net Block	
	Cost as at 01.04.2011	Additions During the Year	Deletions During the Year	Total Cost as at 31.03.2012	As at 01.04.2011	For the year	Deletions during the year	As at 31.03.2012	As at 31.03.2011	As at 31.03.2012
<b>a) Tangible Assets</b>										
Plant and Machinery	-	-	-	-	-	-	-	-	-	-
Furniture and Fitting	70,080	-	-	70,080	-	12,684	-	12,684	70,080	57,396
Printer	3,600	-	-	3,600	-	1,416	-	1,416	-	2,184
Computers	-	-	-	-	-	-	-	-	-	-
Others (Specify Nature)	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>73,680</b>	-	-	<b>73,680</b>	-	<b>14,101</b>	-	<b>14,101</b>	<b>70,080</b>	<b>59,579</b>
<b>(Previous year)</b>	70,080	-	-	70,080	-	-	-	-	70,080	-

Reconciliation on assets acquired through Business Combinations: Amount in Rs.

Particulars	2010-11	2009-10
Opening Gross Block	70080	-
Accumulated Depreciation	-	-
Opening Net Block	70080	-
Additions during the year	-	-
Deletions during the year	-	-

**Shreyash Industries Limited**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2012**

Particulars	As at 31.03.2012	As at 31.03.2011
Net Profit/Loss Before Tax and Extraordinary Items	7,983	524,104
Adjustments for:		
Depreciation	14,101	-
Miscellaneous Expenditure Written Off	751,289	-
Loss on sale of Assets		-
Financial Expenses		-
Operating profit before working capital changes	773,373	524,104
Adjustment for:		
(Increase)/Decrease in Inventories	-205,670	0
(Increase)/Decrease in Sundry debtors	5,047,960	(159,376)
(Increase)/Decrease in Other Current Assets	(8,036,682)	(77,000)
Increase/(Decrease) in Current Liabilities	1,190,014	7,500
<b>Cash generated from Operations</b>	<b>(1,231,005)</b>	<b>295,228</b>
Financial Expenses Paid		
<b>Net Cash Flow from Operating Activities (A)</b>	<b>(1,231,005)</b>	<b>295,228</b>
Purchase of Fixed Assets	-3,600	7,008
Sale of Fixed Assets		0
<b>Cash flows from Investing Activities (B)</b>	<b>(3,600)</b>	<b>7,008</b>
Cash flow from Financing Activities		
Proceeds from Long Term Borrowings	1,028,765	269,664
Working Capital Borrowings	-	-
Hire-Purchase Finance		269,664
<b>Net Cash flow from Financing Activities ( C )</b>	<b>1,028,765</b>	<b>269,664</b>
<b>Net increase in cash and cash Equivalent (A+B+C)</b>	<b>(205,840)</b>	<b>494,812</b>
Cash and Cash Equivalent as at beginning of the year	582,016	87,204
<b>Cash and Cash Equivalent as at end of the year</b>	<b>376,176</b>	<b>582,016</b>

For & On behalf of Board of Directors

**Manoj Kumar**  
Managing Director

**For Chakradhar & Nandan**  
Chartered Accountants

**(K.S.Nandan)**  
Partner  
Membership No : 201123  
Firm Regn. No. 006905 S

**SHREEYASH INDUSTRIES LIMITED**  
**5-8-272 FLAT NO.201 AYESHA RESIDENCY PUBLIC GARDEN ROAD NAMPALLY**  
**HYDERABAD-500 001.**

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Nineteenth Annual General Meeting – Monday 31<sup>st</sup> December 2012, 11.00 AM at 5-8-272, Flat No. 201 Ayesha Residency Public Garden Road, Nampally, Hyderabad-500 001.

Regd. Folio No./Client \_ ID..... No. of Shares.....

I certify that I am a registered shareholder/proxy for the registered share holder of the Company.

I hereby record my presence at the 19 ANNUAL GENERAL MEETING of the Company at 5-8-272, Flat No. 201 Ayesha Residency Public Garden Road, Nampally, Hyderabad-500 001. On Monday, 31<sup>st</sup> December 2012.

Member's/Proxy's name in Block Letter

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the Entrance of the HALL

----- (TEAR HERE) -----

**SHREEYASH INDUSTRIES LIMITED**  
**5-8-272 FLAT NO.201 AYESHA RESIDENCY PUBLIC GARDEN ROAD NAMPALLY**  
**HYDERABAD-500 001.**

**FORM OF PROXY**

I/We.....  
of..... in the district of .....being a  
member/members of the above mentioned company hereby appoint ..... or failing  
him.....of .....in the district of.....as my/our proxy to vote for me/us  
on my behalf at the 19<sup>th</sup> Annual General Meeting of the Company to be held on Monday the 31<sup>st</sup>  
December 2012 at 11.00 AM.

Signed this .....day.....2012

Regd. Folio No./Client\_ID .....

Signature.....

