



Filatex Fashions Ltd.

20th Annual Report 2013 - 14



FILATEX FASHIONS LTD.

Annual Report 2013-2014

BOARD OF DIRECTORS

Mr. Prabhat Sethia	-	Managing Director
Mr. Sanjay Ishwarlal Bora	-	Director
Mr. Raghu Raj	-	Director
Mr. Nortan Bothra	-	Director
Mr. Subhash Kothari	-	Director
Mr. D.P. Kelkar	-	Director

Registered Office:

May Fair Gardens, 8-2-682/3/A & 3B,
Flat No 201, 2nd Floor, Road No 12,
Banjara Hills, Hyderabad – 500034,
Andhra Pradesh

Works

Alinagar Chettla Potharam Village,
Jeenaram Mandal, Medak District

Bankers:

HDFC Bank Ltd, ICICI & Andhra Bank

Auditors:

M/s. N.G. RAO & Associates.
Chartered Accountants, Hyderabad

Registrars And Share Transferors

M/s. Sharex Dynamic (India) Pvt Ltd.,
Unit No.1, Luthra Ind. Premises,
Andheri Kurla Road, Safed Pool,
Andheri(E), Mumbai-400072.
Phone:022-28515606, Fax. 022-28512885.



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NOTICE

Notice is hereby given that the 20th Annual General Meeting of M/s. Filatex Fashions Limited will be held on 30th December 2014 at 10.00 A.M at May Fair Gardens, 8-2-682/3/A/& 3B Flat No. 201, 2nd Floor, Road No.12, Banjara Hills, Hyderabad – 500 034, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March 2014, Statement of Profit and Loss account for the year ended as on that date together with the schedules and annexures thereto, the Reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Mr. Subhash Kothari who retires by rotation and being eligible, offers himself for reappointment.
3. To re-appoint M/s. N.G. Rao & Associates, Chartered Accountants as Auditors who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorize the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

4. Appointment of Mr. Raghuraj, as an Independent Director
To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Raghuraj, a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th December, 2014 up to 29th December, 2017.”

5. Appointment of Mr Subhash Kothari, as in Independent Director

To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions,



if any, of the Companies Act, 2013 ("Act") and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Subhash Kothari, a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th December, 2014 up to 29th December, 2017."

6. Appointment of Mr D. P. Kelker, as in Independent Director

To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. D.P. Kelkar, a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th December, 2014 up to 29th December, 2017."

7. Appointment of Mr. Nortan Bothra, as in Independent Director

To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Nortan Bothra, a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th December, 2014 up to 29th December, 2017."

8. Appointment of Mr. Sanjay I Bora, as in Independent Director

To consider and, if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Sanjay I Bora, a non-executive director of the



Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th December, 2014 up to 29th December, 2017.”

9. Appointment of Mr. Prabhat Sethia as the Managing Director

To consider and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Sections 196, 197 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under, as amended from time to time, read with Schedule V to the Act, the Company hereby approves the appointment and terms of remuneration of Mr. Prabhat Sethia, Managing Director of the Company for the period from 01st July, 2014 to 30th June, 2018, not liable to retire by rotation, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Directors to alter and vary the terms and conditions of the said appointment in such manner so as to not exceed the limits specified in Schedule V to the Act, as may be agreed to between the Directors and appointee.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

10. Adoption of new set of Articles of Association.

To consider and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 14 and all other applicable provisions of the Companies Act, 2013 and the Rules made there under (including and statutory modifications(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting, be and are hereby approved and adopted in substitution and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.”

11. To approve the Borrowing Limits along with guarantee or counter-guarantee and in this regard

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT in supersession of the Resolutions passed under Section 293(1) (d) of the Companies Act, 1956 and in pursuant to the provisions of section 180(1) (c) and other applicable provisions of the Companies Act, 2013 (including and statutory modifications(s) or re-enactment thereof, for the time being in force) subject to such approvals, consents, sanctions and permissions, as may be necessary, and that of the Articles of Association of the Company and all other provisions of applicable laws, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise



the powers conferred on the Board by this Resolution) for borrowing from time to time any sum or sums of money on such security and on such terms and conditions as the Board may deem fit, notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company bankers in the ordinary course of business) including rupee equivalent foreign currency loans (such rupee equivalent being calculated at the exchange rate prevailing as on the date of relevant foreign currency agreement) may exceed, at any time, the aggregate of the paid-up capital of the Company and its free reserves, provided however the total amount so borrowed in excess of the aggregate of the paid-up capital of the Company and its free reserves shall not at any time exceed Rs. 500 Crores (Rupees Five Hundred Crores).

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and execute all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company."

12. To mortgage and/or charge any of its movable and / or immovable properties wherever situated both present and future and in this regard

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT in supersession of the Resolutions passed under Section 293(1)(a) of the Companies Act, 1956 and in pursuant to the provisions of section 180(1) (a) and other applicable provisions of the Companies Act, 2013 (including and statutory modification(s) or re-enactment thereof, for the time being in force), and that of the Articles of Association of the Company, consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as 'the Board', which term shall include its Committee(s) constituted for the purpose) to create mortgages/charges on all or any of the movable and/or immovable properties and assets, both present and future, or on the whole or substantially the whole of the undertaking or undertakings of the Company, exclusively or ranking pari-passu with or second or subservient or subordinate to the mortgages/charges, if any, already created or to be created in future by the Company, for securing any loans and/or advances and/or issue of debentures / bonds and/or guarantees and/or any financial assistance or obligations obtained/undertaken/made or that may be obtained/undertaken/made by the Company and/or any one or more of its subsidiary / group companies, both present and that which may be established or acquired by the Company in future, in India or abroad, with power to take over the management, business and undertaking of the Company in certain events of default, on such terms and conditions and at such times and in such form and manner as the Board may deem fit, so that the total outstanding amount at any time so secured shall not exceed the amounts consented by the Company by the Resolution passed at this meeting pursuant to Section 180(1)(c) of the Companies Act, 2013 or up to the higher amount/s as may be so consented by the Company from time to time in future, together with interest thereon, and further interest, costs, charges, expenses, remuneration and other monies payable in connection therewith AND THAT this consent shall also be the consent of the members under and as contemplated by Section 180(1) (a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable rules made there under.



RESOLVED FURTHER THAT the Board be and is hereby authorized to do and execute all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company."

For and on behalf of the Board

Place: Hyderabad

Prabhat Sethia

Date : 03.12.2014

Managing Director

Notes:

1. A member entitled to attend and vote at the Annual General Meeting, is entitled to appoint one or more Proxies, to attend and vote on a poll instead of himself and such proxy need not be a member of the Company. The instrument of proxy, duly stamped and executed for use at the meeting must lodged at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 26th December, 2014 to 30th December 2014 for the purpose of Annual General Meeting.
3. Members holding shares in physical form are requested to inform any changes in their address/ mandate/e-mail address to the company's Registrar and Transfer Agents, M/s. Sharex dynamic (india) Private Limited, Mumbai. Members holding shares in electronic form must submit the information about change in address to their respective Depository participant.
4. Pursuant to the requirements of listing agreement of the Stock Exchange on Corporate Governance, the information about the directors proposed to be reappointed is given in the Annexure to the Notice.
5. Members / proxy holders are requested to bring their copy of the annual report with them at meeting and to produce at the entrance the attached admission slip duly completed and signed, for admission to the meeting hall.
6. In terms of the circular numbers 17/2011 and 18/2011, dt. 21st & 29th April 2011, issued by the Ministry of Corporate Affairs (MCA), Government of India, allowing paperless compliance by the Companies under the "Green Initiative in Corporate Governance", the members of the Company be and hereby requested to register their email address with the Company / depository participants as the case may be with our share transfer agents M/s. Sharex Dynamic (india) Pvt. Ltd.



7. Pursuant to the provisions of Section 109A of the Companies Act, 1956 share holders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form 2B (which will be made available on request) to the M/s. Sharex Dynamic (India) Pvt. Ltd., the Registrars and Share Transfer Agents.
8. Queries on accounts and operations of the Company, if any, may please be sent to the Company at least seven days in advance of the meeting so that the answers may be made readily available at the meeting.
9. Voting through electronic means;

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

b. The instructions for e-voting are as under:

The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com during the voting period.
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) Now enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- (v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used. If you are a first time user follow the steps given below.



(vi) Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Physical Form	For Members holding shares in Demat Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)	
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.	
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account Bank or in the company records for the said demat account or folio.	

*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of your name and the Folio Number in the PAN field. Eg. If your name is Ramesh Kumar with Foilo Number 1 then enter RA00000001 in the PAN field.

Please enter any one of the details in order to login. In case both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on <Company Name> on which you choose to vote.

(xi) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "Resolutions File Link" if you wish to view the entire Resolutions.

(xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.



(xvi) If Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.

(xvii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

(A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

(B) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date>, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

The e-voting period commences on 26th December, 2014 (9:00 am) and ends on 26th December, 2014 (6:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 28-11-2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 28-11-2014.

Mr. Vinod Sakaram, Practicing Company Secretary (Membership No. 023285) and has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding three(3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared in the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

For Item No. 4,5,6,7,8

M. Raghuraj , Mr. Subash Kothari, Mr.D.P. Kelker, Mr. Nortan Bothra, and Mr. Sanjay I Bora is independent director of the Company and have held the positions as such , for more than 5 (five) years.

Securities and Exchange Board of India (SEBI) has also amended Clause 49 of the Listing Agreement inter alia stipulating similar conditions for the appointment of Independent Directors by a Listed Company. Accordingly, it is proposed to appoint D Sarasuram as Independent Directors under Section 149 of the Act and Clause 49 (revised) of the Listing Agreement to hold office for 5 (five) consecutive years from 30th December 2014 to 29th December, 2019.

The Company has received declarations from the appointees that they meet with criteria of Independence as prescribed both under sub-section (6) of Section 149, 164 (not disqualified from being appointed as Directors) of the Act and under Clause 49 of the Listing Agreement.

The Company has received notices in writing from members under Section 160 of the Act proposing the candidature of each of appointee for the office of Directors of the Company.

In the opinion of the Board, the above appointees, fulfils the conditions for appointment as Independent Directors as specified in the Act and Listing Agreement above appointees are independent of the management. The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail services of him as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment for the approval by the shareholders of the Company.

Copy of the draft letters for respective appointment of them as Independent Directors setting out the terms and conditions are available for inspection of the members at the Registered Office of the Company.

The details as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in Annexure to the Notice and they are interested in the resolutions set out respectively at Item Nos. 4,5,6,7 and 8 of the Notice with regard to their respective appointments.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions. The Board recommends the Ordinary Resolutions set out in Item Nos.4,5,6,7, and 8 of the Notice for approval of members of the Company.

For Item No. 9

Mr. Prabhat Sethia was appointed as an Managing Director by the Board with effect from 01st July, 2014 as the Managing Director, of the Company for a period of 5 years with effect from 01st July, 2014, subject to the approval of the shareholders on recommendation of the Remuneration Committee

Mr. Prabhat Sethia, has 25 years of Business in Textile Business.

The Board considers it desirable that the Company should continue to avail itself of the services of Mr. Prabhat Sethia as Director and accordingly commends the Resolution at Item No. 9 for approval by the Members.

The conditions of Mr.Prabhat Sethia's appointment, subject to the approval of the shareholders.

The main terms and conditions relating to the appointment of Mr. Prabhat Sethia as the Managing Director, (MD) are as follows:

(1) Period: From 1st July, 2014 to 30th June, 2018

(2) Nature of Duties:

The MD shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board of Directors from time to time and separately



The Board considers it desirable that the Company should continue to avail itself of the services of Mr. Prabhat Sethia as Director and accordingly commends the Resolution at Item No. 9 for approval by the Members.

The conditions of Mr. Prabhat Sethia's appointment, subject to the approval of the shareholders.

The main terms and conditions relating to the appointment of Mr. Prabhat Sethia as the Managing Director, (MD) are as follows:

(1) Period: From 1st July, 2014 to 30th June, 2018

(2) Nature of Duties:

The MD shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board of Directors from time to time and separately communicated to him and such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and/or joint venture companies and/ or subsidiaries. This includes performing duties as assigned by the Board from time to time by serving on the boards of such associated companies and/or joint venture companies and/or subsidiaries or any other executive body or any committee of such a company for which he may be allowed to receive remuneration as may be determined by the Board of such associated

companies and/or joint venture companies and/or subsidiaries, subject to compliance with the applicable provisions of the prevailing laws and regulations.

(3) A) Remuneration:

(a) Salary : ` 90,000/- per month, with annual increments effective 1st April, each year, as may be decided by the Board, based on merit and taking into account the Company's performance for the year;

(b) Bonus/performance linked incentive, and/or commission based on certain performance criteria laid down by the Board;

(c) Benefits, perquisites and allowances as will be determined by the Board from time to time.

B) Minimum Remuneration:

Notwithstanding anything to the contrary herein contained where in any financial year during the currency of the tenure of MD, the Company has no profits or its profits are inadequate, the Company will pay him remuneration by way of salary, benefits and perquisites and allowances, bonus/performance linked incentive as approved by the Board and to the extent permitted under the Act.

(4) (i) The MD shall not become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.

(ii) The terms and conditions of his appointment may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, irrespective of the limits stipulated under Schedule V to the Act, or any amendments made hereinafter in this regard in such manner as may be agreed to between the Board and him, subject to such approvals as may be required.

(iii) The appointment may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof. (iv) The employment of the MD may be terminated by the Company without notice or payment in lieu of notice:



(a) If the MD is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or joint venture company or associated company to which he is required by the Agreement to render services; or

(b) In the event of any serious repeated or continuing breach (after prior warning) or non-observance by him of any of the stipulations contained in the agreement to be executed between the Company and him; or

(c) In the event the Board expresses its loss of confidence in him.

(v) Upon the termination by whatever means of the MD's employment:

(a) He shall immediately cease to hold offices held by him in any subsidiary or joint venture company or associated company and other entities without claim for compensation for loss of office.

(b) He shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of its subsidiaries or joint venture companies or associated companies. (vi) The MD is being appointed by virtue of his employment in the Company and his appointment is subject to the provisions of Section 167(1)(h) of the Act. He shall be liable to retire by rotation.

(vii) If and when the agreement expires or is terminated for any reason whatsoever, Mr. Prabhat will cease to be the MD and also cease to be a Director. If at any time he ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the MD and the agreement shall forthwith terminate. If at any time, he ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and MD of the Company.

(viii) The terms and conditions of appointment of MD also include clauses pertaining to adherence to the Code of Conduct, intellectual property, non-competition, no conflict of interest with the Company and maintenance of confidentiality.

An abstract of the terms of remuneration of Mr. Prabhat Sethia pursuant to Section 302 of the Companies Act, 1956 was sent to the Members.

Mr. Prabhat Sethia is interested and concerned in the Resolutions mentioned at Item Nos. 9 of the Notice. Other than Mr. Prabhat Sethia, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the resolutions mentioned at Item Nos. 9 of the Notice.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the approval of the Members is sought for the appointment and terms of remuneration of Mr. Prabhat Sethia as MD as set out above.

The Resolution regarding the appointment of the MD at Item No.9 is commended for approval by the Members.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/his relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions. The Board recommends the Ordinary resolution.

For Item No. 10

In order bring the provisions of Articles of Association of the Company in line with the provisions of the New Companies Act, 2013, it is proposed to substitute the whole Articles of Association with the new Set of Articles of Association.



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The Draft Set of Articles of Association of the Company is available for inspection during the business hours of the Company at the Registered office open for inspection.

The Resolution regarding the adoption of new set of Articles of Association is recommend by approval by the Members.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/his relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions. The Board recommends the Ordinary resolution.

For Item No. 11

In Supersession of all the resolutions passed by the members pursuant to the provisions of Section 293(1)(d) of the Companies Act, 1956, authorised the Board of Directors of the Company to borrow from time to time, a sum of money (apart from temporary loans obtained from bankers in the ordinary course of business) in excess of the aggregate of the paid-up capital of the Company and its free reserves, provided that, the sum or sums so borrowed and remaining outstanding at any time shall not exceed 500 crores (Rupees Five Hundred crores only).

Section 180(1)(c) of the Companies Act, 2013 effective from 12th September, 2013 requires that the Board of Directors shall not borrow money in excess of the Company's paid-up share capital and free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, except with the consent of the Company accorded by way of a Special Resolution.

It is, therefore, necessary for the members to pass a Special Resolution under Section 180(1)(c) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 11 of the Notice, to enable to the Board of Directors to borrow money in excess of the aggregate of the paid-up share capital and free reserves of the Company. Approval of members is being sought to borrow money upto Rs.500 Crore (Rupees five hundred crores only).

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in the resolution except to their extent of share holding in the Company.

Your Directors recommend the Special resolution set out in Item No. 8 of the Notice for approval of members of the Company.

For Item No. 12

In Supersession of all the resolutions passed by the members pursuant to the provisions of Section 293(1)(a) of the Companies Act, 1956, empowered the Board of Directors to hypothecate/mortgage and/or charge in addition to the hypothecations/mortgages and/or charges created by the Company, all or any part of the movable and/ or immovable properties of the Company, wherever situated both present and future, and/ or create a floating charge on all or any part of the immovable properties of the Company, to secure the borrowings of the Company, within the overall ceiling prescribed by the Members of the Company in terms of Section 293(1)(d) of the Companies Act, 1956.



In the normal course of business, the Company from time to time is required to avail Term Loans, Working Capital, External Borrowings or any other financial accommodation. A charge on the assets/properties of the Company, both present and future, is normally given as security for such borrowings. As the documents to be executed for the creation of such charge/mortgages from time to time to secure such borrowings, may contain the power to take over the management of the Company in certain events, it is necessary for the shareholders to pass a resolution under section 180(1)(a) of the Companies Act, 2013 for the creation of the mortgage/charge as set out in this resolution.

Under the provisions of Section 180 (1) (a) of the Companies Act, 2013, the above powers can be exercised by the Board only with the consent of the shareholders obtained by a Special Resolution. Further, as per a clarification issued by the Ministry of Corporate Affairs, the Ordinary Resolution earlier passed under Section 293 (1) (a) of the Companies Act, 1956 will remain valid for a period of one year from the date of notification of Section 180 of the Companies Act, 2013, i.e. up to 11th September, 2014. As such, it is necessary to obtain fresh approval of the shareholders by means of a Special Resolution, to enable the Board of Directors of the Company to create charge/ mortgage/ hypothecation on the Company's assets, both present and future, in favour of the lenders/ trustees for the holders of debentures/ bonds, to secure the repayment of moneys borrowed by the Company. As the documents to be executed between the Company and the lenders may contain the power to take over the management of the Company in certain events, it is necessary to obtain Members' approval under Section 180 (1) (a) of the Companies Act, 2013, by way of a Special Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in the resolution except to their extent of share holding in the Company. Your Directors recommend the Special resolution set out in Item No. 9 of the Notice for approval of members of the Company.

For and on behalf of the Board

Place : Hyderabad.
Date : 03rd December 2014

Prabhat Sethia
Managing Director



FILATEX FASHIONS LTD.

Annual Report 2013-2014

DIRECTOR'S REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 20th Annual Report of the Company for the financial year ended 31st March 2014.

DIVIDEND

Your directors express their inability to recommend any dividend for the financial year 2013-2014.

PUBLIC DEPOSITS

Your Company has not accepted any deposits falling within the meaning of Sec.58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, during the financial year under review.

LISTING

The equity shares of your company are listed on Bombay Stock Exchange Limited.

CODE OF CONDUCT

The Code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them. A declaration signed by the Managing Director is given in Annexure.

STATUTORY AUDITORS

M/s. N.G. Rao & Associates, Chartered Accountants, the Statutory Auditors of the Company retire at the conclusion of the ensuing Annual General Meeting and have confirmed their eligibility by submitting a Certificate under Section 139 of the Companies Act, 2013 and willingness to accept office, if re-appointed. Hence M/s. N.G. Rao & Associates, are hereby recommended for re- appointment as Statutory Auditors of the Company till the conclusion of the fourth consecutive Annual General meeting.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement Under Section 217 (2AA) of the Companies Act 1956, with respect to the Directors' Responsibility Statement, it is hereby confirmed by the Board that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) Appropriate accounting policies have been selected and applied them consistently and have made judgment 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 loss of the company for the financial year ended 31st March, 2011.
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv) Directors had prepared the annual accounts on a going concern basis.



MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis (MDA) of the Company for the year under review is attached to and forms part of this report.

PARTICULARS OF EMPLOYEES

Your Company has no employee whose salary exceeds the limits prescribed under Section 217 (2A) of the Companies Act, 1956.

Information pursuant to the companies (Disclosure of particulars in the report of the Board of Directors) Rules, 1988.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

A. CONSERVATION OF ENERGY

- (a) Energy Conservation measures taken: Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy- efficient computers and purchase of energy efficient equipment.
- (b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy: Nil
- (c) Impact of the measures (a) and (b) above for energy consumption and consequent impact on the cost of production of goods: Nil

B. TECHNOLOGY ABSORPTION

Research and Development (R & D)

- 1. Specific areas in which R & D carried out by the Company
The company continues to focus on R & D activities for developing and improving the quality and enhancing the benefits by adding new machines and technology
- 2. Benefits derived as a result of the R & D
Research and development of new services & processes will continue to be of importance to your company.
- 3. Future plan of Action
The Company continues to strive for development of new products and improving the existing ones in order to meet the changing requirements and to cater to customer needs.
- 4. Expenditure on R & D
The company has not incurred any capital expenditure except a small amount towards salaries related to R & D
- 5. Technology Absorption, Adaptation and Innovation: Company is planning to negotiate a new brand name.



FILATEX FASHIONS LTD.

Annual Report 2013-2014

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

CORPORATE GOVERNANCE

The Report on Corporate Governance along with the certificate from the Statutory Auditors certifying the compliance of Corporate Governance as per Clause 49 of the Listing Agreement with the Stock Exchanges is included in the Annual Report.

ACKNOWLEDGMENTS

Your Directors are pleased to place on record their sincere appreciation to the Company's Bankers, employees, customers, suppliers and shareholders for their valuable support and co-operation.

DECLARATION BY MANAGING DIRECTOR OF AFFIRMATION BY DIRECTORS AND SENIOR MANAGEMENT PERSONNEL OF COMPLIANCE WITH THE CODE OF CONDUCT

The shareholders,

I Prabhat Sethia, Managing Director of the Company do hereby declare that the directors and senior management of the Company have exercised their authority and powers and discharged their duties and functions in accordance with the requirements of the code of conduct as prescribed by the company and have adhered to the provisions of the same.

Place : Hyderabad
Date : 03.12.2014

For and on behalf of the Board of
Directors of Filatex Fashions Limited

Prabhat Sethia
Managing Director



Independent Auditor's Report

To the Members of Filatex Fashions Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Filatex Fashions Limited („the Company“) which comprise the balance sheet as at 31 March 2014, the statement of profit and loss and the cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 (“the Act”) read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) in the case of the balance sheet, of the state of affairs of the Company as at 31 March 2014;
- (ii) in the case of the statement of profit and loss, of the profit for the year ended on that date; and
- (iii) in the case of the cash flow statement, of the cash flows for the year ended on that date.



FILATEX FASHIONS LTD.

Annual Report 2013-2014

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. the balance sheet, statement of profit and loss and cash flow statement dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the balance sheet, statement of profit and loss and cash flow statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.; and
 - e. on the basis of written representations received from the directors as on 31 March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

for NG Rao & Associates

Chartered Accountants

Firm's registration number: 009935

G Nageswara Rao

Partner

Membership number: 207300

Hyderabad

Date: 03-12-2014



Annexure to the Auditors' Report

The Annexure referred to in our report to the members of Filatex Fashions Limited („the Company“) (for the year ended 31 March 2014. We report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular programme of physical verification of its fixed assets yearly. In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification.

(c) No Fixed assets were disposed off during the year.

(ii) (a) The Company has not granted loans to bodies corporate covered in the register maintained under section 301 of the Companies Act, 1956 („the Act“).

(b) The Company has not taken any loans, secured or unsecured from companies, firms or parties covered in the register maintained under section 301 of the Act. Accordingly, paragraphs 4(iii)(e) to 4(iii)(g) of the Order are not applicable.

(iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of fixed assets and sale of goods. We have not observed any major weakness in the internal control system during the course of the audit.

(v) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.

(vi) The Company has not accepted any deposits from the public.

(vii) In our opinion, the Company has no internal audit system commensurate with the size and the nature of its business.

(viii) The Central Government of India has not prescribed the maintenance of cost records under Section 209(1)(d) of the Act for any of the products manufactured by the Company.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company having the following Statutory dues

Sales Tax Payable – Rs. 8,13,974/-

TDS Payable – Rs. 16,77,969/-

(x) The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xi) The Company did not have any outstanding dues to any financial institution, banks or debenture holders during the year.

(xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion and according to the information and explanations given to us, the Company is not a chit fund/ nidhi/ mutual benefit fund/ society.

(xiv) According to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments.



FILATEX FASHIONS LTD.

Annual Report 2013-2014

- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
- (xvi) The Company did not have any term loans outstanding during the year.
- (xvii) The Company has not raised any funds on short-term basis.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) The Company has not raised any money by public issues during the year.
- (xxi) According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.

for NG Rao & Associates

Chartered Accountants
Firm's registration number: 009935

G Nageswara Rao

Partner
Membership number: 207300

Hyderabad-03-12-2014



A. MANDATORY REQUIREMENTS

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

M/s. Filatex Fashions Limited is committed to good corporate governance and always strives to improve performance at all levels by adhering to corporate governance practices, such as managing its affairs with diligence, transparency, responsibility and accountability. The Board of Directors of the Company believes in a good corporate governance practice, which enables the management to direct and control the affairs of the Company in an efficient manner, so as to achieve the Company's goal of maximizing value for all its stakeholders. The Company has a strong legacy of fair, transparent and ethical governance practices.

The company's core philosophy on the code of corporate governance is to ensure: Fair and transparent business practices.

Accountability for performance. Compliance of applicable statute

Transparent and timely disclosure of financial and management information.

Effective management control and monitoring of executive performance by the Board.

Adequate representation of professionally qualified non executive and independent Directors on Board.

We have pleasure in reporting that requirement of Stock Exchange Regulations and the provisions of the Listing Agreement, the compliance report on the corporate governance have been complied with in all features.

II. BOARD OF DIRECTORS

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Memberships held by them in other companies is given below. Other Directorships do not include alternate Directorships, Directorships of Private Ltd Companies and of Companies incorporated outside India. Chairmanship/Membership of Board Committees includes Membership of Audit, Remuneration and Shareholders/Investors Grievance Committees.

COMPOSITION

The Board represents an optimum mix of professionalism, knowledge and experience. As on March 31, 2014, we had a total strength 6 Directors in the Board, comprising of: 1 Executive Directors and 5 Non-executive Directors (all the 5 of them are Independent Directors). The Company immensely benefits from the professional expertise of the independent Directors. The Board has an adequate combination of Executive, Non-Executive and Independent Directors.



Table : 1 Key information pertaining to Directors as on 31st March, 2014

	Mr. Prabhat Sethia	Mr. Subhash Kothari	Mr. D.P.Kelkar	Mr. Nortam Bothra	Mr. Raghu Raj	Mr. Sanjay Ishwarlal Bora
Category	Managing Director.	Independent Non-Executive Director	Independent Non-Executive Director	Independent Non-Executive Director	Independent Non-Executive Director	Independent Non-Executive Director
Date of appointment	08/03/1994	-	-	03/09/1998	22/01/2003	30/01/2009
Directorship in other Public Companies	-	-	-	-	-	-
Chairmanship in Committees of Board of other Companies	-	-	-	-	-	-
Membership in Committees of Board of other Companies	-	-	-	-	-	-
No. of Board Meetings held/attended	8/8	8/NIL	8/1	8/5	8/6	8/7
Attendance at the last AGM held on Sept.30,2011	Yes	No	No	Yes	Yes	Yes

BOARD MEETINGS

Our Secretarial Department in consultation with the Key Managerial Personnels, Executive Directors and with Board Governance decided the dates on Board Meetings, the schedule of Board Meeting and Board Committee Meetings are communicated in advance to all the Directors to enable them to schedule their meetings. Our Board met Seven times in the Financial Year 2013-14.

**Details of the Directors seeking re-appointment**

Mr. Sanjay Ishwarlal Bora and Mr. Raghu Raj Directors retire by rotation at this Annual General Meeting and seeking re-appointment.

The Agenda and Explanatory notes, is prepared in consultation with the Chairman and Managing Director for each meeting and circulates the same in advance to the Directors. A tentative annual calendar for the meetings of the Board and Audit Committee to be held in each quarter has been circulated to facilitate and assist the Directors to plan their schedules for the meetings for meaningful, informed and focused decisions. Every Director is free to suggest the inclusion of items on the agenda. The Board meets at least once in every quarter to review the quarterly results and other items on the agenda. The Board is given presentation covering industry environment, project implementation, project financing and operations of the Company. Additional meetings are held, when necessary. The draft minutes of the proceedings of the Board of Directors are circulated in advance and the comments, if any, received from the Directors are incorporated in the minutes in consultation with the Chairman. Senior executives are invited to provide additional inputs at the Board Meeting for the items being discussed by the Board of Directors, as and when necessary.

The Company has an effective post meetings follow up, review and reporting process mechanism for the decisions taken by the Board/Committees. Action taken report on decisions of the previous meeting(s) is placed at the immediately succeeding meeting of the Board/Committee for noting by the members. The Company Secretary while preparing the agenda notes, minutes etc., of the meeting is responsible for and is required to ensure adherence to all applicable laws, rules, regulations including the Companies Act, 1956 read with rules made there under.

III. AUDIT COMMITTEE

a) The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements with the Stock Exchanges read with Section 292A of the Companies Act, 1956. The Functions of Audit Committee include:

Overseeing of the Company's financial reporting process and disclosure of its financial Information to ensure that the financial statements are correct, sufficient and credible. Reviewing the adequacy of internal audit functions.

Reviewing the quarterly and annual financial statements before submission to the Board. Reviewing the adequacy of internal control and their compliance thereof.

Reviewing the Company's financial and risk management policies.

b) The Composition of the Audit Committee:

Mr. D P Kelkar – Member Mr. Sanjay Ishwarlal Bora – Member Mr. Nortan Bothra* – Chairman

c) Meetings and Attendance:

Four Audit Committee Meetings were held during the year. The maximum gap between any two meetings is not more than 4 months.

No. of Board Director	No. of Audit Committee meetings	
	Held	Attended
Mr. D P Kelkar – Member	4	3
Mr. Sanjay Ishwarlal Bora – Member	4	3
Mr. Nortan Bothra – Chairman	4	1



IV. REMUNERATION COMMITTEE

a) The broad terms of reference of the Remuneration Committee are as under :

To approve the remuneration and commission / incentive remuneration payable to the Managing Director / Executive Directors for each financial year.

To approve the remuneration and Annual Performance Bonus payable to the Chief Finance Officer and the Vice Presidents of the Company for each financial year.

Such other matters as the Board may from time to time request the Remuneration Committee to examine and recommend / approve.

b) The composition of the Remuneration Committee is given below :

1. Mr. D P Kelkar – Member
2. Mr. Sanjay Ishwarlal Bora – Chairman
3. Mr. Nortan Bothra* – Member

c) Attendance during the year

No Remuneration Committee Meetings was held during the year

d) The Remuneration policy of the Company is summarized as follows:

For Managing Director:

Particulars	Mr. Prabhat Sethia
Salary	Rs.90,000
Commission	Nil
Perquisites	Nil
Total	Rs.90,000

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The total remuneration, subject to shareholders approval consists of
 A fixed component consisting of salary, allowances, perquisites and Fixed % of Commission on the net profits of the Company calculated in accordance with Section 349 of the Companies Act, 1956 and benefits which are in line with the Company's rules for senior managerial personnel

For Non Executive Directors

Sitting fees is not paid as per the Companies Act, 1956 and the Articles of Association of the Company, for attending meetings of the Board or any committees of the Board. Directors are also reimbursed actual travel costs and incidental expenses incurred for attending such meetings or in connection with the Company's business.

V. SHAREHOLDER'S / INVESTORS GRIEVANCE AND SHARE TRANSFER COMMITTEE

a) A Shareholders / Investors Grievance Committee of Directors reviews the following:

Transfer/transmission of shares / debentures

Issue of duplicate share certificates

Review of shares dematerialized and all other relevant matters

Monitors expeditious redressal of investor's grievances

Non receipt of Annual Reports and declared dividend

All other matters related to shares/debentures

b) The Constitution of Shareholders/Investors Grievance Committee is as follows:

Mr. D P Kelkar – Membar
 Mr. Sanjay Ishwarlal Bora – Member
 Mr. Nortan Bothra – Chairman

No. of Board Director	No. of Audit Committee meetings	
	Held	Attended
Mr. D P Kelkar – Member	4	3
Mr. Sanjay Ishwarlal Bora – Member	4	3
Mr. Nortan Bothra – Chairman	4	1



c) Name and Address of Compliance Officer

Prabhat Sethia
Compliance Officer
My Fair gardens, 8-2-682/3/A/& 3B Flat No. 201, 2nd Floor,
Road No.12, banjara Hills, Hyderabad – 500 034
Tel: +91 40 6674 8931 Fax: +91 40 6674 8930
E Mail: filatex_investors@yahoo.co.in, unisox@yahoo.com

VI. GENERAL BODY MEETINGS

A) Annual General Meeting

Location, date and time of last three Annual General Meetings (AGMs) and Special Resolutions passed thereat:

Year	Location, Date and Time
2012-13	My Fair gardens, 8-2-682/3/A/& 3B, Flat No. 201, 2nd Floor, Road No.12, 30/09/2011 banjara Hills, Hyderabad – 500 034 11:30AM
2011-12	My Fair gardens, 8-2-682/3/A/& 3B, Flat No. 201, 2nd Floor, Road No.12, 30/09/2011 banjara Hills, Hyderabad – 500 034 11:30AM
2010-11	My Fair gardens, 8-2-682/3/A/& 3B, Flat No. 201, 2nd Floor, Road No.12, 30/09/2011 banjara Hills, Hyderabad – 500 034 11:30AM

B) Extra-ordinary General Meetings

Year	Location	Date and Time	Special Resolution Passed
	NIL		

C) Postal Ballot:

During the year 2013 – 2013, No Postal Ballot resolutions are passed

D) Any special resolution(s) are proposed to be conducted through postal ballot

No Postal Ballot resolutions are proposed to be conducted through postal ballot.

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**VII. DISCLOSURES**

(I) Disclosure of material, financial and commercial transactions where management has personal interest that may have a potential conflict with the interest of the company at large

During the year 2013-14, no transactions of material nature had been entered into by the Company with the Management or their relatives that may have a potential conflict with interest of the Company. None of the Non-Executive Directors have any pecuniary material relationship or material transactions with the Company for the year ended March 31, 2014, and have given undertakings to that effect.

Details of transactions of a material nature with any of the related parties (including transactions where Directors may have a pecuniary interest) as specified in Accounting Standard 18 of the Companies (Accounting Standards) Rules, 2006, have been reported in the Notes to the Accounts and they are not in conflict with the interest of the Company at large.

Register under Section 301 of the Companies Act, 1956 is maintained and particulars of transactions are entered in the Register, wherever applicable.

Such transactions are provided to the Board, and the interested Directors neither participate in the discussion, nor do they vote on such matters.

(ii) Details of non-compliance by the company, penalties, and strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

- NIL -

(iii) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause.

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement are being reviewed from time to time.

The results are also displayed on the Company's web site www.filatexfashionltd.com Official news releases, presentations made to media are displayed on the Company's website.

Management Discussion and Analysis detailed report is forming part of this Annual Report.

IX. GENERAL SHAREHOLDER INFORMATION**a) Annual General Meeting :**

Financial Year	:	2013-14
Date	:	30.12.2014
Time	:	12.30 AM.
Venue	:	My Fair gardens, 8-2-682/3/A/& 3B, Road No.12,Banjara Hills, Hyderabad – 500 034
Dividend Payment	:	Nil
Financial Calendar (tentative)	:	Financial Year April 01, 2013 to March 31, 2014

Calendar for Reporting

Quarter Ending	Release of Results
June 30, 2013	August 14, 2013
September 30, 2013	November 14, 2014
December 31, 2013	February 14, 2014
March 31, 2014	May 14, 2014



instead of publishing quarterly results, the Company may also opt to publish Audited Annual Accounts within 60 days from the end of the financial year as per Stock Exchange Guidelines.

b) Dates of Book Closure :

The Books shall be closed from December 26, 2014 to December 30, 2014 (both days inclusive) for the purpose of the ensuing Annual General Meeting. The dividend, if approved by the shareholders at the Annual General Meeting, shall be paid to all shareholders whose names appear:

c) Listing on Stock Exchanges:

The shares of the Company are listed on The Bombay Stock Exchange.

The Company confirms that it has paid annual listing fees due to the stock exchange for the financial year 2013-2014.

d) Stock Code:

(I) Trading Symbol

Exchange	Scrip Code	Scrip ID
Bombay Stock Exchange Limited	532022	FILATFLASH

Comparative performance: Not Applicable

f) Registrar and Transfer Agents : (RTA)

SHAREX DYNAMIC (INDIA) PRIVATE LIMITED

Unit: Filatex Fashions Limited

Unit No.1, Luthra Ind. Premises, Andheri Kurla, Road, Safed Pool, Andheri (E), Mumbai - 400072

Tel: 022 - 2851 5606, 2270 2485, Fax: 022 - 2851 2885, 2264 1349

Email: sharexindia@vsnl.com

Website: www.sharexindia.com

g) Share Transfer System

Transfers of shares held on dematerialized form shall be made through the Depository without any involvement of the Company. As regards transfer of shares held in physical form, the request for transfer can be lodged with the Registrar of Companies. The request for transfer in physical form are normally processed on receipt, if the documents are complete in all respects. The Directors, the Chief Finance Officer and the Company Secretary are severally empowered to approve transfers.

h) Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity

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

m) Address for Correspondence:

Prabhat Sethia

BO Managing Director & Compliance Officer

Our My Fair gardens, 8-2-682/3/A/& 3B Flat No. 201, 2nd Floor,

Boa Road No.12, banjara Hills, Hyderabad - 500 034

Me: Tel: +91 40 6674 8931 Fax: +91 40 6674 8930

Boa E Mail: filatex_investors@yahoo.co.in



n) Unpaid / Unclaimed dividend

Pursuant to the provisions of Section 205A (5) of the Companies Act, 1956, dividend which remains unpaid or unclaimed for a period of seven years from the date of its transfer to unpaid dividend account, is required to be transferred by Company to the Investor Education and Protection Fund, established by the Central Government under the provisions of Section 205C of the Companies Act, 1956.

CEO / CFO CERTIFICATION

To
The Board of Directors
FILATEX FASHIONS LIMITED

We, the undersigned, in our respective capacities as Managing Director and Chief Finance Officer of FILATEX FASHIONS LIMITED ("the Company"), to the best of our knowledge and belief certify that:

a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:

- i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the applicable accounting standards, applicable laws and regulations.

b) There are to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have indicated to the Auditors and the Audit Committee:

- i) significant changes in internal control over financial reporting during the year;
- ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

e) We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.

Place : Hyderabad

Date : 01/09/2014



FILATEX FASHIONS LTD.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

To
The Members of Filatex Fashions Limited

As required under Clause 49(I)(D) of the Listing Agreement with the Stock Exchanges, I hereby confirm that the Company has adopted a Code of Conduct for all Board Members and Senior Management and the same has been placed on the Company's website. All Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct in respect of the financial year ended 31st March, 2014.

Place : Hyderabad
Date : 01/09/2014

For and on behalf of the Board of Directors of
Filatex Fashions Limited

SD/-
Prabhat Sethia
Managing Director

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FILATEX FASHIONS LTD.

Annual Report 2013-2014

FILATEX FASHIONS LIMITED
Balance Sheet as at March 31, 2014

Particulars	Notes	2014	2013
EQUITY AND LIABILITIES			
1. Share holder's funds			
Shares Capital	1.1	69022725	69022725
Reserves and Surplus	1.2	112680744	111483520
Share Application Money Pending Allotment		---	---
2. Non - current liabilities			
Long -term borrowings	2.0	39142760	33617197
Other long - term liabilities		-----	-----
Long term provisions		-----	-----
Deferred tax Liability		709469	709469
3. Current Liabilities			
Short term borrowings		-----	-----
Trade Payable	3.1	352274802	113332761
Other current liabilities	3.2	35627259	32105730
Short - term provisions	3.3	-----	-----
		609457758	360271402
ASSETS			
Non - current assets			
4. Fixed Assets			
Tangible assets	4.0	49225132	54785044
Intangible Assets		-----	-----
Capital work - in progress		13500000	13500000
Non Current Investments		-----	-----
Deferred Tax Assets (net)		-----	-----
5. Long term Loans and advances	5	20324815	20324815
6. Other Non Current Assets	6	16478654	16478654
7. Current Assets			
Current Investments		-----	-----
Inventories	7.1	47721909	37542390
Trade Receivables	7.2	456920898	214599347
Cash and cash Equivalents	7.3	5286350	3041152
Short - term loan and advances		-----	-----
Other current assets		-----	-----
		609457758	360271402

Summary of significant accounting policies

The accompanying notes are an integral part of the financials statements.

FOR AND ON BEHALF OF THE BOARD DIRECTORS

For N.G. RAo & Associates
Chartered Accountants,
Sd/-
G.Nageswara Rao
Partner

(PRABHAT SETHIA)
MANAGING DIRECTOR

Sd/-
Sanjay I Bora
Director

Place : Hyderabad
Date: 03-12-2014



FILATEX FASHIONS LTD.

Annual Report 2013-2014

FILATEX FASHIONS LIMITED
Statement of Profit and Loss for the year ended March 31 - 2014

Particulars	Notes	2014	2013
Revenue			
Revenue from Operation	8	258044440	387025445.5
Less : Excise Duty		-----	-----
		258044440	387025445.5
Other Income	9	141625	62100
		258186065	387087545.5
Expenses			
Cost of Materials Consumed	10	236745189	362758436
Change in inventories of Finished Goods, work-in-Progress	11	-1237517	-502190
Employee Benefits expense	12	3233685	3222949
Finance Cost	13	1343452	6344231
Depreciation & Amortisation Expense	14	6649312	6216308
Other expenses		10254720	8441266
		256988841	386481000
Profit before Exceptional and extraordinary items and Taxation		1197224	606545
Exceptional items			
Profit before Taxation		1197224	606545
Tax Expense		-----	-----
Current Tax		-----	-----
Deferred Tax Charge			
Profit / (Loss) for the period from continuing operation		1197224	606545.41
Profit / (Loss) from discontinuing operation		-----	-----
Tax expense of discontinuing operations		-----	-----
Profit / (Loss) from discontinuing operations (after tax)			
Profit for the period		1197224	606545.41
Basic / Diluted Earnings Per Share (Face Value of Rs. 10 each)			
Summary of significant accounting policies			
The accompanying notes are an integral part of the financials statements.			

FOR AND ON BEHALF OF THE BOARD DIRECTORS

For N.G. RAo & Associates
Chartered Accountants,
Sd/-

Sd/-

G.Nageswara Rao
Partner

(PRABHAT SETHIA)
MANAGING DIRECTOR

Sanjay I Bora
Director

Place : Hyderabad
Date: 03-12-2014



FILATEX FASHIONS LIMITED
Cash Flow statement for the year ended March 31-2014

Particulars	2014	2013
A. Cash Flow from Operating activities		
profit before Exceptional and Other Non-Recurring Items and Taxation from continuing operations	1,197,224.229	606,545.410
Adjustments for		
Depreciation	6,649,312.371	6,216,308.000
unrealised Foreign Exchange Loss / (Gain)		
Bad Debts / Advances written off		
Loss / (Gain) on Fixed Assets Sold / Written off (Net)		
Liabilities no longer required written back		
Provision for Doubtful Debts / Advances / Deposits (Net)		
Provision - Others		
Interest Expense and Finance Charges	1,343,451.840	6,344,231.170
Interest Income		
	<u>9,189,988.440</u>	<u>13,167,084.580</u>
Operating profit before working capital Changes	9,189,988.440	13,167,084.580
(Increase)/decrease in Trade and other receivables(242,321,551.480)		88.843
(Increase)/decrease in Inventories (10,179,519.000)		(9.537)
(Increase)/decrease in Trade payables 242,463,569.500		(99.808)
	<u>(10,037,500.980)</u>	<u>(20.502)</u>
Cash generated from operation	(847,512.540)	13,167,064.078
Direct taxes paid		
Fringe Benefit taxes paid		
Exceptional and Other Non-Recurring Items	<u>(847,512.540)</u>	<u>13,167,064.078</u>
Cash generated / (used in) from operations	(847,512.540)	13,167,064.078
B. Cash Flow from investing activities		
Purchase of fixed assets	13,500,006.775	8.763
Sale of fixed assets		
Finance Lease Payments	1,343,451.840	6,344,231.170
Purchase of long term investments		
Consideration paid on acquisition of shares		
Investment in an Associate		
Disposal of Investment in Subsidiary		
Loans given to Subsidiaries		
Realisation of Loans from Subsidiaries		
Interest received		
Dividend received		
Net cash used in investing activities	14,843,458.615	6,344,239.933
C. Cash Flow from financing activities		
Proceeds / (Repayment) of long term loans:	5,525,562.718	15.846



FILATEX FASHIONS LTD.

Annual Report 2013-2014

FILATEX FASHIONS LIMITED

Cash Flow statement for the year ended March 31-2013

Particulars	2014	2013
Proceeds		
Repayment		
Proceeds/(Repayment) of fixed deposits		
Proceeds / (Repayment) of short term loans		
Repayment of short term loan		
Working Capital Loan / Cash Credit from Banks (net)		
Interest and finance Charges paid		
Interest and finance Charges paid [(including on Finance lease Rs .xxx Million (2010:"Rs xxx Million)]		15.846
Dividends paid		
Corporate Tax on distributed profit	5,525,562.718	
Net cash used in financing activities	(10,165,408.437)	(6,822,839.991)
Net (Decrease)/Increase in cash and cash equivalents	6,822,848.650	8.659
Cash and cash equivalents as at March"31, 2011		
Cash and Cash Equivalents of Transferor companies		6,822,848.650
Cash and cash equivalents as at March 31, 2012	(3,342,559.787)	

*Refer Note 9.4

Notes:

- The above Cash Flow Statement has been compiled from and is based on the Balance Sheet as at March 31st, 2012 and the related Profit and Loss Account for the year ended on that date.
- The above cash flow statement has been prepared under the indirect method as set out in the Accounting Standard - 3 on Cash Flow Statements as notified under Section 211(3C) of the Companies Act, 1956 and reallocation required for this purpose are as made by the Company.
- Previous year's figures have been regrouped wherever necessary in order to conform to this year's presentation.

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



**FILATEX FASHIONS LIMITED
SCHEDULES TO ACCOUNTS**

Particulars	2014		2013	
1. 1. Share Capital				
Authorised .				
1,60,00,000 Equity Shares of Rs.5/- each	80000000		80000000	
Preference Shares of Rs. 10/- each	0.000		0.000	
	<u>80000000</u>		<u>80000000</u>	
Issued, Subscribed and Paid-up				
1,38,04,545 Equity Shares of RS.5/- each fully paid up.	69022725		69022725	
	<u>69022725</u>		<u>69022725</u>	
a. Reconciliation of the number of shares outstanding				
	<u>No. of Shares</u>	<u>2014</u>	<u>No. of Shares</u>	<u>2013</u>
Number of equity shares at the beginning	13,804,545		13,804,545	
Add: Equity shares issued to shareholders of the puruant to th scheme of Amalgamation	0		0	
Number of equity shares at the end	<u>13,804,545</u>	<u>0.000</u>	<u>13,804,545</u>	<u>0.000</u>
b. Terms and rights attached to equity shares				
c. Shares held by holding / ultimate holding company and / or their subsidiaries / associates				
	_____		_____	
	_____		_____	
d. Details of shareholders holding more than 5% shares in the company				
		<u>No. of Share!</u>	<u>% of Holding</u>	
		_____	_____	
		_____	_____	
1.2 Reserves and Surplus		<u>2014</u>	<u>2013</u>	
General Reserve				
As per last Balance Sheet	52067265		52067265	
Add : Addition during the Year	52067265		52067265	
Surplus as per Profit and Loss account				
As per last Balance Sheet	59416255	----	58810000	----
Add : Profit for the year	1197224	----	606255	----
	<u>60613479</u>	----	<u>59416255</u>	----
Less : Appropriations :	0	----	0	----
Transfer to General Reserve	-----		-----	
	<u>60613479</u>		<u>59416255</u>	
	<u>112680744</u>		<u>111483520</u>	



**FILATEX FASHIONS LIMITED
SCHEDULES TO ACCOUNTS**

Particulars	2014	2013
2. Non - Current Liabilities		
2.1 Long-term Borrowings		
Secured		
Deferred Payment Liabilities		5122207
Finance Lease	1489140	
Unsecured		
Fixed Deposits	37653620	28494990
Inter Corporate Deposit		
	<u>39142760</u>	<u>33617197</u>
3.1 Trade Payables		
Dues to Micro and Small Enterprises		
Trade Payables (Including acceptances)	352274802	113332761
Dues to Related Parties		
	<u>352274802</u>	<u>113332761</u>
3.2 Other Current Liabilities		
Current maturities of		
Long-term borrowings	6208800	6208800
Finance Lease obligations	22356365	21206365
Due to Directors	272431	542896
Employee payables	813974	452454
Sales tax payable	1677969	1335580
TDS payable	4297719	2359635
Other Liabilities		
	<u>35627259</u>	<u>32105730</u>
3.3 Short-term Provisions		
Provision for Income Tax		
5 Long term Loans and Advances		
(Unsecured, Considered good unless stated otherwise)		
Capital Advances	19908350	
Security Deposits		416465
Considered Good	416465	416465
Considered Doubtful	416465	416465
	<u>416465</u>	<u>416465</u>
Less: Provision for doubtful Depc	--	--
	416465	--
Other Advances	--	--
Less : Provision for doubtful ad	--	--
	<u>--</u>	<u>--</u>
	20324815	--

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**FILATEX FASHIONS LIMITED
SCHEDULES TO ACCOUNTS**

Particulars	2014	2013
6. Other non-Current Assets		
Unsecured		
(i) Long-term Trade Receivables - Considered Good	16478654	15478654
- Considered Doubtful		
	<u>16478654</u>	<u>15478654</u>
Less: Provision for Doubtful Debts	<u>16478654</u>	<u>15478654</u>
	<u>16478654</u>	<u>15478654</u>
7. Current Assets		
7.1 Inventories		
(Valued at lower of Cost and Net Realisable Value)		
Raw Materials (including materials in transit)	43585202	34643200
Work-in-Progress	552502	636690
Finished goods (including goods in transit)	3584205	2262500
	<u>47721909</u>	<u>37542390</u>
7.2. Trade Receivables		
(Unsecured, considered good unless stated otherwise)		
Exceeding six months:		
Considered Good	306650832	0
Considered Doubtful		
	<u>306650832</u>	<u>0</u>
Others: Considered Good*	150270066	214599347
	<u>456920898</u>	<u>214599347</u>
Less: Provision for Doubtful Debts		
	<u>456920898</u>	<u>214599347</u>

* includes due from related parties - Rs xxx Million

**FILATEX FASHIONS LIMITED
SCHEDULES TO ACCOUNTS**

Particulars	2014	2013
7.3 Cash and Cash Equivalents		
Balances with Banks:		
On Current accounts	623250	898968
Cash on Hand	915000	915000
	3748100	1227184
	<u>5286350</u>	<u>3041152</u>
8. Revenue from Operations		
Sales (Gross)	258044440	38702544515
	<u>258044440</u>	<u>38702544515</u>
9 Other Income		
Profit on Sale of Fixed Assets. (Net)	0.00	0.000
Miscellaneous	141625	62100
	<u>141625</u>	<u>62100</u>
10 Cost of Materials Consumed		
Raw Materials Consumed	235712298	362092517
Packing Materials Consumed	1032891	665919
	<u>236745189</u>	<u>362758436</u>
11 Changes in inventories of Finished Goods and Work-in-Progress		
Opening Stock:		
Work-in-Progress	636690	210000
Finished Goods	2262500	2187000
Traded Goods		
	<u>2899190</u>	<u>2397000</u>
Closing Stocks		
Work-in-Progress	552502	636590
Finished Goods	3584205	2262500
Traded Goods		
	<u>4136707</u>	<u>2899190</u>
	<u>-1237517</u>	<u>-502190</u>

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**FILATEX FASHIONS LIMITED
SCHEDULES TO ACCOUNTS**

Particulars	2014	2013
12 Employee Benefits Expenses		
Salaries and Wages	3233685	3222949
	<u>3233685</u>	<u>3222949</u>
13 Finance Cost		
Interest	1343452	6344231
	<u>1343451.84</u>	<u>6344231</u>
14 Other Expenses		
Power and Fuel	5277110	3108113
Rent	1080000	1080000
Repairs and Maintenance:	165601	703758
Directors Remuneration	900000	900000
Insurance	49424	187007
Travelling and Conveyance	737134	515350
Legal and Professional	568751	252514
Freight Outwards	687998	595225
Audit fees	80000	85000
Others Administration Exp	708702	1064299
	<u>10254720</u>	<u>8441266</u>



FILATEX FASHIONS LTD.

Annual Report 2013-2014

FINANCIAL RESULTS

Particulars	2014	2013
Siemence Financial Services	6702736	
Less: Payable within 12 month	6208800	493936
ICICI Car Loan	588125	
Less: Payable within 12 month	0	588125
Reliance Capital Service Ltd.	407079	
Less: Payable within 12 month	0	407079
		1489140
Inter Corporate Deposit		
Infotel Technology (P) Ltd.	7411302	
ILLumunati Construction Ltd.	9510000	
Parmesh Finlease Ltd.	20732318	37653620
Trade Payable		
As per separate sheet	566412963	
	-214138161	352274802
FINANCE LEASE OBLIGATION		
Payable within a year		
Siemence Financial Services	6208800	
ICICI Car Loan	0	
Reliance Capital Service Ltd.	0	6208800
DUE TO DIRECTOR		
Prabhat Sethia	14386365	
Sangeeta Sethia	7970000	22356365
EMPLOYEES PAYABLE		
Wages Payable	0	
EPF Payable	211472	
ESI Payable	60959	
Salary Payable	0	272431
SALES TAX PAYABLE		
CST Payable	774344	
VAT Payable	39630	813974
		1677969
TDS PAYABLE		



Particulars	2014	2013
OTHER LIABILITIES		
Basudeo Enterprises (P) Ltd.	700000	
Chirac Bhandari	762500	
Electricity Payable	481516	
N. G. Rao & Associates	200000	
Prabhat Sethia Salary	20915	
Prasan Chand Bhandari	562500	
Provision for Taxation	1482349	
Sangeeta Sethia	87939	4297719
		7062094
SECURITY DEPOSIT		
Electricity Deposit	150965	
NSC VIII Issue	5000	
Rent Deposit	211000	
Sales Tax Deposit	3000	
Telephone Deposit	46500	416465
CAPITAL WORK IN PROGRESS		
Hi- Land Industries	3000000	
Konart Project (P) Ltd.	2500000	
Luminus Venture (P) Ltd.	8000000	13500000
OTHER ADVANCE		
Al Ahmadi Ali	4014548	
Bokwang Mach Co.	1503558	
Dong Sung	760383	
Everest Industries	300000	
Jack :Traders (P) Ltd.	100165	
New Sun Mercantile (P) Ltd.	2000000	
Raj Kumar Vidwatka	4000000	
Sagar Trade Link (P) Ltd.	3000000	
Swapnil Raka	800000	16478654
		29978654
As per list	574275673	
Less:	117354775	456920898
RAW MATERIAL CONSUMED		
Opening Stock		
Purchases		34643200
Exempted	238821425	
Out side	5243114	



Particulars	2014	2013
Un registered	117592	
Custom duty	547769	
	244729900	
Less Return	75600	244654299.5
		279297500
Less: Closing Stock		43585202
		235712298
OTHER EXPENSES		
Advertisement		1750
Bank Charges		49640
General Expenses		159703
Office Maintenance		54160
Postage & Courier		43682
Printing & stationery		33317
Staff Welfare		15000
Security charges		119658
Telephone Charges		49313
Vehicle Maintenance		107479
Water Charges		75000
		708702
CASH AT BANK		
HDFC Bank		103500.00
ICICI Bank		29975.76
Dhanlaxmi Bank		447234.26
UCO Bank		623250.02

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FILATEX FASHIONS LTD.

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SCHEDULES TO ACCOUNTS

4. Fixed Assets

Description	Rate In %	GROSS BLOCK		DEPRECIATION		NET BLOCK		
		as on 31.03.13	Additions During the year	Deductions Total as on 31.03.14	as on 31.03.13	Written off During the year	as at 31.03.13	as at 31.03.14
- Land & Site Development	0.00%	1378660	0	0.00	0	0	1378660	1378660
- Buildings	3.34%	13198298	0	0.00	5558954	440823	7198521	7639344
- Plant and Machinery Imported	6.33%	81183531	0	0.00	43628749	5138918	32415864	37554782
- Plant and Machinery Indigenous	6.33%	7468038	0	0.00	3422179	472727	3573132	4045859
- Electrical Installation	7.07%	2363919	0	0.00	1206369	167129	990421	1157550
- Furniture & Fixtures	6.33%	2957203	0	0.00	825214	187191	1944798	2131989
- Office Equipments	6.33%	883179	0	0.00	868341	14838	0	14838
- Vehicles	9.50%	1726374	1089400	0.00	910727	198503	1706544	815647
- Computer	16.00%	182398	0	0.00	136023	29184	17191	46375
TOTAL		111341600	1089400	0.00	56556556	6649312	49225132	54785044



FILATEX FASHIONS LTD.

FILATEX FASHIONS LIMITED
201, 2nf Floor, MayFair Gardens, Road No. 12, Banjara Hills, Hyderabad - 500 034

POSTAL BALLOT FORM

1. Name of the Shareholder (in BLOCK letters) including Joint holder(s)	
Registered Address of the First / sole names Shareholder	
Registered Folio No./Client ID No. (Applicable to members holding shares in Demat Form)	
No. of Shares held	

I/We hereby exercise my/our vote in respect of the Special resolution to be passed through Postal Ballot for the business stated in the Notice of the Company by sending my/our assent/discent to the said resolution(s) by placing tick (*) mark at the appropriate box given below.

Place : Hyderabad

Date :

Signature of The Shareholder

Please read the instructions printed overleaf before exercising the vote

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FILATEX FASHIONS LTD.

Annual Report 2013-2014

FILATEX FASHIONS LIMITED
20th ANNUAL GENERAL MEETING
Registered Office: 201, 2nd Floor, May Fair Gardens,
Road No. 12, Banjara Hills, Hyderabad - 500 034

PROXY FORM

I / We _____ of _____ being
Member of FILATEX FASHION LIMITED, hereby appoint Mr/Mrs _____ of
_____ or falling him, Mr. / Ms. _____ of _____
as my / our proxy to attend and vote for me / us and on my / our behalf at the 18th Annual General
Meeting of the company to be held on 30th December 2014 at 12:30 P. M at Registered Office of the
company at # 201, May Fair Gardens, Road No.12 Banjara Hills, Hyderabad -500034 and at any
adjournment. Thereof.

Folio #/ Client ID:

As Witness my / our hand (s) this _____ day of _____ of 2014

Signed by the said _____

Affix
Rs.1.00
Revenue
Stamp

Note: The proxy from duly completed must be deposited at the registered office of the company not less than
48hours before the time for holding meeting. A proxy need not be a member.

FILATEX FASHIONS LIMITED
20th ANNUAL GENERAL MEETING
Registered Office: 201, 2nd Floor, May Fair Gardens,
Road No. 12, Banjara Hills, Hyderabad - 500 034

ATTENDANCE SLIP

I hereby record my / our presence at the 18th Annual General Meeting of the company at #201, May
Fair Gardens, Road No.12,Banjara Hills, Hyderabad -500034 and at any adjournment.

Name of the share Holder/Proxy	Folio No.	No. of shares

Member's / Proxy Signature

Note: Shareholder/ Proxy holder wishing to attend the meeting must bring the Admission Slip and hand over at the entrance duly signed