

**FORM B**

1.	Name of Company	<b>SHREE SHALEEN TEXTILES LIMITED</b>
2.	Annual financial statements for the year ended	31 <sup>st</sup> March 2015
3.	Type Of Audit Qualification	Qualified Statutory dues not been paid regularly
4.	Frequency of Qualification	Since Last Financial year
5.	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the Director's Report	There was a plan of change in the management of the Company which got failed and due to same the statutory dues could not paid.
6.	Additional comment from the Board/Audit Committee chair	No Comments
7.	Signed By	
	CEO / Managing Director	(Madhu Sharma) 
	CFO	The Company does not have CFO
	Auditors of the Company	 Ankit Totla For SVA & Company FRN-134179W 
	Audit Committee Chairman	(Madhu Sharma) 



**SHREE**

**SHALEEN**

**TEXTILES**

**LIMITED**

**ANNUAL REPORT**

**2014 - 2015**



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**BOARD OF DIRECTORS**

Mr. Madhu Sharma  
Mr. Amad Riyaz Bhati (Appointed w.e.f. 18/08/2014)  
Mr. Zeeshan Hanif Shaikh (Appointed w.e.f. 08/09/2014)  
Mr. Ankur Bhinda (Resigned w.e.f. 18/08/2014)  
Mr. Ravikant Sharma (Resigned w.e.f. 26/12/2014)  
Mr. Arunkumar Saboo (Resigned w.e.f. 26/12/2014)

**REGISTERED OFFICE**

C-108, Room B,  
Crystal Plaza Chs Ltd.,  
New Link Road, Near Infinity Mall,  
Andheri (W),  
Mumbai-400053.

**STATUTORY AUDITORS**

SVA & Company  
Mumbai, Maharashtra

**SHARE TRANSFER AGENT**

**Purva Shregistry India Pvt. Ltd.**  
9, Shiv Shakti Industrial Estate, J R Boricha Marg,  
Lower Parel (E), Mumbai 400011, Maharashtra

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NOTICE

NOTICE IS HEREBY GIVEN THAT ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF SHREE SHALEEN TEXTILES LIMITED WILL BE HELD ON WEDNESDAY, 30<sup>TH</sup> SEPTEMBER, 2015 AT 03.00 PM AT THE REGISTERED OFFICE AT C-108, ROOM B, "E" WING, CRYSTAL PLAZA CO-OP SOCIETY, NEW LINK ROAD, ANDHERI (W) MUMBAI- 400 053 (MAHARASHTRA) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2015, the Profit and Loss Account for the year ended as on that date together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Amad Riyaz Bhati who retires by rotation and being eligible, offers himself for reappointment.
3. To re-appoint Statutory Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and their corresponding Rules and pursuant to the resolution passed by the members at the AGM, the appointment of M/s. SVA & Company, Chartered Accountants, having ICAI Registration No. 134179W, who have confirmed their eligibility in terms of provisions of Section 141 of the Companies Act, 2013 and Rule 4 of the Companies (Audit and Auditors) Rules, 2014, as Statutory Auditors to hold office up to the conclusion of the AGM relating to the year 2018--2019, subject to be and is hereby ratification in every general meeting at remuneration as may be decided by the Board of Directors of the Company."

By order of the Board  
for Shree Shaleen Textiles Limited

Place: Mumbai  
Date: 04.09.2015

-Sd-  
Madhu Sharma  
Director  
DIN: 01833305

**NOTES:**

1. *A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company.*
2. *Proxies in order to be effective should be duly completed and signed in the enclosed form and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.*
3. *Corporate members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.*
4. *The Register of Members and Share Transfer Books of the Company will remain closed from Friday 25th September to Tuesday 29<sup>th</sup> September, 2015. (both days inclusive).*



THE DIRECTORS' REPORT

To,  
The Members  
Shree Shaleen Textiles Limited  
C-108, Room B,  
Crystal Plaza Chs Ltd.,  
New Link Road, Near Infinity Mall,  
Andheri (W), Mumbai-400053.

Your Directors are pleased to present their Directors' Report together with the Audited Financial Statements for the year ended March 31, 2015

1. **EXTRACT OF ANNUAL RETURN: {Section 92 (3)}**

In Form MGT-9 enclosed as Annexure I.

2. **NUMBER OF BOARD MEETINGS: (Section 134)**

The Board of Directors duly met 5 times on 8<sup>th</sup> August, 2014; 18<sup>th</sup> August, 2014, 3<sup>rd</sup> September, 2014, 14<sup>th</sup> November, 2014 13<sup>th</sup> February, 2015.

3. **DIRECTORS REPSONSIBILITY STATEMENT:**

Pursuant to the requirement of Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

- i) In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanations relating to material departures;
- ii) The Directors have 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 state of affairs of the Company at the end of the financial year and of the profit and Loss of the Company for the that period;
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The Directors have prepared the annual accounts on a going concern basis.
- v) The directors in case of listed company have laid down internal financial controls to be followed by the company and such controls are adequate and are operating effectively.
- vi) The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and such systems are adequate and are operating effectively.



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**4. AUDITORS, SECRETARIAL AUDITORS AND REPLY TO THEIR RESPECTIVE QUALIFICATIONS:**

**Auditors:**

SVA & Company Chartered Accountants, who are the statutory auditors of the Company, hold office, in accordance with the provisions of the Act up to this Annual General Meeting and from whom necessary consent has been obtained under section 141 of the Companies Act, 2013 are eligible for re-appointment as required under the provisions of Section 139 of the Companies Act, 2013 from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting of the Company relating to the financial ended 2018-2019 subject to ratification of the Members at every Annual General Meeting and at a remuneration as may be decided by the Board. The Company has received the necessary eligibility certificate from the Auditors and the Directors recommend the resolution at item no. 3 of the notice for the approval of the members.

**Reply to Auditors' Qualification:**

There was a plan of change in the management of the Company which got failed and due to same the statutory dues could not paid.

**5. FINANCIAL RESULTS:**

Particulars	Amount in Rupees	
	Current year 2015	Previous Year 2014
Income Earned During the year	71547033	26470179
Profit/ (Loss) before Interest, Depreciation & Tax	2173490	5263041
Less:		
a. Interest	36246	36000
b. Depreciation	9935	0
	0	0
Add prior period income	0	0
Profit before Taxes	2127309	5227041
Less Current Tax	500000	291000
Add Deferred Tax	8864	0
Profit for the period	1618445	4936041
Profits carried forward from previous year	10292000	5355960
Less proposed Dividend	0	0
Less Dividend Distribution Tax	0	0
Profits c/f to Balance Sheet	11910445	10292000

**6. RESERVES:**

The Company proposes to carry Rs.11910445 to the Reserves. All the Requirements as laid down in Companies Act, 2013 and Rules made there under are complied with.

**7. DIVIDEND:**

The Board of Directors have not recommended dividend for the year under review.



**8. MATERIAL CHANGES AND COMMITMENTS BETWEEN THE DATE OF THE BALANCESHEET AND THE DATE OF REPORT:**

There are no material changes between the date of balance sheet and the date of this report that would affect the financial position of the company as both are approved and signed on the same day.

**9. CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

**(A) Conservation of energy:**

Considering the nature of the business of your company, there are no particulars which are required to be furnished in this report relating to conservation of energy/

**(B) Technology absorption:**

As the Company is not engaged in Software Development activity, provisions of section 134(2) (m) of the Companies Act, 2013 relating to Conservation of technology absorption is not applicable

**(C) Foreign exchange earnings and Outgo**

PARTICULARS	AMOUNT (IN RS.)
Foreign Exchange earned in terms of actual inflows during the year	-
Foreign Exchange outgo during the year in terms of actual outflows	-

**10. DIRECTORS:**

**A) Changes in Directors and Key Managerial Personnel**

The Board of Director is duly constituted. Mr. Ankur Bhinda, Mr. Ravikant Sharma and Mr. Arunkumar Saboo the directors have resigned due to personal reasons from the office during this financial year.

**B) Declaration by an Independent Director(s)**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and Clause 49 of the Listing Agreement with the Stock Exchanges.

**C) Annual Evaluation of the Board Members**

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors.



**11. AUDIT COMMITTEE {Section 177 (8)}**

The Audit Committee was formed during the year and met once. Mr. Madhu Sharma is the Chairman of the Audit committee. The Composition of the Audit Committee is as under;

Mr. Madhu Sharma  
Mr. Amad Riyaz Bhati  
Mr. Zeeshan Hanif Shaikh

The broad terms and reference of Audit Committee are to review the financial statements before submission to Board, to review reports of the Auditors and Internal Audit department and to review the weaknesses in internal controls, if any, reported by Internal and Statutory Auditors etc. In addition, the powers and role of the Audit Committee are as laid down under Clause 49 II C & D of the Listing Agreement entered with the Stock Exchanges and Section 292A of the Companies Act, 1956.

The Audit Committee invites such of the executives, as it considers appropriate (and particularly the head of the finance function) to be present at its meetings. The Statutory Auditors are also invited to the meetings.

**12. NOMINATION AND REMUNERATION COMMITTEE AND COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION :{ Section 178 (3) and 178 (4)}**

The Remuneration Committee was constituted during the year. Mr. Amad Riyaz Bhati is the Chairman of Remuneration Committee. The Constitution of the Committee is as given below:

Mr. Madhu Sharma  
Mr. Amad Riyaz Bhati  
Mr. Zeeshan Hanif Shaikh

The terms of reference of the 'Remuneration Committee' are as follows:

- 1) To determine on behalf of the Board and on behalf of the Shareholders the Company's policy on specific remuneration packages for Executive Directors including pension rights and any compensation payment.
- 2) Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

The details of the remuneration paid to executive director are disclosed in the related party transactions in the notes to accounts section of the report.

**13. RISK MANAGEMENT POLICY:**

The Management has put in place adequate and effective system and man power for the purposes of risk management. In the opinion of the Board, following there are no risks which would threaten the existence of the Company.



**14. CORPORATE SOCIAL RESPONSIBILITY (CSR):**

Since the Company's net worth does not exceed Rs. 500 crores or Company's turnover does not exceed Rs. 1000 crores or the Company's net profit does not exceed Rs. 5 crore for any financial year, the provisions of section 135 of the Companies Act, 2013 are not applicable.

**15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

Particulars of Loan given, Investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in standalone financial statement.

**16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

The particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under the proviso thereto have been disclosed in Form No. AOC -2, annexed.

**17. REVISION OF FINANCIAL STATEMENTS OR BOARD'S REPORT {Section 131 (1)}**

The company has not made any modification or alteration in its Financial Statement / Board Report in respect of last three financial years.

**18. DISCLOSURES PURSUANT TO SECTION 197 (12) OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER:**

The Company is not paying any remuneration to its directors except for the sitting as prescribed by the Articles of Association of the Company; no disclosures are to be made in this regard.

**19. DISCLOSURES PURSUANT TO SECTION 197 (14) OF THE COMPANIES ACT, 2013:**

The Company is not paying any remuneration to its directors except for the sitting as prescribed by the Articles of Association of the Company; no disclosures are to be made in this regard.

**20. PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES: (Not Applicable)**

**21. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS:**

The Corporate Governance and Management Discussion & Analysis Report, which forms a part of this Report, are set out separately together with the Certificate from the Auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.



**22. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

There were no orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**25. ACKNOWLEDGEMENTS:**

An acknowledgement with thanks is hereby conveyed to all with whose help, cooperation and hard work the Company was able to achieve the results.

**For and on Behalf of the Board  
Shree Shaleen Textiles Limited**

Sd/-  
**Madhu Sharma**  
(Director, DIN: 01833305)

Sd/-  
**Amad Riyaz Bhati**  
(Director, DIN: 06834976)

**Place: Mumbai**  
**Date: 04/09/2015**

**ANNEXURE INDEX**

<b>Annexure number</b>	<b>Details of annexure</b>	<b>Applicability</b>
I	Annual Return Extracts in MGT 9	Applicable
II	AOC 2 – Related Party Transactions disclosure	Applicable but there are no contracts or arrangements.
III	Annual Report on Corporate Social Responsibility	Not Applicable
IV	Ratio of Remuneration	Not Applicable



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**Annexure I**

**FORM NO. MGT 9**

**EXTRACT OF ANNUAL RETURN**

**as on financial year ended on 31.03.2015**

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration ) Rules, 2014.**

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L67120MH1980PLC023162
2.	Registration Date	22/09/1980
3.	Name of the Company	SHREE SHALEEN TEXTILES LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares Indian Non Government Company
5.	Address of the Registered office & contact details	C-108, Room B, "E" Wing, Crystal Plaza Co-Op Society, New Link Road, Andheri (W) Mumbai- 400 053
6.	Whether listed company Yes/No	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Purva Shregistry India Pvt. Ltd. 9, Shiv Shakti Industrial Estate, J R Boricha Marg, Lower Parel (E), Mumbai 400011, Maharashtra

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)**

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Garment Manufacturing	2650	87.64%
2			

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES – NO SUCH COMPANIES**

Sl. No.	Name and Description address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable section
-	-	-	-	-	-



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IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter s</b>									
(1) Indian									
a) Individual/ HUF									
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	0	6740000	6740000	8.10%	0	6740000	6740000	8.10%	0%
e) Banks / FI									
f) Any other									
<b>Sub-total(A)(1):-</b>	0	6740000	6740000	8.10%	0	6740000	6740000	8.10%	0%
(2) Foreign									
a)NRIs-Individuals									
b)Other-Individuals									
c)Bodies Corp.									
d)Banks/FI									
e)Any other									
<b>Sub-total(A)(2):-</b>									
<b>Total shareholding of Promoter (A)=(A)(1)+(A)(2)</b>	0	6740000	6740000	8.10%	0	6740000	6740000	8.10%	0%
<b>B. Public Shareholding</b>									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
<b>Sub-total (B)(1):-</b>									
<b>2. Non-Institutions</b>									
a) Bodies Corp.	46094439	0	46094439	55.42%	47739459	0	477394599	57.40%	1.98%



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i) Indian									
ii) Overseas									
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	693225	10250	703475	0.85%	1664248	10250	1674498	2.01%	1.16%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	17354493		17354493	20.87%	19514253		19514253	23.46%	2.59%
c) HUF	5827990		5827990	7.01%	7501490		7501490	9.02%	2.01%
d) Non Resident	1619850		1619850	1.95%	2300		2300		1.95%
e) Clearing Members	4834753		4834753	5.81%	3000		3000		5.81%
<b>Sub-total (B)(2):-</b>	<b>76424750</b>	<b>10250</b>	<b>76435000</b>	<b>91.90%</b>	<b>76424750</b>	<b>10250</b>	<b>76435000</b>	<b>91.90%</b>	
Total Public Shareholding <b>(B)=(B)(1)+ (B)(2)</b>	<b>76424750</b>	<b>10250</b>	<b>76435000</b>	<b>91.90%</b>	<b>76424750</b>	<b>10250</b>	<b>76435000</b>	<b>91.90%</b>	
C. Shares held by Custodian for GDRs & ADRs									
<b>Grand Total (A+B+C)</b>	<b>76424750</b>	<b>6750250</b>	<b>83175000</b>	<b>100%</b>	<b>76424750</b>	<b>6750250</b>	<b>83175000</b>	<b>100%</b>	

**B) Shareholding of Promoter-**

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
	M/s. Sarvodaya Impex Pvt. Ltd.	6740000	8.10%	-	6740000	8.10%	-	0%

**C) Change in Promoters' Shareholding (No Change)**

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
	At the end of the year				



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*D) Shareholding Pattern of top ten Shareholders:*

*(Other than Directors, Promoters and Holders of GDRs and ADRs):*

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year			Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company		
1.	<b>AAKRITI DEALERS PRIVATE LIMITED</b>						
	At the beginning of the year	1070001	1.28	1070001	1.28		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):						
	At the end of the year (or on the date of separation, if separated during the year)	3239451	3.89	3239451	3.89		
2.	<b>SEGMENT AGENCIES PRIVATE LIMITED</b>						
	At the beginning of the year	2025500	2.43	2025500	2.43		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):						
	At the end of the year (or on the date of separation, if separated during the year)	3070115	3.69	3070115	3.69		
3.	<b>VINOD KUMAR JATIA</b>						
	At the beginning of the year	-	-	-	-		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):						
	At the end of the year (or on the date of separation, if separated during the year)	2415025	2.90	2415025	2.90		



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SN 4.	For Each of the Top 10 Shareholders  GANGOUR RESIDENCY	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2303960	2.77	2303960	2.77
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year (or on the date of separation, if separated during the year)	2303960	2.77	2303960	2.77
SN 5.	For Each of the Top 10 Shareholders  GOLDENLEAP PRIVATE LIMITED      DEALCOMM	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1833795	2.20%	1833795	2.20%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year (or on the date of separation, if separated during the year)	2235295	2.69%	2235295	2.69%
SN 6.	For Each of the Top 10 Shareholders  GANGOUR PRIVATE LIMITE      DISTRIBUTORS	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	896500	1.07%	896500	1.07%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year (or on the date of separation, if separated during the year)	2034318	2.45%	2034318	2.45%



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SN 7.	For Each of the Top 10 Shareholders  SSJ FINANCE & SECURITIES PVT. LTD.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1410125	1.69%	1410125	1.69%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year (or on the date of separation, if separated during the year)	1813053	2.18%	1813053	2.18%
SN 8.	For Each of the Top 10 Shareholders  NITA JATIA	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year (or on the date of separation, if separated during the year)	1585000	1.91%	1585000	1.91%
SN 9.	For Each of the Top 10 Shareholders  FANTASTIC HIRISE PRIVATE LIMITED	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				



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	etc):				
	At the end of the year (or on the date of separation, if separated during the year)	1562600	1.88%	1562600	1.88%
SN 10.	For Each of the Top 10 Shareholders  MUMTAZ MOHSIN KHAN	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year (or on the date of separation, if separated during the year)	1500000	1.80%	1500000	1.80%

E) Shareholding of Directors and Key Managerial Personnel:

SN 1	Shareholding of each Directors and each Key Managerial Personnel  Zeeshan Hanif Shaikh	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	5,72,000	0.68	5,72,000	0.68



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**(V) INDEBTEDNESS**

*Indebtedness of the Company including interest outstanding / accrued but not due for payment.*

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	8079692	-	8079692
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	8079692	-	8079692
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	9403947	-	9403947
* Reduction	-	6628521	-	6628521
<b>Net Change</b>	-	2775426	-	2775426
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	10855118	-	10855118
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

*A. Remuneration to Managing Director, Whole-time Directors and/or Manager:*

S.No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		-----	----	----	---	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961					
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	- as % of profit					
	- others, specify...					
5	Others, please specify					
	Total (A)					
	Ceiling as per the Act	-				



## MANAGEMENT DISCUSSION AND ANALYSIS

### INDUSTRY STRUCTURE AND DEVELOPMENTS

Indian Textile Industry has an overwhelming presence in the economic life of the country. The Indian textile industry is extremely diverse encompassing hand-spun and hand woven sector at one end of the spectrum, and capital intensive, sophisticated mill sector at the other. Decentralized power looms / hosiery and knitting sector form the largest section of the sector. The close linkage of the Industry to agriculture and the ancient culture, and traditions of the country make the Indian textiles sector unique in comparison with the textiles industry of other countries. This also provides the industry with the capacity to produce a variety of products suitable to the different market segments, both within and outside the country.

During the year 2014-15, the industry witnessed a significant slowdown in textiles production due to a combination of factors such as slowdown in demand, high raw material prices, piling up of stocks, etc. However, the company has been able to survive the situation.

### BUSINESS OVERVIEW

The Company has adequate internal control systems and is in process of further strengthening the existing internal control systems. The financial statements are reviewed periodically by the management. The Company has set up an Internal Audit trail whereby deviations, if any, can be brought to the notice of the management quickly and remedial actions are initiated immediately.

### OPPORTUNITIES AND THREATS

The Company's ability to foresee and manage business risks is crucial in achieving favorable results. While management is positive about Company's long term outlook, we are subject to few risks and uncertainties as given below.

#### **Pricing Pressure due to competition / competitive bidding**

Business opportunities also bring competition. The Company is operating in a highly competitive environment. During the previous year, the Company has observed that; (1) relatively smaller companies have been dominating the bidding (2) competition has increased significantly in comparison to earlier rounds of bidding.

#### **Raw material**

The Prices of Raw Material increased during the year thereby causing increase in cost of production.

#### **Manpower**

The timely availability of skilled and technical personnel is one of the key challenges. The Company maintains healthy and motivating work environment through various measures.

### FINANCIAL AND OPERATING PERFORMANCE:

The total income of the Company for the year 2014-15 was at Rs. 715.47 lacs compared to Rs.264.70 lacs during the previous year. The Company has incurred profit of Rs. 16.18 lacs during the year as against Net Profit of Rs.49.36 lacs for the previous year. The Company expects to earn increased revenues in the near future.



**RISKS, INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has adequate internal control procedure commensurate with its size and nature of the business. The Company continuously upgrades these systems in line with best accounting practices.

**ABILITY TO HIRE, TRAIN AND RETAIN PEOPLE**

Our Ability to hire, train and retain people will determine the ability of our company to achieve desired objectives.

**CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward looking statements" within the meaning of applicable securities, laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic developments within the country, demand and supply conditions in the industry, input prices, changes in Government regulations, tax laws and other factors such as litigation and industrial relations.



**AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:**

We have examined the compliance of the conditions of Corporate Governance by Shree Shaleen Textiles Limited for the year ended 31<sup>st</sup> March, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Bombay Stock Exchanges Limited.

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

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

We 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 M/s SVA & Company  
(Chartered Accountants)  
FR. No. 134179W**

  
Place: Mumbai  
Date: 04.09.2015

**Sd/-  
Ankit Totla  
(Partner)  
M. No. 145657**



**REPORT ON CORPORATE GOVERNANCE FOR THE F.Y. 2014 – 15**

**1. COMPANY'S PHILOSOPHY:**

Good corporate governance is a synonym for sound management, transparency and disclosure, encompassing good corporate practices, procedures, standards and implicit rules which propel a Company to take sound decisions, thus maximizing long-term stakeholder value without compromising on integrity, social obligations and regulatory compliances. The Company believes that profitability must go hand in hand with a sense of responsibility towards all stakeholders.

The Company's philosophy on Corporate Governance finds its roots in the rich legacy of ethical governance practices. This philosophy has been sought to be strengthened through the Code of Conduct, the Whistle Blower Policy and the Code for Prevention of Insider Trading which have been adopted. The Company will continue to focus its energies and resources in creating and safeguarding of shareholders' wealth and, at the same time, protect the interests of all its stakeholders.

The Company confirms the compliance of Corporate Governance as contained in Clause 49 of the Listing Agreement, the details of which are given below.

**2. BOARD OF DIRECTORS:**

**2.1 Composition:**

The Board of Directors comprises of three Directors, all are Non-Executive who brings in a wide range of skills and experience to the Board. The Chairman is Non-Executive and the number of Independent Directors is three. The composition of the Board is in conformity with Clause 49 of the Listing Agreement.

None of the Directors of the Company are related to each other.

During the year 5 Board Meetings were held and the gap between two meetings did not exceed four months. The dates were: 8<sup>th</sup> August, 2014; 18<sup>th</sup> August, 2014, 3<sup>rd</sup> September, 2014, 14<sup>th</sup> November, 2014, 26<sup>th</sup> December, 2014 and 13<sup>th</sup> February, 2015.

None of the Directors on the Board is a Member on more than 10 Committees and Chairman of more than 5 Committees (as specified in Clause 49), across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by the Directors.

The information as required under Annexure IA to Clause 49 is being made available to the Board.

**2.2 Composition of Board and attendance record:**

Name of Director	Category of Directorship	Attendance at		No. of other Directorships and other Committee Memberships / Chairmanship		
		Board Meetings	Last AGM	Other Directorships #	Committee Memberships ##	Committee Chairmanships
Mr. Madhu Sharma		4	Y			
Mr. Ankur Bhinda (Resigned w.e.f. 18/08/2014)	Non- Executive Independent	2	N		-	-
Mr. Arunkumar Saboo (Resigned w.e.f. 26/12/2014)	Non-Executive, Independent	5	Y	-	-	-
Mr. Ravikant	Chairman	5		1	-	-



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Sharma(Resigned w.e.f. 26/12/2014)	Non-Executive, Independent		Y			
Mr. Amad Riyaz Bhati (Appointed w.e.f. 18/08/2014)	Non-Executive, Independent	3	Y	-	-	-
Zeeshan Hanif Shaikh(Appointed w.e.f. 08/09/2014)		3	Y			

# Alternate Directorships and directorships in private companies, foreign companies and Section 25 Companies are excluded.  
## Represents Memberships / Chairmanships of Audit Committee and Shareholders' / Investors' Grievance Committee.

**3. AUDIT COMMITTEE:**

The Audit Committee was formed during the year and met once. The Composition of the Audit Committee is as under;

Mr. Madhu Sharma  
Mr. Amad Riyaz Bhati  
Mr. Zeeshan Hanif Shaikh

The Members possess adequate knowledge of Accounts, Audit and Finance etc. Mr. Madhu Sharma is the Chairman of the Audit Committee.

The broad terms and reference of Audit Committee are to review the financial statements before submission to Board, to review reports of the Auditors and Internal Audit department and to review the weaknesses in internal controls, if any, reported by Internal and Statutory Auditors etc. In addition, the powers and role of the Audit Committee are as laid down under Clause 49 II C & D of the Listing Agreement entered with the Stock Exchanges and Section 292A of the Companies Act, 1956.

The Audit Committee invites such of the executives, as it considers appropriate (and particularly the head of the finance function) to be present at its meetings. The Statutory Auditors are also invited to the meetings.

**4. REMUNERATION COMMITTEE:**

The Remuneration Committee was constituted during the year. Mr. Amad Riyaz Bhati is the Chairman of Remuneration Committee. The Constitution of the Committee is as given below:

Mr. Madhu Sharma  
Mr. Amad Riyaz Bhati  
Mr. Zeeshan Hanif Shaikh

The terms of reference of the 'Remuneration Committee' are as follows:

- 3) To determine on behalf of the Board and on behalf of the Shareholders the Company's policy on specific remuneration packages for Executive Directors including pension rights and any compensation payment.
- 4) Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

The details of the remuneration paid to executive director are disclosed in the related party transactions in the notes to accounts section of the report.



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**DETAILS OF SHARES HELD:**

The shares held by the Directors of the Company as on 31<sup>st</sup> March 2015 is given below: N.A

**5. SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE:**

The Shareholders / Investors Grievance Committee was constituted during the year and is comprises of following Directors.

Mr. Madhu Sharma

Mr. Amad Riyaz Bhati

Mr. Zeeshan Hanif Shaikh

The terms of reference of the committee are *interalia* as follows:

- (a). Review the reports submitted by the Registrars and Share Transfer Agents of the Company at half yearly intervals.
- (b). Investor relations and redressal of shareholders grievances including relating to non-receipt of dividend, Annual Report, non – receipt of shares etc.
- (c). Oversee the performance of the Registrars and Share Transfer Agents of the Company.

Mr. Ankur Bhinda is the Compliance Officer. His address and contact details are as given below:

Address:

2<sup>nd</sup> Floor, Satwant Villa, Aarey Road,

Goregaon (West), Mumbai – 400062

Phone: 022 – 4290 6770; Fax: 022 – 4290 6774;

Email: shreeshaleentex@gmail.com

**6. ANNUAL GENERAL MEETINGS:**

The details of date, time and location of Annual General Meetings (AGM) held in previous three years are as under:

AGM / EGM	Date	Time	Venue
AGM	30/09/2014	11.00 am	001, Bldg. No. 7, Avalon Co-Op.Hsc Ltd., Oshiwara Mhada, Andheri (W) Mumbai- 400 102 (Maharashtra)
EGM	28/03/2014	11.30 am	311, Kuber Complex, Veer Desai Industrial Estate, Andheri (West), Mumbai – 400102, Maharashtra
AGM	30/09/2013	11.30 am	2 <sup>nd</sup> Floor, Satwant Villa, Aarey Road, Goregaon (West), Mumbai – 400062, Maharashtra
EGM	22/02/2013	11.00 am	2 <sup>nd</sup> Floor, Satwant Villa, Aarey Road, Goregaon (West), Mumbai – 400062, Maharashtra
AGM	29/09/2012	3.30 pm	2 <sup>nd</sup> Floor, Satwant Villa, Aarey Road, Goregaon (West), Mumbai – 400062, Maharashtra
EGM	16/08/2012	3.30 pm	2 <sup>nd</sup> Floor, Satwant Villa, Aarey Road, Goregaon (West), Mumbai – 400062, Maharashtra
EGM	12.16.2012	3.30 pm	2 <sup>nd</sup> Floor, Satwant Villa, Aarey Road, Goregaon (West), Mumbai – 400062, Maharashtra



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<b>EGM</b>	21/03/2012	2.30 pm	2 <sup>nd</sup> Floor, Satwant Villa, Aarey Road, Goregaon (West), Mumbai – 400062, Maharashtra
<b>AGM</b>	27/09/2011	3.00 pm	401-B Lotus House, 4 <sup>th</sup> floor 33-A, New Marine Lines, Mumbai – 400 020, Maharashtra

Following Special Resolutions were passed in the Extraordinary General Meeting held during the Financial year,

**1. Extra Ordinary General Meeting 28/03/2014**

Appointment of M/s SVA & Company, Chartered Accountants as Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Satish Soni & Co., Chartered Accountants.

No Court-convened Meetings were held during the last three years.

**7. DISCLOSURES:**

- 1.1 There were no materially significant related party transactions i.e. transaction of the Company of material nature with its Promoters, Directors or the Management or their relatives etc. that would conflict with the interests of the Company except as reported in the Annual Report.
- 1.2 No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.
- 1.3 All mandatory requirements as per Clause 49 of the Listing Agreement have been complied with by the Company.
- 1.4 The Company follows Accounting Standards issued by The Institute of Chartered Accountants of India and there are no statutory audit qualifications in this regard.

**8. MEANS OF COMMUNICATION:**

- a). The quarterly un-audited financial results are published in leading English and Vernacular newspapers. The half yearly report is not sent separately to the Shareholders. Annual Reports are sent to the shareholders at their registered address with the company.
- b). The Management Discussion and Analysis Report, in compliance with the requirements of Clause 49 of the Listing Agreement is annexed to the Directors' Report and forms part of this Annual Report being sent to all the members of the Company. All matters pertaining to industry structure and developments, opportunities and threats, segment / product wise performance, outlook, risks and concerns, internal control and systems, etc. are discussed in the said report.

**9. GENERAL SHAREHOLDERS INFORMATION:**

**A. Annual General Meeting**

**Date and Time** : 30<sup>th</sup> September, 2015 at 0.3.00 PM

**Venue** : C-108, Room B, "E" Wing, Crystal Plaza Co-Op Society, New Link Road, Andheri (W) Mumbai- 400 053 (Maharashtra)

**Dates of Book Closure** : 25/09/2015 to 29/09/2015  
**Financial Calendar 2015-16 (Tentative):**



**SHREE SHALEEN TEXTILES LTD.**  
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First quarterly results	: August, 2015
Second quarterly results	: November, 2015
Third quarterly results	: February, 2015
Annual results for the year ending on 31.03.2015	: May, 2015
Annual General Meeting for the year 2015	: September, 2015

**a. Listing on Stock Exchanges:**

The Company's Equity Shares are listed on the BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001  
The Company's trading suspended on BSE from 6th January, 2015, reason is Surveillance Measure

The Company has paid Annual Listing Fees as applicable, to the BSE for the financial year 2014-15.

Script Code Equity : 505513

ISIN:- EQUITY : INE703L01026

**b. Market Price Data:**

The monthly high / low market price of the shares during the year 2014-15 at the BSE Limited is as under:

Month	BSE Limited (BSE)	
	High (in Rs. per share)	Low (in Rs. per share)
April 2014	15.60	13.70
May 2014	15.75	12.87
June 2014	15.30	8.20
July 2014	7.79	5.04
August 2014	5.40	4.93
September 2014	9.81	5.50
October 2014	10.25	8.20
November 2014	9.89	8.75
December 2014	7.12	4.95
January 2015	7.10	6.06
February 2015	6.06	6.06
March 2015	6.06	6.06

**c. Registrar & Share Transfer Agents:**

Purva Sharegistry (India) Pvt. Ltd.  
Unit no. 9, Shiv Shakti Ind. Estate,  
J .R. Boricha marg, Opp. Kasturba Hospital Lane,  
Lower Parel (E), Mumbai 400 011

Tel: 91-22-2301 6761 / 8261 ; Fax : 91-22-2301 2517  
E-mail: busicmp@vsnl.com; Website: [www.purvashare.com](http://www.purvashare.com)



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**d. Distribution of Shareholding:**

The distribution of shareholding as on 31<sup>st</sup> March, 2015 is given below:

Sr. No	No of Equity Shares	No. of Shareholders	No. of Shares	% of Total shares
1.	1 - 5,000	271	119182	44.94
2.	5,001 - 10,000	39	163451	1.79
3.	10,001 - 20,000	24	188483	5.61
4.	20,001 - 30,000	19	252135	4.71
5.	30,001 - 40,000	17	302874	4.71
6.	40,001 - 50,000	16	373602	3.59
7.	50,001 - 1,00,000	41	1730103	11.88
8.	1,00,001 & Above	176	80045170	50.45
	<b>TOTAL</b>	<b>603</b>	<b>83175000</b>	<b>100</b>

**e. Dematerialisation of Shares and Liquidity:**

The Company's shares are compulsorily traded in dematerialised form and are available for trading on both the Depositories in India – National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

Particulars of Shares	Equity Shares of Rs.10 each	
	Number	% of total
<b>Dematerialised form</b>		
NSDL	33495879	40.27
CDSL	42928871	51.61
<b>Sub Total</b>		<b>91.88</b>
Physical form	6750250	8.12
<b>Total</b>		<b>100.00</b>

Registered Office: C-108, Room B, "E" Wing, Crystal Plaza Co-Op Society, New Link Road, Andheri (W), Mumbai- 400 053 (Maharashtra)

Designated exclusive e-mail id for Investor servicing: shreeshaleentex@gmail.com

**10. CORPORATE ETHICS**

The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. A Code of Conduct for Board Members and a Code of Conduct for Prevention of Insider Trading as detailed below has been adopted pursuant to clause 49 (D) of the Listing Agreement & the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (as amended), respectively:

**a. Code of Conduct for Board Members and Senior Management:**

The Board of Directors of the Company adopted the Code of Conduct for its members and Senior Management. The Code highlights Corporate Governance as the cornerstone for sustained management performance, for serving all the stakeholders and for instilling pride of association.



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**b. Declaration affirming compliance of Code of Conduct:**

The Company has received confirmations from the Directors as well as Senior Management Executives regarding compliance of the Code of Conduct during the year under review.

A declaration by Managing Director affirming compliance of Board members and senior management personnel to the Code is also annexed herewith.

**c. Code of Conduct for Prevention of Insider Trading:**

The Company has adopted the Code of Conduct for Prevention of Insider Trading for its Management and Directors. The Code lays down guidelines and procedures to be followed and disclosures to be made by directors, top level executives and staff whilst dealing in shares. The Managing Director has been appointed as the Compliance Officer and is responsible for adherence to the Code.

**d. Compliance Certificate by Auditors:**

The Company has obtained a certificate from the Statutory Auditors regarding compliance of conditions of corporate governance as stipulated in clause 49, which is annexed herewith.

AS PROVIDED UNDER CLAUSE 49 OF THE LISTING AGREEMENT, THE BOARD MEMBERS HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT FOR THE YEAR ENDED 31.03.2015.

By order of the Board  
for **Shree Shaleen Textiles Limited**

Place: Mumbai

Date: 04.09.2015

Sd/-  
Madhu Sharma

Director





# SVA & COMPANY

CHARTERED ACCOUNTANTS

## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF  
SHREE SHALEEN TEXTILES LIMITED

### 1. Report on the Financial Statements

We have audited the accompanying financial statements of SHREE SHALEEN TEXTILES LIMITED ('the Company') which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and the Cash Flow Statement of the Company for the year ended, and a summary of the significant accounting policies and other explanatory information.

### 2. Management's Responsibility for the Financial Statements

The Company's 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.

### 3. 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 Company'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.

### 4. Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 the Company's affairs as at 31st March, 2015;



- ii) in the case of the Statement of Profit and Loss, of the loss of the Company for the year ended on that date; and
- iii) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

**5. Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

As required by section 227(3) of the Act, we report 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, proper books of account as required by law have been kept by the Company so far as it 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 accounts;
- d) In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards notified under the Act (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs).
- e) On the basis of written representations received from directors of the Company as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of section 274 (1)(g) of the Act.

Place : Mumbai

Date : September 02, 2015

for SVA & Company  
Chartered Accountants  
Firm Regn. No. 134179W



Ankit Totla  
Partner  
M.No. 145657





## ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of SHREE SHALEEN TEXTILES LIMITED (the Company') for the year Ended on 31st March, 2015. We report that:

Sl. No.	Particulars	Auditors Remark
1.	(a) Whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	The Company has single units of each asset class and hence quantitative details is not applicable
	(b) Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	Yes, the Management ensures physical verification of Assets at regular intervals and no discrepancies has been found in such verifications
2.	(a) Whether physical verification of inventory has been conducted at reasonable intervals by the management;	Yes, the company conducts physical verification of stocks and also verifies the same with the stock in hand as per the books at reasonable intervals.
	(b) Are the procedures of physical verification of inventory followed by the management reasonable and adequate in relation to the size of the company and the nature of its business. If not, the inadequacies in such procedures should be reported;	Yes, the verification process seems adequate
	(c) Whether the company is maintaining proper records of inventory and whether any material discrepancies were noticed on physical verification and if so, whether the same have been properly dealt with in the books of account;	Yes, the company maintains records for inventory missing. No material discrepancies noted on physical verification.
3.	Whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. If so,	Yes
	(a) Whether receipt of the principal amount and interest are also regular; and	No. There are no regular receipt of any amount. Majority of the loans from previous reporting period remains unreceived or substantially unreceived.
	(b) If overdue amount is more than rupees one lakh, whether reasonable steps have been taken by the company for recovery of the principal and interest;	No Steps for recovery of the same has been initiated / taken.





<p>4. Is there an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. Whether there is a continuing failure to correct major weaknesses in internal control system.</p>	<p>The internal control system of the company with respect to purchase of inventory and fixed assets and sales of goods are adequately commensurate with the size and nature of the company</p>
<p>5. In case the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, where applicable, have been complied with? If not, the nature of contraventions should be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?</p>	<p>Not Applicable as the Company has not accepted any deposits which can be covered u/s 73 to 76 of the Companies Act, 2013</p>
<p>6. Where maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, whether such accounts and records have been made and maintained;</p>	<p>Not Applicable</p>
<p>7. (a) Is the company regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the auditor.</p>	<p>No. The company has been constantly at default towards payments of statutory dues such as Tax Deducted at Source, Service Tax, Income Tax and VAT and penalties and interest thereof. The defaults with respect of the statutory dues remains majorly unpaid for more than six months from the date they became due to payment. Statutory payments due for more than six months can be listed as under :</p> <p>1) Income Tax Liability (AY 2011 - 12) - Rs. 50,66,856/12 ; Income Tax Liability (AY 2012 - 13) - Rs. 1,52,854/- ; Income Tax Liability (AY 2013 - 14) - Rs. 2,35,840/- 2) TDS - Rs. 1,10,372/-</p>





(b)	In case dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not constitute a dispute).	There was a purported change in management on the conditions that the Income Tax liability of the previous to be divided amongst the new and previous management. The outstanding Income Tax Liability for AY 2011 - 12 pertains to such litigation
(c)	Whether the amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder has been transferred to such fund within time.	Not Applicable
8.	Whether in case of a company which has been registered for a period not less than five years, its accumulated losses at the end of the financial year are not less than fifty per cent of its net worth and whether it has incurred cash losses in such financial year and in the immediately preceding financial year;	The company does not have any accumulated losses. It has a Surplus Free Reserve of Rs. 1,66,34,741/-
9.	Whether the company has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount of default to be reported;	The company does not have any borrowed funds from any Financial Institution of any Banks or Debentures.
10.	Whether the company has given any guarantee for loans taken by others from bank or financial institutions, the terms and conditions whereof are prejudicial to the interest of the company;	No, The Company has not given any guarantees.
11.	Whether term loans were applied for the purpose for which the loans were obtained;	Not Applicable as the company does not have any loans taken
12.	Whether any fraud on or by the company has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated.	None

forSVA & Company  
Chartered Accountants  
Firm Regn. No. 134179W

Place : Mumbai

Date : September 02, 2015

*Ankit Totla*  
Ankit Totla  
Partner  
M.No. 145657





**SHREE SHALEEN TEXTILES LIMITED**  
Balance Sheet as at 31 March, 2015

CIN: L67120MH1980PLC023162

PARTICULARS	Note No.	31 March, 2015	31 March, 2014
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	2	166,350,000	166,350,000
Reserves and surplus	3	16,612,946	14,994,501
		<b>182,962,946</b>	<b>181,344,501</b>
<b>Non-current liabilities</b>			
(a) Deferred tax liabilities (net)		8,864	-
		<b>8,864</b>	-
<b>Current liabilities</b>			
Short-term borrowings	4	10,855,118	8,079,692
Trade payables	5	65,177,237	43,926,622
Other current liabilities	6	1,848,022	316,953
Short-term provisions	7	9,041,000	8,541,000
		<b>86,921,376</b>	<b>60,864,267</b>
		<b>269,893,187</b>	<b>242,208,768</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
Tangible assets	8	350,482	-
Non-current investments	9	3,700,000	3,700,000
Long-term loans and advances	10	169,123,282	166,686,648
Other non-current assets	11	361,092	722,186
		<b>173,534,856</b>	<b>171,108,834</b>
<b>Current assets</b>			
Inventories	12	16,860,109	225,368
Trade receivables	13	38,823,130	31,602,357
Cash and cash equivalents	14	149,978	1,559,844
Short-term loans and advances	15	40,164,019	37,351,271
Other current assets	16	361,094	361,094
		<b>96,358,330</b>	<b>71,099,934</b>
		<b>269,893,186</b>	<b>242,208,768</b>
		0	0

Significant accounting policies and notes are an integral part of the financial statements

In terms of our report attached.

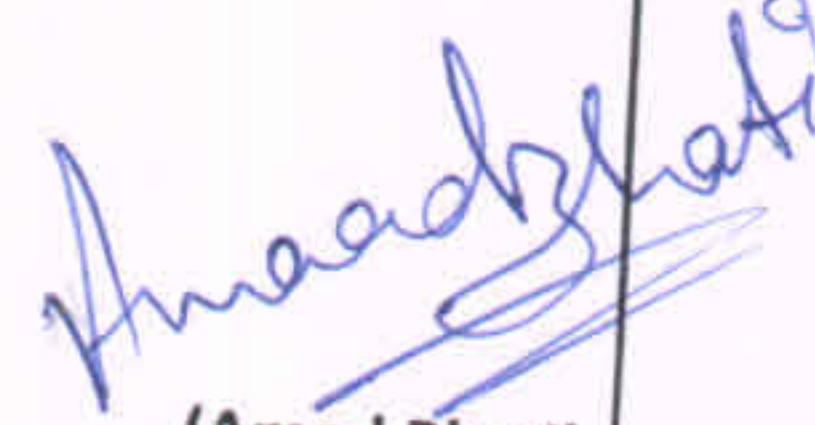
**For SVA & Company**  
Chartered Accountants  
FR No. 134179W


**Ankit Totla**  
(Partner)  
M. No. 145657  
Place : Mumbai  
Date : 04 September 2015

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

  
  
**(Madhu Sharma)**  
Director  
(DIN: 01833305)

  
**(Amad Bhati)**  
Director  
(DIN: 06834976)

Place : Mumbai  
04 September 2015



## Statement of Profit and Loss for the year ended 31 March, 2015

	Note No.	Year ended 31 March, 2015	Year ended 31 March, 2014
<b>Income</b>			
Revenue from operations (gross)	17	48,125,372	18,334,718
Other income	18	6,786,920	8,206,148
Changes in inventories of stock-in-trade	19	16,634,741	-70,687
<b>Total revenue</b>		<b>71,547,033</b>	<b>26,470,179</b>
<b>Expenses</b>			
Purchases of stock-in-trade	20	53,745,099	16,790,655
Employee benefits expense	21	1,291,412	586,999
Depreciation and amortisation expense	8	9,935	-
Finance Costs	22	36,246	36,000
Other expenses	23	14,337,032	3,829,484
<b>Total expenses</b>		<b>69,419,724</b>	<b>21,243,138</b>
<b>Profit before tax</b>		<b>2,127,309</b>	<b>5,227,041</b>
<b>Tax expense:</b>			
Current tax expense for current year		500,000	291,000
Deferred tax		8,864	
		508,864	291,000
<b>Profit for the year</b>		<b>1,618,445</b>	<b>4,936,041</b>
<b>Earnings per share</b>			
Basic & Diluted Earnings per share (Rs)		0.02	0.06
Face value per share (Rs)		2.00	2.00
Significant accounting policies and notes are an integral part of the financial statements			

In terms of our report attached.

For SVA &amp; Company

(Chartered Accountants)

FR No. 134179W

Ankit Totla

(Partner)

M. No. 145657

Place : Mumbai

Date : 04 September 2015



For and on behalf of the Board of Directors

(Madhu Sharma)

Director

(DIN: 01833305)

Place : Mumbai

04 September 2015

(Amad Bhati)

Director

(DIN: 06834976)



SHREE SHALEEN TEXTILES LIMITED

Cash Flow Statement for the year ended 31 March, 2015

Particulars	As at 31 March, 2015	As at 31 March, 2014
	(Rupees)	(Rupees)
<b>A) Cash flow from operating activities</b>		
Net Profit before tax	2127309	5227041
<b>Adjustments for:</b>		
Depreciation and amortisation	9935	0
Provision for diminution in value of Investment	0	(3918675)
Interest (income)	(3220160)	(8145277)
Dividend (income)	(4250)	(4250)
Net (gain) / loss on sale of investments	0	3785275
Operating profit / (loss) before working capital changes	(1087166)	(3055886)
<b>Changes in working capital:</b>		
Inventories	(16634741)	70687
Trade receivables	(7220773)	(28054596)
Other non-current assets	361094	361094
Other current assets	0	0
Trade payables	21250615	13518521
Other current liabilities	1531069	(2937676)
Short-term provisions	500000	291000
Cash generated from operations	(1299903)	(19806856)
Net income tax (paid) / refunds	(500000)	(291000)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>(1799903)</b>	<b>(20097856)</b>
<b>B) Cash flow from financing activities</b>		
Proceeds from issue of Share Capital	0	0
Share Premium Money received	0	0
Long-term loans and advances	(2436634)	(6854532)
Short-term loans and advances	(2812748)	25785864
Short-term Borrowings	2775426	(3154343)
<b>Net cash flow from / (used in) financing activities (B)</b>	<b>(2473956)</b>	<b>15776989</b>
<b>C) Cash flow from investing activities</b>		
Proceeds from sale of long-term investments	0	144035
Interest (income)	3220160	8145277
Dividend (income)	4250	4250
Purchase of Fixed Assets	(360417)	0
Purchase of long term investments	0	(3700000)
<b>Net cash flow from / (used in) investing activities (C)</b>	<b>2863993</b>	<b>4593562</b>
<b>D) Net Increase/Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(1409866)</b>	<b>272695</b>
E) Cash & Cash Equivalents as at 31/03/2014	1559843	1287148
F) Cash & Cash Equivalents as at 31/03/2015	149978	1559843
<b>Net Increase/Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(1409865)</b>	<b>272695</b>
<b>Components of Cash &amp; Cash Equivalents (As per Note : 14 )</b>		
Cash on Hand	1848	1062943
Balance with Banks		
- In Current Accounts	148130	496900
<b>Total Cash &amp; Cash Equivalents</b>	<b>149978</b>	<b>1559843</b>

The above statement has been prepared under the "Indirect Method" as set out in Accounting Standard 3- Cash Flow Statements in terms of our report attached.

For SVA & Company  
Chartered Accountants  
FR No. 134179W



Ankit Totla  
Partner  
M. No. 145657  
Place : Mumbai  
Date : 04 September 2015

For and on behalf of the Board of Directors

*Madhu Sharma*  
(Madhu Sharma)  
Director  
(DIN: 01833305)

*Amad Bhati*  
(Amad Bhati)  
Director  
(DIN: 06834976)



**SHREE SHALEEN TEXTILES LIMITED**  
**Notes forming part of the financial statements**

Note	Particulars
a	<p><b>Significant accounting policies</b></p> <p><b>Basis of accounting and preparation of financial statements</b></p> <p>The Financial Statements are consistently prepared and presented under historical cost convention on an accrual basis in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared the financial statements to comply in all material aspects with the accounting standards notified under section 133 of the Companies Act, 2013 (the Act), read together with rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Act. In accordance with first proviso to section 129(1) of the Act and clause 6 of the General instructions given in Schedule III to the Act, the terms used in these financial statements are in accordance with the Accounting Standards as referred to herein.</p> <p>All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of operations, the Company has ascertained its operating cycle as 12 months for the purpose of current - non-current classification of assets and liabilities.</p> <p>The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year</p> <p><b>b Use of estimates</b></p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.</p> <p><b>c Tangible fixed assets</b></p> <p>Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. The land has been revalued for increase in its market value.</p> <p><b>d Intangible fixed assets</b></p> <p>Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates</p> <p><b>e Depreciation and amortisation</b></p> <p>Depreciation on tangible fixed assets has been provided on the written down method as per the useful life prescribed in Schedule II to the Companies Act, 2013. Companies Act, 1956.</p>



*Amadkhati*



**SHREE SHALEEN TEXTILES LIMITED****Notes forming part of the financial statements**

Note	Particulars
f	<p><b>Inventories</b> Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.</p>
g	<p><b>Segment reporting</b> The Company considers business segments as its primary segment. The Company's operations are predominantly relate to garments manufacturing and accordingly, this is the only primary reportable segment.</p> <p>The Company considers geographical segments as its secondary segment. The Company's operations are predominantly within India and accordingly, this is the only secondary reportable segment.</p>
h	<p><b>Cash and cash equivalents (for purposes of Cash Flow Statement)</b> Cash and cash equivalents for the cash flow statement comprises cash at bank and in hand and short - term investments with an original maturity of three months or less.</p>
i	<p><b>Investments</b> Investments, which are readily realizable and intended to be held for not more than one year from the balance sheet date are classified as current investments. All other investments are classified as non-</p>
j	<p><b>Revenue recognition</b> <u>Sale of goods</u> Revenue from sale of goods is recognised when the significant risks and rewards of ownership pf the goods are transferred to the customers. <u>Income from services</u> Income from services are recognized as and when the services are rendered. <u>Other Income</u> Interest &amp; Rent Income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.</p>
k	<p><b>Earnings per share</b> Basic earnings per share are computed by dividing the profit / (loss) attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the profit / (loss) for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.</p>
l	<p><b>Taxes on income</b> Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.</p>



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*Shri. Shri. Na*  
*Ameadghati*



**SHREE SHALEEN TEXTILES LIMITED**

**Notes forming part of the financial statements**

Note	Particulars
	<p>Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company</p> <p>Deferred tax is recognised on timing difference, being the difference between the taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent years. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.</p>
<p><b>m</b></p>	<p><b>Foreign currency transactions and translations</b></p> <p><u>Initial recognition</u></p> <p>Transactions in foreign currencies entered into by the Company and its integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.</p> <p><u>Measurement of foreign currency monetary items at the Balance Sheet date</u></p> <p>Foreign currency monetary items (other than derivative contracts) of the Company and its net investment in non integral foreign operations outstanding at the Balance Sheet date are restated at the year-end rates.</p> <p>In the case of integral operations, assets and liabilities (other than non-monetary items), are translated at the exchange rate prevailing on the Balance Sheet date. Non-monetary items are carried at historical cost. Revenue and expenses are translated at the average exchange rates prevailing during the year. Exchange differences arising out of these translations are charged to the Statement of Profit and Loss.</p> <p><u>Treatment of exchange differences</u></p> <p>Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company and its integral foreign operations are recognised as income or expense in the Statement of Profit and Loss. The exchange differences on restatement / settlement of loans to non-integral foreign operations that are considered as net investment in such operations are accumulated in a "Foreign currency translation reserve" until disposal / recovery of the net investment.</p>



*M. Shyam Sharma*  
*Anand Gharti*



**SHREE SHALEEN TEXTILES LIMITED**  
**Notes forming part of the financial statements**

Note	Particulars
n	<p>The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement / over the maturity period of such items if such items do not relate to acquisition of depreciable fixed assets. The unamortised balance is carried in the Balance Sheet as "Foreign currency monetary item translation difference account" net of the tax effect thereon.</p> <p><b>Provisions and contingencies</b></p> <p>A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.</p>





**SHREE SHALEEN TEXTILES LIMITED**  
Notes forming part of the financial statements

Particulars	As at 31 March, 2015	As at 31 March, 2014
<b>2: Share capital</b>		
(a) Authorised 100,000,000 (100,000,000) Equity shares of Rs. 2/- (Rs. 10/-) each with voting rights	200,000,000	200,000,000
(b) Issued, Subscribed and fully paid up 83,175,000 (83,175,000) Equity shares of Rs. 2/- (Rs. 10/-) each with voting rights	166,350,000	166,350,000
<b>Total</b>	<b>166,350,000</b>	<b>166,350,000</b>

The Company has only one class of shares referred to as equity shares having a par value of Rs. 2/-. Each holder of equity shares is entitled to one vote per share.

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2015 and March 31, 2014 is set out below:

Particulars	As at 31 March, 2015		As at 31 March, 2014	
	No. of Shares	Amount-Rs	No. of Shares	Amount-Rs
Number of shares at the beginning	83,175,000	166,350,000	83,175,000	831,750,000
Add: Shares issued during the year as Bonus & Preferential Issue	-	-	-	-
<b>Number of shares at the end</b>	<b>83,175,000</b>	<b>166,350,000</b>	<b>83,175,000</b>	<b>831,750,000</b>

Number of shares as on 31.03.2013 after split to Rs 2/-

Details of shares held by each shareholder holding more than 5% shares:

Name of Shareholders	As at 31 March, 2015		As at 31 March, 2014	
	No. of Shares	% held	No. of Shares	% held
Sarvodaya Impex P Ltd	6,740,000	8.10%	6,740,000	8.10%
<b>Number of shares at the end</b>	<b>6,740,000</b>	<b>8.10%</b>	<b>6,740,000</b>	<b>8.10%</b>

Particulars	As at 31 March, 2015	As at 31 March, 2014
<b>3 : Reserves and surplus</b>		
(a) Securities premium account		
Opening balance	4,702,500	4,702,500
Add : Premium on issue of equity shares by the company	0	-
Less : Utilised during the year for:		
Issuing bonus shares	0	-
Closing balance	<b>4,702,500</b>	<b>4,702,500</b>
(b) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	10,292,001	5,355,960
Add: Profit / (Loss) for the year	1,618,445	4,936,041
Less : Utilised during the year for:		
Issuing bonus shares	-	-
Closing balance	<b>11,910,446</b>	<b>10,292,001</b>
<b>Total</b>	<b>16,612,946</b>	<b>14,994,501</b>



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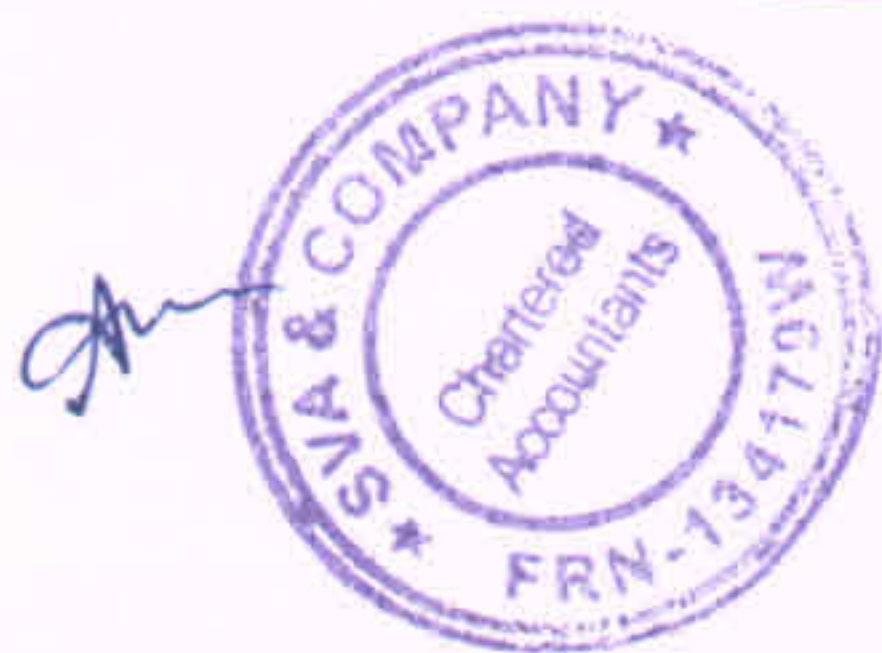


*Amradhatri*



**SHREE SHALEEN TEXTILES LIMITED**  
Notes forming part of the financial statements

Particulars	As at 31 March, 2015	As at 31 March, 2014
<b>4 : Short-term borrowings</b>		
<b>Loans repayable on demand- Unsecured</b>		
From Others	9,092,942	7,260,816
From related Parties		
Unsecured	1,762,176	818,876
	<b>10,855,118</b>	<b>8,079,692</b>
<b>5 : Trade payables</b>		
Others	65,177,237	43,926,622
	<b>65,177,237</b>	<b>43,926,622</b>
<b>6 : Other current liabilities</b>		
Outstanding Expenses		
Statutory dues payable	248,485	202,006
Sales Tax		
Service Tax	948,634	-
Profession tax	409,622	-
Tax deducted at source	5,575	4,575
	235,706	110,372
	<b>1,848,022</b>	<b>316,953</b>
<b>7 : Short Term Provisions</b>		
Provision for current tax	•	
	9,041,000	8,541,000
	<b>9,041,000</b>	<b>8,541,000</b>
<b>9 : Non-current investments</b>		
<b>Trade Investments (Valued at Cost unless otherwise stated)- Quoted</b>		
56900 (56900) Equity Shares of Acids and Chemicals Ltd (Fully paid-up)	-	-
100000 Equity Shares of Ardelis Financial Services P Ltd (Partly paid-up)	2,000,000	2,000,000
42500 Equity Shares of Ardelis Trading P Ltd (Partly paid-up)	1,700,000	1,700,000
6700 (6700) Equity Shares of IDBI (Partly paid-up)	-	-
150 (150) Equity Shares of Banswara Fabrics Ltd (Fully paid-up)	-	-
<b>Total Non-current investments</b>	3,700,000	3,700,000
Less: Provision for diminution in value of Investments	0	0
	<b>3,700,000</b>	<b>3,700,000</b>
<b>10 : Long Term Loans &amp; Advances</b>		
(Unsecured, Considered Good)		
Loans, Advances and Deposits to Related Parties		
Inter Corporate Loans, Advances & Deposits	7,696,900	26,931,182
Others	161,426,382	139,755,466
	<b>169,123,282</b>	<b>166,686,648</b>



*M. S. Sharma*

*Anand Chahar*





Notes forming part of the financial statements

Particulars	As at 31 March, 2015	As at 31 March, 2014
<b>11 : Other Non-Current Assets</b>		
Unamortised Expenses		
Share issue expenses	361,092	722,186
	<b>361,092</b>	<b>722,186</b>
<b>12 : Inventories</b>		
(as taken, valued & certified by the Management)		
Finished Goods (at lower of cost or net realizable value)	16,860,109	225,368
	<b>16,860,109</b>	<b>225,368</b>
<b>13 : Trade receivables</b>		
(Unsecured, considered good unless otherwise stated)		
Outstanding for a period exceeding six months	34,501,357	29,515,506
Others	4,321,773	2,086,851
	<b>38,823,130</b>	<b>31,602,357</b>
<b>14 : Cash and cash equivalents</b>		
Cash on hand	1,848	1,062,944
Balances with banks		
In current accounts	148,130	496,900
	<b>149,978</b>	<b>1,559,844</b>
<b>15 : Short-term loans and advances</b>		
Income tax payments & TDS	3,917,649	3,248,076
Loans, Advances and Deposits to Related Parties	6,342,444	6,342,444
Inter Corporate Loans, Advances & Deposits	14,450,000	14,950,000
Deposits	300,000	-
Loans & Advances to suppliers & Others	129,830	133,751
Other Advances & Balances		
<u>Unsecured, considered good</u>	15,024,096	12,677,000
	<b>40,164,019</b>	<b>37,351,271</b>
<b>16 : Other Current Assets</b>		
Unamortised Expenses		
Share issue expenses	361,094	361,094
	<b>361,094</b>	<b>361,094</b>

*g*



*Madhu Sharma*

*Anand Zhai*





**SHREE SHALEEN TEXTILES LIMITED**

Notes forming part of the financial statements

Note 9 Fixed assets

Particulars	Gross block			Accumulated depreciation and impairment			Net Block	
	Balance as at 1 April, 2014	Additions/ Deduction	Balance as at 31 March, 2015	Balance as at 1 April, 2014	Depreciation/ amortisation expense for the year	Balance as at 31 March, 2015	Balance as at 31 March, 2014	Balance as at 31 March, 2015
<b>Tangible Assets- Owned</b>								
(a) Land			-					
(b) Buildings			-					
(c) Plant and Equipment		216,683	216,683		3,017	3,017		213,666
(d) Furniture and Fixtures	4,719	32,227	36,946	4,719	559	5,278		31,668
(e) Electrical Installation								
(f) Air Conditioner	16,882	70,000	70,000	16,882	2,401	20,839		67,599
(g) Computer		41,507	58,389		3,957	20,839		37,550
<b>Total</b>	<b>21,601</b>	<b>360,417</b>	<b>382,018</b>	<b>21,601</b>	<b>9,935</b>	<b>31,536</b>		<b>350,482</b>
<b>Previous year</b>	<b>21,601</b>	<b>-</b>	<b>21,601</b>	<b>21,601</b>	<b>-</b>	<b>21,601</b>		<b>-</b>



*Am*

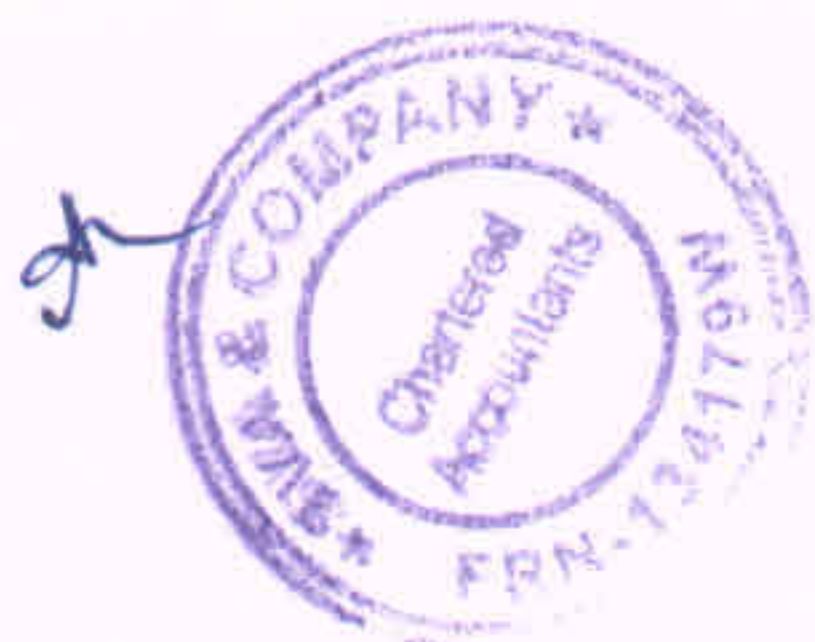


*Mr. Acharya. S. K. Rao*  
*Amood Shree*



SHREE SHALEEN TEXTILES LIMITED  
Notes forming part of the financial statements

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
<b>17 : Revenue from operations</b>		
Sale of Products (Indigenous Sales)		
Traded Goods		
Products & Commodities- Cloth	48,125,372	18,334,718
Products & Commodities- Yarn	-	-
	<b>48,125,372</b>	<b>18,334,718</b>
<b>18 : Other Income</b>		
Brokerage & Discount	20,843.00	56,621
Dividend Income	4,250.00	4,250
Interest Received	3,220,160	8,145,277
Contract receipts	3,541,667	-
	<b>6,786,920</b>	<b>8,206,148</b>
<b>19 : Changes in Inventories of Stock-in-trade</b>		
Inventories at the end of the year		
Traded Goods	16,860,109	225,368
Inventories at the beginning of the year		
Traded Goods	225,368	296,055
Stock Increased /(Decreased)	<b>16,634,741</b>	<b>-70,687</b>
<b>20 : Purchases of Stock in trade</b>		
Products & Commodities- Cloth	53,745,099	16,790,655
Products & Commodities- Yarn	-	-
Total	<b>53,745,099</b>	<b>16,790,655</b>
<b>21 : Employee benefits expense</b>		
Salaries and wages	1,242,742	574,543
Staff Welfare	48,670	12,456
Total	<b>1,291,412</b>	<b>586,999</b>
<b>22 : Finance Costs</b>		
Interest Paid	36,246	36,000
	<b>36,246</b>	<b>36,000</b>
<b>Particulars</b>	<b>For the year ended 31 March, 2015</b>	<b>For the year ended 31 March, 2014</b>
<b>23 : Other expenses</b>		
Advertisement & Publicity	0	777,267
Freight and forwarding	167190	-
Jobwork charges	9806180	-
Amortisation of share issue expenses	361094	361,094
Bank Charges	11770	9,935
Books & Periodicals		1,000
Conveyance Exp.	233600	155,517
Telephone & Telex Charges	59514	74,564
Travelling Exp.	197747	225,876
Office & General Expenses	83866	25,252
Rent	96815	60,000
Rates and taxes	0	119,298
Repairs & Maintenance	7530	-
Depository & Share Transfer Charges	134657	60,550



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*Madhu Sharma*

*Anand Sharma*





Auditors Remuneration		
Statutory Audit Fees	50000	50,000
Printing and stationery	52220	28,456
Listing Fees	100000	40,000
Loss on sale of Investments	0	3,785,275
Less: Provision for diminution in value of Investments	0	-3,918,675
Business promotion	2785000	1,628,652
Donations and contributions	0	2,500
Legal and professional	121690	94,000
Miscellaneous expenses	68159	248,923
<b>Total</b>	<b>14,337,032</b>	<b>3,829,484</b>

**24 : Contingent liabilities**

Nil	Nil
-----	-----

**25 : Dues to Micro, Small and Medium Enterprises**

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

**26 : Deferred Tax Liability (Net)**

Deferred Tax Liability on account of difference in depreciation as per tax books and financial books

Nil	Nil
Nil	Nil

**27 : Expenditure in foreign currency**

Nil	Nil
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**28 : Earnings in foreign exchange**

Nil	Nil
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**29 : Related party transactions**

Details of related parties:  
Description of relationship

**Names of related parties**

Key Management Personnel (KMP) and their relatives	Mr. Amad Riyaz Bhati - Director Mr. Madhu Sharma - Director Mr. Zeeshan Hanif Shaikh - Director
* Relatives of KMP	Mrs. Sarita Sharma
# Companies in which KMP & their relatives are Directors	Lawson Trading Co P Ltd # Ancient Leasing Finance & Investment Co. Ltd Ever confort Travels I Ltd # Shekhawati Syntex P Ltd #

Note: Related parties have been identified by the Management.

Details of related party transactions during the year ended 31 March, 2015 and balances outstanding as at 31 March, 2015:

Particulars	For the year ended 31 March, 2015	For the year ended 31 March, 2014
<b>Outstanding at the year end : Loans &amp; Advances</b>		
Loans & Advances		
Shekhawati Syntex P Ltd #	-	-
Lawson Trading Co. P Ltd #	-	-
Sarita Sharma	6,342,444	6,242,444
<b>Outstanding at the year end : Unsecured Loans</b>		
Ancient Leasing Finance & Investment Co. Ltd	100,000	100,000
Sarita Sharma	540,000	-
Ever confort Travels I Ltd #	1,122,176	818,876



*Madhu Sharma*

*Amad Bhati*





**30 : Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchanges**

Loans and advances in the nature of loans given to subsidiaries, associates and others and investment in shares of the Company by such parties:

Name of the party	Amount outstanding as at 31 March, 2015	Maximum balance outstanding during the year
Sarita Sharma	540,000	610,000
Lawson Trading Co P Ltd #	6,342,444	6,342,444

**31 : Earnings per share**

	For the year ended 31 March, 2015	For the year ended 31 March, 2014
<u>Basic</u>		
<u>Continuing operations</u>		
Net profit / (loss) for the year from continuing operations	1618445	4936041
Less: Preference dividend and tax thereon	0	0
Net profit / (loss) for the year from continuing operations attributable to the equity shareholders	1618445	4936041
Weighted average number of equity shares	83175000	83175000
Par value per share	2	2
Earnings per share from continuing operations - Basic	0.02	0.06

**32 : Previous year's figures**

Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure.

For SVA & Company

Chartered Accountants

FR No. 134179W

Ankit Totla

(Partner)

M. No. 145657

Place : Mumbai

Date : 04 September 2015



For and on behalf of the Board of Directors

*Madhu Sharma*

(Madhu Sharma)  
Director

(DIN: 01833305)

Place : Mumbai

Date : 04 September 2015

*Amad Bhati*

(Amad Bhati)  
Director

(DIN: 06834976)





**SHREE SHALEEN TEXTILES LTD.  
ANNUAL REPORT 2014 - 15**

**SHREE SHALEEN TEXTILES LIMITED**

**Regd. Off.:** C-108, Room B, "E" Wing, Crystal Plaza Co-Op Society, New Link Road, Andheri (W)  
Mumbai-400053

**Attendance Slip**

Name of the attending Member (In Block Letters): \_\_\_\_\_

Folio No : \_\_\_\_\_

Name of the Proxy : \_\_\_\_\_  
(To be filled in if the Proxy attends instead of the Member)

No. of Shares held : \_\_\_\_\_ (in words) \_\_\_\_\_

I hereby record my presence at the Annual General Meeting of the Company at C-108, Room B, "E" Wing, Crystal Plaza Co-Op Society, New Link Road, Andheri (W) Mumbai-400053 Maharashtra, INDIA on Wednesday, 30<sup>th</sup> Day of September, 2015 at 03.00 PM and at any adjournment thereof.

\_\_\_\_\_  
Member's/Proxy's Signature

(To be signed at the time of handing over this slip)

{NOTE: Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over the same at the entrance after the same has been duly signed}

**SHREE SHALEEN TEXTILES LIMITED**

**Regd. Off.:** C-108, Room B, "E" Wing, Crystal Plaza Co-Op Society, New Link Road, Andheri (W) Mumbai-400 053

**PROXY FORM**

I/We ..... of..... being a  
Member/Members of the above named Company, hereby appoint  
.....or failing him..... as my / our  
Proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the  
Company, to be held on Wednesday, 30<sup>th</sup> September, 2015, at 03.00 p.m. and at any adjournment  
thereof.

Signed this ..... day of ..... 2015.

Folio No: \_\_\_\_\_ No. of Shares: \_\_\_\_\_

DP ID: \_\_\_\_\_ Signature \_\_\_\_\_

Affix Re.  
1.00  
Revenue  
Stamp

**N.B.:** This proxy must be deposited at the Registered Office of the Company C-108, Room B, "E" Wing, Crystal Plaza  
Co-Op Society, New Link Road, Andheri (W) Mumbai-400 053



**BOOK POST**

**If undelivered, return to;**

**SHREE SHALEEN TEXTILE LIMITED**  
**Regd. Off.: C-108, Room B, "E" Wing, Crystal Plaza Co-Op Society, New**  
**Link Road, Andheri (W), Mumbai-400 053**