

KAPIL COTEX LIMITED

32nd ANNUAL REPORT

2014-2015

REGISTERED OFFICE ADDRESS

276, DREAMS MALL,

L. B. S. MARG,

BHANDUP (WEST),

MUMBAI - 400078

32ND ANNUAL REPORT

2014-2015

KAPIL COTEX LIMITED

REGD. OFFICE: 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078

CIN: L17100MH1983PLC031114

Tel No: 91-(22)- 21660432

Email ID: kapilcotexlimited@yahoo.co.in

BOARD OF DIRECTORS:

Mr. PRAKASHCHANDRA RATHI (DIN-01393087)	:	Director
Ms. PoonamRathi (DIN- 01274428)	:	Director
YOGESH NANDLAL CHANDAK (DIN-01274080)	:	Director
Mr. ELLATH KANDY SURENDRAN (DIN 01077554)	:	Independent Non-Executive Director
PANKTI CHETAN BHANSALI (DIN-02883120)	:	Independent Non-Executive Director (From 31 st March, 2015)
RAKESH RAMSWAROOP SOMANI (DIN 02554166)	:	Independent Non-Executive Director (Upto 01 st April, 2015)
JagdishManoharMantri (DIN 02632596)	:	Independent Non-Executive Director (Upto 01 st April, 2015)

BANKERS:

Federal Bank Ltd.
Rajgir Chambers,
OppSwani Narayan Mandir
Dadar (East),
Mumbai

AUDITORS:

G. S. Toshniwal&Associates.,
Chartered Accountants
308. 3rd Floor, ShardaSadan,,
11, S. A. Brelvi Road,
OppFirestation, Fort, Mumbai – 400001

REGISTRAR & SHARE TRANSFER AGENT:SECRETARIAL AUDITORS:

Satellite Corporate Services Private Limited NimeshPadia& Associates
Tel: - 022-28520461 Fax: - 022-28511809D/46, 1st Floor, Plot No.208, Sector-2,
Email id: service@satellitecorporate.com Charkop,Kandivali (W), Mumbai – 400067
Website:-www. satellitecorporate.com

LISTING OF EQUITY SHARES:

BSE Limited

NOTICE

NOTICE is hereby given that **32ND ANNUAL GENERAL MEETING** of the members of **KAPIL COTEX LIMITED** will be held on Wednesday the 30th September, 2015 at 11.30am at the Registered Office of the Company to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2015, and report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Poonam Rathi. (Din No. 01274428), who retires by rotation, and being eligible offers herself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, and to fix their remuneration.

“RESOLVED THAT M/s. G. S. Toshniwal Chartered Accountants, Mumbai (Firm Registration No. 116867W) the retiring Statutory Auditors of the Company, be and is hereby reappointed as the Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting, on a remuneration (including terms of payment) to be fixed by the Board of Directors / Audit Committee of the Company.”

Special Business

4. RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement (to the extent applicable), Ms. Pankti Bhansali (DIN 02883120), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 31st March, 2015, in terms of Section 161(1) of the Act and Article 127 of the Articles of Association of the Company and whose term of office expires at the ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to 30th March, 2020.”

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 / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE FORM OF PROXY FOR THE ANNUAL GENERAL MEETING IS ENCLOSED. PROXY IN ORDER TO BE VALID MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING
2. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.
3. A relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business to be transacted at the Meeting is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from the Monday 28th September, 2015 to Wednesday 30th September, 2015 (both days inclusive)
5. Company has not provide Voting through Electronic mode and hence facilities of Ballot Papers are being provided alongwith Annual Report.
6. Members are requested to notify immediately any change in their address to the Company alongwith any change in their bank details already registered with the company.

BY ORDER OF THE BOARD

Prakash Rathi
Director
Din: 01393087

EXPLANATORY STATEMENT

[PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013]

As required by Section 102 of the Companies Act, 2013("Act") the following explanatory statement sets out all material facts relating to the businesses mentioned under Item No. 4 of the accompanying Notice:

Item No. 4

The Board of Directors at their meeting held on 30th March, 2015, , appointed Ms.Pankti Bhansali as an Additional Director under Section 161(1) of the Companies Act, 2013 and as an Independent Non-executive Director of the Company for five consecutive years under Section 149 of the Companies Act, 2013 with effect from 31st March, 2015. The Company has received from aforesaid Director - (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he / she is not disqualified under subsection (2) of Section 164 of the Act. Her appointment is subject to the approval of the shareholders. The Company has received a notice from a member proposing Ms. Pankti Bhansali as a candidate for the office of Director of the Company, Ms. Pankti Bhansali is also a member of the Audit Committee; Stakeholders Relationship Committee; and Nomination and Remuneration Committee of the Board of Directors of the Company.

A brief resume of Ms. Pankti Bhansali, nature of her expertise in specific functional areas and names of companies in which she holds directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between directors are provided elsewhere in the Notice.

The Board of Directors of your Company accordingly recommends the Resolutions as set out in Item No.4 of the accompanying Notice for the approval of members of the Company as an Ordinary Resolutions

BY ORDER OF THE BOARD

Sd/-

Prakash Rathi

DIRECTOR

DIN NO: 01393087

DATE: 31ST May, 2015

PLACE: Mumbai

Details of the Directors proposed to be appointed at the AGM Scheduled to be held on September 30, 2015, (Pursuant to Clause 49 (VIII)(E) of the Listing Agreement) is given below:

Name of Director	Ms. Poonam Rathi	Ms. Pankti Bhansali
Qualification	B. Com	B. Com & C.A.
Expertise in specific functional areas	Day to Day Affairs of the Company, Taxation & Accounting	Audit & Taxation
Date of appointment on the Board of the Company	14/02/2005	31/03/2015
Details of Shares held in the Company as on 31.03.2015	207061	25000
List of Companies in which outside Directorships held as on 31.03.2015	SPRINGFIELD EXIM PRIVATE LIMITED	C-TRADE ADVISORS AND FINANCIAL SERVICES PRIVATE LIMITED
Chairman / Member of the Committees of other Companies on which he / she is a Director as on 31.03.2015	N.A.	Remuneration Committee Audit Committee
Category	Promoter	Independent
Relationship with other Directors	Wife of Mr. Prakash Rathi	N.A.

**DIRECTORS' REPORT
2014-2015**

To,
The Members,
Kapil Cotex Limited

The Directors have pleasure in submitting their 32th ANNUAL REPORT along with the Audited Balance Sheet and Profit & Loss Account for the year ended 31st March, 2015.

FINANCIAL RESULTS

	Current Year ended 31.03.2015 (Rs.)	Previous Year ended 31.03.2014 (Rs.)
Income		
Revenue from operations	0	0
Other Income	7,21,038	5,97,640
Total Revenue	7,21,038	5,97,640
Less : Total Expenses (Excluding Depreciation)	4,01,043	2,52,101
Profit Before Depreciation & Taxation	3,19,995	3,45,539
# (-) Depreciation	55,290	83,722
Profit Before Taxation	264,705	2,61,817
(-) Provision for Taxation		
(i) Current Tax	20,800	14,000
(ii) Deferred Tax	4,251	8,036
(iii) Income Tax Provision earlier year	14,000	15,612
Profit for the year	2,53,654	2,55,393

OPERATIONAL REVIEW:

Gross revenues for the year ended 31st March, 2015 is Rs. 7,21,038/-, as against Rs. 5,97,640/- in the previous year. Profit before depreciation and taxation is Rs. 3,19,995/- as against Rs. 3,45,539/- in the previous year. The net profit of the Company for the year under review was placed is Rs. 2,53,654/- as against Rs. 2,55,393/- in the previous year.

DIVIDEND

However with the view to conserve the resources of company the directors are not recommending any dividend.

SHARE CAPITAL

The paid up equity capital as on March 31, 2015 was Rs.1,04,00,000/-. During the year under review, the Company has not issued any shares.

MATERIAL CHANGES AND COMMITMENTS

There have not been any material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company as on March 31, 2015 and the date of this report i.e. May 31, 2015.

GENERAL

During the financial year 2014-15, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 and rules made there under.

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

The Company has in place policy as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year, company has no women employees during the year.

DIRECTOR & KMP

Ms. Poonam Rathi retires by rotation and, being eligible, offers herself for re-appointment. The Directors recommend Ms. Poonam Rathi for re-appointment.

There has three Change in the constitution of Board during the year Ms. Pankti Chetan Bhansali Appointed as additional director in the Company and Mr. Rakesh Somani & Mr. Jagdish Mantri has resigned from the directorship.

DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit,

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

i) In the preparation of the annual accounts, the applicable accounting standards have been followed.

ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for the year under review.

iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

iv) The directors have prepared the annual accounts on a going concern basis.

v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year Five Board Meetings were convened and held and the intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

SN	Date of Meeting	Board Strength	No. of Directors Present
1.	31/05/2014	6	4
2.	14/08/2014	6	4
3.	03/11/2014	6	4
4.	03/02/2015	6	4
5.	30/03/2015	6	4

RELATED PARTY TRANSACTIONS:

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

The detail of the investments made by company is given in the notes to the financial statements.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Managing Director.

The Accounts Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies.

Based on the report of internal audit function, corrective action is taken and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee has been constituted as per the section 178(1) of the Companies Act, 2013.

AUDIT COMMITTEE

The Company's Audit Committee has been constituted as per section 177 of the Companies Act, 2013.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Company's Stakeholders Relationship Committee has been constituted as per section 177 of the Companies Act, 2013.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Company has a Fraud Risk and Management Policy to deal with instances of fraud and mismanagement, if any.

The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

A high level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

BUSINESS RISK MANAGEMENT:

Pursuant to section 134 (3) (n) of the Companies Act, 2013 the company has constituted a business risk management committee. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

At present the company has not identified any element of risk which may threaten the existence of the company.

AUDITORS & REPORT thereon

M/s G. S. TOSHNIWAL & ASSOCIATES Chartered Accountants, Mumbai is appointed as Statutory Auditors for a period of 3 years in the Annual General Meeting held on 30th September, 2014

Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

INTERNAL AUDITOR

As per section 138 of the Companies Act, 2013, the Company has appointed M/s. R. K. Somani & Associates, Chartered Accountants , internal auditors for the year to 2015-2016 to conduct the internal audit and to ensure adequacy of the Internal controls, adherence to Company's policies and ensure statutory and other compliance through, periodical checks and internal audit.

COST AUDITORS

As per Section 148 read with Companies (Audit & Auditors) Rules, applicable to cost auditors, the company was not liable to appoint Cost auditors for the financial year 2015-16.

SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed M/s Nimesh Padia & Associates, a firm of Company Secretaries in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return of the Company for the financial year ended on March 31, 2015 in Form MGT-9 is annexed herewith.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

As per SEBI Circular CIR/CFD/POLICY CELL/7/2014 dated 15th September, 2014 our company fall under exempted category as the paid-up capital was below Rs.10 Crores and Net Worth was below Rs. 25 Crores.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

A) There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

B) EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS ARE AS FOLLOWS:

1) The changes in the composition of the Board of Directors that took place during the year under review were not carried out in compliance with the provisions of the Act. However Mr. Rakesh R. Somani and Mr. Jagdish M. Mantri resigned on 31st March, 2015. Mrs. Pankti Chetan Bhansali was appointed as Women Director on 31st March, 2015. The Company has not appointed Company Secretary during the year under review as required under Section- 203 of the Act and Under Clause 47(a) of Listing Agreement. Further the Management of Company has declared and explained that Mr. Daulal Mohta resigned as a Director of the Company in the year 2003-2004 and in his place appointment of Mr. Ellath Kandy Surendran was made and in the year 2004-2005 the Company appointed Mrs. Poonam Prakash Rathi as a Directors, however the Stock Exchange website does not reflect the aforementioned details.

Explanation:-) The company's paid up capital is only Rs. 1.04 Crores with Bombay Stock Exchange (BSE) listed The Company is enjoying the services of Practising Company Secretary (PCS) since last so many years for observance and compliance as per the Companies Act, 2013 & SEBI. The Companies Act, 2013 mandates the appointment and the Company is in the process of finding a suitable one. Resignation of Mr. Daulal Mohta & Appointment of Ellath Kandy Surendran intimation to stock exchange submitted on 19th May, 2003 & Ms. Poonam Prakash Rathi intimation to stock exchange submitted on 16th February, 2005

2) As per the explanation and documents provided by the Company, the Company filed all documents However, no updates were found for the Board Meeting held on 31st May, 2014 Further the company has not provided E-voting facility.

Explanation:- The Company has informed by vide letter dated 21st May, 2014 to Bombay Stock Exchange Limited (BSE) to to held the Board of Directors Meeting on 31st May, 2014. & Company Also submit the 6 (six) copy of Annual Report for the year ended 31st March, 2014 on 29th April, 2015 with penalties of Rs. 2,52,810/- paid on 29th

April, 2015. The Company have total 225 shareholders out of this 86 shareholders are in demat form & remaining are in physical mode. However company is trying to provide e-voting facility to demat shareholders from next financial year/

3) In our Review it was found that the Company has not accompanied Limited review Report with unaudited financial result As per clause 47 of Listing Agreement.

Explanation:- The company has attached Limited Review Report alongwith unaudited financial results to Stock Exchange.

PARTICULARS OF EMPLOYEES

Information as per Section read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is not applicable.

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

Considering the nature of activities of the company, the Information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to the Company. However, the Company is making all efforts to conserve the same and the Company's technology being indigenous, the question of absorption by the Company does not arise. Also no foreign exchange were earned or spent.

ACKNOWLEDGEMENTS:

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation and assistance.

Place : Mumbai

By Order of the Board

DATED: 31/05/2015

REGISTERED OFFICE

**SHOP NO. 276,
DREAMS MALL,
L. B. S. MARG,
BHANDUP (WEST),
MUMBAI - 400078**

**PRAKASHCHANDRA RATHI
Din 01393087
Director**

**POONAM RATHI
Din. 01274428
Director**

Form No. MR-3

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,
The Members,
Kapil Cotex Limited
276, Dream Mall, L. B. S. Marg,
Near Bhandup Railway Station,
Bhandup (West), Mumbai -40 0078,
Maharashtra

We were appointed by the Board of Directors of Kapil Cotex Limited (hereinafter called the Company) to conduct Secretarial Audit of the Company for the financial year ended 31st March, 2015.

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate governance practice by the Company. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Management's Responsibility for Secretarial Compliances

The Company's Management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Auditor's Responsibility

Our responsibility is to express an opinion on secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

Opinion

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2015, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;

- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under: **Not applicable to the company for the year under review**
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (Regulations relating to Overseas Direct Investment and External Commercial Borrowings): **Not applicable to the company for the year under review;**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1998 ('SEBI Act');
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011: **Not applicable to the company for the year under review**
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 : **Not applicable to the company for the year under review;**
 - d. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 : **Not applicable to the company under review;**
 - e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 : **Not applicable to the company under review;**
 - f. The Securities and Exchange Board of India (Registrars to a Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client : **Not applicable to the company for the year under review**
 - g. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 : **Not applicable to the company under review;**
 - h. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 : **Not applicable to the company under review;**

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013 : **Not applicable for the period under review as the same was not notified;** and

- (ii) The Listing Agreements entered into by the Company with BSE Limited (hereinafter called as "Listing Agreement");

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines etc. Mentioned above, to the extent applicable:

Based on information received and records maintained, we further report that:

1. The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Director. ***The changes in the composition of the Board of Directors that took place during the year under review were not carried out in compliance with the provisions of the Act. However Mr. Rakesh R. Somani and Mr. Jagdish M. Mantri resigned on 31st March, 2015. Mrs. Pankti Chetan Bhansali was appointed as Women Director on 31st March, 2015. The Company has not appointed Company Secretary during the year under review as required under Section-203 of the Act and Under Clause 47(a) of Listing Agreement. Further the Management of Company has declared and explained that Mr. Daulal Mohta resigned as a Director of the Company in the year 2003-2004 and in his place appointment of Mr. Ellath Kandy Surendran was made and in the year 2004-2005 the Company appointed Mrs. Poonam Prakash Rathi as a Directors, however the Stock Exchange website does not reflect the aforementioned details.***
2. Adequate notice of at least seven days was given to all directors to schedule the Board Meetings and Meetings of Committees. Agenda and detailed notes on agenda were sent in advance before the meetings. There exists system for Directors for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. ***As per the explanation and documents provided by the Company, the Company filed all documents relating to every Board meeting held during the year under review with Stock Exchange. However, no updates were found for the Board Meeting held on 31st May, 2014 as well as details of Annual General Meeting held for the 2013-14. Further the company has not provided E-voting facility to its members to exercise their voting rights in Annual general Meeting as per Provision of section 108 of companies Act, 2013 and under Clause 35B of Listing Agreement.***
3. Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
4. ***As per Clause 41 of Listing Agreement the Company has require to submit unaudited financial result along with Limited review report by the statutory auditor within Forty Five days of each quarter. In our Review it was found that the Company has not accompanied Limited review Report with unaudited financial result. The Management of the Company explained that, the Company Submitted Annual Report for the year 2013-14 to Stock Exchange but it is not update on website till date.***

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines;

For **Nimish Padia & Associates**
Practicing Company Secretaries

Nimish Padia
Proprietor

Mem. No. - 26747
C. P. No. - 9607

Date : May 31, 2015
Place : Mumbai

This report is to be read with our letter of even date which is annexed as '**Annexure A**' and forms an integral part of this report

'Annexure A'

To,
The Members,
Kapil Cotex Limited
Shop No. 276, Dream Mall, L. B. S. Marg,
Near Bhandup Railway Station,
Bhandup (West), Mumbai -40 0078,
Maharashtra

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which management has conducted the affairs of the company.

For **Nimish Padia & Associates**
Practicing Company Secretaries

Nimish Padia
Proprietor

Mem.No. - 26747
C. P. No. - 9607
Date: May 31, 2015
Place: Mumbai

INDEPENDENT AUDITORS' REPORT

To the Members of M/S KAPIL COTEX LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of Kapil Cotex Limited, (The Company) which comprise the Balance Sheet as at March 31, 2015, and the Statement of Profit and Loss for the year ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to 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 principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. 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 financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of

the accounting estimates made by Company's Directors, 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 on the financial statements.

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:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- (b) In the case of the Profit and Loss Account, of the profit for the year ended on that date;
- (c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order, to the extent applicable.

2. As required by section 143 (3) of the Act, we report that:

- (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- (b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the Balance Sheet, Statement of Profit and Loss, comply with the Accounting Standards specified under Section 133 of Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of sub-section (2) of section 164 of the Act.

For G S Toshniwal & Associates
(Chartered Accountants)
Firm Reg No. : - 116867W

(CA GAURI SHANKER TOSHNIWAL)

Place : Mumbai
Date :31.05.2015

Proprietor
M.No. 091594

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

The annexure referred to in our Independent Auditors report to the members of the Company on the financial statement for the Year ended on 31st March,2015,We report that:-

(i) In Respect of Fixed Assets:

1. The company has maintained proper records showing full particulars, including quantitative details and Situation of the fixed assets.
2. As explained to us, the fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.

(ii) In Respect of Stock:

The Company does not have any physical inventories in hand, so the paragraph 2 of the Order is not applicable.

(iii) In Respect of loans secured or unsecured, according to the information and explanation given to us, the company has not granted any secured or unsecured loans to companies, Firms, and other parties listed in the register. Consequently the requirement of clauses (iii) (a) to (iii) (b) of the paragraph 3 of the order not applicable.

(iv) In our opinion and explanation given to us, there is generally adequate internal control procedure commensurate with the size of the company and the nature of its business, and for the purchase of stock, securities and for the sale of goods/services. We have not observed any major weakness in the internal control system during the course of the audit.

(v) In our opinion and according to the information and explanation given to us, the company has not accepted deposits from the public within the meaning of section 73 to 76 of the Act & directives issued by the Reserve Bank of India.

(vi) The central Government has not prescribed the maintenance of cost records under section 148 (1) of the Act for any services rendered by the Company.

(vii) a) The company is regular in depositing of undisputed statutory dues. As informed to us there is no arrears of outstanding statutory dues as at the last day of the financial year concerned for the period of more than six months from the date they become payable. Further it is explained to us Provident Fund, Investor Education and Protection Fund, Employee's State Insurance, Sales tax, Wealth tax, Custom Duty, Excise Duty, cess are not applicable to the company during the year.

b) According to the information & explanation given to us, there are no material dues of Income Tax, Vat tax, wealth tax, duty of customs which have not been deposited with the appropriate authorities on account of any dispute.

c) There is no overdue balance of the amount, which is 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 there under.

- (viii) The company does not have accumulated losses at the end of the financial year; The Company has not incurred cash losses in the current as well as in the immediately preceding financial year.
- (ix) The company did not have any outstanding dues to financial institution, Banks or debenture holders during the year.
- (x) According to information and explanations given to us, the company has not given guarantee for loans taken by others from banks or financial institutions.
- (xi) The Company did not have any term loans outstanding during the year.
- (xii) During the course of our examination of the books of account and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

For G S Toshniwal & Associates
(Chartered Accountants)
Firm Reg No. : - 116867W

(CA GAURI SHANKER TOSHNIWAL)
Proprietor
M.No. 091594

Place : Mumbai
Date :31.05.2015

KAPIL COTEX LIMITED

G-276, Gate no 3, dreams the Mall, LBS Marg, Bhandup W, MUMBAI-400 078

CIN No. L17100MH1983PLC031114

BALANCE SHEET AS AT 31st MARCH, 2015

Particulars	Note No.	Figures as at the end of 31.03.2015	Figures as at the end of 31.03.2014
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	10,400,000	10,400,000
(b) Reserves and Surplus	3	7,462,700	7,209,047
(c) Money received against share warrants		-	-
<u>(2) Share application money pending allotment</u>			
<u>(3) Non-Current Liabilities</u>			
(a) Long-term borrowings		-	-
(b) Deferred Tax Liabilities (Net)	4	14,061	9,810
(c) Other Long term liabilities		-	-
(d) Long-term provisions		-	-
<u>(4) Current Liabilities</u>			
(a) Short-term borrowings		-	-
(b) Trade Payables		-	-
(c) Other Current Liabilities	5	162,158	136,727
(d) Short Term provisions	6	20,800	14,000
Total Equity & Liabilities		18,059,720	17,769,584
II.ASSETS			
<u>(1) Non-Current Assets</u>			
<u>(a) Fixed Assets</u>			
Tangible Assets			
Tangible Assets	7	270,633	325,923
Intangible Assets		-	-
Capital Work-in-progress		-	-
(b) Non-Current investments			
(b) Non-Current investments	8	17,566,082	17,278,581
(c) Long-term loans and Advances		-	-
(d) Other Non-current assets		-	-
<u>(2) Current Assets</u>			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables	9	-	-
(d) Cash and cash equivalents	10	55,420	161,880
(e) Short-term loans and advances	11	167,585	3,200
(f) Other Assets	12	-	-
Total Assets		18,059,720	17,769,584

Significant Accounting Policies & Notes to Accounts

1 to 18

Notes referred above attached there to form an integral part of Balance Sheet

As per our Report of even date.

FOR G S TOSHNIWAL & ASSOCIATES

FOR KAPIL COTEX LIMITED

CHARTERED ACCOUNTANTS

(REG NO. 116867W)

(GAURI SHANKER TOSHNIWAL)

PROPRIETOR

Membership No. : 091594

PLACE : MUMBAI

DATE: 31.05.2015

(Prakash Rathi)

(Poonam Rathi)

(DIRECTOR)

(DIRECTOR)

DIN no. 01393087

DIN no. 01274428

KAPIL COTEX LIMITED

G-276, Gate no 3, dreams the Mall, LBS Marg, Bhandup W, MUMBAI-400 078

CIN No. L17100MH1983PLC031114

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2015

Sr. No	Particulars	Note No.	Figures as at the end of 31.03.2015	Figures as at the end of 31.03.2014
			Rs.	Rs.
I	Revenue from operations	13	-	-
	Other Income	14	721,038	597,640
	I. Total Revenue		721,038	597,640
II	Expenses:			
	Employee Benefit Expense	15	70,000	65,000
	Depreciation and Amortization Expense	16	55,290	83,722
	Other Administrative Expenses	17	331,043	187,101
	Total Expenses (II)		456,333	335,823
III	Profit before exceptional and extraordinary items and tax	(I-II)	264,705	261,817
IV	Tax expense:			
	(1) Current tax		20,800	14,000
	(2) Deferred tax		4,251	8,036
	(3) Income tax provision of Earlier Years (W/off)		14,000	15,612
	Total			-
V	Profit/(Loss) for the period	(III- IV)	253,654	255,393
VI	Earning per equity share:			
	(1) Basic		0.24	0.25
	(2) Diluted		0.24	0.25

Notes referred to above form an integral part of Statement of Profit & Loss Account

As per our Report of even date.

FOR G S TOSHNIWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 116867W)

FOR KAPIL COTEX LIMITED

(GAURI SHANKER TOSHNIWAL)
PROPRIETOR
Membership No. : 091594
PLACE : MUMBAI
DATE: 31.05.2015

(Prakash Rathi) **(Poonam Rathi)**
(DIRECTOR) **(DIRECTOR)**
DIN no. 01393087 DIN no. 01274428

KAPIL COTEX Ltd.

CASH FLOW STATEMENT FOR THE YEAR ENDED on 31st MARCH,2015

PARTICULARS	31.03.2015		31.03.2014	
	AMOUNT	AMOUNT	AMOUNT	AMOUNT
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit before tax & extraordinary Income		264,705		261,817
Adjustments:-				
Interest/Commission Income	(164,385)		(58,836)	
Depreciation & Preliminary Expenses Amortisation	55,290		83,722	
Dividend	(242,107)		(278,250)	
		(351,201)	-	(253,364)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(86,497)		8,453
Adjustments:-				
Increase in Sundry Creditors	25431		93261	
Increase/decrease in Sundry Debtors	0		71707	
Other Current Assets (Loans & Advances)	-147946		1667	
Net Flow before tax Adjustments	-122515		166635	
Income Tax Paid/Credit	-16439	-138954	24967	191602
<u>Cash Flow from Operating Activities</u>	A	(225,451)		200,055
B. CASH FLOW FROM INVESTING ACTIVITIES				
Interest/Commission Income	164,385		58,836	
Purchase of Fixed Assets	-		-	
Dividend Income	242,107		278,250	
Accured interest on FDR			-	
Investment in Shares	-287500.52		-1273749.64	
<u>Cash flow from Investing Activities</u>	B	118,991		(936,664)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Securities Premium	0		0	
Share Issue Expenses	0		0	
Share Capital	0		0	
	C	0		0
Net Increase/Decrease in Cash & Cash Equivalents	A+B+C	(106,460)		(736,608)
Opening Balance of Cash & Cash Equivalents		161,880		898488
Closing Balance of Cash & Cash Equivalents		55420		161,880

FOR G S TOSHWIWA & ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 116867W)

FOR KAPIL KOTEX LIMITED

GAURI SHANKER TOSHWIWA
PROPRIETOR

Membership No. : 091594

PLACE : MUMBAI

DATE: 31.05.2015

(Prakash Rathi) (Poonam Rathi)
(DIRECTOR) **(DIRECTOR)**
DIN no. 0139308 DIN no. 01274428

KAPIL COTEX LIMITED

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2015

Note : 2 Share Capital

Sr. No	Particulars	Rs.	Rs.
		As at 31st March,15	As at 31st March,14
1	AUTHORIZED CAPITAL 20,00,000 Equity Shares of Rs. 10/- each	20,000,000	20,000,000
		20,000,000	20,000,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL 10,40,000 Equity Shares of Rs.10 each, fully Paid up (Previous Year 10,40,000 Equity Shares of Rs.10 each, fully Paid up for cash) See Note No.18 Attached herewith	10,400,000	10,400,000
	Total	10,400,000	10,400,000

Note : 3 Reserve & Surplus

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
1	Securities Premium reserve (Opening) Add: Additions/deletions during the Year	5,540,860 -	5,540,860 -
	A	5,540,860	5,540,860
2	Profit & Loss Account Opening Add: Profit for the period	1,668,186.67 253,654	1,412,794 255,393.12
	B	1,921,840	1,668,187
	Total (A+B)	7,462,700	7,209,047

Note : 4 Deferred Tax Liabilites

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
1	Provision For Deferred Tax On Current Year A Opening Liability	9,810	1774
	Depreciation as Per Companies Act 2013	55290	83722
	Depreciation as per I.T.Act 1961	41533	57715
	Difference In Current Years Depreciation	13757	26007
	B Difference In Current Years Depreciation @ 30.90 %	4251	8036
	Deferred Tax Liability (net)	14,061	9,810

Note : 5 Other Current Liabilities

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
1	G S Toshniwal & Associates	38,202	19,101
2	Electricity Charges Payable	5,909	1,336
3	Office Maintenance Charges Payable	115,547	113,553
4	R K Somani & Associates	2,500	2,500
5	Dhiren B. Sanghvi	-	237
	Total	162,158	136,727

Note : 6 Short Term provisions

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
1	Provision for Current Tax	20,800	14,000
	Total	20,800	14,000

KAPIL COTEX LIMITED

Notes Forming Part of the Balance Sheet as at 31st March, 2015

Note : 7 Fixed Asset

Sr. No	Particulars	Gross Block				Depreciaton				Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2014	WDV as on 31.03.2015
	<u>Tangible Assets-OWN</u>										
1	Computer	68,400	-	-	68,400	42,163	22,317	-	64,480	26,237	3,920
3	Furniture & fixtures	388,347	-	-	388,347	88,661	32,973	-	121,634	299,686	266,713
	SUB TOTAL (A)	456,747	-	-	456,747	130,824	55,290	-	186,114	325,923	270,633
	(Previous Year)	456,747	-	-	456,747	47,102	83,722	-	130,824	409,645	325,923

KAPIL COTEX LIMITED

Notes Forming Part of the Balance Sheet as at 31st March, 2015

Note :8 Non-Current Investments

Sr. No	Particulars	In Rs.	In Rs.
		As at 31st March,15	As at 31st March,14
1	Investment in Quoted Equity Shares	14,183,567	13,896,066
2	Investment in Office premises	3,382,515	3,382,515
	TOTAL	17,566,082	17,278,581

Note : 9 Trade Recievables

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
1	<u>Outstanding for more than six months</u>		-
2	<u>Others</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	TOTAL	-	-

Note : 10 Cash & Cash Equivalent

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
1	<u>Cash-on-Hand</u>		
	Cash Balance	42,244	104,039
	Sub Total (A)	42,244	104,039
2	<u>Bank Balance</u>		
	In Current Account-Federal bank Ltd.Mumbai	13,176	57,841
	Sub Total (B)	13,176	57,841
	Total [A + B]	55,420	161,880

Note : 11 Short Terms Loans and Advances

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
	<u>Balance with revenue Authorities-TDS</u>		
1	TDS (AY 15-16)	16,439	-
2	IT Refund Due (AY 2012-2013 & 2013-2014)	3,200	3,200
3	Rani international (Commission Due)	147,946	
	TOTAL	167,585	3,200

Note : 12 Other Assets

Sr. No	Particulars	As at 31st March,15	As at 31st March,14
		-	-
	TOTAL	-	-

KAPIL COTEX LIMITED

Notes Forming Part of the Statement of Profit & Loss Accounts as at 31st March, 2015

Note : 13 Revenue from Operations

		In Rs.	In Rs.
Sr. No	Particulars	As at 31st March,15	As at 31st March,14
		-	-
	TOTAL	-	-

Note : 14 Other income

		As at 31st March,15	As at 31st March,14
Sr. No	Particulars		
1	Short term Capital gains on sale of shares	134,547	80,554
2	Dividend Income	242,107	278,250
3	Interest Income	-	58,836
4	Commission income	164,385	-
5	Rental income	180,000	180,000
	TOTAL	721,038	597,640

Note : 15 Employee Benefit Expenses

		As at 31st March,15	As at 31st March,14
Sr. No	Particulars		
1	Salary	70,000	65,000
	TOTAL	70,000	65,000

Note : 16 Depreciation & Amortisation Expenses

		As at 31st March,15	As at 31st March,14
Sr. No	Particulars		
1	Depreciation	55,290	83,722
	TOTAL	55,290	83,722

Note : 17 Other Administrative Expenses

		As at 31st March,15	As at 31st March,14
Sr. No	Particulars		
1	Auditors Remuneration	19,101	19,101
2	Conveyance Charges	8,510	4,740
3	Demate Charges	3,323	1,910
4	Depository Charges	13,482	13,482
5	Internal Audit Fees	2,500	2,500
6	ROC Filing fees	12,600	4,500
7	Printing & Stationery Expenses	5,045	3,670
8	Share Transaction Charges	2,684	2,903
9	BSE Listing Fees	112,360	16,854
10	Share Registrar Charges	11,236	11,234
11	Electricity Charges	12,118	9,721
12	Office Maintenance Charges	123,876	92,907
13	Computer Maintenance Charges	2,500	2,892
14	Miscellaneous Expenses	1,640	-
15	Bank Charges	68	687
	TOTAL	331,043	187,101

M/s. KAPIL COTEX LIMITED**Notes to Accounts****Note No.18****1. Reconciliation of the number of shares outstanding:-**

SHARE CAPITAL	Figures as at the end of 31.03.2015		Figures as at the end of 31.03.2014	
	IN SHARES	IN RS	IN SHARES	IN RS
AUTHORISED	2000000	20000000	2000000	20000000
ISSUED AT THE BEGINNING OF THE YEAR	1040000	10400000	1040000	10400000
SHARES ISSUED DURING THE YEAR	0	0	0	0
ISSUED SHARE CAPITAL AT END OF YEAR	1040000	10400000	1040000	10400000
UNISSUED SHARE CAPITAL AT YEAR END	960000	9600000	960000	9600000

Note:- 1. No fresh issue of Equity shares during the year.

2. The Company has only one class of equity shares having a par value of ` 10/- per equity share. Each equity shareholder is entitled to one vote per share.

3. No bonus shares were issued during the period of five years immediately preceeding the reporting Date.

2. Details of Shreaholders holding more than 5% Shares at the End of Current Year:-

Name of Shareholder	As on 31.03.2015		As on 31.03.2014	
	NO. OF SHARES	% OF HOLDING	NO. OF SHARES	% OF HOLDING
Prakash C Rathi-Equity Shares	263150	25.30	263150	25.30
Poonam R Rathi-Equity Shares	207061	19.91	207061	19.91
Choice Equity broking P ltd-Clearing member	0	0.00	52577	5.06

3. Details of Investments in Equity Shares

DETAILS OF NON-CURRENT INVESTMENTS	Figures as at the end of 31.03.2015		Figures as at the end of 31.03.2014	
	IN SHARES	IN RS	IN SHARES	IN RS
Long term investments				
Adani Powers Ltd.	3000	109459.50	3000	109459.5
Arvind Mills Ltd.	500	146395.00	0	0
Bajaj Hindustan Ltd.	45000	2472557.85	45000	2472557.85
Cipla Ltd.	1000	370370.00	1000	370370
Hindustan Oil Expolations Ltd.	1300	330996.37	1300	330996.37
Corromondal Internationals Ltd.	1500	510134.70	1500	510134.70
HPCL	500	198448.25	0	0.00
GATI ltd.	3000	223122.90	3000	223122.90
Hexaware Technologies Ltd.	2000	217617.40	2000	217617.40
IFCI Ltd.	20000	1069319.00	20000	1069319.00
ING Vsy Bank Ltd.	5000	1346872.05	5000	1346872.05
Indian Oil Corp Ltd.	1000	307607.30	1000	307607.30
Jai Corp Ltd.	6500	997421.55	5000	934433.50
Jai Prakash Powers	3000	67740.00	0	0.00
Manglore Chemicals & Fertilisers Ltd.	0	0.00	3649	172405.03
ONGC Ltd.	2000	620745.15	2000	620745.15
Patel Engineering Ltd.	1000	476064.36	1000	476064.36
Ranbaxy Laboratories Ltd.	0	0.00	1000	422021.60
Reliance Industrial Infra Ltd.	1000	671170.50	1000	671170.50
Strides Arcolab Ltd	150	130044.92	150	130044.92
Tata Chemicals Ltd.	2000	616857.83	2000	616857.83
Tata Elxsi Ltd.	250	74974.80	500	149949.80
Tata Steels Ltd.	1500	643542.90	1500	643542.90
Tata Global Beverages Ltd.	2014	287886.80	2014	287886.80
Tata Powers Ltd.	2500	267517.25	0	0.00
Vijaya Bank	12500	737612.25	12500	737612.25
Volta Ltd.	7000	1075274.34	7000	1075274.34
Wonderla Holidays Ltd.	1000	213813.60		
TOTAL	126214	14183566.57	119113	13896066.05

Note:- 1. 3649 Shares of Manglore Chemicals & Fertilizers Ltd. & 1000 shares of Ranbaxy Ltd. & 250 Shares of Jai Corp Ltd.were sold and Jai Corp 1000 shares bought & sold, during the year with a total net gain of Rs. 134547/-

	In Rs.	In Rs.
Aggregate Value of Quoted Investments	14183567	13896066
Aggregate Value of UnQuoted Investments	NIL	NIL
Aggregate Provision in diminution of value of Investments	NIL	NIL
Market Value of Quoted Investments	15995105	11451342

4. Details of related parties transactions:-**Details of Related Parties**

Description of Relationship	Name of Related party
Key Management Personnel (KMP)-Directors	Prakash Rathi
	Poonam Rathi

Details of Related party transactions during the year ended 31st March, 2015

Type of Related Party/ Nature of Business	Key Management Personnel
Directors Remuneration & Bonus	Nil
Loans/Advances Taken	Nil
Loans/Advances Re-Paid	Nil

5. Payment to Auditors	As at 31.03.15	As at 31.03.14
Auditors Remunerations for Statutory Audit	19101	19101

6. Earnings/Expenditures in Foreign Currency	NIL	NIL
---	-----	-----

7. Based on information available with the company there were no dues to micro and small enterprises, under the Micro, Small & medium Enterprise Development Act, 2006.

8. In the opinion of the Board, the current assets, carry same value, as stated in the normal course of business.

9. The figures of the previous year have been rearranged, reclassified wherever necessary to make comparable to the Current Year's figures.

10. Balances of loans & Advances are subject to Confirmation from concerned parties.

11. There was no contingent liabilities & Commitments at the end of current year.

For KAPIL COTEX LTD

(DIRECTOR)

(DIRECTOR)

KAPIL COTEX LIMITED

NOTE-1

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

1. CORPORATE INFORMATION

Kapil Cotex limited is engaged in the business of textile & its allied products. During the concerned year, it did not get any revenue from its main objects. However, it deals in shares & Securities, where it earned capital gains & dividend income.

2. SIGNIFICANT ACCOUNTING POLICIES

(A) System of Accounting:

- I. The Financial statements are prepared under the historical cost convention and in accordance with generally accepted accounting principles and the Accounting Standards issued by The Institute of Chartered Accountants of India along with the provisions of the Companies Act, 1956.
- II The Company, generally, follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. Dividend Income is recognized as & when received.
- III. Estimates and assumptions used in the preparation of the financial statements are based upon management evaluation of the relevant facts and circumstances as of the date of the financial statements, which may differ from the actual results at a subsequent date.

(B) Provisions & Contingent Liabilities:

A provision is recognized when there is present obligation as a result of past event 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 are determined based on the best estimate of the amount required to settle the obligation at the Balance sheet date. Contingent Liabilities are not recognized in the financial statements but is disclosed.

(C) Earnings Per Share:-

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

(D) Employees Benefit:-

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Profit & Loss Account of the year in which the related service is rendered. As per the revised AS-15 "Employee Benefits", it is mandatory that the company should provide liability on the basis of Actuarial Valuations. However, the company has accounted employee benefits on cash basis as & when claimed by employee & no provisions for post employment benefits have been made.

(E) Segment Reporting:-

The Company has carried out investment activities & earned capital gains & dividend income, the same has been recognized separately in the profit & loss account. Other than this, it has earned rental & interest income which has been shown separately in the P&L Account.

(F) **Taxation:-**

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognized to that extent only, subject to consideration of prudence in respect of deferred tax assets, or timing differences, being the differences between the taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years, having tax consequences.

(G) **Investments**

Investments are classified as Non-Current investments and Current investments. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as Non-current investments. Non-current investments are stated at cost and any decline other than temporary, in the value of such investments is charged to the profit and loss account. Current investments are stated at the cost price. However, provision for diminution in value is made to recognise a decline other than temporary in the value of investments.

(H) **Fixed Assets & Depreciation**

I. All fixed assets are stated at historical cost of acquisition/construction cost less depreciation. Costs include all expenses incurred to bring the assets to its present location & Condition.

II. Pursuant to the Requirements of the Schedule II of the Companies Act, 2013 the company has revised the depreciation rates wef 1st April,2014 as prescribed under said Act. The company has adopted the estimated useful life of the fixed assets as stipulated by the Schedule II of the Act. As a result the deprecation amount for the year ended 31st March,2015 is lower.

For KAPIL COTEX LIMITED

(DIRECTOR)

(DIRECTOR)

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L17100MH1983PLC031114
ii.	Registration Date	14/10/1983
iii.	Name of the Company	KAPIL COTEX LIMITED
iv.	Category/Sub-Category of the Company	Indian Non-Government Company
v.	Address of the Registered office and contact details	276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Satellite Corporate Services Private Limited B-302, Sony Apartment, opp St. Judge's High School, 90 Feet Road, Jarimari Saki Naka, Mumbai - 400072

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:-

Sr.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Security dealing activities & Activities auxiliary to financial intermediation	6712 & 6719	75%
2	Rental Income	7010	25%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	N.A.				
2.					
3.					
4.					

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	161089	0	161089	15.49	143416	0	143416	13.79	1.70
c) Others									
1) Hindu Undivided Family	17885	0	17885	1.72	13210	00	13210	1.27	0.45
2) Clearing members	6074	0	6074	0.58	10	0	10	0	0.58
3) NRI					250	0	0	0.02	0.02
Sub-total(B)(2)	458539	109650	568189	54.63	458539	109650	568189	54.63	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	458539	109650	568189	54.63	458539	109650	568189	54.63	0
C. Shares held by Custodian for GDRs&ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	928750	111250	1040000	100.00	928750	111250	1040000	100	0

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbe red to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbe red to total shares	
1.	Prakash Chandra Rathi	263150	25.30	0	263150	25.30	0	0
2.	Poonam Rathi	207061	19.91	0	207061	19.91	0	0
3.	Yogesh Chandak	1600	0.15	0	1600	0.15	0	0
	Total	471811	45.37	0	471811	45.37	0	0

Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no		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	471811	45.37	471811	45.37
	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):	THERE IS NO CHANGE IN PROMOTERS SHAREHOLDING DURING THE FINANCIAL YEAR 2014-2015			
	At the End of the year	471811	45.37	471811	45.37

Shareholding pattern of Top ten share holder

Sr. no	For Each of the Top Ten Shareholders	Shareholding at the beginning / end 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	M/s Choice Equity Broking Private Limited at the Beginning of the year	522577	5.06	522577	5.06
	M/s Choice Equity Broking Private Limited at the Beginning of the year	0	0	0	0
2	M/s Sangam Advisors Private Limited at the beginning of the year	29798	2.87	29798	2.87
	M/s Sangam Advisors Private Limited at the end of the year	29798	2.87	29798	2.87
3	MsPanktiBhansali at the beginning of the year	25000	2.40	25000	2.40
	MsPanktiBhansali at the end of the year	25000	2.40	25000	2.40
4	Mr. ChetanBhansali at the beginning of the year	24669	2.37	24669	2.37
	Mr. ChetanBhansali at the end of the year	24169	2.32	24169	2.32
5	Ms. Harshala Rajesh Kothari at the beginning of the year	23600	2.27	23600	2.27
	Ms. Harshala Rajesh Kothari at the end of the year	23600	2.27	23600	2.27
6	Mr. Rajeshkumar Kothari at the beginning of the year	20100	1.93	20100	1.93
	Mr. Rajeshkumar Kothari at the end of the year	0	0	0	0
7	M/s Om Education (IT) Private Limited at the beginning of the year	19750	1.90	19750	1.90
	M/s Om Education (IT) Private Limited at the end of the year	19750	1.90	19750	1.90
	M/s Kellog Mercantile Private Limited at	19160	1.84	19160	1.84

8	the beginning of the year				
	M/s Kellog Mercantile Private Limited at the end of the year	25010	2.40	25010	2.40
9	M/s Dear Shares Private Limited at the beginning of the year	18850	1.81	18850	1.81
	M/s Dear Shares Private Limited at the end of the year	24950	2.40	24950	2.40
10	Mr. SagarNandkishoreRathi at the beginning of the year	16700	1.61	16700	1.61
	Mr. SagarNandkishoreRathi at the end of the year	11925	1.15	11925	1.15

Shareholding of Directors & Key Managerial Personnel :

Sr. no	For Each of the Directors & KMP	Shareholding at the end 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	Mr. Prakash Rathi at the beginning of the year	263150	25.30	263150	25.30
	Mr. Prakash Rathi at the end of the year	263150	25.30	263150	25.30
2	Ms. Poonam Prakash Rathi at the beginning of the year	207061	19.91	207061	19.91
	Ms. Poonam Prakash Rathi at the end of the year	207061	19.91	207061	19.91
3	Mr. YogeshChandak at the beginning of the year	1600	0.15	1600	0.15
	Mr.YogeshChandak at the end of the year	1600	0.15	1600	0.15
4	Mr. RakeshSomani at the beginning of the year	0	0	0	0
	Mr. RakeshSomani at the end of the year	0	0	0	0
5	Ellath Kandy Surendran at the beginning of the year	0	0	0	0
	Ellath Kandy Surendran at end of the year	0	0	0	0
6	Mr. JagdishMantri at the beginning of the year	0	0	0	0
	Mr. JagdishMantri at the end of the year	0	0	0	0
7	MsPanktiBhansali at the beginning of the year	25000	2.40	25000	2.40
	MsPanktiBhansali at the end of the year	25000	2.40	25000	2.40

INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not	0	0	0	0
	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
- Addition	0	0	0	0
- Reduction	0	0	0	0
	0	0	0	0
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
	0	0	0	0
Total (i+ii+iii)	0	0	0	0

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary	0	0	0	0	0
	(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	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0	0
2.	Stock Option	0	0	0	0	0
3.	Sweat Equity	0	0	0	0	0
4.	Commission - as % of profit - others, specify...	0	0	0	0	0

5.	Others, please specify	0	0	0	0	0
6.	Total(A)	0	00	0	0	0
	Ceiling as per the Act					

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	The Company has not pay any fees to Independent Directors during the year 2014-15				0
	Total(1)					
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	The Company has not pay any fees to Non-Executive Directors during the year 2014-15				0
	Total(2)	0	0	0	0	0
	Total(B)=(1+2)	0	0	0	0	0
	Total Managerial Remuneration	0	0	0	0	
	Overall Ceiling as per the Act					

C. Remuneration to Key Managerial Personnel Other Than MD/Manager /WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
2.	Stock Option	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
3.	Sweat Equity	<u>0</u>	<u>00</u>	<u>0</u>	<u>00</u>
4.	Commission - as % of profit - others, specify...	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>

5.	Others, please specify	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
6.	Total	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>

VI. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD /NCLT/Court]	Appeal made. If any (give details)
A. Company					
Penalty	N.A				
Punishment					
Compounding					
B. Directors					
Penalty	N.A				
Punishment					
Compounding					
C. Other Officers in Default					
Penalty	N.A				
Punishment					
Compounding					

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: KAPIL COTEX LIMITED				
Registered Office: 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078				
CIN: L17100MH1983PLC031114				
BALLOT PAPER				
Sr. No.	Particulars	Details		
1.	Name of the first named Shareholder (In Block Letters)			
2	Postal address			
3	Registered Folio No.			
4	Class of Share	Equity Shares		
No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1	Audited Financial Statements of the Company as at 31 st March, 2015, together with the Profit & Loss Account for the year ended on that date and report of the Directors and Auditors thereon			
2	Re-appointment of Ms. Poonam Rathi (Din : 01274428), Director retiring by rotation			
3	Re-appointment of M/s. G. S. Toshniwal Chartered Accountants, Mumbai (Firm Registration No. 116867W)			
Special Business				
4	Appoint Ms. Pankti Bhansali as an Independent Director upto 30 th March, 2020			
Place: Date: (Signature of the shareholder*)				

(*as per Company records)

Proxy Form
(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014)

CIN	L17100MH1983PLC031114
Name of the Company	KAPIL COTEX LIMITED
Registered Office	276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078

Name of the Shareholder	
Registered Address	
E-mail ID	
Folio No. / Client ID	
DP ID	

I / we, being the member(s) of shares of the above named company, hereby appoint:

1	Name	
	Address	
	E-mail ID	
	Signature	

Or failing him

2	Name	
	Address	
	E-mail ID	
	Signature	

Or failing him

3	Name	
	Address	
	E-mail ID	
	Signature	

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the company, to be held on Wednesday the 30th September, 2015 at 11.30am at 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI – 400078 ,and at any adjournment thereof:

Signed this day of 2015.

Signature of shareholder :

Signature of Proxy holder(s) :

Affix Revenue Stamp Rs. 1

Note:

1. This Form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A. Proxy need not be a Member of the Company
3. For the Resolutions and Explanatory Statement, please refer to the Notice of the 32nd Annual General Meeting.

KAPIL COTEX LIMITED				
CIN No L17100MH1983PLC031114				
Registered Office: 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI – 400078				
<u>ATTENDANCE SLIP</u>				
Serial No.				
<table border="1" style="width: 100%; height: 60px;"> <tr> <td style="text-align: center;">Name & Address of the Shareholder</td> </tr> </table>	Name & Address of the Shareholder	<table border="1" style="width: 100%; height: 60px;"> <tr> <td style="text-align: center;">Folio No.</td> </tr> <tr> <td style="text-align: center;">No. of Shares</td> </tr> </table>	Folio No.	No. of Shares
Name & Address of the Shareholder				
Folio No.				
No. of Shares				
I hereby record my presence at the 32 nd Annual General Meeting of the company, to be held on Wednesday the 30th September, 2015 at 11.30am at . 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI – 400078				
<table border="1" style="width: 100%; height: 40px;"> <tr> <td style="text-align: center;">Signature of the Member or Proxy</td> </tr> </table>	Signature of the Member or Proxy	<table border="1" style="width: 100%; height: 40px;"> <tr> <td style="text-align: center;">No. of Shares held</td> </tr> </table>	No. of Shares held	
Signature of the Member or Proxy				
No. of Shares held				
Note: PLEASE BRING THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF SHOP NO. 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI – 400078				

BOOK POST

To,

If undelivered, please return to

KAPIL COTEX LIMITED

**REGD. OFFICE: 276, DREAMS MALL,
L. B. S. MARG, BHANDUP (WEST),
MUMBAI - 400078**