

# ANNUAL REPORT

2010-2011

# SUPER DOMESTIC MACHINES LIMITED

# SUPER DOMESTIC MACHINES LIMITED

## BOARD OF DIRECTORS

- Mr. Sudama Lal Batra Director
- Mr. Girishchandra M. Modi Director
- Mr. Gaurish Shantilal Shah Director
- Mr. Maunesh Hargovindas Devara Director

## AUDITORS

M/s. Vishves A. Shah & Co.  
Chartered Accountants  
Ahmedabad

## REGISTERED OFFICE

2283, Khadyatani Khadki,  
Opp. Central Bank of India,  
Raipur Chakla, Raipur,  
Ahmedabad – 380 001

# SUPER DOMESTIC MACHINES LIMITED

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## NOTICE

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NOTICE is hereby given that the Annual General Meeting of the company will be held on Monday, 1<sup>st</sup> August, 2011 at 11.00 a.m. at the registered office of the company to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet & Profit & Loss account for the year ended 31<sup>st</sup> March 2011 and the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Girishchandra M. Modi, who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General meeting and to fix their remuneration.

### **SPECIAL BUSINESS:**

4. To Consider and if thought fit to pass the following resolution with or without modification(s) as an Ordinary Resolution.

**“RESOLVED THAT** Mr. Gaurish Shantilal Shah who was appointed as additional Directors of the company by the Board of Directors with effect from 16<sup>th</sup> March, 2011 and who according to section 260 of the companies Act ,1956 hold office up to the date of this Annual General Meeting and in respect of whom the company has received a notice from shareholders in writing proposing his candidature for the office of the Directors pursuant to Section 257 of the Act, be and is hereby appointed as a Director of the company”.

5. To Consider and if thought fit to pass the following resolution with or without modification(s) as an Ordinary Resolution.

**“RESOLVED THAT** Mr. Maunesh Hargovindas Devara who was appointed as additional Directors of the company by the Board of Directors with effect from 16<sup>th</sup> March, 2011 and who according to section 260 of the companies Act ,1956 hold office up to the date of this Annual General Meeting and in respect of whom the company has received a notice from shareholders in writing proposing his candidature for the office of the Directors pursuant to Section 257 of the Act, be and is hereby appointed as a Director of the company”.

**DATE : 1<sup>ST</sup> JULY, 2011**  
**PLACE: AHMEDABAD**

**BY ORDER OF THE BOARD OF DIRECTORS**

**SD/-**  
**(CHAIRMAN)**

**REGISTERED OFFICE**

2283, Khadyatani Khadki,  
Opp. Central Bank of India,  
Raipur Chakla, Raipur,  
Ahmedabad – 380 001

## **NOTES:**

A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and Vote Instead of himself and the proxy need not be a Member. Proxy in order to be valid must be received by the company not less than 48 hours before the time of holding the meeting.

1. Members/Proxies should bring the Attendance Slip, duly filled in, for attending the meeting.
2. Members/Proxies attending the Meeting should bring their copy of the Annual Report for reference at the meeting.
3. The Register of Members and share transfer books of the Company will remain closed from 27.07.2011 to 01.08.2011 (both days inclusive)
4. The Members are requested to communicate all their correspondence including share transfer at the Registered Office of the Company.
5. Members are requested to intimate to the registered office of the Company, changes if any, in their registered address immediately.
6. Members desiring any information regarding the accounts are requested to write to the Company at least Seven Days before the meeting so as to enable the management to keep the same ready.

**Explanatory Statement pursuant to Section – 173(2) of the Companies Act, 1956.**

### **Item No. 4 & 5**

Mr. Gaurish Shantilal Shah and Mr. Maunesh Hargovindas Devara were appointed as additional directors of the company by the Board of Directors w.e.f. 16.03.2011. They hold office upto the ensuing Annual General Meeting. The company has received the notice proposing their reappointment. The Board recommends their re appointment.

Except Mr. Gaurish Shantilal Shah and Mr. Maunesh Hargovindas Devara, none of the Directors of the Company are interested in aforesaid Resolutions.

**DATE : 1<sup>ST</sup> JULY, 2011**  
**PLACE: AHMEDABAD**

**BY ORDER OF THE BOARD OF DIRECTORS**

**SD/-**  
**(CHAIRMAN)**

**INFORMATION AS REQUIRED UNDER CLAUSE 49(IV)(G) OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

<b>Name of Director</b>	<b>Mr. Girishchandra M. Modi</b>
Date of Birth	10.04.1953
Date of appointment	22.03.1995
Qualification	B.COM, L.L.B.
Expertise in specific functional area	He is having experience of about 15 years in Accounting and related financial management.
Directorship held in other companies (excluding private & foreign companies)	NIL
Membership/ Chairmanship of committees in other public company	NIL
Shareholding in the company	NIL

**INFORMATION AS REQUIRED UNDER CLAUSE 49(IV)(G) OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

<b>Name of Director</b>	<b>Mr. Guarish Shantilal Shah</b>
Date of Birth	27.04.1967
Date of appointment	16.03.2011
Qualification	B.Com
Expertise in specific functional area	He is having experience of about 10 years in Machinery Industry.
Directorship held in other companies (excluding private & foreign companies)	NIL
Membership/ Chairmanship of committees in other public company	NIL
Shareholding in the company	1,05,400 equity shares

**INFORMATION AS REQUIRED UNDER CLAUSE 49(IV)(G) OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

<b>Name of Director</b>	<b>Mr. Maunesh Hargovindas Devara</b>
Date of Birth	31.07.1965
Date of appointment	16.03.2011
Qualification	B.Com
Expertise in specific functional area	He is having experience of about 7 years in Machinery Industry.
Directorship held in other companies (excluding private & foreign companies)	NIL
Membership/ Chairmanship of committees in other public company	NIL
Shareholding in the company	NIL



# SUPER DOMESTIC MACHINES LIMITED

## DIRECTOR'S REPORT

**TO,  
THE MEMBERS  
SUPER DOMESTIC MACHINES LIMITED**

Your Directors have pleasure in presenting the Annual Report together with the Audited Statement of Account for the Period Ended on 31st March 2011.

### FINANCIAL RESULT:

Particulars	2010-2011	2009-2010
Income	10085000	7895650
Expenditure	9545000	7697774
Profit before Depreciation	540000	197876
Depreciation	138916	138916
Net Profit before Tax	401084	58960
Provision for Tax	NIL	NIL
Deferred Tax	NIL	NIL
Fringe Benefit Tax	NIL	NIL
Net Profit after Tax	401084	58960

### DIVIDEND:

Your directors do not recommend any dividend for this financial year Ended 31.03.2011.

### DIRECTORS:

Mr. Gaurish Shantilal Shah and Mr. Maunesh Hargovindas Devara were appointed as additional directors of the company by the Board of Directors w.e.f. 16.03.2011. They hold office upto the ensuing Annual General Meeting. The company has received the notice from them members proposing their appointment as directors. Accordingly, Board recommends their Appointment as Directors at the ensuing annual general meeting.

Mr. Prafulchandra M. Mody has resigned from the post of Directorship of the Company w.e.f. 21.03.2011.

Mr. Girishchandra M. Modi, Director of the company is retiring by rotation and being eligible, offer himself for reappointment. Board recommends his reappointment.

## **LISTING :**

Equity Shares of the company are listed on the Bombay Stock Exchange Limited (BSE), and Ahmedabad Stock Exchange (ASE). Presently trading in the shares of the company is under suspension.

## **CORPORATE GOVERNANCE :**

As per Clause 49 of the Listing Agreement with the Stock Exchanges, a separate section on Corporate Governance together with a certificate from the Company's Auditors confirming compliance there to is set out in the Annexure forming part of this report.

## **MANAGEMENT DISCUSSION AND ANALYSIS :**

The Management Discussion and Analysis Report is attached herewith and forms part of the Director Report.

## **AUDITORS:**

M/s. Vishves A. Shah & Co., Chartered Accountants, Auditors of the company retires at the conclusion of this annual general meeting and being eligible, are recommend for reappointment.

## **AUDITORS REPORT:**

Observation of the auditors in their report and notes attached to the accounts are self-explanatory and do not require and further clarification.

## **DIRECTOR'S RESPONSIBILITY STATEMENT:**

Pursuant to the requirement under section 217(2AA) of the companies amendment Act, 2000 with respect to Director's responsibility statement, it is hereby confirmed:

1. That in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2011 the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. That 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;
3. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the companies Act, 1956. For safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. That the director had prepared the accounts for the financial year ended 31<sup>st</sup> March 2011 on a going concern basis.

## **SECRETARIAL COMPLIANCE REPORT:**

In Compliance of the Provision of section 383A of the Companies Act, 1956 the Board is pleased to enclose the Secretarial Compliance Report of practicing Company Secretaries for the Year 2010-2011 as part of this Directors Report.

## **PARTICULARS OF THE EMPLOYEES:**

The Company has no employee to whom the provision of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 apply and so, forming part of the report is nil

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT AND FOREIGN EXCHANGE EARNING AND OUT GO:**

The Additional information required under Section 217(1)(e) of the Companies Act, 1956 relating to Conservation of energy, technology absorption and Research & Development are not applicable to the Company. The Company has no foreign exchange earnings or outgoes.

**ACKNOWLEDGMENT:**

Your Directors wish to thanks the Bankers and Shareholders of the Company for their continuous support and faith in the management.

**DATE : 01.07.2011**  
**PLACE: AHMEDABAD**

**BY ORDER OF THE BOARD OF DIRECTORS**

**SD/-**  
**(CHAIRMAN)**

**A.SANTOKI & ASSOCIATES**  
**Company Secretaries**

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**Ajit M. Santoki**  
**B.B.A.,F.C.S.**

**203,AbhishekComplex**  
**B/h. Navgujarat College,**  
**Income-Tax,**  
**Ahmedabad-380014.**  
**Ph.(O)079-27541156**

COMPLIANCE CERTIFICATE

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To,  
The Members,  
Super Domestic Machines Limited.  
Ahmedabad.

We have examined the relevant registers, records, books and papers of **M/s. Super Domestic Machines Limited** (the company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the company for the financial year ended on 31st March, 2011. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company and its officers, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all register as stated in **Annexure `A'** to this Certificate as per the Provisions of the Act and the rules made thereunder and all entries have been duly recorded.
2. The company has duly filed the forms and returns as stated in **Annexure `B'** to this Certificate with the Registrar of Companies Gujarat within the time prescribed under the Act, and the rules made thereunder.
3. The Company being a Public Limited Company, comment is not required.
4. The Board of Directors duly met 8 times in a year on 30.04.2010, 31.07.2010, 25.08.2010 31.10.2010, 31.01.2011, 16.03.2011, 21.03.2011 and 31.03.2011 in respect of which meetings proper notice were given and the proceedings were properly recorded and signed the Minutes Book maintained for the purpose.
5. The Company has closed its register of Members from 25.09.2010 to 30.09.2010 ( both days inclusive ) during the year.
6. The Annual General Meeting for the Financial year ended on 31.03.2010 was held on 30<sup>th</sup> September, 2010 after giving due notice to the Members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

7. No Extra Ordinary General Meeting was held during the financial year.
8. No Loan falling within the purview of Section 295 of the act, was advanced during the year by the Company.
9. According to the Register of Contracts, the Company has not entered into any contract falling within the purview of Section 297 of the Companies Act, 1956.
10. The Company has made necessary entries in the register maintained under Section 301 of the Companies Act, 1956.
11. The Provisions of Section 314 of the Companies Act, 1956 have not been attracted and therefore no approval was required to be taken.
12. The Company has not issued any duplicate Share Certificate during the year.
13. The Company has:
  - (i) Not made any allotment / transfer / transmission of securities during the financial year under review.
  - (ii) The Company has not deposited any amount in a separate bank account as no dividend was declared during the financial year.
  - (iii) The company was not required to post warrants to any member of the company as no dividend was declared during the financial year.
  - (iv) No amount lying in the Books of Accounts in respect of unpaid dividend, application money due for refund, matured deposits, matured debentures and the interest occurred thereon.
  - (v) Duly complied with the requirements of Section 217 of the Act.
14. The Board of Director of the Company is duly constituted and appointment of additional directors was duly made. However, there was no appointment of alternative directors or directors to fill casual vacancy during the financial year.
15. The Company has not appointed any Managing Director/ Whole time director during the year under review.
16. The Company has not appointed any sole selling agent during the year under review.
17. There were no such transactions or events during the year requiring particular approvals of Central Government, Company Law Board, Regional Director, Registrar or such other authorities as prescribed under the provisions of the Act.
18. The Directors have disclosed their interest in other firms/Companies to the Board of Directors pursuant to the Provisions of the Act, and the rules made thereunder.

19. The Company has not issued any shares, debentures or any other Securities during the year.
20. The Company has not bought back any shares during the year under review.
21. The Company has not redeemed any preference Shares/debentures during the year under review.
22. There were no transactions necessitating the company to keep in abeyance rights to dividend, right shares and bonus shares pending registration of transfer of shares.
23. The Company has not accepted any deposits under Section 58A of the Act.
24. The Company has not borrowed any amount during the year.
25. The Company has not made any additional loans, investments or given guarantees or provided securities to other bodies corporate during the year and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the Provisions of the Memorandum with respects to situation of the registered office of the Company during the year under review.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under review.
28. The Company has not altered the provisions of the Memorandum with respect to name of the company during the year under review.
29. The Company has not altered the Provisions of the Memorandum with respect to Share Capital of the Company during the year under review.
30. The Company has not altered its Articles of Association during the year.
31. No Prosecution has been initiated or show cause notices received by the company for any offences under the Act during the year under review.

32. The Company has not received any amount as security form its employees during the year under review.

33. The provisions of Section - 418 is not applicable to the company.

**PLACE : AHMEDABAD**  
**DATE : 01.07.2011**

**FOR A. SANTOKI & ASSOCIATES**  
**COMPANY SECRETARIES**

**SD/-**  
**(AJIT SANTOKI)**  
**PARTNER**  
**C.P.NO.:2539**



**Annexure`A'**

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Registers maintained by the Company :

1. Members register u/s. 150 of the Act.
2. Register of transfer.
3. Directors Register u/s. 303 of the Act.
4. Register of Director's share holding u/s 307 of the Act.
5. Register of Contracts, Companies and firms in which Directors of the company are interested u/s.299, 301 and 301 (3) of the Act.
6. Minutes of the general Meeting & Board meeting u/s 193 of the Act.
7. Directors' Attendance Register attending their meeting.

**Annexure`B'**

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Forms and Returns as filed by the Company with the Registrar of Companies during the financial year ending on 31st March, 2011.

(a)	(b)	(c)	(d)	(e)	(f)	(g)
Sr. No.	Form No. / Returns	Filed U/S	For	Date of filling	Whether filed within time Yes/No	SRN No.
1	Form 32	303(2)	Appointment of Director	21.03.2011	Yes	B08257503
2	Form 32	303(2)	Resignation of Director	23.03.2011	Yes	B08449480
3	Form 18	146	Change of Registered Office	24.03.2011	Yes	B08562456

**PLACE : AHMEDABAD  
DATE : 01.07.2011**

**FOR A. SANTOKI & ASSOCIATES  
COMPANY SECRETARIES**

**SD/-  
(AJIT SANTOKI)  
PARTNER  
C.P.NO.:2539**

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **1. Financial Review**

Company earned net profit of Rs. 4,01,084 during the year as compared to net profit of Rs. 58,960 for the previous year.

### **2. Future Outlook**

Based on the buoyancy of the Indian Economy, the overall scenario and steps taken by the management, the future outlook of your company looks bright.

### **3. Risk and Concern**

There are no specific risks and concerns.

### **4. Internal Control System and their adequacy**

Considering the size of the company, your company has adequate system of internal control to provide reasonable assurance that assets are safeguarded and protected from unauthorized use or disposition.

### **5. Environmental Issues**

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

### **6. Cautionary Statement**

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

## SUPER DOMESTIC MACHINES LIMITED

### REPORT ON CORPORATE GOVERNANCE

#### COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company believes in functioning in a transparent manner with the basic philosophy being to enhance the shareholder value, keeping in mind the needs and interest of other shareholder. The following information is placed before the shareholders.

#### BOARD OF DIRECTORS

Company has three members on the Board of the Company constituting Non – executive directors. Composition of board of directors is as under:

- |                               |   |                                       |
|-------------------------------|---|---------------------------------------|
| (1) Mr. Sudama lal C. Batra   | - | Director & Promoter (Executive)       |
| (2) Mr. Girishchandra M. Modi | - | Director (Non-Executive, Independent) |
| (3) Mr. Gaurish S. Shah       | - | Director & Promoter (Executive)       |
| (4) Mr. Maunesh H. Devara     | - | Director (Non-Executive, Independent) |

#### **a) Numbers of Board Meeting held and the dates on which held :**

During the year the Company has held 8 Board Meetings as against the minimum requirement of 4 meeting. The meetings were held on:

30<sup>th</sup> April, 2010, 31<sup>st</sup> July, 2010, 25<sup>th</sup> August, 2010, 31<sup>st</sup> October, 2010, 31<sup>st</sup> January, 2011, 16<sup>th</sup> March, 2011, 21<sup>st</sup> March, 2011 and 30<sup>th</sup> March, 2011.

#### **b) Director's presence in the Board Meeting held during the year:**

The details in regard to the attendance of Directors at Board Meetings/Shareholders Meetings held during the year as also the number of Directorship/s held by them in other Companies and the position of membership of Committee/s are given below:

Name of Director	Category of Director	No. of Board Meetings attended	Attendance at the last AGM	Directorships in other Indian Public Companies* as at 31 <sup>st</sup> March 2011	Other Mandatory Committee** membership as at 31 <sup>st</sup> March 2011	
					Chairman	Member
Mr. Sudama lal C. Batra	Chairman, Promoter, Executive	8	Yes	NIL	NIL	NIL
Mr. Girishchandra M. Modi	Non Executive, Independent	8	Yes	NIL	NIL	NIL
Mr. Prafulchandra M. Mody***	Non-Executive, Independent	6	Yes	NIL	NIL	NIL
Mr. Gurish S. Shah	Promoter, Executive	2	N.A.	NIL	NIL	NIL
Mr. Maunesh H. Devara	Non-Executive, Independent	2	N.A.	NIL	NIL	NIL

\*Excludes Directorships in private/foreign companies and companies incorporated under Section 25 of the Companies Act, 1956.

\*\*Represents Membership / Chairmanship of the Audit Committee, Shareholders/ Investors Grievance Committee and Remuneration Committee of other companies.

\*\*\*Mr. Prafulchandra M. Mody has resigned from the post of Directorship of the Company w.e.f. 21.03.2011.

### **c) Management & Function of the Board:**

The day-to-day management of the Company is conducted by the Chairman and subject to the supervision and control of the Board of Directors. The required information as enumerated in Annexure I to Clause 49 of the Listing Agreement is made available to the Board of Directors for discussions and consideration at Board Meetings.

### **d) Committees of the Board**

Currently the Board has three committees viz Audit Committee, Shareholders' / Investors' Grievance Committee and Remuneration Committee.

### **AUDIT COMMITTEE**

#### **a) Brief description of terms of reference:**

Terms of Reference of the Audit Committee are as per Section 292A of the Companies Act, 1956 and the guidelines set out in the listing agreements with the Stock Exchanges that inter-alia, include overseeing financial reporting processes, reviewing periodic financial results, financial statements and adequacy of internal control systems with the Management and adequacy of internal audit functions, discussions with the auditors about the scope of audit including the observations of the auditors and discussion with internal auditor on any significant findings.

#### **b) Composition:**

The Audit Committee has been constituted in conformity with the requirements of Section - 292A of the Companies Act, 1956 and Clause – 49 of the Listing Agreement with Stock Exchanges.

At present the Audit Committee comprises of four Directors as under :

- (1) Mr. Girishchandra M. Modi, Chairman
- (2) Mr. Sudama Lal C. Batra, Member
- (3) Mr. Gaurish S. Shah, Member
- (4) Mr. Maunesh H. Devara, Member

Minutes of meetings of the Audit Committee are circulated to members of the Committee and the Board is kept apprised.

During the year under review, Audit committee met Five times on 30<sup>th</sup> April, 2010, 31<sup>st</sup> July, 2010, 25<sup>th</sup> August, 2010, 31<sup>st</sup> October, 2010 and 31<sup>st</sup> January, 2011 where all the members were present.

## **REMUNERATION COMMITTEE**

The remuneration committee consists of the following two Non – Executive, Independent Directors:

- (1) Mr. Maunesh H. Devara, Chairman
- (2) Mr. Girishchandra M. Modi, Member

At present, no remuneration is paid to any Directors of the company. As there was no business to discuss, meeting of the Remuneration committee was not held during the year.

## **SHAREHOLDERS COMMITTEE**

The Company has complied the requirement of the sub clause VI (A), (B) of the clause 49 of the Listing Agreement.

Shareholder's Committee consists of following two Directors :

- (1) Mr. Girishchandra M. Modi , Chairman
- (2) Mr. Sudama Lal C. Batra, Member

During the year under review, Shareholders committee met Six times.

The meetings were held on 30<sup>th</sup> April, 2010, 30<sup>th</sup> June, 2010, 31<sup>st</sup> August, 2010, 30<sup>th</sup> November, 2010, 30<sup>th</sup> January, 2011 and 31<sup>st</sup> March, 2011.

The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent / issues resolved usually within 15 days except in case of dispute over facts or other legal constraints. During the year complaints were received from SEBI or shareholders were resolved satisfactory. No requests for share transfers are pending except those that are disputed or sub-judice.

Mr. Sudama lal C. Batra, Director is the Compliance Officer of the Company.

## **GENERAL BODY MEETING:**

<b>DATE</b>	<b>TYPE</b>	<b>TIME</b>	<b>VENUE</b>
30/09/2010	AGM	11.00. A.M.	GOPI HOUSE, 1392 PATEL VAS, MITHAKHALI, AHMEDABAD - 380006
30/09/2009	AGM	11.00. A.M.	GOPI HOUSE, 1392 PATEL VAS, MITHAKHALI, AHMEDABAD - 380006
30/09/2008	AGM	11.00. A.M.	GOPI HOUSE, 1392 PATEL VAS, MITHAKHALI, AHMEDABAD - 380006

Company has not passed any resolution through postal ballot during the year.

## **DISCLOSURE**

As per the disclosures given by the Directors of the Company there were no materially related party transactions attracting Section 297 of the Companies Act, 1956.

All the guidelines issued by the SEBI and Stock Exchange or other statutory authority on the matter related to capital markets are generally complied.

The Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India, to the extent applicable, in the preparation of the financial statement.

## **DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENT**

Clause 49 of the Listing Agreement mandates to obtain a certificate from either the Auditors or practicing company secretaries regarding compliance of conditions of Corporate Governance as stipulated in the clause and annex the certificate with the Director's Report, which is sent annually to all the Shareholders. The Company has obtained a certificate from its Auditors to this effect and the same is given as annexure to this report.

## **UNCLAIMED DIVIDENDS**

The Company will be required to transfer dividends which have remained unpaid/unclaimed for the period of 7 years to the Investor Education & Protection Fund established by the Government. However there is no such unclaimed/unpaid dividend for which Company has to transfer the same to the Investor Education & Protection Fund in this financial year.

## **CODE OF CONDUCT FOR SENIOR MANAGEMENT**

The Company has adopted a Code of Conduct for Directors and Senior Management. It is the responsibility of all employees and Directors to familiarize themselves with the Code and comply with the same. The Code includes provisions where the employees of the Company can voice their concerns on violation and potential violation of this Code in a responsible and effective manner. All Board members and senior management personnel have confirmed compliance with the code. A declaration signed by the Managing Director is attached and forms part of the Annual Report of the company.

## **CEO CERTIFICATION**

Chief Executive Officer (CEO) certification on financial statements pursuant to the provisions of Clause 49 of the listing agreement is annexed and forms part of the Annual Report of the company.

## **MEANS OF COMMUNICATION**

The means of communication between the Shareholders and Company are transparent and investor friendly. The quarterly results of the Company are published in one English newspaper circulating substantially in whole of India and one in the Gujarati language as required by the listing agreement.

## **GENERAL SHAREHOLDERS INFORMATION**

Annual General Meeting: Date: 01/08/2011  
(Date, Time and Venue) Time: 11.00 A.M.  
Venue: 2283, Khadiyatani Khadki,  
Opp. Central Bank of India,  
Raipur Chakla, Raipur,  
Ahmedabad – 380 001

Financial Calendar: 1<sup>st</sup> April 2010 to 31<sup>st</sup> March 2011

Date of Book Closure: 27<sup>th</sup> July, 2011 To  
1<sup>st</sup> August, 2011

Dividend Payment Date: No dividend declared.

Tentative Financial Calendar

Publication of Quarterly Results ending 30 <sup>th</sup> June, 2011	Last week of July 2011
Publication of Quarterly Results ending 30 <sup>th</sup> Sep. 2011	Last week of Oct. 2011
Publication of Quarterly Results ending 31 <sup>st</sup> Dec. 2011	Last week of Jan. 2012
Publication of Quarterly Results ending 31 <sup>st</sup> March 2012	Last week of April 2012

## **LISTING ON STOCK EXCHANGE**

1. Bombay Stock Exchange Limited
2. Ahmedabad Stock Exchange.

## **STOCK MARKET DATA**

Shares of the Company are generally not traded in the Stock Market. Presently the trading of the shares are suspended.

## **SHARE TRANSFER SYSTEM**

The Company is in process of appointment of Share Transfer Agent.

The share transfer work is handled by the company.

Share Transfer are registered and dispatched within a period of thirty days from the date of the lodgment if the transfer documents are correct and valid in all respects.

## **ISIN**

No Dematerialization is made by the Company.

Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, Conversion date and Likely impact on equity:	Not Applicable
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**Distribution of Shareholding as on March 31, 2011.**

<b>No. of Equity shares held</b>	<b>No of share holders</b>	<b>% of shareholders</b>	<b>No of shares held</b>	<b>% of holding</b>
Upto 5000	3800	98.55	29,62,400	68.43
5001-10000	25	0.65	2,36,100	5.45
10001-20000	14	0.36	2,14,200	4.95
20001-30000	4	0.10	1,01,400	2.34
30001-40000	6	0.16	2,17,300	5.02
40001-50000	-	-	-	-
50001-100000	5	0.13	3,76,500	8.70
100001 & above	2	0.05	2,21,500	5.11
<b>Total</b>	<b>3856</b>	<b>100.00</b>	<b>43,29,400</b>	<b>100.00</b>

**Categories of Shareholders as on March 31, 2011**

	<b>Category</b>	<b>No. of Shares</b>	<b>% of Shares</b>
A	<b>Promoter's Holding</b>		
1	<b>Indian Promoters</b>	<b>472800</b>	<b>10.92</b>
2	<b>Foreign Promoters</b>	<b>NIL</b>	<b>NIL</b>
	<b>Sub total</b>	<b>472800</b>	<b>10.92</b>
B	<b>Non-Promoters</b>		
3	<b>Institutional Investors</b>	<b>NIL</b>	<b>NIL</b>
	<b>A Mutual Funds and UTI</b>	<b>NIL</b>	<b>NIL</b>
	<b>B Banks, Financial Inst., Insurance Com. (Central State Gov. Inst. /Non- Gov Inst.)</b>	<b>NIL</b>	<b>NIL</b>
	<b>C FIIS</b>	<b>NIL</b>	<b>NIL</b>
	<b>Sub total</b>	<b>NIL</b>	<b>NIL</b>
4	<b>Others</b>		
	<b>A Private corporate Bodies</b>	<b>700</b>	<b>0.02</b>
	<b>B Indian Public</b>	<b>3823700</b>	<b>88.32</b>
	<b>C NRIs / Clearing Member/OCBs/Trust</b>	<b>32200</b>	<b>0.74</b>
	<b>Sub total</b>	<b>3856600</b>	<b>91.36</b>
	<b>GRAND TOTAL</b>	<b>4329400</b>	<b>100.000</b>

Plant Location:

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Address for correspondence:

Registered Office of the company



## DECLARATION

The Board has laid down a code of conduct for all Board Members and Senior Management of the Company. The Board members and Senior Management have affirmed compliance with the code of conduct.

**Place: Ahmedabad**  
**Date: 01.07.2011**

**For and on behalf of the Board**

**Sd/-**  
**Sudama Lal C. Batra**  
**Director**

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## CEO CERTIFICATION

I, Mr. Sudama Lal C. Batra , Director, certify to the Board that:

(a) We have reviewed financial statements and the cash flow statement for the year ended on 31.03.2011 and that to the best of their knowledge and belief:

(i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

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

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

(d) We have indicated to the auditors and the Audit committee

(i) significant changes in internal control during the year;

(ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

**Place: Ahmedabad**  
**Date: 01.07.2011**

**For and on behalf of the Board**

**Sd/-**  
**Sudama Lal C. Batra**  
**Director**

**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE  
GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT(S)**

1. We have examined the Compliance of conditions of Corporate Governance by **Super Domestic Machines Limited** ("the Company ") for the period from during the year ended 1st April, 2010 to 31st March, 2011 as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchange.
2. The compliance of conditions of corporate governance is the responsibility of the management .Our examination has been limited to a review of 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.
3. In our opinion and to the best of our information and according to the explanations given to us , and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.
4. As required by the Guidance Note issued by the Institute of Chartered Accountant of India we have to state that based on the report given by the the Company to the Investor's Grievance Committee, as on 31st March, 2011, there were no investor grievance matter against the Company remaining unattended /pending for more than 30 days.
5. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
- 6.

Date : 1st July, 2011  
Plac : Ahmedabad  
e

**For, Vishves A. Shah & Co.**  
Chartered Accountants  
Firm No:-121356W

Sd/-  
(Vishves A. Shah)  
Proprietor  
M. No. 109944

**VISHVES A. SHAH & CO.**  
Chartered Accountants  
22, Narayan Park -1, Bopal, Ahmedabad – 380058  
Ph. +91 98254 71182, +91 93777 71182  
E-Mail: vishvesca@gmail.com

## AUDITORS' REPORT

### **Auditor's Report to the Members of SUPER DOMESTIC MACHINES LIMITED.**

1. We have audited the attached Balance sheet of **SUPER DOMESTIC MACHINES LIMITED** as at 31<sup>st</sup> March, 2011 and the related Profit & Loss Account for the year ended on that date annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conduct our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 as amended by Companies (Auditor's Report) amendment Order, 2004 (together with the order) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we annex here to a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the Annexure referred to in paragraph (3) above and information and explanations provided to us, we report that:
  - 1) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of the audit.
  - 2) In our opinion, proper books of accounts as required by the law have been kept by the Company so far as it appears from our examination of such books.
  - 3) The Balance Sheet, Profit & Loss Account and the Cash Flow Statement referred to in this report are in agreement with the books of accounts of the company.
  - 4) In our opinion, these financial statements comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act 1956, except as stated in para 6(a) and (b) below.

- 5) On the basis of written representations received from the directors, as on 31<sup>st</sup> March, 2011, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act 1956.
- 6) In our opinion and to the best of our information and according to the explanations given to us, the accounts together with the notes thereon of schedule 12 and in particular; give the information required by the companies act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
- a) In the case of the Balance Sheet, of the State of affairs of the Company as at 31<sup>st</sup> March, 2011.  
and
- b) In the case of Profit and Loss Account, of the profit for the year ended on 31<sup>st</sup> March, 2011.

Date : 1<sup>st</sup> July, 2011  
Plac : Ahmedabad  
e

**For, Vishves A. Shah & Co.**  
Chartered Accountants  
Firm No. 121356W

Sd/-

(Vishves A. Shah)  
Proprietor  
M. No. 109944

**Re: SUPER DOMESTIC MACHINES LIMITED:**

**Annexure referred to in paragraph 3 of our report even date.**

1. (a) Proper records showing full particulars including quantitative details and situation of Fixed Assets of the company are being updated
- (b) The management physically verifies the fixed assets of the Company. No material discrepancies were noticed on verification.
- (c) No substantial parts of the fixed assets have been disposed off during the year.
2. (a) At the end of the year company have inventory of Rs. 38,48,100.
- (b) The Inventories are valued at cost or market value, which is lower.
- (c) Inventories have been physically verified by the management at regular intervals during the year.
3. (a) The company has not taken any loans from Companies, Firms or other parties other than directors; Register maintained under section 301 of the Act. No amount was borrowed from the directors of the company during the year & other financial institutes.
- (b) In our opinion, the terms and conditions, on which loans have been taken from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act 1956 and from the companies under the same management, are not, prima facie, prejudicial to the interest of the company.
- (c) The Principal amount and interest has been repaid as stipulated.
- (d) There are no overdue payments.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, with regard to purchases of plant and machinery, equipment and other assets and with regard to the sale of goods.

5. (a) According to the information and explanation given to us, we are of the opinion at the transactions that need to be entered into the register maintained under section 301 of the Act, have been so entered.  
  
(b) In our opinion and according to the information and explanation given to us, There is no any transaction more than Rs. 500000/ or more of purchase of goods and materials and sale of goods, materials and services, made in pursuance of contracts or arrangements entered in the registers maintained under section 301 and aggregating during the year in respect of each party, so this provision is not applicable.
6. In our opinion and according to the information and explanation given to us, the company has not accepted any deposits; hence the provision of section 58A of the Companies Act 1956 and Companies (acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable.
7. In our opinion, the company has no required any internal audit system commensurate with the size and nature of its business.
8. The Central Government has not prescribed for maintenance of cost records under section 209(1) (d) of the Companies Act, 1956 for the products of the Company.
9. (a) According to the information and explanation given to us, the company is generally regular in depositing with the appropriate authorities, undisputed statutory dues including Provident Fund, ESIC, Income Tax, Sales Tax, Excise Duty, Cess and any other material statutory dues applicable to it  
  
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, custom duty, excise duty and cess were outstanding, as at 31<sup>st</sup> March' 2011 for a period of more than six months from the date they become payable.
10. The company does not have any accumulated losses. The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
11. In our opinion and according to the information and explanation given to us, the company has not defaulted in repayment of dues to financial institutions or banks.
12. According to the information and explanations given to us, the company has not granted loans and advances on the basis of securities by way of pledge of shares, debentures and other securities. Therefore the provisions of clause 4(xii) of the Companies (Auditors Report) order, 2003 are not applicable to the company.

- 13 . In our opinion, the company is not a Chit Fund or a NIDHI Mutual Benefit Fund/Society. Therefore the provisions of clause 4(xiii) of the Companies (Auditors Report) order, 2003 are not applicable to the company.
- 14 . In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investments. Therefore the provisions of clause 4(xiv) of the Companies (Auditors Report) order, 2003 are not applicable to the company.
- 15 . As informed to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.
- 16 . According to the information and explanations given to us, and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for Long-term assets. No long-term funds have been used to finance short-term assets.
- 17 . The company has not made any preferential allotment of shares to companies, firms or other parties listed in the register maintained u/s 301 of the Companies Act.
- 18 . The company has not issued any debentures.
- 19 . During the period covered by our audit report, the company has not raised any money by public issue.
- 20 . To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

Date : 1<sup>st</sup> July, 2011  
Place : Ahmedabad  
e

**For, Vishves A. Shah & Co.**  
Chartered Accountants  
Firm No. 121356W

Sd/-  
(Vishves A. Shah)  
Proprietor  
M. No. 109944

**SUPER DOMESTICS MACHINES LIMITED**  
**2283, Khadiyatani Khadki, Opp. Central Bank of India, Raipur Chakla, Raipur, Ahmedabad-1**  
**Balance Sheet (As per schedule VI of the Companies Act) as on**  
**31st March, 2011**

	Particulars	Sch No.	As on 31.03.2011	As on 31.03.2010
	<b>SOURCES OF FUNDS:</b>			
[1]	<b>Share Holders' Fund</b>			
	(a) Capital	1	43,294,000	43,294,000
	Share Application			
	(b) Reserves & Surplus		12,263,000	12,263,000
[2]	<b>Borrowed Fund</b>			
	(a) Secured Loans	2	6,547,826	6,547,826
	(b) Unsecured Loans		NIL	NIL
	<b>TOTAL Sources of Funds:</b>		<b>62,104,826</b>	<b>62,104,826</b>
	<b>APPLICATION OF FUNDS:</b>			
[1]	<b>Fixed Assets</b>			
	(a) Gross Block (Office Equipments)	5	5,885,653	5,885,653
	(b) (Less) Depreciation		3,486,087	3,347,171
	(c) Net Block		2,399,566	2,538,482
[2]	<b>Investments</b>			
[3]	<b>Current Assets, Loan &amp; Advances</b>			
	(a) Inventories		3,848,100	1,948,100
	(b) Sundry Debtors & Receivables	3	7,050,400	NIL
	(c) Cash & Bank Balance	4	648,732	408,732
	(d) Loans & Advances	6	29,573,727	38,224,127
			<u>41,120,959</u>	<u>40,580,959</u>
	Less: Current Liabilities & Provisions			
	(a) Liabilities		860,804	860,804
	(b) Provisions	7	44,343	44,343
			<u>905,147</u>	<u>905,147</u>
	Net Current Assets		40,215,812	39,675,812
[4]	<b>Preliminary &amp; Pre Operative Expenses</b> (to the extent not Written off)	8	NIL	NIL
[5]	<b>Net Loss as per Profit &amp; Loss Account</b>		19,489,448	19,890,532
	<b>TOTAL :</b>		<b>62,104,826</b>	<b>62,104,826</b>

**Signature to Schedule 1 to 7**

For & on behalf of Board of Directors of  
**SUPER DOMESTICS MACHINES LIMITED**

Sd/-  
Directors

Date: 1st July, 2011  
Place: Ahmedabad

**As per our Saperate Report  
of Even Date**

**For, Vishves A. Shah & co.**

Chartered  
Accountantans

Firm No. 121356W

Sd/-

(Proprietor)

M. No. 109944

Date: 1st July, 2011  
Place: Ahmedabad



**SUPER DOMESTICS MACHINES LIMITED**

2283, Khadiyatani Khadki, Opp. Central Bank of India, Raipur Chakla, Raipur, Ahmedabad-1

**Profit & Loss Account for the year ended**

**31st March, 2011**

	<b>Particulars</b>	<b>Sch No.</b>	<b>Year 2010-11</b>	<b>Year 2009-10</b>
	<b>INCOME:</b>			
	Sales		10,085,000	7,895,650
	Sub Total (A)		<b>10,085,000</b>	<b>7,895,650</b>
	<b>EXPENDITURE:</b>			
	Purchase /Consumtion		9,090,000	7,242,547
	Employees Cost	9	238,000	216,000
	Indirect Expenses	10	217,000	239,227
	Prelimnery Expenses (written off)		0	0
	Depreciation		138,916	138,916
	Sub Total (B)		<b>9,683,916</b>	<b>7,836,690</b>
	<b>Net Profit (Loss) Before Tax</b>	(A-B)	401,084	58,960
	<b>Less: Provision for Taxation</b>		NIL	NIL
	<b>Profit (Loss) after Taxation</b>		401,084	58,960
	<b>Surplus (Deficit) Carried Forward</b>		(19,890,532 )	(19,949,492)
	<b>Proposed Dividend</b>		NIL	NIL
	<b>Less: Tax on Dividend</b>		NIL	NIL
	<b>Balance Carried to Balance Sheet</b>		<b>-19,489,448</b>	<b>-19,890,532</b>

**Signature to Schedule 1 to 7**

For & on behalf of Board of Directors of  
SUPER DOMESTICS MACHINES LIMITED

Sd/-  
**Directors**

Date: 1st July,2011  
Place: Ahmedabad

**As per our Saperate Report  
of Even Date**

**For, Vishves A.Shah & co.**

Chartered  
Accountantans

Sd/-  
(Proprietor)

M. No. 109944

Date: 1st July,2011  
Place: Ahmedabad

**SUPER DOMESTICS MACHINES LIMITED**

**Schedules for Balance sheet and Profit & Loss Account as on 31st March, 2011**

Particulars	As on 31.03.2011	As on 31.03.2010
<b>Schedule 1: Share Capital</b>		
Authorised Share Capital 7000000 Equity shares of Rs. 10 Each	70,000,000 <b>70,000,000</b>	70,000,000 <b>70,000,000</b>
Issued,Subscribed share capital 4329400 Equity shares of Rs. 10 Each	43,294,000	43,294,000
Less:Forfeited share	0	0
Paid up Share capital 4329400 Equity shares of Rs. 10 Each	43,294,000	43,294,000
	<b>43,294,000</b>	<b>43,294,000</b>
<b>Schedule 2: Secured Loans</b>		
The Kalupur Comm. Co. Op Bank Ltd T/L	4,435,451	4,435,451
The Kalupur Comm. Co. Op Bank Ltd CC	2,112,375	2,112,375
<b>Total :</b>	<b>6,547,826</b>	<b>6,547,826</b>
<b>Schedule 3: Debtors</b>		
Sundry Debtors	7,050,400	
<b>Total :</b>	<b>7,050,400</b>	<b>NIL</b>
<b>Schedule 4: Cash &amp; Bank Balances</b>		
Cash on hand	633,384	380,650
Balance With Banks	15,348	28,082
<b>Total :</b>	<b>648,732</b>	<b>408,732</b>

**SUPER DOMESTICS MACHINES LIMITED**

**Schedule 5:**

**Schedule of Fixed Assets as per the Companies Act for the year ended 31st March, 2011**

Block of Asset	<u>Gross Block</u>			<u>Depreciation</u>			<u>Net Block</u>	
	As on 31.03.2010	Addition for period	As on 31.03.2011	As on 31.03.2010	Provided for period	As on 31.03.2011	As on 31.03.2010	As on 31.03.2011
Land & Site Development	1,453,560	0	1,453,560	0	0	0	1,453,560	1,453,560
Air Conditioners	521,500	0	521,500	322,023	24,771	346,794	199,477	174,706
Computers	487,755	0	487,755	487,755	0	487,755	0	0
Furniture & Fixtures	1,607,255	0	1,607,255	1,321,784	101,739	1,423,523	285,471	183,732
Office Equipments	761,000	0	761,000	160,998	12,404	173,402	600,002	587,598
Vehicle	1,054,583	0	1,054,583	1,054,583	0	1,054,583	0	0
<b>Total :</b>	<b>5,885,653</b>	<b>NIL</b>	<b>5,885,653</b>	<b>3,347,171</b>	<b>138,916</b>	<b>3,486,087</b>	<b>2,538,510</b>	<b>2,399,595</b>

**SUPER DOMESTICS MACHINES LIMITED**

**Schedule of Fixed Assets as per the Income Tax Act for the year ended 31st March, 2011**

Block of Asset	Opening Balance 31.03.2010	Addition		Sale of Asset	Balance before Depre.	Rate of Depre- ciation	Depre- ciation for year	Closing Balance 31.03.2011
		Before 30.9.2010	After 30.9.2010					
Land & Site Development	1,453,560	0	0	0	1,453,560	0%	0	1,453,560
Air Conditioners	63,052	0	0	0	63,052	15%	9,458	53,594
Computers	3	0	0	0	3	100%	3	0
Furniture & Fixtures	408,909	0	0	0	408,909	10%	40,891	368,018
Office Equipments	92,330	0	0	0	92,330	15%	13,850	78,480
Vehicle	127,504	0	0	0	127,504	15%	19,126	108,378
<b>Total :</b>	<b>2,145,358</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>2,145,358</b>		<b>83,328</b>	<b>2,062,030</b>

<b>Schedule 6: Loans &amp; Advances</b>		
Advances Receivable in Cash or Kind	29,239,847	37,890,247
Security Deposit	92,500	92,500
Office Deposit	55,500	55,500
Sundry Deposits	90,650	90,650
Advances to Employees	73,450	73,450
Prepaid Expenses	21,780	21,780
<b>Total :</b>	<b>29,573,727</b>	<b>38,224,127</b>
<b>Schedule 7: Provisions</b>		
Unpaid Exp.	44,343	44,343
<b>Total :</b>	<b>44,343</b>	<b>44,343</b>
<b>Schedule 8: Misc. Assets &amp; Pre Operative Expenses</b>		
Preliminary Exp.	0	0
<b>Total :</b>	<b>NIL</b>	<b>NIL</b>
<b>Schedule 9: Cost of Employees</b>		
Remuneration	238,000	216,000
<b>Total :</b>	<b>238,000</b>	<b>216,000</b>
<b>Schedule 10: Indirect Expenses</b>		
Audit Exp.	7,500	2,500
Conveyance Exp.	45,630	43,650
Electric Charges	20,410	18,750
Interest Exp.		0
Legal Charges		13,500
Miscellaneous Expenses	31,298	16,547
News Paper & Periodicals	3,570	4,850
Office Exp.	40,360	36,750
Office Maintainance Charges	19,680	19,680
Petrol Exp.	16,376	19,340
Post & Couriers		3,820
Printing & Stationary	1,166	3,150
Professional & Consultancy Charges	10,000	8,500
Repairs & maintainance	7,110	12,450
Security Charges		18,760
Telephone Exp.	3,400	1,340
Travelling Expenses	10,500	15,640
<b>Total :</b>	<b>217,000</b>	<b>239,227</b>

**SUPER DOMESTICS MACHINES LIMITED**  
**2283, Khadiyatani Khadki, Opp. Central Bank of India, Raipur Chakla, Raipur, Ahmedabad-1**  
**Cash Flow for the Year ended 31st March, 2011**

Particulars	2010-11 Rupees		2009-10 Rupees	
<b>A. Cash Flow from Operating Activity:</b>				
Net Profit before tax and Extraordinary items		401,084		58,960
Adjustments for Non cash Items:				
Depreciation	138,916		138,916	
Unpaid Expenses	0	138,916	0	138,916
Adjustments for in Receivables & Payables:				
Change in Operating Receivables	(27,050,400)		NIL	
Change in Operating Payables	(1,900,000)	(28,950,400)	NIL	NIL
	NIL			
<b>Net Cash Flow from Operating Activity [Total-A]:</b>		<b>(28,410,400)</b>		<b>197,876</b>
<b>B. Cash Flow from Investing Activity:</b>				
Change in Investment in Shares		NIL	NIL	NIL
<b>Net Cash Flow from Investing Activity [Total-B]:</b>		<b>NIL</b>		<b>NIL</b>
<b>C. Cash Flow from Financing Activity:</b>				
Change in Loans & Advances	28,650,400	28,650,400	0	0
<b>Net Cash Flow from Financing Activity [Total-C]:</b>		<b>28,650,400</b>		<b>0</b>
<b>Net Increase/Decrease in Cash &amp; Cash Equivalents [A+B+C]:</b>		<b>240,000</b>		<b>197,876</b>
<b>Cash &amp; Cash Equivalents - Opening Balance</b>	408,732		210,856	
<b>Cash &amp; Cash Equivalents - Closing Balance</b>	648,732		408,732	
<b>Net Increase/Decrease in Cash &amp; Cash Equivalents (Closing - Opening Balance)</b>		<b>240,000</b>		<b>197,876</b>

**As per our Saperate Report  
of Even Date**

For & on behalf of Board of Directors of  
SUPER DOMESTICS MACHINES LIMITED

**For, Vishves A. Shah & Co.**

Chartered Accountants  
Firm No.  
121356W  
Sd/-

Sd/-  
Directors

(Vishves A. Shah)  
(Proprietor)

M. No. 109944

Date: 1st July, 2011  
Place: Ahmedabad

Date: 1st July, 2011  
Place: Ahmedabad

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2011.

**1. SIGNIFICANT ACCOUNTING POLICIES**

**a) BASIS FOR PREPARATION OF FINANCIAL STATEMENTS.**

The financial statements have been prepared under the historical cost convention, in accordance with Accounting Standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956, as adopted consistently by the company. All income and expenditure having a material bearing on the financial statements are recognized on accrual basis.

**b) REVENUE RECOGNITION.**

The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis except in case of significant uncertainties. The Principles of revenue recognition are given below:

- Revenue from the sale of goods is recognized when supply of goods takes place in accordance with the term of sales and on passing of title to the customers.

**c) FIXED ASSETS AND DEPRECIATION**

- Fixed Assets are stated at the cost of acquisition less accumulated depreciation. Cost includes all identifiable expenditure incurred to bring the asset to its present condition and location.
- Depreciation on fixed asset is provided at the rates and in the manner specified in schedule XIV to the Companies Act, 1956 on written down value of the asset.

**d) INVENTORIES**

- Raw material and other material are valued at cost or net realizable value whichever is lower.
- Finished goods are valued at cost or market value whichever is lower.

**e) INCOME TAX**

- Provision for taxation is made on the basis of the taxable profits computed for the current accounting period in accordance with the Income Tax Act, 1961.

## 2. NOTES FORMING PART OF ACCOUNTS

- The Company deals in trading in Machinery Spares. There is closing Stock of Rs. 38,48,100 at the close of the year.
- Balance of cash on hand at the end is accepted as certified by the management of the company.
- Balance of sundry Debtors, Creditors, unsecured loans, Loans & advances are subject to the confirmation of parties.
- In view of the insignificant amount of Net deferred tax liability/ net deferred tax asset on the date of balance sheet, no adjustment in this regard has been made.
- The expense of electricity, telephone and maintenance include expense of properties owned by the company and occupied by the directors of the company.
- The figures of the previous year are regrouped or rearranged wherever it is necessary.





# SUPER DOMESTIC MACHINES LIMITED

Registered office : 2283, Khadiyatani Khadki, Opp. Central Bank of India, Raipur Chakla,  
Raipur, Ahmedabad – 380 001

## ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

Full Name of the member attending.....

Full Name of the first Joint-holder.....

(To be filled in if first named joint-holder does not attend the meeting)

Name of Proxy.....

(To be filled in if Proxy Form has been duly deposited with the Company)

I hereby record my presence at the Annual General Meeting of the Company held on Monday, the 1st day of August, 2011 at 11:00 A.M. at 2283, Khadiyatani Khadki, Opp. Central Bank of India, Raipur Chakla, Raipur, Ahmedabad, PIN – 380001

Ledger Folio No.....

No. of Share held.....

Member's/Proxy's Signature

(To be signed at the time of handling over the slip)

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# SUPER DOMESTIC MACHINES LIMITED

Registered office : 2283, Khadiyatani Khadki, Opp. Central Bank of India, Raipur Chakla,  
Raipur, Ahmedabad – 380 001

## PROXY

I/We.....of.....

..... in the district  
of..... being a Member / Members of

**SUPER DOMESTIC MACHINES LIMITED** hereby appoint  
of

..... in the district of ..... or

..... failing him, .....

..... of .....

..... in the district of ..... as my /

our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company held on Monday, the 1st day of August, 2011 at 11:00 A.M. at 2283, Khadiyatani Khadki, Opp. Central Bank of India, Raipur Chakla, Raipur, Ahmedabad, PIN – 380001 and at any adjournment thereof.

Signed this ..... day of .....2011.

Ledger Folio No.....

No. of Shares held.....

(Signature of Member)

**Note :** Proxy must be deposited at the Registered Office of the Company not less than 48 Hours before the commencement of the meeting.