

ANSHU'S CLOTHING LIMITED



19TH ANNUAL REPORT

2013-14

ANSHU'S CLOTHING LIMITED

CORPORATE INFORMATION

CIN	:	L36999GJ1995PLC025177
BOARD OF DIRECTORS	:	Mr. Ravi Jagdish Bhandari Managing Director (DIN: 01227082)
		Mr. Chirag Jagdishbhai Khatri Independent Director (DIN: 06723277)
		Mr. Ajay Shah Independent Director (DIN: 06726769)
REGISTERED OFFICE	:	A-212, Titenium City Centre Near IOC, Petrol Pump, 100 FT Road Satellite, Ahmedabad-380015
AUDITORS	:	M/S. JSKG & Co. Chartered Accountants 157 Satyam Mall, Mr. Mansi Tower Vastrapur, Ahmedabad-380015, Gujarat

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ANSHU'S CLOTHING LIMITED

“NOTICE TO MEMBERS”

NOTICE is hereby given that **ANNUAL GENERAL MEETING** of the Members of **ANSHU'S CLOTHING LIMITED** will be held on Monday 29th September, 2014 at **11.00 A.M (IST)** at the Registered Office of the Company to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Audited Accounts:

To receive, consider and adopt the Financial Statement of the Company for the financial year ended on 31st March, 2014, the report of board of Directors and Auditor's thereon.

2. Re-appointment of Directors liable to retire by Rotation

To consider and appoint a Director in place of Mr. Ravi Bhandari [DIN: 01227082], Managing Director, who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of Auditors:

To appoint M/s. S Kansal and Associates , Chartered Accountants Ahmedabad [FRN.: 134937W] as the statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules framed there under read with Schedule IV to the Act, as amended from time to time, Mr. Chirag Khatri (DIN 06723277), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment , be and is hereby appointed as an Independent Director of the Company to hold office for a period of five consecutive years .”

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules framed there under read with Schedule IV to the Act, as amended from time to time, Mr. Ajay Jain (DIN 06726769), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment , be and is hereby appointed as an Independent Director of the Company to hold office for a period of five consecutive years.”

Place: Ahmedabd
Date: 27.08.2014

For and On Behalf of Board of Directors of
Anshu's Clothing Limited

Ravi Bhandari
Managing Director

ANSHU'S CLOTHING LIMITED

Notes:

1. The relative statement pursuant to section 102 of the Companies Act, 2013, with respect to the special business set out in item Nos. 4 and 5 above, is annexed hereto.
2. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Corporate members intended to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members/Proxy holders are requested to bring their copy of Annual Report and Attendance slip sent herewith, duly filled-in for attending the Annual General Meeting.
5. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday 25th September, 2014 to Monday 29th September, 2014 (both days inclusive).
6. The Shareholders are requested to notify their change of address immediately to the Registrars & Transfer Agent **Cameo Corporate Services Limited**. The Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.
7. Members intending to seek explanation /clarification about the Accounts at the Annual General Meeting are requested to inform the Company at least a week in advance of their intention to do so, so that relevant information may be made available, if the Chairman permits such information to be furnished.
8. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail.

Place: Ahmedabd
Date: 27.08.2014

For and On Behalf of Board of Directors of
Anshu's Clothing Limited

Ravi Bhandari
Managing Director

ANSHU'S CLOTHING LIMITED

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

ITEM NO. 4 & 5

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

Mr. Chirag Khatri and Mr. Ajay Jain is a Non Executive Independent Director of the Company appointed as on 26.10.2013 and 31.10.2013 respectively upto date of subsequent AGM and whose period of office was liable to be determined by retirement of directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. However, as per requirements of provisions of the Companies Act, 2013 and rules made thereunder, the Independent Directors are not liable to retire by rotation and are required to be appointed by Shareholders. Therefore, it is proposed to appoint Mr. Chirag Khatri and Mr. Ajay Jain as an Independent Director for a term of five consecutive years.

Mr. Chirag Khatri and Mr. Ajay Jain are not disqualified from being appointed as Directors in terms of Section 164 of the Act and has given their consent to act as a Director. Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board.

The Company has received a declaration from Mr. Chirag Khatri and Mr. Ajay Jain that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 52 of the Listing Agreement.

Mr. Chirag Khatri and Mr. Ajay Jain possess appropriate skills, experience and knowledge. In the opinion of the Board, Mr. Chirag Khatri and Mr. Ajay Jain both fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Agreement. Mr. Chirag Khatri and Mr. Ajay Jain are independent of the management

It will be in the interest of the Company that Mr. Chirag Khatri and Mr. Ajay Jain are appointed as Independent Directors. Copy of the draft letter for appointment of Mr. Chirag Khatri and Mr. Ajay Jain as Independent Directors setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 52 of the Listing Agreement with the Stock Exchanges.

None of the other Directors / Key Managerial Personnel of the Company / except Mr. Chirag Khatri and Mr. Ajay Jain are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 and 5 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 4 and 5 of the Notice for approval by the shareholders.

Place: Ahmedabd
Date: 27.08.2014

For and On Behalf of Board of Directors of
Anshu's Clothing Limited

Ravi Bhandari
Managing Director

ANSHU'S CLOTHING LIMITED

Annexure to Notice Details of Directors seeking Appointment / Re-appointment

Name	Mr. Ravi Bhandari	Mr. Chirag Khatri	Mr. Ajay Jain
Date of Birth	17.10.1975	06.06.1990	06.08.1975
Appointed on	01.06.2004	26.10.2013	31.10.2013
Qualifications	Diploma in Engineering	Bachelor of Commerce, Inter CA	HSE
Brief Profile	Mr. Ravi Bhandari has more than a decade of experience in trading of readymade garments and overall garment sector.	Mr. Chirag Khatri has more than seven years of Finance, Taxation Accounts and Auditing.	Mr Ajay Jain has more than a decade of experience in textile sector.
Directorship held in Public Limited Company	Nil	Nil	Nil
Membership/ Chairmanship of Committees	Nil	Nil	Nil
No of Shares held in the Company	4942000	Nil	Nil

ANSHU'S CLOTHING LIMITED

"DIRECTORS REPORT"

2013 – 2014

**TO,
THE MEMBERS,
ANSHU'S CLOTHING LIMITED
AHMEDABAD.**

Your Directors are pleased to present the 19th Annual Report and the Company's audited accounts for the financial year ended March 31, 2014.

Financial Results

The Summarized performance of the Company for the financial years 2013-14 and 2012-13 is given below:

(Rs. In Lacs)

Particulars	31.03.2014	31.03.2013
Revenue from Operations	2174.82	3063.30
Other Income	37.02	25.30
Total Revenue	2211.84	3088.61
Total Expenditure (including Change in Inventories)	2209.56	3075.74
Profit Before Tax	2.28	12.87
Less: Tax expense/ Deferred tax liability	0.46	3.31
Profit after Tax	1.82	9.55
Earnings Per Share	0.01	0.18

Operational Overview

During the year under review, turnover decreased from Rs.3088.61 Lacs to Rs. 2211.84 Lacs . The total expenditure also decreased from Rs.3075.74Lacs to Rs. 2209.56 lacs.The profit before tax was at Rs.2.28 Lacs as against previous year profit before tax of Rs.12.87 Lacs. The profit after tax was at Rs. 1.82 Lacs as against a profit of Rs. 9.55 Lacs over the previous year.

LISTING

The equity shares of the Company are listed with BSESME Platform. There are no arrears on account of payment of listing fees to the Stock Exchange.

Transfer To Reserves In terms of Section 217(1) (B) of the Companies Act, 1956:

The Company has not transferred any portion of profits to General Reserve Account for the financial year.

Public Deposit

Your Company has not accepted any deposits from the public during the year under review and shall not accept any deposits without obtaining prior approval of the Reserve Bank of India.

DIVIDEND

ANSHU'S CLOTHING LIMITED

Your directors do not recommend any dividend on equity shares for the financial year 2013-14.

Management Discussion and Analysis Report

As required under Clause 52 of the Listing Agreement with the Stock Exchanges, the Management Discussion and Analysis of the financial condition and results of consolidated operations of the Company under review, is annexed and forms an integral part of the Directors' Report.

Directors

Mr. Ravi Jagdish Bhandari, will be the Managing Director retiring by rotation and being eligible offer himself for re-appointment at the ensuring Annual General Meeting. The resolution is being placed before the Members in General Meeting for their approval.

Mr. Chirag Khatri and Mr. Ajay Jain is a Non Executive Independent Director of the Company appointed as on 26.10.2013 and 31.10.2013 respectively upto date of subsequent AGM and whose period of office was liable to be determined by retirement of directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. However, as per requirements of provisions of the Companies Act, 2013 and rules made thereunder, the Independent Directors are not liable to retire by rotation and are required to be appointed by Shareholders. Therefore, it is proposed to appoint Mr. Chirag Khatri and Mr. Ajay Jain as an Independent Director for a term of five consecutive years.

As per the provisions of Section 149 of the Act, which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Chirag Khatri and Mr. Ajay Jain as Independent Director for the term of five years is being placed before the Members in General Meeting for their approval.

Mrs. Nimisha Varun Modi, Mr. Mohjeet Chopra and Mr. Abhishek Shah has resigned from the directorship of the Company with effect from 11 .10.2013, 29.10.2013 and 19.12.2013

Director's Responsibility Statement Pursuant To Sec 217(2aa) Of Companies Act, 1956:

The Directors hereby confirm that -

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period,
- c. the directors had 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;
- d. the directors had prepared the annual accounts on a going concern basis.

Auditors and Auditors' Report

M/s. S Kansal and Associates, Chartered Accountants, Ahmedabad, as Statutory Auditors of the Company hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. The Company has received letter from Statutory Auditor to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment. Their reappointment is recommended by the Board The Notes on

ANSHU'S CLOTHING LIMITED

Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

Share Capital

During the year under review the following changes have been made in capital structure of the Company:

- a) The Authorized Share Capital of the Company was increased from Rs.10,00,00,000/- consisting of 1,00,00,000 Equity Shares of ₹10/- each to 12,50,00,000/- consisting of 1,25,00,000 Equity Shares of ₹10 /-each.
- b) Further the Company has issued Bonus equity shares to the Shareholders in the ratio of 1:1 Equity Shares consisting of 62,34,780 of ₹ 10 per equity share by Capitalizing reserve from Securities Premium Account.

Particulars Of Employees

No Employee of the Company draws remuneration in excess of limit prescribed under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

Statutory Information

Information pursuant to Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 related to Conversation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo for the financial year ended 31st March 2014 are given in Annexure - I attached hereto and forming part of this report.

Corporate Governance

A report on Corporate Governance along with a Certificate from the Auditors of the Company regarding the compliance with conditions of Corporate Governance as also the Management Discussion and Analysis Report as stipulated under Clause 52 of the Listing Agreement are annexed to this Report.

Cautionary Statement

Statements in the Directors Report and the Management discussion & Analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global & domestic demand and supply conditions affecting selling prices, new capacity additions, availability of critical materials and its cost, changes in government policies and tax laws, economic development of the country and such other factors which are material to the business operations of the Company.

Acknowledgement

Your Directors would like to express their sincere appreciation of the co-operation and assistance received from Shareholders, Bankers, regulatory bodies and other business constituents during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff, resulting in successful performance of the Company during the year.

Place: Ahmedabd
Date: 27.08.2014

For an On Behalf
Anshu's Clothing Limited

Ravi Bhandari
Managing Director

ANSHU'S CLOTHING LIMITED

ANNEXURE – I TO DIRECTORS REPORT

Information as per Section 217 (1) (e) read with the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended on 31st March 2013.

A. Conservation of Energy:

The Company consumes minor power and hence no details are required to be disclosed.

B. Technology Absorption

NIL

C. Foreign Exchange Earning & Out Go:

Total Foreign Exchange Used	:	NIL
Total Foreign Exchange Earned	:	NIL

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ANNEXURE-II TO THE DIRECTORS REPORT MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(i) Industry structure and developments:

The Company engaged in the retail apparel segment and same is substantially depends on the growth of retail segment in the country. Due to slow down in retail segment there is slow down in the Company also.

(ii) Opportunities and Threats

The Impact of support from the Central and State Government in the retail apparel segment has provided the boost to the retail Activity during the year and it is set to grow in Expected line. Outlook for the Year 2014 is Positive. The company expect the pressure on Quality Customer to continue due to competition.

(iii) Segment Wise- Product wise performance

The business of the company falls under a single segment i.e. For the purpose of accounting standard.

(iv) Outlook

The Continual growth in the retail apparel sector is necessary to give necessary support to the industry. The company is making all effort to accelerate the growth of its business. It Expect to improve its position in the market by focusing in the technologically advanced and more profitable Product and market segment and working aggressively in the area of productivity, efficiency and cost reduction.

(v) Risk and Concerns:

The Company is exposed due to disparity resulting into pressure on margins. Moreover non availability of funds from the banks due to sickness of the unit as well as repayment obligations to banks has affected working operations of Company. However, the management is aware of the said problems and therefore is in process of designing the system to address the same.

(vi) Internal Control systems and its adequacy

The company has internal control systems, the adequacy of which has been reported by its auditors in their report as required under the Companies (Auditor's Report) Order 2003.

(vii) Discussion on financial performance of the Company with respect to operational performance.

ANSHU'S CLOTHING LIMITED

Share Capital

The Paid up Share Capital of the Company as on 31st March, 2014, at Rs.124695600/- divided into 12469560 equity shares of Rs.10 each fully paid up.

(The Company has issued bonus shares after approval of members in the EGM held on 11.11.2013 in the ratio of 1:1.)

Reserves and Surplus

The reserves and surplus is Rs.538.13 Lacs as on the end of the current year.

Total Income

During the year under consideration, the total income was Rs. 2211.84 Lacs as against Rs.3088.61 Lacs during the previous year.

(vii) Material developments in Human resources / industrial Relations front, including number of people employed

The management is continuously trying to see the ways to overcome the crisis and in future to generate employment opportunities for people.

(Viii) Cautionary Statement

This report contains forward- looking statements based on the perceptions of the Company and the data and information available with the company. The company does not and cannot guarantee the accuracy of various assumptions underlying such statements and they reflect Company's current views of the future events and are subject to risks and uncertainties. Many factors like change in general economic conditions, amongst others, could cause actual results to be materially different. The Company does not assume any obligation for such variations.

Place: Ahmedabd

Date: 27.08.2014

**For and On Behalf of Board of Directors of
Anshu's Clothing Limited**

**Ravi Bhandari
Managing Director**

ANSHU'S CLOTHING LIMITED

ANNEXURE-III TO THE DIRECTORS REPORT CORPORATE GOVERNANCE REPORT

(as required under clause 52 of the Model Listing Agreement entered into the with SME Platform of Bombay Stock Exchange)

1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance goals for achieving the highest levels of transparency, accountability and equity in all spheres of its operations and in all its dealing with the shareholders, employees, the government and other parties related to it. The company believes in the philosophy on code of corporate governance, which provides a structure by which the rights and responsibility of different constituents, such as the board, employees and shareholders are carved out.

2. BOARD OF DIRECTORS

Composition

The Board of Directors of the Company (hereinafter referred as 'Board') comprises of a combination of executive and non-executive Directors, Independent Directors. The Composition of the Board is in line with the requirement of Clause 52 of the Listing Agreement.

The present Board of Directors consists of 2(two) non-executive / independent directors. As of date, the Board Comprises of 1(one) executive director and 2(two) independent / Non-Executive directors.

None of the Directors on the Board is a member of more than ten Committees and Chairman of more than five Committees across all companies in which they are Directors.

Board Procedure

The Board of Directors meets regularly to review the performance and Financial Results. A detailed Agenda File is sent to all the Directors well in time of the Board Meetings only in very exceptional and urgent cases some proposals are tabled during the course of the Board meetings. The Chairman/Managing Director briefs the Directors at every Board Meeting regarding overall performance of the company.

Matters discussed at Board Meeting generally relate to Company's performance, quarterly results of the Company, approval of related-party transactions, general notice of interest of Directors, Audit Committee and compliance with their recommendation, suggestion, compliance of any regulatory, statutory or listing requirements, etc.

During the financial year 2013-14, 17 meetings of the Board of Directors were held on the following dates, the following directors of the Company were present:

18th April, 2013 , 2nd May, 2013 ,30th May, 2013, 1st July , 2013, 7th August, 2013 , 26th August, 2013, 1st October , 2013, 11th October, 2013, 16th October, 2013 ,22nd October, 2013, 26th October, 2013, 29th October,2013, 31st October,2013, 15th November, 2013, 2nd December, 2013, 19th December, 2013 and 27th February, 2014 .

The composition of the Board of Directors, the number of other Directorship and Committee positions held by the Director, of which the Director is a Member/Chairman, are as under:

ANSHU'S CLOTHING LIMITED

Name of Director	No. of Board Meetings attended during the year	Whether attended last AGM	No. of other Directorship held	Committee** Membership held in other Companies	
				As Member	As Chairman
Managing Director					
Mr. Ravi Bhandari	17	Yes	1	Nil	Nil
Whole Time Director					
Mrs. Rekha Ravi Bhandari* ¹	6	Yes	1	Nil	Nil
Independent & Non Executive Director					
Mr. Chirag Khatri	6	No	Nil	Nil	Nil
Mr. Ajay Jain	4	No	Nil	Nil	Nil
Mrs. Nimisha Varun Modi* ²	8	Yes	Nil	Nil	Nil
Mr. Mohjeet Chopra * ³	12	Yes	Nil	Nil	Nil
Mr. Abhishek Lalaram Shah * ⁴	15	Yes	Nil	Nil	Nil

*¹ Mrs. Rekha Ravi Bhandari has resigned from position of Whole Time Director w.e.f. 01.10.2013.

*² Mrs. Nimisha Varun Modi has resigned from position of Directorship w.e.f. 11.10.2013.

*³ Mr. Mohjeet Chopra has resigned from position of Directorship w.e.f. 29.10.2013.

*⁴ Mr. Abhishek Shah has resigned from position of Directorship w.e.f. 19.12.2013

** Committee includes Audit Committee ,Shareholders'/Investors Grievance Committee only .

3. AUDIT COMMITTEE

a) Composition and attendance

The Audit Committee is constituted in accordance with the provisions of Clause 52 of the Listing Agreement and the Companies Act, 1956. All members of the Committee are financially literate. The Chairman of the Audit Committee is a Non-executive and Independent Director. The composition of the Committee and the details of Meetings attended by the Directors during the year are given below:

Name of the Members	Position	Category	No. of Meetings	Meetings attended
Mr. Chirag Khatri	Chairman	Independent Director	4	2
Mr. Ravi Bhandari	Member	Managing Director	4	4
Mr. Ajay Jain	Member	Independent Director	4	2
Mrs. Nimisha Varun Modi* ¹	Chairman	Independent Director	4	2
Mr. Abhishek Shah * ²	Member	Independent Director	4	2

ANSHU'S CLOTHING LIMITED

*¹ Mrs. Nimisha Varun Modi has resigned from position of Directorship w.e.f. 11.10.2013.

*² Mr. Abhishek Shah has resigned from position of Directorship w.e.f. 19.12.2013

4. NOMINATION AND REMUNERATION COMMITTEE

The composition of the Committee and the details of Meetings attended by the Directors during the year are given below:

Name of Director	Designation	Category	No. of Meetings	Meetings attended
Mr. Ajay Jain	Chairman	Independent, Non-Executive	Nil	NII
Mr. Chirag Khatri	Member	Independent, Non-Executive	Nil	NII
Mr. Ravi Bhandari	Member	Managing Director	Nil	NII
Mrs. Nimisha Varun Modi* ¹	Member	Independent, Non-Executive	Nil	NII
Mr. Mohjeet Chopra* ²	Chairman	Independent, Non-Executive	Nil	NII

*¹ Mrs. Nimisha Varun Modi has resigned from position of Directorship w.e.f. 11.10.2013.

*² Mr. Mohjeet Chopra has resigned from position of Directorship w.e.f. 29.10.2013.

The nomination and remuneration committee has been constituted to recommend / review the remuneration package of the Managing / Whole Time Directors based on performance and defined criteria.

The terms of reference of Remuneration Committee was conferred on the 'Nomination and Remuneration Committee', consequently, Remuneration Committee was dissolved w.e.f. 27.05.2014.

5. SHAREHOLDERS' / INVESTOR'S GRIEVANCES COMMITTEE

a) Composition and attendance

The Board has delegated the powers to approve transfer of shares etc. to this Committee of Three (3) Directors. The quorum for functioning of the committee is any two (2) Directors present. The composition of the Committee and the details of Meetings attended by the Directors during the year are given below:

Name of Directors	Designation	Category
Mr. Ajay Jain	Chairman	Independent, Non-Executive
Mr. Chirag Khatri	Member	Independent, Non-Executive
Mr. Ravi Bhandari	Member	Managing Director
Mrs. Nimisha Varun Modi* ¹	Member	Independent, Non-Executive
Mr. Mohjeet Chopra* ²	Chairman	Independent, Non-Executive

*¹ Mrs. Nimisha Varun Modi has resigned from position of Directorship w.e.f. 11.10.2013.

*² Mr. Mohjeet Chopra has resigned from position of Directorship w.e.f. 29.10.2013.

ANSHU'S CLOTHING LIMITED

3 c) Details of Complaints received and redress during Years from 1st April 2013 to 31st March 2014:-

Opening: 0, Received: 0, Resolved: 0, Pending Complaints: 0.

Name , Designation and Address of Compliance officer

Mr. Ravi Bhandari – Managing Director and Compliance Officer
Anshu's Clothing Limited
A-212, Titenium City Centre,
Near IOC, Petrol Pump,
100 FT Road, Satellite, Ahmedabad-380015
Email id: anshusdesigns@gmail.com,
cs@anshusdesigns.com
Contact No.: 079-4009 2727

6. GENERAL BODY MEETINGS

The details of Annual General Meetings held during the last three years are as follows:

Year	Day, Date and Time	Venue
2010-11	Friday, 30 th September, 2011 at 11.00 A.M.	F-103, Shivalik Plaza, Near IIM, ATIRA Road , Vastrapur, Ahmedabd-380015
2011-12	Saturday, 30 th June, 2012 at 11.00 A.M.	F-103, Shivalik Plaza, Near IIM, ATIRA Road , Vastrapur, Ahmedabd-380015
2012-13	Friday, 27 th September, 2013 at 11.00 A.M.	F-103, Shivalik Plaza, Near IIM, ATIRA Road , Vastrapur, Ahmedabd-380015

Special Resolution(s) passed at the last three Annual General Meetings (“AGM”)

Sr.No.	AGM Date	Special Resolutions Passed
1	30 th September, 2011	Nil
2	30 th June, 2012	Nil
3	27 th September, 2013	Nil

Special Resolution Passed during the financial year under review:

1. Resolution of postal ballot for approval of members for migration from BSE SME Platform to main board

Extraordinary General Meeting

During the year under review, One Extra ordinary General Meeting was held on 11th Day of November, 2013 for approval of members for issue of bonus shares under section 81(1A).

None of the business proposed to be transacted at the forthcoming Annual General Meeting is required to be approved by Postal Ballot.

Postal Ballot:

During the financial year 2012-13, one postal ballot was conducted by the company and the following resolution was passed as Special Resolution:

1. Resolution passed through postal ballot dated 27th November, 2013:
* To migrate from SME Platform of BSE to Main Board i.e BSE Ltd

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The result of the above mentioned postal ballot was declared on 27th November, 2013 and the resolution was passed with requisite majority.

Mr. Punit Lath, Company Secretary in Practice, was appointed as the Scrutinizer for conducting the aforesaid Postal Ballots. Mr. Ravi Bhandari, Chairman of the Company was responsible for conducting the said Postal Ballots in a fair and transparent manner. The Postal Ballots were conducted as per the rules framed by Government in this regard.

Procedure for postal ballot

For conducting Postal Ballot, Notice specifying the resolutions proposed to be passed through Postal Ballot as also the relevant explanatory statement & the postal ballot forms are dispatched to all the shareholders. The shareholders were requested to send back the postal ballot forms duly filled and signed to the Company so as to reach the scrutinizer on or before the 30th day from the date of issue of notice by the Company.

The scrutinizer complies the postal ballot result out of the postal ballot forms found valid and hand over the result to chairman. The Chairman there upon declares the result of postal ballot.

7. DISCLOSURES

a) Related Party Transaction

There are no materially significant related party transactions i.e. transactions of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc., that may have potential conflicts with the interests of the company at large in the financial year 2013 – 14. Related party transactions have been disclosed in the Notes to the Annual Accounts of the Company for the year ended 31st March, 2014

b) Disclosure of Accounting Treatment

In the preparation of financial statements, the Company has followed the Accounting Standards (AS) issued by the Institute of Chartered Accountants of India to the extent applicable.

c) Statutory Compliances, penalties and strictures

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

d) Reconciliation of Share Capital Audit

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Professional to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

8. MEANS OF COMMUNICATION

The half yearly financial results are regularly submitted to the Stock Exchange in accordance with the SME Model Listing Agreement and also uploaded on the Company's website – www.anshusdesigns.com.

ANSHU'S CLOTHING LIMITED

9. GENERAL SHAREHOLDER INFORMATION

1. Date, Time and Venue of AGM : Monday 29th September, 2014 at 11.00 A.M. at the Registered Office of the Company at A-212, Titenium City Centre, Near IOC, Petrol Pump, 100 FT Road, Satellite Ahmedabad-380015
2. Financial Year : 1st April to 31st March of the following year.
3. Date of Book Closure : Thursday 25th September, 2014 to Monday 29th September, 2014 (Both day inclusive)
- 4 Dividend : No Dividend has been declared
5. Listing on Stock Exchange : The Company's equity shares are listed on SME Platform of **Bombay Stock Exchange**
6. Stock Code / Symbol : 534707/ ANSHUS
7. Market Price Data

Table below gives the monthly high and low prices and volumes of Anshu's Clothing Limited Equity shares at SME Platform of BSE Limited for the year 2013-14:

Month	BSE- SME	
	High (₹)	Low (₹)
April	35.00	30.00
May	37.00	28.10
June	32.75	31.70
July	33.95	31.20
August	31.25	30.00
September	29.45	27.10
October	27.90	23.10
November	28.90	28.00
December	14.60	8.30
January	9.80	6.05
February	7.10	5.25
March	5.40	3.60

8. Registrar and Share Transfer Agents : Cameo Corporate Services Limited
'Subramaniam Building', No.1
Club House Road, Chennai -600 002
Tel.: +91-44-2846-0390; Fax.:+91-44-2846-0129.
9. Share Transfer System : Shares held in Physical form are processed by the Registrar and Share Transfer Agent in the prescribed manner and if the documents are complete in all respects, are transferred within the timeframe under the applicable provisions of law.

ANSHU'S CLOTHING LIMITED

10. Distribution of Shareholdings as on 31st March, 2014

Shareholding of Nominal Value		Shareholders		Amount	
		Number	% of total	In `	% of total
1	1000	633	82.53	654000	0.05
1001	5000	1	0.13	11000	0
20001	30000	1	0.13	240000	0.02
30001	40000	1	0.13	400000	0.03
50001	100000	48	6.26	3840400	3.08
➤	100000	83	10.82	120724700	96.82
Total		767	100	12469560	100

11. Category of Shareholders as on 31st March, 2014

Category	No. of Shares	Shareholding %
Resident Individual	3655990	29.32
Bodies Corporate	56010	0.45
Market Maker	64000	0.52
Clearing Members	8000	0.06
Promoter	8685560	69.65
Total	12469560	100.00

12. Dematerialization of Shares and Liquidity

As on 31st March, 2014, a total of 12469560 equity shares aggregating to 100% of the total issued, subscribed and paid-up equity share capital of the Company were in dematerialized form.

The equity Share of the Company are regularly traded on the BSE- SME Platform.

13. Outstanding GDRs/ADRs/ Warrants or any Convertible Instruments: NIL

14. Plant Locations : Not Applicable

15. Address for Correspondence (Company Address) :

Anshu's Clothing Limited
Registered Office : A-212, Titenium City
Centre, Near IOC Petrol Pump, 100 FT
Road, Satellite, Ahmedabad - 380015,
Gujarat

Tel.: +91-79- 4009-2727;

Fax.: +91-79-40326430

Email : anshusdesigns@gmail.com
cs@anshusdesigns.com

Website : www.anshusdesigns.com

ANSHU'S CLOTHING LIMITED

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Anshu's Clothing Limited,

We have reviewed the compliance of the conditions of Corporate Governance by M/s. Anshu's Clothing Limited for the year ended 31st March, 2014, as stipulated in Clause 52 of the Listing Agreement of the said Company with the Stock Exchange in India.

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

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

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

**FOR JSKG & Co.
CHARTERED ACCOUNTANT**

**Sachin Kansal
Partner
M. No. :-137191
Firm Reg No:-138035W
Place: Ahmedabad
Date: 27.08.2014**

ANNUAL DECLARATION BY CEO / MANAGING DIRECTOR PURSUANT TO CLAUSE 52(1)(D)(ii) OF THE LISTING AGREEMENT

I, Ravi Bhandari, Managing Director of Anshu's Clothing Limited hereby declare that all the members of the Board of Directors of the Company and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them as laid down by the Company in terms of Clause 52(1)(D)(ii) of the Listing Agreement entered into with the Stock Exchanges for the financial year ended 31st March, 2014.

For Anshu's Clothing Limited

**Date: 27.08.2014
Place: Ahmedabad**

**Ravi Bhandari
Managing Director**

ANSHU'S CLOTHING LIMITED

INDEPENDENT AUDITORS' REPORT

To,
The Shareholders,
Anshu's Clothing Limited
Ahmedabad.

Report on the Financial Statements:

We have audited the accompanying financial statements of **M/s Anshu's Clothing Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014 and also the Statement of Profit and Loss and Cash Flow Statement for the year ended on that annexed thereto, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements:

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and Cash Flow of the Company in accordance with the notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 Dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility:

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted the audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

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

ANSHU'S CLOTHING LIMITED

Basis of Qualified Opinion:-

Attention is drawn to:

- A) *In respect of balances of receivables and payables confirmation and reconciliation is unsecured and doubtful. Impact is uncertain and cannot be commented by us. For receivables considered doubtful and no provision has been created in the books of accounts.*
- B) *Claims & Discounts payable to the debtors/creditors are subject to confirmations, adjustments and realization are not ascertained.*
- C) *Valuation and verification of inventories is as taken, valued and certified by the management, the impact of any variation on the statement of Profit and Loss and state of affairs not being ascertained.*

Qualified 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 subject to the our observations and notes:

- (i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014; and
- (ii) In the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date.
- (iii) In case of Cash Flow Statement, of the Cash Flows of the Company for the year ended on that date

Report on Other Legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of Section 227(4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by Section 227(3) of the Act, we report that:
 - a. Except as stated in under the head "Basis of Qualified Report" 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 accounts as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet and the Statement of Profit and Loss Account and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the Balance Sheet and the Statement of Profit and Loss Account and the Cash Flow Statement comply with the notified under the Act read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133of the Companies Act, 2013.

ANSHU'S CLOTHING LIMITED

- e. On the basis of the written representations received from the directors as on March 31, 2014, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of Section 274(1) (g) of the Act.

**FOR JSKG & CO.,
CHARTERED ACCOUNTANTS,**

Sachin Kansal

Partner

M. No:-137191

Firm Reg No:- 138035W

Date: 27-08-2014

Place: Ahmedabad

ANSHU'S CLOTHING LIMITED

ANNEXURE TO THE AUDITORS' REPORT

Referred to in Paragraph 1 under the heading of “report on other legal and regulatory requirements” of our report of even date

1. In respect of the Company’s fixed assets:

- a) The Company has maintained records of fixed assets in the books of accounts.
- b) *Physical verification of fixed assets not carried out and their realizable value is not ascertainable.* As explained to us, all the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its fixed assets.
- c) In our opinion, the Company has not disposed of substantial part of its fixed assets during the year and the going concern status of the Company is not affected.

2. In respect of the Company’s inventories:

- a) *Realizable value of inventories not ascertained in view of no physical verification of inventories and same is accepted as per the management declaration and therefore shortfall/excess realization will affect the financial results.* As explained to us, inventories have been physically verified by the management at regular intervals during the year.
- b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) The Company has maintained proper records of inventories. As explained to us, the discrepancies noticed on physical verification of inventories as compared to the book records were not material and have been properly dealt with in the books of account.

3. In respect of the loans, secured or unsecured, granted or taken by the Company to / from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956:

- (a) As explained, the company has taken interest free unsecured loan from one party covered in the register maintained under Section 301 of the Act. The maximum amount involved during the year and the year-end balance of such loans aggregates to Rs. 18.22 Lacs & Rs. 18.22 lacs respectively.
- (b) The company has also given the interest free loan to one party covered in the register maintained under section 301 of the Act. The maximum amount involved during the

ANSHU'S CLOTHING LIMITED

year and the year-end balance of such loans aggregates to Rs. 69.33 Lacs & Rs. 8.82 lacs respectively.

- (c) The Company has given interest free loans in the nature of loan, to one party covered in the register maintained under section 301 of the Act.
 - (d) In our opinion the rate of interest and other terms and conditions on which loans have been granted to companies, firms or other parties listed in the registers maintained under Section 301 are not, *prima facie*, prejudicial to the interest of the company.
4. In our opinion and according to the information and explanations given to us, there are generally adequate internal control systems commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and also for the sale of goods and services during the course of our audit. In our opinion and according to the information and explanations given to us, there is no continuing failure to correct major weakness in internal control system.
- 5. In respect of the contracts or arrangements referred to in Section 301 of the Companies Act, 1956:**
- a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements, that needed to be entered into in the register maintained under Section 301 of the Companies Act, 1956 have been so entered.
 - b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained u/s. 301 of the Companies Act, 1956 in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
6. According to information and explanations given to us, the Company has not invited or accepted any public deposit, hence the provisions of section 58A, 58AA and any other relevant provision of the Companies Act, 1956 and the rules framed there-under are not applicable to the Company and no order under the aforesaid section have been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any tribunal, on the Company.
7. The Company does not have formal internal audit system but there are adequate checks and controls at all levels. The management has informed us that the steps are being taken to introduce internal audit system commensurate with the size and nature of its business.

ANSHU'S CLOTHING LIMITED

8. According to the information and explanations provided by the Company, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Act. Accordingly, clause 4(viii) of the Order is not applicable to the Company.

9. In respect of statutory dues:

a) According to the records of the Company, the company is not regular in depositing amount payable on account of undisputed statutory dues including provident fund, sales tax, wealth tax, service tax, TDS payable and other material statutory dues with appropriate authorities, wherever applicable to it subject to the details herein below.

b) *According to information and explanations given to us, the company has not deposited amount of undisputed statutory dues related to VAT amounting Rs. 9.32 lacs which is more than six months.*

c) We have not examined outstanding of other statutory dues. The Company does not have accumulated losses at the end of the financial year.

10. The company has not incurred any cash losses during the financial year 2013-14 according to accounts but the same be read with notes related to Profit and Loss Account covered by the audit and in the immediately preceding financial year as per audited accounts.

11. *Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has defaulted in the repayment of loan and interest on loan to the financial institutions and banks. The company does not have provisions of interest payable to bank/NBFC amounting to Rs. 80.92 lacs in view of default.*

12. According to information and explanations given to us, and based on the documents and records produced before us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore the provisions of clause 4(xii) of the Order 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 (xiii) of paragraph 4 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. Accordingly, the provisions of Clause (xiv) of paragraph 4 of the Companies (Auditor's Report) Order, 2003 are not applicable to the

ANSHU'S CLOTHING LIMITED

Company. However, as and when the Company deals in shares and securities, proper entries are made in records maintained for the purpose.

15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
16. In our opinion and according to the information and explanation given to us, the Company had not raised any term loan and therefore the provisions of Clause (xvi) of the Para 4 of the Companies Auditor's Report) Order 2003 are not applicable to the Company.
17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, prima facie, we report that no funds raised on short term basis have been used for long term investment or vice versa.
18. During the year, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956.
19. The Company has not issued any debentures and therefore the question of creating security & charge in respect thereof does not arise.
20. The Company has not raised money by public issues during the year.
21. In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year

**FOR, JSKG & CO.,
CHARTERED ACCOUNTANTS**

**Sachin Kansal
Partner
M. No:-137191
Firm Reg No: - 138035W**

**Date: 27.08.2014
Place: Ahmedabad**

ANSHU'S CLOTHING LIMITED
Balance Sheet as at 31st March, 2014

₹ in Lacs

Particulars	Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
1	2	31/03/2014	31/03/2013
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	2	1,246.96	623.48
(b) Reserves and surplus	3	538.13	1,159.79
2 Non-current liabilities			
(a) Long-term borrowings	4	601.67	190.92
(b) Deferred tax liabilities (Net)	5	12.66	12.20
(c) Other Long term liabilities	6	517.53	788.38
3 Current liabilities			
(a) Short-term borrowings	7	919.08	893.02
(b) Trade payables	8	245.45	383.55
(c) Other current liabilities	9	10.24	12.72
(d) Short-term provisions	10	4.98	9.34
TOTAL		4,096.71	4,073.40
II. ASSETS			
1 Non-current assets			
(a) <u>Fixed assets</u>	11		
(i) Tangible assets		768.90	403.16
(ii) Intangible assets		29.92	33.61
(b) Non-current investments	12	685.08	771.58
(c) Long-term loans and advances	13	741.86	748.39
(d) Other non-current assets	14	48.58	44.16
2 Current assets			
(a) Inventories	15	527.85	585.08
(b) Trade receivables	16	1,271.03	1,405.61
(c) Cash and cash equivalents	17	21.54	33.28
(d) Short-term loans and advances	18	1.95	48.54
TOTAL		4,096.71	4,073.40
Significant Accounting Policies Notes on Financial Statements	1		

As per our Report of even date

For JSKG & Co.,
Chartered Accountants

For and on Behalf of the Board

Sachin Kansal
(Partner)
M.No. 137191
Firm Reg. No.138035W
Place:Ahmedabad
Date: 27.08.2014

Ravi Bhandari
(Managing Director)
Din:01227082

Ajay Jain
(Director)
Din:06726769

ANSHU'S CLOTHING LIMITED
Profit and Loss Statement for the year ended 31st March, 2014

(₹ In "Lacs" except Earning Per Share)

Particulars	Refer Note No.	Figures as at the end of current reporting period	Figures for the current reporting period
		31/03/2014	3/31/2013
I. Revenue from operations	19	2,174.82	3,063.30
II. Other income	20	37.02	25.30
III. Total Revenue (I + II)		2,211.84	3,088.61
IV. Expenditure			
Purchases	21	1,722.92	2,247.63
Changes in inventories of finished goods, Work-in-progress and Stock-in-Trade	22	57.22	22.68
Employee benefits expense	23	21.66	76.34
Finance costs	24	117.27	172.17
Depreciation and amortization expense	11	18.79	24.37
Other expenses	25	271.70	532.56
Total expenses		2,209.56	3,075.74
V. Profit Before Tax (III - IV)		2.28	12.87
VI Tax expense:			
(1) Current tax		0.44	2.28
(2) Mat Credit		(0.44)	-
(3) Deferred tax		0.46	1.03
		0.46	3.31
VII Profit (Loss) for the period (V- VI)		1.82	9.55
VIII Earnings per equity share:	31		
(1) Basic		0.01	0.18
(2) Diluted		0.01	0.18
Significant Accounting Policies	1		
Notes on Financial Statements			

As per our Report of even date

For JSKG & Co.,
Chartered Accountants

For and on Behalf of the Board

Sachin Kansal
(Partner)
M.No. 137191
Firm Reg. No.138035W
Place:Ahmedabad
Date: 27.08.2014

Ravi Bhandari
(Managing Director)
Din:01227082

Ajay Jain
(Director)
Din:06726769

ANSHU'S CLOTHING LIMITED
Cash Flow Statement for the year ended 31st March, 2014

Sr. No.	Cash Flow Statement	For the year ended 31st March, 2014		For the year ended 31st March, 2013	
		₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
A.	CASH FLOW FROM OPERATING ACTIVITIES:-				
	Net Profit before Tax as per Profit & Loss Account		2.28		12.87
	Adjusted for:				
	Prior Period Item	-		-	
	Preliminary & Deferred Revenue Expenses written off	7.18		7.18	
	Depreciation and Amortisation Expenses	18.79		24.37	
	Interest Income	-17.12		-25.30	
	Finance Costs	117.27		172.17	
			126.12		178.41
	Operating Profit before Working Capital Changes		128.40		191.28
	Adjusted for:				
	Trade Receivables	134.57		-570.21	
	Inventories	57.22		22.68	
	Trade Payable, Other Current Liabilities & Provisions	-145.37		134.00	
			46.43		-413.54
	Cash Generated From Operations		174.83		-222.26
	Taxes Paid		-1.31		-2.53
	Net Cash from Operating Activities		173.52		-224.79
B.	CASH FLOW FROM INVESTING ACTIVITIES:-				
	Purchase of Fixed Assets (Net)	-380.83		-228.52	
	Purchase / (Sale) of Investments	86.50		-771.58	
	Movement in Loans & Advances (Net)	54.87		-548.69	
	Other Non-current assets	-11.60		-27.83	
	Interest Income	17.12		25.30	
	Net Cash (used in) Investing Activities		-233.95		-1,551.321
C.	CASH FLOW FROM FINANCING ACTIVITIES:-				
	Proceeds from Issue of Share Capital	623.48		187.20	
	Proceeds from Long Term Borrowings (Net)	410.75		-18.68	
	Proceeds from Other Long Term Liabilities	-270.85		154.29	
	Short Term Borrowings (Net)	26.06		351.49	
	Increase in Securities Premium Account	-623.48		318.24	
	Finance Cost	-117.27		-172.17	
	Net Cash (used in)/ from Financing Activities		48.69		820.37
D.	Net Increase in Cash or Cash Equivalents (A + B +C)		-11.74		-955.73
E.	Opening Balance of Cash and Cash Equivalents		33.28		32.51
	Closing Balance of Cash and Cash Equivalents (D + E)		21.54		33.28

As per our Report of even date

For JSKG & Co.,
Chartered Accountants

For and on Behalf of the Board

Sachin Kansal
(Partner)
M.No. 137191
Firm Reg. No.138035W
Place:Ahmedabad
Date: 27.08.2014

Ravi Bhandari
(Managing Director)
Din:01227082

Ajay Jain
(Director)
Din:06726769

ANSHU'S CLOTHING LIMITED

NOTE 1:-

SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

- The financial statements have been prepared and presented under historical cost convention on the accrual basis of accounting in accordance with the accounting principles generally accepted in India (“GAAP”) and comply with the mandatory Accounting Standards (“AS”) as notified as per the Companies Accounting Standards (Rules), 2006 to the extent applicable and with the relevant provisions of the Companies Act, 1956.
- Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

2. Use of Estimates:-

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of financial statements and reported amount of revenues and expenses for the year. Actual results could differ from these estimates. Difference between the actual result and estimates are recognized in the period in which the results are known/ materialized. Any revision to an accounting estimate is recognized prospectively in the year of revision.

3. Revenue Recognition :-

Sale of goods is recognized on dispatch to the customers. Sales shown are inclusive of all taxes. Income/Expenses are accounted for on accrual basis and provisions are made for all known expenditure.

4. Fixed Assets:-

Fixed assets are stated at cost less accumulated depreciation and without considering impairment loss, if any. Cost comprises the purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use. Borrowing cost directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use is capitalized. Expenditure relating to fixed assets is added to cost only when the same involved modification of work and whereby it can increase the life of the assets.

5. Depreciation:-

- Depreciation has been provided on the Straight Line Method at the rate specified in Schedule – XIV of the Companies Act, 1956.
- Depreciation has been provided on pro-rata basis for both assets acquired and sold during the accounting period.
- Fixed Assets costing Rs. 5000/- or less has been depreciated fully in the year of purchase.
- **Depreciation has been provided on pro-rata basis for all the assets considering the actual utilization for the period of seven months only in the books.**

ANSHU'S CLOTHING LIMITED

6. Inventories:-

The Finished goods are valued at lower of cost or net realizable value. Consumable Stores & Spares and packing material are written off at the time of purchase itself.

7. Investments:-

Investments of long term nature are valued at cost. The Company had made an investment in Quoted, Un-Quoted Equity shares and in Partnership firm which is been reflected in the Financial Statements. Current investments, if any, are carried at the lower of cost or fair value. Provision for diminution in the value of long – term investments is made only if such a decline is other than a temporary. Diminution in the value of investments in partnership firm and other investments not ascertained.

8. Retirement Benefits:-

Liability for employee benefits, both short and long term, for present and past services which are due as per terms of employment are recorded in accordance with Accounting Standard (AS) 15 “Employee Benefits” as notified by the Companies (Accounting Standards) Rules, 2006

i) Gratuity and Retirement Benefits:-

The management is of the opinion that since none of the employees of the Company were in continuous service of more than five years and accordingly making provision of the gratuity does not arise. However, if payment on account of gratuity arises due to happening of any incidents as provided under the applicable provisions of the law, the same will be accounted for on cash basis.

ii) Provident Fund & Pension:-

The Provisions of Provident Fund Act and Pension Act are not applicable to the Company.

9. Taxes on Income:-

a) Current Tax:-

The current charge for income tax is calculated in accordance with the relevant provisions as prescribed under the Income Tax Act, 1961.

b) Deferred Tax:-

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the Balance Sheet date.

c) Minimum Alternate Tax (MAT) Credit:

MAT is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in

ANSHU'S CLOTHING LIMITED

which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the Guidance Note issued by The ICAI, the said asset is created by way of a credit to the Statement of Profit and Loss and is shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.

10. Borrowing Cost:-

Borrowing Cost, if any, is attributable to acquisition or construction of qualifying assets and is capitalized as part of the cost of such assets up to the date when such asset is ready for its intended use. Other borrowing costs are charged to the profit and loss account in the year in which they are incurred.

11. Provision, Contingent Liabilities and Contingent Assets:-

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized in the books of accounts and disclosed as notes to accounts.

12. Miscellaneous Expenditure:-

a) Preliminary & Deferred Revenue Expenditure and share issue expenses:-

The treatment of public issue expenses will be determined after recording all public issue and bonus issue expenses and the same are shown under the head Miscellaneous Expenditure – to the extent not written off in the Balance Sheet.

b) Listing Expenses:

The listing expenses of Rs. 29.06 lacs are not written off during the year. Management is of the opinion that benefit will arise from the next year.

13. Segment Reporting:-

The Company deals in only one reportable segment i.e. made-ups of textiles and hence requirement of Accounting Standard 17 “Segment Reporting” issued by ICAI is not applicable.

14. Micro, Small and Medium Enterprises Development Act, 2006:-

1. Based on the information available with the Company in respect of MSME (as defined in the Micro Small & Medium Enterprise Development Act, 2006) there are no delays in payment of dues to such enterprises during the year.
2. Companies has send letter to suppliers to confirm whether they are covered under Micro, Small and Medium Enterprises Act, 2006. As on date, the Company has not received confirmation from any suppliers who have registered under the “Micro,

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Small and Medium Enterprise Development Act, 2006” and hence no disclosure has been made under the said Act. And on the basis of information available with the Company there are no such parties in respect of MSME. This has been relied upon by the auditors.

2. SHARE CAPITAL

Share Capital	As at 31st March 2014		As at 31st March 2013	
	Number	₹ in Lacs	Number	₹ in Lacs
Authorised Equity Shares of ₹ 10/- each	12,500,000	1,250.00	10,000,000	1,000.00
Issued Equity Shares of ₹ 10/- each	12,469,560	1,246.96	6,234,780	623.48
Subscribed & Paid up Equity Shares of ₹ 10/- each fully paid	12,469,560	1,246.96	6,234,780	623.48
Total	12,469,560	1,246.96	6,234,780	623.48

2.1 Reconciliation of the number of shares outstanding is set out below:-

Particulars	Equity Shares		Equity Shares	
	Number	₹ in Lacs	Number	₹ in Lacs
Shares outstanding at the beginning of the year	6,234,780	623.48	4,362,780	436.28
Add:-Shares Issued during the year				
Fresh Issue (through Initial Public Offer)	-	-	1,872,000	187.20
Bonus Shares Issued*	6,234,780	623.48	-	-
Shares outstanding at the end of the year	12,469,560	1,246.96	6,234,780	623.48

*The Company has issued Bonus Shares to its existing shareholders in the ratio 1:1 of 62,34,780 equity shares by utilized securities premium of Rs. 623.48/- lacs.

2.2 Details of shares issued during the last 5 financial year by way of Bonus shares or by way of pursuant to contract without payment being received in cash or shares bought back, if any.

Particulars	Year (Aggregate No. of Shares)				
	2013-14	2012-13	2011-12	2010-11	2009-10
Equity Shares :					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	6,234,780	-	2,908,520	-	-
Shares bought back	-	-	-	-	-

2.3 The details of shareholders holding more than 5% of shares in the company

Particulars	As at 31st March 2014		As at 31st March 2013	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Ravi Bhandari	4,942,000	39.63	2,367,000	37.96
Ravi Bhandari (HUF)	1,312,000	10.52	660,000	10.59
Rekha Bhandari	1,274,400	10.22	637,200	10.22
Loloipop Fashion Private Limited	1,157,160	9.28	578,580	9.28
Total	8,685,560	69.65	4,242,780	68.05

3. RESERVES AND SURPLUS

<u>Reserves & Surplus</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
a. Securities Premium Account		
Opening Balance	1,050.90	732.66
Add : Securities premium credited on Share issue	-	318.24
<u>Less : Premium Utilised for various reasons</u>		
Issuing bonus shares	623.48	-
Closing Balance	427.42	1,050.90
b. Surplus/ (Deficit) in Profit & Loss Account		
Opening balance	108.89	99.33
(+) Net Profit/(Net Loss) For the current year	1.82	9.55
(-) Transfer to Reserves	-	-
Closing Balance	110.71	108.89
Total	538.13	1,159.79

4. LONG TERM BORROWINGS

<u>Long Term Borrowings</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
Secured Loans		
Other loans and advances		
i) Vehicle Loan	2.97	5.22
(Secured by Hypothecation of Vehicle)		
ii) From NBFC	512.08	84.65
Unsecured Loans		
(a) Loans repayable on demand		
i) from banks	8.55	15.57
ii) from NBFC's	59.85	80.47
iii) From Others	18.22	5.00
Total	601.67	190.92

4.1 Secured Vehicle Loan is to be repaid in 35 equal monthly installments of Rs 28802/-.

4.2 Secured - Loan from NBFC are secured against immovable property and the same is to be repaid as follows

- i) Total 180 monthly intstallments of Rs. 273357/- & Rs. 251017/- starting from August, 2013
- ii) Total 120 installments of Rs. 139045/- starting from August, 2011

The company has discontinued the payment of Secured and Unsecured loans during the year, so the maturity period of the loans can not be determined as on the balancesheet date.

5. DEFERRED TAX LIABILITY (NET)

<u>Long Term Borrowings</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
Deferred Tax Liability		
Opening Balance	12.20	11.17
Related to Fixed Assets	0.46	1.03
	12.66	12.20
Deferred Tax Assets	-	-
Total	12.66	12.20

6. OTHER LONG TERM LIABILITIES

<u>Other Long Term Liabilities</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
Security deposits receivable - Franchisees	517.53	788.38
Total	517.53	788.38

7. SHORT TERM BORROWINGS

<u>Short Term Borrowings</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
Secured		
Working Capital Loans		
From Bank	919.08	893.02
Total	919.08	893.02

7.1 Secured - Working Capital Loan referred above taken from bank are secured by way of hypothecation of entire current assets of the Company including Stock and Book Debts and against collateral security of premises of Company and guaranteed by Directors.

The company has discontinued payment of interest payable to bank and the bank has classified the company account as non performing assets.

8. TRADE PAYABLE

<u>Trade Payable</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
Micro, Small and Medium Enterprises	-	-
Others	245.45	383.55
Total	245.45	383.55

9. OTHER CURRENT LIABILITIES

<u>Other Current Liabilities</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
(i) Statutory remittances	9.31	0.89
(ii) TDS Payable	0.48	11.53
(iii) Professional Tax Payable	0.44	0.30
Total	10.24	12.72

10. SHORT TERM PROVISIONS

<u>Short Term Provisions</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
(a) Provision for employee benefits		
Salary & Reimbursements	0.29	2.94
	0.29	2.94
(b) Others		
(i) Provision for tax	0.44	2.28
(ii) Provision - others	4.26	4.12
	4.70	6.40
Total	4.98	9.34

11. Fixed Assets

Sr. No.	Fixed Assets	Gross Block			Accumulated Depreciation			Net Block		
		Balance as at 1st April 2013	Additions	Disposals	Balance as at 31st March 2014	Balance as at 1st April 2013	Depreciation charge for the year	Deduction / On disposals	Balance as at 31st March 2014	Balance as at 31st March 2013
I.	Tangible Assets									
a)	Owned / Own use									
b)	Office Building	93.62	-	-	93.62	11.16	0.89	-	12.05	81.57
c)	Flat	10.25	-	-	10.25	-	-	-	-	10.25
d)	Showroom & Staff Room	-	373.88	-	373.88	-	-	-	-	373.88
e)	Plant and Machinery	7.50	-	-	7.50	0.33	0.21	-	0.54	6.96
f)	Furniture and Fixtures	262.13	7.30	-	269.43	24.04	9.95	-	33.99	235.44
g)	Vehicles	19.01	39.00	39.00	19.01	6.60	1.05	-	7.66	11.35
h)	Office equipment	1.45	-	-	1.45	0.22	0.05	-	0.26	1.19
i)	Computer	19.93	0.15	-	20.08	5.03	1.90	-	6.93	13.15
j)	Air Conditioner	31.44	-	0.50	30.93	1.34	0.86	-	2.19	28.74
	Electric Equipment	7.01	-	-	7.01	0.45	0.19	-	0.65	6.36
	Total - (I)	452.33	420.34	39.50	833.17	49.17	15.10	-	64.27	768.90
	Previous Year - (I)	250.99	201.34	-	452.33	29.27	19.90	-	49.17	403.16
II.	Intangible Assets									
a)	Computer software	39.02	-	-	39.02	5.41	3.69	-	9.10	29.92
	Total - (II)	39.02	-	-	39.02	5.41	3.69	-	9.10	29.92
	Previous Year- (II)	11.84	27.17	-	39.02	0.94	4.47	-	5.41	33.61
	Total (I + II)	491.35	420.34	39.50	872.18	54.58	18.79	-	73.37	798.82
	Previous Year (I + II)	262.83	228.52	-	491.35	30.21	24.37	-	54.58	436.77
										232.62

Note: The Company had not made any Impairment / Revaluation on any of its assets.

12. Non-Current Investments
(Long Term Investments)

Non- Current Investments		As at 31st March 2014	As at 31st March 2013
		₹ in Lacs	₹ in Lacs
A	Trade Investments (Refer A below)		
	Investments in partnership firms	249.88	249.88
	Total	249.88	249.88
B	Other Investments (Refer B below)		
	Investment in Equity instruments	435.20	521.70
	Total	435.20	521.70
	Grand Total (A + B)	685.08	771.58
	Less : Provision for diminution in the value of Investments	-	-
	Total	685.08	771.58

Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV/ Controlled Entity	As at 31st March 2014	As at 31st March 2013	Whether stated at Cost Yes / No
		/ Others	₹ in Lacs	₹ in Lacs	
	Investments in partnership firms				
	M/s A.M. Energy Systems	Others	249.88	249.88	Yes
	Total		249.88	249.88	

B. Details of Other Investments		Subsidiary / Associate / JV/ Controlled Entity / Others		No. of Shares / Units		Quoted / Unquoted		Partly Paid / Fully paid		Extent of Holding (%)		` in Lacs		Whether stated at Cost Yes / No
Sr. No.	Name of the Body Corporate													
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)			(12)
	Investment in Equity Instruments (Fully Paid Up)													
1	Franchise Partner Private Limited	Others	25,000	25,000	Unquoted	Fully Paid Up	18.52%	18.52%	435.20	435.20		435.20	Yes	
2	Manglaxmi Industries Private Limited	Others	-	80,000	Unquoted	Fully Paid Up	13.79%	13.79%	-	80.00		80.00	Yes	
3	Mahan Industries Ltd (Face Value 10/- each)	Others	-	6,500	Quoted	Fully Paid Up	0.18%	0.18%	-	6.50		6.50	Yes	
	Total								435.20	521.70		521.70	Yes	

13. LONG TERM LOANS AND ADVANCES

<u>Long Term Loans and Advances</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
a. Security Deposits		
Secured, considered good	-	-
Unsecured, considered good	2.83	225.93
Doubtful	-	-
Less: Provision for doubtful deposits		
	2.83	225.93
b. Advance income tax / TDS - Unsecured, considered good	1.31	2.53
c. Others (Advances recoverable in cash or in kind)		
Secured, considered good	-	-
Unsecured, considered good	737.72	519.94
Unsecured, considered Doubtful	-	-
Less: Provision for doubtful loan & advances	-	-
	737.72	519.94
Total	741.86	748.39

14. OTHER NON-CURRENT ASSETS

<u>Other Non- Current Assets</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
(a) Unamortised expenses (to the extent not w/off)		
(i) Deferred Revenue Brand Development Expenditure	5.21	10.42
(ii) Preliminary Expenses	3.94	5.91
(iii) Listing Expenses	29.06	27.83
(iv) Interest Due But not Paid	10.37	-
Total	48.58	44.16

15. INVENTORIES

<u>Inventories</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
Finished goods (Valued at cost or net realizable value which ever is low)	527.85	585.08
Total	527.85	585.08

16. TRADE RECEIVABLES

<u>Trade Receivables</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
Outstanding for a period less than six months from the date they are due for payment		
Unsecured, considered doubtful	203.59	1,405.61
Less: Provision for doubtful debts	-	-
	203.59	1,405.61
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered doubtful	1,067.44	-
Less: Provision for doubtful debts	-	-
	1,067.44	-
Total	1,271.03	1,405.61

17. CASH AND CASH EQUIVALENTS

<u>Cash and cash equivalents</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
a. Balances with banks		
(i) In current accounts	5.34	9.95
(iii) In Fixed Deposit Receipt (Against Bank Guarantee)	2.66	2.55
b. Cash on hand	13.53	20.77
	21.54	33.28

18. SHORT TERM LOANS AND ADVANCES

<u>Short-term loans and advances</u>	As at 31st March 2014	As at 31st March 2013
	₹ in Lacs	₹ in Lacs
(a) Loans and advances to employees		
Un-secured, considered good	1.51	1.51
(b) Prepaid expenses	-	0.32
(c) Advance to suppliers		
Unsecured, considered good	-	45.31
(d) VAT Receivable	-	1.39
(e) Mat Credit Entitlement	0.44	-
Total	1.95	48.54

19. REVENUE FROM OPERATIONS

<u>Revenue from Operations</u>	For the year ended 31st March 2014	For the year ended 31st March 2013
	₹ in Lacs	₹ in Lacs
Sale of products	2,174.82	3,063.30
Total	2,174.82	3,063.30

20. OTHER INCOME

<u>Other Income</u>	For the year ended 31st March 2014	For the year ended 31st March 2013
	₹ in Lacs	₹ in Lacs
Interest Income		
(i) From Banks on Deposits	0.12	0.68
(ii) From Loans & advances	16.99	24.63
	17.12	25.30
(iii) Other Miscellaneous Income		
Non - Refundable Deposited *	19.23	-
Excess Payment Received	0.67	-
	19.90	
Total	37.02	25.30

* E) During the year the incomes arise of Rs. 19.23 lacs due to non refundable deposit and excess payment received which are considered as part of other income.

21. PURCHASES

<u>Purchases</u>	For the year ended 31st March 2014	For the year ended 31st March 2013
	₹ in Lacs	₹ in Lacs
Add: Purchases		
Imported	-	-
Indigenous	1,722.92	2,247.63
Total	1,722.92	2,247.63
% of Consumption		
Imported	-	-
Indigenous	100%	100%

22. Changes in inventories of finished goods, work in progress, stock in trade

<u>Particulars</u>	For the year ended 31st March 2014	For the year ended 31st March 2013
	₹ in Lacs	₹ in Lacs
<u>Inventories at the end of the year:</u>		
Finished goods	527.85	585.08
<u>Inventories at the beginning of the year:</u>		
Finished goods	585.08	607.76
Net (increase) / decrease	57.22	22.68

ANSHU'S CLOTHING LIMITED

Notes Forming Part of Financial Statements

23. EMPLOYEE BENEFIT EXPENSES

<u>Employee Benefit Expenses</u>	For the year ended 31st March 2014	For the year ended 31st March 2013
	₹ in Lacs	₹ in Lacs
Salaries and wages	20.19	73.34
Contribution to Provident & Other Funds	0.71	0.44
Staff welfare expenses	0.76	2.56
Total	21.66	76.34

24. FINANCE COST

<u>Finance Cost</u>	For the year ended 31st March 2014	For the year ended 31st March 2013
	₹ in Lacs	₹ in Lacs
Interest expense		
(i) Borrowings	101.29	117.00
(ii) On Deposits	-	36.69
- Interest on delayed payment	-	2.50
Other borrowing costs - Bank Charges	15.98	15.97
Total	117.27	172.17

ANSHU'S CLOTHING LIMITED

Notes Forming Part of Financial Statements

25. OTHER EXPENSES

<u>Other Expenses</u>	For the year ended 31st March, 2014		For the year ended 31st March, 2013	
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
Manufacturing Expenses				
Consumption of packing materials	2.53		4.81	
Electric Power, Fuel & Water	15.52		23.34	
Repairs and maintenance - Others	4.50		4.22	
CST Expenses	0.91		-	
Freight and forwarding	15.51		34.41	
		38.97		66.78
Selling & Distribution Expenses				
Advertisement Expenses	4.39		110.92	
Rent, Rates and taxes	11.31		270.31	
Common Area Maintenance Expenses	-		41.42	
Stock Discount, Rebate & Claims *	149.76		-	
Business Promotion & Marketing	4.61		2.07	
		170.08		424.72
Establishment Expenses				
Communication & Petrol	3.99		5.57	
Franchisee staff Expenses	12.06		-	
Travelling and conveyance	2.86		4.81	
Printing and stationery	0.11		7.08	
Deferred Revenue Expenditure	5.21		5.21	
Interest on TDS	1.49		-	
Insurance	0.32		2.02	
Leave Encashment	0.50		-	
Legal and professional	0.96		3.14	
Loss on Sale of Motor Car	30.00		-	
Payments to auditors (Refer Note (i) below)	0.29		2.00	
Preliminary Expenses Written Off	1.97		1.97	
Security Expenses	0.41		1.32	
Filing Fees	1.40		0.13	
Prior Period Item	-		1.26	
Excess/Short Provision Written Off	-		1.51	
Miscellaneous expenses	1.07		5.03	
		62.65		41.06
Total		271.70		532.56

* Stock, Discount, Rebate and Claims is on account of settlement of accounts receivable and payables.

Notes:

<u>Particulars</u>	For the year ended 31st March, 2014		For the year ended 31st March, 2013	
	₹ in Lacs	₹ in Lacs	₹ in Lacs	₹ in Lacs
(i) Payments to the auditors comprises:				
As auditors - statutory audit		0.23		1.50
For taxation matters		0.07		0.50
Total		0.29		2.00

<u>Particulars</u>	For the year ended 31st March, 2014		For the year ended 31st March, 2013	
	₹ in Lacs	% in Consumption	₹ in Lacs	% in Consumption
(i) Consumption of Packing Material				
Imported	-	-	-	-
Indigenous	2.53	100%	4.81	100%
Total	2.53	100%	4.81	100%

ANSHU'S CLOTHING LIMITED

NOTES FORMING PART OF FINANCIAL STATEMENTS

26. In respect of Balance sheet

- The confirmation from parties who are under the head Loan and Advances, Sundry Debtors, Sundry Creditors, Franchisee Deposits are not available and therefore have short realization will have negative effect on financial results.
- The investment in partnership firm on account of capital and loan and advances has been taken as Book Value and recovery of said outstanding cannot be as per certificate.

27. In respect of Profit & Loss A/c

- The Interest payable to Banker has not been provided from October, 2013 to March, 2014 and such amount payable for the aforesaid comes to Rs. 73.58 lacs. The non provision of above interest resulted in increase in profit by Rs. 73.58 lacs.
- The interest payable to NBFC has not been provided and such amount payable comes to Rs. 7.34 lacs. The non provision of above interest resulted in increase in profit by Rs. 7.34 lacs.
- The Stock Discount, Rebate & Claims Account has been credited by Rs. 307.45 lacs on account of delay in payment and on account of not furnishing requisite forms for Commercial Taxes by the debtors. The parties had not given any confirmations for above and hence recovery of this amount is doubtful. In case of non-recovery of this amount, the current year's profit will stand reduced by Rs. 307.45 lacs.
- The various expenses which are allocated among franchisees have no confirmations for franchisees.

28. Impairment of Assets:-

The impairment in value of fixed assets have not been ascertained by the management and hence amount cannot be quantify.

29. Inventory:-

Valuation and verification of inventories is as taken, valued and certified by the management. The realizable value of stock cannot be ascertained and hence short-realization will have negative effect on financial results.

30. Operations:-

The Company has no major business operations during November - 2013 to March - 2014.

ANSHU'S CLOTHING LIMITED

31. Earning Per Share:-

(Rs. in "Lacs" except earnings per share)

Particulars	As at 31 st March, 2014	As at 31 st March, 2013
Net Profit as per Profit & Loss Account	1.82	9.55
Number of Shares Outstanding during the year	1,24,69,560	62,34,780
Weighted Average Number of Equity Shares Outstanding during the year	1,24,69,560	52,39,800
Basic Earnings Per Share	₹ 0.01	₹ 0.18
Diluted Earnings Per Share	₹ 0.01	₹ 0.18

32. Related Party Disclosures:-

- a) Name of Related parties and nature of relationship with Key Management Personnel (KMP)

Sr. No.	Party Name	Relationship
1.	Ravi Bhandari	Director (KMP)
2.	Ravi Bhandari HUF	Associate HUF of Director (KMP)
3.	Lolipop Fashions Pvt. Ltd	Enterprise over which Key Management Personnel have significant influence
4.	Rekha Ravi Bhandari	Wife of Ravi Bhandari (KMP)

- b) Transactions During The Year:-

(Rs. in "Lacs")

Particulars	Key Management Personnel (KMP)	Others	Total
Remuneration	Nil (15.00)	Nil (Nil)	Nil (15.00)
Loan Taken	18.22 (Nil)	Nil (Nil)	18.22 (Nil)
Loan repaid	1.48 (Nil)	Nil (Nil)	1.48 (Nil)
Loan Given	69.33 (Nil)	Nil (Nil)	69.33 (Nil)
Receipt of loan given	60.52 (Nil)	(Nil)	60.52 (Nil)

- c) Outstanding Balances:-

(Rs.in

"Lacs")

Particulars	Key Management Personnel (KMP)	Others	Total
Loan Taken	18.22	Nil	18.22
Loan Given	8.82	Nil	8.82

ANSHU'S CLOTHING LIMITED

Creditors for Services Rendered	Nil (8.50)	4.60 (Nil)	4.60 (8.50)
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33. Capacity & Production:- N.A.

34. Particulars of Opening Stock, Purchases, Sales & Closing Stock:-

Description	Unit	31 st March, 2014	31 st March, 2013
		Quantity	Quantity
Dress Material Set, Salwar, Sarees etc.	Pcs.		
Opening Stock		13068	9291
Purchases		20296	41585
Sales		-24120	-37808
Closing Stock		9244	13068
Fabrics			
Opening Stock	Mtrs.	26840	23870
Purchases		135247	770970
Sales/ Consumed		-147264	-768000
Closing Stock		14823	26840
Kids Wear	Pcs.		
Opening Stock		54764	40877
Purchases		208649	472515
Sales		-215453	-458628
Closing Stock		47960	54764

35. Previous year's figures have been regrouped / reclassified wherever necessary to confirm to current year's classification.

36. Significant accounting policies and practices adopted by the management are disclosed in the statement annexed to these financial statements.

**As per our attached report of even date
For JSKG & Co.,
Chartered Accountants**

For and on behalf of Board of Directors

Sachin Kansal
Partner
Membership No. 137191
Firm Reg. No.:- 138035W
Place: Ahmedabad
Date:- 27.08.2014

Director
Ravi Bhandari
Din:01227082

Director
Ajay Jain
Din:06726769

Place: Ahmedabad
Date:- 27.08.2014

ANSHU'S CLOTHING LIMITED

Anshu's Clothing Limited
CIN: L36999GJ1995PLC025177
REGISTERED OFFICE:A-212, Titenium City Centre , Near IOC Petrol Pump, 100 Ft Road Satellite,
Ahmedabad-380015, Gujarat

ATTENDANCE SLIP

PLEASE FILL IN ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Joint shareholders may obtain additional Slip at the venue of the meeting.

DP Id*		Master Folio No.	
Client Id*		No. of Shares	

NAME & ADDRESS OF SHAREHOLDER / PROXY:

I hereby record my presence at the **19th Annual General Meeting** of the Company held on Monday 29th September, 2014 at 11.00 A.M. at A-212, Titenium City Centre , Near IOC Petrol Pump, 100 Ft Road Satellite, Ahmedabad-380015, Gujarat

Signature of Shareholder

*Applicable for investors holding shares in electronic (demat) form.

ANSHU'S CLOTHING LIMITED
CIN: L36999GJ1995PLC025177
REGISTERED OFFICE: A-212, Titenium City Centre , Near IOC Petrol Pump, 100 Ft Road Satellite,
Ahmedabad-380015, Gujarat

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

Name of the Member(s):		e-mail Id:	
Registered Address:		Folio No/* Client Id:	
		*DP Id:	

I/We,being the members of equity shares of Anshu's Clothing Limited , hereby appoint the _____ of _____ having e-mail id _____ or failing him and whose signature(s) are appended below as my/our proxy to vote (on a poll)for me/us and on my/our behalf at the **19th Annual General Meeting** of the Company to be held on Monday , 29th September ,2014 at 11.00 A.M. at A-212, Titenium City Centre, Near IOC Petrol Pump, 100 FT Road, Satellite , Ahmedabad- 380015 and at any adjournment thereof in respect of such resolution as indicated below:

** I wish my above proxy to vote in the manner as indicated in the box below:

Resolutions	For	Against
1. To receive, consider and adopt the Financial Statement of the Company for the financial year		
2.Re- appointment of Mr. Ravi Bhandari who retires by rotation		
3.Appointment of Auditors and fixing their remuneration		
4. Appointment of Mr. Chirag Khatri as Independent Director		
5. Appointment of Mr. Ajay Jain as Independent Director		

*Applicable for investors holding shares in electronic (demat) form.

Signed this _____ day of _____ 2014

Signature of Shareholder

Affix Revenue Stamp

 Signature of Proxy holder

ANSHU'S CLOTHING LIMITED

Notes:

INSTRUCTIONS:

1. The proxy in order to be effective should be deposited duly stamped, completed and signed at the registered office of the Company not less than 48 hours before the commencement of this meeting.
2. A proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the Share Capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy such person shall not act as proxy for any other person or shareholder.
4. This is only optional. Please put a 'X' in the appropriate column against resolution indicated in the Box. If you leave the 'For ' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.