

**ARVIND GOODHILL  
SUIT MANUFACTURING  
PRIVATE LIMITED**

**ANNUAL REPORT**

**2012 - 2013**

# ARVIND GOODHILL SUIT MANUFACTURING PRIVATE LIMITED

## NOTICE

NOTICE is hereby given that the FIRST Annual General Meeting of the Members of ARVIND GOODHILL SUIT MANUFACTURING PRIVATE LIMITED will be held on Saturday, the 14th September, 2013 at 2.30 p.m. at the Registered Office of the Company at Arvind Limited Premises, Naroda Road, Ahmedabad-380 025 to transact the following Business:-

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Statements of Accounts for the financial year ended on 31st March, 2013 and the Reports of the Directors and the Auditors thereon.
2. To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorize the Board to fix their remuneration.

### SPECIAL BUSINESS :

3. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

RESOLVED THAT Mr. Jayesh K. Shah, who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and who holds the office up to the date of this Annual General Meeting and in respect whom the company has received a notice in writing from a member proposing his candidature for the office of Director u/s. 257 of the Companies Act, 1956, being eligible for appointment to the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.

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

RESOLVED THAT Mr. Kulin S. Lalbhai, who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and who holds the office up to the date of this Annual General Meeting and in respect whom the company has received a notice in writing from a member proposing his candidature for the office of Director u/s. 257 of the Companies Act, 1956, being eligible for appointment to the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.

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

RESOLVED THAT Mr. Hideki Yoshioka, who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and who holds the office up to the date of this Annual General Meeting and in respect whom the company has received a notice in writing from a member proposing his candidature for the office of Director u/s. 257 of the Companies Act, 1956, being eligible for appointment to the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.

6. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

RESOLVED THAT Mr. Toru Yoshioka, who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and who holds the office up to the date of this Annual General Meeting and in respect whom the company has received a notice in writing from a member proposing his candidature for the office of Director u/s. 257 of the Companies Act, 1956, being eligible for appointment to the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.


7. To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

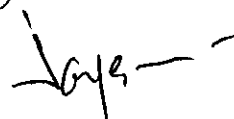
RESOLVED THAT Mr. Ashishkumar Srivastava, who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 260 of the Companies Act, 1956 and who holds the office up to the date of this Annual General Meeting and in respect whom the company has received a notice in writing from a member proposing his candidature for the office of Director u/s. 257 of the Companies Act, 1956, being eligible for appointment to the office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation.

**A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.**

Registered Office  
Arvind Limited Premises,  
Naroda Road,  
Ahmedabad-380 009  
14<sup>th</sup> May, 2013

**BY ORDER OF THE BOARD**

  
Kulin S. Lalbhai  
(Director)

  
Jayesh K. Shah  
(Director)

**ANNEXURE TO NOTICE**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173  
OF THE COMPANIES ACT, 1956**

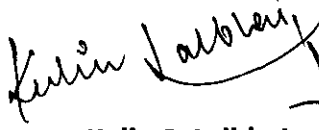
**Item No. 3 to 7**

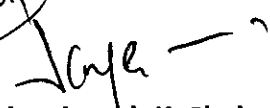
The Board of Directors at their meeting held on 11<sup>th</sup> March, 2013 and 29<sup>th</sup> March, 2013 appointed Mr. Jayesh K. Shah, Mr. Kulin S. Lalbhai, Mr. Hideki Yoshioka, Mr. Toru Yoshioka and Mr. Ashishkumar Srivastava respectively as an additional Directors of the Company. The said appointment was in pursuance of the provisions of Section 260 of the Companies Act, 1956 and Article 32 of the Articles of the Association of the Company and accordingly the said Directors holds office only upto the date of this Annual General Meeting. The Company has received notice in writing alongwith the necessary amounts as a deposit from members proposing candidature of Directors in accordance with the requirements of Section 257 of the Companies Act, 1956.

The Board commends the resolutions at item No. 3 to 7 for approval of members. Mr. Jayesh K. Shah, Mr. Kulin S. Lalbhai, Mr. Hideki Yoshioka, Mr. Toru Yoshioka and Mr. Ashishkumar Srivastava may be deemed to be concerned or interested in the said resolution relating to their appointment. No other Directors are in any manner concerned or interested in the said resolution.

Registered Office  
Arvind Limited Premises,  
Naroda Road,  
Ahmedabad-380 009  
14<sup>th</sup> May, 2013

**BY ORDER OF THE BOARD**

  
Kulin S. Lalbhai  
(Director)

  
Jayesh K. Shah  
(Director)

# **ARVIND GOODHILL SUIT MANUFACTURING PRIVATE LIMITED**

**Arvind Limited Premises, Naroda Road, Ahmedabad-380 025**

## **DIRECTORS' REPORT**

To  
The Members,

Your Directors are pleased to present the First Annual Report together with the Audited Financial Statements of the Company for the year ended on 31st March, 2013.

### **1. Financial Results :**

The Company has not carried out any activities during the period from 14.09.2012 to 31.03.2013.

### **2. Dividend :**

The Company has not carried out any activities; therefore, your directors do not recommend any dividend for the year.

### **3. Deposit :**

The Company has not accepted any Deposits under the Companies Acceptance of Deposits Rules, 1975.

### **4. Directors :**

During the year under review, Mr. Ramnik V. Bhimani and Mr. Jagdish G. Dalal have resigned from the Directorship of the Company.

Mr. Jayesh K. Shah, Mr. Kulin S. Lalbhai, Mr. Hideki Yoshioka , Mr. Toru Yoshioka and Mr. Ashishkumar Srivastava have been appointed by the Board as an Additional Directors at the meeting of the Board of Directors held on 11<sup>th</sup> March, 2013 and on 29<sup>th</sup> March, 2013 respectively and holds the office upto the date of this ensuing Annual General Meeting. The Company has received notice in writing Under Section 257 from a member proposing their candidature as Directors.

### **5. Directors' Responsibility Statement :**

In compliance of Section 217(2AA) of the Companies Act, 1956, the Directors state that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed. There are no material departures from the applicable accounting standards;
2. Such accounting policies have been selected and applied consistently and such judgements and estimates have been made as 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 profit of the Company for that period;

3. Proper and sufficient care has been taken 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; and
4. The statements of accounts for the year ended on 31<sup>st</sup> March, 2013 have been prepared on a going concern basis.

**6. Particulars of Employees :**

The Company does not have any employee covered under the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

**7. Information regarding conservation of energy, technology absorption and foreign exchange earnings and outgo :**

Information in accordance with the 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 regarding conservation of energy and technology absorption are not being given as the Company has not undertaken any manufacturing activity.

There were no foreign exchange earning or outgo during the period under review.

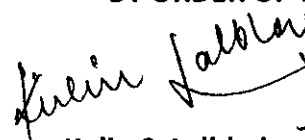
**8. Auditors :**

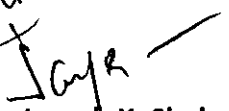
The Company's Auditors M/s. Sorab S. Engineer & Co., Chartered Accountants, Ahmedabad, retires and offer themselves for reappointment. It is proposed that M/s. Sorab S. Engineer & Co., Chartered Accountants be reappointed as auditors of the Company. You are requested to appoint Auditors and to fix their remuneration.

**9. Acknowledgements :**

Your Directors wish to convey their deep sense of gratitude to all associated with it for the support extended by them and also look forward to their continued co-operation in future.

**BY ORDER OF THE BOARD**

  
Kulin S. Lalbhai  
(Director)

  
Jayesh K. Shah  
(Director)

Date : 14<sup>th</sup> May, 2013

Place : Ahmedabad



## AUDITORS' REPORT

### **TO THE MEMBERS OF ARVIND GOODHILL SUIT MANUFACTURING PRIVATE LIMITED**

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of **ARVIND GOODHILL SUIT MANUFACTURING PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

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

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

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

**Opinion**

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

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from branches not visited by us;
  - c. the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account and with the returns received from branches not visited by us;
  - d. in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
  - e. on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

Ahmedabad  
May 14, 2013

For **Sorab S. Engineer & Co.**  
Firm Registration No. 110417W  
Chartered Accountants



**CA. Chokshi Shreyas B.**  
Partner  
Membership No. 100892



**ANNEXURE TO THE AUDITORS' REPORT**

**Re: ARVIND GOODHILL SUIT MANUFACTURING PRIVATE LIMITED**

Referred to in Paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date,

- (i) The Company doesn't have any Fixed Assets. Consequently, requirement of clauses (i,a), (i,b) and (i,c) of paragraph 4 of the order are not applicable.
- (ii) The Company doesn't have any Inventory. Consequently, requirement of clauses (i,a), (i,b) and (i,c) of paragraph 4 of the order are not applicable.
- (iii) The Company has not granted/taken any loans secured or unsecured to/from Companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Consequently, requirement of clauses (iii,b), (iii,c), (iii,d), (iii,e), (iii,f) and (iii,g) of paragraph 4 of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there exists an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
- (v) To the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that there were no contracts or arrangements that need to be entered in the Register maintained under section 301 of the Companies Act, 1956. Consequently, requirement of clauses (v,a) and (v,b) of paragraph 4 of the order are not applicable.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted any public deposits.
- (vii) As the company is not a listed company or a company having a paid-up capital and reserves exceeding Rs. 50 lakhs as at the commencement of the financial year concerned, or having an average annual turnover exceeding five crore rupees for a period of three consecutive financial years immediately preceding the financial year concerned, requirement of clauses (vii) of paragraph 4 of the order are not applicable.
- (viii) To the best of our knowledge and belief, the Central Government has not prescribed maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956 in respect of the Company's product. Consequently, requirement of clause (viii) of paragraph 4 of the order is not applicable.
- (ix) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues relating to Income Tax, Value Added Tax, Service Tax, and other material statutory dues applicable to it.  
  
(b) There are no undisputed amounts outstanding as at March 31, 2013 for a period of more than six months from the date they became payable.
- (x) Since the company has not completed five periods of incorporation, the clause 4(iii)(x) is not applicable.

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**SORAB S. ENGINEER & CO. (Regd.)**

- (xi) As the Company has neither taken any loans from a financial institution or bank nor issued any debenture, the requirement of clause (xi) of paragraph 4 of the order is not applicable.
- (xii) The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company is not a chit fund or a nidhi/mutual benefit fund/society. Consequently, the provisions of clause (xiii) of paragraph 4 of the order are not applicable.
- (xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Consequently, the provisions of clause (xiv) of paragraph 4 of the order are not applicable.
- (xv) To the best of our knowledge and belief and according to the information and explanations given to us, in our opinion, the Company has not given any guarantee for loans taken by others from banks or financial Institutions. Consequently, the provisions of clause (xv) of paragraph 4 of the order are not applicable.
- (xvi) As the Company has not obtained any long term loan, the requirement of clause (xvi) of paragraph 4 of the order is not applicable.
- (xvii) As the Company has not obtained any short term loan, the requirement of clause (xvii) of paragraph 4 of the order is not applicable.
- (xviii) During the year, the Company has not made any preferential allotment of shares to persons covered in the register maintained under section 301 of the Act.
- (xix) According to the information and explanations given to us and the records examined by us, the Company has not issued any Secured Debentures during the year.
- (xx) The Company has not raised any money by public issue during the year.
- (xxi) Based upon the audit procedure performed by us and as per the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

Ahmedabad  
May 14, 2013

For **Sorab S. Engineer & Co.**  
Firm Registration No. 110417W  
Chartered Accountants

*Chokshi Shreyas B.*

**CA. Chokshi Shreyas B.**  
Partner  
Membership No. 100892

A

**Arvind Goodhill Suit Manufacturing Private Limited**

**Balance Sheet**

**Amount in Rs.**

	Note	As at
		March 31, 2013
<b>Equity and Liabilities</b>		
<b>Shareholders' funds</b>		
Share Capital	3	200,000
Reserves and Surplus	4	(669,084)
<b>Share Application money pending allotment</b>	5	23,593,500
<b>Current liabilities</b>		
Trade Payables	6	314,248
<b>Total</b>		<b>23,438,664</b>
<b>Assets</b>		
<b>Non-current assets</b>		
Long Term Loans and Advances	7	16,210,000
<b>Current assets</b>		
Cash and bank Balances	8	7,228,664
<b>Total</b>		<b>23,438,664</b>
<b>Significant Accounting Policies</b>	2	

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

As per our report of even date attached

For **Sorab S. Engineer & Co.**

Firm Registration No. 110417W

Chartered Accountants



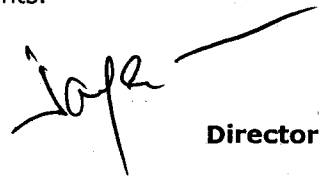
**CA. Chokshi Shreyas B.**

Partner

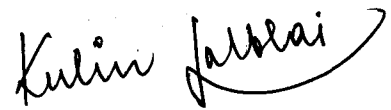
Membership No.100892

Ahmedabad

May 14, 2013



**Director**



**Director**

**Arvind Goodhill Suit Manufacturing Private Limited**

**Statement of Profit and Loss**

**Amount in Rs.**

	Note	Year ended
		March 31, 2013
<b>Expenses:</b>		
Other expenses	9	669,084
<b>Total expenses</b>		<b>669,084</b>
<b>Loss before exceptional and extraordinary items and tax</b>		<b>(669,084)</b>
Exceptional items		-
<b>Loss before extraordinary items and tax</b>		<b>(669,084)</b>
Extraordinary Items		-
<b>Loss before tax</b>		<b>(669,084)</b>
<b>Tax expense:</b>		
Current tax		-
Deferred tax		-
<b>Loss for the year</b>		<b>(669,084)</b>
<b>Earnings per equity share</b>	10	
(Nominal Value per Share Rs. 10/-):		
Basic/Diluted		(33.45)
<b>Significant Accounting Policies</b>	2	

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

As per our report of even date attached  
For **Sorab S. Engineer & Co.**  
Firm Registration No. 110417W  
Chartered Accountants

*Chokshi Shreyas B.*

**CA. Chokshi Shreyas B.**  
Partner  
Membership No.100892  
Ahmedabad  
May 14, 2013

*Kulini Dalbhai*  
**Director**  
**Director**

**Arvind Goodhill Suit Manufacturing Private Limited**

**Cash Flow Statement**

Amount in Rs.

		Year Ended March 31, 2013	
<b>A Cash Flow from Operating Activities</b>			
Loss before tax			(669,084)
<b>Working Capital Changes:</b>			
Changes in trade payables		314,248	
Changes in long term loans and advances		(16,210,000)	
<b>Net Changes in Working Capital</b>			(15,895,752)
<b>Net Cash Flow from Operating Activities</b>			<b>(16,564,836)</b>
<b>B Cash Flow from Financing Activities</b>			
Share Application money pending Allotment		23,593,500	
Proceed from Issuance of share capital		200,000	
<b>Net Cash Flow from Financing Activities</b>			<b>23,793,500</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents</b>			<b>7,228,664</b>
Cash & Cash equivalent at the beginning of the period			-
Cash & Cash equivalent at the end of the period			<b>7,228,664</b>

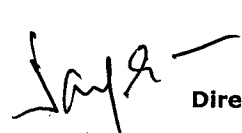
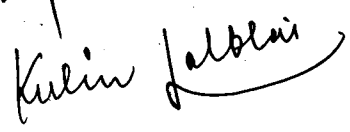
a	Particulars	As at
		March 31, 2013
<b>Cash and Cash Equivalents Comprise of:</b>		
	Balances with Banks	7,228,664
	<b>Total</b>	<b>7,228,664</b>

As per our report of even date attached  
For **Sorab S. Engineer & Co.**  
Firm Registration No. 110417W  
Chartered Accountants



**CA. Chokshi Shreyas B.**  
Partner  
Membership No. 100892

Ahmedabad  
May 14, 2013

  
Director  
  
Director

# **Arvind Goodhill Suit Manufacturing Private Limited**

## **Notes to the financial statements**

### **1. COMPANY BACKGROUND**

Arvind Goodhill Suit Manufacturing Private Limited is a Joint Venture between Arvind Limited, Goodhill Corporation, Japan and F-One Corporation Limited, Japan. The Company is setting up a project of manufacturing Suits.

### **2. SIGNIFICANT ACCOUNTING POLICIES**

#### **a. Basis of Preparation of Financial Statement**

The Company follows the accrual method of accounting. The financial statements have been prepared in accordance with the historical cost convention and accounting principles generally accepted in India and the provisions of the Companies Act, 1956.

#### **b. Use of Estimates**

The preparation of financial Statements requires the management to make estimates and assumptions in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ from these estimates.

#### **c. Inflation**

Assets and liabilities are recorded at historical cost to the Company. These costs are not adjusted to reflect the changing value in the purchasing power of money.

#### **d. Taxation**

Tax expense consists of both current as well as deferred tax liability. Current tax represents amount of income tax payable including the tax payable u/s 115JB, if any, in respect of taxable income for the year.

Deferred tax is recognised on timing difference between the accounting income and the taxable income for the year that originates in one period and is capable of reversal in one or more subsequent periods. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax asset is recognised and carried forward to the extent that there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realized.

#### **e. Earning Per Share**

The Company reports basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard 20 on Earnings Per Share. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of Equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

#### **f. Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving a 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 but are disclosed in the accounts by way of a note. Contingent assets are neither recognized nor disclosed in the financial statements.

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Amount in Rs.

3 Share Capital

As at
March 31, 2013

<b>Authorised</b>	
1,000,000 Equity Shares Par Value of Rs. 10/- per share	10,000,000
	<b>10,000,000</b>
<b>Issued</b>	
20,000 Equity Shares Par Value of Rs. 10/- per share	200,000
	<b>200,000</b>
<b>Subscribed and fully paid up</b>	
20,000 Equity Shares Par Value of Rs. 10/- per share	200,000
<b>Total</b>	<b>200,000</b>

a Reconciliation of Number of Shares

Particulars	As At	
	March 31, 2013	
	No. of Shares	Amount in Rs.
Balance at the beginning of the year	-	-
Add :		
Shares Issued during the year	20,000	200,000
<b>Balance at the end of the year</b>	<b>20,000</b>	<b>200,000</b>

b Rights, Preferences and Restrictions attached to Equity Shares

The Company has one class of shares referred to as equity shares having a par value of Rs. 10 each. Each shareholder is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c Shares held by Holding Company

Particulars	As at
	March 31, 2013
Holding Company - Arvind Limited	10,200

d Details of Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at
	March 31, 2013
Holding Company - Arvind Limited	10,200
	51.00%
Associate Company - Goodhill Co Limited	9,800
	49.00%

*no  
acc.*



4 Reserves and Surplus	Amount in Rs.	
	As at	
	March 31, 2013	
<b>Surplus in Statement of Profit and Loss</b>		
Loss for the year		(669,084)
<b>Balance at the end of the year</b>		<b>(669,084)</b>
<b>Total</b>		<b>(669,084)</b>

5 Share Application money pending Allotment	Amount in Rs.	
	As at	
	March 31, 2013	
Share Application money pending Allotment (Note a)		23,593,500
<b>Total</b>		<b>23,593,500</b>

- a Share Application money pending Allotment represents application received from Joint Venturers which comprises of \_\_\_\_\_ Equity shares of face value Rs. 10 each fully paid up proposed to be issued at a premium of Rs. \_\_\_\_\_.

Equity shares are expected to be allotted against the share application money upto 30th June, 2013. The Company has sufficient authorised capital to cover the share capital amount on allotment of above shares.

Amount in Rs.

6 Trade Payables

As at
March 31, 2013

Creditors in respect of goods and services (Note a)	314,248
<b>Total</b>	<b>314,248</b>

a The Company has not received any intimation on suppliers regarding their status under the Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 and hence disclosures as required under Section 22 of The Micro, Small and Medium Enterprise Small Enterprise regarding:

- (a) Amount due and outstanding to suppliers as at the end of accounting year;
- (b) Interest paid during the year;
- (c) Interest payable at the end of the accounting year; and
- (d) Interest accrued and unpaid at the end of the accounting year

have not been given. The Company is making efforts to get the confirmations from the suppliers as regards their status under the said act.

Amount in Rs.

7 Long Term Loans and Advances

(Unsecured, Considered good unless otherwise stated)

As at
March 31, 2013

Security Deposits	16,210,000
<b>Total</b>	<b>16,210,000</b>

Amount in Rs.

8 Cash and Bank Balances

As at
March 31, 2013

<b>Cash and Cash Equivalent:</b>	
<b>Balances with Banks</b>	
In Current Account	7,228,664
<b>Total</b>	<b>7,228,664</b>

*Ms*  
*scut*

**9 Other Expense**

**Amount in Rs.**  
**Year ended**  
**March 31, 2013**

Lease Deed Registration charges	291,520
Preliminary Expenses	29,700
Legal and Professional Fees	15,300
Auditor's Remuneration - As Auditors	11,236
Bank Charges	17,144
Travelling and Conveyance	256,262
Domain Registration charges	10,204
Entertainment Expense	22,013
Other Expense	15,705
<b>Total</b>	<b>669,084</b>

**10 Earning Per Share (EPS) :**

**Amount in Rs., unless otherwise stated**

**Year ended**  
**March 31, 2013**

Loss for the year available to equity shareholders	Rs.	(669,084)
Basic/Weighted average no. of Equity Shares	Nos.	20,000
Nominal value of Equity Shares	Rs.	10
Basic/Diluted Earning Per Share	Rs.	(33.45)

*no  
 correct*

**11 Related Party Disclosures :**

As per the Accounting Standard on "Related Party Disclosures" (AS 18) notified by Companies (Accounting Standards) Rules, 2006, the related parties of the Company are as follows :

**a List of Related Parties & Relationship :**

Arvind Limited	Holding Company
Goodhill Co Limited	Associate Company
F-One Co Limited	Associate Company

Note: Related party relationship is as identified by the Company and relied upon by the Auditors.

**b**

Nature of Transactions	Year ended
	March 31, 2013
<b>Issue of Equity Shares</b>	
Arvind Limited	102,000
Goodhill Co Limited	98,000
<b>Share Application money received</b>	
Goodhill Co Limited	13,923,500
F-One Co Limited	9,670,000
<b>Outstanding :</b>	
<b>Payable in respect of Current Liabilities</b>	
Arvind Limited	303,012

**12 Segment Reporting**

**a** The company is primarily engaged in the business of Garments, which in the context of Accounting Stanard 17 on " Segment Reporting" notified by Companies (Accounting Standards) Rules, 2006, constitutes a single reportable primary (business) segment.

**b Secondary Segment (Geographical by Customers)**

	Amount in Rs.
	Year ended March 31, 2013
<b>Segment Revenue</b>	
a) In India	-
b) Outside India	-
<b>Total Sales</b>	-
<b>Carrying Cost of Assets by location of Assets</b>	
a) In India	23,438,664
b) Outside India	-
<b>Total</b>	<b>23,438,664</b>
<b>Addition to Assets</b>	
a) In India	-
b) Outside India	-
<b>Total</b>	-

As per our report of even date attached  
For **Sorab S. Engineer & Co.**  
Firm Registration No. 110417W  
Chartered Accountants

*Chokshi Shreyas A.*

**CA. Chokshi Shreyas B.**

Partner

Mem bership No.100892

Ahmedabad

May 14, 2013

*[Signature]*  
Director

*Kulvir Jadhav*  
Director