

ARVIND BRANDS & RETAIL LIMITED

ANNUAL REPORT

2012 - 2013

ARVIND BRANDS & RETAIL LIMITED

NOTICE

NOTICE is hereby given that the Annual General Meeting of the members of the Company will be held on Saturday, the 14th September, 2013 at 1.00 p.m. at the Registered Office of the Company at Arvind Mills 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 a Director in place of Mr. Jayesh K. Shah, who retires by rotation in terms of Article 149 of the Articles of Association of the Company and being eligible, offers himself for reappointment.
3. 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.

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 Mills Premises
Naroda Road,
Ahmedabad – 380 025

Date : 16.05.2013
Place : Ahmedabad

FOR AND ON BEHALF OF THE BOARD

Sd/-
Jayesh K. Shah
(Director)

Sd/-
Suresh Jayaraman
(Director)

ARVIND BRANDS & RETAIL LIMITED

DIRECTOR'S REPORT

Dear Shareholders,

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

1. ACCOUNTS & DIVIDEND:

During the year under review, the Company has registered a Net Profit of Rs. 18.60 Lac after making Provision for Deferred Tax of Rs. 0.02 Lac. The Net amount of Profit of Rs. 18.82 Lac is carried forward to the Balance Sheet after adjusted carried forward Profit of Rs. 0.22 Lacs.

Your Directors do not recommend any dividend on the equity shares for the financial period under review.

2. DIRECTORS:

Mr. Jayesh K. Shah, the Director of the Company, retires by rotation at the ensuing Annual General Meeting pursuant to Articles 149 of the Articles of Association of the Company and being eligible for re-appointment, offers himself for re-appointment.

3. FIXED DEPOSITS :

The Company has not accepted any deposits from public under the Companies Acceptance of Deposits Rules, 1975 nor under The Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank of India) Directions, 1998.

4. SUBSIDIARY :

The Company has a wholly owned subsidiary namely Arvind Lifestyle Brands Limited.

5. DIRECTORS' RESPONSIBILITY STATEMENT:

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

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed. There are no material departures from the applicable accounting standards;
- ii. Such accounting policies have been selected and applied consistently and such judgments 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;
- iii. 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

iv. The statements of accounts for the year ended on March 31, 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 ETC. AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Since the Company has not carried any activities, there is no disclosure to be made under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and as regard conservation of energy absorption etc. Further, during the year under review, your Company has neither earned nor made any payment in foreign exchange.

8. AUDITORS :

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

9. ACKNOWLEDGMENTS :

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.

FOR AND ON BEHALF OF THE BOARD

Date : 16.05.2013
Place : Ahmedabad

Sd/-
Jayesh K. Shah
(Director)

Sd/-
Suresh Jayaraman
(Director)



TELEPHONE : 2658 4304
FAX : (079) 2658 9710
EMAIL : sseahm@hotmail.com
WEB : www.sseco.in

909, ATMA HOUSE,
OPP. RESERVE BANK OF INDIA,
ASHRAM ROAD,
AHMEDABAD-380 009.

AUDITORS' REPORT

To the Members of Arvind Brands and Retail Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Arvind Brands and Retail Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and 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

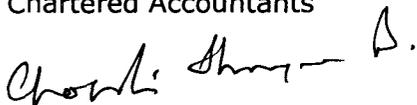
In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (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 profit 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.

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



CA. Chokshi Shreyas B.
Partner
Membership No. 100892

Ahmedabad
May 16, 2013

ANNEXURE TO THE AUDITORS' REPORT

Re: Arvind Brands & Retail Limited

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

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management during the period at reasonable intervals and no material discrepancies were noticed on such verification.
- (c) The Company has not disposed of any substantial part of its fixed assets during the period as would affect its going concern status.
- (ii) In view of the nature of business the company does not have any Inventory. Accordingly the clauses 4(ii)(a) to (c) of the order are not applicable.
- (iii) The Company has not granted/taken any loans, secured or unsecured to Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly clauses 4(iii)(a) to (d) of the order are not applicable.
- (iv) In our opinion and according to information and explanations given to us; there is adequate internal control system commensurate with the size of the Company and the nature of the business, with regard to purchase of fixed assets. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control.
- (v) (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements that need to be entered into 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, other than transactions related to unsecured loans, the company has not entered into any transaction for value exceeding Rs. 5 lacs in pursuance of such contracts or arrangements.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Section 58A, 58AA or other relevant provisions of the Act and the rules framed there under.
- (vii) The average turnover of the company for the preceding three financial periods does not exceed Rs. 5 Crores. Accordingly clause related to internal audit is not applicable.
- (viii) According to information and explanations given to us, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of Section 209(1)(d) of the Companies Act, 1956.
- (ix) (a) The Company is generally regular in depositing undisputed statutory dues with appropriate authorities.

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- (b) According to the information and explanations given to us, the Company had no disputed outstanding statutory dues as at 31st March, 2013.
- (x) Since the company has not completed five periods of incorporation, the clause 4(iii)(x) is not applicable.
- (xi) According to the records of the Company examined by us and on the basis of information and explanations given to us, the Company does not have any loans from any financial institution or bank, hence the requirement of clause (xi) of the Order is not applicable.
- (xii) As per the information and explanations given to us, the Company has not granted any loan or advance on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The provisions of any special statute applicable to Chit fund, Nidhi or Mutual Benefit Funds/Societies are not applicable to the Company.
- (xiv) According to the information and explanation given to us, the Company does not deal or trade in shares, securities, debentures and other investments.
- (xv) The Company has not given guarantees for loans taken by others from banks or financial institutions.
- (xvi) According to the information and explanations given to us, no long term loans have been obtained during the year.
- (xvii) On the basis of an overall examination of the balance sheet of the Company, in our opinion and according to the information and explanations given to us, we report that the Company has not utilised any funds raised on short term basis for long term investments.
- (xviii) The Company has made any preferential allotment to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956. The price at which shares have been issued is not prejudicial to the interest of the company.
- (xix) The Company has not issued any debentures during the period under review.
- (xx) The Company has not raised any money by public issues during the period under review.
- (xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the period under review.

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



CA. Chokshi Shreyas B.
Partner
Membership No. 100892
Ahmedabad
May 16, 2013

Arvind Brands & Retail Limited

Balance Sheet

Amount in Rs.

	Note	As at	
		March 31, 2013	March 31, 2012
Equity and Liabilities			
Shareholders' funds			
Share Capital	3	104,500,000	100,500,000
Reserves and Surplus	4	2,397,882,285	1,800,022,192
Share Application money pending allotment	5	350,000,000	-
Non-current liabilities			
Deferred Tax Liabilities	6	1,998	3,991
Current liabilities			
Short Term Borrowings	7	-	111,203,053
Trade Payables	8	60,161	58,076
Other Current Liabilities	9	4,478,881	12,635
Total		2,856,923,325	2,011,799,947
Assets			
Non-current assets			
Fixed Assets			
Tangible Assets	10	7,328	13,609
Non-current Investments	11	2,845,300,000	2,011,740,773
Long Term Loans and Advances	12	61,436	-
Current assets			
Short Term Loans and Advances	12	11,423,924	-
Cash and bank Balances	13	130,637	45,565
Total		2,856,923,325	2,011,799,947
Significant Accounting Policies	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 16, 2013

Jay R
Director

Dr
Director

Manu
Company Secretary

Arvind Brands & Retail Limited

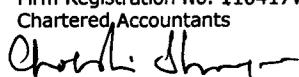
Statement of Profit and Loss

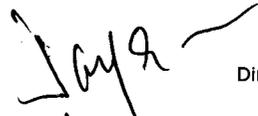
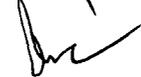
Amount in Rs.

	Note	Year ended	
		March 31, 2013	March 31, 2012
Other Income	14	2,582,354	1,928,580
Total Revenue		2,582,354	1,928,580
Expenses:			
Finance costs	15	68,754	100,517
Depreciation expense	16	6,281	6,281
Other expenses	17	630,219	39,523
Total expenses		705,254	146,321
Profit before exceptional and extraordinary items and tax		1,877,100	1,782,259
Exceptional items		-	-
Profit before extraordinary items and tax		1,877,100	1,782,259
Extraordinary Items		-	-
Profit before tax		1,877,100	1,782,259
Tax expense:			
Current tax		19,000	-
Deferred tax		(1,993)	(1,619)
Profit for the year		1,860,093	1,783,878
Earnings per equity share	19		
(Nominal Value per Share Rs. 2/- (Previous year Rs. 2/-):			
Basic/Diluted		0.04	0.04
Significant Accounting Policies	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 16, 2013

 Director
 Director

 **Company Secretary**

Arvind Brands & Retail Limited

Cash Flow Statement

Amount In Rs.

	Year ended on	
	March 31, 2013	March 31, 2012
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before taxation	1,877,100	1,782,259
Adjustments for:		
Depreciation expense	6,281	6,281
Sundry Credit Balances appropriated	-	(2,480)
Share of Profit from 637 Developers	(1,777,994)	(1,925,980)
Share of Loss from Ahmedabad East Infrastructure LLP	-	1,719
	(1,771,713)	(1,920,460)
Operating Profit before Working Capital Changes	105,387	(138,201)
Working Capital Changes:		
Increase / (Decrease) in trade payables	2,085	15,200
Increase / (Decrease) in other current liabilities	4,466,246	11,747
Net Changes in Working Capital	4,468,331	26,947
Cash Generated from Operations	4,573,718	(111,254)
Direct Taxes paid (Net of Income Tax refund)	80,436	-
Net Cash from Operating Activities	4,493,282	(111,254)
B Cash Flow from Investing Activities		
Loss From Ahmedabad East Infrastructure LLP	-	(1,719)
Profit From 637 Developers	1,777,994	1,925,980
Changes in Loans given	(11,423,924)	-
(Addition)/Withdrawal to/from Capital Account of 637 Developers	16,439,773	(579,730)
(Addition)/Withdrawal to/from Capital Account of Ahmedabad East Infrastructure LLP	1,000	-
Purchase of Non Current investments	(850,000,000)	(100,000,000)
Net cash flow from Investing Activities	(843,205,157)	(98,655,469)
C Cash Flow from Financing Activities		
Issue of Equity shares with Securities Premium	600,000,000	-
Share Application money received	350,000,000	-
Changes in short term borrowings	(111,203,053)	98,740,369
Net Cash flow from Financing Activities	838,796,947	98,740,369
Net Increase/(Decrease) in cash & cash equivalents	85,072	(26,354)
Cash & Cash equivalent at the beginning of the period	45,565	71,919
Cash & Cash equivalent at the end of the period	130,637	45,565

Particulars	As at	
	March 31, 2013	March 31, 2012
Cash and cash equivalents comprise of:		
Cash on Hand	46	546
Balances with Banks	130,591	45,019
Total	130,637	45,565

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

CA. Chokshi Shreyas B.
CA. Chokshi Shreyas B.
Partner
Ahmedabad
May 16, 2013

[Signature]
Director
[Signature]
Director

[Signature]
Company Secretary

Arvind Brands & Retail Limited

Notes to the financial statements

1. COMPANY BACKGROUND

Arvind Brands & Retail Limited is the holding company of Arvind Lifestyle Brands Limited (ALBL) (Engaged in the business of Brands Apparels) and Arvind Retail Limited, (Engaged in the business of retailing Apparels) (Amalgamated with ALBL). Arvind Brands and Retail Limited is one the partners in 637 Developers, a partnership firm engaged in the Business of Real Estate Development.

2. SIGNIFICANT ACCOUNTING POLICIES

a. Basis of Preparation of Financial Statement

The Company follows the Mercantile System of Accounting. The accounts are prepared on historical cost basis and as a going concern. Accounting policies not referred to otherwise are consistent with generally accepted accounting statements.

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.

b. 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.

c. Revenue Recognition

Interest Income is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

d. Investments

Long Term Investments are stated at cost. Fall in the value, other than temporary, has been charged to Statement of Profit and Loss.

e. Fixed Assets & Depreciation

Fixed assets are stated at their original cost of acquisition less accumulated depreciation. Cost comprises of all costs incurred to bring the assets to their location and working condition.

Depreciation on Fixed Assets is provided on Written down Value at the rates and in the manner specified in Schedule - XIV of the Companies Act 1956.

f. Taxation

Tax expense consists of both current as well as deferred tax.

Deferred income taxes are recognised for the future tax consequences attributable to timing differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. The effect on deferred tax assets and liabilities of a change in the tax rates is recognised using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

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Deferred tax assets arising from unabsorbed depreciation or carry forward losses under tax laws are recognised only to the extent that there is virtual certainty of realization. Other deferred tax assets are recognised and carried forward to the extent that there is reasonable certainty of realization.

g. 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.

h. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognised 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 recognised but are disclosed in the Notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

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3 Share Capital

Amount in Rs.	
As at	
March 31, 2013	March 31, 2012

Authorised 62,500,000 Equity Shares (Previous Year 52,500,000) Par Value of Rs. 2/- per share	125,000,000	105,000,000
	125,000,000	105,000,000
Issued 52,250,000 Equity Shares (Previous Year 50,250,000) Par Value of Rs. 2/- per share	104,500,000	100,500,000
	104,500,000	100,500,000
Subscribed and fully paid up 52,250,000 Equity Shares (Previous Year 50,250,000) Par Value of Rs. 2/- per share fully paid up	104,500,000	100,500,000
Total	104,500,000	100,500,000

a Reconciliation of Number of Shares

Particulars	As At			
	March 31, 2013		March 31, 2012	
	No. of Shares	Amount in Rs.	No. of Shares	Amount in Rs.
Balance at the beginning of the year	50,250,000	100,500,000	50,250,000	100,500,000
Add : Shares issued during the year	2,000,000	4,000,000	-	-
Balance at the end of the year	52,250,000	104,500,000	50,250,000	100,500,000

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. 2 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 and their Subsidiaries

Particulars	As at	
	March 31, 2013	March 31, 2012
Holding Company - Arvind Limited	5,20,00,000	5,00,00,000

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

Particulars	As at	
	March 31, 2013	March 31, 2012
Holding Company - Arvind Limited	5,20,00,000 99.52%	5,00,00,000 99.50%

e Shares reserved for issue under options

Refer Note 20 for details of shares to be issued under Employee stock option scheme.

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4 Reserves and Surplus

	Amount in Rs.	
	As at	
	March 31, 2013	March 31, 2012
Securities Premium Account		
Balance as per last financial statements	1,800,000,000	1,800,000,000
Add: Received during the year	596,000,000	-
Balance at the end of the year	2,396,000,000	1,800,000,000
Surplus in Statement of Profit and Loss		
Balance as per last financial statements	22,192	(1,761,686)
Add : Profit for the year	1,860,093	1,783,878
Balance at the end of the year	1,882,285	22,192
Total	2,397,882,285	1,800,022,192

5 Share Application money pending Allotment

	Amount in Rs.	
	As at	
	March 31, 2013	March 31, 2012
Share Application money pending allotment (Note a)	350,000,000	-
Total	350,000,000	-

- a Share Application money pending Allotment represents application received from Holding Company - Arvind Limited which comprises of 700,000 Equity shares of face value Rs. 2 each fully paid up proposed to be issued at a premium of Rs. 498/-.

Equity shares are expected to be allotted against the share application money within 60 days from the date of passing special resolution . The Company has sufficient authorised capital to cover the share capital amount on allotment of above shares.

no
cc: [Signature]

6 Deferred Tax Liabilities (Net)

Amount in Rs.	
As at	
March 31, 2013	March 31, 2012

Deferred Tax Liability In respect of Fixed Assets	1,998	3,991
Net Deferred Tax Liability	1,998	3,991

7 Short Term Borrowings

Amount in Rs.	
As at	
March 31, 2013	March 31, 2012

Unsecured		
Intercorporate Deposits		
Interest Free from Holding Company - Arvind Limited	-	11,112,684
12.25% from Others - Amazon Textiles Private Limited	-	100,090,369
Total	-	111,203,053

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8 Trade Payables

Amount in Rs.	
As at	
March 31, 2013	March 31, 2012

Creditors in respect of goods and services (Note a)	60,161	58,076
Total	60,161	58,076

- 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.

9 Other Current Liabilities

Amount in Rs.	
As at	
March 31, 2013	March 31, 2012

Ahmedabad East Infrastructure LLP - Current Account	-	2,594
637 Developers - Current Account	4,472,006	-
Statutory dues - TDS Payable	6,875	10,041
Total	4,478,881	12,635

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10 Tangible Assets

Amount in Rs.

Particulars	Gross Block			Depreciation			Net Block			
	As on 01.04.2012	Additions	Disposals	As on 31.03.2013	As on 01.04.2012	Additions	Deductions	As on 31.03.2013	As on 31.03.2013	As on 31.03.2012
Laptop	38,750	-	-	38,750	25,141	6,281	-	31,422	7,328	13,609
TOTAL	38,750	-	-	38,750	25,141	6,281	-	31,422	7,328	13,609
Previous Year	38,750	-	-	38,750	18,860	6,281	-	25,141	13,609	19,890

By
[Signature]

11 Non Current Investments

Particulars	Face Value Per Share	No of Shares	Amount in Rs.	
			As at	
			March 31, 2013	March 31, 2012
Trade Investments (At Cost)				
Investments in Equity Shares (Unquoted- Fully paid up)				
<i>In Subsidiaries</i>				
Arvind Lifestyle Brands Limited (1,000,000 shares acquired during the year)	Rs. 10/-	21,000,010	1,896,500,000	1,396,500,000
Arvind Retail Limited (Note d) (700,000 shares acquired during the year)	Rs. 10/-	20,900,006	948,800,000	598,800,000
<i>In Partnership Firms</i>				
637 Developers			-	16,439,773
<i>In Limited Liability Partnership (Unquoted)</i>				
Ahmedabad East Infrastructure LLP (Discontinued during the year)			-	1,000
Total			2,845,300,000	2,011,740,773
a				
Aggregate amount of quoted investments			-	-
Market value of quoted investments			-	-
Aggregate amount of unquoted investments			2,845,300,000	2,011,740,773

Long Term Investments	2,845,300,000	2,011,740,773
Current Investments	-	-
Total	2,845,300,000	2,011,740,773

c Details of the partnership firm 637 Developers are as follows:

Names of Partners	% Profit Sharing Ratio		Capital Amount	
	2012-13	2011-12	2012-13	2011-12
Arvind Brands and Retail Limited	35	35	(4,472,006)	18,217,767
Chetas A. Shah	2	2	(958,400)	(365,656)
Dahyabhai Maneklal Private Limited	15	15	1,111,997	6,702,478
Darshan Jhaveri	7	7	(854,401)	3,230,154
Jigen H. Shah	12	12	(1,500,402)	4,731,072
Pankaj C. Shah	3	3	(1,337,601)	(1,073,486)
Shaan Zaveri	17.75	17.75	(5,243,303)	6,369,551
Mischa Gorchoy	8.25	8.25	(1,015,901)	3,095,369
Total:	100	100	(14,270,017)	40,907,249

Note: The financial statements of partnership firm "637 Developers" are under compilation and therefore the balances of capital accounts of partners disclosed above are subject to change.

- d Arvind Retail Limited (ARL) is amalgamated with ALBL under the scheme of arrangement with effect from 01-04-2011. The Company shall be allotted 6,270,002 shares of Rs. 10 each fully paid up of ALBL against the existing 20,900,006 shares of ARL after complying with various statutory requirements.

cc/b

15

12 Loans and Advances

Amount in Rs.

Long Term		Short Term	
As at		As at	
March 31, 2013	March 31, 2012	March 31, 2013	March 31, 2012

Loans and Advances:				
To Related Parties				
Considered Good	-	-	11,423,924	-
Advance tax paid (Net of Provision of Rs. 19,000, Previous year Rs. Nil)	61,436	-	-	-
Total	61,436	-	11,423,924	-

13 Cash and Bank Balances

Amount in Rs.

As at	
March 31, 2013	March 31, 2012

Cash and Cash Equivalents:		
Cash on Hand	46	546
Balances with Banks		
In Current Account with HDFC Bank Limited	130,591	45,019
Total	130,637	45,565

no cert

14 Other Income

	Amount in Rs.	
	Year ended	
	March 31, 2013	March 31, 2012
Interest Income	804,360	120
Share of Profit from Partnership Firm- 637 Developers	1,777,994	1,925,980
Sundry Credit balances appropriated	-	2,480
Total	2,582,354	1,928,580

15 Finance Cost

	Amount in Rs.	
	Year ended	
	March 31, 2013	March 31, 2012
Interest		
On Other Loan	68,754	100,410
On Current Account with Ahmedabad East Infrastructure LLP	-	107
Total	68,754	100,517

16 Depreciation Expense

	Amount in Rs.	
	Year ended	
	March 31, 2013	March 31, 2012
Depreciation on Tangible assets	6,281	6,281
Total	6,281	6,281

17 Other Expenses

	Amount in Rs.	
	Year ended	
	March 31, 2013	March 31, 2012
Share of loss from Ahmedabad East Infrastructure LLP	-	1,719
Professional Fees	10,000	18,795
Legal Expense	-	100
Filing Fees and Stamp Duty	603,000	2,000
Auditor's Remuneration - As Auditors	16,854	16,854
Bank Charges	281	55
Miscellaneous Expenses	84	-
Total	630,219	39,523

142


18 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
Arvind Lifestyle Brands limited (ALBL)	Subsidiary Company
Arvind Retail Limited (Amalgamated with ALBL)	Subsidiary Company
Ahmedabad East Infrastructure LLP (Upto 01.04.2012)	Associate Firm
637 Developers	Associate Firm
Arvind Infrastructure Limited	Fellow Subsidiary Company

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

b

Nature of Transactions	Amount in Rs.	
	Year ended	
	March 31, 2013	March 31, 2012
Purchase of shares of Subsidiary Company		
Arvind Limited	-	100,000,000
Arvind Lifestyle Brands Limited	350,000,000	-
Investment in Equity Shares		
Arvind Lifestyle Brands limited	500,000,000	-
Issue of Equity Shares (Including premium)		
Arvind Limited	600,000,000	-
Share Application Money Received		
Arvind Limited	350,000,000	-
Interest Income		
Arvind Infrastructure Limited	804,360	-
Interst on Capital/Current Account		
Ahmedabad East Infrastructure LLP	-	13
Withdrawal of Capital		
Ahmedabad East Infrastructure LLP	1,000	-
637 Developers	16,439,773	1,346,250
Share in Profit/(Loss)		
Ahmedabad East Infrastructure LLP	-	(1,719)
637 Developers	1,777,994	1,925,980
Loan Repaid		
Arvind Limited	11,112,684	1,350,000
Outstanding :		
Payable in respect of Current account		
Ahmedabad East Infrastructure LLP	-	2,594
637 Developers	4,472,006	-
Payable in respect of Loans		
Arvind Limited	-	11,112,684
Receivable in respect of Loans		
Arvind Infrastructure Limited	11,423,924	-

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19 Earning Per Share (EPS) :

Amount in Rs., unless otherwise stated

		Year ended	
		March 31, 2013	March 31, 2012
Profit for the year available to equity shareholders	Rs.	1,860,093	1,783,878
Weighted average no. of Equity Shares	Nos.	51,493,826	50,250,000
Nominal value of Equity Shares	Rs.	2.00	2.00
Basic/Diluted Earning Per Share	Rs.	0.04	0.04

a Weighted average number of Equity Shares

		Year ended	
		March 31, 2013	March 31, 2012
No. of Shares for Basic EPS		52,250,000	50,250,000
Weighted average number of shares issued during the year		(756,174)	-
Weighted average number of shares considered for calculating EPS		51,493,826	50,250,000

20 Employee Share Based Payment :

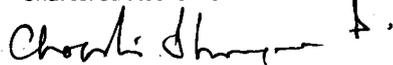
The Company has formulated Employee Stock Option Scheme (ESOP 2011), the features of which are as follows:

Scheme	ESOP 2011
Total Number of Option Granted	1,754,071
Exercise Price	Rs.54/-
Vesting Conditions	Based on passage of time and continued employment with the company. Options would also be subject to performance of the Company/ Individual/ both as mentioned in the letter of grant.
Vesting Period	Options may vest not earlier than one year from the date of grant and not later than five years from the date of grant.
Exercise Period	All the vested options can be exercised not earlier than three years from the date of vesting of options or date of listing of company's equity shares whichever is earlier.

21 In the opinion of the Board, all assets other than fixed assets have a value on realization in the ordinary course of business at least equal to the amount at which they are stated except for reconciliation adjustments in respect of some of the payables and receivables.

22 Previous year figures have been regrouped or recast wherever necessary to make them comparable with those of the current year.

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



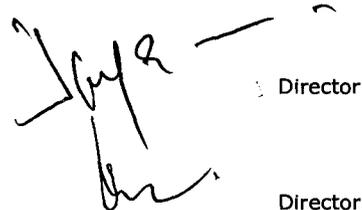
CA. Chokshi Shreyas B.

Partner

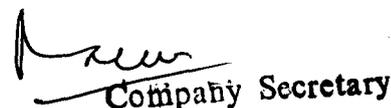
Membership No.100892

Ahmedabad

May 16, 2013

 Director

 Director


Company Secretary