

Anshu's Clothing Limited

18TH ANNUAL REPORT

2012-13

ANSHU'S CLOTHING LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS	:	Mr. Ravi Jagdish Bhandari Managing Director
		Mrs. Rekha Ravi Bhandari Whole Time Director
		Mrs. Nimisha Varun Modi Independent Director
		Mr. Mohjeet Kumar Chopra Independent Director
		Mr. Abhishek Lalaram Shah Independent Director
COMPANY SECRETARY	:	Miss. Pooja Gwalani
REGISTERED OFFICE	:	F-103, Shivalik Plaza, Nr. IIM Atira Road, Vastrapur Ahmedabad – 380015, Gujarat
AUDITORS	:	M/S. Loonia & Associates Chartered Accountants 218, Ground Floor New Cloth Market O/ s Raipur Gate Ahmedabad - 380002
MAIN BANKER	:	Bank Of Baroda

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ANSHU'S CLOTHING LIMITED

“NOTICE TO MEMBERS”

NOTICE is hereby given that 18TH ANNUAL GENERAL MEETING of the Members of ANSHU'S CLOTHING LIMITED will be held on 27th September, 2013 at 11.00 A.M 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 Audited Balance Sheet of the Company as at 31st March, 2013, Profit and loss Account for the year ended on that date together with the reports of Directors and Auditor's thereon.

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

To appoint a Director in place of Mrs. Rekha Ravi Bhandari, Director, who retires by rotation and being eligible, offers himself for re-appointment.

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

To consider and appoint a Director in place of Mrs. Nimisha Modi, Director, who retires by rotation and being eligible, offers himself for re-appointment.

4. Appointment of Auditors:

To appoint M/s. Loonia & Associates, Chartered Accountants Ahmedabad be and hereby are appointed as the statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorize board to fix their remuneration.

Place: Ahmedabd
Date: 26.08.2013

By Order of the Board of Directors

Pooja Gwalani
Company Secretary

Notes:

1. 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 / herself 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.
2. 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.
3. 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.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 25th September, 2013 to Saturday 27th September, 2013 (both days inclusive).

ANSHU'S CLOTHING LIMITED

5. 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.
6. Re-appointment of Directors:
At the ensuing Annual General Meeting Mrs. Rekha Ravi Bhandari and Ms. Nimisha Varun Modi, liable for retire by rotation, and being eligible, offer themselves for reappointment. The details pertaining to these directors required to be provided pursuant to Clause 52 of the listing agreement are furnished in the statement on Corporate Governance published elsewhere in this Annual Report.
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. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.

Place: Ahmedabad
Date: 26.08.2013

By Order of the Board of Directors

Pooja Gwalani
Company Secretary

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

Name	Mrs. Rekha Ravi Bhandari	Mrs. Nimisha Varun Modi
Date of Birth	19.06.1975	03.05.1985
Appointed on	01.06.2004	18.04.2012
Qualifications	Bachelor of Science	Bachelor of Commerce, Chartered Accountant
Brief Profile	Mrs. Rekha Bhandari has knowledge about various programming languages. She has 7 years of experience in actively carrying the business of trading of ready made garments and various technical matters related thereto.	Mrs. Nimisha Modi is Chartered Accountant by Profession. She has over 4 years of experience in the field of Finance, Taxation, Accounts and Auditing. She has qualified his education course of Chartered Accountancy in 2007.
Directorship held in Public Limited Company	Anshu's Clothing Limited	Anshu's Clothing Limited
Membership/ Chairmanship of Committees	NIL	2
No of Shares held in the Company	6,37,200	Nil

ANSHU'S CLOTHING LIMITED

“DIRECTORS REPORT”

2012 – 2013

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

Your Directors have immense pleasure in presenting the 18th Annual Report on the business and operations of the Company together with the audited statements of accounts of the Company for the year ended 31 March, 2013.

Financial Results

The Summarized performance of the Company for the financial years 2012-13 and 2011-12 is given below:

Particulars	(₹ In Lacs)	
	31.03.2013	31.03.2012
Revenue from Operations	3063.30	2771.60
Other Income	25.30	7.69
Total Revenue	3088.61	2779.29
Total Expenditure (including Change in Inventories)	3075.74	2706.67
Profit Before Tax	12.87	72.62
Less: Provision for Tax	2.28	17.00
Less: Deferred tax liability	1.03	5.31
Profit after Tax	9.55	50.31
Earnings Per Share	0.18	1.28

Operational Overview

During the year under review, Your Company has maintained its excellent pace of growth reflected by the significant rise in Turnover. However, due to increase in operational expenses, competitive market and brand development / advertisement, Profit Before Tax & Profit After Tax has reduced as compared to previous year.

Initial Public Offering

Your Company entered in Capital Market with an Initial Public Offer (IPO) of 18, 72,000 Equity shares of ₹10/- each at a premium of ₹17/- per share in September, 2012. Your Company equity shares have been listed on the SME Platform of the BSE Limited on 12th October, 2012. The issue was subscribed by 1.28 times.

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.

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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.

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.

Re-Appointment of Directors

In accordance with Section 255 and 256 of the Companies Act, 1956 read with the Articles of Association of the Company, Mrs. Rekha Ravi Bhandari , Whole Time Director of the Company and Mrs. Nimisha Varun Modi , Non-Executive Director of the Company retire by rotation and are being eligible offer themselves for reappointment at the ensuing Annual General Meeting. Based on the confirmations received from Directors, none of the Directors are disqualified from appointment under Section 274(1)(g) of the Companies Act, 1956.

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

The present Statutory Auditors of the Company, M/s Loonia & Associates, Chartered Accountants, Ahmedabad, retire as Statutory Auditors at the conclusion of this Annual General Meeting. They are eligible for re-appointment and the Company had received a Certificate from them that their re-appointment, if made, would be within the limits under Section 224 (1B) of the Companies Act, 1956 and that they are not disqualified for such an appointment within the meaning of sub-sections (3) and (4) of Section 226 of the Companies Act, 1956. Their reappointment is recommended by the Board.

Auditors' Report

Notes to the accounts, as referred in the Auditor's Report, are self-explanatory and therefore do not call for any further comments and explanations.

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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 2013 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: Ahmedabad

Date: 26.08.2013

For and on behalf of the Board of Directors

Anshu's Clothing Limited

Ravi Jagdish 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 OF THE DIRECTORS REPORT MANAGEMENT DISCUSSION AND ANALYSIS

DISCLAIMER STATEMENT:

Certain statements in this report on Management Discussion and Analysis may be forward looking statements and have been issued in terms of the applicable security laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however differ materially from those expressed in the statements or implied due to the influence of external and internal factors, which are beyond the control of the Company. The Company assumes no responsibility in respect of forward looking statements, which may be amended or modified in future on the basis of subsequent developments, information's or events.

BACKGROUND

The Company was originally incorporated as "Black Star Products Private Limited" on March 24, 1995 under the Companies Act, 1956 with the Registrar of Companies, Gujarat ('ROC'). The name of Company was subsequently changed to "Maruti Dyechem Private Limited" to diversify its new activities in the field of Dyes and Intermediates and fresh Certificate of Incorporation was obtained from ROC on February 12, 1998. Further the name of the Company was change to "Anshu's Clothing Private Limited" to give effect to the alteration in the Main Object Clause for entering into garment business. Consequent upon conversion into Public Limited Company the name of our Company was changed to "Anshu's Clothing Limited" on April 20, 2012 and a fresh certificate of incorporation was obtained from the Registrar of Companies, Gujarat , Ahmedabad on June 1, 2012.

BUSINESS OVERVIEW:

We are operating in fastest growing and untapped market segment with immense growth opportunities. We are Operating in Women's exclusive Ethnic wear, Women's casual wear and Kids wear segment. We mainly deal in the business of designing, trading, job contract manufacturing, branding and selling of ready-made apparels under Brands promoted in the name of Company and its promoters.

The Company launched the brand **Anshu's Designer Studio** which was incepted on 27th August, 2005 is one of the leading fashion house and designer boutiques in Ahmedabad offering Indian ethnic wear, Indian wedding saris, wedding bridal saris, evening wear, party wear, Indian designer wear. Our exclusive collection includes Designer Sarees, designer Salwar Kameez, Bridal Collection as Bridal Sarees and Bridal Lehnga, partywear lehenga, party wear sarees etc. Designers put their talent and efforts to give clients most desired exclusive designs that can be found only at Anshu's Designer Studio. The products of Anshu's Designer Studio are most sought after and most favorite among the crème clientele of city.

The huge success in ethnic women wear prompted the Company to explore more arenas and finally Anshu's came up with Kids wear brand "**LOLIPOP**" all across India. **LOLIPOP** Kids wear are exclusively designed for children after a lot of market research , keeping in mind the comfort and style quotient for today's young generation.

We operate mainly through Exclusive Brand outlets EBOs for trading of readymade garments. We have chosen this model to concentrate more on the quality and other measure to be taken and be relieved and independent of external marketing pressures attributable to the national chain stores, multi brand outlets and other intermediaries.

INDUSTRY OVERVIEW

Indian sub continent is the second largest manufacturer of garments after China being the global leader in garment production. India is known for its high quality garments for men and most of the garment manufacturers are in the Small and Medium scale industry. Indian men's clothing industry has been growing steadily over the past few years, this has been possible owing to the Indian male becoming more fashion conscious, and hence there is more consumption which has increased global demand of men's garments by the rest of the world.

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India Garment Industry has an advantage as it produces and exports stylish garments for men at economical prices due to cheap labour rates. Today the by the way of Technological advancement and use of sophisticated machinery it has enabled the manufacturers to achieve better quality and well designed garments. India's Garment Industry has been rapidly growing in last few years. Exports have been rising as there is an increase in orders from global buyers accompanied by a rise of investments in the garment sector of the country. The Garment Industry is of major importance to the Indian economy as it contributes substantially to India's export earning, it is estimated and analyzed that one out of every six households in the country depends on this sector either indirectly or directly for its livelihood. From all over the world the Retailers also increasingly come to India attracted by low production costs. The large brands among them are Wal-Mart, Tesco, and M&S.

Indian Garment Industry is closely connected to the fashion industry and grows hand in hand. With these even opportunities for the employment is also increasing to a larger extent. These high levels of fashion consciousness has created the need for candidates who are highly productive, efficient and have a passion to create new designs and give way to creativity. This Industry demands and requires both skill and diligence. India is an ultimate combination, like it has a matured garment industry for a long time along with a vast trained manpower. Some of the key areas to work are related to design and manufacturing, merchandising, import export according to the government policies, freight and shipments etc. work as designer, or a start up a business in the local market and expand the business to the others areas of the national market.

The readymade garment industry is booming there are opportunities all around which increase the scope of development in this sector. Market is surely growing both locally and internationally. There's an unprecedented retail boom on domestic front the possibilities are immense although with consequent keen price war.

(Source: Indian Mirror- <http://www.indianmirror.com/indian-industries/garment.html>)

SWOT ANALYSIS OF THE COMPANY

We believe that we are well positioned to capture considerable growth opportunities in India's apparel manufacturing and retail sectors, because of our following key strengths:

1. Exclusive Brand Outlets
2. Wide network of Exclusive Brand Outlets
3. Integrated player with low-cost outsourcing capabilities
4. Unique brand positioning
5. Design and merchandising expertise, with a pulse on fashion.
6. Understanding the consumer
7. Experienced and efficient management
8. Wide apparel range
9. IT Infrastructure

Opportunities:

We operate specifically in women's ethnic wear and children's kids wear segment. In these segments there are very few players and level of competition is comparatively less than other sectors. There is ample opportunity to explore and capture market in these segments.

Threats:

Competition from other Indian companies operating in similar segments.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an adequate system of Internal Controls commensurate with its size and operations to ensure orderly and efficient conduct of business. These controls ensure safeguarding of assets, reduction and detection of fraud and error, adequacy and completeness of the accounting records and timely preparation of reliable financial information.

ANSHU'S CLOTHING LIMITED

RISK MANAGEMENT

The Company is exposed to risk of changing consumer preferences , Attracting and retaining talented staff , High fixed cost structure as we know fashion retailing business has high operating leverage, owing to high fixed cost structure. Rent, selling expenses and overheads form a large part of the operating costs, Slowdown in the economy may also impact the business growth and profitability. Entry of competitors in the same segment may impact the business growth. The Company is always adopting the measures to reduce impact of all the internal and external factors which may adversely affect the business, yet it is vulnerable to certain external factors.

DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Share Capital

The Paid up Share Capital of the Company as on 31st March, 2013, at ₹ 62,347,800/- divided into 6234780 equity shares of ₹10 each fully paid up.

Reserves and Surplus

The reserves and surplus is ₹1159.78 Lacs as on the end of the current year.

Total Income

During the year under consideration, the total income was ₹3088.60 lacs against ₹2779.29 lacs during the previous year.

FUTURE PROSPECTS

The Company focuses its strategies and efforts to reach and penetrate across the country by opening new stores, providing quality apparels at affordable price, strengthening the brand thereby enhancing customers shopping experience. It is continuous attempt of the Company to enhance the base of loyal customer's .The Company will also continue to focus on strengthening our operating efficiency and human capital, which is critical in any consumer facing and service driven industry.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS FRONT:

The Company has continued to give special attention to Human Resources/Industrial relations development. Industrial relations remained cordial throughout the year and there was no incidence of strike, lock out etc. Our work force consist of : (i) Our Permanent employees ; and (ii) consultants which are engaged by us on contractual basis or on professional basis .The total number of employees as on 31st March, 2013 is 25.

CAUTIONARY STATEMENT

Certain statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ from those expressed or implied therein.

Place: Ahmedabad
Date: 26.08.2013

For and on behalf of the Board of Directors
For Anshu's Clothing Limited

Ravi Jagdish 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 3(three) non-executive / independent directors. As of date, the Board Comprises of 1(one) whole time /executive director and 1(one) executive directors and 3(three) independent / Non-Executive directors.

The composition and category of Directors are as follows:

Category	Name of Directors
Promoter and Managing Director	Mr. Ravi Bhandari
Promoter and Whole Time Director	Mrs. Rekha Bhandari
Independent & Non-Executive Director	Mrs. Nimisha Modi Mr. Mohjeet Chopra Mr. Abhishek Shah

Disclosure of relationship between the directors inter-se:

Name of Director	Relationship with Director
Mr. Ravi Bhandari	Husband of Mrs. Rekha Bhandari , Managing Director of Company
Mrs. Rekha Bhandari	Wife of Mr. Ravi Bhandari, Whole Time Director of the Company
Mrs. Nimisha Modi	Not, in any way, concern / interested / related with any of the other directors of the company.
Mr. Mohjeet Chopra	Not, in any way, concern / interested / related with any of the other directors of the company.
Mr. Abhishek Shah	Not, in any way, concern / interested / related with any of the other directors of the company.

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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 2012-13, 16 meetings of the Board of Directors were held on the following dates, the following directors of the Company were present:

18th April, 2012 , 30th April, 2012 , 9th May, 2012 , 5th June, 2012 , 7th June, 2012 , 10th July , 2012, 25th July, 2012 , 11th September, 2012, 24th September, 2012 , 8th October , 2012, 11th October, 2012 , 28th December, 2012 , 15th January, 2012, 27th February, 2013 , 4th March, 2013 and 22nd March, 2013.

Attendance of each Director at the Board meetings, Last Annual General Meeting and Number of Other Directorships and Chairmanships / Memberships of Committees of each Director in various Companies, during the year 2012-13 :

Name of Directors	Attendance Particulars		No. of Directorships and Committee Membership/ Chairmanships		
	Board Meeting	Last AGM	Other Directorship	Committee Membership	Committee Chairmanship
Mr. Ravi Bhandari	16	Present	1	2	None
Mrs. Rekha Bhandari	16	Present	1	None	None
Mrs. Nimisha Modi	14	Present	0	1	2
Mr. Mohjeet Chopra	11	Present	0	1	1
Mr. Abhishek Shah	12	Present	0	2	None

Details of the Directors seeking Appointment /Reappointment in forthcoming Annual General Meeting:

Name of Director	Mrs. Rekha Bhandari	Mrs. Nimisha Modi
Date of Birth	19-06-1975	03-05-1985
Date of appointment	01-06-2004	18-04-2012
Expertise in specific functional areas	Administration and Technical	Accounts and Finance
List of Public Limited Companies in which Directorships held	NIL	NIL
Chairman/Member of the Committees of the Board of Directors of the Company	NIL	3
Chairman/Member of the Committees of Directors of other companies.	NIL	NIL

ANSHU'S CLOTHING LIMITED

3. AUDIT COMMITTEE

a) Composition and attendance

The Audit Committee comprises of experts specializing in accounting / financial management. The Chairman of the Audit Committee is a Non-executive and Independent Director. The composition and attendance of Audit Committee as on 31st March, 2013 is as follows:-

Name of the Members	Position	Category	Attendance
Mrs. Nimisha Modi	Chairman	Independent Director	2
Mr. Ravi Bhandari	Member	Managing Director	2
Mr. Abhishek Shah	Member	Independent Director	2

The Company Secretary acts as a Secretary to the Committee.

The Audit Committee is constituted in accordance with the provisions of Clause 52 of the Listing Agreement and the Companies Act, 1956. All the members of Audit Committee possess knowledge of corporate finance, accounts and company law.

b) Powers & Terms of Reference:

The Power and terms of reference of the Audit Committee are as mentioned in Clause 52 of the Listing Agreement entered into with the Stock Exchanges and includes overseeing the Company's financial reporting process, reviewing with the management the financial statements and the adequacy of the internal audit function and to discuss significant internal audit findings, statutory compliance issue and issues related to risk management and compliances. The Statutory Auditors are invited to the meeting.

4. REMUNERATION COMMITTEE

a) Composition of Remuneration Committee has been as under:

Name of Director	Position Held
Mrs. Nimisha Modi	Chairman
Mr. Abhishek Shah	Member
Mr. Mohjeet Chopra	Member

b) Terms of Reference:-

The broad terms of reference of the committee are to appraise the performance of Chairman & Managing Director and Whole Time Directors to determine and recommend to the Board compensation payable to Chairman & Managing Director, Whole Time Directors. The Remuneration policy of the Company is based on review of achievements. The remuneration policy is in consonance with the existing industry practice.

During the financial year 2012-13 two meetings of the Remuneration Committee were held.

Attendance of the Directors at the Remuneration Committee meetings held during the financials year is as under:

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Name of Directors	Category	No. of Meetings Attended
Mrs. Nimisha Modi	Chairman	2
Mr. Abhishek Shah	Member	2
Mr. Mohjeet Chopra	member	2

c) Remuneration Policy

Subject to approval of the Board of Directors and subsequent approval by the members at the Annual General Meeting and such authorities as the case may be, remuneration of Chairman cum Managing Director and Whole Time Directors is fixed by the Remuneration Committee. The remuneration is decided by the Remuneration Committee taking into consideration various factors such as qualifications, experience, expertise, prevailing remuneration in the competitive industries, financial position of the company etc.

Details of remuneration paid to the Directors during the financial year 2012-13:

Name of Directors	Designation	Salary/Remuneration
Mr. Ravi Bhandari	Managing Director	₹9,00,000/-
Mrs. Rekha Bhandari	Whole Time Director	₹6,00,000/-

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 Shareholders' / Investors' Grievance Committee as on 31st March, 2013 is as follows:-

b) Terms of Reference:-

Name of Directors	Category
Mr.Mohjeet Chopra	Chairman
Mrs. Nimisha Modi	Member
Mr. Ravi Bhandari	Member

The terms of reference of our Remuneration Committee are given below:

1. To decide and approve the terms and conditions for appointment of executive directors and/ or whole time Directors and Remuneration payable to other Directors and matters related thereto.
2. To recommend to the Board, the remuneration packages of the Company's Managing/Joint Managing/ Deputy Managing/Whole time / Executive Directors, including all elements of remuneration package (i.e. salary, benefits, bonuses, perquisites, commission, incentives, stock options, pension, retirement benefits, details of fixed component and performance linked incentives along with the performance criteria, service contracts, notice period, severance fees etc.);
3. To be authorised at its duly constituted meeting to determine on behalf of the Board of Directors and on behalf of the shareholders with agreed terms of reference, the Company's policy on specific remuneration packages for Company's Managing/Joint Managing/ Deputy Managing/ Whole-time/ Executive Directors, including pension rights and any compensation payment;

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4. To implement, supervise and administer any share or stock option scheme of the Company.

c) **Details of Complaints received and redress during Years from 01st April 2012 to 31st March 2013:-**

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

Name , Designation and Address of Compliance officer

Ms. Pooja Gwalani- Company Secretary and Compliance Officer

Anshu's Clothing Limited
F-103, Shivalik Plaza , Near IIM,
ATIRA Road, Vastrapur
Ahmedabad-380015

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
2009-10	Thursday, 30 th September, 2010 at 11. 00 A.M	F-103, Shivalik Plaza, Near IIM, ATIRA Road , Vastrapur, Ahmedabd-380015
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

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

Sr.No.	AGM Date	Special Resolutions Passed
1	30 th September, 2010	Nil
2	30 th September, 2011	Nil
3	30 th June, 2012	Nil

Special Resolution Passed during the financial year under review:

1. Conversion of Company into Public Limited Company
2. Approval of members for issue of shares under section 81 (IA)

Extraordinary General Meeting

During the year under review, Two Extra ordinary General Meeting was held on 20th April, 2012 and 4th June, 2012 for conversion of company into public limited company and for approval of members for issue of 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.

Procedure for Postal Ballot and Voting Pattern:

Since, no special business was carried out in last three years by of Postal ballot so this section is not applicable.

ANSHU'S CLOTHING LIMITED

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 2012 – 2013. Related party transactions have been disclosed in the Notes to the Annual Accounts of the Company for the year ended 31st March, 2013

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) Whistle blower policy

The Company has framed a Code of Conduct for Directors and Senior Management. At present, the Company does not have any formal Whistle Blower Policy

e) 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 Chartered Accountant 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.anshusdesigs.com.

9. GENERAL SHAREHOLDING INFORMATION

- | | |
|------------------------------|--|
| 1. Date, Time and Venue | : 27 th September, 2013 at 11.00 A.M. at the Registered Office of the Company at F-103, Shivalik Plaza, Near IIM Road, Naroda, Ahmedabad-380015 |
| 2. Financial Year | : 1 st April to 31 st March of the following year. |
| 3. Date of Book Closure | : 24 th September, 2013 to 27 th September, 2013
(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 |

ANSHU'S CLOTHING LIMITED

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 2012-13:

Month	BSE- SME	
	High (₹)	Low (₹)
October	32.90	25.50
November	29.50	22.50
December	29.80	27.00
January	31.50	26.10
February	32.80	28.00
March	33.90	31.50

Note:-

The Company was listed on 12th October, 2012 at BSE SME Platform.

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.

10. Distribution of Shareholdings as on 31st March, 2013

Shareholding of Nominal Value		Shareholders		Amount	
		Number	% of total	In ₹	% of total
1	1000	645	85.43	33150	0.05
30001	40000	36	4.77	1440000	2.31
40001	50000	3	0.40	120150	0.19
50001	100000	11	1.46	880050	1.41
➤	100000	60	7.95	59874450	96.03
Total		755	100.00	62347800	100.00

11. Category of Shareholders as on 31st March, 2013

Category	No. of Shares	Shareholding %
Resident Individual	1951995	31.31
Bodies Corporate	598585	9.6
Market Maker	12000	0.19
Clearing Members	8000	0.13
Promoter	3664200	58.77
Total	6234780	100.00

ANSHU'S CLOTHING LIMITED

12. Dematerialization of Shares and Liquidity

As on 31st March, 2013, a total of 6234780 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 : F-103, Shivalik Plaza,
Near IIM, ATIRA Road , Vastrapur,
Ahmedabad - 380015, Gujarat

Tel.: +91-79- 4009-2727; 4030-1521;

Fax.:+91-79-40092726

Email : anshusdesigns@gmail.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, 2013, 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 LOONIA & ASSOCIATES
CHARTERED ACCOUNTANT**

**Hitesh Loonia
Proprietor
M. No. 135424
Place: Ahmedabad
Date: 26.08.2013**

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, 2013.

For Anshu's Clothing Limited

**Date: 26.08.2013
Place: Ahmedabad**

**Ravi Bhandari
Managing Director**

ANSHU'S CLOTHING LIMITED

CERTIFICATION BY THE MANAGING DIRECTOR ON FINANCIAL STATEMENTS OF THE COMPANY

I, Ravi Bhandari , Managing Director of Anshu's Clothing Limited, certify that:

- (a) I have reviewed the financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best our knowledge the belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We are responsible for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee:
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Ravi Bhandari
Managing Director

Place: Ahmedabad
Date: 26.08.2013

ANSHU'S CLOTHING LIMITED

INDEPENDENT AUDITORS' REPORT

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

Report on the Financial Statements:

I have audited the accompanying financial statements of **M/s Anshu's Clothing Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2013 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 and financial performance of the Company in accordance with the accounting principles generally accepted in India including Accounting Standards referred to in Section 211(3C) 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.

Auditors' Responsibility:

Our responsibility is to express an opinion on these financial statements based on our audit. I conducted the audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that I 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.

I believe that the audit evidence I 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 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:

- (i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013; 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

ANSHU'S CLOTHING LIMITED

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, I 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, I report that:
 - a. I 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 my opinion, proper books of account 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 my opinion, the Balance Sheet and the Statement of Profit and Loss Account and the Cash Flow Statement comply with the Accounting Standards referred to in section 211(3C) of the Act;
 - e. On the basis of the written representations received from the directors as on March 31, 2013, 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 Section 274(1) (g) of the Act.

**FOR LOONIA & ASSOCIATES,
CHARTERED ACCOUNTANTS,**

**Hitesh Loonia
Proprietor
M. No:-135424
Firm Reg No:- 130883W**

**Date: 26.08.2013
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 proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.
- b) 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. No material discrepancies were noticed on such physical verification.
- 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) 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) According to the information & explanations given to us, the Company has not granted any loan to companies, firms or other parties covered in the register maintained u/s. 301 of the Companies Act, 1956.
- b) According to the information and explanation given to us, the Company during the year has not taken any Unsecured Loan from the Companies, firms and other parties covered in the register maintained u/s 301 of the Companies Act, 1956.
- c) In our opinion and according to the information and explanation given to us, the rate of interest, wherever applicable and other terms & conditions are not prima facie prejudicial to the interest of the Company.
- d) In our opinion and according to the information and explanation given to us, the interest payments are regular and the principal amount is repayable on demand.
- e) There is no overdue amount in respect of loans taken by the Company.

ANSHU'S CLOTHING LIMITED

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.
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 depositing with late payment being amount payable on account of undisputed statutory dues including provident fund, sales tax, wealth tax, service tax, and other material statutory dues with appropriate authorities, wherever applicable to it.
 - b) According to information and explanation given to us, there are no undisputed amounts payable in respect of Income Tax, Sales Tax, Service Tax, and other statutory bodies which have remained outstanding as on 31st March, 2013 for a period of more than six months from the date they become payable.
 - c) According to information and explanations given to us, there are no statutory dues which have not been deposited on account of any dispute. 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 covered by the audit and in the immediately preceding financial year.
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 not defaulted in the repayment of dues to financial institutions and banks. The Company does not hold any debentures.

ANSHU'S CLOTHING LIMITED

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 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. As informed to us, during the year, the Company has raised ₹ 505.44 lacs (Rupees Five Crores Five Lacs Forty Four Thousand Only) by public issue of 18,72,000 equity shares of ₹ 27.00 per share including share premium and accordingly the provisions of Clause 4(xx) of the Order are applicable to the Company.
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 LOONIA & ASSOCIATES,
CHARTERED ACCOUNTANTS,**

**Hitesh Loonia
Proprietor
M. No:-135424
Firm Reg No: - 130883W**

**Date: 26.08.2013
Place: Ahmedabad**

ANSHU'S CLOTHING LIMITED
Balance Sheet as at 31st March, 2013

(Amount In ₹)

Particulars		Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
1		2	3/31/2013	3/31/2012
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) <u>Share capital</u>	2	62,347,800	43,627,800
	(b) <u>Reserves and surplus</u>	3	115,978,904	83,199,601
2	Non-current liabilities			
	(a) <u>Long-term borrowings</u>	4	19,091,915	20,960,200
	(b) <u>Deferred tax liabilities (Net)</u>	5	1,220,336	1,116,978
	(c) <u>Other Long term liabilities</u>	6	78,838,375	63,409,486
3	Current liabilities			
	(a) <u>Short-term borrowings</u>	7	89,302,073	54,152,817
	(b) <u>Trade payables</u>	8	38,354,622	24,191,815
	(c) <u>Other current liabilities</u>	9	1,272,273	956,546
	(d) <u>Short-term provisions</u>	10	934,110	1,785,065
	TOTAL		407,340,408	293,400,308
II.	ASSETS			
1	Non-current assets			
	(a) <u>Fixed assets</u>	11		
	(i) <u>Tangible assets</u>		40,315,881	22,171,687
	(ii) <u>Intangible assets</u>		3,361,018	1,090,210
	(b) <u>Non-current investments</u>	12	77,158,387	95,650,000
	(c) <u>Long-term loans and advances</u>	13	74,839,485	22,063,540
	(d) <u>Other non-current assets</u>	14	4,416,226	2,351,663
2	Current assets			
	(a) <u>Inventories</u>	15	58,507,709	60,775,513
	(b) <u>Trade receivables</u>	16	140,560,508	83,539,585
	(c) <u>Cash and cash equivalents</u>	17	3,327,574	3,250,810
	(d) <u>Short-term loans and advances</u>	18	4,853,620	2,507,300
	TOTAL		407,340,408	293,400,308
	Significant Accounting Policies Notes on Financial Statements	1	-	-

As per our Report of even date

For and on Behalf of the Board

For Loonia & Associates
Chartered Accountants

Ravi Bhandari

Director

Hitesh Loonia
M.No. 135424
Firm Reg. No.130883W
Place:Ahmedabad
Date: 26.08.2013

Rekha Bhandari

Director

Pooja Gwalani
Company Secretary

ANSHU'S CLOTHING LIMITED
Profit and Loss Statement for the year ended 31st March, 2013

(Amount In ₹)

Particulars	Refer Note No.	Figures for the current reporting period	Figures for the previous reporting period
		3/31/2013	3/31/2012
I. Revenue from operations	19	306,330,424	277,160,317
II. Other income	20	2,530,137	768,922
III. Total Revenue (I + II)		308,860,561	277,929,239
IV. Expenditure			
Purchases	21	224,762,635	259,782,887
Changes in inventories of finished goods, Work-in-progress and Stock-in-Trade	22	2,267,804	-23,240,545
Employee benefits expense	23	7,633,798	2,086,463
Finance costs	24	17,216,514	11,282,948
Depreciation and amortization expense		2,436,744	829,481
Other expenses	25	53,256,405	19,926,138
Total expenses		307,573,900	270,667,372
V. Profit Before Tax (III - IV)		1,286,661	7,261,867
VI Tax expense:			
(1) Current tax		228,000	1,700,000
(2) Deferred tax		103,358	531,121
		331,358	2,231,121
VII Profit (Loss) for the period (V- VI)		955,303	5,030,746
VIII Earnings per equity share:	26		
(1) Basic		0.18	1.28
(2) Diluted		0.18	1.28
Significant Accounting Policies Notes on Financial Statements	1		

As per our Report of even date

For Loonia & Associates
Chartered Accountants

Hitesh Loonia
M.No. 135424
Firm Reg. No.130883W
Place:Ahmedabad
Date: 26.08.2013

For and on Behalf of the Board

Ravi Bhandari Director

Rekha Bhandari Director

Pooja Gwalani
Company Secretary

ANSHU'S CLOTHING LIMITED
Cash Flow Statement for the year ended 31st March, 2013

Sr. No.	Cash Flow Statement	For the year ended 31st March, 2013		For the year ended 31st March, 2012	
		₹	₹	₹	₹
A.	CASH FLOW FROM OPERATING ACTIVITIES:-				
	Net Profit before Tax as per Profit & Loss Account		1,286,661		7,261,867
	Adjusted for:				
	Prior Period Item			-5,800	
	Preliminary & Deferred Revenue Expenses written off	718,222		718,222	
	Depreciation and Amortisation Expenses	2,436,744		829,481	
	Interest Income	-2,530,137		-728,196	
	Finance Costs	17,216,514		11,282,948	
			17,841,343		12,096,655
	Operating Profit before Working Capital Changes		19,128,004		19,358,522
	Adjusted for:				
	Trade Receivables	-57,020,923		-51,836,671	
	Inventories	2,267,804		-23,240,545	
	Trade Payable, Other Current Liabilities & Provisions	13,399,579		7,915,347	
			-41,353,540		-67,161,869
	Cash Generated From Operations		-22,225,536		-47,803,347
	Taxes Paid		-252,993		-72,821
	Net Cash from Operating Activities		-22,478,529		-47,876,168
B.	CASH FLOW FROM INVESTING ACTIVITIES:-				
	Purchase of Fixed Assets	-22,851,746		-11,740,065	
	Purchase / (Sale)of Investments	18,491,613		-95,000,000	
	Movement in Loans & Advances (Net)	-54,869,272		-12,933,456	
	Other Non-current assets	-2,782,785		-985,009	
	Interest Income	2,530,137		728,196	
	Net Cash (used in) Investing Activities		-59,482,053		-119,930,334
C.	CASH FLOW FROM FINANCING ACTIVITIES:-				
	Proceeds from Issue of Share Capital	18,720,000		9,592,600	
	Proceeds from Share Re-issue	-		200,000	
	Proceeds from Long Term Borrowings (Net)	-1,868,285		11,036,048	
	Proceeds from Other Long Term Liabilities	15,428,889		41,259,486	
	Short Term Borrowings (Net)	35,149,256		24,166,017	
	Increase in Securities Premium Account	31,824,000		94,501,400	
	Finance Cost	-17,216,514		-11,282,948	
	Net Cash (used in/ from Financing Activities		82,037,346		169,472,603
D.	Net Increase in Cash or Cash Equivalents (A + B +C)		76,764		1,666,101
E.	Opening Balance of Cash and Cash Equivalents		3,250,810		1,584,709
	Closing Balance of Cash and Cash Equivalents (D + E)		3,327,574		3,250,810

As per our Report of even date
For Loonia & Associates
Chartered Accountants

Hitesh Loonia
M.No. 135424
Firm Reg. No.130883W
Place:Ahmedabad
Date: 26.08.2013

For and on Behalf of the Board
Ravi Bhandari Director

Rekha Bhandar Director

Pooja Gwalani
Company Secretary

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 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.

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.

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. Deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date.

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.

ANSHU'S CLOTHING LIMITED

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. Contingent assets are neither recognized nor disclosed in the financial statements.

12. Impairment of Assets:-

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the assets. If such recoverable amount of the assets or the recoverable amount of the cash generating unit to which the assets belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit and loss account. If at the balance sheet date, there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

13. Miscellaneous Expenditure:-

- a) Preliminary & Deferred Revenue Expenditure :-
Written off over a period of five years or the period over which the benefit of the expenditure is expected to be derived.
- b) Share Issue Expenses:-
The treatment of public issue expenses will be determined after recording all public issue expenses and the same are shown under the head Miscellaneous Expenditure – to the extent not written off in the Balance Sheet

14. 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.

15. 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, 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 2013		As at 31st March 2012	
	Number	₹	Number	₹
Authorised Equity Shares of ₹ 10/- each	10,000,000	100,000,000	500,000	5,000,000
Issued Equity Shares of ₹ 10/- each Less: Calls in Arrears	6,234,780	62,347,800 -	4,362,780	43,627,800 -
Subscribed & Paid up Equity Shares of ₹ 10/- each fully paid	6,234,780	62,347,800	4,362,780	43,627,800
Total	6,234,780	62,347,800	4,362,780	43,627,800

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

Particulars	Equity Shares	
	Number	₹
Shares outstanding at the beginning of the year	4,362,780	43,627,800
Add:-Shares Issued during the year		
Fresh Issue (through Initial Public Offer)	1,872,000	18,720,000
Bonus Shares Issued	-	-
Less:Shares bought back during the year		
Other Changes (give details)	-	-
Shares outstanding at the end of the year	6,234,780	62,347,800

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)				
	2012-13	2011-12	2010-11	2009-10	2008-09
Equity Shares :					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares		2,908,520	-	-	-
Shares bought back	-	-	-	-	-

2.3 Details of forfeited shares and re-issue shares

Class of Shares	As at 31st March 2013		As at 31st March 2012	
	Number of Shares	Amount Originally paid up ₹	Number of Shares	Amount Originally paid up ₹
Forfeited Shares				
Equity shares with Voting Rights	-	-	40,000	200,000
Re-issue Shares				
Equity shares with Voting Rights	-	-	40,000	200,000

3. RESERVES AND SURPLUS

Reserves & Surplus	As at 31st March 2013	As at 31st March 2012
	₹	₹
a. Securities Premium Account		
Opening Balance	73,266,200	7,850,000
Add : Securities premium credited on Share issue	31,824,000	94,501,400
Less : Premium Utilised for various reasons		
Issuing bonus shares	-	29,085,200
Closing Balance	105,090,200	73,266,200
b. Surplus/ (Deficit) in Profit & Loss Account		
Opening balance	9,933,401	4,902,655
(+) Net Profit/(Net Loss) For the current year	955,303	5,030,746
(-) Transfer to Reserves	-	-
Closing Balance	10,888,704	9,933,401
Total	115,978,904	83,199,601

4. LONG TERM BORROWINGS

Long Term Borrowings	As at 31st March 2013	As at 31st March 2012
	₹	₹
Secured Loans		
Other loans and advances		
i) Vehicle Loan (Secured By Hypothecation of Vehicle)	521,700	794,618
ii) From NBFC	8,465,382	8,995,364
Unsecured Loans		
(a) Loans repayable on demand		
i) from banks	1,557,373	845,543
ii) from NBFC's	8,047,460	10,324,675
iii) From Others	500,000	-
Total	19,091,915.00	20,960,200.00

4.1 Secured - Loan from NBFC are secured against immovable property and the same is to be repaid in 120 equal monthly installments of ₹ 139405/-.

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

- Maturity Profile of Unsecured Loans:

Particulars	Maturity Profile (Amount in ₹)	
	F.Y. 2013-14	F.Y. 2014-15
Unsecured		
From Banks	342,348	
From NBFC's	3,572,897	1,061,595

5. DEFERRED TAX LIABILITY (NET)

Long Term Borrowings	As at 31st March 2013	As at 31st March 2012
	₹	₹
Deferred Tax Liability		
Opening Balance	1,116,978	585,857
Related to Fixed Assets	103,358	531,121
	1,220,336	1,116,978
Deferred Tax Assets		
	-	-
Total	1,220,336	1,116,978

6. OTHER LONG TERM LIABILITIES

<u>Other Long Term Liabilities</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
Security deposits received	78,838,375	63,409,486
Total	78,838,375	63,409,486

7. SHORT TERM BORROWINGS

<u>Short Term Borrowings</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
Secured		
Working Capital Loans		
From Bank	89,302,073	54,152,817
Total	89,302,073	54,152,817

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.

8. TRADE PAYABLE

<u>Trade Payable</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
Micro, Small and Medium Enterprises	-	-
Others	38,354,622	24,191,815
Total	38,354,622	24,191,815

9. OTHER CURRENT LIABILITIES

<u>Other Current Liabilities</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
(i) Statutory remittances	89,332	389,976
(ii) Payables on purchase of fixed assets		
(iii) TDS Payable	1,152,781	560,450
(iv) Professional Tax Payable	30,160	6,120
Total	1,272,273	956,546

10. SHORT TERM PROVISIONS

<u>Short Term Provisions</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
(a) Provision for employee benefits		
Salary & Reimbursements	293,774	15,000
	293,774	15,000
(b) Others		
(i) Provision for tax	228,000	1,700,000
(ii) Provision - others	412,336	70,065
	640,336	1,770,065
Total	934,110	1,785,065

11. Fixed Assets

(Amount in ₹)

Sr.No.	Fixed Assets	Gross Block			Accumulated Depreciation			Net Block		
		Balance as at 1st April 2012	Additions	Disposals	Balance as at 31st March 2013	Balance as at 1st April 2012	Depreciation charge for the year	Deduction / On disposals	Balance as at 31st March 2013	Balance as at 31st March 2012
I.	Tangible Assets Owned / Own use									
a)	Building	9,362,001	-	-	9,362,001	962,997	152,601	-	1,115,598	8,399,004
b)	Flat	1,025,000	-	-	1,025,000	-	-	-	-	1,025,000
c)	Plant and Machinery	292,500	457,170	-	749,670	1,675	31,623	-	33,298	290,825
d)	Furniture and Fixtures	9,766,161	16,447,112	-	26,213,273	1,160,154	1,244,202	-	2,404,356	8,606,007
e)	Vehicles	1,900,748	-	-	1,900,748	479,877	180,571	-	660,448	1,420,871
f)	Office equipment	121,982	23,311	-	145,293	15,584	6,118	-	21,702	106,398
g)	Computer	863,549	1,129,164	-	1,992,713	255,889	247,099	-	502,988	607,660
h)	Air Conditioner	1,201,890	1,941,947	-	3,143,837	38,205	95,444	-	133,649	1,163,685
i)	Electric Equipment	565,101	135,546	-	700,647	12,864	32,399	-	45,263	552,237
	Total -(I)	25,098,932	20,134,250	-	45,233,182	2,927,245	1,990,056	-	4,917,301	22,171,687
	Previous Year -(I)	14,543,104	10,555,828	-	25,098,932	2,197,591	735,454	5,800	2,927,245	12,345,513
II.	Intangible Assets									
a)	Computer software	1,184,237	2,717,496	-	3,901,733	94,027	446,688	-	540,715	1,090,210
	Total -(II)	1,184,237	2,717,496	-	3,901,733	94,027	446,688	-	540,715	1,090,210
	Previous Year-(II)	-	1,184,237	-	1,184,237	-	94,027	-	94,027	-
	Total (I + II)	26,283,169	22,851,746	-	49,134,915	3,021,272	2,436,744	-	5,458,016	23,261,897
	Previous Year (I + II)	14,543,104	11,740,065	-	26,283,169	2,197,591	829,481	5,800	3,021,272	12,345,513

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 2013	As at 31st March 2012
		₹	₹
A	Trade Investments (Refer A below)		
	Investments in partnership firms*	24,988,387	45,000,000
	Total	24,988,387	45,000,000
B	Other Investments (Refer B below)		
	Investment in Equity instruments	52,170,000	50,650,000
	Total	52,170,000	50,650,000
	Grand Total (A + B)	77,158,387	95,650,000
	Less : Provision for dimunition in the value of Investments	-	-
	Total	77,158,387	95,650,000

Particulars	As at 31st March 2013	As at 31st March 2012
	₹	₹
Aggregate amount of quoted investments (Face Value ₹ 1/- per share, P.Y. ₹ 1/- per share) (Market Value ₹ 3575/- (P.Y. ₹ 9100/-)	650,000	650,000
Aggregate amount of unquoted investments	51,520,000	50,000,000

A. Details of Trade Investments

Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV/ Controlled Entity / Others	As at 31st March 2013	As at 31st March 2012	Whether stated at Cost Yes / No
			₹	₹	
	Investments in partnership firms*				
	M/s A.M. Energy Systems	Others	24,988,387	45,000,000	Yes
	Total		24,988,387	45,000,000	

* G. Investment in M/s A.M. Energy Systems	
Name of the Partners	% of Share of Capital
Anshu's Clothing Limited	25%
Manglalaxmi Industries Pvt Ltd	75%
Total Capital	100%

ANSHU'S CLOTHING LIMITED
Notes Forming Part of Financial Statement

B.	Details of Other Investments												Whether stated at Cost Yes / No
	Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV / Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (₹)			
2013				2012	2013			2012	2013	2012			
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)		
1	Investment in Equity Instruments (Fully Paid Up)												
	Franchise Partner Private Limited	Others	25,000	21,000	Unquoted	Fully Paid Up	18.52%	15.56%	43,520,000	42,000,000		Yes	
2	Manglaxmi Industries Private Limited	Others	80,000	80,000	Unquoted	Fully Paid Up	13.79%	13.79%	8,000,000	8,000,000		Yes	
3	Mahan Industries Ltd (Face Value ₹ 10/- each)	Others	6,500	65,000	Quoted	Fully Paid Up	0.18%	0.18%	650,000	650,000		Yes	
	Total								52,170,000	50,650,000			

13. LONG TERM LOANS AND ADVANCES

<u>Long Term Loans and Advances</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
a. Security Deposits		
Secured, considered good	-	-
Unsecured, considered good	22,592,628	3,394,847
Doubtful	-	-
Less: Provision for doubtful deposits		
	22,592,628	3,394,847
b. Advance income tax / TDS - Unsecured, considered good	252,993	72,821
c. Others (Advances recoverable in cash or in kind)		
Secured, considered good	-	-
Unsecured, considered good	51,993,864	18,595,872
Doubtful	-	-
Less: Provision for doubtful loan & advances		
	51,993,864	18,595,872
Total	74,839,485	22,063,540

14. OTHER NON-CURRENT ASSETS

<u>Other Non- Current Assets</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
(a) Unamortised expenses (to the extent not w/off)		
(i) Deferred Revenue Brand Development Expenditure	1,042,436	1,563,656
(ii) Preliminary Expenses	591,005	788,007
(iii) Listing Fees	2,782,785	-
Total	4,416,226	2,351,663

15. INVENTORIES

<u>Inventories</u>	As at 31st March 2013	As at 31st March 2012
	₹	₹
Finished goods (Valued at cost or net realizable value which ever is low)	58,507,709	60,775,513
Total	58,507,709	60,775,513

16. TRADE RECEIVABLES

Trade Receivables	As at 31st March 2013	As at 31st March 2012
	₹	₹
Outstanding for a period less than six months from the date they are due for payment		
Unsecured, considered good	140,560,508	83,539,585
Less: Provision for doubtful debts	-	-
	140,560,508	83,539,585
Outstanding for a period exceeding six months from the date they are due for payment		
Secured / Unsecured, considered good/ doubtful	-	-
	-	-
Total	140,560,508	83,539,585

17. CASH AND CASH EQUIVALENTS

Cash and cash equivalents	As at 31st March 2013	As at 31st March 2012
	₹	₹
a. Balances with banks		
(i) In current accounts	995,364	1,104,748
(iii) In Fixed Deposit Receipt (Against Bank Guarantee)	255,440	850,000
b. Cash on hand	2,076,769	1,296,062
	3,327,574	3,250,810

18. SHORT TERM LOANS AND ADVANCES

Short-term loans and advances	As at 31st March 2013	As at 31st March 2012
	₹	₹
(a) Capital Advances (Refer Note)		
Un-secured, considered good	-	1,025,000
(b) Loans and advances to employees		
Un-secured, considered good	151,000	151,000
(c) Prepaid expenses	32,406	79,228
(d) Advance to suppliers		
Unsecured, considered good	4,530,910	1,252,072
(e) VAT Receivable	139,304	-
Total	4,853,620	2,507,300

Note:-Loans and advances due by directors or other officers of the company or amounts due by firms or private companies respectively in which any director is a partner or a director or a member.

Particulars	As at 31st March 2013	As at 31st March 2012
	₹	₹
Directors (Given against purchase of property at Jodhpur)	-	1,025,000
	-	1,025,000.00

19. REVENUE FROM OPERATIONS

Revenue from Operations	For the year ended 31st March 2013	For the year ended 31st March 2012
	₹	₹
Sale of products	306,330,424	277,160,317
Total	306,330,424	277,160,317

20. OTHER INCOME

Other Income	For the year ended 31st March 2013	For the year ended 31st March 2012
	₹	₹
Interest Income		
(i) From Banks on Deposits	67,500	66,116
(ii) From Loans & advances	2,462,637	662,080
Other Miscellaneous Income	-	699
Prior Period Items	-	5,800
Excess Provision Written Off	-	34,227
Total	2,530,137	768,922

21. PURCHASES

Purchases	For the year ended 31st March 2013	For the year ended 31st March 2012
	₹	₹
Add: Purchases		
Imported	-	-
Indigenous	224,762,635	259,782,887
Total	224,762,635	259,782,887
% of Consumption		
Imported	-	-
Indigenous	100%	100%

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

Particulars	For the year ended 31st March 2013	For the year ended 31st March 2012
	₹	₹
Inventories at the end of the year:		
Finished goods	58,507,709	60,775,513
Inventories at the beginning of the year:		
Finished goods	60,775,513	37,534,968
Net (increase) / decrease	2,267,804	-23,240,545

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 2013	For the year ended 31st March 2012
	₹	₹
Salaries and wages	7,333,800	1,960,000
Contribution to Provident & Other Funds	43,506	-
Staff welfare expenses	256,492	126,463
Total	7,633,798	2,086,463

24. FINANCE COST

<u>Finance Cost</u>	For the year ended 31st March 2013	For the year ended 31st March 2012
	₹	₹
Interest expense		
(i) Borrowings	11,700,225	8,087,174
(ii) On Deposits	3,668,759	837,540
- Interest on delayed payment	250,223	12,482
Other borrowing costs - Bank Charges	1,597,307	2,345,752
Total	17,216,514	11,282,948

25. OTHER EXPENSES

<u>Other Expenses</u>	For the year ended 31st March, 2013		For the year ended 31st March, 2012	
	₹	₹	₹	₹
Manufacturing Expenses				
Consumption of packing materials	481,236		594,150	
Electric Power, Fuel & Water	2,333,890		625,331	
Repairs and maintenance - Others	421,870		58,781	
Freight and forwarding	3,441,299		1,353,229	
		6,678,295		2,631,491
Selling & Distribution Expenses				
Advertisement Expenses	11,092,012		7,014,159	
Rent, Rates and taxes	27,030,739		5,978,401	
Common Area Maintenance Expenses	4,142,286		976,285	
Business Promotion & Marketing	207,024		84,447	
		42,472,061		14,053,292
Establishment Expenses				
Communication & Petrol	557,000		143,104	
Travelling and conveyance	480,699		417,340	
Printing and stationery	708,463		216,838	
Deferred Revenue Expenditure	521,220		521,220	
Insurance	202,371		115,563	
Legal and professional	313,718		1,033,011	
Payments to auditors (Refer Note (i) below)	200,000		50,000	
Preliminary Expenses Written Off	197,002		197,002	
Security Expenses	132,123		148,820	
Filing Fees	13,300		26,300	
Prior Period Item	126,368		-	
Excess Provision Written Off	150,921		-	
Miscellaneous expenses	502,864		372,157	
		4,106,049		3,241,355
Total		53,256,405		19,926,138

Notes:

<u>Particulars</u>	For the year ended 31st March, 2013		For the year ended 31st March, 2012	
	₹	₹	₹	₹
(i) Payments to the auditors comprises:				
As auditors - statutory audit		150,000		35,000
For taxation matters		50,000		15,000
Total		200,000		50,000

<u>Particulars</u>	For the year ended 31st March, 2013		For the year ended 31st March, 2012	
	₹	% in Consumption	₹	% in Consumption
(i) Consumption of Packing Material				
Imported	-	-	-	-
Indigenous	481,236	100%	594,150	100%
Total	481,236	100%	594,150	100%

ANSHU'S CLOTHING LIMITED

26. Earnings Per Share:-

Particulars	As at 31 st March, 2013	As at 31 st March, 2012
Net Profit as per Profit & Loss Account	₹ 9,55,303	₹ 50,30,746
Number of Shares Outstanding during the year	62,34,780	43,62,780
Weighted Average Number of Equity Shares Outstanding during the year	52,39,800	39,16,575
Basic Earnings Per Share	₹ 0.18	₹ 1.28
Diluted Earnings Per Share	₹ 0.18	₹ 1.28

27. Related Party Disclosures:-

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

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

b) Transactions During The Year:-

(Amount in ₹)

Particulars	Key Management Personnel (KMP)	Others	Total
Remuneration	15,00,000 (6,00,000)	Nil (Nil)	15,00,000 (6,00,000)
Loan Taken	Nil (Nil)	Nil (Nil)	Nil (Nil)
Loan Paid	Nil (Nil)	Nil (Nil)	Nil (Nil)
Advances against Purchase of Property	Nil (10,25,000)	Nil (Nil)	Nil (10,25,000)

c) Outstanding Balances:-

(Amount in ₹)

Particulars	Key Management Personnel (KMP)	Others	Total
Creditors for Services Rendered	8,50,000 (Nil)	Nil (Nil)	8,50,000 (Nil)

28. Capacity & Production:- N.A.

ANSHU'S CLOTHING LIMITED

ANSHU'S CLOTHING LIMITED
REGISTERED OFFICE: F-103, SHIVALIK PLAZA, NEAR IIM, ATIRA ROAD VASTRAPUR,
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 certify that I am a shareholder / proxy of the shareholder of the Company.

I/We hereby record my/our presence at the **Eighteenth Annual General Meeting** of the Company held on Friday, 27th September, 2013 at 11.00 A.M. at F-103, Shivalik Plaza, Near IIM, ATIRA Road Vastrapur, Ahmedabad-380015, Gujarat.

Signature of Shareholder / Proxy

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

Note: Members are requested to bring their copies of Annual Report to the Meeting.

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PROXY FORM

DP Id*		Master Folio No.	
Client Id*			

I/We _____ of _____ being a member/members of **Anshu's Clothing Limited** hereby appoint _____ of _____ or failing him/her _____ of _____ as my/our proxy to vote for me/us and on my/our behalf at the **Eighteenth Annual General Meeting** of the Company to be held on Friday, 27th September, 2013 at 11.00 A.M. at F-103, Shivalik Plaza, Near IIM, ATIRA Road, Vastrapur, Ahmedabad-380015, Gujarat. or at any adjournment thereof.

Signed this _____ day of _____ 2013

Signature

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

INSTRUCTIONS:

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 time for holding the meeting or adjourned meeting. The Proxy need not be a member of the Company.

Affix
Revenue
Stamp