



DEEPJYOTI TEXTILES LIMITED

FINANCIAL YEAR 2015-16

CONTENTS

- Notice
- Director's Report
- Independent Auditor's Report
- Balance Sheet
- Statement of Profit & Loss
- Cash Flow Statements
- Notes to Financial Statements
- Form 20B – Filing of Annual Return
- Auditors Certificate on Compliance

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **22nd ANNUAL GENERAL MEETING** of the Members of **DEEPJYOTI TEXTILES LIMITED** will be held on Friday, 30th September, 2016 at 10.30 A.M. at the Registered Office of the Company situated at Flat No.1, 1st floor, Cheznous, Gulmohar Cross Road No.7, JVPD Scheme, Mumbai-400049 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt, financial statements (Balance sheet, Profit and Loss Account and Cash Flow Statement) for the year ended 31st March, 2016 together with the Report of Board of Director's and Auditor's thereon.
2. To appoint a Director in place of Mr. Rajendra Bhagwandas Choudhary (holding DIN: 05144396), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, re-enactment and amendments made from time to time) consent of members be and is hereby accorded to re-appoint M/s. P.D. Heda & Co., Mumbai (Firm Registration Number 103605W), as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the members, on such remuneration as may be mutually agreed by the Board of Directors in consultation with the Auditors, in addition to reimbursement of service tax and all out of pocket expenses in connection with the audit of the Accounts of the Company.”

For and on behalf of the Board
DEEPJYOTI TEXTILES LIMITED

SANJAY GOPALAL MUNDRA
DIN: 01205282
DIRECTOR

Dated: 30/05/2016

Place: Mumbai

Notes:

1. A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be lodged with the Company at the registered office, duly completed and signed at least 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
2. Members /Proxies should bring duly-filled Attendance Slips to attend the meeting along with their copy of Annual Report to the meeting.
3. In case of joint holders attending the Meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company, a duly certified copy of the Board Resolution authorizing such a representative to attend and vote on their behalf at the Annual General meeting.
5. Members are requested to notify changes, if any, in their registered addresses to the Company's Registrars.
6. All documents referred to in the notice and explanatory statement will be made available for inspection in physical or electronic form between 11. a.m. to 2.00 p.m at the Head Office as well as Corporate Office of the Company.
- 7 The register of Members and Transfer Books of the Company will be closed from 24th September, 2015 to 30th September, 2015 both days inclusive.
- 8 The Notice of the AGM along with the Annual Report 2014-15 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
- 9 To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Company/Depositories.
- 10 Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

DEEPJYOTI TEXTILES LIMITED

Registered office: At Flat No.1, 1st floor, Chez nous, Gulmohar Cross Road No.7, JVPD Scheme, Mumbai-400049

ATTENDANCE SLIP

Members or their proxies are requested to present this slip for admission, duly signed in accordance with their specimen signatures registered with the Company

Registered Folio number:

DP ID:

Client ID:

Number of shares:

Name(s) and address of the shareholder in full

_____/I/we hereby record my/our presence at the eighteenth annual general meeting of the Company being held on Friday, September 30th, 2016 at 10.30 a.m. at the Registered Office of the Company situated at Flat No.1, 1st floor, Chez nous, Gulmohar Cross Road No.7, JVPD Scheme, Mumbai-400049

Signature:

Annual Report 2015-16

DEEPJYOTI TEXTILES LIMITED

DEEPJYOTI TEXTILES PRIVATE LIMITED

Registered office: At Flat No.1, 1st floor, Cheznous, Gulmohar Cross Road No.7, JVPD Scheme, Mumbai-400049.

Form No. MGT 11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies

(Management and Administration) Rules, 2014]

CIN: _____

Name of the Company: _____

Registered office: _____

Name of the Member (s) :
Registered address:
E-mail Id :
Folio No/Client ID:
DP ID:

I/We being the member (s) of shares of the above named Company, hereby appoint

Sr. no	Name	Address	E-mail Id	Signature
1				
2				
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the Friday, September 30th, 2016 at 10.30 a.m. at the Registered Office of the Company situated at Flat No.1, 1st floor, Cheznous, Gulmohar Cross Road No.7, JVPD Scheme, Mumbai-400049 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution	For	Against
Ordinary Business		
1. Adoption of Balance Sheet, Statement of Profit & Loss, Report of		

Annual Report 2015-16**DEEPJYOTI TEXTILES LIMITED**

	the Board of Directors and Auditors for the financial year ended March 31, 2016.		
2.	Re-appointment of Rajendra Bhagwandas Choudhary (holding DIN:05144396), Director who retires by rotation.		
3.	Re- appointment of M/s. P.D. Heda & Co., Mumbai (Firm Registration Number 103605W) as Statutory Auditors and fixing their remuneration.		

Affix
Revenue
Stamp

Signed this..... day of..... 2016

Signature of shareholder

Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a Member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
5. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

DIRECTORS REPORT

**To
The Members,**

Your Directors have pleasure in presenting their 22ND Annual Report on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2016.

HIGHLIGHTS OF PERFORMANCE

During the year under review, performance of your company as under:

	31st March 2016 (Rs)	31st March 2015 (Rs)
Sales	407,146,711	527,974,175
Profit/(Loss) before Interest and Depreciation & before prior period adjustment	7,261,240	6,881,433
Previous year Adjustment & Extra Ordinary Income	Nil	Nil
Profit/(Loss) before Interest and Depreciation	7,261,240	6,881,433
Less: Finance Cost	2,903	3,331
Profit / (Loss) before Depreciation	7,258,337	6,878,102
Less: Depreciation	374,740	558,958
Profit / (Loss) before Tax	6,883,597	6,319,144
Provision for Taxation	2,210,000	2,038,500
Deferred Tax	(48,410)	(67,428)
Net Profit /(Loss) after Tax for the Year	4,722,007	4,348,072
Add: Balance b/f from the Previous year	45,951,468	41,603,396
Balance carried to Balance Sheet	50,673,475	45,951,468

STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

India Textile Industry is one of the leading textile industries in the world. Though it was predominantly unorganized industry even a few years back, but the scenario started changing after the economic liberalization of Indian economy in 1991. The opening up of economy gave the much-needed thrust to the Indian textile industry.

The Company was incorporated in 1996 and have much market share.

There was a slight decrease in sales and the turnover increased marginally to Rs. 407,146,711/- as against Rs. 527,974,175 /-. The Company's effort over the past years to enhance its presence in the Domestic sector and by penetrating the local market, there was a significant rise in Domestic Sales.

However due to measure taken to reduce input cost the net profit after tax has decreased to Rs 4,722,007/- as against Rs. 4,348,072 /-.

BUSINESS OUTLOOK:

The inherent strengths of the textile industry have seen the textile industry through rough days and hard times.

The World trading system have endangered the stability of the textile industry and created an atmosphere of uncertainty and turbulence in the industry. But it is also a fact that turbulence is necessary for any change in the system. In a World that is fast losing its traditional boundaries and borders are becoming invisible, there is need to bring about technological improvement, structural changes, liberalisation from controls and regulations, increased productivities of labour and machine and reliable quality assurance systems. If there is insecurity inherent in the globalised economy, there is also opportunity –opening up of vast markets to Indian textiles and Indian clothing that were earlier closed or regulated and Indian textile industry is ready to take up this opportunity of free trade and secure its well deserved position in the international textile arena

The Economic crisis is continuing to affect the order situation adversely. The on-going competition with China is also making it difficult to generate fresh business. Although China is the number one apparel export country, and the Chinese-made fabrics are still not satisfactory in respect of color, texture, quality etc. To be more competitive in the domestic market, the management is pursuing with the Government Authorities for De-bonding of our processing unit.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as "Annexure I".

DIRECTORS' RESPONSIBILITY STATEMENT

In compliance of Section 134 (5) of the Companies Act, 2013, your Directors state as follows:

Based on the framework of internal financial controls established and maintained by the Company and reviews performed by Management it is of the opinion that the Company's internal financial controls were adequate and effective as on 31st March, 2016.

In compliance with section 134(5) of the Companies Act, 2013, the Board of Directors to the best of their knowledge and hereby confirm the following:

- a) That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) That 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 & fair view of the state of affairs of the Company at the end of the financial year and the profit & loss of the Company for that period;
- c) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That the Directors had prepared the annual accounts on a going concern basis.
- e) That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.
- f) That the systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

DECLARATIONS OF INDEPENDENTS DIRECTORS

The provisions of Sections 149 pertaining to the appointment of Independent Directors apply to our Company. The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as independent Directors under provisions of the Companies Act, 2013 and the relevant rules.

DIRECTOR

Mr Sanjay Gopallal Mundra (DIN: 01205282) and Mrs Manjusha Sanjay Mundra (01739476) were reappointed as Whole time Director of the Director of the Company for a further period of 5 (five) years with effect from 01.04.2015 , on the terms of appointment duly authorized by the Board meeting held on 31.03.2016. The same is subject to approval of shareholders

Mr Rajendra Bhagwandas Choudhary (DIN: 05144396) who shall retire by rotation at the forthcoming Annual General and eligible himself eligible for reappointment.

REMUNERATION POLICY

Upon the recommendations of the Nomination and Remuneration Committee in terms of Section 178(4) of the Companies Act, 2013, your Board has adopted a policy relating to the remuneration for the Directors.

The Composition of the Nomination and Remuneration Committee is as follows

Mr. Anil Kabra	Independent Director	Chairman
Mr Rajendra Bhagwandas Choudhary	Independent Director	Member
Mr Gopallal Shivratan Mundra	Non-executive Director	Member

MATERIAL CHANGE AND COMMITMENTS AFTER THE BALANCE SHEET DATE

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the Financial Statements relate and the date of this report

PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS UNDER SECTION 186

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 forms part of the Financial Statements.

DIVIDEND

The Directors doesn't recommend any dividend for the Financial Year 2015-16.

AMOUNTS TRANSFERRED TO RESERVES

The Directors doesn't recommend any amount to be transferred to reserves for the Financial Year 2015-16.

TRANSACTION WITH RELATED PARTY

Related party transactions that were entered during the financial year were on arm's length basis and in the ordinary course of business. There were no materially significant related party transactions which were in conflict of the Company.

OTHER INFORMATION**CONSERVATION OF ENERGY,**

Your Company's activities being trading in nature, energy consumed is only in the nature of electrical consumption for use and maintenance of office appliances. However, the efforts of your Company are aimed at keeping the consumption level to as low as practicable.

Your Company not being engaged in any manufacturing activity, disclosure as per Form A of the Annexure in respect of total energy consumption and energy consumption per unit of production is not applicable.

TECHNOLOGY ABSORPTION

Your Company not being engaged in any manufacturing activity ,disclosures as per Form B of the Annexure is not applicable.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

There has been no foreign exchange earnings or outgo during the year.

RISK MANAGEMENT:

Your Company has implemented an effective risk management policy aiming to reduce loss or injury arising out of various risk exposures, focusing on risk assessment, risk management and risk monitoring.

ANNUAL EVALUATION OF BOARD EVALUATION, COMMITTEES AND DIRECTORS

Your Board of Directors has adopted an annual evaluation process for evaluating its own performance and that of its Committees and Independent Directors.

The formal evaluation was performed by sending out assessment questionnaires to all the Directors for their responses, for evaluating the performance of the Board as a whole, the Committees and the individual Director (self evaluation) and also seeking one on one feedback from each individual Director.

DEPOSITS

The Company has neither invited nor accepted deposits from the public within the meaning of Section 73 of the Companies Act,2013 and the rules made there under.

ORDERS PASSED BY REGULATORS

During the year under report, there were no significant and material orders passed by regulators or courts or tribunals, impacting the Company's going concern status and its future operations.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has an internal control system which is commensurate with the size, scale and complexity of its operation.

The financial statements provide a true and fair view of the state of affairs of the Company and are compliant with the accounting standards notified in the Companies Act, 2013.

CORPORATE SOCIAL RESPONSIBILITIES

The provisions of Section 135 of the Act in connection with Corporate Social Responsibility are not applicable to the Company since the Company falls below the threshold limits.

COMPOSITION OF THE AUDIT COMMITTEE

The Audit Committee consists of three Non-Executive Independent Directors, possessing the requisite experience and expertise.

The Composition of the Audit Committee is as follows

Mr. Anil Kabra-Independent Director-Chairman

Mr. Rajendra Bhagwandas Choudhary-Independent Director-Member

Mr. Shivratn Gopallal Mundra-Independent Director-Member

VIGIL MECHANISM /WHISTLE BLOWER POLICY

The Company has put in place a Vigil Mechanism Policy in accordance with Section 177(10) of the Companies Act, 2013.

POLICY ON PREVENTION OF SEXUAL HARASSMENT

The company is committed to provide a safe and conducive work environment to its employee and has formulated "Policy for Prevention of Sexual Harassment".

During the financial year ended 31st March, 2016, the Company has not received any complaints pertaining to Sexual Harassment.

CORPORATE GOVERNANCE/MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In term of Circular No.CIR/CFD/POLICY CELL/7/2014 dated 15 September, issued by the Securities and Exchange Board of India, compliance with clause 49 of the listing Agreement is not mandatory for your Company.

Accordingly, a corporate governance report and a management analysis report do not form a part of the Board's Report.

DEMATERIALISATION OF SECURITIES:

The shares of the Company are compulsorily traded in dematerialized form for all shareholders. As on 31st March 2016, none of the shares stands dematerialized.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule, 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of the Company, is annexed hereto as "Annexure II".

AUDITORS' REPORT:

The observations of the Auditors' Report have been dealt with in the Notes to Financial Statement, and being self-explanatory, do not call for any further clarifications.

AUDITORS:

M/s P D Heda & Co., Chartered Accountants, Auditors of the Company are retiring at the ensuing Annual General Meeting and are eligible for re-appointment from the conclusion of the Twenty First Annual General Meeting till the conclusion of the Twenty Second Annual General Meeting, as per the provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

The firm have confirmed its eligibility under Section 141 of the Companies Act, 2013 and the rules framed there under for reappointment as Auditors of the Company. The auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

SECRETARIAL AUDITOR:

In terms of Section 204 of the Companies Act 2013, the Board of Directors at their meeting held on 30th May, 2015, have appointed M/s K K Sangneria & Associates, Practicing Company Secretaries, as Secretarial Auditor, for conducting Secretarial Audit of the Company for the Financial Year 2015-16. Report of the Secretarial Auditor for the financial year ended 31.03.2016 is given as an Annexure-"III" which forms part of this report.

ACKNOWLEDGEMENT:

Your Directors acknowledge with gratitude the co-operation and assistance received from the Shareholders, Central and State Government, Financial Institutions, Stock Exchange, Banks and others during the year under review.

On Behalf of the Board

Place: Mumbai
Date : 30th May, 2016

Sanjay Gopallal Mundra
Wholetime Director
DIN: 01205282

Manjusha Sanjay Mundra
Wholetime Director
DIN: 01739476

ANNEXURE-I**EXTRACT OF ANNUAL RETURN**

as on the financial year ended 31.03.2015

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT – 9**I. Registration and other details**

CIN	L27200MH1994PLC083950
Registration Date	21.12.1994
Name of the Company	Deepjyoti Textiles Limited
Category / Sub-Category of the Company	Company having share capital
Address of the Registered Office	"Chzenous ", Flat No 1, Gulmohar Cross Road No 7, JVPD Scheme , Mumbai -400 049 Phone No:022 26204255
Whether listed company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	Maheshwari Datamatics Pvt Ltd

II. Principal Business Activities of the Company

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company

III. Particulars of Holding, Subsidiary and Associate Companies

Sl. No.	Name and Address of the Company	CIN /GLN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
NONE					

Annual Report 2015-16

DEEPJYOTI TEXTILES LIMITED

IV. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category –wise Share holding

Sl.No.	Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	PROMOTERS									
1	Indian									
a)	Individuals/ Hindu Undivided Family	-	2,626,630.00	2,626,630.00	52.43	-	2,626,630.00	2,626,630.00	52.43	-
b)	Central Government/ State Government(s)									-
c)	Bodies Corporate									-
d)	Financial Institutions/ Banks									-
e)	Any Others(Specify)									-
	Sub Total(A)(1)		2,626,630.00	2,626,630.00	52.43	-	2,626,630.00	2,626,630.00	52.43	-
2	Foreign									
a)	Individuals (Non-Residents Individuals/ Foreign Individuals)									-
b)	Bodies Corporate									-
c)	Institutions									-
d)	Qualified Foreign Investor									-
e)	Any Others(Specify)									-
	Sub Total(A)(2)									-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)		2,626,630.00	2,626,630.00	52.43	-	2,626,630.00	2,626,630.00	52.43	-
Sl.No.	Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
B	Public shareholding									
1	Institutions									
a)	Mutual Funds/ UTI									
b)	Financial Institutions / Banks									
c)	Central Government/ State Government(s)	-	-	-	-	-	-	-	-	-
d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
e)	Insurance Companies	-	-	-	-	-	-	-	-	-
f)	Foreign Institutional Investors	-								
g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
h)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub-Total (B)(1)									
2	Non-institutions									
a)	Bodies Corporate		640000	640000	12.77		640000	640000	12.77	
b)	Individuals									
b)(i)	Individuals – i.Individual shareholders holding nominal share capital up to Rs 1 lakh		1292770	1292770	25.81		1292770	1292770	25.81	

Annual Report 2015-16

DEEPJYOTI TEXTILES LIMITED

Sl.No.	Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
b)(ii)	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.		450600	450600	8.99		450600	450600	8.99	
c)	Any Other (specify)									
c)(i)	NRI-Rep									
c)(ii)	NRI-Non Rep									
d)	Trust									
e)	OCB									
f)	Clearing Member									
	Sub-Total (B)(2)		2383370	2383370	47.57		2383370	2383370	47.57	
	Total Public Shareholding (B)= (B)(1)+(B)(2)									-
C	Shares held by Custodians and against which Depository Receipts have been issued									-
	GRAND TOTAL (A)+(B)+(C)		5,010,000	5,010,000	100		5,010,000	5,010,000	100	-

Annual Report 2015-16

DEEPJYOTI TEXTILES LIMITED

ii) Shareholding of Promoters

Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding during the year
	No. of Shares	% of total shares of the Company	% of Shares Pledged/encumbered	No. of Shares	% of total shares of the Company	% of Shares Pledged/encumbered	
Sanjay Gopallal Mundra	1,523,000.00	30.40		1,523,000.00	30.40	-	-
Majusha Sanjay Mundra	1,103,630.00	22.03		1,103,630.00	22.03	-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
Total	2,626,630.00	52.43		2,626,630.00	52.43	-	-

Annual Report 2015-16

DEEPIYOTI TEXTILES LIMITED

iii) Change in Promoters Shareholding (Please specify, if there is no change)

[illegible]

Annual Report 2015-16

DEEPJYOTI TEXTILES LIMITED

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDR's and ADR's)

For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Date wise increase / (decrease) in shareholding during the year			Cumulative Shareholding at the end of the year	
	No. of Shares	% of total shares of the Company	Date	No. of Shares	Nature	No. of Shares	% of total shares of the Company
SHAH DARSHANA	38,300.00	0.76				38,300.00	0.76
JHAVERI R BHARAT	30,000.00	0.60				30,000.00	0.60
HINGORANI VINOD	38,700.00	0.77				38,700.00	0.77
VAZIRANI ANOOP	77,400.00	1.54				77,400.00	1.54
JHAVERI R SHANTICHAN	127,400.00	2.54				127,400.00	2.54
VAZIRANI MAMTA	119,300.00	2.38				119,300.00	2.38
SHALIMAR AGRO PRODUCTS LIMITED	135,000.00	2.69				135,000.00	2.69
MAHARASHTRA INDL. LEAS & INV LTD	150,000.00	3.00				150,000.00	3.00
BASARIA HOLDING & TRADE CO LTD	195,000.00	3.89				195,000.00	3.89
KEN ENTERPRISES PVT LTD	160,000.00	3.19				160,000.00	3.19

v) Shareholding of Directors and Key Managerial Personnel

For each of the Directors and KMP	Shareholding at the beginning of the year		Date wise increase / (decrease) in shareholding during the year			Cumulative Shareholding at the end of the year	
	No. of Shares	% of total shares of the Company	Date	No. of Shares	Nature	No. of Shares	% of total shares of the Company
Sanjay Gopallal Mundra	1,523,000.00	30.40				1,523,000.00	30.40
Manjusha Sanjay Mundra	1,103,630.00	22.03				1,103,630.00	22.03

V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness ₹ Crores
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Addition	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)				

VII. Penalties/Punishment/Compounding of Offences

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment /Compounding fees imposed	Authority (RD/NCLT /COURT)	Appeal made, if any (give details)
A. Company					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
B. Director					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.
C. Other Officer in Default					
Penalty	N.A.	N.A.	N.A.	N.A.	N.A.
Punishment	N.A.	N.A.	N.A.	N.A.	N.A.
Compounding	N.A.	N.A.	N.A.	N.A.	N.A.

ANNEXURE "II"

Statement of Particulars of employees pursuant to Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Companies Act, 2013

Last employed

Name of Employees	Designation	Remuneration Rs	Qualification	Experience Years	Commencement of employment	Age	Organization	Post Held
Sanjay Gopallal Mundra	Wholetime Director	15,00,000	B.com	33	01.04.2010	54	Not applicable	-
Majusha Sanjay Mundra	Wholetime Director	12,00,000	B.Sc.	15	01.04.2010	48	Not Applicable	-

Place: Mumbai
Date: 30.05.2016

Sanjay Gopallal Mundra
Wholetime Director
DIN: 01205282

Annexure -III

SECRETARIAL AUDIT REPORT FORM NO. MR-3

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Deepjyoti Textiles Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Uniworth Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on my verification of Deepjyoti Textiles Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended March 31, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

- (1) The Companies Act, 2013 (the Act) and the rules made there under;
- (2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (3) The Depositories Act, 1996 and the Regulations and bye-laws framed there under;

(4) Foreign Exchange Management Act, 1999 and the rules and regulations made there under, to the extent of Foreign Direct Investment and External Commercial Borrowings;

(5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2013;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- d. The Securities And Exchange Board of India (delisting of equity shares)

(6) Employees Provident Fund and Miscellaneous Provisions Act, 1952

(7) Employees State Insurance Act, 1948

(8) Environment Protection Act, 1986 and other environmental laws

(9) Hazardous Wastes (Management and Handling) Rules, 1989 and Amendment Rule, 2003

(10) Indian Contract Act, 1872

(11) Income Tax Act, 1961 and Indirect Tax Laws

(12) Indian Stamp Act, 1999

(13) Industrial Dispute Act, 1947

(14) Minimum Wages Act, 1948

- (15) Payment of Bonus Act, 1965
- (16) Payment of Gratuity Act, 1972
- (17) Payment of Wages Act, 1936 and other applicable labour laws

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with erstwhile Pune Stock Exchange Limited. (Refer under noted disclosure in this regard)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

Except in respect of non-compliance of applicable E-Voting process notified by MCA vide notification of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, during the Annual General Meeting of the Company held on 30th September, 2015.

I further report that the Company was listed with Pune Stock Exchange, but in view of their opting out for voluntary De-Recognition in terms of SEBI Circular CIR/MRD/DSA/18/2014 dated May 22, 2014, the Company has applied with Calcutta Stock Exchange for listing of their Securities and listing process is under process as on the date.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

- (i) Public / Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger / amalgamation / reconstruction etc.
- (v) Foreign technical collaborations.

Kamal Kumar Sangneria
K K Sangneria & Associates
FCS No.: 2643
C.P. No. : 3880

Place: Kolkata
Date: 30.05.2016

Annexure A'

(To the Secretarial Audit Report of M/s. Deepjyoti Textiles Limited for the financial year ended 31.03.2016)

To,
The Members,
Deepjyoti Textiles Limited

Our Secretarial Audit Report for the financial year ended 31.03.2016 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Kamal Kumar Sangneria
K. K. Sangneria & Associates
FCS No.: 2643
C.P. No. : 3880

Place: Kolkata
Date: 30.05.2016

P.D. HEDA & CO.

Chartered Accountants

203-D, Sumit Samarth Arcade
B-Wing, Aarey Road
Near Railway Station
Goregaon (W), Mumbai-400062
Email: mdheda@hotmail.com
Tel.: 66971310 - 66971311

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF DEEPJYOTI TEXTILES LIMITED****REPORT ON THE FINANCIAL STATEMENTS**

We have audited the attached financial statements of **DEEPJYOTI TEXTILES LIMITED** (hereinafter referred to as the Company), comprising of the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended along with the Significant Accounting Policies and other explanatory information forming an integral part thereof.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to 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 specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. 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 financial control relevant to the Company's preparation of the financial statements that give true and fair view 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 Company's Directors, 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 reasonable basis for our audit opinion.

P.D. HEDA & CO.**Continuation Sheet****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, the Balance Sheet of the state of the affairs of the Company as at 31st March 2016 and its Statement of Profit & Loss and its 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, 2016, issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and accordingly to the information and explanation given to us, we given in the "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the Order.
- 2) As required by section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our 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, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of written representations received from the directors, as on 31st March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016 from being appointed as a director in terms of section 164(2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls refer to our separate Report in "Annexure B"; and
 - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigation on its financial position in its financial statements;
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For P.D. HEDA & CO.
Chartered Accountants
Firm Reg. No.103605W

M.D. HEDA
Proprietor
Membership No.31508

Place: Mumbai
Date: 30.05.2016

P.D. HEDA & CO.

Continuation Sheet

"Annexure - A" referred to in paragraph (1) of our report of even date**Report of Companies (Auditor's Report) Order, 2016 referred in the paragraph 1 of Auditor's Report to Members of DEEPJYOTI TEXTILES LIMITED on the accounts for the year ended 31st March, 2016.****(i) Fixed Assets**

- (a) The Company has maintained proper records showing full particulars, including quantitative details and the situation of fixed assets.
- (b) According to the information and explanations given to us, the fixed assets have been physically verified by the management in a phased periodical manner to cover all the fixed assets over a period, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. As informed to us, no material discrepancies were noticed as compared to the books records, on such physical verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) Inventory

The Company's does not hold any inventories and accordingly, the requirements of paragraph 3(ii) of the Order are not applicable to the Company and hence not commented upon.

(iii) As per the information and explanations given to us, the Company has granted unsecured loans to a party covered in the register maintained under section 189 of the Companies Act, 2013

- (a) The yearend balance of loan given to such party is Rs. 131.08 Lacs (Previous Year Rs. 108.15 Lacs).
- (b) As per the information given to us, the above loans are repayable on demand. There is no time stipulation for repayment of loan.
- (c) The receipts of the interest on above loans have been regular/as per stipulations.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 & 186 of the Act, with respect to the loans/guarantees given, investments made & securities provided.**(v) The Company has not accepted deposits from the public within the meaning of Section 73 to 76 of the Companies Act, 2013 and the rules framed thereunder.****(vi) According to the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under section 148 (1) of the Companies Act, 2013.****(vii) Statutory Dues**

- (a) As per the information & explanation given to us and according to the records, the Company has generally been regular in depositing undisputed statutory dues (including provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax & others as applicable) with the appropriate authorities except delay in few cases. There are no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2016 for a period of more than six months from the date of they becoming payable.
- (b) According to the information and explanations given to us and the examination of the statutory records, there are disputed dues which have not been deposited on account of disputed matters pending before the appropriate authorities.

Name of the Statue	Nature of Dues	Amount under dispute	Amount Paid	Period to which it relates	Forum where dispute is pending
Central Sales Tax Act	Input VAT credit	79,177	-	2007-08	Dy. Commissioner of Sales Tax (Appeal), Mumbai

P.D. HEDA & CO.**Continuation Sheet**

- i) In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of loans borrowings from financial institutions, banks or dues to the debenture holders. The Company does not have any loans from Government.
- (ii) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and money raised by way of term loans during the year have been applied for the purposes for which they are obtained.
- (iii) During the course of our examination of the books and records of the Company, carried out in accordance with generally accepted practices in India, and according to the information and explanations given to us, we have neither come across any instances of material fraud by the Company or on the Company or its officers or employees, noticed or reported during the year, nor have been informed of any such case by the management.
- (iv) According to the information and explanations given to us and based on our examination of the records, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of the Section 197 read with Schedule V of the Companies Act 2013.
- (v) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it.
- vi) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 & 188 of the Companies Act, 2013 and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- vii) According to the records of the Company examined by us, and information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- viii) According to the records of the Company examined by us, and information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them.
- ix) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934.

For P.D. HEDA & CO.
Chartered Accountants
Firm Reg. No.103605W

M.D. HEDA
Proprietor
Membership No.31508

Place: Mumbai
Date: 30.05.2016

P.D. HEDA & CO.

Continuation Sheet

“Annexure – B” referred to in paragraph (1) of our report of even date**Report of the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of DEEPLYOTI TEXTILES LIMITED (“the Company”) as of 31st March, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s Management is responsible for establishing and maintaining internal financial control based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls there were operating effectively for ensuring the orderly and efficient conduct of this business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

DEEPIYOTI TEXTILES LIMITED
CIN: L27200MH1994PLC083950
BALANCE SHEET AS AT MARCH 31, 2016

	Particulars	Note No.	As at 31 March 2016		As at 31 March 2015	
			Rs.	Rs.	Rs.	Rs.
A	EQUITY AND LIABILITIES					
	(1) Shareholders' Funds					
	(a) Share Capital	2	50,100,000		50,100,000	
	(b) Reserves and Surplus	3	50,673,475		45,951,468	
				100,773,475		96,051,468
	(2) Non - current liabilities					
	(a) Deferred tax liabilities (Net)	4	-		-	
				-		-
	(3) Current Liabilities					
	(a) Short term borrowings	5	-		-	
	(b) Trade payables	6	7,004,021		5,944,030	
	(c) Other current liabilities	7	508,847		2,797,326	
	(d) Short term provisions	8	2,305,200		2,199,186	
				9,818,068		10,940,542
	TOTAL			110,591,543		106,992,010
B	ASSETS					
	(1) Non - current assets					
	(a) Fixed Assets					
	(i) Tangible assets	9	708,222		1,051,462	
			708,222		1,051,462	
	(b) Deferred tax assets (Net)	4	297,118		248,708	
				1,005,340		1,300,170
	(2) Current Assets					
	(a) Trade receivables	10	84,563,461		87,474,392	
	(b) Cash and cash equivalents	11	6,266,172		3,073,742	
	(c) Short term loans and advances	12	16,294,477		12,392,488	
	(d) Other current assets	13	2,462,093		2,751,218	
				109,586,203		105,691,840
	TOTAL			110,591,543		106,992,010

The notes attached form an integral part of the Balance Sheet

As per our report of even date
For P.D.Heda & Co.
Chartered Accountants

For and on behalf of the Board

M.D.Heda
(Proprietor)
M. No.:031508
Firm Reg.No.:103605W
Place: Mumbai
Date:

Director

Director

DEEPIYOTI TEXTILES LIMITED
CIN: L27200MH1994PLC083950
PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

Particulars	Note No.	For the year ended 31 March 2016		For the year ended 31 March 2015	
		Rs.	Rs.	Rs.	Rs.
I. Revenue from Operations	14		407,146,711		527,974,175
II Other Income	15		3,574,931		2,934,293
III Total revenue (I + II)			410,721,642		530,908,468
IV Expenses					
Purchases of stock in trade	16	396,732,854		517,209,300	
Employee benefits expense	17		396,732,854		517,209,300
Finance costs	18		4,460,653		4,335,113
Depreciation and amortization expense	19		2,903		3,331
Other expenses	20		374,740		558,958
			2,266,895		2,482,621
Total Expenses			403,838,045		524,589,323
V Profit/(Loss) before exceptional and extraordinary items and tax (III-IV)			6,883,597		6,319,144
VI Exceptional Items					
VII Profit/(Loss) before extraordinary items and tax (V-VI)			6,883,597		6,319,144
VIII Extraordinary Items					
IX Profit before tax (VII-VIII)			6,883,597		6,319,144
X Tax expense:					
(1) Current tax		2,210,000		2,038,500	
(2) Deferred tax		(48,410)		(67,428)	
XI Profit/(Loss) for the period from continuing operations (VII-VIII)			2,161,590		1,971,072
XII Profit/(loss) from discontinuing operations			4,722,007		4,348,072
XIII Tax expense of discontinuing operations					
XIV Profit/(loss) from discontinuing operations (after tax) (XII-XIII)					
XV Profit/(Loss) for the period (XI + XIV)			4,722,007		4,348,072
XVI Earning per equity share:	21				
(1) Basic			0.94		0.87
(2) Diluted					
The notes attached form an integral part of the Statement of Profit and Loss					

As per our report of even date

For P.D.Heda & Co.
Chartered Accountants

For and on behalf of the Board

M.D.Heda
(Proprietor)
M. No.:031508
Firm Reg.No.:103605W

Director

Director

Place: Mumbai
Date:

DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

Particulars	Year ended 31st March,2016	Year ended 31st March,2015
A. <u>Cash flow from operating activities</u>		
Net Profit before tax and extraordinary items	6,883,597	6,319,144
Adjustments for:		
Depreciation	374,740	558,958
Interest Income	(3,536,328)	(2,813,329)
Interest Expenses	-	1,419
Operating Profit before working Capital Changes	3,722,009	4,066,192
Adjustments for:		
(Increase)/Decrease in Current Assets	648,067	(13,128,399)
Increase/(Decrease) in Current liabilities	(3,332,474)	3,685,109
Cash generated from operations:	1,037,602	(5,377,098)
Income Taxes Paid	1,350,000	1,650,000
Net Cash from Operating Activities	(312,398)	(7,027,098)
B. <u>Cash flow from investing activities</u>		
Purchase of fixed asset	(31,500)	(122,785)
Interest Income	3,536,328	2,813,329
Net Cash from Investing Activities	3,504,828	2,690,544
C. <u>Cash flow from Financing Activities</u>		
Interest Expenses	-	(1,419)
Net Cash from Financing Activities	-	(1,419)
D. <u>Net Increase in Cash & Cash Equivalents</u>	3,192,430	(4,337,973)
Cash and Cash Equivalents as at the beginning of the year	3,073,742	7,411,715
Cash and Cash Equivalents as at the end of the year	6,266,172	3,073,742

- 1) Cash flow statement has been prepared under the Indirect Method as set out in the AS-3 "Cash Flow Statement".
2) Previous year figures has been regrouped/rearranged wherever necessary.

As per our attached report of even date

For P.D. HEDA & CO.

Chartered Accountants

Firm Registration No. 103605W

For DEEPJOYTI TEXTILES LIMITED**M.D. HEDA**

Proprietor

Membership No. 031508

Manjusha Mundra

Director

DIN : 01739476

Sanjay Mundra

Director

DIN : 01205282

Place : Mumbai

Date : 30.05.2016

Place : Mumbai

Date : 30.05.2016

NOTES TO FINANCIAL STATEMENTS

2 Share Capital:

Particulars	As at 31 March 2016		As at 31 March 2015	
	Number	Rs.	Number	Rs.
Authorized:				
Preference Shares of Rs. /- each	-	-	-	-
Equity shares of Rs. 10/- each	5,500,000	55,000,000	5,500,000	55,000,000
		55,000,000		55,000,000
Issued, subscribed and fully paid up:				
<i>Equity shares of Rs.10 /- each</i>				
At the beginning of the reporting period	5,010,000	50,100,000	5,010,000	50,100,000
Issued during the reporting period	-	-	-	-
Bought back during the reporting period	-	-	-	-
At the close of the reporting period	5,010,000	50,100,000	5,010,000	50,100,000

Other Information:

I	Particulars of equity share holders holding more than 5% of the total number of equity share capital:	As at 31 March 2016		As at 31 March 2015	
		Number	in %	Number	in %
a.	Sanjay Mundra	1,523,000	30.40%	1,523,000	30.40%
b.	Manjusha Mundra	1,103,630	22.03%	1,103,630	22.03%

3 Reserves & Surplus		As at 31 March 2016		As at 31 March 2015	
Particulars		Surplus i.e. balance in Statement of Profit & Loss	Total	Surplus i.e. balance in Statement of Profit & Loss	Total
At the beginning of the reporting period		45,951,468	45,951,468	41,603,396	41,603,396
Transferred from/to Profit & Loss Account		4,722,007	4,722,007	4,348,072	4,348,072
Allocation towards allotment of bonus shares					
Proposed Dividends					
Provision towards dividend distribution tax					
At the close of the reporting period		50,673,475	50,673,475	45,951,468	45,951,468
At the close of the previous reporting period					

Debit balance in Profit and Loss Account shall be shown as a negative figure under the head ' Surplus'

4 Deferred Tax Assets/Liabilities(Net)

Particulars		As at 31 March 2016	As at 31 March 2015
		Rs.	Rs.
i)	Deferred tax liability:		
	Total	-	-
ii)	Deferred tax asset:		
a)	On account of depreciation on fixed assets	297,118	248,708
	Total	-	-
	Net Deferred tax (liability)/asset	297,118	248,708

5 Short Term Borrowings

Particulars		As at 31 March 2016	As at 31 March 2015
		Rs.	Rs.
1)	Secured Loans:		
2)	Unsecured Loans:		
	a) Loans and advances from related parties	-	-
		-	-
	Total	-	-

6 Trade Payables

Particulars		As at 31 March 2016	As at 31 March 2015
		Rs.	Rs.
i)	To Micro, Small and Medium Enterprises		
ii)	Others		
	- MTA Mills Pvt.Ltd.	1,194,116	
	- Nachiar Spg.Mills Pvt.Ltd	4,328	
	- RND Mills	365,670	
	- Sri Jaisakthi Textiles	484,500	
	- M. B. Spinners	499,800	-
	- Agarram Spintex Mills Pvt.Ltd.	8,925	8,925
	- Sundaram Textiles Pvt.Ltd.	4,446,682	17,743
	- Dattatreya Textiles Pvt.Ltd.	-	3,410,814
	- Jayaa Sree Textiles Pvt.Ltd.	-	6,120
	- Raja Spinners	-	806,952
	- Royal Spinners	-	772,620
	- Sree Rajasekar Spg.Mills	-	920,856
	Total	7,004,021	5,944,030

NOTES TO FINANCIAL STATEMENTS

7 Other current liabilities:

Particulars		As at 31 March 2016	As at 31 March 2015
		Rs.	Rs.
a)	Other payables		
	Brokerage Payable		
	- Nemichand Chitalangi	-	18,675
	- Kalyani Enterprises	-	28,302
	- V.S.Sridharan	49,500	138,509
	- G.Noni Krishna Latha	-	6,750
	- M. Dinesh Kumar Bucha HUF	70,537	-
	- D.Rajeshwari Bucha	84,375	141,322
	- Arvinth Agency	13,612	26,314
	- Gayathri Tex Trade (I) Pvt.Ltd.	43,848	-
	- M.Suresh Kumar Bucha HUF	128,250	-
	- Sathyanarayana Traders	1,000	-
	- Sivam Agency	16,267	10,057
	- Mohanlal & Co.	-	5,400
	Remuneration Payable		
	- Sanjay Mundra	-	1,226,944
	- Manjusha Mundra	-	1,035,960
	Liabilities for expenses	20,377	45,322
	Salary Payable	-	19,800
	TDS Payable	75,103	92,421
	Professional Tax Payable	1,400	1,550
	Confidence Advertising	4,578	
		508,847	2,797,326

8 Short term provisions:

Particulars		As at 31 March 2016	As at 31 March 2015
		Rs.	Rs.
a)	Provision for employee benefits		
b)	Others (Specify nature)		
	- Current Tax	2,210,000	2,038,500
	- R.H.Shah	25,000	22,500
	- P.D.Heda & Co.	62,700	61,416
	- I.A.Shah	7,500	-
	- Chougale Associates	-	76,770
		2,305,200	2,199,186

NOTES TO FINANCIAL STATEMENTS

Particulars		As at 31 March 2016	As at 31 March 2015
		Rs.	Rs.
10	Trade receivables:		
	i) Trade receivables exceeding six months	7,489,683	6,426,234
	ii) others	77,073,778	81,048,158
		84,563,461	87,474,392
	Less: Provision for doubtful debts	-	-
		84,563,461	87,474,392
11	Cash and cash equivalents:		
	i) Balances with banks		
	- Canara Bank	264,198	140,982
	- HDFC Bank	5,758,112	2,428,667
	- Bank of India	-	287,525
	- in deposit accounts exceeding 12 months maturity		
	- in other accounts		
	- HDFC Bank Linked Term Deposits	228,209	210,352
	ii) Cash in hand	15,653	6,217
		6,266,172	3,073,742
Additional information:			
In respect of following amounts there are repatriation restrictions:			
12	Short Term Loans & Advances		
	i) Loans and advances to related parties		
	- Sanjay Vanija	13,108,467	10,814,548
	ii) Others		
	- The Pondicherry Co-op.spg.Mills Ltd.	1,569,270	1,577,940
	- High Value Management & Consultants	100,000	
	- Sree Rajasekar Spg.Mills	969,000	
	- Southern Cotspinners Coimbatore	547,740	
		16,294,477	12,392,488
	Less: Provision for doubtful advances	-	-
		16,294,477	12,392,488

NOTES TO FINANCIAL STATEMENTS

Particulars		As at 31 March 2016	As at 31 March 2015
		Rs.	Rs.
13	Other Current Assets		
	- TDS Receivable	352,307	282,732
	- Advance Income Tax	1,350,000	1,650,000
	- I.Tax Refund Receivable (A.Y.2008-09)	121,204	121,204
	- I.Tax Refund Receivable (A.Y.2009-10)	129,182	129,182
	- Deposits	300,000	300,000
	- Deposits (VAT Appeal 2009-10)	-	140,000
	- Prepaid Expenses	117,377	37,707
	- VAT Receivable	79,178	79,178
	- Accrue Interest	1,545	2,315
	- CDSL India Pvt. Ltd.	8,901	8,901
	- R.K.Chandak & Co.	2,400	
		2,462,093	2,751,218

Annual Report 2015-16

DEEPJYOTI TEXTILES LIMITED

Particulars		For the year ended 31 March 2016	For the year ended 31 March 2015
14	Revenue from operations:		
i)	Sale of products		
	- Cotton and blended Yarn	407,146,711	527,974,175
	Others	-	-
	Total	407,146,711	527,974,175
ii)	Sale of services	-	-
iii)	Other operating revenues	-	-
		407,146,711	527,974,175
	Less:		
	Excise duty	-	-
		407,146,711	527,974,175
15	Other Income:		
i)	Interest income - Late Payment & advances	3,516,033	2,813,329
	- Term Deposits With Bank	20,295	18,165
ii)	Profit on sale of fixed assets (Net)	-	-
iii)	Provision no longer required withdrawn	-	873
iv)	Other non operating income (net of expenses directly attributable to such income)		
	- Other Income	38,603	101,926
		3,574,931	2,934,293
16	Purchase of Stock in trade		
i)	Opening Stock	-	-
	Add: Purchases	396,732,854	517,209,300
	Less: Closing Stock	-	-
		396,732,854	517,209,300
17	Employee Benefit Expenses:		
i)	Salaries and wages	1,708,100	1,558,600
ii)	Remuneration to whole time directors	2,700,000	2,700,000
iii)	Staff welfare expenses	52,553	76,513
		4,460,653	4,335,113

Annual Report 2015-16

DEEPJYOTI TEXTILES LIMITED

NOTES TO FINANCIAL STATEMENTS

Particulars		For the year ended 31 March 2016	For the year ended 31 March 2015
18	Finance Costs:		
	i) Interest expense	-	1,419
	ii) Bank Charges/ Commission	2,903	1,912
		2,903	3,331
19	Depreciation and amortization:		
	i) Depreciation	374,740	558,958
		374,740	558,958
20	Other expenses:		
	i) Conveyance	16,030	25,182
	ii) Brokerage	564,102	736,780
	iv) Annual Custodial Fees	25,763	17,154
	v) Telephone & Internet	21,496	34,548
	vi) Insurance Charges	125,162	81,073
	vii) Rent	514,500	490,000
	viii) Auditors Remuneration	68,700	67,416
	ix) Printing & Stationary	14,554	32,006
	x) Motor car Expenses	233,049	238,166
	xi) Listing fees	-	21,011
	xii) Sundry Balances written off	-	11,752
	xiv) M VAT (CST Paid)	66,797	-
	xv) Legal and professional charges	219,180	478,986
	xvi) Postage & Courier Charges	861	3,498
	xvii) Office Repairs & Manitanance	18,294	34,705
	xviii) Electricity Charges	54,090	67,466
	xix) Travelling Expenses	-	39,883
	xx) Computer Repairs and Maintanance	5,962	5,739
	xxi) Advertisement Expenses	50,516	54,438
	xxii) Miscellaneous expenses	4,653	19,748
	xxiii) Sales Promotion Expenses	261,186	-
	xxiv) Professional Tax (PTEC)	2,000	22,500
	xxv) Books & Periodicals	-	570
		2,266,895	2,482,621

Particulars		For the year ended 31 March 2016	For the year ended 31 March 2015
21	Earnings per share:		
	After extraordinary item:		
	Profit for the year after tax expense	4,722,007	4,348,072
	Less:		
	Preference dividend payable including dividend tax		
		4,722,007	4,348,072
	Weighted average number of equity shares	5,010,000	5,010,000
	Earning per share	0.94	0.87
	Before extraordinary item:		
	Profit for the year after tax expense	4,722,007	4,348,072
	Adjustment for Extraordinary item (net of tax)		
		4,722,007	4,348,072
	Less:		
	Preference dividend payable including dividend tax		
		4,722,007	4,348,072

Note – 1**SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS: 31st March 2016****I. Significant accounting policies:****1. Company overview:**

Deepjyoti Textiles Limited ('the Company') is a domestic public listed Company and engaged in Trading of Yarn.

2. Basis of preparation:

The financial statements have been prepared to comply in all material aspects except wherever otherwise stated and presented under the historical cost convention, on the accrual basis of accounting in accordance with the Indian Generally Accepted Accounting Principles (GAAP) and comply with accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified and applicable) and guidelines issued by the Central Government, in exercise of the powers conferred under sub-section (1) & (2) of Section 469 and the relevant provisions of the Companies Act, 2013 & Securities and Exchange Board of India (SEBI).

3. Use of Estimate:

The preparation of financial statements in conformity with the Indian GAAP requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets & liabilities, income & expenses, and the disclosures of contingent liabilities on the date of financial statements during the reporting period. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in the current and future periods.

4. Revenue Recognition:

Revenue from sale of goods is recognized upon transfer of all significant risks and rewards of ownership to the buyer which generally corresponds with the dispatch/delivery of goods to buyers based on the terms of the contract. The amount recorded as sale is exclusive of discounts & net of returns.

All other income has been accounted for on accrual basis except for those entailing recognition on realization based. All expenses are provided on accrual basis unless stated otherwise.

5. Earnings per Share (EPS):

The Company reports basic and diluted earnings EPS in accordance with AS-20. In determining Basic EPS is computed by dividing net profit/loss after tax for the year attributable to equity shareholders by the weighted average number of shares outstanding during the year, Diluted EPS is computed using weighted average number of shares after adjusting the effects of all dilutive potential equity shares outstanding during the year.

6. Fixed assets:

Fixed Assets are stated at their original cost of acquisition/installation less depreciation. Cost comprises the purchase price and any cost attributable to bring the asset to its working condition for its intended use. Depreciation on Fixed Assets for the year has been provided on all assets on WDV as per the useful life prescribed in Schedule II to the Companies Act, 2013.

7. Inventory

Inventories are valued at lower of cost or market value. However, since the Sale happens immediately while goods in transit itself therefore there is no closing stock.

8. Taxation

Tax expense comprises current income tax, deferred tax. Current income tax comprises the amount of tax for the period determined in accordance with the Income-tax Act, 1961. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. The effect of change in tax rates on deferred tax assets and liabilities is recognised in the profit and loss account in the year of change.

Deferred tax assets are recognized only if virtually certainty backed by convincing evidence of realization of such assets. Deferred tax assets are reviewed as at each Balance Sheet date and are appropriately adjusted to reflect the amount that is reasonably or virtually certain to be realized.

9. Impairment of Assets:

The Company assesses at each Balance Sheet date whether there is any indication that any asset may be impaired. If any such indication exists, the carrying value of such asset is reduced to its recoverable amount and the impairment loss is charged to profit and loss account. If at the Balance Sheet date there is any deduction that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to the affect.

10. Accounting of provisions & contingent liabilities

A provision is made based on a reliable estimate when it is probable that an outflow of resources embodying economic benefits will be required to settle an obligation. Contingent liabilities, if material, are disclosed by way of notes to accounts.

II. Notes on Accounts:

1. In the opinion of the management, the realizable value of current assets including debtors, loans and advances are not less than the value at which they are stated in the Balance Sheet, in the ordinary course of business.
2. Outstanding amounts payable to Micro, Small and Medium Enterprises included under current liabilities, as per the information available with the Company and accepted by the auditors – Nil (Previous Year – Nil).
3. Auditor Remuneration:

Particulars	Current Year 2015-16	Previous Year 2014-15
Audit Fees	50,000	50,000
Tax Audit Fees	10,000	10,000

4. Inventory details:

Particulars	Current Year 2015-16		Previous Year 2014-15	
	Quantity (In Bags)	Amount (In Rs.)	Quantity (In Bags)	Amount (In Rs.)
Opening Stock	-	NIL	-	NIL
Purchases	38,666	39,67,32,854	44,021	51,72,09,300
Sales	38,666	40,71,46,711	44,021	52,79,74,175
Closing Stock	-	NIL	-	NIL

5. The requirements of Accounting Standard 15 “Employee Benefit” is not applicable to the Company therefore, the provisions are not made.
6. As per the recommendation of Accounting Standard 17 “Segment Reporting” keeping in view the fact that the Company operates only in one segment of business (i.e. Trading in Yarn) and there is no Geographical Segment, no separate information for segment wise disclosure is required.
7. As per Accounting Standard 18 “Disclosure of Related Party Transactions” is as under:

A. Relationships:

(i)	Promoter & Key Management Personnel (KMP)	Mr. Sanjay Mundra Mrs. Manjusha Mundra
(ii)	Other related parties with whom transactions have taken place during the year	Sanjay Vanijya (Prop. Mr. Sanjay Mundra) Sagar Polytex Private Limited

B. Transactions with the Related Parties

Party	Relationship	Nature of Transaction	Opening	Addition	Paid/ Received	Closing
Sanjay Mundra	Director	Remuneration	12,26,944 NIL	15,00,000 (15,00,000)	27,26,944 (2,73,056)	NIL (12,26,944)
Manjusha Mundra	Director	Remuneration	10,35,960 NIL	12,00,000 (12,00,000)	22,35,960 (1,64,040)	NIL (10,35,960)
Sanjay Vanijya	Associate	Loan Given	1,08,14,548 (1,61,56,129)	2,64,46,548 (3,96,55,052)	2,41,52,629 (4,49,96,633)	1,31,08,467 (1,08,14,548)

Note: Related parties have been identified by the Management and relied upon by the Auditors.

8. As per Accounting Standard 20 "Earnings/(Loss) per Share"

Particulars	Current Year 2015-16	Previous Year 2014-15
Profit/(Loss) for the Year (Amount used as numerator for calculating EPS) (Rs.)	47,22,007	43,48,072
No. of Equity Shares (used as denominator (Avg.))	50,10,000	50,10,000
Nominal Value per Equity Share (Rs.)	10	10
Earnings /(Loss) per Share (Rs.)	0.94	0.87

9. As per the requirement of Accounting Standard 22 "Deferred Tax Asset/(Liabilities)" details is as under:

Particulars	Current Year 2015-16	Previous Year 2014-15
DTA Opening Balance	2,48,708	1,81,280
Addition for the year	48,410	67,428
DTA Closing Balance	2,97,118	2,48,708

10. The figures of the previous year have been regrouped / rearranged/reclassified wherever necessary.

For P.D. Heda & Co.

Chartered Accountants

Firm Registration No. 103605W

For Deepjoyti Textiles Limited

M. D. Heda

Proprietor

Membership No. 031508

Mr. Manjusha Mundra

Director

Din No. 01739476

Mrs. Sanjay Mundra

Director

Din No. 01205282

Place: Mumbai

Date: 30.05.2016

DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

ANNEXURE-I

EXTRACT OF ANNUAL RETURN

as on the financial year ended 31.03.2015

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT - 9

I. Registration and other details

CIN	L27200MH1994PLC083950
Registration Date	
Name of the Company	Deepjyoti Textiles Limited
Category / Sub-Category of the Company	Company having share capital
Address of the Registered Office	"Cheznous", Flat No 1, Gulmohar Cross Road No 7, JVPD Scheme, Mumbai -400 049 Phone No:022
Whether listed company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	Adroit Service Private Limited

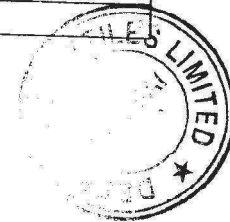
II. Principal Business Activities of the Company

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company

III. Particulars of Holding, Subsidiary and Associate Companies

Sl. No.	Name and Address of the Company	CIN /GLN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
NONE					



'Cheznous', Flat No.1, Gulmohar Cross Road No.7 J.V.P.D.Scheme, Mumbai 400 049,
Maharashtra

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DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

IV. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share holding

Sl.No.	Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	PROMOTERS									
1	Indian									
a)	Individuals/ Hindu Undivided Family	-	2,626,630	2,626,630	52.43	-	2,626,630	2,626,630	52.43	-
b)	Central Government/ State Government(s)									-
c)	Bodies Corporate									-
d)	Financial Institutions/ Banks									-
e)	Any Others(Specify)									-
	Sub Total(A)(1)		2,626,630	2,626,630	52.43	-	2,626,630	2,626,630	52.43	-
2	Foreign									
a)	Individuals (Non-Residents Individuals/ Foreign Individuals)									-
b)	Bodies Corporate									-
c)	Institutions									-
d)	Qualified Foreign Investor									-
e)	Any Others(Specify)									-
	Sub Total(A)(2)									-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)		2,626,630	2,626,630	52.43	-	2,626,630	2,626,630	52.43	-
Sl.No.	Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
B	Public shareholding									
1	Institutions									
a)	Mutual Funds/ UTI									
b)	Financial Institutions/ Banks									
c)	Central Government/ State Government(s)									
d)	Venture Capital Funds									
e)	Insurance Companies									
f)	Foreign Institutional Investors									
g)	Foreign Venture Capital Investors									
h)	Any Other (specify)									
	Sub-Total (B)(1)									
2	Non-institutions									
a)	Bodies Corporate		160,000	160,000	3.19		160,000	160,000	3.19	
b)	Individuals									
b)(i)	Individual shareholders holding nominal share capital up to Rs 1 lakh		1,496,670	1,496,670	29.87		1,496,670	1,496,670	29.87	

'Cheznous', Flat No.1, Gulmohar Cross Road No.7 J.V.P.D.Scheme, Mumbai 400 049, Maharashtra

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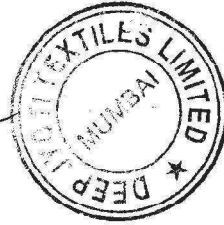


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DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

Sl.No.	Category of Shareholders	No. of Share held at the beginning of the year				No. of Share held at the end of the year				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
b)(iii)	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.		726,700	726,700	14.50		726,700	726,700	14.50	
c)	Any Other (specify)									
c)(i)	NRI-Rep									
c)(ii)	NRI-Non Rep									
d)	Trust									
e)	OCB									
f)	Clearing Member									
	Sub-Total (B)(2)		726,700	726,700	14.50		726,700	726,700	14.50	
	Total Public Shareholding (B)= (B)(1)+(B)(2)									
C	Shares held by Custodians and against which Depository Receipts have been Issued									
	GRAND TOTAL (A)+(B)+(C)		5,010,000	5,010,000	100		5,010,000	5,010,000	100	-



'Cheznous', Flat No.1, Gulmohar Cross Road No.7 J.V.P.D.Scheme, Mumbai 400 049,
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CIN: L27200MH1994PLC083950

Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in Shareholding during the year
	No. of Shares	% of total shares of the Company	% of Shares Pledged/encumbered	No. of Shares	% of total shares of the Company	% of Shares Pledged/encumbered	
Sanjay Gopallal Mundra	1,523,000	30.40		1,523,000	30.40	-	-
Majusha Sanjay Mundra	1,103,630	22.03		1,103,630	22.03	-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
						-	-
Total	2,626,630	52.43		2,626,630	52.43	-	-

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CIN: L27200MH1994PLC083950

CIN: L27200MH1994PLC083950

Ph: 91-22-2620-4255 Email: sanjayvanijya1@gmail.com

DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

TEL: 022 26204255 / 26244140
Email: sanjayvanijya1@gmail.com

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDR's and ADR's)

For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Date wise Increase / (decrease) shareholding during the year			Cumulative Shareholding at the end of the year	
	No. of Shares	% of total shares of the Company	Date	No. of Shares	Nature	No. of Shares	% of total shares of the Company
SHAH DARSHANA	38,300.00	0.76				38,300.00	0.76
JHAVERI R BHARAT	30,000.00	0.60				30,000.00	0.60
HINGORANI VINOD	38,700.00	0.77				38,700.00	0.77
VAZIRANI ANOOP	77,400.00	1.54				77,400.00	1.54
JHAVERI R SHANTICHAN	127,400.00	2.54				127,400.00	2.54
VAZIRANI MAMTA	119,300.00	2.38				119,300.00	2.38
SHALIMAR AGRO PRODUCTS LIMITED	135,000.00	2.69				135,000.00	2.69
MAHARASHTRA INDL. LEAS AND INV LTD.	150,000.00	3.00				150,000.00	3.00
BARASIA HOLDING & TRAD CO LTD.	195,000.00	3.89				195,000.00	3.89
SHRI KEN ENTERPRISES PVT LTD	160,000.00	3.19				160,000.00	3.19

v) Shareholding of Directors and Key Managerial Personnel

For each of the Directors and KMP	Shareholding at the beginning of the year		Date wise increase / (decrease) shareholding during the year			Cumulative Shareholding at the end of the year	
	No. of Shares	% of total shares of the Company	Date	No. of Shares	Nature	No. of Shares	% of total shares of the Company
Sanjay Gopallal Mundra	1,523,000.00	30.40				1,523,000.00	30.40
Manjusha Sanjay Mundra	1,103,630.00	22.03				1,103,630.00	22.03



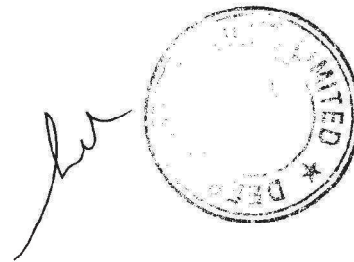
DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness Crores
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Addition	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)				



'Cheznous', Flat No.1, Gulmohar Cross Road No.7 J.V.P.D.Scheme, Mumbai 400 049,
Maharashtra

Ph: 91-22-2620-4255 Email: sanjayvanijya1@gmail.com

DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

VII. Penalties/Punishment/Compounding of Offences

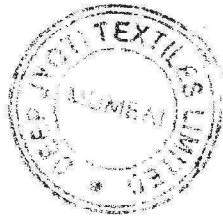
Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment /Compounding fees imposed	Authority (RD/NCLT /COURT)	Appeal made, if any (give details)
A. Company					
Penalty	N.A.	N.A.	N.A	N.A	N.A
Punishment	N.A.	N.A	N.A	N.A	N.A
Compounding	N.A	N.A	N.A	N.A	N.A
B. Director					
Penalty	N.A	N.A	N.A	N.A	N.A
Punishment	N.A	N.A	N.A	N.A	N.A
Compounding	N.A	N.A	N.A	N.A	N.A
C. Other Officer in Default					
Penalty	N.A	N.A	N.A	N.A	N.A
Punishment	N.A	N.A	N.A	N.A	N.A
Compounding	N.A	N.A	N.A	N.A	N.A

ANNEXURE "II"

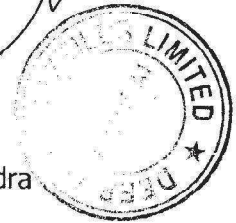
Statement of Particulars of employees pursuant to Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Companies Act, 2013

Name of Employees		Designation	Remuneration Rs	Qualification	Experience Years	Commencement of employment	Last employed		
							Age	Organization	Post Held
Sanjay Mundra	Gopallal	Wholetime Director	15,00,000	B.com	33	01.04.2010	54	Not applicable	-
Majusha Mundra	Sanjay	Wholetime Director	12,00,000	B.Sc.	15	01.04.2010	48	Not Applicable	-

Place : Mumbai
Date:30.05.2015



Sanjay Gopallal Mundra
Wholetime Director
DIN: 01205282



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DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

(16) Payment of Gratuity Act, 1972

(17) Payment of Wages Act, 1936 and other applicable labour laws

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with erstwhile Pune Stock Exchange Limited. (Refer under noted disclosure in this regard)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

Except in respect of non-compliance of applicable E-Voting process notified by MCA vide notification of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, during the Annual General Meeting of the Company held on 30th September, 2014.

I further report that the Company was listed with Pune Stock Exchange, but in view of their opting out for voluntary De-Recognition in terms of SEBI Circular CIR/MRD/DSA/18/2014 dated May 22, 2014, the Company has applied with Calcutta Stock Exchange for listing of their Securities and listing process is under process as on the date.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

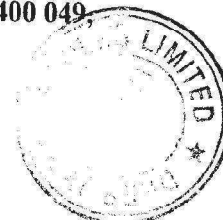
- (i) Public / Rights / Preferential Issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger / amalgamation / reconstruction etc.
- (v) Foreign technical collaborations.

Place: Kolkata

Kamal Kumar Sanganerla
K K Sanganerla & Associates
FCS No: 2643
C.P. No: 3880

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Maharashtra

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DEEPJYOTI TEXTILES LIMITED

CIN: L27200MH1994PLC083950

Date: 22.05.2015

'Annexure A'

(To the Secretarial Audit Report of M/s. Deepjyoti Textiles Limited for the financial year ended 31.03.2015)

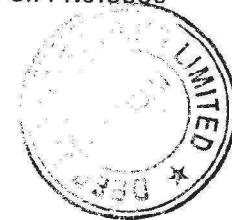
To,
The Members,
Deepjyoti Textiles Limited

Our Secretarial Audit Report for the financial year ended 31.03.2015 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Kamal Kumar Sanganerla
K. K. Sanganerla & Associates
FCS No:2643
C.P. No:3880

Place:Kolkata
Date: 22.05.2015



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Maharashtra

Ph: 91-22-2620-4255 Email: sanjayvanijya1@gmail.com

P.D. HEDA & CO.

Chartered Accountants

203-D, Sumit Samarth Arcade
B Wing, Aarey Road
Near Railway Station
Goregaon (W), Mumbai 400062
Email : mdheda@hotmail.com
Tel. : 66971310 – 66971311

AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

**TO THE MEMBERS OF
DEEPIYOTI TEXTILES LIMITED**

We have examined the compliance of conditions of Corporate Governance by Deepiyoti Textiles Limited for the year ended 31st March, 2016 as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to 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 the above-mentioned Listing Agreement.

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

Place: Mumbai
Date : 30.05.2016



For P.D.HEDA & CO
Chartered Accountants
FRN:103605W


(M.D. HEDA)
Proprietor
Membership No.031508