

Annual Report  
Of  
Devhari Exports  
(India) Limited  
For The Year  
2013-2014

**Devhari Exports (India) Limited**

**Board of Directors**

Mr. Vinod P Mehta <sup>1</sup>	Non-executive & Independent
Mr. Amrish V Mehta	Non-executive & Independent
Mr. Manoj Shah <sup>2</sup>	Non-executive & Independent
Mr. Guntant S Mehta	Non-executive & Independent
Mr. Deepak Gopalbhai Makadia <sup>3</sup>	Non-executive & Independent
Mr. Narendra Maniar <sup>4</sup>	Executive & Non-Independent
Mr. Harishkumar Patel	Non-executive & Independent
Mr. Ramnikbhai Raiyani <sup>5</sup>	Non-executive & Independent
Mr. Alpesh R Dhandhlya <sup>6</sup>	Non-executive & Independent
Mr. Mahendra Vaghji Maru <sup>7</sup>	Non-executive & Independent
Mr. Bhavesh D Shah <sup>8</sup>	Executive & Non-Independent

**Auditors**

**M/s. Hemant C Parikh & Co,**  
Chartered Accountants  
Ahmedabad

**Registered Office**

217, Manek Centre,  
Pandit Nehru Marg,  
Jamnagar-361008

<sup>1</sup> resigned as on 30/09/2013

<sup>2</sup> resigned as on 08/06/2013

<sup>3</sup> resigned as on 08/06/2013

<sup>4</sup> resigned as on 08/06/2013

<sup>5</sup> resigned as on 08/06/2013

<sup>6</sup> appointed as on 08/06/2013 and resigned as on 03/03/2014

<sup>7</sup> appointed as on 08/06/2013

<sup>8</sup> appointed as on 08/06/2013

## NOTICE FOR ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of the Company will be held at 217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008 on 30<sup>th</sup> September, 2014 at 11.00 a.m to transact the following business:-

### ORDINARY BUSINESS:

1. To receive and adopt the audited balance sheet as 31<sup>st</sup> March, 2014 and profit & loss account of the company for the year ended on 31<sup>st</sup> March, 2014 and the Report of the Directors' and Auditors.
2. To appoint Director in place of Mr. Amrish V Mehta who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors of the Company and to fix their remuneration.

### NOTES:

A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and proxy need not be a member proxies, in order to be effective, must be received by the company not less than 48 hours before the time of meeting.

1. Pursuant to section 154 of the Companies Act, 1956, Register of Members and Shares Transfer Books of the Company will remain closed from 24<sup>th</sup> September, 2014 to 30<sup>th</sup> September, 2014 (both days inclusive).
2. The Shareholders are requested to bring their copy of Annual Report at the time of Meeting.
3. As a matter of convenience the shareholders are requested to inform their queries if any, the company in advance so as to enable the company to properly reply the same at the time of meeting.

**For & on behalf of the Board of Director**

**Date: 29/05/2014**

**Place: Jamnagar**

Sd/-	Sd/-
Mahendra Maru	Bhavesh Shah
Director	Director
DIN: 02180084	DIN:05304222

## DIRECTORS' REPORT

To,  
The Members

The Directors' present the Annual report on the business and operations of your Company for the year 2013-14.

### **FINANCIAL RESULTS AND OPERATIONAL REVIEW:**

<b>Particulars</b>	<b>Year Ended 31.03.2014 (Amt in Rs.)</b>	<b>Year Ended 31.03.2013 (Amt in Rs.)</b>
Total Sales/Income	19,67,14,887	66,71,691.81
Total Expenses excluding interest expenses	19,64,68,170	66,03,988.97
Interest expenses	Nil	Nil
Profit/(Loss) before Taxation	2,46,717	67,702.84
Taxes/Deferred Taxes	1,80,000	(11,32,011)
Profit/(Loss) After Taxation	66,717.20	11,99,713.84
P& L Balance b/f	(24,18,680.16)	(36,18,394)
Excess provision of income tax written back	66,717.20	11,99,713.84
Profit/ (Loss) carried to Balance Sheet	(23,51,962.96)	(24,18,680.16)

### **PARTICULARS OF EMPLOYEES:**

There are no employees drawing the remuneration in excess of ceiling prescribed under provisions of Companies (Particulars of Employees) Rules, 1975 read with Section 217(2A) of the Companies Act, 1956 as amended from time to time. Hence no information is required to be appended to this report in this regard.

### **DIRECTORS:**

Mr. Amrish Mehta, Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

### **RESPONSIBILITY STATEMENT:**

As required u/s 217(2AA) of the Companies Act, 1956 your Director confirms that in the preparation of the annual accounts.

The applicable accounting standards have been followed along with proper explanation relating to material departures.

Such accounting policies have been selected and applied consistently and reasonable and prudent judgments and estimates made, so as to give a true and fair view of the state of affairs of the company at the end of the financial Year and the profit/loss of the company for that period.

Proper and sufficient care has been taken for the maintenance of the adequate accounting records in accordance with provisions of this act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

The annual accounts have been prepared on a going concern basis.

#### **CORPORATE GOVERNANCE:**

A comprehensive report on corporate governance as stipulated under Clause 49 of the Listing Agreement is attached to this Report.

The Company has obtained a certificate from the Statutory Auditors regarding compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and the same is annexed at the end of Corporate Governance Report.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:**

As required under rule 3 of the companies (Disclosure of Particulars in the report of Board of Directors) Rules 1998, the particulars relating to the conservation of energy, Technology absorption, and the foreign exchange earnings and outgo are also Nil.

#### **APPOINTMENT OF AUDITORS:**

M/s. Hemant C Parikh & Co., Chartered Accountants, Ahmedabad, Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting. The Company has received letters from them to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1-B) of the Companies Act, 1956.

#### **PUBLIC DEPOSITS**

The Company has not accepted any deposits from the public during the year under review. Your Company is listed with the Ahmedabad Stock Exchange Limited, Madras Stock Exchange Limited & Jaipur Stock Exchange Limited.

#### **SEGMENT:**

Your Company is engaged in a single segment only.

**ACKNOWLEDGEMENT:**

The management is grateful to the government authorities, Bankers, Vendors for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

**For & on behalf of the Board of Director**

**Date: 29/05/2014**

**Place: Jamnagar**

<b>Sd/-</b>	<b>Sd/-</b>
<b>Mahendra Maru</b>	<b>Bhavesh Shah</b>
<b>Director</b>	<b>Director</b>
<b>DIN: 02180084</b>	<b>DIN:05304222</b>

**Report on Corporate Governance**  
(Pursuant to Clause 49 of the Listing Agreement)

## **1. COMPANY'S PHILOSOPHY**

The Company believes that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the law coupled with total adherence to highest norms of business ethics. These two main drivers, together with the company's ongoing contributions to the local communities it operates in through meaningful and relevant Corporate Social Responsibility initiatives add to enhance the stakeholders value.

The Company places great emphasis on values such as empowerment and integrity of its employees, safety of the employees & communities surrounding our plant and facilities, transparency in decision making process and fair & ethical dealings with all, pollution free clean environment and last but not the least, accountability to all the stakeholders. These practices are being followed since the inception and have contributed to the company's sustained growth.

## **2. BOARD OF DIRECTORS**

### **2.1 Composition of Board of Directors as on date of Report:**

The Board of Directors as at 31<sup>st</sup> March, 2014 comprises of Eleven Directors out of which Two Executive director and Nine Non- executive directors. The Chairperson is an executive director.

<b>No.</b>	<b>Name of Director</b>	<b>Category</b>
1	Vinod P Mehta <sup>1</sup>	Non-executive & Independent
2	Amrish V Mehta	Non-executive & Independent
3	Manoj Shah <sup>2</sup>	Non-executive & Independent
4	Gunvant S Mehta	Non-executive & Independent
5	Deepak Gopalbhai Makadia <sup>3</sup>	Non-executive & Independent
6	Narendra Maniar <sup>4</sup>	Executive & Non-Independent
7	Harishkumar Patel	Non-executive & Independent
8	Ramnikbhai Raiyani <sup>5</sup>	Non-executive & Independent
9	Alpesh R Dhandhlya <sup>6</sup>	Non-executive & Independent
10	Mahendra Vaghji Maru <sup>7</sup>	Non-executive & Independent
11	Bhavesh Dineshchandra Shah <sup>8</sup>	Executive & Non-Independent

<sup>1</sup> resigned as on 30/09/2013

<sup>2</sup> resigned as on 08/06/2013

<sup>3</sup> resigned as on 08/06/2013

<sup>4</sup> resigned as on 08/06/2013

<sup>5</sup> resigned as on 08/06/2013

<sup>6</sup> appointed as on 08/06/2013 and resigned as on 03/03/2014

<sup>7</sup> appointed as on 08/06/2013

<sup>8</sup> appointed as on 08/06/2013

## 2.2 Responsibilities of the Board

The responsibility such as policy formulation, performance review and analysis and control, direction and management of the affairs of the company is vested in the Board of Directors presided over by the Director. The Board has delegated some of its powers to the executives of the company. The Board reviews from time to time such delegated powers and their utilization for effective functioning of the Company.

## 2.3 Board Meetings and Attendance Record of Directors:

The meetings of the Board of Directors are held at periodical intervals and are generally at the Board Room of the Company. The meeting dates are decided well in advance and the agenda and notes on agenda are circulated in advance to the directors. All material information is incorporated in the notes on agenda for facilitating meaningful and focused discussion at the meeting. Where it is not perusable to attach supporting or relevant documents to the agendas, the same is tabled before the meeting. In case of business exigencies or urgency of matters, resolutions are passed by circulation. Senior Management persons are often invited to attend the Board Meetings and provide clarifications as and when required.

**During the year under review, the Board met 10 times on the following dates:**

31/05/2013, 08/06/2013, 12/07/2013, 08/08/2013, 30/08/2013, 10/10/2013, 25/10/2013, 01/01/2014, 31/01/2014, 03/03/2014

## Postal Ballot Resolution:

No postal ballot resolution was passed during the year under review.

Attendance of Directors at Meetings of Board of Directors and last AGM:

No.	Name of Director	Category of Directorship	No. of other Directorship	No. of Board Meeting attended
1	Vinod P Mehta <sup>1</sup>	Chairman	1	10
2	Amrish V Mehta	Director	--	10
3	Manoj Shah <sup>2</sup>	Director	--	10
4	Gunvant S Mehta	Director	--	10
5	Deepak G Makadia <sup>3</sup>	Director	1	10
6	Narendra Maniar <sup>4</sup>	Director	--	10
7	Harishkumar Patel	Director	--	10
8	Ramnikbhai Raiyani <sup>5</sup>	Director	--	10
9	Alpesh R Dhandhlya <sup>6</sup>	Director	--	9
10	Mahendra Vaghji Maru <sup>7</sup>	Director	--	9
11	Bhavesh D Shah <sup>8</sup>	Director	--	9



<sup>1</sup> resigned as on 30/09/2013

<sup>2</sup> resigned as on 08/06/2013

<sup>3</sup> resigned as on 08/06/2013

<sup>4</sup> resigned as on 08/06/2013

<sup>5</sup> resigned as on 08/06/2013

<sup>6</sup> appointed as on 08/06/2013 and resigned as on 03/03/2014

<sup>7</sup> appointed as on 08/06/2013

<sup>8</sup> appointed as on 08/06/2013

#### **2.4 Details of Directors seeking re-appointment at the ensuing Annual General Meeting**

As per the provisions of the Companies Act, 1956, two third of the directors of a company should be retiring directors, of which one third of such directors are required to retire every year and if eligible, they qualify for re-appointment.

Mr. Amrish Mehta retires by rotation at the ensuing Annual General Meeting and offers them for re-appointment.

#### **Profile of Mr. Amrish Mehta Director being appointed u/s 255 & 256 of the Companies Act, 1956**

Name	Mr. Amrish Mehta
Date of Birth	02/09/1977
Date of Appointment	01/09/2008
No. of shares held in the company	Nil
No. of warrants held in the company	Nil
Directorship in other company	Nil

#### **2.5 Details of Directors who are as Chairperson and Directors in other Public Companies**

None of the Directors on the Board is a member of more than 10 Committees and Chairperson of more than 5 Committees (as specified in Clause 49 (C) (ii) across all the Companies in which he is a director. The necessary disclosure regarding Directorship and Committee position have been made by the Directors who are on the Board of the Company as on 31<sup>st</sup> March, 2014 and the same is reproduced herein below :

Sr. No.	Name of Director	No of Directorship In other Public Companies	No. of Committees positions held as Chairperson on other public Companies	No. of Committees positions held as member in other public Company
1.	Vinod P Mehta <sup>1</sup>	1	--	--
2.	Amrish V Mehta	--	--	--
3.	Manoj Shah <sup>2</sup>	--	--	--

4	Gunvant S Mehta	--	--	--
5	Deepak G Makadia <sup>3</sup>	1	--	--
6	Narendra Maniar <sup>4</sup>	--	--	--
7	Harishkumar Patel	--	--	--
8	Ramnik Raiyani <sup>5</sup>	--	--	--
9	Alpesh R Dhandhlya <sup>6</sup>	--	--	--
10	Mahendra Vaghji Maru <sup>7</sup>	--	--	--
11	Bhavesh D Shah <sup>8</sup>	--	--	--

<sup>1</sup> resigned as on 30/09/2013

<sup>2</sup> resigned as on 08/06/2013

<sup>3</sup> resigned as on 08/06/2013

<sup>4</sup> resigned as on 08/06/2013

<sup>5</sup> resigned as on 08/06/2013

<sup>6</sup> appointed as on 08/06/2013 and resigned as on 03/03/2014

<sup>7</sup> appointed as on 08/06/2013

<sup>8</sup> appointed as on 08/06/2013

### 3. COMMITTEE OF BOARD

The Company had Three Board Committees. These are

1. Audit Committee
2. Remuneration Committee
3. Share Transfer & Shareholders/Investor Grievance Committee

Moving with various committees formed and reported in the previous Annual Report and in line with the requirements of SEBI and Stock Exchanges, the Board has formally constituted the following committees of Directors.

#### 3.1 Audit Committee:

The Audit committee constituted by the Board of directors as per the provisions of Clause 49 of the listing Agreements as well as in Section 292A of the Companies Act, 1956 as below.

a. Composition:

As on 31.03.2014, the Audit Committee comprised of three Directors namely:

No.	Name of Director	Category
1	Mr. Gunvant Mehta	Chairman
2	Mr. Mahendra Vaghji Maru	Member
3	Mr. Bhavesh Dineshchandra Shah	Member

The Audit Committee of the Board of Directors of the Company, Inter-aila, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures. Mr. Gunvant Mehta, acted as the Chairman of the Committee in place of Mr. Vinod P Mehta

The audit committee while reviewing the Annual Financial Accounts ensures compliance of the Accounting Standard (AS) issued by the Institute of Chartered Accountants of India.

**Brief description of terms of reference:**

- A. Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- B. Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment of any other Consultancy services provided by the statutory auditor.
- C. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:
  - Review the financial reporting process and disclosure of its financial information
  - Review with the management, Annual financial statements before submission to the Board
  - Review with the management, statutory Auditors and Internal Auditors and adequacy of internal control systems
  - Review the company's accounting and risk management policies
  - Review the company's accounting and management reporting systems and updates the same from time to time recommend the appointment and removal of statutory and Internal Auditors and fixation of fees for the same.
  - Review quarterly financial statement.
  - Review internal investigations made statutory/ Internal Auditors.
  - Scope of Statutory/ Internal Audit
  - Review fixed deposits/repayment systems etc.
  - Any other applicable functions as described in Corporate Governance.
  - Review related party transactions.

Executive summary of the Audit Committee Meetings are placed before the immediate next Board Meetings held after the Audit Committee for deliberations and the full minutes of the same are placed before the following Board Meeting for recode. The Board of Directors, regularly appraised on the recommendations for the Audit Committee, further, at the beginning of the financial year, the Committee discuss the plan for the internal audit and statutory audit.



Harishkumar Patel	Non-executive	-	-	-	-	-	-
Ramnik Raiyani	Non-executive	-	-	-	-	-	-
Alpesh R Dhandhlya	Non-executive	-	-	-	-	-	-
Mahendra Vaghji Maru	Non-executive	-	-	-	-	-	-
Bhavesh D Shah	Executive	1,80,000	-	-	-	-	-

### 3.3 Share Transfer & Shareholders'/Investor Grievance Committee:

The Share Transfer & Shareholders'/Investor Grievance committee comprises as under:

Sr. No.	Name of the Director	Category
1.	Mr. Mahendra Vaghji Maru	Chairman
2.	Mr. Gunvant Sukhlal Mehta	Member
3.	Mr. Bhavesh Dineshchandra Shah	Member

The Committee consists of Mr. Mahendra Vaghji Maru (Non-Executive and Independent Director), CA Gunvant Shah (Non-Executive and Independent Director) and Mr. Bhavesh Dineshchandra Shah (Executive and Non-Independent Director). Mr. Mahendra Vaghji Maru, acted as the Chairman of the Committee in place of Mr. Vinod P Mehta.

The Committee continued to look into the investors/shareholders complaints. The Committee meets once in a month to look after share transfers and other complaints. The Company is yet to appoint some share transfer agent for looking after the work of physical and dematerialized shares and shall do it shortly.

### 4. GENERAL BOARD MEETING:

(a) Location and time where last three AGMs were held:

Year of AGM	Date of the AGM	Time	Place of AGM Held
2013	30/09/2013	11:00 A.M.	217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008
2012	29/09/2012	11:00 A.M.	1st Floor, Center Point, Indira Gandhi Marg, Jamnagar-361008
2011	27/09/2011	11:00 A.M.	1st Floor, Center Point, Indira Gandhi Marg, Jamnagar-361008

(b) All the resolutions including special resolutions set out in the respective notices were passed by the shareholders. The following special resolutions were passed in previous Three Annual General Meeting for the year:

**2013** Following special resolutions were passed in the year under review.

Res. No.	Description
1	Appointment of Mr. Ashokkumar Mehta as a Director of the Company
2	Appointment of Mr. Mahendra Maru as a Regular Director of the Company
3	Appointment of Mr. Bhavesh Shah as a Regular Director of the Company
4	Appointment of Mr. Alpesh Dhandhlya as a Regular Director of the Company
5	Issue 4,34,00,377 shares on preferential basis for consideration other than cash to promoter and non promoter group of the company

**2012** No special resolution passed in the year under review.

**2011** No special resolution passed in the year under review.

### **EXTRA ORDINARY GENERAL MEETING DURING THE YEAR**

#### **Extra Ordinary General Meeting:**

Following Extra Ordinary General Meeting were held as follows:

1. 29/08/2013 - To increase Authorised Share Capital of the Company from Rs. 3,50,00,000 (Rupees Three Crores Fifty Lacs Only) to 7,50,00,000 (Rupees Seven Crores Fifty Lacs Only).
2. 25/01/2014 - To appoint M/s. Hemant C. Parikh & Co., Chartered Accountant, Ahmedabad appointed as Statutory Auditor of the Company for the financial year 2013-2014 so as to fill up the casual vacancy caused by resignation of M/s. Chetan Agarwal & Co., Chartered Accountant, Jamnagar .

#### **5. DISCLOSURES:**

- a. Materially significant related party transactions:

There were no significant or material related party transactions that have taken place during the year which have any potential conflict with the interest of the company at large. The detailed related party information and transactions have not been provided in Notes forming parts of Accounts.

- b. During the last three Years, there were no penalties, strictures imposed by either SEBI or stock Exchange or any statutory authority for non- Compliance of any matter related to the capital market.

**6. CEO/CFO CERTIFICATION:**

(Under Clause 49(V) of Listing Agreement)

We Certify that --

- a. We have reviewed the financial statements and the cash flow statement for the year 2013-14 and that to the best of our knowledge and belief:
- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2013-14 which are fraudulent, illegal or violative of the Company's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee –
- Significant changes in internal control over the financial reporting during the year 2013-14;
  - Significant changes in accounting policies during the year 2013-14 and that the same have been disclosed in the notes to the financial statements; and
  - Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

**7. MEANS OF COMMUNICATIONS:**

The Quarterly Unaudited Financial Results and other presentation as to the Company's Performance etc. are made available to the institutional investors/Financial Analysts as and when felt expedient.

The Management discussion and analysis forms part of the Annual Report.

## **8. GENERAL SHAREHOLDER INFORMATION:**

- **Annual General Meeting: Date, Time and venue:**

30<sup>th</sup> September, 2014 at 11.00 a.m. at the Registered Office of the Company.

- **Financial Year:**

1<sup>st</sup> April 2013 to 31<sup>st</sup> March, 2014

- **Financial Calendar:**

1<sup>st</sup> quarterly results – last week of May, 2014

2<sup>nd</sup> quarterly results – last week of August, 2014

3<sup>rd</sup> quarter results – last week of November, 2014.

4<sup>th</sup> quarter results – last week of February, 2015.

- **Date of Book Closure:**

24<sup>th</sup> September, 2014 to 30<sup>th</sup> September, 2014

- **Dividend Payment Date:** N.A.

- **Listing on Stock Exchanges:**

Ahmedabad Stock Exchange Limited  
Madras Stock Exchange Limited  
Jaipur Stock Exchange Limited

- **Listing Fee**

The Company has paid entire outstanding listing fees for the year 2013-14.

- **Scrip Code :** NA

- **Demat ISIN number:** Share yet not Dematerialised

- **Registered and Transfer Agent:**



- **Share Transfer System:**

Valid Share transfer in physical form and complete in all respects were approved and registered within the stipulated period.

- **Distribution of Shareholding as on Dated 31.03.2014**

SHARE HOLDING OF NOMINAL VALUE OF		SHARE HOLDERS		SHARE AMOUNT	
Rs.	Rs	Number	% to Total	In Rs.	% to Total
(1)		(2)	(3)	(4)	(5)
Upto	- 5,000	1922	77.53	2341000	3.15
5,001	- 10,000	134	5.41	1058000	1.42
10,001	- 20,000	153	6.17	2231000	3.00
20,001	- 30,000	41	1.65	1042000	1.40
30,001	- 40,000	23	0.93	847000	1.14
40,001	- 50,000	59	2.38	2924200	3.94
50,001	- 1,00,000	71	2.86	6406700	8.62
1,00,001 and above		76	3.07	57433477	77.32
<b>TOTAL</b>		<b>2479</b>	<b>100</b>	<b>74283377</b>	<b>100</b>

- **Shareholding pattern as on 31.03.2014**

Category	No of Shares held	% of Shareholding
a. Promoters and persons who may be deemed to be acting in concert including promoter/directors group Companies	13498377	18.17
b. Mutual Fund/Trust	0	0.00
c. Financial Institution/Banks	0	0.00
d. Bodies Corporate	1220400	1.64
e. Indian public	53892100	72.55
f. other (HUF)	5672500	7.64
<b>TOTAL</b>	<b>74283377</b>	<b>100.00</b>

**Dematerialization of shares:** As on 31/03/2014 Demat shares accounted for Nil (Equity Shares) of total equity.

**Outstanding GDR / ADR / Warrants:** Not Applicable

- **Registered Office and Address for communication:**

**Devhari Exports (India) Limited**  
217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008

**Declaration of compliance with the code of conduct**

All the Directors and senior management personal have, respectively, affirmed compliance with the code of conduct as approved and adopted by the Board of Directors.

**For & on behalf of the Board of Director**

**Date: 29/05/2014**

**Place: Jamnagar**

<b>Sd/-</b>	<b>Sd/-</b>
<b>Mahendra Maru</b>	<b>Bhavesh Shah</b>
<b>Director</b>	<b>Director</b>
<b>DIN: 02180084</b>	<b>DIN:05304222</b>

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **ECONOMIC SCENARIO**

In the financial year 2013-14, the economy has shown some signs of recovery and all sectors of Country are now showing positive signs of growth.

### **OUTLOOK FOR 2014-15**

Your Company is planning to develop business through diversification mixed with sustain efforts in the present business line. The Board is hopeful for achieving good income & profitability in years to come.

### **RISK AND CONCERNS**

The company has broadly classified risks as following

#### **1) INDUSTRY RISK:**

(a) Technology Changes:-

(b) The present Global era is fastly changing everyday, and hence, speedy technological changes and up gradation may affect the competitiveness of the Company

(c) Material supplies and price:-

Increasing prices of raw materials and components continued to exercise great strain on profitability of company.

(d) Competition:-

There is competition in industry. This competition also generates the sufficient opportunity for the growth. Aggressive focus on quality, cost and delivery has also been taken up as effective method in safe-guarding the company's interest and business share.

#### **2) FINANCIAL RISKS:-**

Leverage

Your company and the entire industry is influenced by general economic growth, availability of finance and interest rates.

#### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:-**

The company has well defined organisation structure, documents policy guidelines, predefined authority levels and extensive systems of internal controls ensure optimal utilization and protection of resources, IT security, accurate reporting of financial transactions and compliance with

applicable laws and regulation. The internal control system is framed to ensure that assets are safe-guarded against loss from unauthorized use of disposition, and the transactions are authorised, recorded and reported correctly. The company has budgetary system for control and planning and actual performance is reviewed with budget by the management on an ongoing basis. The company's internal auditors review business processes and controls. The Audit committee of the Board then discussion significant finding and corrective measures initiated.

## **HUMAN RESOURCES**

The Company is aiming at establishing & developing its business in future with an understanding that human resource /employees are the backbone of any organization. Hence, the Board is trying to develop a workforce full of dedication & commitment.

## **CAUTIONARY STATEMENTS**

Statements in this report describing company's objectives, projection, estimates, and expectation may constitute forwarding looking statements within the meaning of applicable laws and regulation. Various information contained in this report has been based on information gathered from various published and unpublished reports and their accuracy, reliability and completeness cannot be assured. The actual results might differ materially from those either express or implied. Factors that could make a difference to the company's operations include among others, raw materials and component prices, government regulations, tax regimes, economic developments in India, natural calamities and other incidental factors.

**For & on behalf of the Board of Director**

**Date: 29/05/2014**

**Place: Jamnagar**

<b>Sd/-</b>	<b>Sd/-</b>
<b>Mahendra Maru</b>	<b>Bhavesh Shah</b>
<b>Director</b>	<b>Director</b>
<b>DIN: 02180084</b>	<b>DIN:05304222</b>

**Hemant C Parikh & Co.,**  
Chartered accountants  
B.Com., FCA



Block-A, 3-Ravjibhai Apartment,  
Opp. Kanan Flats, Nr. Pallavi Tower,  
Opp. Memnagar Fire Station,  
Navrangpura, Ahmedabad-380009.  
{M} 9825838629

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### **Auditors' Compliance Certificate**

**To,**  
**The Members,**  
**Devhari Exports (India) Limited**  
**217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008**

We have examined the compliance of Corporate Governance by Devhari Exports (India) Limited for the year ended on **31<sup>st</sup> March, 2014** as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

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

**For Hemant C. Parikh & Co.,**  
**Chartered Accountants**

**Place: Ahmedabad**  
**Date: 30/05/2014**

**Sd/-**  
**Hemant C. Parikh**  
**(Proprietor)**  
**M. No. 031780**



**AUDIT REPORT TO MEMBERS TO THE SHARE HOLDERS OF  
DEVHARI EXPORTS (INDIA) LIMITED**

**Report on the Financial Statements**

We have audited the accompanying consolidated financial statements of **DEVHARI EXPORTS (INDIA) LIMITED**, which comprise the Consolidated Balance Sheet as at **31<sup>st</sup> March, 2014**, and the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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

**Auditor's Responsibility**

- Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
- An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements.
- The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances.
- An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.



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

### Opinion

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

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

### Other matters

In respect of the financial statements of subsidiaries we did not carry out the audit. These financial statements have been audited by other auditors whose reports have been furnished to us, and our opinion, insofar as it relates to the mounts included in respect of the subsidiaries, is based solely on the reports of the other auditors.

The details of assets, revenues and net cash flows in respect of these subsidiaries and current year share of net profit in respect of these associates, to the extent to which they are reflected in the consolidated financial statements are given below:

	In Lacs	In Lacs	In Lacs
	Total assets	Total revenues	Net cash inflows / (outflows)
Subsidiaries	483.34	201.15	(-6.53)

**For Hemant C. Parikh & Co.,  
Chartered Accountants**

**Place: Ahmedabad  
Date: 30/05/2014**

**Sd/-  
Hemant C. Parikh  
(Proprietor)  
M. No. 031780**



Annexure referred to in paragraph II of our report of even date

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets have not been physically verified by the management during the year but there is a regular verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verification.
- (c) There was no substantial disposal of fixed assets during the year.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year.
- (b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
- (iii) As informed to us, the Company granted or taken any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas.
- (v) According to the information and explanations given to us, the Company has not entered into any transaction that needs to be entered into the register maintained under section 301 of the Act.
- (vi) The Company has not accepted any deposits from the public.
- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the products of the Company.
- (ix) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, Investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, cess and other undisputed statutory





- dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the records given by the Company, no dues outstanding of sales-tax, Investor education and protection fund, income-tax, custom duty, wealth-tax, excise duty and cess on account of any dispute:
- (x) The Company has not incurred any accumulated losses at the end of the financial year so this clause is not applicable. Further, the Company has not incurred any cash losses in the current financial year.
- (xi) Based on our audit procedures and as per the information and explanations given by the management, there is no Outstanding Balance of secured loans.
- (xii) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.
- (xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) In our opinion and according to the information and explanations given to us by the management, term loans are applied for the purpose for which the loans were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment
- (xviii) The Company has made preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.

**For Hemant C. Parikh & Co.,  
Chartered Accountants**

**Place: Ahmedabad  
Date: 30/05/2014**

**Sd/-  
Hemant C. Parikh  
(Proprietor)  
M. No. 031780**







**Note 2 RESERVE AND SURPLUS**

Particulars	As at 31 March 2014	As at 31 March 2013
<b>a. Surplus</b>		
Opening balance	(2,418,680.16)	(3,618,394.00)
Add: Income tax for the year 2010-11	-	-
(+) Net Profit/(Net Loss) For the current year	66,717.20	1,199,713.84
Closing Balance	<b>(2,351,962.96)</b>	<b>(2,418,680.16)</b>
<b>Total</b>	<b>(2,351,962.96)</b>	<b>(2,418,680.16)</b>

**Note 3 TRADE PAYABLES**

Particulars	As at 31 March 2014	As at 31 March 2013
(a) Micro, Small and Medium Enterprise	-	-
(b) Others	2,068,059.48	-
<b>Total</b>	<b>2,068,059.48</b>	<b>-</b>

**Note 4 OTHER CURRENT LIABILITIES**

Particulars	As at 31 March 2014	As at 31 March 2013
(i) Statutory Remittance		
(ii) TDS Payable	19,570.00	-
(ii) Other Payables (Specify Nature)		
Payable to the Shareholders of SCPL & SMCPL	211,863.00	-
<b>Total</b>	<b>231,433.00</b>	<b>-</b>

**Note 5 SHORT TERM PROVISION**

Particulars	As at 31 March 2014	As at 31 March 2013
Other Specify	-	-
(a) Provision For Taxation (12-13)	17,500	17,500
(a) Provision For Taxation (13-14)	10,000	-
<b>Total</b>	<b>27,500</b>	<b>17,500</b>

Note 6 FIXED ASSETS

	Fixed Assets	Gross Block				Accumulated Depreciation					Net Block		
		Balance as at 1 April 2013	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Balance as at 31 March 2014	Balance as at 1 April 2013	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Balance as at 31 March 2014	Balance as at 31 March 2014	Balance as at 31 March 2013
a	<b>Tangible Assets</b>												
	Furniture and Fixtures	792,180	-	-	-	792,180	250,199	98,098	-	-	348,297	443,883	541,981
	Office Equipment	-	117,901	-	-	117,901	-	7,113	-	-	7,113	110,788	-
	<b>Total</b>	<b>792,180</b>	<b>117,901</b>	<b>-</b>	<b>-</b>	<b>910,081</b>	<b>250,199</b>	<b>105,211</b>	<b>-</b>	<b>-</b>	<b>355,410</b>	<b>554,671</b>	<b>541,981</b>

	Fixed Assets	Gross Block				Accumulated Depreciation					Net Block		
		Balance as at 1 April 2013	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Balance as at 31 March 2014	Balance as at 1 April 2013	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Balance as at 31 March 2013	Balance as at 1 April 2013	Balance as at 31 March 2014
a	<b>Tangible Assets</b>												
	<b>Furniture and Fixtures</b>												
	Sofa Set	792,180	-	-	-	792,180	250,199	98,098	-	-	348,297	443,883	541,981
	<b>Office Equipment</b>												
	A.C.	-	117,901	-	-	117,901	-	7,113	-	-	7,113	110,788	-
	<b>Total</b>	<b>792,180</b>	<b>117,901</b>	<b>-</b>	<b>-</b>	<b>910,081</b>	<b>250,199</b>	<b>105,211</b>	<b>-</b>	<b>-</b>	<b>355,410</b>	<b>554,671</b>	<b>541,981</b>

Note 7 Disclosure pursuant to Note no. K (i) of Part I of Schedule VI to the Companies Act, 1956

	Particulars	As at 31	
		March 2014	March 2013
<b>A</b>	<b>Trade Investments (Refer A below)</b>		
	Total (A)	-	-
<b>B</b>	<b>Other Investments (Refer B below)</b>		
	(b) Investment in Equity instruments		
	(i) SCPL shares	12,736,800.00	-
	(i) SMCPL Shares	30,875,439.00	-
	<b>Total (B)</b>	<b>43,612,239.00</b>	<b>-</b>
	<b>Grand Total (A + B)</b>	<b>43,612,239.00</b>	<b>-</b>
	Less : Provision for dimunition in the value of Investments	-	-
	<b>Total</b>	<b>43,612,239.00</b>	<b>-</b>

Particulars	2014	2013
Aggregate amount of quoted investments (Market value of ₹ NIL(Previous Year ₹ NIL)	-	-
Aggregate amount of unquoted investments (Previous Year ₹ NIL)	43,612,239.00	-

B. Details of Other Investments												
Sr. No.	Name of the Body Corporate	Subsidiary / Associate / JV/ Controlled Entity / Others	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount (₹)		Whether stated at Cost Yes/ No	If Answer to Column (9) is 'No' - Basis of Valuation
			2014	2013			2014	2013	2014	2013		
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
(a)	Investment in Equity Instruments											
	SCPL Equity Investments	Subsidiaries	145,000.00	-	Unquoted	Fully Paid	100%	-	12,736,800.00	-	Yes	N.A.
	SMCPL Equity Investments	Subsidiaries	163,752.00	-	Unquoted	Fully Paid	100%	-	30,875,439.00	-	Yes	N.A.
	<b>Total</b>								<b>43,612,239.00</b>	<b>-</b>		

Note : Equity shares is not available for verification as transfer is made with MCA, however pending stock exchange clearance for ASE and MSE, such corporate action is pending with NSDL, CDSL.

**Note 8 LONG TERM LOANS AND ADVANCES**

Particulars	As at 31 March 2014	As at 31 March 2013
(Unsecured and Considered Good)		
<b>a. Balance with Government Authorities</b>	204,290	188,460
<b>b. Loan &amp; Advances</b>		
Others Receivable	25,338,207	25,708,637
	<b>25,542,497</b>	<b>25,897,097</b>

**Note 9 TRADE RECEIVABLES**

Particulars	As at 31 March 2014	As at 31 March 2013
(Unsecured and Considered Good)		
Over the Six Month		
Less Than Six Month	11,371	-
<b>Total</b>	<b>11,371</b>	<b>-</b>

**Note 10 CASH AND CASH EQUIVALENTS**

Particulars	As at 31 March 2014	As at 31 March 2013
a. Balances with banks		
HDFC Bank Ltd	63,395	63,395
HDFC Bank Ltd 12512320000434	3,769	13,749
IOB A/c	1	-
b. Cash on hand*	477,956	70,598
<b>Total</b>	<b>545,121</b>	<b>147,742</b>

**Note 11 SHORT TERM LOANS AND ADVANCES**

Particulars	As at 31 March 2014	As at 31 March 2013
(Unsecured and Considered Good)		
<b>a. Security Deposit</b>	20,000	-
<b>b. Others (specify nature)</b>		
Others	3,397,508	1,150,000
<b>Total</b>	<b>3,417,508</b>	<b>1,150,000</b>



**Note 12 REVENUE FROM OPERATIONS**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
Sale of products	196,714,887	6,170,028
Other Operating Revenues	-	500,000
<b>Total</b>	<b>196,714,887</b>	<b>6,670,028</b>

**Note 13 OTHER INCOME**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
<b>Interest Income</b>		
From Bank FD Deposits		
HDFC Bank	-	737
<b>Other Non-Operating Income</b>		
Kasar Income	-	927
<b>Total</b>	<b>-</b>	<b>1,664</b>

**Note 14 PARTICULARS OF PURCHASES OF MATERIAL**

Particular	For the year ended 31 March 2014	For the year ended 31 March 2013
<b>Traded goods</b>		
Traded Goods Purchase	194,581,138	5,301,249
<b>Total</b>	<b>194,581,138</b>	<b>5,301,249</b>

**Note 15 EMPLOYEE BENEFITS EXPENSES**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
(a) Salaries and Wages	570,000	450,000
<b>Total</b>	<b>570,000</b>	<b>450,000</b>

**Note 16 DEPRECIATION AND AMORTISATION**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
Depreciation Exp	105,211	119,778
<b>Total</b>	<b>105,211</b>	<b>119,778</b>

**Note 17 OTHER EXPENSES**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
<b>Operating Expenses</b>		
Office Rent Exp	90,000	40,000
<b>Establishment Expenses</b>		
Legal & Professional Fees	1,080,615	190,727
Payment To auditor	25,000	25,000
Listing Fees Exp.	-	457,774
Mis. Exp	16,206	19,461
<b>Total</b>	<b>1,211,821</b>	<b>732,962</b>

**Note 17.1 PAYMENT TO AUDITORS AS:**

Particulars	For the year ended 31 March 2014	For the year ended 31 March 2013
a. auditor	20,000	20,000
b. for taxation matters	5,000	5,000
c. for company law matters	-	-
d. for management services	-	-
e. for other services	-	-
f. for reimbursement of expenses	-	-
<b>Total</b>	<b>25,000</b>	<b>25,000</b>

**Salaries & Wages**

Salary Expenses	360,000	420,000
Bonus Expenses	30,000	30,000
Office Salary	-	-
Remuneration to Director	180,000	-
<b>Total</b>	<b>570,000</b>	<b>450,000</b>

**Legal & Professional Fees**

Legal Fees	1,044,743	8,727
Legal & Professional Fees	13,400	182,000
ROC Filing Exp.	22,472	-
<b>Total</b>	<b>1,080,615</b>	<b>190,727</b>

**Mis Exp**

Bank Charges	10,336	7,416
Income tax 11-12	-	12,045
Advertisement Exp.	5,870	-
<b>Total</b>	<b>16,206</b>	<b>19,461</b>

NOTES FORMING PART OF FINANCIAL STATEMENTS

<b>Trade Payables</b>		
Aquafil Polimers Co Pvt Ltd	1,789,357	-
Rajnish Agencies	259,459	
R K Infra limited	19,244	
<b>Total</b>	<b>2,068,059</b>	<b>-</b>

<b>Trade Receivable</b>		
<b>For Less Than Six Months</b>		
Rajnish Infrastructure	11,371	-
<b>Total</b>	<b>11,371</b>	<b>-</b>

<b>Balance with Gov. Authorities</b>		
Income Tax Receivable A.Y. 2008-09	168,240	168,240
TDS Interest Receivable	-	-
Income Tax Receivable A.Y. 2012-13	20,220	20,220
Vat Receivable	15,830	-
<b>Total</b>	<b>204,290</b>	<b>188,460</b>

<b>Long term Loans Advances</b>		
Advances for land purchase	23,200,000	23,200,000
Ornate Ceramic Ltd.	251,894	251,894
Patel Narshi Mulji & Co. Oil Mill	665,113	665,113
Praful R. Kothari	871,200	1,241,630
Sources & Solutions Con - Sec. Deposite Office	350,000	350,000
<b>Total</b>	<b>25,338,207</b>	<b>25,708,637</b>

<b>Other Loans Advances</b>		
Prashanaben V Shah	1,150,000	1,150,000
FC Pharmaceuticals	263,040	-
Paras Buildcon Pvt Ltd	1,984,468	-
<b>Total</b>	<b>3,397,508</b>	<b>1,150,000</b>

**DEVHARI EXPORT (INDIA) LIMITED**

**Year ended 31<sup>st</sup> March 2014**

**NOTE:1 SIGNIFICANT ACCOUNTING POLICIES**

**1. Significant accounting policies:**

**a. AS - 1 Disclosure of accounting policies :-**

The Financial statements are prepared under the accrual basis following the historical cost convention in accordance with generally accepted accounting principals (GAAP), and in accordance with the requirement of the Companies Act, 1956 and Accounting Standards as specified in the Companies (Accounting Standards) Rules, 2006 prescribed by the Central Government.

The presentation of financial statements requires estimates and assumption to be made that affect the reported amount of assets & Liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which results are known/materialized.

**b. AS - 2 Valuation of Inventory :-**

Raw Material	:	At Lower of Cost or Net realizable value.
Semi-finished goods	:	At estimated cost.
Finished goods	:	At Lower of Cost or Market Value

**c. AS - 3 Cash Flow Statements**

Cash flow statement has been prepared by indirect method as prescribed in the AS-3

**d. AS - 4 Contingencies and Events Occurring After the Balance Sheet Date :-**

Effects of, events occurred after Balance Sheet date and having material effect on financial statements are reflected in the accounts at appropriate places.

**e. AS - 5 Net Profit or loss for the period, prior period items and changes in accounting policies :-**

Material items of prior period, non-recurring and extra ordinary items are shown separately, If any.

**f. AS - 6 Depreciation accounting :-**

The Company has provided depreciation under Written Down Value method at a rate prescribed in Income Tax Act, 1961, on Single Shift and Pro rata basis.

In respect of assets added/sold during the year, pro-rata depreciation has been

provided at the rates prescribed under Income Tax Act 1961

**g. AS - 9 Revenue Recognition :-**

Sale of goods is recognized at the point of dispatch of goods to customers, sales are exclusive of Sales tax, Vat and Freight Charges if any. The revenue and expenditure are accounted on a going concern basis.

Interest Income is Recognized on a time proportion basis taking into account the amount outstanding and the rate applicable i.e. on the basis of matching concept.

Dividend from investments in shares / units is recognized when the company.

Other items of Income are accounted as and when the right to receive arises.

**h. AS - 10 Accounting for Fixed Assets :-**

Fixed assets are stated at cost less accumulated depreciation. Cost comprises the purchase price and any other attributable cost of bringing the asset to its working condition for its intended use less CENVAT claimed.

**i. AS - 11 Accounting for effects of changes in foreign exchange rates :-**

(a). Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transactions.

(b). Any income or expenses on account of exchange difference either on settlement or on Balance sheet Valuation is recognized in the profit and loss account except in cases where they relate to acquisition of fixed assets in which case they are adjusted to the carrying cost of such assets.

(C). Foreign currency transactions accounts are given in the notes of accounts.

**j. AS - 15 Employees Retirement Benefit Plan :-**

**a. Provident Fund :-**

Provident fund is a defined contribution scheme as the company pays fixed contribution at pre-determined rates. The obligation of the company is limited to such fixed contribution. The contributions are charged to Profit & Loss A/c.

**b. Gratuity :-**

Gratuity is paid as and when employee is retired. It is not determined on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of services as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

**k. AS - 16 Borrowing Cost :-**

Borrowing costs directly attributable to the acquisition of qualifying assets are capitalized till the same is ready for its intended use. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing cost is charged to revenue.

**l. AS - 18 Related Party Disclosure:-**

The Disclosures of Transaction with the related parties as defined in the related parties as defined in the Accounting Standard are given in notes of accounts.

**m. AS - 19 Accounting for Leases :-**

The Company has not entered into any lease agreements during the year.

**n. AS - 20 Earnings Per Share :-**

Disclosure is made in the Notes of accounts as per the requirements of the standard.

**o. AS - 21 Consolidated Financial Statements:-**

➤ **Basis of Accounting :-**

- The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as of the company ie. Year ended March, 31, 2014.
- The financial statements of the company and its subsidiary companies have been prepared in accordance with the Accounting Standards, issued by the Institute of Chartered Accountants of India, and generally accepted accounting principles.

**Principles of Consolidation:-**

The consolidation financial statements have been prepared on the following basis :

- The financial statements of the Parent Company and its subsidiaries have been consolidated on a line-by-line basis by adding together the book values of the like items of assets, liabilities, income and expenses, after eliminating intra-group balances and the unrealized profits/losses on intra-group transactions, and are presented to the extent possible, in the same manner as the Parent Company's independent financial statements.
- The Consolidated financial statements are prepared by adopting uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as that followed by the company in its separate financial statements.
- Capital reserve represents the share of the equity in the subsidiary companies as on the date of investments, is in excess of cost of investments

of the company, it is recognized as Capital Reserve and shown under the head Reserves and Surplus in the consolidated financial statements as per Accounting Standard (AS) 21 "Consolidated Financial Statements".

- Minority interest represents that part of the net profit or loss and net assets of subsidiaries attributable to interests which are not owned, directly or indirectly, by the Group.

p. **AS - 22 Accounting for Taxes on Income :-**

**Current Tax:-**

Provision for current tax is made after taken into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

**Deferred Taxes:-**

Deferred Income Tax is provided using the liability method on all temporary difference at the balance sheet date between the tax basis of assets and liabilities and their carrying amount for financial reporting purposes.

1. Deferred Tax Assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available in the future against which this items can be utilized.
2. Deferred Tax Assets and liabilities are measured at the tax rates that are expected to apply to the period when the assets is realized or the liability is settled, based on tax rates (and the tax) that have been enacted or enacted subsequent to the balance sheet date.

q. **AS - 24 Discontinuing Operations:-**

During the year the company has not discontinued any of its operations.

r. **AS - 29 Provisions Contingent liabilities and contingent assets:-**

- Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.
- Contingent Liabilities are not recognized but are disclosed in the notes.
- Contingent Assets are neither recognized nor disclosed in the financial statements.
- Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet Date.

19. The previous year's figures have been reworked, regrouped, and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

**20. Earning Per Share**

Particulars	Year Ended on 31 <sup>st</sup> March, 2014 (Rs.)
Profit / (Loss) after tax attributable to Equity Shareholders (A)	1,33,768.08
Weighted Number of Equity Share outstanding During the year (B) (In Nos.)	7,42,83,377
Basic Earnings Per Share for each Share of Rs.10/- (A) / (B)	0.002

**21. Information of subsidiary Companies:-**

The following subsidiary companies are considered in the consolidated financial statements.

Sr. No.	Name Of the Company	Country of incorporation	Relation	Ownership Interest
1.	Siddheshwar Construction Pvt Ltd	India	Subsidiary	100%
2.	Shamaru Construction Pvt Ltd	India	Subsidiary	100%

Note :- Since 100% holding is hold by the parent company question of Minority interest doesn't arise.

**22. Notes forming part of accounts in relation to Micro and small enterprise**

1. Based on information available with the company, on the status of the suppliers being Micro or small enterprises, on which the auditors have relied, the disclosure requirements of Schedule VI to the Companies Act,1956 with regard to the payments made/due to Micro and small Enterprises are given below :

Sr. No.	Particulars	Year Ended		Year Ended	
		Principal	Interest	Principal	Interest
I	Amount due as at the date of Balance sheet	Nil	Nil	Nil	Nil
II	Amount paid beyond the appointed date during the year	Nil	Nil	Nil	Nil
III	Amount of interest due and payable for the period of delay in making payments of principal during the year beyond the appointed date	Nil	Nil	Nil	Nil
IV	The amount of interest accrued and	Nil	Nil	Nil	Nil



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	remaining unpaid as at the date of Balance sheet				
--	---	--	--	--	--

23. Credit and Debit balances of unsecured loans, sundry creditors, sundry Debtors, loans and Advances are subject to confirmation and therefore the effect of the same on profit could not be ascertained.

As per our Report on Even date attached  
For Hemant C. Parikh & Co.,  
Chartered Accountants

Sd/-  
Hemant C. Parikh  
Proprietor  
M.No. 031780

Place : Ahmedabad  
Date : 30/05/2014

**FOR DEVHARI EXPORTS  
(INDIA) LTD**

Sd/-	Sd/-
Director	Director
Mahendra V	Bhavesh D Shah
Maru	
DIN : 02180084	DIN : 05304222

Place : Jamnagar  
Date : 30/05/2014

## DEVHARI EXPORTS (INDIA) LIMITED

Additional information pursuant to the Part IV of Schedule VI to the Companies Act 1956  
BALANCE SHEET ABSTRACT COMPANY'S GENERAL BUSINESS PROFILE

### 1 Registration details

Registration No. U29219GJ2005PTC045508

State code 

						0	4
--	--	--	--	--	--	---	---

Balance Sheet date 

3	1	-	0	3	-	1	4
---	---	---	---	---	---	---	---

### 2 Capital Raised during the year (Amount In Thousand Rs.)

Public Issue 

NIL
-----

 Right Issue 

NIL
-----

Bonus Issue 

NIL
-----

 Private Placement 

NIL
-----

### 3 Details of Mobilisation & Deployment of Funds (In Thousand Rs.)

Total Liabilities 

74,258
--------

 Total Assets 

74,258
--------

#### Sources of Funds

Paid up capital 

74,283
--------

 Reserves & Surplus 

(2,351.96)
------------

Secured Loan 

-
---

 Unsecured Loan 

-
---

#### Application of Funds

Net fixed assets 

555
-----

 Miscellaneous Exp. 

-
---

Investment 

-
---

Net current assets 

1,647
-------

 Accumulated Loss 

- 2,352
---------

### 4 Performance of Company (In Thousand Rs.)

Turnover 

196,715
---------

 Total Expenditure 

196,468
---------

Profit before tax 

247
-----

 Profit after tax 

67
----

Earning per share (In Rs.) 

0.00
------

 Dividend per share (In Rs.) 

-
---

### 5 Generic names of principal products/services

Item code N . A .

Product description

**Reg. Add: 217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008**

**ATTENDANCE SLIP  
ANNUAL GENERAL MEETING - 30<sup>th</sup> September, 2014 AT 11.00 A.M.**

<b>DP Id.</b>		<b>Client Id. / Ben. A/c.</b>	
<b>Folio No.</b>		<b>No. of Shares</b>	

I certify that I am a registered shareholder/Proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the **ANNUAL GENERAL MEETING** of the Company being held on 30<sup>th</sup> September, 2014 at 11.00 A.M at 217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008

\_\_\_\_\_  
Full Name of the Shareholder / Proxy (In Block Letter)

\_\_\_\_\_  
Signature

\_\_\_\_\_

**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:** U51100GJ1994PLC023249

**Name of the company:** DEVHARI EXPORTS (INDIA) LIMITED

**Registered office:** 217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008

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:

1. Name: .....  
Address: .....  
E-mail Id: .....  
Signature:.....,or failing him,

2. Name: .....  
Address: .....  
E-mail Id: .....  
Signature:.....

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 30<sup>th</sup> day of September, 2014 at 11.00 a.m. at 217, Manek Centre, Pandit Nehru Marg, Jamnagar-361008 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Description	For	Against
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2014		
2	Re-election of Mr. Amrish Mehta as a Director of the Company		
3	Appointment of M/s. Hemant C Parikh, Chartered Accountants, Ahmedabad as a Statutory Auditors of the Company and to fix their remuneration for the financial year ending as on 31 <sup>st</sup> March, 2015		

Signed this..... day of..... 2014

Signature of Shareholder

Signature of Proxy holder(s)

**Affix  
Rs. 1 /-  
Revenue  
Stamp**

*Note: 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.*

If Undelivered, please return to:-

**M/s. Purva Sharegistry (India) Pvt. Ltd.**

**Unit: DE VHARI EXPORTS (INDIA) LIMITED**

No-9, Shiv Shakti Industrial Estate, Ground Floor,

J. R. Boricha Marg, Opp. Kasturba Hospital,

Lower Parel, Mumbai - 400 011