

ANUGRAHA JEWELLERS LIMITED

COIMBATORE - 641 001.

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FIFTEENTH ANNUAL REPORT

2008 - 2009

ANUGRAHA JEWELLERS LIMITED

ANUGRAHA JEWELLERS LIMITED

**473, Big Bazaar Street, Coimbatore - 641 001
Tamil Nadu, India**

15th ANNUAL REPORT 2008 - 2009

BOARD OF DIRECTORS : Sri. K.R. LOGANATHAN
Sri. N. ARUN KUMAR
Sri. B. SHASHI
Sri. IYER HARIHARAN JAYARAMAN
Smt. PRAMILLA HARIHARAN
Sri. ANAND LOGANATHAN, Managing Director

BANKERS : INDIAN OVERSEAS BANK, COIMBATORE.

AUDITOR : MR. R. GURUBATHAM, B.Com., F.C.A
Chartered Accountant,
COIMBATORE - 641 045.

REGISTERED OFFICE : 473, Big Bazaar Street,
COIMBATORE - 641 001.

ANUGRAHA JEWELLERS LIMITED

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Registered Office : 473, Big Bazaar Street, Coimbatore 641 001.

NOTICE

To All Shareholders

Notice is hereby given that the FIFTEENTH Annual General Meeting of the Shareholders of the Company will be held on Wednesday, the 30th September, 2009 at 04.30 P.M. at the registered Office of the Company at 473, Big Bazaar Street, Coimbatore 641 001 to transact the following business:

1. To receive, consider, approve and adopt the Audited Balance Sheet as on 31-03-2009 with Schedules, the Profit and Loss Account for the year ended on that date with schedules, the Director's Report and the Auditors' Report thereon
2. To reappoint a Director in Place of Sri Arun Kumar, who retires by rotation at this Annual General meeting and being eligible offers himself for re-appointment.
3. To reappoint a Director in Place of Sri. B. Shashi, who retires by rotation at this Annual General meeting and being eligible offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration from the conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting.

By order of the Board
For Anugraha Jewellers Limited

Place : Coimbatore
Date : 25.08.2009

Anand Loganathan
Managing Director

ANUGRAHA JEWELLERS LIMITED

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Note :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT PROXY(IES) INSTEAD OF HIMSELF TO ATTEND AND VOTE AT THE MEETING AND SUCH PROXY(IES) NEED NOT BE A MEMBER. A PROXY FORM IS ENCLOSED. PROXY FORM DULY EXECUTED AND SIGNED ACROSS Re.1/- REVENUE STAMP SHOULD BE SUBMITTED AT THE REGISTERED OFFICE OF THE COMPANY ATLEAST 48 HOURS BEFORE THE COMMENCEMENT OF ANNUAL GENERAL MEETING,
2. The Register of members and share transfer registers shall remain closed from the 28th September, 2009 to 30th September, 2009 (both days inclusive).
3. Members are requested to notify change of address, if any, promptly in order to serve them better to the following address:

Cameo Corporate Services Limited,
"Subramaniam Building"
1, Club House Road,
Chennai 600 002.

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DIRECTORS' REPORT

Your Directors hereby present the 15th Annual Report together with the Audited Accounts for the period ended 31st March 2009.

FINANCIAL RESULTS

The working of the Company during the year under review resulted in a Net Loss of Rs. 174,564/- (Previous year Net Profit of Rs. 1,06,047/-)

ABOUT THE INDUSTRY & FUTURE PROSPECTS:

Because of heavy competition and the lack of working capital the company is unable to go for a large scale business. Our Strategy is to seek a partner to pump in necessary funds so that the company can be put into healthy track. In order to generate income to the company in the mean time the existing building of the company is suitably modified and rented out.

DIRECTORS:

Mr. Arun Kumar and Shashi, Directors retire at the ensuing Annual General Meeting and are eligible for re-appointment as Directors.

No Director of the company is disqualified under section 274(1) (g) of the Companies Act, 1956, from being appointed as director of this company.

AUDITORS:

Mr. R. Gurubatham, Auditor of the company retires at the conclusion of the ensuing Annual General Meeting and is eligible for re-appointment.

DEPOSITS

The Company has not accepted any deposits within the meaning of section 58A of the Companies Act, 1956 read with Reserve Bank of India's Directions for acceptance of Deposits by Non-Banking Non-Financial Companies.

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STATUTORY INFORMATION:

None of the employees of the company are drawing remuneration in excess of the limits prescribed under section 217(2A) of the Companies Act, 1956, during the year under report.

DIRECTORS RESPONSIBILITY STATEMENT

Your Directors in terms of Section 217(2AA) of the Companies Act, 1956 confirm that:

- i) All applicable accounting standards have been followed in the preparation of the annual accounts.
- ii) Your directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as of 31st March 2009 and of the loss of the company for the 12 months period ended that date.
- iii) Proper and Sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv) The annual accounts have been prepared on going concern basis as stated in Note 21 of Notes on accounts.

CONSERVATION OF ENERGY; RESEARCH & DEVELOPMENT:

The information required under Section 217 (2) (e) is not applicable since the operations of the Company are not energy incentive.

No foreign Exchange was involved during the year under report.

CASH FLOW STATEMENT AS PER LISTING AGREEMENT.

Cash Flow Statement is enclosed.

COMPLIANCE CERTIFICATE

The necessity to appoint a Company Secretary in whose employment is applicable to Companies having a paid up capital of Rs. 5 Crores and above your Company's Paid up capital is Rs. 4,50,000,00/- hence we have obtained the compliance certificate from a company secretary in wholetime practice and annexed to this report.

ACKNOWLEDGEMENT

Your Directors wish to express their full appreciation for the assistance and co-operation extended to us by its banker, Indian Overseas Bank. Your Directors wish to thank the esteemed shareholders for extending their unstinted co-operation and support in the Management of the Company.

The Directors also wish to thank all the employees for their support and co-operation.

By Order of the Board.

Place : Coimbatore
Date : 25.08.2009

Anand Loganathan
Chairman of the Meeting

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CORPORATE GOVERNANCE REPORT

(As required under Clause 49 of the Listing Agreements entered with the Stock Exchanges)
The statutory requirement of Corporate Governance envisages transparency, full disclosure and independent monitoring of the state of affairs and being fair to the ShareHolders. Our Philosophy is to

- To utilize all resources optimally, to consolidate and reduce losses in these adverse conditions
- To have transparency of all operations.
- To safeguard the interest of the customers, clients, suppliers, shareholders, and the society by innovative and quality production of the goods.

BOARD OF DIRECTORS:

The Board has Four independent Directors not related or interested in the promoters. The Board does not have a Chairman. Chairman is elected in every Board meeting. The Board meets regularly to transact the business of the Company.

6 meetings of the Board of Directors were held during the financial year on 14-05-2008, 31-07-2008, 25-08-2008, 31-10-2008, 30-01-2009 and 16-02-2009

The names of members of the Board of Directors, their attendance at Board meetings held during the financial year and at the last Annual General Meeting, number of directorship and Membership / Charimanship in public companies are given below:

Attendance at as on 31.03.2009

Name of the Director	Category	Financial Year 2008-2009 Attendance		As on 31.03.2009 Noof Directorship	Committee Position	
		Board Meeting	AGM		Member	Chairman
Sri K.R. Loganathan	Promoter	5	Yes	1	-	-
Sri Iyer Hariharan Jayaraman	Independent	-	No	1	-	-
Smt.Pramilla Hariharan	Independent	-	No	1	-	-
Sri Anand Loganathan	Promoter	6	Yes	1	-	-
Sri N. Arun Kumar	Independent	6	Yes	Nil	2	-
Sri B. Shashi	Independent	5	Yes	Nil	2	-

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COMMITTEES OF THE BOARD:

Audit Committee

An Audit Committee consisting of the following Directors has been formed. Similarly a Grievance Committee has also been formed consisting of the following directors.

Chairman : Mr B. Shashi

Members : Mr. N. Arun Kumar
Iyer Hariharan Jayaraman

The terms of reference to the audit committee are as per listing agreement clause 49 and such other powers as may be exercisable and delegated by the board to it from time to time.

The committee met 4 times during the financial year on 30-04-2008, 31.07.08, 30-10-2008 and 31.01.2009 and all the members except Sri Iyer Hariharan Jayaraman attended these meetings.

REMUNERATION COMMITTEE

The Remuneration Committee is not formed and Board itself fixes the remuneration.

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SHAREHOLDERS/INVESTORS' GRIEVANCE & SHARE TRANSFER COMMITTEE

The functions of the Committee is to attend to the grievance of shareholders/investors and to create and review the systems for improving the services

The Committee consists of the following Directors.

Chairman : Mr. B. Shashi

Members : Mr. Anand Loganathan
Mr. N. Arunkumar

The Committee met 3 times during the current year on 30.04.08, 01.10.08 and 31.01.09 and all the members attended the meetings.

Mr. Anand Loganathan Is the compliance officer and he authorized to effect the transfers and redress the investigator grievances, which in turn he reports to grievance & Share transfer committee and gets it ratified

The Complaints, if any, from the shareholders are expeditiously redressed. As on 31.03.2009, one request for transfer and six requests for dematerialization were received. All the requests were attended and acted upon.

As per the certificate received from the Registrar, there was no pending complaints as on 31st March 2009.

GENERAL BODY MEETINGS

Details of Date, Time and Venue of holding the last three Annual General Meetings.

Year	Date	Time	Locations
2008	30.09.2007	4.30 p.m	Registered Office of the company. (473, big bazaar street, Coimbatore)
2007	29.09.2006	4.30 p.m	-do-
2006	29.09.2005	4.30 p.m	-do-

Other Disclosures

No related party transactions took place during the year under report.

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DISTRIBUTION OF HOLDING AS ON 31.03.2009

Share or debenture Holding			Share / Debenture of Holders		Share / Debenture Amount	
Rs.		Rs.	Number	% of Total	Rs.	% of Total
10	-	5,000	1927	70.44	5041960	11.20
5,001	-	10,000	421	15.39	3705000	8.23
10,001	-	20,000	177	6.47	2848000	6.33
20,001	-	30,000	58	2.12	1497000	3.33
30,001	-	40,000	28	1.02	1003000	2.23
40,001	-	50,000	25	0.91	1200000	2.67
50,001	-	1,00,000	55	2.01	3997000	8.88
1,00,001	-	And Above	45	1.64	25708040	57.13
Total			2736	100	45,000,000	100

SHAREHOLDING PATTERN AS ON 31.03.2009

Sl.No	Category	No.of Shares	% of Shares
1.	Promoter's Holding	14,25,604	31.680
2.	Banks, Financial Institution	-	-
3.	Private Corporate Bodies	2,31,400	5.142
4.	Indian Public	28,40,996	63.133
5.	NRIs/OBCs	2,000	0.045
	Grand Total	45,00,000	100.00