



# DEEP DIAMOND INDIA LIMITED



**15th ANNUAL REPORT  
2008-2009**



## **BOARD OF DIRECTORS**

**MR. PRAKASH R. SOLANKI**  
*Chairman*

**MR. DINESH R. SOLANKI**  
*Managing Director*

**MR. MANOJ V. JAIN**  
*Director*

**MR. RAMESH V. PATEL**  
*Director*

**MRS. SANGEETA R. JAIN**  
*Director*

### **STATUTORY AUDITORS**

M/s. RAMPRASAD SHARMA & ASSOCIATES  
Chartered Accountants  
325, Madhu Mansion, 4th Floor,  
Kalbadevi Road, Mumbai – 400 002

### **BANKERS**

Rupee Co. Op. Bank Limited  
Bank of Baroda

### **REGISTERED OFFICE**

Office No. 202, Cosmos Court Premises  
Co-operative Society Ltd., S. V. Road,  
Vile Parle (W), Mumbai – 400 056

### **FACTORY :**

Unit No. 6-B, Planet Ind. Estate,  
Subhash Road, Vile Parle (East),  
Mumbai – 400 057. MAHARASHTRA.

**REGISTRARS & SHARE TRANSFER AGENT**  
**MONDKAR COMPUTERS PRIVATE LIMITED**  
21, Shakil Niwas, Mahakali Caves Road,  
Opp. Sai Baba Temple, Andheri (East),  
Mumbai – 400 093

Sr. No.	Contents	Page No.
1.	Notice	2
2.	Directors' Report	3
3.	Compliance Certificate	6
4.	Management Discussion & Analysis Report	10
5.	Report on Corporate Governance	12
6.	Auditors' Report	19
7.	Auditors' Certificate on Corporate Governance	22
8.	Balance Sheet	23
9.	Profit & Loss Account	24
10.	Schedules forming part of Balance Sheet	25
11.	Schedules forming part of Profit & Loss Account	27
12.	Significant Accounting Policies & Notes on Accounts	28
13.	Balance Sheet Abstract	32
14.	Cash Flow Statement	33



DEEP DIAMOND INDIA LIMITED

## NOTICE

**NOTICE** is hereby given that the Fifteenth Annual General Meeting of the members of **Deep Diamond India Limited** will be held on Wednesday, September 30, 2009 at 11.30 a.m. at The Silk Merchants' Association, Dahanukar Building, 1st Floor, 480, Kalbadevi Road, Mumbai – 400 002 to transact the following business :

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2009 and the Profit and Loss Account for the year ended on that date and the Directors' and Auditors' Reports thereon.
2. To appoint a Director in place of Shri Ramesh Kumar Patel who retires by rotation and is eligible for re-appointment.
3. To appoint Auditors and to fix their remuneration.

**NOTES :**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
2. THE INSTRUMENT APPOINTING A PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 23, 2009 to Wednesday, September 30, 2009 (both days inclusive).
4. Members are requested to bring their copies of the Annual Report at the time of attending the Annual General Meeting.
5. Members are requested to notify promptly any change in their addresses to the Company's Registrar and Share Transfer Agents, Mondkar Computers Private Limited, 21, Shakil Nivas Mahakali Caves Road, Opp. Sai Baba Temple, Andheri (East) Mumbai 400093.
6. Shareholders desiring information as regards the Accounts are requested to write to the Company at least 10 days before the Annual General Meeting to enable the Management to keep the information ready.

Registered Office:  
Office No. 202,  
Cosmos Court Premises  
Co-operative Society Ltd.,  
S. V. Road, Vile Parle (W),  
Mumbai – 400 056.  
MUMBAI: 28th August, 2009

By Order of the Board,  
for DEEP DIAMOND INDIA LIMITED

**PRAKASH R. SOLANKI**  
Executive Director

**DIRECTORS' REPORT**

To,  
The Members

The Directors have pleasure in presenting the Fifteenth Annual Report together with the Statement of Accounts for the year ended March 31, 2009 :

<b>FINANCIAL RESULTS :</b>	<b>2008 - 2009</b>	<b>2007 - 2008</b>
Sales & Other Income	<b>29658377</b>	<b>29529119</b>
Profit before Interest and Depreciation	<b>4721841</b>	<b>1852158</b>
Less : Interest	<b>1013897</b>	<b>1032579</b>
Profit before Depreciation	<b>3707944</b>	<b>819579</b>
Less : Depreciation	<b>546545</b>	<b>440034</b>
Profit before Taxation	<b>3161399</b>	<b>379545</b>
Less : Loss on Sale of Fixed Assets	<b>(18540)</b>	<b>68569</b>
Less : Provision for Taxation : Current	<b>(920000)</b>	<b>89000</b>
Deferred	<b>(79721)</b>	<b>44195</b>
Profit after Tax	<b>2143138</b>	<b>177781</b>
Add: Balance Profit brought forward from previous year	<b>25951016</b>	<b>25773235</b>
Profit / (Loss) carried to Balance sheet	<b>28094154</b>	<b>25951016</b>

**OPERATIONS :**

The Company's business comprised of Domestic Operations only and the increase in Profitability is due to variation in Rate and stock. It is expected to do better in the current year.

**DIVIDEND :**

In order to conserve the resources to meet its long term fund requirements of the Company, your Directors do not recommend any dividend for the year under review.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO :****(A) CONSERVATION OF ENERGY :**

The particulars regarding conservation of energy are not applicable to the Company, as the Diamond Industry is not covered under the Schedule prescribed by the said Rules.

**(B) TECHNOLOGY ABSORPTION :**

Presently the Company is not required any technology for its existing business.

- (C)** Foreign Exchanged Earned : Rs. Nil  
Foreign Exchange Utilised : Rs. Nil



## DEEP DIAMOND INDIA LIMITED

### FIXED DEPOSITS :

The company has not accepted any Fixed Deposits from the public during the year under review.

### LISTING :

The Equity Shares of the Company are listed at the Pune, Ahmedabad, Delhi, Calcutta and Bangalore Stock Exchanges. The company has paid the Annual Listing Fees to the Stock Exchanges for the year 2009-2010.

### DIRECTORS :

Shri Ramesh Kumar Patel would retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

Brief resume of the above Director, nature of his experience in specific functional areas and names of the companies in which he holds directorship and membership / chairmanship of committees of the Board, as stipulated under clause 49 of the Listing Agreement with the Stock Exchange are given in the section on Corporate Governance in the Annual Report.

### DIRECTORS' RESPONSIBILITY STATEMENT :

As specifically required under the Companies Act, 1956, your Directors state that :

- (i) that in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed alongwith proper explanation relating to material departures;
- (ii) that the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (iii) that the Directors had taken proper and sufficient care for the maintenance of adequate records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the Directors have prepared the annual accounts on a going concern basis.

### CORPORATE GOVERNANCE :

Pursuant to clause 49 of the Listing Agreement with the Stock Exchange, Reports on Management Discussion & Analysis and on Corporate Governance along with a certificate from the Auditors form part of this report.

### COMPLIANCE CERTIFICATE :

A Compliance Certificate under Section 383A of the Companies Act, 1956 from the Practising Company Secretary in respect of the financial year ended on March 31, 2009 is attached hereto.

**PARTICULARS OF EMPLOYEES :**

The Company does not have any employee whose particulars are required to be given pursuant to the provisions of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

**AUDITORS :**

M/s. Ramprasad Sharma & Associates, Chartered Accountants, the Auditors of the company would retire at the ensuing Annual General Meeting and are eligible for reappointment.

You are requested to appoint Auditors and to fix their remuneration.

**ACKNOWLEDGEMENT :**

Your Directors greatly value the support and co-operation received during the year from the company's customers, suppliers, Financial Institutions, Bankers, Statutory Authorities and all organizations connected with its business. Your Directors place on record their appreciation of the efficient and loyal services rendered by the employees of the Company at all levels. Our whole-hearted thanks to our shareholders, who have extended their valuable support.

Report

Junction.com

For and on behalf of the Board of Directors

Place: Mumbai

Dated: 30th June, 2009

**PRAKASH R. SOLANKI**  
*Chairman*



DEEP DIAMOND INDIA LIMITED

Company No: L51343MH1994PLC082609

Nominal Capital Rs. 4,00,00,000/-

**COMPLIANCE CERTIFICATE**

To,  
The Members  
DEEP DIAMOND INDIA LIMITED  
Office No. 202, Cosmos Court Premises Co-operative Society Ltd.  
S. V. Road, Vile Parle (W), Mumbai- 400056.

We have examined the registers, records, books and papers of Deep Diamond India Limited as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2009. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and entries therein have been recorded.
2. The Company has filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities as mentioned in the said Annexure.
3. The Company being a public limited company, comments that it has minimum prescribed paid-up capital and comments relating to Private Limited Company about maximum number of members, invitation to public to subscribe for shares and acceptance of deposits from persons other than its members, directors or their relatives, are not required.
4. The Board of Directors duly met 5 (Five) times on 30.04.2008, 30.06.2008, 31.07.2008, 31.10.2008 and 31.01.2009 in respect of which meetings notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. (No circular resolution was passed.)
5. The Company has closed its Register of Members from 23rd September 2008 to 30th September 2008 and necessary compliance of Section 154 of the Act has been made.
6. The annual general meeting for the financial year ended on 31<sup>st</sup> March, 2008 was held on 30.09.2008 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year.
8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under Section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act.
10. The Company was not required to make entries in the register maintained under section 301 of the Act.



11. The Company has obtained necessary approvals from the Board of Directors and members pursuant to Section 314 of the Act wherever applicable.
  12. The company has not issued any duplicate share certificates during the financial year.
  13.
    - (i) The company has delivered all the certificates on lodgment thereof for transfer / transmission or any other purpose in accordance with the provisions of the Act;
    - (ii) The Company has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
    - (iii) The Company was not required to post warrants to any member of the company as no dividend was declared during the financial year.
    - (iv) There are no unpaid dividends, application money due for refund, matured deposits, matured debentures or the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years.
    - (v) The Company has complied with the requirements of section 217 of the Act.
  14. The Board of Directors of the company is duly constituted and there was no appointment of directors, additional directors, alternate directors and directors to fill casual vacancies have been duly made.
  15. The Company has not appointed any Managing Director/Whole-time Director/Manager during the financial year.
  16. The Company has not appointed any sole selling agents during the financial year.
  17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such other authorities prescribed under the various provisions of the Act during the financial year.
  18. Two directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
  19. The Company has not issued any shares, debentures or other securities during the financial year.
  20. The Company has not bought back any shares during the financial year.
  21. The company has not issued any preference shares or debentures.
  22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
  23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 58A during the financial year.
  24. The Company has not made any borrowings during the financial year ended 31<sup>st</sup> March, 2009.
  25. The Company has not made any loans or investments or given guarantees or provided securities to other bodies corporate during the financial year.
  26. The Company has not altered the provisions of the Memorandum with respect to situation of the company's registered office from one state to another during the year under scrutiny.
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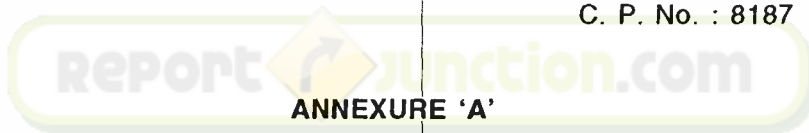


**DEEP DIAMOND INDIA LIMITED**

27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Company was not required to deduct any contribution towards Provident Fund during the financial year.

Place : Mumbai  
Date : 30.06.2009

For J. U. Poojari & Associates  
Signature : Sd/-  
Name of Company Secretary : J. U. Poojari  
C. P. No. : 8187

**ANNEXURE 'A'****Statutory Registers as maintained by the Company :**

1. Register of Charges u/s 143 of the Act.
2. Register of Members u/s 150 of the Act.
3. Minutes Book of Board Meetings u/s 193 of the Act. (in loose-leaf)
4. Minutes Book of General Meetings u/s 193 of the Act. (in loose-leaf)
5. Books of Accounts u/s 209 of the Act are being audited by the Statutory Auditors of the Company.
6. Register of Contracts u/s 301 of the Act.
7. Register of disclosure of interest u/s 301 of the Act.
8. Register of Particulars of Directors etc. u/s 303 of the Act.
9. Register of Directors' Shareholding u/s 307 of the Act.

**Other Registers :**

1. Register of Transfers

Place : Mumbai  
Date : 30.06.2009

For J. U. Poojari & Associates  
Signature : Sd/-

Name of Company Secretary : J. U. Poojari  
C. P. No. : 8187

## ANNEXURE 'B'

Forms and Returns as filed by the Company with the Registrar of Companies during the financial year ended on March 31, 2009.

Sr. No.	Form No./ Return	Filed under Section	For	Date of Filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additions 1 fee paid Yes/No
1.	Form DIN-3	266E	Intimation of Directors Identification Number of Shri Manoj Valchand Jain	25.04.2008	Yes	N.A
2.	Form 23	192	Ms. Jayashree Solanki relative of Director to hold office or place of profit	17.11.2008	No	Yes
3.	Form DIN-3	266E	Intimation of Directors Identification Number of Shri Dinesh Solanki	10.12.2008	Yes	N.A.
4.	Form 23AC & 23ACA along with the Annual Report as on 31.03.2008	220	Adopted at the Annual General Meeting held on 30.09.2008	19.12.2008	No	Yes
5.	Form DIN-3	266E	Intimation of Directors Identification Number of Shri Ramesh Kumar Patel	20.02.2009	Yes	N.A
6.	Form 20B along with Annual Return made upto 30.09.2008	159	Annual General Meeting held on 30.09.2008	28.02.2009	No	Yes

Place : Mumbai

Date : 30.06.2009

For J. U. Poojari & Associates  
Signature : Sd/-

Name of Company Secretary : J. U. Poojari  
C. P. No. : 8187