

19th Annual Report 2012-2013



GOLDEN CARPETS LIMITED

Regd. Office : 8-2-596/5/B/1/A, Road No. 10,
Banjara Hills, Hyderabad – 500 034



BOARD OF DIRECTORS	Shri Sri Krishna Naik - Managing Director Shri Meena Kerur - Director Shri K Suresh - Director Shri Maqsood Ahmed - Director
REGISTERED OFFICE	Flat # 8-2-596/5/B/1/A, Road No.10 Banjara Hills, Hyderabad-500 034 Opp. Karvy House 040-66771111 Email: goldencarpets@vsnl.net
AUDITORS:	M/s. Ramasamy Koteswara Rao & Co Chartered Accountants Plot No 238/A, MLA's Colony Road No.12, Banjara Hills Hyderabad – 500 034
FACTORY LOCATION	Jeedipally Village, Toopran Mandal Medak District, Andhra Pradesh
BANKERS:	Axis Bank Limited Road No. 1, Banjara Hills, Hyderabad. ICICI Bank Limited, Road No. 12, Banjara Hills, Hyderabad.
REGISTRARS AND SHARE TRANSFER AGENTS	M/s. XL Softech Systems Limited Sagar Society Road, Road No.2, Banjara Hills, Hyderabad.
LISTING	Bombay Stock Exchange Limited (BSE)-Mumbai.



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NOTICE

Notice is hereby given that the 19th Annual General Meeting of the members of M/s Golden Carpets Limited will be held on Friday the 27th day of September, 2013 at 9.00 AM at Hotel Marriot, Tankbund, Hyderabad to transact the following items of business:

ORDINARY BUSINESS

1. To Receive, Consider and Adopt the Audited Balance Sheet as at 31st March 2013 and the Profit and Loss Account for the year ended 31st March 2013, together with the Reports of the Directors'and Auditors' thereon.
2. To appoint a Director in the place of Sri K Suresh who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint statutory auditors for the financial year 2013-2014 by passing the following resolution as an Ordinary resolution.

“RESOLVED THAT the consent of the members be and is hereby accorded for the appointment M/s. Ramasamy Koteswara Rao & Co., Chartered Accountants, Firm Regd. No. 010396S Hyderabad as Statutory Auditors of the company for the financial year 2013-2014 who shall hold office from conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration as may be determined by the Board of Directors of the company.”

By order of the Board of Directors

Place: Hyderabad
Date: 30.07.2013

Sd/-
SRI KRISHNA NAIK
Chairman & Managing Director



NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING AND VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Register of members of the Company and Share Transfer Books will remain closed from Monday 23rd day of September, 2013 to Friday the 27th day of September, 2013 (both days inclusive).
3. Members are requested to notify immediately any change in their address to the share transfer agents and in case their shares are held in dematerialised form, this information should be passed on to their respective depository participants with out delay.
4. Pursuant to the requirements of the listing agreement of stock exchanges, the information of the directors proposed to be appointed or Re-appointed is given in the annexure to the notice.
5. Shareholders holding shares in physical form are invited to contribute to the cause of Green Initiative by registering their e-mail ID, by submitting the E- COMMUNICATION REGISTRATION FORM inserted in the Annual Report to the Registrars i.e., XL Softech Systems Limited, Sagar Society Road, Road No. 2, Banjara Hills, Hyderabad.
6. Members who hold shares in dematerialized form are requested to bring their client ID and DP IDs for easier identification of attendance at the meeting.

By order of the Board of Directors

Place: Hyderabad
Date: 30.07.2013

Sd/-
SRI KRISHNA NAIK
Chairman & Managing Director



DIRECTORS' REPORT

Dear Members,

Your Directors present herewith the 19th Annual Report on the business and operations of the Company and the audited accounts for the year ended 31st March 2013.

Financial Results and Operations

The summarized financial results for the year ended 31st March, 2013 as compared with the previous year are as under:

		Rs. In Lakhs.	
S.No	Particulars	Year ended 31.03.2013	Year ended 31.03.2012
1.	Sales	79.20	129.55
2.	Other Income	5.49	3.34
3.	Total Income (1+2)	8.47	135.89
4.	Total Expenses other than interest	(177.85)	(108.65)
5.	Interest	0.42	0.20
6.	Total Expenses other than Depreciation	102.27	108.85
7.	Depreciation	76.00	75.77
8.	Miscellaneous Expenditure Written off	0.00	0.00
9.	Profit/ (Loss) for the before tax	(93.57)	(54.10)
10.	Provision for tax:MAT	0.00	0.00
11.	Deferred Tax(Liability)/ Asset Profit/(Loss) for the year after tax	18.28	17.39
		75.28	(36.71)

The operational performance of the Company is discussed in detail under the Management Analysis and Discussion Report.

Reserves

The company has not transferred any amount to reserves during the financial year under review.

Deposits

The Company has not accepted any fixed deposits from the public within the meaning of section 58A of the Companies Act, 1956.

Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo

Particulars pursuant to the provisions of section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosures of Particulars in the report of Board of Directors) Rules, 1988 are given in the "Annexure – A"

Particulars of Employees

No employee of the Company was in receipt of remuneration, which requires disclosure under section 217(2A) of the Companies Act, 1956.

**Directors**

In accordance with the requirements of the Companies Act 1956, read with the Articles of Association of the company Sri. K Suresh shall retire by rotation at this Annual General Meeting, and being eligible offer himself for reappointment. A brief resume of the retiring director as required under clause 40 of the Listing Agreement is provided in this Annual Report.

Auditors and Audit Report

The Statutory Auditors of the company M/s.Ramasamy Koteswararao & Co, Chartered Accountants, Hyderabad Firm No. 010396S, retire at the ensuing Annual General Meeting and are eligible for re-appointment.

Your company has received intimation to the effect that, proposed re-appointment, if made would be within the prescribed limit under Section 224(1B) of the Companies Act 1956 and also in compliance with the requirements of the Listing Agreement regarding Peer Review. They have also confirmed their willingness to accept office, if re-appointed. The Board and Audit Committee recommend the re-appointment of M/s.Ramasamy Koteswararao & Co, Chartered Accountants, Hyderabad, as Statutory Auditors to hold office till conclusion of Next Annual General Meeting.

The Auditors Report and notes to the accounts are self explanatory and do not call for any further comments.

Director's responsibility statement

In accordance with sub-section (2AA) of section 217 of the Companies Act, 1956, the Directors of the Company state:

- a. That in the preparation of the accounts for the financial year ended 31st March, 2013; the applicable accounting standards have been followed along with proper explanation relating to material departures.
- b. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 the year under review.
- c. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. That the Directors have prepared the accounts for the financial year ended 31st March, 2013 on a 'going concern basis.



Management Discussion & Analysis Report

A separate report on Management Discussion & Analysis Report is attached to this report.

Corporate Governance Report

A separate report on corporate governance along with Auditor's certificate on its compliance is attached to this report.

Cash Flow Statement

In conformity with the provisions of Clause 32 of the Listing Agreement with the Stock Exchanges, the cash flow statement for the year ended March 31, 2013 is annexed hereto.

Audit Committee

In accordance with Clause 49 of the Listing Agreement, the company has constituted the Audit Committee, which consists of Majority of Independent Directors and Non Executive Directors of the company Viz. Sri.K.Suresh, Smt.Meena Kerur and Sri.Maqsood Ahmed. The Audit committee functions in terms of the role and powers delegated by the Board of Directors keeping in view of the Provisions of Clause 49 of Listing Agreement and Section 292A of the Companies Act 1956.

Human Resource

The Board of Directors would like to place on record its deep appreciation to all the employees for their dedicated services to the company. Our organizational culture and work environment is central to our ability to work effectively.

Company has taken initiative to appoint Qualified Company Secretary to comply with the provision of Section 383A of the companies Act, Listing Agreement. The Efforts of the company was not fruitful, however company is availing the services from Practicing Company Secretary.

Acknowledgement

Your Directors take this opportunity to express their appreciation for the cooperation and continued support received from various departments of Central and State Governments, financial institutions, Banks, the Suppliers, Customers and Shareholders of the Company.

By Order of the Board

Place: Hyderabad
Date: 30.07.2013

Sd/-
Sri Krishna Naik
Chairman & Managing Director



ANNEXURE 'A' TO THE DIRECTORS' REPORT

Information under section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules 1988 and forming a part of Directors' Report.

Conservation of Energy

The Company is striving to conserve energy by adopting innovative measures to reduce wastage and optimize consumption. The adoption of the above helps to control the proportionate increase in total energy usage consequent to overall increase in production. The total energy consumption is given as per form-A below:

FORM - A (See rule 2) Form for Disclosure of Particulars with respect to Conservation of Energy

PARTICULARS	2012-13
POWER & FUEL CONSUMPTION	
1. Electricity	
a) Purchased	
Units	1199
Total Amount (Rs.)	15286
Rate Per Unit (Rs.)	12.70
b) Own Generation	
Through diesel generator	
Units (Litres)	7600
Total Cost (Rs.)	372029
2. Coal (specify quality and where used)	Nil
Quantity	
Total Cost (Rs.)	
Average Rate (Rs.)	
3. Furnace Oil	Nil
Quantity (Litres)	
Total Amount (Rs.)	
Average rate (Rs.)	
4. Natural gas	Nil
Quantity	
Total Amount (Rs.)	
Average rate (Rs.)	
Total Amount (Rs.)	
Average rate (Rs.)	
CONSUMPTION PER UNIT OF PRODUCTION:	
The consumption of raw material per Kg. is	

**FORM B (See Rule 2)**

Form for Disclosure of Particulars with respect to Technology Absorption (R&D)

A. Research and Developed (R&D) - **Not Applicable****B. Technology absorption, adoption and innovation** - **Not Applicable**

C. Foreign Exchange Earnings and Outgo:	Amount in Rs.	Amount in Rs.
Earnings	33.75 Lacs
Outgo	17.15 Lacs

Place: Hyderabad
Date: 30.07.2013

By Order of the Board
Sd/-
Sri Krishna Naik
Chairman & Managing Director