



**ANNUAL REPORT**  
**2012-2013**

**K G DENIM LIMITED**



## K G DENIM LIMITED

### BOARD OF DIRECTORS

Executive Chairman      Shri KG Baalakrishnan

Managing Directors      Shri B Sriramulu  
   Shri B Srihari

Directors                      Shri G V S Desikan  
   Shri G P Muniappan  
   Shri K N V Ramani  
   Shri V Jagadisan  
   Smt T Anandhi  
   Shri M J Vijayaraaghavan  
   Shri Surinder Chhibber  
   Shri A Velusamy  
   Shri S Muthuswamy  
   Director & Company Secretary

**Registered Office**  
Then Thirumalai  
Jadayampalayam, Coimbatore - 641 302  
Phone : (04254) 304300 / 235300  
Website : www.kgdenim.com  
E-mail : cskgdl@kgdenim.in

**Registrar and Share Transfer Agent**  
Cameo Corporate Services Ltd  
"Subramanian Building"  
No.1, Club House Road  
Chennai - 600 002  
Phone : (044) 28460390 (6 lines)

Auditors                      M/s Gopalaiyer and Subramanian  
   Chartered Accountants  
   Coimbatore

Bankers                      Indian Bank  
   Bank of India  
   Allahabad Bank  
   State Bank of India  
   State Bank of Hyderabad  
   Indian Overseas Bank

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# K G DENIM LIMITED

## DIRECTORS' REPORT & MANAGEMENT DISCUSSION AND ANALYSIS

Dear Shareholders,

We have pleasure in presenting the Twenty-First Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March 2013.

### FINANCIAL RESULTS

(Rs. in lakhs)

PARTICULARS	For the year ended 31 <sup>st</sup> March 2013	For the year ended 31 <sup>st</sup> March 2012
Gross Profit	6115	4735
Less : Finance Cost	2576	2323
Profit prior to Depreciation and write off	3539	2412
Less : Depreciation	1192	1308
Net Profit	2347	1104
Current, Deferred & earlier year tax	794	367
Net Profit for the year	1553	737
Balance Brought forward	433	152
Arrears of Preferential Dividend & Tax thereon	-	232
Proposed Dividend & Tax thereon	224	224
Balance Carried Forward	1762	433

### PERFORMANCE OF THE COMPANY

During the year ended 31.03.2013, the Company achieved an overall production of 296 lakh meters of fabrics against the previous year's production of 229 lakh meters. The revenue for the year was Rs.51483 lakhs as against sales of Rs.40007 lakhs during the previous year, representing an increase of 28.7 %. The company has three main product groups, Denim and Apparel Fabrics, Home Textiles and sale of Apparel. All the product groups have performed well during the year.

The increase in volume directly contributed to the increase in profitability.

In the Home Textiles category, company has registered significant growth rate in sales compared to the previous year.

In the Ready Made Garments group also the company has registered significant growth in sales and profit.

The Board of Directors recommends a dividend of 7.50 % (i.e. Rs.0.75) per equity share of the company for the year 2012-13. The Dividend tax payable amounts to Rs.31 lakhs.

### INDUSTRY STRUCTURE & DEVELOPMENT

The Indian denim industry is showing steady growth in domestic and international markets.

Our focus remains on sales to leading domestic and international brands in India and also to large exporters of readymade garments. We are concentrating on the Far East Countries of Vietnam, LaosPDR and China besides direct sales to North America. Products are being developed to cater to both retailers and fashion brands thereby gaining advantage in both segments and increasing volumes. Sale of home textiles and apparels improved during the year.

### OPPORTUNITIES AND THREATS

The company is targeting higher production and sales volume for denim in the next year. Sales of home textiles and apparel are also expected to achieve higher volumes.

The company is subjected to risks of volatility in the prices of raw materials and fashion changes.

High interest rates and exchange rate volatility areas of serious concern for the company. The company has taken steps to increase the exports and is actively managing the exchange risk by suitable forward cover.

# K G DENIM LIMITED

## FINANCE

Your Directors acknowledge with gratitude, the valuable assistance and support extended by our Bankers for term loans and working capital i.e., Indian Bank, Bank of India, Allahabad Bank, State Bank of India, State Bank of Hyderabad and Indian Overseas Bank.

## PERSONNEL

The Directors wish to place on record their appreciation for the co-operation extended by all sections of the employees.

## DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed.
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit or Loss of the Company for that period.
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and irregularities.
- d) The annual accounts have been prepared on a going concern basis.

## CONSOLIDATED ACCOUNTS

In accordance with the requirements of Accounting Standard (AS-21) prescribed by The Institute of Chartered Accountants of India, the Consolidated Accounts of the Company and its subsidiaries are annexed to this Report.

## SUBSIDIARIES

During the year, the gross turnover in Trigger Apparels Limited increased to Rs.38 crores from Rs.31 crores for the previous year. The subsidiary has been able to register a profit of Rs.31.95 lakhs compared to profit of Rs.10.59 lakhs in the previous year. No activity has taken place at KG Denim (USA) Inc. during the year.

## CEO/CFO CERTIFICATION

The Managing Directors and Director & Company Secretary of the Company have submitted a Certificate to the Board as required under Clause 49 of the Listing Agreement for the year ended 31<sup>st</sup> March, 2013.

## CORPORATE GOVERNANCE

A separate section on Corporate Governance and a Certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange, forms part of the Annual Report.

## LISTING

The Company's shares are listed in the Bombay Stock Exchange Limited, Mumbai.

## CAPITAL EXPENDITURE

The Company incurred a Capital Expenditure of Rs.3052.46 lakhs during the year.

## DIRECTORS

Shri G P Muniappan, Shri M J Vijayaraaghavan and Shri G V S Desikan retire by rotation and being eligible offer themselves for reappointment at the ensuing Annual General Meeting.

The term of office of Shri KG Baalakrishnan, Executive Chairman, Shri B Sriramulu and Shri B Srihari, Managing Directors comes to an end on 02.11.2013. The Board has, subject to approval of shareholders in the forthcoming Annual General Meeting, re-appointed them as Executive Chairman and Managing Directors of the Company for a term of five years effective from 03.11.2013 to 02.11.2018.

## AUDITORS

The present Auditors M/s Gopalaiyer and Subramanian retire at the ensuing Annual General Meeting and are eligible for re-appointment. Cost Audit Report for the financial year ending 31<sup>st</sup> March 2013 will be submitted to the Central Government in accordance with Cost Audit Report Rules, 2011.

# K G DENIM LIMITED

## INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

The Company has put in place adequate internal control system and is implementing the same to ensure reliability of financial and other datas and their accuracy. Company is also strengthening its review control system by appointing External Consultants as Auditors.

The Audit Committee also closely reviews with the internal and external auditors on the adequacy of internal control systems.

The Company has also initiated steps to obtain ISO 27001 : 2005 (Information Security Management System-ISMS) to control and manage our data in secured manner.

The Company further has an Integrated Management System (IMS) in terms of ISO 9001:2008 and is concerned with establishing quality management system to achieve target set by top management and aims at continual improvement based on the customer requirements.

ISO 14001:2004 is primarily focused on environmental management system which guide us to manufacture the products without affecting the environment in the working area and surroundings of our organization.

OHSAS 18001 : 2007 (Occupational Health and Safety Management Assessment Standard) which is an Integrated Management System focusing on an organization's occupational health and safety management system. This standard guide us to identify and control the conditions and factors that affect the well-being of employees, contractors, visitors and any other person in the work place.

## CAUTIONARY STATEMENT

The statement in this Directors' Report & Management Discussion and Analysis contain forward looking statements regarding Company's projections & expectations and the actual results could differ materially from those expressed on account of various factors like raw material prices, change in demand, government regulation etc., and the readers are cautioned against placing undue reliance on the same.

## STATUTORY INFORMATION

During the year there were no employees in receipt of remuneration covered by Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended vide GSR 289 (E) dated March 31, 2011 [Companies (Particulars of Employees) Amendments Rules, 2011].

Information pursuant to sub-section 1 (e) of Section 217 of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is given in Annexure to this Report.

As per Section 212 of the Companies Act, 1956, the Company is required to attach the Directors' Report, Balance Sheet, and Statement of Profit and Loss of subsidiaries. The Central Government has granted general exemption from complying with Section 212 of the Companies Act, 1956 to all companies vide Notification No.5/12/2007-CL-III dated February 8, 2011. Accordingly, your Company has presented in this Report, the consolidated financial statements of the holding company and all its subsidiaries, duly audited by the Statutory Auditors. The Company has also disclosed in the Consolidated Balance Sheet the information required to be provided as per the aforesaid Notification dated February 8, 2011. The Company will make available the audited annual accounts and related information of its subsidiaries, upon request by any of its shareholders. The annual accounts of the subsidiary companies will also be kept for inspection by any member at the Registered Offices of the Company and its subsidiary companies. Our humble prayers to Sri Venkateswaraswamy Vari of Then Thirumalai for the continued prosperity of the Company.

Coimbatore  
29.05.2013

On behalf of the Board  
KG Baalakrishnan  
Executive Chairman

## ANNEXURE TO DIRECTORS' REPORT

Conservation of energy, technology absorption and foreign exchange earnings and outgo required under Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 for the year ended 31<sup>st</sup> March, 2013.

### CONSERVATION OF ENERGY :

#### a) Energy conservation measures taken :

The Company has set up a steam-driven co-generation power unit with use of biomass fuel. Other measures are :

- i) Installed a caustic recovery plant with heat exchanger for energy saving.
- ii) Installed a new singeing machine to reduce the gas consumption.
- iii) Replacement of copper choke fittings to electronic chokes on 300 tube light fittings resulting 6 watts saving/fitting.
- iv) Instead of 3 Nos (500 CFM each) reciprocating compressors installed screw compressor of 1600 CFM to reduce power consumption.
- v) Installed energy monitoring systems for effective utilisation of electrical energy.

b) Additional Investments and proposals, if any, being implemented for reduction of consumption of energy: Energy audit has been done and various proposals are under implementation.

c) Impact of the measures at (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods : During the year there is a marginal increase in costs.

d) Total energy consumption and energy consumption per unit of production:

# K G DENIM LIMITED

## FORM - A

### A. POWER AND FUEL CONSUMPTION

	31.03.2013	31.03.2012
<b>I Electricity</b>		
(a) Purchased		
Units in lakhs	54.84	52.00
Value in lakhs (Rs.) **	350.98	273.00
Cost/Unit (Rs.)	6.40	5.25
**Excludes fixed demand charges		
(b) Own Generation		
(i) Through Diesel Generator		
Units in lakhs	31.71	19.00
Units / Ltr.	3.01	3.00
Cost/Unit (Rs.)	15.16	13.66
(ii) Through steam turbine/generator		
Units in lakhs	176.45	189.65
Units/Ton of fuel mix	397.00	400.00
Cost/Unit (Rs.)	7.31	6.91
<b>II Coal</b>		
Quantity (Tonnes)	28743	22739
Total Cost (Rs. in lakhs)	1420.00	1262.00
Average Rate (Rs.)	4940.00	5551.00
<b>III Saw Dust etc.,</b>		
Quantity (Tonnes)	33685	37469
Total Cost (Rs. in lakhs)	936.00	1044.00
Average Rate (Rs.)	2777.00	2786.00
<b>IV LPG</b>		
LPG - Qty kg in lakhs	2.31	1.96
LPG - Value in lakhs	156.58	99.95
<b>B. CONSUMPTION / UNIT OF PRODUCTION</b>		
Electricity Unit/ Mtr. of Fabric	1.38	1.37

## FORM - B

### C. TECHNOLOGY ABSORPTION

#### I. Research and Development (R & D) :

1. Specific areas where R&D is carried out by the Company.  
The R&D efforts of the Company are directed towards quality control improvement of existing methods and product developments/ diversifications.
2. Benefits derived as a result of the above R&D :  
Cost reduction and improved quality and new product development enhanced performance in Export and Domestic Market.
3. Future plan and action :  
The R&D efforts will continue to meet the present and future needs of the end-users.
4. Expenditure on R & D :

	Rs.Lakhs
a) Capital	-
b) Recurring	39.00
c) <b>Total</b>	<b>39.00</b>
d) R & D Expenditure as % of Total Turnover	0.08

- II. Technology absorption, adaptation and innovation :  
Continuous efforts are made towards technology innovation.

### D. FOREIGN EXCHANGE EARNINGS AND OUTGO

- a) Efforts : The Company will continue to push up its volume of exports and maintain its price realization.
- b) Total Foreign exchange used and earned :
 

Foreign Exchange : Used	Rs. 4678 Lakhs
Earned	Rs. 18331 Lakhs

Coimbatore  
29.05.2013

On behalf of the Board  
**KG Baalakrishnan**  
Executive Chairman

# K G DENIM LIMITED

## CORPORATE GOVERNANCE

### 1. COMPANY'S PHILOSOPHY

Your Company is committed to building long term shareholders' value with full emphasis on Corporate Governance - Your company communicates corporate, financial and product information on line on its website - www.kgdenim.com. Your Company believes that all its operations and actions must serve the goal of enhancing overall shareholder value, over a sustained period of time. Company's philosophy envisages transparency, accountability and equitable benefits of highest level in its maximum possible operating fields, interaction with all its related stake holders including esteemed Shareholders, Workmen, Officers, Governments, Banks and other lenders.

### 2. BOARD OF DIRECTORS

The current financial year of the company covers a period of 12 months from 1<sup>st</sup> April 2012 to 31<sup>st</sup> March 2013. The present strength of the Board is 12 Directors, out of which 6 are independent directors.

4 (Four) Board Meetings were held during the year, as against the minimum requirement of 4 meetings. The dates on which the meetings held were as follows: 07<sup>th</sup> June 2012, 28<sup>th</sup> July 2012, 31<sup>st</sup> October 2012 and 31<sup>st</sup> January 2013. The Annual General Meeting was held on 28<sup>th</sup> September 2012. The table below gives the particulars of attendance of each Director at the Board Meetings held during the financial year and during their respective tenure of Directorship and at the last AGM, as also the number of Directorships in other Companies and membership in other Board Committees.

Name of the Director	No. of Board Meetings held during the tenure of Directorship	No. of Board Meetings attended	Attendance of Last AGM	No. of Directorship in other Companies	No. of Membership in Board Committees of other Companies as	
					Chairman	Member
Shri KG Baalakrishnan	4	4	Present	8	-	-
Shri B Sriramulu	4	4	Present	11	-	2
Shri B Srihari	4	4	Present	11	-	1
Shri G V S Desikan	4	4	Present	6	-	2
Shri V Jagadisan	4	4	Present	2	-	5
Shri K N V Ramani	4	4	Not Present	8	5	2
Shri G P Muniappan	4	4	Present	1	-	1
Smt T Anandhi	4	4	Present	2	-	-
Shri M J Vijayaraaghavan	4	4	Present	1	1	1
Shri Surinder Chhibber	4	1	Not Present	1	-	-
Shri A Velusamy	4	4	Present	8	-	4
Shri S Muthuswamy	4	4	Present	-	-	-

Shri B Sriramulu and Shri B Srihari are sons of, and Smt T Anandhi, daughter of Shri KG Baalakrishnan. None of the other directors is related to any other.

#### Profile of Directors retiring by rotation and eligible for reappointment

Shri G P Muniappan, aged 72 years is a Post Graduate in Economics, is former Deputy Governor of the Reserve Bank of India.

Shri M J Vijayaraaghavan, aged 81 years is a practicing Chartered Accountant and a Fellow Member of the Institute of Chartered Accountants of India having over 5 decades of rich and varied experience in Auditing, Taxation and Finance.

Shri G V S Desikan, a B.Sc., B.Sc.(Tech) graduate, aged 81 years has rich experience in the management of textile industry. He was formerly Technical Advisor for National Textile Corporation, New Delhi, Chairman and Managing Director of Kerela State Textile Corporation Ltd., Trivandrum and Managing Director of Binny Limited.

#### **Code of Conduct**

In pursuance of Clause 49 of the listing agreement, the Board has approved the Code of Conduct for Board of Directors and Senior Management and the same has been circulated and posted on the Company's website. The Board of Directors and the Senior Management staff have given their declarations confirming compliance of the provisions of the above code of conduct.

# K G DENIM LIMITED

## 3. COMMITTEES OF THE BOARD

### a. Audit Committee

The terms of reference of the Audit Committee include the matters specified in Clause 49 of the Listing Agreement with the Stock Exchange and in Section 292A of the Companies Act, 1956 as follows:-

- ♣ Oversight of the Company's financial reporting process and the disclosure of its financial information.
- ♣ Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- ♣ Reviewing with management the quarterly, half-yearly and annual financial statements before submission to the Board, focussing primarily on (i) any changes in accounting policies and practices, (ii) major accounting entries based on exercise of judgment by management, (iii) qualifications in draft audit report, (iv) significant adjustments arising out of audit, (v) the going concern assumption, (vi) compliance with accounting standards, (vii) compliance with Stock Exchange and legal requirements concerning financial statements and (viii) related party transactions i.e., transactions of the Company of material nature, with promoters or with the management, their subsidiaries or relatives etc., that may have potential conflict with the interests of company at large.
- ♣ Reviewing with the management, external and internal auditors, the adequacy and compliance of internal control systems.
- ♣ Reviewing the adequacy of internal audit functions.
- ♣ Discussion with internal auditors any significant findings and follow up thereon.
- ♣ Reviewing the findings of internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- ♣ Discussion with external auditors before the audit commences nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
- ♣ Reviewing the Company's financial and risk management policies.

During the year, the Committee has met four times, as against the minimum requirement of 3 meetings and the Audit Committee meetings were held on 07.06.2012, 28.07.2012, 31.10.2012 and 31.01.2013.

Composition of the Audit Committee as on 31<sup>st</sup> March, 2013 and the attendance during the year are as under:

Name of the Director	Position	Category	No. of Meetings held	No. of Meetings Attended
Shri V Jagadisan	Chairman	Independent, Non - Executive	4	4
Shri G V S Desikan	Member	Independent, Non - Executive	4	4
Shri K N V Ramani	Member	Independent, Non - Executive	4	4

All the members of the Audit Committee are financially literate with knowledge in finance and accounts.

The head of finance function, head of internal audit and the representative of the Statutory Auditors were invited to be present at the Audit Committee meetings.

The Cost Auditors appointed by the Company under Section 233B of the Companies Act, 1956 were also invited to attend the Audit Committee Meetings.

The Director and Company Secretary acts as the Secretary to the Committee.

### b. Remuneration Committee

The Board of the Company has constituted a Remuneration Committee, comprising of 3 Independent, Non-Executive Directors viz., Shri K N V Ramani, Chairman, Shri G V S Desikan and Shri V Jagadisan as members.

The Remuneration Committee has been constituted to recommend/review the remuneration package of the Executive Chairman/Managing Directors/Whole-Time Directors.

The detail of remuneration to Directors for the year is furnished in paragraph 7.



# K G DENIM LIMITED

## c. Shareholders'/Investors' Grievance Committee

The Board of the Company has constituted a Shareholders'/Investors' Grievance Committee, comprising of Shri G P Muniappan, Chairman with Shri G V S Desikan and Shri K N V Ramani as members. The Committee also looks into redressal of Shareholders' complaints like transfer of shares, non-receipt of balance sheet, etc.

The Committee oversees the performance of the Registrar and Transfer Agents and recommend measures for overall improvement in the quality of investor services.

During the year, the Shareholders'/Investors' Grievance Committee meetings were held on 04.06.2012, 26.07.2012, 29.10.2012 and 29.01.2013.

Shri R K Sridhar, Asst. General Manager is the Compliance Officer for complying with the requirements of the Securities and Exchange Board of India and requirements of the Listing Agreement with the Stock Exchange.

The total number of complaints received and replied to the satisfaction of Shareholders during the year under review, was 14. Outstanding complaints as on 31<sup>st</sup> March 2013 were 'Nil'.

## 4. GENERAL MEETINGS

Location and date/time of the last three Annual General Meetings.

20 <sup>th</sup> AGM	28 <sup>th</sup> September 2012	9.30 a.m.	Registered Office premises, Then Thirumalai, Jadayampalayam, Coimbatore 641 302
19 <sup>th</sup> AGM	12 <sup>th</sup> August 2011	9.30 a.m.	- do -
18 <sup>th</sup> AGM	13 <sup>th</sup> August 2010	9.15 a.m.	- do -

No postal ballots were required to be used for voting at these meetings.

## 5. DISCLOSURES

There are no materially significant related party transactions that would have potential conflict with the interest of the Company at large. Details of related party transactions are given elsewhere in the Annual Report. The Register of Contracts containing the transactions in which the Directors are interested is placed before the Board regularly.

No penalty or strictures have been imposed on the Company by any regulatory authority for non-compliance of any laws.

The Company has complied with the Accounting Standards prescribed by the Institute of Chartered Accountants of India and as referred u/s 211 (3C) of the Companies Act, 1956.

## 6. MEANS OF COMMUNICATION

The Quarterly and Half yearly results are published in local dailies such as "Dinamani" and "The Financial Express" and on the company's website.

## 7. REMUNERATION TO DIRECTORS

For the financial year ended 31<sup>st</sup> March 2013, the remuneration paid to the Directors is as indicated below:-

Name of the Director & Designation	Salary Amount (Rs.)	Perquisites and other benefits (Rs.)	Total (Rs.)
Shri KG Baal Krishnan, Executive Chairman	35,01,350	-	35,01,350
Shri B Sriramulu, Managing Director	43,09,350	-	43,09,350
Shri B Srihari, Managing Director	43,09,350	-	43,09,350
Smt T Anandhi, Non-Executive Director	14,36,450	-	14,36,450
Shri A Velusamy, Director	10,17,500	82,500	11,00,000
Shri S Muthuswamy, Director & Company Secretary	11,17,500	82,500	12,00,000

The details of sitting fees paid to Non-Executive Directors for attending the Board or Committee Meetings during the financial year ended 31<sup>st</sup> March 2013 were as follows :-

Name of the Directors	Sitting Fee (Rs.)	No. of Shares held
Shri G V S Desikan	100000	200
Shri V Jagadisan	100000	Nil
Shri K N V Ramani	100000	10000
Shri G P Muniappan	20000	Nil
Shri M J Vijayaraaghavan	20000	Nil

# K G DENIM LIMITED

## 8. GENERAL SHAREHOLDER INFORMATION

1. 21 <sup>st</sup> AGM to be held on :	11.09.2013
at :	9.30 a.m.
venue :	Registered Office Premises, Then Thirumalai, Jadayampalayam, Coimbatore 641 302
2. Financial Calendar-Board Meetings (Tentative)	First Quarter - Second week of August 2013 Second Quarter - Second week of November 2013 Third Quarter - Second week of February 2014 Results for the year ending 31 <sup>st</sup> March 2014 last week of May 2014
3. Date of Book Closure	31.08.2013 to 11.09.2013 (Both days inclusive)
4. Listing of Equity Shares	Listed in Bombay Stock Exchange. The Company has paid the listing fees for the year 2013 - 2014.
5. Registrar and Share Transfer Agents	In accordance with SEBI's Circular dated 4th January 2003 directing that the work related to share registry, in physical & electronic modes, be maintained at a single point, as from 1st April 2003, both the above segments of share registry operations are now being handled by the SEBI Registered R & T Agent M/s Cameo Corporate Services Limited, at 'Subramanian Building', No.1 Club House Road, Chennai 600 002
6. Stock Code	Bombay Stock Exchange Limited - 500239
7. Demat ISIN No. for NSDL & CDSL	INE104A01012
8. Share Transfer System	The Company's shares are traded in the stock exchange compulsorily in demat mode. Both the physical and demat modes of share transfers are being handled by company's Share Transfer Agent M/s Cameo Corporate Services Limited, 'Subramanian Building', No.1 Club House Road, Chennai 600 002  The share transfer committee, which is a Board Committee, approves the transfer of shares.
9. Dematerialisation of Shares	92.31% of the total equity shares (23680841 Shares) were held in the dematerialised form as on 31 <sup>st</sup> March 2013. Trading in equity shares of the company is permitted only in dematerialised form w.e.f 26.06.2000, as per the notification of SEBI.
10. i. Details of Public Funding obtained in the last three years.	No capital from public was raised during the last three years.
ii. Outstanding GDRS/ADRS/Warrants or any convertible instrument	None
11. Plant Location	K G DENIM LIMITED, Then Thirumalai, Jadayampalayam, Coimbatore 641 302
12. Address for communication	K G DENIM LIMITED, Then Thirumalai, Jadayampalayam, Coimbatore 641 302
13. Website	www.kgdenim.com

## 9. DISTRIBUTION OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH 2013

Category	No. of Shareholders	%	No. of Shares	%
Upto 5,000	13789	84.74	2525697	9.84
5,001 - 10,000	1247	7.66	1083513	4.22
10,001 - 20,000	528	3.24	856612	3.34
20,001 - 30,000	221	1.36	581396	2.27
30,001 - 40,000	83	0.51	308059	1.20
40,001 - 50,000	117	0.72	566566	2.21
50,001 - 1,00,000	146	0.90	1143045	4.46
1,00,001 and above	141	0.87	18589017	72.46
<b>Total</b>	<b>16272</b>	<b>100.00</b>	<b>25653905</b>	<b>100.00</b>