KAPIL COTEX LIMITED

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ANNUAL REPORT 2007-2008

KAPIL COTEX LIMITED

Regd. Office: 305, Bewitching Apt., Miniland, Tank Road, Bhandup (W), Mumbai - 400 078

DIRECTORS' REPORT TO THE MEMBERS

The Directors present herewith the Twenty Fourth Annual Report together with the Statement of Accounts for the year ended March 31, 2008.

OPERTIONS:

The results of the company for the year under report after providing for depreciation and taxation show a net profit of Rs. 42,683./-. After adding thereto brought forward profit, the balance, Rs. 8,24,381/- has been carried to Balance Sheet.

LISTING:

The Equity Shares of the Company are listed on Mumbai Stock Exchange and the company has paid the Annual Listing Fees for the year 2008-2009.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- (i) in preparation of the annual accounts, the applicable accounting standards have followed along with proper explanation relating to material departures;
- ii) the 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 at the end of the financial year and of the loss of the Company for that period;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors have prepared the annual accounts on a going concern basis.

PARTICULARS OF EMPLOYEES:

The Company does not have any employee whose particulars is 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.

PARTICULARS UNDER SECTION 217 (1) (e) OF THE COMPANIES ACT, 1956:

In view of nature of activities of the company, the information regarding conservation of energy and technology absorption is not given. Lights and power were switched off whenever not necessary.

The company does not use any technology for its existing business.

Foreign Exchange Earnings

: Rs. NIL

Foreign Exchange Outgo

: Rs. NIL

COMPLIANCE CERTIFICATE:

A Compliance Certificate from a secretary in whole-time practice under Section 383A of the Companies Act. 1956 in respect of the financial year ended on March 31, 2008 is attached hereto.

AUDITORS:

M/s. Kabra Agarwal & Co, Chartered Accountants, the Auditors of the company would retire at the ensuing Annual General Meeting of the company and they are eligible for reappointment.

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

FOR AND ON BEHALF OF THE BOARD

Chairman

Mumbai. 25/06/2008