

Malwa Cotton Spinning Mills Ltd.

39th Annual Report 2014-15



THE MANAGEMENT

BOARD OF DIRECTORS: MR.JANGI LAL OSWAL (DIN00257644)

Chairman-cum-Managing Director

MR.RISHI OSWAL (DIN00202889)

MR.RAHUL OSWAL (DIN00257658) MR.ARUN KUMAR AHLUWALIA (DIN06416335)

(Nominee of PNB)

MR.GYANESHWAR BANSAL (DIN01376659) MR.SURINDER KUMAR VIG (DIN00764596) Ms. NARINDER KAUR (DIN07142179)

AUDITORS : S.C. Vasudeva & Co., New Delhi

BANKERS : Punjab National Bank

State Bank of India

Vijaya Bank

The Jammu & Kashmir Bank Ltd.

IDBI Bank Ltd. IFCI Ltd.

REGISTERED OFFICE : Industrial Area-'A',

Ludhiana-141003

WORKS : i) Village Harigarh,

Raikot Road , Barnala (Punjab)

ii) Village Patlian,

Paonta Sahib (Himachal Pradesh)

iii) Village Harian, Kohara- Machhiwara Road, Distt. Ludhiana(Punjab)

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Reg. Off: INDUSTRIAL AREA "A", LUDHIANA- 141003 Ph: 0161-2224201 Fax: 0161-5013623, CIN NO: L17115PB1976PLC003702

Website: www.malwagroup.com; E-MAIL: company.secretary@malwagroup.com

NOTICE

NOTICE is hereby given that 39th Annual General Meeting of the members of MALWA COTTON SPINNING MILLS LIMITED will be held at the Registered Office of the Company at Oswal Knit India Ltd., 230, Industrial Area-A, Ludhiana on Wednesday, the 30th day of September, 2015 at 10.00 am to transact the following Businesses:

ORDINARY BUSINESS:

- To receive, consider and adopt the Directors' Report and Audited Balance Sheet as at 31st March 2015 and Profit and Loss Account for the year ended on that date, together with Auditors' Report thereon.
- To appoint Mr. Rishi Oswal (DIN: 00202889) as Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
- To appoint Mr. Rahul Oswal (DIN: 00257658) as Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
- To appoint Auditors for the year 2015-16 and to fix their remuneration: "RESOLVED THAT pursuant to the provisions of Sections 139 of the Companies Act, 2013 ("Act") and other applicable provisions of the Act, if any and the Rules framed thereunder, as amended from time to time, and pursuant to the recommendation of the Audit Committee, M/s S.C. Vasudeva & Co., Chartered Accountants, Ludhiana (Firm Reg.No. 000235N), be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting, at such remuneration as may be fixed by the Board of Directors of the Company."

SPECIAL BUSINESS:

- 5. To appoint Ms. Narinder Kaur (DIN: 07142179) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary **Resolution:**
 - "RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms. Narinder Kaur (DIN: 07142179), in respect of whom the Company has received a notice in writing from a Member proposing her as a candidate for the office of director under the provisions of Section 160 of the Companies Act, 2013, and who is eligible for appointment as an independent Director, be and is hereby appointed as an independent Director of the Company to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 44th Annual General Meeting of the Company in the calendar year 2020."
- To Ratification of Remuneration to Cost Auditor and in this regard to consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:
 - "RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Cost Records and Audit) Amendment Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable during the year 2015-16 to M/s. Khushwinder Kumar & Co., Cost Accountants as Cost Auditors having Firm Registration No.100123 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2015-16 shall be at such remuneration as may be fixed by the Board of Directors of the Company."

By Order of the Board

Place: Ludhiana Pooja Damir Miglani Date: 30.05.2015 Company Secretary

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NOTES:

- 1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and the proxy need not be a member of the company. Proxy Form, in order to be effective, must be delivered at the Regd. office of the Company atleast 48 hours before the scheduled time of the meeting. The blank Proxy Form is enclosed.
 - A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of total share capital of company carrying voting rights. A Member holding more than ten percent of total share capital of Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person as shareholder.
- 2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. 5 and 6 of Special Business is annexed hereto and forms part of this Notice.
- 3. The Register of Members and Share Transfer Books of the company will remain closed from Sunday, the 27th September, 2015 to Tuesday, the 29th September, 2015 (both days inclusive).
- 4. Members holding shares in physical mode are requested to notify the change in their address, if any, at the earliest to the Registrar & Share Transfer Agents of the company. However, members holding shares in electronic mode may notify the change in their address, if any, to their respective Depository Participants (DPs).
- 5. Members are requested to send their queries on the accounts and operations of the Company, if any, so as to reach the Registered Office of the Company at least seven days before the meeting to enable the company to have relevant information ready at the meeting.
- 6. Members are requested to bring their Attendance slips along with their copy of Annual Report to the Annual General Meeting.
- 7. Members may also note that the equity shares of the company have been included in the list of securities for compulsory trading in dematerialized form under ISIN No. INE 272B01015. Shareholders are, therefore, advised to dematerialize their shareholding to avoid inconvenience in future. They are requested to send their Dematerialization Request Form (DRF) through their Depository Participant (DP).
- 8. Members are requested to quote their Registered Folio Number or Demat Account Number & Depository Participant (D.P.) ID Number on all correspondence with the Company.
- 9. Details under clause 49 of the listing agreement with the Stock Exchange in respect of Directors seeking appointment/reappointment at the Annual General Meeting, forms integral part of notice. The Directors have furnished the requisite declarations for their appointment/reappointment.
- 10. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in Securities Market. Members holding shares in electronic form are, therefore, requested to submit detail of PAN to their Depository Participants with whom they maintain their Demat Account(s). Members holding shares in physical form can submit their PAN to Company.
- 11. Relevant Documents referred to in the accompanying notice and the statements are available for inspection by the members at registered office of Company on all working days during business hours upto the date of Annual General Meeting.
- 12. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, Members have been provided with the facility to cast their vote electronically, through the evoting services provided by Central Depository Services Ltd, on all resolutions set forth in this Notice
- 13. Notice of the 39th Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slips is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 27th Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent through the permitted mode.

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14. PROCESS AND MANNER FOR E-VOTING:

The instructions for shareholders voting electronically are as under:

- (i) The voting period shall commence on Sunday, 27th September, 2015 at 9.30 A.M. and end on Tuesday, 29th September, 2015 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website <u>www.evotingindia.com</u> during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

•	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	 Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
	• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said
	demat account or folio in dd/mm/yyyy format.
Dividend	Enter the Dividend Bank Details as recorded in your demat account or in the company records
Bank	for the said demat account or folio.
Details	• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN 150905004 for Malwa Cotton Spinning Mills Limited to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour
 of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the
 same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xx) The Company has appointed Mr. Rajeev Bhambri, Practicing Company Secretary (Membership No. FCS 4327 & C.P. No. 9491) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xxi) The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the evoting period unblock the votes in the presence of at least two (2) witnesses not in employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- (xxii) The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.malwagroup.com two (2) days of the passing of the resolutions at the 39thAGM of the Company to be held on Monday, 2nd Day of October, 2015.
- 15. The Ministry of Corporate Affairs ("MCA") has vide Circular Nos. 17/2011 and 18/2011 dated 21st April, 2011 and 29th April, 2011, respectively, taken a 'Green Initiative in Corporate Governance', by allowing paperless compliances through electronic mode, allowing to send documents such as Notice convening General Meetings, Audited Financial Statements, Directors' Report, Auditors' Report, etc. and any other Notice/Documents, henceforth in electronic form in lieu of the paper form.

We strongly urge you to support your Company's concern for this 'Green Initiative' by opting for electronic mode of communication. You are requested to please register your e-mail ID with your Depository Participant (DP), if you hold the Company's shares in electronic form, under intimation to the Registrar & Share Transfer Agents through your registered e-mail ID. However, if you hold the shares in physical form then you may register your e-mail ID with Registrar & Share Transfer Agents of the Company by sending a letter under your Registered Signature at the below mentioned address:

MAS SERVICES LIMITED

Regd. Off-T-34, 2nd Floor, Okhla Indusrial Area, Phase-II,

New Delhi-110020 Phone: 011-26387281, 82, 83

By Order of the Board

Place: Ludhiana
Date: 30.05.2015

Pooja Damir Miglani
Company Secretary

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EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 ITEM NO. 5

Ms. Narinder Kaur (holding DIN 07142179) joined the Board as an Additional woman Director on April 6th,2015 pursuant to relevant provisions of Companies Act 2013, and hold office upto the date of the 44th Annual General Meeting of the Company. She has experience in Textiles.

The Company has received notice in writing under the provisions of section 160 of the Companies Act, 2013, from a Member proposing the candidature of her for the office of Independent Woman Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

The resolution seeks the approval of members for the appointment of Ms Narinder Kaur as an Independent Woman Director of the Company for a period of five years pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. She will not be liable to retire by rotation.

In the opinion of the Board of Directors, Ms. Narinder Kaur, the Independent Woman Director proposed to be appointed, fulfill the conditions specified in the Act and the Rules made there under. The Board considers that their continued association would be of immense benefit to the Company.

No Director, Key Managerial Personnel or their relatives, except Ms. Narinder Kaur, to whom the resolution relates/s is interested or concerned in the resolution.

The Board recommends the resolution set forth in item no. 5 for the approval of members.

ITEM NO.6

The board of directors has not approved the remuneration of M/s. Khushwinder Kumar & Co, Cost Auditor of the company at its board meeting held on 30-05-2015. It is pursuant to rule made in terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule under Companies (Audit and Auditors) Amendments Rules, 2014, and it is required to ratify the remuneration of cost auditor for the year 2015-16, but board has not approved the same. The board recommends resolution for delegation of authority to approve the remuneration of M/s. Khushwinder Kumar & Co, Cost Auditor. The resolution for ratification of cost auditor will be moved at any next meeting of shareholders to be held after this ensuing AGM.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the said Resolution.

By Order of the Board

Place: Ludhiana
Date: 30.05.2015

Pooja Damir Miglani
Company Secretary



 $\underline{Information\ pursuant\ to\ clause\ 49\ of\ the\ Listing\ Agreement\ in\ respect\ of\ Directors\ seeking\ Appointment/\ Reappointment\ at\ the\ 39^{th}\ Annual\ General\ Meeting:-$

Name of Director	Mr. Rishi Oswal (00202889)	Mr. Rahul Oswal (00257658)	Ms. Narinder Kaur (07142179)
Date of Birth	26.11.1972	07.01.1974	01.08.1965
Expertise	Textile & Apparel Industry	Textile & Apparel Industry	Textiles
Qualification	Graduate	Graduate	Graduate
Shareholding in company	NIL	NIL	NIL
Relationship inter- se	Son of Mr. Jangi Lal Oswal	Son of Mr. Jangi Lal Oswal	Not Applicable
Directorship in other Companies	Malwa Industries Limited, Oswal Multimedia K.I.D Ltd, Malwa Capital and Finance Ltd, Jangi growth Fund Pvt. Ltd., Rishi Growth Fund Pvt. Ltd., Neelam Growth Fund Pvt Ltd, Oswal Exim Trade Limited, Malwa Corp Pvt. Ltd, Oswal Corp Ltd., Oswal Wool & Allied Ltd	Malwa Industries Ltd, Oswal Corp. Ltd, Malwa Corp. Ltd, Oswal Multimedia K.I.D. Ltd	Malwa Industries Limited
Membership/ Chairman Ship in the Committees of the Board in other Companies	NIL	NIL	NIL



Regd. Off: INDUSTRIAL AREA "A", LUDHIANA- 141003 Ph: 0161-2224201 Fax: 0161-5013623, CIN NO: L17115PB1976PLC003702 Website: www.malwagroup.com; EMAIL: company.secretary@malwagroup.com

Please fill in att	ATTENDANCE SLIP endance slip and hand it over at the entrance of the factory.		
i icase iiii iii att	endance sup and hand it over at the entrance of the factory.		
Name and addre	ess of the shareholder Folio No	D.:	
No. of shares he			
I hereby record	my presence at the Annual General Meeting of the Company h	eld on Wednesday,	the 30 th day of
September, 201	5 at 10:00 a.m. at Oswal KnitIndia Limited, 230, industrial Area-	A, Ludhiana.	
SIGNATURE (OF THE SHAREHOLDERS OR PROXY		
	PROXY FORM		
Name of the me	ember(s): Registered Address:		
DP. ID*:	Folio No.:		
Client ID*:	No. of Share(s) held:		
I/We, being the	member/members of MALWA COTTON SPINNING MILLS	LIMITED, hereby	appoint:
1 Nama	2 Nama 2 Nama		
1. Name	2.Name 3. Name Address Address		
	E-mail id E-mail id		
L man id	E man id E man id		
Signature or fai	ling him/her Signature or failing him/her	Signature	
C		C	
Resolution	Resolution	I/We assent to	I/We dissent to
No.		the Resolution	the Resolution
	Ordinary Business	For	Against
1.	Consider and adopt Audited Financial Statements, Reports of		
	the Board of Directors and Auditors.		
2.	To appoint Mr. Rishi Oswal (DIN: 00202889) as Director		
	of the Company, who retires by rotation in terms of Section		
	152(6) of the Companies Act, 2013 and being eligible, offers		
	himself for re-appointment.		
3	To appoint Mr. Rahul Oswal (DIN: 00257658) as Director		

as my/our proxy to attend and vote for me/us on my/our behalf at the 39 th Annual General Meeting of the Company
to be held on Wednesday, the 30 th day of September, 2015 at 10:00 a.m. and at any adjournment thereof in respect
of such resolutions as are indicated below:

Auditor and fixing

their

Signed this ___ day of ____2015. Signature * Applicable for investors holding shares in electronic form. Notes:

himself for re-appointment.

Independent Director.

remuneration.

Appointment of Statutory

Special Business

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5.

6.

Affix Revenue Stamp

- (i) A Member entitled to attend & vote at the meeting is entitled to appoint a proxy to attend & vote on poll instead of himself/herself.
- (ii) The proxy form duly signed across the revenue stamp of Re. 1/- should reach the Company's Regd. Office at least 48 hours before the scheduled time of the meeting.

of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers

Appointment of Ms. Narinder Kaur (DIN-07142179) as an

Ratify the remuneration of Cost Auditor for FY 2015-16



DIRECTORS' REPORT

Dear Members,

The Directors of your Company are pleased to present their 39th Annual Report on the business of the Company together with the Audited Accounts of the Company for the year ended on 31st March, 2015.

1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous years are given hereunder:

(Rs Lacs)

Particulars	2014-15	2013-14
Total Revenues	11201.69	18904.94
Profit/(loss) before interest & depreciation	(3403.16)	(4485.94)
Less :Financial Expenses	27.00	48.39
Profit/(loss) before depreciation	(3430.16)	(4534.33)
Less: Depreciation	257.50	331.34
Profit after depreciation and interest	(3687.66)	(4865.67)
Net profit/(loss) after tax	(3687.66)	(4865.67)
Amount transferred to General Reserve		
Earning per Share (Basic)	(50.37)	(65.16)
Earning per Share (Diluted)	(20.32)	(42.59)

2. YEAR IN RETROSPECT

M/s Malwa Cotton Spinning Mills Ltd (MCSML), based on its audited balance sheet as at 31st March,2013 had filed a reference under Sick Industrial Companies (Special provisions) Act 1985 and the reference was registered on 24th May, 2013 with Board for Industrial & Financial Reconstruction (BIFR).

The Company has recorded net loss before depreciation, interest & tax of Rs 3403.16 lac as compared to previous year loss before depreciation, interest & tax of Rs.4485.94 lac.

The performance of the Company deteriorated due to volatility and uncertainty in cotton prices, sudden glut in the synthetic yarn market, closure of dyeing units resulting in accumulation of fabric stock and above all undue delay in disbursing of need based funds by lenders in the past proved fatal & detrimental. Poor export demand and excess spinning capacity further resulted in accumulation of stock, hence crash of prices in the domestic market. Increase in power cost, high cost of labour and general increase in input costs resulted in poor performance of the company. These factors adversely affected the capacity utilization of the Company.

During the year, the Company has achieved total production of 36.59 lac kgs for all types of yarns compared to previous year's production of 66.48 lac kgs. The Cotton Yarn production was 4.63 lac kgs against 8.56 lac kgs in the previous year and other yarns production was 31.96 lac kgs against 57.92 lac kgs. in the previous year. Thread production of 10.71 lac kgs was also achieved by the company against 19.57 lac kgs in the previous year.

TURNOVER

During the year, your Company has recorded gross sales of Rs 11071.25 lac against Rs. 18838.16 lac in the previous year. The Company has achieved Yarn sale of Rs 5667.41 lac, Thread sale of Rs 5080.38 lac and others of Rs 323.46 lac in the current year ended on 31^{st} March, 2015 against sale of Yarn Rs. 10306.65 lac , Thread Rs.7893.91 lac and others Rs. 637.60 lac in the previous year. Export of Yarn was at Rs.754.39 lac (CIF) against Rs. 677.56 lac (CIF) in the previous year.

BARNALA UNIT

The Barnala unit has achieved production of 18.37 lac kgs of Yarn and capacity utilization at minimal levels in the current year.

PAONTA SAHIB UNIT

The Paonta Sahib unit was operating at low capacity utilization and had production of 8.97 lac kgs of yarns.