



# 10TH ANNUAL REPORT

2018-2019



A MOMENT OF STYLE

## MANOMAY TEX INDIA LIMITED

### COMPANY INFORMATION

#### BOARD OF DIRECTORS

**Kailashchandra Hiralal Laddha**

Chairman

**Mahesh Kailashchandra Ladha**

Whole Time Director

**Kamlesh Kailashchand Ladha**

Whole Time Director

**Yogesh Laddha**

Managing Director

**Pallavi Laddha**

Whole Time Director

**Basant K Porwal**

Independent Director

**Dilip Balkrishan Porwal**

Independent Director

**Shriniwas Shivraj Bhattad**

Independent Director

#### AUDITORS

B. Maheshwari & Company, Bhilwara

#### BRANCH AUDITORS

S.N.Randar & Associates, Ichalkaranji

#### COMPANY SECRETARY

Prateek Jain

#### CHIEF FINANCIAL OFFICER

Bharat Agal

#### CIN NO

L18101RJ2009PLC028647

#### REGISTERED OFFICE

32, HEERA PANNA MARKET

GANDHI NAGAR, PUR ROAD

BHILWARA-311001 (Raj.)

Ph. 01482-246983

Web:-[www.manomaytexindia.com](http://www.manomaytexindia.com)

Email:- [manomaytex@yahoo.in](mailto:manomaytex@yahoo.in)

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**NOTICE**

Notice is hereby given that the 10<sup>TH</sup> Annual General Meeting of the members of the M/s Manomay Tex India Limited will be held at the registered office of the company at 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj) on Wednesday 14.08.2019 at 11:30 A.M. to consider and transact the following business:-

**ORDINARY BUSINESS:-**

1. To receive consider and adopt the Director's Report and the Audited Statement of Accounts together with Auditor's Report thereon for the financial year ended 31<sup>st</sup> March 2019.
2. To Appoint Directors in place of Mrs. Pallavi Laddha who is liable to retire by rotation and is being eligible, offer herself for re- appointment.

**SPECIAL BUSINESS:-**

**Item No. 1:- Ratification of Cost Auditors' Remuneration:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory, modification or re-enactment thereof for the time being in force) and the Rules made there under, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 15,000/- ( Rupees Fifteen Thousand) plus GST and re-imbursement of out-of-pocket expenses payable to M/s Avnesh Jain & Co., who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2019-20."

Dated : 05.07.2019

Place : Bhilwara

FOR & ON BEHALF OF THE BOARD



YOGESH LADDHA  
[DIN : 02398508]  
MANAGING DIRECTOR

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**Note:-**

1. The Company is listed with BSE on SME platform.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him/herself and proxy need not be a member. The proxies to be effective should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
4. Members/Proxies should fill Attendance Slip for attending the meeting.
5. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Listing Regulation (Including any Statutory Modification or re-enactment thereof for the time being in force), the Company is not providing e-Voting facility as per Provisions of Companies Act, 2013, as SME listed Company is not Mandatory to provide E-voting Facility.
6. The register of the Members and share Transfer book of the company shall remain closed from 10.08.2019 to 14.08.2019 (both days inclusive)
7. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries received only at the meeting.
8. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Regd. office of the Company on all working days, during business hours up to the date of the Meeting.
9. The Securities and Exchange Board of India (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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Share registrars and Transfer Agents.
10. Members holding shares in physical form and who have not registered their email IDs are requested to register their email IDs with the Company's Share Registrars and Transfer Agents.
11. Members are requested to notify the change in their address to the company and always quote their folio number in all correspondence with the company.



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12. Members who are holding shares in identical names in more than one folio are requested to send to the Registrar and Share Transfer Agent ('RTA'), the details of such folios together with the share certificates for consolidating their holdings into one folio. The share certificates will be returned to the Members after making requisite changes thereon.
  13. Securities and Exchange Board of India has mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities / Registrars and Share Transfer Agents with effect from 1st April 2019. Therefore, members holding share(s) in physical form are requested to immediately dematerialize their shareholding in the Company. Necessary prior intimation in this regard was provided to the shareholders.
  14. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31<sup>st</sup> March, 2019 is uploaded on the Company's website [www.manomaytexindia.com](http://www.manomaytexindia.com) and may be accessed by the members and also on the website of the Bombay Stock Exchange Ltd. [www.bseindia.com](http://www.bseindia.com)
  15. Electronic copy of the Annual Report for 2018-19 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2018-19 is being sent in the permitted mode and members are requested to bring their copy of the Annual Report with them at the meeting.
  16. Route Map showing directions to reach to the venue of the AGM is given as per the requirement of the Secretarial Standards-2 on "General Meeting."
  17. A statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto.

**Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013**

**Item No. 1**

Pursuant to Section 148 of the Act, the Company is required to have the audit of its cost records by a cost accountant in practice. The Board of Directors has approved the appointment of M/s Avnesh Jain & Co. as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2019-20, at a remuneration of Rs. 15,000/- (Rupees Fifteen Thousand) plus GST & re-imbursement of out-of-pocket expenses.

The Board recommends the Resolution at Item No.1 of the accompanying Notice for ratification of the Cost Auditors' remuneration by the Members of the Company.

None of the Directors or KMP of the Company or their respective relatives are concerned or interested in the Resolution at Item No.1 of the accompanying Notice.

Dated : 05.07.2019  
Place : Bhilwara

FOR & ON BEHALF OF THE BOARD



YOGESH LADDHA  
[DIN : 02398508]  
MANAGING DIRECTOR

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**BRIEF RESUME OF THE DIRECTOR(S) SEEKING RE-APPOINTMENT AT THE 10<sup>TH</sup> ANNUAL GENERAL MEETING TO BE HELD AT AUGUST 14, 2019.**

Name	Mrs. Pallavi Laddha
DIN	06856220
Date of Birth	21.01.1981
Qualifications	MBA
Expertise in specific functional areas	She is the Promoter and Whole Time Director of our Company. She has been re-appointed as Whole Time Director w.e.f. January 16, 2017. She is currently engaged in the Human Resources and Financial Management of the Company.
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	NIL
Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)	NIL
Number of equity shares held in the Company	551500
Relationships with other Directors, Manager and other Key Managerial personnel	Wife of Yogesh Laddha (MD)
Details of remuneration paid / sought to be paid	Rs. 120000/- per month
Number of meetings of the Board attend during the year	7



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**Form No. MGT-11**

**Proxy form**

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

CIN: L18101RJ2009PLC028647

Name of the company: M/s Manomay Tex India Limited

Registered office: 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj)

Name of the member (s) :

Registered address :

E-mail Id:

Folio No/ Client Id :

I/We, being the member (s) holding..... shares of the above named company, hereby appoint

Name: .....

Address:

E-mail Id:

Signature:....., or failing him

Name: .....

Address:

E-mail Id :

Signature:.....,

as my/our proxy to attend and vote (on a poll) on my/our behalf at the Annual General Meeting of the company, to be held on Wednesday 14.08.2019 at 11:30 A.M. at 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj) and at any adjournment thereof.

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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**ATTENDANCE SLIP**

1	Name of The Attending Member (In Block Letter)	
2.	Registered folio no.	
3.	Name of proxy (in block letters)  (to be filled if the proxy attends instead of the member)	

**No of Shares held .....**

I hereby record my presence at Annual General Meeting of the Company at 32, Heera Panna Market, Pur Road, Bhilwara - 311001 (Raj) on Wednesday 14.08.2019 at 11:30 A.M.

Member's / Proxy's Signature

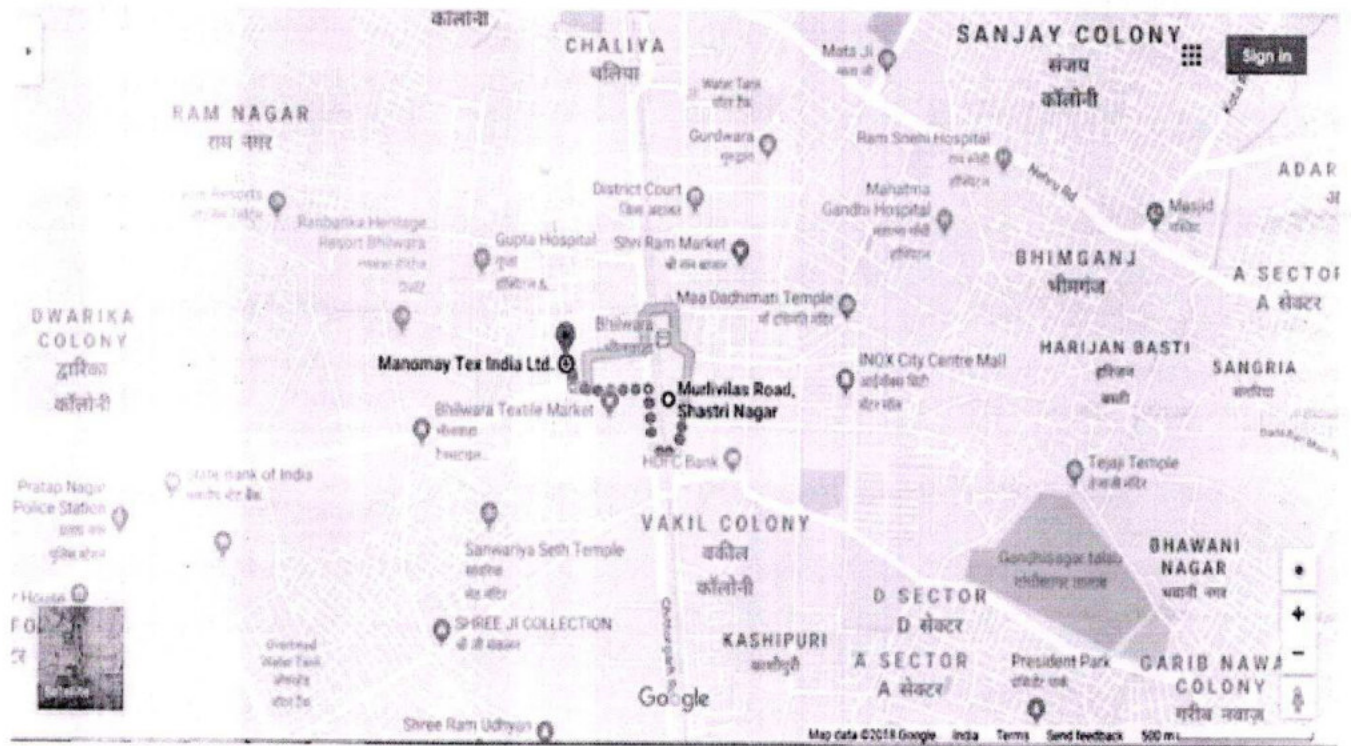
**Note: - Please fill up this attendance slip and hand it over at the entrance of the meeting hall.**



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## Route Map to the venue of the AGM



### BOARD REPORT

Dear Members,

Your Directors have pleasure in presenting Annual report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31<sup>st</sup> March, 2019.

#### 1. FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY:-

Particulars	2018-19	2017-18
Revenue from operation	37662.18	28603.68
Other Income (including Job Income)	0.00	0.12
Total Income	37662.18	28603.80
Profit before Financial Expenses, Depreciation, amortization and Taxation	2546.16	1775.81
Less: Financial expenses	734.61	584.58
Operating profit before Depreciation, amortization & Taxation	1811.55	1191.23
Less: Depreciation & amortization written off	975.09	561.34
Profit before Extraordinary Items and Taxation	836.46	629.89
Less: Extraordinary Items	98.76	0.00
Profit before Taxation	737.70	629.89
Less : Provision for Taxation		
Current Tax	151.87	128.43
Deferred Tax	182.83	169.00
Profit after Taxation	403.00	332.46
Add: Balance brought forward	815.75	483.29
Profit available for appropriation	1218.75	815.75

#### 2. OPERATIONS:-

Your Directors are pleased to inform the members that during the year under review, your company reported encouraging performance. Company's exports increasing year after year and during the year under review the export sale has gone up from ₹6722.14 Lacs to ₹15661.26 Lacs registering an increase of 2.33 times. This becomes possible due to improved quality of denim Fabrics and good service to our customers. The overall operating Income of the Company during the F.Y. 2018-19 is of Rs. 37662.18 Lacs, which is increased by 31.67% as compared to previous year. During the year PBT before extraordinary item is Rs. 836.46 Lacs as compared to previous year of Rs. 629.89 Lacs which showed an increase by 32.79%. This was possible due to the better working capital management & effective cost control.

#### 3. TRANSFER TO RESERVES:-

The Company proposes not to transfer any amount to the reserves and an amount of Rs. 403.00 Lacs proposed to be retained in the Profit & Loss A/c.

#### 4. DIVIDEND:-

In view of the planned business growth, your directors deem it proper to conserve the resources of the Company for its activities/ expansion and therefore, do not propose any dividend for the F.Y. ended 31.03.2019 and carried forward the net profit balance to the next year.

