

**MANOMAY**

A MOMENT OF STYLE

**REGISTERED OFFICE**

📍 32 Heera Panna Market, Pur Road Bhilwara Rajasthan 311001 📞 +91 1482 - 246983 ✉️ [yogesh@manomaytexindia.com](mailto:yogesh@manomaytexindia.com)

**BRANCH OFFICE**

📍 11/296, Industrial Estate Near Arvind Process, Ichalkaranji, Maharashtra 416115 ✉️ [mahesh@manomaytexindia.com](mailto:mahesh@manomaytexindia.com)

**FACTORY ADDRESS**

📍 Aaraji No. 5,6,7 Near Toll Plaza Jojro Ka Kheda, Bhilwara Chittor Road, Gangrar Rajasthan 312901



# 12<sup>TH</sup> ANNUAL REPORT 2020-2021



MAOMAY TEX INDIA LIMITED  
CIN L18101RJ2009PLC028647  
REGD. OFFICE: 32, HEERA PANNA MARKET  
PUR ROAD, BHILWARA - 311001 (RAJASTHAN)  
PH: - 01482-246983 EMAIL: YKLADDHA@HOTMAIL.COM WEBSITE: WWW.MANOMAYTEXINDIA.COM

**COMPANY INFORMATION**  
**BOARD OF DIRECTORS & KMP ARE AS FOLLOWS:-**

S. NO.	NAME	DIRECTORS & KMP
1.	SHRI KAILASHCHANDRA HIRALAL LADDHA	CHAIRMAN
2.	SHRI YOGESH LADDHA	MANAGING DIRECTOR
3.	SHRI MAHESHCHANDRA KAILASHCHANDRA LADHA	WHOLE TIME DIRECTOR
4.	SHRI KAMLESH KAILASHCHAND LADHA	WHOLE TIME DIRECTOR
5.	SMT. PALLAVI LADDHA	WHOLE TIME DIRECTOR
6.	SHRI BASANT KISHANGOPAL PORWAL	INDEPENDENT DIRECTOR
7.	SHRI DILIP BALKISHAN PORWAL	INDEPENDENT DIRECTOR
8.	SHRI SHRINIWAS SHIVRAJ BHATTAD	INDEPENDENT DIRECTOR
9.	SHRI RAJ KUMAR CHECHANI	CHIEF FINANCIAL OFFICER
10.	SHRI KAMESH SHRI SHRI MAL	COMPANY SECRETARY

**AUDITORS**

M/S B. MAHESHWARI & COMPANY, BHILWARA

**BRANCH AUDITORS**

M/S S.N.RANDAR & ASSOCIATES, ICHALKARANJI



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## CHAIRMAN'S MESSAGE



It has been a long and exciting journey since we started as Dhanlaxmi Group in 1978. We saw our major breakthrough when we changed our name to Manomay Tex India in 2009 and launched ourselves as one of the leading producer and manufacturers of Denim products. Laden with an experience of more than 35 years, our aim was to strike gold when I founded this project.

We, as a team of highly professional and qualified experts are always on the lookout to better ourselves in every possible way. The high-end technology used in our factories is constantly upgraded to ensure that our name in the Denim textile industries leave a mark on our customers.

We know that the market demands change every day. Hence, we always make sure that our team of expert managers are always on their toes to meet end-to-end technology to serve our clients better. Our mission is to constantly improve ourselves on the front of interacting with our clients and customers.

**Warm Regards**

**Kailashchandra Laddha**

Chairman





## MANAGING DIRECTOR' MESSAGE



### 'LEARN FROM PAST LIVE FOR PRESENT & HOPES FOR FUTURE'

We live in a globalised world where gadgets reduce our distances. customers are transforming faster than us. hence, with latest innovations and quality developments we assure them about current trends.

We at MTIL always believe in stay focus & keep moving towards our goals. Our strength is efficient working. Our passion is focus on targets and achieve them in lesser time .and with whole hearted dedication towards work motivates us all the time.

We always focused on customer's requirements. Quality planning consists the developing the products . and try to meet with our customer's requirements.

We always look forward a long lasting relations customers.

**Warm Regards,**

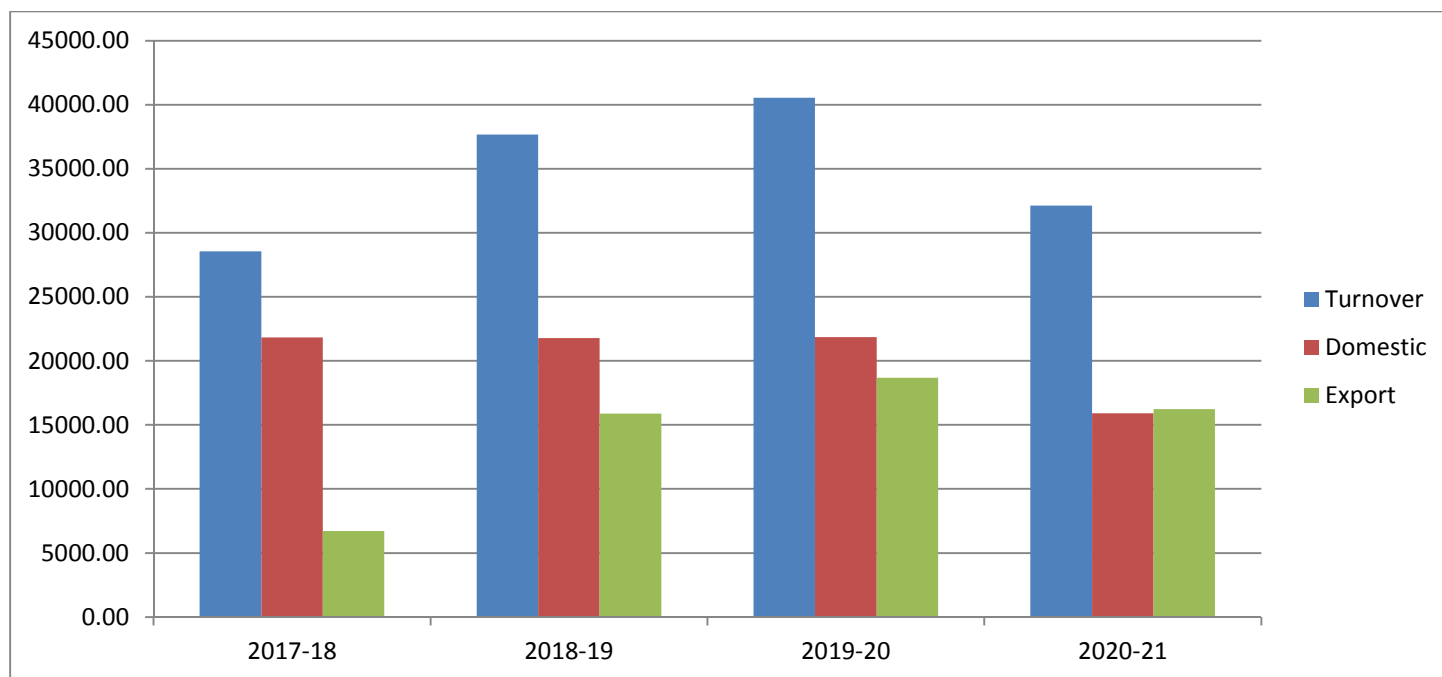
**Yogesh Laddha**

Managing Director

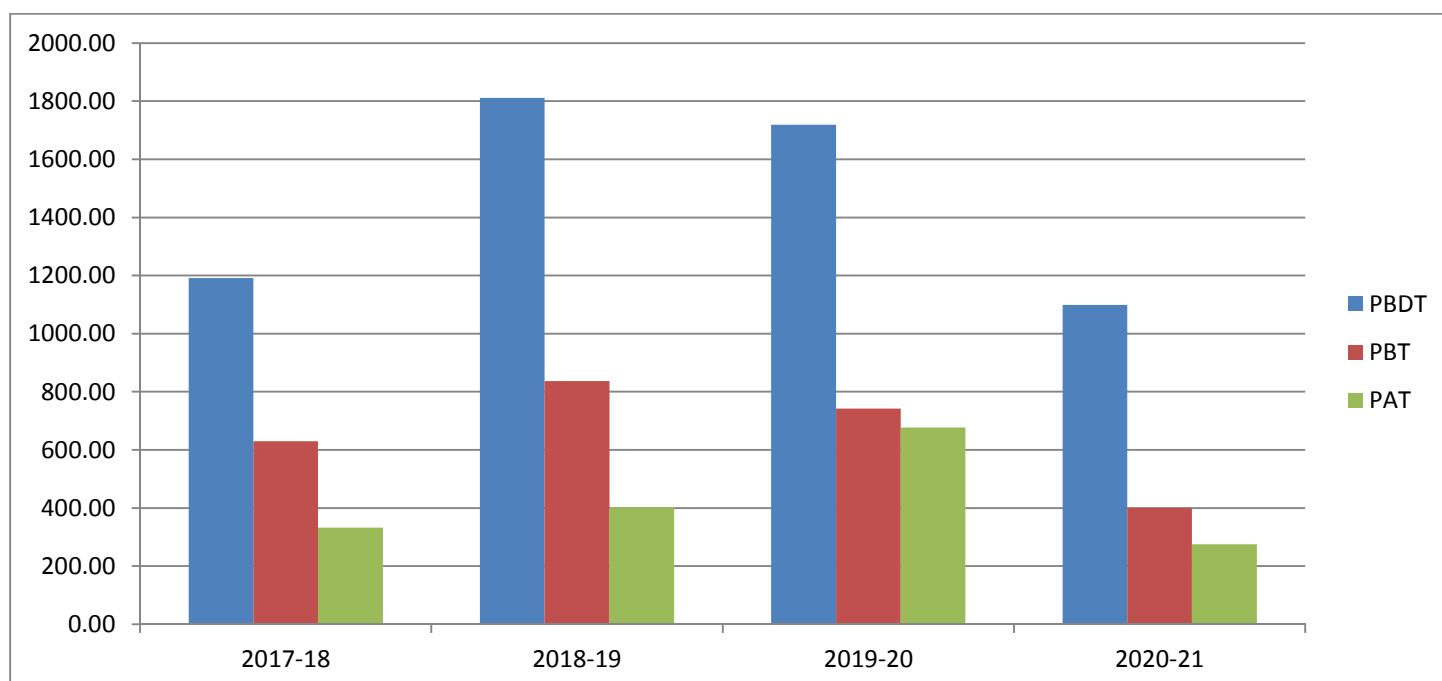


## FINANCIAL HIGHLIGHTS

### TURNOVER (RS. IN LACS)



### PBDT, PBT & PAT (RS. IN LACS)



## NOTICE

Notice is hereby given that the 12<sup>th</sup> Annual General Meeting of the Shareholders of the M/s **Manomay Tex India Limited** will be held on Saturday 25.09.2021 at 12:00 NOON (IST) through Video Conferencing (VC)/ Other Audio Visual Means ("OAVM"), 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 2021.
2. To Appoint Directors in place of Mr. Kamlesh Kailashchand Ladha [DIN: 03520135] who is liable to retire by rotation and is being eligible, offer himself for re- appointment.

### SPECIAL BUSINESS:-

#### **Item No. 3:- Ratification of Remuneration of Cost Auditors for the Financial Year 2021-22:**

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 (3) 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., Cost Accountants (Firm Reg.No.101048) who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2021-22, be and is hereby ratified and approved.

#### **Item No. 4:- Approval for Re-appointment of Maheshchandra Kailashchandra Ladha as Whole Time Director:-**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force) or any other law and subject to such consent, approval and permission as may be necessary in this regard, the company hereby approve the Re-appointment and terms of remuneration of Mr. Maheshchandra Kailashchandra Ladha [DIN : 02333125] S/o Sh. Kailashchandra Hiralal Laddha, as an Executive Director, designated as Whole Time Director of the Company whose Re-appointment was made by the board in their meeting held on 31.05.2021 for the period from 09.08.2021 to 08.08.2024, upon such terms & conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to Directors to alter and vary such terms of Re-appointment and remuneration so as to not exceed the limits specified in Schedule V of the Companies Act, 2013, as may be agreed by the Board of Directors and Mr. Maheshchandra Kailashchandra Ladha.

**"RESOLVED FURTHER THAT** the said remuneration by way of salary and perquisites shall also be paid to Mr. Maheshchandra Kailashchandra Ladha, in the event of loss or inadequacy of profit in any financial year.

Dated : 31/08/2021  
Place : Bhilwara

**FOR & ON BEHALF OF THE BOARD**

**SD/-**  
**YOGESH LADDHA**  
**[DIN : 02398508]**  
**MANAGING DIRECTOR**



**Note:-**

1. The Company is listed with BSE on SME platform.
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and Annual general meeting(AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing Annual General Meeting (AGM) through VC/OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for themembers is not available for this Annual General Meeting (AGM). However, the Body Corporates are entitled to appoint authorised representatives to attend the Annual General Meeting (AGM) through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the Annual General Meeting (AGM) in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the Annual General Meeting (AGM) through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding),Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the Annual General Meeting (AGM) without restriction on account of first come first served basis.
5. The attendance of the Members attending the Annual General Meeting (AGM) through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule20 of the Companies (Management and Administration) Rules, 2014 (as amended)and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the Annual General Meeting (AGM). For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue e-voting on the date of the Annual General Meeting (AGM) will be provided by NSDL.
7. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [somanics@gmail.com](mailto:somanics@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
8. The register of the Members and share Transfer book of the company shall remain closed from **18.09.2021** to **25.09.2021** (both days inclusive)
9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <http://manomaytexindia.com/notice.html> (Report Link) The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. AGM has been convened through VC in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

11. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, shall be available for inspection upon login at NSDL e-voting system at <https://www.evoting.nsdl.com/cs@manomaytexindia.com>.
12. 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 from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [cs@manomaytexindia.com](mailto:cs@manomaytexindia.com). Replies will be provided in respect of such written queries received only at the meeting.
13. 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.
14. 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.
15. 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.
16. 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.
17. 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.
18. 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.
19. Electronic copy of the Annual Report for 2020-21 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 2020-21 is being sent in the permitted mode and members are requested to bring their copy of the Annual Report with them at the meeting.
20. 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.

## **E-voting**

### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-**

**The remote e-voting period begins on September 22, 2021 at 09:00 A.M. (IST) and ends on September 24, 2021 at 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18.09.2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 18, 2021.**

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*