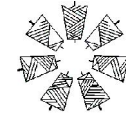


BOOK - POST



NEPC TEXTILES LIMITED

To

19th ANNUAL REPORT 2011-2012

If undelivered, please return to :
NEPC Textiles Limited
36, Wallajah Road
Chennai - 600 002

BOARD OF DIRECTORS

Shri Ravi Prakash Khemka (*Chairman*)
Shri Raj Kumar
Shri Tirupathi Kumar
Shri Rakesh Gupta
Shri S. Rajendran

COMPANY SECRETARY

Mr. N.Padmanabhan

AUDITORS

Mr. A.Nageswaran
Pappammal Illam
No. 7, Bharat Road, Ram Nagar,
Coimbatore - 641 009

**REGISTERED OFFICE
& FACTORY**

SF 256, Kannampalayam Village
Palladam Taluk, Coimbatore 641402

CORPORATE OFFICE

36, Wallajah Road, Chennai - 600 002
Tamilnadu

BANKERS

IDBI Bank Ltd.
ICICI Bank Ltd.

AUDIT COMMITTEE

Shri Tirupathi kumar
Shri Rakesh Gupta
Shri S.Rajendran

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**CASH FLOW STATEMENT FOR THE YEAR ENDED 30TH SEPTEMBER 2012
PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT**

₹ in Lakhs

Particulars	For the year ended 30-09-2012	For the year ended 30-09-2011
A. Cash Flow from Operating Activities		
Net profit before tax & Extra ordinary items	21.32	-
Adjustment for		
Depreciation net	-	-
Deferred Revenue Expenditure	-	-
Operating Profit before Working Capital Changes	21.32	-
Adjustment for		
Trade and Other Receivables	(42.67)	-
Inventories	-	-
Trade Payables & Other Liabilities	23.50	(6.32)
Cash Generated from Operations	-	-
Net Cash from Operating Activities (A)	-	-
B. Cash Flow From Investing Activities		
Net Purchase of Fixed Assets	-	-
Purchase of Investments	-	-
Net Cash from Investing Activities (B)	-	-
C. Cash Flow from Financing Activities		
Secured Loan	-	-
Unsecured Loans	(2.00)	-
Net Cash from Finance Activities (C)	-	-
Net increase/Decrease in Cash and Cash Equivalents (A+B+C)		
Cash & Cash Equivalents as on 01.10.11 (Opening Balance)	0.27	
Cash & Cash Equivalents as on 30.09.12 (Closing Balance)	0.41	

For & on behalf of the Board
Ravi Prakash Khemka **Raj Kumar Tirupathi Kumar**
Chairman sd/- sd/-
Director Director
Sd/-
N. Padmanabhan

Company Secretary
29th October, 2011

REPORT OF AUDITORS ON CASH FLOW STATEMENT

We have examined the above cash flow statement of **NEPC TEXTILES LIMITED** for the year ended 30.09.2012. The Statement has been prepared in accordance with the requirements of listing agreement with Stock Exchange and is based on and derived from the audited accounts of the Company for the year ended 30th September 2012.

For **A. Nageswaran**
Chartered Accountant
Sd/-

Membership No: 200/23911
Place : Coimbatore
29th October, 2012

NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that the Nineteenth Annual General Meeting of the members of the Company will be held on Friday, the 28th day of December 2012 at 10.00 A.M. at 1678, Trichy Road, Ramanathapuram, Coimbatore – 641 045 to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 30th September, 2012 and the Profit and Loss Account for the year ended on that date and Reports of the Directors and Auditors thereon.
2. To appoint a Director in the place of Mr. Rakesh Gupta, who retires by rotation and being eligible, offers himself to re-appointment.
3. To appoint a Director in the place of Mr. Rajendran, who retires by rotation and being eligible, offers himself to re-appointment.
4. To appoint Auditors and to fix their remuneration and for this purpose to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT The M/s. M. Dinesh Kumar & Co., Chartered Accountant, No: 165, Strahans Road, Chennai-600012 be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company, on a remuneration that may be fixed by the Board."

(By Order of the Board)
For **NEPC Textiles Limited**
Sd/-

Place : Chennai
Date : 29-10-2012

Ravi Prakash Khemka
Chairman

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote in his stead and the proxy need not be a member of the Company. The instrument of proxy should, however, be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. The Auditor, Mr. A. Nageswaran, Chartered Accountant, Coimbatore retiring at the forth coming Annual General Meeting has informed the Company, not seeking further appointment as Auditors of the Company. Therefore, the Board recommends the appointment of M/s. M. Dinesh Kumar & Co., No: 165, Strahans Road, Chennai-600012 as statutory auditor. M/s. M/s. M. Dinesh Kumar & Co, Chartered Accountants have given their consent to act as the Auditor of your Company, if appointed and also a certificate in terms of section 224(1B) of the companies Act, 1956. Pursuant to the provisions of section 190 of the Companies Act, 1956 members are required to consider this notice of Annual General Meeting as a special notice in respect of item no.4.
3. Members are requested to notify immediately any change in their address to the Company.
4. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting.
5. Members are requested to bring their copies of Annual Report to the Meeting.
6. Members are already informed that Securities and Exchange Board of India (SEBI) have made it compulsory for all investors to trade the Company's securities in dematerialisation form, effective 27-11-2000. Members are, therefore, requested to avail of dematerialisation facility.
7. Members with identical order of names who are holding in multiple Folios are requested to write to the Company to consolidate their holdings into one Folio.
8. Members who hold share in the physical form can nominate a person in respect of all the share held by them singly or jointly. Members who holds share in single name are advised, in their own interest, to avail of nomination facility by filling Form 2B. Members who hold share in the dematerialised form may contact their Depository Participant for recording nomination in respect of their shares.
9. At this Annual General Meeting Mr. Rakesh Gupta, Director of the Company retires by rotation and being eligible, offers himself for re-appointment to the Board.

The brief background, and the functional expertise of the Directors proposed for reappointment is furnished below along with details of companies in which he is a Director.

(a) Mr. Rakesh Gupta aged about 39, has an MBA, qualification, having 12 years of experience in different organisations in Sales & Marketing, Administration, Commerce and Liaisoning and is associated with the Company as Director with effect from September, 2007. Details of other Directorships held by him:- Director in the Boards of NEPC India Limited, NEPC Textiles Limited, NEPC Agro Foods Limited, National Wind Power Corporation Limited.

(b) Mr. S. Rajendran, aged about 76, has an Msc, qualification, having 30 years of experience in international Trade, Finance and Administration and is associated with the Company as Director with effect from September, 2007. Details of other Directorships held by him:- Director in the Boards of NEPC India Limited, NEPC Agro Foods Limited, National Wind Power Corporation Limited and Sai Televisions Limited.

(By Order of the Board)
For NEPC Textiles Limited

Sd/-

Ravi Prakash Khemka
Chairman

Place : Chennai
Date : 29-10-2012

20. Balance Sheet abstract and Company's General Business Profile
i) Registration Details

Registration No.	08610
State Code	181
Balance Sheet Date	30th September, 2012

ii) Capital raised during the year

Public Issue	Nil
Right Issue	Nil
Bonus Issue	Nil
Preferential Allotment	Nil

iii) Position of mobilisation & deployment of funds (₹ in lacs)
Sources of Funds

Paid Up Capital	1493.90
Reserves & Surplus	0.00
Secured Loans	0.00
Unsecured Loans	153.84

Application of Funds

Net Fixed Assets	1001.26
Investments	0.00
Net Current Assets	231.69
Miscellaneous Expenditure	0.00
Profit & Loss Account	(414.78)

iv) Performance of the company (₹ in lacs)

Turnover	112.73
Total Expenditure	91.41
Profit / (Loss) before Tax	-
Profit / (Loss) after Tax	-
Earning per Share	21.32
Dividend Rate	NIL

v) Generic names of the principal services of the company

Item Code No. (ITC Code)	520513
Product Description	Cotton Yarn

For & on behalf of the Board

sd/-

sd/-

sd/-

For **A. Nageswaran**
Chartered Accountant
Sd/-

Ravi Prakash Khemka
Chairman
Sd/-
N. Padmanabhan
Company Secretary

Raj Kumar Tirupathi Kumar
Director Director

Membership No:200/23911
29th October, 2012
Coimbatore

29th October, 2012

16. Production and Sales of Finished Goods (Cotton Yarn)

(₹/Kgs .in lakhs)

Particulars	Production & Sales Value			2010-11
	2011-12	2011-12	2010-11	
	Kg.	₹	Kg.	
Opening Stock	0.28	35.15	0.28	35.15
Production	0.00	0.00	0.00	0.00
Sales	0.00	0.00	0.00	0.00
Closing Stock	0.28	35.15	0.28	35.15

17. Raw material consumed

(₹ in lakhs)

Particulars	2011-12	2011-12	2010-11	2010-11
	Kgs.	₹	Kgs.	₹
Cotton	0.00	0.00	0.00	0.00

18. Value of imported / indigenous material / components consumed

Raw materials	2011-12 (12 months)	2011-12 (12 months)	2010-11 (12 months)	2010-11 (12 months)
	As %	₹	As %	₹
Imported	Nil	Nil	Nil	Nil
Indigenous	100.00	100.00	100.00	100.00

19. Value of imported / indigenous materials / components consumed

(₹ in lakhs)

Particulars	2011-12 (12 months) As%	2011-12 (12 months) ₹	2010-11 (12 months) As%	2010-11 (12 months) ₹
Raw Materials & consumables	NIL	NIL	NIL	NIL
Capital Goods	NIL	NIL	NIL	NIL
Consultancy, Foreign Tour & Other	NIL	NIL	NIL	NIL

DIRECTORS' REPORT

To the Members of **NEPC TEXTILES LIMITED**

Your Directors have pleasure in presenting the Nineteenth Annual Report and Audited Accounts of your Company for the year ended 30th September, 2012. The accounts for the year under review have been prepared for twelve months from 1st October, 2011 to 30th September, 2012

FINANCIAL HIGHLIGHTS

The Financial Results of the Company during the year under review are as follows:-

(₹ in lakhs)

Particulars	Year ended (12 months) 30-09-2012	Year ended (12 months) 30-09-2011
Gross Income	112.73	-
Profit/ (Loss) before Depreciation	21.32	(6.32)
Depreciation	-	-
Profit / (Loss) after Depreciation	21.32	(6.32)
Provision for taxation	-	-
Profit / (Loss) after taxation	21.32	(6.32)
Balance Profit / (Loss) Account B/F	(436.10)	(429.78)
Add: Transfer from Dividend Payable A/c	-	-
Add:- B/F of balance General Reserve	-	-
TOTAL	(414.78)	(436.10)
Appropriations:		
General Reserve	-	-
Capital Work in Progress written off	-	-
Balance Profit / (Loss) carried to Balance Sheet	(414.78)	(436.10)

The Company has been able to generate and income of Rs. 112.73 lakhs and an operating profit of Rs. 21.32 lakhs during the year ended review.

DIVIDEND

The Directors do not recommend dividend for the year ended 30th September 2012, in view of the accumulated losses incurred by the Company.

DIRECTORATE

Mr.Rakesh Gupta, retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment.

AUDITORS

The Auditor, Mr. A. Nageswaran, Chartered Accountant, Coimbatore retiring at the forth coming Annual General Meeting has informed the Company, not seeking further appointment as Auditors of the Company. Therefore, the Board recommends the appointment of M/s. M. Dinesh Kumar & Co., No: 165, Strahans Road, Chennai-600012 as statutory auditor. M/s. M. Dinesh Kumar & Co., Chartered Accountants have given their consent to act as the Auditor of your Company, if appointed and also a certificate in terms of section 224(1B)of the companies.Act, 1956.