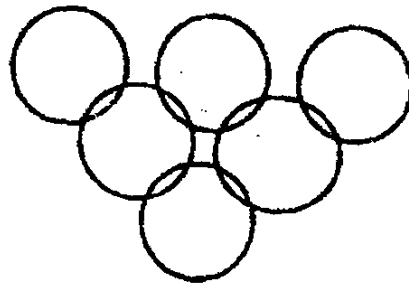


# **22<sup>nd</sup> Annual Report**

**March, 2011**



**Olympia Industries Limited**

## **CORPORATE DIRECTORY**

### **BOARD OF DIRECTORS**

Shri Navin Pansari	-	Director
Shri Vijay Patel	-	Director
Shri Balkrishna Uklikar	-	Director

### **AUDIT COMMITTEE**

Shri Navin Pansari	-	Member
Shri Vijay Patel	-	Chairman
Shri Balkrishna Uklikar	-	Member

### **REGISTERED OFFICE**

135-New Sonal Industrial Estate,  
Bldg. No. 2, Link Road,  
Malad (West), Mumbai-400 064.

### **MANUFACTURING FACILITIES**

Block No.284, Plot No. 4 & 5  
Mota Borasara, Kim - 394 110  
Dist-Surat, Gujarat.

S. No. 441 / 2, 4, 6  
Village - Mahim, Palghar-401 404  
Dist. Thane, Maharashtra.

### **AUDITORS**

CPM & Associates  
Chartered Accountants,  
A-102, Rassaz Castle, Malpa Dongri No.01,  
Off. Service Road, Andheri (East), Mumbai-400 093.

## **N O T I C E**

**To  
The Members,  
Olympia Industries limited**

**Notice** is hereby given that the 22<sup>nd</sup> Annual General Meeting of the Members of Olympia Industries Limited will be held on Friday the 30<sup>th</sup> September 2011 at 10.00 A.M. at the Registered Office of the Company at 135, New Sonal Industrial Estate, Bldg. No. 2, Link Road, Malad (West), Mumbai-400 064 for transacting the following business:

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### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2011 and Profit and Loss Account for the year ended on that date together with Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Bakrishna Uklikar who retires by rotation and, being eligible, offers himself for reappointment.
3. To appoint Auditors and fix their remuneration.

**By Order of the Board  
For Olympia Industries Limited**

**Place : Mumbai  
Date : 03.09.2011**

**Navin Pansari  
Director**

### **N O T E S:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM IN ORDER TO BE EFFECTIVE, MUST BE SUBMITTED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

2. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, the 28<sup>th</sup> September 2011 to Friday, the 30<sup>th</sup> September, 2011 both days inclusive.
3. Members are requested to bring their copy of Annual Report in the Meeting.
4. Members are requested to intimate any change in their address at the Registered Office of the Company.
5. Members intending to require information about accounts and operations of the company are requested to inform the company in writing at least 7 days before the date of the Meeting to keep the information readily available at the Meeting.
6. The relevant details in respect of Item no. 2, as required by Clause 49 of the Listing Agreement entered with Stock Exchanges are also annexed.

**Details of Directors seeking reappointment at the Annual General Meeting  
(Pursuant to Clause 49 of the Listing Agreement):-**

<b>Name of Director</b>	Shri Balkrishna Uklikar
<b>Date of Birth</b>	02.09.1980
<b>Date of Appointment</b>	30.09.2006
<b>Expertise in specific functional areas</b>	Administration
<b>Qualifications</b>	B. Com
<b>List of Public Companies in which outside Directorship held as on 31<sup>st</sup> March, 2011</b>	Nil
<b>Chairman / Member of the Committees of the Board of the Companies on which he is Directors as on 31.03.2011</b>	Nil.
<b>Shares held in the Company as on 31-03-2011</b>	100

**By Order of the Board  
For Olympia Industries Limited**

**Place:** Mumbai

**Date:** 03.09.2011

**Navin Pansari  
Director**

**Registered Office:**

135-New Sonal Industrial Estate,  
Bldg. No. 2, Link Road,  
Malad (West), Mumbai-400 064.

# **OLYMPIA INDUSTRIES LIMITED**

## **DIRECTOS' REPORT**

**To the Members,**

Your Directors have pleasure in presenting the 22<sup>nd</sup> Annual Report and Audited Accounts of the Company for the year ended 31<sup>st</sup> March, 2011.

### **FINANCIAL RESULTS**

	<b>Year ended 31-03-2011 ₹</b>	<b>Year ended 31-03-2010 ₹</b>
Turnover-Sales & Job work	10367679	26354777
Profit before Interest & Finance Charges and Depreciation	2472310	3379017
Interest & Finance Charges	609	471861
Depreciation	2431246	2658072
Net Profit / (Loss)	40455	249084
Add/Less: Loss brought forward from previous year	(189059752)	(189759969)
<b>Loss carried to Balance Sheet</b>	<b>(189019297)</b>	<b>(189059752)</b>

### **MANAGEMENT DISCUSSION AND ANALYSIS:**

#### **OPERATIONS:**

The Turnover for the current year was ₹103.68 Lacs as against ₹263.55 Lacs in the previous year. The company has earned a net Profit of ₹0.40 Lac as against net Profit of ₹2.49 Lacs in the previous year. In the absence of working capital funds, the own manufacturing activities are under suspension. However, the company is continuing its production on job work basis.

**REFERENCE TO BIFR:**

BIFR declared the company as Sick Industrial Company under provisions of Sick Industrial Companies (Special Provisions) Act, 1985 and as per the direction of BIFR the Company has prepared a DRS and the same has been submitted to Operating Agency and BIFR.

**a) Review of Operations**

The Company's performance during the year has been satisfactory looking into the Constraint of non availability of working capital finance.

The Company's Sales including job charges receipts during the year under review was ₹103.68 Lacs as against ₹263.55 Lacs in the previous year. The production including the job work has decreased. However, the trading activities have shown the good performance.

**b) Industry structure and Developments**

The Company falls in the Textile Sector, which is one of the largest Industrial Sector in India employing the largest number of employees in the manufacturing sector in India. It is also growing at a faster pace with the growth of population and increase in per capita income. This Sector is dominated by the unorganized sector so the growth potentials are very high.

**c) Opportunities and Threats**

In USA and EEC Markets there is a rapid consolidation of Manufacturing and retailing activity. Due to which there will be few buyers with muscle power to dictate price and deliver term and therefore supplying Countries and units have to work at optimum costs and provide excellent service. There is also Threat from China and other Countries who are producing large quantities with low overheads, low labor cost and with various concessions available to them.

However the production at competitive cost and with good quality will certainly have an edge in Global Market. The concessions offered to the Textile Industry by our Government by cutting custom and excise duties on Textile Machineries and favorable EXIM Policy will help to face challenge in the Global Market.

**d) Future Outlook**

The long-term outlook for the Yarn Industry is encouraging considering high GDP growth of our Country. However, due to shortage of working capital funds the Company could not resume its own production and therefore, presently doing Job work only. Company does not have much scope to improve its performance and reap the benefits of improvement in the Yarn Industry. However Company will be certainly benefited by increasing its job work production and by realizing better margin for Job work.

**e) Risk and Concerns**

Presently the Company is doing job work only, therefore, it does not have much risk and concern for the fluctuation in the Yarn price, which now fluctuates with the change in International prices. There is no risk on the Marketing front. However Company may have to face risk in case it is unable to renew the Job work order or pre-mature-termination of the same.

**FIXED DEPOSITS:**

The Company has not accepted any fixed deposits from the Public during the year under report.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNING AND OUTGO:**

Since the Company does not have its own production and running the plant on job work basis; the details as required by the Companies (Disclosure of particulars in the Board of Directors) Rules, 1988 with respect to consumption of power etc. are not given even though the plants have used electricity supplied by the Maharashtra State Electricity Board & Gujarat Electricity Board.

**RESEARCH & DEVELOPMENT:**

In house Research & Development department of the Company has been working to develop various new color shades and new products in various dyed yarn varieties as per the requirement of job work customers.

**PARTICULARS OF EMPLOYEES:**

The Company has no employee of the category specified in Section 217 (2A) of the Companies Act, 1956 during the year under report.

**AUDITORS :**

M/s. CPM & Associates, Chartered Accountants of the Company hold office till the conclusion of ensuing Annual General Meeting and being eligible for appointment they are being recommended for reappointment. The Company has received a letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1-B) of the Companies Act, 1956.

**AUDITORS' REPORT :**

The remarks and observation made by the Auditors in their Report have been explained in the Notes to the Account forming part of the Balance Sheet of the Company and the Directors feel no further explanation is required.

**DIRECTORS :**

Shri Balkrishna Uklikár, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

**CORPORATE GOVERNANCE :**

The Company is finding difficulty in appointing more independent Directors due to the status of the Company as a sick industrial Company and therefore presently the Company is working with the minimum required 3 Directors.

However the Company is in search of more independent Directors. A Corporate Governance report regarding the compliance of conditions of Corporate Governance is made as part of this Report.

**DIRECTORS' RESPONSIBILITY STATEMENT :**

A Directors' Responsibility Statement as required under Section 217(2AA) of the Companies Act, 1956 is given below:-

- i) We have followed the applicable accounting standards in the preparation of the Annual Accounts and proper explanations relating to material departures have been given in Schedule 'N' of Notes on account forming part of the accompanying Accounts.



- ii) We have selected the Accounting Policies as given in Schedule 'N' of Notes on Accounts 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 as at 31<sup>st</sup> March, 2011 and of the Profit of the Company for the year ended on that date.
- iii) We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies' Act, 1956 for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) We have prepared the Annual Accounts for the year ended 31<sup>st</sup> March, 2011 on a going concern basis.

**ACKNOWLEDEMENTS :**

Your Directors wish to place on record their appreciation and gratitude to its esteem Shareholders, Financial Institution, Bank and various other Government Departments for their continued support. Your Directors also place on record, their deep sense of appreciation for the dedicated services rendered by all the executives and staff at all level of the Company throughout the year.

**For and on behalf of the Board**

**Place:** Mumbai

**Date:** 03.09.2011

**Director**

**Director**

## **CORPORATE GOVERNANCE :**

Corporate Governance is the combination of voluntary practices and compliance with laws & regulations leading effective control & management of the organization. Good corporate Governance leads to long-term shareholders value and enhance interest of other shareholders.

The Company's policies of implementing the broad principles of Corporate Governance, namely transparency, integrity and accountability are imperative in the management of the Company.

The Company's Corporate Governance practices on various parameters are described below:-

### **1. Board of Directors.**

The Company's Board presently consists of a majority of non-executive / independent Directors. The Board comprises of, One Non-executive Promoter Director and Two Independent Directors.

The constitution of Board is given below:-

<b>Name of the Directors</b>	<b>Executive / Non Executive / Independent</b>	<b>No. of other Directorships</b>
Mr. Navin Pansari	Non Executive	6
Mr. Vijay Patel	Independent	6
Mr. Balkrishna Ukilkar	Independent	-

### **Relationship among Directors;**

No Director is related with each other.

### **2. Attendance of Directors at Board Meetings and Annual General Meeting.**

The Board of Directors of the Company met 7 times during the financial year under report on the dates 14.05.2010, 09.07.2010, 14.08.2010, 03.09.2010, 20.10.2010, 12.11.2010 and 11.02.2011.

The Company placed before the Board performance and various other information's including those specified under Corporate Governance from time to time.