



....Go Green

T T LIMITED

A N N U A L R E P O R T 2 0 1 1 - 2 0 1 2



I believe that where there is pure and active love for the poor there is God also. I see God in every thread that I draw on the spinning wheel.

World's most reverend spinner
- Mahatma Gandhi

WORLD CLASS YARN



Board of Directors

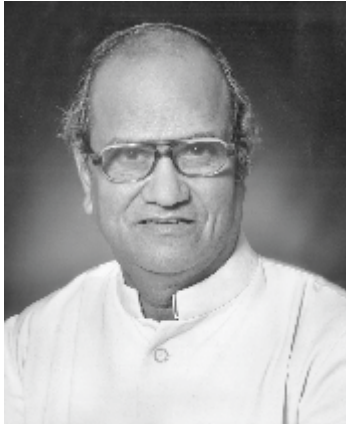




कैजुअल एंड इन्टरवियर



टी.टी. गारमेट्स की इच्छा से अच्छा क्या ?



Dr. Rikhab C. Jain,
(Chairman)



Hare Krishna

CHAIRMAN'S POLICY STATEMENT

In one word Business Philosophy of T T Group is "FAIR BUSINESS", – Fair to all: Suppliers, Buyers, Dealers, Workers, Shareholders, Investors, Community and the Society at large.

Sources for drawing inspiration in founding basic principles of T T Group's business are found in Philosophies propounded by three great Saints, Philosophers and Mahatmas belonging to the Textile World: The Most reverend Spinner in the World History known to mankind till date, Mahatma Gandhi, father of the nation; symbol of religious harmony and great humanist "Kabir" the weaver and the great Tamil Saint, Poet and Philosopher weaver: Thiru Valuvar. Thirukural the great epic book of wisdom serves us as a reference book for seeking day to day solutions of business problems. All the three guiding lights of humanity are nowhere in variance with Jainism, Hinduism, Buddhism or infact any religion.

In dealing with people we follow Vidur and Chanakya.

In business management techniques of modern day obviously we rely on my learnings as well as teachings at Indian Institute of Management, Calcutta / M.I.T. Our Managing Director Mr. Sanjay Jain has his sources in his studies at the Indian Institute of Management, Ahmedabad / Harvard Business School.

Regarding the choice of Technology to be used, we do not compromise. It is always the best of the world, "State of the Art" technology. We do quick updating and remain in tune with the latest innovations. Our source of strength in the field is renowned Textile Technologist - Dr. V. K. Kothari, formerly heading Textile Dept. of world's prestigious seat of learning, Indian Institute of Technology, (IIT) Delhi.

As for consumers, we wish to deliver them more than value for their money. We are here to serve them. We are because of them. We wish them to enjoy new recipies, new delights in their satisfaction. We do not follow trends, instead we set trends. Mrs. Jyoti Jain, a National Institute of Fashion Technology (NIFT) graduate is always at hand to deal with them liberally. All her dealers, agents and customers are more than happy with her.

Renowned Management and Finance Experts Shri Navratan Dugar and Shri V R Mehta are our leading rule setters in the realm of Finance & accounting and corporate governance. In Finance, Manufacturing, Law, Corporate governance we have a dedicated team of Executives, Engineers, Company Secretaries, Chartered Accountants, Human Engineers (HRD) to deliver fruits and achieve corporate goals.

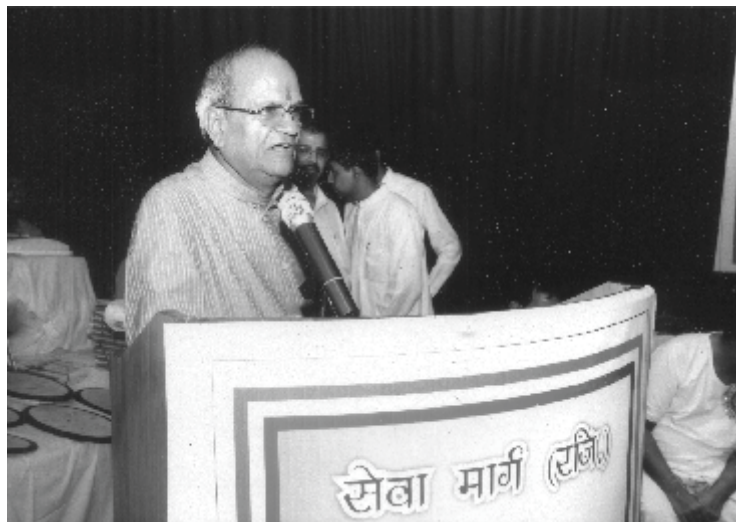
Today Textile Industry is a "Focus Industry" in India. It is once again a Sun Rise Industry. Textile Manufacturing is shifting from America & Europe to Asia – China, India, Bangladesh, Pakistan, Turkey etc. Timely cotton revolution in India has made India's position unique in competitive edge in world trading of cotton and its products- Yarn, Fabric, Textiles, Knitwear Garments and Home Textiles. T T group is essentially an only "Cotton" company. It handles Cotton, Cotton yarn, Cotton fabrics and Cotton garments. Realising the global potential T T is already on the world Cotton scene and is ready to play world cup in Cotton. We wish to enjoy fruits of Cotton. We wish to ensure no one remains devoid of Cotton Garments and that too with assurance to satisfaction to one's heart's content.

Our Company's policy is not to speculate, not to gamble, not to undertake high risk deals. Slow but steady growth is our motto. Our Company does not interfere with free play of share & securities market.



Business Philosophy

1. Management's job is not only to manage company profitably but to ensure its steady growth as well.
2. Quick decision making, speedy implementation, harmonized, teamwork, deliver success.
3. Our objective is to serve Customers to their satisfaction. We strive to enable them taste new delights in quality and service. We make them break their own parameters of satisfaction.
4. Investors are owners of the company. Safeguarding their interest is the prime duty of the management.
5. What is the best today, will not be so tomorrow and will be definitely rejected day after. Hence continuous quality upgradation can only retain customers.
6. Let none be harmed by our dealings with them. We need not make money out of their weaknesses. Instead let buyer and seller both mutually help each other make profit.
7. Knowledge input is the best quotient of profit. For future growth, knowledge sourcing and knowledge management is the first requirement.
8. Ways of the world never remain the same. Keep changing and you never live out.
9. Wisdom attracts money, lack of it may cause loss of money.
10. Indians have now realised their potentials in the global scenario. Every crown there is for them, but only if they try.
11. India traditionally ranks first in the world of nations in respect of the wealth of knowledge. Putting this wealth into action will certainly yield rich monetary rewards as well.
12. We do not compete, we try to co-exist. Cooperation is our motto.
13. Big fish eats up small fishes and yet the ocean is always full of small fishes.
14. No one can drink all the waters of seven oceans, so none can monopolise for ever.
15. Purity of means is more important than the ends. Come what may, great souls will never pick up means not ordained by ethics, morality and one's religion.
16. You earn money, you may lose it anytime, but if you tend to earn goodwill and integrity, money will never leave you.



Krishna has done everything, He will do everything

*We are just tools in his hands. He showers upon us
his choicest blessings That's our reward, our life, our report*

❧❧❧ Hare Krishna ❧❧❧





Company Information

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| BOARD OF DIRECTORS | T.T. LIMITED |
| | Dr. Rikhab C. Jain (Chairman) |
| | Shri Sanjay Kumar Jain (Managing Director) |
| | Smt. Jyoti Jain, (Jt. Managing Director) |
| | Shri V.R. Mehta |
| | Shri Navratan Dugar |
| | Dr. (Prof.) V.K. Kothari |
| Vice President (Finance) & Company Secretary | Shri Sunil Mahnot |
| Statutory Auditors | DOOGAR & ASSOCIATES |
| Internal Auditors | R.S. Modi & Co. |
| Bankers | A.Consortium : ORIENTAL BANK OF COMMERCE PUNJAB NATIONAL BANK B.Others: INDIAN BANK STATE BANK OF MYSORE STATE BANK OF HYDERABAD STATE BANK OF INDIA |
| REGISTRAR & SHARE TRANSFER AGENTS | BEETAL FINANCIAL AND COMPUTER SERVICES PVT. LTD. 99, MADANGIR, BEHIND LOCAL SHOPPING CENTRE, DELHI - 110 062 Ph.: 011-29961281 E-mail: beetal@beetalfinancial.com |
| Registered Office | T.T. GARMENT PARK, 879, Master Prithvi Nath Marg, Karol Bagh, New Delhi - 110 005 Phone : +91-11 - 45060708 E-mail : export@tttextiles.com Web site : www.tttextiles.com |
| Branches | Kolkata, Avinashi, Gajroula, Rajula |
| Mills/Factories | Gajroula (Uttar Pradesh), Avinashi, Distt. Tirupur (Tamil Nadu), Rajula, (Pipavav Port, Gujarat) |
| Share Holders' information visit | www.tttextiles.com. |



DIRECTORS' REPORT

Your Directors have pleasure in presenting the 33rd (Thirty Third) Annual Report of the Company together with the Audited Accounts for the year ended March 31, 2012.

FINANCIAL RESULTS

Sales / Income from operations
Profit before interest, Depreciation and Tax
Financial Charges
Depreciation
Provision for Income Tax / Deferred Tax
Profit / Loss after Tax
Balance brought forward from previous year
TOTAL

| 2011-12 (Rs. In lakh) | 2010-11 (Rs. In lakh) |
|--------------------------|--------------------------|
| 39575.37 | 48793.83 |
| 2708.67 | 5865.93 |
| 2692.78 | 2340.76 |
| 1113.40 | 1128.14 |
| (880.44) | 817.58 |
| (-) 217.07 | 1579.45 |
| 374.18 | (-) 254.59 |
| 157.11 | 1324.86 |
| | |
| (-) 0.83 | 250.68 |
| NIL | 700.00 |
| 157.11 | 374.18 |
| 157.94 | 1324.86 |

Appropriation:

Dividend & Distribution Tax
Transferred to / from General Reserve
Balance Carried forward
TOTAL

DIVIDENDS

Your Board could not recommend dividend due to loss during the year.

REVIEW OF OPERATIONS

The year 2011-12 was one of the most difficult year not only for the Company but worldwide textile industry and in many ways even worse than 2008-09. Cotton and yarn prices after touching an all time high in March 2011, suddenly crashed worldwide by over 35% in a short period of two months leaving the whole industry dazed.

This followed by uncertainty in the global market due to European crisis and the imposition of excise duty on garments lead to exceptionally difficult year for all segments of the textile business.

The extreme volatility in the currency in the second half of the year further worsened matters. Last but not the least Policies changes regarding exports of raw cotton and yarn, and reduction of export incentives remained the biggest culprit for the extreme volatility in global textile market.

The year saw the turnover of the Company plunge from Rs.485 Crores to Rs. 382 Crores i.e. a 21% fall due to poor demand and basic selling prices coming down. Due to the reasons mentioned above, the Company booked a loss of Rs.2.17 crores after taxes.

Over the last 2 years, your company has been paying more emphasis on its branded knitwear business. The contribution of this segment increased to 20% of turnover compared to 17% last year. This was despite the fact that due to excise, we lost almost 3 months sales. The turnover of all other divisions reduced due to both lower volumes and prices..

As a part of its strategy to slowly exit the cotton fibre business, the Company sold its ginning factory at Gondal, Gujarat for Rs.18.75 crores. The Company also plans to sell its ginning factory at Rajula, Gujarat and exit the volatile cotton commodity business fully and focus on the stable value added business. This crop year, Rajula Ginning Factory was not operated, otherwise it would have further worsened the scenario.

The Company has almost completed its Rs 20 crore garment expansion project in Avinashi. Further it has introduced many new products in its casual wear segment.

This year has broadly been a year of caution and fire fighting. It was difficult to implement new initiatives and push for growth.

Losses during the year has occurred mainly due to worldwide fall in cotton value chain since April, 2011, currency volatilities, increase in interest rates, Power rates and withdrawal of export subsidies and increase in taxes.



FUTURE OUTLOOK

The worst is almost over and the company is expected to cover up the set back in the first half of the current year itself. The depreciating rupee, falling cotton prices with low production of yarn across the country due to labour & power issues has created a favourable situation for cotton yarn. However with the global uncertainty so high, non clarity of Government policies – its difficult to predict precisely. We hope for the best.

The Government TUF scheme for textiles has expired in March 2012, and all are waiting for the new policy announcement. However the Company has no major expansion plans for this year, though the Rs 100 crore spinning expansion project at Rajula (Gujarat) is going on and is expected to be completed by March 2013. TUF sanctions for this project had already been confirmed in time.

The Company during the preceding year, due to slow demand and excise issues, had to go slow on its knitwear business. However this year once again the Company is looking for 50% growth in this segment. It is planning to go for a totally new ad campaign and put extra thrust on electronic and press media. The Company is also planning to focus on setting up exclusive shops in a big way, e-commerce and digital marketing through social media.

The Company plans to leverage its strong brand equity and expand over markets and products with strong designing, advertisement and merchandising.

The yarn and fabric segments are expected to grow at 20% per annum, however margins are expected to be much better than last year.

We are confident that your Company will be back on the growth path after a watershed year. Our emphasis on high margin business and focus on stable business portfolio can be expected to show positive results for the Company and its stake holders.

Your Company intends to install Solar Power Plants offline for localized captive consumption within each Spinning Mills. We hope by 2016 all our mills and manufacturing units will be running 100% on clean Solar / Wind Power. This move is to promote eco-sustainability and will certainly be our bit of efforts to “save earth” and to “save trees”

AWARDS AND RECOGNITION

During the year Brand “T.T.” has been awarded with MASTER BRAND STATUS BY CMO ASIA (AFFILIATED OF CMO COUNCIL, USA).

DIRECTORS

Shri Sanjay Kumar Jain and Dr. (Prof.) V. K. Kothari retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for reappointment.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1956, your Directors report as under:

- i) that in the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) that the Directors have selected such accounting policies 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 at the end of the financial year and of the profit or loss of the company for that period.
- iii) that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv) that the Directors have prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements set out by SEBI.

A separate report on Corporate Governance along with Auditor's Certificate on its compliance is annexed to this report.

MANAGEMENT DISCUSSION AND ANALYSIS

Management discussion and Analysis Report for the year under review, as stipulated under clause 49 of the Listing Agreement with the stock exchanges is presented as a separate section forming part of this report.

AUDITORS AND THEIR OBSERVATIONS

M/s Doogar & Associates, Chartered Accountants, who have been the Statutory Auditors of the Company retire at the conclusion of this Annual General Meeting and being eligible offer themselves for reappointment.

Auditors observation in Clause (f) of Audit Report is explained in note no-33 to Financial Statements.



PUBLIC DEPOSITS

Fixed Deposits received from Shareholders, Employees and Public in general as at the close of the Financial Year amounted to Rs.666.38 Lacs. Deposits of Rs.2.40 Lacs which fell due for repayment before the close of the financial year, remain unclaimed by the depositors at the close of the Financial Year. There were no overdue deposits other than those unclaimed at the year end.

PERSONNEL

Information as per Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 are given in the statement which form a part of this report. However as per the provisions of section 219(1) (b) (iv) of the Companies Act, 1956, the report and accounts are being sent to all shareholders of the Company excluding the aforesaid information. Any shareholder interested in obtaining a copy of the particulars may write to the Company's Registered Office.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required to be furnished under section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 relating to Conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo is annexed herewith and forming part of this report.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation of the services rendered by the employees of the Company. They are grateful to shareholders, bankers, depositors, customers and vendors of the Company for their continued valued support. The Directors look forward to a bright future with confidence.

For and on behalf of the Board
Sd/-

(Dr. RIKHAB C. JAIN)
CHAIRMAN

Place: New Delhi
Date: 31.05.2012

