



**CERTIFIED TO BE TRUE
FOR, BLOOM DEKOR LTD.**

DIRECTOR

**BLOOM DEKOR LIMITED
ANNUAL REPORT
2008 - 2009**

**DIRECTORS**

Shri Mayur Parikh
Dr. Sunil Gupta
Mrs. Rupal Gupta
Shri Chirag Mehta
Dr. Ramesh Shah

Chairman
Managing Director
Executive Director
Director
Director

LEGAL ADVISORS

C. C. Gandhi & Co.
2, Prabhat Society,
Ahmedabad - 380 014.

BANKERS

State Bank of India
The Karur Vysya Bank Ltd.

AUDITORS

M/s. B. T. Vora & Co.
Chartered Accountants
Ahmedabad - 380 009.

HEAD OFFICE

2/F, SUMEL,
S.G. Highway Road, Thaltej
Ahmedabad - 380 059.

REGISTERED OFFICE & WORKS

Oran 267, Tal. Prantij, Dist. : Sabarkantha
National Highway No. 8
North Gujarat - 383 205.

CONTENTS	PAGE NOS.
Notice	2-3
Directors' Report	4-7
Corporate Governance Report	8-15
Auditors' Report	16-19
Balance Sheet	20
Profit & Loss A/c	21
Schedules Forming	
Part of Accounts	22-29
Notes on Accounts	30-37
Balance Sheet Abstract	38
Cash Flow Statement	39-40

NOTICE

Notice is hereby given that the Eighteenth Annual General Meeting of the Members of Bloom Dekor Limited will be held on 25.09.2009 (Friday) at 11.00 a.m. at the Registered Office of the Company at 267, Village Oran, Tal. Prantij, Dist. Sabarkantha, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31.03.2009 and the profit and loss account for the period ended on 31.03.2009 and Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Dr. Ramesh Shah who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Ordinary Resolution:-

"RESOLVED THAT pursuant to provisions of Section 257, 260 and other applicable provisions, if any, of Companies Act, 1956 (including any statutory modification and re-enactment thereof for the time being in force) Shri Chirag Mehta who was appointed as an additional Director with effect from 24.10.2008 be and is hereby appointed as Director of the Company liable to retires by rotation.

By order of the Board

Place : Ahmedabad
Date : 30.06.2009

Mayur Parikh
Chairman

NOTES

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 such proxy need not be a member of the Company. Proxies in order to be effective must reach the Registered Office of the Company not less than 48 hours before the time fixed for the Meeting.
2. The relevant Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of Item No. 4 of Notice is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from (Friday) 18th September, 2009 to (Friday) 25th September, 2009 (both days inclusive).
4. Shareholders desirous of any information on records of accounts are requested to write to the Company before 10 days of Annual General Meeting so as to enable the Management to keep the information ready.
5. The copies of relevant documents can be inspected at the Registered Office of the Company on any working day between 11.00 a.m. to 5.00 p.m.
6. Members are requested: -
 - i) to bring the copy of the Annual Report at the Meeting.
 - ii) to notify any change in address to the Company.
7. Consequent to the amendment to Section 205A of the Companies Act, 1956 and introduction of Section 205C by the Companies (Amendment) Act, 1999, the amount of dividends remaining unclaimed for a period of

BLOOM DEKOR LIMITED

seven years is to be transferred to the Investor Education and Protection Fund. Accordingly the dividend declared for the financial year ended 31st March 2002 will be transferred to investor Education and Protection Fund. Thereafter on transfer of the same Investor Protection Fund the member will not be claim the same.

Members who have not encashed the dividend warrants for the financial year ended 2001-2002 and/or any subsequent year are requested to write to the Registrar and Share Transfer Agent giving the necessary details.

8. Members who hold the shares in dematerialized form are requested to bring their Client ID and DP ID for easier identification of attendance at the AGM.
9. Members holding the shares in physical mode are requested to notify immediately for change of their address and bank particulars to the Company or its Share Transfer Agent.

AND

In case their shares are held in dematerialized form then information should be passed on directly to their respective Depository Participant and not to the Company / Share Transfer Agent without any delay.

10. The annual listing fees of all the Stock Exchanges where Company's shares are listed are generally being paid regularly.
11. Re-appointment of Director.
 - (a) At the ensuing Annual General Meeting Dr. Ramesh Shah, Director retires by rotation and being eligible, offers himself for re-appointment. The information or details pertaining to Dr. Ramesh Shah, to be provided in terms of Clause 49 of the Listing Agreement are furnished in the Statement on Corporate Governance published elsewhere in this Report.
 - (b) Shri Chirag Mehta, who was appointed as additional Director during the year holds office till the conclusion of the ensuing Annual General Meeting and a notice in writing proposing his candidature for appointed as regular Director was received from a shareholders of the Company and has been proposed to be appointed as Director of the Company. In terms of Clause 49 of the Listing Agreement the details are furnished in the Statement on Corporate Governance published elsewhere in this Report.

**ANNEXURE TO NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF
THE COMPANIES ACT, 1956, IN RESPECT OF ITEM NO. 4 OF NOTICE IS ANNEXED HERETO.**

Item No. 4

Shri Chirag Mehta, who was appointed as additional Director during the year holds office till the conclusion of the ensuing Annual General Meeting and a notice in writing proposing his candidature for appointed as regular Director was received from a shareholders of the Company and has been proposed to be appointed as Director of the Company. Pursuant to provisions of Section 257 and 260 of the Companies Act, 1956, it is necessary to pass an ordinary resolution at the Annual General Meeting of the Shareholders of the Company. Therefore the present resolution has been proposed for approval of the Shareholders.

None of the Directors are concerned or interested directly or indirectly in the proposed resolution.

By order of the Board

Place : Ahmedabad
Date : 30.06.2009

Mayur Parikh
Chairman

DIRECTORS' REPORT

Dear BLOOM DEKOR LIMITED members,

The Directors take pleasure in presenting the Eighteenth Annual Report along with the Audited Statement of Accounts for the year ended 31st March 2009, as under:

FINANCIAL HIGHLIGHTS:

Particulars	(Rs. in Lacs)	
	Year Ended 31/03/2009	Year Ended 31/03/2008
Income from operations	3392.00	3050.95
Other Income	51.19	64.78
Total Expenditure	3063.73	2847.86
Interest	197.92	130.92
Profit before Amortisation, Depreciation & Prior Period Adjustment	181.54	136.95
Differed Revenue Expenses Written Off & Prior Period Adjustment	7.44	0.54
Depreciation	121.76	104.67
Provision for Tax – Current / Deferred	21.40	31.30
Net Profit after depreciation and tax	30.94	0.43
Profit / (Loss) brought forward	592.08	591.65
Net Profit / (Loss) carried to Balance Sheet	623.02	592.08

Management Discussions and Analysis**FINANCIAL PERFORMANCE:**

Bloom Dekor Limited is engaged in the manufacture of high pressure laminate sheets used in the furniture industry as well as interiors. The Company was mainly exporting its products till 2005-06. The growth in the local market and the continuous strengthening of the Rupee against the USD opened new opportunities for the company to shift focus onto the domestic markets. The result was a steep rise in domestic sales and some reduction in Exports. Domestic sales has shown a growth of 20% over the previous year 07-08. The company is not only growing but has also achieved a change in the ratio of domestic to export sales which is now at 1.7:1

The gross turnover of the company in the year 2008-09 has shown a growth of 9.64% as compared to the previous year which also exceeded the projections. The turnover of the company in the year 2008-09 was Rs.3672.13 Lacs as against Rs.3349.12 Lacs in 2007-2008.

The domestic markets in India have shown tremendous up trends in demand due to boom in the construction industry and new design concepts emerging for sophisticated interiors. This is reason enough for the increase in domestic laminate sales and strategic decisions taken by the management have helped in improving the top line of the company both in domestic and international markets.

During the financial year under review, there had been a number of external factors adversely affecting the performance and profitability of the Company i.e Increase in 1) raw material cost, for chemicals like Phenol, Methanol, Formaldehyde and Melamine due to rising crude oil prices upto 3rd quarter. 2) Unfavourable exchange rates of US Dollar and EURO 3) Increase in both inward and outward freight costs due to high fuel prices. In addition to this, frequent shortage of raw materials also affected the overall production and in turn, the anticipated top line of the Company.

Despite the downturn in the economy Bloom Dekor has returned an increase of 10% on the top line with better margins.

INDUSTRY OVERVIEW AND DEVELOPMENTS:

Globally, the decorative laminate industry is projected to have a marginal growth. However, the domestic market is showing a very healthy double digit growth, which appears to be sustainable for the coming decade mainly on account of boom in the real estate markets which has put a high demand for decorative laminate sheets catering to the interior decoration of the innumerable residential and commercial buildings sector.

At the same time, the Chinese invasion with low prices is adding pressure on the price realizations. The contribution of Indian laminate industry to the world demand is still under utilized and offers a lot of opportunity for the growth in volume but the value growth is not correspondingly high. A lot of cost control in the process will have to be ensured to improve ROI.

NEW DOOR PROJECT:**OUTLOOK & OPPORTUNITIES :**

The Management of Bloom Dekor Limited is pleased to announce the commencement of the door project located in the same campus as the laminate factory and has a capacity to produce 63000 doors per annum on two shift basis. The market size for Engineered panel doors projected at Rs.1250 Crs. gives very easy market access to achieve a target of Rs. 20 Crs per annum which also happens to be the capacity of the plant.

As a strategic decision the management decided to add designer flush doors to the product profile to keep the order position healthy for the organization and you will be pleased to learn that orders have started multiplying and the plant will be in full swing by the third quarter of 2009.

PROFESSIONAL MANAGEMENT

Your company is poised for phenomenal growth and has also started the Management restructuring process and introduction of modern systems to ensure total professional approach to business. Bloom Dekor Limited enjoys a Brand reputation of holding the No.2 position in India. The company is also planning an official tie-up overseas for enhancing the laminate business.

RISK PERCEPTION:

Looking at the price movement of world crude oil prices, there would be noticeable variations in prices and supply of various chemicals and raw materials. Considering the current inflation index at -1.75% business will tend to be good but competitive and challenging.

However, the company is determined and focused to gain momentum in growth and to improve their profit margins substantially for the coming financial year.

For the doors division competition will come in from cheaper doors being marketed by Chinese companies and not to forget the growth of new companies which would be wanting to tap the huge market that exists for the eco-friendly engineered panel doors and designer flush doors. This will induce heavy pressure on the cost control during the manufacturing process.

INTERNAL CONTROLS & THEIR ADEQUACY:**a) Internal Audit & Inspection:**

A comprehensive system of internal inspection and audit is in place in the company to monitor internal control systems. The scope and coverage of the Audit is reviewed from time to time to make it more focused and effective. The system of both out-sourcing and in-house audit continued during the year 2008-2009.

HUMAN RESOURCES:

During the year under review the employee attrition was minimal. The management continues its efforts in imparting professional training to Executives and Staff members at various levels with the view to upgrade their competence and managerial abilities. New HR manager and a financial controller will be inducted this year to cater to the increased business projected for Bloom Dekor Limited. The Industrial relations in the company continued to be cordial in the year 2008-2009.

New focus is being given to improve safety for the workers and improve awareness of work place management through training on 5S principles.

CAUTIONARY STATEMENT:

The statements and observations made in this analysis are reflective of the collective opinion of the company. Wherever possible, conservative estimates have been considered.

Certain statements in this section relating to estimates, projections and expectations may be forward looking within the meaning of applicable laws and regulations. The actual results could differ marginally from what the directors envisage in terms of the future performance and outlook. The factors that may affect the performance of the company will be changes pertaining to government policies, tariff barriers, delays in registrations, changes in local and overseas markets and the related factors there of.

"OLIVE" LAMINATES: A NEWLY INTRODUCED BRAND

The launching of the new brand "OLIVE" laminates, has been very well received with very good response from the market. This is the result of research and development carried out over the years to offer to the customer an excellent value for money product. New Distributors have been appointed in all major cities of India.

FIXED DEPOSIT:

During the year under review, the Company has not accepted any Deposits from Public.

DIRECTORS:

As per the Articles of Association Dr. Ramesh Shah retires by rotation but being eligible, offers himself for reappointment. Shri Ashok Gandhi resigned from the directorship of the Company during the year due to his other pre-occupations. Board took on record appreciation for the services of Shri Ashok Gandhi to the Company. Shri Chirag Mehta was appointed as an additional director during the year and holds office till the conclusion of the ensuing of the Annual General Meeting. A proposal for his appointment as regular director has been received and the same is being considered at the ensuing AGM of the Company.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to sub-section (2AA) of Section 217 of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that:

- (i) In the preparation of the Annual Accounts, the applicable accounting standards were followed:
- (ii) The Directors had selected such accounting policies and applied them consistently, 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 of the Company for that period;
- (iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The Directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE:

Your Company strives to incorporate the appropriate standards for corporate governance. Pursuant to Clause-49 of listing agreement to the Stock Exchange Corporate Governance Report and Auditors' Certificate on its compliance is annexed and forms part of this report.

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

The details of Conservation of energy, Technology Absorption and Foreign Exchange earnings and outgo as per section 217(1) (e) read with Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 as amended are given in the Annexure-I forming part of this report.

AUDITORS:

The Company's Auditors M/s. B.T. Vora & Co., Chartered Accountants, Ahmedabad will retire at the conclusion of ensuing Annual General Meeting and offer themselves for reappointment.

AUDITORS' REPORT:

Notes forming part of the Accounts, which are specifically, referred to by Auditors in the Report are self-explanatory and therefore do not call for any further comments.

PARTICULARS OF EMPLOYEES:

Information to be provided under Section 217(2A) of the Companies Act, 1956 read with Companies (particulars of employees) Rules, 1975 as amended has been attached forming part of this report

ACKNOWLEDGEMENT:

The Directors take this opportunity to thank all their valued customers, business associates and vendors for their kind support. The Directors also record their appreciation for the sincere and dedicated efforts put in by all the employees at all levels for their contribution towards this performance. The co-operation of our bankers State Bank of India and The Karur Vysya Bank Ltd. have been commendable and have helped us through the year. The Management also thanks their share holders.

For and On behalf of the Board

Place : Ahmedabad
Date : 30/06/2009

Mayur Parikh
Chairman

ANNEXURE TO THE DIRECTORS' REPORT
Annexure-I

Information pursuant to the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 as amended.

(1) CONSERVATION OF ENERGY:

The average consumption of Electricity per unit of production is increased / decreased to 1.85 units from 1.64 per unit of production in the Financial Year 2008-2009.

The steps taken to replace fuel requirements from Thermax Boiler to Fire Wood and Lignite was effective. The fuel consumption per unit of production has increased to 5.89 units per unit of production from 5.24 as recorded in the financial year 2008-2009.

(2) TECHNOLOGY ABSORPTION:

NIL

(3) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Total Exchange used and earned.

	2008-2009	(Rs. in Lacs) 2007-2008
i Foreign Exchange earned including Direct and Indirect exports.	1201.68	1217.59
ii Foreign Exchange used	987.58	1554.04

FORM - A

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSUMPTION OF ENERGY:

	Current Year	Previous Year
(A) Power and Fuel Consumption		
1) Electricity :		
a) Purchase :		
Units	15,47,686	16,12,692
Total Amount (Rs. in Lacs)	92.93	76.72
Rate/Unit	6.00	4.75
(b) Own Generation		
i. Through Diesel Generator Units	33,004	20,764
Unit per liter of Fuel (Total Diesel used)	4.04 Lacs	2.62 Lacs
Cost/Unit	Rs. 12.24	Rs. 12.64
ii. Through Steam Generator Units:	NIL	NIL
Unit per litre of Fuel Cost/Unit		
2) Coal :		
Quantity	NIL	NIL
Total Cost		
Average rate		
3) Lignite :		
Quantity	NIL	NIL
Total Cost		
Average rate		
4) Fire Wood & Lignite :		
Quantity (in Kgs.)	49,02,560	52,05,155
Total Amount (Rs. in Lacs)	141.64	108.89
Average rate/Kgs.	2.89	2.09

5). Others

	Current Year	Previous Year
(a) Gas : Quantity Consumed in M3	NIL	NIL
Total Cost		
Rate		
(b) L.P.G. : Quantity Consumed	NIL	NIL
Total Cost		
Rate		

(B) Consumption per Unit of Production

	Current Year	Previous Year
ELECTRICITY (UNITS/UNIT OF PRODUCTION).	1.85	1.64
FIRE WOOD & LIGNITE (LTS, KGS/UNIT OF PROD.)	5.89	5.24

FORM - B

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY, RESEARCH & DEVELOPMENT.

RESEARCH AND DEVELOPMENT (R&D)

	Current Year	Previous Year
1. Specific areas in which R & D is carried out by the Company	Nil	Nil
2. Benefits derived as a result of the above R & D	Nil	Nil
3. Future plan of action	Nil	Nil
4. Expenditure on R & D	Nil	Nil
(a) Capital	Nil	Nil
(b) Benefits derived as a result of the above R & D	Nil	Nil
(c) Future plan of action	Nil	Nil
(d) Total R & D expenditure as a percentage of total turnover adaptation and innovation.	Nil	Nil

CORPORATE GOVERNANCE REPORT

In compliance with the Corporate Governance requirements as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges, the Company has been incorporating a separate section on Corporate Governance for the last few years, in its Annual Report. The Shareholders and Investors of the Company would have found the information very informative & useful.

The Company's policies on the Corporate Governance and due compliance report on specific areas wherever applicable for the year ended 31st March, 2009 are given hereunder divided into the following areas:-

I. Company's philosophy on Corporate Governance:-

The Company continues to commit itself to maintaining the highest standards of integrity, transparency and accountability in all facets of its operations and to create Shareholders' value on a sustainable basis. Bloom believes that good Corporate Governance, with transparency and independence as its key ingredients, provides a market-oriented framework for the running of Companies. It can ensure a proper balance between management, board and shareholders, adequate levels of transparency, appropriate compensation schemes and the prevention of conflict of interests.

II. Board of Directors:-

(a) Composition of the Board:

The Board of Directors of the Company comprises two Executive Directors and three Non-Executive Directors.

(b) Board Procedure:

Board members are provided appropriate documents and information pertaining to the matters to be considered at each Board and Committee meetings, to enable the Board to discharge its responsibilities effectively and the Chairman and Managing Director reviews the overall performance of the Company.

Board meeting held during the financial year 2008-2009

The board of directors of the Company met five times on 30th May 2008, 30th June 2008, 06th August 2008, 24th October 2008 and 22nd January 2009. The directors' attendance record, directorships and committee positions are noted below:

Name of Director	Position	Attendance at Meetings	Board		Directorships in other Public Limited Companies	Committee Membership of other Companies	Board Committee Chairmanship of other Companies
			(out of 5)	16th AGM on 06/09/2008			
Shri Mayur Parikh	Non-Executive / Independent Director / Chairman	5	Yes	2	2	1	
Dr. Sunil Gupta	Managing Director	5	Yes	1	Nil	Nil	
Smt. Rupal Gupta	Executive / Promoter / Executive Director	4	Yes	Nil	NIL	Nil	
Shri Chirag Mehta (w.e.f. 24/10/2008)	Non-Executive / Independent Director	2	NO	Nil	Nil	Nil	
Dr. Ramesh Shah	Non-Executive / Independent Director	4	NO	Nil	Nil	Nil	
Shri Ashok Gandhi (Till 24/10/2008)	Non-Executive / Independent Director	4	Yes	Nil	Nil	Nil	

Excluding Directorships in Foreign Companies and those under Section 25 of the Companies Act, 1956.

All the Directors who are on various Committees are within the permissible limits of the listing agreement. The Directors have intimated from time to time their membership in various Committees in other Companies.

(c) Code of Conduct:

The Company has framed a code of conduct for the members of the Board of Directors and Senior Management personnel of the Company. The said code of conduct is available on the website of the Company. The declaration by Dr. Sunil Gupta, Managing Director of the Company regarding compliance by the Board members and Senior Management personnel with the said code of conduct is given as Annexure I and Annexure II to this Report. In addition to this a separate code of conduct for dealing in equity shares and other securities having voting rights of the Company is also in place.

(d) Remuneration Committee:

Remuneration to executive directors has been decided based on the years of experience and contribution made by the respective executive directors and is consistent with the existing industry practice. As regard payment of sitting fees to non-executive directors, the same is within the limits prescribed by the Companies Act, 1956. The committee was reconstituted during the year due resignation of Shri Ashok Gandhi. Shri Chirag Mehta, newly appointed director was replaced as member of the committee in place of Mr. Gandhi. The details of remuneration paid to directors during the financial year 2008-2009.

Name of the Members	Chairman/Member	No. of meetings attended
Shri Mayur Parikh	Chairman	1
Shri Ashok Gandhi (Till 24/10/2008)	Member	1
Shri Chirag Mehta (w.e.f. 24/10/2008)	Member	Nil
Dr. Ramesh Shah	Member	1

(e) Details of sitting fees, commission and remuneration paid/payable to Directors:

The details of remuneration paid to directors during financial year 2008-2009 is mentioned below:

(i) Non-Executive Directors:

The non-executive directors are not paid any remuneration except sitting fees for attending the meetings of the board of directors and/or committees thereof.

Name of the Directors	Commission Payable for the year	Sitting fees paid during the year	Total
Shri Mayur Parikh	—	26,000/-	26,000/-
Shri Ashok Gandhi	—	22,000/-	22,000/-
Shri Chirag Mehta	—	Nil	Nil
Dr. Ramesh Shah	—	34,000/-	34,000/-

(ii) Executive Directors:

Dr. Sunil Gupta ** 24.39 Lacs

Smt. Rupal Gupta *** 4.95 Lacs

** Period of re-appointment of Managing Director : 01/09/2008 to 31/08/2011

The Managing Director remuneration detail : Not exceeding Rs.1,40,000/- over and above perks per month for a period of three years w.e.f. 01/09/2008

*** Period of Appointment of Executive Director : 01/05/2007 to 30/04/2010

The Executive Director remuneration detail : Rs.20,000/- per month plus perquisites of a Period of three years w.e.f. 01/05/2007

III. Audit Committee:

Role and terms of reference

The board terms of reference includes the following as is mandated in Clause 29 of listing agreement and Section 292A of Companies Act, 1956:

The Audit committee in detail reviewed the following points:-

- Management discussion and analysis of financial condition and results of operations
- Statement of significant related party transactions and details of material individual transactions with related parties which are not in the normal course of business
- Internal audit reports relating to internal control weaknesses
- Major accounting entries involving estimates based on the exercise of judgment by management
- Significant adjustments made in the financial statements arising out of audit findings
- Compliance with listing and other legal requirements relating to financial statements
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
- Discussion with internal auditors any significant findings and follow up there on.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Composition, meetings and attendance:

The audit committee of the Company has been constituted as per the requirements of Clause 49 of the listing agreement. The composition of audit committee is in compliance with the requirements of Clause 29 (II) (A) of the listing agreement. It consists of 3 members, all of whom including the Chairman are independent directors. The committee was reconstituted during the year due resignation of Shri Ashok Gandhi. Shri Chirag Mehta, newly appointed director was replaced as member of the committee in place of Mr. Gandhi. The CFO and Internal Auditor of the Company are invited to attend the meetings of the audit committee from time-to-time to respond to queries raised at the Committee meetings.

During the financial year 2008-2009, the audit committee met four times on 30th June 2008, 06th August 2008, 24th October 2008 and 22nd January 2009. The gap between two meetings did not exceed four months.

The attendance of the members is noted below:-

Name of the Members	Chairman/Member	No. of meetings attended
Shri Mayur Parikh	Chairman	4
Shri Ashok Gandhi (Till 24/10/2008)	Member	3
Shri Chirag Mehta (w.e.f. 24/10/2008)	Member	Nil
Dr. Ramesh Shah	Member	3

All the members of the Audit Committee are Non-executive Directors. All the members of Audit Committee are financially literate and one member is having vast experience in the field of financial management expertise and other in these related matters.

IV. Disclosures:

(i) Subsidiary Companies:

The Company does not have any subsidiary unit.

(ii) There are no materially significant related party transactions entered into by the Company with the Promoters, Directors or the Management, their Relatives etc. that may have potential conflict with the interest of the Company at large. The register of contracts containing the transactions in which Directors are interested is placed before the Board regularly for its approval.

Transactions with related parties are disclosed in notes to the accounts in this Annual Report.

- (iii) All pecuniary relationship or transactions of the non-executive Directors vis-à-vis the Company have been disclosed in the notes forming parts of the Accounts.
- (iv) Management Discussion and Analysis forms part of the Directors' Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement with Stock Exchanges.
- (v) No Penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.
- (vi) Profile of directors seeking re-appointment

Details of Directors seeking re-appointment at the ensuing Annual General Meeting fixed 25th September, 2009 are given hereunder:-

Name of Director	DR. RAMESH SHAH
Date of appointment	27.03.1997
Expertise in specific Functional areas	An eminent practitioner of medicine having vast exposure & knowledge in the field of development of furniture and interiors is associated with the Company since inception. He will be contributing to the policy making of the organization.
List of other Directorships held excluding foreign companies. Companies under Section 25 of the Companies Act, 1956 and Private Companies	He is not a Director of any other Company.
Chairman/Member of the committees of the Board of other Companies in which he/she is a Director	He is not a Chairman/Member of Committee of any other Company.

V. Shareholders'/Investors' Grievance Committee :

Terms of reference

The board terms of reference includes the following:

- (1) Redressal of shareholder and investors' complaints including but not limited to transfer of shares and issue of duplicate share certificates, non-receipt of balance sheet, non-receipt of declared dividends, etc. and
- (2) Monitoring transfers, transmissions, dematerialization, rematerialization, splitting and consolidation of shares issued by the Company.

Composition, meetings and attendance:

Shareholders' Grievance Committee of the Company consists of three directors out of which the chairman is a non-executive independent director and other two members are executive directors of the Company.

During the financial year 2008-2009, the shareholders' grievance committee met four times on 30.06.2008, 06.08.2008, 24.10.2008 and 22.01.2009. The attendance of the members is mentioned below:-

Name of the Members	Chairman/Member	No. of meetings attended
Dr. Ramesh Shah	Chairman	3
Dr. Sunil Gupta	Member	4
Smt. Rupal Gupta	Member	4

During the year ended 31st March 2009, four investor complaints/queries were received and as on 31st March 2009 there were no complaints/queries pending reply. There were no share transfers pending for registration for more than 30 days as on the said date.

BLOOM DEKOR LIMITED

- (c) Date of Book Closure : From (Friday) 18th September, 2009 to (Friday) 25th September, 2009 (both days inclusive)
- (d) Dividend payment date : Not Applicable
- (e) Listing on Stock Exchanges : The Equity Shares of the Company are listed at the following Stock Exchanges:-
- (i) Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI-400 001.
- Note: Listing fees have been paid to the Stock Exchanges and Securities Depository for the year 2009-2010.
- (f) Stock/Company/Security/
Common Code : Bombay Stock Exchange Limited : 526225
National Securities Depository Limited : 253C
Central Depository Services (India) Limited : 1790
- (g) Market Price Data : The details of monthly highest and lowest closing quotations of the equity shares of the Company at the Bombay Stock Exchange Limited during the financial year 2008-2009 are as under:-

Quotation at Bombay Stock Exchange Limited

Month	High	Low
April, 2008	12.95	9.50
May, 2008	16.00	11.20
June, 2008	15.00	11.28
July, 2008	10.93	8.03
August, 2008	12.56	9.35
September, 2008	12.98	9.93
October, 2008	14.76	10.45
November, 2008	12.33	8.25
December, 2008	8.70	7.75
January, 2009	8.80	7.00
February, 2009	7.00	5.62
March, 2009	8.11	6.08

- (h) Registrar and Transfer Agents : M/s. Pinnacle Share Registry Private Ltd.
(Share Transfer and Communication regarding Share Certificates, Dividends and Change of Address) : Mr. Girish Patel, General Manager (Operation)
Mr. Mukesh Trivedi, General Manager (System)
Unit : Bloom Dekor Limited
Near Asoka Mills Ltd., Naroda Road, Ahmedabad - 380 025.
Tel: +91-79-22200582, 22200338. Fax : +91-79-22202963.
E-mail : girish.patel@psrpl.com
Website : www.pinnacleregistry.co.in
- (i) Share Transfer System : Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respects. Executives of the Company have been authorised to approve transfers in additions to the Committee.

(j) Distribution of Shareholding

Sr. No.	No. of Equity Shares held	No. of Folios	No. of Shares	Percentage of Shareholding
1.	1 to 500	2951	4,38,958	7.32
2.	501 to 1000	168	1,42,787	2.38
3.	1001 to 2000	101	1,60,680	2.68
4.	2001 to 3000	24	61,440	1.02
5.	3001 to 4000	19	65,241	1.09
6.	4001 to 5000	18	85,215	1.42
7.	5001 to 10000	25	1,67,948	2.80
8.	10001 to 25000	35	48,77,731	81.30
Total		3341	60,00,000	100.00

(k) Shareholding Pattern as at 31st March, 2009:

Sr. No.	Category	No. of Folios	Percentage of Folios	No. of Shares Held	Percentage of Shareholding
1.	Promoters	12	0.36	16,83,485	28.06
2.	Resident Individuals	3209	96.05	22,61,608	37.69
3.	Private Corporate Bodies	45	1.35	9,92,107	16.54
4.	Financial Institutions	0	0	0	0
5.	Nationalised Banks, Government, Insurance Companies and Mutual Fund	0	0	0	0
6.	FII's	0	0	0	0
7.	NRI's and OCB's	75	2.24	10,62,800	17.71
8.	GDR's	0	0	0	0
Total		3341	100.00	60,00,000	100.00

(l) Dematerialization of Equity Shares : More than 91.92% of total equity share capital is held in Dematerialized form with NSDL and CDSIL and further additional equity shares of 27,50,000 demat confirmation pending with NSDL as well as CDSIL due to awaiting listing approval from BSE.

(m) Plant (Manufacturing Units) : BLOOM DEKOR LIMITED
267, Village Oran, Taluka Prantij, N.H. 8, Dist. Sabarkantha, North Gujarat - 383 205

(n) Address for Correspondence for any query related to shares : M/s. Pinnacle Share Registry Pvt. Ltd.
Nr. Ashoka Mills, Naroda Road, AHMEDABAD-380 025.

(o) Non-Mandatory Requirements

1. The Board

(a) An office for the use of the Chairman is made available whenever required.

(b) At present there is no policy fixing the tenure of Independent Directors.

2. Remuneration Committee

The Company has two Whole-time Directors on the Board whose appointments and remuneration have been fixed by the Board in terms of resolution passed by the members.

3. Shareholders' Rights

Half yearly financial results including summary of significant events during the last six months are presently not being sent to shareholders of the Company.

4. Audit Qualifications

There are no qualifications in the Auditor's report on the financial statements to be Shareholders of the Company.

6. Training of the Board Members

There is no formal policy at present for training of the Board members of the Company as the members of the Board are eminent and experienced professionals..

7. Mechanism for evaluating non-executive board members

There is no formal mechanism existing at present for performance evaluation of non-executive directors.

8. Whistle Blower Policy

The Company has not established any formal whistle blower policy.

The above report has been placed before the Board at its meeting held on 30.06.2009 and the same was approved.

**ANNEXURE
DECLARATION**

I, Dr. Sunil Gupta, Managing Director of Bloom Dekor Limited, hereby declares that as on 31st March, 2009, all the Board members and Senior Management Personnel have affirmed compliance to the Code of Conduct laid down by the Company.

For Bloom Dekor Limited

Dr. Sunil Gupta
Managing Director

CERTIFICATE

To the members of BLOOM DEKOR LIMITED

We have examined the compliance of conditions of Corporate Governance by Bloom Dekor Limited, for the year ended 31st March 2009, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the certificate of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance in Clause 49 of the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that based on the report given by the Registrars of the Company to the Investor Grievance Committee as on 31st March 2009, there were no investor grievances remaining unattended/pending for more than 30 days.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For, B.T. VORA & CO.
Chartered Accountants

Place : Ahmedabad

Date : 30.06.2009

B.T. Vora
Proprietor
Member No. 13046

AUDITORS' REPORT

To the Members of
BLOOM DEKOR LIMITED.

We have audited the attached Balance Sheet of '**Bloom Dekor Limited**', as at 31st March, 2009 and also the Profit and Loss Account and the Cash Flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with Auditing Standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956, we annex hereto a statement on the matters specified in paragraphs 4 and 5 of the said Order.

Further to our comments in the Annexure referred to above, we report that:

- a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;
- c) The Balance Sheet the profit and Loss Account and Cash Flow statement dealt with by this report, are in agreement with the books of account;
- d) In our opinion, Balance Sheet, Profit and Loss and Cash Flow statement comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956, **except (1) to the extent of non provision of excise duty on finished goods not cleared from the factory and corresponding equivalent amount not considered in valuation of inventories as stated in Note No. B) 7(1) of schedule 19. However, this has no impact on the profit for the year.**
- e) On the basis of written representation received from the directors, as on 31/03/2009 and taken on record by the board of directors. We report that none of the director is disqualified as on 31st March, 2009 from being appointed as director in terms of clause (g) of Section 274(1) of the Companies Act, 1956;
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts subject to the remarks in Para-d) above, read together with Significant Accounting Policies, and Notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - i) in case of the Balance Sheet, of the state of affairs of the Company as at March 31st, 2009;
 - ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - iii) in case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For, **B.T. VORA & CO.**
Chartered Accountants

Place : Ahmedabad
Date : 30.06.2009

B.T. Vora
Proprietor
Membership No. 13046

ANNEXURE

(Referred to in paragraph 3 of our report of even date on the accounts of Bloom Dekor Limited for the year ended March 31, 2009)

1. Fixed Assets:

- a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) All fixed assets have not been physically verified by the management during the year, but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of it's asset. As informed to us, no material discrepancies were noticed on such verification.
- c) In our opinion, the Company has not disposed of substantial part of fixed assets during the year and the going concern status of the Company is not affected.

2. Inventories:

- a) The inventory has been physically verified during the year at year-end by the management. In our opinion, the frequency of verification is reasonable.
- b) In our opinion, and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
- c) In our opinion and according to the information and explanations given to us, and on the basis of our examination of the records of inventory, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of account.

3. Loans taken / granted:

- a) The Company has not granted loans to any companies, firms or other parties covered in the Register maintained under section 301 of the Companies Act, 1956. Consequently, requirements of clauses (iii.a) to (iii.d) of paragraph 4 of the order are not applicable;
- b) The Company had taken loan from two party covered in the Register maintained under section 301 of the Companies Act, 1956, aggregating to Rs.4.27 Lakhs. The maximum amount involved was Rs.15.09 Lacs.
- c) This is interest free deposit. In our opinion, other terms and conditions of this loan taken were not prima facie prejudicial to the interests of the Company.
- d) The term of repayment is not stipulated.

4. Internal Control:

In our opinion and according to the information and explanations given to us, there are adequate internal control system commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.

5. Transactions entered in the register maintained in pursuance of Section 301 of the Companies Act, 1956.

- a) According to the information and explanation given to us, we are of the opinion that the company has entered all the particulars of contracts or arrangements referred to in Section 301 of Companies Act, 1956.

- b) Based on the information and explanations given to us, it is our opinion that these transactions have been made at prima facie reasonable prices, having regard to the prevailing market prices at the relevant time and certain lot sale or second sale, if any, are-at market available rate.

6. Public Deposit:

In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public within meaning of section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder.

7. Internal Audit:

In our opinion, the company has an internal audit system commensurate with the size and nature of its business.

8. Cost Records:

To the best of our knowledge and according to information given to us, the central government has not prescribed maintenance of cost records under section 209 (1d) of the Companies Act, 1956, in respect of the activities carried on by the company.

9. Statutory Dues:

- a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Income-tax, Value Added Tax, Customs Duty, Excise Duty and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2009, for a period of more than six months from the date of becoming payable.
- b) According to information and explanation given to us, and the records examined by us, the particulars of dues of value added tax, excise duty and Income Tax which have not been deposited on account of any dispute, are as under

Sr. No.	Name of the statute	Nature of dues	Financial Year	Forum where dispute is pending	Appeal by	Amount in lacs
1	Income Tax Act, 1961	Income tax	1999-00	Income Tax Tribunal	Income Tax Department	56.00
2	Income Tax Act, 1961	Income tax	1999-00	Income Tax Tribunal	Company	27.70
3	Income Tax Act, 1961	Income tax	2000-01	Income Tax Tribunal	Company	69.72
4	Income Tax Act, 1961	Income tax	2000-01	Income Tax Tribunal	Income Tax Department	25.85
5	Income Tax Act, 1961	Income tax	2001-02	Income Tax Tribunal	Company	6.50
6	Income Tax Act, 1961	Income tax	2002-03	CIT (A)	Company	28.71
7	Gujarat Sales Tax	Sales Tax	1998-99	Sales Tax Tribunal	Company	1.57
8	Gujarat Sales Tax	Sales Tax	2000-01	Sales Tax Tribunal	Company	2.65
9	Gujarat Sales Tax	Sales Tax	2004-05	Sales Tax Tribunal	Company	3.70
10	Gujarat Sales Tax	Sales Tax	2005-06	Sales Tax Tribunal	Company	2.28

10. Accumulated losses:

The company has no accumulated losses as at 31st March, 2009 and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.

11. Repayment default:

Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks.

12. Loans and Advances:

According to information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Accordingly, the provisions of clause 4 (xii) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.

13. Chit Fund etc:

The provisions of any Special Statute applicable to chit fund, nidhi or mutual benefit fund/societies are not applicable to the Company.

14. Trading in Shares etc:

According to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.

15. Guarantee for other:

In our opinion and according to the information and explanations given to us, the terms and conditions of guarantee given by the Company for loans taken by other from bank and financial institutions is prima facie, not prejudicial to the interests of the Company.

16. Term Loans:

To the best of our knowledge and belief and according to the information and explanation given to us, term loans availed by the Company were, prima facie, applied by the Company during the year for the purposes for which the loans were obtained.

17. Sources and Application of Fund:

According to the information and explanation given to us, and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been used for the purpose of long term investment.

18. Preferential Allotment:

The Company has not made preferential allotment of equity share during the year under Audit.

19. Issue of Debentures:

The company has not issued any debentures. Accordingly, the provision of clause 4 (xix) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.

20. Public Issue:

The Company has not raised money by any public issues during the year and, hence, the question of disclosure and verification of end use of such money does not arise.

21. Fraud:

To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

For, **B.T. VORA & CO.**
Chartered Accountants

Place : Ahmedabad
Date : 09/07/2008

B.T. Vora
Proprietor
Membership No. 13046

BALANCE SHEET AS AT 31ST MARCH 2009

Particulars	Schedule	As at 31.03.2009 (Rs.)	As at 31.03.2008 (Rs.)
Sources of Funds :			
I. Shareholder's Fund			
a) Share Capital	I	60,000,000	60,000,000
b) Reserve & Surplus	II	92,922,466	88,574,470
		152,922,466	148,574,470
II. Loans Fund			
a) Secured Loan	III	135,411,109	118,964,263
b) Unsecured Loans	IV	5,501,150	2,009,534
		140,912,259	120,973,797
Deferred Tax Liabilities (Net)		14,730,954	12,761,450
TOTAL.....		308,565,679	282,309,717
Application of Funds :			
I. Fixed Assets	V		
a) Gross Block		251,015,668	239,767,090
Less : Depreciation		103,236,424	91,060,048
Net Block		147,779,244	148,707,042
II. Investments	VI	16,700	16,700
III. Current Assets, Loans & Advances			
Inventories	VII	143,207,470	127,351,020
Sundry Debtors	VIII	60,702,440	74,510,570
Cash & Bank Balances	IX	6,089,166	8,627,893
Loans And Advances	X	37,855,225	36,573,423
		247,854,301	247,062,905
Less : Current Liabilities & Provisions	XI	79,969,082	106,709,163
Provisions	XII	7,115,484	6,767,768
		87,084,566	113,476,931
Net Working Capital		160,769,735	133,585,975
TOTAL.....		308,565,679	282,309,717
Significant Accounting Policies & Notes on Accounts	XIX		

As per our report of even date.

For and on behalf of the Board

For, **B. T. VORA & CO.**
Chartered Accountants

DR. SUNIL GUPTA

Managing Director

B. T. VORA
Proprietor

MRS. RUPAL GUPTA

Director

Place : Ahmedabad
Date : 30.06.2009

Place : Ahmedabad
Date : 30.06.2009

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2009

Particulars	Schedule	2009-2008 (Rs.)	2007-2008 (Rs.)
Income			
Sales			
Domestic Market		244,116,548	209,413,936
Less : Excise Duty		<u>28,012,519</u>	<u>29,817,545</u>
		216,104,029	179,596,391
Resale		—	160,348
In International Market		<u>123,095,840</u>	<u>125,337,897</u>
		339,199,869	305,094,636
Other Income	XIII	5,118,673	6,478,411
Increase/(Decrease) in stock at close	XIV	<u>3,535,749</u>	<u>17,712,679</u>
		8,654,422	24,191,090
TOTAL.....		<u>347,854,291</u>	<u>329,285,726</u>
Less : Expenditures			
Purchase For Resale		1,523,205	123,350
Raw Materials Consumption	XV	216,233,813	234,368,583
Manufacturing Expenses	XVI	50,684,280	40,713,228
Admn. Selling & Distribution Exp.	XVII	41,457,616	27,294,075
Finance/Interest Charges	XVIII	<u>19,792,324</u>	<u>13,091,601</u>
		329,700,238	315,590,838
Profit before Amortisation, Depr. & Prior Period Adj.		18,154,053	13,694,888
Depreciation		12,176,380	10,467,416
Profit/(Loss) Before Extra-Ordinary Items		5,977,673	3,227,472
Add/(Less) Prior Period Adjustment		744,449	54,448
Profit/ (Loss) Before Taxation		5,233,224	3,173,024
Provision For Taxation - Current		—	—
- Deferred Tax Liability / Assets		1,969,503	2,884,021
- Frienge Benefit Tax		240,000	200,000
- Wealth Tax		16,800	46,417
Add : Excess provision of FBT w/off		87,497	—
Profit / (Loss) After Taxation		3,094,418	42,586
Balance Brought Forward		<u>59,207,880</u>	<u>59,165,294</u>
Profit Available For Appropriation		<u>62,302,299</u>	<u>59,207,880</u>
Proposed Dividend		—	—
Dividend Tax		—	—
Balance Carried Forward		<u>62,302,299</u>	<u>59,207,880</u>
		<u>62,302,299</u>	<u>59,207,880</u>
Earning Per Share	XVII		
Basic & Diluted		0.52	0.01

As per our report of even date.

For and on behalf of the Board

For, **B. T. VORA & CO.**

Chartered Accountants

DR. SUNIL GUPTA

Managing Director

B. T. VORA

Proprietor

MRS. RUPAL GUPTA

Director

Place : Ahmedabad

Date : 30.06.2009

Place : Ahmedabad

Date : 30.06.2009

SCHEDULES FORMING PART OF THE ACCOUNTS

Particulars	As at 31/03/2009 Amount (Rs.)	As at 31/03/2008 Amount (Rs.)
SCHEDULE - I		
SHARE CAPITAL		
AUTHORISED		
6250000 Equity Shares of Rs. 10/- each	62,500,000	62,500,000
ISSUED		
6000000 Equity Shares of Rs. 10/- each	60,000,000	60,000,000
TOTAL	<u>60,000,000</u>	<u>60,000,000</u>
SUBSCRIBED		
6000000 Equity Shares of Rs. 10/- each	60,000,000	60,000,000
TOTAL	<u>60,000,000</u>	<u>60,000,000</u>
PAID-UP		
6000000 Equity Shares of Rs. 10/- each	60,000,000	60,000,000
TOTAL	<u>60,000,000</u>	<u>60,000,000</u>
SCHEDULE - II		
RESERVE & SURPLUS		
General Reserve	4,378,577	4,500,000
Capital Reserve	7,986,890	7,986,890
State Subsidy	1,500,000	1,500,000
Share Premium	16,754,700	15,379,700
Profit & Loss Account	62,302,299	59,207,880
TOTAL	<u>92,922,466</u>	<u>88,574,470</u>
SCHEDULE - III		
SECURED LOANS		
<u>HIRE PURCHASE FINANCE FOR VEHICLES FROM</u>		
SBI Car Loan	167,520	616,707
CITI Corp Maruti Finance Vehicles Ltd.	159,332	317,155
<u>TERM LOANS FROM</u>		
SBI Term Loan (SS Press moulds)	3,407,307	4,800,361
SBI Term Loan (Door Project)	17,202,901	19,763,259
KVB Term Loan (Door Project)	14,046,603	—
	<u>34,656,811</u>	<u>24,563,620</u>
<u>WORKING CAPITAL LOAN FROM STATE BANK OF INDIA</u>		
In Cash Credit Account	14,520,014	13,598,449
In Export Packing Credit Account	14,181,274	19,019,081
In Foreign Bills Purchase Account	5,693,588	1,296,094
In Inland Bills Purchase Account	6,821,653	10,032,609
In Packing Credit Foreign Currency US \$ 414530.10	—	—
	<u>41,216,529</u>	<u>43,946,233</u>
<u>WORKING CAPITAL LOAN FROM THE KVB LTD.</u>		
In Cash Credit Account	46,175,950	26,932,615
In Export Packing Credit Account	3,098,785	10,607,924
In Foreign Bills Purchase Account	1,938,262	3,542,434
In Inland Bills Purchase Account	7,340,336	3,464,294
	<u>58,553,332</u>	<u>44,574,267</u>
G.T.F. Bill Purchase	657,585	4,973,282
Total.....	<u>135,411,109</u>	<u>118,964,263</u>

NOTES :-

- 1) Term Loan taken for S.S.Press Mould is secured by equitable mortgage (exclusively First Charge) of S.S.Prees Moulds.
- 2) Pari passu first charge over the immovable property bearing Land Block no.267, 268 & 269 at Village : Oran together with construction of industrial premises thereon and plant & machinery, fixture & fittings purchased or to be purchased out of the Term Loan for Engineered door frames & Shutters project.
- 3) Working Capital Loans from State Bank of India and The Karur Vysya Bank Ltd are secured by way of first charge ranking pari passu with each other by hypothecation of all present and future goods, book debts and all other movable assets of the Company including documents of titles to the goods, outstanding monies, receivables including receivables by way of cash assistance and/or cash incentives under the cash incentive scheme or any other schemes, claims including claims by way of refund of customs/excise duty under the duty drawback credit scheme or any other scheme, bills, invoices, documents, contracts, insurance policies, guarantees, engagements, securities, investments, future machinery belonging to or in the possession or under the control of the company wherever lying, stored and kept whether in possession of the company or of the bank or of any third party whether in India or elsewhere throughout the world including all such goods, other movable assets as may in course of shipment transit and personal guarantee of directors.

The same is also secured by creation for joint charges of both bankers on immovable properties of the company by equitable mortgage of property situated at block no. 267, 268 & 269 at village Oran more specifically described in point (2) above.

Particulars	As at	As at
	31/03/2009 Amount (Rs.)	31/03/2008 Amount (Rs.)
Deposits from Directors (Interest free)	427,150	1,509,534
Deposit from Stokist	5,074,000	500,000
TOTAL	5,501,150	2,009,534

**SCHEDULE - V
FIXED ASSETS**

Name of Fixed Asset	GROSS BLOCK				DEPRECIATION				NETBLOCK	
	Original Value as on 01/04/2008	Additions during the year	Deduction/Adjustment during the year	Total Value 31/3/2009	Upto 31/3/2008	Provided during the year	Deduction Adjustment	Total 31/3/2009	As on 31/3/2009	As on 31/3/2008
Land	548,324	—	—	548,324	—	—	—	—	548,324	548,324
Site Development	3,610,901	—	—	3,610,901	569,058	58,858	—	627,915	2,982,986	3,041,843
Factory Bulding	24,540,754	15,436,788	—	39,977,542	8,231,422	1,202,168	—	9,433,590	30,543,952	16,309,332
Staff Quarters	1,289,971	—	—	1,289,971	241,268	21,027	—	262,294	1,027,677	1,048,703
Plant & Machinery	47,596,238	33,913,184	3,866,338	77,643,079	32,508,583	5,982,874	3,673,021	34,818,451	42,824,638	15,087,655
Plant & Machinery-95%	22,071,083	3,866,338	—	25,937,421	20,974,049	3,673,021	—	24,647,070	1,290,351	1,097,034
S.S.Press Moulds	70,642,964	3,861,858	484,718	74,020,104	19,566,034	3,219,369	23,024	22,762,379	51,257,725	51,076,930
Electric Installation	2,900,786	4,012,555	—	6,913,341	1,395,804	279,291	—	1,675,094	5,238,247	1,504,982
Lab.Equipment	821,684	—	—	821,684	293,747	39,030	—	332,777	488,907	527,937
Office Equipment	1,380,937	486,107	208,348	1,658,696	517,680	265,674	197,930	585,424	1,073,272	863,257
Office Equipment-95%	2,117,603	208,348	—	2,325,951	2,011,723	197,930	—	2,209,653	116,298	105,880
Furniture & Fixture	5,226,943	1,232,397	1,558	6,457,782	1,768,478	383,015	1,481	2,150,013	4,307,769	3,458,465
Furniture & Fixture -95%	—	1,558	—	1,558	—	1,481	—	1,481	77	—
Air Conditioners	1,570,630	116,711	4,229	1,683,112	387,531	78,226	4,018	461,738	1,221,374	1,183,099
Air Conditioners-95%	—	4,229	—	4,229	—	4,018	—	4,018	211	—
Veicals	6,657,208	241,500	52,766	6,845,942	1,740,575	649,834	50,128	2,340,281	4,505,661	4,916,633
Veicals-95%	801,384	52,766	—	854,150	761,315	50,128	—	811,443	42,707	40,069
E.treatment Plant	421,882	—	—	421,882	92,764	20,039	—	112,803	309,079	329,118
Capital Work In Progress										
New Project — Eng.Door	47,567,801	—	47,567,801	—	—	—	—	—	—	47,567,801
Total	239,767,093	63,434,339	52,185,758	251,015,668	91,060,029	16,125,983	3,949,602	103,236,424	147,779,244	148,707,055
Previous Year	189,930,682	50,504,990	668,582	239,767,090	80,933,302	10,467,416	340,670	91,060,048	148,707,042	108,997,382

Particulars	As at 31/03/2009 Amount (Rs.)	As at 31/03/2008 Amount (Rs.)
SCHEDULE - VI		
INVESTMENTS		
Unquoted		
Investment In Gov.Security	5,500	5,500
Share Of Nutan Nagrik Sahakari Bank Ltd.	11,200	11,200
TOTAL	<u>16,700</u>	<u>16,700</u>
SCHEDULE - VII		
CURRENT ASSETS		
STOCK AT CLOSE (At Lower Of Cost Or Market Value) (As Taken, Valued And Certified By The Management)		
Raw Materials	72,000,555	59,163,700
Raw Materials At Port	5,389,767	7,163,381
Traded Goods	1,844,711	—
Stock In Process	12,118,638	7,066,742
Finished Goods	39,417,500	45,860,125
Finished Goods-Consignment Agent	6,904,148	3,822,381
Packing Materias	1,123,427	635,519
Stores	2,056,321	1,539,433
Stock Lying At Job Work Party	358,776	472,403
Fire Wood & Lignite	234,746	168,113
Product Folder & Advertise Articals	1,758,881	1,459,223
TOTAL	<u>143,207,470</u>	<u>127,351,020</u>
SCHEDULE - VIII		
SUNDRY DEBTORS (Unsecured But Considered Good)		
Debts Outstanding For A Period Exceeding Six Months		
Domestic Sales	4,321,364	9,880,150
Export Sales	2,310,812	6,866,842
Considered Doubtful	1,693,482	1,522,033
Debts Outstanding For A Period Below Six Months		
Domestic Sales	38,708,464	39,638,830
(Including Debts Rs.14130244/- Due By A Company Wherein Directors Are Interested (P.Y.20000786/-)		
Export Sales	13,668,318	16,602,715
TOTAL	<u>60,702,440</u>	<u>74,510,570</u>

BLOOM DEKOR LIMITED

Particulars	As at	As at
	31/03/2009 Amount (Rs.)	31/03/2008 Amount (Rs.)
SCHEDULE - IX		
CASH AND BANK BALANCES		
Cash On Hand		
Head Office	140,994	97,219
Bombay Branch	35,381	36,229
At Factory	36,211	34,789
Euro On Hand- 123 Eur @ 56.10	6,900	6,900
Us \$ On Hand \$112.29	5,212	5,212
Bank Balances With Scheduled Bank		
In Pref.Equity Warrant-Current Account With U.T.I.Bank	47,518	2,677
In Current Account Head Office	168,475	139,261
In E.E.F.C. (Euro) Account With S.B.I. (Euro)	144,813	137,267
In E.E.F.C. (Euro) Account With K.V.B. (Euro)	552	552
U.T.I.Current A/C No.46	523,111	—
U.T.I.Current A/C No.1113	51,190	89,068
U.T.I Bank Mumbai	35,108	32,349
S.B.I. Power Pack Current A/C	6,418	112,260
In Fixed Deposit Account (L/C Margin Money)	4,395,906	7,435,299
Balance With Uti Bank(Unpaid Dividend)	119,818	120
Balance With Vijaya Bank(Unpaid Dividend)	258,469	385,599
Balance With Hdfc Bank(Unpaid Dividend)	113,092	113,092
	6,089,166	8,627,893
TOTAL	209,999,076	210,489,483

**SCHEDULE - X
LOANS AND ADVANCES**

Advances recoverable in cash or in kind or for value to be received	462,886	480,315
Advances For Capital Goods	794,618	1,055,253
Other Advances	809,784	17,710
Advances Paid To Suppliers (Including Doubtful - Nil. P.Y. 86723/-)	726,864	1,323,930
Interest Free Loans To Employees	145,766	239,999
Advances To Staff For Expenses	18,277	—
Gujarat Electricity Board	1,815,559	1,815,559
Income Tax Paid	9,025,124	8,990,350
VAT Refund Receivable F.Y-06-07	359,520	763,040
Modvat Benefits Receivable	3,208,477	172,935
Export Benefits Receivable	19,201,793	21,013,477
Prepaid Expenses	264,859	193,012
MAT Credit Receivable A.Y.2007-2008	148,206	171,000
MAT Credit Receivable A.Y.2008-2009	307,762	336,844
MAT Credit Receivable A.Y.2009-2010	565,732	—
TOTAL	37,855,225	36,573,423

Particulars	As at 31/03/2009 Amount (Rs.)	As at 31/03/2008 Amount (Rs.)
SCHEDULE - XI		
CURRENT LIABILITIES		
Creditors For Capital Goods	2,945,826	23,407,424
Creditors For Imported Raw Materials	26,371,385	17,080,260
Creditors For Indigenous Raw Materials	30,765,020	45,964,968
Creditors For Expenses	13,512,161	14,303,285
Retention Money	—	24,225
Tax Deducted At Source	428,815	944,478
Unpaid Sales Tax 05-06	—	18,731
CST Payable	550,726	659,111
VAT Payable	887,146	707,800
Unpaid Salary	820,397	496,721
Unpaid Expenses	2,025,701	1,873,039
Other Liabilities	22,103	500
Advances Received From Customers	1,042,161	7,605
U.T.I.Current A/C No.46	—	478,469
Excise Duty Payable	105,732	250,345
Unpaid Dividend	482,409	489,841
Unpaid Professional Tax Staff	9,500	2,360
TOTAL	<u>79,969,082</u>	<u>106,709,163</u>
SCHEDULE - XII		
PROVISION		
Provision For Income Tax	6,754,538	6,750,858
Provision For Gratuity	344,146	—
Wealth Tax Payable	16,800	16,910
TOTAL	<u>7,115,484</u>	<u>6,767,768</u>
SCHEDULE - XIII		
OTHER INCOME		
Misc.Sales	862,513	850,137
Charges For Credit Given To Customer	1,187,864	2,023,882
Excess/Short Provision W/Off	31,270	—
Income From C & F	94,665	—
Interest Received	700,942	670,739
Profit On Sale Of Assets	—	33,507
Foreign Exchange Fluctuation	—	917,057
Share Dividend	1,680	1,680
Service Tax Credited On Expenses	2,212,065	1,728,396
Insurance Claim	—	53,572
Credit/Debit Balance W/Off	27,674	199,442
TOTAL	<u>5,118,673</u>	<u>6,478,411</u>

BLOOM DEKOR LIMITED31-03-2009
(Rs.)31-03-2008
(Rs.)**SCHEDULE - XIV
INCREASE/(DECREASE) IN STOCK AT CLOSE****CLOSING STOCKS**

Finished Goods	39,417,500	45,860,125
Finished Goods(Consignment Agent)	6,904,148	3,822,381
Traded Goods	1,844,711	—
Stock In Process	12,118,638	7,066,742

TOTAL.....	60,284,997	56,749,248
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LESS:OPENING STOCKS

Finished Goods	45,860,125	32,022,909
Finished Goods(Consignment Agent)	3,822,381	—
Stock In Process	7,066,742	7,013,660

TOTAL	56,749,248	39,036,569
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TOTAL	3,535,749	17,712,679
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**SCHEDULE - XV
RAW MATERIALS CONSUMPTION**

Raw Materials Consumed	203,980,140	214,241,347
Custom Duty, Clearing & Forwarding	10,441,989	8,375,571
	214,422,129	222,616,919
Add: Export Benefit Adjustment (Net)	1,811,684	12,971,679
Less:Licenses Sold	—	1,220,015

TOTAL	216,233,813	234,368,583
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**SCHEDULE - XVI
MANUFACTURING EXPENSES**

Stores Consumption	1,453,016	2,079,596
Printing On Papers	1,700,174	1,450,970
Salaries,Wages & Allowances	19,054,249	13,916,779
Security Service Charges	323,853	220,205
Door Polishing	5,880	—
Provident Fund	477,760	353,945
Stipend Exp.	41,408	47,606
Power & Fuel	23,469,660	18,825,427
Insurance	558,349	819,082
Inspection & Testing Fees	51,461	34,768
Laboratory	31,495	21,477

	31-03-2009 (Rs.)	31-03-2008 (Rs.)
Licence Fee	449,654	166,870
Repairs To Factory Building	57,038	10,638
Repairs To Plant & Machinery	841,994	1,759,884
Repairs To Electrification	1,218	—
Factory Expenses	157,412	165,226
Freight (Others)	130,127	63,452
Waste Destroy	28,552	18,350
Forklift Fuel	112,558	94,931
Excise Duty On Stock Out	1,738,423	664,022
TOTAL	50,684,280	40,713,228

SCHEDULE - XVII

ADMINISTRATIVE, SELLING & DISTRIBUTION EXPENSES

Advertisement & Product Folder Articals	5,284,129	3,079,860
Auditor's Remuneration	60,000	60,000
Bad Debts	86,723	13,448
Books & Periodicals	43,415	5,608
Business Convention	25,595	—
Cash Discount	139,280	—
Cenvat Dissallowed	—	71,294
Celebration	19,610	—
Commission On Domestic Sales	584,661	28,565
Commission On Export Sales	93,542	604,300
Computer & Internet	61,220	77,802
Conveyance	151,321	112,699
Credit Card Charges	17,588	3,291
Director's Remuneration	2,933,779	2,168,648
Director's Sitting Fees	82,000	37,500
Discount & Claims	293,742	267,853
Donation	12,000	17,000
Ecgc Premium	238,073	511,417
Electricity Exp A/C	224,494	149,669
Recruitment Expense	209,632	9,945
Entertainment	10,165	12,902
Exhibition Exps.	138,493	1,235,256
Export Clearing & Forwarding	4,997,067	6,254,444
Festival Expenses	24,864	4,835
Foreign Currency Fluctuation	7,851,938	—
Foreign Travelling	698,088	634,764
Freight Outward	679,923	196,393
Fumigation Charges	95,607	59,110
Gardening	15,774	571
Staff & Workers' Welfare	417,179	320,556

BLOOM DEKOR LIMITED

	31-03-2009 (Rs.)	31-03-2008 (Rs.)
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Gift Expenses	86,723	34,772
Gratuity & Other Employee Benefit	471,672	173,818
ISO / ISI Trademark	223,504	155,523
Kasar Charges	185	97,137
Legal, Filling & Listing Fees	58,057	968,555
Loss On Forward Contract	3,201,561	—
Loss On Sale Of Assets	—	29,326
Office & Misc Exp	282,556	248,279
Opening Ceremony	37,052	—
Packing Material	5,884,503	5,544,022
Penalty & Damages	18,400	55,892
Postage & Courier	486,758	398,097
Professional Fees	577,980	547,231
Professional Tax	2,400	1,000
Printing & Stationery	378,559	303,771
Rent, Rates & Taxes	1,235,491	796,227
Repairs & Maintenance Exp.(Office)	33,730	53,497
Repairs To Others	50,342	22,532
Round Off	23	12
Sales Promotion Exp.	174,855	49,529
Sponsorship Expnese	147,522	—
Subscription & Membership	39,000	33,506
Telephone & Fax	800,726	619,892
Trade Mark Exp	—	3,500
Travelling	1,022,948	590,311
Tempo Expense	63,931	—
Turnover Discount	102,360	—
VAT Assesment Expenses	33,588	329
Vehicals Running & Maintainance	553,290	629,587
TOTAL	41,457,616	27,294,075

**SCHEDULE - XVIII
FINANCE CHARGES**

Bank Charges	3,238,292	2,530,049
Interest On Buyers Credit	313,617	—
Interest To Bank	10,228,415	8,736,738
Interest On Term Loan A/C(Ss Press Moulds)	630,706	791,729
Interest On Term Loan A/C (Door)	3,130,844	—
Charges To G.T.F	1,180,227	386,383
Interest To Others	999,883	510,179
Interest On Car Loan	70,340	136,525
TOTAL	19,792,324	13,091,601

A). SIGNIFICANT ACCOUNTING POLICIES**1. Basis of Accounting:**

The accompanying financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention and on the basis of a going concern, on accrual basis except Telephone expenses, Retirement benefits and those with significant uncertainty unless otherwise stated. GAAP comprises mandatory accounting standards issued by the Institute of Chartered Accountants of India ("ICAI") and the provisions of the Companies Act, 1956. These accounting policies have been consistently applied.

2. Use of Estimates

The preparation of financial statements in conformity with Accounting Standards requires Management to make estimates and assumption that affect the reported amounts of assets and liabilities at the date of financial statements and the reported amount of revenues and expenses during the reporting period. Examples of such expenses include estimates of expected export benefit Receivable, service Tax Credit Receivable and the useful lives of fixed assets. Actual results could differ from those estimates.

3. Fixed Assets:

The Fixed Assets are stated at the cost of acquisition including inward freight, duties & taxes and other incidental expenses less refundable duties, taxes and depreciation.

Borrowing costs attributable to acquisition / construction of fixed assets are capitalized as per the policy in note (13) below.

4. Inventories:

- a) Finished Goods are valued at lower of cost or net realisable value. Cost includes material, labour and direct overheads and proportion of manufacturing overheads based on normal operating capacity.
- b) Stock in process is valued at cost.
- c) Raw Material, Packing Material, Stores & Fire wood are valued at cost inclusive of freight & incidental expenses. Cost is arrived at on FIFO Basis and is net of modvat credit and input VAT.

5. Foreign Currency Transactions:

The transactions in foreign currencies, which are not settled up to the date of balance sheet, are translated into rupees at the exchange rate prevailing on the date of the balance sheet.

Any gains or losses on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss Account except in cases where they relate to the acquisition of qualifying fixed assets covered under AS - 16, in which case they are adjusted to the carrying cost of such assets.

6. Excise & Custom Duty:

- a) Excise duty liability accruing on manufacture is accounted for as and when the liability for payment arises under the Central Excise Act, 1944. Excise duty on finished goods lying in the factory premises and in the bonded warehouses is not accrued and not accounted.
- b) Custom duty on goods lying in bonded warehouse/port is accounted at the time of payment on removal of goods from the bonded warehouse/port.

These accounting policies have no impact on profit of the company.

7. VAT, Excise duty & Service Tax:

VAT, excise duty & Service Tax payable and modvat receivable are accounted on the basis of return submitted. Additional liabilities if any on assessment/audit objections shall be provided /paid as and when the assessment is completed.

8. Retirement Benefits:

- a) Provident Fund and Employee's Deposit Linked Insurance(EDLI) are defined contribution scheme and the contributions are charged to profit & loss account of the year when the contribution to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

- b) Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation done using projected unit credit method.
- c) Actuarial gain and losses are recognized in Profit & Loss account.

As per views of the management Leave encashment provision is not required on account of companies own Leave rules, hence Leave encashment to employees are not provided and shall be accounted as and when paid, if any.

9. Sales & Purchases:

a) Domestic Sale:

Sales are recognized on dispatch of goods by the company. Sale includes excise duties, and are net of goods returned and CST/VAT.

b) Export Sales:

Export sale is recognized on receipt of bill of lading and is accounted on negotiation of document with the bankers as per the foreign exchange rates prevailing on the date of negotiation.

c) Purchases:

Purchase of Raw Materials and Stores are accounted net of receivable modvat. and VAT.

10. Prior Period items:

Significant items of income and expenditure, which are relating to prior accounting period, are accounted in the Profit and Loss account, under the head prior year adjustments and the expenditure & income which are not material pertaining to prior period, are shown under the respective heads of accounts in the Profit & Loss Account.

11. Depreciation:

Depreciation on the fixed assets is provided at the rates and in the manner specified in Schedule XIV of the Companies Act, 1956, on straight-line method. The depreciation on Plant and Machinery is provided on three shifts basis.

12. Events Occurring after Balance Sheet Date:

Events occurring after the date of Balance Sheet are considered up to the date of adoption of the accounts where material.

13. Borrowing Costs:

Borrowing Costs including Foreign Exchange Fluctuation for qualifying assets incurred in relation to the acquisition, construction of assets are capitalized as a part of the cost of such assets up to the date when such assets are put to use. Other Borrowing costs are charged as an expense in the year in which these are incurred.

14. Taxation:

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company. Provision for Fringe Benefit Tax is made in accordance with Chapter XII-H of the Income Tax Act, 1961. Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing difference that result between the profit offered for income tax and the profits as per the financial statements. Deferred tax assets and liabilities are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

15. Contingent Liabilities and Assets :

Contingent liability is recognised and provided for when the company has present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligations and of which a reliable estimate can be made. Contingent liability is disclosed in notes to the accounts in case if obligation is disputed and the possibility of an outflow of resources is remote. Contingent assets are not recognised until the realisation of Income is virtually certain as per views of the management.

16. Segment Reporting :

The Company is primarily engaged in business of furnishing and construction material, which is governed by the same set of risk and returns. Hence, there is only one primary segment. The said treatment is in accordance with the principal enunciated in Accounting Standard (AS-17) on Segment Reporting.

17. Impairment :

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment base on internal/external factor. An impairment loss is recognised whenever the carrying amount of an asset exceed it recoverable amount. The recoverable amount is, grater of asset's net selling price and value in use. In assessing value in-use, the estimated future cash flows are discounted to their present value.

B) NOTES ON ACCOUNTS	31.03.2009 Rs.in Lacs	31.03.2008 Rs.in Lacs
1. Contingent liabilities not provided for		
a) Letter of Credit opened for import of Raw materials	238.79	88.65
b) Letter of Credit opened for indigenous Raw material	19.00	0
c) Sales bills discounted With Bankers	199.70	170.39
d) Counter Guarantee given to Bankers	NIL	38.00
e) Letter of Credit for Capital Goods	30.85	213.19
f) Income tax demand disputed in appeal by the company	62.91	40.70
Income tax demand disputed in appeal by the department	151.57	167.85
g) Gujarat Sales Tax disputed in S.T.Tribunal by the Company	10.20	4.22
h) Insurance claim	20.41	20.41
2. Value of Imports (on CIF Basis)		
a) Raw material	892.94	1285.10
b) Traded Goods	15.92	0
c) Capital goods	49.87	256.30
d) Stores (Consumables)	8.14	2.18
3. Earnings in Foreign Exchange		
a) Export of Goods calculated on F.O.B. Basis	1201.68	1217.59
4. Expenditure in foreign currency in respect of:		
a) Foreign Travelling	9.25	3.52
b) Commission of Export Sales	NIL	6.04
c) Interest for late payment to suppliers	11.46	0.90
5. Estimated amount of contract remaining to be executed on capital account and not provided for(Net of advance)	28.63	NIL
6. Remuneration to Directors		
a) During the year the company has inadequate profit as such managerial remuneration paid in accordance with Schedule XIII to the Companies Act, 1956 to the managing director and executive director as under: As such computation of Net Profit in accordance with Section 198 of the Companies Act, 1956 is not workout.		
Salary	28.20	20.64
Other Perquisites	1.14	1.15
	29.34	21.79
6. The figures of the previous year have been regrouped wherever, necessary so as to make it comparable with those of current year.		
7. (1) Excise duty on finished goods not cleared from the factory estimated Rs.32.48 Lacs (Previous year Rs. 66.13 Lacs) have not been provided and corresponding equivalent amount have not been considered in valuation of inventories. However the said liabilities if accounted for, would not have any impact on the profit for the year.		
8. The company has accounted Rs.1,92,01,793/- (P.Y.Rs. 2,10,13,477/-) as export benefit receivable and outstanding as on 31-03-2009 in terms of duty free import of Raw materials on the basis of advance licences, DFRC and DEPB received/receivable against export sale of the company as accepted, ascertained and estimated realizable benefit on accrual basis, the realisation of said benefit is dependent on the utilisation thereof, custom duty rate and exchange rate.		

BLOOM DEKOR LIMITED

9. Details of Licensed, Installed Capacity and Actual Production.

	<u>31.03.2009</u>	<u>31.03.2008</u>
Laminate Plant :		
Licensed Capacity	Not Applicable	Not Applicable
Installed Capacity	1470000 sheets (43.76 lakh sq.mtrs.)	1470000 sheets (43.76 lakh sq.mtrs.)
Actual Production	800350 sheets (23.83 lakh sq.mtrs.) (Approximately)	960650 sheets (28.60 lakh sq. Mtrs.) (Approximately)
(Exclusive of Non Standard Cut pieces)		

Door Plant :

Licensed Capacity	Not Applicable	Not Applicable
Installed Capacity	90000 Doors and Frames	NIL
Actual Production	170 Doors and Frames	NIL

10. Profit/ Loss on sale of Raw material has not been segregated in showing the consumption thereof (i.e. Consumption is net of sale of Raw material)
11. The company has not reconciled the balances with various parties appearing under grouping of sundry debtors, loans & advances and sundry creditors. Hence impact of such reconciliation, if any, is not ascertained.
12. Payments to Auditors includes the following :

<u>PARTICULARS</u>	<u>31.03.2009</u>	<u>31.03.2008</u>
Audit Fees	50000	50000
Tax Audit Fees	10000	10000
Taxation	42500	42500
Other Services	15000	37913
	117500	140413

13. In the absence of any intimation from vendors regarding status of their registration under "Micro, Small & Medium Enterprise Development Act,2006", the company is unable to comply with the disclosure requirement to be made under the said act.
14. In accordance with Accounting Standard 22 'Accounting for Taxes on Income' issued by the ICAI, the company has accounted for deferred taxes during the year. The deferred tax Assets/Liabilities for the year ended on March 31, 2009 amounting to Rs.19.70 lakhs has been also been credited/debited to Revenue. Following is the major component of deferred tax liability/Assets.

	<u>Current year</u>	<u>Upto 31.03.2008</u>
Deferred Tax Liability/Assets		
Deferred Tax Liability		
Difference between books and Tax Depreciation	16884739	15975653
Deferred Tax Assets		
Brought forward Unabsorbed Depreciation / set off of b/f losses	2153785	3214203
Net Deferred Tax Liability	14730954	12761450

Provision for Taxation (MAT) Rs.5.66 lakhs (P.Y.Rs.3.37 lakhs) has been made in this accounts as per the related provisions contained in the Income tax Act, 1961 and Rs.5.66 lakhs is shown as "MAT Credit Receivable" under Loans & Advances.

The Company has recognised MAT Credit Asset of Rs.10.21 Lacs (including Rs.5.08 Lacs till previous year) which can be recovered, based on the provisions of Section 115JAA of the Income Tax Act, 1961. The management based on the present trend of profitability and also the future profitability projections, is of the view that there would be sufficient taxable income in foreseeable future, which will enable the company to utilise MAT Credit Asset.

15. Consumption of Raw material and spare parts

The values of consumption of Raw material and spare parts for indigenous and imported is not furnished separately as separate records thereof are not maintained.

16. In the opinion of the Board, any of the current assets, and loans and advances has a value on realisation in the ordinary course of the business at least equal to the amount at which they are stated.

17. Related Party Transactions

Information about related parties as required by AS-18:

(Rs.in Lacs)

Related party	Relationship	Description of transaction	Payment	Payment
			31.03.2009	31.03.2008
Shri Sunil S. Gupta	M.D.	Remuneration & Perquisite	24.39	16.81
Smt. Rupal Gupta	E.D. as executive director	Remuneration & Perquisite	4.95	4.87
Shri S.S. Gupta	M.D.	Office rent	4.44	4.44
C.C. Gandhi & Co.	Partnership firm in which Shri Ashok Gandhi (Director) is a partner.	Professional fees	0.10	0.08
Suncare Traders Ltd.	Company in which M.D. is Director	Sale of Goods	720.34	647.40
Suncare Traders Ltd.	Company in which M.D. is Director	Guarantee provided to Banker	NIL	30.00
Suncare Traders Ltd.	Company in which M.D. is Director	Credit Charges received	NIL	11.49

18. Segment Information

a) Primary Segment – Business Segment

The company manufactures and sales laminated sheets and wooden engineered door which belong to the same product group of furnishing and construction material. The product has the same risks and returns, which are predominantly governed by market conditions, namely demand and supply position. Thus there is only one identifiable reportable segment.

b) Secondary Segment – Geographical Segment

Particulars	Domestic	Export	Total
	2008-2009	2008-2009	2008-2009
Segment revenue by geographical area based on geographical location of customers.	216104029	123095840	339199869
	2007-2008	2007-2008	2007-2008
	179756739	125337897	305094636

19. Particulars of earning per share:

	31.03.2009	31.03.2008
Net Profit/(Loss) for the year after prior year and extra ordinary items & after tax (Rs.)	3094418	146970
Number of Equity Shares	60,00,000	60,00,000
Nominal Value Per Share (Rs.)	10	10
Earning Per Share basic and diluted(Rs.)	0.52	0.02

20. Advances under the Loans and Advances includes Rs. Nil (previous year Rs.NIL) due by Managing Director and Rs. Nil (previous year Rs.NIL) due by Executive Director maximum amount due at any time during the year by Managing Director Rs.NIL (previous year Rs. NIL) and Executive Director Rs.NIL (previous year Rs. 3.73 Lacs).

21. The Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard-3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India and figures in bracket represent outflow of cash.

22. EMPLOYEE BENEFIT PLANS:

1) Defined Contribution Plans: Contribution to Provident Fund of Rs.4.78 Lacs (P.Y. 3.54 Lacs) is recognised under the head of 'Provident Fund' in Profit and Loss Account.

2) DEFINED BENEFIT PLAN - GRATUITY

Consequent upon adoption of Accounting Standard on "Employee Benefit" (AS -15) (Revised 2005) issued by the institute of Chartered Accountants of India, as required by the Standards, the following disclosures are made:

A	The amounts recognised in statement of Profit & Loss Account are as follows: Defined Benefit Plan - Gratuity Current service cost Interest cost Expected Return On Plan Assets Net Actuarial	147,359 96,541 (64,900) 251,381
	Amount included under the head gratuity expenses	430,381
B	The amount recognised in Balance Sheet: Present value of the funded obligation Less : Fair Value of plan assets	1,264,941 920,795
	Net liability included under the head provision for gratuity	344,146
C	Changes in the present value of the define benefit obligation representing reconciliation of opening and closing balance thereof are as follows: Present value of obligations as at beginning of year Interest Cost Current Service Cost Benefits Paid Actuarial (Gain) / Loss on obligations	1,206,763 96,541 147,359 (437,103) 251,381
	Present value of obligations as at end of year	1,264,941
D	Changes in the fair value of the plan assets: Opening Fair Value of Plan Assets Expected Return on Plan Assets Contributions Benefits paid Actuarial (Gain)/ Loss on plan assets	64,900 207,658 (437,103) —
	Closing Fair Value of Plan Assets	920,795
E	Expected contribution to define benefit plan for the year	344,146
F	Insurer Managed Funds (Life insurance Corporation of India) The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in the expected rate of return on assets due to the improved stock scenario.	100%
G	The principal actuarial asseption at the Balance Sheet date Discount Rate Salary Escalation Mortality Table	8% 7% LIC(1994-96) Ultimate

23. Details of Raw Materials

Particulars	Unit	Current Year		Previous Year	
		Qty.	Rs.	Qty.	Rs.
(A) Opening Stocks					
Base Paper	KGS.	251181	45661923	245687	44694189
Barrier Paper/Tissue Paper	KGS.	26407	3022481	21116	2731810
Kraft Paper	KGS.	355472	11129427	488846	13471504
Formal Dyhyde / Methanol	KGS.	90275	1327835	42056	783104
Phenol	KGS.	17909	1334930	5164	409824
P.P. Film	KGS.	1418	162656	299	34824
Melamine	KGS.	34975	2364124	40575	2021852
Others (Including Alu. Foil)			1796108		1875508
Total		777637	66799484	843743	66022614
(B) Purchase					
Base Paper	KGS.	276527	40621043	322,457	51100869
Barrier Paper/Tissue Paper	KGS.	32147	3685676	58,713	5860654
Kraft Paper	KGS.	2358447	61732203	2,474,703	50764100
Formal Dyhyde / Methanol	KGS.	3356125	28475862	3,377,417	26905176
Phenol	KGS.	672115	45062460	729,956	52117927
P.P. Film	KGS.	13557	4440443	18,028	2099889
Melamine	KGS.	271000	19071065	301,000	16460248
Others (Including Alu. Foil)			11841003		9709354
Total		6979918	214929755	7282273	215018217
(C) Consumption					
Base Paper	KGS.	280655	38218155	316964	50133136
Barrier Paper/Tissue Paper	KGS.	43892	4657229	53422	5569983
Kraft Paper	KGS.	2330075	57649488	2608077	53106176
Formal Dyhyde / Methanol	KGS.	3277294	28408945	3329198	26360445
Phenol	KGS.	630189	44212519	717211	51192820
P.P. Film	KGS.	13350	1278259	16909	1972056
Melamine	KGS.	283130	20010982	306600	16117977
Others (Including Alu. Foil)		0	12542336	0	9788754
Total		6858585	206977913	7348380	214241347

BLOOM DEKOR LIMITED

Particulars	Unit	Current Year		Previous Year	
		Qty.	Rs.	Qty.	Rs.
(D) Closing Stock					
Base Paper	KGS.	247053	48064810	251181	45661923
Barrier Paper/Tissue Paper	KGS.	14662	2050928	26407	3022481
Kraft Paper	KGS.	383844	15212143	355472	11129427
Formal Dyhyde / Methanol	KGS.	169106	1394753	90275	1327835
Phenol	KGS.	59835	2184871	17909	1334930
P.P. Film	KGS.	1625	3324840	1418	162656
Melamine	KGS.	22845	1424206	34975	2364124
Others (Including Alu. Foil)		0	1094774	0	1796108
Total		898969	74751326	777637	66799484

The Above Referred Closing Stocks Of Raw Materials Include Following Stocks Of Raw Material Lying At PORT / C.W.C & Goods In Transit

Base Paper	KGS.	11956	1439916	17509	4648211
Kraft Paper	KGS.	0	0	13298	246127
Phenol	KGS.	51610	1831196	1842	113035
Melamine	KGS.	20000	1218655	20000	1300000
Methanol	KGS.	100000	900000	55870	856008
Total		183566	5389767	108519	7163381

The Above Referred Closing Stocks Of Raw Materials Include Following Stocks Of Raw Material Lying At JOB WORK (Out Side Of The Factory)

Base Paper	KGS.	2332	223408	4971	472403
Barrier Paper	KGS.	1101	135368	0	0
Total		3433	358776	4971	472403

24) Details Of Finished Goods

Decorative & Other Laminated Sheets Of Different Thickness, Size & Grades

Particulars	UNITS	CURRENT YEAR	PREVIOUS YEAR
A. Opening Stock	NOS.	168334	124691
B. Production	NOS.	800350	960650
C. Sales	NOS.	831000	917007
D. Closing Stock	NOS.	137684	168334

Signature To Schedule 1 To 19 Forming Part Of Balance Sheet And Profit And Loss Account.

As per our report of even date.

For and on behalf of the Board

For, **B. T. VORA & CO.**
Chartered Accountants

DR. SUNIL GUPTA

Managing Director

B. T. VORA
Proprietor

MRS. RUPAL GUPTA

Director

Place : Ahmedabad

Place : Ahmedabad

Date : 30.06.2009

Date : 30.06.2009

25) Additional Information as required under Part IV of Schedule VI to the Companies Act, 1956.
Balance Sheet Abstract and Company's General Business Profile :

I. Registration Details

Registration No.	:	17341
State Code'	:	4
Balance Sheet Date	:	31.03.2009

II. Capital Raised During the Year

Public Issue	:	NIL
Rights Issue	:	NIL
Bonus Share	:	NIL
Private Placement	:	NIL

III. Positions of Mobilisation and Deployment of Funds

Total Liabilities	:	308565679
Total Assets	:	308565679

SOURCES OF FUNDS

Paid- up Capital	:	60000000
Reserves and Surplus	:	92922466
Secured Loans	:	135411109
Unsecured Loans	:	5501150
Deferred Tax Liabilities	:	14730954

APPLICATION OF FUNDS

Net Fixed Assets	:	147779244
Investments	:	16700
Net Current Assets	:	160769735
Accumulated Losses	:	0

IV. Performance of the Company

Total Income	:	347854291
Total Expenditure	:	342621067
Net Profit for the Year	:	5233224
Provision for Income Tax / FBT	:	169303
Provision for Deferred Tax Assets- C.Y.	:	1969503
Net Profit after Tax	:	3094418
Earnings Per Share (Rs.)	:	0.52
Dividend Rate (%)	:	0

V. Generic Names of Principal Products/Services of the Company

Items Code No.	:	44129900
Product Description	:	Decorative Laminated Sheets

For and on behalf of the Board

DR. SUNIL GUPTA *Managing Director*

MRS. RUPAL GUPTA *Director*

Place : Ahmedabad

Date : 30.06.2009

CASH FLOW STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2009

	31-03-2009 Rupees	31-03-2008 Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before Taxation and Exceptional Items	5,233,224	3,173,024
Adjustments for :		
Depreciation	12,176,380	10,467,416
Deferred Revenue Expenses	0	0
Interest Expenses	15,438,591	10,175,170
Interest Income	(700,942)	(670,739)
Bad Debts & Irrecoverable Advances	86,723	13,448
Credit Balance W/Off.	(27,674)	(199,442)
Loss on Fixed Assets	0	29,326
Profit on Sale of Assets	0	(33,507)
	26,973,078	19,781,672
Operating Profit before working capital changes	32,206,302	22,954,696
Adjustment for :		
Inventories	(15,856,450)	(18,611,862)
Trade Receivables	13,808,130	(4,756,857)
Loans & Advances	(715,830)	14,765,666
Other Liabilities	(26,517,357)	(29,281,507)
	2,924,795	41,508,372
Cash Generated from Operations	2,924,795	41,508,372
Less : Wealth Tax Paid	16,910	29,507
Less : Income Tax Paid	714,794	159,036
Cash Flow before exceptional items	2,193,091	41,319,829
Exceptional Items :		
Bad Debts & Irrecoverable Advances	(86,723)	(13,448)
Credit Balance W/off.	27,674	(59,049)
	2,134,042	41,505,823
Net Cash from Operating Activities - A	2,134,042	41,505,823

	31-03-2009 Rupees	31-03-2008 Rupees
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets (Net)	(11,248,578)	(50,177,078)
Profit on Sale of Asset	0	33,507
Loss on Fixed Assets	0	(29,326)
Sale of Investments	0	2,500,000
Net Cash from Investing Activities - B	(11,248,578)	(47,672,897)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from Long Term Borrowings (Net)	9,486,181	17,272,458
Increase / (decrease) in deferred Payment Liabilities	0	0
Interest paid	(15,438,591)	(10,175,170)
Interest Income	700,942	670,739
Increase / (Decrease) in Working Capital Loan	6,960,664	(2,076,931)
Increase / (Decrease) in Unsecured Loan	3,491,613	(776,584)
Increase in Share capital and Share Premium	1,375,000	0
Dividend Paid	0	0
Net Cash used in Financing Activities - C	6,575,809	4,914,512
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	(2,538,727)	(1,252,562)
Cash and Cash Equivalents as at 01.04.08 (Opening Balance)	8,627,893	9,880,455
Cash and Cash Equivalents as at 31.03.2009 (Closing Balance)	6,089,166	8,627,893

As per our report of even date.

For, **B. T. VORA & CO.**
Chartered Accountants

B. T. VORA
Proprietor

Place : Ahmedabad
Date : 30.06.2009

For and on behalf of the Board

DR. SUNIL GUPTA *Managing Director*

MRS. RUPAL GUPTA *Director*

Place : Ahmedabad
Date : 30.06.2009



Certificate Number 5456QMS001