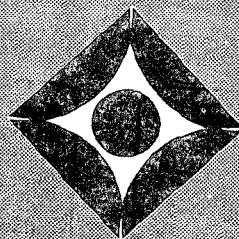


**ANNUAL REPORT**

**2008 - 2009**



**D H O O T**

**INDUSTRIAL FINANCE LIMITED**



**BOARD OF DIRECTORS**

Shir Rajgopal Dhoot *Chairman*  
Shri Rohit Kumar Dhoot *Managing Director*  
Shri S. Venkatachalam  
Shri Abhay Firodia  
Shri Girish C. Choksey  
Shri Rajesh M. Loya

**AUDITORS**

Bansi S. Mehta & Co.  
Chartered Accountants  
Mumbai

**BANKERS**

Indian Overseas Bank  
UTI Bank Limited

**REGISTERED OFFICE**

504, Raheja Centre,  
214, Nariman Point,  
Mumbai 400 021

**Name and Address of Stock Exchanges on which shares of the company are listed :**

Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai 400 001.

**Company has paid Annual Listing Fees for the 2009-2010. to Bombay Stock Exchange Ltd. ISIN No. INE313G01016**

**Members are requested to send transfer and all the communications relating to notification of change in address, enquires regarding transfer of shares, dividend etc. to the Shares Transfer Agents of the Company at the following address :**

**Sharepro Services (India) Pvt. Ltd.**  
13AB, Samhita Warehousing Complex,  
Second Floor, Sakinaka Telephone Exchange  
Off. Andheri Kurla Road,  
Sakinaka, Andheri (E), Mumbai 400072.

Investors Complaint ID : [diffic@gmail.com](mailto:diffic@gmail.com) / [ajay@dhootfinance.com](mailto:ajay@dhootfinance.com)

**NOTICE**

**NOTICE** is hereby given that the Thirty First Annual General Meeting of the members of Dhoot Industrial Finance Limited will be held on Tuesday, the 22<sup>nd</sup> September, 2009 at 2.30 p.m., at M. C. Ghia Hall, Bhogilal Hargovindas Building, 2<sup>nd</sup> Floor, 18/20, Kaikhushru Dubash Marg, Kala Ghoda, Mumbai 400 001 to transact the following business :

**ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2009 and Profit and Loss Account for the year ended on that date and the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in the place of Shri Abhay Firodia who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in the place of Shri Rajesh M. Loya who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors of the Company and to fix their remuneration.

**SPECIAL BUSINESS :**

5. To consider and if thought fit to pass the following resolution as Special Resolution.

'RESOLVED THAT pursuant to the provisions of Section 163 and all other applicable provisions, if any, of the Companies Act, 1956 the Register of Members, index of Members, and other related books be kept at the premises of the Company's Registrar and Transfer Agents Viz. Sharepro Services (India) Private Limited, 13AB, Samhita Warehousing Complex, Second Floor, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai 400 072 and also at 912, Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai 400 021.'

**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/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY**, Proxies in order to be effective must be received at the Registered Office not later than 48 hours before the commencement of the meeting.
2. The Register of Members and the Share Transfer Books of the Company shall remain closed from Tuesday, the 15th September, 2009 to Tuesday, the 22<sup>nd</sup> September, 2009.
3. A copy of explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 is annexed herewith.

By Order of the Board  
For **DHOOT INDUSTRIAL FINANCE LIMITED**  
**Rajgopal Dhoot**  
Chairman

**Registered Office :**  
504, Raheja Centre,  
214, Nariman Point,  
Mumbai 400 021.

Place : Mumbai  
Date : 21<sup>st</sup> July, 2009

**Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 :**

Under the provisions of the Companies Act, 1956 (the "Act") certain documents such as the Register and index of Members, Register and index of Debentureholders, other related books and papers etc., are required to be kept at the Registered Office of your Company, However, these documents can be kept at any other place within the city, town or village in which the Registered Office of your Company is situated, with the approval of the Members to be accorded by a Special Resolution.

M/s. Sharepro Services (India) Private Limited, Mumbai is our Registrar and Share Transfer Agent (RTA), who have been providing depository related services for the shares held in demat mode and also acting as the Share Transfer Agent for the Shares held in physical segment. Hence, the approval of the Members is sought in terms of Section 163(1) of the Act, for keeping the aforementioned Registers and documents at the premises of the RTA as stated in the resolution. The Board of Directors recommends the resolution as set out in the Notice for your approval.

By Order of the Board  
For **DHOOT INDUSTRIAL FINANCE LIMITED**  
**Rajgopal Dhoot**  
Chairman

**Registered Office :**  
504, Raheja Centre,  
214, Nariman Point,  
Mumbai 400 021.

Place : Mumbai  
Date : 21<sup>st</sup> July, 2009

Details of the Directors seeking reappointment at the Annual General Meeting to be held on 22<sup>nd</sup> September, 2009

<b>Name of Director</b>	<b>Shri.Abhay Firodia</b>	<b>Shri. Rajesh M. Loya</b>
Date of Birth	05/11/1944	20/07/1966
Qualification	B. A.	Chartered Accountant
Expertise in specific functional area	Industrialist	Practicing Chartered Accountant
List of other Public Limited Companies (in India) in which Directorship held	Force Motors Limited ZF Steering Gears (India) Ltd. Sudarshan Chemicals Industries Ltd. Jaya Hind Industries Ltd. Dhoot Compack Ltd. Bharat Hotels Ltd.	Techno Shares & Stocks Limited
Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a Director		
a) Audit Committee	-	--
b) Remuneration Committee	-	--
c) Shareholders / Investors Grievance Committee	-	--

## DIRECTORS REPORT

Your Directors' have pleasure in presenting the Thirty First Annual Report together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2009.

### 1. FINANCIAL HIGHLIGHTS :

(Rs. in Lacs)

	Year ended March 31, 2009	Year ended March 31, 2008
Total Income	10014.67	17037.72
Profit before Depreciation and tax	173.00	828.80
Less : Depreciation	131.65	119.08
Profit Before Tax	41.35	709.72
Less: Provision for tax	(1.66)	(78.54)
Add : Deferred Tax (Net)	(7.21)	(41.23)
Add : Fringe Benefit Tax	(4.11)	(4.17)
Add/(Less) : Provision for earlier years	4.80	0.19
Profit After Tax	33.17	585.97
Add : Surplus Brought forward from previous years	1561.83	975.85
Balance Carried to Balance Sheet	1595.00	1561.83

### 2. BUSINESS & PERFORMANCE :

During the year under review, total income is at Rs.10,014.67/- lacs and the profit after tax is at Rs.33.17/- lacs, compared to Rs. 17,037.72/- lacs and Rs.585.97/- lacs in last year respectively.

The windmill has generated 23.01 lakh units.

The Board Of Directors to conserve the resources do not recommend payment of any dividend for the financial year ended 31<sup>st</sup> March 2009.

### 3. DIRECTOR'S RESPONSIBILITY STATEMENT :

Pursuant to Section 217(2AA) of the Companies Act, 1956, your Directors confirm :-

- (i) that in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2009, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) that the directors have selected such accounting policies and applied them consistently and made judgements and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- (iii) that 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) that the directors had prepared the annual accounts for the year financial ended 31<sup>st</sup> March, 2009 on a 'going concern' basis.



**4. FIXED DEPOSIT :**

The Company has not accepted any fixed deposit during the year under review.

**5. CORPORATE GOVERNANCE :**

Your company has complied with the Corporate governance regulations as laid down in clause 49 of the listing agreement with Bombay Stock Exchange Ltd.. A detailed compliance report on Corporate Governance is enclosed in this report.

**6. DIRECTORS :**

Shri Abhay Firodia, Director is liable to retire by rotation and being eligible offers himself for reappointment.

Shri Rajesh M. Loya, Director is liable to retire by rotation and being eligible offers himself for reappointment.

**7. AUDITORS :**

M/s. Bansi S. Mehta & Co. Chartered Accountants, Mumbai Auditors of the Company, holds office upto the conclusion of the forthcoming Annual General Meeting and are eligible for re-appointment.

**8. PARTICULARS OF EMPLOYEES :**

None of the employees received remuneration during the year in excess of the limit specified under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules 1975, as amended.

**9. PARTICULARS FOR CONSERVATIONS OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO :**

The Company's project regarding generation, supply and distribution of electric power by use of non conventional renewable energy devices does not consume any energy. However the company has taken effective steps to conserve the energy and the said efforts has reduced the cost of generation of electric power. The Company has deployed indigenous technology for the generation of the electric power. The details required to be given in form A is not applicable to the Company. The Company has not earned any foreign exchange and there was foreign exchange outgo of Rs.7.51/- lakhs.

**10. ACKNOWLEDGEMENT :**

The Board takes this opportunity to thank Customers, Bankers, Shareholders and Employees for the co-operation and assistance extended to the company and they look forward to their continued support.

By Order of the Board  
For **DHOOT INDUSTRIAL FINANCE LIMITED**

**Rajgopal Dhoot**  
Chairman

Place : Mumbai  
Date : 21<sup>st</sup> July, 2009

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE AS PRESCRIBED IN ANNEXURE-2 OF THE LISTING AGREEMENT :**

**MANDATORY REQUIREMENTS :**

**1. A brief Statement on the company's philosophy on code of governance.**

Your Company is fully committed to good corporate governance practices as laid down by SEBI. It envisages attainment of the Company's affairs transparency & accountability in the functioning of the Company and helps the management in the efficient conduct of the Company's affairs and in protecting the interest of various participants like shareholders, employees, lenders, clients etc. and at the same time places due emphasis on compliance of various statutory laws.

**2. Board of Directors :**

**(i) Composition and category of Directors**

The Board of Directors is constituted in compliance with the Companies Act, 1956 and listing agreement with Bombay Stock Exchange Ltd.:-

<b>Composition and Category of Directors</b>			
<b>Srn</b>	<b>Name</b>	<b>Designation</b>	<b>Category</b>
1	Shri. R. G. Dhoot	Chairman	Non Executive
2	Shri. R. K. Dhoot	Managing Director	Executive
3	Shri. S. Venkatachalam	Director	Non Executive
4	Shri. Abhay Firodia	Director	Non Executive, Independent
5	Shri. Rajesh M. Loya	Director	Non Executive, Independent
6	Shri. Girish C. Choksey	Director	Non Executive, Independent

**(ii) Attendance of each Director at BoDs meetings and Last AGM**

<b>Name of Director</b>	<b>Board Meetings</b>		<b>Last AGM if Attended</b>
	<b>Held</b>	<b>Attended</b>	
Shri. R. G. Dhoot	4	4	Yes
Shri. R. K. Dhoot	4	4	Yes
Shri. S. Venkatachalam	4	0	No
Shri. Abhay Firodia	4	0	No
Shri. Rajesh M. Loya	4	4	Yes
Shri. Girish C. Choksey	4	4	No

**(iii) Number of other BoDs or Board Committees he is a member or Chairman**

Name of Director	Number of Directorships in other Companies*	Committee memberships**	Committees chairmanships**
Shri. R. G. Dhoot	3	-	-
Shri. R. K. Dhoot	6	-	-
Shri. S. Venkatachalam	2	-	-
Shri. Abhay Firodia	6	-	-
Shri. Rajesh M. Loya	1	-	-
Shri. Girish C. Choksey	5	1	-

\* This excludes Directorships held in Indian Private Limited companies.

\*\* Member/Chairman of Audit Committees and Share Transfer / Investor Grievance Committees.

**(iv) Number of Board of Directors meetings held, dates on which held :**

Four Board meetings were held in the year with a gap of less than four months between any two meetings. The meetings were held on April 23, 2008, July 31, 2008, October 31, 2008 and January 30, 2009.

**3. Audit Committee :****(i) Brief Description of terms of reference :**

The Company re-constituted Audit Committee as per the provisions of Section 292A of the Companies Act, 1956 and Clause 49 of the listing agreement with Bombay Stock Exchange Ltd. on 21<sup>ST</sup> April, 2003.

The purpose of the Audit Committee is to provide independent and objective evaluation of financial reporting, accounting functions, internal audit and controls, to assure the objectivity, credibility and correctness of the company's financial reporting process and disclosures of its financial information.

**(ii) Composition, name of members and Chairman :**

Srn.	Name of Director	Title	Status
1	Shri Rajesh M. Loya	Chairman	Independent, Non Executive Director
2	Shri. Girish C. Choksey	Member	Independent, Non Executive Director
3	Shri. Abhay Firodia	Member	Independent, Non Executive Director
4	Shri. R. G. Dhoot	Member	Non Executive Director

Shri Rajesh M. Loya, chairman has accounting knowledge.

**(iii) Meetings and Attendance during the year :**

During the year under review the meeting of the Audit committee held on 16<sup>th</sup> April 2008, 14<sup>th</sup> July, 2008, 16<sup>th</sup> October, 2008, and 16<sup>th</sup> January, 2009.



**Details of attendance :**

Name of Director	Held	Attended
Shri. Rajesh Loya	4	4
Shri. Girish C. Choksey	4	4
Shri. Abhay Firodia	4	0
Shri. R. G. Dhoot	4	4

**4. Remuneration Committee :**

**(i) Brief description of terms of reference :**

The Company has formed remuneration committee on 21<sup>st</sup> April, 2003.

**(ii) Composition, name of members and Chairman of Remuneration Committee :**

Srn.	Name of Director	Title	Status
1	Shri Rajesh M. Loya	Chairman	Independent, Non Executive Director
2	Shri. Girish C. Choksey	Member	Independent, Non Executive Director
3	Shri. Abhay Firodia	Member	Independent, Non Executive Director
4	Shri. R. G. Dhoot	Member	Non Executive Director

The Company paid a sum of Rs.4,80,000/- as remuneration to Mr. R. K. Dhoot, Managing Director, during the year under review. No sitting fees were paid to managing director.

No meetings of remuneration committee was held during the year under review in absence of any business to transact.

**5. Shareholders / Investors Grievance Committee :**

The Company has formed Shareholders / Investors Grievance committee on 21<sup>st</sup> April, 2003, to look into shareholders and investors grievances.

- (i) Name of Non-executive director heading the committee :** *Shri Rajesh M. Loya*
- (ii) Name and Designation of Compliance officer :** *Mr. Bharat C. Mistry, Account Executive*
- (iii) Number of Shareholders complaints received so far :** Nil
- (iv) Number not solved to the satisfaction of shareholders :** Nil
- (v) Number of pending share transfers :** Nil

**Details of attendance :**

Name of Director	Held	Attended
Shri. Rajesh Loya	4	4
Shri. Girish C. Choksey	4	4
Shri. Abhay Firodia	4	0
Shri. R. G. Dhoot	4	4

**6. General Body Meetings :**

Location and time, where the last three AGMs held :

Date of AGM	Time of AGM	Location
September 27, 2006	4.30 p.m.	Conference Hall, The Malabar Hill Club, B.G.Kher Marg Mumbai – 400 006.
September 27, 2007	4.30 p.m.	Conference Hall, The Malabar Hill Club, B.G.Kher Marg Mumbai – 400 006.
September 26, 2008	4.30 p.m.	Conference Hall, The Malabar Hill Club, B.G. Kher Marg, Malabar Hill, Mumbai – 400 006.

**7. Disclosure :**

- None of the transactions with any of the related parties were in conflict with the interests of the Company at large. Transaction with related parties are disclosed in Note No. 2 of Schedule "T" to the Account in the Annual Report.
- There has been no non-compliance penalties/ strictures imposed on the Company by Stock Exchange(s) or SEBI or any other statutory authority, on any matter related to capital markets, during the last three years.

**8. Means of Communication :**

The quarterly results are published in "The Asian Age" an English daily and in "Mumbai Lakshdeep" a vernacular Marathi newspaper.

**9. General Shareholder Information :**

<b>1. Annual General Meeting :</b>	<b>Date</b> September 22, 2009 <b>Time</b> 2.30 p.m. <b>Venue</b> M. C. Ghia Hall, Bhogilal Hargovindas Building, 2nd Floor, 18/20, Kaikhushru. Dubash Marg, Kala Ghoda, Mumbai 400 001.
<b>2. Financial Year</b>	April to March
<b>Financial reporting for the quarter :</b>	<b>(Tentative Dates)</b>
<b>1<sup>st</sup> Quarter June 30, 2009</b>	End of July, 2009
<b>2<sup>nd</sup> Quarter Sept. 30, 2009</b>	End of October, 2009
<b>3<sup>rd</sup> Quarter Dec 31, 2009</b>	End of January, 2010
<b>4<sup>th</sup> Quarter Mar 31, 2010</b>	End of April, 2010
<b>Annual General Meeting for the year ending 31<sup>st</sup> March, 2009</b>	End of September, 2009
<b>3. Date of Book Closure</b>	15/09/2009 to 22/09/2009
<b>4. Dividend Payment Date</b>	Not applicable

<b>5. Registered Office</b>	504, Raheja Centre, 214, Nariman Point, Mumbai – 400 021.
<b>6. Listing on Stock Exchange</b>	Bombay Stock Exchange Ltd.
<b>7. Stock Code</b>	526971
<b>8. Market Price Data :</b>	<b>Refer statement of stock prices</b>

Scrip Code : 526971 Stock Prices for the period : April 2008 to March 2009

Month	Open	High	Low	Close	No. of	No. of	Total Turnover (Rs.)	*Spread (Rs.)	
	Price	Price	Price	Price	Shares	Trades		H-L	C-O
April 2008	19.00	22.55	17.85	20.20	90435	377	18,48,223.00	4.70	1.20
May 2008	19.55	21.55	17.35	17.85	54581	381	10,37,762.00	4.20	-1.70
June 2008	17.55	18.75	13.75	14.00	38876	212	6,36,491.00	5.00	-3.55
July 2008	12.80	16.85	12.00	16.00	57921	202	8,04,625.00	4.85	3.20
August 2008	15.95	16.70	12.70	14.30	58279	326	8,58,433.00	4.00	-1.65
September 2008	15.44	15.65	11.10	13.00	45652	335	6,06,057.00	4.55	-2.44
October 2008	13.00	14.00	7.01	8.51	46879	330	4,43,999.00	6.99	-4.49
November 2008	8.11	9.98	5.90	6.49	28355	372	2,00,795.00	4.08	-1.62
December 2008	6.49	7.58	5.10	6.50	11204	174	67,447.00	2.48	0.01
January 2009	7.55	7.75	4.81	4.81	24793	121	1,51,584.00	2.94	-2.74
February 2009	5.29	6.35	4.87	5.30	14797	115	80,322.00	1.48	0.01
March 2009	5.50	5.75	4.58	5.30	23047	120	1,13,114.00	1.17	-0.20

\* Spread

H - L -> High - Low

C - O -> Close - Open

<b>9. Registrar and Transfer Agents :</b>	<b>Sharepro Services (India) Pvt. Ltd.</b> 13AB, Samhita Warehousing Complex, Second Floor, Sakinaka Telephone Exchange, Off Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai 400072
<b>10. Share Transfer System</b>	Share Certificates received for transfer in physical form and requests for Demat are generally registered /confirmed within 15 days of receipt of the same, provided the documents are clear in all aspects.

**11. Distribution of Shareholding**

No. of Equity Shares Held	No. of Holders	% of Holders	No. of Shares	% of Shares
Upto 500	2034	76.44	433937	8.01
501 – 1000	235	8.83	197823	3.65
1001 – 2000	193	7.25	329280	6.08
2001 – 3000	74	2.78	184790	3.41
3001 – 4000	29	1.09	104366	1.93
4001 – 5000	24	0.90	111349	2.05
5001 – 10000	39	1.47	275556	5.08
10001 – and above	33	1.24	3782899	69.79
<b>Total</b>	<b>2661</b>	<b>100.00</b>	<b>5420000</b>	<b>100.00</b>

**12. Dematerialisation details:**

As on 31<sup>st</sup> March, 2009, 1636 shareholders were holding 4664924 equity shares in Demat form which constitutes 86.07% of the total share capital of the Company.

**13. Address of Communication:**

504, Raheja Centre  
214, Nariman Point,  
Mumbai 400 021.

**14. NON - MANDATORY REQUIREMENTS :****A. Chairman of the Board :**

The Company has a Non-executive Chairman and the Company reimburses expense incurred by him in performance of his duties.

**B. Remuneration Committee :**

The Company has formed remuneration committee on 21<sup>st</sup> April, 2003.

**C. Shareholders Rights :**

The Company is not sending the half yearly results to the household of the shareholders.

**D. Postal Ballot :**

The Company has not carried resolutions through a postal ballot in the current year.

**E. The Company has put in place a whistle blower policy and that no employee has been denied access to the audit committee.****15. CODE OF CONDUCT :**

Yours company has always encouraged and supported compliance to ethical business practices

in personal and corporate behaviour by its employees. Your company in order to further strengthen corporate governance practices has framed a specific code of conduct, for the members of the Board of Directors and Senior Management personnel of the Company, who have affirmed compliance thereof.

**16. CODE OF CONDUCT DECLARATION**

Pursuant to Clause 49 I (D) of the Listing Agreement entered into with the Stock Exchanges, I hereby declare that the Company has obtained affirmative compliance with the Code of Conduct from all the Board members and senior management personnel of the Company.

**For DHOOT INDUSTRIAL FINANCE LIMITED**

**R. K. Dhoot**  
Managing Director



## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

### **1. Industry Structure and development :**

The Company is focussed basically in the service sector.

Due to the depressed market condition company had decided to limit its exposure in financial services only to bill discounting activities and has increased its thrust in the trading activities. The turnover of trading activities in Industrial Chemicals and paper has steadily increased.

Of late company has also started trading in compressed gas, and expects to receive a handsome returns from trading of this product.

### **2. Opportunities and Threats :**

#### **Opportunities :**

The Company is eyeing new products for increasing its trading portfolio.

#### **Threats :**

It will face general market competition.

### **3. Segment wise Performance :**

The company has only one segment that is trading activities.

### **4. Outlook :**

Due to increased focus on the trading activities, the company is confident that as the market conditions are improving and the company will gain from the impending recovery in the domestic economy.

### **5. Risk & Concerns :**

The company will face market competition.

### **6. Internal Control Systems and their adequacy :**

The Company has a adequate system of internal controls that ensures that all the assets are protected against loss from unauthorised use or disposition and all transactions are recorded and reported in conformity with generally accepted accounting principles.

### **7. Financial Performance :**

The company has achieved a total income of Rs.10,014.67/- lacs during year review and profit after tax is at Rs. 33.17/- lacs as compared to Rs. 17,037.72/- lacs and Rs. 585.97/- lacs in last year.

### **8. Human Resources / Industrial Relations :**

The Industrial Relations remained cordial during the year under review.

**AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**

To the Members of  
**DHOOT INDUSTRIAL FINANCE LIMITED**

We have examined the compliance of conditions of corporate governance by DHOOT INDUSTRIAL FINANCE LIMITED for the year ended on March 31, 2009 as stipulated in Clause 49 of the Listing Agreements of the Company with the Stock Exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof; adopted by the Company, for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us:-

- i. We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.
- ii. We state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained by the Company and noted by the Board of Directors / Shareholders Grievance Committee.
- iii. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **BANSI S. MEHTA & CO.**  
Chartered Accountants

PLACE: MUMBAI  
DATED: 28<sup>th</sup> July, 2009.

**AMIT A. DESAI**  
Partner  
Membership No. 048512



**AUDITORS REPORT**

**TO THE MEMBERS OF DHOOT INDUSTRIAL FINANCE LIMITED**

- 1) We have audited the attached Balance Sheet of DHOOT INDUSTRIAL FINANCE LIMITED as at March 31, 2009 and the Profit and Loss Account and the Cash Flow Statement of the Company 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 financial statements based on our audit.
- 2) 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 of material misstatement. An audit includes examining on a test basis, evidence supporting the amount and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3) 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 enclose in the Annexure a statement on the matters specified in the paragraph 4 and 5 of the said Order.
- 4) Further to our comments in the Annexure referred to in paragraph 3 above:
  - a) We have obtained all the information and explanations which, to the best of our knowledge and belief were necessary for the purposes 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 such books;
  - c) The Balance Sheet, 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, the attached Balance Sheet, Profit and Loss Account and Cash Flow Statement comply with the applicable Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
  - e) On the basis of the written representations received from the Directors, as on March 31, 2009 and taken on record by the Board of Directors and further certified by the Company, we report that none of the directors are disqualified as on March 31, 2009 from being appointed as a Director in terms of Clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1956; and
  - f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, together with 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 the case of Balance Sheet, of the state of affairs of the Company as at March 31, 2009;
    - ii) In the case of Profit and Loss Account, of the profit for the year ended on that date; and
    - iii) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For **BANSI S. MEHTA & CO.**  
Chartered Accountants

**AMIT A. DESAI**  
Partner

Membership No. 048512

PLACE : MUMBAI  
DATED : 21<sup>st</sup> July, 2009



**ANNEXURE TO THE AUDITORS REPORT**

**Annexure referred to in paragraph 3 of the Auditor's Report of even date on the accounts of DHOOT INDUSTRIAL FINANCE LIMITED for the year ended March 31, 2009**

- i. a. The Company is maintaining proper records to show full particulars, including quantitative details and situation of fixed assets.
  - b. As per information and explanation given to us, physical verification of fixed assets has been conducted by the management during the year. No material discrepancies were noticed on such verification.
  - c. There has been no disposal of substantial part of the fixed assets during the year, which may affect the going concern status of the Company.
- ii. The Company is engaged in trading of chemicals, papers, electronics, and shares. All the goods purchased in respect of above (except trading in shares, debenture and other financial instruments) are directly supplied from the Principal's factory/warehouse to the respective Consignees, thus there are no stock lying at the company's disposal at any point of time. Thus requirement of Clause 4 (ii)(a) regarding verification of the Inventory, clause 4 (ii)(b) regarding adequacy of physical verification in relation to size of the company and clause 4 (ii)(c) regarding maintenance of proper records of inventory, does not arise.

However in respect of shares, debenture and other financial instruments held as Stock in Trade, the Company physically verifies the same lying in Demat or physical form, from time to time.

- iii. a. As per information furnished, the Company has not granted any loans secured / unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
- b. As the Company has not granted any such loans, Clause (iii)(b) of the Order relating to the rate of interest and other terms and conditions, whether prima facie prejudicial to the interest of the Company, Clause (iii)(c) relating to regularity of the receipt of principal amount and interest and Clause (iii)(d) relating to steps for recovery of overdue amount of more than rupees one lakh, are not applicable.
- c. The Company has taken an unsecured loan amounting to Rs. 80 Lakhs/- during the year from one party covered in the register maintained under Section 301 of the Companies Act 1956.

However the company has repaid Rs 51 Lakhs during the year. The maximum balance outstanding during the year was Rs. 55 Lakhs.

- d. Based on the information and explanation given, the rate of interest and other terms and conditions of the aforesaid sums lent were prima facie not prejudicial to the interest of the company.
- e. As verified from the records made available to us and according to the information and explanations given to us, the terms of repayments of such loans have not been stipulated; hence the question of our commenting as regards regularity in repaying of the principal amounts and interest does not arise.



- iv. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business through personal supervision of management with regard to purchase of inventory, fixed assets and for the sale of goods. During the course of our audit no major weakness has been noticed in the internal controls system.
- v. a. Based on the audit procedures applied by us and according to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956, have been so entered.  
b. According to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements entered into the register maintained under Section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs, have been made at prices which are reasonable, having regards to the prevailing market prices at the relevant time, wherever applicable.
- vi. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public during the year and hence, the question of complying with the provisions of Section 58A and Section 58AA of the Companies Act, 1956 and the Rules framed there under, does not arise.
- vii. In our opinion, based on the information and explanations given to us, the Company has an Internal Audit System commensurate with its size and the nature of its business operations.
- viii. According to the information and explanations given to us, as the Central Government has not prescribed maintenance of cost records under section 209 (1)(d) of the Companies Act, 1956, clause 4 (viii) of the Order is not applicable.
- ix. a. According to the information and explanations given to us and the records examined by us, the Company has generally been regular in depositing undisputed statutory dues including Investors' Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service Tax, Cess and other statutory dues, applicable to it, with the appropriate authorities, during the year.  
b. According to the information and explanation given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax and Cess which have not been deposited on account of disputes.
- x. The Company does not have any accumulated losses and it has not incurred any cash losses during the financial year covered by our audit and the immediately proceeding financial year.
- xi. Based on the audit procedures applied by us and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to banks in the financial year under audit.
- xii. Based on our examinations of records and the information and explanations given to us, the Company has not granted loans and /or advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. As the Company is not a Chit fund / Nidhi / Mutual benefit fund / Society, clause 4 (xiii) of the Order is not applicable.

- xiv. Based on the audit procedures applied by us and according to the information and explanations given to us, the Company has maintained proper records of the transactions and contracts in respect of trading activities in shares, securities, debentures and other investments and timely entries have been made therein. All the shares, securities, debentures and other investments are held by the Company in its own name.
- xv. As the Company has not given any guarantee for loans taken by others from Banks or Financial Institutions, clause 4 (xv) of the Order is not applicable to the Company.
- xvi. According to the information and explanations given to us, as the company has not taken any term loan during the year, clause 4 (xvi) of the Order is not applicable.
- xvii. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that the funds raised on short term basis have not been utilised for long term investments.
- xviii. According to the information and explanation given to us, as the Company has not made any preferential allotment of shares during the year, clause 4 (xviii) of the Order is not applicable.
- xix. According to the information and explanation given to us, as the Company has not issued any debentures during the year, the question of creating securities or charges in respect thereof does not arise.
- xx. As the Company has not raised any money by public issue during the year, clause 4 (xx) of the Order is not applicable to the Company.
- xxi. Based on the audit procedures performed and information and explanation given to us by the management, we report that, no fraud, on or by the company, has been noticed or reported during the course of our audit.

For **BANSI S. MEHTA & CO.**  
Chartered Accountants

**AMIT A. DESAI**  
Partner

Membership No.048512

PLACE : MUMBAI  
DATED : 21<sup>st</sup> July, 2009

**BALANCE SHEET AS AT 31ST MARCH 2009**

	SCHEDULE	As at	
		31/03/2009 (Rupees)	31/03/2008 (Rupees)
<b>I. SOURCES OF FUNDS</b>			
<b>1. SHARE HOLDERS FUNDS :</b>			
(a) Share Capital	A	5,42,00,000	5,42,00,000
(b) Reserve and Surplus	B	<u>17,47,90,357</u>	<u>17,50,11,804</u>
		22,89,90,357	22,92,11,804
<b>2. LOAN FUNDS :</b>			
(a) Secured Loans	C	12,39,63,020	19,82,50,108
(b) UnSecured Loans		<u>29,00,000</u>	<u>1,50,000</u>
		12,68,63,020	19,84,00,108
<b>3. DEFERRED TAX LIABILITY (Net):</b>			
		<u>2,16,54,568</u>	<u>2,09,33,620</u>
<b>TOTAL OF (1) + (2) &amp; (3)</b>		<u><u>37,75,07,945</u></u>	<u><u>44,85,45,532</u></u>
<b>II. APPLICATION OF FUNDS</b>			
<b>1. FIXED ASSETS:</b>			
(a) Gross Block	D	12,27,84,646	12,14,28,622
(b) Less : Depreciation		<u>4,27,23,949</u>	<u>3,24,22,965</u>
(c) Net Block		8,00,60,697	8,90,05,657
<b>2. INVESTMENTS :</b>			
	E	12,55,04,261	11,49,47,871
<b>3. (A) CURRENT ASSETS, LOANS AND ADVANCES :-</b>			
<b>(a) Current Assets</b>			
(i) Stock-in-trade	F	4,48,45,779	17,29,07,660
(ii) Sundry Debtors	G	19,89,04,855	15,41,24,966
(iii) Cash and Bank Balance	H	3,45,57,622	4,44,407
(b) Loans and Advances	I	<u>4,03,47,923</u>	<u>2,78,41,738</u>
<b>TOTAL (A)</b>		<u>31,86,56,179</u>	<u>35,53,18,771</u>
<b>(B) LESS :</b>			
<b>CURRENT LIABILITIES AND PROVISIONS :</b>			
(i) Current Liabilities	J	13,20,01,688	9,25,43,516
(ii) Provisions	K	<u>1,47,11,504</u>	<u>1,81,83,251</u>
<b>TOTAL (B)</b>		<u>14,67,13,192</u>	<u>11,07,26,767</u>
<b>NET CURRENT ASSETS (A) - (B)</b>		<u>17,19,42,987</u>	<u>24,45,92,004</u>
<b>TOTAL (1) + (2) + (3)</b>		<u><u>37,75,07,945</u></u>	<u><u>44,85,45,532</u></u>
<b>ACCOUNTING POLICIES</b>	S		
<b>NOTES TO ACCOUNTS</b>	T		

As per our report of even date attached  
**For BANSI S. MEHTA & COMPANY**  
Chartered Accountants

**A. A. DESAI**  
(PARTNER)

Place : Mumbai

Date : 21<sup>st</sup> July, 2009

**For and on behalf of the Board**

**R. G. Dhoot**

Chairman

**R. K. Dhoot**

Managing Director

**Rajesh M. Loya**

Director

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

		<b>SCHEDULE</b>	<b>31-03-2009</b>	<b>31-03-2008</b>
			<u>(Rupees)</u>	<u>(Rupees)</u>
<b>I</b>	<b>INCOME</b>			
	Sales	<b>L</b>	<b>1,04,52,17,060</b>	1,60,78,73,478
	Increase / (Decrease) in Stock	<b>M</b>	<b>(12,80,61,881)</b>	4,10,12,776
	Other Income	<b>N</b>	<b>8,43,11,822</b>	5,48,36,534
	<b>TOTAL (I)</b>		<b><u>1,00,14,67,001</u></b>	<b><u>1,70,37,22,788</u></b>
<b>II</b>	<b>EXPENDITURE</b>			
	Cost of Sales	<b>O</b>	<b>93,69,72,710</b>	1,57,84,97,908
	Operation and Administrative Expenses	<b>P</b>	<b>2,71,77,602</b>	1,53,53,788
	Finance Charges	<b>Q</b>	<b>3,95,894</b>	25,31,182
	Interest	<b>R</b>	<b>1,96,20,471</b>	2,44,59,705
	Depreciation		<b>1,31,65,333</b>	1,19,07,935
	<b>TOTAL (II)</b>		<b><u>99,73,32,010</u></b>	<b><u>1,63,27,50,518</u></b>
	<b>PROFIT BEFORE TAXATION (I) - (II)</b>		<b><u>41,34,991</u></b>	<b><u>7,09,72,270</u></b>
	<b>Add/(Less) : Provision for taxation</b>			
	Income Tax & Wealth Tax:-			
	Current Tax		<b>(1,65,661)</b>	(78,53,943)
	Deferred Tax		<b>(7,20,948)</b>	(41,22,854)
	Fringe Benefit Tax		<b>(4,11,084)</b>	(4,16,556)
	Earlier Year		<b>4,80,067</b>	18,880
	<b>PROFIT AFTER TAXATION</b>		<b><u>33,17,365</u></b>	<b><u>5,85,97,797</u></b>
	Add : Balance brought forward from last year		<b>15,61,82,815</b>	9,75,85,018
	<b>BALANCE CARRIED TO BALANCE SHEET</b>		<b><u>15,95,00,180</u></b>	<b><u>15,61,82,815</u></b>
	<b>ACCOUNTING POLICIES</b>	<b>S</b>		
	<b>NOTES TO ACCOUNTS</b>	<b>T</b>		
	<b>EARNINGS PER SHARE (BASIC &amp; DILUTED)</b>		<b>0.61</b>	10.81

As per our report of even date attached  
**For BANSI S. MEHTA & COMPANY**  
 Chartered Accountants  
**A. A. DESAI**  
 (PARTNER)  
 Place : Mumbai  
 Date : 21<sup>st</sup> July, 2009

**For and on behalf of the Board**

**R. G. Dhoot** Chairman  
**R. K. Dhoot** Managing Director  
**Rajesh M. Loya** Director

**SCHEDULES ANNEXED TO AND FORMING PART OF BALANCE SHEET  
AS AT 31ST MARCH, 2009**

	<u>31-03-2009</u> (Rupees)	<u>31-03-2008</u> (Rupees)
<b>SCHEDULE "A"</b>		
<b>SHARE CAPITAL :</b>		
Authorised :	<u>6,00,00,000</u>	<u>6,00,00,000</u>
60,00,000 Equity Shares of Rs.10/- each (Previous Year 60,00,000 Equity Shares of Rs. 10/- each)		
Issued, Subscribed and Paid-Up :	<u>5,42,00,000</u>	<u>5,42,00,000</u>
54,20,000 Equity Shares of Rs. 10/- each Fully paid up (Previous 54,20,000 Equity Shares of Rs. 10/- each)		
<b>SCHEDULE "B"</b>		
<b>RESERVES AND SURPLUS :</b>		
(1) Securities Premium	1,65,00,000	1,65,00,000
(2) General Reserves		
As per Last Balance Sheet	23,28,989	23,28,989
(3) Profit and Loss Account	15,95,00,180	15,61,82,815
(Transferred from Annexed Profit & Loss A/c.)		
Less : Foreign Exchange Loss (Net)	<u>35,38,812</u>	
	<u>17,47,90,357</u>	<u>17,50,11,804</u>
<b>SCHEDULE "C"</b>		
<b>SECURED LOANS :</b>		
<b>Banks &amp; Financial Institutions :</b>		
1. Cash Credit:	6,36,15,604	6,11,62,824
Secured by first charge against Book Debts and inland Documentary Bills of the Company		
2. Foreign Currency Term Loan:	2,79,57,205	2,91,13,930
Secured against all movable, immovable assets & bookdebts which are relating to power division & Pledge of certain shares of the Company		
3. Other Loans:		
a) Secured against Hypothecation of vehicles owned by the Company	6,83,628	13,73,656
(Principal Amt. Payable within 1 Year Rs.4,20,085/-)		
b) Secured against Pledge of certain Shares of the Company	<u>3,17,06,583</u>	<u>10,65,99,698</u>
	<u>12,39,63,020</u>	<u>19,82,50,108</u>
<b>SCHEDULE "C"</b>		
<b>UNSECURED LOANS :</b>		
1. Other Loans:	<u>29,00,000</u>	<u>1,50,000</u>
	<u>29,00,000</u>	<u>1,50,000</u>

### SCHEDULE "D"

#### FIXED ASSETS :

(Rupees)

Sr. No.	FIXED ASSETS PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK		
		As at 1/4/2008	During the year		As at 31/03/2009	As at 1/4/2008	For the Year	Sale Adjustment	Upto 31/03/2009	As at 31/03/2009	As at 31/03/2008
			Addition	Sale							
A	Assets For Own Use										
1	Land	31,39,440	-	-	31,39,440	-	-	-	-	31,39,440	31,39,440
2	Office Premises	1,40,64,086	-	-	1,40,64,086	72,42,623	3,41,073	-	75,83,696	64,80,390	68,21,463
3	Hydrogen Gas Cylinders	27,70,783	-	27,70,783	-	22,81,789	1,28,076	24,09,865	-	-	4,88,994
4	Wind Mills #	9,08,41,411	69,49,819	35,38,812	9,42,52,418	1,87,32,496	1,10,55,729	-	2,97,88,225	6,44,64,193	7,21,08,915
5	Furniture & Fixtures	46,37,572	-	-	46,37,572	13,10,846	6,02,138	-	19,12,984	27,24,588	33,26,726
6	Air-conditioners	2,65,133	-	-	2,65,133	1,50,557	15,937	-	1,66,494	98,639	1,14,576
7	Office Equipments	3,76,226	29,400	-	4,05,626	2,29,259	23,383	-	2,52,642	1,52,984	1,46,967
8	Computers	4,73,370	94,876	-	5,68,246	3,99,688	55,010	-	4,54,698	1,13,548	73,682
9	Motor Cars	48,60,601	11,94,416	6,02,892	54,52,125	20,75,707	9,43,987	4,54,484	25,65,210	28,86,915	27,84,894
	<b>Total (A)</b>	<b>12,14,28,622</b>	<b>82,68,511</b>	<b>69,12,487</b>	<b>12,27,84,646</b>	<b>3,24,22,965</b>	<b>1,31,65,333</b>	<b>28,64,349</b>	<b>4,27,23,949</b>	<b>8,00,60,697</b>	<b>8,90,05,657</b>
	Previous year	9,13,42,262	3,73,13,231	72,26,871	12,14,28,622	2,59,51,477	1,19,07,935	54,36,447	3,24,22,965	8,90,05,657	6,53,90,785

# - Refer Note No. " 6 " of Schedule "T"

**SCHEDULE "E"****INVESTMENTS : (As Classified & verified by the Management)**

Sr. No.	Name of the Scrip	Face Value	31/03/2009		31/03/2008	
			Shares	Amount	Shares	Amount
<b>A QUOTED INVESTMENTS :-</b>						
1	Aditya Birla Nuvo Ltd.	1	8444	23,81,696	10344	29,17,605
2	Alembic Ltd. #	1	214185	97,45,417	-	-
3	Bharat Forge Ltd.	2	785	2,10,537	785	2,10,537
4	Birla Erricsson Optical Ltd.	10	6000	4,81,500	6000	4,81,500
5	Castrol India Limited	10	-	-	50000	1,38,21,572
6	E. I. Hotels Ltd.	2	420	10,775	420	10,775
7	Foseco India Limited	10	7995	32,41,855	7995	32,41,855
8	Gillette India Limited	10	4000	57,89,723	4000	57,89,723
9	Gujarat Flourochem. Ltd.	1	57320	56,06,149	28660	56,06,149
10	Gujarat NRE Coke Ltd.	1	4000	-	-	-
11	Hindalco Industries Ltd.	1	1190	1,14,240	1190	1,14,240
12	Indian Hotels	1	10000	7,00,000	50000	30,06,473
13	Inox Leasing & Finance Limited	10	1900	-	1900	-
14	Jagadia Copper Limited.	10	5250	2,63,286	5250	2,63,286
15	Mount Everest	10	248341	1,90,52,517	248341	1,90,52,517
16	National Aluminium Co. Ltd.	10	1000	67,880	1000	67,880
17	Naveen Fluorine International Ltd.	10	70000	2,13,28,409	70000	2,13,28,409
18	Nitco Tiles Limited #	1	76183	1,11,22,718	-	-
19	Raipur Alloy Ltd.	10	90000	2,06,08,110	90000	2,06,08,110
20	Reliance Capital Limited	10	68	6,689	68	6,689
21	Reliance Industries Ltd.	10	1363	2,67,578	1363	2,67,578
22	Shalimar Wires Ind. Ltd.	10	1750	1,31,000	1750	1,31,000
23	Sutlaj Textile & Industries Ltd.	10	101	7,127	101	7,127
24	Suven Life Science Ltd.	1	10000	2,62,209	-	-
25	Tanej Aerospace Aviation Ltd. #	10	75000	60,90,000	-	-
26	Trf Limited	10	10000	1,22,64,846	10000	1,22,64,846
<b>TOTAL (A)</b>				<b>11,97,54,261</b>		<b>10,91,97,871</b>
<b>B INVESTMENTS IN UNQUOTED SHARES :-</b>						
1	Young Buzz India Ltd.	10	575000	57,50,000	575000	57,50,000
<b>TOTAL (A)+(B)</b>			<b>1480295</b>	<b>12,55,04,261</b>		<b>11,49,47,871</b>

# Refer Note No. '4' of Schedule "T"

**Market Value of Quoted Investments as on 31/3/2009 RS.5,77,69,698/- (P.Y. Rs. 14,76,29,816/-)**



<b>SCHEDULE "F"</b>	<u>31-03-2009</u> (Rupees)	<u>31-03-2008</u> (Rupees)
<b>STOCK IN TRADE :</b>		
(As taken Valued & Certified by the Management)		
Shares	4,48,45,779	17,29,07,660
(Refer Note No. "11" of Schedule "T")		
	<u>4,48,45,779</u>	<u>17,29,07,660</u>

**SCHEDULE "G"**

**SUNDRY DEBTORS :**

(Unsecured, Considered Good, Unless otherwise stated)

Debts Outstanding for a Period

Exceeding Six months

Others

	1,84,16,775	9,11,439
	18,04,88,080	15,32,13,527
	<u>19,89,04,855</u>	<u>15,41,24,966</u>

**SCHEDULE "H"**

**CASH AND BANK BALANCES :**

Cash on Hand

1,97,936                      25,785

**Bank Balances with Scheduled Banks :**

On Current Accounts

	3,43,59,686	4,18,622
	<u>3,45,57,622</u>	<u>4,44,407</u>

**SCHEDULE "I"**

**LOANS AND ADVANCES :**

(Unsecured, Considered Good, Unless otherwise stated)

Advance Recoverable in Cash or in kind for value to be received

Tax Payments

	2,71,65,106	1,57,39,807
	1,31,82,817	1,21,01,931
	<u>4,03,47,923</u>	<u>2,78,41,738</u>

**SCHEDULE "J"**

**CURRENT LIABILITIES :**

Sundry Creditors

12,84,57,297                      8,93,49,128

Advance from Customers

7,16,010                              6,05,080

Outstanding Expenses

9,33,658                              9,19,782

Other Liabilities

	18,94,723	16,69,526
	<u>13,20,01,688</u>	<u>9,25,43,516</u>



	<u>31-03-2009</u> (Rupees)	<u>31-03-2008</u> (Rupees)
<b>SCHEDULE "K"</b>		
<b>PROVISIONS :</b>		
For Taxation	<u>1,47,11,504</u>	<u>1,81,83,251</u>
	<u>1,47,11,504</u>	<u>1,81,83,251</u>
<b>SCHEDULE "L"</b>		
<b>SALES :</b>		
Chemicals	45,24,91,919	24,83,96,254
Electronics	19,84,89,884	19,71,21,873
Paper	20,84,21,302	22,40,37,836
Power	1,70,21,218	60,79,622
Shares	16,87,92,737	93,22,37,893
	<u>1,04,52,17,060</u>	<u>1,60,78,73,478</u>
<b>SCHEDULE "M"</b>		
<b>INCREASE / (DECREASE) IN STOCK IN TRADE :</b>		
Closing Stock	4,48,45,779	17,29,07,660
Less : Opening Stock	<u>17,29,07,660</u>	<u>13,18,94,884</u>
	<u>(12,80,61,881)</u>	<u>4,10,12,776</u>
<b>SCHEDULE "N"</b>		
<b>OTHER INCOME :</b>		
Interest Received	4,15,946	5,42,768
Income from Investments	49,13,824	2,78,45,809
Income from Bill Discounting	0	22,24,995
Commission / Rebates	7,01,61,292	1,86,14,807
Exchange Fluctuation	0	29,77,651
Profit on Sale of Assets	47,46,674	25,26,326
Sundry Credit Balance W/ Back	35,41,909	0
Miscellaneous Income	5,32,177	1,04,178
	<u>8,43,11,822</u>	<u>5,48,36,534</u>
<b>SCHEDULE "O"</b>		
<b>COST OF SALES</b>		
Purchases : Chemicals	43,52,31,903	23,29,68,522
Electronics	19,80,29,585	19,61,46,035
Paper	20,41,74,279	21,74,71,827
Shares	9,05,70,279	92,10,85,109
Transportation Charges (Net of Recoveries)	<u>89,66,664</u>	<u>1,08,26,415</u>
	<u>93,69,72,710</u>	<u>1,57,84,97,908</u>

<b>SCHEDULE "P"</b>	<b>31-03-2009</b> <b>(Rupees)</b>	<b>31-03-2008</b> <b>(Rupees)</b>
<b>OPERATING AND ADMINISTRATIVE EXPENSES :</b>		
Electricity Charges	1,43,117	1,18,218
Repairs & Maintenance	96,633	7,43,045
Payment to and Provision for Employees	7,15,756	4,71,995
Insurance Charges	1,81,940	3,07,601
Travelling Expenses	17,10,956	18,38,661
Sales Promotion	6,68,051	9,56,475
Professional Fees	26,92,761	29,76,050
Miscellaneous Expenses	40,38,981	63,73,412
Loss on Sale of Investments	1,62,30,229	0
Payment to Auditors	2,05,188	2,02,304
Directors Remuneration	4,80,000	4,80,000
Directors Sitting Fees	10,000	11,000
Sundry Debit Balance W/off	3,990	8,75,027
	<u>2,71,77,602</u>	<u>1,53,53,788</u>

**SCHEDULE "Q"**
**FINANCE CHARGES :**

Brokerage Paid	3,95,894	4,39,175
Discounting Charges Paid	0	20,92,007
	<u>3,95,894</u>	<u>25,31,182</u>

**SCHEDULE "R"**
**INTEREST :**

Bank Interest	63,53,602	57,27,908
Other Interest	1,32,66,869	1,87,31,797
	<u>1,96,20,471</u>	<u>2,44,59,705</u>



**SCHEDULE " S "**

**I SIGNIFICANT ACCOUNTING POLICIES:-**

**1. Basis of Accounting:-**

The Financial Statements are prepared under the historical cost convention and are in accordance with applicable mandatory Accounting Standards notified by the companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956.

**2. Fixed Assets:-**

- a) Fixed Assets are carried at cost of acquisition except office premises revalued on 14<sup>th</sup> March, 1994 which is stated at a value determined by the valuers, less accumulated depreciation.
- b) Cost is inclusive of duties, taxes, erection / commissioning expenses and incidental expenses and Sales Tax set off wherever applicable.

**3. Method of Depreciation:-**

Depreciation on assets has been provided on written down value method in accordance with rates specified in notification no. GSR 756(E) dated 16<sup>th</sup> December 1993 and Circular no. 14/93 (No. 1/12/92-CL V) dated 20<sup>th</sup> December, 1993 issued by the Ministry of Law, Justice and Company Affairs, Department of Company Affairs and in the manner specified in Schedule XIV of the Companies Act, 1956 read with the said Notification and Circular.

**4. Valuation of Investments:-**

Long Term Investments are valued on FIFO basis. The cost of investments includes brokerage, Security Transaction Tax but does not include stamp duty, which is charged to revenue. A provision for diminution, if any, is made to recognize a decline, other than temporary, in the value of investments.

**5. Valuation of Stock in Trade:-**

Stock in trade (Un-quoted shares) in absence of market price is carried at cost. In case of Stock in trade (Quoted Shares) is valued at cost or market price whichever is lower.

**6. Income Recognition:-**

- a) Sales of trading goods is accounted for inclusive of sales tax, net of trade discount and recognized on the date of invoice.
- b) Profit / Loss from Trading in Shares and Profit / Loss from trading in futures are accounted on the date of contract note received from the Broker.

**7. Provision for Current & Deferred Tax:-**

- a) Provision for Current Tax is made on the estimated taxable income, at the rate applicable to the relevant assessment year.
- b) In accordance with Accounting Standard 22 "Accounting for Taxes on Income" issued

by the ICAI, the deferred tax for timing differences is accounted for, using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

- c) Deferred tax assets arising from timing differences are recognized only on the consideration of prudence.
- d) Provision for Fringe Benefit Tax is made in accordance with the provisions of Income-tax Act, 1961.

**8. Provisions, Contingent Liabilities and Contingent Assets:-**

- a) The Company recognizes as Provisions, the liabilities being present obligations arising out of past events, the settlement of which is expected to result in an outflow of resources and which can be measured only by using a substantial degree of estimation.
- b) Contingent Liabilities are disclosed by way of a note to the financial statements after careful evaluation by the management of the facts and legal aspects of the matter involved.
- c) Contingent Assets are neither recognized nor disclosed.

**9. Impairment of Assets:-**

Management periodically assesses using external and internal sources whether there is an indication that an asset may be impaired. Impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the assets and its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying amount over the higher of the assets net sales or present value as determined above.

**10. Foreign Currency Transactions:-**

Transactions in Foreign currency are recorded at the exchange rate prevailing on the date of the transactions. Foreign currency denominated assets and liability at the balance sheet date is translated at the exchange rate prevailing on the date of the balance sheet.

**SCHEDULE "T"**

**NOTES TO ACCOUNTS:-**

**1. Segment Reporting:**

The Company has disclosed Business Segment as the primary segment. The Company operates two business segments: Trading segments & Power Generation segments. Business Segments have been identified as reportable primary segments in accordance with Accounting Standard 17 issued by the Institute of Chartered Accountants of India, taking into account the nature of the products, the differing risks and returns, the Organisation structure and internal reporting system.



Particulars	Business Segments		Total
	Trading	Power	
<b>REVENUE</b>			
Sales	1,08,70,80,817	1,70,21,218	1,10,41,02,035
Unallocable Income	(11,87,56,856)	---	(11,87,56,856)
Inter-segment	---	---	---
<b>Total</b>	<b>96,83,23,961</b>	<b>1,70,21,218</b>	<b>98,53,45,179</b>
<b>RESULT</b>			
Segment Result	94,06,57,432	1,10,65,729	95,17,23,161
Unallocated Expenditure	98,66,556	---	98,66,556
<b>Operating Profit</b>	<b>1,77,99,973</b>	<b>59,55,489</b>	<b>2,37,55,462</b>
Interest Expense	1,77,24,804	18,95,667	1,96,20,471
Income Tax	---	---	(8,17,626)
Net Profit			33,17,365
<b>OTHER INFORMATION</b>			
Segment Assets	36,30,54,450	7,20,64,638	53,51,19,088
Unallocated Corporate & Other Assets	---	---	8,91,02,049
<b>Total Assets</b>			<b>52,42,21,137</b>
Segment liabilities	22,40,03,950	2,79,67,185	25,19,71,135
Unallocated Corporate & Other liabilities	---	---	27,22,50,002
<b>Total Liabilities</b>			<b>52,42,21,137</b>
Depreciation	1,28,076	1,10,55,729	1,11,83,805
Unallocated Depreciation	---	---	19,81,528
<b>Total Depreciation</b>			<b>1,31,65,333</b>
<b>Capital Expenditure</b>	<b>---</b>	<b>34,11,007</b>	<b>34,11,007</b>

2. Disclosure in respect of related parties as defined in Accounting Standard 18 with wherein transaction have taken place during the year are given below:

**Key Management Personnel & Relatives:**

Mr. R. K. Dhoot (Managing Director), Mr. R. G. Dhoot (Chairman), Mrs. M. R. Dhoot (w/o Chairman), Mrs. V. R. Dhoot (w/o Managing Director), Mst. Rishikesh R. Dhoot (s/o Managing Director), Mst. Rohan R. Dhoot (s/o Managing Director).

**Enterprises over which key management personnel exercise significant influence with whom transactions have been taken place during the year:**

1. Young Buzz India Ltd. 2. Iris Resources (P) Ltd. 3. Pine Fresh Minerals (P) Ltd.

Description	Key Management Personnel		Enterprises controlled by key management personnel	
	Current Year	Previous Year	Current Year	Previous Year
Remuneration	4,80,000	4,80,000	----	----
Directors Sitting Fees	10,000	11,000	----	----
Travelling Expenses	12,21,688	10,37,975	----	----
ICD taken	----	----	80,00,000	11,50,000
ICD repaid	----	----	51,00,000	10,00,000
Interest paid	----	----	2,01,726	15,414

Maximum Balance Rs.55,00,000/- (Rs. 10,00,000/-) during the year

3. Debtors outstanding for more than six months includes Rs.54,51,021 (Previous Year NIL) due from a party. The Company has considered the recovery of principle amount against above good, though no written assurance / confirmation is received.
4. During the year, the Company has transferred Various Shares amounting to Rs. 3,46,25,255 from Stock in Trade to Investments & Rs.1,31,28,571 from Investment to Stock in Trade. The conversions of Stock in Trade to Investments at cost or market value whichever is lower.
5. The provisions of Accounting Standard 15 (Revised) on "Employee Benefits" are not applicable to the Company except for Leave Encashment. The Company does not allow any accumulation & any employees are allowed to encash the leave before 31<sup>st</sup> March 2009 of every year.
6. In respect of long-term foreign currency monetary items, the Company earlier followed a policy of recording all exchange differences to the profit and loss account. In line with notification of the Companies (Accounting Standards) Amendment Rules 2006 issued by Ministry of Corporate Affairs on March 31, 2009 amending Accounting Standard 11 (AS - 11) 'The Effects of Changes in Foreign Exchange Rates (revised 2003)', the Company has chosen to exercise the option under para 46 inserted in AS - 11 by the notification. Accordingly, the foreign exchange gain for the period from Dec 2006 upto March 2009 of Rs.35,38,812 is adjusted against reserves correspondingly the value of the Fixed Asset is reduced and the Net Profit before tax for the current year is higher by Rs.69,49,819 due to foreign exchange loss which is adjusted to fixed assets.
7. In the opinion of the Board, current assets, loans and advances have a value on realization at least equal to the amount at which they are stated in the accounts.
8. Debtors & Creditors balances are subject to confirmation, adjustments if any, will be made in the accounts on the receipt of such confirmations.

#### 9. Earning Per Share (EPS)

	2008-2009 (Rs.)	2007-2008 (Rs.)
Profit after Tax as per Profit & Loss Account	33,17,365	5,85,97,797
Number of Equity Shares	54,20,000	54,20,000
Basic EPS	0.61	10.81
Nominal Value of Shares	10	10



10. As required by Accounting Standard "22" on Accounting for Taxes on Income, Deferred Tax has been recognized in respect of following items:

	Deferred Tax Assets / Liabilities as at 1/04/2008	Charge / (Credit) for the current year	Deferred Tax Assets / Liabilities as at 31/03/2009
<b>Deferred Tax Liability on account of:</b>			
1) Depreciation	2,10,18,554	6,61,309	2,16,79,863
<b>Deferred Tax Liability on account of:</b>			
1) 43B	(84,934)	59,639	(25,295)
<b>Total</b>	<b>2,09,33,620</b>	<b>7,20,948</b>	<b>2,16,54,568</b>

11. Particulars of Stock in Trade (As verified & valued by the Management at cost or market value which ever is lower):

Sr. No.	Name of the Company	Face Value	31/03/2009		31/03/2008	
			No. of Shares	Amount	No. of Shares	Amount
1	ABC Bearing	10	26866	7,02,546	26866	21,30,474
2	Aditya Birla Nova Limited	10	6683	4,59,900	6683	4,59,900
3	Alembic Limited	10	--	---	250825	1,42,59,400
4	Ang Export Ltd.	10	15000	3,84,750	15000	14,08,500
5	Atlas Copco	10	10882	24,31,087	10882	24,31,087
6	Ballarpur Chini Mill	10	--	---	8000	6,46,400
7	Bharat Forge Limited	2	--	---	25000	16,83,350
8	Dabur Pharma	10	--	---	254168	1,51,12,257
9	Deepak Fertilizers	10	30000	16,98,000	45000	44,28,000
10	Empee Dist. Ltd.	10	--	---	11200	17,27,600
11	Escorts India Limited	10	--	---	8000	6,86,000
12	Four Soft	10	5000	63,850	5000	1,35,500
13	Futura Polysters	10	20000	92,400	20000	3,37,000
14	GMR Infra	10	--	---	8000	11,92,000
15	HBL Power Systems Ltd.	10	--	---	2700	7,64,235
16	HDFC Limited	10	--	---	44	1,04,885
17	Hind Motors	10	200000	26,34,000	200000	64,40,000
18	IFB Industries Ltd.	10	1818	45,632	1818	65,903
19	IFCI	10	480	9,234	480	21,144
20	Innovassynth Investments Ltd.	10	9090	1,24,926	--	---
21	IOL Broadband	10	25000	9,28,750	25000	23,15,000
22	Jaiprakash Associates	10	--	---	8000	18,12,800
23	Jindal Saw	10	--	---	5000	32,45,750
24	Jindal Southwest HOL	10	--	---	5000	40,95,500
25	Kilburn Engg.	10	3957	69,247	3957	1,58,082
26	Kirloskar Ferro	5	134000	14,72,660	134000	41,60,700



Sr. No.	Name of the Company	Face Value	31/03/2009		31/03/2008	
			No. of Shares	Amount	No. of Shares	Amount
27	Mathur Pumps	10	--	---	24908	32,82,874
28	Mawana Sugars Ltd.(SIEL)	10	437	7,145	437	13,678
29	Nelco Limited	10	40000	13,20,000	40000	32,56,000
30	NIIT Technology	10	--	---	12800	12,54,400
31	Nitco Tiles	10	--	---	76183	1,72,05,047
32	OnMobile Global Ltd.	10	--	---	10211	55,29,257
33	Praj Industries Ltd.	2	300000	1,74,90,000	250000	1,63,19,059
34	Punjab Tractors	10	--	---	38050	85,89,788
35	Radico Khaitan Ltd.	10	--	---	10000	10,97,500
36	Reliance Capital	10	--	---	22500	29,57,625
37	Reliance Communication	10	--	---	4800	24,39,840
38	Rallis India Limited	10	9431	36,94,594	--	---
39	Shardul Securities	10	5000	1,53,750	5000	6,83,000
40	Spice Communication	10	--	---	20000	5,55,000
41	Tanej Aero Space	5	--	---	75000	87,93,750
42	Texmaco Limited	10	150000	64,87,500	15000	1,26,86,372
43	United Breaverages Ltd.	10	27777	24,84,653	25000	46,63,750
44	Usha Martin Limited	10	--	---	10000	74,500
45	Uttam Galva	10	--	---	164098	59,48,553
46	Videocon Industries Ltd	10	20000	17,45,000	20000	61,39,000
47	Voltas Limited	10	7500	3,46,125	--	---
48	Wockhardt Limited	10	--	---	6000	15,97,200
			<b>1048921</b>	<b>4,48,45,779</b>	1910610	17,29,07,660

**12. Details of Payment to Auditors:**

Particulars	For the year ended 31-03-2009 (Rs.)	For the year ended 31-03-2008 (Rs.)
Audit Fees	1,10,300	1,12,360
Tax Audit Fees	33,090	33,708
Limited Review & Certification	61,798	56,236
<b>TOTAL</b>	<b>2,05,188</b>	<b>2,02,304</b>

**13.** Expenditure incurred in foreign currency Rs. 7,51,236/- (Previous Year Rs. 10,37,975/-).

**14.** Previous year figures have been regrouped, reworked, reclassified & rearranged wherever necessary.



**15. Quantative Information:**

Sr. No.	Trading Activities	Units	Opening Stock		Purchase / Transfer Generated		Sales / Transfer		Closing Stock	
			Qty	Amt.	Qty	Amt.	Qty	Amt.	Qty	Amt.
1.	Chemicals	M.T.	Nil	Nil	514883.49	435231903	514883.49	452491919	Nil	Nil
			(Nil)	(Nil)	(741070)	(232968522)	(741070)	(248789818)	(Nil)	(Nil)
2.	Electronics	Nos.	Nil	Nil	21265	198029585	21265	198489884	Nil	Nil
			(Nil)	(Nil)	(35530)	(196146035)	(35530)	(197121873)	(Nil)	(Nil)
3.	Paper	M.T.	Nil	Nil	8644.206	204174279	8644.206	208421302	Nil	Nil
			(Nil)	(Nil)	(9557)	(217471827)	(9557)	(224037836)	(Nil)	(Nil)
4.	Power*	Units	Nil	Nil	2300581.14	Nil	2300581.14	17021218	Nil	Nil
			(Nil)	(Nil)	(1737035)	(Nil)	(1737035)	(6079622)	(Nil)	(Nil)
5.	Shares	Nos.	1910610	172907660	816125	90570279	1677814	168792737	1048921	44845779
			(1358881)	(131894884)	(5265246)	(921085109)	(4713517)	(932237893)	(1910610)	(172907660)

\* Licensed and Installed Capacity:

Licensed Capacity

**2009**  
Not Applicable

**2008**  
Not Applicable

Installed Capacity (KW Commercial Units)

1925

1925

As per our report of even date attached  
**For BANSI S. MEHTA & COMPANY**  
Chartered Accountants

for and on behalf of the Board

**A. A. DESAI**  
(Partner)

**R. G. DHOOT** (Chairman)  
**R. K. DHOOT** (Managing Director)  
**RAJESH M. LOYA** (Director)

Place : Mumbai  
Date : 21<sup>st</sup> July, 2009

**ADDITIONAL INFORMATION PURSUANT TO PART IV OF SCHEDULE IV TO THE COMPANIES ACT, 1956 :**

<b>I Registration Details</b>	
Registration Details	20725
State Code No.	11
Balance Sheet Date	31.03.2009
	<b>(Rs. in '000's)</b>
<b>II Capital Raised During the year</b>	
Public Issue (Issue through the Prospectus)	Nil
Right Issue	Nil
Bonus Issue	Nil
Private Placement (Firm allotment to the Promoters and their associates)	Nil
<b>III Position of Mobilization and Deployment of Funds</b>	
Total Liabilities	3,77,507.95
Total Assets	3,77,507.95
<b>Sources of Funds</b>	
Paid up Capital	54,200.00
Reserve & Surplus	1,74,790.36
Secured Loans	1,23,963.02
Unsecured Loans	2,900.00
Deferred Tax Liability (Net)	21,654.57
<b>Application of Funds</b>	
Net Fixed Assets	80,060.70
Investments	1,25,504.26
Net Current Assets	1,71,942.99
Accumulated Losses	-
<b>IV Performance of Company</b>	
Turnover	10,01,467.00
Total Expenditure	9,97,332.01
Profit/Loss Before Tax	41.35
Profit/Loss After Tax	3,317.37
Earning Per Share	0.61
Dividend Rate %	-
<b>V Generic Name of Principal Product of Company</b>	
(As per Monetary Terms)	
Item Code No.	Nil
Product Description	Trading & Power

**For and on behalf of the Board**

Place : Mumbai  
Date : 21<sup>st</sup> July, 2009

**R. G. DHOOT**  
**R. K. DHOOT**  
**RAJESH M. LOYA**

Chairman  
Managing Director  
Director

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2009**

	<u>2008-2009</u>	<u>2007-2008</u>
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax and Extraordinary Items	41,34,991	7,09,72,270
Adjustments for :		
(Profit)/Loss on Sale of Assets (Net)	(47,46,674)	(25,26,326)
Depreciation	1,31,65,333	1,19,07,935
(Profit)/Loss on Sale of Investments	1,62,30,229	(2,47,18,692)
Foreign Exchange Loss Capitalised	(35,38,812)	-
Interest (Net)	1,92,04,525	2,39,16,937
Dividend Received	<u>(49,13,824)</u>	<u>(31,27,117)</u>
	<b>3,54,00,777</b>	<b>54,52,737</b>
Operating Profit Before Working Capital Changes	<b>3,95,35,768</b>	<b>7,64,25,007</b>
Adjustments for :		
Trade and Other Receivables	(5,64,10,044)	(3,38,11,339)
Stock-In-Trade	12,80,61,881	(4,10,12,776)
Trade Payable and Other Liabilities	<u>3,89,37,582</u>	<u>(1,62,61,901)</u>
	<b>11,05,89,419</b>	<b>(9,10,86,016)</b>
Cash Generated From Operations	<b>15,01,25,187</b>	<b>(1,46,61,009)</b>
Interest Paid	(1,90,99,881)	(2,45,86,916)
Direct Taxes.Paid	<u>(46,49,311)</u>	<u>(74,28,762)</u>
	<b>(2,37,49,192)</b>	<b>(3,20,15,678)</b>
<b>Net Cash from Operating Activities ..... A</b>	<b>12,63,75,995</b>	<b>(4,66,76,687)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(47,29,699)	(3,73,13,231)
Purchase of Investments	(5,94,47,095)	(7,03,16,702)
Sale of Investments	3,26,60,476	4,11,20,190
Interest Received	6,20,802	1,50,720
Dividend Received	49,13,824	31,27,117
Sale of Assets	<u>52,56,000</u>	<u>43,16,750</u>
<b>Net Cash from Investing Activities .... B</b>	<b>(2,07,25,692)</b>	<b>(5,89,15,156)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Inter Corporate Deposits	27,50,000	1,50,000
Proceeds from Long Term Borrowings	(18,46,753)	(97,03,808)
Proceeds from Short Term Bank Borrowings	24,52,780	4,75,14,721
Proceeds from Short Term - Other Borrowings	(7,48,93,115)	6,75,99,698
Dividend Paid	<u>0</u>	<u>(37,145)</u>
<b>Net Cash from Financing Activities ..... C</b>	<b>(7,15,37,088)</b>	<b>10,55,23,466</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>3,41,13,215</b>	<b>(68,377)</b>
<b>Cash and Cash equivalents (Opening Balance)</b>	<b>4,44,407</b>	<b>5,12,784</b>
<b>Cash and Cash equivalents (Closing Balance)</b>	<b>3,45,57,622</b>	<b>4,44,407</b>

## Notes:

- This Cash Flow Statement has been prepared following Indirect Method.
- Cash and cash equivalents include cash and bank balances.

As per our report of even date attached  
**For BANSI S. MEHTA & COMPANY**

Chartered Accountant

**A. A. DESAI**  
(PARTNER)

Place : Mumbai

Date : 21<sup>st</sup> July, 2009

For and on behalf of the Board

**R. G. DHOOT****R. K. DHOOT****RAJESH M. LOYA**

Chairman

Managing Director

Director

*For your requirements of*

**Caustic Soda Lye**

**Sulphuric Acid**

**Liquid Chlorine**

**Hydrochloric Acid**

**Carbon Di Sulphide**

**Compressed Hydrogen Gas**

**Chloro Sulphonic Acid**

**Oleum 65%**

**Oleum 23%**

**Sodium Sulphate**

**Sodium Hypochlorite**

*Contact*

## **SAMPOORNA TRADERS**

(A Divn. of Dhoot Industrial Finance Limited)

504, Raheja Centre, 214, Nariman Point, MUMBAI 400 021.

Tel .: (022) 2284 5050/ (022) 2283 5152 Fax : 022 2287 1155

email : [samptrade@gmail.com](mailto:samptrade@gmail.com)

website : [www.dhootfinance.com](http://www.dhootfinance.com)

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## ATTENDANCE SLIP

# DHOOT INDUSTRIAL FINANCE LIMITED

Registered Office : 504, Raheja Centre, 214, Nariman Point, Mumbai 400 021.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL, it helps us to make proper arrangements, Failure to bring this Attendance Slip will create unnecessary inconvenience to you. Joint Shareholders may obtain additional Attendance Slips.

Name & Address of the Shareholder(s)	Please write Reg. Folio Number

I hereby record my presence at the 31<sup>st</sup> ANNUAL GENERAL MEETING of the Company held at M. C. Ghia Hall, Bhogilal Hargovindas Building, 2nd Floor, 18/20, Kaikhushru. Dubash Marg, Kala Khoda, Mumbai 400 001, on Tuesday, 22nd September, 2009 at 2.30 P.M.

\_\_\_\_\_  
Signature of Member/Proxy  
(To be signed at the time of hand over this slips)

DPID NO. \_\_\_\_\_ & Client ID No.\* \_\_\_\_\_  
\* Applicable for Members holding Shares in Electronic Form.

### NOTES :

1. Member/Proxy holders are requested to bring their copies of the Annual Report with them at the meeting.
2. Please carry with you this Attendance Slip and hand over same duly signed at the space provided at the entrance of the meeting hall.

----- TEAR HERE -----

## PROXY

# DHOOT INDUSTRIAL FINANCE LIMITED

Registered Office : 504, Raheja Centre, 214, Nariman Point, Mumbai 400 021.

Reg. Folio	No. of Shares held

I/We \_\_\_\_\_ of \_\_\_\_\_ being  
a Member/Members of DHOOT INDUSTRIAL FINANCE LIMITED, hereby appoint \_\_\_\_\_  
of \_\_\_\_\_  
or failing him \_\_\_\_\_  
of \_\_\_\_\_ as my / our proxy to vote for me/us  
and on my/our behalf at the 31<sup>st</sup> ANNUAL GENERAL MEETING of the Company held on Tuesday, 22<sup>nd</sup>  
September, 2009 at 2.30 P.M.

Signed by the said \_\_\_\_\_

Affix a  
1 Rupee  
Revenue  
Stamp

### Notes:

1. The proxy need not be a member of the company.
2. The proxy form duly signed across 1 Rupee Revenue Stamp should reach the company's Registered office not later than 48 hours before the time of the meeting.

**B O O K - P O S T**

*If undelivered, please return to :*

**DHOOT INDUSTRIAL FINANCE LIMITED**

504, Raheja Centre,  
214, Nariman Point,  
MUMBAI 400 021.