

WORLDWIDE LEATHER EXPORTS LIMITED



WORLDWIDE
LEATHER
EXPORTS
LIMITED

Nineteenth Annual Report 2008 - 2009

WORLDWIDE LEATHER EXPORTS LIMITED

Directors	Anil Agarwāl Rakhee Agarwal B.P.Singh Lalit Chhawchharia	<i>Chairman & Managing Director Whole Time Director Director (Advisor Finance) Director (Advisor Corporate Affairs)</i>
Auditors	B.Chhawchharia & Co.	
Bankers	Vijaya Bank	
Registered Office	5-F, Everest, 46/C, Chowringhee Road, Kolkata – 700 071	
Factory & Head Office.	38th Milestone, N.H. 8, Behrampur Road, Gurgaon – 122 001 Haryana	
Secretarial Services	Punit Handa & Associates	
Registrars & Share Transfer Agents	Beetal Financial & Computer Services Pvt. Ltd., Beetal House, 3rd Floor, 99 Madangir, Behind Local Shopping Complex, Near Dada Harsukhdas Mandir, New Delhi – 110 062	
Investor Service Department	38th Milestone, N.H. 8, Behrampur Road, Gurgaon – 122 001 (HR) Tel # - (0124) - 2215447-50	
E-mail	isd@wleltd.com	
Website	www.wleltd.com	
Listing at Stock Exchanges	The Calcutta Stock Exchange Association Ltd. 7 Lyons Range, Kolkata 700 001 The Stock Exchange, Mumbai Phiroze Jeejeebhoy Towers, Mumbai 400 001	

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WORLDWIDE LEATHER EXPORTS LIMITED

NOTICE

Notice is hereby given that 19th Annual General Meeting of members of M/s Worldwide Leather Exports Limited will be held on Thursday, the 24th day of September, 2009 at 4.00 P.M. at 'Kala Kunj' (Basement Kalamandir), 48 Shakespeare Sarani, Kolkata – 700 017 to transact the following businesses.

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2009 and the Profit and Loss Account for the year ended on that date and the report of the Auditors and Directors thereon.
2. To re-appoint a Director in place of Mr. Lalit Chhawchharia who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.
3. To re-appoint Auditors and fix their remuneration. In this connection, to consider and if thought fit to pass, with or without modification, the following resolution as an Ordinary resolution.

“RESOLVED that Messrs B. Chhawchharia & Co., Chartered Accountants, be and are, hereby, appointed as the Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a remuneration as may be decided by the Board.”

By order of the Board

31st July, 2009
Gurgaon
Registered Office:
5-F Everest,
46/C, Chowringhee Road,
Kolkata-700 071

Anil Agarwal
(Chairman & Managing Director)

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 to be a member of the Company. Proxy form duly filled up and executed must be received at the Registered Office of the Company not less than 48 hours before the time fixed for meeting.**
2. The Register of members and the share transfer book shall remain closed on 23rd and 24th of September, 2009.
3. Member seeking any further information on the business to be transacted at the meeting should write to the company at least 15 days before the date of meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
4. Any change of address may please be notified to the Registrar and Share Transfer Agent M/s Beetal Financial & Computer Services (P) Ltd., Beetal House, 3rd Floor, 99 Madangir Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi- 110 062.
5. Members are requested to bring their copies of Annual Report at the meeting as additional copies will not be circulated in the meeting.
6. Members attending the meeting are requested to bring their Attendance Slips duly filled and deliver the same at the entrance of the meeting.
7. All the relevant documents mentioned in the in the aforesaid business are available at for inspection at the Registered Office of the Company during normal office hours.

By order of the Board

31st July, 2009
Gurgaon
Registered Office:
5-F Everest,
46/C, Chowringhee Road,
Kolkata-700 071

Anil Agarwal
(Chairman & Managing Director)

WORLDWIDE LEATHER EXPORTS LIMITED

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors present the 19th Annual Report together with the Audited Statement of Accounts for the year ended 31st March, 2009.

Financial Result

	2008-09	Rs. In Lacs 2007-08
Sales and other income	1265.12	1294.50
Profit before depreciation (29.81) And extraordinary item (NIL)	82.26	87.10
Depreciation	29.81	34.36
Profit/ (Loss) after extraordinary Items & Tax	30.29	31.86
Add: Surplus from previous year	1.80	(0.06)
Transfer to General Reserve	30.00	30.00
Proposed Dividend	NIL	NIL
Surplus Carried to Balance Sheet	2.90	1.80

Performance

Sales inclusive of export incentives have marginally decreased over the previous year. The financial year 2008-09 shows a profit of approximately Rs.30.29 lacs after providing Rs. 29.81 lacs towards depreciation.

Your Company's performance could not significantly improve in view of the global melt down. The company continues to take active participation in the Riva Del Garda, Italy fair which has this year again given inroads to new markets.

The Company's wholly owned subsidiary, Zebra Leather Inc., USA which has been lying totally inactive for the last several years and which could not be dissolved due to legal formalities and costs has finally been hived off against sale consideration received as approved in the last Annual General Meeting.

The Company's product portfolio of Men's Footwear continues to do well in the international market and is being regularly expanded. During the current year the focus is being shifted to high fashion ladies segment where the international demand/ market is approximately 4 to 5 times than the men's footwear market. Footwear from your Company continues to be exported to many countries in Europe besides the old market of England. On the domestic front this year, the Company has made the premium segment of Pavers England, India who launched in India this year.

Dividend

The Directors express their inability to recommend any dividend in view of the cash requirements forthcoming for re-locating the Gurgaon manufacturing facility of the Company.

Subsidiary Company

As approved in the last Annual General Meeting, the wholly owned subsidiary, Zebra Leather Inc. has been ultimately hived off against consideration received.

Fixed Deposit

The Company has neither invited nor accepted fixed deposit from the public within the meaning of Companies (Acceptance of Deposit) Rule 1975.

Directors Responsibility Statement

In terms of provisions of Section 217(2AA) of the Companies Act, 1956 your Directors confirm that :-

- In the preparation of Annual Accounts the applicable accounting standard have been followed along with proper explanation and no material departure have been made from the same;
- They have selected such accounting policy and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of state of affairs of the Company at the end of the financial year and profit or loss of the company for that period;
- They have taken proper and sufficient care for the maintenance of adequate accounting record in accordance with the provision of Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The Annual accounts have been prepared on a going concern basis.

WORLDWIDE LEATHER EXPORTS LIMITED

Directors

Pursuant to the provision of Section 256(3) of the Companies Act, 1956 and Article 84 of the Article of Association of the Company, Mr. Lalit Chhawchharia, Director, retires by rotation and being eligible offers himself for re-appointment. Your Directors recommend his re-appointment.

Particular of employees

There were no employees in respect of whom particulars pursuant to section 217(2A) of the Companies Act, 1956 read with Companies (Particular of Employee amendment rule) 1998 are required to be given.

Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

As required under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rule 1988 the information is furnished below.

A Conservation of Energy

The Company has on going program to increase the awareness of Employee on conservation of Energy. Regular maintenance of captive generator sets, switching off machine and other Electrical Equipment when not in use are standard practices at the manufacturing facility and being regularly followed.

B Technology Absorption

Effort made for Technology absorption is as per Form – B attached as Annexure to this report.

C Foreign Exchange Earning and Outgo

The total foreign exchange earnings of the company during the year under review was Rs.1142.81 lacs on account of exports and the total foreign exchange outgo was Rs.34.22 lacs on account of commissions, traveling expenses and foreign bank charges.

Auditors

M/s B. Chhawchharia & Co. Chartered Accountant, Auditors of the Company retire at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received a certificate to the effect that their reappointment, if made, will be within the prescribed limit under Section 224(1B) of the Companies Act, 1956.

Auditor's Report

The qualification in the Auditors' report is adequately explained in relevant notes to the accounts.

Listing of Shares

The Shares of the Company are listed and traded in two stock exchanges i.e. Mumbai and Calcutta (Regional) Stock Exchange and addresses of the stock exchanges are mentioned elsewhere in this Annual Report. The Company has paid the Annual Listing fees to Mumbai and Calcutta Stock exchanges.

ISO 9001:2000 CERTIFICATION

Your Company continues to enjoy the status of ISO 9001: 2000

Acknowledgement

Your Directors take this opportunity to express grateful thanks to the Central Government and State Government and Vijaya Bank for their support and guidance to the Company from time to time. The Directors wish to place on record their appreciation of the efficient and loyal services rendered by the workers, officers, and staff members of the Company. Your company's industrial relation continued to be excellent during the year.

For and behalf of the Board of Directors

Date : 30th June, 2009

Place : Gurgaon

(Anil Agarwal)
Chairman & Managing Director

WORLDWIDE LEATHER EXPORTS LIMITED

Form B (See Rule-2)

Research and Development

- 1 Specific Areas where the Company carries out R&D
The Company is developing products of latest designs and is making samples for its foreign buyer on regular basis.
- 2 Benefit derived as a result of the above R&D
The product of the company has been well accepted by the quality of conscious buyers.
- 3 Future plan and action
The Company plans to send its technical staff to trade fairs overseas to seek exposure to latest trends and technology.
- 4 Expenditure on R&D

Capital	NIL
Recurring	Rs. 39.97 Lacs
Total	Rs. 39.97 Lacs

Total R & D Expenditure as a % to the Turnover is 3.16%

Technology absorption, adoption and innovation.

- 1 Efforts made in brief, towards technology absorption, adoption and innovation.
The Company participated in fairs in Italy and also the Company is working closely with designers and technicians from Portugal, France and Spain.
- 2 Benefit derived as a result of the above efforts
As a result of the above interaction, penetration into new markets has been possible. Also the Company's focus is being shifted to high fashion ladies segment where the international demand / market is approximately 4 to 5 times than the men's footwear market.
- 3 In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year) following information may be furnished.

Technology Imported:	NIL
Year of Import	N.A.
Has the technology been fully absorbed?	N.A.
If not fully absorbed areas where this has not taken place, reason therefore and future plan and action	N.A.

For and behalf of the Board of Directors

Date : 30th June, 2009
Place : Gurgaon

(Anil Agarwal)
Chairman & Managing Director

WORLDWIDE LEATHER EXPORTS LIMITED

BALANCE SHEET AS AT 31 MARCH, 2009

	SCHEDULE	31-Mar-09 Rupees	31-Mar-08 Rupees
SOURCE OF FUNDS			
SHAREHOLDERS' FUNDS :			
Share Capital	1	29,703,000	29,703,000
Reserves & Surplus	2	<u>46,290,832</u>	<u>42,878,006</u>
		75,993,832	72,581,006
LOAN FUNDS :			
Secured Loans	3	9,571,496	26,020,142
DEFERRED TAX LIABILITY			
	4	<u>3,342,000</u>	<u>3,639,000</u>
		<u>88,907,328</u>	<u>102,240,148</u>
APPLICATION OF FUNDS			
FIXED ASSETS			
a) Gross Block		63,881,379	64,385,709
b) Less :Depreciation		<u>28,950,434</u>	<u>27,396,526</u>
c) Net Block	5	34,930,945	36,989,183
INVESTMENTS			
	6	888,200	1,176,932
CURRENT ASSETS, LOANS & ADVANCES			
Inventories	7	9,344,812	15,672,998
Sundry Debtors	8	16,600,021	22,312,963
Cash & Bank Balances	9	25,564,643	23,306,217
Loans & Advances	10	<u>20,338,109</u>	<u>18,228,160</u>
		<u>71,847,585</u>	<u>79,520,338</u>
LESS : Current Liabilities & Provisions			
Current Liabilities	11	12,301,248	11,578,920
Provisions		<u>6,458,154</u>	<u>3,867,385</u>
		<u>18,759,402</u>	<u>15,446,305</u>
NET CURRENT ASSETS		<u>53,088,183</u>	<u>64,074,033</u>
		<u>88,907,328</u>	<u>102,240,148</u>
NOTES ON ACCOUNTS			
	21		
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE			
	22		

The Schedules referred to above form an integral part of the accounts.

In terms of our report of even date attached herewith

For **B.CHHAWCHHARIA & CO.**
Chartered Accountants

(VINIT BAGARIA)
Partner

Place : Gurgaon
Dated : 30th June, 2009

On behalf of the Board

ANIL AGARWAL
Chairman & Managing Director

RAKHEE AGARWAL
Whole Time Director

WORLDWIDE LEATHER EXPORTS LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH, 2009

	SCHEDULE	2008-2009 Rupees	2007-2008 Rupees
INCOME			
Sales	12	118,174,380	112,938,175
Export Incentive		11,793,447	11,332,312
Difference in Exchange		(562,851)	718,808
Other Income	13	1,174,895	4,461,532
Increase/(Decrease) in Stock	14	(4,068,366)	15,499
		126,511,505	129,466,326
EXPENDITURE			
Purchase of finished goods		1,556,602	3,836,300
Cost of Materials	15	69,704,278	70,200,438
Expenses on Employees	16	11,032,897	9,747,226
Fabrication, Processing & other Charges		14,414,554	11,957,937
Power & Fuel		1,719,851	2,476,164
Cost of borrowings	17	351,634	1,038,335
Depreciation		2,981,084	3,436,115
Other Expenses	18	19,505,455	21,500,530
		121,266,355	124,193,045
PROFIT BEFORE TAXATION AND EXTRA ORDINARY ITEM			
		5,245,150	5,273,281
Less : Extra Ordinary Items	19	2,757	-
PROFIT BEFORE TAXATION			
		5,242,393	5,273,281
Direct Taxes	20	2,213,000	2,087,616
Profit after Tax		3,029,393	3,185,665
Profit brought forward		179,764	(5,901)
Transfer to General Reserve		3,000,000	3,000,000
Profit available for appropriation		209,157	179,764
Earning per Share - Face Value Rs.10 each (Basic & Diluted)		Rs.1.02	Rs.1.07
NOTES ON ACCOUNTS			
	21		
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE			
	22		

The Schedules referred to above form an integral part of the Profit and Loss Account.

In terms of our report of even date attached herewith

On behalf of the Board

For **B.CHHAWCHHARIA & CO.**
Chartered Accountants

(VINIT BAGARIA)
Partner

ANIL AGARWAL
Chairman & Managing Director

Place : Gurgaon
Dated : 30th June, 2009

RAKHEE AGARWAL
Whole-Time Director

WORLDWIDE LEATHER EXPORTS LIMITED

Cash Flow Statement for the year ended 31st March, 2009

	2008-2009 Rupees	2007-2008 Rupees
A Cash flow from operating activities		
Net profit before taxation	5,242,393	5,273,281
Adjusted for		
Depreciation	2,981,084	3,436,115
Interest income	(381,527)	(96,425)
Profit on sale of Investment	-	(27,515)
Dividend income	(80,740)	(160,471)
Interest expense (Net)	351,634	1,038,335
Fixed Assets written off	133,892	-
Loss on sale of Fixed Assets	703,283	504,112
Operating profit before working capital change	8,950,019	9,967,432
Adjusted for		
Trade and Other receivables	5,077,071	(12,599,163)
Inventories	6,328,186	637,425
Trade payables and advance from customers	803,097	2,368,247
Cash generated from operations	21,158,373	373,941
Direct Taxes (paid)/ refunded (net)	(1,474,078)	(1,360,363)
Net cash from operating activities	19,684,295	(986,422)
B Cash flows from investing activities		
Purchase of fixed assets	(2,333,522)	(1,381,587)
Proceeds from disposal of fixed assets	956,933	190,000
Purchase / Sale of Long Term Investments	288,732	1,027,515
Dividend income	80,740	160,471
Interest received (Net)	381,527	96,425
Net cash used in investing activities	(625,590)	92,824
C Cash flows from financing activities		
Repayment of long term borrowings	(151,018)	(296,507)
Increase/(Decrease) in Export Credit Facilities (Net)	(16,297,627)	14,862,138
Interest paid	(351,634)	(1,038,335)
Net cash from financing activities	(16,800,279)	13,527,296
Net increase/(decrease) in cash or cash equivalents	2,258,426	12,633,698
Cash and cash equivalents at beginning of year	23,306,217	10,672,519
Cash and cash equivalents at end of year	25,564,643	23,306,217

NOTE

Cash and cash equivalents represent cash and bank balances only

In terms of our report of even date attached herewith

On behalf of the Board

For **B.CHHAWCHHARIA & CO.**

Chartered Accountants

(VINIT BAGARIA)

Partner

Place : Gurgaon

Dated : 30th June, 2009

ANIL AGARWAL

Chairman & Managing Director

RAKHEE AGARWAL

Whole Time Director

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS

	31-Mar-09 Rupees	31-Mar-08 Rupees
1. SHARE CAPITAL		
Authorised:		
8000000 Equity shares of Rs 10 each.	<u>80,000,000</u>	<u>80,000,000</u>
Issued, Subscribed & Paid up		
29,70,300 Equity shares of Rs.10 each fully paid up	<u>29,703,000</u>	<u>29,703,000</u>
	<u>29,703,000</u>	<u>29,703,000</u>
Out of the above 757800 Equity shares were allotted pursuant to the scheme of amalgamation, without payment being received in cash.		
2. RESERVES AND SURPLUS		
Capital Reserve -on Revaluation of Land	<u>7,166,742</u>	7,166,742
-on Re-issue of Forfeited Shares	<u>500</u>	500
	<u>7,167,242</u>	7,167,242
Caital Grants and Subsidies	<u>383,433</u>	-
Securities Premium Account	<u>9,031,000</u>	9,031,000
General Reserve :		
As per last account	<u>26,500,000</u>	23,500,000
Add : Transfer from Profit & Loss account	<u>3,000,000</u>	3,000,000
	<u>29,500,000</u>	26,500,000
Profit & Loss Account	<u>209,157</u>	179,764
	<u>46,290,832</u>	<u>42,878,006</u>
3. SECURED LOANS		
I Vijaya Bank:		
i) Packing Credit	<u>6,850,000</u>	14,100,000
ii) Foreign Usage Documentary Bills	-	7,485,799
Secured by charge on Land, Buildings and Plant & Machinery and hypothecation of Raw materials, Semi-finished goods, Finished goods at company's factory at Gurgaon and respective Bills, pledge of Fixed Deposit Receipts and personal guarantee of Managing Director of the Company.		
iii) Overdraft	<u>2,555,337</u>	4,117,166
Secured by pledge of certain fixed deposit receipts		
II *ICICI Bank Ltd.	<u>166,159</u>	317,177
Secured by hypothecation of vehicles		
	<u>9,571,496</u>	<u>26,020,142</u>
*Installment falling due in next twelve months Rs. 156,943/-		
4. DEFERRED TAX LIABILITIES		
Deferred Tax Liabilities On :		
Fiscal allowances on fixed assets	<u>3,656,000</u>	3,934,000
Deferred Tax Assets On :		
Employee's remuneration and retirement benefit	<u>314,000</u>	295,000
	<u>314,000</u>	295,000
	<u>3,342,000</u>	<u>3,639,000</u>
5. FIXED ASSETS		

	GROSS BLOCK				DEPRECIATION				NETBLOCK	
	As at 1-Apr-08 Rupees	Additions Rupees	Deductions Rupees	As at 31-Mar-09 Rupees	As at 1-Apr-08 Rupees	For the year Rupees	Adjustment Rupees	As at 31-Mar-09 Rupees	As at 31-Mar-08 Rupees	As at 31-Mar-08 Rupees
Goodwill (on amalgamation)	26,096	-	-	23,096	-	-	-	-	23,096	23,096
Land	8,700,656	-	-	8,700,656	-	-	-	-	8,700,656	8,700,656
Building	9,646,019	-	-	9,646,019	3,387,753	252,746	-	3,640,499	6,005,520	6,258,266
Plant & Machinery	28,351,605	516,816	(55,424)	28,812,997	12,470,311	1,342,176	(55,424)	13,757,063	15,055,934	15,881,294
Lasts	5,245,368	459,545	-	5,704,913	5,245,368	459,545	-	5,704,913	-	-
Moulds & Dies	2,420,993	165,309	-	2,586,302	2,119,568	216,327	-	2,335,895	250,407	301,425
Electric Installation	2,698,059	79,950	(104,068)	2,673,941	1,292,457	119,879	(38,266)	1,374,070	1,299,871	1,405,602
Air Conditioner	283,997	45,000	(41,000)	287,997	49,132	13,541	(13,086)	49,587	238,410	234,865
Furniture & Fixtures	827,355	131,050	(647,558)	310,847	592,993	71,724	(571,185)	93,532	217,315	234,362
Office Equipment	415,623	-	(24,000)	391,623	109,751	18,639	(4,490)	123,900	267,723	305,872
Vehicles	5,021,895	798,850	(1,872,118)	3,948,627	1,668,430	391,757	(667,996)	1,392,191	2,556,436	3,353,465
Computer	751,043	137,002	(93,684)	794,361	460,763	94,750	(76,729)	478,784	315,577	290,280
TOTAL	64,385,709	2,333,522	(2,837,852)	63,881,379	27,396,526	2,981,084	(1,427,176)	28,950,434	34,930,945	-
Previous Year	65,903,543	1,381,587	(2,899,421)	64,385,709	26,165,720	3,436,115	(2,205,309)	27,396,526	-	36,989,183

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS		Paid up Value Rupees	No. of Shares/ Units	31-Mar-09 Rupees	No. of Shares/ Units	31-Mar-08 Rupees
6. INVESTMENTS - LONG TERM						
Fully Paid						
A Quoted - Non Trade						
	Asian Tea & Exports Ltd.	10	100	1,000	100	1,000
	Bharat Earth Movers Ltd.	10	100	17,300	100	17,300
	Digital Multi Forms Ltd.	10	200	2,000	200	2,000
	Filament India Ltd.	10	200	4,000	200	4,000
	Goldiam International Ltd.	10	400	10,000	400	10,000
	Hindustan Organic Chem. Ltd.	10	300	15,000	300	15,000
	Mukrerian Papers Ltd.	10	150	6,000	150	6,000
	N.K. Industries Ltd.	10	100	4,000	100	4,000
	Orind Exports Ltd.	10	100	1,000	100	1,000
	Parenteral Drugs (India) Ltd. (includes 100 shares received as bonus)	10	200	9,000	100	9,000
	Patel Integrated Logistics Ltd.	10	230	7,000	230	7,000
	Punjab Woolcombers Ltd.	10	50	4,500	50	4,500
	Ram Ratna Wires Ltd.	10	100	1,000	100	1,000
	Royale Manor Hotels & Industries Ltd.	10	100	1,000	100	1,000
	Shilp Gravures Ltd.	10	100	1,000	100	1,000
	Super Syncotex (India) Ltd.	10	200	5,000	200	5,000
	Suryavanshi Spinning Mills Ltd.	10	100	7,000	100	7,000
	Vijaya Bank Ltd.	10	600	14,400	600	14,400
	VLS Finance Ltd.	10	300	120,000	300	120,000
	Wisec Global Ltd.	10	200	8,000	200	8,000
TOTAL- A				238,200		238,200
B Unquoted						
I Trade						
	In Erstwhile Subsidiary Company		No par value			
	Zebra Leather Inc		-	-	265	288,732
TOTAL-I				-	265	288,732
II Non Trade						
In Mutual Funds						
	DSP Blackrock Tiger Fund - Dividend Payout	10	15987.210	200,000	15987.210	200,000
	Fidelity Equity Fund - Dividend Payout	10	29339.853	300,000	29339.853	300,000
	Fidelity Special Situations - Dividend Payout	10	14669.927	150,000	14669.927	150,000
TOTAL-II				650,000		650,000
TOTAL-B				650,000		938,732
GRAND TOTAL				888,200		1,176,932
Aggregate amount of quoted Investments				238,200		238,200
Aggregate amount of Unquoted Investments				650,000		938,732
Market Value of Quoted Investment				88,021		209,715
Repurchase Price of Mutual Funds				608,758		972,689
7. INVENTORIES						
	Stores & Spares			514,449		344,741
	Packing Materials			58,059		68,404
	Raw Materials			5,093,354		7,512,537
	Semi-finished Goods			2,527,800		3,403,516
	Finished Goods			1,151,150		4,343,800
				9,344,812		15,672,998
8. SUNDRY DEBTORS						
(Unsecured, Considered Good)						
	Due for more than six months			1,769,925		2,066,033
	Others			14,830,096		20,246,930
				16,600,021		22,312,963

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS		31-Mar-09 Rupees	31-Mar-08 Rupees
9. CASH AND BANK BALANCES			
Cash in hand		268,609	1,059,789
With Scheduled Banks:			
In Current Account		15,152,677	17,574,140
In Fixed Deposit Account*		<u>10,143,357</u>	<u>4,672,288</u>
		<u>25,564,643</u>	<u>23,306,217</u>
	* Pledged with Bank & others	<u>4,096,204</u>	<u>3,730,001</u>
10. LOANS AND ADVANCES			
(Unsecured, considered good unless otherwise stated)			
Advances recoverable in cash or in kind or for value to be received		1,014,924	686,640
Advances against Properties			
- Secured		3,600,000	3,600,000
- Others		8,726,082	6,417,632
Balance with Government Authorities		1,901	3,101
Export Incentives Receivable		2,217,815	3,951,478
Deposits		685,078	951,078
Taxation Advance and Refundable		<u>4,092,309</u>	<u>2,618,231</u>
		<u>20,338,109</u>	<u>18,228,160</u>
11. CURRENT LIABILITIES AND PROVISIONS			
A. Current Liabilities			
Sundry Creditors			
* Small Scale Industrial Undertakings		1,453,697	1,091,521
* Others		9,983,247	9,487,717
Advance from customers		121,593	-
Other liabilities		741,489	997,356
Interest accrued but not due on loans		1,222	2,326
		<u>12,301,248</u>	<u>11,578,920</u>
	* Refer note 3 on Schedule 21		
B. Provisions			
For Income Tax		5,887,000	3,377,000
For Gratuity		571,154	490,385
		<u>6,458,154</u>	<u>3,867,385</u>
		<u>18,759,402</u>	<u>15,446,305</u>
SCHEDULES TO THE ACCOUNTS		2008-09 Rupees	2007-08 Rupees
12. SALES			
Leather Footwear		118,174,380	112,938,175
		<u>118,174,380</u>	<u>112,938,175</u>
13. OTHER INCOME			
Dividend		80,740	160,471
Interest *			
On Fixed Deposits		381,527	73,196
On Others		-	23,229
Profit on sale of investments		-	27,515
Provision for doubtful Loans written back		-	3,096,247
Liabilities Written Back		110,436	307,221
Miscellaneous Receipts		<u>602,192</u>	<u>773,653</u>
		<u>1,174,895</u>	<u>4,461,532</u>
	* Includes Tax at Source	78,594	15,079

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS	2008-09 Rupees	2007-08 Rupees
14. INCREASE/(DECREASE) IN STOCK		
Closing Stock		
Finished goods	1,151,150	4,343,800
Semi-finished goods	2,527,800	3,403,516
	<u>3,678,950</u>	<u>7,747,316</u>
Less : Opening stock		
Finished goods	4,343,800	4,170,073
Semi-finished goods	3,403,516	3,561,744
	<u>7,747,316</u>	<u>7,731,817</u>
	<u>(4,068,366)</u>	<u>15,499</u>
15. COST OF MATERIALS		
Raw material consumed	65,745,307	66,054,669
Packing material consumed	3,622,621	3,382,287
Stores and spare parts consumed	336,350	763,482
	<u>69,704,278</u>	<u>70,200,438</u>
16. EXPENSES ON EMPLOYEES		
Salary, wages and allowances	9,137,027	8,107,193
Contribution to Provident fund	465,011	463,399
Contribution to Employees State Insurance	189,411	198,291
Staff & Labour welfare expenses	1,241,448	978,343
	<u>11,032,897</u>	<u>9,747,226</u>
17. COST OF BORROWINGS		
Interest :		
On Others	351,634	1,038,335
	<u>351,634</u>	<u>1,038,335</u>
18. OTHER EXPENSES		
Insurance	286,912	334,176
Rent	992,928	1,573,068
Rates & Taxes	4,650	3,000
Repairs & Maintenance :		
To Building	655,638	131,254
To Plant & Machinery	358,066	496,975
To Others	514,791	532,987
Freight and Other Charges	2,840,657	2,727,768
Commission	3,792,927	4,535,112
Traveling & Conveyance	2,594,815	1,698,303
Auditors' Remuneration :		
For Statutory Audit	99,270	101,124
For Tax Audit	33,090	33,708
For Internal Audit	-	4,000
For Other services	54,981	86,865
Miscellaneous Expenses	5,550,779	5,259,152
Loss on sale of fixed assets (Net)	703,283	504,112
Fixed Assets written off	133,892	-
Items relating to previous year (Net)	2,350	272,115
Irrecoverable Debts and Advances written off	886,426	3,206,811
	<u>19,505,455</u>	<u>21,500,530</u>
19. EXTRA ORDINARY ITEMS		
Loss on sale of investments	10,982,734	-
Less: Provision for Diminution in value of Investment written back	<u>(10,979,977)</u>	<u>-</u>
	<u>2,757</u>	<u>-</u>
20. DIRECT TAXES		
Current Tax	2,160,000	1,150,000
Deferred Tax	(297,000)	557,287
Fringe Benefit Tax	350,000	267,000
Adjustments related to previous years	-	113,329
	<u>2,213,000</u>	<u>2,087,616</u>

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS

21. NOTES TO THE ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES

SYSTEM OF ACCOUNTING :

The company follows Mercantile system of accounting and recognises Income and Expenditure on Accrual basis. The accounts are prepared on historical cost basis, as a going concern, and are consistent with generally accepted accounting principles.

FIXED ASSETS :

Fixed assets are stated at cost less accumulated depreciation. Cost is inclusive of freight, duties, levies and any directly attributable cost of bringing the assets to their working condition for intended use.

DEPRECIATION :

Depreciation is accounted on straight line method at or above the rates provided in schedule XIV to the Companies Act, 1956.

INVESTMENTS :

Long term investments are carried at acquisition cost and investments intended to be held for less than one year are classified as current investments and are carried at lower of cost and market value. Long term investments which have suffered permanent diminution in their value are reduced to their current value.

INVENTORIES :

- | | |
|---|--|
| a) Raw Material, Stores & Spares and Packing Material | At Lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished product in which they will be incorporated are expected to be sold at or above cost. Cost is determined on "Weighted Average Basis". |
| b) Finished Goods | At Lower of cost and net realizable value. Cost includes direct materials, labour and manufacturing overheads. |
| c) Semi Finished Goods | At Lower of estimated cost and net realizable value. |

FOREIGN CURRENCY TRANSACTIONS :

- Transactions in foreign currency are recorded at the exchange rate prevailing at the time of transaction. All trade debtors and creditors related to foreign currency transaction outstanding at the year end are translated at exchange rates prevailing at the year end. The resultant translation differences are recognised in the Profit & Loss Account.
- In respect of Forward Exchange Contracts, the difference between the forward rate and the exchange rate on date of transaction has been recognised as income or expense as the case may be over the life of contract.

SALES :

Sale of goods is recognised at the point of dispatch to the buyer and is net of sales tax/ Value added Tax and excise duty, as applicable.

TAXES ON INCOME :

- Current tax is determined as the amount of tax payable in respect of taxable income for the year.
- Deferred tax is recognised, subject to consideration of prudence, in respect of deferred tax assets/liabilities on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

OTHERS :

- Premium on import duty entitlements is accounted for on sale thereof.
 - Liability towards gratuity is funded with Life Insurance Corporation of India and administered through a separate trust set up by the Company. The Company's contribution towards the Fund is charged to Profit & Loss Account. Provision of gratuity for employees not covered by the scheme is made at the undiscounted amount.
 - Impairment Loss in the value of assets, as specified in Accounting Standard - 28, is recognised whenever carrying value of such assets exceeds the market value or value in use, whichever is higher.
- Capital commitments remaining to be executed and not provided for amount to Rs.96.94 lacs(Rs.96.94 lacs); advance there against amount to Rs.87.26 lacs (Rs.64.18 lacs).
 - The names of small scale industrial undertakings to whom the Company owes sums outstanding for more than 30 days as at the Balance Sheet date is Sagar Buckles Pvt. Ltd and Anand Cutting Profile P. Ltd.. This information and that given in Schedule 11 - "Current Liabilities and Provisions" regarding small scale industrial undertakings has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.
 - In absence of necessary information relating to the suppliers under the Micro, Small and Medium Enterprises Development Act, 2006, the company is unable to identify such suppliers, hence the information required under the said act is not given.
 - Interest to Banks is net of interest Income of Rs.3.07 lacs (Rs.3.13 lacs); TDS Rs.0.67 lacs (Rs.0.61 lacs), on Fixed Deposits pledged with the Banks against the Credit Facilities related to exports.

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS

5. Raw Materials Consumed	Unit	Quantity	2008-09		2007-08	
			Value	Rupees	Quantity	Value
Leather	Dm	4,768,228	31,211,367	3,879,012	25,719,606	
Soles	Pairs	168,348	16,986,168	162,065	19,519,424	
Leather Lining	Dm	2,067,023	5,795,360	3,171,871	9,888,833	
Insoles			770,955		1,746,318	
Others			10,981,457		9,180,488	
			<u>65,745,307</u>		<u>66,054,669</u>	

6. Earning in Foreign Exchange:			
FOB Value of exports		113,025,069	99,762,515
CIF Value of Imports:			
Capital goods		-	-
Expenditure in Foreign Currency			
Travelling		1,120,948	383,218
Fair Expenses		459,168	272,011
Commission on exports		1,969,851	2,621,770
Bank Charges		279,063	204,347

7. (a) Capacities	Licensed Capacity (Per annum)		Installed Capacity* (Per annum)	
	2008-09	2007-08	2008-09	2007-08
Leather Footwear	600,000	600,000	300,000	300,000
* As certified by the management				

(b) Production, Purchase, Stock and Sales

Class of goods	Unit	Opening Stock		Production Quantity	Purchase		Sales		Closing Stock	
		Quantity	Value		Quantity	Value	Quantity	Value	Quantity	Value
Leather Footwear	Pairs	24,267	4,343,800	149,058	3,793	1,556,602	169,450	118,174,380	7,668	1,151,150
		(16,008)	(4,099,528)	(170,943)	(8,223)	(3,836,300)	(170,907)	(112,938,175)	(24,267)	(4,343,800)
Others		-	-	-	-	-	-	-	-	-
		(-)	(70,545)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Total			<u>4,343,800</u>			<u>1,556,602</u>		<u>118,174,380</u>		<u>1,151,150</u>
			(4,170,073)			(3,836,300)		(112,938,175)		(4,343,800)

Notes:

- Sales are net of returns.
- Production quantities are after adjustment of shortage/excess on physical verification.
- Previous year's figures above are given in brackets.

8. Raw Materials and Stores & Spare Parts consumed.	Percentage	Value	
		2008-09	2007-08
Raw Materials :			
Imported	2.80%	1,841,802	-
Indigenous	97.20%	63,903,505	66,054,669
	<u>100.00%</u>	<u>65,745,307</u>	<u>66,054,669</u>
Stores & Spare Parts:			
Imported	-	-	-
Indigenous	100.00%	336,350	763,482
	<u>100.00%</u>	<u>336,350</u>	<u>763,482</u>
9. Payment to Directors:			
(a) Managing and Wholetime Directors' Remuneration			
		31-Mar-09	31-Mar-08
		Rupees	Rupees
Salary and Allowance		1,181,095	988,432
		<u>1,181,095</u>	<u>988,432</u>
(b) Directors' meeting fee		7,000	3,000

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS

10. Related Party Disclosures

- 1 Enterprises where control exists None
- 2 Other related parties with whom the Company had transactions
 - (a) Key management personnel

Sh. Anil Agarwal	Chairman & Managing Director
Smt. Rakhee Agarwal	Whole Time Director
 - (b) Relative of the Key management Personnel

Sh. Rahul Chopra	
------------------	--
- 3 Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence

Nilgiri Mercantile Private Ltd.	
---------------------------------	--
- 4 Disclosure of transactions between the Company and related parties and the status of outstanding balances as on 31st March, 2009.

	Enterprises where control exists		Key Management Personnel & Relatives	
	2008-09 Rupees	2007-08 Rupees	2008-09 Rupees	2007-08 Rupees
1 Rent	50,000	120,000	-	-
2 Vehicle hire charges paid	-	-	-	-
3 Remuneration	-	-	1,181,095	988,432
4 Salary and Allowances	-	-	300,000	240,000
5 Balance as on 31st March				
Creditors	-	-	-	-
Investments	-	-	-	-

11. Earning per share (Basic & Diluted)

Earning per share has been computed as under:

	2008-09	2007-08
(a) Profit/(Loss) after taxation	Rs. 3,029,393	Rs. 3,185,665
(b) Weighted Average No. of Equity Shares outstanding	2,970,300	2,970,300
(c) Earning per share (Face value Rs. 10/- per share)		
(a)/(b) (Basic and diluted)	Rs. 1.02	Rs. 1.07

12. On the basis of physical verification of assets, as specified in Accounting Standard - 28, and cash generation capacity of those assets, in the management perception there is no impairment of such assets as appearing in the balance sheet as on 31.03.2009.
13. Particulars required to be disclosed in pursuance of Accounting Standard - 15 (revised 2005) on "Employee Benefits" as issued by the Institute of Chartered Accountants of India is not determined and hence, not disclosed.
14. The method of valuation of Inventories has been changed from 'At Cost' to 'At Lower of Cost and net realizable value'. There is no effect on the profit for the year due to this change.
15. Previous year figures have been rearranged/regrouped wherever considered necessary.

For **B.CHHAWCHHARIA & CO.**
Chartered Accountants

(VINIT BAGARIA)
Partner

Place : Gurgaon
Dated : 30th June, 2009

On behalf of the Board

ANIL AGARWAL
Chairman & Managing Director

RAKHEE AGARWAL
Whole Time Director

WORLDWIDE LEATHER EXPORTS LIMITED

SCHEDULES TO THE ACCOUNTS

22. BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

Registration Details				
Registration No.	49313			State Code
Balance Sheet Date	31	3	2009	21
	Date	Month	Year	

II. Capital raised during the year (Amount in Rs. Thousands)

Public Issue	Rights Issue
NIL	NIL
Bonus Issue	Private Placement
NIL	NIL

III. Position of Mobilisation and Deployment of Funds
(Amount in Rs. Thousands)

Total Liabilities	Total Assets
88,907	88,907
Source of Funds	
Paid up Capital	Reserves & Surplus
29,703	46,291
Secured Loans	Unsecured Loans
9,571	NIL
Deferred Tax Liability	
3,342	
Application of Funds	
Net Fixed Assets	Investments
34,931	888
Net Current Assets	Accumulated Losses
53,088	NIL

IV. Performance of the Company (Amount in Rs. Thousands)

Turnover	Total Expenditure
130,580	125,337
+ - Profit/Loss Before Tax	+ - Profit/Loss After Tax
+ 5,242	+ 3,029
Earning Per Share in Rs.	Dividend rate %
1.02	NIL

V. Generic Names of Three Principal Product/Services of Company

(as per monetary terms)	
Item Code No. (ITC Code)	64.03
Product Description	LEATHER FOOTWEAR

Signatures to Schedule 1 to 22

For **B.CHHAWCHHARIA & CO.**
Chartered Accountants

(VINIT BAGARIA)
Partner

Place : Gurgaon
Dated : 30th June, 2009

ANIL AGARWAL
Chairman & Managing Director

RAKHEE AGARWAL
Whole Time Director

WORLDWIDE LEATHER EXPORTS LIMITED

AUDITORS' REPORT

The Members of Worldwide Leather Exports Limited

We have audited the attached balance sheet of Worldwide Leather Exports Limited as at 31st March, 2009, the profit and loss account and also 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 financial statements based on our audit.

We have conducted our audit in accordance with the 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 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.

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. Further to our comments in the Annexure referred to above, we report that:
 - (i) 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;
 - (ii) 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;
 - (iii) The Balance Sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account;
 - (iv) Subject to our comments hereinafter, the Balance Sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - (v) On the basis of written representations received from the directors, as on 31st March, 2009 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2009 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - (vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with significant Accounting Policies and Notes to the Accounts, give the information required by the Companies Act, 1956, in the manner so required and subject particularly to notes on schedule 21 regarding (i) Provision of gratuity for employees not covered under the scheme of Life Insurance Corporation of India (Accounting Policy), (ii) non disclosure of particulars as required in pursuance of Accounting Standard – 15 (note 13), (iii) Change in the method of accounting for inventories from 'At Cost' to 'At lower of cost and net realizable value' (note 14) and (iv) Dues to SSI Units and non-disclosure of information under the Micro, Small and Medium Enterprises Development Act, 2006 (note 3), give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (a) in the case of the balance sheet, of the state of affairs of the company as at 31st March, 2009;
 - (b) in the case of the profit and loss account, of the profit for the year ended on that date; and
 - (c) in the case of the cash flow statement, of the cash flows for the year ended on that date.

For B. CHHAWCHHARIA & Co.
Chartered Accountants

(VINIT BAGARIA)

Partner

Membership Number : 500872

Place : Gurgaon

Date : 30th June, 2009

ANNEXURE TO THE AUDITORS' REPORT

Referred to in paragraph 1 of our Report of even date for the year ended 31st March, 2009.

- 1)
 - a) Proper record showing full particulars including the quantitative details and situation of fixed assets are being updated by the company.
 - b) According to the information and explanations given to us, all the 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 its assets. No material discrepancies were noticed on such verification.
 - c) The company has not disposed off substantial part of its fixed assets during the year.
- 2)
 - a) According to the information and explanations given to us, the management has physically verified the inventory during the year. In our opinion, the frequency of verification is reasonable.

WORLDWIDE LEATHER EXPORTS LIMITED

- b) In our opinion, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- c) On the basis of our examination of the records of inventory, we are of the opinion that the company is maintaining proper records of inventory. During the year the Company has written off discrepancies noticed on verification between the physical stocks and the book records, which is not substantial in view of the nature and size of the company.
- 3) The Company has not taken or granted any loans to companies, firms and other parties covered in the Register maintained under Section 301 of the Companies Act, 1956.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory and fixed assets and with regard to the sale of goods, services and fixed assets. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- 5) a) According to the information and explanations given to us, we are of the opinion that the particulars of contract or arrangements referred to in Section 301 of the Act that need to be entered into the register maintained under the said Section have been so entered.
b) In our opinion and according to the information and explanations given to us, a transaction made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 of the Companies Act, 1956 and exceeding the value of five lakh rupees in respect of a party during the year has been made at price which is reasonable having regard to prevailing market prices at the relevant time.
- 6) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public.
- 7) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- 8) As per information and records provided to us and as per broad review of the same, the company is maintaining most of the cost records as prescribed under Section 209 (1) (d) of the Companies Act, 1956.
- 9) a) According to the records of the company, generally the company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues, as applicable, and no such statutory dues were outstanding as at the last day of the financial year under review for a period of more than six months from the date they became payable.
b) According to the information and explanations given to us, no dues of sale tax, income tax, customs duty, wealth tax, service tax, excise duty, and cess, as applicable, which have not been deposited on account of any dispute.
- 10) The company does not have accumulated losses. The company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- 11) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holder.
- 12) As per information and explanations provided to us the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In our opinion the company is not a chit fund or a nidhi/mutual benefit fund/ society.
- 14) The company is not dealing or trading in shares, securities, debentures and other investments. However, investments of the Company are held in its own name, except those held by amalgamating company.
- 15) As per information and explanations provided to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- 16) The Company has not taken any Term Loan during the year concerned.
- 17) 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 no funds raised on short- term basis have been used for long-term investment except permanent working capital.
- 18) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956, during the financial year.
- 19) During the period covered by our audit report, the company has not issued any debentures.
- 20) The company has not raised money by public issues during the financial year concerned.
- 21) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

For B. CHHAWCHHARIA & Co.
Chartered Accountants

(VINIT BAGARIA)
Partner

Membership Number : 500872

Place : Gurgaon
Date : 30th June, 2009

WORLDWIDE LEATHER EXPORTS LIMITED

COMPLIANCE CERTIFICATE

Under Rule 3 of the Company (Compliance Certificate) Rules, 2001

To,
The Members,
WORLDWIDE LEATHER EXPORTS LTD.

Registration No. : 21-049313
Nominal Capital : 8,00,00,000

We have examined the registers, records, books and papers of **WORLDWIDE LEATHER EXPORTS LTD.** (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2009. In our opinion and to the best of our information based on the books shown to us and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year that :

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, West Bengal under the Companies Act and the rules made there under.
3. The Company being a Public Limited Company, hence comments are not required.
4. The Board of Directors duly met 6 times on 30.04.2008, 07.06.2008, 30.06.2008, 29.07.2008, 29.07.2008, 31.10.2008, 31.01.2009 in respect of which meetings proper notice were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Books maintained for the purpose.
5. The Company has closed its Register of Members from 25th September, 2008 to 26th September, 2008 during the financial year.
6. The Annual General Meeting for the financial year ended on 31.03.2008 was held on 26.09.2008 after giving due notice to the member and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extraordinary General Meeting was held during the financial year.
8. The Company has not advanced any loan to its Directors and/or persons or firms or Companies referred to under section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of Section 297 of the Act.
10. During the financial year the Company has made necessary entries in the registers maintained under Section 301 of the Act.
11. As there were no instances falling within the preview of the Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or the Central Government, as the case may be.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company:
 - i) has made transfer/transmission of shares during the financial year.
 - ii) has not deposited any amount in separate bank account as no dividend was declared during the financial year.
 - iii) has not posted any Warrants to any Members of the Company as no Dividend was declared during the financial year.
 - iv) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted.
15. The Company has re-appointed the Whole Time Director during the financial year.
16. The Company has not appointed any Sole Selling Agents during the financial year.

WORLDWIDE LEATHER EXPORTS LIMITED

17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies and/or such other Authorities as may be prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other Firms/Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares of debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including unsecured loans falling within the purview of Section 58A during the financial year.
24. The Company has complied with the requirements of the provisions of Section 293(1)(d) of the Companies Act, 1956.
25. The Company has not made loans and investment, or given guarantees or provided securities to other bodies corporate and has consequently made no entries in the register maintained for the purpose.
26. The Company has not altered the provisions of the memorandum with respect to the situation of the Company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year under scrutiny.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines and penalties or any other punishment imposed on the Company during the financial year for offence under the Act.
32. The Company has not received any sum as security from its employees during the year under certification.
33. The Company has deposited both employee's and employer's contribution to Provident Fund with prescribed authorities pursuant to Section 418 of the Act.

For **PUNIT HANDA & ASSOCIATES**
Company Secretaries

(PUNIT HANDA)
Practising Company Secretary
C.P. No. 7143

Place : Gurgaon
Date : 30th June, 2009

WORLDWIDE LEATHER EXPORTS LIMITED

ANNEXURE 'A'

Registers as maintained by the Company:

1. Register of Members u/s 150
2. Register of Transfer u/s 108
3. Minutes Book of Board of Directors Meeting and General Meeting u/s 193
4. Register of Directors, Managing Directors, Manager and Secretary u/s 303
5. Register of Directors Shareholding u/s 307
6. Register of Investment u/s 372A
7. Register of Contracts u/s 301
8. Register of Charges u/s 143

ANNEXURE 'B'

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending 31st March, 2009.

S.No.	Form No./ Return	Filed U/s	For	Date of filing	Whether filed within prescribed time (Yes/No)	If delay in filing whether requisite fee paid (Yes/No)
1.	Form 21	394(1)	Filing of Amalgamation Order	30.07.2008	Yes	N.A.
2.	Form 32	303	Resignation of Director	29.08.2008	No	Yes
3.	Balance Sheet (Form 23AC & 23ACA)	220	Balance Sheet as on 31.03.2008	03.11.2008	No	Yes
4.	Annual Return (Form 20B)	159	Annual Return for AGM held on 26.09.2008	22.11.2008	Yes	N.A.
5.	Form 23	192	Re-appointment of Whole Time Director	25.11.2008	No	Yes

WORLDWIDE LEATHER EXPORTS LIMITED
Registered Office : 5-F, Everest, 46/C Chowringhee Road, Kolkata-700071

ATTENDANCE SLIP

Name and Address of the Member(s)
.....
.....
.....

Folio No./Client ID No.

No. of Shares

I hereby record my presence at the 19th Annual General Meeting held at 'Kala Kunj', (Basement Kalamandir), 48 Shakespeare Sarani, Kolkata-700017 at 4.00 P.M. on Thursday the 24th September, 2009.

Signature of the Shareholders/Proxy*
.....

*Strike out which ever is not applicable.

----- Tear Here -----

WORLDWIDE LEATHER EXPORT LIMITED

Registered Office : 5-F, Everest, 46/C Chowringhee Road, Kolkata-700071

PROXY FORM

I/We.....of
.....being a member(s)
of the above company hereby appoint Mr./Mrs./Miss.....
of.....or failing him/her Mr./Mrs./Miss.....
of.....as my/our proxy and to vote for me/us on my/our behalf at the 19th
Annual General Meeting of the Company to be held on Thursday the 24th September, 2009 at 'Kala
Kunj', (Basement Kalamandir), 48 Shakespeare Sarani, Kolkata-700017.

Signed this.....day of.....2009

Signature

Folio No./Client ID No.

DP ID No.

No. of Equity Shares

.....
Signature of the first holder/sole holder

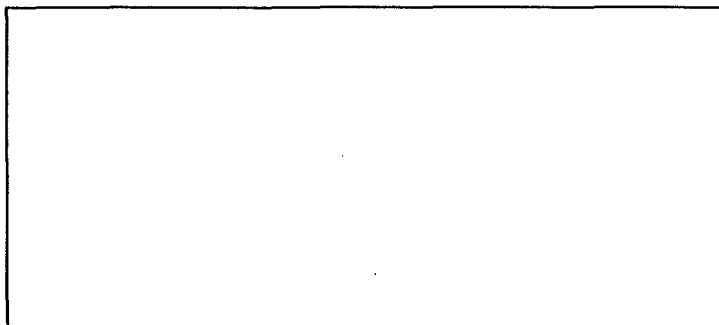
Please affix
One Rupee
Revenue
Stamp

Note:

- 1 Any member entitled to attend and vote at the meeting is entitled to attend and either vote in person or by Proxy and the proxy need not be a member.
- 2 Proxies, in order to be effective must be received by the Company not less than 48 Hours before the time of the meeting at its Registered Office: 5-F, Everest, 46/C Chowringhee Road, Kolkata-700071

(Please complete the attendance slip and hand it over at the entrance Hall. Only members or their proxies are entitled to be present at the meeting.)

BOOK POST



If undelivered, please return to:
WORLDWIDE LEATHER EXPORTS LIMITED
Investor Service Department
38th Milestone, NH - 8,
Behrampur Road,
Gurgaon - 122 001
Haryana (India)