

ROSEKAMAL TEXTILES LIMITED

Regd. Off. Dr. Amichand Shah's Wadi, Rampura Tunki, Surat 395 003

NOTICE is hereby given that the TWENTY SIXTH ANNUAL GENERAL MEETING of the members of **Rosekamal Textiles Limited** will be held at the Registered office of the Company at Dr. Amichand Shah's Wadi, Rampura Tunki, Surat 395 003 on Wednesday, August 17, 2011 at 11.30 a.m. to transact the following business;

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet and Profit and Loss account for the year ended March 31, 2011 and the Reports of Auditors and Directors thereon.
2. To declare a dividend on the Equity shares of the Company
3. To appoint a Director in place of Shri Suhail P. Shah who retires by rotation and being eligible offers himself for reappointment.
4. To re-appoint M/s Bipinchandra J. Modi & Co., Chartered Accountants, having ICAI firm registration no. **101521W** to hold office from the conclusion of the forthcoming Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

Notes

A member entitled to attend and vote is entitled to appoint a proxy and vote instead of himself and the proxy need not be a member of the company. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.

Place : Surat

Date : July 18, 2011

By Order of the Board



Suhail P. Shah

Director

ROSEKAMAL TEXTILES LIMITED
Regd Off : Dr. Amichand Shah's Wadi, Rampura Tunki, Surat 395 003

DIRECTORS' REPORT

To
The Members of:
Rosekamal Textiles Limited

The Directors of your Company have pleasure in presenting the **TWENTY SIXTH** Annual Report of the Company together with the audited accounts for the financial year ended on March 31st, 2011.

1. FINANCIAL RESULTS

	2010-11 (Rs.)	2009-10 (Rs.)
Profit before Depreciation & Tax	14,32,178	56,96,162
Less: Interest	0	0
Depreciation	1,29,394	97,346
Provision for taxation	0	0
Deffered tax	(39,983)	(30,080)
Net Profit	13,42,767	56,28,896
Add : Excess/(Short) provision for tax	(1,27,015)	0
Add : Prior year adjustments	0	0
Add : Balance brought forward	4,09,60,539	3,54,48,253
Profit available for appropriation	4,21,76,291	4,10,37,997
Appropriations		
Proposed Dividend	1,00,000	1,00,000
Tax on Dividend	16,223	16,610
General Reserve	0	0
Balance carried to Balance Sheet	4,20,60,068	4,09,21,387
Total	4,21,76,291	4,10,37,997

2. DIVIDEND

The Directors have pleasure in recommending a dividend at the rate of 1 % on the Equity Shares of the Company which will result in an outflow of Rs. 1,16,223/- including a dividend tax of Rs. 16,223/-. The dividend, if approved by the members at the meeting, will be paid to such share holders whose names appear on the Register of Members on the date of the Annual General Meeting.

3. DEPOSITS

The Company has not accepted or renewed any deposits from the public during the year under review.

4. COMPLIANCE CERTIFICATE

In terms of Section 383A(1) of the Companies Act, 1956, and Companies (Compliance Certificate) Rules, 2001 the certificate issued by a Company Secretary in Whole-time Practice certifying that the Company has complied with all the provisions of the Companies Act, 1956 is annexed to the Report.

5. DETAILS OF EMPLOYEES UNDER SECTION 217(2A) AND 217 (1) (e) OF THE COMPANIES ACT, 1956

There are no employees drawing a salary of more than Rs. 5,00,000 per month, if employed for part of the year or more than Rs. 60,00,000 per annum if employed for the entire year, hence the details as required by Section 217(2A) of the Companies Act, 1956 are not furnished.

The Company has not carried on any manufacturing activity during the year, neither has it dealt with foreign exchange for the year under review and hence the particulars under Section 217(1) (e) read with Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 are not furnished.

6. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 217 (2AA) of the Companies Act, 1956, the Directors hereby confirm that:

- In preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanations relating to material departures;
- We have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2011 and of the profit of the Company for the year ended March 31, 2011.
- We 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
- We had prepared the annual accounts on a going concern basis.

7. DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and Company's Articles of Association, Mr. Suhail P. Shah is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

8. AUDITORS

The term of the existing Statutory Auditors of the Company expires at the forthcoming Annual General Meeting. A certificate stating that the appointment as Statutory Auditors, if made, will be within the limits prescribed under Section 224(1B) has been received from Bipinchandra J. Modi & Co., Chartered Accountants, from the existing auditors. Members are requested to appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and also to fix their remuneration.

9. COMMENTS ON THE AUDITOR'S REPORT

The observations made in the Auditor's Report are self explanatory and do not call for any further comments.


10. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE,

Prescribed information requiring compliance with the rules relating to conservation of energy and technology absorption and Foreign Exchange pertaining to Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 is not applicable.

Date : July 18th, 2011

For and on behalf of the Board

Place : Surat


Suhail P. Shah
Director



Bipinchandra J. Modi & Co.

Bipin Modi
B. Com. FCA, DISA (CAAT)
Alok Gandhi
M.Com., ACA

Chartered Accountants
B.No. 18/A, Prakash Co-Op. Hsg. Society
B/h Intelligent Guidance Classes
Athwalines, Surat 395 001
Phone :- 2665349, Mobile :
9376822354
Email : bjmodi@gmail.com
PAN : AAHFB2203M
STC No.: AAHFB2203MST001

Auditors' Report

To the Members,

ROSEKAMAL TEXTILES LIMITED

1. We have audited the attached Balance sheet of **ROSEKAMAL TEXTILES LIMITED** as at 31st March, 2011 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We 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.
3. As required by the Companies (Auditors' Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order, 2004, issued by the Central Government 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.
4. Further to our comments in the Annexure referred to above, We report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 the 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 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;
 - e) On the basis of written representations received from the directors as on 31st March, 2011 and taken on record by the Board of Directors, I report that none of the directors is disqualified as on 31st March, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) In our opinion and to the best of our information, and according to the explanations given to us, the said accounts read along with Significant Accounting Policies and notes thereon, give the information required by the Companies Act, 1956, in the manner so required, and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i) in the case of the Balance sheet, of the state of affairs of the Company as at 31st March, 2011;
 - ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For Bipinchandra J. Modi & Co.

FRN : 101521W

Chartered Accountants



(Bipin J. Modi)

Partner

Membership No. 031687

Surat, dated: July 18, 2011



Bipin Modi
B. Com. FCA, DISA (CAAT)
Alok Gandhi
M.Com., ACA

**Annexure referred to in paragraph 3 of our report of even date on the accounts
for the year ended 31st March, 2011**

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) I am informed that the physical verification of fixed assets was carried out by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.

(c) The Company has not disposed off substantial part of fixed assets during the year.
- ii. Paragraphs (ii)(a), (b) and (c) of the Order are not applicable.
- iii. (a) The Company has neither granted nor taken any loans, secured or unsecured, to/from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956, paragraphs (iii)(b), (c), (d), (e), (f), (g) of the Order are not applicable.
- iv. 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 nature of its business for the purchase of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, We have not observed any continuing failure to correct major weaknesses in internal control.
- v. (a) In our opinion and according to the information and explanations given to us, there are no transactions that need to be entered in to the register maintained under Section 301 of the Companies Act, 1956, paragraph (v)(b) of the Order is not applicable.
- vi. The Company has not accepted any deposits from the public.
- vii. In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- viii. The Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the products of the Company.
- ix. (a) According to information and explanations given to us, the Company is generally been regular in depositing undisputed statutory dues as applicable with the appropriate authorities during the year.

(b) According to information and explanation given to us, there are no statutory dues as applicable which have not been deposited on account of any dispute.
- x. The Company does not have accumulated losses as at 31st March, 2011 and has not incurred cash losses during the financial year ended on that date or in the immediately preceding financial year.
- xi. The Company has not taken any loans from financial institutions or banks or debenture holders and hence the question of default in repayment of dues and the period and amount does not arise.





Bipinchandra J. Modi & Co.

Bipin Modi
B. Com. FCA, DISA (CAAT)
Alok Gandhi
M.Com., ACA

Chartered Accountants
B.No. 18/A, Prakash Co-Op.Hsg.Society
B/h Intelligent Guidance Classes
Athwalines, Surat 395 001
Phone :- 2665349, Mobile :
9376822354
Email : bjmodi@gmail.com
PAN : AAHFB2203M
STC No.: AAHFB2203MST001

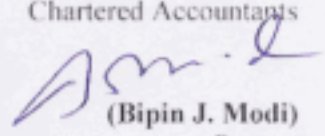
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- xii. In our opinion, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and any other securities.
- xiii. The provisions of any special statute as specified under paragraph (xiii) of the Order are not applicable to the Company.
- xiv. In our opinion and according to information and explanation given to us, the Company is not a dealer or a trader in shares, securities, debentures and other investments.
- xv. In our opinion and according to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.
- xvi. The Company has not taken any term loan during the current year.
- xvii. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, in our opinion, there are no funds raised on short term basis which have been used for long term investment, and vice versa.
- xviii. 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 year.
- xix. The Company has not issued any debentures during the year.
- xx. The Company has not raised any money by way of public issue during the year.
- xxi. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

Surat, dated: July 18, 2011



For Bipinchandra J. Modi & Co.
FRN : 101521W
Chartered Accountants


(Bipin J. Modi)
Partner
Membership No. 031687

BALANCE SHEET as at 31st March, 2011

	Schedule	31-3-2011 ₹	31-3-2010 ₹
I. SOURCES OF FUNDS :			
Shareholders' Funds :			
Share Capital	1	1,00,00,000	1,00,00,000
Reserve & Surplus	2	7,39,69,790	7,28,70,261
Total		<u>8,39,69,790</u>	<u>8,28,70,261</u>
II. APPLICATION OF FUNDS :			
Fixed Asset :			
Gross Block	3	43,15,338	41,73,338
Less : Depreciation		25,83,018	24,53,625
Net Block		<u>17,32,320</u>	<u>17,19,713</u>
Investments	4	8,22,80,619	8,10,11,463
Current Assets, Loans & Advances:			
Cash and Bank Balances		97,943	2,88,875
Other Current Assets		5,789	5,823
Loans and Advances		15,000	55,390
		<u>1,18,732</u>	<u>3,50,088</u>
Less : Current Liabilities and Provisions :	6		
Current Liabilities		10,921	12,406
Provisions		1,16,223	1,23,877
		<u>1,27,144</u>	<u>1,36,283</u>
Net Current Assets		(8,412)	2,13,805
Deferred tax liability		(34,737)	(74,720)
Total		<u>8,39,69,790</u>	<u>8,28,70,261</u>

Notes forming part of accounts

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As per our report of even date

For and on behalf of the Board



Directors

Place : Surat

Date : 18-07-2011



For Bipinchandra J. Modi & Co.

FRN : 101521W

Chartered Accountants

(Bipinchandra J. Modi)

Partner

Membership No.031687

Place : Surat

Date : 18-07-2011


PROFIT AND LOSS ACCOUNT for the year ended 31st March, 2011

	Schedule	2010-11 ₹	2009-10 ₹
INCOME :			
Income	7	17,78,125	63,22,983
Total		<u>17,78,125</u>	<u>63,22,983</u>
EXPENDITURE :			
Operating, Administrative and other expenses	8	3,45,948	6,26,821
Depreciation		1,29,394	97,346
Total		<u>4,75,341</u>	<u>7,24,167</u>
Profit before tax		13,02,784	55,98,816
Less : Taxation - Current tax		--	--
- Deferred tax		(39,983)	(30,080)
Profit after tax		<u>13,42,767</u>	<u>56,28,896</u>
Add : Excess/(Short) Provision for tax of earlier years		(1,27,015)	--
Balance brought forward		4,09,60,539	3,54,48,253
Balance available for Appropriation		<u>4,21,76,291</u>	<u>4,10,77,149</u>
APPROPRIATION :			
Proposed Dividend		1,00,000	1,00,000
Tax on Proposed Dividend		16,223	16,610
Balance carried to Balance Sheet		4,20,60,068	4,09,60,539
		<u>4,21,76,291</u>	<u>4,10,77,149</u>

Basic & diluted earning per share (Face value of Rs.10) 1.34 5.63

Notes forming part of the accounts 9

For and on behalf of the Board



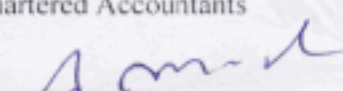
Directors

Place : Surat

Date : 18-07-2011



As per our report of even date
For Bipinchandra J. Modi & Co.
FRN : 101521W
Chartered Accountants


(Bipinchandra J. Modi)
Partner
Membership No.031687
Place : Surat

Date : 18-07-2011

Schedules annexed to and forming part of Accounts

31-3-2011 31-3-2010
₹ ₹

Schedule 1 : Share Capital

Authorised:

10,00,000 equity shares of Rs.10 each

1,00,00,000 1,00,00,000

Issued, subscribed and paid up:

10,00,000 equity shares of Rs.10 each fully paid.

1,00,00,000 1,00,00,000
1,00,00,000 1,00,00,000

Schedule 2 : Reserve & Surplus

General Reserve :

As per last Balance Sheet

1,37,45,379 1,37,45,379

Add : Deferred tax assets

-- --
1,37,45,379 1,37,45,379

Capital Reserve :

As per last Balance Sheet

1,81,64,343 1,81,64,343

Balance in Profit and Loss account

4,20,60,068 4,09,60,539
7,39,69,790 7,28,70,261

Schedule 3 : Fixed Assets

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As on 1-4-2010 Rs.	Addition during year Rs.	As on 31-3-2011 Rs.	Upto 1-4-2010 Rs.	for the year Rs.	As on 31-3-2011 Rs.	As on 31-3-2011 Rs.	As on 31-3-2010 Rs.
Air conditioners	64,000	--	64,000	55,490	1,184	56,674	7,326	8,510
Buildings	26,39,556	--	26,39,556	10,70,623	78,447	11,49,070	14,90,486	15,68,933
Furniture & Equipments	14,69,782	1,42,000	16,11,782	13,27,512	49,763	13,77,275	2,34,507	1,42,270
Total	41,73,338	1,42,000	43,15,338	24,53,625	1,29,394	25,83,018	17,32,320	17,19,713
Pre. year	37,48,722	4,24,616	41,73,338	23,56,279	97,346	24,53,625	17,19,713	13,92,443



Schedules annexed to and forming part of Accounts

	Actual Cost Rs.	31-3-2011 ₹	31-3-2010 ₹
Schedule 4 : Investments			
<u>Long Term Investments :</u>			
Trade Investments :			
<u>Quoted shares :</u>			
13,08,044 (13,08,044) Equity shares of Garden Silk Mills Ltd. of Rs.10 each fully paid.	3,37,01,813	4,98,90,116	4,98,90,116
<u>Unquoted shares :</u>			
10,00,000(10,00,000) 1% Redeemable Cumulative Preference shares of Amichand Textiles Ltd. of Rs.10 each fully paid.	1,00,00,000	1,00,00,000	1,00,00,000
250,000 (250,000) 1% Redeemable Cumulative Preference shares of Vareli Fabrics Pvt. Ltd. of Rs.10 each fully paid.	25,00,000	25,00,000	25,00,000
<u>Investment in Partnership Firms :</u>			
In Capital Account	1,98,90,503	1,98,90,503	1,86,21,347
		<u>8,22,80,619</u>	<u>8,10,11,463</u>
Aggregate amount of Investments :		₹	₹
Unquoted : Cost		3,23,90,503	3,11,21,347
Quoted : Cost		3,37,01,813	3,37,01,813
Quoted : Market Value		12,53,76,017	9,01,24,232

Schedule 5 : Current Assets, Loans & Advances**A. Current Assets:****Cash and bank balances :**

- Cash on hand	15,328	2,376
- Balance with scheduled banks in current account	82,615	2,86,499

Other current assets :

- Pre paid expenses	5,789	5,823
	<u>1,03,732</u>	<u>2,94,698</u>

B. Loans and Advances:

(unsecured, considered good)

Taxes paid in advance	-	40,390
Other deposits	15,000	15,000
	<u>15,000</u>	<u>55,390</u>
	<u>1,18,732</u>	<u>3,50,088</u>



Schedules annexed to and forming part of Accounts

31-3-2011

31-3-2010

₹

₹

Schedule 6 : Current Liabilities & Provisions**A. Current Liabilities:**

Sundry creditors	8,511	9,411
Unclaimed dividend	2,410	2,995
	<u>10,921</u>	<u>12,406</u>

B. Provisions:

Proposed dividend	1,00,000	1,00,000
For tax on proposed dividend	16,223	16,610
For Fringe Benefit tax	--	7,267
	<u>1,16,223</u>	<u>1,23,877</u>
	<u>1,27,144</u>	<u>1,36,283</u>

2010-11

2009-10

₹

₹

Schedule 7 : Other income :

Dividend income	24,79,729	20,87,592
Interest income	8,420	838
Share of profit in partnership firm	(7,10,024)	42,34,553
	<u>17,78,125</u>	<u>63,22,983</u>

Schedule 8 : Operating, Administrative and other expenses

Advertisement expenses	68,170	1,01,575
Audit fees	6,618	8,273
Bank charges	1,029	941
Director sitting fees	9,000	20,500
General charges	57,945	78,606
Insurance	12,955	11,540
Municipal taxes	4,805	4,842
Professional & legal fees	12,947	13,647
Professional tax	2,400	2,400
Rent	34,575	34,575
Salaries	86,206	3,28,725
Share of tax liability of Partnership firm	40,820	--
Securities transaction tax	--	6,928
Telephone expenses	8,478	14,269
	<u>3,45,948</u>	<u>6,26,821</u>



Schedules annexed to and forming part of Accounts**Schedule 9 : Notes forming part of the Accounts :****1 SIGNIFICANT ACCOUNTING POLICIES :****A. SYSTEM OF ACCOUNTING :**

The Company follows the mercantile system of accounting and recognises income and expenditure on the accrual basis.

B. SALES & PURCHASES :

Sales & Purchases are recognised at net of returns.

C. FIXED ASSETS :

Fixed assets are carried at original cost including other incidental expenses.

D. DEPRECIATION :

Depreciation on Fixed Assets has been calculated on written down value method at the rates and in the manner prescribed in Schedule XIV to the Companies Act.

E. INVESTMENTS :

- i) Long Term investments of the company are stated at their cost of acquisition. However long term investments acquired upto 31st March, 1996 were revalued at the estimated realisable value as on 31st March, 1996 and are stated at the same value on the Balance Sheet date. The difference on account of such revaluation had been taken to Capital Reserve account. Necessary adjustments are made in the Capital Reserve account whenever any of the revalued investments are sold.
- ii) Provision for diminution in the value of long term investments is made in case such a decline is other than temporary in the opinion of the management.

F. TAXATION :

- i) Current tax has been determined and provided as the amount of tax payable in respect of taxable income for the year.
- ii) Deferred tax has been recognised, subject to the consideration of prudence, 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.

2 The Company has invested in the capital of the following partnership firms :

Name of the Partnership Firm : RAYBAN INVESTMENTS

Total Capital of the Firm : Rs.27,66,71,113/-

	Name of the partners	Share of Profit/Loss
1	Shri Praful A. Shah	51.00%
2	Shri Praful A. Shah (HUF)	4.00%
3	Smt. Shilpa P. Shah	3.00%
4	Shri Alok P. Shah	15.00%
5	Shri Suhail P. Shah	15.00%
6	Amichand Textiles Ltd.	1.00%
7	Bijlee Textiles Ltd.	1.00%
8	Jarigold Textiles Ltd.	1.00%
9	Pashah Textiles Ltd.	1.00%
10	Prabhat Silk Mills Ltd.	1.00%
11	Rosekamal Textiles Ltd.	1.00%
12	SPS Silk Ltd.	1.00%
13	Vareli Fabrics Pvt. Ltd.	1.00%
14	Wheel & Axle Textiles Ltd.	1.00%
15	Inita Power Co. Ltd.	1.00%
16	Regatta Textiles Pvt. Ltd.	1.00%
17	Mirmira Properties Pvt. Ltd.	1.00%



3 The Company is principally engaged in the business of Textiles. Accordingly there are no reportable segments as per Accounting Standard No.17 issued by the Institute of Chartered Accountants of India on 'Segment Reporting'.

Schedules annexed to and forming part of Accounts**Schedule 9 : Notes forming part of the Accounts (Contd.) :**

4 The Company has no suppliers which constitutes small scale Industrial undertaking.

5 Deferred Taxation :

As per Accounting Standard-22 issued by the Institute of Chartered Accountants of India on Accounting for taxes on Income, the company has recorded, on the basis of prudence, Deferred tax asset for the year ended 31st March, 2011 amounting to 34,613/- (P.Y.Rs.30,080) has been recognised in the Profit & Loss account.

Break up of Deferred tax liability :

	As on 31-3-2010	Current year charge	As on 31-3-2011
Depreciation	74,720	(39,983)	34,737
	<u>74,720</u>	<u>(39,983)</u>	<u>34,737</u>

6 Income from Investments :

	2010-11 ₹	2009-10 ₹
a) From Trade Investments	24,87,899	20,87,905
b) From Other Investments	250	525

7 Profit / (Loss) on Investments :

a) Long Term Investments	--	--
b) On account of membership of partnership firm	(7,10,024)	42,34,553

8 Provision for tax has not been made in the absence of taxable income.

9 Earning per share :

a) Weighted average number of shares outstanding	10,00,000	10,00,000
b) Net Profit after tax available for equity shareholders	13,42,767	56,28,896
c) Basic and diluted earning per share (On Face value per share of Rs.10 each)	1.34	5.63

10 Payment to Auditors : (including service tax)

a) For Statutory audit	6,618	6,618
b) For Tax audit	--	1,655
c) For Other services	6,620	6,620

11 The equity shares of the Company are listed on the following stock exchanges and the company has duly paid the requisite amount of annual listing fees for the year 2010-11 to both exchanges.

- Ahmedabad Stock Exchange Limited
Kamdhenu Complex, Opp. Sahajanand College,
Panjarapole, Ahmedabad-15.
- Bombay Stock Exchange Limited
Phiroz Jeejeebhoy Tower,
Dalal Street, Mumbai-01.

12 Related party disclosures as required by Accounting Standard No.18 issued by the Institute of Chartered Accountants of India are as follows :



Schedules annexed to and forming part of Accounts**Schedule 9 : Notes forming part of the Accounts (Contd.) :****(a) Relationships :**i) Joint Ventures / Partnerships :

Rayban Investments

ii) Related enterprises where transactions have taken place :

Amichand Textiles Ltd.

Vareli Fabrics Pvt. Ltd.

Garden Silk Mills Ltd.

(b) The following transactions were carried out with related parties :

	Related Parties	
	Referred in 13(a)(i)above	Referred in 13(a)(ii)above
i) <u>Transactions during the year :</u>		
Given (net) towards capital accounts	19,79,180	--
	(-)	(-)
Withdrawn (net) from capital accounts	--	--
	(56,14,350)	(-)
Interest received	--	--
	(838)	(-)
Share of Profit/(Loss) earned	-7,10,024	--
	(42,34,553)	(-)
Income by way of dividend	--	24,79,479
	(-)	(20,87,067)
Office administration & accounting charges	--	10,000
	(-)	(18,000)
ii) <u>Outstanding balance at the end of the year :</u>		
Debit balance	1,98,90,503	--
	(1,86,21,347)	(-)

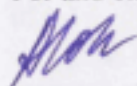

Note : Figures in brackets represent previous year's amount.

13 Previous year's figures have been regrouped and / or recast wherever found necessary to make them comparable with current year figures.

14 Additional information pursuant to Part IV Schedule VI to the Companies Act, 1956 is as per Annexure " A ".

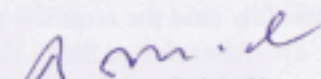
Signatures to schedules 1 to 9

For and on behalf of the Board



 Directors
Place : Surat
Date : 18-07-2011

As per our report of even date

For Bipinchandra J. Modi & Co.
 FRN : 101521W
 Chartered Accountants


(Bipinchandra J. Modi)
 Partner
 Membership No.031687
Place : Surat
Date : 18-07-2011

Annexure " A "

Additional information pursuant to Part IV of Schedule VI to the Companies Act, 1956.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE :**a) Registration details :-**

Registration No.		1	3	2	5	7
State Code					0	4
Balance sheet Date	3	1	0	3	1	1

b) Capital raised during the year :-

Public Issue	N	1	L
Right Issue	N	1	L
Bonus Issue	N	1	L
Preferential Allotment	N	1	L

c) Position of mobilisation and deployment of funds (Amt. in Rs. Thousand) :-

Total Liabilities	8	4	1	3	2
Total Assets	8	4	1	3	2

Sources of funds -

Paidup Capital	1	0	0	0	0
Reserves & Surplus	7	3	9	7	0
Secured Loans			N	1	L
Unsecured Loans			N	1	L

Application of funds -

Net Fixed Assets		1	7	3	2
Investments	8	2	2	8	1
Net Current Assets	(-)				8
Deferred Tax Liability	(-)			3	5
Misc. Expenditures			N	1	L
Accumulated Losses			N	1	L

d) Performance of the company -

Total Turnover		1	7	7	8
Total Expenditures			4	7	5
+ / - Profit / Loss before Tax		1	3	0	3
+ / - Profit / Loss after Tax		1	3	4	3
Earning per Share in Rs.		1	.	3	4
Dividend rate in %		1	.	0	0

e) General names of three principal products/services of the company -

Item Code No. (ITC Code)	5	4	0	7	
Product description	Woven fabrics of synthetic filament yarn.				



CASH FLOW STATEMENT
for the year ended 31st March, 2011

	(Rupees in Laacs)	
	Current Year	Previous Year
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before Tax and Extra ordinary Items	13.03	55.99
Adjustments for -		
Depreciation	1.29	0.97
(Profit) / Loss on sale of Investments	--	--
Dividend (received)	-24.80	-20.88
Interest (received)	-0.08	-0.01
Share of tax liability from partnership firm	0.41	--
Share of (Profit)/Loss in partnership firm	7.10	-42.35
Operating Profit before working Capital Changes	<u>-3.05</u>	<u>-6.27</u>
Adjustments for :		
(Increase) / Decrease in Debtors	-	-
(Increase) / Decrease in other current Assets	0.00	0.17
Increase / (Decrease) in Current Liabilities	-0.00	-9.99
Cash generated from operations	<u>-3.05</u>	<u>-16.09</u>
Interest (paid)	--	--
Direct Taxes (paid)	-0.87	--
Net Cash Flow from operating Activities	<u>-3.92</u>	<u>-16.09</u>
B. CASH FLOW FROM INVESTING ACTIVITIES :		
(Purchase) of Investments	-20.20	-55.67
Sale of Investments	-	56.14
(Purchase) of Fixed assets	-1.42	-4.25
Dividend received	24.80	20.88
(Increase) / Decrease in Loans & Advances	-	-
Net Cash from Investing Activities	<u>3.18</u>	<u>17.10</u>
C. CASH FLOW FROM FINANCING ACTIVITIES		
Dividend (Paid)	-1.00	-1.00
Tax on dividend (Paid)	-0.17	-0.17
Net Cash from Financing Activities	<u>-1.17</u>	<u>-1.17</u>
Net increase in Cash & Cash equivalents (A+B+C)	-1.91	-0.15
Cash and Cash equivalent as at 01 / 04 / 2010	2.89	3.03
Cash and Cash equivalent as at 31 / 03 / 2011	0.98	2.89

For **ROSEKAMAL TEXTILES LIMITED**

Directors

Place : Surat

Date : 18-07-2011

AUDITOR'S CERTIFICATE

I have verified the above Cash Flow Statement of Rosekamal Textiles Limited from the audit annual financial statements for the years ended March 31, 2011 and found the same in accordance therewith and also with the requirements of Clause 32 listing agreement with the Stock Exchange

For **Bipinchandra J. Modi & Co.**

FRN : 101521W

Chartered Accountants

(Bipinchandra J. Modi)

Partner

Membership No.031687



Date : 18-07-2011

Place : Surat