



**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**  
Regd. Office: Fatehchand Damani Nagar, Station Road, SOLAPUR- 413001.

Admn. Office: 5, Motimahal, 195, J.T. Road, Churchgate, Mumbai – 400 020.  
CIN:L17111PN1907PLC000258 PHONE: 43152400 FAX:91 -22- 43152424.

E-MAIL: jammill1907@gmail.com

24<sup>th</sup> August 2017

**BSE Limited,**  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Routunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai – 400 001.

**Sub: Submission of documents in connection with Forfeiture of Shares**

**Security Code: 502901**

Dear Sir,

Please find enclosed herewith the documents required to be submitted consequent to Forfeiture of Shares pursuant to Regulation 30 read with Schedule III – Part A of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

You are requested to take the same on your record.

Thanking you.  
Yours faithfully,

**For THE JAMSHRI RANJITSINGHJI SPINNING  
AND WEAVING MILLS COMPANY LIMITED**

**RAJESH DAMANI  
JOINT MANAGING DIRECTOR**

## DOCUMENTS FOR FORFEITURE OF SECURITIES

1. Printed specimen of Allotment/Call Monies Notice/s should be sent for our records. The company should also intimate the date of Issue/Allotment and type of Issue (i.e. Public/Right Issue, etc.)

**ATTACHED**

2. Kindly forward us a specimen copy of each of all the reminders and final forfeiture notice sent by the company to the shareholders who have not paid the Allotment/Call Money, for our records.

**ATTACHED**

3. A certified true copy of the Board Resolution approving the forfeiture of the securities should be sent to us for our records.

**ATTACHED**

4. A certified copy of latest Unaudited Quarterly Results and a copy of the latest Annual Report sent by the Company to all the shareholders should be sent to us for our records.

**ATTACHED**

5. The company should pay the applicable Annual Listing Fee, for the current financial year including arrears if any, as per the schedule of listing fee given in Bseindia URL: [http://www.bseindia.com/Static/about/listing\\_fees.aspx?expandable=0](http://www.bseindia.com/Static/about/listing_fees.aspx?expandable=0) (Can be paid though RTGS - Details given in **Annexure I** or though Cheque/DD favoring "BSE Limited").

Annual Listing Fee 2017-18 (including service tax & KK AND SB .5%)	Rs.2,87,500/-
TDS, if any	Rs..28,750/-
Net amount remitted after TDS	Rs.2,58,750/-
UTR No./Cheque/Demand Draft No.	1. Rs.2,06,100/- Chq No.10522 2. Rs.52,650/- Chq.No.13863
Dated	1. 24/04/2017 2. 16/08/2017
Drawn on	TJSB LTD., DADAR BRANCH

6. The Shareholding Pattern should be sent to us duly filled in (pre and post forfeiture) as per Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015:

### PRE FORFEITURE DETAILS

Category of shareholder	Number of shareholders	Number of Equity shares	Shareholding as a % of total no. of Shares
Shareholding of Promoter and Promoter Group	3	5242109	74.89%
Public	8109	1757455	25.11%
Total	8112	6999564	100.00%

## POST FORFEITURE DETAILS

Category of shareholder	Number of shareholders	Number of Equity shares	Shareholding as a % of total no. of Shares
Shareholding of Promoter and Promoter Group	3	5242109	75.03%
Public	7862	1744393	24.97%
Total	7865	6986502	100.00%

7. The market price of the shares when these securities were forfeited should be intimated **Rs.22/- on 23/08/2017**
8. In case the company intends to re-issue these forfeited shares in near future, we draw your attention to Regulation 41(4) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. Further, the company should offer the forfeited securities to all its shareholders as in the case of rights issue at first instance and the balance unsubscribe portion to other than shareholders at the market price or the face value whichever is higher. This is however subject to the shareholders approval in the Annual General Meeting.  
**The Company is not reissuing any forfeited shares.**
9. Kindly make a note to inform us as and when the company **re-issues/annuls** these forfeited shares. The company should give this information to the Exchange in the same manner as mentioned at point number 1 of this letter alongwith the Board Resolution in which the company has re-issued/annulled these shares.
- Company will inform as and when forfeited shares are reissued.**
10. The total number of shares forfeited by the company along with their distinctive number in printed nature should be submitted along with the soft copy (CD as well as thru' email).

### **LIST ATTACHED.**

### **ATTACHED**

11. The Managing Director of the company should give a declaration to the Exchange that the company has complied with all the legal and statutory formalities and no statutory authority has restrained the company from forfeiting the said securities.
- ATTACHED**
12. A certificate from the Managing Director as well as the PCA / PCS should be submitted specifically certifying that the company had duly complied with the provisions contained in the company's Memorandum & Articles of Association and the Companies Act, 2013.  
**ATTACHED**
13. Provide evolution of Capital of the company since its inception giving details such as year, date of allotment, mode of issue (public, rights, bonus, preference etc.) distinctive nos., date of listing.

**"The Company has been incorporated in 1907. Since the Company is very old, it is difficult to give details of evolution of capital since inception."**

**ANNEXURE I****HDFC BANK LTD**

1.	<b>Name of the Account (pay to name):</b>	BSE LTD.
2.	Supplier's Code (to be given by BL)	
3.	Particulars of Bank Account	
a)	Name of the Bank	HDFC Bank Ltd.
b)	Name of the Branch	Fort, Mumbai
c)	Branch Code	MICR 400240015
d)	Address	Nanik Motwani Marg, Fort,
e)	City Name	Mumbai – 400 023
f)	Telephone No. of Bank	
g)	IFSC Code No.	HDFC0000060
h)	Type of Account(S.B., Current or Cash Credit with Code)	Current Account
i)	Ledger and Ledger Folio Number	-
j)	Account No.(As appearing on cheque Book)	00600340005156
k)	Whether Bank is participating in NEFT or not?	Yes



**THE JAMSHRI RANJITSINGHJI  
SPG. & WVG. MILLS CO. LTD.**

*Right issue*

(Incorporated under the companies Act 1882)

Regd. Office: Fatehchand Damani Nagar, Station Road, Solapur - 413 001

**ALLOTMENT ADVICE-CUM ALLOTMENT MONEY PAYMENT NOTICE**  
(This is not an allotment letter)

*14*

JS/L/JB/0002/001028/A/ 001251/000050/000021 0001910  
 02364 JAYSHREEBEN B. CHAVDA  
 AT. PO. DUDHIYAL  
 TQ: VISUNAGAR,  
 DIST: MEHSUNA  
 GUJRAT STATE

Date: 18th December, 1993

**LAST DATE FOR PAYMENT OF  
ALLOTMENT MONEY**  
31-1-1994

*02000*

*00020*

Dear Sir(s)/Madam,

**Sub: Public Issue of 10,51,900 equity shares of Rs.10/- each at a premium of Rs.90/- per Share / and  
Right issue of 6,99,440 Equity Shares of Rs.10/- each for cash at a premium of Rs.65/- per share.**

We thank you for your application for the equity shares of the company accompanied by a remittance of Rs.30.35 per Share being application money. In respect of your application the Board of Directors of the company are pleased to allot within mentioned equity share in accordance with the prospectus dated 30-8-93 / Letter of Offer dated 27-9-93 subject to the provisions of the Memorandum and Articles of Association of the company and on the Basis of Allotment finalised in consultation with BOMBAY Stock Exchange. Attached herewith are Share Certificate / Refund order.

Shares Applied	Shares Allotted	Amount Paid on Application (Rs.)	Amount adjusted on allotment	Amount Refundable (Rs.)	Refund Order No.	Balance Amount Payable (Rs.)	Folio No.
1	2	3	4	5	6	7	8
****50	****21	*0001750*****1575*****175			000111*****		02364

You are requested to pay the amount indicated under Column 7 on or before 31.1.1994 as per instruction given overleaf.

ACKNOWLEDGEMENT (To be filled in by Allottee)

Received by Cash/Cheque/Draft No. \_\_\_\_\_ Dated \_\_\_\_\_  
 drawn on \_\_\_\_\_ for Rs. \_\_\_\_\_  
 (Rupees \_\_\_\_\_)  
 being the amount payable on allotment money of the aforesaid shares.  
 (Cheque and Drafts are subject to realisation)

REVENUE  
STAMP

By order of the Board  
for THE JAMSHRI RANJITSINGHJI  
SPG. & WVG. MILLS CO. LTD.

*A.K. Mohta*  
A.K. MOHTA  
ASSTT. SECRETARY

Signature & Stamp of Bank

THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.  
Regd. Office: Fatehchand Damani Nagar, Station Road, Solapur - 413 001.

(To be detached by the Bank and to be sent alongwith the statement of account to the controlling branch)

Received from JAYSHREEBEN B. CHAVDA  
 by Cash/Cheque/Draft No. \_\_\_\_\_ dated \_\_\_\_\_  
 drawn on \_\_\_\_\_

Registered Folio No.	Ref. No.	Amount Due Rs.	Amount of interest if any	Bank Serial No.
02364	JB/0002/001028	*****		

(Collecting Bank's Stamp & Signature)

AD PAYEE  
NOT NEGOTIABLE

Refund Order

**THE JAMSHRI RANJITSINGHJI  
SPG. & WVG. MILLS CO. LTD.**

Regd. Office: Fatehchand Damani Nagar, Station Road, Solapur - 413 001

DATE: DECEMBER 20, 1993  
VALID UPTO : MARCH 19, 1994

Pay to JAYSHREEBEN B. CHAVDA

Rupees ONE HUNDRED SEVENTY FIVE ONLY

DAMANI PRINTS INDIA LTD.

REF No. Jb/0002/001028 REFUND ORDER No. 0001118

Ac No. 093091  
Rs. \*\*\*\*\*175

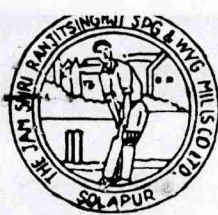
**STATE BANK OF INDIA**  
Bombay Main Branch, (0300)  
Bombay Samachar Marg, Bombay - 400 023  
Payable at par at all branches of State Bank of India in India.

**भारतीय स्टेट बैंक**  
बम्बई मुख्य शाखा, (०३००)  
बम्बई समाचार मार्ग, बम्बई-४०० ०२३

For THE JAMSHRI RANJITSINGHJI  
SPG. & WVG. MILLS CO. LTD.  
*[Signature]*  
Managing Director

⑈091678⑈ 400002010⑈ 093091⑈ 28

NOTE: NO TRANSFER OF ANY SHARES COMPRISED IN THIS CERTIFICATE WILL BE REGISTERED UNLESS ACCOMPANIED BY THE



# THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

(GOVT. RECOGNISED EXPORT HOUSE)

REGISTERED OFFICE : FATEHCHAND DAMANI NAGAR, STATION ROAD, SOLAPUR-413 001.

## FIRST AND FINAL CALL MONEY NOTICE

*Public Issue*

PAYMENT WILL BE ACCEPTED BY  
THE BANK FROM  
09-05-1994

LAST DATE OF PAYMENT  
08-06-1994

CALL NOTICE  
NO.

6779

FOLIO NO.

V05387

VENKATA SUBBA REDDY AJJAGOTTU  
C/O THE SUPERINTENDING ENGINEERING  
T G P  
A P  
CIRCLE CUDDAPAH 516 004  
  
LAKSHMI DEVI AJJAGOTTU

Dear Sir(s)/Madam,

**Re : FIRST AND FINAL CALL**

I am directed to inform you that in terms of the Prospectus, the Board of Directors of the Company has decided to make Call as stated herein, making the Shares fully paid up. The amount of the Call is payable as per details given below :

Reg. Folio No.	No of Shares held	Call Amount payable @ Rs.40 per Share (Rs.) (including Rs. 36 towards premium)	Call Notice No.
V05387	50	2000.00	6779

The Call money is payable on and from 9-5-94 and the last date for payment of Call money is 08-6-94. Failure to pay the amount due on call by 8-6-94 will render the Shareholder liable to pay interest at the rate of 15% per annum from 9-6-94 till the date of actual payment and realisation and also render the Shares (including the amount already paid thereon) and dividend as may become due thereon liable for forfeiture. The share holder will also not be entitled to payment of any dividend on the amount already paid on such shares.

(Dividend on Call money, if any declared for the financial year commencing from 1st April, 1994 will be payable on pro-rata basis.)

### ACKNOWLEDGEMENT

Received cash / cheque / draft No. 310190 date 20-05-94 drawn

on Andhra Bank, Madras for Rs. 2000.00  
(Name of the Bank)

(Rupees Two thousand Only)

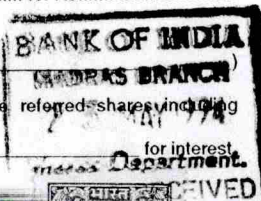
being the balance amount payable on call on the above referred shares including

Rs. \_\_\_\_\_ for interest

(Cheque / draft subject to realisation).

Place : \_\_\_\_\_

Date : 20-5-94



By Order of the Board of Directors  
For THE JAMSHRI RANJITSINGHJI  
SPG. & WVG. MILLS CO. LTD.

*A. K. Mohta*

A. K. MOHTA  
ASSTT SECRETARY

TEAR HERE

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thor  
IPAN



**CIN No.: L17111PN1907PLC000258**

**Registered Office : Fatehchand Damani Nagar, Station Road, SOLAPUR- 413001**  
**Email: jammill1907@gmail.com Website: www.jamshrimills.com Tel:022-43152400 Fax:022-43152424**

**FINAL DEMAND CUM FORFEITURE NOTICE**

Ser #.1

29<sup>th</sup> June, 2017

Folio No.

<<NAME OF SHAREHOLDER>>

<<ADDRESS OF SHAREHOLDER>>

<<ADDRESS OF SHAREHOLDER>>

<<ADDRESS OF SHAREHOLDER>> - PINCODE - <<PINCODE>>

Ref: **Final Demand Cum Notice for forfeiture of Equity Shares** issued under the Public issue of 10,51,900 equity shares of Rs.10/- each at a premium of Rs.90/- per share.

Dear Shareholder,

The company has allotted you 50 Equity Shares of Rs.10/- each at a premium of Rs.90/- per share . The total amount payable against these shares was Rs.5000/-. As against this you have paid Rs.3,000/- as share application cum allotment money and the balance amount of Rs.2,000/- is due/outstanding for payment from 08/06/1994 as call money. The interest is also payable on the unpaid amount from 09/06/1994 till date as intimated by us vide letter sent to you in April 1994.

You are once again called upon to pay the arrears of call money . The Board of Directors of the Company in its meeting held on 14/06/2017 has waived the interest due on the arrears of call money from 09/06/1994.

We, therefore, request you to please pay the arrears of call money of Rs. 2000/- by way of Demand Draft in favour of The Jamshri Ranjitsinghji Spinning & Weaving Mills Co. Limited, payable at Solapur. Please mention your Folio No. and Call notice number on reverse of the demand draft. Please send the demand draft to the Company at its registered office at Fatehchand Damani Nagar, Station Road, Solapur - 413001, so as to reach the company on or before 19/07/2017 failing which your shares are liable for forfeiture without any further notice to you in accordance with the provisions of Articles 55 to 66 of the Articles of Association of the Company.

If you have already paid the Call Money, you are requested to submit the relevant documents pertaining to the same.

In case you need any clarification, please feel free to get in touch with Mr. Pravin Karkhanis,Asst.Manager, at pravin.karkhanis@jamshrimills.com and 9833666043  
Thanking you,

Yours faithfully,

For **The Jamshri Ranjitsinghji Spinning & Weaving Mills Co. Limited**

**RAJESH DAMANI**  
**JOINT MANAGING DIRECTOR**  
**DIN No: 00184576**



**CIN No.: L17111PN1907PLC000258**

**Registered Office : Fatehchand Damani Nagar, Station Road, SOLAPUR- 413001**  
**Email: jammill1907@gmail.com Website: www.jamshrimills.com Tel:022-43152400 Fax:022-43152424**

**FINAL DEMAND CUM FORFEITURE NOTICE**

Ser #.1

29<sup>th</sup> June, 2017

Folio No.

<<NAME OF SHAREHOLDER>>

<<ADDRESS OF SHAREHOLDER>>

<<ADDRESS OF SHAREHOLDER>>

<<ADDRESS OF SHAREHOLDER>> - PINCODE - <<PINCODE>>

Ref: **Final Demand Cum Notice for forfeiture of Equity Shares** issued under the Right issue of 6,99,440 equity shares of Rs.10/- each at a premium of Rs.65/- per share.

Dear Shareholder,

The company has allotted you 42 Equity Shares of Rs.10/- each at a premium of Rs.65/- per share. The total amount payable against these shares was Rs.3,150/-. As against this you have paid Rs.1,750/- towards share application money and the balance towards allotment money amounting to Rs.1,400/- is due/outstanding for payment since 31.01.1994. The interest is also payable on the unpaid amount from 1<sup>st</sup> February 1994 till date as intimated to you vide letter sent on 18.12.1993.

You are once again called upon to pay the arrears of allotment money. The Board of Directors of the Company in its meeting held on 14/06/2017 has waived the interest due on the arrears of allotment money from 01/02/1994.

We, therefore, request you to please pay the arrears of allotment money of Rs.1,400/- by way of Demand Draft in favour of The Jamshri Ranjitsinghji Spinning & Weaving Mills Co. Limited, payable at Solapur. Please mention your Folio No. and Allotment notice number on reverse of the demand draft. Please send the demand draft to the company at its registered office at Fatehchand Damani Nagar, Station Road, Solapur - 413001, so as to reach the Company on or before 19/07/2017 failing which your shares are liable for forfeiture without any further notice to you in accordance with the provisions of Articles 55 to 66 of the Articles of Association of the company.

If you have already paid the Allotment Money, you are requested to submit the relevant documents pertaining to the same.

In case you need any clarification, please feel free to get in touch with Mr. Pravin Karkhanis, Asst. Manager, at [pravin.karkhanis@jamshrimills.com](mailto:pravin.karkhanis@jamshrimills.com) and 9833666043.

Thanking you,

Yours faithfully,

For **The Jamshri Ranjitsinghji Spinning & Weaving Mills Co. Limited**

**RAJESH DAMANI**  
**JOINT MANAGING DIRECTOR**  
**DIN No: 00184576**





**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**  
**Regd. Office: Fatehchand Damani Nagar, Station Road, SOLAPUR- 413001.**

Admn. Office: 5, Motimahal, 195, J.T. Road, Churchgate, Mumbai – 400 020.  
CIN:L17111PN1907PLC000258 PHONE: 43152400 FAX:91 –22- 43152424.  
E-MAIL: jammill1907@gmail.com

CERTIFIED TRUE COPY OF RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD. HELD ON 23<sup>RD</sup> AUGUST, 2017 AT 5.00 P.M. (S.T.) AT THE ADMINISTRATIVE OFFICE OF THE COMPANY AT 5, MOTIMAHAL, 195, J.T. ROAD, CHURCHGATE, MUMBAI – 400 020.

**FORFEITURE OF SHARES:**

**RESOLVED THAT** pursuant to Articles 55 and 56 of the Articles of Association of the Company and other applicable provisions of the Companies Act, 2013, if any, consent of the Board of Directors of the Company be and is hereby accorded for forfeiture of 13,062 Partly Paid-up Equity Shares of Rs. 10/- each on which the amounts as mentioned herein below remain unpaid due to failure to pay the balance amount due thereon towards Share Capital and Securities Premium as per the list of partly paid up shares placed before the Board and duly initialed by the Chairman for the purpose of identification:

Sr. No.	Particulars	No. of Equity Shares	Face Value per Share (in Rs.)	Unpaid Amount of Face Value per Share (in Rs.)
1.	Allotment Money Due and Unpaid (Right Issue)	1,362	10	5
2.	Call Money Due and Unpaid (Public Issue)	11,700	10	4
	<b>TOTAL</b>	<b>13,062</b>		

**"RESOLVED FURTHER THAT** Shri P.R. Damani , Managing Director and /or Shri Rajesh Damani Joint Managing Director of the Company, be and are hereby severally authorised to inform the Stock Exchange, the SEBI, the Registrar and Share Transfer Agent and all such authorities and entities as may be required about the decision of the Board to forfeit the Equity Shares as mentioned herein above and to do all such acts, deeds and things as may be necessary, expedient and desirable to give effect to the above resolution."

*//Certified True Copy//*

**FOR THE JAMSHRI RANJITSINGHJI SPG  
& WVG MILLS CO LTD**

**MANAGING DIRECTOR**

**Name: P.R. DAMANI**

**DIN: 00030400**

**Address: 24, Motimahal, 195, J.T.Road  
Churchgate, Mumbai 400020**

# THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

CIN: L17111PN1907PLC000258

Regd. Office: Fatehchand Damani Nagar, Station Road, SOLAPUR- 413001.

Admn.Office: 5, Motimahal, 195, J.T. Road, Backbay Reclamation, Churchgate, Mumbai – 400 020.  
PHONE: 43152400 FAX:91 –22- 43152424.E-MAIL: jammill1907@gmail.com

23<sup>rd</sup> August 2017

**BSE Limited,**  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Routunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai – 400 001.

**Sub: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.**

**Security Code: 502901**

Dear Sir,

This is to inform you that a meeting of the Board of Directors was held on 23<sup>rd</sup> August, 2017 at 5.00 p.m. and the same concluded at 7.30 p.m. Amongst other matters, the following business was discussed and approved:

1. IND-AS compliant Unaudited Financial Results of the Company for the quarter ended June 30, 2017 which were approved by the Audit Committee and thereafter by the Board of Directors alongwith the Copy of the Independent Auditors' Report on Review of Interim Financial Result.
2. Approved forfeiture of 13,062 Equity shares of 10/- each due to non-payment of allotment/call money.
3. Alteration of Articles of Association subject to approval of members in ensuing AGM.
4. Consolidation of Equity shares of the Company from Rs.10 each to Rs.1000/- each subject to approval of members in ensuing AGM.
5. Appointment of Shri Rajesh Damani as Joint Managing Director w.e.f 1<sup>st</sup> October 2017 subject to approval of members in ensuing AGM.
6. Appointment of Shri Jagdish Muljibhai Adhia as Whole Time Director w.e.f 1<sup>st</sup> October 2017 subject to approval of members in ensuing AGM.
7. Resignation of Smt. Shweta Kalantri, as Company Secretary and appointment of Mr. Devesh Bhati as Company Secretary in her place.
8. Approval of Directors Report alongwith its Annexures for the year ended 31<sup>st</sup> March 2017.
9. Notice convening 109<sup>th</sup> Annual General Meeting of the Company to be held on Thursday 28<sup>th</sup> September 2017.
10. Appointment of M/s. ADV & Associates, Chartered Accountants (Registration No. 128045W) as Statutory Auditors of the Company for a period of 5 years from the ensuing AGM till the 114<sup>th</sup> AGM subject to approval of the members.

You are requested to take the above information on your record.

Thanking you.

Yours faithfully,  
**For THE JAMSHRI RANJITSINGHJI SPINNING  
AND WEAVING MILLS COMPANY LIMITED**



**RAJESH DAMANI  
(JOINT MANAGING DIRECTOR)**



**INDEPENDENT AUDITORS' REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS**  
**TO THE BOARD OF DIRECTORS OF THE JAMSHRI RANJITSINGHJI SPG. & WVG.**  
**MILLS CO. LTD.**

We have reviewed the accompanying statement of unaudited financial results of **M/s THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.** for the quarter ended June 30, 2017. ("the statement"), being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 as modified by Circular No.: CIR/CFD/FAC/62/2016 dated 5<sup>th</sup> July 2016. This statement which is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("IND AS 34"), prescribed under section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No.: CIR/CFD/FAC/62/2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

We have not reviewed the Ind AS compliant financial results and other financial information for the quarter ended on 30<sup>th</sup> June, 2016, which has been presented by the Company based on financial information compiled by the management.



**For Mittal & Associates**  
Chartered Accountants  
FRN: 106456W

*Hemant*

**Hemant R Bohra**  
Partner  
M.No. 165667

**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

Regd. Office : Fatehchand Damani Nagar, Station Road, Solapur - 413 001.

Website:www.jamshrimills.com, Telephone No. 91 22 43152400, EMAIL:jammill1907@gmail.com

CIN: L17111PN1907PLC000258

Statement of Unaudited Results for the quarter ended 30th June, 2017

( ₹ in lacs ) except per share data

Particulars	Quarter ended 30/06/2017 (Unaudited)	Quarter ended 30/06/2016 (Unaudited)
1. Income from Operations		
(a) Revenue from Operations	1,565.15	2,275.62
(b) Other Income	7.34	2.99
<b>Total Income</b>	<b>1,572.50</b>	<b>2,278.61</b>
2. Expenses		
(a) Cost of Material Consumed	798.56	1,384.13
(b) Purchase of Stock-in-trade	-	-
(c) Changes in Inventories of Finished Goods, Work-in-progress and Stock-in-trade	226.25	94.81
(d) Employee Benefit Expenses	132.91	135.35
(e) Finance Costs	51.98	37.70
(f) Power and Fuel	170.18	200.29
(g) Loss/(Gain) on Financial Instruments (Net)	27.91	27.82
(h) Depreciation and Amortisation (including impairment)	217.16	437.54
(i) Other Expenses	1,624.96	2,317.64
<b>Total Expenses</b>	<b>1,624.96</b>	<b>2,317.64</b>
3. Profit/(Loss) before Exceptional Items & Tax (1-2)	(52.46)	(39.03)
4. Exceptional Items	-	-
5. Profit/(Loss) before Tax (3-4)	(52.46)	(39.03)
6. Tax Expenses	-	-
7. Net Profit for the Period	(52.46)	(39.03)
8. Other Comprehensive Income (OCI)		
(a) Items that will not be reclassified to Statement of Profit and Loss	(13.08)	(4.15)
(b) Items that will be reclassified to Statement of Profit and Loss	(39.38)	(34.88)
9. Total Comprehensive Income (Net of Taxes)	699.37	699.37
10. Paid-up Equity Share Capital (Face Value ₹ --10- per share)		
11. Earnings per Share (EPS) of ₹ 10 (not annualised)		
Basic (₹)	(0.75)	(0.56)
Diluted (₹)	(0.75)	(0.56)

1. The Statement has been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 23, 2017.

2. The Company has adopted Indian Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs (MCA) with effect from April 1, 2017. Accordingly, the financial results for the quarter ended June 30, 2017 and June 30, 2016 are Ind AS compliant. The Results for the quarter ended June 30, 2016 have not been subject to Limited Review. However, the Management has exercised necessary due diligence to ensure that the financial results provide a true and fair view of the Company's affairs.

3. The business activity of the Company falls within a single primary business segment viz ' Textile Business' and hence there is no other reportable segment as per Ind AS 108 'Operating Segments'

4. The Statement does not include Ind AS compliant results for the preceding quarter and previous year ended March 31, 2017 as the same is not mandatory as per SEBI's circular dated July 5, 2016.

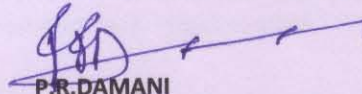
5. The reconciliation of net profit or loss reported in accordance with Indian GAAP to total comprehensive income in accordance with Ind AS is given below: (₹ in lacs)

Particulars	Quarter ended 30.06.2016
Profit after tax as reported under previous GAAP	(39.59)
Acturial Gain/Loss on defined benefit Plan	0.60
Effect of Fair valuing security deposits and amortisation of advance rentals	(0.04)
Net profit for the period under Ind AS	(39.03)
Acturial Gain/Loss on defined benefit Plan recognised in OCI	4.15
Total Comprehensive Income for the period under Ind AS	(34.88)

6. There is a possibility that these quarterly financial results may require adjustment before constituting the final Ind AS financial statements as of and for the year ending March 31, 2018 due to changes in financial reporting requirements arising from Ind AS 101.

7. Figures of the previous periods have been regrouped / rearranged / recasted wherever necessary to confirm to the current quarter's classification.

For The Jamshri Ranjitsinghji Spinning and Weaving Mills Co.Ltd.



P.R. DAMANI

Chairman & Managing Director

DIN: 00030400

Mumbai, 23rd August, 2017

**BOARD OF DIRECTORS**

**Shri Prem Ratan Damani**  
*Chairman & Managing Director*

**Shri Rajesh Damani**  
*Joint Managing Director*

**Shri E.A.K. Faizullbhoj**

**Shri Kiranbhai J Shah**

**Shri S.K. Somany**

**Shri Balkishan Mohta**

**Shri Bipinbhai M Patel**

**Smt. Rekha Thirani**

**PRESIDENT**

**Shri J.M. Adhia**

**VICE PRESIDENT**

**Shri Vijay Katare**

**SOLICITORS**

M/s. Mulla & Mulla and Craigie Blunt and Caroe

**AUDITORS**

M/s. Mittal & Associates

Chartered Accountants

**BANKERS**

TJSB Sahakari Bank Limited

**MILLS & REGISTERED OFFICE**

Fatechand Damani Nagar,  
Station Road,

Solapur - 413 001

**LISTED AT**

The Stock Exchange - Mumbai.

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**NOTICE**

**NOTICE** is hereby given that the Hundred and Eighth Annual General Meeting of the Shareholders of **THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**, will be held at the Company's Registered office at Fatehchand Damani Nagar, Station Road, Solapur – 413 001, on Wednesday the 28th September, 2016 at 12.30 P.M.(S.T.) to transact the following business;

- 1) To receive, consider and adopt the Audited Financial Statements of the Company as on March 31, 2016 together with the Reports of the Directors and Auditors thereon.
- 2) To Appoint a Director in place of Shri Rajesh Damani (DIN:00184576) who retires by rotation but, being eligible, offers himself for reappointment.
- 3) To consider the following Resolution as an Ordinary Resolution:

"Resolved that pursuant to the provisions of section 139,141 and 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), appointment of Mittal And Associates, Chartered Accountants (Registration No.106456W), as the Statutory Auditors of the Company, be and is hereby ratified to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting on such terms and remuneration as may be agreed upon between the Audit Committee / Board of Directors and the Auditors."

**4) SPECIAL BUSINESS**

To consider and if thought fit, to pass, the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to Section 20 of the Companies Act, 2013 and the Rules made thereunder (hereinafter referred to as 'the Act), consent of the Company be and is hereby accorded to the Board of Directors of the Company to serve document(s) on Member(s) of the Company by post or by courier or by delivering at their address, or by such electronic or other mode prescribed under the Act and desired by Member(s), from time to time.

RESOLVED THAT upon request of Member(s) for delivery of any document(s) through a particular mode, the Company do serve the same to the Member(s) through that particular mode and / or charge such fees which shall not be more than the amount charged to the Company by the Department of Post or the Service Provider(s) including related handling charges, if any, to deliver the documents in a particular mode.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution."

Place: Mumbai  
Date:9th August,2016

By Order of the Board of Directors

**Shweta R. Kalantri**  
Company Secretary

**NOTES:**

- (a) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID AND EFFECTIVE MUST BE DELIVERED AT THE REGISTERED/CORPORATE OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- (b) The relative Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 ,in respect of Item No. 2 and 4 set out in the Notice is annexed hereto
- (c) Members are requested to note that the Company's equity shares are under compulsory demat trading for all investors, subject to the provisions of SEBI Circular No. 21/99 dated July 8, 1999. Members are, therefore, requested to dematerialize their shareholding to avoid inconvenience.
- (d) The Register of Members and Shares Transfer Books in respect of Equity Shares of the Company will remain closed from 14/09/2016 to 21/09/2016 (both days inclusive).
- (e) Members holding shares in physical form are requested to immediately notify change in their address, to the Registrar and Transfer Agent of the Company , viz. Computech Sharecap Ltd. 147, Mahatma Gandhi Road, 3rd Floor, Opp. Jehangir Art Gallery , Fort, Mumbai – 400023. quoting their Folio Numbers.
- (f) Shareholders seeking any information with regard to Accounts are requested to write to the Company early so as to enable the management to keep the information ready.
- (g) The Company has implemented the "Green Initiative" as per Circular Nos. 17/2011 dated April 21,2011 and 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs (MCA) to enable electronic delivery of notices/ documents and annual reports to shareholders. Henceforth the email addresses indicated in your respective Depository participant (DP) accounts which will be periodically downloaded from NSDL/CDSL will be deemed to be your registered email address for serving notices/documents including those covered under Section 219 of the Companies Act,1956. The other requirements of the aforesaid MCA circular will be duly complied with. Members holding shares in electronic mode are therefore requested to ensure to keep their email addresses updated with Depository Participants. Members holding shares in physical mode are also requested to update their email addresses by writing to the Registrar and Transfer Agent of the Company at the address mentioned in(e) above quoting their folio number (s).

- (h) The Company has provided e voting facility for its members and instructions and other information relating to e voting are as under:
1. Voting period commences on and from 10.00 a.m. on Sunday 25/09/2016, and ends at 5.00 PM on Tuesday 27/09/2016.
  2. The Notice is being sent to all members by speed post / registered post/courier service (and also Electronically by email to those members who have registered their email- ID with the Company /Depositories), whose names appear in the Register of Members/Record of Depositories as on Friday, 19/08/2016.
  3. The members, whose name appears in the Register of members/Record of Depositories as on 22/09/2016 will be eligible for voting.
  4. The result of the e voting will be announced by Friday 30th September 2016 and will also be informed to BSE Limited (BSE) and will be Posted on the Company,s website www.jamshrimills.com. The date of declaration of results of the Postal Ballot will be taken as the date of passing of all the Resolutions.
  5. Members who are holding shares in electronic form are requested to notify any correction / change in their name / address including Pin Code immediately to the Depository Participant. In the event of Non-availability of members latest address either in Company's record or in Depository Participant's Records, members are likely to miss notices and other valuable correspondences sent by the Company.
  6. Members are requested to kindly mention their Folio Number / (In case of Demat shares) in all their correspondence with the Company's Registrar in order to obtain reply to their queries promptly.

**INSTRUCTION FOR VOTING**

**Voting in Electronic Form (E-voting)**

**PROCESS FOR MEMBERS OPTING FOR E-VOTING**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

The instructions for Members for exercising their vote through e-voting are as under:

- (i) The voting period begins on Sunday, the 25th September, 2016, at 10.00a.m. and ends on Tuesday, the 27th September, 2016 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders".
- (v) Now Enter your User ID
  - a. For CDSL : 16 digits beneficiary ID
  - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) * Members who have not updated their PAN with the Company/Depository Participant are requested to use the password provided on the attendance slip.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. * If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).



**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

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- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Company on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the Resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non - Individual Shareholders and Custodians
- Non - Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

Place : Mumbai  
Date : 9th August, 2016

By order of the Board of Directors  
**The Jamshri Ranjitsinghji Spinning  
And Weaving Mills Company Limited**

**Registered Office:**  
Fatehchand Damani Nagar,  
Station Road,  
Solapur-413001

**Shweta R. Kalantri**  
Company Secretary

**General Instruction:**

- a) e-voting can be exercised only by the member or his/her duly constituted attorney or, in case of bodies corporate, the duly authorized person. It cannot be exercised by a proxy.
- b) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member on the cut-off date, which shall be announced through an advertisement.
- c) Voting period commences on and from 25/09/2016 at 10.00 a.m. and ends on 27/09/2016 at 5.00 p.m.
- d) The date of declaration of results will be within 3 working days of close of AGM,

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**ANNEXURE TO NOTICE – EXPLANATORY STATEMENT.**

**ITEM NO. 2.**

Shri Rajesh P Damani is B.Com. Graduate and he has extensive knowledge of Textile sector. He is actively involved in Textiles Business of Company. Shri Rajesh P. Damani is holding directorship in 4 Companies. The Company will benefit from his experience.

The Board commends the Resolution at item no.2 for approval by the members.

None of the Directors and Key Managerial Personnel are concerned or interested except Shri P.R. Damani and Smt. Rekha Thirani being father and sister of Shri Rajesh Damani respectively.

**ITEM NO. 4.**

Pursuant to the provisions of Section 20 of the Companies Act, 2013 ('the Act') and the Rules made there under, a document may be served on a Member of the Company by sending the same to him by post or by registered post or by speed post or by courier or by delivering it at his office or address, or by such electronic or other mode as may be prescribed. However, proviso to sub-section (2) of Section 20 of the Act states that a Member may request for delivery of any document through a particular mode, for which he/she shall pay such fees as may be determined by the company at its Annual General Meeting ('AGM').

Further, listed companies are required to send financial statements:

- (a) By electronic mode to such members whose shareholding is in Demat form and whose E-mail IDs are registered with Depository for communication purposes;
- (b) Where shareholding is held otherwise than by Demat form, to such members who have positively consented in writing for receiving by electronic mode; and
- (c) By dispatch of physical copies through any recognized mode of delivery as specified under section 20 of the Act, in all other cases.

Accordingly consent of the members is sought for passing the Special Resolution as set out in Item No.4 of the Notice relating to serving the documents including financial statements to the members of the Company in a requested mode.

In view of this, the Board commends the resolution as set out in Item No.4 of the Notice for approval by the Members of the Company by way of a Special Resolution.

None of the Directors and Key Managerial Personal of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

Place: Mumbai  
Date: 9th August, 2016

By Order of the Board of Directors

**Shweta R. Kalantri**  
Company Secretary

## DIRECTORS' REPORT

THE MEMBERS,  
THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

We present our Annual Report of the Company with the audited statement of accounts for the year ended 31st March, 2016.

### 1. FINANCIAL RESULTS

	2015-16	2014-15
Revenue from Operations	61,60,68,491	54,84,07,683
EBITDA	2,13,12,470	2,17,43,099
Finance Cost	11,591,342	64,78,603
Depreciation	84,74,852	55,74,049
Exceptional items (net)	4,99,523	60,00,000
Profit /Loss before Tax	17,45,799	1,56,90,447
Less: Provision for Tax	3,50,000	24,00,000
Profit/(Loss) after Tax	13,95,799	1,32,90,447
Balance brought forward	34,68,845	(90,48,424)
Profit/(Loss) dealt with as under	48,64,644	42,42,023
Less: Transferred from Assets	0	(7,73,177)
Surplus/(Deficit) carried to Balance Sheet	48,64,644	34,68,845

### 2. PERFORMANCE

Your Directors are glad to inform that the Company has achieved Revenue from Operations of Rs. 6160.68 lakhs during the current financial year as against Rs. 5484.08 lakhs in the previous year i.e. an increase of 12.34%. The production of Yarn has also improved from 3000 tonnes in the previous year to 3400 tonnes in the current year i.e. a growth of approx 13%. Further, the Company has diversified the product mix by starting production of PC yarn as a new entrant in the market and has widen its marketing area by adding Ahmedabad & Hyderabad during the year, in addition to the markets of Bhilwada, Ichhalkarnaji & Bhiwandi.

Of the yarn produced, around 870 tonnes was consumed in-house for production of Fabrics. Also, the sales of fabrics increased seven fold from 5.98 lakhs meters to 44.01 lakhs meters. The Company also started operations in higher value added fabrics via. institutional supplies. The Company is widening its horizons by increasing the sales of the processed fabrics which should give better results on long term basis. In a short period, the Company has successfully established itself as a vendor with the renowned companies namely Arvind Ltd., Morarjee Ltd., JCT Ltd., etc. which will be useful for expending sales of high value added, processed fabrics. .

The steps taken to reduce power cost have been helpful in reducing the cost of production. The Company is also taking measures to control the cost and productivity . With the diversified product mix and larger marketing space, the Company is cautiously optimistic to achieve better performance in the years to come.

### 3. DIVIDEND

Looking to the growing working capital requirement, the Directors do not propose dividend for the year.

### 4. DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(3)(c) of the Companies Act, 2013 your Directors state that:

- a) in the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgment 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, 2016 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis.

- e) the Directors have laid down internal financial controls which are adequate and are operating effectively.
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively

**5. DISCLOSURE REQUIREMENTS**

As per Clause 49 of the Listing agreement entered into with the stock exchange, corporate governance report with auditor's certificate thereon and management discussion and analysis are attached in Annexure-I, which forms part of the report.

The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and the revised Clause 49 of the listing agreement with stock exchange.

**6. DIRECTORS :**

During the year under review,

- A. The members approved the appointments of Shri Kiranbhai J. Shah ( DIN: 00057434), Shri Bipinbhai M. Patel (DIN:00063335), Shri Balkishan M. Mohta (DIN:00146822) as Independent Directors for 5 consecutive years for a term up to the conclusion of the 112th Annual General Meeting in the calendar year 2020.
- B. The members also reappointed Smt. Rekha A. Thirani ( DIN: 00054058) liable to retire by rotation.
- C. The members also reappointed Shri P.R. Damani as Managing Director for a period of 3 years.

**7. INSURANCE**

Your Company's Buildings, Plant and Machinery, Tool, Electrical installations, Stock in Process, Finished Goods and Raw Materials have been adequately insured.

**8. PUBLIC DEPOSITS**

The Company has not taken any Fixed Deposit from the Public.

**9. NUMBER OF MEETINGS OF THE BOARD**

Five meetings of the Board were held during the year. For details of the meetings of the Board, please refer to the corporate governance report, which forms part of the report.

**10. DECLARATION OF INDEPENDENCE**

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of Companies Act, 2103 read with the Schedules and rules issued thereunder as well as Clause 49 of the listing Agreement.

**11. BOARD EVALUATION**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and exchange Board of India ("SEBI") under clause 49 of the listing Agreements.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board process, information and functioning etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of criteria such as the composition of committee, effectiveness of committee meetings, etc.

The Board and Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual directors to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings etc. in addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

**12. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors.

**13. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Board of Directors of the Company has laid down adequate internal financial controls which are operating effectively. During the year policies and procedures are adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, the prevention and detection of its frauds and errors, the accuracy and completeness of the accounting records and the timely preparations of reliable financial information.

**14. AUDIT COMMITTEE**

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report.

**15. AUDITORS**

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, Mittal & Associates, Chartered Accountants were appointed as statutory auditors of the Company from the conclusion of the one hundred and sixth annual general meeting (AGM) of the Company held on 18th September till the conclusion of the one hundred and ninth AGM to be held in the year 2017, subject to ratification of their appointment at every AGM.

The Board of Directors recommends to the Members to pass the resolution ratifying their appointment as the Statutory Auditors of the Company as stated in item no 3) of the Notice convening the ensuing Annual General Meeting.

**16. SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act 2013, The Company has appointed Ms. Indrabala Javeri, Practicing Company Secretary as the Secretarial Auditor of the Company for the year 2015-16

**17. AUDITORS' REPORT AND SECRETARIAL AUDITORS' REPORTS**

The auditors' report and secretarial auditor's reports do not contain any qualifications, reservations or adverse remarks. Report of the secretarial auditor is given as an Annexure II which forms part of this report.

**18. RISK MANAGEMENT**

The Board of the Company has formed a risk management committee to frame, implement and monitor risk management plan for the Company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area of financial risk and controls . Major risks identified by the businesses and function are systematically addressed through mitigating actions on a continuing basis.

The development and implementation of risk management policy has been covered in the management discussion and analysis which form part of this report.

**19. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS**

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

**20. TRANSACTIONS WITH RELATED PARTIES**

All transactions entered into with the related parties as defined under the Companies Act, 2013 and Clause 49 of the listing Agreement during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no material related transactions during the year. Thus disclosure in Form AOC-2 is not required.

**21. CORPORATE SOCIAL RESPONSIBILITY**

The Company does not meet the criteria fixed for the Corporate Social Responsibility (CSR) under Section 135 of the Companies Act and as such there is no report on corporate Social responsibility during the year

**22. EXTRACT OF ANNUAL RETURN**

As provided under Section 92(3) of the Act, the extract of annual return is given in Annexure III in the prescribed Form MGT-9 which forms part of this report.

**23. SUBSIDIARY/ASSOCIATE COMPANY**

The Company does not have any subsidiary, joint venture or associate company at the beginning, during the year or at the closing of the year

**24. PARTICULARS OF EMPLOYEES**

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

**a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year.**

Name of the Director	Salary	Perquisite	Sitting Fees	Total	Median Remuneration	Ratio
Shri P.R. Damani	13,44,000	4,99,898	—	18,43,898	1,39,054	1:13.303
Shri Rajesh Damani	6,04,800	2,02,199	—	8,06,999	1,39,054	1:5.8036
Shri E.A.K. Faizullahoy	—	—	7,000	7,000	1,39,054	1:0.050
Shri S.K. Somany	—	—	12,750	12,750	1,39,054	1: 0.092
Shri Kiranbhai J Shah	—	—	10,750	10,750	1,39,054	1:0.077
Smt. Rekha Thirani	—	—	11,750	11,750	1,39,054	1:0.084
Shri Balkishan Mohta	—	—	14,750	14,750	1,39,054	1:0.106
Shri Bipinbhai M Patel	—	—	750	750	1,39,054	1:0.005

**b. The percentage increase in remuneration of each director , CEO, CFO**

During the year under review:

- The remuneration paid to the managing director Mr. P. R. Damani was increased to Rs.1,95,000/- per month on his re-appointment w.e.f. 1st October 2015, resulting in an increase of 200%
- Also, the sitting fees was revised from Rs. 750/- per meeting to Rs. 2,000/- per meeting from July 2015. Whereas there was no change in fees paid to Non-Executive Directors for attending committee meetings.
- The percentage increase in the median remuneration of employee in the financial year: 14%
- The number of permanent employees on the rolls of Company: 178
- The explanation on the relationship between average increase in remuneration and Company performance:  
On an average, employees received an annual increase of 10%. The individual increments varied from 6% to 18% based on individual performance.
- Comparison of the remuneration of the key managerial personnel (other than Directors) against the performance of the Company:

Aggregate remuneration of key managerial personnel (KMP)in FY 16(Rs.)	26,12,725
Revenue (Rs.)	61,60,68,491
Remuneration of KMPs (as % of revenue)	0.42
Profit before Tax (PBT) (Rs. Crores)	17,45,799
Remuneration of KMP(as % of PBT)	149.66

- Variations in the market capitalization of the Company, price earnings ratio as the closing date of the current financial year and previous financial year.

Particulars	March31,2016	March31,2015	% change
Market capitalization (Rs.)	16,32,64,830	13,15,91,803	15.69
Price Earnings Ratio	127.5	9.89	1,189.18

**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

- h. Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

Your Company is listed in the BSE before Independence and in 1993 when the Company came out with the Public Offer due to substantial gap it is not justifiable to provide percentage change as on today's price.

- i. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average annual increase as per policy is around 10%. However during the course of the year, the total increase was approximately 14% after accounting for, promotions and other event based compensation. Also revised increase in the managerial remuneration for the year was 10%.

- j. Comparison of remuneration of each key managerial personnel (other than directors) against the performance of the Company who draw more than Rs. 5 lacs p.a.

	<b>Mr.J.M.Adhia, President</b>	<b>Mr.Vijay Katare, Vice President</b>
Remuneration in FY 15-16 (Rs.)	12,86,420/-	12,07,220/-
Revenue	61,60,68,491	61,60,68,491
Remuneration as % of revenue	0.21	0.20
Profit before tax (PBT)	17,45,799	17,45,799
Remuneration (as % of PBT)	73.69	69.91

- k. The Key parameters for any variable component of remuneration availed by the directors:

There is no variable component of remuneration availed by the directors.

- l. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year.

There is no employee drawing remuneration higher than highest paid Director

- m. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms remuneration is as per the remuneration policy of the Company and there is no employee stock option scheme.

- n. There is no Employee in receipt of remuneration exceeding Rs.5,00,000/- p.m. or part thereof or Rs.60,00,000/- p.a. Accordingly, no particulars are furnished under Section 197(12) of the Companies Act,2013.

**26. ACKNOWLEDGEMENTS**

Your Directors place on record their appreciation of contribution made by the employees at all levels for the operations of the Company during the year under review.

**27. CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EARNING AND OUTGO**

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act are provided in Annexure IV to this Report.

For and on behalf of the Board

Place: MUMBAI  
Date : 23rd May,2016

**P.R. Damani**  
CHAIRMAN

## Annexure I to Directors' Report

## Corporate Governance

## 1. PHILOSOPHY ON CODE OF GOVERNANCE

The philosophy underlying Corporate Governance seeks to create a system of "Checks and balances" based on transparency, ensuring integrity, clarity and consistency in the dealings of the Company with all its stakeholders. Good Governance ensures that the best corporate practices are followed by a Company. Implementation of the good governance indicates not only compliance of the laws and regulations of the land but also indicates the values, practices and culture of the organization.

## 2. Board of Directors

- i. The Board consists of 8 Directors. 1 is Managing Director, 1 is Joint Managing Director  
6 are Non-Executive Directors. Out of 8 Directors, 5 Directors are independent Directors.

The details of the Board of Directors of the Company are given below:

	Date of Appointment	Category	No. of Board Meetings attended	Last AGM	No. of other Directorship in public limited companies	Outside Committee Membership@	Outside Committee Chairmanship@
Shri P.R. Damani	21/07/1966	Promoter/ Managing Director	5	Yes	—	—	—
Shri E.A.K. Faizullahoy	20/12/1982	Non Executive Independent Director	3	No	—	—	—
Shri S.K. Somany	29/07/1988	Non Executive Independent Director	5	Yes	6	4	—
Shri Kiranbhai J Shah	09/10/1984	Non Executive Independent Director	4	No	—	—	—
Smt. Rekha Thirani	11/08/2014	Non Executive Promoter Director	5	No	—	4	—
Shri Rajesh Damani	24/07/2013	Promoter / Joint Managing Director	5	Yes	—	—	—
Shri Balkishan Mohta	24/07/2013	Non Executive Independent Director	5	No	—	—	—
Shri Bipinbhai M Patel	24/07/2013	Non Executive Independent Director	1	No	1	—	—

The details of the Key Managerial Personnel are given below.

Name	Remuneration of KMP for financial year 2015-16(Rs.in lacs)	% increase in Remuneration in the Financial year 2015-16
Shri J M Adhia (President)	12,86,420/- (11,78,900/-)	9.12
Shri Vijay Katore (Vice President)	12,07,220/- (10,67,875/-)	11.30

(Figures in brackets represent previous year's figures)

@ Only two committees of the Board namely the Audit Committee and the Stakeholders Relationship Committee are considered.



## THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

### RESPONSIBILITIES

The Board of Directors' responsibilities inter alia include review of:

- \* Strategy and business plans
- \* Annual operating and capital expenditure budget
- \* Investment and exposure limits
- \* Business risk analysis and control
- \* Senior executive appointment
- \* Compliance with statutory / regulatory requirements and review of major legal issues
- \* Adoption of quarterly results / annual results
- \* Transaction pertaining to purchase, disposal of property, major provisions and write offs.

### BOARD MEETINGS

The meetings of the Board of Directors' are scheduled well in advance and the folder containing the agenda for the meeting with detailed review of all aspects of the Company business, including performance of the Company, employee relations, details of investment, capital expenditure, etc. is circulated to all the directors. It also highlights important matters discussed at the Stakeholders Relationship Committee. Five Board meetings were held during the period 1st April 2015 to 31st March 2016. They were held on 26th May ,2015, 21st July,2015, 11th Sept, 2015, 9th November,2015, 13th February,2016.

One Meeting of Independent Directors was held on 25th March,2016 to review the working of the Company.

Details of Director re-appointed during the year:

<b>Name of Director</b>	<b>Shri Kiranbhai J Shah</b>
Age	79 Years
Date of Appointment	09/10/1984
Expertise in specific functional areas	Business /Stock Broker
Qualification	Graduate
No. of Equity Shares Held	Nil
List of Outside Company Directorships held in Public Limited Companies.	None
Chairman/ Member of the Committees of Directors of other Companies in which he/she is a Director. @	None

@ Only two committees of the Board namely the Audit Committee and the Stakeholders Relationship Committee are considered.

Details of Director re-appointed during the year:

<b>Name of Director</b>	<b>Shri Bipinbhai M Patel</b>
Age	65 Years
Date of Appointment	24/07/2013
Expertise in specific functional areas	Industrialist
Qualification	Practical Knowledge
No. of Equity Shares Held	Nil
List of Outside Company Directorships held in Public Limited Companies.	1
Chairman/ Member of the Committees of Directors of other Companies in which he/she is a Director. @	None

@ Only three committees of the Board namely the Audit Committee, Nomination & remuneration Committee and the Stakeholders Relationship Committee are considered.

Details of Director re-appointed during the year:

<b>Name of Director</b>	<b>Shri B K Mohta</b>
Age	65 Years
Date of Appointment	24/07/2013
Expertise in specific functional areas	Deep Financial Knowledge
Qualification	Graduate
No. of Equity Shares Held	Nil
List of Outside Company Directorships held in Public Limited Companies.	None
Chairman/ Member of the Committees of Directors of other Companies in which he/she is a Director. @	None

@ Only two committees of the Board namely the Audit Committee, Nomination & remuneration Committee and the Stakeholders Relationship Committee are considered.

Details of Director re-appointed during the year:

<b>Name of Director</b>	<b>Smt. Rekha A. Thirani</b>
Age	55 Years
Date of Appointment	11/08/2014
Expertise in specific functional areas	Business
Qualification	Graduate
No. of Equity Shares Held	35808
List of Outside Company Directorships held in Public Limited Companies.	None
Chairman/ Member of the Committees of Directors of other Companies in which he/she is a Director. @	None

@ Only two committees of the Board namely the Audit Committee, Nomination & remuneration Committee and the Stakeholders Relationship Committee are considered.

### 3. REMUNERATION OF DIRECTORS

Name of the Director	Salary	Perquisite	Sitting Fees	Total	No. of Shares	% of Shares
Shri P.R. Damani	1344000	499898	—	1843898	1684697	24.07
Shri Rajesh Damani	604800	202199	—	806999	Nil	Nil
Shri E.A.K. Faizullahbhoj	—	—	7000	7000	1565	0.02
Shri S.K. Somany	—	—	12750	12750	100	0.00
Shri Kiranbhai J Shah	—	—	10750	10750	Nil	Nil
Smt. Rekha Thirani	—	—	11750	11750	35808	0.51
Shri Balkishan Mohta	—	—	14750	14750	NIL	NIL
Shri Bipinbhai M Patel	—	—	750	750	NIL	NIL

### 4. AUDIT COMMITTEE

- i. The Audit Committee of the Board of Directors was formed by the Board on 30th July,2002 and Committee comprises of 3 members. The functions of the Committee are as specified in Clause 49 of the Listing Agreement entered with Stock Exchanges in which the Company's shares are listed. These include overseeing of Company's financial reporting process, recommending the appointment and removal of external auditors, reviewing the quarterly, half yearly and annual financial statement, financial management policies, adequacy of internal control system , internal audit function including discussing significant findings, reviewing reasons for default into payment and related parties transactions.

There were four meetings held during the period under review on 26th May,2015, 21st July,2015, 9th

## THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

November,2015 and 13th February,2016. The attendance of members for the meetings were as follows:  
ii & iii.

Name of the Member	Designation	No. of meeting attended
Shri S.K. Somany	Chairman	Four
Shri Kiranbhai J Shah	Member	Three
Shri B.K. Mohta	Member	Three

Shri S. K. Somany has financial management expertise because of his considerable experience in the textile industry.

### 5. NOMINATION & REMUNERATION COMMITTEE

i. Brief description of terms of reference

Remuneration Committee was constituted on 25th October,2002 and it reviews and approves the annual salaries, performance commission, service agreements and other employment conditions for Managing/Executive directors.

ii. Composition, name of members and Chairperson

Committee comprises of Shri E.A.K. Faizullabhoy, Chairman and Shri S.K. Somany, Member. During 1st April,2015 to 31st March,2016 one meeting of Nomination & Remuneration Committee was held on 23rd June,2015.

iii. Attendance during the year

Name of the Member	Designation	No. of meeting attended
Shri E.A.K. Faizullabhoy	Chairman	One
Shri S.K. Somany	Member	One
Shri B.K. Mohta	Member	One

Remuneration policy

The Managing / Executive Directors are paid remuneration as per the Agreements entered between them and the Company. These Agreements are placed for approval before the Board and the shareholders and such other authorities as may be necessary. The remuneration structure of the Managing / Executive Directors comprises of salary, commission, perquisites and allowances, contributions to provident fund and gratuity. However no commission is paid due to inadequacy of profits. The non-executive directors do not draw any remuneration from the Company except sitting fees. The details of remuneration to directors is furnished in paragraph 3 above. Presently the Company does not have a scheme for grant of Stock option either to Managing Director/Executive Director or to the employees.

### 6. STAKEHOLDERS RELATIONSHIP COMMITTEE

- i. Name of non-executive director heading the committee : Shri Kiranbhai J. Shah  
ii. Name & designation of Compliance officer : Mrs Shweta R. Kalantri  
Company Secretary  
iii. Number of shareholders' complaints received so far : Nil  
iii. Number of complaint/s resolved to the satisfaction of the shareholders : —  
v. Number of pending complaints : Nil

The Stakeholders Relationship Committee was constituted on 25th October,2002 to specifically look into the redressal of shareholder and investor complaints like transfer of shares, non-receipt of dividends, non-receipt of Annual Reports, etc. There were two meetings held during the period under review on 21st July,2015 & 9th November, 2015. The attendance of members for the meetings are as follows:

Name of the Member	Designation	No. of meeting attended
Shri Kiranbhai J. Shah	Chairman	Two
Shri Rajesh P. Damani	Member	Two
Shri B.K. Mohta	Member	Two
Smt Rekha Thirani	Member	Two

**7. GENERAL BODY MEETING**

- i. Location and time of General Meetings held in last 3 years

Year	AGM/EGM	Location	Date	Time
2014-2015	AGM	Fatehchand Damani Nagar, Station Road, Solapur-413001	23rd September 2015	12.30 p.m
2013-2014	AGM	Fatehchand Damani Nagar, Station Road, Solapur-413001	18th September 2014	12.30 p.m
2012-2013	AGM	Fatehchand Damani Nagar, Station Road, Solapur - 413 001.	24th September,2013	12.30 p.m

- ii. The following Special Resolutions were passed in the previous 3 AGMs

Subject matter of Resolution	Date of AGM
_____	24.09.2013
_____	18.09.2014
Reappointment of Managing Director	23.09.2015

In AGM held on 27/09/2015 and 10/09/2014 Company provided the E-Voting as well as Poll at AGM

- iii. Three Special Resolution was passed by Postal Ballot during the year 2014-15  
 Authority to borrow u/s. 180(1)(a) up to Rs. 50 Crores  
 Authority to create charge u/s.180(1)(a) up to Rs. 50 Crores  
 Authority to give loan guarantee or investment in Securities u/s.186 up to Rs. 10 Crores

**8. DISCLOSURES**

- i. There were no materially significant related party transaction with the promoters, Directors, etc. that may have potential conflict with the interests of the Company at large. The details of the transaction with related parties are given in Clause No. 2.2 of the Notes forming part of the Accounts.
- ii. There were no non-compliance by the Company & no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter relating to the capital markets during the last three years.
- iii. The Company has complied with all mandatory requirements of Clause 49 of the Listing Agreement.
- iv. The Company has entered into New Listing Agreement with Bombay Stock Exchange during the year.

**9. CEO / CFO Certification.**

The Joint Managing Director (CFO) furnished a certificate to the Board of Directors of the Company with respect to accuracy of financial statements and adequacy of internal control as required under Clause 49 of the Listing Agreement.

**10. Means of Communication**

- i. The Company publishes Quarterly & Half Yearly results in the prescribed form within the prescribed time.
- ii. The results were forthwith sent to the Stock Exchanges where shares are listed and also published in the Free Press Journal, Navshakti in Mumbai and Vishwa Samachar at Solapur.
- iii. The Company has a website where results and official news are displayed.
- iv. No presentations were made to Institutional Investors or analyst during the year.
- v. Management discussion and analysis form part of the Annual Report.

**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.****11. GENERAL SHAREHOLDER INFORMATION****i. ANNUAL GENERAL MEETING**

- Date and Time : Wednesday the 28th September, 2016 at 12.30 P.M.  
 Venue : Fatehchand Damani Nagar, Station Road, Solapur-413001.
- ii. Financial Year : 2015-2016
- iii. Book Closure Date : 14/09/2016 to 21/09/2016 (both days inclusive).
- iv. Dividend Payment Date : Not Applicable
- v. Listing of Equity Shares on : The Stock Exchange, Mumbai
- vi. Stock Code : 502901 The Stock Exchange, Mumbai  
 Demat ISIN Nos. in NSDL & CDSL for Equity Shares INE462D01018 Mumbai

**vii & viii. Market Price Data & Bse Sensex**

Month	Stock Price Data of the Company		BSE INDEX	
	Highest	Lowest	Highest	Lowest
April,2015	22.50	16.90	29,094.61	26897.54
May 2015	23.80	14.85	28,071.16	26,423.99
June, 2015	26.40	15.60	27,968.75	26,307.07
July, 2015	27.90	18.40	28,578.33	27,416.39
August, 2015	37.40	23.80	28,417.59	25,298.42
September, 2015	27.80	22.05	26,471.82	24,833.54
October, 2015	28.00	22.00	27,618.14	26,168.71
November, 2015	25.90	23.00	26,824.30	25,451.42
December, 2015	25.80	23.15	26,256.42	24,867.73
January,2016	31.45	24.05	26,197.27	23,839.76
February,2016	25.70	22.50	25,002.32	22,494.61
March, 2016	27.05	21.60	25479.62	23,133.18

- ix. **Registrar & Transfer Agents :** **Computech Sharecap Ltd.,**  
 147, Mahatma Gandhi Road, 3rd Floor,  
 Opp. Jehangir Art Gallery, Fort, Mumbai - 400 023.  
 Telephone : 22635000-01-02-03

**x. Share Transfer System :**

Application for transfer of shares held in physical form are received at the office of Registrar & Share transfer agent of the Company. Presently, the share transfer instruments which are received in physical form are processed and the share certificates are returned within a period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects. The Company has as per SEBI guidelines, also offered the facility of transfer of shares under dematerialization cum transfer. Under the system, after the share transfer is effected, an option letter is sent to the transferee indicating the details of the transferred shares and requesting him in case he wishes to dematerialize the shares, to approach Depository Participant (DP) with the option letter. The DP, based on the option letter, generates a Dematerialization request and sends the same to the Company along with the option letter issued by the Company. On receipt of the same, the Company dematerializes the shares. In case the transferee does not wish to dematerialize the shares, he need not exercise the option and the Company dispatches the shares certificate/s to the shareholder.

## xi. Distribution of Shareholding as on 31st March,2016

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholdings
Upto 2500	8172	99.21%	1023797	14.63%
2501-5000	42	0.51%	147254	2.10%
5001-10000	10	0.12%	60763	0.87%
10001-20000	6	0.07%	84183	1.20%
20001-30000	3	0.04%	72217	1.03%
30001-40000	1	0.01%	35808	0.51%
40001-50000	0	0.00%	0	0.00%
50001-100000	0	0.00%	0	0.00%
100001 & above	3	0.04%	5575542	79.66%
<b>Total</b>	<b>8237</b>	<b>100.00%</b>	<b>6999564</b>	<b>100.00%</b>

## xii. Dematerialization of equity shares &amp; Liquidity:

Nearly 91.28% of total equity shares capital is held in dematerialized form with NSDL and CDSL.

Category	Number of shareholders	Shareholders %	Number of shares held	Shareholding %
Physical	5952	72.26%	610666	8.72%
Electronic	2285	27.74%	6388898	91.28%
<b>Total</b>		<b>100.00%</b>	<b>6999564</b>	<b>100.00%</b>

## xiii. Category of Shareholdings as on 31st March,2016.

Category	No. of Shares	% of total Shares
Promoters & their relatives	5242109	74.89
Mutual Funds & UTI	200	00.00
Banks/FIs/Insurance Co. (Central/State Govt. Institutions / Non-Government Institutions)	24869	00.35
Foreign Institutional Investors	100	0.00
Private Corporate Bodies	45734	00.65
NRIs/OCBs	172134	02.46
Indian Public	1514418	21.65
<b>Total</b>	<b>6999564</b>	<b>100.00</b>

## xiv. Financial Calendars (Provisional)

Quarter	Release Date (Tentative and subject to change)
1st Quarter ending 30th June	31-07-2016
2nd Quarter ending 30th September	31-10-2016
3rd Quarter ending 31st December	30-01-2017
4th Quarter ending 31st March	27-05-2017

xv. There are no Outstanding GDRs/ADRs/Warrants or Convertible instruments.

xvi. Plant Location : Fatehchand Damani Nagar, Station Road, Solapur – 413 001.

xvii. Address for Communication : The Jamsheer Ranjitsinghji Spg. & Wvg. Mills Co.Ltd.  
Fatehchand Damani Nagar, Station Road,  
Solapur - 413 001.

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**NON MANDATORY REQUIREMENTS**

**The Board**

Out of 5 Independent Directors 3 are holding office for more than 9 years.

**Nomination & Remuneration Committee:**

Details are given under the heading "Nomination & Remuneration Committee".

**Shareholders' rights**

The financial results, after they are taken on record by the Board of Directors, are forthwith sent to Bombay Stock Exchange Ltd. The results, in the prescribed Proforma, are published in the following newspapers, viz., "Free Press Journal and Navshakti" in Mumbai and "Vishwa Samachar" at Solapur.

Therefore, the results were not separately circulated to all Shareholders.

**Whistle Blower Policy**

The Company has a whistle blower mechanism wherein the employees are free to report violation of laws, rules regulation or unethical conduct to their immediate Supervisor or such other person as may be notified by the Management to the workgroups. The confidentiality of those reporting violations shall be maintained and they shall not be subjected to any discriminatory practices.

**Declaration by the Managing Director under Clause 49 of the Listing Agreement regarding adherence to the Code of Conduct**

As required by the amended clause 49 of the Listing Agreement the Board of Directors of the Company have adopted a code of conduct for all Board Members and Senior Management of the Company. The members of the Board of Directors and Senior Management of the Company have affirmed compliance of the said code during the period under review.

Mumbai  
Date: 23/05/2016

**P. R. Damani**  
Chairman and Managing Director

**CFO Certificate under Clause 49(IX) of the Listing Agreement**

The Board of Directors,  
The Jamshri Ranjitsinghji Spg. & Wvg. Mills Co. Ltd

I have reviewed financial statements and the cash flow statement for the year and that to the best of my knowledge and belief :

- i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- iii) There are, to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- iv) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal control, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- v) I have indicated to the auditors and the Audit committee
  - a) There have been no significant changes in internal control over financial reporting during the year;
  - b) There have been no significant changes in accounting policies during the year;
  - c) There is no materially significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place:Mumbai  
Date: 23rd May, 2016

**Rajesh Damani**  
Joint Managing Director and CFO

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**CERTIFICATE OF CORPORATE GOVERNANCE**

To,  
The Members of The Jamshri Ranjitsinghji Spg. & Wvg. Mills Co. Ltd.

I have examined the compliance of Corporate by The Jamshri Ranjitsinghji Spg. & Wvg. Mills Co. Ltd. for the year ended March 31, 2016 as stipulated in clause 49 of the Listing Agreement of the Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. My examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring the Compliance with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of Corporate Governance as stipulated in the above mentioned Listing Agreement.

In my opinion and to the best of my information and according to the explanation given to me and is based on the representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate governance as stipulated in the above mentioned listing agreements.

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

**VIRENDRA BHATT**  
Practicing Company Secretary  
ACS No. 1157; CP No. 124

Place: Mumbai  
Date: 23rd May, 2016



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## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **INDUSTRY STRUCTURE AND DEVELOPMENTS**

The Indian Textile Industry plays an important role in the growth of the Indian economy. Apart from providing one of the basic necessities of life, the textiles industry also plays a pivotal role through its contribution to industrial output, employment generation and the export earnings of the country.

The sector is the second largest provider of employment after Agriculture. The Textile Industry occupies a vital place in the Indian economy and contributes substantially to its exports earnings. Textiles exports represent nearly 30 per cent of the country's total exports. It has a high weight age of over 20 per cent in the National production.

### **OUTLOOK, OPPORTUNITIES AND THREATS**

The Indian textiles industry is set for strong growth, buoyed by strong domestic consumption as well as export demand. According to report by India brand Equity Foundation, the domestic textile and apparel industry in India is estimated to reach USD 100 Billion by 2016-17 from USD 67 Billion in 2013-14.

Export of textiles and apparel from India are expected to increase to USD 65 Billion by 2016-17 from USD 38 Billion (provisional) during 2014-15. The future of Indian textile industry is highly depending on availability of raw material at a competitive price.

In the past, the textile industry did not develop in an organized manner and the policy favoured fragmentation resulting in organized players suffering heavily because of the distorted fiscal structure. Fortunately, in the last few years, the Government has now provided level playing field to all the sectors of textile industry and therefore, large investments are coming in the textile industry.

### **PERFORMANCE AND FUTURE OUTLOOK**

The Company has achieved Revenue from Operations of Rs. 6160.68 lakhs during the current financial year as against Rs. 5484.08 lakhs in the previous year i.e. an increase of 12.34%. The production of Yarn has also improved for 3000 tonnes in the previous year to 3400 tonnes in the current year i.e. a growth of approx 13%. Further, the Company has diversified the product mix by starting production of PC yarn as a new entrant in the market and has widened its marketing area by adding Ahmedabad & Hyderabad during the year, in addition to the markets of Bhilwada, Ichhalkarnaji & Bhiwandi

The profitability of the Company in FY 2015-16 has been affected because of wide fluctuations in the price of PSF, our main raw material, rise in power tariff and higher financial cost. The Company is slowly switching to coarser counts of yarn consequent upon installation of new carding machines, which is expected to increase in production of yarn by 10%. The Company has also planned to replace the existing 11KV transmission line to 33KV at the cost of Rs 200 lakhs which will help in reducing power cost by Rs 0.80/unit i.e. about Rs 86.40 lakhs/year. The Management is also taking steps to control the costs, where ever feasible, for improving the profitability of the Company.

India is one of the fastest growing economies in the world and steps taken by Central and State governments are showing materialism. As per market reports and current trends, the textile industry is expected to grow at a healthy pace. The Company is continually improving quality of its products and more emphasis is given on institutional supply. The Management plans to focus on more value added fabrics and yarn sales. Also, as a new approach, the Company plans to develop and enter into export markets for fabrics that look promising. The Company, through its operational efficiency and core competencies, plans to ensure better customer experience and quality control, thus develop and maintain closer and more cordial relationships with its corporate clients like Arvind Ltd., Morarjee Ltd., JCT Ltd., etc. and eventually strengthening its market position. Observing the demand for yarn, the Company has decided to source major part of the yarn for consumption in production of fabrics mostly from outside rather than its home production, thereby leading to increase in availability of more yarn for sale and increasing turnover. The Management is also planning to register its brand name 'Jamshri' and plans to sell ready to stitch fabrics under our own brand name, in due course. The Management is looking forward to improve the productivity, diversity of the product and thereby profitability in days ahead..

### **RISKS AND CONCERNS**

The Textile sector is hampered by shortage of trained and specialized human capital. Besides this the high volatile raw material prices, foreign exchange fluctuation, higher interest cost, labour cost and power cost are some of the major challenges the textile industry is facing.

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded, protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly.

### **FINANCIAL AND OPERATIONAL PERFORMANCE**

Please refer Director's Report.

### **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT.**

The Company continued to have cordial and harmonious relations with its employees. It considers manpower as its asset and that people had been the driving force for growth and expansion of the Company.

### **CAUTIONARY STATEMENT**

Certain statements in the "Management Discussion and Analysis" section may be forward looking and are stated as required by applicable laws and regulations. Many factors may affect the actual results, which could be different from what the Directors' envisage in terms of future performance and outlook.

**Annexure "II" to Directors' Report**

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016**

[Pursuant to section 204(1) of the companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
The Jamshri Ranjitsinghji Spinning and Weaving Mills Company Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by The Jamshri Ranjitsinghji Spinning and Weaving Mills Company Limited. (Hereinafter called the Company). Secretarial Audit was conducted in a manner that provides me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the The Jamshri Ranjitsinghji Spinning and Weaving Mills Company Limited . books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company, during the audit period covering the financial year ended on March 31, 2016 has prima facie complied with the statutory provisions listed hereunder:

I have examined the books, papers, minutes' books, forms and returns filed and other records maintained by The Jamshri Ranjitsinghji Spinning and Weaving Mills Company Limited ("the Company") for the financial year ended on March 31, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings-Not applicable to the Company during the audit period;

\* The following Regulations and Guidelines prescribed under Securities and Exchange Board of India Act, 1992 (SEBI Act):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

\* Though the following laws are prescribed in the format of Secretarial Audit Report by the Government, the same were not applicable to the Company for the financial year ended 31st March, 2016:-

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

- (v) For the other applicable laws our audit was limited to

- (a) Factories Act, 1948
- (b) Industrial Disputes Act, 1947
- (c) The Payment of Wages Act, 1936

**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

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- (d) The Minimum Wages Act, 1948
- (e) Employees State Insurance Act, 1948
- (f) The Employees Provident Fund & Miscellaneous Provisions Act, 1952
- (g) The Payment Of Bonus Act, 1965
- (h) The Payment of Gratuity Act, 1972
- (i) The Contract Labour (Regulations & Abolition) Act, 1970

(vi) I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) The listing agreements entered into by the Company with the Bombay Stock Exchange.

During the period under review the Company has prima facie complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

I further report that I rely on statutory auditor's reports in relation to the financial statements and accuracy of financial figures for, Sales Tax, Wealth Tax, Value Added Tax, Related Party Transactions, Provident Fund, ESIC, etc. as disclosed under financial statements, Accounting Standard 18 & note on foreign currency transactions during our audit period.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

I further report that as per the information provided generally adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

I further report that as per the information provided majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are generally adequate systems & processes in the Company commensurate with the size & operations of the Company to monitor & ensure compliance with applicable laws, rules, regulations & guidelines.

I further report that the management is responsible for compliances of all business laws. This responsibility includes maintenance of statutory registers/records required by the concerned authorities and internal control of the concerned department.

I further report that during the audit period the Company has no specific events like Public/Right/Preferential issue of shares/debentures/sweat equity, etc.

I further report that :

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. Where ever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the Management has conducted the affairs of the company.

**Indrabala Javeri**  
ACS No – 2209  
COP No – 7245

Place: Mumbai  
Date: 23.05.2016

## Annexure "III" to Directors' Report

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration) Rules, 2014.

## I. REGISTRATION &amp; OTHER DETAILS:

1. CN	L17111PN1907PLC000258
2. Registration Date	15-08-1907
3. Name of the Company	THE JAMSHRI RANJITSINGHJI SPINNING AND WEAVING MILLS COMPANY LIMITED
4. Category/Sub-category of the Company	PUBLIC COMPANY/ LIMITED BY SHARES
5. Address of the Registered office & contact details	FATEHCHAND DAMANI NAGAR, STATION ROAD, SOLAPUR-413001 MAHARASHTRA TELEPHONE : 0217-2380914 FAX : 0217 - 2380932
6. Whether listed company	YES
7. Name, Address & contact details of the Registrar & Transfer Agent, if any.	COMPUTECH SHARECAP LIMITED, 147, MAHATMA GANDHI ROAD, 3RD FLOOR, FORT, MUMBAI-400023 TELEPHONE: 02222635000/1/2/3

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	YARN	551120	63.16
2	CLOTH	551341	36.29

## III. WHAT TO FILL UP HERE AS IN THE PREVIOUS NOTHING IS WRITTEN

## IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## i) Category-wise Share Holding

Category of Shareholders	No. Of shares held at the beginning of the year (31.03.2015)				No. Of shares held at the end of the year (31.03.2016)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A Promoters</b>									
(1) Indian									
a) Individual/HUF	5242109	0	5242109	74.89%	5242109	0	5242109	74.89%	0.00%
b) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) State Govt (s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Bodies Corp	0	0	0.00%	0	0	0	0.00%	0.00%	0.00%
e) Banks/Fl	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Any Other (PAC)	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Sub-Total (A)(1)</b>	<b>5242109</b>	<b>0</b>	<b>5242109</b>	<b>74.89%</b>	<b>5242109</b>	<b>0</b>	<b>5242109</b>	<b>74.89%</b>	<b>0.00%</b>

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Category of Shareholders	No. Of shares held at the beginning of the year (31.03.2015)				No. Of shares held at the end of the year (31.03.2016)				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(2) Foreign</b>									
a) NRIs- Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Other - Individuals	0	0	0	0.00%	0	0	0	0.00%	0.00%
c) Bodies Corp	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) Banks/FI	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) E) Any Other	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Sub-total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Sub-Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Total Shareholding of Promoter (A)= (A)(1) + (A)(2)</b>	<b>5242109</b>	<b>0</b>	<b>5242109</b>	<b>74.89%</b>	<b>5242109</b>	<b>0</b>	<b>5242109</b>	<b>74.89%</b>	<b>0.00%</b>
<b>Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	200	200	0.00%	0	200	200	0.00%	0.00%
b) Banks/FI	1200	2480	3680	0.05%	1200	2480	3680	0.05%	0.00%
c) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0.00%
d) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0.00%
e) Venture Capital Funds	0	0	0	0.00%	0	0	0	0.00%	0.00%
f) Insurance Co	21189	0	21189	0.30%	21189	0	21189	0.30%	0.00%
g) FIs	0	100	100	0.00%	0	100	100	0.00%	0.00%
h) Foreign Venture Capital Fund	0	0	0	0.00%	0	0	0	0.00%	0.00%
i) Foreign Portfolio Investor (Corporate)	0	0	0	0.00%	0	0	0	0.00%	0.00%
j) Others (Specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Sub-total (B) (1)</b>	<b>22389</b>	<b>2780</b>	<b>25169</b>	<b>0.36%</b>	<b>22389</b>	<b>2780</b>	<b>25169</b>	<b>0.36%</b>	<b>0.00%</b>
<b>2. Non Institutional</b>									
a) Bodies Corp.									
i) Indian	33238	5098	38336	0.55%	41136	4598	45734	0.65%	16.18%
ii) Overseas	0	0	0	0.00%	0	0	0	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	543570	468439	1012009	14.46%	567678	461238	1028916	14.70%	1.64%
i) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	506057	0	506057	7.23%	485502	0	485502	6.94%	-4.23%
c) Others (specify)	0	0	0	0.00%	0	0	0	0.00%	0.00%
Clearing Member	0	0	0	0.00%	0	0	0	0.00%	0.00%
Foreign Nationals									
- Non Resident Indians (Repat)	30434	0	30434	0.43%	27634	0	27634	0.39%	-10.13%
- Non Resident Indians (Non Repat)	2900	142550	145450	2.08%	2450	142050	144500	2.06%	-0.66%
Trust	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Sub total (B)(2)</b>	<b>1116199</b>	<b>616087</b>	<b>1732286</b>	<b>24.75%</b>	<b>1124400</b>	<b>607886</b>	<b>1732286</b>	<b>24.75%</b>	<b>2.80%</b>
<b>Total Public shareholding (B)=(B)(1) + (B)(2)</b>	<b>1138588</b>	<b>618867</b>	<b>1757455</b>	<b>25.11%</b>	<b>1146789</b>	<b>610666</b>	<b>1757455</b>	<b>25.11%</b>	<b>2.80%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0.00%	0	0	0	0.00%	0.00%
<b>Grand Total (A+B+C)</b>	<b>6380697</b>	<b>618867</b>	<b>6999564</b>	<b>100.00%</b>	<b>6388898</b>	<b>610666</b>	<b>6999564</b>	<b>100.00%</b>	<b>2.80%</b>

ii) Shareholding of Promoters

Sl. No	Shareholder's name	Share holding at the beginning of the year 31.03.2015			Share holding at the end of the year 31.03.2016			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares	No of shares pledged/encumbered to total shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	
1	DAMANI BIMLA DEVI	3521604	50.31%	0.00%	3521604	50.31%	0.00%	0.00%
2	PREM RATAN BHAIURATAN DAMANI	1684697	24.07%	0.00%	1684697	24.07%	0.00%	0.00%
3	REKHA THIRANI	35808	0.51%	0.00%	35808	0.51%	0.00%	0.00%
<b>Total:</b>		<b>5242109</b>	<b>74.89%</b>	<b>0.00%</b>	<b>5242109</b>	<b>74.89%</b>	<b>0.00%</b>	<b>0.00%</b>

iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl No	Shareholder's name	Share holding	
		No. of shares	% of total shares of the company
1	At the beginning of the Year 31.03.2015 Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease At the end of the year 31.03.2016	0	0.00%
2	At the beginning of the Year 31.03.2015 Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease At the end of the year 31.03.2016	0	0.00%
<b>Total:</b>		<b>0</b>	<b>0.00%</b>

iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl.No	Shareholder's name	Share holding	
		No. of shares	% of total shares of the company
1	<b>SWATI SURAJRATAN AGRAWAL</b> At the beginning of the Year 31.03.2015 Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease At the end of the year 31.03.2016	369241 0 369241	5.28% 0.00% 5.28%
2	<b>MAHENDRA GIRDHARILAL</b> At the beginning of the Year 31.03.2015 Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease At the end of the year 31.03.2016	27264 0 27264	0.39% 0.00% 0.39%

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<b>3 RAKHEE RAJGARHIA</b>		
At the beginning of the Year 31.03.2015	23764	0.34%
Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
At the end of the year 31.03.2016	23764	0.34%
<b>4 LIFE INSURANCE CORPORATION OF INDIA</b>		
At the beginning of the Year 31.03.2015	21189	0.30%
Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
At the end of the year 31.03.2016	21189	0.30%
<b>5 ANGEL BROKING PRIVATE LIMITED</b>		
At the beginning of the Year 31.03.2015	18950	0.27%
7th Aug 2015 - Purchase of Shares - As per CDSL Download	311	0.00%
21st Aug 2015 - Sale of Shares - As per CDSL Download	85	0.00%
28th Aug 2015 - Sale of Shares - As per CDSL Download	11	0.00%
9th Oct 2015 - Sale of Shares - As per CDSL Download	200	0.00%
13th Nov 2015 - Sale of Shares - As per CDSL Download	15	0.00%
8th Jan 2016 - Sale of Shares - As per CDSL Download	18950	0.27%
At the end of the year 31.03.2016	0	0.00%
<b>6 RASHMI ASHOK MOHTA</b>		
At the beginning of the Year 31.03.2015	13600	0.19%
5th Jun 2015 - Purchase of Shares - As per NSDL Download	400	0.01%
At the end of the year 31.03.2016	14000	0.20%
<b>7 ARVINDKUMAR SHIVKUMAR JAIN</b>		
At the beginning of the Year 31.03.2015	13587	0.19%
14th Aug 2015 - Sale of Shares - As per NSDL Download	300	0.00%
19th Feb 2016 - Sale of Shares - As per NSDL Download	205	0.00%
At the end of the year 31.03.2016	13082	0.19%
<b>8 RANI ARVINDKUMAR JAIN</b>		
At the beginning of the Year 31.03.2015	13391	0.19%
1st May 2015 - Sale of Shares - As per NSDL Download	2000	0.03%
At the end of the year 31.03.2016	11391	0.16%
<b>9 SARDARMAL RAMAWAT</b>		
At the beginning of the Year 31.03.2015	-	0.19%
16th May 2015 - Sale of Shares - As per NSDL Download	13319	0.00%
At the end of the year 31.03.2016	13319	0.19%
<b>10 ANITA GOEL</b>		
At the beginning of the Year 31.03.2015	12941	0.18%
18th Mar 2016 - Purchase of Shares - As per NSDL Download	500	0.01%
At the end of the year 31.03.2015	13441	0.19%
<b>Total:</b>		

## v) Shareholding of Directors and Key Managerial Personnel:

Sl. No	For Each of the Directors/KMP	Share holding	
		No. of shares	% of total shares of the Co.
<b>Directors</b>			
<b>1</b>	<b>Shri P R Damani</b>		
	At the beginning of the Year 31.03.2015	1684697	24.07%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2015	1684697	24.07%
<b>2</b>	<b>Shri E A K Fazullabhoj</b>		
	At the beginning of the Year 31.03.2015	1565	0.02%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2016	1565	0.02%
<b>3</b>	<b>Shri Surendra Kumar Somany</b>		
	At the beginning of the Year 31.03.2015	100	0.00%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2016	100	0.00%
<b>4</b>	<b>Shri Kiranbhai J Shah</b>		
	At the beginning of the Year 31.03.2015	0	0.00%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2016	0	0.00%
<b>5</b>	<b>Shri Rajesh Damani</b>		
	At the beginning of the Year 31.03.2015	0	0.00%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2016	0	0.00%
<b>6</b>	<b>Shri Balkishan Mohta</b>		
	At the beginning of the Year 31.03.2015	0	0.00%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2016	0	0.00%
<b>7</b>	<b>Shri Bipinbhai Patel</b>		
	At the beginning of the Year 31.03.2015	0	0.00%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2016	0	0.00%
<b>8</b>	<b>Smt. Rekha Thirani</b>		
	At the beginning of the Year 31.03.2015	35808	0.51%
	Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
	At the end of the year 31.03.2016	35808	0.51%



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<b>KMP</b>		
<b>1 Shri J M Adhia</b>		
At the beginning of the Year 31.03.2015	0	0.00%
17th Apr 2016 - Purchase of Shares	600	0.00%
At the end of the year 31.03.2016	600	0.00%
<b>2 Shri Vijay Katare</b>		
At the beginning of the Year 31.03.2015	0	0.00%
Date wise Increase/Decrease in shareholding during the year, specifying the reason for increase/decrease	0	0.00%
At the end of the year 31.03.2016	0	0.00%

**vi) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	44065384	25474657	—	69540041
ii) Interest due but not paid	—	—	—	—
iii) Interest accrued but not due	—	—	—	—
Total (i+ii+iii)	44065384	25474657	—	69540041
Change in Indebtedness during the financial year				
* Addition	51907044	—	—	51907044
* Reduction	—	(25474657)	—	(25474657)
Net Change	51907044	(25474657)	—	26432387
Indebtedness at the end of the financial year				
i) Principal Amount	95972428	—	—	95972428
ii) Interest due but not paid	—	—	—	—
iii) Interest accrued but not due	—	—	—	—
<b>Total (i+ii+iii)</b>	<b>95972428</b>	<b>—</b>	<b>—</b>	<b>95972428</b>

**vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		SHRI P.R. DAMANI	SHRI RAJESH DAMANI	
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1843898	806999	2650897
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	—	—	—
(c)	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	—	—	—
2	Stock Option	—	—	—
3	Sweat Equity	—	—	—
4	Commission	—	—	—
	- as % of profit			
	- others, specify...			
5	Others, please specify			
	Total (A)	1843898	806999	2650897
	Ceiling as per the Act	4200000	4200000	8400000

**B. Remuneration to other Directors**

SN.	Particulars of Remuneration	Name of Directors					Total Amount
		SHRI S.K. SOMANY	SHRI B.K. MOHTA	SHRI KIRANBHAI J SHAH	SHRI E A K FAIZULLA BHOY	SHRI BIPINBHAI M PATEL	
1	Independent Directors						
	Fee for attending board committee meetings	12750	14750	10750	7000	750	46000
	Commission	—	—	—	—	—	—
	Others, please specify	—	—	—	—	—	—
	<b>Total (1)</b>	<b>12750</b>	<b>14750</b>	<b>10750</b>	<b>7000</b>	<b>750</b>	<b>46000</b>
2	Other Non-Executive Directors						
		<b>SMT. REKHA THIRANI</b>					
	Fee for attending board committee meetings	11750	—	—	—	—	11750
	Commission	—	—	—	—	—	—
	Others, please specify	—	—	—	—	—	—
	Total (2)	11750	—	—	—	—	—
	Total (B)=(1+2)	24500	14750	10750	7000	750	57750
	Total Managerial Remuneration (A+B)						2708647
	Overall Ceiling as per the Act						8400000

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

SN	Particulars of Remuneration	Key Managerial Personnel			Total
		PRESIDENT MR. J.M.ADHIA	VICE PRESIDENT MR. VIJAY KATARE	CFO*	
1	Gross salary				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,86,420/-	12,07,220/-	—	2493640
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	—	—	—	—
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	—	—	—	—
2	Stock Option	—	—	—	—
3	Sweat Equity	—	—	—	—
4	Commission				
	- as % of profit	—	—	—	—
	others, specify...	—	—	—	—
5	Others, please specify				
	<b>Total</b>	<b>12,86,420/-</b>	<b>12,07,220/-</b>	<b>—</b>	<b>2493640</b>

\* Shri Rajesh Damani , Joint Managing Director is CFO and remuneration is shown under Director.

**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

**viii. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
<b>B. DIRECTORS</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	—	—	—	—	—
Punishment	—	—	—	—	—
Compounding	—	—	—	—	—

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**Annexure “IV” Directors’ Report**

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014:

**A CONSERVATION OF ENERGY**

**a. ENERGY CONSERVATION MEASURE TAKEN.**

- i) 15 nos. LED Tube lights are installed.
- ii) Inverter drive fitted on one Autoconer winding machine.
- iii) High efficiency pump installed for Humidification plant.
- iv) Energy efficient spindle oil is used on Ring Frame.
- v) Belt drive mechanism modified on TFO machine.

**b. ADDITIONAL INVESTMENT AND PROPOSAL IF ANY BEING IMPLEMENTED FOR REDUCTION CONSUMPTION OF ENERGY.**

- i) To replace further TC-84 tube lights by LED tube lights.
- ii) To install further more inverters on Autoconer winding machines.
- iii) To change energy efficient spindles on Ring Frame.

**c. IMPACT OF MEASURES (a) AND (b) ABOVE FOR REDUCTION OF ENERGY CONSUMPTION ON THE COST OF PRODUCTION OF GOODS.**

- i) LED tube lights are saving the energy.
- ii) Inverters fitted on Autoconer are saving considerable energy.
- iii) The unit consumption has reduced due to energy efficient pump.
- iv) Energy saving oil has reduced the energy consumption.
- v) The modified design on TFO has reduced energy consumption.
- vi) The energy efficient spindles will save the energy.

**d. TOTAL ENERGY CONSUMPTION ENERGY CONSUMPTION PER UNIT OF THE PRODUCTION: FROM-“A” ENCLOSED.**

**B. TECHNOLOGY ABSORPTION.**

EFFORTS MADE IN TECHNOLOGY ABSORPTION:FROM-“B” ENCLOSED.

**C. FOREIGN EXCHANGE EARNING AND OUTGO.**

(RS.IN LACS)

- |                            |     |
|----------------------------|-----|
| i) Foreign currency earned | NIL |
| ii) Foreign currency used. | NIL |

FORM "A"

**A. POWER AND FUEL CONSUMPTION**

	<b>CURRENT YEAR</b>	<b>PREVIOUS YEAR</b>
<b>1. Electricity</b>		
a) Purchased		
Unit (Kwh) in lacs	102.95	94.86
Total Amount ( Rs. In Lacs )	734.81	644.62
Rates/ Unit (Rs.)	7.14	6.80
b) Own generation through Diesel Generator		
Unit (Kwh) in lacs	0.00	0.00
Total Amount ( Rs. In Lacs)	0.00	0.00
Cost/ Unit ( Rs.)	0.00	0.00
<b>2. Coal</b>		
Quantity in M. Tons.	0.00	0.00
Total Cost ( Rs.InLacs)	0.00	0.00
Average Rate ( Rs./M. Tons)	0.00	0.00
<b>3. Other fuels</b>		
Quantity in M. Tons	0.00	0.00
Total Cost ( Rs.InLacs)	0.00	0.00
Average Rate ( Rs./M. Tons )	0.00	0.00
<b>B. CONSUMPTION PER UNIT OF PRODUCTION</b>		
1. Electricity ( Units )		
Per Kg of Yarn.	2.92	3.02
Per Linear Meter of Fabric	0.00	0.00
2. Fuels (Rs.)		
Per Kg of Yarn.	0.00	0.00
Per Linear Meter of Fabric	0.00	0.00

FORM-B

**DISCLOSURE OF PARTICULARS WITH RESPECT OF TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT (R&D)**

**1. SPECIFIC AREAS IN WHICH R&D CARRIED OUT BY THE COMPANY.**

- i) Different types of fancy yarns are developed.
- ii) Polyester Cotton process is established.
- iii) Neps generation and removal efficiency is optimized through AFIS system.
- iv) The A% on RSB machine is improved by DC to AC conversion.
- v) Top Arm pressure on speed frame is optimized.
- vi) Defective spindles on Autoconer winding machine are identified.
- vii) Various trials taken to normalize EYC cuts on Autoconer.

**2. BENEFIT DERIVED AS A RESULT OF THE ABOVE R&D PRODUCT DEVELOPMENT / IMPROVEMENT.**

- i) The fancy yarn has added market value of the yarn.
- ii) The additional variety of polyester cotton yarn is made available to improve market flexibility.
- iii) The neps control on Blow Room & carding have reduced imperfections in yarn quality.
- iv) An improvement in A% has reduced CV% in the yarn.
- v) Speed frame top Arm pressure uniformity has improved yarn quality.
- vi) The Autoconer winding machine productivity has improved by attending defective spindles.
- vii) The efficiency of Autoconer winding machine is improved by reducing unnecessary EYC cuts.

**3. IMPORT SUBSTITUTION Nil**

**4. FURTHER PLAN OF ACTION.**

- i) To develop semi combed yarn.
- ii) To improve work practice of machine operator.

**5. EXPENDITURE ON R&D (Rs. In LACS)**

A) CAPITAL	Nil
B) RECURRING	11.95
C) TOTAL	11.95
D) TOTAL R&D EXPENDITURE AS PERCENTAGE OF TOTAL TURNOVER	00.18

**6. TECHNOLOGY ABSORPTION, ADOPTION INNOVATION**

**EFFORTS IN BRIEF MADE TOWARDS TECHNOLOGY ABSORPTION, ADOPTION, INNOVATION AND BENEFITS AS RESULT THEREOF.**

- i) An increase in quantity of power purchased through Bilateral open access has given considerable saving.
- ii) Efforts for establishing quality & productivity of yarn are in progress.

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## **INDEPENDENT AUDITOR'S REPORT**

TO THE MEMBERS OF  
THE JAMSHRI RANJITSINGHJI SPG & WVG MILLS CO. LTD

### **Report on the Financial Statements**

We have audited the accompanying financial statements of **THE JAMSHRI RANJITSINGHJI SPG & WVG MILLS CO. LTD** ('the Company'), which comprise the Balance Sheet as at 31 March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### **MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, as applicable.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder section 143(11) of the Act.

We conducted our audit of financial statement in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **OPINION**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2016, and its profit and its cash flows for the year ended on that date.

### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and 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 it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are

- in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under Section 133 of the Act, as applicable.
- (e) On the basis of the written representations received from the directors as on 31 March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "ANNEXURE B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company does not have any pending litigations which would impact its financial position
  - The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses
  - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" statement on the matters specified in the paragraph 3 and 4 of the CARO 2016 Order.

**For Mittal & Associates**  
Chartered Accountants  
(Firm's Registration No. 106456W)

**Hemant Bohra**  
Partner  
(Membership No. 165667)

Mumbai,  
23rd May 2016

#### **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

THE MEMBERS OF,  
THE JAMSHRI RANJITSINGHJI SPG & WVG MILLS CO. LTD

Referred to in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of THE JAMSHRI RANJITSINGHJI SPG & WVG MILLS CO. LTD on the financial statement for the Year ended March, 31 2016.

- (i) In respect of its fixed assets:
- the Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
  - as explained to us, these fixed assets have been physically verified by the management during the year, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification;
  - the title deeds of immovable properties are held in the name of the Company.;
- (ii) In respect of its inventories:
- As explained to us, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed;
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

Therefore, para (iii)(a), (b) and (c) not applicable to the Companies.



**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

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- (iv) In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees, and security the provisions of section 185 and 186 of the Companies Act, 2013 has not applicable to the Company.
- (v) In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits from the public.
- (vi) We have broadly reviewed the books of accounts maintained by the Company in respect of products where, pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under section 148(1) of the Act. We are of the opinion, that prima facie the prescribed accounts and records have been made and maintained. The contents of these accounts and records have not been examined by us.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities;
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no disputed amounts outstanding in respect of Income Tax, Sales Tax/Wealth Tax/Service Tax/Custom Duty/Excise Duty as on 31st March 2016.
- (viii) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowing to a bank. The Company has not taken any loans from financial institution, Government nor has it issued any debentures.
- (ix) According to the records of the Company examined by us and the information and explanations given to us, the term loans have been applied by the Company during the year for the purpose for which they were raised, other than temporary deployment pending application. The Company has not raised moneys by way of initial public offer or further public offer
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instances of any fraud by the company or any fraud on the Company by its officers or employees;
- (xi) According to the records of the Company examined by us and the information and explanations given to us, in our opinion, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act 2013.
- (xii) The Company is not a Nidhi Company and hence reporting under this clause is not applicable.
- (xiii) According to the records of the Company examined by us and the information and explanations given to us, in our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;
- (xiv) According to the records of the Company examined by us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence this clause is not applicable to the Company.
- (xv) According to the records of the Company examined by us and the information and explanations given to us, in our opinion, the Company has not entered into any non-cash transactions with directors or persons connected with them and hence this clause is not applicable to the Company.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For and on Behalf of  
**MITTAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No.106456W)

**Hemant Bohra**  
Partner  
M. No. 165667

Place: Mumbai,  
Dated: 23rd May, 2016

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**ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of THE JAMSHRI RANJITSINGHJI SPG & WVG MILLS CO. LTD (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance 168 Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on, “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”].

**For MITTAL & ASSOCIATES**  
Chartered Accountants  
(Firm’s Registration No.106456W)

**Hemant Bohra**  
Partner  
(Membership No.165667)

Place: Mumbai  
Date: 23rd May 2016

THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

**BALANCE SHEET AS AT 31ST MARCH , 2016**

PARTICULARS	Note No.	As at 31st March , 2016 Rs	As at 31st March , 2015 Rs
<b>I. EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDERS' FUNDS</b>			
a) Share capital	3	69,936,500	69,936,500
b) Reserves and surplus	4	4,875,629	3,479,831
<b>NON-CURRENT LIABILITIES</b>			
a) Long term Borrowing	5	5,171,465	-
b) Long-term provisions	6	10,077,475	8,476,173
<b>CURRENT LIABILITIES</b>			
a) Short term Borrowing	7	90,800,963	69,540,041
b) Trade payables	8	27,145,789	10,535,087
c) Other current liabilities	9	5,992,559	9,631,686
d) Short-term provisions	10	16,543,690	8,263,140
<b>TOTAL</b>		<b>230,544,070</b>	<b>179,862,458</b>
<b>II. ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
a) Fixed assets			
Tangible assets	11	64,764,590	47,429,251
b) Non Current Investments	12	1,000,000	1,000,000
c) Long-term loans and advances	13	11,236,814	14,214,397
d) Other non-current assets		-	-
<b>CURRENT ASSETS</b>			
a) Inventories	14	57,088,120	39,266,196
b) Trade receivables	15	77,281,551	64,148,826
c) Cash and cash equivalents	16	7,041,337	1,404,372
d) Short-term loans and advances	17	436,417	6,027,872
e) Other Current Assets	18	11,695,240	6,371,545
<b>TOTAL</b>		<b>230,544,070</b>	<b>179,862,458</b>
Significant Accounting Policies	1		
Notes on Accounts	2		
See accompanying notes are an integral part of the financial statement			

**As per our Report attached**  
**MITTAL & ASSOCIATES**  
*Chartered Accountants*  
(Firm Registration No. 106456W)

For and on Behalf of

**P. R. DAMANI**  
*CHAIRMAN & MANAGING DIRECTOR*

**RAJESH DAMANI**  
*JOINT MANAGING DIRECTOR*

**HEMANT BOHRA**  
*PARTNER*  
M.No.165667

**S.K. SOMANY**  
*AUDIT COMMITTEE CHAIRMAN*

**SHWETA R. KALANTRI**  
*COMPANY SECRETARY*  
M.NO. A26092

PLACE : MUMBAI  
DATE :- 23rd May,2016

**PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2016**

PARTICULARS	Note No.	Year ended 31st March 2016 Rs.	Year ended 31st March 2015 Rs.
<b>INCOME</b>			
I. Revenue from Operations	19	616,068,491	548,407,683
Less : Excise Duty		-	-
II. Other Income	20	5,864,122	5,795,092
<b>III. Total Revenue ( I + II)</b>		<b>621,932,613</b>	<b>554,202,775</b>
<b>IV. EXPENSES</b>			
(a) Cost of Materials Consumed	21	375,970,916	361,090,396
(b) Changes in inventories of finished goods, Work in progress.	22	(9,714,194)	(12,259,452)
(c) Employee Benefit expense	23	50,542,317	43,744,790
(d) Finance Costs	24	11,591,342	6,478,603
(e) Depreciation	11	8,474,852	5,574,049
(f) Other expenses	25	183,821,104	139,883,943
<b>Total Expenses</b>		<b>620,686,337</b>	<b>544,512,329</b>
<b>V. Profit/Loss before Exceptional/Extra Ordinary and Tax</b>		<b>1,246,276</b>	<b>9,690,447</b>
<b>VI. Exceptional items (nett)</b>		<b>499,523</b>	<b>6,000,000</b>
<b>VII. Profit/Loss before Extra Ordinary and Tax</b>		<b>1,745,799</b>	<b>15,690,447</b>
<b>VIII. Extra Ordinary Items</b>		<b>-</b>	<b>-</b>
<b>IX. Profit/(Loss) Before tax</b>		<b>1,745,799</b>	<b>15,690,447</b>
<b>X. Tax Expense</b>			
Current Tax		<b>350,000</b>	<b>2,400,000</b>
<b>XI. Profit/(loss) After tax</b>		<b>1,395,799</b>	<b>13,290,447</b>
<b>XII. Profit/ (loss) for the period from continuing operations</b>		<b>1,395,799</b>	<b>13,290,447</b>
<b>Earnings per equity share</b>			
<b>Basic &amp; Diluted Earning per share</b>		<b>0.20</b>	<b>1.90</b>
Significant Accounting Policies	1		
Notes on Accounts	2		
The accompanying notes are an integral part of the financial statement			

**As per our Report attached**  
**MITTAL & ASSOCIATES**  
Chartered Accountants  
(Firm Registration No. 106456W)

For and on Behalf of

**P. R. DAMANI**  
CHAIRMAN & MANAGING DIRECTOR

**RAJESH DAMANI**  
JOINT MANAGING DIRECTOR

**HEMANT BOHRA**  
PARTNER  
M.No.165667

**S.K. SOMANY**  
AUDIT COMMITTEE CHAIRMAN

**SHWETA R. KALANTRI**  
COMPANY SECRETARY  
M.NO. A26092

PLACE : MUMBAI  
DATE :- 23rd May,2016

**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016**

	Year Ended 31st March 2016		Year Ended 31st March 2015	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
<b>A. CASH FLOW FROM OPERATION ACTIVITIES:</b>				
Net Profit/ (Loss) Before Tax		1,745,799		15,690,447
Adjustments for:				
Depreciation	8,473,976		5,574,049	
Loss/(Profit) On sale Of Fixed Assets (Net)	(2,099,430)		(6,322,931)	
Dividend Received	(8,123)		(60,667)	
Interest Charged	11,591,342		6,478,603	
Interest Received	(582,939)		(672,552)	
Provision for Gratuity / Leave encashment	1,601,302		1,381,813	
Cancellation of shares-Vy bank	-		-	
		18,976,128		6,378,315
Operating Profit/(Loss) Before Working Capital Changes.		20,721,927		22,068,762
Adjustments for:				
Trade & Other Receivables	(9,949,624)		(42,117,250)	
Inventories	(17,821,924)		(18,369,408)	
Trade Payables	21,252,128		(803,097)	
		(6,519,420)		(61,289,755)
Cash Generated / (utilised) From Operations.		14,202,507		(39,220,993)
Direct Taxes (Paid)/ Received	(287,759)		(1,056,254)	
		(287,759)		(1,056,254)
Net Cash Generated / (utilised) From Operating Activity		13,914,748		(40,277,247)
<b>B. Cash Flow From Investing Activity</b>				
Purchase Of Fixed Assets	(26,241,283)		(17,120,960)	
Sale Of Fixed Assets	2,531,393		7,438,412	
Sale /(Purchase) Of Investments			(500,000)	
Interest Received	582,939		672,552	
Dividend Received	8,123		60,667	
Cancellation of shares-Vy bank	-		-	
Net Cash Used In Investing Activities.		(23,118,828)		(9,449,329)
<b>C. Cash Flow From Financing Activity</b>				
Proceeds from Share Issue	-		-	
Proceeds/(Repayments) From/ Of Borrowings (Net)	26,432,387		52,923,951	
Interest Paid	(11,591,342)		(6,478,603)	
Net Cash Used In Financing Activities.		14,841,045		46,445,348
Net Increase/(Decrease) In Cash & Cash Equivalents(A+B+C)		5,636,965		(3,281,228)
Cash & cash Equivalents Opening Balance		1,404,372		4,685,600
		7,041,337		1,404,372
Cash & Cash Equivalents Closing Balance		7,041,337		1,404,372
		7,041,337		1,404,372

**Note:-**

- 1) The above Cash Flow Statement has been prepared under the "indirect method" as set out in the Accounting Standard 3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.
- 2) Previous year's figures have been regrouped wherever necessary.
- 3) Cash Out Flows are shown in brackets

**As per our Report attached**  
**MITTAL & ASSOCIATES**  
 Chartered Accountants  
 (Firm Registration No. 106456W)

For and on Behalf of

**P. R. DAMANI**  
 CHAIRMAN & MANAGING DIRECTOR

**RAJESH DAMANI**  
 JOINT MANAGING DIRECTOR

**HEMANT BOHRA**  
 PARTNER  
 M.No.165667

**S.K. SOMANY**  
 AUDIT COMMITTEE CHAIRMAN

**SHWETA R. KALANTRI**  
 COMPANY SECRETARY  
 M.NO. A26092

PLACE : MUMBAI  
 DATE :- May 23, 2016

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## 1. SIGNIFICANT ACCOUNTING POLICIES

### 1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013, and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements are prepared on accrual basis under the historical cost convention, except for certain Fixed Assets which are carried at revalued amounts. The financial statements are presented in Indian rupees.

### 1.2 USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

### 1.3 FIXED ASSETS

#### Tangible Assets

Tangible Assets are stated at cost net of recoverable taxes, trade discounts and rebates and include amounts added on revaluation, less accumulated depreciation and impairment loss, if any. The cost of Tangible Assets comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use.

Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress.

### 1.4 DEPRECIATION, AMORTISATION AND DEPLETION

#### Tangible Assets

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method except in case of assets pertaining to Refining segment and SEZ units / developer where depreciation is provided on Straight Line Method (SLM).

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

### 1.5 IMPAIRMENT

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

### 1.6 INVESTMENTS

Current investments are carried at lower of cost and quoted/fair value, computed category-wise.

Non Current investments are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

### 1.7 INVENTORIES

Items of inventories are measured at lower of cost and net realizable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.

- i) Cost of raw materials, stores and spares are determined on First-in-First-Out basis.
- ii) Material in progress on the basis of cost of raw materials issued, direct labour and appropriate factory overheads and with reasonable estimates, where necessary, upto the stage of completion.

## THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

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- iii) Finished goods on the basis of cost of raw material, direct labour and appropriate factory overheads and with reasonable estimates, where necessary.

### 1.8 REVENUE RECOGNITION

Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, excise duty and sales during trial run period, adjusted for discounts (net).

Dividend income is recognized when the right to receive payment is established.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

### 1.9 EMPLOYEE BENEFITS

#### Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services. These benefits include performance incentive and compensated absences.

#### Post-Employment Benefits

##### Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Pension Scheme, ESIC and Labour Welfare fund. The Company's contribution is recognised as an expense in the Profit and Loss Statement during the period in which the employee renders the related service.

##### Defined Benefit Plans

The liability in respect of defined benefit plans and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Actuarial gains and losses in respect of post-employment and other long term benefits are charged to the Profit and Loss Statement.

### 1.10 RESEARCH AND DEVELOPMENT EXPENSES

Revenue expenditure pertaining to research is charged to the Profit and Loss Statement. Development costs of products are charged to the Profit and Loss Statement unless a product's technological feasibility has been established, in which case such expenditure is capitalized.

### 1.11 INCOME TAXES

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/ period. Deferred tax assets are recognised only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognised if there is virtual certainty that sufficient future taxable income will be available to realise the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

### 1.12 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provision is recognised in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote.

Contingent assets are neither recognized nor disclosed in the financial statements.

**2. NOTES ON ACCOUNTS****2.1 LIST OF RELATED PARTIES:****A) ASSOCIATES / JOINT VENTURES:**

SR. NO.	PARTICULARS	RELATIONSHIP
1.	MR. P R DAMANI	MANAGING DIRECTOR
2.	MR. RAJESH DAMANI	JOINT MANAGING DIRECTOR
3.	SMT. REKHATHIRANI	DIRECTOR

WE CONFIRM THAT THE FOLLOWING ARE THE KEY MANAGEMENT PERSONNEL OF THE COMPANY:

**B) KEY MANAGEMENT PERSONNEL:**

SR. NO.	PARTICULARS
1.	SHRI J. M. ADHIA
2.	SHRI VIJAY KATARE

**2.2 Related party disclosures enterprises in which the promoter directors are interested.**

Sr. No.	Name of the related party	Transaction	Amount (Rs.)	Balance due to related parties As on 31-3-2016 (Rs.)
1	Mr P R Damani (Managing Director)	Remuneration	1843898/- (8,54,850/-)	137000/- ( 51500/-)
2	Mr. Rajesh Damani (Joint Managing Director)	Remuneration	806999/- (3,83,400/-)	53100/- (45600/-)
3	Chatur Properties Pvt Ltd.	Leave Licence fees	3382759/- (3400000/-)	Nil

**2.3 Key management Personnel disclosure:**

Sr.No.	Name of the Key Management	Transaction	Amount (Rs.)	Balance due to related parties as on 31-3-2016 (Rs.)
1	Mr. J.M. Adhia (President )	Salary	12,86,420/- (11,78,900/-)	59190/- (55350/-)
2	Mr Vijay Katare (Vice President)	Salary	12,07,220/- (1067875/-)	50640/- (49800/-)

Figures in brackets represent previous year's figures.

**2.4. Provision for taxation :**

- (a) Current tax: In view of the carried forward losses the company has no taxable income. However Provision for MAT is done.
- (b) Deferred Tax (AS 22): In view of the carried forward losses the company has deferred tax assets. However, as a matter of prudence the same has not been recognized in the financial statements since the management is not certain that sufficient taxable income will be available in the future against which such deferred tax assets could be adjusted.



**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

**2.5 Employee Defined Benefits:-**

(As per Actuarial Valuation as on March 31, 2016)

		Gratuity		Leave Encashment	
		Mar-2016 Rs	Mar-2015 Rs	Mar-2016 Rs	Mar-2015 Rs.
(i)	Expenses recognized during the year ended March 31, 2016 (included in Schedule of Profit & Loss Account)				
1.	Current Service Cost	652744	335355	773347	614775
2.	Interest Cost	591768	612863	137347	127003
3.	Expected return on plan assets	-	-	-	-
4.	Actuarial Loss / (Gain)	95037	434452	16723	(325858)
5.	<b>Total Expense</b>	<b>1339549</b>	<b>1382273</b>	<b>927095</b>	<b>415920</b>
(ii)	Net Asset / (Liability) recognized in the Balance Sheet as at March 31, 2016				
1.	Present Value Defined Benefit obligation	7884663	6893930	2649038	1791510
2.	Fair value of plan assets	-	-	-	-
3.	Funded status (Surplus / (Deficit))	(8628437)	(7884663)	(2649038)	(1791510)
4.	Net asset / (Liability)	(8628437)	(7884663)	(2649038)	(1791510)
(iii)	Change in obligation during the year ended March 31, 2016				
1.	Present value of Defined Benefit Obligation at the beginning of the year	7884663	6896930	1791510	1400430
2.	Current Service Cost	652744	335355	773347	614775
3.	Interest Cost	591768	612863	137025	127003
4.	Settlement Cost	-	-	-	-
5.	Past Service Cost	-	-	-	-
6.	Employee Contributions	-	-	-	-
7.	Actuarial (Gains) / Losses	95037	434452	16723	(325858)
8.	Benefit Payments	(595775)	(391937)	(69567)	(24840)
9.	Present value of Defined Benefit Obligation at the end of the year	8628437	7884663	2649038	1791510
(iv)	Change in Assets during the year ended March 31, 2016	-	-	-	-
	Actuarial Assumptions:				
1.	Discount Rate	8%	7.80%	8%	7.80%
2.	Expected rate of return on plan assets	-	-	-	-
3.	Expected rate of salary increase	4.00%	4.00%	4.00%	4.00%
4.	Mortality Pre-retirement	IALM (2006-08) ULT	IALM (2006-08) ULT	IALM (2006-08) ULT	IALM (2006-08) ULT
5.	Withdrawal rates-up to Age 44	2.00%	2.00%	2.00%	2.00%
	Withdrawal rates 45 and above	1.00%	1.00%	1.00%	1.00%

**2.6 EARNING PER SHARE:**

	2015-2016	2014-2015
NUMERATOR- PROFIT / (LOSS)	1395799	13290447
DENOMINATOR – WEIGHTED AVERAGE NUMBER OF SHARES	6999564	6999564
BASIC EARNINGS PER SHARE	0.20	1.90
DILUTED EARNINGS PER SHARE	0.20	1.90

2.7 Statutory information in the case of manufacturing companies are as certified by the management.

Production Consumables	Value	Percentage
<u>STORES &amp; SPARES PARTS CONSUMED</u>		
Indigenous	32739460	100%
<u>RAW MATERIALS CONSUMED</u>		
Indigenous	375970916	100%

2.8 No confirmation has been received from the enterprises regarding Micro, Small and Medium enterprises as defined in the Micro, Small, medium enterprises Development Act,2006, to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made.

2.9 The Company entered into a joint development Agreement with a party under which the Company will get 37% of the developed area free of cost and 63% of the developed area will be retained by him in consideration of all expenses incurred by him.

2.10 The Company has cancelled the Memorandum of Understanding for the sale of Godown and accordingly reversed the transaction during the year.

2.11 The previous year figures have been regrouped wherever necessary.

THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.		
<b>Note 3</b>				
<b>SHARE CAPITAL</b>				
<b>Authorized</b>				
Equity shares, Rs.10/- par value 75,00,000 Equity Shares	75,000,000	75,000,000		
Preference Shares, Rs. 100/-par value 2,50,000 Preference Shares	25,000,000	25,000,000		
<b>Issued</b>				
Equity shares, Rs.10/- par value 69,99,564 Equity shares	69,995,640	69,995,640		
<b>Subscribed &amp; Paid Up:-</b>				
Equity shares, Rs.10/- par value 69,99,564 Equity shares	69,995,640	69,995,640		
Less: Allotment Money in arrear	10,340	10,340		
Less: Call Money in arrear	48,800	48,800		
<b>Total</b>	<b>69,936,500</b>	<b>69,936,500</b>		
<b>RECONCILIATION OF NO. OF SHARES</b>				
Shares at the opening of the year	6,999,564	6,999,564		
Add: new issued	-	-		
Shares at the closing of the year	<b>6,999,564</b>	<b>6,999,564</b>		
Details of shareholders holding more than 5% shares in the Company				
	<b>No of Shares</b>	<b>% holding in the class</b>	<b>No of Shares</b>	<b>% holding in the class</b>
Shri P.R. Damani	1,684,697	24.07	1,684,697	24.07
Smt Bimladevi Damani	3,521,604	50.31	3,521,604	50.31
Swati S. Agarwal	369,241	5.28	369,241	5.28
<b>Note 4</b>				
<b>RESERVES AND SURPLUS</b>				
<b>Share premium</b>				
Opening Balance	10,985		10,985	
During the Year	-		-	
Closing Balance	10,985		10,985	
<b>Profit &amp; Loss A/c</b>				
Opening Balance	3,468,846		(9,048,424)	
During the Year(loss)/Profit	1,395,799		13,290,447	
Less: Transferred from Assets	-		(773,177)	
Closing Balance	4,864,644		3,468,846	
<b>Total</b>	<b>4,875,629</b>		<b>3,479,831</b>	

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.												
<b>Note 5</b>														
<b>LONG-TERM BORROWINGS</b>														
Secured Loan														
ICICI BANK	2,134,287	-												
(Secured by Hypothecation of Vehicles) EMI Rs.51650/- payable upto June 2020														
Term Loan from TJSB Sahakari Bank Ltd -ADVHYP-M/10	4,000,000	-												
A) Secured by Hypothecation of Plant & Machinery & Mortgage of land & Building bearing interest @ 12% & Personal guarantee of Shri P.R. Damani & Shri Rajesh Damani														
B) Details of Term of Repayment														
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Bank Name</th> <th>Sanction Amount</th> <th>Int. Rate</th> <th>No of Installments</th> <th>Term</th> <th>1st Installment date</th> </tr> </thead> <tbody> <tr> <td>TJSB</td> <td>140.00 lacs</td> <td>12% p.a.</td> <td>60</td> <td>Monthly</td> <td>1st June 2016</td> </tr> </tbody> </table>	Bank Name	Sanction Amount	Int. Rate	No of Installments	Term	1st Installment date	TJSB	140.00 lacs	12% p.a.	60	Monthly	1st June 2016		
Bank Name	Sanction Amount	Int. Rate	No of Installments	Term	1st Installment date									
TJSB	140.00 lacs	12% p.a.	60	Monthly	1st June 2016									
<b>LESS: Maturity within one year</b>	962,822	-												
<b>Total</b>	<b>5,171,465</b>	<b>-</b>												
<b>Note 6</b>														
<b>LONG TERM PROVISION</b>														
Provision for Gratuity	7,628,437	6,884,663												
Provision for Leave encashment	2,449,038	1,591,510												
<b>Total</b>	<b>10,077,475</b>	<b>8,476,173</b>												
<b>Note 7</b>														
<b>SHORT-TERM BORROWINGS</b>														
a) Loan Repayable on Demand														
From Banks														
Secured Loan														
Working capital Loan														
Loan from Vyapari Sahkari Bank	-	15,009,458												
(Secured by Hypothecation of Inventories and Book Debts interest@ 14%)														
Loan from Laxmi Co-op Bank Ltd	-	29,055,926												
(Secured against mortgage of property of Bimla Holdings Co Pvt Ltd interest @ 14%)														
Loan from TJSB Sahakari Bank Ltd	90,800,963	-												
Secured by way of :														
1. Hypothecation of Inventories & mortgage of factory land & Building bearing interest @14%														
2. Personal Guarantee of Shri P.R. Damani & Shri Rajesh Damani														
b) Loans & Advances from related partyFrom Other Parties														
Unsecured Loan (repayable on demand) Rekha Thirani (Director)	-	25,474,657												
<b>Total</b>	<b>90,800,963</b>	<b>69,540,041</b>												

THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
<b>Note 8</b>		
<b>TRADE PAYABLE</b>		
Raw Materials and Packing Materials	27,145,789	10,535,087
<b>Total</b>	<b>27,145,789</b>	<b>10,535,087</b>
<b>Note 9</b>		
<b>OTHER CURRENT LIABILITY</b>		
Current maturities for long term borrowings	962,822	-
Interest accrued but not due on borrowings	40,767	-
Payable for General Exp.	2,461,050	1,650,817
Statutory Payables	569,869	498,809
Advance from Customer	1,578,216	788,230
Other payables	131,322	264,183
Outstanding commission	16,983	-
Other Advances	-	6,270,000
Payable to workers	99,696	27,647
Other Deposits	132,000	132,000
<b>Total</b>	<b>5,992,559</b>	<b>9,631,686</b>
<b>NOTE 10</b>		
<b>SHORT TERM PROVISIONS</b>		
Provision for expenses	7,199,990	5,982,001
Provision for Satutory expenses	8,143,700	1,081,139
Provision for Gratuity	1,000,000	1,000,000
Provision for Leave encashment	200,000	200,000
<b>Total</b>	<b>16,543,690</b>	<b>8,263,140</b>

**Note 11****FIXED ASSETS****Tangible Assets****FIXED ASSETS AS ON 31ST MARCH- 2016**

Assets	GROSS BLOCK			DEPRECIATION						NET BLOCK	
	As on 01.04.2015	Addition & Transfer	Sales & Transfer	As on 31-03-2016	Up to 1-4-2015	Depreciation adjusted Period (Rs)	Provided During the (Rs)	Up to 31-3-2016 (Rs)	Transfer to Retain earning	As on 31-03-2016 (Rs)	As on 31.03.2015 (Rs)
	(Rs)	(Rs)	(Rs)	(Rs)	(Rs)	(Rs)	(Rs)	(Rs)		(Rs)	(Rs)
A) TANGIBLE ASSETS											
Free Hold Land	28,629			28,629			0			28,629	28,629
Building & Ownership block	52,054,272			52,054,272	44,889,556		403,088	45,292,644		6,761,628	7,164,716
Plant & Machinery	213,861,099	20,725,076	8,039,194	226,546,981	180,474,798	7,886,464	5,321,393	177,909,727		48,637,254	33,386,301
Electrical Installation	9,078,011	96,000		9,174,011	8,626,612		12,222	8,638,834		535,177	451,399
Laboratory Equipment	3,395,064			3,395,064	3,188,100		0	3,188,100		206,964	206,964
Furniture & Office Equipments	11,898,814			11,898,814	7,129,530		977,166	8,106,696		3,792,118	4,769,284
Vehicles	5,251,362	4,211,428	2,441,634	7,021,156	3,829,404	2,163,271	1,760,983	3,427,116		3,594,040	1,421,958
	295,567,251	25,032,504	10,480,828	310,118,927	248,138,000	10,049,735	8,474,851	246,563,116	0	63,555,811	47,429,251
B) CAPITAL WIP (FURNITURE & FIXTURES)		1,208,779		1,208,779						1,208,779	
TOTAL (A+B)	295,567,251	26,241,283	10,480,828	311,327,706	248,138,000	10,049,735	8,474,851	246,563,116	0	64,764,590	94,858,502
PREVIOUS YEAR	280,891,796	17,120,960	1,970,050	296,042,706	243,120,799	885,936	5,574,062	247,808,925	804,529	47,429,251	

THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
<b>Note 12</b>		
<b>NON CURRENT INVESTMENTS</b>		
<b><u>LONG TERM (AT COST):</u></b>		
<b><u>NON TRADE INVESTMENT(FULLY PAID):</u></b>		
VYAPARI SAHAKARI BANK MARYADIT 20000 (P.Y. 16000) EQUITY SHARES OF RS. 25/- EACH FULLY PAID	-	500,000
LAXMI CO-OP BANK LTD 500 EQUITY SHARES OF RS. 1000/- EACH FULLY PAID	500,000	500,000
TJSB SAHAKARI BANK LTD 10000 EQUITY SHARES OF RS. 50/- EACH FULLY PAID	500,000	-
<b>Total</b>	<b>1,000,000</b>	<b>1,000,000</b>
<b>Note 13</b>		
<b>LONG TERM LOANS AND ADVANCES</b>		
(Unsecured considered good unless otherwise stated)		
Balance with Govt.	2,871,915	3,595,922
Trade advance for purchase of machinery/Stores	-	590,341
Other Deposites	7,708,820	9,377,114
Staff Loan	97,300	30,000
Advance Income Tax (Netoff Provision for Tax rs. 2850000/-)	558,779	621,020
<b>Total</b>	<b>11,236,814</b>	<b>14,214,397</b>
<b>Note 14</b>		
<b>INVENTORIES</b>		
Raw material	18,862,163	10,630,959
Material in process		
-Yarn	10,345,657	11,345,231
-Grey Fabrics (lying with third parties)	16,447,976	7,865,301
Finished goods		
-Yarn	6,608,002	5,971,976
-Grey Fabrics	3,944,037	2,244,894
Waste	94,666	298,742
Stores & Spares	785,619	909,093
<b>Total</b>	<b>57,088,120</b>	<b>39,266,196</b>
<b>Note 15</b>		
<b>TRADE RECEIVABLE</b>		
(Unsecured unless otherwise stated)		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment	-	-
Trade receivables outstanding less than six months from the date they were due for payment	77,281,551	64,148,826
<b>Total</b>	<b>77,281,551</b>	<b>64,148,826</b>

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
<b>Note 16</b>		
<b>CASH AND CASH EQUIVALENTS</b>		
Fixed Deposit with Vyapari Sahakari Bank Maryadit	900,000	900,000
Fixed Deposit with TJSB Sahakari Bank Limited	5,534,800	-
Balances with banks in current account		
In current account	542,486	339,402
With Scheduled banks	17,563	142,261
Cash on hand	46,488	22,709
<b>Total</b>	<b>7,041,337</b>	<b>1,404,372</b>
<b>Note 17</b>		
<b>SHORT TERM LOANS AND ADVANCES</b>		
Other Advances	391,417	-
Staff Loan Current maturities	45,000	27,872
Others	-	6,000,000
<b>Total</b>	<b>436,417</b>	<b>6,027,872</b>
<b>Note 18</b>		
<b>OTHER CURRENT ASSETS</b>		
Interst Accured but not due	481,095	461,164
Prepaid expenses	392,101	152,772
Incentive for Raw Material Purchase	3,088,626	4,823,687
Advance to suppliers	648,113	270,627
Advance for General creditors	152,042	663,295
Advance for Fabric creditors	433,740	-
Stock - Construction Development Rights	6,290,000	
- Unsold Godown	<u>209,523</u>	-
<b>Total</b>	<b>11,695,240</b>	<b>6,371,545</b>



THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
<b>Note 19</b>		
<b>Revenue from Operations</b>		
Sale of Products -Yarn	389,130,120	513,835,103
Sale of Products - Fabrics	223,587,304	30,810,603
Other Operating Revenues		
Waste Sale	3,351,067	3,761,977
Less: Excise Duties	-	-
<b>Net Revenue</b>	<b>616,068,491</b>	<b>548,407,683</b>
<b>Note 20</b>		
<b>OTHER INCOME</b>		
Scrap Sale	290,394	1,138,942
Dividend	8,123	60,667
Interest Received	582,939	672,552
Licence fees	3,282,759	3,600,000
Provision no longer required written back	-	-
Profit on sale of Assets	1,599,907	322,931
other Income	100,000	-
<b>Total</b>	<b>5,864,122</b>	<b>5,795,092</b>
<b>Note 21</b>		
<b>COST OF MATERIALS CONSUMED</b>		
Stock at Commencement	10,630,959	4,371,440
Add :- Purchases	384,202,120	367,349,915
	<u>394,833,079</u>	<u>371,721,355</u>
Less :- Stock at Close	18,862,163	10,630,959
<b>Total</b>	<b>375,970,916</b>	<b>361,090,396</b>
<b>Note 22</b>		
<b>CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS</b>		
Opening Stock		
Finished Goods		
-Yarn	5,971,976	2,950,291
-Grey Fabrics	2,244,894	-
Material in Process		
-Yarn	11,345,231	12,516,141
-Grey Fabrics (lying with third parties)	7,865,301	-
Waste	298,742	260
	<u>27,726,144</u>	<u>15,466,692</u>
Less: Closing Stock		
Finished Goods		
-Yarn	6,608,002	5,971,976
-Grey Fabrics	3,944,037	2,244,894
Material in Process		
-Yarn	10,345,657	11,345,231
-Grey Fabrics (lying with third parties)	16,447,976	7,865,301
Waste	94,666	298,742
	<u>37,440,338</u>	<u>27,726,144</u>
<b>Net Change In Inventory</b>	<b>(9,714,194)</b>	<b>(12,259,452)</b>

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
<b>Note 23</b>		
<b>EMPLOYEE BENEFIT EXPENSES</b>		
Salaries, Wages and Bonus	38,107,610	33,144,625
Employer's Contribution to Provident Fund and other fund	3,257,665	2,997,967
Gratuity & Leave Encashment Expenses	2,266,644	1,798,590
Staff/Workers Welfare Expenses	4,648,398	4,263,108
Managerial Remuneration	2,262,000	1,540,500
<b>Total</b>	<b>50,542,317</b>	<b>43,744,790</b>
<b>Note 24</b>		
<b>FINANCE COSTS</b>		
Interest Expenses		
Working capital Loan	7,678,542	2,979,325
Others	3,662,376	3,020,745
Bank Charges & Commission	250,424	478,533
<b>Total</b>	<b>11,591,342</b>	<b>6,478,603</b>
<b>Note 25</b>		
<b>OTHER EXPENSES</b>		
Store Spares & Doubling charges	32,739,460	34,605,570
Power & Fuel	74,708,595	63,917,880
Insurance	349,272	263,597
Repairs to Plant	6,043,727	7,263,893
Repairs to Building	546,063	747,606
Rates & Taxes	2,085,194	1,957,682
<b>(a)</b>	<b>116,472,311</b>	<b>108,756,228</b>
<b>SALES EXPENSES :</b>		
Sales expenses	6,088,459	5,018,041
Brokerage	661,618	448,325
Sales tax (Vat)	-	56,102
Cash Discount on yarn sale	544,870	-
<b>(b)</b>	<b>7,294,947</b>	<b>5,522,468</b>

**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**

**NOTES TO FINANCIAL STATEMENTS**

Particulars	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
<b>Note 25 (Contd.)</b>		
<b>FABRIC EXPENSES :</b>		
Convesrion Charges	10,521,090	3,445,207
Fabric Expenses	1,692,631	349,230
Weaving charges	22,510,373	3,455,135
Provision for weaving & conversion charges	17,355	
Sizing Expenses	13,752	-
Processing Charges	2,041,366	-
Travelling expenses	72,789	-
Warehouse Charges	4,671	-
Cash Discount on processing charges	(1,798)	-
Cash Discount on Fabric sale	1,240,451	-
	<b>(c) 38,095,325</b>	<b>7,266,927</b>
<b>ADMINISTRATIVE EXPENSES :</b>		
Printing , Stationery, Postage, Telephone & Advertisement	1,691,506	1,527,150
Professional & legal charges	3,011,580	2,028,053
Audit fees	125,000	207,866
Tax Audit fees	15,000	16,854
Cost Audit fees	20,000	20,000
Internal Audit fee (Concurrent Audit fees)	60,000	84,270
Directors fees	39,000	12,000
Committee Meeting fees	18,000	-
Conveyance	408,125	191,334
Directors Travelling	55,450	103,154
Other Travelling	571,571	598,638
Motor Car expenses	1,221,526	1,101,638
Rent & Utility charges paid	7,301,754	8,394,356
Sundry Debit Balance Written off	1,341	29,286
Less: Sundry Credit Balance Written Back	<u>140,040</u>	<u>36,259</u>
Sundry Balances Written Off	(138,699)	(6,973)
Prior period Expenses	0	2,350
Office expenses	421,608	345,800
Business Promotion	1,783,952	1,115,037
Maintenance & Security Charges	1,753,026	1,343,701
Subscription & Periodical	292,367	188,033
Stampduty-registration charges	1,405,715	-
Miscellaneous expenses	1,902,040	1,065,059
	<b>(d) 21,958,521</b>	<b>18,338,320</b>
<b>Total (a+b+c+d)</b>	<b>183,821,104</b>	<b>139,883,943</b>

# The Jamshri Ranjitsinghji Spinning & Weaving Mills Co. Ltd.

(CIN: L17111PN1907PLC000258)

Regd. Office: Fatehchand Damani Nagar, Station Road, Solapur-413001

## PROXY FORM

Pursuant to section 105(6) of the Companies Act 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014 Name of the member (s) E-mail ID: Registered address: Folio No./Client Id: DP ID: I/We being the member (s) holding Shares of the above named company, hereby appoint:

1) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_  
or failing him \_\_\_\_\_

2) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_  
or failing him \_\_\_\_\_

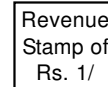
3) \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_

and whose signature(s) are appended below, as my/our proxy to attend and vote (on apoll) for me/us and on my/our behalf at the Annual general Meeting of the company, to be held on 28th September,2016 at 12.30 p.m. at Fatehchand Damani Nagar, Station Road, solapur- 413001 and at any adjournment thereof in respect of such resolutions as are indicated below:

### S.No. Resolutions

- 1 Adoption of audited financial statements for the year ended 31st March, 2016
- 2 Reappointment of Shri Rajesh Damani as a Director
- 3 Appointment of Auditors and fixing their remuneration
- 4 Delivery of documents

Signed this.....day of.....2016



Signature of Shareholder

Signature of Proxy Holder

### Notes:

- 1 A proxy need not be a member of the Company.
- 2 This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- 3 A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.
- 4 Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified Copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.

## The Jamshri Ranjitsinghji Spinning & Weaving Mills Co. Ltd.

(CIN: L17111PN1907PLC000258) Regd. Office: Fatehchand Damani Nagar, Station Road, Solapur-413001

## ATTENDANCE SLIP

Regd. Folio No./Client ID

DP ID:

Name and address of First/Sole shareholder

No. of Shares held

I hereby record my presence at the 108th annual general Meeting of the Company held on 28th September, 2016 at 12.30 P.M. at the Fatehchand Damani Nagar, Station Road Solapur- 413001, Maharashtra

Signature of the Member/ Proxy

### Notes:

- a) Only member/Proxy can attend the meeting.
- b) Member/proxy who wish to attend the meeting must bring this attendance slip to the meeting and hand it over at the entrance of meeting hall.
- c) Member/proxy should bring his/her copy of the Annual Report for reference at the meeting.

**LIST OF SHAREHOLDER OF PUBLIC ISSUE**

SR.	FOLIO	NAME	JOINT 1	JOINT 2	SHARES	DNR FROM	DNR TO
1	0100125	SARITA AGARWAL	VIJAY AGARWAL		50	001916001	001916050
2	A005606	AJOY KUMAR MURARKA			50	002110151	002110200
3	A005610	A M SHAH			50	002111351	002111400
4	A005061	ANJLY GUPTA			50	001781701	001781750
5	A005064	ABADALI RAJANI			50	001784001	001784050
6	A005082	ANISH BIPIN			50	001794901	001794950
7	A005776	ANILA R SHAH			50	002203001	002203050
8	A005204	AMITA MAHESHWARI			50	001857701	001857750
9	A005252	ANITA BAJAJ			50	001884151	001884200
10	A005264	ANJU RANI			50	001889601	001889650
11	A005799	ASHOK G GORIWALE			50	002217351	002217400
12	B005229	BHAGWATBHAI JAMNADAS PATEL	URMILABEN BHAGWATBHAI PATEL		50	001965651	001965700
13	B005240	BHANUBHAI ESWARLAL JODHANI			50	001976751	001976800
14	B005285	BABUBHAI ISWARLAL JODHANI			50	002020551	002020600
15	B005328	BIPIN KANTIBHAI MODI			50	002061151	002061200
16	B005031	BACHUBHAI LAKHA AHIR			50	001767301	001767350
17	B005159	BABUBHAI PRAGJIBHAI			50	001893601	001893650
18	B005381	BIPIN M SOMANI			50	002110801	002110850
19	B005172	BHARATBHAI GIRDHARBHAI			50	001906851	001906900
20	B005208	BHAUTMAL JAIN			50	001935101	001935150
21	B005215	BHARTI H VORA			50	001942801	001942850
22	B005499	BHAILAL S SHAH			50	002220901	002220950
23	B005458	BALUBHAI SAILOR			50	002182201	002182250
24	C005009	CHANPREET BHASIN			50	001761551	001761600
25	D005093	D P MAHESHWARI			50	001855151	001855200
26	D005154	DAYANAND PATEL			50	001914201	001914250
27	D005094	D C BHARDAWAJ			50	001857601	001857650
28	D005222	DHARMESH DALPATBHAI SHAH			50	002001751	002001800
29	D005228	D MURALI	GEETHA MURALI		50	002004251	002004300
30	D005241	DEEPA MEHTA			50	002024451	002024500
31	F005009	FARHAT JAVED ANSARI			50	001929051	001929100
32	D005325	DON MOREIRA			50	002099801	002099850
33	D005369	DIVYA MEHTA	CHETAN MEHTA		50	002141251	002141300
34	H005171	HANOMAN PRASAD AGARWAL			50	001993051	001993100
35	G005066	GINNIA DEBI BUDHIA			50	001854701	001854750
36	G005258	GIRISH PATEL			50	002165701	002165750
37	G005281	GOVIND J CHANDAK	JUGALKISHORE CHANDAK		50	002194501	002194550
38	H005030	HITEN CHUNILAL SHAH			50	001796801	001796850
39	H005060	HASHMUKH G PATEL			50	001828301	001828350
40	H005239	HIRALAXMI MEHTA			50	002089101	002089150
41	H005253	HEMANT RADHAKRISHNA SAPALE	SHILPA HEMANT SAPALE	PIROJ RADHAKRISHNA SAPALE	50	002103301	002103350
42	I005013	INDRA SETHIA			50	001813201	001813250
43	H005278	HEMANT JAYANTILAL PAREKH			50	002128151	002128200
44	H005300	HARSHAD P VORA			50	002160251	002160300
45	I005038	INDRAYANI PANDIT	MUKUND PANDIT		50	001909001	001909050
46	H005201	HARSHIDA SHAH			50	002036651	002036700
47	H005353	HARSH CHAWLA			50	002235101	002235150
48	J005025	JIGNESH DAS			50	001779201	001779250
49	J005063	JAYANTILAL PREMJI BHAI PARMAR	SHAILESH JAYANTILAL PARMAR		50	001825501	001825550
50	J005248	JAI PRAKASH SINGH			50	002022501	002022550
51	J005085	JOGINDER SINGH LUTHRA			50	001857451	001857500
52	J005257	J A SHAH			50	002032901	002032950
53	J005281	JAYA GANDHI			50	002064351	002064400
54	J005332	JAMAN VALJIBHAI PATEL			50	002116101	002116150
55	J005339	JASUBAI DEVJI VARSANI			50	002127001	002127050
56	J005364	JAYSHREEBEN HITESHKUMAR SHAH			50	002149801	002149850
57	J005403	JAYESH M VORA			50	002189751	002189800
58	K005473	KANTA HARLALKA			50	002074951	002075000
59	K005038	KISHORE SANGHVI			50	001778701	001778750
60	K005120	KAUSHIK CHUNILAL SHAH			50	001841651	001841700
61	K005247	KANSARA JASODA N			50	001930801	001930850
62	K005188	KAMLA DEVI BOTHRA			50	001892701	001892750
63	K005122	KAMLESH GANDHI			50	001842601	001842650
64	K005374	KANSARA KIRTI N			50	002018001	002018050
65	K005398	KISHAN KUMAR JAJODIA			50	002029651	002029700
66	K005426	KAMLA DEVI MODI	BABU LAL MODI		50	002049501	002049550
67	K005477	KALA EASWAR	EASWAR K R		50	002077001	002077050
68	K005563	KALABEN SEJPAL			50	002137701	002137750
69	K005578	KRISHNA VENI GUDIHAL			50	002146101	002146150
70	K005579	K PRASANTHI			50	002146851	002146900
71	L005102	LEELA DEV DINESH KUMAR	MAHENDRA KUAMR KESTUR CHAND		50	002094401	002094450
72	L005116	LAXMI CHAND MODI			50	002118601	002118650
73	K005685	KAVINDRA V SHAH			50	002220401	002220450
74	L005144	LALJI T KHOKARIA			50	002205401	002205450
75	M005294	MODI KANTIBHAI J			50	001912801	001912850
76	M005799	MURARI LAL GUPTA	SHEELA DEVI GUPTA		50	002194951	002194950
77	M005494	MAYA BHAVNANI	RANJIT NARANDAS BHAVNANI		50	002014351	002014400
78	M005584	MANISH ANAM			50	002068801	002068850
79	M005595	MILAP PARMAR			50	002073751	002073800

80	M005813	MANHARLAL C SHAH	TUSHAR M SHAH		50	002203801	002203850
81	M005632	MEENU	RIDHIMA MOHAN		50	002091951	002092000
82	M005748	MAHENDRA RUNWAL			50	002166801	002166850
83	M005783	MANISHA P SHAH			50	002184801	002184850
84	N005010	NARENDRA K PANCHAL			50	001757451	001757500
85	N005052	NARAYAN BALAYY SSABBAM	LAXMI NARAYAN SABBAN		50	001796001	001796050
86	M005878	MEENA SURYAKANT UDANI	RUPESH SURYAKANT UDANI		50	002237201	002237250
87	N005150	NIMESHKUMAR DESAI			50	001889951	001890000
88	N005156	NARPAT PRAGJIBHAI			50	001897951	001898000
89	N005001	NALIN MALKAN			50	001748751	001748800
90	N005209	N RADHAKRISHNAN			50	001942201	001942250
91	N005224	N G GANDHI			50	001958901	001958950
92	N005234	NILESH S			50	001966551	001966600
93	N005301	NASIR ENAYAT HUSEIN			50	002020101	002020150
94	N005348	NILAY ANADKAT			50	002062051	002062100
95	N005327	N S MURTHI			50	002037901	002037950
96	N005363	NADIA BALSARA	ABDULLA BALSARA	MOHAMED BALS	50	002070051	002070100
97	N005536	NIRMALYA NATH			50	002224751	002224800
98	R005128	RAJNI RAI	HRIDAYASH NARAYIN RAI		50	001808901	001808950
99	N005474	NARASIMHULU MALYAVANTHAM			50	002176451	002176500
100	N005524	NAVEEN BELIDE			50	002218551	002218600
101	N005540	NIDHI SODHANI			50	002227251	002227300
102	N005541	NIRMALA MANHARLAL SHAH	TUSHAR MANHARLAL SHAH		50	002227501	002227550
103	N005543	NILESH J SHAH			50	002230001	002230050
104	N005560	NEENA NARANG			50	002246801	002246850
105	P005015	PATAG HEMENDRA SHAH			50	001758451	001758500
106	O005033	OM PRAKASH KABRA			50	002181001	002181050
107	P005055	PROMILA CHANDOK			50	001784201	001784250
108	P005220	PRADEEP U PUNAMIA			50	001879101	001879150
109	P005593	PRAKASH CHAND			50	002118301	002118350
110	P005731	PRAFULIA K KOTHARI			50	002208851	002208900
111	P005218	P C SANGHI			50	001878951	001879000
112	P005303	PRAGNESH D BHATT			50	001936351	001936400
113	P005315	PUSHPA JAIN	KARAN RAJ JAIN		50	001941101	001941150
114	A005291	AARTI RAGHU RAO			50	001905451	001905500
115	P005715	PUSHPA SODHANI			50	002193201	002193250
116	A005352	AMRITLAL SOLANKI			50	001942151	001942200
117	P005375	PANKAJ NAVANITLAL SHAH			50	001975651	001975700
118	A005379	AVANTIKABEN PATEL			50	001957851	001957900
119	P005426	PARWINDERJIT SINGH			50	002005351	002005400
120	A005403	ANISH BIPIN MODI			50	001978501	001978550
121	P005460	P H SHAH			50	002024001	002024050
122	P005473	PURNIMA GOYAL			50	002034901	002034950
123	A005501	ABHAY KUMAR GARG			50	002034701	002034750
124	P005521	PARESH MEHTA			50	002071701	002071750
125	P005530	PARAS MAL MEHTA	ANIL KUMAR MEHTA		50	002076001	002076050
126	P005554	PRASAD DWIVEDI			50	002091301	002091350
127	C005110	CHANDULAL SHAH			50	001954351	001954400
128	P005580	PATEL JADAV BHIKHABHAI			50	002111951	002112000
129	C005224	C V GURUNATHA	G B USHADEVI		50	002177001	002177050
130	P005649	PRAVEEN KUMAR BHATIYA			50	002150501	002150550
131	P005676	PARMAR HITESH	PARMAR JAYWANTI		50	002166651	002166700
132	A005521	ABHAY SHAH			50	002049201	002049250
133	A005541	ASHOK JAIN			50	002061401	002061450
134	R005003	RAMESH BANSILAL DAVE			50	001749801	001749850
135	R005020	RANU BAGRODIA			50	001756801	001756850
136	R005046	RAMECHANDRA ACHARYA			50	001770701	001770750
137	R005122	RAJKUMAR R NANGPAL	BHARATI R NAGPAL		50	001802951	001803000
138	R005136	RICHA BHARDAWAJ			50	001813851	001813900
139	R005162	RAJESH AGARWAL			50	001822951	001823000
140	R005165	RAJKARAN RAVCHAND MODI			50	001824801	001824850
141	K005245	KIRAN SHAH	URVASHI SHAH		50	001929951	001930000
142	M005077	MEENABAI MOHANLAL BHANSALI	MOHANLAL SUKHRAI BHANSALI		50	001784801	001784850
143	M005229	M R RANGARAJ			50	001869751	001869800
144	R005287	RAKESH KUMAR GUPTA			50	001891601	001891650
145	R005288	REKHA DUDHATRA			50	001892201	001892250
146	R005291	RAMESH PATHA			50	001892551	001892600
147	R005371	RAJESH DUDHATRA			50	001936101	001936150
148	M005436	MONGIBAAI V SEJPAL			50	001985651	001985700
149	R005408	RAJ KUMARI GUPTA			50	001955901	001955950
150	R005411	RIZWAN S KHAN	FAIZAN S KHAN		50	001956651	001956700
151	R005414	RAJEEV AGARWAL			50	001958101	001958150
152	R005429	REKHADEVI SANKHWAR			50	001963701	001963750
153	R005431	RAMESH KUMAR B JAIN			50	001967951	001968000
154	R005434	RAJIV S VYAWAHARE			50	001971151	001971200
155	R005472	RAKESH KUMAR			50	001995651	001995700
156	M005437	MUKESH VAIDYA	VIPULA RADIA		50	001986601	001986650
157	R005538	RATNABHAI NAGAJI PATEL			50	002033451	002033500
158	R005551	RAMESH NAIDU MARPURI			50	002038251	002038300
159	M005624	MANOJ PRABHU	MAHABLESHWAR PRABHU	VIDYA PRABHU	50	002087351	002087400
160	R005580	RAKESH P SETH			50	002048851	002048900
161	R005645	ROHIT C SONI			50	002082401	002082450

162	M005790	MUSTUFA LAKHANI			50	002190101	002190150
163	R005656	RAKESH C SHAH			50	002087051	002087100
164	R005681	RIZWAN SIDDIQUI			50	002094701	002094750
165	R005684	RAJENDRA KUMAR			50	002096451	002096500
166	R005692	RASHMI PARTHASARATHY			50	002100751	002100800
167	N005188	NEELAM GUPTA			50	001927801	001927850
168	N005193	NAGESWARARAO MUPPALLA			50	001931301	001931350
169	R005760	RAMESHWAR PRASAD CHAUDHARY			50	002136151	002136200
170	R005780	RAMESH ANADKAT			50	002144101	002144150
171	R005802	RAJESH NARASIMHAN			50	002155151	002155200
172	R005804	RADHA DEVI AGARWAL			50	002156251	002156300
173	R005826	RAMESH RADHAKISHANDAS NANGPAL			50	002164101	002164150
174	R005220	RATAN DEEP KAUR	KARAMBIR SINGH		50	001858301	001858350
175	R005878	RAMNIKAL M SHAH			50	002193151	002193200
176	R005223	RANI AKARANI			50	001860051	001860100
177	R005909	RAJNIKANT A SHAH			50	002210951	002211000
178	N005365	NARAYANAN P VENKATESHWARAN	MEENAKSHI NARAYANAN		50	002073601	002073650
179	N005369	NIKUNJ VARSHNEY	DARSHAN LAL VARSHNEY		50	002074551	002074600
180	R005251	RAKESH RASIKAL GANDHI			50	001873751	001873800
181	S005057	SUSHIL S PATEL			50	001768801	001768850
182	S005096	SUSHIL KUMAR PATEL			50	001778301	001778350
183	S005185	SETH PRITHVIRAJ M			50	001809451	001809500
184	R005394	R GOVINDA RAJU	G SELVI		50	001950001	001950050
185	S005269	SHAKUNTLA B MEHTA	BHUPAT MEHTA		50	001837751	001837800
186	V05387	VENKATA SUBBA REDDY AJJAGOTTU	LAKSHMI DEVI AJJAGOTTU		50	02140051	02140100
187	S005458	SAVITHRI ANAND	BHAGEERTHAMMA C K		50	001893101	001893150
188	S005473	SHEELA R RATHORE			50	001898551	001898600
189	S005492	SHIWANGI PATEL			50	001905801	001905850
190	S005501	SUBODH KAMAT			50	001909251	001909300
191	S005535	SHANKARLAL GOEL			50	001921651	001921700
192	S005573	SUSHIL K AGARWAL			50	001935551	001935600
193	S005588	SUSHILABEN AMIN			50	001940551	001940600
194	S006238	S RATANDEEP			50	002134401	002134450
195	S006379	SANTOSH KUMAR PATIDAR			50	002178051	002178100
196	S005832	SARLA BIPINBHAI			50	002008801	002008850
197	S005833	SUSHIL S PATEL			50	002008951	002009000
198	S005835	SWATI KOTHARI	BHARAT KOTHARI		50	002010301	002010350
199	S005879	SUSHMA S PATEL			50	002023501	002023550
200	S005907	SUNIL FULCHAND SHAH	VASANTI SHAH		50	002032601	002032650
201	S006199	SUMEET LUTHRA	SURINDER SINGH LUTHRA		50	002122201	002122250
202	S005928	SROVATHSA ACHARYA	VASANTHI ACHAR		50	002038951	002039000
203	S005937	SHAILESH R PATEL			50	002041201	002041250
204	S006003	S SRIPAL			50	002061201	002061250
205	S006006	SUSHIL KUMAR AGARWAL			50	002061801	002061850
206	S006039	SAHIB PYARI			50	002070851	002070900
207	S006142	SHARAD BABULAL SHAH			50	002102801	002102850
208	S006213	SUJABHAI MULJI RAJPUT			50	002124901	002124950
209	S006354	SURESH MALKANI	KIRAN MALKANI		50	002170751	002170800
210	S006337	SANGEETA SHARMA	JAIRAJ SHARMA		50	002165901	002165950
211	S006373	SURESH BABULAL SHAH			50	002175601	002175650
212	S006470	SUDHA MOLEYAR	JAGADISH MOLEYAR		50	002204101	002204150
213	S006481	SAMIM SATTARBHAI ALAD			50	002207601	002207650
214	S006509	SUMATILAL M SHAH			50	002216451	002216500
215	S006558	SURENDRA A MEHTA			50	002230401	002230450
216	T005052	TRIKAM GUGABHAI PATEL			50	001923951	001924000
217	T005068	T SUSHAINDUPT			50	001994351	001994400
218	T005034	TARULATA M KATARIA			50	001846301	001846350
219	T005082	TUSHAR SHAH	MANHORLAL C SHA		50	002043351	002043400
220	U005023	USHA RANI NAGPAL			50	001827251	001827300
221	U005035	UTTAM KHETAWAT			50	001866451	001866500
222	V005007	VEDAVYASA ACHAR	VASANTHI ACHAR		50	001755351	001755400
223	V005051	V A PAREKH			50	001795001	001795050
224	V005055	V KRISHNA MOORTHY			50	001799051	001799100
225	V005083	VISHWESH PATEL			50	001823801	001823850
226	V005336	VINOD KUMAR			50	002083451	002083500
227	V005177	VIJAY SINGH BHANDARO			50	001925651	001925700
228	V005280	VEENA SINGH	BINOD SHANKAR SINGH		50	002026101	002026150
229	V005372	V V BUTCHI RAJU			50	002125001	002125050
230	V005447	VIJAY R SHAH			50	002201051	002201100
231	V005472	VIPUL V JOSHI			50	002222851	002222900
232	V005484	VINEETHA SANTOSH			50	002233651	002233700
233	Y005017	YOGESH ANAND			50	001910101	001910150
234	C005133	C V VENKATANARAYANA RAO			50	001998551	001998600

**LIST OF SHAREHOLDERS OF RIGHTS ISSUE**

SR. NO.	FOLIO	NAME	JOINT 1	JOINT 2	SHARES	DNR FROM	DNR TO	CERT
1	0000436	RUSTOM ERUCHASHAW IRANI			42	003197235	003197276	0080038
2	0000917	ILA SHAH	SANJAY SHAH		21	003272771	003272791	0081617
3	0001019	LALITHA PUTREVU	NAGESHWARA RAO PUTREVU		42	003275150	003275191	0081679
4	0001162	PREM LATA SINGH	VIJAI RAJ SINGH		50	001229001	001229050	0007232
	0001162	PREM LATA SINGH	VIJAI RAJ SINGH		50	001229051	001229100	0007233
	0001162	PREM LATA SINGH	VIJAI RAJ SINGH		50	001229101	001229150	0007234
	0001162	PREM LATA SINGH	VIJAI RAJ SINGH		50	001229151	001229200	0007235
	0001162	PREM LATA SINGH	VIJAI RAJ SINGH		50	003278832	003278881	0081769
	0001162	PREM LATA SINGH	VIJAI RAJ SINGH		35	003278882	003278916	0081770
5	0001271	S. N. CHANDRASHEKAR			50	001234051	001234100	0007333
	0001271	S. N. CHANDRASHEKAR			50	001234101	001234150	0007334
	0001271	S. N. CHANDRASHEKAR			42	003280950	003280991	0081820
6	0001737	SAADAT ALI	AZRA SADDAT ALI		42	003296619	003296660	0082216
7	0001854	ASHOK KUMAR BHATIA			50	001283351	001283400	0008319
	0001854	ASHOK KUMAR BHATIA			50	001283401	001283450	0008320
	0001854	ASHOK KUMAR BHATIA			50	001283451	001283500	0008321
	0001854	ASHOK KUMAR BHATIA			50	001283501	001283550	0008322
	0001854	ASHOK KUMAR BHATIA			50	003299824	003299873	0082301
	0001854	ASHOK KUMAR BHATIA			35	003299874	003299908	0082302
8	0002358	HASMUKH NATHUBHAI SHAH	KANCHAN HASMUKH SHAH		50	001316951	001317000	0008991
	0002358	HASMUKH NATHUBHAI SHAH	KANCHAN HASMUKH SHAH		50	001317001	001317050	0008992
	0002358	HASMUKH NATHUBHAI SHAH	KANCHAN HASMUKH SHAH		42	003312736	003312777	0082680
9	0002385	KANCHAN HASMUKH SHAH	HASMUKH NATHUBHAI SHAH		50	001319151	001319200	0009035
	0002385	KANCHAN HASMUKH SHAH	HASMUKH NATHUBHAI SHAH		50	001319201	001319250	0009036
	0002385	KANCHAN HASMUKH SHAH	HASMUKH NATHUBHAI SHAH		42	003313600	003313641	0082706
10	0002461	SANJAY B. SHAH	ILA S. SHAH		50	001328801	001328850	0009228
	0002461	SANJAY B. SHAH	ILA S. SHAH		21	003317466	003317486	0082809
11	0002719	SANJAY NANGALIA			50	003323843	003323892	0083022
	0002719	SANJAY NANGALIA			35	003323893	003323927	0083023
12	0002733	GURDEV SINGH SODHI			42	003324322	003324363	0083036
13	0003546	RANJIT NARAINDAS BHAVNANI	MAYA BHAVNANI		21	003341846	003341866	0083589



**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**  
**Regd. Office: Fatehchand Damani Nagar, Station Road, SOLAPUR- 413001.**

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**Admn.Office: 5,Motimahal, 195, J.T. Road, Churchgate, Mumbai – 400 020.**  
**CIN:L17111PN1907PLC000258 PHONE: 43152400 FAX:91 –22- 43152424.**  
**E-MAIL: jammill1907@gmail.com**  
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CERTIFIED TRUE COPY OF RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD. HELD ON 23<sup>RD</sup> AUGUST,2017 AT 5.00 P.M. (S.T.) AT THE ADMINISTRATIVE OFFICE OF THE COMPANY AT 5, MOTIMAHAL, 195, J.T. ROAD, CHURCHGATE, MUMBAI – 400 020.  
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**DECLARATION IN RESPECT OF FORFEITURE OF SHARES**

I, **Shri P.R. Damani**, Managing Director of **The Jamshri Ranjitsinghji Spinning and Weaving Mills Company Limited**, hereby declare that:

1. On 18.12.1993 notices were issued for allotment money unpaid on shares issued under Rights issue stating that the same to be paid on or before 31.01.1994. Accordingly, notice of such call was duly given to the defaulting shareholders.

Similarly, in April 1994 notices were issued for Call Money unpaid on shares issued under Public Issue stating that the same to be paid on or before 08.06.1994. Accordingly, notice of such call was duly given to the defaulting shareholders.

2. On 29.06.2017, reminder letters to pay the Allotment Money and/or Call Money were sent to all the shareholders who failed to pay the Allotment Money and /or Call Money before the due date informing them that on their failure to pay the Allotment Money / Call Money, their shares would be forfeited.

3. The Equity Shareholders having failed to pay the Allotment Money / Call Money, their shares were duly forfeited by the Board of Directors at its meeting held on 23.08.2017 and notices of such forfeiture were given to the defaulting shareholders. The Lists of shares forfeited is enclosed herewith.

4. The Company has duly complied with all the legal and statutory formalities and no statutory authority has restrained the Company from forfeiting the said securities.

*//Certified True Copy//*

**FOR THE JAMSHRI RANJITSINGHJI SPG  
& WVG MILLS CO LTD**



**MANAGING DIRECTOR**

**Name: P.R. DAMANI**

**DIN: 00030400**

**Address: 24, Motimahal, 195, J.T.Road  
Churchgate, Mumbai 400020**



**THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD.**  
**Regd. Office: Fatehchand Damani Nagar, Station Road, SOLAPUR- 413001.**

Admn.Office: 5,Motimahal, 195, J.T. Road, Churchgate, Mumbai – 400 020.  
CIN:L17111PN1907PLC000258 PHONE: 43152400 FAX:91 –22- 43152424.  
E-MAIL: jammill1907@gmail.com

CERTIFIED TRUE COPY OF RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF THE JAMSHRI RANJITSINGHJI SPG. & WVG. MILLS CO. LTD. HELD ON 23<sup>RD</sup> AUGUST,2017 AT 5.00 P.M. (S.T.) AT THE ADMINISTRATIVE OFFICE OF THE COMPANY AT 5, MOTIMAHAL, 195, J.T. ROAD, CHURCHGATE, MUMBAI – 400 020.

**CERTIFICATE IN RESPECT OF FORFEITURE OF SHARES**

I, Shri P.R.Damani, Managing Director of The Jamshri Ranjitsinghji Spinning And Weaving Mills Company Limited, hereby certify that the Board of Directors of the Company, in their meeting held on 23<sup>rd</sup> August 2017 , has forfeited 1,362 Equity Shares of Rs.10/- each on which Allotment Money was unpaid and 11,700 Equity Shares of Rs.10/- each on which Call Money was unpaid and the Company has duly complied with the provisions contained in its Memorandum and Articles of Association and the Companies Act, 2013 in respect thereof.

A List of Equity Shares on which Allotment Money was unpaid and a list of Equity Shares on which Call Money was unpaid are annexed herewith as Annexure 1 and Annexure 2 respectively.

//Certified True Copy//

FOR THE JAMSHRI RANJITSINGHJI SPG  
& WVG MILLS CO LTD

**MANAGING DIRECTOR**

Name: P.R. DAMANI

DIN: 00030400

Address: 24, Motimahal, 195. J.T.Road  
Churchgate, Mumbai 400020

**MANISHA BAJAJ & ASSOCIATES  
PRACTISING COMPANY SECRETARIES**

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**CERTIFICATE IN RESPECT OF FORFEITURE OF SHARES**

Based on the information provided to us by the agents and officers of the Company and based on the books and records of the Company, we, Manisha Bajaj & Associates, Practising Company Secretaries, hereby certify that the Board of Directors of the Company, in their meeting held on 23<sup>rd</sup> August 2017, has forfeited 1,362 Equity Shares of Rs.10/- each on which Allotment Money was unpaid and 11,700 Equity Shares of Rs.10/- each on which Call Money was unpaid and the Company has duly complied with the provisions contained in its Memorandum and Articles of Association and the Companies Act, 2013 in respect thereof.

**FOR MANISHA BAJAJ & ASSOCIATES  
PRACTISING COMPANY SECRETARIES**

*Manisha*

**MANISHA DIKSHIT  
ACS NO.24724  
CP. NO. 8932**

