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Indu Engineering & Textiles Limited

# INDU ENGINEERING & TEXTILES LIMITED

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Approved By/For

## ANNUAL REPORT

2012 – 2013

**Audited Financial Statements for the  
year 2012-2013**

For Indu Engineering & Textile Ltd.

  
Director

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For Indu Engineering & Textile Ltd.

 Director

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## **MANAGEMENT & OTHERS**

### **BOARD OF DIRECTORS**

Mr. Pramod Kumar Agarwal (Chairman)

Mr. Ajay Kumar Agarwal (Director)

Mr. Gaurav Agarwal (Director)

Mr. Rajesh Tiwari (Director)

Mr. Chandra Bhan (Director)

Mr. Mahendra Kumar (Director)

### **AUDITORS**

M/s Preeti Jain & Associates

**(Chartered Accountants)**

537/363-A, Nagla Padi, Dayal Bagh,

Agra - 282005

### **SECRETARIAL AUDITORS**

M/s Anuj Ashok & Associates.

**(Company Secretaries)**

41, Jaipur House Market,

Agra - 282010.

### **BANKERS**

Canara Bank, Loha Mandi, Agra

HDFC Bank Ltd., Sanjay Place, Agra

### **REGD. OFFICE**

K-157, Sarita Vihar, ,

New Delhi-110076

### **FACTORY OFFICE**

12/16 A Nawal Ganj, Nunhai,

Agra-282006

For Indu Engineering & Textile Ltd.

  
Director

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## **CHAIRMAN'S MESSAGE**

Dear Shareholders,

It gives me a great pleasure to present before you all the 41<sup>th</sup> Annual Report of the Company and now I would like to place before you our performance for the Fiscal Year ending 31<sup>st</sup> March, 2013 and the outlook for the future. The Director's report and the audited accounts for the year ended 31<sup>st</sup> March, 2013, have been with you and with your permission, I shall take them as read.

### **Growth:-**

The Indian economy has slightly affected by the global financial turmoil emerging from sub-prime crises. However, due to strong domestic consumption, it has shown reglignce & has ability to continue to witness rapid growth both in the manufacturing as well as services sector. In view of the real GDP growth rate about 7%, company has started some new business activities during the year which had affected the business of the Company and Board is positive for the better growth in future. The company is now planning for some more product range of engineering business activities which would result in healthy growth of the company in future.

### **Performance:-**

I feel bit happy in submitting the financial performance of the company during the reporting year. The company had done good business during the year. The growth is upto the mark and company has booked profits and the Board of Directors are very positive and dedicated towards accelerated growth in future.

The company had continued with the policy of more sales with targets and achieved all during the year and will continue with the same pace and all the resources are balanced in the company; the emphasis is on the development of human resources with a view to upgrade their competence and managerial qualities so as to enable them to function effectively in the more competitive and rapidly changing environment

### **Strategies:-**

The management's perception for future is very positive; the Board of Director are adding new product proactively viz. real estate, power sector with positive attitude towards the growth of the business of the company. The management of the company is making efforts to put enormous growth in the company in an organize manner.

We have set up one of the most advanced and extensive platform for better Casting Products and engineering at our work station. Our goal is to continuously fill the pipeline with a stream of casting products with better quality and wide range of products to meet customer needs.

### Acknowledgement:-

I convey my heartfelt thanks to all our shareholders for their continued trust and confidence in the Management of the company. My gratitude is due to my colleagues on the Board for their valuable guidance and support.

Though the company is in the journey of success and need time to grow more but I am strongly hopeful of coming out with bright colors owing to the strong support of all stakeholders and business customers, creditors, worker and staff at all levels and I take this opportunity to convey sincere thanks to our customers, bankers, suppliers, and all the shareholders for the cooperation and assistance extended to the company and look forward to their continued support.

I also convey my heartfelt appreciation for the dedication and contribution of the employees of the Company at all levels.

Sincerely,

**Pramod Kumar Agarwal**  
Chairman



Dated this 29<sup>th</sup> August, 2013 at Delhi

### OPERATIONS

The Company has continued business activity during the year. During this year the large funds invested by the shareholders helped the various business units to flourish and to expand and have good business in the working year after rehabilitation of business. The Company earned good profits and growth in gross profits during the year even when heavy financial charges helped lower the profits the good of company in the last year helped and the board have helped the coming year the business of company will grow as well as interest rate will reduce, the company will obtain good profits in next coming year.

### INDUCTORS

- a) The Director has not left the office for the year.
- b) Mr. Pramod Kumar Agarwal & Mr. Gaurav Agarwal were by standing in the company Annual General Meeting and have signed the resolution.
- c) Name of the Director as mentioned in the 21<sup>st</sup> Article 2013 has been appointed as Director in place of Mr. G. S. Choudhary (Retired) as per the Companies Act, 1956.

## Directors' Report

Your Directors have pleasure in presenting the (41<sup>th</sup>) Annual Report together with Audited Accounts of the Company for the year ended 31<sup>st</sup> March, 2013.

### FINANCIAL PERFORMANCE

(Rs. in lacs)

	2012-13	2011-12
Profit before Interest, Tax and Depreciation	214.62	143.82
Less: Interest	161.71	144.58
Less: Depreciation	30.98	29.03
Profit before Tax	21.93	41.51
Provision for tax	3.49	6.82
Profit after Tax	21.93	41.51
Balance b/f from last year	123.83	89.14
P & I For appropriation	18.42	34.69
Balance carried to Balance Sheet	142.25	123.83

### DIVIDEND

Presently the Company is in the financial crunch and Your Directors did not recommend any dividend during the year.

### OPERATIONS

The Company has increased business activity during the year. During this year also huge funds invested in the Business gathered from various sources viz borrowed and/or owned and done good business as in this working year after rehabilitation of business. The Company earned good orders and growth in gross profits during the year even after heavy financial charges/ Interest factor the profits are good as compare to the last year figures and the board hope that in the coming year the business of company will grow as well as Interest factor will reduce, the company will retain good profits in next coming years.

### DIRECTORS

- The Directors has waived their sitting fees for the year.
- Shri Pramod Kumar Agarwal & Mr. Gaurav Agarwal retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-election as director.
- None of the Directors is disqualified as on 31<sup>st</sup> March, 2013 from being appointed as director in pursuance of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.

For Indu Engineering & Textile Ltd.

  
Director

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## **DIRECTORS' RESPONSIBILITY STATEMENT**

In accordance with the Section 217(2AA) of the Companies Act, 1956, the Directors confirm:-

- (a) that in the preparation of the Annual Accounts for the financial year ended 31/03/2013, the applicable accounting standards have been followed along with proper explanations relating to material departures;
- (b) that the Directors had selected the accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2013 and of the Profit & Loss of the company for the year ended 31<sup>st</sup> March, 2013;
- (c) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- (d) that the Directors had prepared the annual accounts for the year ended 31<sup>st</sup> March, 2013 on a going concern basis.

## **LISTING OF SECURITIES**

The equity shares of the Company are listed in the following Stock Exchanges:

- A. The Calcutta Stock Exchange Ltd.
  - 7, Lyons Range, Dalal Street, Calcutta – 700001
- B. The Delhi Stock Exchange Association Ltd.
  - 3/1, Asaf Ali Road, New Delhi – 110002

## **AUDITORS**

M/s Preeti Jain & Associates, Chartered Accountants, Agra, who will retire at the ensuing Annual General Meeting, and are eligible for reappointment and have confirmed their eligibility to act as auditors of the Company, if appointed at the ensuing Annual General Meeting. The Directors' recommend the same for the approval of the members.

## **AUDITORS REPORT**

The notes to the Auditors' Report are self-explanatory and, therefore, do not call for any explanation.

## **SECRETARIAL AUDITORS**

The term of office of M/s Anuj Ashok & Associates, Company Secretaries is expiring with the conclusion of forthcoming Annual General Meeting and being eligible, he offers himself for re-appointment. Your directors recommend their re-appointment as



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Secretarial Auditor. They will hold office of the Secretarial Auditor from this Annual General Meeting to the conclusion of the next Annual General Meeting.

#### **CERTIFICATE UNDER THE COMPANIES (COMPLIANCE CERTIFICATE) RULES, 2001**

A copy of the Compliance Certificate dated 29<sup>th</sup> August, 2013 issued by M/s Anuj Ashok & Associates, Company Secretaries, having office at 41, Jaipur House Market, Agra-10, Company Secretary in Practice, Pursuant to the proviso to Section 383A (1) of the Companies Act, 1956 is attached, forming part of the Director's Report.

#### **FIXED DEPOSITS**

The Company has not accepted or invited any Fixed Deposits from the Public as envisaged under Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules 1975.

#### **PARTICULARS OF EMPLOYEES:**

The Company does not have any employees who were in receipt of remuneration aggregating to the sum prescribed under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The particulars as required by the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 with regard to conservation of energy, technology absorption, foreign exchange earnings in terms of exports sales are Rs 33662253.05 and outgo are nil during the year under review.

#### **INDUSTRIAL RELATIONS**

The Industrial Relations have remained cordial and harmonious during the year.

#### **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

In terms of Clause 49 of the Listing Agreement with the Stock Exchanges, Management Discussion & Analysis Report is appended to this Report.

#### **CORPORATE GOVERNANCE**

The Corporate Governance is not applicable to the Company as on date because at no point of time in the history of the Company the paid-up capital has been more than Rs.3 crore and neither the networth of the Company has been Rs. 25 crore

#### **PUBLIC DEPOSITS**

The Company has not accepted/renewed any fixed deposits from the Public/Shareholders during the year under review.



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## ACKNOWLEDGEMENTS

Your directors place on record their sincere appreciation of the Company to the Bankers for their continued support, to the officers, staff and workers of the Company for their relentless and dedicated efforts and devotion put in by them for the growth of the Company.

Yours directors take this opportunity to thank the employees at all levels for their remarkable dedication, sincerity and commitment in rendering service to all the company's customers and shareholders and also further seek contribution from all the above to overcome the tough time and look forward for a bright future.

By Order of the Board of Directors  
**For Indu Engineering And Textiles Ltd.**

Pramod Kumar Agarwal  
(Chairman)

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Dated this 29<sup>th</sup> August, 2013 at Delhi

### Opportunities

The growth of the fast-moving consumer market is beyond any doubt and would generate potential in the business globally, with the growth of the export and increasing level of general consumer in need of our company is a hope of achieving higher volumes of business.

The bulk of the order book, having indicated scope and the company is working diligently to ensure work for the customer. Additionally, your company is growing in other countries for export business and these orders would be coming gradually to your company.

### Threats

The Company is having lesser working capital for the type of manufacturing and technology are already in good trade with the existing equipment, if the market moves from cotton to that will need more funds and investment in plant and machinery and if the market moves from the high-end product to the low-end product, the Company will be in a better position. On the other hand, many of the new manufacturers entered into the low-costing market and aggressively increasing competition is continuously threatening the Company.

### Conclusion

The Indian economy is showing a strong recovery in global importance, which would have a positive effect on the GDP growth. The company intends to follow through its marketing efforts to reach out to the customers more effectively and consistently with the better services and also planning to enter new areas of business. Government policies are also geared to support the growth of business by providing simplification and support and ensuring that there is enough flow of credit to the production sector of the economy. Your company is possible about its prospects of existing and new business undertakings to be undertaken by the company.

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## **Management Discussion and Analysis Report**

### **A) Review of Capital Market and Finance Business:**

During the major part of the financial year 2012-13, financial markets were in turmoil due to the global financial meltdown on account of global recession. Therefore the versatility in the business world market has changed the attitude of customers and buying power adding to this the cost of raw material are also affecting the business market globally.

Your company is continuously evaluating and reviewing the business activities and planning to adopt some new demanding product business strategies to promote sales and business and to reduce cost of operations, implementing improved operational policies. Your company has further strengthening the marketing efforts and taking up several promotional and development activities to sustain within the purview of present business areas.

### **B) Opportunities and Threats:**

#### ***Opportunities-***

The growth of the iron -casting business market is beyond sky limits and consist tremendous potential in the business globally, with the growth in the export and increasing faith of general customer in brand of our company is a hope of achieving higher volumes of business.

- The both of the above businesses having unlimited scope and the company is working dedicatedly to procure work for the company. Additionally your company is planning to other countries for exports business and these sectors provide exciting opportunity to your company.

#### ***Threats-***

The Company is having lesser working capital for business of manufacturing and borrowings are already on good limits with the existing customers, if the market attracts new customers then this will need more funds and expansion of plant and machinery and if no more business turns then the tough competition among the major iron-casting Companies will be there, On the same side many of the new manufacturers entered into the iron-casting business and continuously increasing competition is continuously threatening the Company.

### **C) Outlook:**

The Indian economy exhibited a strong resilience to global happenings, which indeed would have dampening effect on the GDP growth. The company intends to further strengthen its marketing efforts to reach out to the customers more effectively and extensively with the better services and also planning to enter into new avenues of business. Government policies are also geared to support the growth momentum by promoting manufacturing and exports and ensuring that there is smooth flow of credit to the productive sectors of the economy. Your company is positive about the prospects of existing and new business undertaken / to be undertaken by the company

D) Risks and concerns:

The present position of the company's business is of growing and expanding accordingly up to the mark as estimated due to chronicle enticement by the raw material, labour, government policies, exports market and other big manufacturing competition factors which are continuously discouraging the customers dealing with growing SME Manufacturer globally. Thus little scope left for the small growing companies with the status like us in the business market.

Your company is continuously trying to adopt new technologies to increase the quality and business volume. The company still aims at initiating and imbuing more efforts to enhance and grasp the business opportunities while modifying the existing ones by creating and enhancing more market area and to inculcate the idea of rapid improvements with the help of the activities so introduced the risks both domestic and international needs to be monitored measures to minimize them needs to be taken on continues basis.

E) Internal Control Systems and Adequacy:

The Company has adopted a systematic, professional and well laid internal audit, internal control systems and procedures in the areas of business operations to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly.

In the existing system, quarterly audit are conducted by External auditors. Your company is of the opinion that the internal control systems and procedures are commensurate and adequate with the size and the nature of business of the company, and is supplemented by Internal Audits and review of the same by Audit Committee at corporate level.

F) Discussion on Financial Performance:

The financial performance of the company for the year under review has been discussed in the Director' Report, in detail and the cash-flow statement and the balance sheet abstract and company's general business profile are annexed with the annual accounts of the company.

With the small working capital the company has carried business regularly throughout the year and the board of Directors taking in recourse of the earnings of the company tried to cut cost of carrying business during the year.

G) Human Resources/ Industrial Relations:

Your Company considers its' human resources, comprising of different personnel and experienced executives/ employees, labour as its most valuable asset. The company implemented various effective policies for evolving a robust and comprehensive HRD measures including systematic appraisal of employees, placements, recognition, career plans, improvement of managerial and interpersonal skills through various training programmes. The company continues to develop quality manpower.

H) Cautionary Statement:

Statement in this report on Management Discussion and Analysis, describing the company's objectives, estimates, expectations or predictions are "forward looking statements" within the meaning of the applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events. The company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.

For and on behalf of the Board

For Indu Engineering & Textile Ltd.

**Pramod Kumar Agarwal**  
Director

Dated this 29<sup>th</sup> day of August, 2013 at New Delhi.

NAME OF THE SHAREHOLDER/PROXY	SIGNATURE OF SHAREHOLDER/PROXY

INDU ENGINEERING & TEXTILES LIMITED

REGD. OFFICE: K-157, SARITA VIHAR, NEW DELHI-110028

PROXY

I, \_\_\_\_\_ of \_\_\_\_\_, being a shareholder of the above named company, hereby appoint \_\_\_\_\_ as my proxy to attend and vote for me and on my behalf at the 41<sup>st</sup> Annual General Meeting of the Company to be held on 29<sup>th</sup> September, 13 at its registered office at K-157, Sarita Vihar, New Delhi-110028.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2013.

Regd. Folio/Share ID No.

DP ID No.

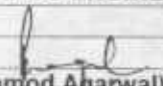


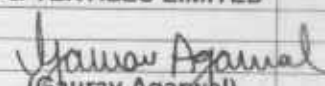
CLIENT ID

No. of Shares

Note: The Proxy must be signed as per the Registered Office of the Company and less than Four Eight Hours before the date of holding the Meeting.

**INDU ENGINEERING & TEXTILES LTD.**  
**K- 157, SARITA VIHAR, NEW DELHI**

**BALANCE SHEET AS ON 31ST MARCH 2013**

PARTICULARS	NOTE	FIGURE AS ON 31.03.2013	FIGURE AS ON 31.03.2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>1. SHARE HOLDERS FUND</b>			
a. Share Capital	A	2,400,000.00	2,400,000.00
b. Reserve & Surplus	B	49,124,088.67	47,281,551.34
c. Money received against share warrant		-	-
<b>2. SHARE APPLICATION MONEY PENDING ALLOTMENT</b>		-	-
<b>3. NON - CURRENT LIABILITIES</b>			
(a) Long - Term borrowing	C	37,291,178.21	39,018,330.18
(b) Deferred tax liabilities (Net)		648,571.00	717,151.00
(c) Other Long term liabilities	D	32,761,198.00	36,236,648.00
(d) Long term provisions		-	-
<b>4. CURRENT LIABILITIES</b>			
(a) Short - Term borrowing	E	88,097,038.14	75,973,466.47
(b) Trade payables	F	26,083,193.99	8,796,841.98
(c) Other Current liabilities	G	44,159.00	601,400.00
(d) Short term provisions	H	6,265,818.19	5,163,249.19
<b>TOTAL</b>		<b>242,715,245.20</b>	<b>216,188,638.16</b>
<b>II. ASSETS</b>			
<b>1. Non Current Assets</b>			
(a) Fixed Assets			
(i) Tangible assets	I	73,252,311.79	71,661,724.99
(ii) Intangible assets		-	-
(iii) Capital work - in - progress		-	-
(iv) Intangible assets under development		-	-
(b) Non - Current Investment		117,887.50	117,887.50
(c) Deferred tax Assets (net)		-	-
(d) Long term loans and advances		-	-
(e) Other non - current assets		-	-
<b>2. Current Assets</b>			
(a) Current Investment		-	-
(b) Inventories	J	88,381,889.69	58,407,786.00
(c) Trade receivables	K	75,707,331.77	70,136,919.35
(d) Cash and cash equivalents	L	137,153.55	10,655,978.63
(e) Short - term loans and advances	M	4,885,294.90	4,741,841.90
(f) Other current assets	N	233,376.00	466,499.78
<b>TOTAL</b>		<b>242,715,245.20</b>	<b>216,188,638.15</b>
<b>8. NOTES ON ACCOUNTS &amp; SIGNIFICANT ACCOUNTING POLICIES</b>	V		
The Notes referred to above form an integral part of Balance Sheet			
For and on behalf of Board		Signed in terms of our report of even date	
For INDU ENGINEERING & TEXTILES LIMITED		For PREET JAIN & ASSOCIATES	
 (Pramod Agarwal) (Director)		 CHARTERED ACCOUNTANTS  (DIPAK MESH JAIN) Partner M.no. 400130	
 (Saurav Agarwal) (Director)			
Date : 29/08/2013			
Place : New Delhi			



**INDU ENGINEERING & TEXTILES LTD.**  
K- 157, SARITA VIHAR, NEW DELHI

**PROVISIONAL MANUFACTURING TRADING & PROFIT & LOSS ACCOUNT  
FOR THE PERIOD ENDED 31ST MARCH 2013**

PARTICULARS	NOTE	FIGURE AS ON 31.03.2013	FIGURE AS ON 31.03.2012
<b>INCOME</b>			
I. Income from operation	O	236,485,909.02	286,440,765.84
II. Other Income	P	-	430,048.35
<b>III Total Revenue</b>		<b>236,485,909.02</b>	<b>286,870,814.19</b>
<b>IV. Expenses</b>			
Cost of material consumed	Q	168,780,064.36	197,812,666.69
Purchase of Stock in Trade		-	-
Change in Inventory	R	-4,733,000.00	-518,753.00
Manufacturing Expenses	R	38,559,384.34	55,569,519.24
Administrative Expenses	R	3,538,114.48	3,157,442.37
Financial Expenses	R	15,055,922.17	14,458,676.13
Personnel Expenses	R	5,472,195.00	5,276,311.10
Selling & Distribution Expenses	R	4,092,614.88	4,060,609.85
Other non-current assets w/o		-	-
Depreciation and amortization Expenses		3,195,200.00	2,903,304.44
<b>Total Expenses</b>		<b>233,960,515.23</b>	<b>282,719,776.82</b>
V Profit before exceptional and extra ordinary items & tax (III - IV)		2,525,393.79	4,151,037.37
VI Exceptional Item		-	-
VII. Profit Before extraordinary items and tax (V-VI)		2,525,393.79	4,151,037.37
VIII. Extraordinary Item		-	-
IX. Profit before Tax (VII - VIII)		2,525,393.79	4,151,037.37
X. Tax expense :			
(1) Provision for Current Tax		-	790,980.00
(2) Provision for Deferred Tax		-	-108,968.00
XI. Profit (Loss) from the period from counting operations (VII - VIII)		2,525,393.79	4,151,037.37
XII. Profit / (Loss) from discounting operations		-	-
XIII. Tax expenses of discounting operations		-	-
XIV. Profit (Loss) from discount operations (XII - XIII)		-	-
XV. Profit / (Loss) for the Period (XI + XIV)		2,525,393.79	4,151,037.37
XVI. Earning per equity share			
(1) Basic		10.52	17.3
(2) Diluted		10.52	17.3
Balance Brought Forward from Last Year		12,383,149.75	8,914,124.38
Profit Available for Appropriation		2,525,393.79	3,469,025.37
<b>BALANCE CARRIED TO BALANCESHEET</b>		<b>14,203,468.44</b>	<b>12,383,149.75</b>

The Notes referred to above form an integral part of Balance Sheet

For and on t Signed in terms of our report of even date

For INDU ENGINEERING & TEXTILES LIMITED

For PREETI JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS

(Pramod Agarwal)  
(Director )

(Gaurav Agarwal)  
( Director)

(DHARMESH JAIN)  
Partner

Date : 26/12/2012

Place : New Delhi



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## INDU ENGINEERING & TEXTILES LTD.

REGD. OFFICE : K-157, SARITA VIHAR, NEW DELHI-110076

### NOTICE TO THE MEMBERS

Notice is hereby given that the (41<sup>th</sup>) Annual General Meeting of the members of Indu Engineering & Textiles Limited will be held at the Registered Office of the Company at K-157, Sarita Vihar, New Delhi - 110076 on Saturday, the 28<sup>th</sup> day of September, 2013 at 4.00 P.M. to transact the following business:

#### ORDINARY BUSINESS:-

1. To receive, consider and adopt the Director's Report and the Audited Profit & Loss Account for the year ended 31<sup>st</sup> March, 2013 and the Balance Sheet as at that date and the Auditors' Report thereon and the Compliance Certificate under Section 383A of the Companies Act, 1956.
2. To appoint a Director in place of Mr. Pramod Kumar Agarwal, who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Gaurav Agarwal, who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
- \* 4. To appoint M/s Preeti Jain & Associates, Chartered Accountants, retiring auditor, as auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.
5. To appoint M/s Anuj Ashok & Associates, Company Secretaries, at Agra the retiring Secretarial Auditors and being eligible, offer themselves for re-appointment they hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

By Order of the Board of Directors  
For Indu Engineering & Textiles Limited

 P. K. Agarwal  
(Chairman)

New Delhi, 29<sup>th</sup> August, 2013

#### NOTES:-

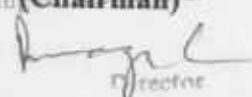
1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself on a poll only instead of himself and a proxy need not be a member of the company.

2. The instrument appointing a proxy should however be deposited at the registered office of the company not less than forty eight hours before the commencement of the meeting.
3. A Member entitled to attend and Vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of himself on a poll only instead of himself and a Proxy need not be a Member of the Company.
4. Pursuant to provisions of Section 205C of the Companies Act, 1956 the amount of dividend remaining unclaimed and unpaid for a period of seven years from the date of payment, is required to be transferred to the Investor Education Protection Fund (IEPF). Members who have not yet encashed their dividend warrants are requested to make their claims to the company immediately. Members may please note that no claim shall lie either against the Fund or the company in respect of dividend which remain unclaimed and unpaid for a period of seven years from the date of payment and no payment shall made in respect of such claims.
5. Members seeking any information with regard to accounts are requested to write to the company at least 10 days before the meetings so as to enable management to keep information ready.
6. Information under clause 49 of the listing agreement(s) regarding appointment / re-appointment of directors and explanatory statement pursuant to section 173(2) of the Companies Act, 1956 in respect of special business are annexed here to.
7. The annual listing fees of Stock Exchange where Company's shares are listed for the year 2012-13 have been paid
8. Shareholders holding shares in physical form are requested to notify immediately change, if any, regarding their address to the Company.
9. The Register of members and the Share Transfer Book of the Company will remain closed from 29<sup>th</sup> August, 2013 to 28<sup>th</sup> September, 2013 (both days inclusive).
10. A brief profile of the directors retiring by rotation and eligible for re-appointment, as required by section 265 of the companies act, 1956 is given below.
11. Members are requested to bring their copy of Annual Report at the meeting.

By Order of the Board of Directors  
**For Indu Engineering & Textiles Limited**

New Delhi, 29<sup>th</sup> August, 2013

P. K. Agarwal  
For Indu Engineering (Chairman)



Director

## **EXPLANATORY STATEMENT**

*EXPLANATORY STATEMENT TO THE RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS AND FORWARD THE SAME FOR SHAREHOLDERS APPROVAL OF M/S INDU ENGINEERING & TEXTILES LIMITED IN ACCORDANCE WITH ITS AUTHORITY, AT A MEETING DULY HELD ON THURSDAY 29<sup>TH</sup> AUGUST 2013.*

## **ANNEXURE TO THE NOTICE**

**Brief profile of Directors retiring by rotation:**

**Pursuant to Item No. 3**

**Mr. Pramod Kumar Agarwal**

Mr. P. K. Agarwal is 54 years of age. He is graduate and having more than 26 year of experience in Finance and Capital market. His efforts and devotion to the company cannot be explained in terms of words and his presence is needed in the Board of the Company.

**Mr. Gaurav Agarwal**

Mr. Gaurav Agarwal is 28 years of age. He is having esteemed personality, he is efficiently controlling and managing the business affairs with an experience over 8 years as investment consultant. He is having rich experience in management strategies and financial application. Presently he is acting as a Director of our Holding Company. for exploring and widening his knowledge, which has and will benefit the company in its long run, through his applications.

By Order of the Board of Directors  
**For Indu Engineering & Textiles Limited**

For Indu Engineering & Textiles Limited

  
**P. K. Agarwal**  
**(Chairman)**

New Delhi, 29<sup>th</sup> August, 2013

*Audited Financial Statements for the  
year 2012-2013*

**INDU ENGINEERING & TEXTILES LTD.**

REGD. OFFICE : K-157, SARITA VIHAR, NEW DELHI-110076

**ATTENDANCE SLIP**

PLEASE COMPLETE THIS ATTENDANCE SLIP IN ALL RESPECTS  
AND HAND IT OVER AT THE ENTERANCE OF THE MEETING HALL

REGD. FOLIO NO./CLIENT ID : \_\_\_\_\_  
DP ID NO. : \_\_\_\_\_  
CLIENT ID : \_\_\_\_\_  
NO. OF SHARES : \_\_\_\_\_  
NAME : \_\_\_\_\_  
ADDRESS : \_\_\_\_\_

I hereby certify that I am a registered shareholder/proxy for the registered shareholder of the company. I hereby record my presence at the (41<sup>th</sup>) Annual General Meeting of the Company to be held on Saturday, 28<sup>th</sup> September, 13 at the Registered Office of the Company at K-157, Sarita Vihar, New Delhi-110076 4.00 p.m.

NAME OF THE SHAREHOLDER/PROXY	SIGNATURE OF SHAREHOLDER/PROXY

**INDU ENGINEERING & TEXTILES LIMITED**

REGD. OFFICE : K-157, SARITA VIHAR, NEW DELHI-110076.

**PROXY**

I/we \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ being a Member/Members of the above named company, hereby appoint \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ of failing him/her, \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ as my/our proxy to attend and vote for me/us and on my/our behalf at the (41<sup>th</sup>) Annual General Meeting of the Company to be held on saturday, 28<sup>th</sup> September, 13 or at any adjournment thereof at K-157, Sarita Vihar, New Delhi-110076.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2013.

Regd. Folio/Client ID No. :

DP ID No. :

CLIENT ID :

No. of Shares :

Signature

Affix  
Re. One  
Revenue  
Stamp

Note : The Proxy must be returned so as to reach the Registered Office of the Company, not less than Forty Eight Hours before the time of holding the Meeting.