



**JAIHIND SYTHETICS
LIMITED**

ANNUAL ACCOUNTS

FINANCIAL YEAR

2014 - 2015

BOARD OF DIRECTORS:

MR.AJIT V. VASANI	DIRECTOR & CHIEF EXECUTIVE OFFICER (CEO)
MS. MEGHAL AJIT VASANI	DIRECTOR
MS. JAGRUTI AJIT VASANI	DIRECTOR
MR. PARESH SAVANI	INDEPENDENT DIRECTOR
MS. SHITAL ARVIND SHAH	INDEPENDENT DIRECTOR
MR. RAMESH KISTAPPA PASULA	INDEPENDENT DIRECTOR

CHIEF FINACINAL OFFICER (CFO)

MR.KARAN MEHTA

BANKERS:

ALLAHABAD BANK
AXIS BANK
IDBI BANK

AUDITORS:

JAI PRAKASH UPADHAYAY & CO.
CHARTERED ACCOUNTS

INTERNAL AUDITOR

RAJESH THAKKAR & ASSOCIATES

REGISTERED OFFICE:

110, AJANTA SQUARE
OLD AJANTA TALKIES,
L.T ROAD, BORIVALI (W),
MUMBAI – 400 092.

TRANSFER AGENTS

SKYLINE FINANCIAL SERVICES PVT LTD ,
D-153A, 1ST FLOOR, OKHLA INDUSTRIAL AREA,
PHASE 1ST FLOOR, OKHLA INDUSTRIAL AREA,

EMAIL ID:

jaihindltd@yahoo.com

WEBSITE URL:

jaihindltd.biz

NOTICE

Notice is hereby given that the Twenty Eighth Annual General Meeting of the members of JAIHIND SYNTHETICS LTD will be held on Wednesday, the 30th September, 2015 at 8.30 a.m. at 110, Ajanta Square Old Ajanta Talkies, L.T Road, Borivali (W), Mumbai – 400 092.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2015 and Profit and Loss Account for the Year ended on that date together with the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Paresh Vinodray Savani, who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of the Auditors of the Company and their remuneration fixed at the Twenty Seventh Annual General Meeting of the Company held on 30th September 2014, and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the first proviso to Section 139(1) of the Companies Act, 2013, read with the first proviso to Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the appointment of M/s Jai Prakash Upadhyay & Co., Chartered Accountants, Mumbai, (Firm Reg No. 125073W) as the auditors of the Company to hold office from the conclusion of the Twenty Eighth Annual General Meeting until the conclusion of the Twenty Ninth Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors of the Company, made at the Twenty Seventh Annual General Meeting of the Company held on 30th September, 2014, be and is hereby ratified.”

SPECIAL BUSINESS

4. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Ms. Shital Arvind Shah(DIN:06797132), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 09.09.2015 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Ms. Shital Arvind Shah for the office of the Director of the Company, be and is hereby elected and appointed as an Independent Non-Executive Director, whose period of office shall be liable to determination by retirement of directors by rotation.”

5. To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act, Mr. Ramesh Kistappa Pasula(DIN:05337128), who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 09.09.2015 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Mr. Ramesh Kistappa Pasula for the office of the Director of the Company, be and is hereby elected and appointed as an Independent Non-Executive Director, whose period of office shall be liable to determination by retirement of directors by rotation.”

6. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force; the consent of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time as they may think fit, any sum or sums of money not exceeding Rs. 200 Crores (Rupees Two Hundred Crores Only) [including the money already borrowed by the Company] on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured and if secured, whether by way of mortgage, charge or hypothecation, pledge or otherwise in any way whatsoever, on, over or in any respect of all, or any of the Company’s assets and effects or properties whether moveable or immovable, including stock-in-trade, notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company’s Bankers in the ordinary course of business) and remaining un-discharged at any given time, exceed the aggregate, for the time being, of the paid-up capital of the Company and its free reserves.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company be and is hereby authorized to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.”

7. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions, if any, the Board of Directors of the Company be and is hereby authorized and empowered to mortgage, hypothecate, pledge, charge or otherwise encumber, from time to time, all present and future, movable or immovable properties of the Company and/ or whole of the undertakings of Company, wherever situated, in favour of financial institutions, Banks, body corporate or any other lender to secure fund based and/ or non fund based facilities including term loan and working capital assistance obtained/to be obtained by the Company subject to the limits approved under Section 293(1)(d) of the Companies Act, 1956, or section 180(1)(a) of the Companies Act, 2013 together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premium on prepayment, remuneration of the Agent(s)/Trustees, premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s), Debenture Trust Deed(s) or any other document, entered into/to be entered into between the Company and the Lender(s)/Agent(s) and Trustee(s) / Trustee(s), in respect of the said loans / borrowings / debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or Committee thereof and the Lender(s)/ Agent(s) and Trustee(s) /Trustee(s).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to execute such agreements, papers, deeds, and other instruments or writings containing such conditions and covenants as it may think fit to give effect to this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company be and is hereby authorized to take all such actions and to

give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.”

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 including Section 62 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended (“ICDR Regulations”), and any other Rules / Regulations / Guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, Stock Exchanges and/or any other statutory / regulatory authority whether in India or abroad, the Listing Agreements entered into by the Company with the Stock Exchanges where the securities of the Company are listed and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the Board be and is hereby authorized on behalf of the Company to create, offer, issue and allot, from time to time and in one or more tranches, of Equity Shares of a face value of Rs.10/- at Par to a Group individuals, upto Rs.5 Crores by way of a Preferential Issue, through offer letter and/or circular and/or information memorandum and/or private placement memorandum and/or such other documents / writings, in such manner and on such terms and conditions as may be determined by the Board in its absolute discretion.

RESOLVED FURTHER THAT in accordance with the provisions of ICDR Regulations, the “Relevant Date” for the purpose of calculating the price of Equity Shares to be issued in terms hereof shall be 10.08.2015, the floor price so calculated is Rs. 10/-.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, to issue and allot Equity Shares upon exercise of the entitlement attached to Warrants, issuing certificates / clarifications, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any fresh approval of the shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares and utilization of proceeds of the Warrants / Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive in all respects.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by above resolutions to any Director or to any Committee of Directors or any other executive(s) / officer(s) of the Company or any other person as the Board at its discretion deem appropriate, to do all such acts, deeds, matters and things as also to execute such documents, writings, etc as may be necessary to give effect to the aforesaid resolution.”

REGISTERED OFFICE

110, Ajanta Square
Old Ajanta Talkies,
L.T Road, Borivali (W),
Mumbai – 400 092.

Date: 09.09.2015

For and on behalf of the Board

Sd/-
AJIT V. VASANI
DIRECTOR

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEEDNOT BE A MEMBER OF THE COMPANY.**
2. An Explanatory Statement as required under Section 102 of the Companies Act, 2013, is annexed hereto.
3. The Register of Members and Transfer Books of the company will remain closed from 25.09.2015 to 30.09.2015 (Both days inclusive).
4. Members desiring to seek any further information or clarification on the Annual Accounts or operations of the Company at the meeting are requested to send their queries so as to reach the Registered Office at least 10 days in advance of the date of meeting to enable the management to keep the information ready.
5. The Members are requested to bring their copies of the Annual Report to the meeting.
6. Members are requested to notify immediately any change in their address to the Companies Registrar and Share Transfer Agents M/s Skyline Financial Services Pvt Ltd ,D-153A, 1st Floor, Okhla Industrial Area, Phase 1st Floor, Okhla Industrial Area, Phase 1, New Delhi-110020,
7. (a) Members desirous of receiving Notices and/or documents from the Company through the electronic mode are urged to update their email addresses with their Depository Participants, where shares are held in electronic form and to the Share department of the Company / Share Transfer Agents where shares are held in physical form.
(b) Email Addresses of Members are advised to the Share Department of the Company / Share Transfer Agents where shares are held in physical mode or registered with Depositories where shares are held in the electronic mode will be deemed to be the Member's registered Email address for serving Company documents/notices as per provisions of the Act and the instructions of the Ministry of Corporate Affairs. Members intending to refresh/ update their email addresses should do so as soon as possible.
8. Members holding shares, in physical form, in identical order of names in more than one Folio, are requested to write to the Share Department of the Company / Share Transfer Agents enclosing the relevant Share Certificates requesting consolidation of such folios into one folio.
9. As per the provisions of the Act, the facility for making nominations is available to individuals holding shares in the company. The Nomination Form -2B, prescribed by the Government for the purpose, can be obtained from the Share Department of the Company / Share Transfer Agent.
10. Voting through Electronic Means(Remote E-Voting):
 1. In compliance with the provisions of Section 108 of the Companies Act,2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the members with facility to exercise their right to vote at the 28th Annual General Meeting by electronic means and the business may be transacted through e-Voting services as provided by Central Depository Services Limited (CDSL):
The instruction for e-voting is as under:

- A. In case a Member receives an email from CDSL {for members whose email IDs are registered with the Company/Depository Participant(s)}:
- i) Open email and open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
 - ii) Launch internet browser by typing the following URL:<https://www.evoting.cdsl.com/>
 - iii) Click on Shareholder – Login.
 - iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digital characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vi) Home Page of e-voting opens. Click on E-Voting: Active Voting Cycles.
 - vii) Select “EVEN” of Jaihind Synthetics Limited.
 - viii) Now you are ready for e-voting as Cast Vote page opens.
 - ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - x) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - xii) Institutional shareholders (i.e other than individuals, HUF, NRI, etc) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter, etc together with the attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email to shirdipankaj@hotmail.com with a copy marked to evoting@cdsl.co.in
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participant(s) or requesting physical copy]:
- i) Initial password will be provided separately:
EVEN (E Voting Event Number) USER ID PASSWORD/PIN
 - ii) Please follow all steps from SI. No. (ii) to SI. No. (xii) above, to cast vote.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the 'Downloads' section of www.evoting.cdsl.com
3. If you are already registered with CDSL for e-voting then you can use your existing USER ID and Password/Pin for casting your vote.

4. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
5. The E-voting period commences on Sunday the 27.09.2015 and ends on Tuesday the 29.09.2015. During this period, the shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
6. The voting rights of shareholders shall be in proportion to their shares of the paid up equity capital of the Company as on the cut-off date (record date) of 23.09.2015.
7. Mr. Pankaj S. Desai, B.Com (Hons), A.C.S, A.C.A has been appointed as Scrutinizer having their office at 5/14, Malad C.H.S., Opp. Saraf Hall, Poddar Park, Malad (East), Mumbai – 400097, to scrutinize the e-voting process in a fair and transparent manner.
8. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes case in favour or against, if any, forthwith to the Chairman of the Company.
9. The Results shall be declared within forty eight hours from the conclusion of the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website JAIHINDLTD.BIZ and on the website of CDSL within two(2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited (BSE) accordingly.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No.4

Ms. Shital Arvind Shah was appointed as an Additional Director by the Board of Director w.e.f. 09.09.2015 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013, the above director holds office up to the date of the ensuing Annual General Meeting. In this regard the Company has received a request in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Ms. Shital Arvind Shah on the Board is desirable and would be beneficial to the company.

Your Directors recommend the resolution set out in item no.4 of the accompanying Notice. None of the Directors, except Ms. Shital Arvind Shah, or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

Item No.5

Mr. Ramesh Kistappa Pasula was appointed as an Additional Director by the Board of Director w.e.f. 09.09.2015 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 152 of the Companies Act, 2013, the above director holds office up to the date of the ensuing Annual General Meeting. In this regard, the Company has received a request in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mr. Ramesh Kistappa Pasula on the Board is desirable and would be beneficial to the company.

Your Directors recommend the resolution set out in item no.5 of the accompanying Notice. None of the Directors, except Mr. Ramesh Kistappa Pasula, or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

Item No. 6:

In terms of Section 180(1)(c) of the Companies Act, 2013, consent of the Company in General Meeting by way of a Special Resolution is required for the Board of Directors of the Company ("the Board") to borrow monies for the purpose of the business of the Company, (apart from temporary loans obtained from the Company's bankers) in excess of the paid up capital of the Company and its free reserves, that is to say, reserves, not set apart for any specific purpose.

It is hence proposed that the approval of the members be sought to borrow a sum not exceeding Rs. 200 Crores(Rupees Two Hundred Crores Only) over and above the aggregate of the paid up capital and free reserves of the Company, to comply with the Section 180(1)(c) of the Companies Act, 2013.

Your Directors recommend the resolution set out in item No.6 of the accompanying Notice. None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

Item No. 7:

To meet its long term fund requirements, the Company will be required to borrow monies from various lending agencies from time to time including through issue of debentures/bonds. As security for these borrowings/Issue of debentures or bonds, the Company is required to create mortgages/charges on certain movable and immovable properties of the company as may be required as per the terms of the borrowings/issue of debenture or bonds. In terms of Section 180(1)(a) of the Companies Act, 2013, it is necessary for the Company to obtain approval of the members by way of a Special Resolution for creation of mortgage / charge /hypothecation in favour of the lending agencies/debenture trustees. The resolution passed earlier is valid only till September, 2014 as per the clarification issued by the Ministry of Corporate Affairs.

It is hence proposed that the approval of the members be sought to create the mortgages/charges on the company's properties, to comply with Section 180(1)(a) of the Companies Act, 2013.

Your Directors recommend the resolution set out in item No. 7 of the accompanying Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

Item No. 8:

Keeping in view the growing business requirements, and the ability to compete with the peer group in the domestic and international markets, your Company needs to strengthen its financial position and net worth by augmenting long term resources. The Company has accordingly proposed to enhance its equity base by allotment of shares on a preferential basis. Consent of the shareholders is sought for issuing the Equity Shares as stated in the resolution to the group of individuals, which shall result in issuance of upto Rs.5 Crores further equity shares of the Company, on a preferential basis, resulting in an inflow of upto Rs.5 Crores to the Company in accordance with the terms and nature of the Equity Shares to be issued by the Company.

Section 62 of the Companies Act, 2013 and the provisions of the Listing Agreement provides, inter alia, that when it is proposed to increase the issued capital of a Company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in the manner laid down in Section 62 unless the shareholders of the Company in general meeting decide otherwise. The Resolution, if passed, will have the effect of allowing the Board to issue and allot Equity Shares to group of individuals. Since the proposed Special Resolution would result in issue of Equity Shares of the Company otherwise than to the members of the Company in the manner laid down under Section 62 of the Companies Act, 2013, consent of the shareholders is being sought pursuant to the provisions of Section 42, 62 and all other applicable provisions of the Companies Act, 2013 and the Listing Agreement.

The Equity Shares allotted would be listed on BSE. The issue and allotment would be subject to the availability of regulatory approvals, if any. In terms of Regulation 73 of SEBI (ICDR) Regulations, 2009 ("Regulations"), the following disclosures are needed to be made in the Explanatory Statement to the Notice of the General Meeting:

i. The Objects of the issue through preferential offer:

To augment resources of the Company, to raise funds in the form of equity capital so as to reduce the borrowing cost and also to enhance the debt/ capital raising capacity in order to respond to various opportunities for further growth of the business of the Company in terms of introduction of new products, business acquisitions so as to leverage such structure to achieve higher growth in terms of revenue and profit and for general corporate purposes.

ii. The intention of the Promoters/Directors/Key Management Personnel to subscribe to the offer:

The Preferential Issue is not being made to the Promoters, Directors or Key Management Personnel of the Company and the Promoters, Directors or Key Management Personnel of the Company do not intend to subscribe to the offer.

iii. Relevant Date:

The Relevant Date as per the Regulations for the determination of issue price of the equity shares pursuant to the aforesaid preferential allotment is fixed as 10.08.2015.

iv. Pricing of Preferential Issue:

The equity shares will be allotted in accordance with the price determined in terms of Regulation 76 of the Regulations. Since the Company is listed on BSE Limited, the trading volume of Equity Shares of the Company on both the stock exchanges will be considered to determine the highest trading volume for computation of issue price. As required under the Regulations, wherever it is required, the Company shall re-compute the issue price in accordance with the Regulations. Further, if the amount payable on account of the re-computation of issue price is not paid by the proposed allottees, within the time stipulated under the Regulations, the Equity Shares so allotted shall continue to be locked in till the time such amounts are paid by them.

v. Identity of the proposed allottees:

The identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottee is as follows:

Identity of Proposed allottee	Category	Pre-Issue Holding	No of equity shares to be allotted	Issue Price (INR) of equity shares	Post-issue holding	% Post-issue holding
			Equity Shares	Rs.		

-NOT APPLICABLE-

vi. Shareholding Pattern pre and post preferential offer:

The present shareholding pattern and the shareholding pattern assuming full allotment of equity shares are given below:

Sr. No	Category of Shareholder	Pre-Preferential Shareholding (as on 30.06.2015)		Post-Preferential Shareholding (Proposed) (After allotment of equity shares)	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
(A)	Promoter and Promoter Group				
1	Indian	783198	9.16	783198	5.78
2	Foreign				
3	Bodies Corporate				
	Sub Total (A)	783198	9.16	783198	5.78
(B)	Public Shareholding				
1	Institutions				
(i)	Mutual Funds/ UTI				
(ii)	Financial Institutions/ Banks				
(iii)	Insurance Companies				

(iv)	Foreign institution investors				
(v)	Foreign Venture Capital Investors				
	Sub Total (B1)	0	0	0	0
2	Non-Institutions				
(i)	Bodies Corporate	339505	3.97	339505	2.51
(ii)	NRIs	9541	0.11	9541	0.07
(iii)	Others (Individuals) (Private Corporate Bodies)	7414354	86.76	12414354	91.64
	Sub Total (B2)	7763400	90.84	12763400	94.22
	Total Public Shareholding Sub – Total B (B1+B2)				
	Total Shareholding :	8546598	100	13546598	100

vii. Proposed time within which the allotment shall be completed:

As required under Chapter VII of the Regulations, the Company shall complete the allotment of equity shares as aforesaid on or before the expiry of 15 days from the date of passing of the special resolution by the shareholders granting consent for preferential issue at the General Meeting or in the event allotment of equity shares would require any approval(s) from any regulatory authority or the Central Government, within 15 (fifteen) days from the date of such approval(s), as the case may be.

viii. Change in control:

There shall be no change in management or control of the Company pursuant to the issue of equity shares.

ix. Securities to be issued:

The resolution set out in the accompanying notice authorizes the Board to issue to the allottee, Equity shares of face value of Re. 10/- each aggregating up to Rs. 5 crores (Rupees Five crores only) in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the provisions of Chapter VII of the Regulations.

x. Auditors certificate:

The Statutory Auditor's certificate, as required under Regulation 73(2) of the Regulations will be made available for inspection at the Corporate Office of the Company between 10 a.m. and 1 p.m. on all working days (excluding Saturday and Sunday) up to the date of the meeting.

xi. Lock in period:

The proposed allotment shall be subject to lock-in as per requirements of the Regulations.

xii. The Company has not made any preferential issue of securities during the current year.

As it is proposed to issue and allot the aforesaid securities on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Section 62 of the Companies Act, 2013, other applicable provisions of Companies Act, 2013 and Chapter VII of the Regulations. The Board of Directors believes that the proposed preferential issue and allotment of Equity Shares is in the best interest of the Company and its members. Your Directors, therefore, recommend the resolution No.8 for your approval.

None of the Directors/their relatives of the Company are in any way concerned or interested in the above referred resolution.

As and when the Board does take a decision on matters on which it has the discretion, necessary

the provisions of the Listing Agreement. All the documents referred to in the accompanying Notice and Statement Annexed thereto would be available for inspection without any fee by the members at the Corporate Office of the Company during 10:00 A.M. to 1:00 P.M on any working day (excluding Saturday and Sunday) up to the date of the meeting.

REGISTERED OFFICE

110, Ajanta Square
Old Ajanta Talkies,
L.T Road, Borivali (W),
Mumbai – 400 092.

Date: 09.09.2015

For and on behalf of the Board

Sd/
AJIT V. SAVANI
DIRECTOR

DIRECTORS' REPORT

To
The Members,

Your directors have pleasure in presenting the Twenty Eighth Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2015.

FINANCIAL RESULTS:

(IN RUPEES)

Particular's	31 st March, 2015	31 st March, 2014
Net Sales/ Income from Operations & Other income excluding Excise & Sales Tax (Total income)	2812000	(21196750)
Less: Depreciation & Interest (Total Expenses)	1881107	(22037950)
Net Profit / (Loss) before Tax	930893	841200
(Add)/Less: Prior years adjustments, Deferred tax etc.	230000	113844
Net Profit / (loss) after tax	700893	727356
Net Profits after Dividends	700893	727356
Add / (Less) Profit/(Loss) Brought forward	(7061615)	(7788971)
Balance carried to Balance Sheet	(6360722)	(7061615)

OPERATIONS:

During the year under review, the Company has recorded the Net Profits after tax of Rs.700893/- for the year as compared to the profits of Rs. 727356/- in the previous year.

The company expects further growth in the performance in terms of turnover and also increase in the profitability.

DIVIDEND:

No dividend shall be paid by a company in this financial year.

SHARE CAPITAL:

The paid up equity capital as on March 31, 2015 was Rs. 84,085,780/-. During the year under review, there were no changes in paid up share capital of the Company. The company has not issued shares with differential voting rights nor granted stock options or sweat equity.

FINANCE:

Cash and cash equivalents as at March 31, 2015 was Rs.250586/-. The company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters which were kept under strict check through continuous monitoring.

DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has neither given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.nor made any investments.

CONSERVATION OF ENERGY

a. Though the Company's operations do not involve substantial energy consumption, the Company has taken adequate steps to improve energy utilization wherever possible.

- b. Additional investments and proposals for reduction of consumption of energy.- No additional investments made during the year.
- c. Impact of the above measures: Nil
- d. Total energy consumption and energy consumption per unit of production: "FORM – A" not applicable.

TECHNICAL ABSORPTION, ADAPTION AND INNOVATION:

- a. The technology to improve the quality and yield of the products development is not applicable.
- b. Imported Technology: No technology was imported by the Company during the year under review.

INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

DIRECTORS:

Mr. Paresh Savani, who retires by rotation and being eligible, offers himself for reappointment.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

MEETINGS:

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year 14 (Fourteen) Board Meetings and 4 (Four) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.
- v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in “Zero Tolerance” against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as “code of business conduct” which forms an Appendix to the Code. The Code has been posted on the Company’s [website:-www.jaihindltd.biz](http://www.jaihindltd.biz).

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Company has a Fraud Risk and Management Policy to deal with instances of fraud and mismanagement, if any. The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

A high level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

INDEPENDENT DIRECTOR’S MEETING

During the year under review, the independent Directors of the Company met twice interalia, to discuss:

- i) Evaluation of performance of Non-Independent Directors and the Board of Directors of the Company as a whole.
- ii) Evaluation of performance of the Chairman of the Company, taking into views of Executive and Non Executive Directors.

EVALUATION OF PERMORMANCE OF THE BOARD MEMBERS

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the evaluation of the performance of the Board as well as of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee has been carried out. The performance evaluation of the Independent Directors was carried out by the entire Board and the performance evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

Pursuant to requirements of Clause 49 of the Listing Agreement, the Company has a familiarization programme for Independent Directors with regard to their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The Board Members are provided with all necessary documents/ reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board constituted Committee Meetings pertaining to business and performance updates of the Company, global business environment, business strategies and risks involved. Directors attend training programmes / conferences on relevant subject matters and keep themselves abreast of the latest corporate regulatory and industry developments.

The same has been posted on website of the Company viz;website:-www.jaihindltd.biz.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

AUDITOR'S REPORT / SECRETARIAL AUDIT REPORT:

The observation made in the Auditors' Report read together with relevant notes thereon are self explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a secretarial audit report. There are no major observations made by the Auditor in the Report except other non-compliances mentioned therein and forming part of the report:

However, the company would ensure in future that all the provisions are complied to the fullest extent.

AUDITORS:

M/s. Jai Prakash Upadhayay & Co, Chartered Accountants, the Statutory Auditors of the Company have been appointed as statutory auditors of the company till the conclusion of 29th AGM of the Company subject to ratification by members at every AGM. Accordingly requisite resolution for ratifying their appointment is proposed in the manner stated in the Notice for the 28th AGM.

SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Pankaj & Associates, a firm of company Secretaries in practice, to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as "Annexure A"

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as "Annexure B".

BUSINESS RISK MANAGEMENT:

Pursuant to section 134 (3)(n) of the Companies Act, 2013 & Clause 49 of the listing agreement, the company has constituted a business risk management committee. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

At present the company has not identified any element of risk which may threaten the existence of the company.

PARTICULARS OF EMPLOYEES:

None of the employees of the Company draws remuneration more than the limits prescribed under the Companies Act, 2013.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

The Corporate Governance and Management Discussion & Analysis Report, which form an integral part of this Report, are set out as separate “Annexure C”, together with the Certificate from the auditors of the Company regarding compliance with the requirements of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

ACKNOWLEDGEMENTS:

Your Board of Directors would like to place on record its sincere appreciation for the whole hearted support and contributions made by Auditors, Banks, Financial Institutions, Suppliers and other Business Associates towards the conduct of the operations of the Company.

Place: MUMBAI

Date: 09.09.2015

For and on behalf of the Board of Directors

**Sd/-
AJIT V. VASANI
DIRECTOR**

ANNEXTURE-A

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2015

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

To,
The Members,
Jaihind Synthetics Limited,

We have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by Jaihind Synthetics Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Jaihind Synthetics Limited's 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Jaihind Synthetics Limited ("the Company") for the financial year ended on 31st March, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The following Regulations and Guidelines prescribed under the 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, 1992;

(c) 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;

We have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE Limited);

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. The Company has not filed a Report on Annual General Meeting with ROC in Form MGT-15.
2. Section 203 of the Companies Act, 2013 requires Appointment of Key Managerial Personnel (KMP) by the Company. As on 31st March, 2015 KMP was not appointed but before signing the report, Chief Financial Officer and Chief Executive Officer of the Company got appointed in the Board Meeting held on 09.09.2015 but Company Secretary was not appointed by the Company.
3. Clause 41 (III) and Clause 41 (VI) of the Listing Agreement require Company to give advertisement in Newspaper for intimation of Board Meeting in which the financial results will be considered and approved along with the Publication of financial results in newspapers, which was not complied by the Company.
4. Rule 20 (3) (v) of Companies (Management and Administration) Rules, 2014 was not complied by the Company which requires the Company to publish the Notice of E-voting in at least one vernacular newspaper in the principal vernacular language of the district in which the registered office of the company is situated.
5. Rule 10 of Companies (Management and Administration) Rules, 2014 was not complied by the Company which requires every listed company to give advertisement for Closure of register of members in at least one vernacular newspaper in the principal vernacular language of the district and having a wide circulation in the place where the registered office of the company is situated, and at least one in English language in an English newspaper circulating in that district and having wide circulation in the place where the registered office of the company is situated.

We further report that

The Board of Directors of the Company was not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors but the Company has duly constituted the same before signing of the said report. Shri. Karan Mehta was appointed as CFO of the Company and Shri. Ajit Vasani was appointed as CEO of the Company at the Board Meeting held on 09.09.2015, Smt. Shital Arvind Shah and Shri. Ramesh Kistappa Pasula were appointed as Additional Independent Director at the Board Meeting held on 09.09.2015. 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.

We also report that as regards the provisions of notices of board meeting, sending of agenda papers, holding of board meetings as laid down in the Act, are concerned, they are not strictly and properly followed by the company.

Majority decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period there were no major specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Sd/-

Pankaj S. Desai
Practising Company Secretary:
ACS No.: 3398
C.P.No.: 4098

Place:- Mumbai
Date:- 09.09.2015

This report is to be read with our letter of even date which is annexed as **Annexure I** and forms an integral part of this report.

Annexure I (Integral part of Secretarial Audit Report)

To,
The Members,
Jaihind Synthetics Limited,

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records 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. We have followed the audit practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we follow provide a responsible basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.

6. 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.

Sd/-

Pankaj S. Desai
Practising Company Secretary:
ACS No.: 3398
C.P.No.: 4098

Place:- Mumbai
Date:- 09.09.2015

ANNEXURE-B

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2015

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

I **REGISTRATION & OTHER DETAILS:**

i	CIN	L17120MH1986PLC040093
ii	Registration Date	12-06-1986
iii	Name of the Company	Jainhind Synthetics Limited
iv	Category/Sub-category of the Company	Company limited by shares/ Indian Non- Government Company
v	Address of the Registered office & contact details	Jainhind Synthetics Limited, 110,Ajanta Square old Ajanta Talkies L.T.Road, Borivalli (West), Mumbai – 400 092
vi	Whether listed company	YES
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	M/s Skyline Financial Services Pvt Ltd. D-153A, 1st Floor, Okhla Industrial Area, Phase 1st Floor, Okhla Industrial Area, Phase 1, New Delhi- 110020

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

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Textile Trading	N.A.	100%

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	NA	NA	NA	NA	NA

IV

SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/HUF	6600	776598	783198	9.16	6600	776598	783198	9.16	0	0
b) Central Govt. or State Govt.	0	0	0	0.0000	0	0	0	0.0000	0	0
c) Bodies Corporates	0	0	0	0.0000	0	0	0	0.0000	0	0
d) Bank/Fl	0	0	0	0.0000	0	0	0	0.0000	0	0
e) Any other	0	0	0	0.0000	0	0	0	0.0000	0	0
SUB TOTAL:(A) (1)	6600	776598	783198	9.16	6600	776598	783198	9.16	0	0
(2) Foreign										
a) NRI- Individuals	0	0	0	0.0000	0	0	0	0.0000	0	0
b) Other Individuals	0	0	0	0.0000	0	0	0	0.0000	0	0
c) Bodies Corp.	0	0	0	0.0000	0	0	0	0.0000	0	0
d) Banks/Fl	0	0	0	0.0000	0	0	0	0.0000	0	0
e) Any other...	0	0	0	0.0000	0	0	0	0.0000	0	0
SUB TOTAL (A) (2)	0	0	0	0.0000	0	0	0	0.0000	0	0
Total Shareholding of Promoter										
(A) = (A)(1)+(A)(2)	6600	776598	783198	9.16	6600	776598	783198	9.16	0	0

B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	0	0	0	0.0000	0	0	0	0.0000	0	0
b) Banks/Fl	0	0	0	0.0000	0	0	0	0.0000	0	0
C) Central govt	0	0	0	0.0000	0	0	0	0.0000	0	0
d) State Govt.	0	0	0	0.0000	0	0	0	0.0000	0	0
e) Venture Capital Fund	0	0	0	0.0000	0	0	0	0.0000	0	0
f) Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0	0
g) Flls	0	0	0	0.0000	0	0	0	0.0000	0	0
h) Foreign Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0	0
i) Others (specify)	0	0	0	0.0000	0	0	0	0.0000	0	0
SUB TOTAL (B)(1):	0	0	0	0.0000	0	0	0	0.0000	0	0
(2) Non Institutions										
a) Bodies corporates	341686	6300	347986	4.07	341686	6300	347986	4.07	0	0
i) Indian	0	0	0	0.0000	0	0	0	0.0000	0	0
ii) Overseas	0	0	0	0.0000	0	0	0	0.0000	0	0
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	1166589	551300	1717889	20.1	1166589	551300	1717889	20.1	0	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	2365784	3322200	5687984	66.55	2365784	3322200	5687984	66.55	0	0
c) Others (specify)										
i) Non Resident Individuals	9541	0	9541	0.11	9541	0	9541	0.11	0	0
SUB TOTAL (B)(2):	3883600	3879800	7763400	90.8400	3883600	3879800	7763400	90.8300	0	0

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Ajit Vasani	4,16,366	4.8640	0	4,16,366	4.8640	0	0
2	Jagruf A Vasani	1,83,416	2.1500	0	1,83,416	2.1500	0	0
3	Meghal A Vasani	1,83,416	2.1500	0	1,83,416	2.1500	0	0
	Total	7,83,198	9.1640	0	7,83,198	9.164	0	0

(iii) CHANGE IN PROMOTERS' SHAREHOLDING-

Sl. No.	Name of Promoter	Share holding at the beginning of the Year	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	0	-	0	0
	Decrease in Share holding during the year	0	-	0	0.00
	At the end of the year	0	-	0	0

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Change in Shareholdings (No. of Shares)		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	Increase	Decrease	No. of shares	% of total shares of the company
1	MANIHAR D SHAH	750000	8.7754	0	0	750000	8.7754
2	PIRMAL B GANDHI	475000	5.5578	0	0	475000	5.5578
3	JAYSUKH J DOSHI	462500	5.4115	0	0	462500	5.4115
4	PIYUSH B PATEL	410000	4.7972	0	0	410000	4.7972
5	PARESH RATANJI KENIYA	360000	4.2122	0	0	360000	4.2122
6	ASHWIN RATILAL MEHTA	239890	2.8068	0	0	239890	2.8068
7	BAKRISHNA K MAVI	225000	2.6326	0	0	225000	2.6326
8	NIRMALA M BHALANI	175000	2.0476	0	0	175000	2.0476
9	WIPULKUMAR VRALAL SUCHAK	170000	1.9891	0	0	170000	1.9891
10	ARCHANA AMOL MALISANE	158700	1.8569	0	0	158700	1.8569
11	HASMUKH GANGJI PATEL	122586	1.4343	0	0	122586	1.4343
12	RAKESH J KOTHARI	112500	1.3163	0	0	112500	1.3163

13	SURESH MANOHARLAL JUVANI	100004	1.1701	0	0	100004	1.1701
14	KAMAL KUMAR KESHWANI	79546	0.9307	0	0	79546	0.9307
15	YASIN A. VADNAGARWALA	68536	0.8019	0	0	68536	0.8019

(v) Shareholding of Directors & KMP

Sl. No	For Each of the Directors & KMP	Shareholding		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
Ajit V Vasani	At the beginning of the year Date wise Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	416366	4.864	416366	4.864
	At the end of the year	416366	4.864		4.864
Jagruti A Vasani	At the beginning of the year Date wise Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	183416	2.15	183416	2.15
	At the end of the year	183416	2.15		2.15
Meghal A Vasani	At the beginning of the year Date wise Increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	183416	2.15	183416	2.15
	At the end of the year	183416	2.15		2.15

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i) Principal Amount		0	7734500	0	7734500
ii) Interest due but not paid		0	0	0	0
iii) Interest accrued but not due		0	0	0	0
Total (i+ii+iii)		0	7734500	0	7734500
Change in Indebtedness during the financial year					
Additions		0	0	0	0
Reduction		0	0	0	0
Net Change		0	0	0	0
Indebtedness at the end of the financial year					
i) Principal Amount		0	7734500	0	7734500
ii) Interest due but not paid		0	0	0	0
iii) Interest accrued but not due		0	0	0	0
Total (i+ii+iii)		0	7734500	0	7734500

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

Sl.No	Particulars of Remuneration	Jagruti Ajit Vasani	Total Amount
1	Gross salary		

	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	300000	300000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2	Stock option	0	0
3	Sweat Equity	0	0
4	Commission as % of profit others, specify	0	0
5	Others, please specify	0	0
	Total (A)	300000	300000

Sl.No	Particulars of Remuneration	Meghal Ajit Vasani	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	300000	300000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2	Stock option	0	0
3	Sweat Equity	0	0
4	Commission as % of profit others, specify	0	0
5	Others, please specify	0	0
	Total (A)	300000	300000

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors		
	(a) Fee for attending board committee meetings	0	0
	(b) Commission	0	0
	(c) Others, please specify	0	0
	Total (1)	0	0
2	Other Non Executive Directors		

(a) Fee for attending	0	0	0
(b) Commission	0	0	0
(c) Others, please specify.	0	0	0
Total (2)	0	0	0
Total (B)=[1+2]	0	0	0
Total Managerial Remuneration	0	0	0

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		CEO	Total
1	Gross Salary	AJIT VASANI	
	(a) Salary as per provisions contained in section	300000	300000
	(b) Value of perquisites u/s 17(2) of the Income	0	0
	(c) Profits in lieu of salary under section 17(3) of	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission as % of profit others, specify	0	0
5	Others, please specify	0	0
	Total	300000	300000

VII 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)
A. COMPANY					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
B. DIRECTORS					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0
C. OTHER OFFICERS IN DEFAULT					
Penalty	0	0	0	0	0
Punishment	0	0	0	0	0
Compounding	0	0	0	0	0

ATTENDANCE OF DIRECTORS AT MEETINGS OF THE BOARD AND OF COMMITTEES OF THE BOARD

Name of Director	Category of Director	Attendance at Board Meetings	Attendance at last AGM
MR. AJIT V. VASANI	Chief Executive Officer	14	Yes
MS. MEGHAL AJIT VASANI	Director	14	Yes
MS. JAGRUTI AJIT VASANI	Director	14	Yes
MR. PARESH SAVANI	Independent Director	14	Yes
MR. KAUSHAL A. SHAH	Independent Director	14	Yes
MR. JAYANTILAL M. PATEL	Independent Director	14	Yes

MANAGEMENT DISCUSSION AND ANALYSIS:

A. Industry Structure and Development

During the period under review, the Company has been operating in textile.

B. Opportunities and Threats

The fundamental growth drivers of the country's economy as well as industry continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally. The threats to the segments in which the company shall be operating is pricing pressure arising due to competition from low cost suppliers, technology up-gradation, severe competition among competitor and newly emerging competitive nations and stricter environment laws. Further, the Indian economy is now integrated with the world economy to a very large extent and therefore vulnerable to the direct impact of such a slowdown, such an impact could adversely affect the Company's performance as well.

C. Performance

The Company is doing trading business only. Company is trying to generate more volumes and thus to generate more profit from trading activities in the textile.

D. Segment-wise Performance

The Company is into textile business.

E. Strength

The existing management has a strong technical knowledge and experience in the trading and marketing field.

F. Risk and Concerns

Your company is working essentially in global market place. Change in Policy of Govt. of India may have an effect on future working of the company in the business of the textile. However the capability of providing quality services, timely completing of projects and the excellent performance will provide the competitive edge to the Company's business.

G. Internal Control Systems and their Adequacy

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system are being consistently made in this regard.

H. Human Resources vis-à-vis Industrial Relations

The Company values and appreciates the dedication and drive with which its employees have contributed towards improves performance during the year under review. The industrial relations with workers and officers are cordial during the year

under review. All issues pertaining to staff members are resolved in harmonious and cordial manner.

I. Cautionary Statement

Statement in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the company operates changes in the Government regulations, tax laws and other statutes and other incidental factors.

By Order of the Board of Directors

Date: 09.09.2015

Place: Mumbai

(AJIT VASANI)
CHAIRMAN

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Clause 49 of Listing Agreement)

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE :

The Company is committed to benchmarking itself with the best in all areas including Corporate Governance. The Company's philosophy of Corporate Governance is aimed at strengthening the confidence among shareholders, customers, employees and ensuring a long term relationship of trust by maintaining transparency and disclosures. The Company is aiming at efficient conduct of the business in meeting its obligations to the shareholders.

The Company has adopted a Code of Conduct as required under Clause 49 of the listing Agreement with the Stock Exchanges. The Directors have confirmed compliance with the code of conduct for the year ended 31st March, 2015.

The relevant standards of Corporate Governance have been fully complied by the Company.

2. BOARD OF DIRECTORS:

Composition and size of the Board:

The present strength of the Board is 7. The Board comprises of Three Executive Directors, Three Independent Non-executive Directors and One Chief Financial Officer. The size and composition of the Board confirms with the requirements of Corporate Governance under the Listing Agreement with the Stock Exchange and applicable laws. The Independent Non Executive Directors of the Company do not have any other material or pecuniary relationship or transaction with the Company, its promoters, its management or its subsidiaries, which in the judgment of the Board may affect independence of judgments of the Directors. Non-Executive Directors are not paid any remuneration.

No. of Board Meetings held during the year along with the dates of meetings

In the financial year 2014-15, the Board met 14 times. The Board Meetings were held on 14.04.2014, 30.04.2014, 15.05.2014, 28.06.2014, 14.06.2014, 14.07.2014, 30.07.2014, 15.10.2014, 28.10.2014, 14.01.2015, 28.01.2015, 13.02.2015, 10.03.2015, and 24.03.2015. The Annual General Meeting for the financial year 2013-14 was held on 30th September, 2014.

Attendance of Directors at the Board Meetings and last Annual General Meeting

The Composition of the Board of Directors and their attendance at the Board Meetings during the year and at last Annual General Meeting as also the number of other directorships and committee memberships are given below:

Directors	Category	Shares Held	Attendance Particular		No. of other Directorship and Committee Membership/Chairmanship held		
			Board Meeting	Last AGM	Directorships**	Committee Memberships+	Committee Chairmanship
MR.AJIT V. VASANI	CEO	416366	14	Yes	2	3	0
MS.MEGHAL AJIT VASANI	Director	183416	14	Yes	2	0	0
MS.JAGRUTI AJIT VASANI	Director	183416	14	Yes	2	0	0
MR.PARESH SAVANI	ID	-	14	Yes	4	0	3
MR.KAUSHAL A.SHAH	ID	-	14	Yes	1	3	0
MR.JAYANTILAL M.PATEL	ID	-	14	Yes	1	3	0
MS.SHITAL ARVIND SHAH*	ID	-	0	No	1	0	0
MR.RAMESH KISTAPPA PASULA*	ID	-	0	No	1	0	0

* Appointed with effect from 9th September, 2015.

**Including Directorships in Jaihind Synthetics Limited

+ Committees considered are Stakeholders Relationship Committee, Audit committee, Nomination and Remuneration Committee in Jaihind Synthetics Limited

CEO: Chief Executive Officer, ID: Independent Director who is Chairperson of the Committee have been included in list of members as well.

The Board periodically reviews compliance reports of all laws applicable to the company as well as steps taken by the Company to rectify instances of non compliances, if any.

None of the Board of Directors is a Member of more than 10 Board level Committees or Chairman of more than 5 such committees as required under Clause 49 of the Listing Agreement, across all Companies in which they are Directors.

3. AUDIT COMMITTEE:

Terms of Reference, Composition:

The term of reference of this committee covers the matters specified for Audit Committee under Clause 49 of the Listing Agreement. The Chairman of Audit Committee is Mr. Paresh Savani of the Company

The terms of reference of the Audit Committee include:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Audit Committee meetings were held on 15.05.2014, 14.08.2014, 15.11.2014, 13.02.2015.

The Composition of Audit Committee and attendance at its meetings is given hereunder:

Members	Position	No. of Meetings attended
MR. PARESH V. SAVANI	Chairman	4
MR.KAUSHAL A. SHAH	Member	4
MR. JAYANTILAL PATEL	Member	4
MR.AJIT VASANI	Member	4

The statutory auditors were the invitees to the above meetings.

4. NOMINATION AND REMUNERATION COMMITTEE:

The Listing Agreement with the Stock Exchanges provides that a Company may appoint a Committee for recommending managerial remuneration payable to the Directors. The Company has setup a remuneration committee for the said purpose. The Remuneration Committee comprises of Mr. Kaushal A. Shah, Mr. Jayantilal M. Patel, Mr. Ajit V. Vasani and Mr. Paresh V. Savani was the Chairman of Remuneration Committee. The main function of the Committee is to determine the remuneration payable to the Whole Time Directors. The remuneration committee has met once during the year.

Remuneration Policy

The remuneration of the Executive Directors is recommended by the remuneration committee based on factors such as industry benchmarks, the Company's performance etc. Mr. Ajit V. Vasani, Ms. Jagruti A. Vasani and Ms. Meghal A. Vasani, are the Directors drawing remuneration in the Company. They has been paid remuneration of Rs. 3,00,000/- during the year.(During the period under No Change in Remuneration).

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Shareholders' Grievance Committee comprises of Four Directors, Mr. Ajit V. Vasani, Mr. Kaushal A. Shah, Mr. Jayantilal M. Patel and Mr. Paresh V. Savani was the Chairman of Shareholders Grievance Committee. Mr. Bhagirath Biyani is the Compliance Officer of the Company. There are no complaints that have remained un-redressed.

6. DETAILS OF GENERAL BODY MEETINGS

Financial Year	Day and Date	Time
2013-2014	Tuesday, 30/09/2014	10.00. A.M
2012-2013	Saturday, 28/09/2013	10.00. A.M
2011-2012	Saturday, 29/09/2012	10.00. A.M

7. LOCATION:

All the above General Meetings were held at the Company's Registered Office at 110,Ajanta Square Old Ajanta Talkies L.T.Road, Borivali (West), Mumbai - 400 092. Tel. Fax. 28932253.

8. BUSINESS :

During the last year, there was no business, which had to be conducted through Postal Ballot.

9. DISCLOSURES:

A. There are no related party transactions made by the Company with its promoters, Directors or Management, their subsidiaries or relatives that may have potential conflict with the interest of the Company at large. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board for its approval. The transactions with the related parties are disclosed in the notes to accounts in the Annual Report.

B. During the last three years, there were show cause notices/demands imposed by Securities and Exchange Board of India demanding Rs.1,75,000/- for settlement by Consent Order for violation of Takeover regulations. However, the Company is contesting the issues under legal advice & hence not opted for settlement.

C. Code of Conduct:

The Board of Directors of the Company has laid down two separate Codes of Conducts - one for Directors and other for Senior Management and Employees.

All Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year review.

D. MD / CEO / CFO Certification:

As required under Clause 49 of the listing Agreement with the Stock Exchanges, the CFO of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and matters related to internal control etc. in the prescribed format for the year ended 31st March, 2015.

10. MEANS OF COMMUNICATION:

1. The Company's results or official news are not displayed on the Company's website. There were no presentations made to the institutional investors or to the analysts.
2. The Management Discussion and Analysis Report forms a part of this Annual Report.

11. General Shareholder Information:

a. AGM Day, Date, Time, Venue	Wednesday, 30 th September, 2015 at 08.30 am at 110, Ajanta Square Old Ajanta Talkies L.T.Road, Borivali (West), Mumbai - 400 092. Tel. Fax. 28932253.
b. Financial Calendar	01.04.2014 to 31.03.2015
c. Unaudited Financial Results	1 st Quarter - 14.08.2014
	2 nd Quarter -15.11.2014
	3 rd Quarter -13.02.2015
	4 th Quarter -15.05.2015
d. Book Closure Period	25.09.2015 to 30.09.2015 (Both days inclusive)
e. Dividend Payment Date	No Dividend is paid during the year.

f. The Shares of the Company are traded frequently on the Stock Exchange. High, Low, Market Price of Jaihind Synthetics Limited on The Stock Exchange, Mumbai during each month between April, 2014 to March, 2015 (face value Rs.10/-per share) are as under:

Month	High (Rs.)	Low (Rs.)	BSE INDEX High	BSE INDEX Low
April, 2014	07.94	04.55	22939.31	22197.51
May, 2014	09.12	07.04	25,375.63	22,277.04
June, 2014	08.98	06.84	25725.12	24270.2
July, 2014	07.40	05.90	26300.17	24892

August, 2014	10.12	06.03	26674.38	25232.82
September, 2014	10.55	08.82	27354.99	26220.49
October, 2014	10.49	08.65	27894.32	25910.77
November, 2014	09.03	07.81	27739.56	28693.99
December, 2014	08.00	06.00	28809.64	26469.42
January, 2015	12.00	06.33	29844.16	26776.12
February, 2015	11.30	09.36	29560.32	28044.49
March, 2015	09.18	06.10	30024.74	27248.45

g. Listing on Stock Exchange at:

The Equity Shares of the Company are listed at the following Stock Exchanges:

1. BOMBAY STOCK EXCHANGE
2. JAIPUR STOCK EXCHANGE
3. CALCUTTA STOCK EXCHANGE

h. Stock/ Company/ Security/ Common Code:

The Stock Exchange, Mumbai
BSE Code: 514312

i. Registrar and Transfer Agents:

In Compliance with the SEBI Directive for all listed companies to have a common agency to handle physical and electronic share registry work, the Company has appointed M/s Skyline Financial Services Pvt Ltd. as the Registrar and Transfer Agent. Accordingly all documents, transfer deeds, Demat requests and other communications in relation thereto should be addressed to the R & T at its offices at D-153A, 1st Floor, Okhla Industrial Area, Phase 1st Floor, Okhla Industrial Area, Phase 1, New Delhi-

110020.Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respect.

Distribution of Shareholding as on 31st March, 2015

Distribution of Shares	Number of Shareholders	% to total no.	Number of Shares	% to total
1 - 5000	2924	94.597	1365644	15.979
5001 - 10000	63	2.038	471865	5.521
10001 - 20000	46	1.488	642526	7.518
20001 - 30000	19	0.615	469224	5.490
30001 - 40000	10	0.324	365591	4.278
40001 - 50000	8	0.259	376201	4.402
50001 - 100000	5	0.162	317769	3.718
100001 & Above	16	0.518	4537778	53.095
Total	3091	100.000	8546598	100.000

Shareholding Pattern of the Company as on 31st March, 2015

Sr. No.	Holder	Physical Forms	Electronic Form	Total No. of Shares	% of total
1.	Promoters	0	783198	783198	9.164
2.	NRI/OCBs	0	12791	12791	0.155
3.	Bodies Corporate	0	482901	482901	5.65
4.	Financial Institution	0			
5.	Indian Public	0	7763400	7763400	85.03
	TOTAL	0	8546598	8546598	100.00

Dematerialization of Shares & Liquidity

45.50% of the Company's share capital is dematerialized as on 31st March, 2015. The Company's shares are regularly traded on the BSE.

Address for Correspondence:

Jaihind Synthetics Limited,
110,Ajanta Square
old Ajanta Talkies L.T.Road,
Borivali (West), Mumbai - 400 092.

Place: Mumbai
Date: 09.09.2015

For and On behalf of the Board of Directors

Sd/-
AJIT V. VASANI
DIRECTOR

CERTIFICATE OF CHIEF EXECUTIVE OFFICER ON CORPORATE GOVERNANCE

The Board of Directors

Jaihind Synthetics Limited,

We have reviewed the financial statements and the cash flow statement of Jaihind Synthetics Limited, for the financial year 2014-15 and certify that:

These statements to the best of our knowledge and belief:

Do not contain any materially untrue statements or omit any material facts or contain statements that might be misleading;

Present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

To the best of our knowledge and belief, there are no transactions entered into by the Directors and Senior Management Personnel during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company for such reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies, if any, in the design or operation of such internal controls, of which we are aware of and the steps taken and/or proposed to be taken to rectify these deficiencies.

We have also indicated to the Auditors and the Audit Committee.

Significant changes in Internal Controls with respect to financial reporting during the year.

Significant changes in accounting policies during the Year and these have been disclosed in the notes to the financial statements.

To the best of our knowledge and belief, there are no instances of significant fraud involving either the management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

FORJAIHIND SYNTHETICS LIMITED,

Sd/-

AJIT V. VASANI

DIRECTOR & CEO

Place: Mumbai

Date: 09.09.2015

AUDITORS' COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

The Members of Jaihind Synthetics Limited,

We have examined the compliance of conditions of Corporate Governance by Jaihind Synthetics Limited for the year ended March 31, 2015 stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The Compliance of condition of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company to ensure Compliance with the condition of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has fully complied with all the mandatory conditions of Corporate Governance as stipulated in clause 49 of the Listing Agreement.

**For Jai Prakash Upadhyay & Co.
Chartered Accountants**

Sd/-

Firm Registration No.125073W)

CA. Jai Prakash Upadhyay

M. No. 116778

Place: Mumbai

Date: 09.09.2015



Jai Prakash Upadhayay & Co.

CHARTERED ACCOUNTANTS

Office : 12/14, Maharashtra Bhavan, Ground Floor, Office# 20A, Behind Old Handloom House, Bora Masjid Street, Fort, Mumbai - 400 001

Tel: +91-22-22653616 • Cell: +91-9323013533, +91-7506373533 • Email: jaiupadhayay@gmail.com • (Firm Reg: 125073W)

AUDITORS' REPORT

To
The Members of
JAIHIND SYNTHETICS LIMITED.

We have audited the attached Balance Sheet of **JAIHIND SYNTHETICS LIMITED** as at 31st March 2015 and the Profit & Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principal used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report as follows:

- 1) As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.
- 2) Further to our comments in the Annexure referred to above, we state that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of these books;
 - c) The Balance Sheet and the Profit and Loss Account referred to in this report are in agreement with the books of account;
 - d) In our opinion the Balance Sheet and the Profit & Loss Account comply with the Accounting Standards referred with in Section 211(3C) of the Companies Act, 1956;
 - e) On the basis of the written representations received from the Directors of the Company and taken on record by the Board of Directors, we report that none of the Directors is disqualified as at 31st March, 2015 from being appointed as a Director in terms of Clause (g) of sub section (1) of Section 274 of the Companies Act, 1956;





Jai Prakash Upadhayay & Co.


CHARTERED ACCOUNTANTS

Office : 12/14, Maharashtra Bhavan, Ground Floor, Office# 20A, Behind Old Handloom House, Bora Masjid Street, Fort, Mumbai - 400 001

Tel: +91-22-22653616 • Cell: +91-9323013533, +91-7506373533 • Email: jaiupadhayay@gmail.com • (Firm Reg: 125073W)

- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the notes give the information required by the Companies Act, 1956 and in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2015, and
 - In the case of the Profit and Loss Account, of the Profit of the Company for the year ended on that date.

For Jai Prakash Upadhayay & Co.,
Chartered Accountants
Firm Registration No.125073W


Jai Prakash Upadhayay
Proprietor
Place: Mumbai
Date :30.05.2015





ANNEXURE forming part of Audit Report

Re : JAIHIND SYNTHETICS LIMITED.

Referred to in point no.1 of our report of even date.

- i. (a) The Company has maintained proper records showing particulars, including quantitative details and situation of fixed assets.
 - (b) The Fixed assets have been physically verified by the management at reasonable intervals. We have been informed that no material discrepancies were noticed on such verification.
 - (c) Substantial part of fixed assets has not been disposed off during the year.
- ii. The company does not possess stock in trade of any kind whatsoever. Under these circumstances, the question of:
 - (a) Physical Verification of stocks;
 - (b) Procedure for physical verification of stock;
 - (c) Discrepancies between physical verification of stocks and book records;
 - (d) Verification and Valuation of stock;does not arise.
- iii. The company has not taken any loans party listed in the register maintained under section 301 of the Act,
- iv. In our opinion, there are adequate internal control procedures commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods.
- v. (a) According to the information & explanations given to us, the transactions that need to be entered into a register in pursuance of section 301 of the Act have been so entered.
 - (b) In our opinion, The Company has not entered into any transactions exceeding the value of five lakhs rupees in respect of any party during the financial year and hence the question of verifying the reasonableness of prices having regard to the prevailing market prices at the relevant time does not arise.
- vi. The company has not accepted any deposits from the public.
- vii. In our opinion, the company has an internal audit system commensurate with its size and nature of its business.



- viii. The Central Government has not prescribed any cost records pursuant to the rules made for the maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956 in relation to the company's business activities.
- ix. (a) The company is regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Custom Duty, Excise Duty, cess and any other statutory dues with the appropriate authorities wherever applicable.
- (b) According to the information & explanations given to us, no undisputed amounts payable in respect of Income-tax, Sales-tax, Wealth Tax, Custom Duty, Excise Duty and cess were in arrears, as at 31st March 2014, for a period of more than 6 months from the date they became payable.
- (c) According to the information & explanations given to us, there are no dues of Income-tax, Sales-tax, Wealth Tax, Custom Duty, Excise Duty and cess which have not been deposited on account of any dispute.
- x. At the end of the financial year, the Company has accumulated losses and but has not incurred cash loss in the previous financial year.
- xi. According to the information & explanations given to us, the company has not taken any loans from financial institution & banks, hence the question of repayment of dues to financial institution & banks does not arise
- xii. The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- xiv. In our opinion, the Company does not have dealing in shares, hence the question of maintaining proper records of dealing in or trading in shares, securities, debentures and the securities stands in the name of the company does not arise.
- xv. The company has not given any guarantee for loans taken by others from bank or financial institutions.
- xvi. The company has not availed of any term loans, hence the question of it being applying for the purpose for which it is obtained does not arise.
- xvii. On an overall basis, the funds raised on short-term basis have, prima facie, not been used for long term investment and vice versa.



- xviii. The company has not made preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act.
- xix. The company has not issued any debentures.
- xx. The company has not raised money by public issues during the year.
- xxi. Based on the checks carried out by us, any fraud on or by the company has not been noticed or reported during the year.

**For Jai Prakash Upadhayay & Co.,
Chartered Accountants
Firm Registration No.125073W**



**Jai Prakash Upadhayay
Proprietor
Place: Mumbai
Date :30.05.2015**



JAIHIND SYNTHETICS LIMITED
 110, Ajanta Square., old Ajanta Talkies, Borivali (West), Mumbai – 400 092. Tel. Fax. 28932253
BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Sch. No.	31.03.2015	31.03.2014
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	8,40,85,780	8,40,85,780
(b) Reserves and Surplus	2	6,20,84,043	6,13,83,150
(2) Share Application money pending allotment		0	0
(3) Current Liabilities			
(a) Short-Term Borrowings	3	77,34,500	77,34,500
(b) Trade Payables	4	4,85,000	6,90,000
(c) Short-Term Provisions	5	5,50,351	3,19,691
Total Equity & Liabilities		15,49,39,674	15,42,13,121
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Gross Block	6	29,76,215	29,76,215
(ii) Depreciation		29,68,903	29,65,887
(iii) Net Block		7,312	10,328
(b) Non-current investments	7	60,48,611	60,48,611
(b) Deferred tax assets (net)		-	-
(d) Long term loans and advances	8	25,000	25,000
(2) Current Assets			
(a) Trade receivables	9	8,12,58,891	8,25,71,891
(b) Cash and cash equivalents	10	2,50,586	15,48,017
(c) Short-term loans and advances	11	6,73,49,274	6,40,09,274
(d) Other Current Assets	12	-	-
Total Assets		15,49,39,674	15,42,13,121

NOTES TO ACCOUNTS

25

Schedules referred to above and notes attached there to form an integral part of Balance Sheet

This is the Balance Sheet referred to in our Report of even date.

FOR JAIPRAKASH UPADHYAY & CO.
CHARTERED ACCOUNTANTS

(Signature)



(CA. JAIPRAKASH UPADHYAY)

Membership No. : 116778

DATED: 30/05/2015

FOR JAIHIND SYNTHETICS LTD

(Signature)
 (DIRECTOR)

(Signature)
 (DIRECTOR)

PLACE: MUMBAI

DATED: 30/05/2015

JAIHIND SYNTHETICS LIMITED

110, Ajanta Square., old Ajanta Talkies, Borivali (West), Mumbai – 400 092. Tel. Fax. 28932253

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2015

Sr. No	Particulars	Sch. No.	31.03.2015	31.03.2014
I	Revenue from operations	13	-	2,40,47,200
II	Other Income	14	-	29,30,790
III	III. Total Revenue (I + II)		28,12,000	29,30,790
IV	Expenses:		28,12,000	2,11,16,410
	Purchase of Stock-in-Trade		-	3,29,13,115
	Changes in inventories of finished goods and Stock-in-Trade		-	90,47,320
	Employee Benefit Expense	15	10,58,000	9,37,000
	Financial Costs	16	24,662	6,834
	Depreciation and Amortization Expense	17	3,016	3,016
	Other Administrative Expenses	18	7,95,429	8,80,995
	Total Expenses (IV)		18,81,107	2,20,37,950
V	Profit before exceptional and extraordinary items and tax	(III - IV)	9,30,893	9,21,540
VI	Exceptional Items		-	-
VII	Profit before extraordinary items and tax (V - VI)		9,30,893	9,21,540
VIII	Extraordinary Items		-	-
IX	Profit before tax (VII - VIII)		9,30,893	9,21,540
X	Tax expense:			
	(1) Current tax		2,30,000	3,19,691
	(2) Prior Period Tax		-	1,25,507
XI	Profit(Loss) from the period from continuing operations	(IX-X)	7,00,893	7,27,356
XII	Profit/(Loss) from discontinuing operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV	Profit/(Loss) for the period (XI + XIV)		7,00,893	7,27,356
XVI	Earning per equity share:			
	(1) Basic		0.08	0.09
	(2) Diluted		0.08	0.09

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement
 This is the Profit & Loss Statement referred to in our Report of even date.

FOR JAIPRAKASH UPADHYAY & CO.
CHARTERED ACCOUNTANTS

(Signature)
 Membership No. 116778
 Mumbai

FOR JAIHIND SYNTHETICS LTD

(Signature) *(Signature)*
 (DIRECTOR) (DIRECTOR)

(CA. JAIPRAKASH UPADHYAY)
 Membership No. : 116778
 DATED: 30/05/2015

PLACE: MUMBAI
 DATED: 30/05/2015

Schedule : 6 Fixed Asset

JAIHIND SYNTHETICS LIMITED
Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2015

Sr. No	Particulars	Rate	Gross Block				Depreciation				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2015	WDV as on 31.03.2014
1	Tangible Assets Plant and Equipment Air conditioner Other plant & machinery	4.75%	63,500	-	-	63,500	53,173	3,016	-	56,189	7,311	10,327
			26,40,301	-	-	26,40,301	26,40,300	-	-	26,40,300	1	1
2	Furnitures & Fixtures Office furniture	6.33%	2,72,414	-	-	2,72,414	2,72,414	-	-	2,72,414	-	-
			TOTAL (A)	29,76,215	-	-	29,76,215	29,65,887	3,016	-	29,68,903	7,312
(Year Ended 31.03.2014)			29,76,215	-	-	29,76,215	29,62,871	3,016	-	29,65,887	10,328	13,344



JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2015

Schedule : 1 Share Capital

Sr. No	Particulars	31.03.2015	
		No. of shares	Rs
1	AUTHORIZED CAPITAL 90,00,000 Equity Shares of Rs. 10/- each.	90,00,000	9,00,00,000
		90,00,000	9,00,00,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL <i>To the Subscribers of the Memorandum</i> Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment Less:- Calls in Arrears (by others)	85,46,598	8,54,65,980 -13,80,200
	Total in	85,46,598	8,40,85,780

Schedule :2.1 Reconciliation of Number of Shares and Amount Outstanding

Particulars	31.03.2015	
	No. of shares	Total in Rs.
Equity shares at the beginning of the year	85,46,598	8,40,85,780
Add: Shares issued during the year	-	-
Less: Shares bought back during the year	-	-
Equity share at the end of the year	85,46,598	8,40,85,780

Schedule :2.2 Details of Shares held by Shareholders holding more than 5% shares- NIL

Sr. No	Particulars	31.03.2015	
		No. of shares held	% of total holding
1	Jaysukh J Doshi	462500	5.41
2	Manhar D Shah	750000	8.78
3	Primal B Gandhi	475000	5.56
	Total	16,87,500	20

Schedule : 2 Reserve & Surplus

Sr. No	Particulars	31.03.2015	31.03.2014
1	Investment allowance reserve	69,351	69,351
2	Share Premium	6,83,75,414	6,83,75,414
3	Surplus (Profit & Loss Account)	-63,60,722	-70,61,615
	Balance brought forward from previous year	-70,61,615	-77,88,971
	Less: Tax on Regular Assessment Paid		
	Add: Profit for the period	7,00,893	7,27,356
	Total in	6,20,84,043	6,13,83,150

Schedule : 3 Short Term Borrowings

Sr. No	Particulars	31.03.2015	31.03.2014
1	<u>Secured loan</u>		
2	<u>Unsecured Loan</u> (a) Hasmukh patel	81,000	81,000



JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2015

(b) Chandadevi Patodia	5,25,000	5,25,000
(c) Manisha Patodia	10,50,000	10,50,000
(d) Meghji Patel	31,000	31,000
(e) Mihir karia	51,000	51,000
(f) Paresh savani	31,000	31,000
(g) Paresh Keniya	7,500	7,500
(h) Sachin Kumar Patodia	5,25,000	5,25,000
(i) Sajjan Patodia	10,50,000	10,50,000
(j) Sameer Kumar Patodia	10,50,000	10,50,000
(k) Shalini Sameer Patodia	5,25,000	5,25,000
(l) Sudhir Kumar Patodia	15,00,000	15,00,000
(m) Sudhir Patodia & Sons	10,50,000	10,50,000
(n) Loans From others	2,07,000	2,07,000
(n) Sterling Silver Pvt Ltd	51,000	51,000
Total in	77,34,500	77,34,500

Schedule : 4 Trades Payable

Sr. No	Particulars	31.03.2015	31.03.2014
1	Sundry Creditors for Goods	0	0
2	Sundry Creditors for Expenses	485000	690000
	Balance c/d	4,85,000	6,90,000

Schedule : 5 Short Term Provisions

Sr. No	Particulars	31.03.2015	31.03.2014
1	Provision for Income Tax	5,50,351	3,19,691
2	Other Statutory Dues	-	-
	Total in	5,50,351	3,19,691



JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2015

Schedule : 7 Non Current Investment

Sr. No	Particulars	31.03.2015	31.03.2014
1	Investment in shares		
	Sterling silver	48,51,083	48,51,083
	Pet stock brokers	7,00,028	7,00,028
	Unitech international ltd	4,97,500	4,97,500
	Total in	60,48,611	60,48,611

Schedule : 8 Long Term Loans and Advances

Sr. No	Particulars	31.03.2015	31.03.2014
1)	<u>Security Deposit</u>		
	a) Secured, Considered Good :		
	b) Unsecured, Considered Good :	25,000	25,000
	Total in	25,000	25,000

Schedule : 9 Trade Recievables

Sr. No	Particulars	31.03.2015	31.03.2014
1	<u>Outstanding for more than six months</u>		
	a) Unsecured, Considered Good :	7,90,46,891	7,98,06,540
2	<u>Others</u>		
	a) Unsecured, Considered Good :	22,12,000	27,65,350
	Total in	8,12,58,891	8,25,71,890



JAIHIND SYNTHETICS LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2015

Schedule : 10 Cash & Cash Equivalent

Sr. No	Particulars	31.03.2015	31.03.2014
1	Cash-in-Hand		
	Cash Balance	2,38,091	15,38,011
	Sub Total (A)	2,38,091	15,38,011
2	Balance with Banks		
	With Allahabad bank	4,753	2,635
	With Axis bank	-	-
	With IDBI bank	131	240
	With Kotak bank	301	301
	With Punjab national bank	7,310	7,310
	Sub Total (B)	12,495	10,006
	Total [A + B]	2,50,586	15,48,017

Schedule :11 Short Terms Loans and Advances

Sr. No	Particulars	31.03.2015	31.03.2014
1	Loans & Advances		
	<i>Advance Recoverable in cash or in kind or for value to be considered good</i>		
	Loans & Advances to others	6,72,00,885	6,38,60,885
	Advance Income Tax/Refund Due	1,48,389	1,48,389
	Total in	6,73,49,274	6,40,09,274

Schedule :12 Other Current Assets

Sr. No	Particulars	31.03.2015	31.03.2014
1	Commission receivable		
2	Closing Stock of Goods		
	Total in		



JAHIND SYNTHETICS LIMITED

Schedules Forming Part of the Profit & Loss Accounts as at 31st March, 2015

Schedule :16 Financial Cost

Sr. No	Particulars	31.03.2015	31.03.2014
1	Bank Charges	24,662	6,834
	Total in `	24,662	6,834

Schedule : 17 Depreciation & Amortised Cost

Sr. No	Particulars	31.03.2015	31.03.2014
1	Depreciation	3,016	3,016
	Total in `	3,016	3,016

Schedule : 18 Other Administrative Expenses

Sr. No	Particulars	31.03.2015	31.03.2014
1	Repair & Maintenance Building		69,500
2	Electricity expenses		15,300
3	cdsl charges	4,060	
4	nsdl charges	7,503	
5	General Expenses	5,741	
6	BSE charges	1,46,715	1,50,441
7	RTA Charges	1,12,360	16,854
8	Legal & Professional fees	54,000	34,000
9	Postage & Telegram	65,230	4,00,134
10	Printing & Stationery Expenses	80,790	93,650
11	Sales Promotion Expenses	46,530	50,230
12	Audit Fees	62,000	
13	Labour Charges	25,000	15,000
14	Office Rent	10,500	30,000
15	Travelling Exp	1,69,000	
		5,000	5,886
	Total in `	7,95,429	8,88,995



JAIHIND SYNTHETICS LIMITED

Schedules Forming Part of the Profit & Loss Accounts as at 31st March, 2015

Schedule : 13 Revenue from Operations

Sr. No	Particulars	31.03.2015	31.03.2014
1	Sale of Goods	-	2,40,47,200
	Total in	-	- 2,40,47,200

Schedule : 14 Other Income

Sr. No	Particulars	31.03.2015	31.03.2014
1	Commission	28,12,000	28,50,450
2	Interest on Tax Received	-	-
3	Interest Income	-	80,340
	Total in	28,12,000	29,30,790

Schedule : 15 Employment Benefit Expenses

Sr. No	Particulars	31.03.2015	31.03.2014
1	Salaries, Bonus, PF & ESIC	1,58,000	37,000
2	Directors Remuneration	9,00,000	9,00,000
	Total in	10,58,000	9,37,000



JAIHIND SYNTHETICS LIMITED

Grouping to Schedules forming part of Balance Sheet as at 31st March, 2015

A Advance Income Tax/ Refund Due

Sr. No	Particulars	
1	TDS A.Y.09-10	48,153
2	TDS	1,00,236
	Total in	1,48,389

B Loans & Advances:

Sr. No	Particulars	
1	Alliance Intermediaries	41,50,000
2	B.L. Enterprises	9,780
3	Charuparekh	10,00,000
4	Disha Parekh	(6,15,000)
5	Duralloy Cutters	72,00,000
6	Goldstar Finvest Pvt Ltd	1,01,95,000
7	Hemakuta Sugar	7,50,000
8	Hussain Sheth Ispat Loan	27,07,055
9	Jeevan Jyot Loan	2,20,000
10	Jhwar Investment	75,000
11	Jubed Jusab Loan	12,50,000
12	Kabra Builders & Developers	3,12,803
13	Mahasagar Securities Pvt Ltd	77,08,999
14	Manik Baldota Loan	5,00,028
15	M.R.Textiles	50,000
16	Nidhi Enterprises	25,000
17	NKB Securities	12,95,000
18	Office Deposit	1,00,000
19	Pawan Kumar Rongra	92,015
20	Prem Overseas	50,000
21	Priyanka Remedies	5,21,301
22	Rajesh Patel	19,90,000
23	Rajiv Anand	4,21,770
24	Raju Textiles	5,30,798
25	Salechia Consullancy	10,62,921
26	Sandeep Real Estate	50,000
27	Santosh Mohite ADVANCE	24,80,000
28	Sharda Motherson Infra	24,00,110
29	Shreeji Jewellery	87,03,805
30	Shriniwas Machine Craft P.Ltd	65,00,000
31	Telent Inflowcy	10,00,000
32	Trade 2 Earn	44,39,500
33	Vinayal Surkhot	25,000
		6,72,00,885

C Trade Receivables:

Sr. No	Particulars	
a)	<u>Outstanding for more than Six Months</u>	
1	Adam's Madurai	1,15,387
2	Archana Saroo Centre Kanpur	85,465
3	Ashutosh Garment Pvt Ltd	1,35,657



JAIHIND SYNTHETICS LIMITED

Grouping to Schedules forming part of Balance Sheet as at 31st March, 2015

4	Beeteo Textiles Ind.	2,563
5	Devendra Singh & Sons	1,51,121
6	Guniss Enterprises	3,29,01,800
7	Hala Marketing	89,991
8	Kamal Textile	1,04,35,237
9	NEMINATH TEXTILE	72,00,000
10	Shah Fabrics	11,32,465
11	Shreeji Textile	1,01,57,000
12	Shri Ram Kripa Textiles	10,15,455
13	Sunil Textile	1,51,36,400
14	Commission Receivable	4,88,350
Total (a)		7,90,46,890
b)	<u>Others</u>	
1	Commission receivable	22,12,000
Total (b)		22,12,000
Total in `		8,12,58,890

D Security Deposits

Sr. No	Particulars	
A)	<u>Secured</u>	
1	Vat deposit	-
Total (a)		-
B)	<u>Unsecured</u>	
1	Vat deposit	25,000
Total (b)		25,000
Total in `		25,000



SCHEDULE ' 19 '

NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH 2015

1. STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES:

- (i) **Method of Accounting**
The books of accounts are maintained on accrual basis.
- (ii) **Fixed Assets :**
The gross block of fixed assets are shown at cost which includes all capital expenses which have been incurred to bring the asset to their present location.
- (iii) **Depreciation :**
The company has provided depreciation on Straight Line Method at the rates specified in Schedule XIV of the Companies Act, 1956.
- (iv) **Investments :**
Investments are stated at cost. Long Term investments are carried at cost and provision for diminution in value is made only if such decline is other than temporary in the opinion of Management.
- (v) **Sales / Turnover :**
Sales / Turnover for the year includes sales value of goods, but excludes the sales return and trade discounts.
- (vi) **Taxation :**
Provision for current tax is made in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax Assets/Liabilities have not been recognized as their future recovery is uncertain or not currently anticipated
- (vii) **Other Accounting Policies :**
These are consistent with the generally accepted accounting practices.
- (viii) **Treatment of Contingent Liability :**
Contingent liabilities are disclosed by way of Notes to the Accounts.

2. Contingent liabilities not provided for in respect of:

- i) Show cause notices/demands were issued by the Securities and Exchange Board of India demanding Rs.1,75,000/- for Settlement by Consent Order for violation of Takeover Regulations. However, the Company is contesting the issues under legal advice & hence not opted for settlement.
- ii) Arrears of Listing Fees payable to the Jaipur Stock Exchange Limited, Calcutta Stock Exchange Association Limited and the Stock Exchange, Ahmedabad: Amount not determined.

3. Sundry Debtors include amounts aggregating to Rs.6,00,318/- (Previous Year Rs.6,00,318/-), which have remained outstanding for over five years and amount aggregating to Rs. 7,85,58,540(P.Y. Rs. 7,85,58,540) which have remained outstanding for more than one year and are subject to confirmation. The Company has not made any provision against these debtors and also has initiated legal action against one of them for recovery of dues. In management's view, the amounts have remained overdue on account of general recession in the industry in the recent past and it expects that the amounts would be recovered in due course of time and no provision is required in this regard.



4. Unsecured loans and advances granted & remained outstanding aggregating to Rs. 6,29,07,504/- (Previous Year Rs.6,01,16,385/-) as on the Balance Sheet date, which are either overdue or where there are no covenants with regard to repayment of loan & other terms and conditions. The Company is pursuing the matter and is hopeful to recover the above debts. Accordingly, no provision is considered necessary in the matter at this stage.
5. The outstanding balances of Debtors, Creditors, Deposits and Advances are subject to confirmation.
6. In the opinion of the Board and to the best of their knowledge and belief, the value of the realization of Current Assets, Loans and Advances, in the ordinary course of business would not be less than the amount at which they are stated in the balance sheet. The Provision for all known liabilities is adequate and not in excess of the amount considered reasonably necessary.
7. Due to inadequacy of profits, the Company has paid the remuneration to Director as under :
- | | |
|------------------------------|---|
| <u>Director Remuneration</u> | |
| a. Ajit V. Vasani | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| b. Jagruti A. Vasani | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| c. Meghal A. Vasani | Rs. 3,00,000/-(Previous Year Rs.3,00,000) |
| Expenditure on perquisites | Rs. Nil (Previous Year Rs.Nil) |
8. Sundry Creditors does not include any amount due to 'Small Scale Industrial Undertaking as defined under Section 3(j) of Industries (Development and Regulation) Act, 1951.
9. Previous year's figures have been regrouped, recast and reclassified wherever considered necessary.
10. Figure in brackets pertain to previous year.
11. Additional information pursuant to part II to schedule VI of the Companies Act, 1956.
- | | |
|---------------------------------|-------------------------|
| Particulars of Capacity | |
| i) Class of goods | : Synthetics Cloth etc. |
| ii) Licensed Capacity | : Not Applicable. |
| iii) Installed Capacity | : Not Applicable. |
| (As certified by the Directors) | |
12. Value of Imports calculated on C.I.F. basis - Nil (Nil)
13. Expenses in Foreign Currency during the year - Nil (Nil)
14. Earning in Foreign Exchange during the year - Nil (Nil)
15. The Company is principally engaged in the business of only one broad segment of Textile products. Accordingly there are no reportable segments as per Accounting Standards 17 issued by the ICAI on "Segment Reporting".
16. Related Party Disclosure as required by Accounting Standard 18 ' Related Party Disclosure issued by the Institute of Chartered accountants of India is given below:
- 1) Key Management Personnel:
 - a) Mr. Ajit Vasani Director
 - b) Meghal Vasani Director
 - 2) Relative of Key Management Personnel: - NONE
 - 3) Enterprises owned by the Key Management Personnel or their Relatives:

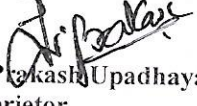


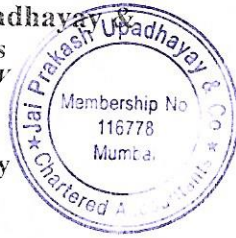
Details of transactions between the Company & related parties & the status of the outstanding balance as on 31.03.2015 - NIL

17. Disclosure of Earnings Per Share (EPS) computation as per Accounting Standard -20 of the Institute of Chartered Accountants of India:

Particulars	For the year ended 31.03.15	For the year ended 31.03.14
Profit (Loss) available for appropriation as per Profit & Loss Account	7,00,893	7,27,356
Weighted average No. of equity shares outstanding during the year	85,46,598	85,46,598
Nominal value per equity share	10	10
Basic and Diluted EPS	0.08	0.09

For Jai Prakash Upadhayay &
Chartered Accountants
Firm Registration No. 125073W


Jai Prakash Upadhayay
Proprietor

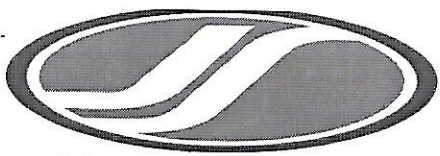


For and on behalf of the Board


Ajit Vasani
Director


Meghal Vasani.
Director

Place: Mumbai
Date: 30-05-2015



JAIHIND SYNTHETICS LTD.

JAIHIND SYNTHETICS LTD

110, Ajanta square, L.T. Road, Old Ajnta Talkies Borivali West Mumbai -92.
Email: jaihindltd@yahoo.com

Date: 30.5.15

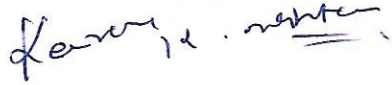
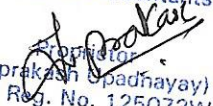
BSE Limited
P.J.Towers,
Dalal Street, Fort,
Mumbai – 400001

Scrip Code: 514312

Dear Sir,

We are submitting below the Form A as required under Clause – 31 of the Listing Agreement:

FORM A

Name of the company	JAIHIND SYNTHETICS LIMITED
Annual financial statements for the year Ended	31.03.2015
Type of Audit observation	Un-qualified
Frequency of observation	Repetitive
To be signed by- 1. CEO/Managing Director 2. CFO 3. Auditor of the company 4. Audit Committee Chairman	 For JAIPRAKASH UPADHAYAY & CO. Chartered Accountants  (Auditor (Jaiprakash Upadhyay) Firm Reg. No. 125073W

Yours Truly,

For JAIHIND SYNTHETICS LIMITED

J A Vansuri

DIRECTOR