



JAGJANANI TEXTILES LIMITED

Annual Report 2010-2011



JAGJANANI TEXTILES LIMITED

BOARD OF DIRECTORS

Mr. S.G.Vyas (Managing Director)
Mr. S.K.Singhal
Mr. N.K.Khurana
Mr. Akash Bharatbhai Shah

COMPANY SECRETARY

Ms. Manu Agarwal

AUDITORS

G. Dutta & Co.
Chartered Accountants
36, New Colony, Jaipur

REGISTERED OFFICE

S-25, Shyam Nagar,
Jaipur – 302 019

HEAD OFFICE

F-14, Ashok Vihar, Phase I,
Delhi – 110 052

MILLS

E-228, RIICO Industrial Area,
Bagru Extn.,
Bagru – 303 007

REGISTRAR & TRANSFER AGENT

Link Intime India Private Limited
A-40, 2nd Floor,
Naraina Industrial Area
Phase-II
Near Bharat Banquet
New Delhi-110028
Ph.: 011-41410592, 94



NOTICE

NOTICE is hereby given that the 14th Annual General Meeting (hereinafter referred to as AGM) of the Members of JAGJANANI TEXTILES LIMITED will be held at its Registered Office at S-25 Shyam Nagar, Jaipur on Friday the 30th day of September, 2011 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2011 and Profit & Loss Account for the year ended on that date along with the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Akash Bharatbhai Shah, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s G. Dutta & co., Chartered Accountants, Jaipur (ICAI Registration No. 002136 'C') the retiring auditors of the Company as Auditors, who shall hold the office from the conclusion of this AGM until the conclusion of the next AGM and to fix their remuneration.

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Section 94(1) (a) and other applicable provision(s) of the Companies Act, 1956, if any, the Authorized Capital of the Company of ` 18 Crores (Rupees Eighteen Crore) divided into 1,80,00,000 equity shares of ` 10/- each be increased to ` 23 Crores (Rupees Twenty Three Crores) divided into 2,30,00,000 Equity Shares of ` 10/- each.”

RESOLVED FURTHER THAT Clause V of Memorandum of Association of the Company be substituted as under:-

“The Share Capital of the Company is ` 23 Crores divided into 2, 30, 00, 000 equity shares of ` 10/- (Rupees Ten) each with rights, privileges and conditions attached thereto as are provided by the regulations of the company for the time being. The Company shall have power to increase or reduce the share capital and to divide the shares in the capital for the time being, whether original or increased into several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions, as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 1956, or as provided by the Articles of Association of the Company for the time being.

RESOLVED FURTHER THAT Shri S G Vyas, Managing Director and Ms. Manu Agarwal, Company Secretary be and are hereby jointly and / or severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable to give effect to above resolution.”

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



“RESOLVED THAT consent of the Company be and is hereby accorded in terms of Section 293(1)(d) and all other applicable provisions, if any, of the Companies Act, 1956, to the Board of Directors of the Company for borrowing from time to time all such sums of money as they may deem requisite for the purpose of the business of the Company notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from temporary loans obtained / to be obtained from the Company's bankers in the ordinary course of Business) may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount upto which moneys to be borrowed by the Board of Directors and outstanding shall not exceed the sum of ` 1,00,00,00,000/- (Rupees One Hundred Crores only) at any point of time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit in the interest of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby further authorized to do all such acts, deeds, matters and things including delegation of all or any of the powers herein above referred to any committee of Directors and / or any Director(s) and / or any officer(s) as in its absolute discretion it may consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by the Board in the best interest of the Company.”

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

"RESOLVED THAT pursuant to provisions of Section 81(1A) and other applicable provisions, if any, of the Companies Act, 1956 (including any amendments thereto or re-enactment thereof) and subject to the approvals, permissions, consents and sanctions as may be necessary from the Government of India (GOI), Reserve Bank of India (RBI), the provisions of the Foreign Exchange Management Act, 1999 (FEMA), the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, the Issue of Foreign Currency Convertible Bonds and Ordinary shares (through Depository Receipt Mechanism) Scheme, 1993, and subject to the approval, consent, permission and / or sanction of the Ministry of Finance (Department of Economic Affairs) and Ministry of Industry (Foreign Investment Promotion Board / Secretariat for Industrial Assistance) and all other Ministries / Departments of the Government of India, Securities and Exchange Board of India (SEBI) and/ or any other authorities, institutions or bodies as may be relevant (hereinafter collectively referred to as "the appropriate authorities"), and the enabling provisions of the Memorandum and Articles of Association of the Company, the Listing Agreements entered into by the Company with the Stock Exchanges where the Company's shares are listed and in accordance with the regulations and guidelines issued by the GOI, RBI, SEBI and any competent authorities and clarifications issued thereon from time to time and subject to all other necessary approvals, permissions, consents and sanctions of concerned statutory and other authorities and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee thereof) consent is hereby accorded to the Company to create, offer, issue and allot in one or more tranches whether rupee denominated or denominated in foreign currency , in the course of domestic/ international offerings to any persons as per SEBI (Issue Of Capital And Disclosure Requirements) Regulations



2009 ("SEBI ICDR Regulations") including, but not limited to, Domestic/Foreign Institutions, Promoters, Employees of the Company, Non-Resident Indians, Indian Public Companies, Corporate Bodies, Mutual Funds, Banks, Insurance Companies, Pension Funds, individuals or otherwise, whether shareholders of the Company or not (collectively called the "Investors"), through public issue(s) and/or on a private placement basis, or a combination thereof at such time or times, at such price or prices, at a discount or premium to the market price or prices in such manner and on such terms and conditions including security, rate of interest, etc., as may be decided by and deemed appropriate by the Board in its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment to be made to the exclusion of all other categories of Investors at the time of such issue and allotment considering the prevailing market conditions and other relevant factors wherever necessary in consultation with the lead managers or any other advisors, as the Board in its absolute discretion may deem fit and appropriate, equity shares, debentures or bonds whether partly/optionally/fully convertible and/or securities linked to ordinary shares including but not limited to foreign currency convertible bonds and / or any other financial instruments (OFIs) convertible into or linked to Equity Shares or with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the Equity Shares or otherwise, in registered or bearer form (hereinafter referred to as "Securities"), or any combination of Securities secured or unsecured such that the total amount raised through the aforesaid Securities should not exceed ` 5,00,00,000 (Rupees Five Crores only), including Greenshoe Option, if any, or its equivalent, of incremental funds for the Company.

RESOLVED FURTHER THAT in the event that securities convertible into equity shares are issued under SEBI ICDR Regulations are issued, the relevant date for the purpose of pricing of the securities, shall be the 30th day prior to the date on which the shareholder resolution in terms of Section 81(1A) of the Companies Act, 1956 approving the proposed issue of Securities on preferential basis is passed **OR** thirty days prior to the date on which the holder of such securities becomes entitled to apply for equity shares against such securities.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid Securities may have such features and attributes or any terms or combination of terms in accordance with international practices to provide for the tradability and free transferability thereof as per the prevailing practices and regulations in the capital markets including but not limited to the terms and conditions in relation to payment of interest, additional interest, premium on redemption, prepayment and any other debt service payments whatsoever including terms for issue of additional Equity Shares or variation of the conversion price of the Securities during the duration of the Securities and the Company be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose off such of the Securities that are not subscribed.

RESOLVED FURTHER THAT:

- (i) The Securities to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company; and
- (ii) The underlying Equity Shares shall rank pari passu with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board or a Committee thereof duly authorized in this regard by the Board be and are hereby authorized on behalf of the Company to finalize the pricing,



terms and conditions relating to the issue of aforesaid Securities, determine the form, terms and timing of the Issue(s), including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted in each tranche, issue price, face value, premium amount on issue/ conversion of Securities / exercise of warrants / redemption of Securities, rate of interest, redemption period, listings on one or more stock exchanges in India and/ or abroad as the Board or Committee in their absolute discretion deem fit and to make and accept any modifications in the proposal as may be required by the authorities involved in such issues in India and/or abroad, to do all acts, deeds, matters and things and to settle any questions or difficulties that may arise in regard to the Issue(s).

RESOLVED FURTHER THAT the Board or a Committee thereof duly authorized in this regard by the Board, be and are hereby severally authorized to make appointments as may be required of Managers (including Lead Managers), Merchant Bankers, Underwriters, Guarantors, Financial and/or Legal Advisors, Depositories, Custodians, Principal Paying/ Transfer/ Conversion agents, Listing Agents, Registrars, Trustees and all other agencies, whether in India or abroad, and to finalize the terms and conditions (including the payment of fees, commission, out of pocket expenses and their charges subject to requisite approvals of Reserve Bank of India) of the aforesaid appointments and remunerate them by way of commission, brokerage, fees or the like and also to renew or terminate the appointments so made, as they may in their absolute discretion think fit and also to enter into and execute all such arrangements, agreements, memorandum, documents, etc., with such agencies and also to seek the listing of such Securities on one or more National and International Stock Exchange(s).

RESOLVED FURTHER THAT the Board or a Committee thereof duly authorized in this regard by the Board be and is hereby authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted upon conversion of any Securities or as may be necessary in accordance with the terms of the offering, all such Equity Shares ranking pari passu with the existing Equity Shares of the Company in all respects, except the right as to dividend which shall be as provided under the terms of the issue and in the offering documents.

RESOLVED FURTHER THAT the preliminary as well as the final offer document for the aforesaid issue be finalized, approved and signed by any Director (s), duly authorized by the Board in this regard, for and on behalf of the Company with authority to amend, vary, modify the same as may be considered desirable or expedient and for the purpose aforesaid to give such declarations, affidavits, certificates, consents, authorities as may be required from time to time.

RESOLVED FURTHER THAT the Company do open one or more Bank accounts in the name of the Company in Indian currency or foreign currency (ies) with such Bank or Banks in India and/ or such foreign countries as may be required in connection with the aforesaid issue, subject to requisite approvals from Reserve Bank of India and other overseas regulatory authorities, if any, in accordance with the approval of the Board or a Committee thereof duly authorized in this regard by the Board.

RESOLVED FURTHER THAT the Common Seal of the Company, if required, be affixed on any agreement, undertaking, deed or other document, in accordance with the Articles of Association of the Company.

RESOLVED FURTHER THAT the Board or a Committee thereof duly authorized in this regard by the Board be and is hereby authorized to do such acts, deeds and things as may be necessary in connection with the said issue of Securities, including but not limited to the following:



- I. Finalise the allotment of Securities in respect of the subscriptions received, basis of allotment in case of over-subscription, accept and appropriate the proceeds of the issue,
- II. Authorizing the maintenance of a Register of holders of Securities, if so required, in India or abroad as may be deemed fit,
- III. To authorize Directors/Executives of the Company, including granting of Power of Attorneys to do such acts, deeds and things as may be necessary in connection with the issue and allotment of the Securities.

By Order of the Board
Sd/-
(MANU AGARWAL)
COMPANY SECRETARY

Place : Jaipur
Date : 27.08.2011



NOTES:

- (i) A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/ herself and the proxy need not be a member of the Company. The proxy form should be lodged with the Company at its Registered Office at least 48 hours before the time of the Meeting.
- (ii) The information pursuant to Corporate Governance Clause of the Listing Agreement regarding the director seeking appointment/re-appointment in the Annual General Meeting as proposed in item no. 2 of the Notice is also being annexed hereto separately and forms part of the Notice.
- (iii) The Register of Members and the Share Transfer Books of the Company shall remain closed from 23rd September, 2011 to 30th September, 2011.
- (iv) The Members holding shares in physical mode are requested to notify the change in their address, if any, at the earliest to the Registrar & Transfer Agent/Company. However members, holding shares in electronic mode may notify the change in their address, if any, to their respective Depository Participants.
- (v) Members desiring any information, as regards Accounts, are requested to write to the Company at its Registered Office at least 10 days before the date of Annual General Meeting so as to enable the Management to keep the information ready.
- (vi) Members are requested to bring their copy of Annual Report along with them to the Annual General Meeting.
- (vii) Members holding shares in the same/identical name(s) under different folios are requested to apply for consolidation of such folios and send relevant share certificates to the Company/Registrar and Transfer Agent.

Place : Jaipur
Date : 27.08.2011

By Order of the Board
Sd/-
(MANU AGARWAL)
COMPANY SECRETARY



ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956

Item 4.

The Company is proposing to allot shares to prospective investor(s) to meet funds requirement for the Company. It is proposed to increase the Authorised Capital from ` 18, 00, 00,000/- (Rupees Eighteen Crores) to ` 23, 00, 00,000/- (Rupees Twenty Three Crores). The increased share capital of ` 23, 00, 00,000/- (Rupees Twenty Three Crores) will consist of 2, 30, 00,000 Equity Shares of ` 10/- each. The necessary amendment in the Memorandum and Articles of Association are proposed to reflect the enhanced Authorised Capital.

As per the provisions of Section 94 read with the other applicable provisions, the Authorised Capital of the company can be increased by the shareholders. Therefore, the necessary resolution as per Item no. 4 is being placed before you. Further, the Memorandum of Association can be amended by Special Resolution. In order to reflect the enhanced Authorised Capital in Articles, your approval by way of Special Resolution in item no. 4 is being obtained to substitute the clause V of the Memorandum of Association. Thus, the same is consequential amendment.

The copy of Memorandum and Articles of Association of the company is open for inspection of the shareholders at the registered office of the company during working hours except on holidays.

None of the directors of the company is in any way interested or concerned in the resolutions.

Item 5.

Pursuant to Section 293 (1) (d) of the Companies Act, 1956 the money (or money(ies)) to be borrowed taken together with the moneys already borrowed by the Company, apart from the temporary loans obtained from the Company's bankers in the ordinary course of business, should not exceed the aggregate of the paid-up share capital of the Company and its free reserves without the prior approval of members in their general meeting to this effect. Your Directors propose to complete the pending expanded ring spinning project which will require additional loan funds. Accordingly member's approval is sought for authorizing the Board of Directors of the Company to borrow upto ` 1,00,00,00,000/- (Rupees One Hundred Crores only) over and above its paid up capital and free reserves, at any point of time apart from temporary loans obtained from the Company's bankers in the ordinary course of business. Accordingly the Board recommends the resolution for your approval.

None of the Directors of the Company is, in any way concerned or interested in the said resolution.

Item 6.

The Board of Directors of the Company ("the Board") has been examining opportunities to further strengthen and/ or consolidate the Company's presence in the competitive internet market. This can be achieved through investing in existing businesses and / or launching new businesses and / or acquisition opportunities. Such plans demand that the Company augments its funds position so that as and when an opportunity(s) arise the same can be materialized by the Company.



The draft Resolution in the accompanying Notice being proposed as a Special Resolution is essentially an enabling one and relates to a proposal to offer, issue and allot Equity Shares/ or other appropriate securities upto an amount not exceeding ` 5, 00, 00,000 (Rupees Five Crores only) or its equivalent in foreign currency, inclusive of premium on Equity Shares, in the course of domestic/ international offerings. Such securities are proposed to be issued to any eligible person as per SEBI ICDR Regulations including but not limited to resident investors and foreign investors (whether individuals, mutual funds, incorporated bodies, institutions or otherwise), Foreign Institutional Investors and Qualified Institutional Buyers, etc.

The detailed terms and conditions of the offer will be determined by the Board in consultation with the advisor(s), lead manager(s), underwriter(s), and such other authority (ies) and agency (ies) as may be required to be consulted by the Company. This will be done after considering the prevailing market conditions and all other relevant factors. To the extent applicable, the pricing of the offering(s) will be market related subject to "floor price" as determined in accordance with applicable laws. As the pricing of the Offering (s) will be decided at a later stage the exact number of securities to be issued will depend upon the price so decided. Securities issued through such proposed offering, if required, may be listed on either International Stock Exchange(s) or Indian Stock Exchanges, as appropriate.

The proposed issue requires the approval of Shareholders through a Special Resolution as per the provisions of Section 81(1A) of the Companies Act, 1956 and the Listing Agreement entered into by the Company with the Stock Exchanges.

Your Directors recommend the resolution for your approval. None of the Directors of the Company is, in any way, concerned or interested in the said resolution.

Information pursuant to corporate governance clause of the Listing Agreement regarding the Directors seeking appointment/re-appointment in the Annual General Meeting.

Name of the Director	Mr. Akash Bharatbhai Shah
Date of Birth	13.07.1974
Date of appointment	13.01.2006
Expertise in specific or more functional area	Industrial & business expertise
Qualification	Degree in Engineering
Directorships of other Companies as on 31 st March, 2011	Nil
Chairman/Member of Committees of other Companies as on 31 st March, 2011.	Nil
No. of shares held	Nil

CORPORATE GOVERNANCE REPORT

This Report on Corporate Governance forms part of the Annual Report. Your Company is committed to follow prevalent laws, rules, guidelines and good corporate practices to meet its obligation to optimize value for all stakeholders and fulfill its responsibilities to the society at large. It is a constant endeavour of your Company to enhance long-term shareholders' value by achieving excellence through efficient conduct of business. We are committed to transparency and ethics in running our business.

**1. COMPANY'S PHILOSOPHY**

- Faith in sustainable economic growth of India and its textile industry.
- Introduction of the best available technology for creation of world class production facilities to produce globally acceptable quality products.
- Customer orientation at all levels of operations for total satisfaction of buyers from our products and services.
- Involvement of employees at all levels for best work practices, knowledge enrichment, innovations and personal satisfaction.

2. BOARD OF DIRECTORS:

a) Board Meetings :

During the financial year 2010-11 Board Meetings were held on 30.04.2010, 15.05.2010, 13.08.2010, 27.08.2010, 15.11.2010, 18.12.2010, 14.02.2011 and 31.03.2011.

b) Composition as on March 31st, 2011:

The Board of Directors comprises of Managing Director, one Non- executive Promoter Director and two Non Executive & Independent Directors.

The composition of the Board of Directors and their attendance at the Board Meetings during the year and at last Annual General Meeting of the Company as also the number of Directorship/Chairmanship of Board and Chairmanship/Membership of Committees (as stipulated in clause 49 of the listing agreement) of other Indian Public Limited Companies are as follows:

Name of Director	Designation & Category	No. of Board meetings attended	Attendance at last AGM	Total no. of Directorships in other companies	No. of committee memberships in other companies	Total No. of Board Chairmanship in other Companies	Total No. of Committee Chairmanship in other Companies
Mr. S G Vyas	Whole time Director	8	Yes	Nil	Nil	Nil	Nil
Mr. S K Singhal	Director	8	Yes	Nil	Nil	Nil	Nil
Mr. N K Khurana	Non-Executive and Independent Director	5	No	Nil	Nil	Nil	Nil
Mr. Akash Bharatbhai Shah	Non-Executive and Independent Director	4	No	Nil	Nil	Nil	Nil
Mr. Anil Goyal	Non-Executive and Independent Director	3 *	No	1	Nil	Nil	Nil
Mrs. Shakuntala Vyas	Non-Executive and Non-Independent Director	7 *	Yes	Nil	Nil	Nil	Nil
Mr. Narendra Prabhakar Mahajani	Non-Executive and Independent Director	5 *	No	Nil	Nil	Nil	Nil



*** Disclosure of Change**

Since the date of last AGM, Mr. Anil Goyal, Mr. Narendra Prabhakar Mahajani & Mrs. Shakuntala Vyas have resigned from the Directorship of the Company.

Notes:

- a. Number of directorships excluding directorship in foreign company, alternate directorships, companies registered under Section 25 of the Companies Act, 1956 and private companies.
- b. Committee includes Shareholders'/Investors' Grievance Committee and Audit Committee.

3. AUDIT COMMITTEE:

As at 31st March, 2011 the Audit Committee comprised of two Non- Executive, Independent Directors and one Promoter Director. The terms of reference of the Audit Committee are as contained in Section 292A of the Companies Act, 1956 and also as contained in Corporate Governance Clause of the Listing Agreement.

The Audit Committee met four times during the financial year 2010-2011 on 15.05.2010, 13.08.2010, 15.11.2010 & 14.02.2011. The attendance of members at the meetings was as follows:

Sr. No.	Name of Director	Designation	No. of meetings attended
1.	Mr. S.K. Singhal	Chairman	4
2.	Mr. N K Khurana	Director	3
3.	Mr. Akash Bharatbhai Shah	Director	3

4. SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE:

The terms of reference of the Shareholders'/ Investors' Grievance Committee comprise of redressal of shareholders'/ investors' complaints. The Committee consists of two Non-Executive, Independent Directors and one Promoter Director.

The Shareholders'/ Investors' Grievance Committee met 4 times during the year 2010-11 on 15.05.2010, 13.08.2010, 15.11.2010 & 14.02.2011. The Compliance Officer for this Committee is Ms. Manu Agarwal, Company Secretary. The attendance of Members at the Meetings was as follows:

Sr. No	Name of Director	Designation	No. of meetings attended
1.	Mr. S. K. Singhal	Chairman	4
2.	Mr. N K Khurana	Director	3
3.	Mr. Akash Bharatbhai Shah	Director	3

During the financial year 2010-11, the Company received no complaint from investors.

**5. SHAREHOLDING OF DIRECTORS AS ON 31.3.2011**

The shareholding of the Directors in the Equity Share Capital of the Company is given as follows:

Name of Directors	Number of Shares held
Mr. S G Vyas	10,60,000
Mr. S K Singhal	20,60,000

No other Director holds any share in the Equity Share Capital of the Company.

6. GENERAL BODY MEETINGS:

The details of General Body Meetings held during the last three financial years are given as follows:

Meeting	Day and Date of the Meeting	Time	No. of Special Resolutions
2009-10	Thursday, 30 th September, 2010	11.00 AM	-
2008-09	Wednesday, 30 th September, 2009	11.00 AM	2
2007-08	Tuesday, 30 th September, 2008	11.00 AM	-

All the General Body Meetings were held at the Registered Office of the Company viz. S-25, Shyam Nagar, Jaipur-302019 (Rajasthan).

No resolution has been passed by the Company's shareholders through postal ballot during the financial year 2009-10 and there is no resolution proposed to be passed through postal ballot in the ensuing Annual General Meeting.

7. DISCLOSURES:

During the year, there was no transaction of material nature with the Directors, management and their relatives etc. that have any potential conflict with the interest of the Company at large except, as disclosed under the related party transaction as per the Accounting Standard 18 Related Party Disclosures' issued by the Institute of Chartered Accountants of India which are set out in the Annual Report. Also there has not been any non-compliance by the Company in respect of which penalties or strictures were imposed by the Stock Exchange, the Securities and Exchange Board of India or any other statutory authority during the last three years. In preparation of the financial statements, the Company has followed the Accounting standards issued by ICAI. The significant accounting policies which are consistently applied have been set out in the Notes to the Accounts.

Further, the Company has complied with all mandatory requirements of Clause 49 of the Listing Agreement. The Company may also take up the non-mandatory requirements of Clause 49 in due course of time.

8. MEANS OF COMMUNICATION:

The Company communicates with the shareholders at large through its Annual Reports, publication of financial results, press releases in leading newspapers and by filing of various reports and returns with the Statutory Bodies like Stock Exchanges and the Registrar of Companies. The Quarterly Financial Results are published in prominent daily newspapers.

**9. GENERAL SHAREHOLDERS' INFORMATION**

i) 14th Annual General Meeting

Date : 30th September, 2011
Time : 11.00AM
Venue : Regd. Office :
S-25, Shyam Nagar, Jaipur-302019 (Rajasthan)

ii) Financial Calendar 2011-12

First Quarter Results : August, 2011
Second Quarter Results : November, 2011
Third Quarter Results : February, 2012
Annual Results : June, 2012

iii) Dates of Book Closure : 23/09/2011 to 30/09/2011

iv) Dividend payment date : No dividend has been recommended by the Board of Directors

v) Listing : The equity shares of the company are listed on Bombay Stock Exchange Limited, Mumbai (BSE)

The Company has duly paid the listing fee to the aforesaid Stock Exchange for the financial year 2011-12.

vi) Stock Code:

The Bombay Stock Exchange Limited, Mumbai (BSE) : **532825**

vii) Stock Market Data:

Financial Year 2009-10	Share prices		BSE Sensex	
	Highest (₹)	Lowest (₹)	Highest	Lowest
April, 10	4.32	3.51	18047.86	17558.71
May, 10	4.03	3.05	17536.86	16944.63
June, 10	4.19	3.11	17919.62	17700.90
July, 10	4.40	3.39	18237.56	17868.29
Aug., 10	4.51	3.40	18475.27	17971.12
Sept., 10	4.39	3.00	20267.98	20069.12
Oct., 10	4.30	2.99	20854.55	20032.34
Nov., 10	4.30	3.00	21108.64	19521.25
Dec., 10	4.22	2.72	20552.03	20509.09
Jan., 11	3.83	2.67	20664.80	18327.76
Feb., 11	3.63	2.23	18690.97	17823.40
Mar., 11	2.80	1.76	19575.16	19445.22



viii) Registrar & Transfer Agent:

The work related to Share Transfer Registry in terms of both physical and electronic mode is being dealt with by M/s Link Intime India Private Limited at the address given below:

Link Intime India Private Limited
A-40, 2nd Floor,
Naraina Industrial Area
Phase-II, Near Bharat Banquet
New Delhi-110028
Tel: 011-41410592, 94

ix) Share Transfer System:

The share transfer activities under physical mode are carried out by the RTA. Shares in physical mode which are lodged for transfer are processed and returned within the stipulated time. The share related information is available online.

Physical shares received for dematerialization are processed and completed within a period of 21 days from the date of receipt. Bad deliveries are promptly returned to Depository Participants (DP's) under advice to the shareholders.

x) Shareholding Pattern as on 31st March, 2011:

Category	No. of shares	As percentage of shares
1. Promoters	3140010	20.13
2. Directors & their relatives and related person/s	Nil	Nil
3. Public	12459990	79.87
TOTAL	15600000	100.00

xi) Distribution of Shareholding as on 31st March, 2011:

Range (No. of Shares)	SHAREHOLDERS		SHARES	
	Number of total holders	% to Total Holders	Number to total shares	% to Total
Upto -500	3138	58.941	782384	5.015
501-1000	1039	19.515	892536	5.721
1001-2000	581	10.913	922371	5.913
2001-3000	204	3.832	533482	3.420
3001-4000	72	1.352	263319	1.688
4001-5000	82	1.540	390503	2.503
5001-10000	114	2.141	850487	5.452
10001 & above	94	1.766	10964918	70.288
Total	5324	100.000	15600000	100.000



- xii) Dematerialization of shares:
As on 31st March, 2011, 57.083 % of the Capital comprising 89, 04,985 shares out of total 15600000 were dematerialized.
- xiii) Plant Location:
E-228, RIICO Industrial Area, Bagru Extension,
Bagru, Jaipur (Rajasthan)
- xiv) Address for correspondence:
Registered Office : S-25, Shyam Nagar, Jaipur-302019 (Rajasthan)
Telephone : 0141-2294776, 2293858
Fax : 0141-2293818
E-mail (exclusively for redressal
of Investors' grievances) : compliance@jagjanani.com
- xv) CEO/CFO certification
We the undersigned, to the best of our knowledge and belief certify that:
- a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2011 and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
 - b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
 - c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
 - d) We have indicated to the auditors and the Audit Committee:
 - i. Significant changes in internal control over financial reporting during the year;
 - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

We further declare that all board members and senior management have affirmed compliance with the code of conduct for the year 2010-11.

Sd/-
SG VYAS
(MANAGING DIRECTOR)

- xvi) Review of directors' responsibility statement
The Board in its report have confirmed that the annual accounts for the year ended March 31, 2011 have been prepared as per applicable accounting standards and policies and that sufficient care has been taken for maintaining adequate accounting records.

**DIRECTORS' REPORT**

Dear Members,

Your Directors present the 14th Annual Report together with Audited Accounts for the year ended 31st March, 2011.

FINANCIAL RESULTS

	(` '000) Year ended On 31/03/2011	(` '000) Year ended On 31/03/2010
Gross sales including other income	1,12,542	1,58,264
Gross Loss	87,520	1,27,494
Depreciation	34,124	34,353
Net Loss	1,21,644	1,61,847

MANAGEMENT DISCUSSION AND ANALYSIS

The year 2010-11 was an exceptional year for the whole world as it was faced with huge surge in world commodity prices with the Commodity Index surging more than 42% during the year. This gave rise to supply side inflation and thereby raising interest rates in India. As a result, the earning growth is expected to be hit in the current fiscal. This phenomenon is evident now and the cotton & polyester price currently have fallen by almost 40% from their peak in 2010-11.

Your Company could not optimize the utilization of production facilities due to finance constraints. The Company increased job-work activity to improve the capacity utilization. Simultaneously, it took all-round steps for cost cutting. All this led to improving the margins as compared to 2009-10 and your company has been able to almost reach to EBIDTA Break-even at operating level.

The Company has approached the bankers of the company for restructuring of loans under CDR mechanism. The Company has also identified an investor who is willing to infuse funds for augmenting the working of the Company and also for completing the unfinished ring spinning project. We are hopeful that once the CDR package is approved and fresh money is infused, your Company should be back on recovery path. The prices of raw material viz. cotton and polyester have come down to reasonable levels leaving comfortable margins for the mills.

MANAGEMENT PERCEPTION OF RISK AND CONCERN

One of the key challenge to the textile industry is related to raw material prices mainly cotton prices which has seen very steep hike in 2010-11 and the same is still volatile creating uncertainties for textile manufacturers.



JAGJANANI TEXTILES LIMITED

The second important challenge is rising energy prices which could adversely impact the profitability of textile mills. The third main issue for the textile industry is the non-availability of skilled manpower coupled with high labour cost prevailing in the country.

Uncertainty in the government export policy is other major challenge for the textile industry under which the government banned cotton yarn exports last year which lead to high inventory cost and losses to the Indian textiles manufacturers and there is a fear of duty draw back benefits etc. to the exporters.

We are making all efforts to cope up with the challenges through continuous cost reduction, process improvements, imparting training to the workforce on the continued basis, process improvements and improved customer services to mitigate the growing cost pressure.

INTERNAL CONTROL SYSTEM

The Company has well defined internal control system commensurate to the size and nature of its business. The Company takes abundant care to design, review and monitor the working of internal control system for optimal utilization and protection of resources. All significant issues are brought to the attention of the Audit Committee of the Board.

HUMAN RESOURCES/INDUSTRIAL RELATIONS

Your Company lays emphasis on building and sustaining an excellent organization climate based on human performance. Performance management is the key word for the Company. The Company has developed an environment of harmonious and cordial relations with its employees.

As the Company is in Textile business only, segment reporting is not required.

DIVIDEND

No dividend is being recommended for the year under review in view of the losses.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 217(2AA) of the Companies Act, the Directors hereby confirm that:

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Loss of the Company for that period ;
- iii) the Directors have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with



- 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.

DIRECTORS

Mr. Anil Goyal, who has been associated with the Company for last 5 years and Mr. Narendra Prabhakar Mahajani who has been associated with the company for last 3 years resigned from the Board due to their pre-occupation of work. The Directors record their appreciation for the service and guidance provided by them during their tenure.

Mrs. Shakuntala Vyas who has been associated with the company since beginning resigned from the Board due to her other engagements. The Directors record their appreciation for the service and guidance provided by her during her tenure.

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company Mr. Akash Bharatbhai Shah, Director of the Company retire by rotation and being eligible, offers himself for re-appointment.

OTHER INFORMATION

Information as per section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975:

None of the employee was in receipt of remuneration in excess of limit prescribed under Section 217 (2A) of the Companies Act, 1956.

Energy Conservation, Technology Absorption & Foreign Exchange

The information required under Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988 with respect to Conservation of energy, technology absorption and foreign exchange earnings/outgo is appended hereto and form part of this report.

AUDITORS

M/s G. Dutta & Co., Chartered Accountants, Auditors of the Company retire and being eligible offer themselves for re-appointment.

The observations made by the Auditors in their Report are adequately explained in the notes to the Accounts and significant Accounting Policies and need no further elaboration.



CORPORATE GOVERNANCE

As per Clause 49 of the listing agreement with the Stock Exchange, a separate section on Corporate Governance forms part of the Annual Report.

A Certificate from the Auditors of the Company confirming compliance with conditions of Corporate Governance as stipulated under the Clause 49 of the listing agreement is annexed to this Report.

ACKNOWLEDGMENT

The Board acknowledges the valuable assistance and cooperation received from Government Authorities, Bankers and Business Constituents and looks forward to their continued support.

Your Directors express their deep appreciation for the commitment and hard work put in by all employees.

For and on behalf of the Board

Sd/-

(S.G.VYAS)

MANAGING DIRECTOR

Place : Jaipur

Dated : 27.08.2011



Information required under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988

A. Conservation of Energy:

a. Energy conservation measures taken

Your Company is continuously striving energy conservation measures to make the plant energy efficient to the extent possible and reviews & explores various steps to conserve energy. In order to develop the energy efficiency approach among the staff, the company has organized a complete training program in partnership with CII to train the staff in the direction of energy conservation and its optimum utilization. Apart from these measures the management regularly discusses and checks with the concerned departments the existing energy conservation measures and suggestions to improve the same.

b. Total energy consumption and energy consumption per unit of production

FORM 'A'

Form for Disclosure of Particulars with respect to Conservation of Energy

A. Power & Fuel Consumption		Current Year	Previous Year
1	Electricity		
a)	Purchased Units	4169230	3250330
	Total Amount (` '000)	19254	14924
	Rate / Unit (`)	4.62	4.59
b)	Own Generation		
	i) Through Diesel Generator		
	Units	317661	256497
	Total Amount (` '000)	4169	2978
	Cost/Unit (`)	13.12	11.61
	ii) Through steam Turbine/Generators	-	-
2	Coal (specify quantity & where used)	-	-
3	Furnace Oil		
	Diesel / Light Diesel Oil	-	-



4 Other / Internal Generation – Steam (Wooden & Brequets)

Quantity Produced (Kgs)	127303	160347
Total Cost (` '000)	1293	1251
Rate / Kg (`)	10.16	7.80

B. Consumption per unit of production :

Product	Unit	Current Year				Previous Year			
		Elect KWH	Coal	F.Oil	Steam	Elect KWH	Coal	F.Oil	Steam
Yarn	KG	2.02	-	-	-	2.01	-	-	-
Fabric	MTR	.93	-	-	.30	.80	-	-	.26

C. Technology absorption:

The Company has neither imported any technology nor has incurred any expenditure on Research and Development during the year.

D. Foreign exchange earnings and outgo:

	2010-11 (` '000)	2009-10 (` '000)
Foreign exchange earnings	4209	14532
Foreign exchange outgo		
Capital goods	-	-
Stores & Spares parts	-	-
Traveling	-	-



Auditors' Certificate on Compliance of Corporate Governance under Corporate Governance Clause of the Listing Agreements

To,

The Members of
Jagjanani Textiles Limited

We have examined the compliance of the conditions of Corporate Governance by Jagjanani Textiles Limited for the year ended on 31st March, 2011 as stipulated in clause 49 of the Listing Agreement of the Company with the Stock Exchange.

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

In our opinion and to the best of our information and according to the explanation given to us and based on the representation made by the Directors and Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned listing agreement.

As per records maintained by the company no investor grievance is pending for a period exceeding one month.

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

For G Dutta & Co.
Chartered Accountants
Sd/-
(Gopal Dutta)
Sr. Partner
Membership no: 71312

Place : Jaipur
Dated : 27.08.2011



AUDITORS' REPORT

To the Members of Jagjanani Textiles Limited,

We have audited the attached Balance Sheet of Jagjanani Textiles Limited as at 31st March, 2011 and the Profit & Loss Account and Cash Flow Statement for the year ended on that date annexed thereto and report that:

1. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with 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 test basis, evidence supporting the amounts and disclosures in the financial statement presentation. An audit also includes assessing the accounting principles used and signification estimates made by management, as well as evaluating the overall financial statements. We believe that our audit provided a reasonable basis for our opinion
3. As required by the Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditor's Report) Order, (Amendment) 2004 issued by the Government of India in terms of Section 227(4A) of the Companies Act, 1956, we annex hereto a statement on the matters specified in the paragraphs 4 & 5 of the said Order.
4. Further to our comments referred to in paragraph (3) above we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of these books.
 - c) The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion the Balance Sheet and the Profit and Loss Account dealt with by this report are in compliance with the accounting standards referred to in Section 211 (3C) of the Companies Act, 1956 and are in agreement with the books of account.
 - e) On the basis of written representations received from the directors as on 31st march 2011 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31st, 2011 from being appointed as director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) In our opinion and to the best of our information and according to the explanations given to us, the accounts read with the notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view:
 - i) In case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2011.
 - ii) In the case of the Profit and Loss Account, of the Loss for the year ended on that date.
 - iii) In the case of Cash Flow Statement, of cash flow for the year ended on that date

For G.Dutta & Co.
Firm Regn. No. – 002136C
Chartered Accountants
Sd/-
(Gopal Dutta)
Sr. Partner
M. No. 071312

Place : Jaipur
Date : 27.08.2011



ANNEXURE TO THE AUDITORS' REPORT

Referred to in paragraph (3) of our report of even date:

1. The Company has maintained proper records showing full particulars including quantitative details and situation of the fixed assets. All the fixed assets have been physically verified during the year by the Management. Further, we are informed that no material discrepancies were noted during such verification.
2. None of the fixed assets of the Company have been re-valued during the year.
3. (a) The Company has maintained records pertaining to finished goods, stores, spares, raw materials, purchases, sale of goods, by-products, scrap and book debts.
(b) Inventories have been physically verified by the management during the year and in our opinion the frequency of verification is reasonable to the extent clarified to us.
(c) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
(d) The discrepancies noticed on physical verification of stocks as compared to book records which were not material, have been properly dealt with in the books of account.
4. In our opinion the valuation of stocks is fair and proper and in accordance with generally accepted accounting principles.
5. The Company has not taken any loan from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and / or Companies under the same management as defined under sub-section (1B) of section 370 of the Companies Act, 1956.
6. The Company has not granted any loan to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and / or Companies under the same management as defined under sub-section (1B) of section 370 of the Companies Act, 1956.
7. According to the information and explanations given to us, no loans and advances in the nature of loans have been given to parties including the employees.
8. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of stores, raw materials including components, plant and machinery, equipment and other assets and for the sale of goods.
9. We are informed that there are no transactions with any party for the purchase of goods and materials and sale of goods, materials and services made in pursuance of contracts or arrangements entered in the Register maintained under Section 301 of the Companies Act, 1956 during the year under review.



JAGJANANI TEXTILES LIMITED

10. The Company has not accepted any deposits from the public during the year. Accordingly the clause 4 (vi) of the order is not applicable.
11. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
12. We have broadly reviewed the books of account maintained by the company in respect of products where, pursuant to the Rules made by the Central Government, the maintenance of cost records has been prescribed under Section 209(1) (d) of the Companies Act, 1956. We are of the opinion that prima facie the prescribed accounts and records have been maintained and are being made up. We have not, however, made a detailed examination of the records with a view to determining whether they are accurate or complete.
13. The company has been regular paying dues under the E.S.I. Act with the appropriate authorities. However, ` 3,93,627/- under the Employees Provident Fund Act remain unpaid.
14. According to the books and records examined by us and the information and explanations given to us, no undisputed amount payable in respect of income tax, wealth tax, sales tax, VAT, custom duty, service tax, excise duty cess & other material statutory dues applicable to it were in arrears as at 31st March, 2011 for a period of more than six months from the date they become payable. However, ` 4,25,342/- relating to TDS remain unpaid for a period of more than six months from the date they become payable
15. The company has ` 2324.32 Lacs accumulated losses as at 31st March 2011. The company has incurred cash loss of ` 875.20 Lacs in the financial year 2010-11 under report and ` 1107.87 Lacs in the immediately preceding financial year 2009-10.
16. The Company has defaulted in repayment of dues to Banks during the year. It has been explained to us that the Company has approached bank for rescheduling the repayment of loans under Corporate Debt Restructuring Scheme. The proposal is awaiting approval.
17. According to the information and explanations given to us and based on the documents and records produced to us, Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Accordingly the clause 4(xii) of the order is not applicable.
18. In our opinion, the Company is not a chit fund or a Nidhi / mutual benefit fund/ society. Accordingly the clause 4(xiii) of the order is not applicable.
19. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly the clause 4(xiv) of the order is not applicable.
20. According to information and explanation given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions. Accordingly the clause 4(xv) of the order is not applicable.
21. On the basis of information and explanation given to us, no term loan raised during the year have been applied for the purpose for which they were raised.



JAGJANANI TEXTILES LIMITED

22. According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have used for long term investment by the Company or vice versa.
23. During the year, the company has not made any preferential allotment of share. Accordingly clause 4(xviii) of the order is not applicable.
24. The Company has not issued any debentures so far. Accordingly clause 4(xix) of the order is not applicable.
25. The Company has not raised any money through public issue during the year. Accordingly clause 4(xx) of the order is not applicable.
26. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year that causes the financial statements to be materially misstated.

For G.Dutta & Co.
Firm Regn. No. – 002136C
Chartered Accountants
Sd/-
(Gopal Dutta)
Sr. Partner
M. No. 071312

Place : Jaipur
Date : 27.08.2011

**JAGJANANI TEXTILES LIMITED****BALANCE SHEET AS AT 31ST MARCH, 2011**

	Schedule No.	As at 31st March, 2011 ` '000	As at 31st March, 2010 ` '000
I. SOURCES OF FUNDS			
1.SHAREHOLDERS' FUNDS			
Share Capital	A	156,000	156,000
Reserves & Surplus	B	102,313	102,313
2.LOAN FUNDS			
Secured Loan	C	513,963	455,948
Unsecured Loan	D	954	20,691
Total		773,230	734,952
II.APPLICATION OF FUNDS			
1. FIXED ASSETS			
Fixed Assets	E	431,728	433,928
Less: Depreciation		198,440	164,314
Net Fixed Assets		233,288	269,614
Capital Works in Progress		215,507	210,687
2.INVESTMENTS		39	39
3.CURRENT ASSETS			
Inventories	F	25,267	30,905
Sundry Debtors	G	8,007	8,193
Cash & Bank Balance	H	1,655	11,437
Loans & Advances	I	118,052	162,141
		152,981	212,676
4. LESS : CURRENT LIABILITIES & PROVISIONS			
Current Liabilities	J	59,202	65,426
Provisions	K	1,815	3,425
Net Current Assets		91,964	143,825
III.Profit & Loss A/c		232,432	110,787
Total		773,230	734,952
Significant Accounting Policies and notes to the Accounts	S		

For and on behalf of the Board

Sd/-
Manu Agarwal
SecretarySd/-
S G Vyas
Managing DirectorSd/-
S K Singhal
Whole Time Director

As per our attached report of even date

For G Dutta & Co.
Chartered Accountants
Sd/-**(Gopal Dutta)**

Sr. Partner

Place : Jaipur
Date : 27.08.11



PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Schedule No.	2010-11 '000	2009-10 '000
INCOME			
Sales including other Income	L	112,542	158,264
Decrease in Closing Stock	M	(1,506)	(21,945)
		<u>111,036</u>	<u>136,319</u>
EXPENDITURE			
Manufacturing Expenses	N	110,280	133,422
Purchase of Goods		-	38,252
Empolyees Expenses	O	4,800	13,686
Administrative & Other Expenses	P	5,006	20,481
Selling & Distribution Expenses	Q	5,254	4,883
Interest & Financial Charges (Net)	R	73,216	53,089
		<u>198,556</u>	<u>263,813</u>
Loss for the Year		87,520	127,494
Depreciation		34,125	34,353
Loss before tax		<u>121,645</u>	<u>161,847</u>
Add : Fringe Benefit Tax		-	-
Loss after tax		-	-
Add : Deferred Tax Liability/(Assets)		-	(825)
Net Loss		<u>121,645</u>	<u>161,022</u>
Transfer from Reserves		-	50,235
Loss brought forward		110787	-
Loss carried to Balance Sheet		<u>232,432</u>	<u>110,787</u>
Significant Accounting Policies and notes to the Accounts	S		

For and on behalf of the Board

Sd/-
Manu Agarwal
Secretary

Sd/-
S G Vyas
Managing Director

Sd/-
S K Singhal
Whole Time Director

As per our attached report of even date

For G Dutta & Co.
Chartered Accountants
Sd/-

(Gopal Dutta)
Sr. Partner

Place : Jaipur
Date : 27.08.11



**SCHEDULES ATTACHED TO AND FORMING PART
OF THE BALANCE SHEET AS AT 31ST March, 2011**

	As at 31st March, 2011 ` '000	As at 31st March, 2010 ` '000
<u>SCHEDULE - A</u>		
<u>SHARE CAPITAL</u>		
<u>Authorised</u>		
180,00,000 Equity Shares of Rs. 10/- each	180,000	180,000
<u>Issued, Subscribed & Paid up</u>		
156,00,000 Equity Shares of Rs. 10/- each (Previous year 15600000 equity shares of Rs. 10/- each)	156,000	156,000
<u>SCHEDULE - B</u>		
<u>RESERVES & SURPLUS</u>		
<u>General Reserve</u>		
Opening Balance	-	50,235
Less: Transferred to Profit & Loss A/c	-	50,235
<u>Share Premium A/c</u>		
Opening Balance	102,313	102,313
	102,313	102,313
<u>SCHEDULE - C</u>		
<u>SECURED LOANS</u>		
a) Term Loans		
- IDBI Bank	6,439	5,987
- Bank of Baroda	191,117	165,222
- UCO Bank	127,115	110,000
- FITL - UCO Bank	20,619	22,735
b) Working Capital (BOB)		
- Cash Credit	129,209	109,879
- Letter of Credit	15,257	19,844
c) Vehicle Loan	149	294
d) OD Facility from IDBI Bank Ltd	24,058	21,987
	513,963	455,948



Notes:

Term loans from Bank of Baroda and UCO Bank are secured by way of equitable mortgage of Land and building created or to be created at G-206,207 and 209, RIICO Industrial Area, Bagru Extension, Bagru of the Company and hypothecation of buildings and all the movable properties of Weaving Unit and Ring Spinning unit of the Company (save and except book debts) including movable machinery, spares, tools and accessories etc, present and future subject to prior charges created and/or to be created in favour of the Company's banker on stock of raw materials, semi-finished goods, store and spares and other movables as may be required for securing the borrowings for working capital requirements in the course of business. The mortgage and charges referred to above rank pari-passu. The term loans are further personally guaranteed by two Directors of the Company. These term loans are additionally secured by 2nd charge of all immovable properties and fixed assets situated at E-228, RIICO Industrial Area, Bagru Extension, Bagru.

Cash Credit and Letter of Credit facilities are secured by hypothecation of raw materials, finished goods, stock in process, stores and spares, and book debts, both present and future and also personally guaranteed by two Directors of the Company. Additionally secured by mortgage of immovable properties situated at G-206,207 & 209 RIICO Industrial Area, Bagru Extension, Bagru and 2nd charge over the entire fixed assets of the Company.

Term Loan and Working Capital facilities from Bank of Baroda are additionally secured by Corporate Guarantee and equitable mortgage from M/s Neelam Marble & Industries Pvt. Ltd.

Vehicle loan is secured by hypothecation of the vehicle.

Term Loan and OD facility from IDBI Bank Ltd is secured by way of equitable mortgage of land situated at E-228 RIICO Industrial Area, Bagru Extension, Bagru and Building and Plant & Machineries of Open end spinning unit of the company (present and future). These are further guaranteed by three directors. OD facilities are additionally secured by Corporate Guarantee of M/s Neelam Marble & Industries Pvt. Ltd.

<u>SCHEDULE - D</u>	<u>UNSECURED LOANS</u>	As at 31st March, 2011	As at 31st March, 2010
		` 000	` 000
	From Bank	-	1,311
	From Others	700	19,057
	Security Deposit	254	323
		954	20,691

SCHEDULE - E FIXED ASSETS

	Original Cost				Depreciation for the year	To date depreciation	Written down Value	
	As at 01-04-2010	Addition	Sale/Adjust ments	As at 31-03-2011			As at 31-03-2011	As at 31-03-2010
Assets								
Land	6,229	-	-	6,229	-	-	6,229	6,229
Building	82,529	82	-	82,611	2,759	13,793	68,818	71,495
Plant & Machinery	338,678	336	2,629	336,385	30,815	1,79,816	156,569	189,677
Computer	598	-	-	598	15	568	30	45
Furniture, Fixtures	3,740	11	-	3,751	332	3,183	568	889
Vehicles	2,154	-	-	2,154	205	1,080	1,074	1,279
Total	433,928	429	2,629	431,728	34,126	198,440	233,288	269,614
Previous Year	433,187	741	-	433,928	34,353	164,314	269,914	303,226



JAGJANANI TEXTILES LIMITED

		As at 31st March, 2011 ` '000	As at 31st March, 2010 ` '000
<u>SCHEDULE - F</u>	<u>INVENTORIES</u>		
	(As taken, valued & certified by the Management)		
	Raw Material Stock including		
	With outside parties	5,741	2,510
	Finished Goods	2,045	1,356
	Stock in Process	1,335	3,530
	Stores & Spares	16,146	23,509
		25,267	30,905
 <u>SCHEDULE - G</u>	 <u>SUNDRY DEBTORS</u>		
	(Unsecured & Considered Good)		
	Over six Months	3,597	4,978
	Other Debts	4,410	3,215
		8,007	8,193
 <u>SCHEDULE - H</u>	 <u>CASH & BANK BALANCES</u>		
	Cash in hand	13	1,228
	Cheques in hand	-	3,700
	Balances with Scheduled banks		
	In Current Accounts	127	988
	In Fixed Deposit A/c	1,515	5,521
		1655	11,437
 <u>SCHEDULE - I</u>	 <u>LOANS & ADVANCES</u>		
	Interest accrued on investment & FD's	102	1,151
	Security Deposit	7,797	7,797
	Prepaid Expenses	281	285
	Advance tax and Tax deducted at source	1,214	718
	Deferred Tax Credit	22,572	22,572
	Advances for Raw Material	10,104	24,437
	Advances Recoverable in cash or in kind or for value to be received	15,065	41,263
	Advance against Capital Goods	60,917	63,918
		118052	162,141
 <u>SCHEDULE - J</u>	 <u>CURRENT LIABILITIES</u>		
	Sundry Creditors for raw material	24,760	18,134
	Sundry Creditors for raw material (Trading)(Net)	193	193
	Sundry Creditors- Capital goods	7,232	19,350
	Sundry Creditors-others	10,194	15,870
	Trade Advances	4,251	2,279
	Liability for Expenses	9,077	5,961
	Statutory Liabilities	3,495	3,639
		59,202	65,426



JAGJANANI TEXTILES LIMITED

<u>SCHEDULE - K</u>	<u>PROVISIONS</u>		
	For leave encashment & Gratuity	1,815	3,425
		1,815	3,425
<u>SCHEDULE - L</u>	<u>SALES & OTHER INCOME</u>		
	Sales	95,696	156,744
	Export- Incentive	195	942
	Miscellaneous Receipts	49	160
	Conversion Charges	16,602	418
		112,542	158,264
<u>SCHEDULE - M</u>	<u>INCREASE / (DECREASE) IN STOCK</u>		
	Opening Stock		
	Finished Goods	1,356	7,772
	Stock in Process	3,530	19,059
		4,886	26,831
	Closing Stock		
	Finished Goods	2,045	1,356
	Stock in Process	1,335	3,530
		3,380	4,886
	(DECREASE) IN STOCK	(1,506)	(21,945)
<u>SCHEDULE - N</u>	<u>Manufacturing Expenses</u>		
	Raw materials consumed	72,001	108,461
	Packing Material consumed	918	1,115
	Power & Fuel	24,709	19,153
	H. Y. O. Transfer Charges	7	52
	Water Charges	393	220
	Rep. & Maint. – Plant & Machinery	8,340	1,309
	Rep. & Maint. – D. G. Set	1,403	652
	Sizing Material Consumed	2,509	2,460
		110,280	133,422
<u>SCHEDULE - O</u>	<u>Employees' Expenses</u>		
	Salaries & Wages	4,181	12,801
	Staff Welfare & Mess Expenses	248	184
	Contribution to Provident Fund, ESI etc.	371	701
		4,800	13,686



JAGJANANI TEXTILES LIMITED

SCHEDULE - P Administrative & other Expenses

Audit Fee	50	50
Auditor's Fee-Other Capacity	16	16
Auditor's Out of Pocket Expenses	25	25
Unrecoverable Interest Written off	-	8,161
Insurance Expenses	463	528
Legal Costs & Stamps Charges	143	164
Professional Fee	1,056	2,535
Rates & Taxes	191	315
Rent Paid	204	4,904
Other Misc. Expenses	2,858	3,783
	5006	20,481

SCHEDULE - Q Selling & Distribution Expenses

Freight & Cartage	1,308	697
Cash Discount & Rebate	1,578	2,029
Commission on Sales	2,270	1,899
Other Misc. Expenses	98	258
	5,254	4,883

SCHEDULE - R Interest & Financial Charges

Interest on Term Loan	48,760	33,161
Interest - Working Capital	23,323	18,092
Bill Discounting & financing charges	18	1,252
Interest Paid – Others	1,399	1,660
	73,500	54,165
Less:Interest Income	284	1,076
	73,216	53,089



**SCHEDULE S
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS**

A. Significant Accounting Policies

(1) Basis of Accounting

Financial statements are prepared under the historical cost convention, in accordance with generally accepted Accounting Standards applicable in India and the provisions of Companies Act, 1956.

The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis except in case of significant uncertainties relating to income.

(2) Revenue Recognition

(i) Sales are recognized on completion of sale of goods and are recorded gross of excise but net of trade discounts & rebates.

(ii) Export entitlements under the duty entitlement pass book (DEPB) Scheme are recognized in the Profit & Loss Account on the basis of despatch.

(3) Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation. The Company capitalizes all costs relating to acquisitions and installations of fixed assets. Direct financing cost, if any, incurred during construction period in respect of major projects is also capitalized.

(4) Depreciation

Depreciation is provided on straight line method on all Fixed Assets at the rates prescribed in Schedule XIV of the Companies Act, 1956. In respect of assets acquired during the financial year, depreciation is provided on Pro-rata basis with reference to the period each assets was put to use during the financial year.

(5) Investments

Investments are valued at cost.

(6) Inventories

(i) All inventories are valued at cost or market value whichever is lower.

(ii) For arriving cost of Finished Goods and stock in process all production expenses and depreciation except financing and marketing cost are considered.

(iii) In respect of raw materials, stores and spares cost is computed on weighted average basis.

(iv) Fixed overheads are allocated for inclusion in the cost of conversion on the basis of normal levels of production capacity. Conversion cost is apportioned to finished goods in process on the basis of estimated values and proportions arrived at by the cost sheet of the last month of financial period in which production had taken place.

(7) Foreign Currency Transactions

Foreign currency transactions are accounted at exchange rates prevailing on the date of the transaction. Any exchange variation realized in subsequent Financial Year is shown separately on realization.



(8) Retirement Benefits

- (i) Liabilities in respect of gratuity and leave encashment are provided on the basis of actual calculations.
- (ii) Contributions to Employees Provident Fund Scheme are payable to Regional Commissioner of Provident Fund.

B. Notes:

- 1. Estimated amount of contracts on capital account to be executed and not provided for is ` 1419.03 lacs net of advances (previous year: ` 1432.53 lacs).
- 2. Investment of ` 39000/- in form of National Saving Certificates has been pledged with Sales Tax Authorities.
- 3. Remuneration to Whole Time Directors consists of :

	2010-2011 (` in lacs)	2009-2010 (` in lacs)
Salary	-	18.00
Contribution to Provident Fund	-	2.16
Accommodation	-	6.00
Medical Expenses	<u>0.52</u>	<u>0.48</u>
	<u>0.52</u>	<u>26.64</u>

- 4. Certain balances of sundry debtors, sundry creditors and trade advances are subject to confirmation.
- 5. Related party disclosures:
 - A. Relationship**
 - (a) Mrs. Rita Singhal – wife of Shri S K Singhal, Director
 - (b) Mr. S G Vyas - Managing Director
 - (c) Mrs. Shakuntala Vyas-wife of Shri S G Vyas-Managing Director
 - (d) S. G. Vyas HUF

B. Transaction with related parties

	2010-2011	(` '000) 2009-2010
Rent Paid		
Mrs. Rita Singhal	12	372

- 6. In view of substantial taxable losses, no adjustment towards Deferred Tax Assets is being made during the year.
- 7. Capital work in progress includes pre-operative expenditure of ` 210 lacs allocated to the capital jobs in progress pertaining to Ring spinning project in earlier years which will be capitalized on completion of project.



JAGJANANI TEXTILES LIMITED

8. Unsecured loans from others' ` 7 lacs is due to a Director.
 9. Due to continuing losses, the Company has not been able to honor its commitments to the banks. It has requested the Banks for restructuring of loans.
 10. There was no amount due to such of the units registered under SSI and declared to us as on 31.03.2011 and further there was no claim from suppliers under the "interest on delayed payment to Small scale undertaking Act, 1993".
 11. Previous year's figures have been regrouped wherever necessary to confirm to current year's classification.
 12. In view of losses and consequent erosion of net worth, the Company is a potential case of Reference to BIFR.
 13. Additional information pursuant to the provisions of paragraphs (3) to (4D) of Part II of Schedule VI of the Companies Act, 1956.
- I. Particulars in respect of the installed capacities and the actual production:

A. Installed Capacity:

<u>Particular</u>	<u>Unit</u>	<u>Installed Capacity</u>	
		<u>Current Year</u>	<u>Previous Year</u>
Rotors	Nos.	960	960
Looms	Nos.	42	42

B. Actual Production Particulars	<u>Current year</u> Quantity	<u>Previous year</u> Quantity
Yarn (Kgs.)	746824	910758
Waste (Kgs.)	83433	98571
Fabric (Mtrs.) *	1298544	1771763
Fents, Rags & Chindies (Kgs.)	2180	7653

II. Particulars in respect of stocks of Finished goods and sales:

A. Manufacturing Activities

Particulars	Current Year		Previous Year	
	Quantity Kgs.	Value ` ('000)	Quantity Kgs.	Value ` ('000)
i) Opening Stock of Finished Goods:				
Yarn (Kgs.)	3981	398	37955	3108
Waste (Kgs.)	11990	41	16440	42
Fabric (Mtrs.)	16256	911	101058	4425
Fents, Rags & Chindies (Kgs.)	580	6	6561	197
ii) Closing stock of finished goods				
Yarn (Kgs.)	4755	465	3981	398
Waste (Kgs.)	11990	41	11990	41
Fabric (Mtrs.)	4554	296	16256	911
Fents, Rags & Chindies (Kgs.)	580	6	580	6



JAGJANANI TEXTILES LIMITED

iii)	Sales				
	Yarn (Kgs.)	125936	12315	350077	28295
	Waste (Kgs.)	83433	342	103021	270
	Fabric (Mtrs.)	1310246	82861	1856565	90874
	Fents, Rags & Chindies (Kgs.)	2180	13	13634	136

Note: 620114 Kgs (Previous Year 594655 Kgs) of Yarn have been consumed internally for manufacture of fabrics.

* Fabric production includes 8, 022 mts. of production on looms under installation.

B.	Trading Activities	Current Year		Previous Year	
	(i) Cotton				
		Qty. (Kgs.)	Value (` '000)	Qty. (Kgs.)	Value (` '000)
	Opening Stock	-	-	-	-
	Closing Stock	-	-	-	-
	Purchase	-	-	636246	38252
	Sale	-	-	636246	37169

	(ii) Fabric				
		Qty. (Mtrs.)	Value (` '000)	Qty. (Mtrs.)	Value (` '000)
	Opening Stock	-	-	-	-
	Closing Stock	-	-	-	-
	Purchase	-	-	-	-
	Sale	-	-	-	-

III Analysis of Raw Material Consumed				
	Current Year		Previous Year	
	Qty. (Kgs.)	Value (` '000)	Qty. (Kgs.)	Value (` '000)
Cotton	726743	58813	611190	78882
Polyester	110474	10281	167985	11297
Cotton Yarn	25982	2907	186630	18268
Viscose	0	0	0	14
		<u>72001</u>		<u>108461</u>

III	CIF Value of imports	Current Year	Previous Year
	Capital Goods	-	-
	Spare parts	-	-
IV	Expenditure in Foreign		
	Currency		
	Travelling	-	-

**JAGJANANI TEXTILES LIMITED**

V	Value of raw materials, stores & spares consumed during the year	Imported	Indigeneous	Imported	Indigeneous
		‘000	‘000	‘000	‘000
	Raw Materials	-	72001	-	108461
	Percentage	-	100	-	100
	Stores & Spares			-	5536
	Percentage			-	100
VI	Earnings in Foreign Exchange Export of goods calculated on FOB value		4208		14532

11. Earning per share

	Current Year	Previous Year
Net Loss as per Profit & Loss A/c (in Rs.000)	121645	161022
No. of Shares	15600000	15600000
Basic Earning per share of Rs.10/- each	(7.80)	(10.32)
Diluted Earning per share of Rs.10/- each	(7.80)	(10.32)

Sd/-
Manu Agarwal
(Secretary)

Sd/-
S.G.Vyas
(Managing Director)

Signatures to Schedules A to S
For and on behalf of the Board
Sd/-
S.K.Singhal
(Whole-time Director)

As per our attached report of even date
For G.Dutta & Co.
Chartered Accountants
Sd/-
(Gopal Dutta)
Sr. Partner
M.No. 71312

Place : Jaipur
Dated : 27.08.11



JAGJANANI TEXTILES LIMITED

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

Particulars	2010-2011 '000	2009-2010 '000
A.CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit after tax	(121645)	(161022)
Adjustments for:		
Depreciation	34125	34353
Interest/Dividend Income	0	-
Preliminary expenses Written off	0	-
Interest	73216	53089
Operating Profit before Working Capital Changes	(14304)	(73580)
Change in Trade and Other Receivables	186	191268
Change in Inventories	5638	50026
Change in Other Current Assets	41088	1118
Change in Current Liabilities	4284	(186327)
Prior Period Expenditure		-
Net Cash Flow from Operating Activities	36892	(17495)
B.CASH FLOW FROM INVESTING ACTIVITIES		
Sale/Purchase of Fixed Assets	(429)	(741)
Change in sundry creditors - Capital Goods	(12118)	10717
Changes in Advance-Capital Goods	3001	(368)
Change in other non current assets	0	(337)
Change In Capital WIP	(2190)	1090
Interest Received	284	1076
Net Cash Flow from Investing Activities	(11452)	11437
C. CASH FLOW FROM FINANCING ACTIVITIES		
Changes in Borrowings	38278	57410
Proceeds from Issuance of Capital	0	-
Share Premium	0	-
Miscellaneous Exp incurred	0	-
Interest & Financing Charges	(73500)	(54165)
Depreciation written back on sale of Fixed Assets	0	-
Dividend Paid	0	-
Net Cash Flow from Financing Activities	(35222)	3245
Net increase in cash and cash equivalents (A+B+C)	(9782)	(2813)
Cash and Cash Equivalents (Opening Balance)	11437	14250
Net increase in cash and cash equivalents	(9782)	(2813)
Cash and Cash Equivalents (Closing Balance)	1655	11437

Sd/-
Manu Agarwal
Secretary

Sd/-
S G Vyas
Managing Director

For and on behalf of the Board
Sd/-
S K Singhal
Whole Time Director

As per our attached report of even date

For G Dutta & Co.
Chartered Accountants
Sd/-

(Gopal Dutta)
Sr. Partner

Place : Jaipur
Date : 27.08.11

Information required as per Part IV of Schedule VI of the Companies Act, 1956
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. Registration Details:

Registration No.

1	3	4	9	8
---	---	---	---	---

State Code

1	7
---	---

Balance Sheet Date

3	1	0	3	2	0	1	1
---	---	---	---	---	---	---	---

D D M M Y Y Y Y

II. Capital Raised during the year (Amount in Rupees Thousands)

Public Issue

N	I	L
---	---	---

Rights Issue

N	I	L
---	---	---

Bonus Issue

N	I	L
---	---	---

Private Placement

	N	I	L	
--	---	---	---	--

III. Position of Mobilization and Deployment of Funds (Amount in Rupees Thousands)

Total Liabilities

7	3	1	9	3	4
---	---	---	---	---	---

Total Assets

7	3	1	9	3	4
---	---	---	---	---	---

Sources of Funds

Paid up Capital

1	5	6	0	0	0
---	---	---	---	---	---

Reserves & Surplus

1	0	2	3	1	3
---	---	---	---	---	---

Share Application Money

	-	-	
--	---	---	--

Secured Loans

5	1	3	9	6	3
---	---	---	---	---	---

Unsecured Loans

		9	5	4
--	--	---	---	---

Application of Funds

Net Fixed Assets

2	3	3	2	8	8
---	---	---	---	---	---

Investments

3	9
---	---

Net Current Assets

	9	1	9	6	4
--	---	---	---	---	---

Misc. Expenditure

		-	-
--	--	---	---

Accumulated Losses

2	3	2	4	3	2
---	---	---	---	---	---

Capital WIP & Advance against Capital goods

2	1	5	5	0	7
---	---	---	---	---	---

IV. Performance of Company (Amount in Rupees Thousands)

Turnover

1	1	2	5	4	2
---	---	---	---	---	---

Total Expenditure

2	3	2	6	8	1
---	---	---	---	---	---

+/- Profit/Loss Before Tax

-	1	2	1	6	4	5
---	---	---	---	---	---	---

+/- Profit/Loss After Tax

-	1	2	1	6	4	5
---	---	---	---	---	---	---

Earning per Share (in Rs.)

(Annualised)

(0	7	.	8	0)
---	---	---	---	---	---	---

Dividend rate %

N	I	L
---	---	---

V. General Names of Three Principal Products/Services of Company

(As per Monetary terms)

ITEM CODE NO. (ITC Code)

5	2	.	0	5
---	---	---	---	---

Product Description

C	O	T	T	O	N		Y	A	R	N
---	---	---	---	---	---	--	---	---	---	---

ITEM CODE NO. (ITC Code)

5	5	.	0	9
---	---	---	---	---

Product Description

B	L	E	N	D	E	D		Y	A	R	N
---	---	---	---	---	---	---	--	---	---	---	---

ITEM CODE NO. (ITC Code)

5	2	.	0	9
---	---	---	---	---

Product Description

F	A	B	R	I	C						
---	---	---	---	---	---	--	--	--	--	--	--



JAGJANANI TEXTILES LIMITED

REGD. OFFICE : S-25, SHYAM NAGAR, JAIPUR-302019

ATTENDANCE SLIP

Please complete the attendance slip and hand it over at the entrance of the Meeting venue.
(member's particulars to be furnished below)

Folio no. _____ DP ID _____ Client ID _____

Member's/ Proxy's name (in block Letters) _____

Address _____

I hereby record my presence at the 13th Annual General Meeting of the Company at S-25, Shyam Nagar, Jaipur-302019 (Rajasthan), on Thursday the 30th September 2010 at 11.00 a.m.

Signature of the member/ proxy present _____

1. Please hand over the attendance slip at the entrance of the meeting venue.
2. This attendance is valid only in case shares are held on the date of meeting.



JAGJANANI TEXTILES LIMITED

REGD. OFFICE: S-25, SHYAM NAGAR, JAIPUR-302019

PROXY FORM

FOLIO NO.

DS/CLIENT ID

I/ We _____ of _____

_____ being a member/ members of JAGJANANI TEXTILES LIMITED,

hereby appoint _____ of _____

_____ or failing him _____

of _____ as my/ our

proxy to attend and vote for me/ us on my/ our behalf at the 13th Annual General Meeting of the Company to be held on Thursday the 30th September 2010 at 11.00 a.m.

Signed this _____ day of _____, 2010

Signature _____

**Affix
1 Rupee
Revenue
Stamp**

Note: The form duly completed and signed should be deposited at the Registered Office of the Company at least 48 hours before the time of the meeting.

Book-Post

If Undelivered please return to :
JAGJANANI TEXTILES LIMITED
S-25, Shyam Nagar, Jaipur-302 019