

# BUDGE BUDGE COMPANY LIMITED

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### **BOARD OF DIRECTORS**

A. K. PODDAR (*Chairman*)  
MANISH PODDAR (*Mg. Director*)  
BIJAY KRISHNA DATTA (*Director*)  
SUSHIL KUMAR CHHAWCHHARIA (*Director*)  
DEVESHWER KUMAR KAPILA (*Director*)

### **COMPANY SECRETARY**

D. V. SINGHI

### **AUDITORS**

JAIN & CO.  
*Chartered Accountants*

### **BANKERS**

Allahabad Bank  
IDBI Bank

### **REGISTERED OFFICE**

16A, Brabourne Road  
9th Floor  
Kolkata - 700 001

### **WORKS**

Budge Budge Jute Mills  
64, Moulana Azad Road  
Budge Budge

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# BUDGE BUDGE COMPANY LIMITED

## NOTICE

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**NOTICE** is hereby given that the 41st Annual General Meeting of the Members of **BUDGE BUDGE COMPANY LTD.** will be held on Saturday, the 27th day of September, 2014 at 10.30 a.m. at the Registered office of the Company at 16A, Brabourne Road, 9th Floor, Kolkata - 700 001 to transact the following business :

### **ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Audited Profit and Loss Account for the year ended on that date together with Reports of Directors' and Auditors thereon.
2. To appoint a Director in place of Mr. Ashok Kumar Poddar, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint the Statutory Auditors of the Company until the conclusion of 3 (three) Annual General Meeting to hold Office from the conclusion of this Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration and in this respect, to pass, with or without modification (s) the following resolution as an Ordinary Resolution :

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 of the Companies Act, 2013 and the Rules made thereunder and pursuant to the recommendations of the Audit Committee of the Board of Directors, M/s Jain & Company, Chartered Accountants (Registration No. 302023E), be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of 3 (three) consecutive AGMs (subject to ratification of the appointment by the members at every AGM held after this AGM) and the Board of Directors be and is hereby authorized to fix their remuneration.”

### **SPECIAL BUSINESS :**

#### **4. APPOINTMENT OF MR. SUSHIL KUMAR CHHAWCHHARIA AS AN INDEPENDENT DIRECTOR**

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

**“RESOLVED THAT** pursuant to Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of the Listing Agreement, Mr. Sushil Kumar Chhawachharia (holding DIN 00007780), be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto March 31, 2019 and shall not be liable to retire by rotation.”

#### **5. APPOINTMENT OF MR. DEVESHWER KUMAR KAPILA AS AN INDEPENDENT DIRECTOR**

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

**“RESOLVED THAT** pursuant to Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of the Listing Agreement, Mr. Deveshwer Kumar Kapila (holding DIN 00030614), be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto March 31, 2019 and shall not be liable to retire by rotation.”

# BUDGE BUDGE COMPANY LIMITED

## NOTICE (Contd.)

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**6. APPOINTMENT OF MR. BIJAY KRISHNA DATTA AS AN INDEPENDENT DIRECTOR**

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

**“RESOLVED THAT** pursuant to Section 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of the Listing Agreement, Mr. Bijay Krishna Datta (holding DIN 00451068), be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto March 31, 2019 and shall not be liable to retire by rotation.”

**7. APPOINTMENT OF MRS. MADHUSHREE PODDAR AS A DIRECTOR**

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

**“RESOLVED THAT** pursuant to Section 160 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, Mrs. Madhushree Poddar (holding DIN 01301449), be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation.”

**8. APPROVAL OF REMUNERATION OF COST AUDITOR**

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 provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. B. Saha & Associates, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2015, be paid the remuneration as set out in the Statement annexed to the Notice convening this Meeting.

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

Registered Office :  
16A, Brabourne Road  
Kolkata - 700 001  
August 11, 2014

By Order of the Board  
For Budge Budge Company Ltd.  
D. V. SINGHI  
Company Secretary

# BUDGE BUDGE COMPANY LIMITED

## NOTICE (Contd.)

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### NOTES :

1. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. The instrument appointing the proxy duly completed, to be valid must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form is enclosed.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
5. Members / proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Register of Members and Share Transfer Books will remain closed from September 19, 2014 to September 27, 2014 (both days inclusive) for the purpose of this Annual General Meeting.
8. As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the items of business set out in the attached Notice may be transacted also through electronic voting system as an alternative mode of voting. The Company is providing the facility of casting vote through the electronic voting system ("e-voting") under an arrangement with The Central Depository Services (India) Limited ("CDSL") as specified more particularly in the instruction hereunder provided that once the vote on a Resolution is casted through-voting, a Member shall not be allowed to change it subsequently. The e-voting shall open from business hours at 10.00 am on 21.09.2014 till the closure of business hours at 6.00 pm on 23.09.2014.
9. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request you to update your email address with your Depository Participant to enable us to send you the Annual Reports, Notices and other communications via email. All the physical shareholders who have not registered their e-mail addresses so far are requested to register their e-mail address (format as attached) for receiving all communication including Annual Report, Notices, etc. from the Company, electronically.
10. The physical copies of the Notice of the 41st AGM, along with the Annual Report, Attendance Slip and Proxy Form are being sent in by electronic mode only to all those members whose email addresses are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report 2014 are being sent by the permitted mode under the provisions of the Companies Act, 2013 and rules made thereunder. The documents referred to above are also be available on the Company's website.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in

# BUDGE BUDGE COMPANY LIMITED

## NOTICE (Contd.)

electronic form are, therefore, requested to submit their PAN to their respective Depository Participant(s) and Members holding shares in physical form are requested to submit their PAN details to the Company/R&TA.

### Procedure for voting through electronic means

#### 1) In case of Members receiving a electronic copy :

The Company is pleased to offer e-voting facility for its members to enable them to cast their votes electronically. The procedure and instructions for the same are as follows :

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (ii) Click on "shareholders" tab.
- (iii) Then select the "BUDGE BUDGE CO LTD" from the drop down menu and click on "submit".
- (iv) After that enter your user ID :
  - a. For CDSL : 16 digits beneficiary ID;
  - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID; and
  - c. Members holding shares in physical form should enter folio number registered with the Company.
- (v) Next enter the image verification as displayed and click Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of the Company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below :

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as Physical Shareholders).  Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.  In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth (DOB) as recorded in your demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.  Please enter the DOB or Dividend Bank Details in order to Login. If the details are not recorded with the depository or Company please enter the member ID/folio number in the Dividend Bank details field.

# BUDGE BUDGE COMPANY LIMITED

## NOTICE (Contd.)

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- (viii) After entering these details appropriately, click on "SUBMIT" tab.
  - (ix) The Members holding shares in physical form will then reach directly the Company selection screen. However, the Members holding shares in demat form will then reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions for any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (x) For the Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in the notice.
  - (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
  - (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option "YES" or "NO" as desired. The option "YES" implies that you assent to the resolution and option "NO" implies that you dissent to the Resolution.
  - (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
  - (xiv) After selecting the Resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
  - (xv) Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.
  - (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
  - (xvii) If demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
    - Institutional shareholders (i.e. other than individuals, HUF, NRI, etc) are required to log on to <http://www.evotingindia.co.in> and register themselves as corporate.
    - They should submit a scanned copy of the registration form bearing the stamp and sign of the entity to [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com).
    - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
    - The list of accounts should be mailed to [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com). And on approval of the accounts they will be able to cast their vote.
    - They should upload a scanned copy of the board resolution and Power of Attorney (POA) which they have issued in favour of the custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- 2) In case of Members receiving a physical copy :
- (i) Please follow all steps from Sr. No. (i) to Sr. No. (xvii) above to cast vote.
- 3) General Instructions :
- (i) The e-Voting period commences on 21.09.2014 at 10.00 AM and ends on 23.09.2014 at 6.00 PM. The e-Voting module shall be disabled by CDSL for voting thereafter.
  - (ii) In case you have any queries or issues regarding e-Voting, you may refer the Frequently Asked Questions ("FAQs) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com).
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# BUDGE BUDGE COMPANY LIMITED

## NOTICE (Contd.)

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

Annexure as referred to in the notes of the notice

#### Item No. 4

Mr. Sushil Kumar Chhawachharia is a Non-Executive Independent Director of the Company.

Mr. Sushil Kumar Chhawachharia is a Director whose period of office is liable to determination by retirement by rotation under the erstwhile applicable provisions of the Companies Act, 1956. Under the Companies Act, 2013, the Company is required to appoint Independent Directors for a fixed term and their office shall not be liable to determination by retirement of Directors by rotation. Accordingly, in compliance of Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, Mr. Sushil Kumar Chhawachharia being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director who shall hold office upto 31st March, 2019. The Company has received requisite consent and declarations from Mr. Sushil Kumar Chhawachharia as required under various provisions of the Companies Act, 2013 and Rules made thereunder.

In the opinion of the Board, Mr. Sushil Kumar Chhawachharia fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director and he is independent of the management.

The Board considers that his continued association would be immense benefit to the Company and it is desirable to continue to avail services of Mr. Sushil Kumar Chhawachharia as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Sushil Kumar Chhawachharia as an Independent Director, for the approval by the shareholders of the Company up to March 31, 2019 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. Further, he shall not be liable to retire by rotation.

Copy of the draft letter of appointment of Mr. Sushil Kumar Chhawachharia as an Independent Director setting out the terms and conditions is available for inspection by members during working hours at the Registered Office of the Company.

Except Mr. Sushil Kumar Chhawachharia, no Director, key managerial personnel or their relatives, is in any way, financially or otherwise interested or concerned in the resolution.

The Board recommends the Ordinary resolution set forth in Item no. 4 of the Notice, for the approval by the shareholders of the Company.

#### Item No. 5

Mr. Deveshwer Kumar Kapila is a Non-Executive Independent Director of the Company.

Mr. Deveshwer Kumar Kapila is a Director whose period of office is liable to determination by retirement of Directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. Under the Companies Act, 2013, the Company is required to appoint Independent Directors for a fixed term and their office shall not be liable to determination by retirement of Directors by rotation. Accordingly, in compliance of Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, Mr. Deveshwer Kumar Kapila being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director who shall hold office from the date of this Annual General Meeting upto 31st March, 2019. The Company has received requisite consent and declarations from Mr. Deveshwer Kumar Kapila as required under various provisions of the Companies Act, 2013 and Rules made thereunder.

# BUDGE BUDGE COMPANY LIMITED

## NOTICE (Contd.)

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In the opinion of the Board, Mr. Deveshwer Kumar Kapila fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director and he is independent of the management.

The Board considers that his continued association would be immense benefit to the Company and it is desirable to continue to avail services of Mr. Deveshwer Kumar Kapila as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Deveshwer Kumar Kapila as an Independent Director, for the approval by the shareholders of the Company up to March 31, 2019 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. Further, he shall not be liable to retire by rotation.

Copy of the draft letter of appointment of Mr. Deveshwer Kumar Kapila as an Independent Director setting out the terms and conditions is available for inspection by members during working hours at the Registered Office of the Company.

Except Mr. Deveshwer Kumar Kapila, no Director, key managerial personnel or their relatives, is in any way, financially or otherwise interested or concerned in the resolution.

The Board recommends the Ordinary resolution set forth in Item no. 5 of the Notice, for the approval by the shareholders of the Company.

### **Item No. 6**

Mr. Bijay Krishna Datta is a Non-Executive Independent Director of the Company.

Mr. Bijay Krishna Datta is a Director whose period of office is liable to determination by retirement of Directors by rotation under the erstwhile applicable provisions of the Companies Act, 1956. Under the Companies Act, 2013, the Company is required to appoint Independent Directors for a fixed term and their office shall not be liable to determination by retirement of Directors by rotation. Accordingly, in compliance of Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, Mr. Bijay Krishna Datta being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director who shall hold office from the date of this Annual General Meeting upto 31st March, 2019. The Company has received requisite consent and declarations from Mr. Bijay Krishna Datta as required under various provisions of the Companies Act, 2013 and Rules made thereunder.

In the opinion of the Board, Mr. Bijay Krishna Datta fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director and he is independent of the management.

The Board considers that his continued association would be immense benefit to the Company and it is desirable to continue to avail services of Mr. Bijay Krishna Datta as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Bijay Krishna Datta as an Independent Director, for the approval by the shareholders of the Company up to March 31, 2019 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. Further, he shall not be liable to retire by rotation.

Copy of the draft letter of appointment of Mr. Bijay Krishna Datta as an Independent Director setting out the terms and conditions is available for inspection by members during working hours at the Registered Office of the Company.

Except Mr. Bijay Krishna Datta, no Director, key managerial personnel or their relatives, is in any way, financially or otherwise interested or concerned in the resolution.



# BUDGE BUDGE COMPANY LIMITED

## NOTICE (Contd.)

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The Board recommends the Ordinary resolution set forth in Item no. 6 of the Notice, for the approval by the shareholders of the Company.

### Item No. 7

As per the provision of Section 149(1) of the Companies Act, 2013 and Rules made thereunder and Clause 49 of the Listing Agreement with the Stock Exchange, the Company is required appoint a Woman Director in the Board of Directors of the Company. Accordingly, pursuant to Section 161 of the Companies Act, 2013, the Board of the Company in its meeting held on 11th August, 2014 has appointed Mrs. Madhushree Poddar as an Additional Director with immediate effect. Mrs. Poddar shall hold the office of Directors of the Company till the conclusion of the ensuing Annual General Meeting unless appointed.

A Notice pursuant to Section 160 of the Companies Act, 2013, with the requisite deposit has been received from a Member signifying his intention to propose for the appointment of Mrs. Madhushree Poddar as a Director of the Company.

The Company has received requisite consent and declarations from Mrs. Poddar as required under various provisions of the Companies Act, 2013 and Rules made thereunder.

The Board recommends the resolution in relation to appointment of Mrs. Madhushree Poddar as a Director, for the approval by the Shareholders of the Company.

Mrs. Madhushree Poddar, Mr. Ashok Kumar Poddar and Mr. Manish Poddar are deemed to be interested in the Resolution. No other Director, key managerial personnel or their relatives, is in any way, financially or otherwise interested or concerned in the resolution.

### Item No. 8

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. B. Saha & Associates, the Cost Auditors, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2015 at a remuneration of Rs. 25,000/- as his Audit fees.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors needs to be ratified by the shareholders of the Company in the general meeting. Accordingly, consent of the members is sought for passing the Resolution as set out in Item No. 8 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2015.

None of the Directors of the Company or any key managerial personnel or their relatives are in any way, financially or otherwise, concerned or interested in the said resolution.

The Board of Directors recommends the resolution set out in Item No. 8 of the accompanying notice for the approval of the members.

Registered Office :  
16A, Brabourne Road  
Kolkata - 700 001  
August 11, 2014

By Order of the Board  
For Budge Budge Company Ltd.  
D. V. SINGHI  
Company Secretary

**Details of the Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting  
(In pursuance to Clause 49 of the Listing Agreement)**

Name of Director	Date of Birth	Date of Appointment	Expertise in specific Functional areas	Qualification	List of other Companies in which Directorships held as on 31st March, 2014*	Chairman/ Member of the Committee of the Board of other Companies in which he is a Director as on 31st March, 2014
Mr. Sushil Kumar Chhawchharia	17/10/1944	30/10/2010	Practicing Chartered Accountant	B.Com., L.L.B., FCA	Ceeta Industries Ltd. Hari Machines Ltd.	Hari Machines Ltd. (Chairman, Member) Ceeta Industries Ltd. (Chairman, Member)
Mr. Deveshwer Kumar Kapila	03/05/1951	12/11/2011	Banking, Finance, Banking Economics & Associate Fields	Chartered Accountant (FCA)	Sree Sakthi Paper Mills Ltd.	NIL
Mr. Ashok Kumar Poddar	28/06/1944	17/01/1981	Vast Experience in various Industries including Jute, Tea and Real Estate	B.Com	Ripon Estates Ltd. Bengal Investments Ltd. Vasavi Infrastructure Projects Ltd.	NIL
Mr. Bijay Krishna Datta	30/11/1945	12/05/2009	Ex Executive Director of Uco Bank. Vast experience in Banking.	First Class Post graduate (M.Sc.) From Kalyani University	NIL	NIL
Mrs. Madhulika Poddar	07/10/1949	13/08/2014	Experience in Logistics	B.A.	Ashmani Developers Ltd.	NIL

Note : 1. None of the above Directors are holding shares of the Company except Mr. Ashok Kumar Poddar, Mr. Manish Poddar and Smt. Madhushree Poddar who are holding 820 equity shares and 1004780 equity shares and 740600 Equity shares respectively.

\* Excluding Private Limited Companies and Companies registered under Section 8 of the Companies Act, 2013.

Registered Office :  
16A, Brabourne Road  
Kolkata - 700 001  
August 11, 2014

By Order of the Board  
For Budge Budge Co. Ltd.  
D. V. SINGHI  
Company Secretary

# BUDGE BUDGE COMPANY LIMITED

## DIRECTOR'S REPORT

To the Shareholders,

Your Directors hereby present the Annual Report and the Audited Accounts for the year ended 31st March, 2014.

### FINANCIAL RESULTS

(Amount in Rs. Lakhs)

	2014	2013
Total Income	16242.06	16987.42
Total Expenditure	15466.60	15928.05
Profit before interest, depreciation & taxation	775.46	1059.37
Less : Interest	218.02	311.94
Depreciation	186.33	108.89
Net Profit before Tax	371.11	638.54
Less : Provision for Tax/Minimum Alternate Tax	75.72	127.73
Add: Mat Credit entitlement	3.11	49.26
Less : Deferred Tax/Wealth Tax provision	29.45	27.20
<b>Net Profit after tax</b>	<b>262.82</b>	<b>434.55</b>
Add : Balance brought forward from previous year	751.65	717.10
Amount available for appropriation	1014.47	1151.65
Less : Transfer to General	400.00	400.00
Balance to be carried forward	614.47	751.65

### OPERATIONS

Production during the year was 29496 M/T comparing to 32221 M/T in the previous year which is much lower than last year. The Company was compelled to cut down the production in the month of February/ March, 2014 due to poor demand of its products in the market. Further the production was also affected due to heavy absenteeism by the workers in usual course of production. Accordingly, the Company during the year has earned a net profit of Rs. 262.82 lakh compared to Rs. 434.55 lakh in the previous year.

### DIVIDEND

In order to conserve resources of the Company to meet working capital requirements, your Board did not recommended any dividend on equity shares of the Company.

### FIXED DEPOSITS

The Company has not accepted any fixed deposit during the period under review.

### BOARD OF DIRECTORS

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ashok Kumar Poddar, Director of the Company, retires by rotation from the Board and being eligible offered himself for re-appointment at the ensuing Annual General meeting.

# **BUDGE BUDGE COMPANY LIMITED**

## **DIRECTOR'S REPORT (Contd.)**

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Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of the Listing Agreement with Stock Exchange (including any statutory modification(s) or re-enactment thereof for the time being in force), the Board of Directors of your Company is seeking appointment of Mr. Sushil Kumar Chhawachharia, Mr. Deveshwer Kumar Kapila and Mr. Bijay Krishna Datta as Independent Directors of the Company for a period of 5 (five) consecutive years till 31st March, 2019. Requisite consent and declarations under the various provisions of the Act has been received from the Directors.

Pursuant to the provisions of Section 149(1), 160 and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Board of Directors of the Company had appointed Mrs. Madhushree Poddar as an Additional Director of your Company who would hold the office of Directors till the conclusion of the ensuing Annual General Meeting. A member has proposed for her appointment and deposited requisite amount with the Company.

A brief profile of the above Directors seeking appointment/re-appointment as required under Clause 49 of the Listing Agreement is given in the Notice of AGM.

### **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirement of section 217 (2AA) of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that :

- i) In the preparation of the annual accounts, the applicable standards have been followed along with proper explanations relating to material departures.
- ii) The Directors have made judgments and estimates that are reasonable and prudent and have selected accounting policies and applied them consistently to give true and fair view of the state of affairs of the Company as on 31st March, 2014 and its profits for the year ended on that date.
- 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.

### **STATUTORY AUDITORS**

M/s Jain & Co. Chartered Accountants, Statutory Auditors of the Company holds office upto the conclusion of the ensuing Annual General Meeting (AGM). The Company has received a letter pursuant to Section 139 and 141 of the Companies Act, 2013 from the Auditors about their consent and eligibility for appointment as the statutory auditors of the Company, to hold office from the conclusion of this AGM until the conclusion of the 44th AGM, subject to ratification of such appointment by the members at every AGM held hereafter.

### **AUDITORS' REPORT**

The Notes to Accounts referred to the Auditors Report are self explanatory and hence do not call for further explanation.

### **COST AUDITORS**

Your Board has appointed M/s. B Saha & Associates, Cost Accountants as Cost Auditors of the Company

# BUDGE BUDGE COMPANY LIMITED

## DIRECTOR'S REPORT *(Contd.)*

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for conducting Cost Audit for the year 2014-15 and seek your approval for the ratification of remuneration fixed by the Board pursuant to Section 148 of the Companies Act, 2013 and rules thereunder.

### **CORPORATE GOVERNANCE**

As required under Clause 49 of the Listing Agreement with the Stock Exchanges, a report on Corporate Governance alongwith a certificate from Mr. Santosh Kumar Tibrewalla, Practicing Company Secretary regarding Compliance of conditions of Corporate Governance, Management Discussion & Analysis Report and certification by CEO & CFO are given as Annexure – B, C and D which form part of this Report.

### **PARTICULARS OF EMPLOYEES**

In view of no of employee of the Company having drawn remuneration as prescribed in Section 217 (2A) of the Companies Act, 1956 or in the rules made pursuant to the same, during the Financial Year under review, particulars of the employees pursuant to said provisions are not required to be given.

### **ENERGY, TECHNOLOGY & FOREIGN EXCHANGE**

Information in accordance with the provisions of 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 regarding conservation of energy, technology absorption, foreign exchange earnings and outgo are given in the Annexure - A, which forms part of this report.

### **CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

In terms of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 your Company has adopted the Code of Conduct for Prevention of Insider Trading.

### **VIGIL MECHANISM**

The Company has established Vigil Mechanism for Directors and employees to report their genuine concerns and provide adequate safeguard against their victimization as provided in Section 177 of the Companies Act, 2013 and rules made thereunder.

### **INDUSTRIAL RELATIONS**

The industrial relation during the year 2013-14 had been cordial. The Directors take on record the dedicated services and significant efforts made by the Officers, Staff and Workers towards the progress of the Company.

### **ACKNOWLEDGEMENT**

Your Directors place on record appreciation for the contributions made by the bankers, suppliers and employees/workers in keeping the unit running in spite of numerous constraints.

**Registered Office :**  
16A, Brabourne Road  
Kolkata - 700 001

**Date :** 11th August, 2014

**By Order of the Board of Directors**

For Budge Budge Company Ltd.

MANISH PODDAR  
*Managing Director*

ASHOK KUMAR PODDAR  
*Whole-Time Director*

# BUDGE BUDGE COMPANY LIMITED

## DIRECTOR'S REPORT (Contd.)

Annexure - A

### ANNEXURE TO THE DIRECTORS' REPORT

Particulars pursuant to the provisions of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 :

#### A) Conservation of Energy :

The Company has the most modern plant having inbuilt features for minimum energy consumption. Energy saving devices/equipments are installed to ensure saving in power consumption. Particulars with respect to conservation of energy are given in Form-A as follows :-

#### FORM - A

#### Disclosure of particulars with respect to conservation of Energy :

1) Power & Fuel Consumptions	2013-14	2012-13
i) Electricity :		
a) Purchased		
Units (KWH) purchased (in lacs)	12845796	13063136
Total Amount (Rs. in lacs)	882.49	810.72
Rate/Unit (Rs.)	6.87	6.21
b) Own Generation		
Total Amount (Rs. In lacs.)	2.17	9.65
Rate/Unit (Rs.)	21.93	18.96
2) Consumption per unit of Production		
Products :	29496 MT	32221 MT
Unit : M/Ton		
Electricity (KWH)	436	405

#### B) Technology Absorption

Particulars with respect to Technology Absorption are given in Form-B as follows :-

#### FORM - B

#### A) RESEARCH AND DEVELOPMENT (R&D)

1. The Company is keeping a close watch on the new product Development in Jute Goods, Upgradation and Automation is being done wherever.

# BUDGE BUDGE COMPANY LIMITED

## DIRECTOR'S REPORT (Contd.)

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### 2. Benefits derived as a result of above R&D :

- Up-gradation of the existing facilities
- Maintaining ISO 9001 : 2008 Quality Management System
- Utilisation of wastes and complex resources

### 3. Expenditure on R&D :

- |  |  |
|--|--|
| a) Capital   | ] Expenses incurred are charged to respective heads are not allocated separately |
| b) Recurring   |  |
| c) Total   |  |
| d) Total R&D expenditure as a percentage of total turnover |  |

### B) TECHNOLOGY ABSORPTION, ADAPTION AND INNOVATION

1. Efforts, in brief, made towards technology : Consultation with technology experts. absorption, adoption and innovation.

### C) FOREIGN EXCHANGE EARNING AND OUTGO

	2013-14 (Rs. in lacs)	2012-13 (Rs. in lacs)
1) Total Foreign Exchange Used and Earned :		
Earned (F.O.B.)	Nil	Nil
Used	26.20	18.47

# BUDGE BUDGE COMPANY LIMITED

## DIRECTOR'S REPORT (Contd.)

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ANNEXURE - C

### ANNEXURE TO THE DIRECTORS' REPORT

#### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This Management Discussion and Analysis report has been prepared in compliance with the requirements of Listing Agreement and contains expectations and projections about the strategy for growth, product development, market position, expenditures and financial results. The Company's actual results, performance or achievements could differ from those projected in such forward looking statements on the basis of any subsequent development, information or events for which the Company do not bear any responsibility.

#### a) Industry Structure and Development :

Government of India had in the last year extended the validity of the Jute Packaging Materials (Compulsory use for Packing Commodities) Act, 1987 for another year but they have kept the Reservation level for sugar packing at 40%. This has severely affected the sugar bag demand from sugar industry. During the current year there was hardly any requirement from Sugar Industry and due to this Dilution the demand for Sacking Bags has gone down considerably.

During the year, demand for Jute goods specially Sacking bags remained very poor as there was a huge carry over stock of bags was available to the Govt. Agencies and consequently the current year purchases were much lesser than last year. The Industry is suffering for lack of demand from Govt. Agencies and since February, 2014 mills have to cut down their production. Availability of Raw Jute during the year was satisfactory.

#### Opportunities and threats/Risk and concerns :

##### Opportunities :

Jute being a natural bio-degradable fibre is environment friendly and use of Jute goods in different areas like Jute Geotextiles is being promoted. Some diversified products are being developed in the Industry for export markets.

##### Threats :

- i) Industry is facing fierce competition from Bangladesh in International Market due to their low cost of production and 10% cash Subsidy. Moreover increase in production capacity in Bangladesh is creating new problems for the Indian Jute Industry. Bangladesh Jute Goods such as Yarn and Sacking bags are being imported in India in large quantities.
- ii) Cheap alternate packaging materials from China available in the market, which again is a threat to Jute Industry.

#### b) Segment wise or product wise performance :

The Company is mainly engaged in the business of Manufacturing of Jute Goods and hence segment wise performance is not required to be disclosed.

The following disclosure under Geographical segment has, however, been considered on the basis of sales for the Jute goods :



# BUDGE BUDGE COMPANY LIMITED

## DIRECTOR'S REPORT (Contd.)

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- Within India - Rs. 16242.06 lac (previous year Rs. 16987.42 lac)

- Outside India - Rs. NIL (previous year Rs. NIL lac)

**c) Outlook :**

Demand for Jute Goods during the year 2014-15 is expected to be lesser than last year as the Govt. Agencies for procurement of Foodgrains has estimated a low requirement. Govt. has increased the Minimum price for Raw Jute for the coming season and this will result in increase in the price of Raw Jute in the season 2014-15. Price of Jute has gone up to Rs.3450/- quintal for TD-4 grade and it is expected that the same is going to further increase as the availability is poor. The next crop is also expected to be lower due to poor climatic conditions for sowing. Apart from Raw Jute prices the cost of production also remains a point of concern. Charter of Demand submitted by the Unions to the Industry is pending for settlement. All input costs such as wages, power and other consumables etc. are increasing continuously.

The company is taking appropriate steps to keep the costs under control. The outlook for the current year remains positive.

**d) Internal control systems and their adequacy :**

Your company has an adequate system of internal control, which provides reasonable assurance with regard to safeguarding the company's assets, promoting operational efficiency and ensuring compliance with various statutory provisions. The Audit Committee of the Board plays a significant role in the internal control system and reviews the scope of internal audit work and internal Audit reports, financial performance of the company and suggests improvements in the internal control systems wherever required.

**e) Discussion on operation performance :**

Sale of Jute goods during the year was Rs. 16242.06 lac as compared to Rs. 16987.42 lac during previous year. Operating profit for the year was Rs. 371.11 lac as compared to Rs.638.54 lac in the previous year. The company has invested Rs.939.44 lac in Fixed Assets in modernising the existing machineries to improve quality and reduction in the cost of production and in Buildings for Warehousing activity.

**f) Material developments in Human Resources/Industrial Relations :**

Employment of workers at new pay scale and training programmes for the workers are being continued. Steps have been taken to provide residential quarters within the mill compound for outside workers as well. The company is making all efforts to train the workers and increase their skills by way of continuous training but Industry wide shortage of workers is a matter of great concern for all. The relations with the unions were cordial during the year, however settlement on issues under the charter of demand is duly being taken up by IJMA.

**g) Cautionary statement :**

Statement made in this section of the report is based on the prevailing position in the Jute industry and market conditions. Actual results could however differ materially from those expressed or implied with regard to Company's Outlook and Performance.

# BUDGE BUDGE COMPANY LIMITED

## DIRECTOR'S REPORT (Contd.)

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ANNEXURE - D

### ANNEXURE TO THE DIRECTORS' REPORT

#### Certification by Chief Executive Officer (CEO) and Chief Financial Officer of the Company (CFO)

The Board of Directors,  
**Budge Budge Co. Ltd.**  
16A, Brabourne Road, 9th Floor  
Kolkata - 700 001.

Dear Sirs,

In terms of Clause 49 of the Standard Listing Agreement, we, Manish Poddar, Mg. Director - CEO and Praveen Kumar Ghorawat, CFO, Certify that:

1. We have reviewed financial statements and the cash flow statements for the financial year 2013-14 and to our best of knowledge, belief and information –
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
  - ii. these statement together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. To our best of knowledge, belief and information, no transaction entered into by the Company during the financial year 2013-14 are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls which we are aware and we have taken and propose to take requisite steps to rectify the deficiencies, if any.
4. We have indicated to the Auditors and the Audit Committee:
  - i) significant changes in internal control during the financial 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
5. We have not come across any instances of significant fraud committed by the management or an employee having significant role in the Company's internal control system.

We further declare that all the Board Members and senior management personnel have affirmed compliance of Code of Conduct for the year 2013-14.

**For Budge Budge Company Ltd.**

Place : Kolkata

Date : 11th August, 2014

MANISH PODDAR  
*Mg. Director & CEO*

PRAVEEN KUMAR GHORAWAT  
*Chief Financial Officer*

# **BUDGE BUDGE COMPANY LIMITED**

## **DIRECTOR'S REPORT *(Contd.)***

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**ANNEXURE - E**

### **ANNEXURE TO THE DIRECTORS' REPORT**

#### **Declaration for Compliance with the Code of Conduct of the Company as per Clause 49(I)(D)(ii) of Listing Agreement**

I, Manish Poddar, Managing Director of Budge Budge Co. Ltd. declare that as of 31st March, 2014 all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company.

**For Budge Budge Company Ltd.**

Place : Kolkata

Date : 11th August, 2014

MANISH PODDAR  
*Managing Director*

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE

### ANNEXURE 'B' TO THE DIRECTOR'S REPORT

#### REPORT ON CORPORATE GOVERNANCE

##### 1. Company's philosophy on Corporate Governance

The Company, in terms of Clause 49 of the Listing Agreement with the Stock Exchanges, has adopted the practice of Corporate Governance for ensuring and protecting the rights of its shareholders by means of transparency, integrity, accountability and checks at the different levels of the management of the Company.

##### 2. Board of Directors

###### a) Composition of Board

The composition and category of Board of Directors :

Sl. No.	Name of Directors	Category
1	Mr. Ashok Kumar Poddar	Executive - Executive Chairman - Promoter
2	Mr. Manish Poddar	Executive - Managing Director - Promoter
3	Mr. Bijay Krishna Dutta	Non-Executive – Independent
4	Mr. Sushil Kumar Chhawchharia	Non-Executive – Independent
5	Mr. Deveshwar Kumar Kapila	Non-Executive – Independent

###### b) Attendance of each Director at the Board meetings and the Last Annual general meeting (AGM) and also number of other Directorships/Membership of Committee of each Director in various Companies :

Name of Directors	Attendance Particulars		No. of other directorship & other committee memberships / chairmanships held *		
	Board Meetings	Last AGM	Directorship	Committee Memberships	Committee Chairmanships
Shri Ashok Kumar Poddar	4	Present	3	Nil	Nil
Shri Manish Poddar	5	Present	3	Nil	Nil
Shri Bijay Krishna Dutta	5	Present	Nil	Nil	Nil
Shri Sushil Kumar Chhawchharia	5	Present	2	3	2
Shri Deveshwar Kumar Kapila	2	Absent	1	Nil	Nil

\* excluding Private Companies

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

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### c) Number of Board meetings held and dates on which held

During the financial year 2013-14, 5 (Five) Board meetings were held on May 15, 2013, May 21, 2013, August 10, 2013, November 14, 2013 and February 11, 2014. The gap between any two consecutive meetings did not exceed four months in terms of the Listing Agreement with the Stock Exchange.

### 3. Code of Conduct

The Company has framed Code of Conduct for the Directors and Senior Management of the Company. The Directors and Senior Management have affirmed compliance of the said Code of Conduct as on 31st March, 2014. The Code is displayed on the Company's website: [www.gayatrigroup.co](http://www.gayatrigroup.co)

In pursuance of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 1992 (as amended), the Board has approved the 'Code of Conduct for prevention of Insider Trading' and entrusted the Audit Committee to monitor the compliance of the code.

#### Whistle Blower (Vigil Mechanism) Policy

As per the requirements of the Companies Act, 2013 and the revised Clause 49 of the Listing agreement, the Company in its meeting held on May 27, 2014 had established a mechanism for employees to report concerns for unethical behavior, actual or suspected fraud, or violation of the code of conduct or ethics. It also provides for adequate safeguards against the victimization of employees who avail the said mechanism. This policy also allows the direct access to the Chairperson of the Audit Committee.

### 4. Audit Committee

The Audit Committee was entrusted with review of quarterly and annual financial statements before submission to the Board, review of observations of auditors and to ensure compliance of internal control systems, authority for investigation and access for full information and external professional advice for discharge of the functions delegated to the Committee by the Board. All the members of the Committee are financially literate.

The scope of the Audit Committee, inter alia includes:

- a) Review of the Company's financial reporting process, the financial statements and financial/risk management policies ;
- b) Review of the adequacy of the internal control systems and finance of the internal audit team;
- c) Discussions with the management and the external auditors, the audit plan for the financial year and joint post-audit and review of the same ;
- d) Recommendation for appointment, remuneration & terms of Appointment of Auditors, etc.

During the period 5 (Five) meetings of the Audit Committee were held during the year ended 31st March, 2014, viz. on 15th May, 2013, 21st May, 2013, 10th August, 2013, 14th November, 2013 and 11th February, 2014.

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

Name of Directors	Category	No. of Meetings Held	Attended
Mr. Sushil Kumar Chhawchharia	Non-Executive Independent - Chairman	5	5
Mr. Bijay Krishna Dutta	Non-Executive Independent	5	5
Mr. Deveshwar Kumar Kapila	Non-Executive Independent	5	2

Mr. D. V. Singhi, the Company Secretary of the Company, is the Secretary of the Committee.

The Audit Committee Meetings are usually held at Company's Registered Office and attended by members of the Committee, Accounts Heads and Unit Heads. Representative of the Statutory Auditors are also invited in the meeting as and when required.

The Terms of reference of Audit Committee has been revised in the meeting of the Board of Directors of the Company held on 27th May, 2014 to incorporate various additional terms of reference introduced by Section 177 of the Companies Act, 2013 and the revised Clause 49 of the Listing Agreement from the financial year 2014-15.

### 5. Remuneration & Nomination Committee

The 'Remuneration Committee' was renamed as 'Remuneration & Nomination Committee' w.e.f. May 27, 2014 as required under Section 178 of the Companies Act, 2013.

a. The composition of Remuneration & Nomination Committee and attendence of its meeting are given below :

Name of Directors	Category	No. of Meetings Held	Attended
Mr. Bijay Krishna Dutta	Non-Executive Independent	Nil	N.A.
Mr. Sushil Kumar Chhawchharia	Non-Executive Independent	Nil	N. A
Mr. Deveshwar Kumar Kapila	Non-Executive Independent	Nil	N.A.

Mr. D. V. Singhi, the Company Secretary of the Company, is the Secretary of the Committee.

### b. Remuneration Policy :

The Company follows the policy to fix remuneration of Mg. Director & Whole Time Director by taking into account the financial position of the Company, trend in the Industry, qualification, experience, past performance and past remuneration of the respective Directors in the manner to

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

strike a balance between the interest of the Company and the Shareholders.

### c. Remuneration to Directors :

The Statement of the remuneration paid/payable to the Managing / Wholtime Directors/ Executive Directors and Sitting fees paid /payable to the Non-Executive Directors is given below :

Name of the Directors	Remuneration paid / payable for 2013-14				Service Contract	
	Salary (Rs.)	Benefits (Rs.)	Sitting Fees (Rs.)	Pay per month (Rs.)	Period	Effective from
Manish Poddar	21,00,000/-	3,21,808/-	-	1,75,000/-	3 Years	01.04.2013
Ashok Kumar Poddar	24,00,000/-	2,691/-	-	2,00,000	3 Years	01.04.2012
Sushil Kumar Chhawchharia	-	-	75,000/-	-	-	-
Deveshwar Kumar Kapila	-	-	75,000/-	-	-	-
Bijay Krishna Datta	-	-	30,000/-	-	-	-

The Terms of reference of Remuneration Committee has been revised in the meeting of the Board of Directors of the Company held on 27th May, 2014 to incorporate various additional terms of reference introduced by Section 178 of the Companies Act, 2013 from the financial year 2014-15.

### 6. Stakeholders Relationship Committee

"Shareholders' / Investors' Grievance Committee" was renamed as "Stakeholders Relationship Committee" by the Board in its meeting held on May 27, 2014 in terms of Section 178 of the Companies Act, 2013. The committee presently comprises of Mr. Ashok Kumar Poddar, Mr. Manish Poddar and Mr. Sushil Kumar Chhawachharia. Mr. Ashok Kumar Poddar is the Chairman of the Committee.

Mr. D. V. Singhi, the Company Secretary of the company, is the compliance officer of the Committee.

The Committee oversees the disposal of all complains / grievances of shareholders like non-transfer of Shares, non-receipt of Annual Report, non-receipt of Dividend, dematerialization & re-materialisation of Shares, etc.

No request for Share transfer remains pending for registration for more than 15 days. No complaint / query is received by the Company during the financial year and no complaint is pending as on 31st March, 2014.

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

### Shares held by Non-Executive Directors

Sl. No.	Name of Directors	No. of Shares
1.	Mr. Bijay Krishna Dutta	NIL
2.	Mr. Sushil Kumar Chhawchharia	NIL
3.	Mr. Deveshwar Kumar Kapila	NIL

### 7. General Body Meetings :

#### a) Date, Time and Location where last three Annual General Meetings held :

Nature of the General Meeting	Date & Time	Venue	If Special Resolution(s) passed
Annual General Meeting	10th August, 2013 10.30 AM	16A, Brabourne Road Kolkata-700 001	Yes
Annual General Meeting	22nd September, 2012 10.30 AM	16A, Brabourne Road Kolkata-700 001	Yes
Annual General Meeting	24th September, 2011 10.30 AM	HOTEL NEERANAND P-34, India Exchange Place, Shah House (Near Tea Board) Kolkata - 700 001	No

### Notes :

- 1) All resolutions were moved at the last Annual General Meeting were passed by show of hands unanimously by all the members present at the meeting. One Special resolution in each of the immediately preceding AGMs was passed in respect of appointment of Mg. Director and Executive Chairman.
- 2) No business proposed to be transacted at the Annual General Meeting was required to be passed by Postal Ballot in terms of Company's (passing of the resolution by Postal Ballot) Rules, 2011 ;
- 3) No business proposed to be transacted at the ensuing Annual General Meeting is required to be passed by Postal Ballot in terms of Section 110 of the Companies Act, 2013 and Rules made thereunder.

### 8. Disclosures

- a. **Disclosures on materially significant related party transactions i. e. transactions of the Company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large.**



# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

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None of the transactions with any of the related parties were in conflict with the interest of the Company.

**b. Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or Securities and Exchange Board of India or any Statutory Authority, on any matter related to the capital markets, during the last three years.**

The Company has complied with various rules and regulations prescribed by the Stock Exchange, Securities and Exchange Board of India or any other Statutory Authority related to the capital markets during last three years.

No penalty or strictures have been imposed on the Company by any of the aforesaid authorities during the last three years.

**c. Accounting Treatment in preparation of financial statement :**

The Company has followed the guidelines of accounting standards as prescribed by the Institute of Chartered Accountants of India in preparation of financial statement.

**d. Subsidiary Company :**

The Company does not have any material non-listed Indian Subsidiary as defined in Clause 49 of the Listing Agreement.

**e. Risk Management :**

The Company has identified risk involved in respect to its products, quality, cost, location and finance. It has also adopted the procedures / policies to minimize the risk and the same are reviewed and revised as per the needs to minimize and control the risk.

**f. CEO / CFO Certification:**

The CEO / CFO certification as required under Clause 49 is annexed hereto which forms part of this report.

**g. Management Discussion and Analysis Report:**

The Management Discussion and Analysis Report as required under Clause 49 is annexed hereto which forms part of this report.

**9. Details of Directors seeking appointment / re-appointment**

The Details of Directors seeking appointment / re-appointment as required under the clause 49(VIII)(E)(1) of the Listing Agreement with the Stock Exchanges is given in annexure to the notice which forms part of this Report.

**10. Means of Communication :**

The un-audited / audited quarterly financial results of the Company are approved by the Board within the prescribed time and are furnished to the Calcutta Stock Exchange. The results are also published within 48 hours in the Business standard newspaper in English. The financial results are also displayed on the Company's website : [www.gayatrigroup.co](http://www.gayatrigroup.co)

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

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No presentation has been made to Institutional Investors or Analysts.

### 11. Listing :

The Shares of the Company are listed on the Calcutta Stock Exchange Association Ltd.(CSE) at 7, Lyons Range, Kolkata – 700 001.

The Scrip code of the shares of the Company at CSE is 10012589.

No listing fees is due as on date.

### 12. General Information for Shareholders :

- a. Annual General Meeting : 27th September, 2014 at 10.30 A.M.  
(Date, Time & Venue)
- b. Dividend payment : The Board have not recommended any Dividend on Equity Shares for the financial year ended on 31st March, 2014.
- c. Date of Book closure : 19.09.2014 to 27.09.2014
- d. Financial year : April to March
- e. Stock Market Price Data : Monthly High/Low price during the last Financial Year at the Calcutta Stock Exchange depicting liquidity of the Equity Shares is given hereunder :

Month	High	Low
	Rs.	Rs.
April, 2013	N.T.	N.T.
May, 2013	N.T.	N.T.
June, 2013	N.T.	N.T.
July, 2013	N.T.	N.T.
August, 2013	N.T.	N.T.
September, 2013	N.T.	N.T.
October, 2013	N.T.	N.T.
November, 2013	N.T.	N.T.
December, 2013	N.T.	N.T.
January, 2014	N.T.	N.T.
February, 2014	N.T.	N.T.
March, 2014	N.T.	N.T.

N.T denotes 'No Trading' in the Stock Exchange due to non-functional of trading platform of the Stock Exchange.

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

- f. Performance in comparison : No comparison to broad based indices such as BSE Sensex/ CRISIL Index, etc. could be drawn since there is no trading in the Calcutta Stock Exchange during the financial year.
- g. Registrar and Transfer Agent : Maheshwari Datamatics Pvt. Ltd.  
6, Mangoe Lane, 2nd floor, Kolkata-700 001  
Tel : 033 2243 5029 / 2243 5809  
E-mail : mdpl@cal.vsnl.net.in
- h. Share Transfer System : Share Transfer System is entrusted to the Registrar and Share Transfer Agents. The Board is empowered to approve the Share Transfers. The Share Transfer, Issue of duplicate certificate, etc. is endorsed by Directors/ Executives/Officers as may be authorised by the Board. Grievances received from members and miscellaneous correspondences are processed by the Registrars within 15 days.

### i. Distribution of Shareholding as on 31st March, 2014

No. of Ordinary Share held	No. of shares	%	No. of shareholders/Folios	%
Up to 500	37770	0.59	508	92.20
501 to 1,000	6441	0.10	10	1.82
1,001 to 2,000	4756	0.08	3	0.54
2,001 to 3,000	13386	0.21	5	0.91
3,001 to 4,000	14107	0.22	4	0.73
4,001 to 5,000	NIL	Nil	Nil	Nil
5,001 to 10,000	41982	0.66	5	0.90
10,001 and above	6263709	98.14	16	2.90
<b>Total</b>	<b>6382151</b>	<b>100.00</b>	<b>551</b>	<b>100.00</b>

# BUDGE BUDGE COMPANY LIMITED

## CORPORATE GOVERNANCE (Contd.)

j. Shareholding pattern as on 31st March, 2014 :

Category	No. of Shares	%
Promoters	4714804	73.87
Mutual Fund / UTI	Nil	Nil
Banks/Financial Institutions/Insurance		
Companies/Govt. Company	53948	0.85
Private Corporate Bodies	1561404	24.46
NRIs/foreign Shareholders	2335	0.04
Public/Others	49660	0.78
Total	6382151	100.00

- k. Dematerialisation of Shares : ISIN : INE 948C 01026  
62,05,863 shares of the Company are held in Dematerialized form representing 97.24% of the paid-up share Capital of the Company.
- l. Outstanding Instruments : The Company has not issued any GDRs/ADRs/ Warrants or any convertible instruments. As such there is no impact on Equity Shares of the Company.
- m. Plant Location : 64, Moulana Azad Road, P.O. Budge Budge  
Dist. 24 Pgns (S), Pin-743 319, West Bengal
- n. Address for correspondence : 16A, Brabourne Road, 9th Floor  
Kolkata – 700 001.
- o. Contact Person : Mr. Danveer Singhi, Company Secretary

### Mandatory / Non-mandatory provisions of the Corporate Governance

The Company has complied with all the applicable mandatory requirements of the Clause 49 of the Listing Agreement and has constituted Remuneration Committee and formulated Whistle Blower Policy amongst non-mandatory requirements of the aforesaid clause.

Registered Office :  
16A, Brabourne Road  
Kolkata - 700 001  
August 11, 2014

ASHOK KUMAR PODDAR, *Chairman*  
MANISH PODDAR, *Mg. Director*  
D. V. SINGHI, *Secretary*

# **BUDGE BUDGE COMPANY LIMITED**

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## **CERTIFICATE OF COMPLIANCE OF CORPORATE GOVERNANCE AS REQUIRED UNDER THE LISTING AGREEMENT WITH STOCK EXCHANGES**

### **To The Members of BUDGE BUDGE CO. LTD**

I have examined the Compliance of Corporate Governance by M/s. Budge Budge Co. Limited for the Financial Year 2013-14, as stipulated in Clause 49 of the Listing Agreement entered into by the said Company with Stock Exchanges.

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

In my opinion and to the best of my information and according to the explanation given to me, I certify that the Company has complied with the condition of Corporate Governance as stipulated in Clause 49 of the abovementioned Listing Agreement.

I 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.

Place : Kolkata  
Date : 11th August, 2014

Sd/-  
(SANTOSH KUMAR TIBREWALLA)  
Practicing Company Secretary  
Membership No. : 3811  
Certificate of Practice No. : 3982

# **BUDGE BUDGE COMPANY LIMITED**

## **INDEPENDENT AUDITORS' REPORT**

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### **TO THE MEMBERS OF BUDGE BUDGE COMPANY LIMITED**

#### **REPORT ON THE FINANCIAL STATEMENTS**

We have audited the accompanying financial statements of **BUDGE BUDGE COMPANY LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

#### **OPINION**

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India.

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;

# BUDGE BUDGE COMPANY LIMITED

## AUDITORS' REPORT (Contd.)

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- b) in the case of the Statement of Profit and Loss Account, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, 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 account as required by law have been kept by the Company so far as appears from our examination of those books.
  - c) the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, 1956, read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Company Affairs in respect of Section 133 of the Companies Act, 2013.
  - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

P-21/22, Radha Bazar Street  
Kolkata - 700 001  
Dated the 27th day of May, 2014

For JAIN & CO.  
Chartered Accountants  
Registration No. 302023E  
M. K. JAIN  
Partner  
Membership No. 55048

# BUDGE BUDGE COMPANY LIMITED

## AUDITORS' REPORT (Contd.)

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### ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

#### REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that :

- 1) a) The company has maintained proper records showing full particulars including quantitative details and situations of its fixed assets.  
b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.  
c) In our opinion and according to the information and explanations given to us, substantial part of fixed assets has not been disposed off during the year and therefore does not affect the going concern assumption.
2. a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.  
b) In our opinion and according to the information and explanations given to us, 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.  
c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. In respect of loans, secured or unsecured, granted or taken by the Company to or from other companies, firms or other parties covered in the register maintained u/s 301 of the Companies Act, 1956, according to the information and explanations given to us :
  - a) During the year the Company has granted unsecured loan to one party amounting to Rs. 6,60,000/-. The maximum amount involved during the year was Rs. 37,19,684/- and year end balance of loan given to such party is Rs. 37,19,684/-. The party to whom loan has been given is regular in payment of principal amount and interest and the rate of interest and other terms and conditions of such loan is, in our opinion not prejudicial to the interest of the company.
  - b) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses iii(f) & iii(g) are not applicable to the company.
4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories, fixed assets and with regards to sale of goods and



# BUDGE BUDGE COMPANY LIMITED

## AUDITORS' REPORT (Contd.)

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- services. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.
5. Based on the audit procedures applied by us and according to the information and explanations provided by the management we are of the opinion that there were no contracts or arrangements that need to be entered in the register maintained under section 301 of the Companies Act, 1956. Thus clauses v (a) and v (b) are not applicable to the Company.
  6. The Company has not accepted deposits from the public covered within the meaning of Sections 58A and Section 58AA or any other relevant provisions of the Act and rules framed thereunder.
  7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
  8. As per information & explanation given by the management, maintenance of cost records has been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
  9.
    - a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities.
    - b) According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2014 for a period of more than six months from the date they became payable except certain disputed matters pending at various forums as given in Annexure-I of the Audit Report.
  10. The Company does not have any accumulated losses as at 31st March, 2014 and has not incurred cash losses in the financial year and in the immediately preceding financial year.
  11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to financial institutions and banks.
  12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
  13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
  14. According to the information and explanations given to us, the Company has maintained proper records of the transactions for dealing in shares, securities and other investments and timely entries have been made therein. The shares, securities and other investments have been held by the
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# BUDGE BUDGE COMPANY LIMITED

## AUDITORS' REPORT (Contd.)

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- Company in its own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
  16. Based on our audit procedures and on the information given by the management, we report that the company has applied the money received as term loans during the year for the purposes for which they were obtained, other than temporary deployment pending application.
  17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2014, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
  18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
  19. The Company has not issued any debenture and hence no securities have been created.
  20. The Company has not raised any money by public issue during the year.
  21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

P-21/22, Radha Bazar Street  
Kolkata - 700 001  
Dated the 27th day of May, 2014

For JAIN & CO.  
Chartered Accountants  
Registration No. 302023E  
M. K. JAIN  
Partner  
Membership No. 55048

# BUDGE BUDGE COMPANY LIMITED

ANNEXURE - I

Disputed Statutory Dues as on 31-03-2014

Name of the Statute	Nature of Dues	Financial Year to which the amount relate	Forum where dispute is pending	Amount Rs.	Amount Rs.
B.F.(S.T.) Act '41 B.F.(S.T.) Act '41	Assessment Dues DO	1995-96 1994-95	Sr. Jt. Commissioner W.B.C.T. A & R Board	751499 586397	1337896
C.S.T. Act '56	DO	1982-83, 1997-98 1995-96 to 1997-98, 2001-02 2003-04 to 2004-05 2002-03	Sr. Jt. Commissioner W.B.C.T. A & R Board	10361093 26840706	
W.B.S.T. Act '94	DO	1996-97, 1999-00 to 2001-02 2003-04 to 2004-05 1995-96 to 1997-98 1998-99 2002-03, 2003-04	Addl. Commissioner High Court, Kolkata W.B.C.T. A & R Board	2191838 14908230	39393637
W.B. VAT 2003	DO	2005-06 2007-08 2006-07 2008-09 2010-11	Sr. Jt. Commissioner W.B.C.T. A & R Board Addl. Commissioner High Court, Kolkata	9652034 117722 11128938	35806924
CST ACT 1956	DO	2007-08 2008-09 2009-10 2010-11	Sr. Jt. Commissioner Addl. Commissioner Addl. Commissioner Addl. Commissioner	16492347 1258726 724419 9149830 1318517	28943839
			Sr. Jt. Commissioner Addl. Commissioner Addl. Commissioner Addl. Commissioner	2228733 19690309 14319727 26952214	63190983
					<b>168673279</b>

# BUDGE BUDGE COMPANY LIMITED

## BALANCE SHEET AS AT 31ST MARCH, 2014

<u>Particulars</u>	<u>Note No.</u>	<u>As at 31st March, 2014</u>	<u>(Amount in ₹) As at 31st March, 2013</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	1	6,38,21,510	6,38,21,510
Reserves and Surplus	2	44,79,21,941	44,74,43,705
		<b>51,17,43,451</b>	<b>51,12,65,215</b>
<b>Non-Current Liabilities</b>			
Long-Term Borrowings	3	3,48,36,250	2,64,71,240
Deferred Tax Liabilities	4	1,46,12,640	1,16,92,537
		<b>4,94,48,890</b>	<b>3,81,63,777</b>
<b>Current Liabilities</b>			
Short-Term Borrowings	5	14,46,21,408	10,64,50,792
Trade Payables	6	36,57,82,628	33,88,12,314
Other Current Liabilities	7	14,32,04,134	16,49,79,544
Short-Term Provisions	8	3,61,07,441	2,85,09,720
		<b>68,97,15,611</b>	<b>63,87,52,370</b>
		<b>1,25,09,07,952</b>	<b>1,18,81,81,362</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Fixed assets			
Tangible Assets	9	64,94,83,010	60,78,97,002
Intangible Assets	10	5,15,520	7,73,280
Capital Work in Progress		2,07,82,926	2,30,01,265
		<b>67,07,81,456</b>	<b>63,16,71,547</b>
Non-Current Investments	11	1,12,99,912	2,04,06,403
Long Term Loans and Advances	12	75,16,094	71,46,821
		<b>68,95,97,462</b>	<b>65,92,24,771</b>
<b>Current Assets</b>			
Inventories	13	28,21,68,443	28,47,40,784
Trade Receivables	14	7,34,18,601	4,76,98,435
Cash and Bank Balances	15	2,14,90,904	1,86,82,769
Short Term Loans & Advances	16	17,22,89,224	17,35,51,896
Other Current Assets	17	1,19,43,318	42,82,707
		<b>56,13,10,490</b>	<b>52,89,56,591</b>
		<b>1,25,09,07,952</b>	<b>1,18,81,81,362</b>

The accompanying Notes from No. 1 to 44 are an integral part of the financial statements.

As per our report attached

For JAIN & CO.

*Chartered Accountants*  
Registration No. 302023E  
M. K. JAIN  
Partner  
Membership No. 55048

P-21/22, Radha Bazar Street  
Kolkata - 700 001  
Dated the 27th day of May, 2014

ASHOK KUMAR PODDAR, *Chairman*  
MANISH PODDAR, *Mg. Director*  
D. V. SINGHI, *Secretary*

# BUDGE BUDGE COMPANY LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

<u>Particulars</u>	<u>Note No.</u>	<u>For the year ended 31st March, 2014</u>	<u>(Amount in `) For the year ended 31st March, 2013</u>
<b>REVENUE</b>			
Revenue from Operations	18	1,62,97,47,366	1,69,87,42,007
Other Income	19	1,63,15,061	1,33,10,046
<b>TOTAL REVENUE</b>		<b><u>1,64,60,62,427</u></b>	<b><u>1,71,20,52,053</u></b>
<b>EXPENSES</b>			
Cost of Materials Consumed	20	97,35,55,616	1,01,61,59,085
Purchase of Stock-in-Trade		77,20,088	—
Changes in Inventories of Finished Goods, Work in Progress and Stock in Shares	21	(5,03,02,007)	(1,65,93,688)
Employee Benefits Expenses	22	33,58,38,178	31,25,01,843
Finance Costs	23	2,18,02,502	3,11,94,382
Depreciation & Amortisation	24	1,86,32,712	1,08,88,691
Other Expenses	25	30,17,04,579	29,40,47,292
<b>TOTAL EXPENSES</b>		<b><u>1,60,89,51,668</u></b>	<b><u>1,64,81,97,605</u></b>
<b>Profit Before Tax</b>		<b>3,71,10,759</b>	<b>6,38,54,448</b>
<b>Tax Expenses</b>			
Current Tax		75,71,835	1,27,53,053
Less : MAT Credit Entitlement / (Set off)		(3,11,210)	(49,25,699)
		<u>78,83,045</u>	<u>1,76,78,752</u>
Wealth Tax		25,341	20,196
Deferred Tax		29,20,103	27,00,567
		<u>1,08,28,489</u>	<u>2,03,99,515</u>
<b>Profit After Tax</b>		<b><u>2,62,82,270</u></b>	<b><u>4,34,54,933</u></b>
<b>Earnings Per Equity Share (Nominal Value of Rs. 10 each)</b>			
Basic & Diluted	38	<b>4.12</b>	<b>6.80</b>

The accompanying Notes from No. 1 to 44 are an integral part of the financial statements.

As per our report attached

For JAIN & CO.

*Chartered Accountants  
Registration No. 302023E*

M. K. JAIN

Partner

Membership No. 55048

P-21/22, Radha Bazar Street  
Kolkata - 700 001

Dated the 27th day of May, 2014

ASHOK KUMAR PODDAR, *Chairman*

MANISH PODDAR, *Mg. Director*

D. V. SINGHI, *Secretary*

**BUDGE BUDGE COMPANY LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**

<b>Note No.</b>	<b>Particulars</b>	<b>As at 31st March, 2014</b>	<b>(Amount in `) As at 31st March, 2013</b>
<b>1.</b>	<b>(A) SHARE CAPITAL</b>		
	<b>Details of Authorised, Issued, Subscribed and Fully Paid Up Shares</b>		
	<b>Authorised Share Capital :</b>		
	10,000 (Previous Year 10,000) 11% Redeemable Cumulative Preference Shares of Rs. 100/- each	10,00,000	10,00,000
	50,000 (Previous Year 50,000) 11% Redeemable Cumulative Preference Shares of Rs. 30/- each	15,00,000	15,00,000
	64,00,000 (Previous Year 64,00,000) Ordinary Equity Shares of Rs. 10/- each	6,40,00,000	6,40,00,000
		<b><u>6,65,00,000</u></b>	<b><u>6,65,00,000</u></b>
	<b>Issued, Subscribed &amp; Paid-up Share Capital :</b>		
	63,82,151 (Previous Year 63,82,151) Ordinary Equity Shares of Rs. 10/- each	6,38,21,510	6,38,21,510
		<b><u>6,38,21,510</u></b>	<b><u>6,38,21,510</u></b>

**Terms and rights attached to Equity Shares**

The company has only one class of Equity Shares having par value of Rs. 10 per share. Each holder of Equity Shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the holders of Equity Shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by Shareholders.

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

Note No.	Particulars	As at 31st March, 2014	As at 31st March, 2013
<b>(B) Reconciliation of Paid-up Share Capital</b>			
<b>11% Redeemable Cumulative Preference Shares of Rs. 100 each</b>			
	Number of shares outstanding as at the beginning of the year	—	6,000
	Less: Redeemed during the year	—	6,000
	Number of shares outstanding as at the end of the year	—	—
<b>Ordinary Equity Shares of Rs. 10 each</b>			
	Number of shares outstanding as at the beginning of the year	63,82,151	63,82,151
	Number of shares outstanding as at the end of the year	63,82,151	63,82,151

**(C) Shares Held By Shareholders Holding more than 5% Shares of the Company**

**Equity Shares of Rs. 10 each.**

Sl. No.	Name of the shareholder	As At 31.03.2014		As At 31.03.2013	
		No. of Shares	%	No. of Shares	%
		Held		Held	
1	Shri. Manish Poddar	1004780	15.74	1004780	15.74
2	Smt. Madhushree Poddar	740600	11.60	740600	11.60
3	Smt. Divya Poddar	634100	9.94	634100	9.94
4	M/s. Ashok Kumar Poddar (HUF)	1436100	22.50	1436100	22.50
5	Miss. Vasavi Poddar	400000	6.27	400000	6.27
6	M/s. A.M.Udyog Limited	376660	5.90	376660	5.90
7	M/s. Raghuvir Realtors Pvt. Ltd.	1146500	17.96	1146500	17.96

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

Note No.	Particulars	As at 31st March, 2014	(Amount in `) As at 31st March, 2013
<b>(D) Details of allotment of shares for consideration other than cash during the last five years</b>			
Sl. No.	Particulars	Rs.	
1	<b>Allotment of shares as fully paid up pursuant to contracts without payment being received in cash</b>  5483500 equity shares of Rs. 10/- each fully paid up allotted on 30.10.2010 pursuant to the Scheme of Amalgamation without payment being received in cash	5,48,35,000	
<b>2 RESERVE &amp; SURPLUS</b>			
<b>General Reserve</b>			
	Opening Balance	37,06,87,120	35,64,91,154
	Add : Transferred from Statement of Profit & Loss	4,00,00,000	4,00,00,000
		41,06,87,120	39,64,91,154
	Less: Transferred to Statement of Profit and Loss on account of depreciation	2,58,04,034	2,58,04,034
		2,58,04,034	2,58,04,034
		<b>38,48,83,086</b>	<b>37,06,87,120</b>
<b>Capital Redemption Reserve</b>			
	Opening Balance	15,91,890	15,91,890
		<b>15,91,890</b>	<b>15,91,890</b>
<b>Statement of Profit and Loss</b>			
	Opening Balance	7,51,64,695	7,17,09,762
	Add: Profit for the year	2,62,82,270	4,34,54,933
		10,14,46,965	11,51,64,695
	Less: Transferred to General Reserve	4,00,00,000	4,00,00,000
		4,00,00,000	4,00,00,000
		6,14,46,965	7,51,64,695
		<b>44,79,21,941</b>	<b>44,74,43,705</b>



# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

Note No.	Particulars	As at 31st March, 2014	(Amount in `) As at 31st March, 2013
<b>3</b>	<b>LONG-TERM BORROWINGS</b>		
	<b>TERM LOANS FROM BANK</b>		
	<b>Secured</b>		
	From Allahabad Bank (Secured by Equitable mortgage of land and building of the company and hypothecation of Plant and Machinery of the Company and personally guaranteed by Chairman and Managing Director of the company)	3,27,03,750	2,20,81,841
	From HDFC Bank (Secured by hypothecation of Motor Vehicles)	4,71,352	18,54,994
		<b>3,31,75,102</b>	<b>2,39,36,835</b>

### TERMS OF REPAYMENT

Particulars	Original Loan	Repayment Terms
	Rs.	
From Allahabad Bank - Term Loan-1	3,75,00,000	16 Quarterly instalments of Rs. 23,44,000/- starting from September, 2013 and ending on March, 2018.
From Allahabad Bank - Term Loan-2	1,50,00,000	15 Quarterly instalments of Rs. 10,00,000/- starting from June, 2014 and ending on December, 2017.
From HDFC Bank - Car Loan	3160000	45 monthly instalments of Rs. 65,065/- starting from November, 2010 and ending on July, 2014.
From HDFC Bank - Car Loan	900000	36 monthly instalments of Rs. 29,500/- starting from May, 2012 and ended on April, 2015

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

Note No.	Particulars	As at 31st March, 2014	(Amount in `) As at 31st March, 2013
<b>TERM LOANS FROM OTHERS</b>			
<b>Secured</b>			
	From Reliance Capital Ltd.	—	1,83,202
	From BMW India Financial Services P. Ltd.	12,95,106	16,53,242
	From Kotak Mahindra Prime Ltd.	3,66,042	6,97,961
	(Secured by hypothecation of Motor Vehicles)		
		<b>16,61,148</b>	<b>25,34,405</b>

### TERMS OF REPAYMENT

Particulars	Original Loan	Repayment Terms
	Rs.	
Reliance Capital Ltd - Car Loan	280000	36 monthly instalments of Rs. 9024/- each starting from November, 2010 and ended on October, 2013
Reliance Capital Ltd - Car Loan	567750	36 monthly instalments of Rs. 18800/- each starting from February, 2012 and ending on January, 2015
BMW India Financial Services P. Ltd. - Car Loan	2000000	60 monthly instalments of Rs. 43325/- each starting from March, 2013 and ending on February, 2018
Kotak Mahindra Prime Ltd - Car Loan	1000000	36 monthly instalments of Rs. 32150/- each starting from April, 2013 and ending on March, 2016

**3,48,36,250**

**2,64,71,240**

#### 4 DEFERRED TAX LIABILITIES

##### Deferred Tax Liabilities Being The Tax Impact On

Difference of WDV of Fixed Assets as Per

Income Tax Law and Books

1,46,12,640

1,16,92,537

**1,46,12,640**

**1,16,92,537**

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

Note No.	Particulars	As at 31st March, 2014	(Amount in `) As at 31st March, 2013
<b>5</b>	<b>SHORT-TERM BORROWINGS</b>		
	<b>Secured</b>		
	<b>From Banks</b>		
	<b>Cash Credit from Allahabad Bank</b>	12,56,95,408	10,59,00,792
	(Secured by hypothecation of entire stocks book debts and other current assets of the company, both present and future, equitable mortgage of land and building of the company and hypothecation of Plant and Machinery of the Company and personally guaranteed by Chairman and Managing Director of the company.)		
	<b>Term Loan from Allahabad Bank</b>	1,33,76,000	—
	(Secured by Equitable mortgage of land and building of the company and hypothecation of Plant and Machinery of the Company and personally guaranteed by Chairman and Managing Director of the company.)		
		<u>13,90,71,408</u>	<u>10,59,00,792</u>
	<b>Unsecured</b>		
	From Others	55,50,000	5,50,000
		<u>14,46,21,408</u>	<u>10,64,50,792</u>
<b>6</b>	<b>TRADE PAYABLES</b>		
	Trade Payables (Refer Note No. 34)	36,57,82,628	33,88,12,314
		<u>36,57,82,628</u>	<u>33,88,12,314</u>
<b>7</b>	<b>OTHER CURRENT LIABILITIES</b>		
	<b>Current Liabilities of Long Term Borrowings</b>		
	<b>(Refer Note No. 3)</b>		
	Term Loan from HDFC Bank Ltd.	10,35,549	5,90,715
	Term Loan from Reliance Capital Ltd	1,60,708	2,22,249
	Term Loan from BMW India Financial Services P. Ltd.	3,58,135	3,21,500
	Term Loan from Kotak Mahindra Prime Ltd.	3,31,919	3,02,039
	Sales Tax Loan from Government of West Bengal	54,43,149	54,43,149
	Sales Tax Loan from WBIDC	2,47,63,975	2,47,63,975
	Sales Tax Incentive Loan from WBIDC	17,50,000	17,50,000
	Special Capital Incentive Loan from WBIDC	7,50,000	7,50,000
		<u>3,45,93,435</u>	<u>3,41,43,627</u>

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

<u>Note No.</u>	<u>Particulars</u>	<u>As at 31st March, 2014</u>	<u>(Amount in `)</u> <u>As at 31st March, 2013</u>
	<b>Other Payables</b>		
	TDS Payable	5,04,131	5,00,369
	West Bengal Profesional Tax Payable	82,668	1,38,828
	Brokerage & Commission Payable	77,05,509	80,41,564
	Electricity Charges Payable	30,12,346	48,07,750
	Salary & Wages Payable	2,53,94,944	2,60,82,620
	Other Payables	2,48,16,297	4,22,98,826
		<u>6,15,15,895</u>	<u>8,18,69,957</u>
	Bank Overdraft (Due to Reconciliation)	—	25,82,652
	Advances from Customers	50,06,247	61,66,870
	Other Advances Received	22,07,998	29,36,731
	Interest Accrued & Due on Unsecured Loans	3,94,72,888	3,69,47,982
	Interest Accrued But not Due on Unsecured Loans	76,133	—
	Liability for Preference Share Redemption	3,31,538	3,31,725
		<u>4,70,94,804</u>	<u>4,89,65,960</u>
		<u><b>14,32,04,134</b></u>	<u><b>16,49,79,544</b></u>
<b>8</b>	<b>SHORT-TERM PROVISIONS</b>		
	Provision for Income Tax	3,60,61,904	2,84,89,524
	Provision for Wealth Tax	45,537	20,196
		<u><b>3,61,07,441</b></u>	<u><b>2,85,09,720</b></u>

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

NOTE NO. 9

### TANGIBLE FIXED ASSETS

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As At 31-03-13	Additions	Deductions	As At 31-03-14	As At 31-03-13	Provided for the year	Deductions	As At 31-03-14	As At 31-03-13
<b>Land</b>	155787500	—	—	155787500	—	—	—	155787500	155787500
<b>Buildings</b>	214879113	40288542	—	255167655	101485986	8801522	—	110287508	144880147
<b>Plant &amp; Machinery</b>	633285199	52442719	9481075	676246843	318163752	33128510	1659445	349632817	326614026
<b>Furniture &amp; Fixtures</b>	13511845	600551	—	14112396	2277217	701500	—	2978717	11133679
<b>Office Equipments</b>	952901	50150	—	1003051	460176	54021	—	514197	488854
<b>Motor Car</b>	14125437	300000	1680605	12744832	3279899	1235367	1323325	3191941	9552891
<b>Data Processing Machines</b>	3138941	261942	—	3400883	2116904	258066	—	2374970	1025913
<b>Total</b>	<b>1035680936</b>	<b>93943904</b>	<b>11161680</b>	<b>1118463160</b>	<b>427783934</b>	<b>44178986</b>	<b>2982770</b>	<b>468980150</b>	<b>649483010</b>
<b>Previous Year</b>	<b>970629531</b>	<b>75413501</b>	<b>10362096</b>	<b>1035680936</b>	<b>394016413</b>	<b>36434965</b>	<b>2667444</b>	<b>427783934</b>	<b>607897002</b>

NOTE NO. 10

### INTANGIBLE FIXED ASSETS

PARTICULARS	GROSS BLOCK			AMORTISATION			NET BLOCK		
	As At 31-03-13	Additions	Deductions	As At 31-03-14	As At 31-03-13	Provided for the year	Deductions	As At 31-03-14	As At 31-03-13
<b>Computer Software</b>	1288800	—	—	1288800	515520	257760	—	773280	773280
<b>Total</b>	<b>1288800</b>	<b>—</b>	<b>—</b>	<b>1288800</b>	<b>515520</b>	<b>257760</b>	<b>—</b>	<b>773280</b>	<b>773280</b>
<b>Previous Year</b>	<b>1288800</b>	<b>—</b>	<b>—</b>	<b>1288800</b>	<b>257760</b>	<b>257760</b>	<b>—</b>	<b>515520</b>	<b>773280</b>

**BUDGE BUDGE COMPANY LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)**

**11 NON CURRENT INVESTMENTS**

(Amount in ₹)

Particulars	Face Value	Numbers		Amount	
		As at 31.3.2014	As at 31.3.2013	As at 31.3.2014	As at 31.3.2013
<b>Non - Trade Investment</b>					
<b>Investment in Equity Instruments (At Cost)</b>					
<b>Long term</b>					
<b>In Fully paid up Shares of Joint Stock Companies</b>					
(Long Term Unless Otherwise Stated)					
<b>Other than Trade</b>					
<b>A. QUOTED</b>					
Whirlpool of India Ltd.	10	300	300	7050	7050
<b>B. UNQUOTED</b>					
A. M. Industries Ltd.	100	400	400	40000	40000
A. M. Industries Ltd. (11% Redeemable Cumulative Preference Shares)	10	-	400238	-	3809544
A. M. Udyog Ltd. (11% Redeemable Cumulative Preference Shares)	100	7	7	700	700
A. M. Udyog Ltd.	10	678405	678405	6558225	6558225
Aper Dealers (P) Ltd	10	-	7700	-	77000
Ashmani Developers Ltd	10	-	10962	-	103962
Dewdrop Tracon (P) Ltd	10	-	7700	-	77000
Ess Emm Enclaves (P) Ltd.	10	37500	37500	375000	375000
Jabali Commercial Co Pvt Ltd	10	-	1452	-	290400
Jackson Mercantile (P) Ltd	10	-	200	-	2000
Joyeria Jewels India Pvt Ltd.	10	-	5000	-	900000
Labh Export Pvt Ltd	100	-	1250	-	250000
Malvika Distributors Pvt Ltd.	10	-	5000	-	500000
Multi Storied Construction (P) Ltd	10	-	7500	-	75000
Pranidhi Estate Pvt Ltd.	10	-	1050	-	1050000
Rajputana Consultants Pvt Ltd.	10	-	10000	-	500000
Rash Behari construction (P) Ltd	10	7500	7500	75000	75000
Rudrani Construction (P) Ltd	10	-	7500	-	75000

**BUDGE BUDGE COMPANY LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)**

(Amount in ₹)					
Particulars	Face Value	Numbers		Amount	
		As at 31.3.2014	As at 31.3.2013	As at 31.3.2014	As at 31.3.2013
Southwest Construction (P) Ltd	10	300	300	3000	3000
Suncity Properties (P) LTD.	10	5000	5000	158000	158000
The Laxmi Salt Co Ltd.	10	-	2000	-	1400000
The Wallwood Plantation & Agency Ltd	10	-	15600	-	117585
Tivolipark Apartments (P) Ltd.	100	6500	6500	650000	650000
Tyron Agency (P) Ltd	10	200	200	2000	2000
Winmore Commercial (P) Ltd	10	-	200	-	2000
<b>C. Investment in Subsidiary Company</b>					
Vasavi Infrastructure Projects Limited	10	372300	360000	3423000	3300000
<b>D. In Government Securities</b>					
7 years National Saving Certificate lodged as Security with Central Excise Authority				7937	7937
Aggregate Value of Unquoted Investments.				<u>11292862</u>	<u>20399353</u>
Aggregate Value of Investments.				<u>11299912</u>	<u>20406403</u>
<b>Notes :</b>					
<b>(1) Quoted Investments</b>					
Aggregate amount				7050	7050
Market value				69330	66075
<b>(2) Unquoted Investments</b>					
Aggregate amount				11292862	20399353

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

<u>Note No.</u>	<u>Particulars</u>	<u>As at 31st March, 2014</u>	<u>(Amount in `) As at 31st March, 2013</u>
<b>12</b>	<b>LONG-TERM LOANS AND ADVANCES</b>		
	Unsecured, Considered Good unless otherwise stated		
	Security Deposits	75,16,094	71,46,821
		<u>75,16,094</u>	<u>71,46,821</u>
<b>13</b>	<b>INVENTORIES</b>		
	(As per Inventories Taken, Valued and Certified by the management)		
	Raw Materials	9,85,98,000	15,14,42,193
	Work in Progress	2,60,36,645	3,38,05,658
	Finished Goods	12,14,17,739	6,33,46,719
	Stores and Spare Parts	2,44,92,985	2,45,23,140
	<b>Stock in Trade</b>		
	Stock of Shares (Refer Note No. 30)	1,16,23,074	1,16,23,074
		<u>28,21,68,443</u>	<u>28,47,40,784</u>
<b>14</b>	<b>TRADE RECEIVABLES</b>		
	Unsecured, Considered Good unless otherwise stated		
	Outstanding For More Than Six Months	34,83,199	88,68,167
	Others	6,99,35,402	3,88,30,268
		<u>7,34,18,601</u>	<u>4,76,98,435</u>
<b>15</b>	<b>CASH AND BANK BALANCES</b>		
	<b>Cash &amp; Cash Equivalents</b>		
	In Current Accounts	1,26,37,793	1,78,12,608
	Cash in hand	15,07,911	8,70,161
	Cheques in Hand	73,45,200	—
		<u>2,14,90,904</u>	<u>1,86,82,769</u>



# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

Note No.	Particulars	As at 31st March, 2014	(Amount in `) As at 31st March, 2013
<b>16</b>	<b>SHORT TERM LOANS &amp; ADVANCES</b>		
	(Unsecured, Considered Good unless otherwise stated)		
	Loans to Body Corporates - Others	2,74,74,689	4,57,33,894
	Loans to Body Corporates - Related Party	37,19,684	26,61,382
	Advances to a Subsidiary	5,23,96,750	3,14,07,000
	Advances Recoverable in Cash or in kind for value to be received	4,76,09,495	6,31,55,458
	Advance Payment of Income Tax	3,12,84,740	2,14,96,030
	Income Tax Deducted at Source	53,27,882	43,11,483
	MAT Credit Entitlement	43,61,724	46,72,389
	Advance Fringe Benefit Tax	1,14,260	1,14,260
		<b>17,22,89,224</b>	<b>17,35,51,896</b>
<b>17</b>	<b>OTHER CURRENT ASSETS</b>		
	Advance Against Share Application	—	10,00,000
	Prepaid Expenses	33,81,022	19,55,716
	Balances with Customs & Port Trust Authorities	46,184	46,184
	Balances with Excise Department	1,03,026	49,099
	Deposit with Govt. Department & Others	84,13,086	12,31,708
		<b>1,19,43,318</b>	<b>42,82,707</b>
			(Amount in `)
Note No.	Particulars	For the year ended 31st March, 2014	For the year ended 31st March, 2013
<b>18</b>	<b>REVENUE FROM OPERATIONS</b>		
	<b>Sale of Products</b>		
	Finished Goods	1,61,13,79,276	1,68,71,96,201
	Traded Goods	77,62,956	
	<b>Other Operating Revenue</b>		
	Branding Charges (Net)	1,06,05,134	1,15,45,806
		<b>1,62,97,47,366</b>	<b>1,69,87,42,007</b>

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

<u>Note No.</u>	<u>Particulars</u>	<u>For the year ended 31st March, 2014</u>	<u>For the year ended 31st March, 2013</u>
			(Amount in `)
<b>19</b>	<b>OTHER INCOME</b>		
	Dividend Received		
	- From Other Non Current investments	8,21,697	1,18,258
	Interest Received		
	- On Loans & Others	20,82,835	25,64,229
	Profit on Sale of Fixed Assets (Net)	13,51,290	(55,531)
	Profit on Sale of Investments in Shares (Net)	2,36,909	—
	Rent Received	79,84,125	60,00,000
	Miscellaneous Receipts	—	11,71,342
	Sale of Scrap	29,63,278	35,11,748
	Liability No Longer Required Written Back	8,74,927	—
		<u>1,63,15,061</u>	<u>1,33,10,046</u>
<b>20</b>	<b>COST OF MATERIALS CONSUMED</b>		
	Raw Materials Consumed		
	Opening Stock	15,14,42,193	13,62,74,148
	Add : Purchases	89,78,47,324	1,00,88,64,545
	Add : Jute Expenses	2,28,64,099	2,24,62,585
		<u>1,07,21,53,616</u>	<u>1,16,76,01,278</u>
	Less: Closing Stock	9,85,98,000	15,14,42,193
		<u>97,35,55,616</u>	<u>1,01,61,59,085</u>
<b>21</b>	<b>CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND SHARES IN TRADE</b>		
	<b>Opening Stock</b>		
	Finished Goods	6,33,46,719	6,09,39,015
	Work in Process	3,38,05,658	1,96,19,674
	Shares	1,16,23,074	1,16,23,074
		<u>10,87,75,451</u>	<u>9,21,81,763</u>
	<b>Closing Stock</b>		
	Finished Goods	12,14,17,739	6,33,46,719
	Work in Process	2,60,36,645	3,38,05,658
	Shares	1,16,23,074	1,16,23,074
		<u>15,90,77,458</u>	<u>10,87,75,451</u>
	Increase in Inventories	<u>(5,03,02,007)</u>	<u>(1,65,93,688)</u>

**BUDGE BUDGE COMPANY LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)**

Note No.	Particulars	(Amount in `)	
		For the year ended 31st March, 2014	For the year ended 31st March, 2013
<b>22</b>	<b>EMPLOYEE BENEFIT EXPENSES</b>		
	Salaries and Wages	29,73,43,513	27,72,59,937
	Contribution to Provident Fund & Other Funds	3,55,34,889	3,28,44,704
	Staff Welfare Expenses	29,59,776	23,97,202
		<b><u>33,58,38,178</u></b>	<b><u>31,25,01,843</u></b>
<b>23</b>	<b>FINANCE COSTS</b>		
	Interest Expenses	2,13,37,502	3,07,75,567
	Other Borrowing Costs	4,65,000	4,18,815
		<b><u>2,18,02,502</u></b>	<b><u>3,11,94,382</u></b>
<b>24</b>	<b>DEPRECIATION &amp; AMORTISATION EXPENSES</b>		
	Depreciation on Tangible Assets	4,41,78,986	3,64,34,965
	Less : Transferred from General Reserve	<u>2,58,04,034</u>	<u>2,58,04,034</u>
		1,83,74,952	1,06,30,931
	Amortisation on Intangible Assets	2,57,760	2,57,760
		<b><u>1,86,32,712</u></b>	<b><u>1,08,88,691</u></b>
<b>25</b>	<b>OTHER EXPENSES</b>		
	Consumption of Stores & Spare Parts	10,61,90,152	11,38,86,376
	Carriage Inward	5,94,645	7,20,893
	Power and Fuel	9,02,64,704	8,16,98,097
	Rent	4,03,000	3,96,000
	Repairs to Building	44,34,348	35,70,554
	Repairs to Machinery	40,85,280	43,36,485
	Insurance Charges	23,27,009	19,00,637
	Rates and Taxes	11,56,320	51,65,682
	Other Manufacturing Expenses	4,02,82,602	3,81,55,160
	Duty, Cess, Entry Tax, Freight and Other Sales Expenses	2,37,54,498	1,57,45,682
	Directors Remuneration	45,00,000	34,80,000
	<b>Auditors</b>		
	Statutory Audit Fees	50,562	50,562
	Other Matters	19,663	19,663
	Miscellaneous expenses	2,36,41,796	2,49,21,501
		<b><u>30,17,04,579</u></b>	<b><u>29,40,47,292</u></b>

# **BUDGE BUDGE COMPANY LIMITED**

## **NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)**

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### **26 SIGNIFICANT ACCOUNTING POLICIES**

#### **i) System of Accounting**

- a) The Company generally follows mercantile system of accounting and recognizes income and expenditure on accrual basis except those with significant uncertainties.
- b) Financial statements are based on historical cost convention method modified by revaluation of certain fixed assets as a going concern and are in consonance with generally accepted accounting principles.

#### **ii) Use of Estimates**

The preparation of financial statements require management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosures relating to contingent liabilities as at the Balance Sheet date and the reported amounts of income and expenses during the year. Differences between the actual results and estimates are recognized in the year in which the results are known / materialised.

#### **iii) Fixed Assets and Depreciation**

- a) Fixed assets, other than those revalued are stated at cost /book value less depreciation and capital subsidy.
- b) Intangible Assets comprises of software, expected to provide future including economic benefits are stated at cost less accumulated amortisation. Cost comprises purchase value and directly attributable expenditure on making the asset ready for its intended use.
- c) Depreciation is provided on assets acquired / installed after 1.6.75 on straight line method and assets acquired / installed prior to that on written down value method at the rates applicable at the time of acquisition / installation of such assets. However, depreciation on assets acquired / installed after 1.4.87 has been calculated at the rates applicable as per Schedule XIV to the Companies Act, 1956.
- d) Software is being amortised over a period of five years.
- e) The amounts added on revaluation is amortised over the period of useful life of the asset as determined and an equivalent amount thereof is transferred to the Profit & Loss Account from the Revaluation / General Reserve.

#### **iv) Government Grants**

Revenue grants including subsidy / rebates are credited to Profit and Loss Account under "Other Income" or deducted from the related expenses. Grants relating to fixed assets are credited to Capital Reserves Account or adjusted in the cost of such assets as the case may be. These are accounted for as and when the ultimate realisability is established.

#### **v) Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

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On initial recognition, all investments are measured at cost. The cost comprises purchase price and direct attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis.

Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

### vi) Exchange Fluctuations

#### Initial Recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

#### Exchange Differences

Exchange differences arising on the settlement of monetary items are recognised as income or as expense in the year in which they arise.

### vii) Inventories

- a) Inventories are valued at lower of the cost and net realisable value. Costs in respect of these inventories is determined on monthly/annual weighted average method. Cost in respect of finished stock and process stock is estimated considering direct material, production overhead and appropriate portion of administrative overheads.

Cess duty payable on finished goods lying at factory at the year end is included in the valuation of finished goods.

- b) Stock of shares and debentures has been valued at cost or market value whichever is lower.

### viii) Employees Benefits

#### a) Defined Contribution Plans

The Company has defined contribution plans in the form of Provident Fund, EDLI, ESIC and Labour Welfare Fund and the contributions are charged to the Profit & Loss Account for the year as and when the contributions to respective funds are due. There are no other obligations other than contribution payable to these respective funds.

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

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### b) Other Retiral Benefits

The liability for gratuity at the end of the year payable to employees is determined on the basis of actuarial valuation under Revised AS-15 norms but the same has not been provided and is reflected by way of a note to the accounts. However, the Company is making payment of gratuity to the retired employees as per agreed scheme.

The other retiral benefits are accounted for as and when the liability for payment arises.

### ix) Borrowing cost

Borrowing costs that are directly attributable to the acquisition of qualifying assets are capitalised for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use.

Other Borrowing costs are recognised as expense in the period in which they are incurred.

### x) Sales

- a) Sales other than through consignees are accounted for on passing of property as per terms of sales and as per prevailing business practice in this regard.
- b) Goods sent on consignment are accounted for as sale on the basis of receipt of Account Sale from respective consignees and in cases where account sales have not been received till the year end, sales are accounted for on the basis of proforma invoices raised.
- c) Sales is exclusive of cess duty and sales tax/Value Added Tax (VAT), rebate, discounts etc. are excluded therefrom.

### xi) Revenue Recognition

- a) All expenses and income to the extent considered payable and receivable respectively unless specifically stated to be otherwise, are accounted for on mercantile basis.
- b) Delayed payment charges to Raw Jute Suppliers are recognized as and when settled/paid.

### xii) Claims

Insurance and other claims receivable are accounted for as and when ascertained/realised.

### xiii) Expenses

Expenses under primary heads such as salary, wages, consumption of stores & raw materials etc. are being shown as usual in their respective heads of accounts instead of functional re-classification.

### xiv) Taxation

Current income tax is measured at the amount expected to be paid to the tax authorities, computed in accordance with the applicable tax rates and tax laws. In case of tax payable as per provisions of MAT under section 115JB of the Income Tax Act, 1961, MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

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Deferred Tax arising on account of “timing differences and which are capable of reversal in one or more subsequent periods is recognised, using the tax rates and tax laws that are enacted or substantively enacted. Deferred tax asset is recognised only to the extent there is reasonable certainty with respect to reversal of the same in future years as a matter of prudence.

Minimum Alternate Tax (MAT) paid in a year is charged to the statement of Profit and Loss as current tax. The company recognises MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognises MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the Statement of Profit and Loss and shown as “MAT Credit Entitlement”. The company reviews the “ MAT Credit Entitlement” asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

### **xv) Earning per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### **xvi) Impairment of Assets**

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is to be charged to the profit and loss account in the year in which an asset is identified as impaired. The impairment loss, if recognized in any accounting period, is reversible if there is any change in the estimate of recoverable amount.

### **xvii) Provisions**

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

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Where the company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

### xviii) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

### xix) Prior Period Items

Prior Period and Extra Ordinary Items and Changes in Accounting Policies having material impact on the financial affairs of the company are disclosed.

### xx) Cash and Cash Equivalents

Cash and Cash Equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

### 27. Contingent Liabilities not provided for in respect of following :

	<u>Current Year</u> Rs.	<u>Previous Year</u> Rs.
a) Sales Tax demands pending with appellate authorities	16,86,73,279	15,97,43,749
b) Claim for Damages on delayed payment of Employee State Insurance dues which the Company has disputed and final order of Employee Insurance Court, Kolkata, is pending. However, the Company is entitled to obtain waiver with regard to interest penalty and damages for delayed payments of the old outstanding in respect of Provident Fund and Employee State Insurance under the relevant statutory provisions. Necessary steps are being taken to obtain the waiver from the appropriate authorities.	11,45,951	11,45,951

Provisions against above mentioned contingent liabilities have not been made as the management does not foresee any liability in view of the legal opinion taken by the management.



# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

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- 28 During the year, raw jute of value Rs. 2,19,63,244/- was destroyed / damaged due to fire at the godown at Mills on 27th January, 2014. The necessary claim has been lodged with the insurance company and same is pending for settlement.
- 29 The liability of Rs. 17,01,10,935/- (Previous Year Rs. 17,99,35,099/-) being gratuity payable to employees determined as per actuarial valuation as at 31st March, 2014 under Revised AS-15 norms has not been provided for in the accounts.
- 30 i) Investments are of long term in nature and as such no provision for diminution in the break up value of unquoted shares has been considered necessary.
- ii) Certain shares/debentures held as investments/stock valued at Rs. 2,22,720/- could not be produced to the auditors for verification as these have been lost in transit. Necessary steps have been initiated against the same.
- 31 On the basis of physical verification of assets and cash generation capacity of those assets, in the management perception, there is no impairment of assets as on 31st March, 2014.
- 32 The arrear cumulative dividend on 6000 Nos of 11% Redeemable Cumulative Preference Shares of Rs. 100/- each till 31.03.2013 amounted to Rs. 25,63,529/-.
- 33 "The Company had filed an application for recovery before the Hon'ble High Court at Calcutta (the "Court") and West Bengal Taxation Tribunal "Extra Ordinary Jurisdiction" (the 'tribunal') alleging the interest aggregating to Rs. 1,37,71,765/- paid by it in the year 1997-98 under Central Sales Tax Act, 1961, West Bengal Sales Tax Act, 1954 and Bengal Finance (Sales Tax) Act, 1941 as refundable on the ground that such interest was paid without having any provision for levy of the said interest under the respective Acts and no such interest was assessed/charged in the respective assessment orders."In view of the above:"
- a) The amount of Rs. 1,37,71,765/- along with interest of Rs. 78,60,754/- accrued there upon upto 31.03.2004 on having been considered good for recovery is accounted for under the head "Advances Recoverable in Cash or in Kind". Further Sales Tax Dues amounting to Rs. 63,73,618/- have been netted out of the above amount.
- b) The company has withheld the repayment of principal and interest accrued on sales tax Loan.
- 34 Disclosure of Sundry Creditors and Current Liabilities is based on the information available with the company regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Amount payable includes as on 31st March, 2014 to Micro, Small and Medium Enterprises an amount of principal together with interest aggregate to Rs. NIL (Previous Year Rs. NIL).
- 35 The Company has only one segment i.e. manufacturing of Jute Goods and as a result the reporting required of AS-17 "Segment Reporting" as issued by ICAI are not attracted.
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# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

36. Related party disclosures as identified by the management in accordance with the Accounting Standard - 18 issued by The Institute of Chartered Accountant of India are as follows :-

**A) Relationship**

- i) Parties where common Control exists : None
- ii) Other Related parties with whom the Company has entered into transactions during the year.

**a) Associates**

- i) A.M. Udyog Limited
- ii) A.M. Business & Finance Limited
- iii) A.M. Industries Ltd
- iv) Ashmani Developers Limited
- v) Bengal Investments Limited
- vi) Suncity Properties P. Ltd.
- vii) Tivolipark Apartments (P) Ltd.

**b) Key Management Personnel & Relatives**

Shri Ashok Kumar Poddar (Executive Chairman)  
Shri Manish Poddar (Managing Director)

**c) Enterprises over which key management personnel and / or their relatives have significant influence :**

Ripon Estates Ltd

**d) Subsidiary Company**

Vasavi Infrastructure Projects Limited

**B) Transactions during the year with related parties in normal course of business & balances at the end of the financial year :**

	In relation to item no.			
	A(i) above		A(ii) above	
	<u>2013-14</u>	<u>2012-13</u>	<u>2013-14</u>	<u>2012-13</u>
i) Managerial Remuneration	4614499	3585644	—	—
ii) Payment to Raw Jute Creditors	—	—	432434713	390374145
iii) Payment to Stores Creditors	—	—	—	3385000
iv) Purchase of Raw Materials	—	—	425565210	576900250
v) Loans Given	—	—	660000	—
vi) Advances Given	—	—	46994000	16448891
vii) Interest Received	—	—	398302	—
viii) Advances Received	—	—	34231111	21850000
ix) Reimbursement of Expenses	—	—	591750	70342
x) Outstanding Payable As On 31.03.2014	—	—	187084799	202142001
xi) Outstanding Receivable As On 31.03.2014	—	—	64890040	51336299

# BUDGE BUDGE COMPANY LIMITED

## NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)

37. The Company is mainly engaged in the business of manufacturing of Jute goods. During the year, risks and returns of the enterprise will therefore continue to be associated with business of manufacturing of Jute goods. Necessary segment information with respect to business of Jute goods are as follows :

The business segment has been considered as primary segment for reporting segment information.

Information about Geographical segments :

(Amount in Rs.)

	Domestic		Exports		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
<b>Segment Revenue</b>						
From External Customers	Nil	Nil	Nil	Nil	Nil	Nil
<b>Segment Assets</b>	1250907952	1188181362	Nil	Nil	1250907952	1188181362

**38. Statement showing calculation of Earning Per Share as per AS 20 of ICAI**

	<u>2013-14</u>	<u>2012-13</u>
Profit/(Loss) After Tax	26282270	43454933
Weighted average number of Equity Shares of Rs. 10 Each fully paid up	6382151	6382151
Earning Per Share( in Rs.) (Basic & Diluted)	<u>4.12</u>	<u>6.81</u>

**39. Raw Material Consumed :**

		Quantity		Value (Rs.)	
		For the year ended	For the year ended	For the year ended	For the year ended
		Unit	31.03.14	31.03.13	31.03.14
Raw Jute	M.T.	26554	28123	973555616	1016159085

**42. Value of Imported and Indigenous Raw Materials consumed during the year :**

	For the year ended		For the year ended	
	31.03.14	%	31.03.13	%
Indigenous	971130583	99.75	1007303767	99.13
Imported	2425033	0.25	8855318	0.87
	<u>973555616</u>	<u>100.00</u>	<u>1016159085</u>	<u>100.00</u>

**BUDGE BUDGE COMPANY LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS (Contd.)**

**41. Value of Imported and Indigenous Stores, Spares consumed during the year :**

	For the year ended 31.03.14		For the year ended 31.03.13	
	Value (Rs.)	%	Value (Rs.)	%
Indigenous	106190152	100.00	113886376	100.00
Imported	—	—	—	—
	<u>106190152</u>	<u>100.00</u>	<u>113886376</u>	<u>100.00</u>

**42. Value of Imports on C.I.F. Basis :**

	For the year ended 31.03.14		For the year ended 31.03.13	
	Value (Rs.)	%	Value (Rs.)	%
Raw Materials	2425033	100.00	12530746	100.00
Components & Spare Parts	—	—	—	—
Capital Goods	—	—	—	—
	<u>2425033</u>	<u>100.00</u>	<u>12530746</u>	<u>100.00</u>

**43. Expenditure in Foreign Currency :**

	For the year ended 31.03.14	For the year ended 31.03.13
	Rs.	Rs.
Travelling Expenses	2619865	1846607

**44. Previous year's figures have been regrouped / rearranged wherever necessary.**

P-21/22, Radha Bazar Street  
 Kolkata - 700 001  
 Dated the 27th day of May, 2014

For JAIN & CO.  
 Chartered Accountants  
 Registration No. 302023E  
 M. K. JAIN  
 Partner  
 Membership No. 55048

ASHOK KUMAR PODDAR, *Chairman*  
 MANISH PODDAR, *Mg. Director*  
 D. V. SINGHI, *Secretary*

# BUDGE BUDGE COMPANY LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

	(Amount in `)	
	As at 31.03.2014	As at 31.03.2013
<b>A) CASH FROM OPERATING ACTIVITIES</b>		
<b>Net profit/loss before tax &amp; extra ordinary items</b>	37110759	63854448
<b>Adjustments for :</b>		
Depreciation	18632712	10888691
Interest Paid	21337502	30775567
Rent Received	(7984125)	(6000000)
Dividend Income	(821697)	(118258)
Interest Received	(2082835)	(2564229)
Profit / (Loss) on Sale of Fixed Assets	(1351290)	55531
Profit on Sale of Investments (Net)	(236909)	—
	27493358	33037302
<b>Net Profit/Loss before working capital changes</b>	64604117	96891750
<b>Adjustment for :</b>		
Trade & Other Receivables	(25720166)	495591
Inventories	2572341	(35435813)
Net Increase / Decrease in Other Loans & Advances	3727232	10614583
Net Increase / Decrease in Current / Non Current Liabilities	5194904	45779281
	(14225689)	21453642
<b>Cash generated from operating activities</b>	50378428	118345392
Direct Taxes Paid (Net of Refund)	(10805109)	(13361088)
Income Tax Refund Received	—	—
<b>Cash Flow before Extra Ordinary Items</b>	39573319	104984304
Extra Ordinary Items	—	—
<b>NET CASH FROM OPERATING ACTIVITIES</b>	39573319	104984304
<b>B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(91725565)	(97385569)
Subsidy Received	7345200	5755320
Purchase of Investments	(123000)	(400000)
Sale of Fixed Assets	2185000	1883800
Sale of Investment	9466400	7000000
Dividend Income	821697	118258
Rent Received	7984125	6000000
Interest Received	2082835	2564229
<b>NET CASH FROM INVESTING ACTIVITIES</b>	(61963308)	(74463962)

# BUDGE BUDGE COMPANY LIMITED

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014 (Contd.)

	(Amount in ₹)	
	<u>As at 31.03.2014</u>	<u>As at 31.03.2013</u>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Long Term Borrowings	8365010	24271383
Proceeds from Short Term Borrowings	38170616	(18358025)
Redemption of Preference Shares	—	(600000)
Dividend & Dividend Tax	—	—
Interest Paid	(21337502)	(30775567)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<u>25198124</u>	<u>(25462209)</u>
<b>NET INCREASE IN CASH &amp; CASH EQUIVALENTS</b>	<u>2808135</u>	<u>5058133</u>
<b>OPENING CASH &amp; CASH EQUIVALENTS</b>	<u>18682769</u>	<u>13624636</u>
<b>CLOSING CASH &amp; CASH EQUIVALENTS</b>	<u>21490904</u>	<u>18682769</u>

The accompanying notes from 1 to 44 form an integral part of the financial statements.

As per our Report attached of even date  
For JAIN & CO.  
Chartered Accountants  
Registration No. 302023E

P-21/22, Radha Bazar Street Kolkata - 700 001 Dated the 27th day of May, 2014	M. K. JAIN Partner Membership No. 55048	ASHOK KUMAR PODDAR, <i>Chairman</i> MANISH PODDAR, <i>Mg. Director</i> D. V. SINGHI, <i>Secretary</i>
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## BUDGE BUDGE COMPANY LIMITED

### STATEMENT REGARDING SUBSIDIARY COMPANIES PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956

a) Name of the Subsidiary	VASAVI INFRASTRUCTURE PROJECTS LTD.
b) Financial year ending of the Subsidiary	31.03.14
c) <b>Holding Company's Interest :</b>	
i) Number	372300 Equity Shares of Rs. 10/- each fully paid
ii) Extent of Holding	79.21%
d) Net aggregate amount of Subsidiary Company's Profit or Loss which concerns the members of Budge Budge Company Limited to the extent mentioned above and not dealt with in the Company's accounts :	
i) For the Subsidiary's financial year ended 31/03/2014	154273/-
ii) For the Subsidiary's Previous financial year's since it became a Subsidiary	946443/-
e) Net aggregate amount of Subsidiary Company's Profit or Loss which concerns the members of Budge Budge Company Limited to the extent mentioned above and dealt with in the Company's accounts :	
i) For the Subsidiary's financial year ended 31/03/2014	Nil
ii) For the Subsidiary's Previous financial years since it became a Subsidiary	Nil

Kolkata  
Dated the 27th day of May, 2014

On behalf of the Board  
ASHOK KUMAR PODDAR, *Chairman*  
MANISH PODDAR, *Mg. Director*  
D. V. SINGHI, *Secretary*