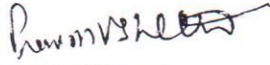





FORM A

(Pursuant to Clause 31{a} of Listing Agreement)

NO	PARTICULARS	DETAILS
1	NAME OF THE COMPANY	FIBERWEB (INDIA) LIMITED
2	Annual standalone financial statement for the year ended	31 st March, 2014
3	Type of audit observation	Refer to Audit Report for year ended 31.03.2014 dated 30.05.2014,
4	Frequency of observation	Repetitive
5	To be signed by	
	⊗ Managing Director	 MR. Pravin .V.Sheth
	⊗ CEO/CFO	The Company does not have CEO/CFO
	⊗ Audit Committee Chairman	 Mr. Bhadresh H.Shah
	⊗ Auditors of the company	For P.M. TURAKHIA & ASSOCIATES Chartered Accountants (Firm Registration No.111086w)  M.D. Turakhia (Partner) (Membership No.017399)  Daman: 30 th July, 2014

29th Annual Report 2013-14



Fiberweb (India) Limited
ISO 9001 - 2000 Company



FIBERWEB (INDIA) LIMITED

BOARD OF DIRECTORS

Mr. PRAVIN V. SHETH – Chairman & Managing Director
Mr. P.S. KRISHNAN – Executive Director
Mr. G. RAVINDRAN – Executive Director
Mr. BHAVESH P. SHETH
Mr. BHADRESH H. SHAH
Mr. DILEEP V. NAIK
Mr. GOPALJI M. RANA
Mr. C.A. REGE
Mr. K.I. JOS

COMPANY SECRETARY

Ms. SUNITA AGARWAL

AUDITORS

P.M. TURAKHIA & ASSOCIATES
Chartered Accountants, Mumbai

SOLICITORS

LITTLE & CO., MUMBAI
DIVYAKANT MEHTA & ASSOCIATES, MUMBAI

REGISTERED OFFICE

Airport Road, Kadaiya,
Nani Daman,
Daman (U.T.) 396 210.
Email – fiberweb@vsnl.net
Website – www.fiberwebindia.com

BANKERS

DENA BANK, Industrial Finance Branch, Mumbai
BANK OF BARODA, Matunga, Mumbai
ICICI BANK, Dadar, Mumbai

WORKS

Plot No. 92/93B, 100' Coastal Highway, Nani Daman,
Daman (U.T.) 396 210.

STOCK EXCHANGE LISTING

MUMBAI and AHMEDABAD

REGISTRARS & TRANSFER AGENTS

SHAREX DYNAMIC (INDIA) PVT. LTD.,
Unit No.1, Luthra Industrial Premises, 1st Floor,
Andheri-Kurla Road, Safed Pool, Andheri (East),
Mumbai – 400 072.

FIBERWEB (INDIA) LIMITED

NOTICE

NOTICE

Notice is hereby given that the 29th Annual General Meeting of the Shareholders of the Company will be held on Tuesday, the 30th September, 2014, at 10.00 a.m. at the Registered office of the company at Air Port Road, Kadaiya, Nani Daman (U.T.) - 396 210 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2014 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. P. S. Krishnan (DIN:00136968) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
3. To appoint a Director in place of Mr. Pravin V. Sheth (DIN:00138797) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
4. To appoint a Director in place of Mr. Bhavesh Sheth (DIN:02862487) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
5. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT M/s. P. M. Turakhia & Associates, Chartered Accountants (Registration No.111086W) be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

Special Business

6. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to provision of Section 139 and all other applicable provisions of the Companies Act, 2013 and Rules made there under and pursuant to the recommendation of Audit Committee of the Board of Directors, M/s. A. V. Jobanputra & Co., Chartered Accountants (Registration No.016352) be and are hereby appointed as Joint Statutory Auditors of the Company in addition to existing Statutory Auditor i.e. M/s. P. M. Turakhia & associates, Chartered Accountant, for a period of five years subject to ratification by the members at every Annual General Meeting, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 33rd Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

7. To appoint Mr. D. V. Naik (DIN: 01374015) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. D. V. Naik (DIN: 01374015), who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 3 (Three) consecutive years for a term up to the conclusion of the 31st Annual General Meeting of the Company in the calendar year 2017”.

8. To appoint Mr. K. I. Jos (DIN: 05123814) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. K. I. Jos (DIN: 05123814), who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years for a term up to the conclusion of the 33rd Annual General Meeting of the Company in the calendar year 2019”.

9. To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

FIBERWEB (INDIA) LIMITED

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.”

By order of the Board of
Directors
For FIBERWEB (INDIA) LIMITED

Sunita Agarwal
Company Secretary

Place : Daman
Date: 30th July, 2014

Registered Office:
Air Port Road,
Kadaiya, Nani Daman
Daman (U.T.) 396 210.
CIN: L25209DD1985PLC004694
e-mail: fiberweb@vsnl.net

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Members who hold shares in dematerialised form are requested to bring their CLIENT ID AND DP ID numbers for easy identification of attendance at the meeting.
3. Members holding shares in dematerialised form are requested to intimate any change in their address, bank details etc. to their respective DPs and those holding shares in physical form are to intimate the above said changes to the Secretarial Department at the Registered Office of the Company.

4. In terms of provisions of section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write to the Company's **Share Transfer Agent, M/s. Sharex Dynamic (India) Private Limited, Unit No.1, Luthra Industrial Premises, 1st Floor, Andheri-Kurla Road, Safed Pool, Andheri (East), Mumbai-400072** for nomination form quoting their folio number. Shareholders holding shares in the dematerialized form may contact their Depository Participant for recording nomination in respect of their shares.
5. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting are given below which forms part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

(I) Mr. Pravin V. Sheth Age: 75 years, Qualification: B.Com., LL.B., F.C.A. Practicing Chartered Accountant, Nature of expertise: Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law. Having good knowledge about plastic industries for last 26 years. Name of the Companies in which also holds directorship: 1) Fiberweb (India) Ltd. 2) Bharat Capital & Holdings Ltd. 3) M/s. Sun Properties P. Ltd., 4) M/s. Star Developers P. Ltd., 5) M/s. Parijat Pvt. Ltd., 6) M/s. Sun Capital & Consultancy P. Ltd. Name of companies in which he holds Membership/chairmanship: Chairman & Managing Director of Fiberweb (India) Ltd.

It will be in the interest of the company that Mr. Pravin V. Sheth continues as Mg. Director of the Company.

(II) P. S. Krishnan Age: 79 years, Qualification: B.A., Nature of expertise: Expert in field of finance & Administration. Name of Companies in which also holds directorship; 1) Fiberweb (India) Ltd. 2) Chemical & Alkali Distributors Ltd. 3) Bharat Capital & Holdings Ltd. 4) Parijat Pvt. Ltd. 5) Star Developers P. Ltd. 6) Sun Properties Pvt. Ltd. 7) Sun Capital & Holdings P. Ltd.

It will be in the interest of the company that Mr. P. S. Krishnan continues as executive Director of the company.

(III) Mr. Bhavesh P. Sheth (N.R.I.) Age: 51 years, Qualification: C.A. Nature of expertise: Financial Systems & other Software Development and implementation experience, Business development, an organization strategy experience, Business process, Re-engineering, Management consulting and project management. Name of the Companies in which he also holds Directorship: 1) Sun Capital & Consultancy Pvt. Ltd 2) Sun Properties Pvt. Ltd. 3) Star Dev. Pvt. Ltd., Name of the Companies in which he also hold Membership/ Chairmanship: None.

It will be in the interest of the Company that Mr. Bhavesh P. Sheth continues as Director of the Company.

FIBERWEB (INDIA) LIMITED

6. The Share Transfer Books and the Register of Members of the Company will remain close from 20/09/2014 to 26/09/2014(both days inclusive).
7. The documents referred above to in any of the items of the Notice are available for inspection at the Registered Office of the Company on any working day during the business hours of the Company.
8. Members seeking any information with regard to accounts of the Company are requested to send their queries so as to reach the registered office at least 10 days before the meeting to enable the management to keep the information ready for clarification.
9. As a measure of economy, copies of the Annual Report shall not be distributed at the meeting and therefore members are requested to bring their copies of Annual Report to the meeting.
10. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a Green Initiative in Corporate Governance and allowed companies to serve documents on its shareholders through electronic mode. Members are requested to support this green initiative by registering/updating their e-mail address, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with company/its Share Transfer Agents.
11. The Equity Shares of the Company are listed at the following stock exchange:
The Ahmedabad Stock Exchange Ltd., Ahmedabad, Kamdhenu Complex, Opp. Sahajanand College, Panjara Pole, Ahmedabad - 380 015.
The Bombay Stock Exchange Ltd., Phiroze Jeebhoy Towers, Dalal Street, Fort, Mumbai – 400001.

The listing fee to the above exchange has been paid.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 25.09.2014 at 10.00 a.m. and ends on 27.09.2014 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22.08.2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The shareholders should log on to the e-voting website www.evotingindia.com.

- (ii) Click on Shareholders.
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (iv) Next enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

- (v) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>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 last 8 digits of the demat account/folio number in the PAN field.</p> <p>In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.</p>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <p>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 number of shares held by you as on the cut off date in the Dividend Bank details field.</p>

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

FIBERWEB (INDIA) LIMITED

- (x) Click on the EVSN for the relevant FIBERWEB (INDIA) LIMITED on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Note for Non – Individual Shareholders and Custodians

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

- I. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off (record date) of 22nd August, 2014.
- II. A copy of this notice has been placed on the website of the Company and the website of CDSL.
- III. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman.
- IV. The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.fiberwebindia.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited.

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

Item No. 6

In view of increasing activities, your Board of Directors proposes to appoint M/s. A. V. Jobanputra & Co., Chartered Accountant, Mumbai as Joint Statutory Auditor of the Company for the year 2014-2015 to hold the office until the conclusion of next Annual General Meeting.

Consent from M/s. A. V. Jobanputra & Co., Chartered Accountant, Mumbai has been received certifying that their appointment, if made would be within the limits specified under Section 141(3) (g) of the Companies Act 2013 as applicable and is kept open for inspection by members at the registered office of the Company.

Existing Statutory Auditor M/s. P. M. Turakhia & Associates, Chartered Accountants, Mumbai, have conveyed their consent for the same.

The Board commends the Ordinary Resolution set out at Item no. 6 of the Notice for approval by the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested in this Resolution except to the extent of their shareholding in the Company, if any.

FIBERWEB (INDIA) LIMITED

Item Nos. 7 and 8

D. V. Naik Age: 66 years. Qualification: B.E. Mechanical. Nature of expertise: Engineer, Retired as president.

Name of the Companies in which he also hold Directorship: None other than Fiberweb (India) Ltd.

Name of the companies in which he also hold Membership/Chairmanship: None

It will be in the interest of the Company that Mr. D.V. Naik continues as Director of the Company.

Mr. Jos K. I. Age: 63 years. Qualification: B. Com, M.B.A. Nature of expertise: Retired CEO of Johnson & Johnson India Ltd. Name of the Companies in which he also holds Directorship: 1) Fiberweb (India) Ltd., 2) AM Hygiene (International) Pvt. Ltd. Name of the Companies in which he also hold Membership/Chairmanship: Member of share transfer cum stakeholder relations committee and Audit committee of Fiberweb (India) Ltd.

It will be in the interest of the Company that Mr. Jos K. I. continues as Director of the Company.

Mr. D. V. Naik and Mr. K. I. Jos are Independent Directors of the Company and Mr. D. V. Naik has held the positions as such for more than 5 (five) years.

The Securities and Exchange Board of India (SEBI) has amended Clause 49 of the Listing Agreement inter alia stipulating the conditions for the appointment of independent directors by a listed company.

Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation.

It is proposed to appoint Mr. D. V. Naik as Independent Director under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for 3 (three) consecutive years for a term up to the conclusion of the 32nd Annual General Meeting of the Company in the calendar year 2017.

It is proposed to appoint Mr. K. I. Jos as Independent Director under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 34th Annual General Meeting of the Company in the calendar year 2019.

Mr. D. V. Naik and Mr. K. I. Jos are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors.

The Company has received notices in writing from members alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidatures of each of Mr. D. V. Naik and Mr. K. I. Jos for the office of Directors of the Company.

The Company has also received declarations from Mr. D. V. Naik and Mr. K. I. Jos that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Mr. D. V. Naik and Mr. K. I. Jos fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Agreement. Mr. D. V. Naik and Mr. K. I. Jos are independent of the management.

Copy of the draft letters for respective appointments of Mr. D. V. Naik and Mr. K. I. Jos as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Mr. D. V. Naik and Mr. K. I. Jos are interested in the resolutions set out respectively at Item Nos. 7 and 8 of the Notice with regard to their respective appointments.

The relatives of Mr. D. V. Naik and Mr. K. I. Jos may be deemed to be interested in the resolutions set out respectively at Item Nos. 7 and 8 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Ordinary Resolutions set out at Item Nos. 7 and 8 of the Notice for approval by the shareholders.

Item No. 9 :

The existing AoA are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Act.

The Act is now largely in force. On September 12, 2013, the Ministry of Corporate Affairs ("MCA") had notified 98 Sections for implementation. Subsequently, on March 26, 2014, MCA notified most of the remaining Sections (barring those provisions which require sanction / confirmation of the National Company Law Tribunal ("Tribunal") such as variation of rights of holders of different classes of shares (Section 48), reduction of share capital (Section 66), compromises, arrangements and amalgamations (Chapter XV), prevention of oppression and mismanagement (Chapter XVI), revival and rehabilitation of sick companies (Chapter XIX), winding up (Chapter XX) and certain other provisions including, *inter alia*, relating to Investor Education and Protection Fund (Section 125) and valuation by registered valuers (Section 247). However, substantive sections of the Act which deal with the general working of companies stand notified.

FIBERWEB (INDIA) LIMITED

With the coming into force of the Act several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles.

The new AoA to be substituted in place of the existing AoA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares. Shareholder's attention is invited to certain salient provisions in the new draft AoA of the Company viz:

- (a) Company's lien now extends also to bonuses declared from time to time in respect of shares over which lien exists;
- (b) the nominee(s) of a deceased sole member are recognized as having title to the deceased's interest in the shares;
- (c) new provisions regarding application of funds from reserve accounts when amounts in reserve accounts are to be capitalized;
- (d) new provisions relating to appointment of chief executive officer and chief financial officer, in addition to manager and company secretary;
- (e) existing articles have been streamlined and aligned with the Act;
- (f) the statutory provisions of the Act which permit a company to do some acts "if so authorized by its articles" or provisions which require a company to do acts in a prescribed manner "unless the articles otherwise provide" have been specifically included; and
- (g) provisions of the existing AoA which are already part of statute in the Act have not been reproduced in the new draft AoA as they would only lead to duplication – their non-inclusion makes the new AoA crisp, concise and clear and aids ease of reading and understanding.

The proposed new draft AoA is being uploaded on the Company's website for perusal by the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 9 of the Notice.

The Board commends the Special Resolution set out at Item No. 9 of the Notice for approval by the shareholders.

By order of the Board of Directors
For FIBERWEB (INDIA) LIMITED

Place : Daman
Date: 30th July, 2014

Sunita Agarwal
Company Secretary

Registered Office:
Air Port Road, Kadaiya, Nani Daman
Daman (U.T.) 396 210.
CIN: L25209DD1985PLC004694
e-mail: fiberweb@vsnl.net

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 29th Annual Report and Audited Accounts of the Company for the 12 months period ended 31st March 2014(01.04.2013 to 31.03.2014). The summarized financial results are given below:

01. SUMMARISED FINANCIAL RESULTS:
(Rs. In Lakhs)

	2013-14	2012-13
Sales and other Receipts	6947.43	5436.87
Gross Profit / (Loss) before depreciation	837.39	792.27
Less: Depreciation	226.93	224.05
Profit from regular Activities	(73.29)	5.66
Extra ordinary items (Net)	(1.12)	(97.00)
Profit/ (Loss) before and after taxation	(74.41)	(91.34)
Balance carried from earlier year	(10067.17)	(9975.83)
Profit available for appropriation	0	0
Balance carried forward to next year	(10141.59)	(10067.17)

02. OPERATIONS:

During the 12 months period, April 2013 to March 2014 under review, your Company recorded a turnover of Rs 69.47 crores compared to Rs 54.37 crores during the previous period of 12 months. The last 12 months period witnessed economic recession in all the countries especially in the developed countries where our products are widely exported. The regular activities of the Company during this period resulted in a loss of Rs 73.29 lacs as against profit of Rs 5.66 lacs last year. Your company is 100% EOU facing various constraints like wide fluctuation in polymer (our R.M.) prices, steep increase in ocean freight at regular intervals, RBI/Govt. policy etc. There is no support or incentive from Govt. for increasing exports. Inspite of all odds the working result of your company is encouraging. Your company is not having banking facilities which also restricts flexibility. The future outlook for the Company is encouraging.

03. REFERENCE UNDER SICK INDUSTRIAL COMPANIES (SPECIAL PROVISIONS) ACT 1985:-

Pursuant to an Order dated 18/1/2007 of the Hon'ble Bench of BIFR, the Company was declared as a sick industry and IDBI was appointed as the Operating Agency. A draft Rehabilitation Scheme has been prepared and submitted. Under the Scheme One Time Settlement of Dues with financial institutions and bankers have been envisaged. Accordingly the Company has settled and paid all its dues of IDBI, Corporation Bank and BOI Mutual Fund and the Administrator of the specified

FIBERWEB (INDIA) LIMITED

undertaking of UTI, the BHF Bank, UTI (MF) and Canara Bank. The Company is hopeful that Draft Rehabilitation Scheme will be approved by the BIFR soon, which when implemented will result in profitable revival of the Company.

04. DIVIDEND:

Owing to huge carried forward loss, your Directors do not recommend any dividend.

05. FIXED DEPOSITS:

The Company has not accepted any deposits from the Public within the meaning of Section 58 A of the Companies Act, 1956 during the period under review.

06. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

The Company constantly takes effective steps to attain energy conservation.

The Company does not employ any foreign technology which needs absorption or adaptation.

The Company is the leading manufacturer and exporter of Spun Bond Polypropylene Nonwoven Fabrics & products thereof. The Company has earned foreign exchange of Rs. 3931.72 lacs during the year, and incurred expenditure of Rs.3268.34 lacs in foreign exchange.

07. SEGMENT REPORTING UNDER ACCOUNTING STANDARDS 17:

Your Company's main business is "Polymer Processing" and all other activities of the company revolve around this main business. As such there are no separate reportable segments within the Company and hence, the segment wise reporting as defined in Accounting Standards 17 is not applicable to the Company.

08. CORPORATE GOVERNANCE

Your Company has always been conducting its business with due compliance of laws, rules, regulations and with sound internal control systems and procedures.

The Company has obtained a Certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated in the Listing Agreement with the Stock Exchanges. This is annexed to the Directors Report

09. DIRECTORATE:

Mr. Pravin V. Sheth Mg. Director, Mr. P. S. Krishnan Executive Director & Mr. Bhavesh Sheth retire by rotation and being eligible offer themselves for reappointment. Your Directors recommend that re-election of Mr. Pravin V. Sheth, Mr. P.S.Krishnan & Mr. Bhavesh Sheth will be in the interest of the Company.

Further Mr. K.I. Jos and Mr. D. V. Naik have been appointed as Independent Directors of the Company.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- That in the preparation of the accounts for the financial period ended 31st March, 2014, the applicable accounting standards have been followed along with proper explanation relating to material departures ;
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial period and of the profit or loss of the Company for the period under review;
- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- That the Directors have prepared the annual accounts for the financial period ended 31st March, 2014 on a 'going concern' basis.

11. DEPOSITORY SYSTEM:

Electronic trading of the Company's Equity Shares has been made compulsory by the Securities & Exchange Board of India (SEBI) from 30th October, 2000. As on 31st March, 2014, about 86.13 % share holding representing 94,68,721 Equity Shares of the Company have been dematerialized. Your Company has executed agreements with both NSDL and CDSL for demat of its shares.

12. ENVIRONMENTAL PROTECTION & INSURANCE:

Top priority continues to be given to environmental protection for all the units of the Company by keeping emission levels to the minimum possible. Adequate Insurance cover has been taken for properties of the Company including Buildings, Plant & Machineries, Stocks and other assets.

13. AUDITORS:

The retiring Auditors, M/s P.M. Turakhia & Associates, Chartered Accountants, Mumbai, are eligible for re-appointment and have indicated their willingness to act as such. In terms of Section 139 of the Companies Act, 2013, their appointment needs to be confirmed and their remuneration has to be fixed.

FIBERWEB (INDIA) LIMITED

The Company has decided to appoint A.V. Jobanputra & Co. Chartered Accountants, Mumbai as Joint Statutory Auditor of the Company in addition to existing statutory Auditor of the company to hold office till the conclusion of next Annual General Meeting.

The company has received letters from both of them to the effect that their re-appointment/appointment respectively, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment/appointment respectively.

14. AUDITORS' REPORT:

The notes to the Accounts referred to in the Auditors' Report are self explanatory and therefore do not call for any further explanation.

15. AUDIT COMMITTEE:

As required by the provisions of Section 177 of the Companies Act, 2013, the Board of Directors of the company at their meeting held on 30th January 2012 had reconstituted an Audit Committee comprising of three Non-Executive Directors viz. Mr. Bhadresh H. Shah, Mr. C. A. Rege and Mr. K. I. Jos.

16. PARTICULARS OF EMPLOYEES:

None of the Company's employees were covered by the disclosure requirement pursuant to provisions of Section 217(2A) of the Companies Act, 1956 and rules framed there under.

17. REGULATORY STATEMENT:

In conformity with the provisions of clause 32 of the Listing Agreement/(s) the Cash Flow Statement for the year ended 31.03.2014 is annexed to the Accounts.

18. ACKNOWLEDGEMENT

Yours Directors place on record their deep appreciation of the continued support received from shareholders and bankers.

On behalf of the Board

PRAVIN V. SHETH
Chairman & Managing Director

Place: Daman

Date: 30th July, 2014

Registered Office:

Air Port Road, Kadaiya, Nani Daman, Daman (U.T.) 396 210

CIN: L25209DD1985PLC004694

e-mail: fiberweb@fiberwebindia.com

MANAGEMENT'S DISCUSSION AND ANALYSIS**INDUSTRY- STRUCTURE AND DEVELOPMENT:**

As you are aware, your Company has been providing innovative and application focused products to enhance value of its customers globally. The customers are from Textile, Furnishing, Agriculture, Hygiene and personal care industries. The Company markets several value added products, which are steadily gaining strength in the overseas market through a net work of dealers and customers. We continue to develop new and innovative products for various applications. The demand for the products of the Company is dependent on the global market and economic growth.

The year 2013-14 continued to be a year of high raw material prices, as was the case for all petroleum based raw materials. The Company was not able to pass on the burden of increase to the customers due to intense competition from China.

BUSINESS OUTLOOK:

The Company sees several opportunities for profitable growth in the areas of value added products, and a growing demand both in the international and domestic markets. The threats that the Company sees are from the Chinese competition in the markets. However, strong quality product development and marketing efforts have enabled the Company to stay ahead. The Company has also improved its geographic presence by enlarging its position in Europe and the America.

OPPORTUNITIES AND RISKS:

The Company's products depend on the growth of the Global economy and rise in the purchasing power of the population. The spread of the Company's business across the continents has enabled it to cater to a steady demand base, thereby minimizing the dependence on any particular market.

Lack of Govt. backing, frequent policy change, constrains increase in ocean freight and PP prices are major constrains and did adversely affected the profitability'

In view of the anticipated growth in the demand for the products of the company in the years to come opportunities for the company to improve its performance is bright. The Company has also decided to improve its manufacturing efficiency by incorporating various balancing equipments and also by placing emphasis on efficient and professional management of the available resources of the company. However, the changing International developments affecting the production and distribution of the essential petrochemical products and raw materials are likely to have it s effect in our activities.

The plant and machinery of the Company are of the state of the art technology. The products of the company are of best quality and have been accepted by well-known end-users in many advanced countries like U.S.A, U.K. etc.

FIBERWEB (INDIA) LIMITED

HUMAN/INDUSTRIAL RELATIONS:

Since the very inception of the company, the industrial relation aspect of the company has been very cordial at all locations of the company. The Company believes that manpower is the most valuable primary resource for the growth of the organization. Therefore the company has recruited competent managerial personnel and taken steps for strengthening their efficiency and competency, through their involvement in the company's development and by installation of effective system for improving productivity.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The company maintains adequate internal control systems, which provide among other things, reasonable assurance of recording the transaction of its operations in all material transaction of its operations in all material respects and of providing protection against significant misuse or loss of Company's assets.

CAUTIONARY STATEMENT:

Statement in this report on management Discussion and Analysis describing the company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectation of future events. Actual results could however differ materially from those expressed or implied. Important factors that could make a difference to the

Company's operations include global and domestic demand and supply conditions, finished goods prices, raw material costs and availability, change in Government regulations and tax structure, economic developments within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward looking statements which may be amended or modified in future on the basis of subsequent developments, information or events.

On behalf of the Board

PRAVIN V. SHETH
Chairman & Managing Director

Place: Daman
Date: 30th July, 2014

Registered Office:
Air Port Road, Kadaiya,
Nani Daman, Daman (U.T.) 396 210.
CIN: L25209DD1985PLC004694
e-mail: fiberweb@fiberwebindia.com

REPORT ON CORPORATE GOVERNANCE

This report on Corporate Governance forms part of the Directors Report. This section besides being in compliance of the mandatory listing agreement requirement gives an insight into the process of functioning of the Company.

Company's Philosophy on Code of Corporate Governance

- To adopt internal and external measures to increase the level of transparency and accountability.
- To demonstrate to stakeholders that the Company is following right governance practices.
- To lead the Company towards high growth path of higher profits and revenue.
- To respect the laws of the land and rights of stakeholders and to get respect from all concerned.
- To uphold at all times fundamental values of accountability, probity and transparency in all areas of its operations and business practices.

Board of Directors

• Composition of Board of Directors

The Board of Directors comprises of nine members, consisting of six Non-Executive Directors as per the listing agreement. The Board of Directors of the Company consists of eminent persons with considerable professional experience and expertise in respective fields. The composition is as under:-

Name of the Director	Designation	Category	Status
Mr. Pravin V. Sheth	Chairman & Managing Director	Executive	Non-Independent
Mr. Bhavesh P. Sheth	Director (N.R.I.)	Non Executive	Non-Independent
Mr. B.H. Shah	Director	Non-Executive	Independent
Mr. G.M. Rana	Director (N.R.I.)	Non-Executive	Independent
Mr. P.S. Krishnan	Whole-Time Director	Executive	Non-independent
Mr. G. Ravindran	Whole-Time Director	Executive	Non-independent
Mr. Dileep V. Naik	Director	Non-Executive	Independent
Mr. C.A. Rege	Director	Non-Executive	Independent.
Mr. Jos K.I.	Director	Non-Executive	Independent

None of the Directors is a member in more than ten Committees or acts as a Chairman in more than five committees across all companies in which he is a Director.

FIBERWEB (INDIA) LIMITED

DIRECTORS' PROFILE

Mr. Pravin V. Sheth Age: 75 years, Qualification: B.Com., LL.B., F.C.A. Practicing Chartered Accountant, Nature of expertise: Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law. Having good knowledge about plastic industries for last 26 years. Name of the Companies in which also holds directorship: 1) Fiberweb (India) Ltd. 2) Bharat Capital & Holdings Ltd. 3) M/s. Sun Properties P. Ltd., 4) M/s. Star Developers P. Ltd., 5) M/s. Parijat Pvt. Ltd., 6) M/s. Sun Capital & Consultancy P. Ltd. Name of companies in which he holds Membership/chairmanship: Chairman & Managing Director of Fiberweb (India) Ltd.

Mr. P. S. Krishnan Age: 79 years, Qualification: B.A., Nature of expertise: Expert in field of finance & Administration. Name of Companies in which also holds directorship: 1) Fiberweb (India) Ltd. 2) Chemical & Alkali Distributors Ltd. 3) Bharat Capital & Holdings Ltd. 4) Parijat Pvt. Ltd. 5) Star Developers P. Ltd. 6) Sun Properties Pvt. Ltd. 7) Sun Capital & Holdings P. Ltd.

Mr. Ravindran Gopalan Age : 62 years. Qualification: B.Tech. & MBA Finance. Name of the Companies in which he also hold Directorship: None other than Fiberweb (India) Ltd. Name of the companies in which he also hold Membership/Chairmanship: None

Mr. Bhavesh P. Sheth (N.R.I.) Age: 51 years, Qualification: C.A. Nature of expertise: Financial Systems & other Software Development and implementation experience, Business development, an organization strategy experience, Business process, Re-engineering, Management consulting and project management. Name of the Companies in which he also holds Directorship: 1) Sun Capital & Consultancy Pvt. Ltd. 2) Sun Properties Pvt. Ltd. 3) Star Dev. Pvt. Ltd., Name of the Companies in which he also hold Membership/ Chairmanship: None.

Mr. D. V. Naik Age: 66 years. Qualification: B.E. Mechanical. Nature of expertise: Engineer, Retired as president. Name of the Companies in which he also hold Directorship: None other than Fiberweb (India) Ltd. Name of the companies in which he also hold Membership/Chairmanship: None

Mr. Jos K. I. Age: 63 years. Qualification: B. Com, M.B.A. Nature of expertise: Retired CEO of Johnson & Johnson India Ltd. Name of the Companies in which he also holds Directorship: 1) Fiberweb (India) Ltd., 2) AM Hygiene (International) Pvt. Ltd. Name of the Companies in which he also hold Membership/Chairmanship: Member of share transfer cum stakeholder relations committee and Audit committee of Fiberweb (India) Ltd.

Mr. Bhadresh H. Shah Age: 61 years, Qualification: B.E. Bachelor of Engineering, Nature of expertise: Civil & Plastic Engineering. Name of the Companies in which he also holds Directorship: 1) Kunststoffe Industries Ltd., Name of the Companies in which he also hold Membership/ Chairmanship: Kunststoffe Industries Ltd. Audit & Share Transfer Committee's Chairman.

Mr. Gopalji M. Rana (N.R.I.) Age: 70 years. Qualification: B.E. Bachelor of Engineering, M.B.A. Nature of expertise: Management & Marketing.. Name of the Companies in which he also holds Directorship: None. Name of the Companies in which he also hold Membership/Chairmanship: None.

Mr. C.A. Rege Age: 49 years. Qualification: Engineering Management. Nature of expertise: Engineering & plastics with the Management & Business working experience as professional with leading industries in plastics at higher management level. Mainly expertise in global Marketing with good knowledge of financial field. Name of the Companies in which he also hold Directorship: None. Name of the companies in which he also hold Membership/Chairmanship: None.

• Board Meetings and attendance record of each Director

(i) Five Meetings of the Board of Directors were held during the year ended 31st March, 2014 these were held on: -

- | | | |
|-----------------------|----------------------------------|--------------------|
| 1. 30th April, 2013 | 2. 30th May, 2013 | 3. 30th July, 2013 |
| 4. 29th October, 2013 | 5. 30 th January 2014 | |

(ii) The attendance record of each of the Directors at the Board Meetings during the year ended 31st March, 2014 and of the last Annual General Meeting is as under:-

Directors	No. of Board Meeting attended	Attendance at Last AGM
Mr. Pravin V. Sheth	5	Yes
Mr. Bhadresh H. Shah	5	Yes
Mr. G.M. Rana (N.R.I.)	Nil	No
Mr. Bhavesh P. Sheth	1	No
Mr. P.S. Krishnan	5	Yes
Mr. G. Ravindran	5	Yes
Mr. Dileep V. Naik	Nil	No
Mr. C.A. Rege	5	Yes
Mr. K.I. Jos	5	Yes

Audit Committee

In terms of the provisions of Section 292A of the Companies Act, 1956 and in order to comply with the corporate governance code the Board of Directors at its meeting held on 30th January 2014 reconstituted an Audit Committee comprising of Mr. Bhadresh H. Shah (Chairman of the Committee), Mr. C.A. Rege and Mr. K.I. Jos who are all Independent Non-Executive Directors. Four Audit Committee Meetings were held on 20th April, 2013, 20th July, 2013, 19th October, 2013 and 20th January, 2014 The Composition of Audit Committee and attendance of each Committee member is as under:

Name of the Audit Committee Member	Designation	No. of meeting attended
Mr. B.H. Shah	Chairman	4
Mr. C.A. Rege	Member	4
Mr. K. I. Jos	Member	4

At the invitation of the Company, Statutory Auditors, Accounts Manager also attended the meeting to answer and clarify queries raised at the Committee meetings.

FIBERWEB (INDIA) LIMITED

The Audit Committee shall have the authority to investigate into any matter that may be prescribed under Company Law for the time being in force and shall also comply with the terms of reference as specified herein as under :-

The role of the Audit Committee shall be as under :-

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board the appointment, re-appointment and, if required, the replacement or removal of the statutory auditors and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing with management the annual financial statements before submission to the Board, for approval with particular reference to :
 - a. Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of Clause (2AA) of Section 217 of the Companies Act, 1955,
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on exercise of judgment by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with Listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Qualifications in draft audit report.
5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval,
6. Reviewing with the management performance of statutory and internal auditors, adequacy of the internal control systems.
7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
8. Discussions with internal auditors any significant findings and follow up thereon_
9. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
10. Discussions with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern,
11. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
12. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee. The Audit Committee shall mandator* review the following information.
 1. Management discussion and analysis of financial condition and results of operations

2. Statement of significant related party transactions (as defined by the audit committee), submitted by Management ;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors
4. Internal audit reports relating to internal control weakness ; and
5. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

Nomination & Remuneration Committee

The Company has on January 30, 2014 renamed the Remuneration Committee as Nomination & Remuneration Committee of Directors, consisting of Mr. Bhadresh H. Shah Chairman, Mr. C.A. Rege and Mr. K.I. Jos

The terms of remuneration Committee include review and recommendation to the Board of Directors of the remuneration paid to the Directors. The Committee had a Meeting on 31-12-2013 which was attended by Mr. Bhadresh H. Shah, Mr. C.A. Rege & Mr. K.I. Jos

Remuneration Policy and Details of Remuneration paid

Details of remuneration paid/payable to the Directors for the year ended on 31st March, 2014(from 01-04-2013 to 31-3-2014) is as follows:

Name	Position held During the year Allowances	Salary & Remuneration	Perquisites	Total
Mr. P.V. Sheth	Chairman & Managing Director	Rs 2781100	Rs 28557	Rs 2809657
Mr. P.S. Krishnan	Whole-time Executive Director	Rs.1266860	Rs. 22229	Rs 1289089
Mr. G. Ravindran	Whole-time Executive Director	Rs.1028300	Rs.132690	Rs.1160990

No remuneration was paid to non-executive directors and no sitting fee was paid to the non executive directors paid during the year for attending the Board Meetings.

Board Procedures

The members of the Board have been provided with the requisite information mentioned in the listing agreement well before the Board Meetings and the same were dealt with appropriately. All the directors who are on various committees are within permissible limits of the listing agreement.

FIBERWEB (INDIA) LIMITED

Stakeholders Relationship Committee

As a measure of good corporate governance and to focus on the shareholders' grievances and towards strengthening investors relations and to expedite the transfer process in the physical segment. The Company has reconstituted and renamed as Stakeholders Relationship Committee consisting of non executive directors of which Shri Bhadresh H. Shah is the Chairman and the members of the Committee are Mr. C. A. Rege and Mr. K. I. Jos. During the year the Company had received 2 investor complaints. The number of pending compliants at the close of the year were nil. There were no share transfer pending for registration for more than 30 days. The Committee met 29 times during the year.

Corporate Social Responsibility Committee:

The Corporate Social Responsibility Committee was constituted on 30.04.2014 as per Clause 49 of Listing Agreement for corporate Governance. This committee comprises of following 4 directors of the company: Mr. P. S. Krishan Executive Director & Mr. Bhadresh H. Shah, Mr. C. A. Rege and Mr. K. I. Jos all non-executive independent directors.

All the members of Corporate Social Responsibility Committee mentioned above have good knowledge and exposure to utilize the company's resources towards its corporate social responsibility.

Power of Corporate Social responsibility Committee: The Committee is authorized to excise all powers available to them as per Companies Act, 2013.

Sexual Harassment Committee:

(a) Constitution

The Sexual Harassment Committee was constituted on 30th April 2014 as per Clause 49 of Listing Agreement for Corporate Governance. This committee comprised of the following 2 Directors of the Company:

(b) Composition

The Sexual Harassment Committee was comprised of following 2 Directors of the company and 1 independent person Mr. P. S Krishnan, Executive Director and Mr. G. Ravindran Executive Director.

(c) Power of Sexual Harassment Committee:

The committee is authorized to exercise all powers for compliance of the sexual harassment for women at work place (prevention), prohibition and redressal) Act 2013.

Compliance Certificate

Compliance Certificate for corporate governance from Auditors of the Company is annexed herewith.

General Body Meetings

- The details of Annual General Meetings held in last three year are as follows:-

AGM	Day	Date	Time	Venue
26th	Friday	30.09.2011	10.00 a.m.	Air-port Road, Kadiya, Nani Daman, Daman(U.T.)396 210
27th	Friday	28.09.2012	10.00 a.m.	Air-Port Road, Kadaiya, Nani Daman, Daman(U.T.)396 210
28th	Saturday	28.09.2013	10.00 a.m.	Air-port Road, Kadaiya, Nani Daman, Daman (U.T.)396 210

- Whether special resolutions were put through postal ballot last year? No
- Are special resolutions proposed to be put through postal ballot this year? No.

General Shareholders Informations

The required information is provided in "Shareholders information" Section.

Means of Communication

- The Board takes on record the unaudited quarterly financial results in the prescribed proforma of the stock exchanges within one month of close of the quarter and announces forthwith the results to all the stock exchanges where the shares of the Company are listed. The quarterly unaudited financial results are also published in Asli Azadi and Savera India Times within 48 hours of the conclusion of the meeting of the Board in which it is approved. Quarterly financial results are being displayed on the Company's website: www.fiberwebindia.com
- The Annual General Meeting is the principal forum for face to face communication with shareholders, where the Board responds to the specific queries of the shareholders.

No presentation was made during the year either to the Institutional Investors or to the analysts.

- Management Discussion and Analysis Report forms part of this Annual Report.

Disclosure

- The particulars of transactions between the Company and its related parties as per the Accounting Standard -18 are set out at Note 6 in Notes forming part of the Financial Statements in the Annual Report. These transactions are not likely to have any conflict with Company's interest.

FIBERWEB (INDIA) LIMITED

- No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

Whistle Blower policy

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism of reporting illegal or unethical behaviour. The Company has a whistle blower policy wherein the employees are free to report violations of laws, rules, regulations or unethical conduct to their immediate supervisor or such other workgroups. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practice.

SHAREHOLDERS INFORMATION

Company's CIN No.	: CIN: L25209DD1985PLC004694
Date, time and venue of 28th AGM	: Tuesday 30th September, 2014 at 10a.m. at M/s.Fiberweb (India) Ltd. Air Port Road, Kadaiya, Nani Daman, Daman (U.T.) 396 210.
Accounting Year End 2014	: 31 st March, 2014
Dates of Book Closure	: 20-09-2014 to 26-09-2014 (both days inclusive)
Listing on Stock Exchanges	: The Ahmedabad Stock Exchange Ltd. Ahmedabad The Bombay Stock Exchange Ltd, Mumbai
Listing Fees	: Paid for all above Stock Exchanges as per Listing Agreement.
Demat Arrangement	: With NSDL and CDSL
ISIN No.	: INE 296C01012
ASE and BSE Stock Code	: 46910 and 507910
Registered Office	: Air Port Road, Kadaiya, Nani Daman, Daman (U.T.) 396 210. Tel No. 0260- 2221458 Fax No. 0260-2220758
Company's E-Mail ID	: fiberweb@vsnl.net
Company's Website	: www.fiberwebindia.com
Registrar & Share Transfer Agents	: Sharex Dynamic (India) Pvt. Ltd., Unit No. 1, Luthra Industrial Premises, 1 st Floor, Andheri-Kurla Road, Safed Pool, Andheri (E), Mumbai - 400 072 Tel No.022- 2851 5606 /6544 Fax No.022-2851 2885 E-mail ID: sharexindia@vsnl.com
Compliance Officer	: Ms. Sunita Agarwal. Company Secretary.

FIBERWEB (INDIA) LIMITED

Stock Market Data:

High and Low prices & Trading Volumes at BSE

MONTH	High (Rs.)	Low (Rs.)
April 2013	9.28	5.86
May 2013	9.50	6.77
June 2013	9.00	7.71
July 2013	8.40	7.32
August 2013	8.00	7.51
Sept. 2013	8.27	7.51
October 2013	8.82	7.99
Nov. 2013	8.66	7.84
December 2013	8.40	8.00
January 2014	8.50	7.99
February 2014	8.50	8.35
March 2014	7.94	5.58

Source : www.bseindia.com

Distribution of Shareholding as on 31st March, 2014:

Category of Shareholder	Number of Shareholders	Percentage of (A+B+C)	Total Number of shares held
(A) Shareholding of Promoters & Promoter Group			
(1) Indian	5	41.67	4580283
(2) Foreign	0	0.00	0
Total shareholding of Promoter & Promoter Group	5	41.67	4580283
(B) Public Shareholding			
(1) Institutions	20	5.32	585291
(2) Non - Institutions.	7872	53.01	5827519
Total Public Shareholding	7892	58.33	6412810
(C) Shares held by custodians		0.00	0
Total (A)+(B)+(C)	7897	100.00	10993093

Shareholding Pattern by size as on 31st March, 2014

No. of Equity Shares	Shareholders		No. of Shares	
	Number	% of holders	Number	% of shares
1 -100	2726	34.52	199026	1.81
101-200	1771	22.43	300624	2.73
201-500	2217	28.07	741735	6.75
501-1000	684	8.66	517579	4.71
1001-5000	395	5.00	834206	7.59
5001-10000	44	0.56	323447	2.94
10001-100000	50	0.63	1443377	13.13
100001- and above	10	0.13	6633099	60.34
Total	7897	100.00	10993093	100.00

Dematerialisation of equity shares

The shares of the Company have been brought under compulsory demat mode with effect from 30th October, 2000. As on 31st March, 2014, about 86.13% share holding representing 9468721 Equity Shares of the Company have been converted into demat form. The Company has executed agreements with both the depositories namely NSDL and CDSL for demat of its shares.

FIBERWEB (INDIA) LIMITED

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
Fiberweb (India) Limited

1. We have examined the Corporate Governance report of Fiberweb (India) Limited (Formerly known as PVD Plast Mould Industries Limited) for the year ended 31st March, 2014 with the relevant records and documents maintained & furnished to us by the Company and as approved by the Board of Directors.
2. The Compliance of conditions on Corporate Governance is the responsibility of the management. Our examination was limited to review of procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. We state that no investor grievances is pending for a period exceeding one month against the Company as per records maintained by the Shareholders/Investors Grievance Committee.
5. On the basis of our review and according to information and explanations provided to us, we certify that the Company has complied with the mandatory conditions of Corporate Governance, as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges.

For P.M. Turakhia & Associates

Chartered Accountants

Firm Registration No: 111086W

M.D.Turakhia

Partner

Membership No: 017399

Place: Mumbai

Date: 30.05.2014

AUDITORS' REPORT**Independent Auditor's Opinion**

**To the Members of
Fiberweb (India) Limited**

Report on the Financial Statements

We have audited the accompanying financial statements of FIBERWEB (INDIA) LIMITED, ("the Company") (Formerly Known as PVD Plast Mould Industries Limited), which comprise the Balance Sheet as at 31st March , 2014, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's 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 referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") read with the general circular 15/2013 dated 13th September, 2013 of the ministry of corporate affairs in the 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.

Auditors' 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 the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the 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.

FIBERWEB (INDIA) LIMITED

Opinion

In our opinion and to the best of our information and according to the explanations given to us and **subject to Note 29(VIII)(C), 30(I), (II), (IV), (V)**, 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;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date, and
- (c) in the case of the Cash Flow Statement, of the cash flows of the Company 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 purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The company doesnot have any Branch office and accordingly this clause is not applicable to the company;
 - (d) The Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (e) In our opinion, the Balance Sheet, Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Act.
 - (f) On the basis of the written representations received from the directors as on 31st March, 2014 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

- (g) Since the central Government has not issued any notification as to the rate at which the cess is to be paid under Section 441 of the Act, nor has it issued any rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

For P.M. Turakhia & Associates

Chartered Accountants

Firm Registration No: 111086W

M.D.Turakhia

Partner

Membership No: 017399

Place: Mumbai

Date: 30.05.2014

FIBERWEB (INDIA) LIMITED

ANNEXURE TO THE AUDITOR'S REPORT

The Annexure referred to in our report to the members of FIBERWEB (INDIA) LIMITED for the year ended 31 March, 2014. We report that: -

- i) (a) The Company has maintained proper records showing full particulars, including quantitative details & situation of fixed assets;
- (b) All the Assets have not been physically verified by the Management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its Fixed Assets. No material discrepancies were noticed on such verification;
- (c) During the year, the Company has not disposed off a major or substantial part of fixed assets so as to affect the going concern status of the Company;
- ii) (a) The Inventory has been physically verified during the year by the Management. The frequency of verification is reasonable;
- (b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business;
- (c) The Company has maintained proper records of inventory. The material discrepancies noticed on physical verification have been properly dealt with in the books of accounts;
- iii) The Company had neither taken nor granted any loans, secured or unsecured from / to Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act 1956. Hence, the question of reporting whether the rate of interest and other terms and conditions of such loans are prima facie prejudicial to the interest of the company, whether reasonable step for recovery / payment of the overdues of such loans are taken does not arise;
- iv) There is adequate inventory control procedure commensurate with the size of the company and nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. There is no continuing failure to correct major weaknesses in internal control;
- v) Based on the audit procedures applied by us and the information and explanations provided by the management, we are of the opinion that there were no transactions during the year that need to be entered in the register maintained under section 301 of the Companies Act, 1956;

- vi) Based on our scrutiny of the company's records and according to the information and explanations provided by the management, in our opinion, the company has not accepted any public deposits so far upto 31st March, 2014;
- vii) The company has an internal audit system commensurate with the size of the company and nature of its business;
- viii) We are unable to offer any comment on the clause no. (viii) pertaining to maintenance of cost records as the cost auditor has not completed cost audit till date;
- ix) (a) The company is regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales Tax Wealth Tax, Custom Duty, Excise Duty, and Cess any other material statutory dues applicable to it; **However, company has not made any provision for Service Tax liability under Reverse Charge mechanism in terms of notification no. 33/2012 – Service Tax dated 20th June, 2012. The Service tax amounts to ₹ 1,18,378/- (excluding interest). To the extent of service tax liability, the liabilities is understated.**
 - (b) No Un-disputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Custom Duty, Excise Duty and Cess were in arrears, as at 31st March, 2014, for a period of more than six months from the date they became payable;
 - (c) There are no dues of sales tax , income tax, custom tax , wealth tax, excise duty and Cess which have not been deposited on account of any dispute;
- x) The accumulated losses of the company are more than 50% (Fifty Percent) of its Net Worth and hence the company has filed a reference with the BIFR, New Delhi Under the SICA 1985 which has been registered by the BIFR. the company registered under the Sick Unit vide BIFR's order dated 18.01.2007. The company has earned Cash Profit of ₹1,21,55,744/- in the current financial year and of ₹ 2,40,25,642/- in the immediate preceding financial year. In arriving at the accumulated loss and net worth, we have considered the qualifications which are quantifiable in the Audit Report of the year to which these losses pertain;
- xi) The Company has not granted any Loans & Advances on the basis of Security by way Pledge of Shares, Debentures and other securities. Hence, the provisions as to whether the adequate documents and records are maintained and to point out the deficiencies, if any in this regard are not applicable;
- xii) The Company is not a Chit Fund or Nidhi / Mutual Benefit Fund/Society. Hence, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company;

FIBERWEB (INDIA) LIMITED

- xiii) The Company is not dealing in or trading in Shares, Securities, Debentures and other investments. Hence, the provisions of Clause 4 (xiv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company;
- xiv) The company has not given any guarantee for loans taken by others from Bank or Financial Institution. Accordingly, the provisions as to whether the terms & conditions in respect thereof are prejudicial to the interest of the Company are not applicable to the company;
- xv) The company has not recorded, obtained any terms loans. Hence, comments under the clause are not called for the provisions as to whether the price at which shares have been issued is prejudicial to the interest of the company are not applicable;
- xvi) No funds raised on short term basis have been used for the long term investment by the company;
- xvii) The company has not made any preferential allotment of shares to parties and Companies covered in the Register maintained under section 301 of the Companies Act, 1956. Hence the provisions as to whether the price at which shares have been issued is prejudicial to the interest of the company are not applicable;
- xviii) According to the records of the company, the company has not issued any Debentures;
- xix) The company has not raised any money by public issue. Hence the provisions as to whether the management has disclosed on the end use of money raised by public issue and the same has been verified are not applicable;
- xx) No fraud on or by the company has been noticed or reported during the course of our Audit.

For P.M. Turakhia & Associates

Chartered Accountants

Firm Registration No: 111086W

M.D.Turakhia

Partner

Membership No: 017399

Place: Mumbai

Date: 30.05.2014

BALANCE SHEET AS AT 31 MARCH, 2014

	Particulars	Note No.	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	1	1099,30,930	1099,30,930
	(b) Reserves and surplus	2	(7061,48,210)	(6985,21,280)
			(5962,17,280)	(5885,90,350)
2	Share application money pending allotment	3	419,50,000	403,50,000
3	Non-current liabilities			
	(a) Long-term borrowings	4	12242,62,738	13145,21,315
	(b) Other long term liabilities	5	-	2,13,548
			12242,62,738	13147,34,863
4	Current liabilities			
	(a) Short-term borrowings	6	82,84,000	52,00,000
	(b) Trade payables	7	320,93,578	187,05,493
	(c) Other current liabilities	8	20,67,309	7,16,791
	(d) Short-term provisions	9	52,09,875	15,87,254
			476,54,762	262,09,538
	TOTAL		7176,50,220	7927,04,051
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets - Tangible assets	10	5404,10,364	5576,95,440
	(b) Non Current investments	11	10,700	10,700
	(c) Long-term loans and advances	12	326,76,514	772,51,713
			5730,97,578	6349,57,853
2	Current assets			
	(a) Inventories	13	757,17,840	885,97,989
	(b) Trade receivables	14	421,65,370	217,12,084
	(c) Cash and cash equivalents	15	255,25,893	275,29,467
	(d) Short-term loans and advances	16	11,43,538	193,25,439
	(e) Other current assets	17	-	5,81,219
			1445,52,641	1577,46,198
	TOTAL		7176,50,220	7927,04,051

The accompanying notes 1 to 30 are an integral part of the financial statements.

In terms of our report attached.

For P.M.TURAKHIA & ASSOCIATES

Firm Registration NO 111086w

For P.M.TURAKHIA & ASSOCIATE

CHARTERED ACCOUNTANTS

(M.D.TURAKHIA)

Membership No. 017399

PLACE : MUMBAI

DATE : 30.05.2014

For FIBERWEB (INDIA) LIMITED

On behalf of Board of Directors

PRAVIN V. SHETH - Chairman & Managing Director

P.S.KRISHNAN - Executive Director

G.RAVINDRAN - Executive Director

SUNITA AGARWAL - Company Secretary

PLACE : DAMAN

DATE : 30.05.2014

FIBERWEB (INDIA) LIMITED

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

Particulars		Note No.	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
A	INCOME			
1	Revenue from operations (gross)	18	6947,43,121	5436,86,996
	Less: Excise duty		532,30,879	363,63,081
	Revenue from operations (net)		6415,12,242	5073,23,915
2	Other income	19	42,67,765	40,65,505
3	Total Income (1+2)		6457,80,007	5113,89,420
B	EXPENSES			
	Cost of materials consumed	20	4607,81,395	3635,62,170
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	21	6,21,352	(155,04,801)
	Employee benefits expenses	22	377,76,315	337,66,499
	Finance costs	23	6,92,708	4,22,500
	Depreciation and amortisation expenses	10	226,92,981	224,05,712
	Other expenses	24	1305,44,701	1061,71,542
4	Total expenses		6531,09,452	5108,23,622
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		(73,29,445)	5,65,798
6	Exceptional items	25	-	(123,07,490)
7	Profit / (Loss) before extraordinary items and tax (5 ± 6)		(73,29,445)	(117,41,692)
8	Extraordinary items	26	(1,12,414)	26,07,126
9	Profit / (Loss) before tax (7 ± 8)		(74,41,859)	(91,34,566)
10	Tax expense:			
	Current tax expense		-	-
	Deferred tax		-	-
11	Profit / (Loss) after tax for the Year (9 - 10)		(74,41,859)	(91,34,566)
12	Earning per equity share of nominal value of ₹10/- each	27		
	Basic and Diluted (Before extraordinary item)		(0.67)	(1.07)
	Basic and Diluted (After extraordinary item)		(0.68)	(0.83)

The accompanying notes 1 to 30 are an integral part of the financial statements.

In terms of our report attached.

For P.M.TURAKHIA & ASSOCIATES

Firm Registration NO 111086w

For P.M.TURAKHIA & ASSOCIATE

CHARTERED ACCOUNTANTS

(M.D.TURAKHIA)

Membership No. 017399

PLACE : MUMBAI

DATE : 30.05.2014

For FIBERWEB (INDIA) LIMITED

On behalf of Board of Directors

PRAVIN V. SHETH - Chairman & Managing Director

P.S.KRISHNAN - Executive Director

G.RAVINDRAN - Executive Director

SUNITA AGARWAL - Company Secretary

PLACE : DAMAN

DATE : 30.05.2014

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2014

Particulars	For the year ended 31 March, 2014		For the year ended 31 March, 2013	
	₹	₹	₹	₹
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		(73,29,445)		(117,41,692)
Adjustments for:				
Depreciation and amortisation	226,92,981		224,05,712	
Net Loss/(gain) on foreign currency transactions	3,04,395		-	
Loss on sale / Discardment of Fixed Assets (Net)	(5,38,902)		-	
Interest income	(2,09,284)	222,49,190	(2,48,791)	221,56,921
Operating profit / (loss) before working capital changes		149,19,745		104,15,229
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	128,80,149		(399,36,472)	
Trade receivables	(204,53,286)		105,55,550	
Short-term loans and advances	181,81,901		(133,24,419)	
Long-term loans and advances	(19,435)		(13,577)	
Other current assets	5,81,219	111,70,548	5,52,000	(421,66,918)
Adjustments for increase / (decrease) in operating liabilities:				
Trade payables	133,88,085		78,53,541	
Other current liabilities	13,50,518		(78,795)	
Other Long term liabilities	(2,13,548)		22,13,548	
Long Term Borrowings	-		-	
Short-term Borrowing	30,84,000		5,00,000	
Short-term provisions	36,22,621	212,31,676	(12,66,863)	92,21,431
Cash Generated form Operations		473,21,969		(225,30,258)
Interest Paid		6,92,708		4,22,500
Cash Before Extraordinary Items		480,14,677		(221,07,758)
Cash flow from extraordinary items		(1,12,414)		26,07,126
Cash generated from operations		479,02,263		(195,00,632)
Net income tax (paid) / refunds		-		-
Net cash flow from / (used in) operating activities (A)		479,02,263		(195,00,632)

FIBERWEB (INDIA) LIMITED

B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances		(57,43,753)		(65,40,714)
Proceeds from sale of fixed assets		6,89,679		
Loans realised				
- Others		445,94,634		27,20,000
Interest received				
- Others		2,09,284		2,48,791
Net cash flow from / (used in) investing activities (B)		397,49,844		(35,71,923)
C. Cash flow from financing activities				
Share application money received / (refunded)		16,00,000		(28,00,000)
Repayment of amount borrowed		(902,58,577)		83,71,490
Finance cost		(6,92,708)		(4,22,500)
Net cash flow from / (used in) financing activities (C)		(893,51,285)		51,48,990
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		(16,99,178)		(179,23,565)
Cash and cash equivalents at the beginning of the year		275,29,467		454,53,031
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents		(3,04,395)		(179,23,564)
Cash and cash equivalents at the end of the year		255,25,893		275,29,467

In terms of our report attached.

For P.M.TURAKHIA & ASSOCIATES

Firm Registration NO 111086w

For P.M.TURAKHIA & ASSOCIATE

CHARTERED ACCOUNTANTS

(M.D.TURAKHIA)

Membership No. 017399

PLACE : MUMBAI

DATE : 30.05.2014

For FIBERWEB (INDIA) LIMITED

On behalf of Board of Directors

PRAVIN V. SHETH - Chairman & Managing Director

P.S.KRISHNAN - Executive Director

G.RAVINDRAN - Executive Director

SUNITA AGARWAL - Company Secretary

PLACE : DAMAN

DATE : 30.05.2014

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 1: Share Capital

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares	₹	Number of shares	₹
(a) Authorised				
Equity shares of ₹10/- each with voting rights	150,00,000	1500,00,000	150,00,000	1500,00,000
Redeemable preference shares of ₹10/- each	50,00,000	500,00,000	50,00,000	500,00,000
(b) Issued, Subscribed and fully paid up				
Equity shares of ₹10/- each with voting rights	109,93,093	1099,30,930	109,93,093	1099,30,930
Total	109,93,093	1099,30,930	109,93,093	1099,30,930

Footnotes:

(i) Reconciliation of the number of Equity shares outstanding at the beginning and at the end of the year

	As at 31 March, 2014	As at 31 March, 2013
	Nos.	Nos.
Number of shares at the beginning of the year	109,93,093	109,93,093
Add/(Less):		
Issued during the year	-	-
Buyback during the year	-	-
Conversion during the year	-	-
Number of shares at the end of the year	109,93,093	109,93,093

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2014		As at 31 March, 2013	
	Nos.	% holding	Nos.	% holding
Equity shares with voting rights				
Pravin V Sheth	19,14,329	17.41	19,13,594	17.41
Bharat Capital & Holding Ltd.	20,58,327	18.72	20,58,327	18.72

(iii) Terms / rights attached to Equity Shares :

The Company has a single class of equity shares having a par value of ₹10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held by each shareholder, after settlement of all preferential obligations.

FIBERWEB (INDIA) LIMITED

Note 2: Reserves & Surplus

Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Securities Premium account	1324,47,305	1324,47,305
(b) Debenture Redemption Reserve	-	210,00,000
Less: Transferred to General Reserve	-	210,00,000
Closing balance	-	-
(c) Revaluation Reserve		
Opening balance	1546,85,130	1545,36,070
Add: Excess provided added with Revaluation Reserve	-	1,49,060
Less: Utilised for set off against depreciation	1,85,071	-
Closing balance	1545,00,059	1546,85,130
(d) General Reserve		
Opening balance	210,00,000	-
Add: Transferred from Debenture Redemption Reserve	-	210,00,000
Closing balance	210,00,000	210,00,000
(e) Capital Reserve (Gain on Forfeiture of Shares)	63,440	63,440
(f) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	(10067,17,155)	(9975,82,589)
Add: Profit / (Loss) for the year	(74,41,859)	(91,34,566)
Closing balance	(10141,59,014)	(10067,17,155)
Total	(7061,48,210)	(6985,21,280)
Note 3: Share Application Money Pending Allotment		
<u>Share application money pending allotment</u> (Refer footnote)		
As at 31 March 2014, the Company has received an amount of ₹4,19,50,000/- towards share application money towards 41,95,000 equity of the Company (As at 31 March, 2013 ₹4,03,50,000/- towards 40,35,000 equity) at a premium of ₹ NIL (As at 31 March, 2013 ₹ NIL). The share application money was received from promoters directors and freinds acting in consent, pursuant to an BIFR Order dated 27/07/2009. The allotment of shares can only be made after the scheme is approved by BIFR. On approval of the scheme, the Company will increase its authorised share capital sufficient to cover the allotment of these shares.	419,50,000	403,50,000

Footnote:

"As per direction of BIFR under SICA, promoters, Directors, stretegre investors & relatives & friends of Directors are required to bring total amount of ₹6.50 crores for rehabilitation & revival of the Company against which they will be given new shares. This amount is shown as share Application money as per accounting standard. However, it is non refundable deposit to be converted in shares and will not come in preview of Sec 205(C) of the Companies Act, 1956. On final order of BIFR, the shares will be allotted as directed."

Note 4: Long-term borrowings		
Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
(a) Term loans (Secured) (Refer footnote)		
From banks		
HDFC Car Loan	18,39,538	-
Canara Bank	-	134,07,490
From other parties	11317,76,000	11387,76,000
	11336,15,538	11521,83,490
(b) Other loans and advances (Unsecured) (Refer footnote)		
From Other Parties	906,47,200	1623,37,825
	906,47,200	1623,37,825
Total	12242,62,738	13145,21,315

Footnote:

- (i) Secured HDFC Car Loan from banks carry interest rates of 10.11%. This loan is secured against pledge of Car purchased alongwith personal guarantee of the Managing Director and will be repaid by September, 2016.
- (ii) Secured Canara Bank Term Loan was secured against Uninterrupted Power System, which has been settled under One Time Settlement Payment Scheme during the Current F.Y. in May,2013 by making payment of Principal amount in Full w.r.t.letter dated 22.04.2013.
- (iii) Secured Term Loan from other parties consists of Loan bearing no interest from Gayatri Pipes & Fittings Pvt Ltd. for a period as may be agreed upon between the parties having a first charge on all Immovable properties both present & future including land located at S.No.92-93B at Kadaiya village Daman U.T. admeasuring approx 20,600 sq.mtrs with Buildings and Structures thereon and Plant & machinery in the said premises AND first charge on all the movable properties of the company including Plant & Machinery, Spares, Tools & Accessories, stock of raw materials and finished goods lying in said premises and receivables.
- (iv) Unsecured Loans and advances from other parties consists of loan bearing no interest from Richter Themis Medicare (I) Pvt Ltd. for a period as may be agreed upon between the parties.

Details of repayment of Long term Borrowings are as follows:

Particulars	Up to 1 year	2 to 5 years	Above 5 years	Total
Term Loan from Bank	10,80,733	18,39,538	-	29,20,271
Term Loan from other parties	-	-	11317,76,000	11317,76,000
Total	10,80,733	18,39,538	11317,76,000	11346,96,271

FIBERWEB (INDIA) LIMITED

Note 5: <u>Other Long-term Liabilities</u>		
Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
Advance from Customers	-	2,13,548
Total	-	2,13,548
Note 6: <u>Short - term borrowings</u>		
<u>Other loans and advances (Unsecured)</u> (Refer footnote)		
From Related Parties	7,00,000	7,00,000
From Other Parties	75,84,000	45,00,000
Total	82,84,000	52,00,000
Footnote: Unsecured loan taken from related party and other parties carries interest rate of 12% and is repayable on demand.		
Disclosures under AS 18		
Related party transactions		
Details of related parties:		
Description of relationship	Names of related parties	
Key Management Personnel (KMP)	Pravin Sheth	
Relatives of KMP		
Daughter	Dhwani Sheth	
Son	Bhavesh Sheth	
Note: Related parties have been identified by the management and relied upon by the auditors.		
Details of related party transactions during the year :		
Particulars	Current Year ₹	Previous Year ₹
Loans and advances - Liability		
Dhwani Sheth	7,00,000	7,00,000
Remuneration & Perquisites		
Pravin Sheth	28,09,657	23,49,110
Rent Paid		
Bhavesh Sheth	12,000	12,000
Dhwani Sheth	96,000	96,000

Note 7: Trade payables		
Particulars	As at 31 March, 2014 ₹	As at 31 March, 2013 ₹
<u>Trade Payables**</u>		
Creditors for goods	117,82,680	-
Creditors for expenses	203,10,898	187,05,493
Total	320,93,578	187,05,493
** Trade payables in above Note includes ₹ NIL (P.Y. ₹ NIL) due to micro, small and medium enterprises registered under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED).		
Note 8: Other current liabilities		
<u>Other payables</u>		
(a) Statutory remittances (Contributions to PF and ESIC, CST, PT, Excise Duty, VAT, Service Tax, TDS, etc.)	9,73,076	7,07,791
(b) Interest Accrued and due on Borrowings	13,500	9,000
Curent Maturities of Term loan (Secured)		
(a) From banks (Refer footnote of Note 4)	10,80,733	-
Total	20,67,309	7,16,791
Note 9: Short-term provisions		
(a) Provision for employee benefits	14,13,904	15,87,254
(b) Provision for expenses	37,95,971	-
Total	52,09,875	15,87,254

FIBERWEB (INDIA) LIMITED

Note 10: Fixed Assets

Tangible assets	Gross block			Accumulated depreciation and impairment					Net block	
	Balance as at 1 April, 2013	Additions	Disposals	Balance as at 31 March, 2014	Balance as at 1 April, 2013	Depreciation expense for the year	Eliminated on disposal of assets	Other Adjustments	Balance as at 31 March, 2014	Balance as at 31 March, 2013
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
(a) Land										
Freehold	919,08,998	-	-	919,08,998	-	-	-	-	919,08,998	919,08,998
Leasehold	51,55,985	-	-	51,55,985	57,080	-	-	-	50,98,905	50,98,905
(b) Buildings										
Factory Building - Own use	885,56,953	4,48,099	-	890,05,052	242,96,557	13,86,031	-	-	633,22,464	642,60,396
Office Building - Own use**	23,772	-	-	23,772	(1,85,071)	-	-	1,85,071	23,772	2,08,843
(c) Plant and Equipment	9003,59,742	3,20,320	-	9006,80,062	5050,41,309	206,38,368	-	-	3750,00,385	3953,18,433
(d) Furniture and Fixtures	38,72,749	1,45,751	-	40,18,500	38,47,419	29,327	-	-	1,41,754	25,330
(e) Vehicles	136,00,234	47,43,887	6,89,679	176,54,442	129,51,405	5,49,454	(5,38,902)	-	46,92,485	6,48,829
(f) Office equipment	15,09,498	-	-	15,09,498	15,09,498	-	-	-	-	-
(g) Others										
Other Electrical Items	4,30,923	-	-	4,30,923	4,30,923	-	-	-	4,30,923	-
Computer	22,36,033	85,696	-	23,21,729	20,10,327	89,800	-	-	21,00,127	2,25,706
Total	11076,54,887	57,43,753	6,89,679	11127,08,961	5499,59,447	226,92,981	(5,38,902)	1,85,071	5722,98,597	5576,95,440
Previous year	11011,14,173	65,40,714	-	11011,14,173	5277,02,795	224,05,712	(1,49,060)	-	5576,95,440	5734,11,378
** OFFICE BUILDING - Negative Opening Balance of Accumulated Depreciation has been transferred to Revaluation Reserve Account.										
** No Depreciation has been provided on Office Building as same has not been in use for the business of the company.										

** OFFICE BUILDING - Negative Opening Balance of Accumulated Depreciation has been transferred to Revaluation Reserve Account.

** No Depreciation has been provided on Office Building as same has not been in use for the business of the company.

Footnote: (i) Details of amounts written off on reduction of capital or revaluation of assets or sums added to assets on revaluation during the preceding 5 years:						
Particulars	Years					31 March, 2010
	31 March, 2014	31 March, 2013	31 March, 2012	31 March, 2011	31 March, 2010	
	₹	₹	₹	₹	₹	₹
FREE HOLD LAND-DAMAN						
Opening balance	873,76,318	873,76,318	597,00,750	597,00,750	597,00,750	597,00,750
Added on revaluation	-	-	276,75,568	-	-	-
Closing balance	873,76,318	873,76,318	873,76,318	597,00,750	597,00,750	597,00,750
FACTORY BUILDINGS						
Opening balance	858,97,757	858,97,757	817,55,354	817,55,354	817,55,354	817,55,354
Added on revaluation	-	-	41,42,403	-	-	-
Closing balance	858,97,757	858,97,757	858,97,757	817,55,354	817,55,354	817,55,354
PLANT AND MACHINERIES						
Opening balance	8798,83,150	8798,83,150	6348,13,943	6348,13,943	6348,13,943	6348,13,943
Added on revaluation	-	-	2450,69,207	-	-	-
Closing balance	8798,83,150	8798,83,150	8798,83,150	6348,13,943	6348,13,943	6348,13,943

FIBERWEB (INDIA) LIMITED

Note 11: Non Current investments

Particulars	As at 31 March, 2014			As at 31 March, 2013		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total
	₹	₹	₹	₹	₹	₹
Non current investments (At lower of cost and fair value, unless otherwise stated)						
Investment in equity instruments of other entities -						
GOA BANK - 107 Shares Fully paid up @ ₹100/- each	10,700	-	10,700	10,700	-	10,700
	10,700	-	10,700	10,700	-	10,700

Note 12: Long-term loans and advances

Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹	₹
(Unsecured, considered good)		
(a) <u>Security deposits</u>	12,77,849	12,80,849
(b) <u>Other loans and advances</u>		
To other parties	312,08,366	758,00,000
(c) <u>Balances with Govt. authorities</u>		
TDS	1,90,299	1,70,864
Total	326,76,514	772,51,713

Note 13: Inventories

(Valued at lower of cost or net realisable value)		
(a) Raw materials	228,84,002	384,24,598
(b) Finished goods (other than those acquired for trading)	328,57,525	334,78,877
(c) Stores and spares	191,06,437	165,06,395
(d) Packing Materials	8,69,876	1,88,119
Total	757,17,840	885,97,989

Note 14: Trade receivables

Trade receivables (Unsecured, considered good)		
Outstanding for a period exceeding six months from the date they were due for payment	1,18,420	37,11,865
Other trade receivable	420,46,950	220,40,400
	421,65,370	257,52,265
Less: Provision for doubtful trade receivables	-	40,40,181
Total	421,65,370	217,12,084

Note 15: Cash and cash equivalents		
Particulars	As at 31 March, 2014	As at 31 March, 2013
	₹	₹
(a) Cash on hand	6,93,610	26,68,719
(b) Balances with banks		
(i) In current accounts	53,42,262	68,69,891
(ii) In EEFC (Exchange Earner's Foreign Currency) accounts	171,92,231	157,74,962
(iii) <u>In earmarked accounts</u>		
Balances held as margin money or security against borrowings, guarantees and other commitments (Refer footnote)	22,97,790	22,15,895
Total	255,25,893	275,29,467
Footnote: Balances with banks include margin monies amounting to ₹22,97,790/- (As at 31 March, 2013 ₹22,15,895/-) which have an original maturity of more than 12 months.		
Note 16: Short-term loans and advances		
Unsecured, considered good		
(a) Loans and advances to employees	1,11,969	1,57,069
(b) Prepaid expenses	3,38,575	6,76,751
(c) Balances with government authorities		
(i) Service Tax credit	6,92,994	4,91,746
(ii) Excise	-	1,30,766
	6,92,994	6,22,512
(d) Others	-	178,69,107
Total	11,43,538	193,25,439
Note 17: Other current assets		
Others		
(i) Contractually reimbursable expenses -Security Charges	-	1,04,000
(ii) Others (Exhibition Expenses not yet w/off)	-	4,77,219
Total	-	5,81,219
Note 18: Revenue from operations		
(a) Sale of products Net of CST & VAT (Refer footnote)	6932,93,776	5426,79,065
(b) Other operating revenues (Refer footnote)	14,49,345	10,07,931
	6947,43,121	5436,86,996
Less: Excise duty	532,30,879	363,63,081
Total	6415,12,242	5073,23,915
Footnote:		

FIBERWEB (INDIA) LIMITED

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	₹	₹
(i) Sale of products comprises :		
Manufactured goods		
Deemed Export Sales	-	17,31,660
Fabric Export Sales	3941,27,852	2942,43,459
High Seas Sale	-	267,40,090
Local Fabric Sales	3061,77,845	2239,30,605
Sales Masterbatch rejected	-	4,13,875
Less: Sales Returns (Fabric Export Sales)	9,55,744	-
Less: VAT & CST	60,56,177	43,80,624
Total - Sale of products	6932,93,776	5426,79,065
(ii) Other operating revenues:		
Sale of scrap	14,49,345	10,07,931
Total - Other operating revenues	14,49,345	10,07,931
Note 19: Other Income		
Other Income		
(a) Interest from banks on Deposits	2,09,284	2,48,791
(b) Sale of Old newspaper	18,300	-
(c) Net gain on foreign currency transactions and translation (other than considered as finance cost)	-	38,16,714
(d) Provision for doubtful trade receivables written back	40,40,181	-
Total	42,67,765	40,65,505
Note 20: Cost of materials consumed		
Opening stock	384,24,598	138,61,948
Add: Purchases	4452,40,799	3881,24,820
	4836,65,397	4019,86,768
Less: Closing stock	228,84,002	384,24,598
Cost of material consumed	4607,81,395	3635,62,170

Note 21: Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
Inventories at the end of the year:		
Finished goods	328,57,525	334,78,877
Inventories at the beginning of the year:		
Finished goods	334,78,877	179,74,076
Net (increase) / decrease	6,21,352	(155,04,801)

Note 22: Employee benefits expense

Salaries and wages	338,15,624	306,54,884
Contributions to provident and other funds (Refer footnote)	24,10,893	18,22,209
Staff welfare expenses	15,49,798	12,89,406
Total	377,76,315	337,66,499
Disclosure under AS 15		
Employee benefit plans (Defined contribution plans)		

The Company makes Provident Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹24,10,893/- (Year ended 31 March, 2013 ₹18,22,209/-) for Provident Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

Note 23: Finance costs

(a) Interest expense on:		
Borrowings	6,92,708	4,22,500
Total	6,92,708	4,22,500

Note 24: Other expenses

Manufacturing Expense		
Consumption of packing materials	99,27,283	91,98,119
Consumption of stores and spare parts	39,94,420	42,19,173
Unimin manufacturing expense	59,016	25,37,866
Unimin Jobwork expense	104,98,300	44,99,130
Labour Charges	20,62,059	12,79,495
Power and fuel	307,78,893	242,58,047
Administration Expenses		
Bank Charges (incl. Bill Discounting Charges)	27,34,087	23,41,951
Canteen Expenses	1,19,087	-
Communication	12,31,253	11,02,053

FIBERWEB (INDIA) LIMITED

Coolie & Cartage	11,90,709	8,15,204
DATA Processing Charges	1,11,274	1,03,423
Donations and contributions	5,64,000	88,151
Festival Celebration Expenses	42,000	-
Freight and forwarding	499,31,744	398,00,522
Gardening Charges	69,350	86,430
Guest House Expenses	48,236	-
Insurance	7,90,253	6,28,458
Legal and professional	16,62,343	16,58,070
Loss on Sale of Fixed Assets	50,775	-
Miscellaneous expenses	91,402	2,20,536
Motor Car Expenses	12,13,953	-
Net Loss on foreign currency transactions and translation (other than considered as finance cost)	3,04,395	-
Office electricity charges	3,95,152	-
Office Expenses	1,94,112	3,90,718
Payments to auditors (Refer Footnote)	2,06,500	2,09,000
Postage Charges	1,56,598	99,727
Printing and stationery	6,08,770	4,96,619
Rates and taxes	3,77,940	3,76,901
Rent including lease rentals	45,02,675	34,42,316
Repairs and maintenance - Buildings	2,33,700	3,61,831
Repairs and maintenance - Machinery	5,51,650	6,49,353
Repairs and maintenance - Others	4,50,688	2,93,654
Security Charges	12,55,665	10,86,166
Subscription Books & Periodicals	24,550	-
Technical consultancy charges	3,60,000	-
Travelling and conveyance	19,90,488	46,12,734
Selling & Distribution Expense		
Advertisement & Publicity	1,14,477	89,700
Business promotion	10,40,479	5,33,408
Publicity Expenses written off (Deferred revenue expenditure)	4,77,219	5,60,000
Sales commission	1,29,206	1,32,787
Total	1305,44,701	1061,71,542
Footnote:		

ANNUAL REPORT 2013-14

Particulars	For the year ended 31 March, 2014 ₹	For the year ended 31 March, 2013 ₹
Payments to the auditors comprises (net of service tax input credit, where applicable):		
For Statutory audit	1,20,000	1,20,000
For Tax audit	60,000	60,000
For Cost audit	25,000	25,000
For VAT audit	1,500	4,000
Total	2,06,500	2,09,000
Note 25: Exceptional items		
Liabilities written up w.r.t Canara Bank (Lease rent)	-	123,07,490
Total	-	123,07,490
Note 26: Extraordinary items		
Unrealisable margin money from Bank of Baroda	(1,12,414)	-
Sundry Creditors Written Off	-	9,07,126
Bad Debts recovered	-	17,00,000
Total	(1,12,414)	26,07,126
Note 27: Earning Per Share		
Net Profit as per statement of profit and loss before extraordinary item (₹)	(73,29,445)	(117,41,692)
Weighted average number of equity shares outstanding during the year (Nos.)	109,93,093	109,93,093
Earning per equity share (Nominal value per share ₹10/- each)		
Basic and diluted	(0.67)	(1.07)
Net Profit as per statement of profit and loss after extraordinary item (₹)	(74,41,859)	(91,34,566)
Weighted average number of equity shares outstanding during the year (Nos.)	109,93,093	109,93,093
Earning per equity share (Nominal value per share ₹10/- each)		
Basic and diluted	(0.68)	(0.83)

FIBERWEB (INDIA) LIMITED

NOTE '28' : CORPORATE INFORMATION

Fiberweb (India) Limited is a listed public limited Company, incorporated under The Companies Act, 1956. The Company is engaged in the business of "Polymer Processing & Manufacturing of Spun Bond Non Woven Fabrics, etc." on its own.

NOTE '29' : SIGNIFICANT ACCOUNTING POLICIES

I. Basis of preparation of financial statements

The financial statements have been prepared and presented under the historical cost convention using the accrual basis of accounting in accordance with the accounting principles generally accepted in India and are in accordance with the applicable Accounting Standards, Guidance Notes and the relevant provisions of the Companies Act, 1956.

Accounting policies not specifically referred to otherwise are consistent with generally accepted accounting principles.

II. Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions, that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the Company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyers' commitment to make the complete payment.

A. Revenue from sale

In case of Sales of Goods – When the property and all significant risk and rewards of ownership are transferred to the buyer or no significant uncertainty exists regarding the amount of consideration that is derived from the sale of goods. It excludes amounts recovered towards Sales Tax and includes amount received towards processing activities done for other, if any.

B. Interest and dividend:

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

Dividend income is recognized when right to receive dividend is established.

C. Others:

Other revenues / incomes and costs / expenditure are accounted on accrual, as they are earned or incurred.

IV. Tangible assets and depreciation / amortisation

A. Tangible fixed assets are stated at cost of acquisition less accumulated depreciation / amortisation and accumulated impairment losses, if any.

B. Fixed Assets are shown at Original cost of acquisition less accumulated depreciation. Fixed Assets were revalued as on 31.03.2012. The surplus arising from the revaluation has been transferred to "Revaluation Reserve" and shown under the head "Reserves & Surplus". As the Fixed Assets were revalued on the last day of the Balance sheet, no depreciation has been provided on Revalued Figures.

C. Depreciation is provided on straight line basis applying the rates specified in Schedule XIV of the Companies Act 1956 under straight line method. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the date of such addition, or upto the date of such sale/disposal, as the case may be. Individual assets costing less than rupees five thousand are depreciated fully in the year of acquisition.

- i No Depreciation has been provided on Office Building as same has not been in use for the business of the company during the Current year.
- ii In respect of assets acquired on 01.01.1994 and thereafter at revised rates specified in the said Schedule vide Notification No 756 E dated 16.12.93 and as clarified in Circular No. 14 dated 20.12.1993 issued by the Department of the Company Affairs.
- iii In respect of assets on hand as on 31.12.93 at the rates in force prior to the abovementioned notification.

V. Inventories

Raw materials and consumable Stores are valued at cost. Finished and Semi Finished goods are valued at lower of cost or market value.

VI. Investments

Investments are classified into Current and Non Current / Long Term Investments. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost. A provision for diminution is made to recognize decline, other than temporary, in the value of long term investments.

VII. Operating Cycle

Receivables and Payables in relation to operations are considered as "Current Assets" and "Current Liabilities" as the case may be considering the nature of business of the Company.

All other Assets and Liabilities have been classified as provided in Revised Schedule VI, issued by the Institute of Chartered Accountants of India.

VIII. Employee benefits

- A. Short term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered;
- B. Post Employment Benefits
Defined contribution plans: Company's contribution to State governed Provident Fund Scheme is recognized during the year in which the related service is rendered;
- C. The company has not ascertained liability towards payment of gratuity and hence no provision has been made in accounts. It is accounted for on the basis of payment.
- D. Benefits payable to employees during their tenure of employment viz. Bonus, Leave Encashment etc are accounted on cash basis. Retirement benefits are accounted as and when the same become due for payment.

IX. Foreign currency transactions

- A. All transactions in foreign currency are recorded in the reporting currency, based on closing rates of exchange prevalent on the dates of the relevant transactions.

FIBERWEB (INDIA) LIMITED

- B. Monetary assets and liabilities in foreign currency, outstanding as on the Balance Sheet date, are converted in reporting currency at the closing rates of exchange prevailing on the said date. Resultant gain or loss is recognized during the year in the statement of profit and loss.
- C. Non monetary assets and liabilities denominated in foreign currencies are carried at the exchange rate prevalent on the date of the transaction.
- D. Import and Export of goods in foreign currency are accounted at exchange rates prevailing on the date of payment, whenever made.
- E. Term loans in foreign currency for financing capital expenditure were accounted at rupee equivalent values on the date of loans disbursement. Till 31.12.2001 year-end outstanding loans were reconverted at the rate prevailing on Balance Sheet Date.

X. Segment reporting

The Company is engaged in the business of Polymer Processing and manufacturing of Spun bond non woven fabrics, which as per Accounting Standard - 17 'Segment Reporting' is considered to be the only reportable business segment. The Company is also operating within the same geographical segment. Hence, disclosures under AS-17 are not applicable.

XI. Impairment of assets

The carrying amount of assets is reviewed at each Balance Sheet date. If there is any indication of impairment based on internal/external factors, i.e. when the carrying amount of the assets exceeds the recoverable amount, an impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed or reduced if there has been a favourable change in the estimate of the recoverable amount.

XII. Miscellaneous Expenditure

The balance amount of Expenses on Exhibition Index II Trade fair have been amortised in the current financial year.

XIII. Treatment of Contingent Liabilities & Contingent Assets

The amount of contingent losses are charged to the Profit & Loss Account on a reasonable estimated basis that probable future event confirm that an asset has been impaired or a liability has been incurred as at the Balance Sheet Date and contingent gains are not recognized in the accounts.

NOTE '30' : OTHER NOTES ON ACCOUNTS

- I. Pursuant to a reference made by the Company, the Hon'ble Bench of the BIFR, New Delhi, has by their Order dated 18th January 2007, declared the Company as a "SICK INDUSTRY". Rehabilitation Scheme (DRS) is under final stage of acceptance and all creditors have been settled.
- II. The Company has revalued Fixed Assets, Investments and Loans & Advances for the year ended 31.12.2007; Fixed Assets & Investments for the year ended 31.03.2009 and Fixed Assets for the year ended 31.03.2012. The Revaluation of the year ended 31.12.2007 has resulted into a Loss of ₹47,74,58,372/- and the same has been debited to Profit & Loss Account and shown below the line as "Extra Ordinary Items". Similarly, the Revaluation of the year ended 31.03.2009 has resulted into a Profit of ₹22,25,50,613/- and the same has been credited to Profit & Loss Account as "Profit on Revaluation of Assets" and shown below the line. So also, the Revaluation of the year ended 31.03.2012 has resulted into a Profit of ₹27,68,87,178/- and the same has been credited to the Revaluation Reserve Account and shown in the Balance Sheet as at 31.03.2012 under the head, Reserves & Surplus. At the time of earlier revaluations carried out as on 31.12.2007 & 31.03.2009, the Gross Block was shown at

Revalued Figures instead of Cost. Hence the same has been rectified in the year ended 31.03.2012 by replacing the Gross Cost of the Assets deducting the loss on revaluation and adding the profit on revaluation carried out as at 31.12.2007 & 31.03.2009 respectively. The difference of ₹12,23,51,108/- between the under depreciation provided on reduced value of the said assets for the year commencing from 01.01.2008 to 31.03.2009 (i.e. for a period of 15 months) and the over depreciation provided on the increased value of the said assets has been debited to the Revaluation Reserve Account of the year ended 31.03.2012.

- III. The Company has availed non funding facilities from its bankers. In this connection ₹22,97,790/- (previous year ₹22,15,895/-) are kept with Banks as lien / margin money against guarantees opened by the bankers and guarantees issued by them. Contingent liability for bills discounted with Dena Bank is NIL.
- IV. Debtors and Creditors balances are subject to confirmations from the parties.
- V. In the opinion of the Board of Directors the Current Assets, Loans & Advances except those shown as doubtful have a value on realization in the ordinary course of business at least equal to the amount at which items are stated in the Balance Sheet.
- VI. Modvat credit of Excise duty taken on purchase of Raw Materials is not included in the value of inventory of Raw Material. Also value of inventory of finished goods does not include excise duty payable on manufacture. This has no effect on the profit of the Company.
- VII. Figures of the previous year have been re-grouped / rearranged /reclassified wherever necessary.

FIBERWEB (INDIA) LIMITED

CALCULATION OF CASH PROFIT	₹	₹
Profit / (Loss) before exceptional and extraordinary items and tax		(7,329,445)
ADD:		
Depreciation and amortisation expense	22,692,981	
Publicity Expenses written off (Deferred revenue expenditure)	206,500	
Loss on Sale of Fixed Assets	360,000	
Net gain on foreign currency transactions and transactions and transtation (Other than considered as finance cost)	24,550	23,284,031
CASH PROFIT		15,954,586

As per our report of even date
For P.M.TURAKHIA & ASSOCIATES
 Firm Registration NO 111086w
For P.M.TURAKHIA & ASSOCIATE
 CHARTERED ACCOUNTANTS
(M.D.TURAKHIA)
 Membership No. 017399
 PLACE : MUMBAI
 DATE : 30.05.2014

For FIBERWEB (INDIA) LIMITED
 On behalf of Board of Directors
S PRAVIN V. SHETH - Chairman & Mananging Director
P.S.KRISHNAN - Executive Director
G.RAVINDRAN - Executive Director
SUNITA AGARWAL - Company Secretary
 PLACE : DAMAN
 DATE : 30.05.2014

FIBERWEB (INDIA) LIMITED

AUDITORS' REPORT

We have examined the above Cash Flow Statement of FIBERWEB (INDIA) LIMITED for the period ended 31st March, 2014. The Statement has been prepared by the Company in accordance with the requirements of listing agreement Clause 32 with Stock Exchanges and is based on and in agreement with corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of 30th May, 2014 to the members of the Company and reallocation required for the purpose are as made by the Company.

For P.M. Turakhia & Associates

Chartered Accountants

Firm Registration No: 111086W

M.D.Turakhia

Partner

Membership No: 017399

Place: Mumbai

Date: 30.05.2014

**FIBERWEB (INDIA) LIMITED**

Registered office : Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

CIN L25209DD1985PLC004694

ATTENDANCE SLIP

Only Shareholders or the Proxies will be allowed to attend the meeting

D. P. ID	
Client ID	

L. F. No.	
No. of Share :- held	

I/We hereby record my/our presence at the 29th Annual General Meeting of the Company being held on Tuesday 30th September 2014 at 10.00 a.m at the Registered office of the Company at Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Name of the Shareholder(s) 1. 2. 3.

Signature of Shareholder(s) 1. 2. 3.

Signature of Proxyholder

Applicable for Investors holding shares in applicationa form

Note: Member/ Proxy attending the Meeting must fill-in this attendance slip and hand it over at the entrance of the venue of the Meeting.

FIBERWEB (INDIA) LIMITED

(Pursuant to Section 105(6) of the Company Act,2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014)

CIN L25209DD1985PLC004694

FORM NO. MGT-11

PROXY FORM

CIN : L25209DD1985PLC004694

Name of the Company : FIBERWEB (INDIA) LTD.

Registered office : Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No/Client Id	
DP/ ID	

I/We, being the member(s)ofShares of the above named Company, hereby appoint:

(1) Name: Address:.....

E-mail Id:.....Signature:.....or falling him;

(2) Name:Address:.....

E-mail Id:.....Signature:..... or falling him;

(3) Name: Address:.....

E-mail Id:..... Signature:.....

FIBERWEB (INDIA) LIMITED

as my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 29th Annual General Meeting of the Company to be held on Tuesday, 30th September 2014 at 10.00 a.m. at the Registered Office of the Company at Airport Road, Kadaiya, Nani Daman, Daman (U.T.) 396210 and any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional *	
		For	Against
1	Consider and adopt the Report of Auditors / Directors and Audited Financial Statements for the year ended 31 st March, 2014.		
2	Re-appointment of Mr. P. S.Krishnan who retires by rotation.		
3	Re-appointment of Mr. P.V. Sheth who retires by rotation.		
4	Re-appointment of Mr. Bhavesh P. Sheth who retires by rotation.		
5	Appointment of M/s P.M. Turakhia & Associates, Chartered Accountants as Auditors and authorize the Board of Directors to fix their remuneration.		
6	Appointment of M/s A. V. Jobanputra, Chartered Accountants as joint Statutory Auditor and authorized Board of Directors to fix their remuneration.		
7	Appointment of Mr. D.V. Naik as an Independent Director.		
8	Appointment of Mr. K. I. Jos as an Independent Director.		
9	Adoption of New Articles of Association.		

Signed this.....day of2014.

Signature of shareholder (s).....

Signature of Proxy holders (s).....

**Affix
15 Paise
Revenue Stamp**

Notes:

(1) This form of proxy in order to be effective should be duly completed and deposited at the Registered - Office of the Company, not less than 48 hours before the commencement of the meeting.

(2) For the Resolution, Explanatory Statement and Notes, please refer to the Notice of the 29th Annual General Meeting.

(3) It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(4) Please complete all details including details of member(s) in above box before submission.

To

If undelivered, please return :

SHAREX DYNAMIC (INDIA) PVT. LTD.

Unit : Fiberweb (India) Limited

Luthra Ind Premises, Unit-1, Safeed Pool,

Andheri Kurla Road, Andheri East,

Mumbai 400 072.