



**SUPER SALES INDIA LIMITED**

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**COIMBATORE**

**31ST ANNUAL REPORT 2012-13**

# **SUPER SALES INDIA LIMITED**

Registered Office :  
34-A, Kamaraj Road, Coimbatore - 641 018.

## **BOARD OF DIRECTORS**

Sri. Sanjay Jayavarthanelu (Chairman)  
Sri. Ravi Sam  
Sri. R. Satagopan  
Sri. J. Raghupathy  
Sri. N.R. Selvaraj  
Sri. S. Venkataraman

## **AUDITORS**

M/s. S. Krishnamoorthy & Co.,  
Chartered Accountants

## **BANKERS**

Indian Overseas Bank  
Indian Bank  
IDBI Bank Limited

## **REGISTRARS & SHARE TRANSFER AGENTS**

S.K.D.C Consultants Limited,  
"Kanapathy Towers", 3<sup>rd</sup> Floor,  
1391/A-1, Sathy Road,  
Ganapathy,  
Coimbatore- 641 006.

## **COMPANY SECRETARY**

Sri. S.K. Radhakrishnan

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## SUPER SALES INDIA LIMITED

### **NOTICE TO SHAREHOLDERS**

NOTICE is hereby given that the 31<sup>st</sup> Annual General Meeting of the shareholders of Super Sales India Limited, Coimbatore - 641 018 will be held at 3.15 P.M on Thursday, the 8<sup>th</sup> August, 2013 at 'Nani Kalai Arangam', Mani Higher Secondary School, Pappanaickenpalayam, Coimbatore - 641 037 to transact the following business:

### **ORDINARY BUSINESS**

1. To consider the statement of Profit and Loss for the financial year ended 31<sup>st</sup> March, 2013, the Balance Sheet as at that date, the Report of the Board of Directors and the Report of the Auditors.
2. To appoint a Director in the place of Sri. J Raghupathy, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in the place of Sri. R Satagopan, who retires by rotation does not opt for re-appointment.
4. To appoint Auditors to hold office upto the conclusion of the next Annual General Meeting and to fix their remuneration.

### **SPECIAL BUSINESS**

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

RESOLVED that Sri N R Selvaraj be and is hereby appointed as Director of the Company, he is liable to retire by rotation.

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

RESOLVED that Sri S Venkataraman be and is hereby appointed as Director of the Company, he is liable to retire by rotation.

By Order of the Board

Coimbatore  
22<sup>nd</sup> May, 2013

**S. K. Radhakrishnan**  
Company Secretary

### **Notes:**

1. **A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY CAN VOTE IN FAVOUR OR AGAINST THE RESOLUTION AT POLL.**
2. **THE INSTRUMENT APPOINTING THE PROXY SHOULD BE LODGED WITH THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED COMMENCEMENT OF THE MEETING.**
3. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, the 1<sup>st</sup> August, 2013 to Thursday, the 8<sup>th</sup> August, 2013 (both days inclusive).
4. Members are requested to communicate their change of address, if any, quoting their folio numbers to our Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited, "Kanapathy Towers", 3<sup>rd</sup> Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore- 641 006. Similarly members holding shares in Demat form, shall intimate the change of address, if any, to their respective Depository Participants.

## SUPER SALES INDIA LIMITED

5. Pursuant to Section 205C of the Companies Act, 1956, all unclaimed dividends shall be transferred to the "Investor Education and Protection Fund" of the Central Government after a period of 7 years from the date of declaration. Shareholders, who have not encashed their dividend warrants for the years 2005-06, 2006-07, 2007-08, 2008-09, 2009 - 10 and 2010 -11 are requested to write to our Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited, "Kanapathy Towers", 3<sup>rd</sup> Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore- 641 006 for claiming the dividend. Once the unclaimed dividend is transferred to the Investor Education and Protection fund, no claim can be made to the Company by the Shareholders thereafter.
6. Shareholders holding shares in the physical form and wish to avail Electronic Clearing Services (ECS) facility (subject to availability of the facility) may authorize the Company with ECS mandate in the prescribed form (enclosed) and the same should be lodged with the Registrars and Share Transfer Agents M/s. SKDC Consultants Limited for payment of dividend in future through ECS, if eligible.
7. Members who require any clarifications on accounts or operations of the Company are requested to write their queries to the Company Secretary so as to reach him at least one week before the meeting. The queries will be answered accordingly.
8. The Ministry of Corporate Affairs ("MCA"), Government of India, has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by serving the documents viz. Notices for general meetings, Financial Statements, Annual Reports etc. through electronic mode, for which the Company has to obtain email addresses of its members. To take part in the above Green Initiative, we propose to send the above documents in electronic form to the email addresses of the members.

In order to serve the documents in electronic mode, Members holding shares in physical mode are requested to communicate their e-mail address quoting their folio numbers to our Registrars and Share Transfer Agents. Similarly members holding shares in Demat form shall intimate their e-mail address to their respective Depository Participants at the earliest.

### **Explanatory Statement pursuant to Section 173 of the Companies Act, 1956.**

#### **Item No. 5 & 6**

The Board of Directors at the meeting held on 29<sup>th</sup> October, 2012 appointed Sri. N.R. Selvaraj and Sri. S. Venkataraman as Additional Directors with effect from 29<sup>th</sup> October, 2012. They will hold office up to the ensuing Annual General Meeting. The Company has received notices in writing from Shareholders proposing their candidature to the office of the director in terms of Section 257 of the said Act together with the required deposit.

They are liable to retire by rotation.

Sri. N.R. Selvaraj a chartered accountant has wide experience in finance, accounts, auditing and Administration.

Sri. S. Venkataraman a B.Tech., graduate and a post graduate in Industrial Engineering has wide experience in the field of marketing of textile machineries and engineering products.

It is desirable that the Company avail of their service as Members of the Board.

Sri. N.R. Selvaraj is holding 100 equity shares in our Company and Sri. S. Venkataraman does not hold any shares.

Except Sri. N. R. Selvaraj and Sri. S. Venkataraman, none of the other Directors is concerned or interested in the resolutions.

#### **Disclosures:**

Brief resume and the details of shareholding as required to be given under clause 49 of the Listing Agreement in connection with the appointment, retirement and re-appointment of Non-Executive Directors and Directors inter-se relationships are provided under Report on Corporate Governance.

By Order of the Board

Coimbatore  
22<sup>nd</sup> May, 2013

**S. K. Radhakrishnan**  
Company Secretary

## **DIRECTORS' REPORT**

Your Directors have pleasure in presenting the 31<sup>st</sup> Annual Report of the Company together with audited accounts of the Company for the financial year ended 31<sup>st</sup> March, 2013.

### **FINANCIAL RESULTS**

Financial results for the year under review are summarized below:

<b>Particulars</b>	<b>2012-13 (Rs. in Lakhs)</b>	2011-12 (Rs. in Lakhs)
Income from operations	<b>18684.04</b>	14469.19
Other Income	<b>373.90</b>	317.79
Profit before Interest and Depreciation	<b>4987.92</b>	917.93
Less: Interest	<b>1206.97</b>	1243.04
Profit/(Loss) before Depreciation	<b>3780.95</b>	(325.11)
Less: Depreciation	<b>1942.61</b>	1783.46
Profit/(Loss) before Tax	<b>1838.34</b>	(2108.57)
Add/(Less): Provision for Taxes	<b>785.49</b>	(692.90)
Profit/(Loss) after Tax	<b>1052.85</b>	(1415.32)
Add: Balance in Profit & Loss Account	<b>1386.67</b>	2801.99
Balance Available for Appropriation	<b>2439.52</b>	1386.67
<b>Appropriation:</b>		
Proposed Dividend	<b>76.79</b>	Nil
Tax on Dividend	<b>13.05</b>	Nil
Transferred to General Reserve	<b>500.00</b>	Nil
Surplus in Profit & Loss Account Carried over to Balance Sheet	<b>1849.68</b>	1386.67

### **DIVIDEND**

Your Directors recommend, payment of dividend of Rs. 2.50 per equity share of Rs. 10/- each for the financial year ended 31<sup>st</sup> March, 2013, which if approved at the forthcoming Annual General Meeting, will be paid to those equity shareholders whose names appear in the Register of Members as on 8<sup>th</sup> August, 2013 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the basis of beneficial ownership as per the details furnished by the Depositories for this purpose at the end of business hours on 31<sup>st</sup> July, 2013.

### **SEGMENT WISE PERFORMANCE**

#### **Agency Division**

The liquidity constrains of the spinning mills due to heavy losses incurred during the previous financial year were not fully overcome during the year under review inspite of better performance. Hence the mills could not re-commence their normal modernization and expansion programmes yet.

The off take of machinery was slow and hence our agency division could achieve a turnover of Rs. 1579.07 lakhs only during the year.

This division earned a PBT of Rs. 1114.52 Lakhs.

#### **Textile Division**

The stabilisation of cotton and yarn prices provided some respite to the spinning mills during the year. There was a moderate improvement in the workings and the division has achieved a turn over of Rs. 14255.58 Lakhs and PBT of Rs. 334.88 Lakhs.

#### **Wind Mill Division**

This division has done extremely well with highest generation of wind power during the year under review. However due to frequent and long hours of shutdowns, the power generated by the wind mills could not be fully consumed at our spinning mills and hence unutilized banked power has been billed to TANGEDCO at a lower rate of Rs. 2.75 per unit. This affected the turnover and profits of the division which otherwise would have been much better. This division has achieved a turnover of Rs. 1803.88 Lakhs and a PBT of Rs. 646.76 Lakhs.

**Engineering Division**

The performance of the division has improved from the last quarter of the year. During the year under review this division has incurred a loss of Rs. 354.61 Lakhs.

**EXPORTS**

The Company's exports including the supplies to merchant exporters was Rs. 1268.21 Lakhs (Previous year Rs. 1174.89 Lakhs) during the year under review.

**PROSPECTS**

The cotton prices are comparatively stable. Though yarn prices have come down sharply, it is expected to improve from the second quarter of the current year. The power supply position will be better till October, 2013 in view of the support from windmills during the season. The spinning mills are slowly returning to the normal working and hence the modernization and expansion activities are expected to improve. The Engineering division will also improve its performance during the current year. Considering the above facts the performance of the company is expected to be good during the current year.

**DIRECTORS**

Sri. J. Raghupathy and Sri. R. Satagopan, Directors, retire by rotation at the ensuing Annual General Meeting. Being eligible, Sri. J. Raghupathy offers himself for re-appointment. However Sri. R. Satagopan does not opt for re-appointment.

Sri. R. Venkatrangappan was inducted into the Board of our Company on 9<sup>th</sup> September, 1983. Then on 25<sup>th</sup> November, 1989 he was elected as Chairman of the board succeeding Late Sri. G.Devarajan.

Sri. R. Venkatrangappan, with his in-depth administrative knowledge and professional expertise gained through years of varied work in public sector, guided the Board of Directors and the Company in all functional domains. He was instrumental in developing a good customer base for the agency division.

The Board records its appreciation of his distinguished and dedicated guidance and valuable contribution for the development and growth of the Company during his tenure of more than 29 years.

Sri. C. B. Kariappa, was inducted into the Board of the Company on 30<sup>th</sup> June, 1989. Sri. C. B. Kariappa, with his in-depth knowledge in the fields of HR, Corporate planning, industrial relation and insurance, guided the Board of Directors and the Company in all its functions.

The Board records its appreciation of his valuable contribution for the development and growth of the Company during his tenure of more than 23 years.

Sri. N. R. Selvaraj and Sri. S. Venkataraman were appointed as Additional Directors of the company with effect from 29.10.2012 will hold office up to the ensuing Annual General Meeting. A notice proposing their candidatures for the Directorship have been received from shareholders. Necessary resolutions will be placed at the ensuing Annual General Meeting.

**FIXED DEPOSITS**

There is no deposit remaining unclaimed at the end of the financial year 2012-13. The Company has complied with all the provisions of Section 58A of the Companies Act, 1956 and Rules made there under with regard to acceptance of Deposits.

**INDUSTRIAL RELATIONS**

Industrial relations are cordial and your Directors appreciate the co-operation extended by the employees.

**LISTING**

Your Company's shares are listed in Bombay Stock Exchange Limited and Madras Stock Exchange Limited. The listing fee has been duly paid.

**AUDITORS**

M/s. S. Krishnamoorthy & Co., Chartered Accountants, the retiring auditors have given the certificate pursuant to Section 224(1B) of the Companies Act, 1956 and are eligible for re-appointment.

**COST AUDITOR**

Pursuant to the directives of the Central Government under the provisions of Section 233B of the Companies Act, 1956, Sri. G. Sivagurunathan, Cost Auditor has been appointed to conduct Cost Audit relating to the Textile and Engineering Divisions for the financial year 2012-13.

The cost Audit report for the year 2011- 12 has been filed on 8<sup>th</sup> January, 2013 and the same was filed within the due date.

**INFORMATION PURSUANT TO SECTION 217 OF THE COMPANIES ACT, 1956**

In terms of sub-section (2A) of Section 217 of the Companies Act, 1956, the Company has no employee drawing salary exceeding Rs. 60.00 Lakhs per annum or Rs. 5.00 Lakhs per month during the year under review.

Energy consumption particulars as required by Rule 2 of the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 are given in the Annexure I attached.

Technology absorption particulars as required under the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 are given in the Annexure II attached.

**FOREIGN EXCHANGE EARNINGS AND OUT GO**

The Foreign Exchange earnings and outgo during the year under review were as follows:

Foreign Exchange Earned : Rs. 54.58 Lakhs

Foreign Exchange Outgo : Rs. 505.32 Lakhs

Foreign currency Term loan Repayment	:	Rs. 138.93 Lakhs
Capital goods imports (including advances)	:	Rs. 166.02 Lakhs
Foreign currency Term loan interest payment	:	Rs. 7.41 Lakhs
Raw Material imports	:	Rs. 132.12 Lakhs
Stores and Spares imports (including advances)	:	Rs. 52.81 Lakhs
Others	:	Rs. 8.03 Lakhs

**ADDITIONAL DISCLOSURES**

In line with the requirement of Listing Agreement entered with the Stock Exchanges, Management Discussion and Analysis Report, Corporate Governance Report, A certificate from the Auditors of the Company regarding compliance of Corporate Governance and Related Party disclosures are made part of the Annual Report.

A certificate from CEO/CFO, interalia, confirming the correctness of the financial statements is also made part of the Annual Report.

**DIRECTORS' RESPONSIBILITY STATEMENT**

In compliance of Section 217(2AA) of the Companies Act, 1956, the Directors of your Company confirm that:

- all applicable Accounting Standards have been followed in the preparation of annual accounts and that there is no material departure;
- such accounting policies have been selected and applied consistently and such judgements and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2013 and of the profit of the Company for the year ended on that date;
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the annual accounts have been prepared on a going concern basis.

**GENERAL**

The Directors place on record their sincere thanks to all the Principals for the whole hearted co-operation and to the bankers of the Company for their financial assistance. Directors also wish to thank the customers for their support and confidence reposed in the Company and to the employees at all levels for their co-operation and dedication.

By Order of the Board

Coimbatore  
22<sup>nd</sup> May, 2013

**SANJAY JAYAVARTHANAVELU**  
Chairman

**ANNEXURE - I**  
**FORM - A**  
**(See Rule 2)**

**Statement appended to the Directors' Report pursuant to Rule 2(A) of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31<sup>st</sup> March, 2013.**

	<b>31.03.2013</b>	31.03.2012
<b>A. POWER AND FUEL CONSUMPTION</b>		
1. Electricity		
a. Purchased :		
Total Amount	Units <b>9,05,739</b>	43,11,726
Rate / Unit	Rs. <b>75,15,213</b>	2,42,72,972
	Rs. <b>8.30</b>	5.62
b. Through own Generation:		
i. through Diesel Generators	Units <b>89,13,480</b>	43,57,269
Units per litre of diesel oil	<b>3.52</b>	3.49
Cost / Unit	Rs. <b>13.26</b>	10.91
ii. through Wind Energy Generators	Units <b>2,31,10,341</b>	2,04,94,889
Cost / Unit	Rs. <b>4.31</b>	4.51
2. Coal (Specify quantity and where used)	<b>Nil</b>	Nil
3. Furnace Oil	<b>Nil</b>	Nil
4. Other / Internal generation (Please give details)	<b>Nil</b>	Nil
 <b>B. CONSUMPTION PER UNIT OF PRODUCTION</b>		
Product name		
Grey Yarn (Kg)	<b>41,54,296</b>	35,63,810
Consumption per kg		
Electricity (units)	<b>7.59</b>	8.15
Furnace Oil	<b>Nil</b>	Nil
Coal	<b>Nil</b>	Nil
Others (Specify)	<b>Nil</b>	Nil



**ANNEXURE - II**  
**FORM - B**  
(See Rule 2)

**Form for disclosure of particulars with respect to absorption.**

*Research and development (R & D)*

- |   |   |    |
|---|---|----|
| 1. Specific areas in which R & D carried out by the Company.  | : | -- |
| 2. Benefits derived as a result of the above R&D              | : | -- |
| 3. Future plan of action                                      | : | -- |
| 4. Expenditure on R & D :                                     | : | -- |
| (a) Capital   |   |    |
| (b) Recurring   |   |    |
| (c) Total   |   |    |
| (d) Total R & D expenditure as a percentage of total turnover |   |    |

*Technology absorption, adaptation and innovation*

- |   |   |    |
|---|---|----|
| 1. Efforts, in brief, made towards technology absorption, adaptation and innovation.  | : | -- |
| 2. Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc.,              | : | -- |
| 3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year) following information may be furnished | : | -- |
| (a) Technology imported.  |   |    |
| (b) Year of import.   |   |    |
| (c) Has technology been fully absorbed?   |   |    |
| (d) If not fully absorbed, areas where this has not taken place, reasons there for and future plans of action.  |   |    |

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### ECONOMY OVER VIEW:

#### Growth in 2012

The World Bank estimated global GDP grew 2.3 percent in 2012. Growth in high-income countries remained weak, with their GDP expanding only 1.3 percent in 2012. Developing countries recorded among their slowest economic growth rates of the past decade in 2012, with GDP estimated to have grown at 5.1 percent. India's GDP growth for the period April-December 2012 declined to 5.0 percent from 6.6 percent a year ago due to the weakness in industrial activity aggravated by domestic supply bottlenecks and slowdown in the services sector.

#### Outlook for 2013

Global GDP Growth is expected to remain broadly unchanged at 2.4 percent in 2013. Growth for developing countries is projected as 5.5 percent in 2013 as against 5.1 in 2012. During 2013-14, Indian economic activity is expected to show only a modest improvement over last year, with a pick-up likely only in the second half of the year which again depends upon a normal monsoon with which the agricultural growth could return to normal levels. Accordingly, the baseline GDP growth for 2013-14 is projected at 5.7 percent.

The outlook for industrial activity remains subdued due to drying up of new investment and postponement of existing projects and implementation gaps.

The Reserve Bank cumulatively raised the CRR by 100 basis points and the policy repo rate 13 times by a total of 375 basis points, between January, 2010 and October, 2011 to tame the inflation.

In view of slowdown in growth, especially investment activity and some moderation in inflation, the Reserve Bank paused the rate cuts in December, 2011. It indicated that no further tightening might be required and that future actions would be towards lowering the rates. During 2012-13, RBI cumulatively reduced the repo by 100 basis points, the SLR by 100 basis points and the CRR by 75 basis points. This may help the companies to avail funds at lesser cost.

### OPPORTUNITIES AND THREATS:

#### Opportunities:

1. The policy change of import of yarn instead of cotton by the Chinese Government and improvement in the other economies may be helpful in maintaining the steady demand for yarn.
2. Extension of technology upgradation scheme may increase the activities of expansion and modernisation.
3. Normal monsoon is predicted by the Meteorological department and hence the cotton production is expected to be good.

#### Threats:

1. The demand for the yarn in domestic market is sluggish due to pollution problems and economic slow down.
2. The power shortage may force the mills to use gensets which in turn increase the cost of production.
3. The rising cost of raw material, labour and transportation erase the competitiveness of the Indian Textile Industry in the international market.
4. The deteriorating quality parameters of cotton may affect the quality of yarn.

**SEGMENT WISE PERFORMANCE:**

**Agency Division**

The liquidity constraints of the spinning mills due to heavy losses incurred during the previous financial year were not fully overcome during the year under review in spite of better performance. Hence the mills could not re-commence their normal modernization and expansion programmes yet.

The off take of machinery was slow and hence our agency division could achieve a turnover Rs. 1579.07 Lakhs only during the year.

This division earned a PBT of Rs. 1114.52 Lakhs.

**Textile Division**

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**Wind Mill Division**

This division has done extremely well with highest generation of wind power during the year under review. However due to frequent and long hours of shutdowns, the power generated by the wind mills could not be fully consumed at our spinning mills and hence unutilized banked power has been billed to TANGEDCO at a lower rate of Rs. 2.75 per unit. This affected the turnover and profits of the division which otherwise would have been much better. This division has achieved a turnover of Rs. 1803.88 Lakhs and a PBT of Rs. 646.76 Lakhs.

**Engineering Division**

The performance of the division has improved from the last quarter of the year. During the year under review this division has incurred a loss of Rs. 354.61 Lakhs.

**PROSPECTS:**

The cotton prices are comparatively stable. Though yarn prices have come down sharply, it is expected to improve from the second quarter of the current year. The power supply position will be better till October, 2013 in view of the support from windmills during the season. The spinning mills are slowly returning to the normal working and hence the modernization and expansion activities are expected to improve. The Engineering division will also improve its performance during the current year. Considering the above facts the performance of the company is expected to be good during the current year.

**CONCERN:**

The areas of concern are:

1. Yarn market conditions which depend upon exports to China may have an impact if there is any change in their policy.
2. Availability of man power.
3. High cost of Bank finance.

**INTERNAL CONTROL SYSTEM AND ADEQUACY:**

The Company has an adequate internal control system commensurate with its size and nature of its business. Management has overall responsibility for the Company's internal control system to safeguard the assets and to ensure reliability of financial records.

The Company has a detailed budgetary control system and the actual performance is reviewed periodically and decision taken accordingly.

Internal audit programme covers all areas of activities and periodical reports are submitted to the Management. Audit Committee reviews all financial statements and ensures adequacy of internal control systems. The Company has a well-defined organization structure, authority levels and internal rules and guidelines for conducting business transactions.

**SUPER SALES INDIA LIMITED****FINANCIAL PERFORMANCE AND ANALYSIS:**

(Rs. in Lakhs)

Particulars	2012-13	2011-12	Change	Percentage
Income from Operations	18684.04	14469.19	4214.85	29.13
Other Income	373.90	317.79	56.11	17.66
Profit before Interest & Depreciation	4987.92	917.93	4069.99	443.39
Interest	1206.97	1243.04	(36.07)	(2.90)
Profit before Depreciation	3780.95	(325.11)	4106.06	1262.98
Less: Depreciation	1942.61	1783.46	159.15	8.92
Profit before Tax	1838.34	(2108.57)	3946.91	187.18
Profit after Tax	1052.85	(1415.32)	2468.17	174.39

**HUMAN RESOURCES:**

The Company's HR objectives aim to develop and train each individual to perform to his fullest capacity, achieving individual excellence and company's goals. The shortage of man power has become a severe problem and efforts have already been initiated to recruit employees to meet our requirements.

**CAUTION:**

Statements in the management discussion and analysis describing the Company's objectives, projections, estimates and expectations may be considered as "forward looking statements" within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. The factors that might influence the operations of the Company are demand-supply conditions, finished goods prices, raw material costs & availability, change in the government regulations, WTO and natural calamities over which the Company has no control.

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

For and on behalf of the Board

Coimbatore  
22<sup>nd</sup> May, 2013(Sd.) **SANJAY JAYAVARTHANAVELU**  
Chairman

## CORPORATE GOVERNANCE REPORT

### 1. PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company is committed to ensure a good practice of Corporate functioning, maximizing the customer satisfaction by offering quality services & products (in least possible time) at reasonable cost and ensure compliance with all regulations as applicable with adequate transparency and accountability.

### 2. BOARD OF DIRECTORS

In order to enable the Board to discharge its responsibilities effectively all statutory, significant and material informations are placed before the Board on quarterly basis.

#### (A) Board Composition

The composition of the Board of Directors is:

Name	Category	Number of Other Directorships	No of committees in which he is Member/ Chairman
Sri. Sanjay Jayavarthanavelu*	Non-Executive, Chairman, Promoter	11	4/0
Sri. Ravi Sam	Non-Executive, Promoter	11	2/0
Sri. R. Satagopan	Non-Executive, Independent	1	3/3
Sri. J. Raghupathy	Non-Executive, Independent	3	3/0
Sri. N. R. Selvaraj	Non-Executive, Non Independent	5	3/0
Sri. S. Venkataraman	Non-Executive, Independent	1	2/0

\*Consequent to relinquishment of chairmanship by Sri. R. Venkatrangappan with effect from 29<sup>th</sup> October, 2012, Sri. Sanjay Jayavarthanavelu has been elected as Chairman of the Board with effect from 2<sup>nd</sup> November, 2012.

Number of Membership/Chairmanship in committees of all Directors is within the Limits specified in Clause 49 I (C) (ii) read with explanation 2 of the Listing Agreement.

#### (B) Board Meeting and Attendance

Five Board Meetings were held during the period from 1<sup>st</sup> April, 2012 to 31<sup>st</sup> March, 2013, on 23.05.2012, 08.08.2012, 29.10.2012, 02.11.2012 and 25.01.2013. Details of attendance of each Director at the Board meeting and Last AGM during the financial year ended 31<sup>st</sup> March, 2013 are given below :

Name\Date of Meetings	23.05.12	08.08.12	29.10.12	02.11.12	25.01.13	AGM 08.08.12
Sri. R.Venkatrangappan*	✓	✓	✓	-	-	✓
Sri. C. B. Kariappa*	✓	✓	×	-	-	✓
Sri. Ravi Sam	✓	✓	×	×	✓	×
Sri. Sanjay Jayavarthanavelu	✓	✓	✓	✓	✓	✓
Sri. R. Satagopan	✓	✓	✓	✓	✓	✓
Sri. J. Raghupathy	✓	✓	✓	✓	✓	×
Sri. N.R.Selvaraj**	-	-	✓	✓	✓	-
Sri. S.Venkataraman**	-	-	×	×	✓	-

\* Sri. R. Venkatrangappan, Non executive Chairman and Sri. C.B. Kariappa, Director have relinquished their directorships in the company with effect from 29<sup>th</sup> October, 2012.

\*\* Sri. N. R. Selvaraj and Sri. S. Venkataraman have been appointed as additional directors of the company with effect from 29<sup>th</sup> October, 2012.

**(C) Retirement of Directors by rotation and being eligible, offer for re-appointment**

**1. Sri. J Raghupathy**

Sri. J. Raghupathy is a graduate in Science and having five decades of experience in the textile industry. After Completion of his education, he took over the charge of Vijayakumar Mills Limited, Palani, Tamilnadu. He promoted several Companies. Presently he is the Managing Director of Veejay Syntex Private Limited.

Other Directorships :

1) Veejay Syntex Private Limited 2) Veejay Yarns and Fabrics Private Limited 3) Veejay Terry Products Limited

Membership of Committees of other Companies:

Audit Committees : Nil

Remuneration Committees : Nil

Share Transfer Committees: Nil

Shareholders and Investors Grievance Committees : Nil

Share holding : 1500 equity shares of Rs. 10/- each constituting 0.048% of the paid up capital.

**2. Sri. R. Satagopan**

Sri. R. Satagopan retire by rotation and is eligible for re-appointment. However he has expressed his intention not to seek re-appointment.

**Details of the directors seeking appointment**

**1. Sri. N. R. Selvaraj**

Sri. N. R. Selvaraj born on 05.10.1947 is a B.Com graduate and also a member of the Institute of Chartered accountants of India.

Sri. N. R. Selvaraj served in Canara Bank for about 17 years in various capacities such as Senior Manager- Advance department, Inspection department etc. He is also having more than 20 years of experience in M/s Lakshmi Machine Works Limited in Finance and Internal Audit Departments.

Directorship in other Companies:

Sri. N. R. Selvaraj is a director in the following companies:

1. Quattro Engineering India Limited
2. Lakshmi Life Sciences Limited
3. Hermes Academy of Training Limited
4. Revantha Holdings Limited
5. SCFS Finance Private Limited

Sri. N.R. Selvaraj is holding 100 equity shares of Rs.10/- each.

**2. Sri. S. Venkataraman**

Sri.S. Venkataraman born on 13.11.1948 is a B.Tech graduate and also completed Post Graduation in Industrial Engineering.

Sri. S. Venkataraman served in M/s. Voltas Limited for more than 15 years in various capacities including head of the textile machinery marketing division at Coimbatore. He has more than 20 years experience in Textile Industry.

Directorship in other Companies:

1. Lakshmi Ring Travellers (Coimbatore) Limited.

Sri. S. Venkataraman is not holding any equity shares in the Company.

**3. REMUNERATION OF DIRECTORS**

Sitting fee paid to the Directors during the financial year ended 31<sup>st</sup> March, 2013

(Amount in Rupees)

Name	Sitting fee
Sri. R. Venkatrangappan	1,00,000
Sri. C. B. Kariappa	50,000
Sri. Sanjay Jayavarthanavelu	1,00,000
Sri. Ravi Sam	60,000
Sri. R. Satagopan	1,10,000
Sri. J. Raghupathy	1,00,000
Sri. N.R.Selvaraj	80,000
Sri. S.Venkataraman	20,000

At present, the Company pays only sitting fees to all the Non-Executive Directors.

No benefits other than the above are given by the Company to the Directors. No Salary, Benefit, Bonus, Stock Option, Performance linked incentives, Severance fee and Pension are given to Directors.

Non- Executive Directors' share holding:

Sri. Sanjay Jayavarthanavelu	:	216288 shares
Sri. Ravi Sam	:	1000 shares
Sri. J. Raghupathy	:	1500 shares
Sri. R. Satagopan	:	Nil
Sri. N. R. Selvaraj	:	100 shares
Sri. S. Venkataraman	:	Nil

There is no pecuniary relationship or transactions of the Non- Executive Directors with the Company.

**4. COMMITTEES OF DIRECTORS**

The Board has constituted four committees of Directors to deal with the matters referred to it for timely decision.

(i) Audit Committee

Audit Committee has been constituted on 28.06.2002. The broad terms of reference to the Committee are compliance of adequate internal control system, financial disclosures and other issues confirming to the requirements specified in the Listing Agreement.

The Committee has been reconstituted on 2.11.2012 and at present, the Committee consists of the following Directors as its Members:

1. Sri. R. Satagopan - Chairman
2. Sri. Ravi Sam - Member
3. Sri. J. Raghupathy - Member
4. Sri. N.R. Selvaraj - Member
5. Sri. S. Venkataraman - Member

The Committee has met 4 times during the financial year ended 31<sup>st</sup> March, 2013.

Sri. S.K. Radhakrishnan, Company Secretary is the Secretary of the Committee.

Name\Date of Audit Committee Meetings	23.05.12	08.08.12	29.10.12	25.01.13
Sri. R. Satagopan	✓	✓	✓	✓
Sri. C. B. Kariappa*	✓	✓	X	-
Sri. Ravi Sam	✓	✓	X	✓
Sri. J. Raghupathy	✓	✓	✓	✓
Sri. N.R.Selvaraj	-	-	-	✓
Sri. S.Venkataraman	-	-	-	✓

\*Sri. C. B. Kariappa resigned his directorship with effect from 29.10.2012 consequently he also ceased from the membership of Audit Committee.

## SUPER SALES INDIA LIMITED

### (ii) Remuneration Committee

The Committee has been formed to determine the Company's policy on remuneration package to the Executive Directors and any compensation payments. The Committee has been reconstituted on 2.11.2012 and the reconstituted Committee consists of the following Directors as its Members.

- |                         |   |        |
|-------------------------|---|--------|
| 1. Sri. R. Satagopan    | - | Member |
| 2. Sri. Ravi Sam        | - | Member |
| 3. Sri. J. Raghupathy   | - | Member |
| 4. Sri. S. Venkataraman | - | Member |

There is no remuneration committee meeting held during the financial year ended 31<sup>st</sup> March, 2013.

### (iii) Shareholders / Investors Grievance Committee

The Committee has been formed to specifically look into Shareholders / Investors complaints, if any, on transfer of shares, non-receipt of balance sheet, etc., and also the action taken by the Company on the above matters.

The Committee has been reconstituted on 2.11.2012 and the reconstituted Committee consists of the following Directors as its Members

- |                        |   |          |
|------------------------|---|----------|
| 1. Sri. R. Satagopan   | - | Chairman |
| 2. Sri. J. Raghupathy  | - | Member   |
| 3. Sri. N. R. Selvaraj | - | Member   |

Sri. S. K. Radhakrishnan, Company Secretary is the Compliance Officer.

During the financial year no complaints were received from the investors. The outstanding complaint as on 31<sup>st</sup> March, 2013 was Nil. The committee has met 2 times during the financial year ended 31<sup>st</sup> March, 2013.

Particulars of Shareholders/Investors Grievance Committee Meeting and attendance of the members present at the meetings.

Name\Date of Meetings	08.08.12	25.01.13
Sri. C. B. Kariappa*	✓	-
Sri. Sanjay Jayavarthanavelu	✓	-
Sri. R. Satagopan	✓	✓
Sri. J.Raghupathy	-	✓
Sri. N.R.Selvaraj	-	✓

\*Sri. C. B. Kariappa resigned his directorship with effect from 29.10.2012 consequently he also ceased from the membership of the Shareholders/Investors Grievance committee.

### (iv) Share Transfer Committee

The Share Transfer Committee has been formed with 8 members, 5 members representing the Company and 3 members representing the Share Transfer Agents. The Committee reviews and approves transfers and transmission of equity shares.

Fourteen Share Transfer Committee Meetings were held during the period from 1<sup>st</sup> April, 2012 to 31<sup>st</sup> March, 2013. Sri.R. Venkatrangappan, Member has attended 7 meetings, Sri. Sanjay Jayavarthanavelu, Member has attended 4 meetings and Sri. N. R. Selvaraj, Member has attended 3 meetings. Sri. Ravi Sam, Member has taken leave of absence for all the meetings of the Share Transfer Committee.



**5. GENERAL BODY MEETINGS**

Information regarding last 3 years' General Body meetings are given below:

Location	AGM / EGM	Day	Date	Time
Nani Kalai Arangam, Mani Higher Sec. School, Coimbatore - 641 037	AGM	Wednesday	28.07.2010	11.30 AM
-- do --	AGM	Thursday	11.08.2011	3:00 PM
-- do --	AGM	Wednesday	08.08.2012	3:00 PM

1. No special resolution was passed during the years 2009-10 and 2010-11.

2. During 2011-12 two special resolutions were passed.

At the 29<sup>th</sup> AGM held on 11.08.2011 two special resolutions were passed. One is for altering the Articles of Association of the Company enabling the Company to buy back its own securities and other one is for withdrawal of delisting application from Madras Stock Exchange Limited.

**6. DISCLOSURES**

There is no materially significant related party transaction that would have been a potential conflict with the interests of the Company at large. Also no penalty or strictures have been imposed on the Company by any Regulatory Authority for non-compliance of any law.

Company has not adopted whistle blower policy and no person has been denied access to Audit Committee.

Certificate from the Statutory Auditors confirming the compliance with all the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement of the Stock exchanges in India forms part of this report.

Inter-se relationship between the directors:

Sri. Ravi Sam, Director is the sister's husband of Sri. Sanjay Jayavarthnavelu, Chairman. No other director is related to each other.

The Company has complied the following non-mandatory requirement:

Remuneration Committee of the Board of Directors of the Company has been constituted and the particulars of the Committee are elsewhere given in this Report.

The Company has not complied with any other non-mandatory requirements given in the Listing agreement.

In the preparation of financial statements, no differential treatment from the prescribed accounting standards are followed.

In terms of the listing agreement entered with the Stock Exchanges intimations have been sent to the shareholders to claim the unclaimed shares. Even after the reminders some of the shares had not been claimed by the Share Holders and as per clause 5A of the Listing agreement entered with the stock exchanges these shares have been kept in a separate demat account opened for this purpose.

## SUPER SALES INDIA LIMITED

Number of cases and number of shares unclaimed at the beginning of the year : 3 and 75  
Number of shareholders claimed during the year : Nil  
Number of shares transferred to the shareholders: Nil  
Number of cases and number of shares unclaimed at the end of the year : 3 and 75

The holders of the unclaimed share are requested to contact the Registrars and share transfer agent for claiming the shares.

In compliance of Clause 49 (I)(B) of the Listing Agreement, it is disclosed that the Company does not have any pecuniary relationship or transactions with its Non- Executive Directors during the financial year ended 31<sup>st</sup> March, 2013.

### 7. MEANS OF COMMUNICATION

The quarterly results were published in leading Newspapers viz., Financial Express [English] and Dinamalar [Tamil]. The corporate information, shareholding pattern, financial statements are posted in the Company's web-site [www.supersales.co.in](http://www.supersales.co.in).

### 8. SHAREHOLDERS INFORMATION

#### (i) Annual General Meeting

Day & Date : Thursday, the 8<sup>th</sup> August, 2013  
Time : 3.15 PM  
Venue : 'Nani Kalai Arangam'  
Mani Higher Secondary School,  
Pappanaickenpalayam,  
Coimbatore – 641 037.

#### (ii) Financial Calendar (2013-14)

Results for the financial year 2012-13: 22<sup>nd</sup> May, 2013  
Posting of Annual Report : On or before 10<sup>th</sup> July, 2013  
Last date of receipt of proxy forms : 6<sup>th</sup> August, 2013  
Announcement of Quarterly Results : August, 2013,  
October, 2013,  
January, 2014 &  
May, 2014

(iii) Date of Book Closure : 1<sup>st</sup> August, 2013 to 8<sup>th</sup> August, 2013  
(both days inclusive)

(iv) Dividend Payment Date : on or before 23<sup>rd</sup> August, 2013

#### (v) Listing on Stock Exchanges and Market Price

The shares of the Company are listed in Madras Stock Exchange Limited and Bombay Stock Exchange Limited. The market price data of High and Low during each month in the last financial year at Bombay Stock Exchange, Mumbai is given in point No.(vii).

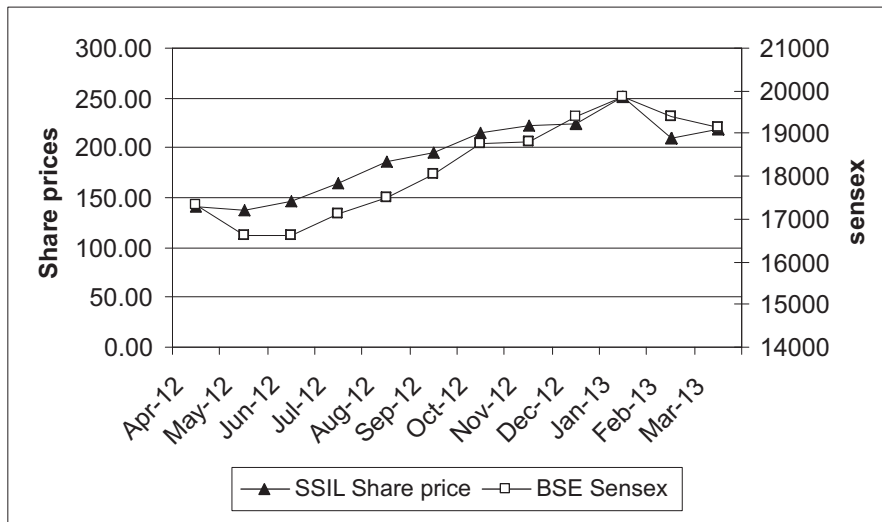
(vi) Scrip Code at Bombay Stock Exchange : 512527  
International security identification number (ISIN) : INE091C01017

## SUPER SALES INDIA LIMITED

(vii) Market Price data: Monthly Low and High Prices: (BSE)

Month	High Price (Rs.)	Low Price (Rs.)	Sensex
April, 2012	149.80	131.00	17337.13
May, 2012	147.90	126.10	16621.02
June, 2012	166.50	128.00	16598.73
July, 2012	177.80	152.25	17114.84
August, 2012	212.00	161.25	17499.76
September, 2012	218.00	172.20	18060.37
October, 2012	246.60	185.00	18765.36
November, 2012	269.00	177.05	18814.20
December, 2012	257.00	191.10	19380.61
January, 2013	286.90	215.00	19856.30
February, 2013	235.45	182.25	19380.33
March, 2013	265.95	170.00	19161.55

(viii) Super Sales Share prices Vs BSE Sensex



(ix) Registrar & Share Transfer / Demat Agents

Company's share transfer work and dematerialization are done by M/s. SKDC Consultants Limited, "Kanapathy Towers", 3<sup>rd</sup> Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore- 641 006. (Phone: 0422-6549995, 2539835-836 Fax : 0422-2539837 and Email: info@skdc-consultants.com). The shareholders can contact them for all the matters relating to their shareholdings.

(x) Share Transfer System

The share transfers are registered and returned within a period of 15 days from the date of receipt, if the documents are in order. The share transfers are approved by the Shares Transfer Committee.

## SUPER SALES INDIA LIMITED

(xi) Distribution of Shareholding as on 31.03.2013

No. of equity shares held		No. of shareholders	No. of shares held	% held
Upto	500	5,747	6,68,172	21.75
501 to	1000	245	1,85,560	6.04
1001 to	2000	105	1,62,158	5.28
2001 to	3000	33	79,617	2.59
3001 to	4000	16	56,896	1.85
4001 to	5000	10	47,803	1.56
5001 to	10000	22	1,51,238	4.92
10001 and	above	35	17,20,056	56.01
<b>Total</b>		<b>6,213</b>	<b>30,71,500</b>	<b>100.00</b>

S. No.	Category	No. of shares	% held
1.	Indian Promoters	6,78,610	22.09
2.	Financial Institutions and Mutual Funds	603	0.02
3.	Bodies Corporate	5,17,004	16.83
4.	Indian Public	18,54,802	60.39
5.	NRI	20,481	0.67
<b>Total</b>		<b>30,71,500</b>	<b>100.00</b>

(xii) Dematerialization of Shares

As on 31.03.2013, 27,59,076 shares constituting to 89.82% of the total paid up capital of the Company have been dematerialized with CDSL and NSDL. In view of the numerous advantages offered by the depository system, members are requested to avail the facility of dematerialization of the Company's shares.

(xiii) Outstanding GDR/ADR

The Company has not issued any GDR/ADR.

(xiv) Plant Locations

The Company is having Four Divisions viz., Agency Division, Textile Division, Wind Energy Division and Engineering Division.

The Agency Division is functioning at the Registered Office of the Company, 34-A, Kamaraj Road, Coimbatore-641 018 and Other Divisions are functioning at the following locations:

**Textile Division**

Jay Textiles - Unit I                      Ayyampalayam  
Pollachi - 642 005

Jay Textiles - Unit II                      Othakkalmandapam  
Coimbatore - 641 032

**Wind Energy Division**

Kethanur, Vavi Palayam and Elavanthi villages in Palladam Taluk, Tirupur (Dt), Vadavedampatti, Vadambachery and Kammalappatti Villages in Suler Taluk, Coimbatore (Dt), Thungavi village, Udumalpet Taluk, Tirupur (Dt) and Poomalikundu and Thappukundu Villages in Theni (Dt).

**Engineering Division**

Thekkampatti  
Mettupalayam - 641 113

(xv) Address for Correspondence

Company Secretary  
Super Sales India Limited  
Registered Office :  
34-A, Kamaraj Road  
Coimbatore - 641 018  
Investor grievances : [investorscell@vaamaa.com](mailto:investorscell@vaamaa.com)

(xvi) Chairman's Certificate on Code of conduct

The Board has adopted a Code of conduct for the Board members and Senior Management Personnel of the Company and the same has also been posted in the website of the Company.

The requisite certificate affirming the compliance with the Code of conduct has also been obtained from the Board members and Senior Management personnel to whom this code of conduct is applicable.

For and on behalf of the Board

Coimbatore  
22<sup>nd</sup> May, 2013

**(Sd.) SANJAY JAYAVARTHANAVELU**  
Chairman

**CERTIFICATE**

To  
The Board of Directors  
Super Sales India Limited

- (a) I hereby certify that I have reviewed the financial statements and the cash flow statement for the year ended 31<sup>st</sup> March, 2013 and that to the best of my knowledge and belief :
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) there are, to the best of my knowledge and belief, no transactions entered into by the Company during the financial year 2012-13, which are fraudulent, illegal or violate any of the company's code of conduct.
- (c) I accept the responsibility for establishing and maintaining internal controls and that the same have been evaluated for the effectiveness of the internal control system of the Company. I am of the opinion that the design or operations of internal controls are in order. There is no deficiency in the design or operation of internal controls of which I am aware.
- (d) I have indicated to the auditors and the Audit committee that there is no significant
- (i) changes in internal control during the year;
  - (ii) changes in accounting policies during the year; and
  - (iii) fraud of which I am aware of and there is no involvement of the Management or an employee having a significant role in the Company's internal control system.

Coimbatore  
22<sup>nd</sup> May, 2013

(Sd.) **S. RAVINDRAN**  
GM- Finance

**CERTIFICATE**

To  
The Members of Super Sales India Limited

We have examined the compliance of conditions of Corporate Governance by Super Sales India Limited, for the year ended on 31.03.2013, as stipulated in clause 49 of the Listing Agreement of the said Company, with the stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

As required by the guidance note issued by the Institute of Chartered accountants of India, we have to state that based on the representation given by the Registrars of the company to the Investors' Grievance Committee as on March 31, 2013, there were no investors' grievance matters against the Company remaining pending for more than 30 days.

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

For S. **KRISHNAMOORTHY & CO.**,  
Chartered Accountants  
(Reg. No. 001496S)  
**K.N. SREEDHARAN**  
Partner, Auditor  
Membership No. 12026

Coimbatore  
22<sup>nd</sup> May, 2013

**INDEPENDENT AUDITOR'S REPORT**

To all the Members of Super Sales India Limited.

**Report on the Financial Statements**

We have audited the accompanying financial statements of Super Sales India Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and reasonableness of the accounting estimates made by management as well as evaluating the overall presentation of the financial statements.

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

**Opinion**

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of Statement of Profit and Loss, the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
  - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account
  - d) in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956; and
  - e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

For **S. KRISHNAMOORTHY & CO.,**  
Chartered Accountants  
(Reg. No. 001496S)  
(Sd.) **K.N. SREEDHARAN**  
Partner, Auditor  
Membership No.12026

Place: Coimbatore  
Date : 22<sup>nd</sup> May, 2013

**S. KRISHNAMOORTHY & CO.**  
Chartered Accountants

**ANNEXURE TO THE AUDITORS' REPORT**

(Referred to in paragraph 1 of our report on other Legal and regulatory requirements)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) Fixed Assets have been physically verified by the Management at reasonable intervals. No material discrepancies were noticed on such verification ;
- (c) The Company has not disposed off a substantial part of fixed assets during the year.
- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the Management ;
- (b) 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) Company is maintaining proper records of inventory and material discrepancies, if any, noticed on physical verification have been properly dealt with in the books of account;
- (iii) The Company has not taken/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.
- (iv) There is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system.
- (v) (a) To the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that the contracts and agreements that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered;
- (b) In our opinion and according to the information and explanation given to us, the transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) In our opinion and according to the explanations given to us, the Company has complied with the provisions of the section 58A or any other relevant provisions of the Act and the rules framed there under, with regard to the deposits accepted from the public;
- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) We have broadly reviewed the records maintained by the Company pursuant to the rules made by the Central Government for the maintenance of the cost records u/s.209(1)(d) of the Act. We are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determining whether they are accurate or complete.



**SUPER SALES INDIA LIMITED**

- (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, Service Tax, Custom Duty, Excise Duty, Cess and any other statutory dues with the appropriate authorities. According to the information and explanation given to us, no undisputed arrears of statutory dues were outstanding as on 31<sup>st</sup> March, 2013 for a period of more than 6 months from the date they become payable.
- (b) According to the records of the Company, the following are disputed statutory dues remaining unpaid

Sl. No.	Name of the Statute	Period to which amount relates	Nature of the Demand	Amount disputed (Rs. in lakhs)	Amount paid	Forum where dispute is pending
1.	Service Tax	Upto 31.3.2003	Tax on Agency Commission	81.00	Nil	CESTAT, Chennai
2.	Service Tax Penalty	Upto 31.3.2003	Penalty	63.31	Nil	CESTAT, Chennai
3.	Service Tax	Prior to 1.7.2003	Tax on erection charges	12.66	Nil	CESTAT, Chennai
4.	Income Tax	Assessment year 2010-11	Tax and Interest	38.45	Nil	CIT(A), Coimbatore

- (x) The Company does not have accumulated losses at the end of the financial year and it has not incurred cash loss in the current year. It has incurred cash loss in the immediately preceding financial year;
- (xi) The Company has not defaulted in repayment of dues to financial institution or bank. It has not issued any debentures;
- (xii) During the year the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities;
- (xiii) The provisions of special statute applicable to Chit Fund, Nidhi/Mutual Benefit Fund/Societies are not applicable to the Company ;
- (xiv) The Company is not dealing or trading in shares, securities, debentures and other investments;
- (xv) The Company has not given any guarantee for loans taken by others from bank or financial institutions;
- (xvi) The Company has not availed any new term loans during the year.
- (xvii) According to the information and explanation given to us and on an overall examination of the Balance sheet of the Company, no funds raised on short term basis have, prima facie, been used during the year for long term investment.
- (xviii) The Company has not made preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act;
- (xix) During the year the Company has not issued any debentures;
- (xx) During the year the Company has not raised money by public issue.
- (xxi) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

For **S. KRISHNAMOORTHY & CO.,**  
Chartered Accountants  
(Reg. No. 001496S)  
(Sd.) **K.N. SREEDHARAN**  
Partner, Auditor  
Membership No.12026

Place: Coimbatore  
Date : 22<sup>nd</sup> May, 2013

**SUPER SALES INDIA LIMITED**

**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2013**

(Rs. in Lakhs)

Particulars	Note Nos.	31.03.2013	31.03.2012
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	1	307.15	307.15
(b) Reserves and Surplus	2	<u>7,193.47</u>	<u>6,230.46</u>
		<u>7,500.62</u>	<u>6,537.61</u>
<b>(2) Non-Current Liabilities</b>			
(a) Long-term borrowings	3	3,133.22	4,835.66
(b) Deferred tax liabilities (Net)	4	<u>1,526.61</u>	<u>1,091.12</u>
		<u>4,659.83</u>	<u>5,926.78</u>
<b>(3) Current Liabilities</b>			
(a) Short-term borrowings	5	4,641.27	4,710.21
(b) Trade payables	6	832.97	864.64
(c) Other current liabilities	7	2,444.63	2,486.93
(d) Short-term provisions	8	<u>473.99</u>	<u>8.13</u>
		<u>8,392.86</u>	<u>8,069.91</u>
<b>Total</b>		<u>20,553.31</u>	<u>20,534.30</u>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	9	12,242.50	13,830.35
(ii) Intangible assets		9.10	10.94
(iii) Capital work-in-progress		319.07	135.81
(b) Non-current investments	10	167.45	167.45
(c) Long term loans and advances	11	<u>312.78</u>	<u>392.37</u>
		<u>13,050.90</u>	<u>14,536.92</u>
<b>(2) Current assets</b>			
(a) Inventories	12	2,287.23	1,975.97
(b) Trade receivables	13	3,011.69	2,245.65
(c) Cash and cash equivalents	14	370.54	206.24
(d) Short-term loans and advances	15	1,605.59	1,315.14
(e) Other current assets	16	<u>227.36</u>	<u>254.38</u>
		<u>7,502.41</u>	<u>5,997.38</u>
<b>Total</b>		<u>20,553.31</u>	<u>20,534.30</u>

See accompanying notes to financial statements  
As per our report annexed

For **S . KRISHNAMOORTHY & CO.,**  
(Registration No. 001496S)  
Chartered Accountants

(Sd.) **SANJAY JAYAVARTHANEVELU**  
Chairman

(Sd.) **K.N.SREEDHARAN**  
Partner  
Membership No. 12026

(Sd.) **S.K. RADHAKRISHNAN**  
Company Secretary

(Sd.) **N.R. SELVARAJ**  
Director

Coimbatore  
22<sup>nd</sup> May, 2013

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2013**

(Rs. in Lakhs)

Particulars	Note Nos.	31.03.2013	31.03.2012
<b>Revenue</b>			
I. Revenue from operations	17	18,684.04	14,469.19
II. Other Income	18	373.90	317.79
III. <b>Total Revenue</b>		<b>19,057.94</b>	<b>14,786.98</b>
<b>IV. Expenses:</b>			
Cost of materials consumed	19	7,449.99	8,004.82
Purchase of Stock-in-Trade		95.40	207.25
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	20	(55.72)	694.60
Employee benefit expenses	21	1,887.22	1,685.13
Financial costs	22	1,206.97	1,243.04
Depreciation and amortization expenses	9	1,942.61	1,783.46
Other expenses	23	4,693.13	3,277.25
<b>Total Expenses</b>		<b>17,219.60</b>	<b>16,895.55</b>
V. Profit/ (Loss) before tax (III - IV)		<b>1,838.34</b>	(2,108.57)
<b>VI. Tax expenses:</b>			
(1) Current tax - MAT		350.00	-
(2) Excess Tax Provision Reversed		-	(0.36)
(3) Deferred tax		435.49	(692.89)
Profit(Loss) from the period from continuing operations		<b>1,052.85</b>	(1,415.32)
VII. Profit/(Loss) for the year		<b>1,052.85</b>	(1,415.32)
<b>VIII. Earning per equity share: - Face Value Rs.10/-</b>			
(1) Basic		34.28	(46.08)
(2) Diluted		34.28	(46.08)

See accompanying notes to financial statements  
As per our report annexed

For **S . KRISHNAMOORTHY & CO.,**  
(Registration No. 001496S)  
Chartered Accountants

(Sd.) **SANJAY JAYAVARTHANAVELU**  
Chairman

(Sd.) **K.N.SREEDHARAN**  
Partner  
Membership No. 12026

(Sd.) **S.K. RADHAKRISHNAN**  
Company Secretary

(Sd.) **N.R. SELVARAJ**  
Director

Coimbatore  
22<sup>nd</sup> May, 2013

**SUPER SALES INDIA LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2013** **(Rs. in Lakhs)**

Particulars	31.03.2013	31.03.2012
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit /Loss Before Tax and Extraordinary items	1,838.34	(2,108.57)
Adjustments for:		
Depreciation	1,942.61	1,783.46
Prior period expenses	-	0.21
Prior period Income	-	(13.09)
Loss on sale of Asset	-	4.27
Write off of Investments/Bad debts written off	-	10.54
Interest paid	1,206.97	1,243.04
Interest / Dividend Received	(117.32)	(90.15)
Profit on sale of asset/investments/Insurance claim receipt	(18.85)	(100.19)
Operating profit before working capital changes	4,851.75	729.52
Adjustments for:		
Trade & other receivables	(949.88)	156.76
Inventories	(311.26)	3,259.73
Trade Payable & Other Liabilities	22.01	(1,729.70)
Cash generated from operations	3,612.62	2,416.31
Direct Taxes paid	-	(447.56)
Cash Flow before extraordinary items	3,612.62	1,968.75
Extraordinary /Prior period items	-	12.88
Net cash from Operating activities	3,612.62	1,981.63
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(536.55)	(2,020.37)
Sale of Fixed Assets	19.22	279.50
Interest Received	25.96	34.50
Dividend Received	91.36	55.65
Net Cash used in investing activities	(400.01)	(1,650.72)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from long term borrowings	(1,841.34)	1,059.18
Dividend paid	-	(358.16)
Interest paid	(1,206.97)	(1,243.04)
Net cash used in financing activities	(3,048.31)	(542.02)
Net increase in Cash and Cash equivalents	164.30	(211.11)
Cash and Cash Equivalents (Opening Balance)	206.24	417.35
Cash and Cash Equivalents (Closing Balance)	370.54	206.24

See accompanying notes to financial statements  
As per our report annexed

For **S . KRISHNAMOORTHY & CO.,**  
(Registration No. 001496S)  
Chartered Accountants

(Sd.) **SANJAY JAYAVARTHANEVELU**  
Chairman

(Sd.) **K.N.SREEDHARAN**  
Partner  
Membership No. 12026

(Sd.) **S.K. RADHAKRISHNAN**  
Company Secretary

(Sd.) **N.R. SELVARAJ**  
Director

Coimbatore  
22<sup>nd</sup> May, 2013

**Notes to Financial Statements**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
<b>(1) SHAREHOLDER'S FUNDS</b>		
<b>1. Share Capital</b>		
<b>a Authorised Share Capital:</b>		
50,00,000 Equity Shares of Rs.10/- each	<u>500.00</u>	<u>500.00</u>
<b>b Issued, Subscribed and Paid up Share Capital:</b>		
30,71,500 Equity Shares of Rs10/- each fully paid	<u>307.15</u>	<u>307.15</u>
<b>c</b> The total number of shares at the year end 31.03.2012 & 31.03.2013 are same.		
<b>d Share holders holding more than 5% of total shares</b>		
Sri. Sanjay Jayavarthanelu	<u>2,16,288</u>	<u>2,16,288</u>
<b>e</b> Equity shareholders are entitled to one vote per equity share and to the dividend as recommended by the board from time to time		
<b>2. Reserve and Surplus</b>		
<b>a</b> Securities Premium Reserve	<b>718.60</b>	718.60
<b>b General Reserve</b>	4,061.42	4,061.42
Add: Transferred from P & L Account	<u>500.00</u>	-
	<b>4,561.42</b>	4,061.42
<b>c Investment Fluctuation Reserve</b>	<b>63.77</b>	63.77
<b>d Surplus in Profit and Loss account</b>		
Opening Balance	1,386.67	2,801.99
Add: Profit / (Loss) for the Year	1,052.85	(1,415.32)
Less: Transferred to General Reserve	500.00	-
Less: Proposed Dividend	76.79	-
Less: Proposed Corporate Dividend Tax	<u>13.05</u>	-
Closing Balance	<u>1,849.68</u>	<u>1,386.67</u>
	<u><b>7,193.47</b></u>	<u>6,230.46</u>
<b>(2) NON CURRENT LIABILITIES</b>		
<b>3. Long - Term Borrowings</b>		
<b>a Term Loan - Secured</b>		
From Banks		
(i) Indian Bank	793.42	1,394.33
(1) Limit - Rs. 47.80 Crores		
(2) Security -		
a) Exclusive hypothecation of assets purchased out of this loan		
b) Pari pasu charge on the assets not charged for other loans		
c) Equitable Mortgage of Land		
(3) Repayment - 32 Quarterly Installments of Rs.1.5 Crores Commenced from Apr, 2008		
(4) Rate of Interest - 12.25% p.a		

**Notes to Financial Statements (Contd.)**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
(ii) Indian Bank	1,017.13	1,317.13
(1) Limit - Rs. 24 Crores		
(2) Security -		
a) Exclusive hypothecation of assets purchased out of this loan		
b) Pari pasu charge on the assets not charged for other loans		
c) Equitable Mortgage of Land		
(3) Repayment - 24 Quarterly Installments of Rs.1 Crore Commenced from July, 2012		
(4) Rate of Interest - 11% p.a		
(iii) Indian Bank	184.00	483.99
(1) Limit - Rs. 13.50 Crores		
(2) Security -		
a) Hypothecation of Wind Turbine Generator		
b) Equitable Mortgage of Land		
(3) Repayment - 54 Monthly Installments of Rs.25 Lakhs Commenced from July, 2010		
(4) Rate of Interest - 10.75% p.a		
(iv) Indian Bank	598.47	900.01
(1) Limit - Rs. 15 Crores		
(2) Security -		
a) Hypothecation of Wind Turbine Generator		
b) Equitable Mortgage of Land		
(3) Repayment - 60 Monthly Installments of Rs.25 Lakhs Commenced from March, 2011		
(4) Rate of Interest - 10.75% p.a		
(v) Indian Overseas Bank	540.20	740.20
(1) Limit - Rs. 9.50 Crores		
(2) Security -		
a) Exclusive hypothecation of assets purchased out of this loan		
b) Equitable Mortgage of Land		
(3) Repayment - 19 Quarterly Installments of Rs.50 Lakhs Commenced from May, 2012		
(4) Rate of Interest - 13.75% p.a	3,133.22	4,835.66
	<u>3,133.22</u>	<u>4,835.66</u>

**Notes Financial Statements (Contd.)**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
<b>4. Deferred Tax Liabilities ( Net)</b>		
Opening Balance	1,091.12	1,784.01
Add / (Less): Provided / (Reversed) during the Year	<u>435.49</u>	<u>(692.89)</u>
Closing Balance	<u><b>1,526.61</b></u>	<u>1,091.12</u>
<b>(3)CURRENT LIABILITIES</b>		
<b>5. Short Term Borrowings</b>		
a Loan repayable on demand		
(i) Secured - From Banks		
(a) Indian Overseas Bank - Cash Credit	1,745.22	1,714.46
(1) Limit - Rs. 17.50 Crores		
(2) Rate of Interest - 13.75% p.a		
(b) Indian Bank - Cash Credit	910.33	910.17
(1) Limit - Rs.10 Crores		
(2) Rate of Interest - 11.75% p.a		
(c) IDBI Bank - Cash Credit	412.73	10.67
(1) Limit - Rs.5 Crores		
(2) Rate of Interest - 12% p.a		
(d) IDBI Bank - Demand loan	1,000.00	1,000.00
(1) Limit - Rs.10 Crores		
(2) Rate of Interest - 12% p.a		
	<b>4,068.28</b>	3,635.30
(All the above working capital loans are Secured on hypothecation of entire current assets of the Company.)		
(ii) Unsecured - From Bank		
Purchase bills discounted with Yes Bank	<b>495.94</b>	1,000.00
b Others		
Advance from Customers	<b>77.05</b>	74.91
	<u><b>4,641.27</b></u>	<u>4,710.21</u>
<b>6. Trade Payables</b>		
Due to Micro, Small, Medium Enterprises	85.39	25.99
Due to Others	<u>747.58</u>	<u>838.65</u>
	<u><b>832.97</b></u>	<u>864.64</u>

**SUPER SALES INDIA LIMITED**

**Notes to Financial Statements (Contd.)**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
<b>7. Other Current Liabilities</b>		
a Current Maturities of Long Term debt	1,819.59	1,958.49
b Interest accrued and due on borrowings	52.60	70.24
c Unpaid Dividends	32.77	34.88
d Others		
Statutory Liabilities Payable	66.93	57.10
Payable to employees	162.87	162.68
Expenses Payable	309.87	203.54
	<u>539.67</u>	<u>423.32</u>
	<u>2,444.63</u>	<u>2,486.93</u>
<b>8. Short Term Provisions</b>		
a Provision for Employee Benefits		
Leave Encashment	34.15	8.13
b Others		
Provision for Income Tax - MAT	350.00	-
Provision for Dividend	76.79	-
Provision for Corporate Dividend Tax	13.05	-
	<u>439.84</u>	-
	<u>473.99</u>	<u>8.13</u>

**(1) NON - CURRENT ASSETS**

**9. Fixed Assets**

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	COST UPTO 31.03.2012	ADDITION / SALES	COST UPTO 31.03.2013	UPTO 31.03.2012	FOR THE PERIOD	UPTO 31.03.2013	AS ON 31.03.2013	AS ON 31.03.2012
<b>I. Tangible Assets</b>								
Land	508.05	-	508.05	-	-	-	508.05	508.05
Buildings	2,037.41	17.48	2,054.89	720.23	69.12	789.35	1,265.54	1,317.18
Plant & Machinery	20,839.10	323.62 (79.86)	21,082.86	8,951.14	1,849.28 (79.49)	10,720.93	10,361.93	11,887.96
Furniture & Office Equipments	81.19	3.20	84.39	44.92	4.70	49.62	34.77	36.27
Vehicles	117.06	6.79	123.85	53.91	11.07	64.98	58.87	63.15
Computers	124.18	1.91 (1.21)	124.88	106.43	6.32 (1.21)	111.54	13.34	17.75
<b>II. Intangible Assets</b>								
ERP & Software	12.96	0.28	13.24	2.02	2.12	4.14	9.10	10.94
<b>III. Work in Progress</b>								
	135.81	184.13 (0.87)	319.07	-	-	-	319.07	135.81
<b>Grand Total</b>	<b>23,855.76</b>	<b>537.41 (81.94)</b>	<b>24,311.23</b>	<b>9,878.65</b>	<b>1,942.61 (80.70)</b>	<b>11,740.56</b>	<b>12,570.67</b>	<b>13,977.11</b>
<b>PREVIOUS YEAR</b>	<b>22,275.68</b>	<b>2,214.52 (634.45)</b>	<b>23,855.76</b>	<b>8,351.90</b>	<b>1,783.46 (256.70)</b>	<b>9,878.66</b>	<b>13,977.11</b>	<b>13,923.78</b>



**Notes to Financial Statements (Contd.)**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
<b>10. Non Current Investments</b>		
Other Investments		
a Investments in Equity Instruments		
Quoted		
(i) M/s. Lakshmi Machine Works Ltd (1,79,480 Equity shares of Rs.10/-each Fully paid )	83.15	83.15
(ii) M/s. Indian Overseas Bank (36,100 Equity shares of Rs.10/-each Fully paid )	3.61	3.61
	<b>86.76</b>	86.76
Aggregate amount of quoted investments		
Cost	86.76	86.76
Market Value	<u>3,351.01</u>	<u>2,883.92</u>
Unquoted		
M/s. Pugoda Textiles Lanka Ltd (11,25,000 Equity shares of Rs.10/-each Fully paid )	<b>80.64</b>	80.64
b Investment in Government or Trust Securities		
National Savings Certificate - 7 Years	<b>0.05</b>	0.05
	<u><b>167.45</b></u>	<u>167.45</u>
<b>11. Long - Term Loans &amp; Advances</b>		
Unsecured, Considered good		
a Capital Advances	<b>11.22</b>	61.98
b Security Deposits	<b>158.56</b>	187.39
c Other Loans and Advances M/s.Coimbatore Pioneer Mills Ltd - Corporate Loan	<b>143.00</b>	143.00
	<u><b>312.78</b></u>	<u>392.37</u>
<b>(2) CURRENT ASSETS</b>		
<b>12. Inventories</b>		
a Raw Materials at Cost	1,296.42	1,108.32
b Work - in - Progress at estimated average cost	304.12	214.17
c Finished Goods - Partly at Cost & Partly at Realisable Value	245.15	271.12
d Stores and Spares at Weighted Average Cost	436.00	368.56
e Waste at Net Realisable Value	5.54	13.80
	<u><b>2,287.23</b></u>	<u>1,975.97</u>
<b>13. Trade Receivables - Unsecured, Considered good</b>		
a Outstanding for a period exceeding six months	35.28	28.62
b Others	<u>2,976.41</u>	<u>2,217.03</u>
	<u><b>3,011.69</b></u>	<u>2,245.65</u>

**Notes to Financial Statements (Contd.)**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
<b>14. Cash and Cash Equivalents</b>		
a Balances with banks	<b>268.81</b>	90.58
b Cash on Hand	<b>24.37</b>	53.41
c Others		
(i) Unpaid Dividend account	32.77	34.88
(ii) In Deposit Account	20.26	-
(iii) In Margin Deposit Account	<u>24.33</u>	<u>27.37</u>
	<b>77.36</b>	<u>62.25</u>
	<b>370.54</b>	<u>206.24</u>
<b>15. Short - Term Loans &amp; Advances Unsecured, Considered Good</b>		
Others		
Advance to suppliers	659.27	480.69
Rent Advance	3.40	-
Staff Advance	-	3.63
VAT Receivables	5.79	9.87
CENVAT Receivables	356.17	288.77
Advance Tax, TDS & Refund Due	554.51	517.02
Prepaid Expenses	<u>26.45</u>	<u>15.16</u>
	<b>1,605.59</b>	<u>1,315.14</u>
<b>16. Other Current Assets</b>		
Interest Receivables	<b>25.62</b>	11.99
Income Receivables	<b>201.74</b>	242.39
	<b>227.36</b>	<u>254.38</u>
<b>17. Revenue from Operations</b>		
a Sale of Products		
Export Sales		
Yarn	1,268.21	1,174.89
	<b>1,268.21</b>	1,174.89
Domestic Sales		
Yarn & Fabric	11,945.69	8,346.22
Gears	1,154.73	1,049.80
Cotton Waste	946.28	902.25
Trading Sales	<u>95.40</u>	<u>209.87</u>
	<b>14,142.10</b>	10,508.15
b Sale of Services		
Commission Receipts	1,223.07	1,278.98
Wind Energy Receipts	1,803.88	1,222.24
Erection Charges Receipts	328.36	327.18
Job Receipts	<u>45.25</u>	<u>57.31</u>
	<b>3,400.56</b>	<u>2,885.71</u>
	<b>18,810.87</b>	14,568.75
c Less: Excise Duty	<b>126.83</b>	99.56
	<b>18,684.04</b>	<u>14,469.19</u>

**Notes to Financial Statements (Contd.)**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
<b>18. Other Income</b>		
Interest Income	25.96	34.50
Dividend Income	91.36	55.65
Profit on Sale of assets	18.85	100.19
Foreign Exchange Fluctuation	5.97	0.53
Prior Year Income	-	13.09
Other Non Operating Income	<u>231.76</u>	<u>113.83</u>
	<b><u>373.90</u></b>	<b><u>317.79</u></b>
<b>19. Cost of Materials Consumed</b>		
Opening Stock	1,108.32	3,676.72
Add: Purchase	<u>7,733.49</u>	<u>5,436.42</u>
	8,841.81	9,113.14
Less: Closing Stock	<u>1,296.42</u>	<u>1,108.32</u>
	<b><u>7,545.39</u></b>	<b><u>8,004.82</u></b>
<b>20. Changes in Inventories of Finished Goods, Work - in - Progress &amp; Waste</b>		
Opening Stock of WIP	214.17	330.30
Less: Closing stock of WIP	<u>304.12</u>	<u>214.17</u>
	<b>(89.95)</b>	116.13
Opening stock of Finished Goods	271.12	828.48
Less: Closing stock of Finished Goods	<u>245.15</u>	<u>271.12</u>
	<b>25.97</b>	557.36
Opening Stock of Waste	13.80	34.90
Less: Closing stock of Waste	<u>5.54</u>	<u>13.79</u>
	<b>8.26</b>	21.11
	<b><u>(55.72)</u></b>	<b><u>694.60</u></b>
<b>21. Employee Benefit Expenses</b>		
Salaries, Wages & Bonus	1,656.84	1,512.58
Contribution to Provident Fund & Other Funds	84.25	71.58
Gratuity	10.00	6.00
Staff Welfare Expenses	<u>136.13</u>	<u>94.97</u>
	<b><u>1,887.22</u></b>	<b><u>1,685.13</u></b>
<b>22. Finance Costs</b>		
Interest on Term Loans	583.10	647.30
Interest on Working Capital Loans	560.57	529.93
Interest on Others	37.06	49.85
Bank Charges	<u>26.24</u>	<u>15.96</u>
	<b><u>1,206.97</u></b>	<b><u>1,243.04</u></b>

**Notes to Financial Statements (Contd.)**

(Rs. in Lakhs)

Particulars	31.03.2013	31.03.2012
<b>23. Other Expenses</b>		
Stores Consumed		
Opening Stock	368.56	365.29
Add: Purchase	<u>658.33</u>	<u>623.54</u>
	1,026.89	988.83
Less: Closing Stock	<u>436.00</u>	<u>368.56</u>
	<b>590.89</b>	620.27
Power & Fuel	<b>2,796.85</b>	1,595.95
Rent	<b>25.40</b>	40.42
Repairs to Buildings	<b>68.99</b>	51.13
Repairs to Machinery	<b>487.51</b>	322.81
Repairs to Others	<b>2.34</b>	3.23
Insurance	<b>20.78</b>	17.72
Rates & Taxes, excluding taxes on income	<b>28.70</b>	20.25
Payment to the Auditors		
For Statutory Audit	<b>1.69</b>	1.69
For other services	<b>0.56</b>	0.44
Miscellaneous Expenses	<b>669.42</b>	603.34
	<b><u>4,693.13</u></b>	<b><u>3,277.25</u></b>

See accompanying notes to financial statements  
As per our report annexed

For **S . KRISHNAMOORTHY & CO.,**  
(Registration No. 001496S)  
Chartered Accountants

(Sd.) **SANJAY JAYAVARTHANAVELU**  
Chairman

(Sd.) **K.N.SREEDHARAN**  
Partner  
Membership No. 12026

(Sd.) **S.K. RADHAKRISHNAN**  
Company Secretary

(Sd.) **N.R. SELVARAJ**  
Director

Coimbatore  
22<sup>nd</sup> May, 2013

**24. SIGNIFICANT ACCOUNTING POLICIES****1. Basis of accounting and preparation of financial statements**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

**2. Use of estimates**

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ from these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

**3. Inventories**

Inventories are valued at lower of cost and net realisable value.

- a. The raw materials are valued using identifiable lot cost.
- b. Value of finished goods is inclusive of excise duty wherever applicable
- c. Cost of finished goods is determined as cost of raw materials and other manufacturing cost. In respect of semi - finished goods cost is taken as cost of the materials and estimated conversion cost, up to completed stage.
- d. Stores Spares and Components are valued at weighted average cost.
- e. By- Products and waste are valued at net realizable value.

**4. Cash and cash equivalents (for the purposes of Cash Flow Statement)**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**5. Cash flow statement**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**6. Depreciation and amortisation**

Depreciation has been provided on the straight-line method as per the rates prescribed in Schedule XIV to the Companies Act, 1956:

Assets costing less than Rs. 5,000 each are fully depreciated in the year of capitalisation.

Intangible assets are amortised over their estimated useful life as follows:

The computer software will be amortised over a period of 7 years.

The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern.

**7. Revenue recognition**

a) Sale of goods

Sales are recognized, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude sales tax and value added tax.

b) Sale of Services

1. **Commission:** The commission receivable is recognized on completion of delivery of the machines to the customer directly by our principals and billing is done on a monthly basis.
2. **Wind Energy:** Income from sale of wind Energy is recognized on a monthly basis on the strength of the statements received from Tamilnadu Generation and Distribution Company Ltd.
3. **Erection Charges:** Revenue from Erection charges and repair services are recognized on completion of erection / repairs of the machinery at customers mill as per the specifications given by the principals and billing is done to the customers immediately after completion.

**8. Other income**

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.

**9. Fixed Assets**

**Tangible fixed assets**

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed assets acquired and put to use for project purpose are capitalised and depreciation thereon is included in the project cost till commissioning of the project.

Capital work-in-progress:

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

**10. Foreign currency transactions and translations**

Initial recognition

Foreign currency transactions are recorded at the prevailing exchange rates at the time of initial recognition.

On Settlement

Exchange difference arising on final settlement are adjusted and recognised as income or expenses in the statement of Profit and Loss. Outstanding balances of monetary items denominated in foreign currency are restated at closing exchange rates and the difference accounted in the statement of profit and loss.

The company has exercised the option available under the amended AS 11 in respect of Foreign currency loans availed for acquisition of capital assets and capitalized the exchange rate fluctuation during the year.

**11. Investments**

Investments being long term are stated at cost inclusive of all expenses incidental to acquisition. Provision for diminution in their market value is made only if such decline is other than temporary.

**12. Employee benefits**

Short term employee benefits (other than termination benefits) which are payable within twelve months after the end of the period in which the employees render the service are accounted on accrual basis.

Defined contribution plans.

Company's contribution paid/ payable during the year to provident fund is recognized in the statement of profit and loss.

Defined benefit plan.

The gratuity payable to the employees is covered by a Master policy taken out with Life Insurance Corporation of India under its Group Gratuity Scheme and the Company has opted for the Cash Accumulation Method. Earned leave provision has been made as per AS 15 (Revised).

**13. Borrowing costs**

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

**14. Segment reporting**

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors.

Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

**15. Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

**16. Taxes on income**

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

**17. Impairment of assets**

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

**18. Provisions and contingencies**

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

**19. Insurance claims**

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

**20. Service tax input credit**

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing / utilising the credits.

**25. NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT MARCH 31, 2013**

1. Figures have been rounded off to lakh of rupees & previous year's figures have been regrouped wherever necessary.
2. Provision for all liabilities including depreciation is neither inadequate nor more than what is necessary.
3. The opinion of the Board is that the current assets, loans and advances will fetch the amounts stated if realised in the ordinary course of business.



**SUPER SALES INDIA LIMITED**

4. a) The Company has not given any guarantee on behalf of the Directors or other Officers.  
 b) Amounts due from the Directors or other Officers of the Company either severally or jointly with any other person is Rs.Nil (Previous year Rs. Nil).  
 c) i) a) Amounts due at the end of the year from Private Companies in which the Directors are interested as Directors are Rs.0.19 lakhs ( Previous year - Rs. Nil )  
 b) Amounts due at the end of the year from Firms in which the Directors are Partners are Rs.lakhs Nil (Previous year Rs. Nil ).  
 ii) Maximum amount due from the above companies at any time during the currency of the year is Rs. 0.34 lakhs (Previous year Rs. 0.17 lakhs )

5. Value of Raw Materials Consumed:

	31.3.2013	31.3.2012
a) Cotton	Rs. in Lakhs 6210.69	6741.70
b) Cotton for Fabrics	Rs. in Lakhs 641.27	827.20
c) Steel and Castings	Rs. in Lakhs 459.75	525.54
CIF Value of Imports :		
a) Raw Materials	Rs. in Lakhs 132.12	34.76
b) Stores and Spares	Rs. in Lakhs 52.81	32.03
c) Capital Goods	Rs. in Lakhs 215.27	1078.31

6. The Value and percentage of raw materials, components and spare parts consumed / issued

Particulars		Indigenous	%	Imported	
		Value		Value	%
a) Raw Materials (Cotton)	Rs. in Lakhs	6772.62	98.84	79.34	1.16
(Previous year)	Rs. in Lakhs	7422.00	98.06	146.89	1.94
b) Components & Spares	Rs. in Lakhs	535.23	90.58	55.66	9.42
(Previous year)	Rs. in Lakhs	589.54	95.05	30.73	4.95

7. Expenditure in Foreign Currency:

Particulars		31.03.2013	31.03.2012
a) Foreign Currency Term Loan Interest	Rs. in Lakhs	7.41	19.66
b) Travelling expenses & Subscription	Rs. in Lakhs	8.03	0.96

8. Earnings in Foreign Exchange :  
 FOB Value of export - Cotton Yarn : Rs.54.23 Lakhs (Previous year- Rs. 130.75 Lakhs )

9. Income tax assessment upto assessment year 2010-2011 (year ending 31.03.2010) has been completed.

10. Details of dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006

Rs. in Lakhs

S.No.	Particulars	31.03.2013
1.	The Principal amount and the interest due there on remaining unpaid to any supplier as at the end of year	
	a. Principal Amount unpaid	85.39
	b. Interest Due	Nil

**SUPER SALES INDIA LIMITED**

S.No.	Particulars	31.03.2013
2.	Payment and Interest made to Micro, Small and Medium Enterprises beyond the appointed day during the year a. Payment made beyond the Appointed date b. Interest paid beyond the Appointed date	Nil Nil
3.	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSME Development Act, 2006	Nil
4.	The amount of interest accrued and remaining unpaid at the end of the year	Nil

11. The Company is holding 11,25,000 equity shares of SL Rs.10/- each in Pugoda Textiles Lanka Limited (PTLL). The government of Srilanka has been vested with the administration and management of the affairs of the company through the competent authority appointed by them. The Company has filed an application for compensation to the competent authority, which is yet to be finalised.
12. Commitments pending on Capital Goods purchase as on 31<sup>st</sup> March, 2013 is Rs.1320.70 Lakhs.
13. Contingent liability not provided for in the accounts is :

		31.03.2013	31.03.2012
i) For Export/Domestic bills Discounted	Rs. in Lakhs	41.47	Nil
ii) Service Tax appeals	Rs. in Lakhs	156.99	156.99
iii) Income Tax	Rs. in Lakhs	38.45	Nil
iv) Export obligation under EPCG licenses is to be fulfilled by or before the end of following financial years:			

Financial Year	2013-14	14-15	15-16	16-17	17-18	18-19	Total
Rs. in Lakhs	4732.02	240.30	22.24	679.65	-	679.65	6353.86

14. Deferred Tax:

- i. Deferred tax has been provided in accordance with Accounting Standard 22 - Accounting for Taxes on Income.
- ii. The break-up of deferred tax assets / liabilities for the current year is as under:

Particulars	Opening Balance Rs. in Lakhs	Addition Rs. in Lakhs	Reversed Rs. in Lakhs	Closing Balance Rs. in Lakhs
Deferred tax Liability Difference between book & Income tax Depreciation	1826.74	--	208.49	1618.25
Deferred tax Asset on carry forward loss	735.62	--	643.98	91.64
Deferred Tax Liability (Net)	1091.12	--	435.49	1526.61

**SUPER SALES INDIA LIMITED**

15. Related party disclosure (As identified by the Management)

i. Related party Relationships:

a) Subsidiary	:	-
b) Other Related Parties	:	Lakshmi Machine Works Ltd
	:	Lakshmi Cargo Company Ltd
	:	Quattro Engineering India Ltd

ii. Transactions with Related Parties:

(Rs. in Lakhs)

Nature of Transactions	31.03.2013	31.03.2012
<b>Lakshmi Machine Works Ltd</b>		
Purchase of Fixed Assets	96.70	119.75
Purchase of Goods	275.55	254.21
Sale of Goods	1242.14	1248.16
Sale of Asset	1.58	175.75
Commission Receipts	1357.98	1389.96
Erection Charges Received / Job Receipts	255.71	197.42
Others (Income)	180.20	67.04
Others (Expenses)	18.11	77.21
Outstanding Balance as on 31.03.2013		
Payable	--	--
Receivable	1397.15	1223.79
<b>Lakshmi Cargo Company Ltd</b>		
Others (Expenses)	21.34	78.96
Outstanding Balance as on 31.03.2013		
Payable	3.99	3.13
Receivable	--	--
<b>Quattro Engineering India Ltd</b>		
Purchase of Fixed Assets	21.24	36.37
Purchase of Goods	1.25	--
Sale of Goods	0.19	--
Commission Receipts	1.94	--
Outstanding Balance as on 31.03.2013		
Payable	--	--
Receivable	0.16	0.03

16. Segment information for the year ended 31<sup>st</sup> March, 2013. (Rs.in Lakhs)

S.No.	Particulars	Agency		Textiles		Wind Energy		Engineering		Unallocated / Corporate		Total	
		31.03.2013	31.03.2012	31.03.2013	31.03.2012	31.03.2013	31.03.2012	31.03.2013	31.03.2012	31.03.2013	31.03.2012	31.03.2013	31.03.2012
1	<b>REVENUE:</b> Sales including processing charges & Commission Receipts Less: Inter- Segment Revenue	1,551.43	1,606.16	14,255.58	10,633.23	1,803.88 1,285.01	1,222.24 819.80	1,073.15	1,007.56	-	-	18,684.04 1,285.01	14,469.19 819.80
	Total	1,551.43	1,606.16	14,255.58	10,633.23	518.87	402.44	1,073.15	1,007.56	-	-	17,399.03	13,649.39
2	<b>RESULT:</b> PROFIT BEFORE INTEREST DEPRECIATION & TAXATION Less: Depreciation PROFIT AFTER DEPRECIATION Less: Interest Expenses	1,122.33 7.79 1,114.54 0.02	1,225.52 20.26 1,205.26 0.20	2,099.46 870.73 1,228.73 893.85	(1,401.85) 832.60 (2,234.45) 909.76	1,613.84 786.60 857.24 210.49	1,100.17 751.86 348.31 289.36	55.50 307.50 (262.00) 102.61	(87.79) 178.74 (266.53) 36.96	96.80 -	81.88 -	4,987.93 1,942.62 3,045.31 1,206.97	917.93 1,783.46 (865.53) 1,243.04
	<b>SEGMENT RESULTS - PBI</b> Provision for Income Tax Deferred tax (Net) Prior year Taxes NET PROFIT / LOSS	1,114.52	1,205.06	334.88	(3,144.21)	646.75	58.95	(354.61)	(303.49)	96.80 350.00 435.49	75.12	1,838.34 350.00 435.49 -	(2,108.57) -
3	<b>OTHER INFORMATION:</b> Segment Assets	858.30	821.82	9,561.18	9,291.41	5,135.44	5,728.34	4,139.88	3,961.41	858.50	731.32	20,553.30	20,534.30
4	Segment Liabilities	88.73	79.16	8,366.13	9,401.61	1,459.66	2,198.63	1,120.32	1,172.60	1,928.01	1,144.69	12,962.85	13,996.69
5	Capital Expenditure (Incl.Capital work-in-progress)	2.64	172.39	210.30	463.41	19.50	40.92	304.98	1,537.80	-	-	537.42	2,214.52
6	Depreciation	7.79	20.26	870.73	832.60	756.60	751.86	307.50	178.74	-	-	1,942.62	1,783.46

**SECONDARY SEGMENT INFORMATION - GEOGRAPHICAL SEGMENTS:**

	31.03.2013		31.03.2012	
	%	Rs. in Lakhs	%	Rs. in Lakhs
Domestic Sales	99.64	15,228.90	99.08	11,477.04
Export Sales	0.36	54.58	0.92	106.44
Countries to which exports were made :		Sri Lanka	-	-

**NOTES:**

- The Company has identified business segments as primary segments. The reportable segments are Agency, Textiles, Wind Energy and Engineering divisions.
- Items of expenses and income, Assets and Liabilities (including Deferred tax liability / Assets) which are not directly attributable / identifiable / allocable to business segments are shown under unallocated/Corporate.

**SUPER SALES INDIA LIMITED**

17. Employee Benefits	(Rs. in Lakhs)	
Defined Benefit Plans	<b>31.03.2013</b>	31.03.2012
	Gratuity (Funded)	Gratuity (Funded)
<b>A. Change in Present Value of the Obligation during the year</b>		
1. Present value of obligations as at beginning of year	64.77	56.33
2. Interest cost	5.18	4.51
3. Current Service Cost	8.42	7.46
4. Benefits Paid	(4.54)	(8.59)
5. Actuarial (gain) / loss on obligation	3.25	5.06
6. Present value of obligations as at end of year	77.08	64.77
<b>B. Change in the Fair value of Plan assets</b>		
1. Fair value of plan assets as at beginning of year	66.43	64.00
2. Expected return on plan assets	6.15	5.78
3. Contributions	9.21	5.24
4. Benefits paid	(4.54)	(8.59)
5. Actuarial gain / (loss) on plan assets	-	-
6. Fair value of plan assets as at end of year	77.25	66.43
<b>C. Fair Value of Plan Assets</b>		
1. Fair value of plan assets as at beginning of year	66.43	64.00
2. Actual return on plan assets	6.15	5.78
3. Contributions	9.21	5.24
4. Benefits paid	(4.54)	(8.59)
5. Fair value of plan assets as at end of year	77.25	66.43
6. Funded status	0.17	1.66
7. Excess of actual over estimated return on plan assets	-	-
<b>D. Actuarial Gain / Loss recognised as at end of year</b>		
1. Actuarial (gain) / loss on obligations	(3.25)	(5.06)
2. Actuarial (gain) / loss for the year - plan assets	-	-
3. Total (gain) / loss for the year	3.25	5.06
4. Actuarial (gain) / loss recognised in the year	3.25	5.06
<b>E. Net Asset/(Liability) recognised in the Balance sheet</b>		
1. Present value of obligation as at the end of year	77.08	64.77
2. Fair value of plan assets as at the end of year	77.25	66.43
3. Funded Status	0.17	1.66
4. Net asset / ( liability) recognised in the Balance Sheet	0.17	(1.66)
<b>F. Expenses recognised during financial year</b>		
1. Current Service cost	8.42	7.46
2. Interest Cost	5.18	4.51
3. Expected return on plan assets	(6.15)	(5.78)
4. Net Actuarial (gain) / loss recognised in the year	3.25	5.06
5. Expenses recognised	10.70	11.24
<b>G. Actuarial Assumptions</b>		
1. Discount rate	8.00%	8.00%
2. Salary Escalation	6.00%	6.00%

**SUPER SALES INDIA LIMITED**

18. Leave encashment benefits have been provided as per the rules of the Company based on actuarial valuation. No separate fund has been created. Amount charged to Profit and Loss account during the year is Rs. 34.15 lakhs (Previous year Rs. 8.13 lakhs)
19. Amount of contribution to Employees Provident Fund during the year is Rs. 84.25 lakhs (Previous Year Rs.71.58 lakhs)
21. Earnings per Share:
- |   | <b>31.03.2013</b> | 31.03.2012 |
|---|-------------------|------------|
| a. Net profit after tax and prior year adjustments Rs. in Lakhs (a)                     | 1052.85           | (1415.32)  |
| b. Weighted Average Number of Equity shares<br>Rs.10/- each outstanding during the year | (b) 30,71,500     | 30,71,500  |
| c. Basic & Diluted Earnings Per Share   | (a/b) 34.28       | (46.08)    |
21. Foreign Exchange fluctuation of Rs. 12.71 lakhs (Previous year Rs.40.92 lakhs) relating to Foreign Currency Term Loan availed for purchase of wind energy generator has been added to the cost of wind mill.
22. The borrowing cost Rs. 14.34 lakhs (Previous Year Rs.22.30 lakhs) is added to the cost of fixed assets purchased during the year as per AS-16.
23. The interest subsidy due on the TUFs loan amounting to Rs 30.46 lakhs (Previous Year Rs.85.42 lakhs) has been reflected under the head Income receivable.
24. The Company has carried out an exercise to ascertain the impairment if any in the carrying value of fixed assets. This has not revealed any impairment during the year.
25. The Company has not entered into any derivative transactions during the year under report.

See accompanying notes to financial statements  
As per our report annexed

For **S . KRISHNAMOORTHY & CO.,**  
(Registration No. 001496S)  
Chartered Accountants

**(Sd.) SANJAY JAYAVARTHANAVELU**  
Chairman

**(Sd.) K.N.SREEDHARAN**  
Partner  
Membership No. 12026

**(Sd.) S.K. RADHAKRISHNAN**  
Company Secretary

**(Sd.) N.R. SELVARAJ**  
Director

Coimbatore  
22<sup>nd</sup> May, 2013

# SUPER SALES INDIA LIMITED

Regd. Office : 34-A, Kamaraj Road, Coimbatore - 641 018

## ELECTRONIC CLEARING SERVICES (ECS) MANDATE FORMAT

To

S.K.D.C. Consultants Limited,  
"Kanapathy Towers", 3<sup>rd</sup> Floor,  
1391/A-1, Sathy Road,  
Ganapathy,  
Coimbatore- 641 006.

Dear Sirs,

### FORM FOR ELECTRONIC CLEARING SERVICE FOR PAYMENT OF DIVIDEND

Please fill-in the information in capital Letters in English only. Please  whichever is applicable.

#### For shares held in physical form

Master Folio No.

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FOR OFFICE USE ONLY

ECS  
Ref. No.

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<b>Name of the First Holder</b>											
<b>Bank Name</b>											
<b>Branch Name</b>											
<b>Bank Address</b>											
<b>Branch Code</b>	<table border="1"><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table> <p>(9 Digits Code Number appearing on the MICR Band of the cheque supplied by the Bank). Please attach a xerox copy of a cheque or a blank cheque of your bank duly cancelled for ensuring accuracy of the banks name, branch name and code number.</p>										

<b>Account type</b>	→	Savings		Current		Cash Credit											
<b>A/c. No. (as appearing in the cheque book)</b>																	
<b>Effective Date of this mandate</b>																	

I hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information supplied as above, SKDC Consultants Limited will not be held responsible. I agree to avail the ECS facility provided by RBI, as and when implemented by RBI/Super Sales India Limited.

I further undertake to inform the Company any change in my Bank / branch and account number.

Date :

\_\_\_\_\_  
(Signature of the First holder)

- Note :
- Shareholders holding shares in Demat form and wish to avail ECS facility are requested to contact their Depository Participants.
  - Incase the Scheme does not meet with the desired response or due to any other operational reasons it is found to be unviable, the Company reserves the right to pay dividend by issue of Warrants.

# SUPER SALES INDIA LIMITED

Regd. Office : 34-A, Kamaraj Road, Coimbatore - 641 018

## E-MAIL ADDRESS REGISTRATION FORM

To

S.K.D.C. Consultants Limited,  
"Kanapathy Towers", 3<sup>rd</sup> Floor,  
1391/A-1, Sathy Road,  
Ganapathy,  
Coimbatore- 641 006.

Dear Sirs,

FORM FOR REGISTRATION OF E-MAIL ADDRESS FOR SERVING THE DOCUMENTS

(For shares held in physical form only)

Please fill-in the information in capital Letters in English only.

Master Folio No.

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FOR OFFICE USE ONLY

Ref. No.

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<b>Name of the First Holder</b>	
<b>Name of Joint Holder(s)</b>	
<b>E-mail Address</b>	

I hereby declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incompleteness or incorrectness of information supplied as above, Company will not be held responsible.

I further undertake to inform the Company any change in my e-mail address

Date :

\_\_\_\_\_  
Signature of the first holder

Note :

1. Shareholders holding their shares in physical form are requested to inform the Company their e-mail address / change in their email address.
2. Shareholders holding their shares in demat form are requested to update their e-mail Address with their respective Depository Participants.



**SUPER SALES INDIA LIMITED**  
Regd. Office : 34-A, Kamaraj Road, Coimbatore - 641 018

**PROXY FORM**

I / We.....  
of .....being a Member / Members of Super Sales India  
Limited, hereby appoint.....  
of..... or failing him .....  
of..... or failing him .....  
of..... as my / our Proxy to vote for me / us and on my / our behalf  
at the 31<sup>st</sup> Annual General Meeting of the Company to be held on Thursday, the 8<sup>th</sup> August, 2013 at  
3.15 PM and at any adjournment thereof.

Signed this .....day of..... 2013

Signed by the said .....

Re. 0.15  
Revenue  
Stamp

Folio No. :

No. of Shares :

Note : This form duly completed should be deposited at the Registered Office of the Company not later than  
48 hours before the commencement of the meeting.

**SUPER SALES INDIA LIMITED**  
31<sup>st</sup> ANNUAL GENERAL MEETING

**ADMISSION SLIP**

Please complete this attendance slip and hand it over at the entrance of the Meeting Hall. Only Members  
or their Proxies are entitled to be present at the Meeting.

Member's Ledger Folio : .....

No. of Shares : .....

Name and Address : .....

.....

.....

I hereby record my presence at the 31<sup>st</sup> Annual General Meeting held at "Nani Kalai Arangam", Mani Higher  
Secondary School, Pappanaickenpalayam, Coimbatore - 641 037, on Thursday, the 8<sup>th</sup> August, 2013 at  
3.15 PM.

.....

\* Strikeout, whichever is not applicable

\* Signature of the Shareholder / Proxy



back wrapper inner

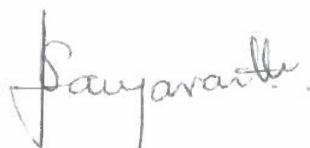

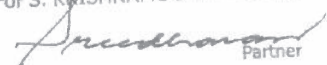
# **BOOK POST**

To

**If Undelivered please return to :**

S.K.D.C. Consultants Limited,  
"Kanapathy Towers", 3<sup>rd</sup> Floor,  
1391/A-1, Sathy Road, Ganapathy,  
Coimbatore- 641 006. Phone : 0422 - 6549995

**FORM A**  
**Format of covering letter of the annual audit report to be  
filed with the StockExchanges**

1.	Name of the Company	Super Sales India Limited
2.	Annual financial statements for the year ended	31 <sup>st</sup> March, 2013
3.	Type of Audit Observation	Un-qualified
4.	Frequency of qualification	NA
5.	<b>To be signed by:</b>	
	Sri Sanjay Jayavarthanavelu <b>Chairman</b>	
	Sri S Ravindran <b>GM - Finance</b>	
	<b>Statutory Auditors of the Company :</b> Sri K N Sreedharan Partner M/s.S Krishnanmoorthy & Co. (Registration No. 001496S) Chartered Accountants, Coimbatore. (Membership No: 12026 )	For S. KRISHNAMOORTHY & Co.,  Partner
	<b>Audit Committee Chairman:</b> Sri R. Satagopan	