Board of Directors

Thiru T. Kannan
Thiru RM. Somasundaram
Thiru L.N.V. Subramanian
Thiru A. Mariappan

Chairman

Thiru T. Kannan

Company Secretary

Thiru S. Paramashivan

Auditors

Messrs. Peri Thiagraj & Co.,
Madurai.

Bankers

State Bank of India
IDBI Bank Ltd.
Standard Chartered Bank

Registered Office

Sulakarai,
Virudhunagar.

NOTICE OF ANNUAL GENERAL MEETING:

NOTICE is hereby given that the Sixty Fifth Annual General Meeting of the Members of the Company will be held at the Registered Office of the Company at Sulakarai, Virudhunagar on Monday, the 11th day of June, 2012 at 12.00 Noon to transact the following business:

AGENDA

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 2012 and the Profit and Loss Account for the year ended on that date and the reports of the Directors and the Auditors thereon.
2. To declare a dividend.
3. To appoint a Director in the place of Sri.L.N.V.Subramanian, who retires by rotation.
4. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

5. SUB-DIVISION OF EQUITY SHARES

To consider, and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION.

"RESOLVED THAT pursuant to the provisions of Sections 13, 16 and 94 and all other applicable provisions, if any, of the Companies Act, 1956 (including any amendments thereto or re-enactment thereof) and subject to such approvals, consents, permissions and sanctions, if any, as may be required from any authority, and subject to such conditions as may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall also include any Committee thereof), consent of the Members be and is hereby accorded for sub-dividing the 1,00,00,000/- Equity Shares of Rs.10/- (Rupees ten) each in the Authorised Share Capital of the Company into 10,00,00,000 Equity Shares of Re.1/- (Rupee One) each and consequently Clause (iv) (being Capital Clause) of the Memorandum of Association and Article 2 of the Articles of Association of the Company relating to Equity Shares be altered accordingly.

RESOLVED FURTHER that pursuant to the sub-division of the Equity Shares of the Company, the issued, subscribed and paid-up Equity Shares of face value Rs.10/- (Rupees Ten) each, shall stand sub-divided into Equity Shares of face value of Re.1/- (Rupee One) each fully paid-up.

RESOLVED FURTHER that the Board of Directors of the Company ("the Board", which expression shall also include a Committee thereof) be and they are hereby authorised to do, perform all such acts, and things as it may consider necessary, expedient, usual or proper to give effect to this resolution including but not limited to fixing of the record date as per the requirement of the Listing Agreement, issue new share certificates representing the sub-dived Equity Shares with new distinctive numbers, consequent to the sub-division of shares as aforesaid and / or credit the shareholders' accounts maintained with the Depositories, subject to the rules as laid down in the Companies (Issue of Share Certificates) Rules, 1960, and the Articles of Association of the Company and to inform the depositories and the Registrar and Transfer Agents of the Company and execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board, to any Committee thereof or to any Director(s) or Company Secretary, to give effect to the aforesaid resolution".

6. AMENDMENT OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider, and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION.

"RESOLVED that in accordance with the provisions of Section 16 and all other applicable provisions, if any, of the Companies Act, 1956, the existing Clause (iv) of the Memorandum of Association of the Company be and is hereby altered by deleting the same and substituting in its place, the following new Clause(iv):

(iv) The Authorised Share Capital of the Company is Rs.10,00,00,000/- (Rupees Ten Crores only) divided into 10,00,00,000/- (Ten Crore) Equity Shares of Re.1/- each.

7. AMENDMENT OF ARTICLES OF ASSOCIATION OF THE COMPANY

To consider, and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION.

"RESOLVED that in accordance with the provisions of Section 31 and all other applicable provisions, if any, of the Companies Act, 1956, the existing Article 2 of the Articles of Association of the Company be altered by deleting the same and substituting, in its place the following new Article, 2:

2. The present Authorised Share Capital of the Company is Rs.10,00,00,000/- Rupees Ten Cores only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Re.1/- (Rupee One) each.

By Order of the Board,

T. KANNAN
Chairman

Kappalur, Madurai
April 25, 2012.

Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956

The following explanatory statement sets out all material facts relating to the special business mentioned in the notice and shall be taken as forming part of the notice.

Item Nos.5 & 6

The Equity Shares of the company are listed on the Stock Exchange, Mumbai (BSE), Madras Stock Exchange Limited and Coimbatore Stock Exchange Limited. The shares are traded on BSE and the current share price is around Rs.132/-.

To fulfill the expectation of the shareholders and in order to substantially increase the number of shares available for trading in the market, it is felt desirable to sub-divide the Equity Shares of Rs.10/- each into Equity Shares of Re.1/-. each.

The Board of Directors or a Committee of the Board duly authorised in this behalf would advise the date from which the alteration would be effective and take necessary steps to issue share certificates/ credit the account of the shareholders with any depository with equivalent number of new Equity Shares of Re.1/-each in the proportion in which they are entitled to such shares in terms of the resolution.

In terms of Section 94 of the Companies Act, 1956, and as per the Articles of Association of the Company, the resolution for sub-division is placed before the shareholders for approval.

Consequent to the sub-division, the existing Clause (iv) of the Memorandum of Association and Article 2 of Articles of Association of the company are required to be substituted with revised clauses.

The Directors are deemed to be concerned / interested in the resolutions to the extent of their shareholding, if any, in the capital of the company.

The Directors recommend the resolutions for adoption by the shareholders.

The Record date for the purpose of ascertaining the entitlement of the proposed sub-division of Equity Shares will be intimated separately to the Stock Exchange and advertised in the newspapers.

NOTE:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote instead of himself and a proxy need not be a member of the Company.
2. The Register of Members of the Company will remain closed from 1-06-2012 to 11-06-2012 (both days inclusive).
3. Pursuant to Sec.205A and 205C of the Companies Act, 1956, the dividend for the financial year 2004-2005 which is remaining unclaimed for seven years will be transferred to the Investors Education and Protection Fund on or before 09.07.2012, being the due date for such transfer. The other dividends are lying in the Unpaid Dividend Account of the Company.

By Order of the Board,

Kappalur, Madurai.
April 25, 2012.

T. KANNAN
Chairman

DIRECTORS' REPORT

To the Members of VTM Limited

Your Directors present their 65th Annual Report along with the audited statements of accounts for the year ended 31st March, 2012.

PROFITS, DIVIDENDS & RETENTION :

(Rs. in Lakhs)

	2011 - 2012		2010 - 2011	
Turnover:				
Exports	(13%)	1574	(14%)	1902
Domestic	(87%)	10091	(86%)	11274
Total		11665		13176
Profit before Depreciation (after interest)		1603		2820
Less : Depreciation		846		912
Profit after Depreciation		757		1908
Less : Provision for Taxation:				
Current year	300		390	
Deferred Tax	(178)		228	
Taxation for earlier years	8		103	
		130		721
Profit after tax		627		1187
Add : Amount brought forward		238		114
Available for appropriation		865		1301
Appropriation :				
Transfer to General Reserve		490		810
Interim Dividend @ Rs.2.70 per Share	-		109	
Income Tax on Interim Dividend	-		18	
		-		127
Proposed Dividend @ Rs.4.00 per Share	161		109	
Income Tax on Dividend	26		17	
		187		126
Retained profit carried/forward to the following year		188		238

DIVIDEND:

Your Directors recommend Dividend at Rs.4.00 per Share (i.e., 40%) on Equity Share Capital for the year 2011-12.

PERFORMANCE OF THE YEAR AND FUTURE PROSPECTS:

The year under review was quite challenging for the textile industry. After having reached record highs in early 2011, cotton prices registered a steep fall of about 40% during the first quarter of the year. This in turn set off a chain reaction in the textile markets and prices of fabrics declined by about 30%. These were the result of inconsistent policies followed by the Government with regard to raw cotton exports and they did not allow free market forces to have their play and kept on tinkering with policies so as to influence pricing. Hopefully this syndrome is behind us and a sense of balance has returned to the markets.

The year under review witnessed erratic power supply position and as we write this report, the power cut in Tamil Nadu is as high as 70%. Your Company had to generate its own power and/or procure from 3rd parties at prices 3 times over and above the TANGEDCO prices. These factors had impacted the sales as well as margins adversely.

Your Directors have initiated number of measures to mitigate rising cost of power and they hope that the power supply situation will get better in the coming year. The textile market is showing positive signs and your Directors look forward to better results in the ensuing year.

FUTURE PLANS:

Your Company has turned totally debt free and has cash reserves to the tune of Rs.20.00 Crores and your Directors are considering investment avenues so as to maximize returns.

DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 217 (2AA) of the Companies Act, 1956, the Directors would like to state that:-

i) in the preparation of Annual Accounts for the year ended 31st March 2012 the applicable accounting standards had been followed along with proper explanation relating to material departures;

ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2012 and of the profit of the Company for that year;

iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv) the Directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE:

The report on Corporate Governance is attached as *Annexure-I.*

The Company has obtained a Certificate from the Statutory Auditors of the Company regarding the compliance of conditions of Corporate Governance as stipulated in the Clause 49 of the listing agreement and a copy of the same is annexed.

GENERAL:

The additional particulars required to be given in the Directors' Report pursuant to the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are given in the *Annexure-II* which forms part of this report. With regard to particulars of Employees under Section 217(2A) there is no employee drawing salary of more than Rs.5,00,000/- per month or Rs.60,00,000/- per annum.

LISTING:

The Company's shares are listed with the following three Stock Exchanges:

1) Bombay Stock Exchange Ltd.,
Regd. Office: Floor 25, P.J. Towers,
Dalal Street,
Mumbai - 400 001.

2) Coimbatore Stock Exchange Ltd.,
CSX Towers,
683-686, Trichy Road,
Singanallur, Coimbatore - 641 008.

3) Madras Stock Exchange Ltd.,
Exchange Buildings,
11, Second Line Beach,
Chennai - 600 001.

The Company has paid listing fee to all the three stock exchanges for the Financial Year 2012-2013.

The Directors wish to place on record the valuable services rendered by Late Shri M. Ananthakrishnan who served on the Board from 17.1.1975 to 2.4.2012.

The Directors place on record their appreciation of the continued co-operation received from its Staff, Employees and the Bankers.

For and on behalf of the Board of Directors,

Kappalur, Madurai. **T. KANNAN**
April 25, 2012. Chairman

ADDENDUM TO DIRECTORS REPORT TO THE ANNUAL REPORT 2011-12:

Disclosure of full particulars of Cost Auditor in terms of Circular No. 15/2011 dt. 11.04.2011.

COST AUDITOR:

In conformity with the directives of the Central Government, the Company has appointed Shri M.Kannan, Cost Accountant, IV-B, Akshaya Homes, 9-B-20, Tagore Nagar, Bharathiyar 4th Street, S.S.Colony, Madurai-625 016 as the Cost Auditor of the Company u/s. 233B of the Companies Act, 1956 for the audit of cost accounts for the fabrics manufactured by the Company for the year ending 31.03.2012.

For the year ended 31.03.2011, the due date of filing the Cost Audit Report was 30th September 2011 and the actual date of filing the Cost Audit Report was 11th September 2011.

Kappalur, Madurai .

For and on behalf of Board of Directors

T. KANNAN
Chairman

April 25, 2012

ANNEXURE-I TO THE DIRECTORS' REPORT

REPORT ON CORPORATE GOVERNANCE

THE COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company believes that Good Corporate Governance is essential for achieving Long term Corporate goals and enhancing stakeholder's value. The Company's business objective and that of its management and employees is to manufacture and market the products in such a way so as to create value that can be sustained on a long term basis for all its stakeholders.

The Company in addition to compliance with regulatory requirements, also endeavours to ensure high standards of ethical conduct in the organization.

I. Board of Directors:

The Board consists of four Directors, of whom two Directors are Independent Directors who satisfy the conditions provided in the Clause 1(B)(iii) of the Revised Clause 49 of the Listing Agreement. In terms of Clause 49 (IV) (G) (ia), none of the Directors are related to each other.

None of the Directors on the Board is a member on more than ten committees as per the requirements of Clause 49 of the Listing Agreement. Necessary disclosures have been made by the Directors in this regard.

The Board meets at least once in a quarter to review the performance of the Company and also meets as and when to transact any special business that may arise.

During the year under review Four Board Meetings were held on 18th April 2011, 21st July 2011, 24th October 2011 and 23rd January 2012; Details of attendance at Board Meetings, Directorship and Membership in other Companies for each Director of the Company are as follows:

Composition and category of Directors and their attendance at Board Meetings and at last Annual General Meeting:

Name of the Directors	Category	No. of Board Meetings attended	Attendance at the last AGM held on 1.6.2011	No. of other Directorships in Companies other than VTM	No. of other memberships in Board Committees	Whether Chairman/ Member
Thiru T. Kannan		4	✓	11*	4	Member
Thiru RM. Somasundaram	ID	4	✓	2	-	-
Thiru L.N.V. Subramanian	ID	4		-	-	-
Thiru A. Mariappan		4	✓	7	-	-
Thiru M. Ananthakrishan (Ceased as Director due to Death)		3		2	-	-
Thiru K. Subramanian (Ceased as Director due to Retirement)		1		1	-	-

ID: Independent Director; VTM - **VTM** Limited.

* includes Directorship in 3 Section 25 Companies.

Thiru T. Kannan, Chairman and Director, Thiru RM. Somasundaram and Thiru A. Mariappan, Directors have attended the Annual General Meeting held on 1st June, 2011.

Details of Directors retiring by rotation and seeking reappointment:

As per the statute, two-third of the Directors should be retiring Directors. One-third of these Directors are required to retire every year and if eligible, these Directors qualify for re-appointment.

Accordingly, Thiru L.N.V.Subramanian, Director retires by rotation at the ensuing Annual General Meeting.

A brief resume of the Director is as follows:

Name of the Director	Thiru L.N.V.Subramanian
Age	81 Years
Expertise in functional area	Equipped with long professional experience in legal field, with specialization in Labour laws.
List of other Directorship held Chairman/Member of the Committees of the Board of the Companies on which he is a Director	NIL. NIL

The retiring Director is not related to other Directors.

2. Audit Committee:

The Company constituted Audit Committee during the financial year 2001-02, and reconstituted during the year 2010-11. The constitution of Audit Committee is as per the listing agreements with Stock Exchanges, which stipulates formation of such committee when the net worth exceeds Rs.25 Crores. The Audit Committee comprises of two Independent Directors and a Non-Independent Director.

The broad terms of reference of the Audit Committee include focusing / overseeing of the Company's financial reporting process, to review the results announcement and the report and accounts at the end of a quarter, half year and the full year before submission to the Board, recommending the appointment of external auditors, reviewing with management the annual financial statements, financial and risk management policies, to review the effectiveness of the system of internal financial control and internal audit functions, its adequacy and discuss the same periodically with the statutory auditors, disclosures made under the CFO certification to the Board, and to consider other topics as defined by the Board.

The Audit Committee satisfies the conditions as provided in the Revised Clause 49 of the Listing Agreement.

The following Directors are the members of the Audit Committee:

Director	Category
Thiru RM. Somasundaram	Chairman
Thiru L.N.V. Subramanian	Member
Thiru A. Mariappan	Member

The Secretary of the Company is the Secretary of the Audit Committee.

The Company has got built in internal audit system which covers all functional areas. The management reporting systems is comprehensive on all the aspects of the Company's operation and it is periodically reviewed by Senior management headed by the Chairman and a Director.

Audit Committee Meetings and the attendance during the year:

There were four meetings of the Audit Committee during the year and the dates and attendance of the same are as under:

Dates: 18.04.2011, 21.07.2011, 24.10.2011 & 23.01.2012

Name of the Director	No. of Audit Committee Meetings attended
Thiru RM. Somasundaram	4
Thiru L.N.V. Subramanian	4
Thiru A.Mariappan	3

Remuneration to Directors:

Name of the Director	Sitting Fees (For Board & Committee Meetings)
Thiru T. Kannan (Chairman)	Rs.12,000/-
Thiru M. Ananthakrishnan	Rs. 9,000/-
Thiru RM. Somasundaram	Rs.24,000/-
Thiru L.N.V. Subramanian	Rs.24,000/-
Thiru K. Subramanian	Rs. 3,000/-
Thiru A. Mariappan	Rs.21,000/-

Besides the Sitting Fees, Thiru T. Kannan, Chairman and Thiru A. Mariappan, Director are to be paid Profit Commission of Rs.15.00 Lakhs and Rs.5.00 Lakhs, respectively in terms of Section 309 of the Companies Act, 1956 for the year ended 31st March, 2012.

Shares held by Non-Executive Directors:

Name of the Director	Number of Shares
Thiru T. Kannan	58560
Thiru M. Ananthakrishnan*	2100
Thiru RM. Somasundaram	6000

* Ceased as Director due to death.

3. General Body Meetings:

Details of the last three Annual General Meetings (AGM):

AGM for the Financial Year ended	Date & Time of AGM
31st March, 2011	1st June 2011 at 11.30 A.M.
31st March, 2010	21st June 2010 at 12.05 P.M.
31st March, 2009	12th June 2009 at 12.00 Noon

All the resolutions set out in the respective Notices were passed by the Shareholders.

All the Annual General Meetings were held at the Registered Office of the Company.

4. Disclosure:

There are no materially significant related party transactions made by the Company with its Promoters, Directors or Management, their subsidiaries or relatives etc., that may have potential conflict with the interests of the Company at large. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board.

Transactions with the related parties are disclosed in Notes on Schedule No.33 to the Accounts in the Annual Report.

In the preparation of financial statements, generally accepted accounting principles and policies were followed, including the mandatory accounting standards prescribed by the Institute of Chartered Accountants of India.

There were no penalties imposed either by SEBI or by the Stock Exchanges or by any statutory authority for non-compliance of any matter related to the capital markets.

The Quarterly and Half Yearly results are publised in dailies "Trinity Mirror" in English and "Malai Murasu" in Tamil.

5. Listing Agreements:

CFO Certification:

The Company is a Board managed Company and there is no CEO. However, the Directors have authorised a Committee consisting of the Chairman of the Board of Directors and another Director of the Company, to discharge the obligations expected of a CEO under the Corporate Governance Guidelines prescribed by SEBI [Clause 49(v)].

The Committee has given the Certificate to the Board which has been taken on record.

Certificate on Code of Conduct:

As required under Clause 49 of the Listing Agreement, we have laid down Code of Conduct for Directors and senior management. They have affirmed compliance with the Code.

6. Shares:

Shares Transfer Procedure:

The Share Transfer and Demat and Shareholder's Grievances Committee has been constituted as per listing agreement requirements, laid out by the stock exchanges. Through Circular Resolutions, the Committee approves the transfers, transmission and demat requests. The Share Transfer Demat, and Shareholder Grievances Committee comprise of Thiru T. Kannan, Chairman and Director, besides Thiru L.N.V. Subramanian, Director. Thiru S. Paramashivan, Secretary of the Company is the Secretary and Compliance Officer for the Committee.

During the year fourteen grievances regarding non-receipt of shares applied for transfer, non-receipt of dividend and related matters were received from the shareholders, and all the grievances were redressed. There were no transfer of shares pending for transfer at the close of the year.

Information on Unclaimed Dividend:

Pursuant to provisions of the Companies Act 1956, Company is committed in making timely payment of dividend. Pursuant to provisions of Section 205A of the Companies Act 1956, dividend that remained unpaid or unclaimed for financial year ended 31st March 2005, due to be transferred to The Investor Education and Protection Fund (IEPF), constituted by Central Government under Section 205C of the Companies Act 1956 on 29.06.2012 will be transferred within the time prescribed.

Distribution of shareholding as on 31.03.2012:

No. of Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
Upto - 500	1526	80.87	231584	5.76
501 - 1000	171	9.06	116012	2.88
1001 - 2000	99	5.25	138026	3.43
2001 - 3000	38	2.01	94747	2.36
3001 - 4000	8	0.42	28503	0.71
4001 - 5000	8	0.42	34829	0.87
5001 - 10000	15	0.80	96310	2.39
10001 - above	22	1.17	3282749	81.60
Total	1887	100%	4022760	100%

Shareholding pattern as on 31st March, 2012:

Shareholders	No. of Shares held	% of total shares held
Promoters	3016970	75.00
Financial Institutions	0	0
Corporate Bodies	96186	2.39
Public	906289	22.53
NRI's	3315	0.08
Total	4022760	100%

1. The Promoters have not pledged any of the shares held in the Company.
2. The Company has not issued any ESOP to its Employees/Directors.

General Information for Shareholders:

1. Date, Time and Venue of the Annual General Meeting.	:	11th June, 2012 at 12.00 Noon at the Registered Office at Sulakarai, Virudhunagar.
2. Dates of Book Closure/Record date for Financial Year 2011-2012.	:	For Payment of Final Dividend, Register of Members will be closed from 1st June 2012 to 11th June 2012.
3. Dividend payment date	:	Within 30 days from the date of Annual General Meeting.
4. Results for Quarter ending June 30, 2012 (Provisional)	:	3rd week of July, 2012
Results for Quarter ending September 30, 2012 (Provisional)	:	3rd week of October, 2012
Results for Quarter ending December 31, 2012 (Provisional)	:	3rd week of January, 2013.
Financial Calendar - 1st April, 2012 to 31st March 2013 (Audited)	:	4th week of April, 2013.

Means of communication:

The Quarterly results are taken on record by the Board of Directors and submitted to the Stock Exchanges as per the requirements of the Listing Agreements.

The Quarterly and Half Yearly results are published in dailies "Trinity Mirror" in English and "Malai Murasu" in Tamil.

The Company's quarterly results are made available at the website of the Company www.vtmill.com

No special resolution was passed through postal ballot during the financial year, under the Provisions of Section 192A of the Companies Act 1956 and the Companies (passing of resolutions by Postal Ballot) Rules 2001.

The Company has not made any formal presentation to the institutional investors or to the analysts during the year.

The Management Discussion and Analysis Report forming part of the Annual Report is enclosed. [Clause 49(IV)(F) of the Listing Agreement].

Dematerialisation of Shares:

The Shares of the Company have been dematerialised and the unique ISIN number allotted for the Company as under:

ISIN : INE222F01011

Currently 90.20% of the total shares have been dematerialised.
The Shares held by the promoters have all been dematerialised.

Listing at Stock Exchanges:

Bombay Stock Exchange Ltd.,
Regd. Office : Floor 25,
PJ Towers,
Dalal Street,
MUMBAI - 400 001.

Madras Stock Exchange Ltd.,
Exchange Building,
11, Second Line Beach,
CHENNAI - 600 001.

Coimbatore Stock Exchange Ltd.,
CSX Towers, 683-686,
Trichy Road,
Singanallur,
COIMBATORE - 641 008.

Stock Code:

Scrip Code at BSE	:	**532893**
TRADING SYMBOL AT BSE	:	**VTM**
Demat ISIN No.	:	**INE222F01011**

Share Price movements:

Market Price data : Exchange : BSE

Month	High Rs.	Low Rs.
April '11	178.70	142.50
May '11	148.80	128.00
June '11	140.65	118.00
July '11	146.80	110.00
August '11	119.70	96.40
September '11	113.45	95.25
October '11	117.80	93.50
November '11	107.00	88.20
December '11	101.00	85.75
January '12	109.70	91.00
February '12	130.00	106.05
March '12	126.30	103.90

There was no official trading in the shares of the Company in the year in Madras Stock Exchange and in the Coimbatore Stock Exchange.

Stock options : Nil

Plant Location : Sulakarai, Virudhunagar - 626 003.

Address for correspondence:

Registrar & Transfer Agent:

Karvy Computershare Pvt. Ltd.
(Unit: VTM Limited)
Karvy House, 46 Avenue-4,
Street No.1, Banjara Hills,
Hyderabad-500 034.
Phone : 040-23326591

Contact Person : Mr.V.K. Jeyaraman, Asst. General Manager.

The shareholders may also address their correspondence to:

VTM Limited,
Sulakarai, Virudhunagar - 626 003.
Phone : 04562-252019 & 252907.

VTM Limited,
Chairman's Office:
Thiagarajar Mills Premises,
Kappalur, Madurai - 625 008. Phone : 0452-2482595

Non-Mandatory Requirements :

1. The Chairman is provided with an Office at Kappalur, Madurai and the expenses thereon are borne by the Company.
2. The Board has not set up a Remuneration Committee as the need for the same has not arisen.
3. No item of business relating to matters requiring voting by Postal Ballot is included in the Notice convening the 65th Annual General Meeting of the Company.

Auditors' Certificate on compliance of the provisions of the code of Corporate Governance in the Listing Agreement :

To

The Shareholders of **VTM LIMITED,** Sulakarai, Virudhunagar.

We have examined the compliance of conditions of Corporate Governance by **VTM LIMITED,** Sulakarai, Virudhunagar for the year ended 31st March 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

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

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

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Investors' Grievances Committee.

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

For PERI THIAGRAJ & Co.,
Chartered Accountants
Firm Registration No.002636S

T. KALAIRAJ
Partner
Membership No.023840

Madurai,
April 25, 2012.

Management Discussion & Analysis:

Financial Performance:

There has been marginal decrease in Sales Turnover from Rs.131.76 Crores to Rs.116.65 Crores. The Gross Profit has declined by 43%, as set out in the Directors' Report.

Industry Structure and Developments:

Our Company has presence in the domestic and international markets. Its reputation and goodwill are ever on the increase. The opportunities being thrown up by the expanding Indian economy will be fully availed of by the Company though there is always the element of competition from others similarly placed. The business of the Company over the last 3 years has a growing domestic component and exports are on the decline. This is a reflection of the opportunities that are growing domestically and shrinking externally.

Internal Control Systems and their Adequacy:

Internal Control Systems which are already in place with regard to purchase of raw materials, stores, plant & machinery, other items and for the sale of finished products are ever being strengthened. There is a good system of Internal Audit which is reviewed by the Audit Committee periodically and suggestions given by the Committee are being implemented.

Human Resources:

The Company has a recruitment and training policy to meet its HR needs. The Company's performance on the Industrial Relations front continues to be quite satisfactory.

Cautionary Statement:

Certain statements in the "Management Discussion and Analysis Report" may be forward looking and are as required by applicable laws and regulations. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of the future performance and outlook - the ever present risk factors.

ANNEXURE-II TO THE DIRECTORS' REPORT

Additional particulars furnished pursuant to the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988.

I. CONSERVATION OF ENERGY :

The Company has been making all-out efforts to conserve energy. The Company is periodically conducting power audit to check the energy consumption and to improve the maintenance of machinery in order to conserve the energy. Power factor improvement capacitors and fuel efficiency motors have been installed, with the result the power factor is maintained at optimum level.

A. POWER AND FUEL CONSUMPTION :

	31.03.2012	31.03.2011
Electricity		
a) Purchased:		
Units	3196756	6464653
Total Amount	Rs. 2,41,26,033	Rs.3,32,54,305
Rate per unit	Rs. 7.55	Rs. 5.14
b) Own Generation:		
Through Diesel Generator:		
Units	2277356	2684166
Units per litre of oil	3.30	3.49
Cost per unit	Rs. 11.27	Rs. 9.74
c) Through Windmill :		
Produced Units	6649708	5210184
Availed Units	6303693	5210184
d) Through an Independent power producer:		
Units	3730280	1532118
Rate per unit	Rs. 4.29	Rs. 6.27

B. CONSUMPTION PER UNIT OF PRODUCTION OF CLOTH :

	31.03.2012	31.03.2011
Electricity per metre of production of cloth	Rs. 4.78	Rs. 4.38

Note :

1. No standard rate of consumption is available.
2. As the Company is producing numerous varieties or sorts of cloth, separate details for each variety or sort are not given.

II. TECHNOLOGY ABSORPTION AND RESEARCH AND DEVELOPMENT :

Constant efforts are being made to improve the quality and productivity by adopting latest technology.

III. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company has earned during the year under report foreign exchange equivalent to Rs.1,543 Lakhs (FOB value of exports) through direct exports.

The foreign exchange outgo during the period is Rs.139.65 Lakhs.

The Company is striving to expand the export market segment by broadening its geographical sweep.

For and on behalf of the Board of Directors,

Kappalur, Madurai.
April 25, 2012.

T. KANNAN
Chairman

ORS' REPORT

To the Members of VTM LIMITED

We have audited the attached Balance Sheet of **VTM Limited,** as at March 31, 2012 and also the Profit and Loss Account for the year ended on that date annexed thereto and the Cash Flow statement for the year ended on that date. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

1) 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.

2) As required by the Companies (Auditors' Report) Order, 2003 as amended by the Companies (Auditors' Report) Amendment Order 2004 issued by the Central Government of India in terms of Sub-Section (4A) of Section 227 of the Companies Act, 1956 and on the basis of such checks of the books and records of the Company as we considered appropriate and the information and explanations given to us, we state that:

   i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.

      b) According to the information and explanations given to us, the Fixed Assets have been physically verified by the Management during the year and no serious discrepancies between the book records and physical inventory have been noticed.

      c) The Company has not disposed of a substantial part of the Fixed Assets during the year.

   ii) a) The Company has maintained proper records and the Stocks of finished goods, stores and spare parts and raw materials have been physically verified by the Management at reasonable periods.

      b) In our opinion, the records and procedures of physical verification of the aforesaid stocks followed by the Management are reasonable and adequate in relation to the size of the Company and nature of its business.

c) According to the records, no discrepancies have been noticed on such verification of stocks of finished goods and raw materials. The discrepancies noticed on such verification of stores and spare parts were not material as compared to Book Stock and the same have been properly dealt within the books of Account.

iii) a) The Company has not granted any loans secured or unsecured to Companies, Firms or other parties as listed in the Register maintained under Section 301 of the Companies Act, 1956 and/or the Companies under the same management as defined under Sub-Section (1B) of Section 370 of the Companies Act, 1956.

b) The Company has accepted deposit for leased land from Company as listed in the Register maintained under Section 301 of the Companies Act, 1956.

iv) In our opinion and according to the information and explanations given to us, during the course of the audit, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of raw materials, stores, plant and machinery, equipment and other assets and for sale of goods. In our opinion and according to the information and explanations given to us, there is no continuing failure to correct major weaknesses in internal control.

v) According to the information and explanations given to us, the transactions of purchase and sale of goods and materials made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 aggregating during the year to Rs.5,00,000/- or more in respect of each party, have been made at prices which are reasonable having regard to prevailing market prices for such goods and materials or the prices at which transactions for similar goods have been made with other parties.

vi) The Company has not accepted any deposits from the Public during the year.

vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

viii) The cost records and accounts prescribed by the Central Government under Section 209(1)(d) of the Companies Act, 1956 have been made and maintained by the Company.

ix) a) According to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues payable in respect of Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-Tax, Sales - Tax, Wealth-Tax, Sevice-Tax, Customs Duty, Excise Duty, Cess and there were no amounts outstanding as at March 31, 2012 for a period of more than six months from the date they became payable.

b) The Company has disputed Tax liability as at March 31, 2012 as stated in Note No.2(b).

x) The Company has no accumulated losses. The Company has not incurred cash losses in the Financial Year under report and in the immediately preceding Financial Year.

xi) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to a Financial Institution or Bank or Debenture Holder.

xii) The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities, and in our opinion, adequate documents and records are maintained.

xiii) Clause (xiii) of the Order is not applicable to the Company as the Company is not a Chit Fund Company, Nidhi or Mutual Benefit Society.

xiv) According to the information and explanations given to us, proper records have been maintained in respect of transactions and contracts in shares, securities, debentures and other investments and timely entries have been made therein. The shares, securities, debentures and other investments, have been held by the Company in its own name.

xv) According to the information and explantions given to us, the Company has not given any guarantee for loans taken by others from Bank or Financial Institutions.

xvi) According to the information and explanations given to us, Term Loans were applied for the purpose for which the loans were obtained.

xvii) According to the information and explanations given to us, funds raised on Short-term basis have not been used for long-term investment. Similarly, no funds raised on long term basis have been used for short-term investments.

xviii) According to the information and explanations given to us, no shares has been allotted by the Company during the year.

xix) The Company has not issued Debentures and hence requirement of reporting regarding creation of securities in respect of Debentures issued does not arise.

xx) According to the records of the Company and information and explanations given to us, the Company has not raised any money through public issue during the year.

xxi) According to the information and explanations given to us, a fraud on or by the Company has not been noticed or reported during the year.

3) In our opinion and to the best of our information and according to the explanations given to us, the attached accounts together with the notes thereon, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view, 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, 2012.

   b) In the case of the Profit and Loss Account, of the Profit of the Company for the year ended on that date;

   and

   c) In the case of the cash flow statement, of the cash flows for the year ended on that date.

4) On the basis of written representations received from the Directors, as on March 31, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on March 31, 2012 from being appointed as a Director of the Company in terms of Section 274(1)(g) of the Companies Act, 1956 on the said date.

5) In our opinion proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books.

6) In our opinion, the Balance Sheet and Profit and Loss Account complies with the accounting standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956.

7) The Balance Sheet and Profit and Loss Account dealt with by this Report are in agreement with the books of account.

For PERI THIAGRAJ & Co.,
Chartered Accountants
Firm Registration No.002636S

T. KALAIRAJ
Partner
Membership No.023840

Madurai,
April 25, 2012.

BALANCE SHEET
as at 31st March, 2012

(Rs. in Lakhs)

	Note Number	As at end of current reporting Period 31.03.2012		As at end of previous reporting Period 31.03.2011	
I. EQUITY AND LIABILITIES:					
1. Shareholders' Funds :					
(a) Share Capital	1	402.28		402.28	
(b) Reserves & Surplus	2	9239.83		8800.15	
(c) Money received against share warrants					
			9642.11		9202.43
2. Share application money pending allotment		-		-	
3. Non - Current Liabilities					
(a) Long Term borrowings	3	100.70		100.70	
(b) Deffered tax liablities (Net)	4	667.47		845.72	
(c) Other long term liabilities	5	-		-	
(d) Long term provisions	6	42.72		52.61	
			810.89		999.03
4. Current Liabilities :					
(a) Short term borrowings	7	1.16		521.53	
(b) Trade Payables	8	239.27		215.16	
(c) Other current liablilities	9	59.02		70.73	
(d) Short term provisions	10	277.37		212.82	
			576.82		1020.24
Total			11029.82		11221.70
II. ASSETS					
(1) Non-Current Assets					
(a) Fixed Assets					
(i) Tangible assets	11	5297.01		5960.39	
(ii) Intangible assets		-		-	
(iii) Capital work in progress	12	18.13		18.13	
(iv) Intangible assets under development		-		-	
		5315.14		5978.52	
(b) Non-current investments	14	36.96		36.25	
(c) Deffered tax assets (Net)		-		-	
(d) Long term loans and advances	15	292.34		286.39	
(e) Other non current assets	16	-		-	
			5644.44		6301.16
(2) Current Assets					
(a) Current Investments	17	300.00		-	
(b) Inventories	18	1508.19		2205.70	
(c) Trade receivables	19	1451.68		2281.46	
(d) Cash and Cash equivalents	20	1859.05		165.21	
(e) Short term loans and advances	21	266.46		268.17	
(f) Other Current Assets		-		-	
			5385.38		4920.54
Total			11029.82		11221.70

The notes attached form an integral part of the Balance Sheet.

In Accordance with our Report attached
For PERI THIAGRAJ & Co.,
Chartered Accountants
Firm Registration No.002636S
T. KALAIRAJ
Partner
Membership No.023840

Kappalur,				
Madurai.	**T. KANNAN**	**A. MARIAPPAN**	**S.PARAMASHIVAN**	
April 25, 2012.	Chairman	Director	Company Secretary	

PROFIT & LOSS ACCOUNT

for the year ended 31st March, 2012

(Rs. in Lakhs)

		Note Number	As at end of current reporting Period 31.03.2012		As at end of previous reporting Period 31.03.2011	
I	Revenue from Operations	22		11664.95		13176.33
II	Other Income	23		282.15		155.85
III	Total Revenue (I+II)			11947.10		13332.18
IV	Expenses					
	Cost of materials consumed	24	8775.01		8286.29	
	Purchase of stock in trade		-		-	
	Changes in inventories of finished goods work in progress and stock in trade	25	(287.43)		444.97	
				8487.58		8731.26
	Employees benefits expense	26		582.03		543.90
	Finance costs	27		11.82		10.59
	Depreciation and amortisation expense	28		845.60		912.26
	Other expenses	29		1262.95		1225.99
	Total Expenses			11189.98		11424.00
V	Profit/Loss before exceptional and extraordinary items and tax (III-IV)			757.12		1908.18
VI	Exceptional Items			-		-
VII	Profit / (Loss) before extraordinary items and tax (V -VI)			757.12		1908.18
VIII	Extraordinary Items			-		-
IX	Profit before tax (VII-VIII)			757.12		1908.18
X	Tax Expenses:					
	(1) Current Tax		300.00		390.00	
	(2) Tax in respect or earlier Years		8.34		103.36	
	(3) Deffered tax		(178.25)		228.19	
				130.09		721.55
XI	Profit/(Loss) from the period from continuing operations (VII-VIII)			627.03		1186.63
XII	Profit/(Loss) from discontinuing operations			-		-
XIII	Tax Expenses of discontinuing operations			-		-
XIV	Profit/(Loss) from discontinuing operations (after tax) (XII-XIII)			-		-
XV	Profit/(Loss) for the period (XI+XIV)			627.03		1186.63
XVI	Earning per equity share:					
	(1) Basic			15.59		29.50
	(2) Diluted			15.59		29.50

The notes attached form an integral part of the statement of profit and Loss.

In Accordance with our Report attached
For PERI THIAGRAJ & Co.,
Chartered Accountants
Firm Registration No.002636S

Kappalur, Madurai, April 25, 2012.	**T. KANNAN** Chairman	**A. MARIAPPAN** Director	**S.PARAMASHIVAN** Company Secretary	**T. KALAIRAJ** Partner Membership No.023840

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

(Rs. in Lakhs)

Particulars	As at end of current reporting Period 31.03.2012		As at end of previous reporting Period 31.03.2011	
A. CASH FLOW FROM OPERATING ACTIVITIES :				
Profit before taxation		757		1908
Adjustments for				
Depreciation and amortisation expense	846		912	
Interest received	233		-	
Dividend received	18		-	
Interest expenses	12		-	
		1108		912
		1865		2820
Increase/ decrease in trade and other receivables	830		(1119)	
Increase/ decrease in Secured Loans			270	
Increase/ decrease in Unsecured Loans			1	
Increase/ decrease in Other Current Assets	2		-	
Increase/ decrease in Short Term provisions	4		-	
Increase/ decrease in Inventories	698		(188)	
Increase/ decrease in trade payable	24		3	
		1557		(1032)
		3422		1788
Income taxes paid		318		458
Net Cash from operting activities		3103		1330B
B. CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of Property, plant and equipment	235		2134	
Proceeds from sale of Property, plant and equipment	(53)		-	
Purchase of Investments	301		-	
Interest received	233		-	
Dividend received	18		-	
Net Cash from investing activities		733		2134
C. CASH FLOWS FROM FINANCING ACTITIVES				
Proceeds from short term borrowings	12		-	
Repayment of short term borrowings	520		-	
(Increase)/ decrease in Long Term Loans & Advances	6		210	
Interest paid	12		-	
Dividend paid	126		277	
Net cash from financing activities		676		487
Net Increase/(decrease) in Cash and Cash Equivalents		1694		(1291)
Cash & Cash equivalent at beginning of the period		165		1456
Cash & Cash equivalent at the end of reporting period		1859		165

Cash & Cash equivalents:

Cash and Cash equivalents consist of cash on hand and balances with banks, and investments in money market instruments Cash and cash equivalents included in the statement of cash flows comprise the following amounts in the balance sheet.

Cash on hand and bank balances	1859	165
Short term investments	-	-
Cash and cash equivalents as reported	1859	165
Effect on exchange rate changes	-	-
Cash and cash equivalents as restated	1859	165

In Accordance with our Report attached
For PERI THIAGRAJ & Co.,
Chartered Accountants
Firm Registration No.002636S

T. KALAIRAJ
Partner
Membership No.023840

Kappalur,
Madurai.
April 25, 2012.

T. KANNAN Chairman

A.MARIAPPAN Director

S. PARAMASHIVAN Company Secretary

To

The Board of Directors,
VTM Limited

We have examined the above cash flow statement of VTM Limited for the year ended 31st March, 2012. The statement has been prepared by the Company in accordance with the requirements of Clause 32 of listing agreement with Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of 25th April, 2012 to the members of the Company.

For PERI THIAGRAJ & Co.,
Chartered Accountants
Firm Registration No.002636S
T. KALAIRAJ
Partner
Membership No.023840

Madurai,
April 25, 2012.

NOTES TO FINANCIAL STATEMENTS

(Rs. in Lakhs)

1. SHARE CAPITAL	As at end of current reporting Period 31.03.2012		As at end of previous reporting Period 31.03.2011	
Authorised	Number	Value	Number	Value
Equity Shares of Rs.10/- each	10,000,000	1000.00	10,000,000	1000.00
Issued, Subscribed and fully Paid up				
Equity Shares of Rs.10/- each	4,022,760	402.28	4,022,760	402.28

Other Information

1. Equity Shares include

Particulars of equity share holders holding more than 5% of the total number of equity shares				
a) T.Kannan, Partner, Guruvayoorappan Investments	752,000	7520000.00	752,000	7520000.00
b) T.Kannan, Partner, Avittam Investments	750,000	7500000.00	750,000	7500000.00
c) T.Kannan, Partner, Karumuttu Investments	619,000	6190000.00	619,000	6190000.00
d) M/s. Thiagarajar Mills Private Limted	267,800	2678000.00	267,800	2678000.00

2. The Company has no Holding Company nor any subsidiary Company.

3. During the five years immediately preceeding the date of Balance Sheet:

a) Bonus Shares have been issued	Nil	Nil
b) Shares have been bought back	Nil	Nil
c) Shares have been issued pursuant to a contract without consideration being received in cash	Nil	Nil

2. RESERVES & SURPLUS

Particulars	Balance as on 01.04.2011	Additions/ Deductions/ Appropriations	Balance as on 31.03.2012
Capital Reserve :	0.62	-	0.62
Revaluation Reserve :	51.95	(0.34)	51.61
General Reserve :	8510.00	490.00	9000.00
Surplus :	237.58		
Profit after Tax for the year		627.03	
Less: Transfer to General Reserve		(490.00)	
Less: Proposed Dividend		(160.91)	
Less: Tax on Dividend		(26.10)	
Balance Surplus			187.60
TOTAL RESERVES & SURPLUS	8800.15		9239.83

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
3. LONG TERM BORROWINGS		
1. Secured Loan:		
a) Term Loans		
- from Banks	-	-
- from Others	-	-
	-	-
2. Unsecured Loan:		
a) Term Loans		
- from Banks	-	-
- from Others	-	-
b) Other loans and advances		
Lease Rent Advance	100.70	100.70
Total	100.70	100.70
3. Total long term borrowings (1+2)	100.70	100.70
Additional information:		
a) Details of Securities of Secured Loans	Nil	
b) Loan from Directors	Nil	
4. Deferred Tax Liabilities / Asset:		
i) Deferred Tax Liabilities:		
a) On account of depreciation on fixed assets	667.47	845.72
b) On account of timing differences in recognition of expenditure	-	-
Total	667.47	845.72
ii) Deferred Assets:		
a) On account of timing differences in recognition of expenditure	-	-
b) On account disallowance under section 40(ia)	-	-
c) On account of unabsorbed losses and depreciation under the Income Tax Act, 1961	-	-
Total	-	-
Net Deferred tax (liability)/ Asset	667.47	845.72
5. Other Long term liabilities		
a) Trade Payables	-	-
	-	-
6. Long term Provisions		
a) Provisions for employee benefits	-	-
b) Others - provisions for taxation (Net of Taxes)	42.72	52.61
Total	42.72	52.61

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
7. Short term Borrowings:		
1. Secured Loans:		
a) Loans repayable on demand		
- from Workings Capital Loans from a Bank	-	520.37
- from others	-	-
	-	520.37
2. Unsecured Loans:		
a) Other Loans and advances		
-Security Deposit	1.16	1.16
Total	1.16	1.16

Additional Information:

a) Cash Credit and other facilities are secured against hypothecation of stock of raw materials, goods in process, finished goods, stores, second charge on all fixed assets:

b) No loans have been Guaranteed by Directors or Others.

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
8. Trade Payables:		
i) To Micro Small and Medium Enterprises	-	-
ii) Others	239.27	215.16
Total	239.27	215.16
9. Other current Liabilities:		
a) Unpaid dividends	37.70	39.41
b) Lease Rent Advance	1.32	1.32
c) Remuneration Payable to Non-Whole time Directors	20.00	30.00
Total	59.02	70.73
10. Short term Provisions:		
a) Provisions for employee benefits	90.09	86.30
b) Others- Audit & Cost Audit Fees payable	0.27	0.29
Proposed Dividend	160.91	108.61
Dividend Distribution Tax	26.10	17.62
Total	277.37	212.82

11. FIXED ASSETS:

(Rs. in Lakhs)

PARTICULARS	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK	
	As at begining of current reporting period 31.03.2011	Additions for the year	Deductions during the year	As at end of current reporting period 31.03.2012	As at begining of current reporting period 01.04.2011	For the Year	Deductions	As at end of current reporting period 31.03.2012	As at end of current reporting period 31.03.2012	As at end of previous reporting period 31.03.2011
Tangible Assets Own assets										
Land	90.30	3.71		94.10				-	94.10	90.39
Buildings	1154.47	63.36		1217.83	500.00	64.06		564.06	653.77	654.47
Plant & Machinery	13515.51	62.78	543.10	13035.19	8433.81	750.27	490.36	8693.72	4341.47	5081.70
Furniture & Fixtures	83.60	6.56		90.16	77.45	3.46		80.91	9.25	6.15
Vehicles	50.17	98.88		149.05	46.92	28.14		75.06	73.99	3.25
Assets taken on finance lease										-
Land	124.43			124.43				-	124.43	124.43
TOTAL	15018.57	235.29	543.10	14710.76	9058.18	845.93	490.36	9413.75	5297.01	5960.39
Less :Transfer to Revaluation Reserve						0.34				
						845.59				

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
12. CAPITAL WORK IN PROGRESS:		
i) Plant and Machinery	-	-
ii) Building under construction	18.13	18.13
	18.13	18.13
13. INTANGIBLE ASSETS UNDER DEVELOPMENT:		
i) Computer Software	-	-
ii) Others	-	-
	-	-

14. NON CURRENT INVESTMENTS:

(Rs. in Lakhs)

Details of Investments	Particulars	No of Shares	As at end of current reporting period 31-03-2012	As at end of previous reporting period 31-03-2011
a) **Investment in Property**			-	-
b) **Investments in Equity Instruments:-**				
i) Associates				
Fully paid up	Thiagarajar Mills Private Limted	70140	4.22	4.22
	Colour Yarns Limited	27000	27.00	27.00
ii) Others				
Fully paid up	SIMA Textile Processing Centre Limted	20000	2.00	2.00
	Integrated H-Tech Limited	1800	0.18	0.18
	Telesys Software Limited	19000	2.85	2.85
	Multi Commedity Exchange of India Ltd.,	69	0.71	-
	Total		36.96	36.25
Less: Provision for diminution in value of investments			-	-
	Total		36.96	36.25
Additional Information:				
1. Aggregate Value of quoted investments				
Cost			3.74	3.03
Market Value			1.55	0.72
2. Aggregate cost of unquoted investments				
Cost			33.22	33.22

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
15. LONG TERM LOANS AND ADVANCES:		
i) Capital advances	-	-
ii) Security Deposits	89.46	78.52
iii Loans and advances to related parties	-	-
iv) Other loans & advances	202.88	207.87
	292.34	286.39
Additional Information:		
1) Breakup of above:		
i) Secured, considered good	-	-
ii) Unsecured, considered good	292.34	286.39
iii) Doubtful	-	-
Total	292.34	286.39
Less:		
Provision for doubtful advances	-	-
	292.34	286.39
2) a) Debts due by Directors or other officers of the company	-	-
b) Debts due by firm or private company in which any director is a partner or a director	-	-
16. OTHER NON CURRENT ASSETS:		
i) Long term trade receivables	-	-
ii) Others	-	-
Total	-	-
17. CURRENT INVESTMENTS:		
a) Investments in Mutual Funds:		
IDFC Money Manager Fund	100.00	-
BIRLA Sunlife Short Term FMP Series 29	200.00	-
Total	300.00	-
Less:		
Provision for diminution in value of investments		
Total	300.00	-
Additional Information:		
1. Aggregate Value of investments:		
Cost	300.00	-
Market Value	302.41	-
2. Aggregate Value of unquoted investments:		
Cost	NIL	NIL

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
18. INVENTORIES:		
i) Raw materials - Yarn	550.09	1,490.65
ii) Work in progress - Yarn	308.91	390.88
iii) Work in progress - Cloth	81.90	32.99
iv) Finished goods- Cloth	438.09	201.36
v) Finished goods - Waste	3.19	1.40
vi) Stores and Spares	126.00	88.41
vii) Loose tools	0.01	0.01
	1,508.19	2,205.70
19. TRADE RECEIVABLES:		
i) Trade receivables exceeding six months	244.04	134.66
ii) Others	1,207.64	2,146.80
	1,451.68	2,281.46
Less: Provision for doubtful debts	-	-
	1,451.68	2,281.46
Additional information		
1) Breakup of above	-	-
i) Secured, considered good		
ii) Unsecured, considered good	1,451.68	2,281.46
iii) Doubtful	-	-
Total	1,451.68	2,281.46
Less:		
Provisions for doubtful debts	-	-
	1,451.68	2,281.46
2) a) Debts due by Directors or other officers of the Company	NIL	NIL
b) Debts due by firm or private company in which any Director is a partner or a Director	NIL	NIL
20. CASH AND CASH EQUIVALENTS:		
i) Balance with banks		
- in unpaid divident accounts	37.70	39.41
- in margin money, security for borrowings, guarantees and other commitments	-	-
- in deposit accounts exceeding 12 months maturity	-	-
- in deposit accounts not exceeding 12 months maturity	1720.00	-
- other accounts	100.31	122.71
ii) Cheques, drafts on hand	-	-
iii) Cash on hand	1.04	3.09
	1,859.05	165.21

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
21. SHORT TERM LOANS AND ADVANCES:		
i) Loans and advances to related parties	-	-
ii) Others	266.46	268.17
	266.46	268.17
Less : Provision for doubtful advances	-	-
	266.46	268.17
22. REVENUE FROM OPERATIONS:		
i) Sale of Products		
Cloth	11146.80	13019.56
Yarn and Cloth Waste	23.03	19.83
Total	11169.83	13039.39
ii) Sale of services (TDS: Rs.7.94 Lakhs: LY Rs.0.13 Lakh)	404.34	7.63
iii) Other operating revenues	90.78	129.31
	11664.95	13176.33
Less:		
Excise duty	-	-
	11664.95	13176.33
23. OTHER INCOME:		
i) Interest income (TDS : Rs.6.88 Lakhs: LY Rs. 3.21 Lakhs	232.54	118.21
i) Dividend Income	17.60	19.64
iii) Profit on sale of the fixed assets (Net)	0.12	2.69
iv) Net gain /loss on sale of current investments	-	-
v) Net gain /loss on sale of long term investments	-	-
vi) Provision no longer required withdrawn	-	-
vii) Other non operating income (net of expenses direcctly attributable to such income) (TDS : Rs.0.55 Lakh: LY-Nil)	31.89	15.31
	282.15	155.85
24. COST OF MATERIALS CONSUMED:		
i) Consumption of raw materials - Yarn	8031.57	7618.62
ii) Consumption of stores and spare parts	544.00	451.94
iii) Conversion charges - Cloth	93.65	5.66
iv) Bleaching and processing charges - Cloth	105.79	210.07
	8775.01	8286.29

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
25. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE:		
Stocks at the end of the year		
i) Work in progress:		
Cloth in process	81.90	32.99
Total	81.90	32.99
ii) Finished goods		
Cloth	438.09	201.36
Waste	3.19	1.41
Total	441.28	202.77
	523.18	235.76
Stocks at the beginning of the year		
i) Work in progress:		
Cloth in process	32.99	27.52
Total	32.99	27.52
ii) Finished goods		
Cloth	201.36	649.82
Waste	1.40	3.39
Total	202.76	653.21
	235.75	680.73
26. EMPLOYEE BENEFIT EXPENSES:		
i) Salaries and Wages	408.72	331.68
ii) Contribution to Gratuity fund	15.81	60.98
iii) Contribution to provident and other funds	34.85	30.23
iv) Staff welfare expenses	122.65	121.01
	582.03	543.90
27. FINANCE COSTS:		
i) interest expense	11.82	10.59
ii) Other borrowing costs	-	-
iii) Net (gain)/Loss on foreign currency transaction and translation	-	-
	11.82	10.59
28. DEPRECIATION AND AMORTIZATION:		
i) Depreciation	845.60	912.26
ii) Amortization of intangible assets	-	-
	845.60	912.26

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
29. OTHER EXPENSES:		
i) Power and fuel	662.54	692.39
ii) Rent	10.31	9.55
iii) Repairs to buildings	44.75	36.65
iv) Repairs to machinery	72.77	96.30
v) Insurance	16.26	11.25
vi) Rates and taxes	1.87	5.90
vii) Payment to the auditors		
- as auditor	0.17	0.17
- for Certification	0.39	0.13
- for reimbursement of expenses	0.10	0.01
viii) Selling expenses	150.50	(9.03)
ix) Brokerage expenses	163.94	194.42
x) Loss on Sale of fixed assets	7.73	0.14
xi) Donations to Charitable Institutions	25.00	50.00
xii) Legal and professional charges	14.79	8.82
xiii) Directors sitting fees & Travelling expenses	1.03	0.86
xiv) Remuneration to non whole time directors-commission	20.00	30.00
xxi) Miscellaneous Expenses	70.80	98.43
	1262.95	1225.99

30. ADDITIONAL INFORMATION:

a) Value of imports calculated on CIF basis:		
i) Raw materials	-	-
ii) Components and spare parts	105.05	61.75
iii) Packing Materials	9.68	15.70
iv) Capital goods	14.37	774.32
b) Expenditure in foreign currency ; (net of withholdings tax)		
i) Other matters - Commission & Travelling Expenses	10.55	30.13

c) Sl.No.	Particulars	Amount	% to Total	Amount	% to Total
i)	Value of raw materials consumed				
	a) Imported	-		-	
	b) Indigenous	8093.50	100.00%	7618.63	100.00%
ii)	Value of Stores and Spares consumed				
	a) Imported	125.59	23.08%	69.89	15.50%
	b) Indigenous	418.41	76.92%	382.05	84.50%
		8637.50		8070.57	

(Rs. in Lakhs)

	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
d) Details of non-resident shareholding		
i) Number of non-resident shareholders	12	14
Number of shares held by non-resident ii) Shareholders	3315	4131
iii) Amount remitted during the year in foreign currency on account of dividends - as directed by the non-resident shareholders the amount of dividend has been remitted into bank account of the NRI in India. The amount so remitted in Rs. (excluding the amount transferred to unpaid dividend account).	5549	3930
e) Earnings in foreign exchange:		
i) Export of goods calculated on FOB basis	1543.63	1877.21

31. CONTINGENT LIABLITIES AND COMMITMENTS:

(to the extent not provided for)

a) Contingent Liablities

i) Letters of credit	557.40	112.83
ii) Tax demands under disputes	1.61	76.60

The management believes, based on internal assessment and / or legal advice, that the probability of an ultimate adverse decision and outflow of resources of the Company is not probable and accordingly, no provision for the same is considered necessary.

b) Commitments

i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	0	5.99

Additional Information:

	As at March 31, 2012		As at March 31, 2011	
I) Proposed dividends				
	Amount per share	Total	Amount per share	Total
Amount of dividends proposed to be distributed to equity share holders (Rs.)	4.00	16,091,040	2.70	10,861,452

(Rs. in Lakhs)

32. EARNINGS PER SHARE:	As at end of current reporting Period 31.03.2012	As at end of previous reporting Period 31.03.2011
After extraordinary item:		
Profit for the year after tax expense	627.03	1,186.63
Less:		
Preference dividend payable including dividend tax	-	-
	627.03	1,186.63
Weighted average number of equity shares	4,022,760	4,022,760
Earning per share - Rs.	**15.59**	**29.50**
Before extraordinary item:		
Profit for the year after tax expense	627.03	1,186.63
Adjustment for		
Extraordinary item (net of tax)	-	-
	627.03	1,186.63
Less:		
Preference dividend payable including dividend tax	-	-
	627.03	1,186.63
Weighted average number of equity shares	4,022,760	4,022,760
Earning per share Rs.	**15.59**	**29.50**

33. NOTES ON ACCOUNTS

I. Statement of Significant Accounting Policies:

Basis of preparation of Financial Statements:

AS-1 Disclosure of Accounting_Policies

The financial statements have been prepared on the basis of going concern, under the historic cost convention, to comply in all the material aspects with applicable accounting principles in India, the accounting standards notified under Section 211 (3C) of the Companies Act, 1956 and the relevant provision of the said Act.

AS-2 Valuation of Inventories

a) Raw materials, components, stores and spares are valued at cost determined on weighted average basis. Work in process includes material cost and applicable direct overheads.Finished goods are valued at the aggregate of material cost and applicable direct and indirect overheads or market value whichever is lower.

b) The Excise Duty is exempt on finished grey goods. However the Excise Duty on Made Ups lying within the factory is included in the valuation of inventories

c) There is no goods lying in customs bonded warehouses and hence the provision of duty does not airse.

AS-3 Cash Flow Statements

Cash flow statement has been prepared under "Indirect Method".

AS-4 Contingencies and Events occurring after the Balance Sheet Date

There are no contingencies and events after the Balance Sheet date that affect the financial position of the company. Contested liabilities are disclosed by way of a note.

AS-5 Net Profit or Loss for the Year, Prior Period Items and Changes in Accounting Policies:

This is not applicable as there is no change in accounting policies.

AS-6 Depreciation Accounting

Depreciation has been provided in the accounts on the following basis, at the rates prescribed in Schedule XIV to the Companies Act, 1956:

a) Plant and Machinery other than Windmill:

  i) On additions till 31st December 1977.
  Under the written down value method.

  ii) On additions from 1st January 1978.
  Under straight line method at the rates specified in Clause (II) (i) (a).

b) On all other Assets:
Under the written down value method.

c) Windmill:

Under straight line method at the rates specified in Clause (II) (i) (b).

d) In respect of additions during the year, full depreciation has been provided irrespective of the period of use. Similarly no depreciation to be provided on assets disposed off during the year.

AS-7 Accounting for Construction Contracts

The Company is not engaged in any construction business covered by this Standard.

AS-8 Accounting for Research and Development

This Standard stands withdrawn from the date of Accounting Standard 26- Intangible Assets becoming mandatory.

AS-9 Revenue Recognition

a) Income and expenditure are accounted on a going concern basis.

b) Sales are recognized at the time of despatches of the goods to the customers and recorded net of sales returns and includes export benefits.

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

d) Dividend Income: The company has derived income during the current year out of its investment and is recognized when the Company's right to receive dividend is established.

e) Lease rentals in respect of assets given on "lease" are taken to Profit & Loss Account under the head of Non-Operative Income on the basis of the terms and conditions specified in the lease agreement.

AS-10 Accounting for Fixed Assets

Fixed Assets are stated at cost of acquisition which includes expenditure incurred upto the date the asset is put to use, less accumulated depreciation. Land is stated at cost or revaluation. Building is stated at cost or revaluation less depreciation. Plant and Machinery etc., are stated at cost less depreciation.

AS-11 Accounting for effects in foreign exchange rates

a) Purchase of imported components and spare parts are accounted based on retirement memos from banks.

b) In respect of exports of cloth made on or before 31.03.2012, the amount due have been accounted at the rate at which the export bills were tendered to the Bank for Collection / Discounting.

c) There is no year end foreign currency denominated liabilities and receivables.

d) Derivative Transactions:

The Company uses forward exchange contracts to hedge its exposure in foreign currency.

As on 31st March, 2012 there is no Foreign Exchange Contracts outstanding exposure.

The amendment introduced to AS11 by Government of India on 31st March 2009 allowing the loss/profit on restatement of External Commercial Borrowings made for acquisition of Capital assets to be deducted from or added to cost of capital asset is not applicable to the company as it has no External Commercial Borrowings

AS-12 Accounting for Government Grants

The Company has not received any Government grants during the current accounting year.

AS-13 Accounting for Investments

Investments are stated at cost. Provision for diminution in the carrying cost of investments is made if such diminution is other than temporary in nature.

AS-14 Accounting for Amalgamation

This standard is not applicable to the company for the year under review.

AS-15 Accounting for Retirement Benefits

Gratuity with respect to defined benefit schemes are accrued based on actuarial valuations. carried out by an independent actuary as at the balance sheet date and being paid to Gratuity Fund.

Providend Fund, Employees' State Insurance Scheme and defined contribution plans are charged to the Profit and Loss Account when incurred.

AS-16 Borrowing Cost

All borrowing costs are charged to revenue except to the extent they are attributable to qualifying assets which are capitalized. During the year under review there was no borrowing attributable to qualifying assets and hence no borrowing cost was capitalized.

AS-17 Segment Reporting

The Company operates in only one business segment viz., Textiles.

AS-18 Related Party Disclosure

Disclosure is made as per the requirements of the standard and as per the clarifications issued by the Institute of Chartered Accountants of India.

AS-19 Leases

This standard is not applicable as the Company does not have any finance lease agreement is force.

AS-20 Earning per Share

The disclosure is made in the Profit and Loss account as per requirement.

AS-21 Consolidated Financial Statements

There is no subsidiary company and hence this is not applicable

AS-22 Accounting for Taxes on Income

Provision is made for income tax liability estimated to arise on the results for the year at the current rate of tax in accordance with the Income Tax Act, 1961.

Deferred tax resulting from timing differences between book and tax profits is accounted for under liability method, at the current rate of tax.

Deferred tax assets arising on account of brought forward losses and unabsorbed depreciation are recognized only when there is virtual certainty supported by convincing evidence that such assets will be realized. Deferred tax assets arising on other temporary timing differences are recognized only if there is a reasonable certainty of realization.

AS-23 Accounting for Investments in Associates in Consolidated Financial Statements

This standard is not applicable to the company for the year under review.

AS-24 Discontinuing Operations

This is not applicable to the Company.

AS-25 Interim Financial Reporting

Quarterly financial results are published in accordance with the requirement of listing agreement with Stock Exchanges. The recognition and measurement principle as laid down in the standard have been followed in the preparation of these results.

AS-26 Intangible Assets

The Company has no intangible assets. Hence this is not applicable.

AS-27 Financial Reporting of Interest in Joint Ventures

This standard is not applicable to the Company as the company does not have any joint venture.

AS-28 Impairment of Assets

As on the Balance Sheet date the carrying amounts of the assets net of accumulated depreciation is not less than the recoverable amount of such assets. Hence there is no impairment loss on the assets of the Company.

AS-29 Provisions, Contingent Liablilities and Contingent Assets

Contingent Liabilities are disclosed in Note No.2.

AS-30 Financial Instruments: Recognition and Measurement

This standard is not applicable to the company for the year under review.

AS-31 Financial Instruments: Presentation

This standard is not applicable to the Company for the year under review.

AS-32 Financial Instruments : Disclosures

This standard is not applicable to the company for the year under review.

2. **Taxes:**

a) The Company does not have any disputed Income Tax liability as on 31st March, 2012.

b) The Company has disputed Sales Tax liability as on 31st March, 2012 as detailed below:

Sl. No.	Name of the Statute	Nature of Dues	Amount Rs.	Assessment Year	Forum where dispute is pending
1.	TN VAT Act	Penalty	1,60,568/-	2001-02	STAT, Tamil Nadu

3. **Related Party disclosures as required by Accounting Standard No.18 are given below:**

I Where Control Exists:
Subsidiary Company : Nil

II Other related parties with whom transactions have been entered into during the year:

(A) Key Management Personnel (Chairman) :
Thiru T. Kannan

(B) Relatives of Key Management Personnel:

1. Dr. (Tmt.) Radha Thiagarajan
2. Tmt. Uma Kannan
3. Tmt. Lakshmi Murugesan

(C) Enterprises in which Key Management Personnel have significant influence:

1. Thiagarajar Mills (P) Ltd.
2. Colour Yarns Ltd.
3. Tamaraiselvi Finance Pvt. Ltd.
4. Thiagarajar Telekom Solutions Ltd.
5. Sree Devi Karumari Finance Pvt. Ltd.
6. Sree Thiagaraja Finance Pvt. Ltd.
7. Thirumagal Finance Pvt. Ltd.
8. Thiagarajar Leasing Pvt. Ltd.
9. Thiagarajar Rubbers Pvt. Ltd.
10. Karumuttu Farms Pvt. Ltd.
11. Kannappan Traders Pvt. Ltd.
12. Sivakami Textile Traders Pvt. Ltd.
13. SIMA Textile Processing Centre Ltd.
14. Sri T. Kannan (HUF)
15. Thiagarajar Knitters
16. Guruvayoorappan Investments
17. Avittam Investments
18. Thirumagal Investments
19. Karumuttu Investments

(D) The following transactions were carried out with the related parties in the ordinary course of business:

i) Details relating to parties referred in item I above.

-Nil-

ii) Details relating to parties referred in item II-A above.

	(Rs. in Lakhs)
a. Remuneration	15.00
b. Sitting Fees	0.12

iii) Details relating to parties referred in item II-B above

-Nil-

iv) Details relating to parties referred in item II-C above

a. Purchase of Materials	4102.90
b. Sale of Materials	2.76
c. Availing of Services	28.42
d. Lending of Services	382.93

4. The Deferred Tax liabilities in pursuance of Accounting Standard 22 issued by the Institute of Chartered Accountants of India is as stated below:

(Rs. in Lakhs)

	As on 31.03.2011	During the year	As at 31.03.2012
Deferred Tax Liabilities			
Difference between book and Tax depreciation	845.72	(-)178.25	667.47

5. Information required to be furnished by notification of Department of Company Affairs dated 30th October,1973.

(Figures in Lakhs)

				31.03.2012 Value Rs.		31.03.2011 Value Rs.
(i)	**Sales :**					
	Cloth	Mtrs.	135.07	11146.80	163.24	13019.56
	Yarn Waste	Kgs.	0.64	23.03	0.70	19.83
(ii)	**Raw Materials consumed :**					
	Yarn	Kgs.	29.79	8031.57	27.90	7618.63
(iii)	**Opening stock of finished goods :**					
	Cloth	Mtrs.	1.74	201.36	6.66	649.83
	Yarn Waste	Kgs.	0.04	1.40	0.18	3.39
(iv)	**Closing stock of finished goods :**					
	Cloth	Mtrs.	6.23	438.09	1.74	201.36
	Yarn Waste	Kgs.	0.07	3.19	0.04	1.40
(v)	**Purchases**					
	Cloth	Mtrs.	-	-		
(vi)	**Licensed and Installed capacities :** (Number of Looms)					
	Licensed Capacity		Not applicable		Not applicable	
	Installed Capacity		240 Nos.		258 Nos.	
(vii)	**Actual Production :**					
	Cloth (on own account)	Mtrs.	138.62		158.24	
	Cloth (on others)	Mtrs.	10.88		--	
	Production by outside establishment from cotton yarn supplied by the Co.					
	Cloth	Mtrs.	0.94		0.08	
(viii)	**CIF Value of Imports :**					
	Spare Parts			105.05		61.75
	Capital Goods			14.37		774.32
	Raw Materials			—		—
	Packing Materials			9.68		15.70
(ix)	**Expenditure in foreign currency :**					
	Commission (accrual basis)			7.83		8.77
	Travelling Expenses			0.77		3.42
	Other matters			1.95		17.94
(x)	**Value of raw materials consumed :**					
	Imported			—		—
	Indigenous			8093.50(100%)		7618.63(100%)
(xi)	**Value of stores and spares consumed :**					
	Imported			125.59(23.08%)		69.89(15.5%)
	Indigenous			418.41(76.92%)		382.05(84.5%)
(xii)	**Amount remitted during the year in foreign currency on account of Dividends**			—		—
(xiii)	**Earnings in foreign exchange :**					
	On account of export of goods:					
	Direct Export (FOB value)			1543.63		1877.21
	Merchant Exports			—		—

6. Previous year's figures have been regrouped wherever necessary.

Signatures to Schedules and Notes

To be read with our Report annexed
For PERI THIAGRAJ & Co.,
Chartered Accountants
Firm Registration No.002636S

Kappalur,
Madurai.
April 25, 2012.

T. KANNAN
Chairman

A.MARIAPPAN
Director

S. PARAMASHIVAN
Company Secretary

T. KALAIRAJ
Partner
Membership No.023840