



# **Bloom Industries Ltd.**

**26th  
Annual Report  
2014 - 2015**

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**BOARD OF DIRECTORS**

KAMAL KUMAR CHAUDHARY	Chairman
SHARAD KUMAR GUPTA	Whole Time Director
RAJESH KUMAR NAGORI	Independent Director
VINOD KUMAR JAKHORIA	Independent Director
SUDARSHINI CHAUDHARY	Director

**REGISTERED OFFICE**

C-23/2, M.I.D.C.,  
TALOJA - 410 208.  
DIST - RAIGAD,  
MAHARASHTRA

**BANKERS**

STATE BANK OF HYDERABAD  
  
KOTAK MAHINDRA BANK LTD.

**AUDITORS**

M/S. Sarda Soni Associates  
13/16, Kapadia Chambers,  
599, J.S.S. Road, Chira Bazar,  
Mumbai 400 002.

**REGISTRAR & TRANSFER AGENT**

M/s. Purva Sharegistry (India) Private Limited  
9, Shiv Shakti Industrial Estate,  
Ground Floor, Sitaram Mill Compound,  
J. R. Boricha Marg, Lower Parel,  
Mumbai - 400 011.

# Bloom Industries Ltd.

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## NOTICE

**NOTICE** is hereby given that the Twenty Sixth Annual General Meeting of BLOOM INDUSTRIES LIMITED will be held on Monday 28<sup>th</sup> September, 2015 at 10:30 A.M. at the Registered Office C-23/2, M.I.D.C., Taloja, Dist. Raigad, Maharashtra – 410208 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March 2015, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sharad Kumar Gupta (DIN-00844289) who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of M/s. Sarda Soni Associates, Chartered Accountants (Firm Registration No. 117235W) and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 139 to 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee, the appointment of M/s. Sarda Soni Associates, Chartered Accountants (Firm Registration No. 117235W), be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting be and is hereby ratified and the Board of Directors of the Company be and is hereby authorized to fix their remuneration for the financial year ending 31<sup>st</sup> March, 2016.”

### **SPECIAL BUSINESS:**

4. To consider and appoint Mrs. Sudarshini Chaudhary (DIN: 07084648) as a Non-Executive and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mrs. Sudarshini Chaudhary (DIN: 07084648) who was appointed as an Additional Director of the Company under Section 161 of the Companies Act, 2013 by the Board of Directors with effect from 13<sup>th</sup> January, 2015 and who holds office till the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of Companies Act, 2013 signifying his intention to propose Mrs. Sudarshini Chaudhary as a candidate for the office of Director of the Company, be and is hereby appointed as Non- Executive Non- Independent Director of the Company, not liable to retire by rotation.

**By Order of the Board of Directors**  
Kamal Kumar Chaudhary  
Chairman

Place: Mumbai  
Date: 20/08/2015

### **Registered Office:**

C-23/2, M.I.D.C.,  
Taloja – 410208  
Dist. Raigad,  
Maharashtra

**NOTES:**

1. A Member entitled to attend and vote at the Annual General Meeting (The “ Meeting”) is entitled to appoint a Proxy to attend and vote instead of himself and the Proxy need not be a Member of the Company. The instrument appointing the Proxy should, however, be deposited at the Registered Office of the Company not less than 48 (forty-eight) hours before the commencement of the Meeting.

A person can act as proxy on behalf of the members not exceeding 50 (fifty) and holding in the aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. A Member holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as Proxy and such shall not act as a Proxy for any other person or shareholder.

2. Corporate Members intending to send their Authorized Representative to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. In terms of Section 152 of the Companies Act, 2013 Mr. Sharad Kumar Gupta (DIN-00844289), Director of the Company, retires by rotation at the Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommend his re-appointment. The brief profile of Mr. Sharad Kumar Gupta (DIN-00844289), Director is given below and forms part of this Notice.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No. along with their copy of Annual Report to the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Company has notified closure of Register of Members and Share Transfer Books from 22<sup>nd</sup> September, 2015 to 28<sup>th</sup> September, 2015 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
8. Relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours on all working days except, Saturdays, upto and including the date of the Annual General Meeting of the Company

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9. Members holding shares in electronic form may note that bank particulars registered against their respective Depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agents, M/s. Purva Sharegistry (India) Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the Members.
  10. Members holding Shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / M/s. Purva Sharegistry (India) Private Limited.
  11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ M/s. Purva Sharegistry (India) Private Limited.
  12. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with Registrar of the Company, M/s. Purva Sharegistry (India) Private Limited at the Company's Registered Office/ Registrar and Transfer Agent's address.
  13. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
  14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to M/s. Purva Sharegistry (India) Private Limited for consolidation into a single folio.
  15. Non-Resident Indian Members are requested to inform M/s. Purva Sharegistry (India) Private Limited, immediately of:
    - (a) Change in their residential status on return to India for permanent settlement.
    - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
  16. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
  17. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
  18. The Securities and Exchange Board of India has mandated compulsory trading of the Company's Equity Shares in demat form for all the investors. The International Securities Identification number (ISIN) code is INE 373E01015.
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19. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
20. In compliance with provisions of Section 108 and 110 of the Act read with The Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members to exercise the right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through E-Voting service. The facility of casting the vote by the members using an electronic voting system from a place other than venue of the Annual General Meeting (“Remote E-voting”) will be provided by the Central Depository Services (India) Limited (CDSL).

The Company has approached CDSL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on E-Voting system.

The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or [www.satgroup.in](http://www.satgroup.in)

The e-voting period commences on 25<sup>th</sup> September, 2015 (10.00 am) and ends on 27<sup>th</sup> September, 2015 (05.00 pm). During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The voting rights of members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company as on the cut-off date of 22<sup>nd</sup> September, 2015. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22<sup>nd</sup> September, 2015, may obtain the login ID and password by sending a request at [evoting@cdslindia.com](mailto:evoting@cdslindia.com) or (**RTA email id**).

The facility for voting through Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

#### **PROCEDURE FOR REMOTE E-VOTING:**

The voting period begins on 25<sup>th</sup> September, 2015 (10.00 am) and ends on 27<sup>th</sup> September, 2015 (05.00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 22<sup>nd</sup> September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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**The instructions for members for voting electronically are as under:-**

**A. In case of members receiving Notice of Annual General Meeting(AGM) through E-mail:**

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. <ul style="list-style-type: none"><li>● In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li></ul>
DOB#	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"><li>● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the Depository or Company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.</li></ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the Electronic Voting Sequence Number (EVSN) of “BLOOM INDUSTRIES LIMITED”.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

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- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**B. In case of members receiving physical copy of Notice of AGM:**

- I. Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- II. The voting period begins on 25<sup>th</sup> September, 2015 (10.00 am) and ends on 27<sup>th</sup> September, 2015 (05.00 pm). During this period shareholders’ of the Company, holding Shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22<sup>nd</sup> September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- III. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at <https://www.evotingindia.com> under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**By Order of the Board of Directors**

Kamal Kumar Chaudhary  
Chairman

Place : Mumbai  
Date : 20/08/2015

**Registered Office:**

C-23/2, M.I.D.C.,  
Taloja – 410208  
Dist. Raigad,



### **ANNEXURE TO NOTICE**

Details of the Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting:

Name of Director	<b>Mr. Sharad Kumar Gupta</b> (DIN : 00844289)
Age	48
Date of Appointment	19-03-2004
Expertise in specific functional areas	25 years experience in Accountancy & Business
Qualifications	Graduate
List of Companies in which outside Directorship held	NIL
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	NIL

Name of Director	<b>Mrs. Sudarshini Chaudhary</b> (DIN: 07084648)
Age	33
Date of Appointment	13-1-2015
Expertise in specific functional areas	5 years experience in Business
Qualifications	Graduate
List of Companies in which outside Directorship held	NIL
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	NIL

# Bloom Industries Ltd.

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## **STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

### **Item No. 4:**

“**RESOLVED THAT** pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mrs. Sudarshini Chaudhary (DIN: 07084648) who was appointed as an Additional Director of the Company under Section 161 of the Companies Act, 2013 by the Board of Directors with effect from 13<sup>th</sup> January, 2015 and who holds office till the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of Companies Act, 2013 signifying his intention to propose Mrs. Sudarshini Chaudhary as a candidate for the office of Director of the Company, be and is hereby appointed as Non- Executive Non- Independent Director of the Company, not liable to retire by rotation.

The Board of Directors, at its meeting held on 13<sup>th</sup> January, 2015, appointed Mrs. Sudarshini Chaudhary (DIN: 07084648) as an Additional Director of the Company with effect from 13<sup>th</sup> January, 2015, pursuant to Section 161 of the Companies Act, 2013.

The Resolution seeks the approval of Members for the appointment of Mrs. Sudarshini Chaudhary (DIN: 07084648) as a Non- Executive Non- Independent Director of the Company pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014. She will not be liable to retire by rotation.

In the opinion of the Board, Mrs. Sudarshini Chaudhary (DIN: 07084648), the Non- Executive Non- Independent Director proposed to be appointed, fulfills the conditions specified in the Companies Act, 2013 and the Rules made thereunder. A copy of the draft letter for the appointment of Mrs. Sudarshini Chaudhary (DIN: 07084648) as a Non- Executive Non- Independent Director without any remuneration setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days up to the date of the AGM.

No director, key managerial personnel or their relatives, except Mrs. Sudarshini Chaudhary (DIN: 07084648), to whom the Resolution relates, are interested or concerned in the resolution.

The Board recommends the Resolution set forth in Item No. 4 for the approval of the Members.

**By Order of the Board of Directors**  
Kamal Kumar Chaudhary  
Chairman

Place: Mumbai  
Date: 20/08/2015

### **Registered Office:**

C-23/2, M.I.D.C.,  
Taloja – 410208  
Dist. Raigad,  
Maharashtra

## **DIRECTORS' REPORT**

To,  
The Members,

Your Directors have great pleasure in presenting the Twenty Sixth Annual Report and the Audited Statements of Accounts of the Company for the year ended 31<sup>st</sup> March, 2015.

## **FINANCIAL RESULTS:**

<b>PARTICULARS</b>	<b>2014-2015</b>	<b>2013-2014</b>
Income from operation	22,31,097	25,83,256
Other Income	21,19,623	29,08,560
Profit before Depreciation and Exceptional Items	9,50,867	25,88,794
Less: Depreciation	10,88,532	19,16,109
Add/(Less): Exceptional items	2,42,837	4,219
Profit/ (Loss) before Tax	(3,80,502)	6,68,466
Less: Provision for Taxation	-	1,27,376
Profit/ (Loss) after Tax	(3,80,502)	5,41,090
Less: Earlier Year Adjustment	-	-
Net Profit/(Loss)	(3,80,502)	5,41,090
Add: Balance of Profit brought forward from previous year	(73,29,831)	(78,70,921)
Add: Depreciation for change of estimated life of fixed assets	(12,10,343)	-
Balance Carried to Balance Sheet	(8,920,676)	(73,29,831)

## **REVIEW OF OPERATIONS**

During the year under review, the total income was Rs. 4,350,720 as against the income of Rs.5,491,816 of the previous year. The Company incurred net loss of Rs. 3,80,502 as against net profit after tax of Rs. 5,41,090 in the previous year 2013-2014.

## **DIVIDEND**

In view of accumulated brought forward losses, the Board of Directors do not recommend any Dividend.

## **EXTRACT OF ANNUAL RETURN**

The details forming part of the Extract of the Annual Return in Form MGT-9, as required under Section 92 of the Companies Act, 2013, is included in this report as Annexure A and forms an integral part of this report.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sharad Kumar Gupta (DIN: 00844289), Whole Time Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

The Board of Directors on recommendation of Nomination and Remuneration Committee appointed Mrs. Sudarshini Chaudhary (DIN: 07084648) as an Additional Director with effect from 13<sup>th</sup> January, 2015 who holds the office till the conclusion of the ensuing Annual General Meeting. The Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mrs. Sudarshini Chaudhary as candidate for the office of the Director of the Company and according she is being proposed to be appointed as a Director of the Company to be designated as Non-Executive Non- Independent Director.

# Bloom Industries Ltd.

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All Independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149(6) of the Companies Act, 2013.

Mr. Rohit G. Lohia (DIN: 03216254) and Mr. Ashish Chaudhary (DIN: 01823244) resigned as Director of the Company w.e.f. 13<sup>th</sup> January, 2015. The Board of Directors place on record their valuable services rendered to the Company during the tenure as Directors of the Company.

## **SHARE CAPITAL**

The paid up Equity Share capital as on 31<sup>st</sup> March, 2015 was Rs. 47,060,000/-. During the year under review, the Company has not issued any shares with differential rights as to Dividend, Voting or otherwise or Convertible Debentures.

## **BOARD EVALUATION**

Pursuant to Section 178(2) of the Companies Act, 2013, the Nomination and Remuneration Committee has carried out evaluation of performance of every Director. The board has carried out an Annual performance evaluation of its own performance, of the Directors individually as well as evaluation of the working of its various Committees. The performance evaluation of Independent Director was carried out by the entire Board excluding the Director being evaluated. The performance evaluation of the Chairman and Non-Independent Director was carried out by the Independent Director at their separate meeting.

## **NUMBER OF MEETINGS OF THE BOARD**

The details of the number of meetings of the Board held during the Financial Year 2014-15 is as under:

Name of the Director	Number of Board meetings held	Number of Board meetings attended	Attended last AGM	Shareholding in the Company as of March 31, 2015 (No. of shares)
Mr. Kamal Kumar Chaudhary	6	6	Yes	27,17,800
Mr. Sharad Kumar Gupta	6	6	Yes	Nil
Mr. Ashish Chaudhary <sup>1</sup>	6	4	Yes	Nil
Mr. Rohit Lohia <sup>2</sup>	6	4	Yes	Nil
Mr. Rajesh Kumar Nagori	6	6	Yes	Nil
Mr. Vinod Jakhoria	6	6	Yes	Nil
Mrs. Sudarshini Chaudhary	6	2	N.A	Nil

**Note:** 1. Mr. Ashish Chaudhary ceased to be the Managing Director w.e.f. 13<sup>th</sup> January, 2015.

2. Mr. Rohit Lohia ceased to be the Independent Director w.e.f. 13<sup>th</sup> January, 2015.

3. Mrs. Sudarshini Chaudhary was appointed to the Board as Additional Director w.e.f. 13<sup>th</sup> January, 2015.

## **POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION**

The Company's policy on Directors Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013 is available on Company's website at the link [http://www.bloom-industries.com/investor relation/corporate policies & code](http://www.bloom-industries.com/investor%20relation/corporate%20policies%20&%20code).

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## **INTERNAL FINANCIAL CONTROLS**

The Board has laid down Internal Financial Control Policy to be followed by the Company and the policy is available on Company's website at the link [http://www.bloom-industries.com/investor relation/corporate policies & code](http://www.bloom-industries.com/investor%20relation/corporate%20policies%20&%20code). The Company has in place adequate internal financial controls with reference to financial statements. During the year such controls were reviewed and no reportable material weakness in the operation was observed.

## **FIXED DEPOSITS**

The Company has not accepted any Fixed Deposits during the year.

## **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE GIVEN AND SECURITIES PROVIDED**

The details of Loans and Advances have been given in Note No. 11 of the Annual Report. The Company has however has not made/provided any Investments, Guarantee given and Securities provided during the year under report nor there is any Investments, Loans, Guarantees as at 31<sup>st</sup> March, 2015.

## **VIGIL MECHANISM**

The Vigil Mechanism of the Company is incorporated under Whistle Blower Policy. Protected Disclosures can be made by a Whistle Blower through an e-mail or to the Chairman of the Audit Committee. The Policy on Vigil Mechanism and Whistle Blower Policy can be accessed on the Company's Website at the link [http://www.bloom-industries.com/investor relation/corporate policies & code](http://www.bloom-industries.com/investor%20relation/corporate%20policies%20&%20code).

## **RELATED PARTY TRANSACTIONS**

During the Financial Year 2014-15, your Company has entered into transactions with Related Parties as defined under Section 2(76) of the Companies Act, 2013 read with The Companies (Specifications of Definitions details) Rules, 2014. The details of such transaction are given in Note No. 26 of the Financial Statements forming part of this Annual Report.

## **AUDITORS AND THEIR REPORTS**

### **a. STATUTORY AUDITOR**

M/s. Sarda Soni & Associates, Chartered Accountants (**Firm Registration Number: 117235**) who are Statutory Auditors of the Company hold office upto the forth coming Annual General Meeting are recommended for reappointment to audit the accounts of the Company for the Financial Year 2015-16. As required under the provisions of Section 139 of the Companies Act, 2013, the Company has obtained written confirmation from M/s. Sarda Soni & Associates that their appointment if made, would be in conformity with the limits specified in the said section.

The Report given by the Statutory Auditor for the Financial Statements for the year ended 31<sup>st</sup> March, 2015 read with Explanatory Notes thereon do not call for any explanation or comments from the Board under Section 134 of the Companies Act, 2013.

### **b. SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Dr. S. K. Jain & Co., Practising Company Secretaries, to conduct Secretarial Audit for the Financial Year 2014-15. The Secretarial Audit Report for the Financial Year ended 31<sup>st</sup> March, 2015 is annexed herewith marked as "Annexure A" to this Report. The observations made by the Secretarial Auditor in his report are self-explanatory.

**c. INTERNAL AUDITOR**

The Company is engaged in sharing, decoiling and corrugation of Hot rolled, Cold rolled and Galvanised (HR, CR and Galvanised) Coils and also does job work of the said products at its factory at Taloja, District Raigad (Maharashtra). During the financial year 2014-15, the Company has earned Income of Rs. 22,31,097/- through job work. In view of insignificant scale of operations, the Company has not appointed External Internal Auditors. However, the Company has adequate system of Internal check and control and the functions of Internal Auditor is being looked after by Whole Time Director and Chief Financial Officer.

**d. COST AUDITOR**

The Company is not required to maintain Cost Audit Records as its turnover is less than Rs. 1 Crore, Company not engaged in production of goods or providing services in respect of which any order has been passed by the Central Government under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014.

**RISK MANAGEMENT**

The Company has laid down the procedures to inform to the Board about the risk about Risk assessment and minimization procedures and the Board has formulated Risk Management policy to ensure that the Board, its Audit Committee should collectively identify risk impacting the Company's business and document, their process of risk identification and risk minimisation as a part of Risk Management Policy/Strategy. The Risk Management Policy of the Company is available on Company's website at the link <http://www.bloom-industries.com/investor relation/corporate policies & code>.

**PERSONNEL**

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Disclosures pertaining to Remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

1	The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2014-15	Sr. No.	Name of Director		Ratio of the remuneration of each director to the median remuneration of the employees
		1	Mr. Ashish Chaudhary		10.26 : 1
		2	Mr. Sharad Kumar Gupta		1.54 : 1
2	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, in the financial year 2014-15:-	Sr. No.	Name	Designation	Increase in remuneration in the financial year 2014-15
		Not Applicable			
3	The percentage increase in the median remuneration of employees in the financial year	During the Financial Year 2014-15, there was increase in the median remuneration of Employees. There was increase of 20% due to reduction in the number of workers.			
4	The number of permanent employees on the rolls of Company	7			
5	The explanation on the relationship between average increase in remuneration and Company performance	Since the Company has incurred loss during the year 2014-15, there is no relationship between average increase in remuneration and Company performance			
6	Comparison of the remuneration of the Key Managerial Personnel (KMP) against the performance of the Company	Aggregate remuneration of Key Managerial Personnel (KMP) in Financial Year 2014-15			8,79,516
		Revenue			43,50,720
		Remuneration of KMP's (as a % of Revenue)			20.22
		Profit Before Tax (PBT)			(3,80,502)
		Remuneration of KMP's (as a % of (PBT))			(231.15)

7	(a) Variation in the market capitalisation of the Company, price earnings ratio as at the closing, date of the current financial year and previous financial year	Particulars	As on 31.03.2015	As on 31.03.2014
		Market Capitalisation	Rs. 2,83,30,120	Rs. 1,88,24,000
		Closing rate of shares at BSE*	6.02	4.00
		Earning per share	(0.08)	0.11
		Price	(125)	90.1
	(b) percentage increase or decrease in the market quotation of the shares of the Company in comparison to the rate at which the Company came out with the last public offer	*Since the Shares of the Company are not frequently traded so the last closing rate of shares at BSE has been taken for the purpose of calculating the market capitalisation of the Company.		
		Particulars	Year 2015	Year 1993 (IPO)
	Market rate (BSE)*	6.02	10.00	
	*Since the Shares of the Company are not frequently traded so the last closing rate of shares at BSE has been taken for the purpose of calculating the market capitalisation of the Company.			
8	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof	<p>The average percentile increase in the salaries of the employees other than the managerial personnel in the last financial year is 20% whereas the increase in the remuneration of the managerial personnel is 3.89%.</p> <p><b>Justification:</b> The percentile increase in the managerial remuneration in the financial year 2014-15 is lower as compared with the average percentile increase of the employees.</p>		
9	Comparison of each remuneration of the key managerial personnel against the performance of the Company	<b>Name of Key Managerial personnel</b>	<b>Mr. Ashish Chaudhary (Managing Director)</b>	<b>Mr. Sharad Kumar Gupta (Whole-Time Director)</b>
		Remuneration paid during the FY 2014-15	Rs. 7,38,710	Rs. 1,40,806
		Revenue	Rs. 43,50,720	Rs. 43,50,720
		Remuneration as % of revenue	16.98	3.24
		Profit Before Tax (PBT)	Rs. (3,80,502)	Rs. (3,80,502)
		Remuneration as % of PBT	(194.14)	(37.01)



10	The key parameters for any variable components of remuneration availed by the directors	Not Applicable
11	The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year.	None
12	Affirmation that the remuneration is as per the remuneration policy of the Company:	The company affirms remuneration is as per the remuneration policy of the Company to all the directors, Key Managerial Personnel and other Employees.

### **CORPORATE GOVERNANCE**

Clause 49 of the Equity Listing Agreement executed with the BSE Limited is not applicable to the Company pursuant to the circular no.: CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014 issued by the Securities and Exchange Board of India and circular no.: DCS/COMP/10/2014-15 September 16, 2014, issued by the BSE Limited. As the paid up Share Capital of the Company is less than 10 crores and its Net Worth does not exceed 25 crores as on 31st March, 2014. Hence, the Corporate governance Report is not included in this Report.

### **DIRECTORS RESPONSIBILITY STATEMENT**

As required under Section 134(3)(c) of the Companies Act, 2013 with respect to the Director's Responsibility Statement, it is hereby confirmed:

- i) That in preparation of Annual Accounts for the Year ended 31st March, 2015, the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
- ii) That the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of state of affairs of the Company at the end of the Financial Year and of the Profit & Loss of the Company for that period.
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate Accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Directors have prepared the Annual Accounts on a going concern basis.
- v) The Directors had laid down Internal Financial Control to be followed by the Company and that such internal financial control are adequate and were operating effectively.
- vi) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

**COMMITTEES OF THE COMPANY**

The details relating to all the Committees constituted by the Company are as follows:

**Audit Committee****(a) COMPOSITION:**

Audit Committee of the Board of Directors is interested with the responsibility to supervise the Company's internal financial controls and financial reporting process. The Composition and quorum are in accordance with Section 177 of the Companies Act, 2013. All members of the Audit Committee possess financial/accounting expertise/exposure.

The Audit Committee comprised of:

Sr.No.	Name	Designation
1	Mr. Rajesh Kumar Nagori	Independent Director (Chairman of the Committee)
2	Mr. Vinod Kumar Jakhoria	Non Executive Independent Director
3	Mr. Rohit Lohia	Non Executive – Independent Director

The Audit Committee was re-constituted w.e.f 13th January, 2015 and comprises of the following:

Sr.No.	Name	Designation
1	Mr. Rajesh Kumar Nagori	Independent Director (Chairman of the Committee)
2	Mr. Vinod Kumar Jakhoria	Non Executive Independent Director
3	Mrs. Sudarshini Chaudhary	Non-Executive Non-Independent Director

**(b) MEETINGS AND ATTENDANCE:**

The Audit committee met Four (4) times during the Financial Year 2014-15. The Committee met on 28th May, 2014, 14th August, 2014, 29th October, 2014 and 13th February, 2015. The Necessary quorum was present for all Meetings. The Chairman of the Audit Committee was present at the last Annual General Meeting of the company. The table below provided Attendance of the Audit Committee members.

SR. No.	NAME OF THE DIRECTOR	POSITION	CATEGORY	MEETINGNGS ATTENDED
1.	Mr. Rajesh Kumar Nagori	Chairman	Non-Executive Independent	4
2.	Mr. Vinod Kumar Jakhoria	Member	Non-Executive Independent	4
3.	Mrs. Sudarshini Chaudhary	Member	Non-Executive Non-Independent Director	1

**(c) TERMS OF REFERENCE:**

The terms of reference of the Audit Committee inter alia include the following:

- i. The recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.
- ii. Review and monitor the Auditors Independence and performance, and effectiveness of Audit process.
- iii. Examination of the financial statement and Auditors Report thereon.

- iv. Approval or any subsequent modification of transaction of the Company with related parties.  
PROVIDED THAT the Audit Committee may make Omnibus Approval for related party transactions proposed to be entered into by the Company subject to such consultations as may be prescribed.
- v. Scrutiny of into Corporate Loans and Investments.
- vi. Valuation of undertakings or assets of the Company wherever it is necessary.
- vii. Evaluation of internal financial controls and risk management system.
- viii. Monitoring the end use of funds raised through public offers and related matters.
- ix. Calling for the Comments of the Auditors about internal control system, the scope of Audit, including the observations of the Auditors and review of Financial Statements before their submission to the Board and may also discuss any related issues with the Internal and Statutory Auditors and Management of the Company.
- x. Authority to investigate into any matter in relation to the item specified from (i) to (ix) above or referred to it by the Board.

**(d) FUNCTION:**

The Audit Committee, while reviewing the Annual Financial Statement also review the applicability of various Accounting Standards (AS) referred to in Section 133 of the Companies Act, 2013. Compliance of the Accounting Standard as applicable to the Company has been ensured in the preparation of the Financial Statement for the year ended 31st March, 2015.

Besides the above Chairman and Managing Director, Whole-Time Director, Chief Financial Officer, Business heads of the Company divisions and the representatives of the Statutory Auditors are permanent invitees of the Audit Committee meetings.

The Audit Committee also oversees and reviews the functioning of Vigil Mechanism (implemented in the Company as a Risk Management Policy and Whistle Blower Policy) and review the finding of investigation in the cases of material nature and the action taken in respect thereof.

## **NOMINATION AND REMUNERATION COMMITTEE**

**(a) COMPOSITION:**

The Board of Directors has framed policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for selection and appointment of Board Members. The Constitution of the Nomination and Remuneration Committee:

<b>Sr.No.</b>	<b>Name</b>	<b>Designation</b>
1	Mr. Rajesh Kumar Nagori	Independent Director (Chairman of the Committee)
2	Mr. Vinod Kumar Jakhoria	Non Executive Independent Director
3	Mr. Rohit Lohia	Non Executive – Independent Director

The Nomination and Remuneration Committee was re-constituted w.e.f 13th January, 2015 and comprises of the following:

<b>Sr.No.</b>	<b>Name</b>	<b>Designation</b>
1	Mr. Rajesh Kumar Nagori	Independent Director (Chairman of the Committee)
2	Mr. Vinod Kumar Jakhoria	Non Executive Independent Director
3	Mrs. Sudarshini Chaudhary	Non-Executive Non- Independent Director

**(b) MEETING AND ATTENDANCE:**

The Nomination and Remuneration Committee met Three (3) times during the Financial Year 2014-15. The Committee met on 28th May, 2014, 13th January, 2015 and 30th March, 2015. The necessary quorum was present for all Meetings. The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the company. The table below provided Attendance of the Audit Committee members.

<b>SR. No.</b>	<b>NAME OF THE DIRECTOR</b>	<b>POSITION</b>	<b>CATEGORY</b>	<b>MEETINGS ATTENDED</b>
1.	Mr. Rajesh Kumar Nagori	Chairman	Non-Executive Independent	3
2.	Mr. Vinod Kumar Jakhoria	Member	Non-Executive Independent	3
3.	Mrs. Sudarshini Chaudhary	Member	Non-Executive Non- Independent Director	1

**(c) TERMS OF REFERENCE:**

The Committees composition meets with requirements of Section 178 of the Companies Act, 2013. The terms of reference of the Committee inter alia, includes the following:

1. To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria let down and to recommend to the Board their appointment and removal and shall carry out evaluation of every Directors performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Directors and recommend to the Board a Policy relating to the remuneration for the Directors, Key Managerial Personnel and other Employees.
3. To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
4. To ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmark.
5. To ensure that remuneration to Directors, Key Managerial Personnel and Senior Management involves balance between fixed and incentive pay reflecting short term and long term performance objectives appropriate to the working of the Company and its goals.

**STAKEHOLDERS RELATIONSHIP COMMITTEE:**

**(a) COMPOSITION:**

The Board has reconstituted Shareholders'/Investors Grievance Committee as Stakeholders Relationship Committee in accordance with the provisions of the Companies Act, 2013. The Stakeholders Relationship Committee comprised of:

<b>Sr.No.</b>	<b>Name</b>	<b>Designation</b>
1	Mr. Rajesh Kumar Nagori	Independent Director (Chairman of the Committee)
2	Mr. Vinod Kumar Jakhoria	Non Executive Independent Director
3	Mr. Rohit Lohia	Non Executive – Independent Director

The Stakeholders Relationship Committee was re-constituted w.e.f 13th January, 2015 and comprises of the following:

Sr.No.	Name	Designation
1	Mr. Rajesh Kumar Nagori	Independent Director (Chairman of the Committee)
2	Mr. Vinod Kumar Jakhoria	Non Executive Independent Director
3	Mrs. Sudarshini Chaudhary	Non-Executive Non- Independent Director

**(b) MEETINGS AND ATTENDANCE:**

The Stakeholders Relationship Committee met Five (5) times during the Financial Year 2014-15. The Committee met on 28th May, 2014, 14th August, 2014, 29th October, 2014, 13th January, 2015 and 13th February, 2015. The necessary quorum was present for all Meetings. The Chairman of the Stakeholders Relationship Committee was present at the last Annual General Meeting of the company. The table below provided Attendance of the Audit Committee members.

SR. NO.	NAME OF THE DIRECTOR	POSITION	CATEGORY	MEETINGS ATTENDED
1.	Mr. Rajesh Kumar Nagori	Chairman	Non-Executive Independent	5
2.	Mr. Vinod Kumar Jakhoria	Member	Non-Executive Independent	5
3.	Mrs. Sudarshini Chaudhary	Member	Non- Executive Non-Independent Director	1

**(c) TERMS OF REFERENCE:**

The Company with the assistance of the Registrar and Share Transfer Agent M/s. Purva Sharegistry (India) Private Limited attend to all grievances of the Shareholders received directly through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. The Minutes of the Stakeholders Relationship Committee Meetings are circulated to the Board and noted by the Board of Directors at the Board Meeting.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the Investors. Shareholders are requested to furnish their Telephone Numbers and e-mail address to facilitate prompt action.

**(d) DETAILS OF SHAREHOLDERS COMPLAINTS RECEIVED, SOLVED AND PENDING SHARE TRANSFERS**

**COMPLAINTS:**

Sr.No.	Nature of the complaint	Received	Replied	Pending
1	Non-receipt of shares certificates lodged for transfer	0	0	0
2	Non-receipt of dividend warrants	0	0	0
3	Non-receipt of dividend warrants after revalidation	0	0	0
4	Non-receipt of share certificates lodged for split/ Bonus shares	0	0	0
5	Non Receipt of duplicate shares certificates	0	0	0
6	Letters from SEBI / stock Exchange	0	0	0
7	Letters from Department of Company Affairs / Other Statutory Bodies	0	0	0
	Total	0	0	0

**During the year nil complaints regarding non-receipt of shares sent for transfer, Demat queries were received from the shareholders, all of which have been resolved. The company had no transfers pending at the close of 31.03.2015.**

**REQUESTS:**

Sr. No.	Nature of the Requests	Received	Replied	Pending
1	Receipt of dividend warrants for revalidation	0	0	0
2	Request for mandate correction on Dividend warrants	0	0	0
3	Request for duplicate Dividend warrant	0	0	0
4	Request for copy of Annual Report	0	0	0
5	Request for TDS Certificate	0	0	0
6	Request for exchange of split Share certificate	0	0	0
	Total	0	0	0

**ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Particulars with respect to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of The Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March, 2015 are annexed to this report.

**(A) POWER AND FUEL CONSUMPTION**

<b>Electricity at factory</b>	<b>2014-15</b>	<b>2013-14</b>
Purchase Unit (KWH)	81,466	78,088 units
Total Amount	Rs. 5,63,651/-	Rs. 6,37,899/-
Rate/ Unit:	Rs. 6.92	Rs. 8.17

**(B) TECHNOLOGY ABSORPTION**

No Research and Development work has been carried out by the Company and therefore, there is no expenditure on this head, or any benefit accrued from it.

**(C) FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Foreign Exchange Earning during the year is Rs. NIL and Outgo Rs. NIL.

**ACKNOWLEDGEMENTS**

The Directors have pleasure to place on record their appreciation for the valuable co-operation and assistance by the Company's Bankers, Financial Institutions, Associates, Investors and Employees.

Your Directors are also pleased to record their appreciation for the dedication and contribution made by employees at all levels who, through their competence and hard work, have established Company to achieve better performance and look forward to their support in future as well.

**By Order of the Board of Directors**  
Kamal Kumar Chaudhary  
Chairman

Place: Mumbai  
Date: 20/08/2015

**Registered Office:**  
C-23/2, M.I.D.C.,  
Taloja – 410208  
Dist. Raigad,  
Maharashtra

**ANNEXURE “B”****FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

**I. REGISTRATION & OTHER DETAILS :**

1.	CIN	L27200MH1989PLC054774
2.	Registration Date	27/12/1989
3.	Name of the Company	Bloom Industries Limited
4.	Category/Sub-category of the Company	Category : Company limited by shares Sub- category : Indian Non-Government Company
5.	Address of the Registered office & contact details	C-23/2 MIDC Taloja, Dist Raigad, Raigad- 410208. Tel. 09930776655/ 9320134127 / 022 67047747 website: www.bloom-industries.co e-mail: bloom1989@gmail.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any	Purva Sharegistry (India) Private Limited <sup>9</sup> , Shiv Shakti Industrial Estate, Ground Floor, Sitaram Mill Compound, J.R. Boricha Marg, Lower Parel, Mumbai-400 011 Website: www.purvashare.com E-Mail : busicomp@vsnl.com Phone : 022-23016761/8261 Fax : 022-23012517

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY** (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
	<b>NOT APPLICABLE</b>		

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

SN	NAME AND ADDRESS OF COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
		N.A.			

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**(a) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March -2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	3364300	0	3364300	71.49	3364300	0	3364300	71.49	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
<b>Total shareholding of Promoters (A)</b>	<b>3364300</b>	<b>0</b>	<b>3364300</b>	<b>71.49</b>	<b>3364300</b>	<b>0</b>	<b>3364300</b>	<b>71.49</b>	<b>0</b>
<b>B. Public Shareholding</b>									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



<b>2. Non-Institutions</b>									
a) Bodies Corp.									
l) Indian	17600	244400	262000	5.57	17900	244400	262300	5.57	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
l) Individual shareholders holding nominal share capital upto Rs. 1 lakh	59900	790000	849900	18.06	80400	761300	841700	17.89	0.17
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	118400	110100	228500	4.86	95800	119100	214900	4.57	0.29
c) Others (HUF)	1300	0	1300	0.03	22800	0	22800	0.48	0.45
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas	0	0	0	0	0	0	0	0	0
Corporate									
Bodies									
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	197200	1144500	1341700	28.51	216900	1124800	1341700	28.51	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	197200	1144500	1341700	28.51	216900	1124800	1341700	28.51	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	3561500	1144500	4706000	100.00	3581200	1124800	4706000	100.00	0

**b) Shareholding of Promoter-**

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total Shares of the Company	% of shares pledged / encumbered to total shares	No. of shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total Shares	
1	Kamal Kumar Chaudhary	2717800	57.75	0.00	2717800	57.75	0.00	0
2	Kamal Kumar Chaudhary HUF	596400	12.67	0.00	596400	12.67	0.00	0
3	Alka Manish Narsaria	50100	1.06	0.00	50100	1.06	0.00	0

**(c) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total Shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	0	0	0	0

**(d) Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	SUBHAM MERCANTILE CO P LTD At the beginning of the year Bought during the year Sold during the year At the end of the year	100000	2.12	100000	2.12
2	BHUPENDRA CAPITAL & FIN.LTD At the beginning of the year Bought during the year Sold during the year At the end of the year	100000	2.12	100000	2.12

3	DEEPALI S TIBREWALA At the beginning of the year Bought during the year Sold during the year At the end of the year	50300	1.06	50300	1.06
4	SNEHLATA SHIVRATAN LUHURAKA At the beginning of the year Bought during the year Sold during the year At the end of the year	27900	0.59	27900	0.59
5	SUNITA GUPTA At the beginning of the year Bought during the year Sold during the year At the end of the year	11100	0.23	23100	0.49
6	SARLA PARVIN TIBREWALA At the beginning of the year Bought during the year Sold during the year At the end of the year	20500	0.43	20500	0.43
7	VANDANA AGARWAL At the beginning of the year Bought during the year Sold during the year At the end of the year	20000	0.42	20000	0.42
8	SUNITA SHARAD KUMAR GUPTA At the beginning of the year Bought during the year Sold during the year At the end of the year	0	0	19800	0.42
9	BHAVINCHARDRAKANT JAVERI HUF At the beginning of the year Bought during the year (Preferential Allotment) Sold during the year At the end of the year	0	0	17900	0.38
10	SURYAKANT SHINGRE At the beginning of the year Bought during the year Sold during the year At the end of the year	16000	0.34	16000	0.34

Note: The above information is based on the weekly beneficiary position received from Depositories.

**(e) Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during theYear	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	Shri Kamal Kumar Chaudhary (Chairman)	27,17,800	57.75	27,17,800	57.75
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	27,17,800	57.75	27,17,800	57.75

**V) INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness as the beginning of the financial year</b>				
I) Principal Amount	2,75,346	0	0	2,75,346
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	6,362	0	0	6,362
<b>Total (i+ii+iii)</b>	<b>2,81,708</b>	<b>0</b>	<b>0</b>	<b>2,81,708</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	0	41,00,000	0	41,00,000
* Reduction	2,81,708	0	0	2,81,708
<b>Net Change</b>	<b>(2,81,708)</b>	<b>41,00,000</b>	<b>0</b>	<b>38,18,292</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	0	41,00,000	0	41,00,000
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	<b>0</b>	<b>41,00,000</b>	<b>0</b>	<b>41,00,000</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Ashish Chaudhary	Sharad Kumar Gupta	
1	Gross salary	7,38,710	1,40,806	8,79,516
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission- as % of profit- others, specify...	0	0	0
5	Others, please specify	0	0	0
	<b>Total (A)</b>	<b>7,38,710</b>	<b>1,40,806</b>	<b>8,79,516</b>
	Ceiling as per the Act*	*	*	

\*As per Schedule V Part II of the Companies Act, 2013

### B. Remuneration to other directors **NIL**

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non-Executive Directors				
	Fee for attending board committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)=(1+2)				
	Total Managerial Remuneration				
	Overall Ceiling as per the Act				

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD: (NOT APPLICABLE)**

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	others, specify...				
5	Others, please specify				
	Total				

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL**

Type	Section of the the Companies Act.	Brief Description	Details of Penalty / Punishments/ Compounding	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2015**

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
**BLOOM INDUSTRIES LIMITED**  
C-23/2, MIDC, Talaja  
Dist. Raigad - 410208

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by M/s **BLOOM INDUSTRIES LIMITED** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on my verification of M/s **BLOOM INDUSTRIES LIMITED's** Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the financial year ended 31<sup>st</sup> March, 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s **BLOOM INDUSTRIES LIMITED**, as given in "**Annexure I**", for the financial year ended on 31<sup>st</sup> March, 2015, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder for specified Sections notified and came into effect from 12th September, 2013 and Sections and Rules notified and came into effect from 1st April, 2014;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and Regulations and the Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB) **(Not applicable to the Company during Audit period as the Company has not received any FDI, ECB and made any ODI.)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Registrars to a Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the financial year under report:-

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- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the Company during Audit period as the Company has not made any further issue of the shares);**
  - (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the Company during Audit period as the Company has not introduced any such Scheme);**
  - (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during Audit period as the Company has not issued any Debt Securities);**
  - (d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during Audit period as the Company has not delisted /proposes to de-list any equity shares from any stock Exchange)**
  - (e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during Audit period as the Company has not brought back / proposed to Buy back any Securities);**
- (vii) There are no specific laws applicable to the Company.
- (viii) I have relied on the Representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibly of the management. My examination was limited to the verification of procedure on test basis.
- (ix) In case of Direct and Indirect Tax Laws like Income Tax Act, Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditors of the company.

**I have also examined compliance with the applicable clauses of the following:**

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 1956; **(Not notified and hence not applicable to the Company during Audit period)** and
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange;

**During the financial year under report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:**

- i. The Company has not appointed Company Secretary and Chief Financial Officer under Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment of and Remuneration of Managerial Personnel) Rules, 2014.
- ii. The Company has not appointed an Internal Auditor under Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.
- iii. The Company has not closed the trading window during the time when the declaration of quarterly unaudited financial results and annual audited financial results for the Financial Year 2014-2015 was unpublished.
- iv. The Company has not complied with the provisions of clause 41(III)(b) and clause 41(VI)(a) of the Listing Agreement.



- v. The Company has not paid the Listing Fees as prescribed to the Stock Exchanges where the Company's shares are listed as required under clause 38 (a) of the Listing Agreement.

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the year under report, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**Place:** Mumbai  
**Date:** 20<sup>th</sup> August, 2015

For **S. K. Jain & Co.**

**(Dr. S. K. Jain)**  
Proprietor  
Company Secretary  
FCS: 1473  
COP: 3076

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## ANNEXURE – I

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished and representations made to me by the Company, its officers and agents, I report that the Company has, during the financial year under review, complied with the provisions of the Acts, the Rules made thereunder the Memorandum & Articles of Association of the Company with regard to:-

1. Minutes of the Meetings of the Board of Directors, Committee meetings held during the Financial Year under Report;
2. Minutes of General Body Meetings held during the Financial Year under report;
3. Maintenance of various Statutory Registers and Documents and making necessary entries therein;
4. Notice and Agenda papers submitted to all the Directors for the Board Meetings;
5. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Companies Act, 2013 and attachments thereof during the financial year under report;
6. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of Listing Agreement during the financial year under Report;
7. Declarations received from the Directors of the Company pursuant to the provisions of Section 184 of the Companies Act, 2013 and attachments thereto during the Financial Year under Report;
8. Appointment and remuneration of Statutory Auditor;
9. Closure of Register of Members/record date for dividends;

**Place:** Mumbai

For **S. K. Jain & Co.**

**Date:** 20<sup>th</sup> August, 2015

**(Dr. S. K. Jain)**  
**Proprietor**  
**Company Secretary**  
**FCS: 1473**  
**COP: 3076**

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To,  
The Members,  
**BLOOM INDUSTRIES LIMITED**  
C-23/2, MIDC, Taloja  
Dist. Raigad - 410208.

My report of even date is to be read along with this letter:

- 1) Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.
- 2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- 3) I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
- 4) Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
- 5) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit report 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 **S. K. Jain & Co.**

**Dr. S. K. Jain**  
**Proprietor**  
**Company Secretary**  
**FCS: 1473**  
**COP: 3076**

**Place:** Mumbai  
**Date:** 20<sup>th</sup> August, 2015

# Bloom Industries Ltd.

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## INDEPENDENT AUDITORS' REPORT

To,  
The Members of

**Bloom Industries Limited**

### Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Bloom Industries Limited** ("the Company") which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, 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 standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, 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 on the standalone financial statements.

## Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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, of the state of affairs of the Company as at 31 March, 2015, its profit and its cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2015 (the "Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of the written representations received from the directors as on 31 March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
    - i. The Company does not have any pending litigations which would impact its financial position
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
    - iii. There has not been an occasion in case of the Company during the year under report to transfer any sum to the investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

For Sarda Soni Associates.  
Chartered Accountants  
FRN: 117235W

Manoj Jain  
(Partner)  
Membership No. : 120788

Place : Mumbai  
Date : 28/05/2015

# Bloom Industries Ltd.

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## ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 of our report of even date)

- (I) (a) The Company has maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has regular programme of physical verification of its fixed assets by which all the fixed assets are verified in a phased manner on yearly basis. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.
- (ii) (a) Since the Company does not have any inventory, the paragraph 3(ii) of the said Order is not applicable to the Company.
- (iii) The company has granted unsecured loans to three parties covered in the register maintained under sections 189 of the Act.,
  - (a) The borrowers have been regular in the payment of the interest as stipulated. The terms of arrangements do not stipulate any repayment schedule and the loans are repayable on demand. Accordingly, paragraph 3(iii)(a) of the Order is not applicable to the Company in respect of repayment of the principal amount.
  - (b) There are no overdue amounts of more than rupees one lakh in respect of the loans granted to the parties covered in the register maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of services and fixed assets and for the sale of goods and services. Further, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in internal control system.
- (v) The Company has not accepted any deposits during the year from the public to which the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 and any other relevant provisions of the Act and the rules framed thereunder apply.
- (vi) In our opinion and according to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under Section sub-section (1) of Section 148 of the Act.
- (vii) (a) According to the information and explanations given to us, the Company has been generally regular in depositing undisputed statutory dues including provident fund, income tax, service tax, wealth tax, cess and any other statutory dues with the appropriate authorities. There are no arrears of outstanding statutory dues as at the 31 March, 2015 for a period of more than six months from the date they became payable, Except Service Tax Cess amounting of Rs.3,94,759/- and professional tax amounting of Rs.46,975/-
- (b) The Company has received a summary assessment order U/s.115WE of Income Tax Act. 1962 for FBT for Assessment year 2008-2009 on which a demand for Rs.34,000/- is raised However on the same demand credit for Self Assessment (FBT) Tax paid is Rs.29,699/- were not given. The Company has filed a reply to the concern authority for rectification of order and according to the management of the company there is no tax due hence provision not required.
- (c) According to information and explanation given to us ,the Company was not required to deposit any amount towards investor education and protection fund.
- (viii) The Company has accumulated losses at the end of the year however it is less than fifty percent of its net worth. The Company has incurred cash loss during the year as well as in the immediately preceding financial year.

- (ix) In our opinion and according to information and explanations given to us, the Company has not defaulted in repayment of dues to banks or financial institutions or debenture holder .The Company has not issued any debentures and there are no dues to financial institutions.
- (x) The Company has given a guarantee for amounting to Rs. 150 Lakhs to Kotak Mahindra Bank Ltd. for loans taken by a director. In our opinion the terms and conditions on which guarantee have been given are not, prima facie, prejudicial to the interest of the Company.
- (xi) Based on information and explanations given to us, the company has not taken term loans from any bank or financial institutions during the year.
- (xii) During the course of our examination of the books of account and records of the Company, carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by management.

Place : Mumbai  
Dated : 28/05/2015

For SARDA SONI ASSOCIATES  
Chartered Accountants  
Firm Reg. No. 117235

MANOJ JAIN  
PARTNER  
M.No.120788

**BALANCE SHEET AS AT 31ST MARCH, 2015**

Particulars	Note No.	As at 31 March, 2015	As at 31 March, 2014
<b>A EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	3	50,263,000	50,263,000
(b) Reserves and surplus	4	(8,920,676)	(7,329,831)
Surplus or (Deficit) in statement of Profit & Loss		-	-
(c) Money received against share warrants		-	-
		<b>41,342,324</b>	<b>42,933,169</b>
<b>2 Share application money pending allotment</b>		-	-
<b>3 Non-current liabilities</b>			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (net)		-	-
(c) Other long-term liabilities		-	-
(d) Long-term provisions		-	-
(e) Deferred Tax (Net)		-	-
		-	-
<b>4 Current liabilities</b>			
(a) Short-term borrowings	5	4,100,000	275,346
(b) Trade payables	6	92,112	227,357
(c) Other current liabilities	7	893,749	674,819
		<b>5,085,861</b>	<b>1,177,522</b>
<b>TOTAL</b>		<b>46,428,185</b>	<b>44,110,691</b>
<b>B ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	8	16,281,634	12,075,515
(ii) Intangible assets		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances		-	-
(e) Other non-current assets		1,88,932	1,92,265
		<b>16,470,566</b>	<b>12,267,780</b>
<b>2 Current assets</b>			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	9	88,532	361,843
(d) Cash and cash equivalents	10	543,105	178,127
(e) Short-term loans and advances	11	29,309,831	31,274,147
(f) Other current assets	12	16,151	28,794
		29,957,619	31,842,911
<b>TOTAL</b>		<b>46,428,185</b>	<b>44,110,691</b>
<b>Significant Accounting Policies &amp; Notes on Financial Statement</b>	<b>1 to 31</b>		

In terms of our Report attached.

**For SARDA SONI ASSOCIATES**

Chartered Accountants  
Firm Reg. No. 117235

FOR AND ON BEHALF OF THE BOARD

MANOJ JAIN  
PARTNER  
M.No. 120788

KAMAL KUMAR CHAUDHARY      Chairman

PLACE : MUMBAI  
DATE : 28/05/2015

SUDARSHINI CHAUDHARY      Director

SHARAD KUMAR GUPTA      Director



# Bloom Industries Ltd.

## STATEMENT OF PROFIT AND LOSS FOR YEAR ENDED 31ST MARCH, 2015

	Particulars	Note No.	For the year ended 31 <sup>st</sup> March, 2015	For the year ended 31 <sup>st</sup> March, 2014
<b>A</b>	<b>CONTINUING OPERATIONS</b>			
1	Revenue from operations			
1.1	Job Work Received (Inclusive of TDS Rs.48,990/- P.Y. Rs.54,627/-)		2,231,097	2,583,256
1.2	Warehousing Charges Received (Inclusive of TDS Rs. NIL P.Y. Rs.NIL) Less: Excise duty		-	-
	Revenue from operations (net)		<b>2,231,097</b>	<b>2,583,256</b>
2	Other income Interest Received (Inclusive of TDS Rs.1,53,035/- P.Y. Rs.2,89,631/-) Dividend received Miscellaneous Income W/off		2,061,623	2,906,676
			-	1,251
			58,000	633
3	<b>Total revenue (1+2)</b>		<b>4,350,720</b>	<b>5,491,816</b>
4	<b>Expenses</b>			
	(a) Cost of materials consumed		-	-
	(b) Purchases of stock-in-trade		-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade		-	-
	(d) Employee benefits expense	13	925,043	1,056,215
	(e) Finance costs	14	24,101	87,059
	(f) Depreciation and amortisation expense	8	1,088,532	1,916,109
	(g) Other expenses	15	2,450,709	1,759,748
	<b>Total expenses</b>		<b>4,488,385</b>	<b>4,819,131</b>
5	<b>Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)</b>		(137,665)	672,685
6	Exceptional items	16	242,837	4,219
7	<b>Profit / (Loss) before extraordinary items and tax (5 ± 6)</b>		<b>(380,502)</b>	<b>668,466</b>
8	Extraordinary items		-	-
9	<b>Profit / (Loss) before tax (7 ± 8)</b>		<b>(380,502)</b>	<b>668,466</b>
10	<b>Tax expense:</b>			
	(a) Current tax expense for current year		-	522,667
	(b) (Less): MAT credit (where applicable)		-	(395,291)
	(c) Current tax expense relating to prior years		-	-
	(d) Net current tax expense		-	<b>127,376</b>
	(e) Deferred tax		-	-
			-	<b>127,376</b>
11	<b>Profit / (Loss) from continuing operations (9 ± 10)</b>		<b>(380,502)</b>	541,090
<b>B</b>	<b>DISCONTINUING OPERATIONS</b>			
12	<b>Profit / (Loss) from discontinuing operations (12.i ± 12.ii ± 12.iii)</b>		-	-
<b>C</b>	<b>TOTAL OPERATIONS</b>			
13	<b>Profit / (Loss) for the year (11 ± 13)</b>		<b>(380,502)</b>	<b>541,090</b>
14	<b>Earnings per share (Equity shares of Rs.10/- each):</b>			
	(a) Basic		(0.08)	0.11
	(i) Continuing operations			
	(ii) Total operations			
	(b) Diluted		(0.08)	0.11
	(i) Continuing operations			
	(ii) Total operations			
	<b>Significant Accounting Policies &amp; Notes on Financial Statement</b>	<b>1 to 31</b>		

In terms of our Report attached.

### For SARDA SONI ASSOCIATES

Chartered Accountants  
Firm Reg. No. 117235  
MANOJ JAIN  
PARTNER  
M.No. 120788

### FOR AND ON BEHALF OF THE BOARD

KAMAL KUMAR CHAUDHARY Chairman  
SUDARSHINI CHAUDHARY Director  
SHARAD KUMAR GUPTA Director

PLACE : MUMBAI  
DATE : 28/05/2015

	As at 31.03.2015 Amount in Rupees	As at 31.03.2014 Amount in Rupees
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**Note 3**
**SHARE CAPITAL**
**1 AUTHORISED**

54,95,000(P.Y. 54,95,000) Equity Shares of Rs. 10/- each	54,950,000	54,950,000
500 (P.Y.500 )12% Non Cumulative Redeemable preference Share of Rs.100/- each	50,000	50,000
	<u>55,000,000</u>	<u>55,000,000</u>

**2 ISSUED, SUBSCRIBED & PAID-UP**

47,06,000 (P.Y.47,06,000)Equity Shares of Rs.10/- each fully paid-up	47,060,000	47,060,000
Add : 644000 (P.Y.644000) Equity Shares Forfeited Amount paidup thereon.	3,203,000	3,203,000
<b>Total</b>	<u>50,263,000</u>	<u>50,263,000</u>

(a) Reconciliation of No. of Shares Outstanding:	No of Shares	Amount	No of Shares	Amount
<b>Equity Shares</b>				
Opening Outstanding Shares	4706000	47060000	4706000	47060000
Closing Outstanding Shares	4706000	47060000	4706000	47060000
Issued during the year	-	-	-	-

(b) Shareholders holding more than 5% of total shares	No of Share held	% of holding	No of Share held	% of holding
<b>Name of Shareholder</b>				
Equity Shares				
Mr. Kamal Kumar Chaudhary	2,717,800	57.75	2,717,800	57.75
Kamal Kumar Chaudhary HUF	596,400	12.67	596,400	12.67

(c) Details of forfeited Shares	No of Shares	Amount	No of Shares	Amount
Equity shares with voting rights	644,000	3,203,000	644,000	3,203,000

2.1 The Company has only one class of equity shares having a face value of Rs.10/- per share.

Each holder of equity share is entitled to one vote per share.

**Note 4**
**RESERVES AND SURPLUS**

Surplus / (Deficit) in statement of Profit and Loss		
Opening Balance	(7,329,831)	(7,870,921)
Add: Profit / (Loss) for the year after taxation as per statement of Profit and Loss	(380,502)	541,090
Add : Additional depreciation for change of estimated life of Fixed Asstets	(1,210,343)	-
<b>Total</b>	<u>(8,920,676)</u>	<u>(7,329,831)</u>

**Note5**
**SHORT TERM BORROWINGS**
**5.1 SECURED LOANS**
**Term Loans payment within 12 months**
**From Banks**

Car Loan from Kotak Mahindra Prime Ltd. (Secured Against Skoda Car)	-	142,728
Car Loan from Kotak Mahindra Prime Ltd. (Secured Against Maruti Car)	-	132,618
<b>Total</b>	<u>-</u>	<u>275,346</u>

**5.2 UNSECURED LOANS**

	4,100,000	-
<b>Total</b>	<u>4,100,000</u>	<u>-</u>

# Bloom Industries Ltd.

	As at 31.03.2015 Amount in Rupees	As at 31.03.2014 Amount in Rupees
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## Note 6

### TRADE PAYABLES

Principal amount payable to Sundry Creditors	<u>92,112</u>	<u>227,357</u>
<b>Total</b>	<b><u>92,112</u></b>	<b><u>227,357</u></b>

## Note 7

### OTHER CURRENT LIABILITIES

1 Sundry Creditors for Expenses	144,164	128,500
2 Statutory Dues Payable	749,585	546,319
3 Others	<u>-</u>	<u>-</u>
<b>Total</b>	<b><u>893,749</u></b>	<b><u>674,819</u></b>

**NOTE 8  
FIXED ASSETS**

(In Rupees)

Description	Gross Block				Accumulated Depreciation and Impairment					Net Block	
	As at 1 <sup>st</sup> April, 14	Additions	Deduction/ Adjustment	As at 31 <sup>st</sup> March, 15	Upto 31 <sup>st</sup> March, 14	Additional Depreciation on change of life	For the Period	Deduction / Adjustments	Upto 31 <sup>st</sup> March, 15	As at 31 <sup>st</sup> March, 15	As at 31 <sup>st</sup> March, 14
<b><u>Tangible Assets</u></b>											
Land	887,370	-	-	887,370	-	-	-	-	-	887,370	887,370
Building (Factory Building)	8,450,012	7,382,831	-	15,832,843	6,235,782	-	281,721	-	6,517,503	9,315,340	2,214,230
Furniture & Fitting	703,045	-	-	703,045	558,796	109,097	-	-	667,893	35,152	144,249
Plant & Machinery	27,070,684	-	-	27,070,684	20,536,278	1,099,454	446,240	-	22,081,972	4,988,712	6,534,406
Computer	257,500	-	-	257,500	257,499	-12,874	-	-	244,625	12,875	1
Telephone System	62,620	-	-	62,620	44,823	14,666	-	-	59,489	3,131	17,797
Motor Car	2,649,533	-	1,804,160	845,373	946,590	-	278,761	926,323	299,028	546,345	1,702,943
Mobile Crain	968,735	-	-	968,735	394,216	-	81,810	-	476,026	492,709	574,519
<b>Total</b>	<b>41,049,499</b>	<b>7,382,831</b>	<b>1,804,160</b>	<b>46,628,170</b>	<b>28,973,984</b>	<b>1,210,343</b>	<b>1,088,532</b>	<b>926,323</b>	<b>30,346,536</b>	<b>16,281,634</b>	<b>12,075,515</b>
<b>Pervious Year</b>	<b>41,049,499</b>	<b>-</b>	<b>-</b>	<b>41,049,499</b>	<b>27,057,875</b>	<b>-</b>	<b>1,916,109</b>	<b>-</b>	<b>28,973,984</b>	<b>12,075,515</b>	<b>13,991,624</b>

# Bloom Industries Ltd.

	As at 31.03.2015 Amount in Rupees	As at 31.03.2014 Amount in Rupees
<b>Note 9</b>		
<b>TRADE RECEIVABLES</b>		
Outstanding for a period more than Six Month from due date	39,404	39,404
Others	49,128	322,439
<b>Total</b>	<b>88,532</b>	<b>361,843</b>
<b>Note 10</b>		
<b>CASH AND CASH EQUIVALENTS</b>		
Cash-in-Hand	519,453	163,130
<b>Balance with Banks</b>		
Balance with Schedule Bank in Current Accounts	23,652	14,997
<b>Total</b>	<b>543,105</b>	<b>178,127</b>
<b>Note 11</b>		
<b>SHORT TERM LOANS AND ADVANCES</b>		
11.1 <b>Loan &amp; Advances</b>		
Unsecured considered good given to a related party	374,779	13,102,896
Other (Unsecured considered good)	28,184,376	17,622,600
11.2 Security Deposits	-	-
11.3 TDS Receivable	750,676	548,651
(after adjustment for Income Tax provision Rs.731,997/- Previous Year Rs.731,997/-)		
<b>Total</b>	<b>29,309,831</b>	<b>31,274,147</b>
<b>Note 12</b>		
<b>OTHER CURRENT ASSETS</b>		
Prepaid Expenses	16,151	28,794
<b>Total</b>	<b>16,151</b>	<b>28,794</b>
<b>Note 13</b>		
<b>EMPLOYEE BENEFIT EXPENSES</b>		
Salaries, Bonus & Wages	905,830	1,040,525
Staff Welfare Exp.	19,213	15,690
<b>Total</b>	<b>925,043</b>	<b>1,056,215</b>
<b>Note 14</b>		
<b>FINANCE COST</b>		
Interest paid to Bank & Financial Institutions	17,562	82,666
Bank Charges	6,539	4,393
<b>Total</b>	<b>24,101</b>	<b>87,059</b>

	As at 31.03.2014 Amount in Rupees	As at 31.03.2013 Amount in Rupees
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**Note 15**

**OTHER EXPENSES**

Insurance	23,593	37,326
Rent, Rates & Taxes	110,774	101,128
Miscellaneous Expenses	28,754	2,349
Printing & Stationery	33,232	27,286
Telephone Expenses	18,130	25,414
Motor Car Exp.	103,275	181,194
Registrar Annual Fees on Demat	36,000	36,000
Security Charges	227,613	274,290
Legal & Professional Fees	86,000	47,000
Postage & Courier	18,659	19,500
Listing Fees	100,000	15,000
Web Hosting Charges	2,750	8,600
Audit Fees	25,000	25,000
Internet Exp.	13,537	7,508
Power & Fuel	563,651	637,899
Repairs and maintenance - Machinery	96,355	66,861
Repairs and maintenance - Buildings	1,090	-
Repairs and maintenance - Others	13,520	12,120
Water Charges	59,260	55,273
E-voting Charges	10,000	-
Director Remuneration	879,516	180,000
<b>Total</b>	<b><u>2,450,709</u></b>	<b><u>1,759,748</u></b>

**Note 16**

**Exceptional items**

Loss on Motor Car Sold	242,837	
Earlier Year Expenses	-	4,219
<b>Total</b>	<b><u>242,837</u></b>	<b><u>4,219</u></b>

**Note 1**

**COMPANY OVERVIEW**

Bloom Industries Ltd. Is a Iron Industry, Trading & providing Sharing, decoiling, Corrugation with Labour Job Work & Warehousing Charges Received at its factories located at Taloja, Dist.-Raigad (Maharashtra).

**Note 2**

**SIGNIFICANT ACCOUNTING POLICIES**

**2.01 FIXED ASSETS AND DEPRECIATION :**

- (i) Fixed Assets are stated at cost inclusive of other identifiable direct expenses and erection expenses up to the date of the assets put to use and on commencement of production.
- (ii) The company is charging depreciation under the straight line method at the rates prescribed under schedule XIV of the Companies Act, 1956.

**2.02 INVESTMENTS :**

Investments are stated at cost and valued on FIFO basis. In the management's opinion the decline in the value of shares on the concerned stock exchange is of short-term nature and no provision for the decline in the value of investment is considered necessary as on the date of the balance sheet.

**2.03 INVENTORIES :**

The Company had followed the value of inventories as cost or market value whichever is lower. However Raw Materials, Material-in-Process, Stores and spare parts during the year are Nil.

**2.04 SALES :**

Sales, Labour Job charges, Warehousing charges, Sale of goods & Services given net of trade discounts.

# Bloom Industries Ltd.

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- 2.05 PURCHASE :  
Purchases shown in the books of account are purchase cost and other direct expenses incurred.
- 2.06 EXCISE DUTY :  
The company has not liable to pay or charge excise duty as there is no any exciseable goods manufacturing activities during the year.
- 2.07 CENVAT  
Benefit of Cenvat credit in respect of Service Tax is directly reduce from the respective expenses /Fixed Assets.
- 2.08 TAXATION  
Current Income tax are measured at the amount expected to be paid to Tax authorities in accordance with the Income Tax Act 1961. Tax paid under MAT if any is to be charge to profit & loss a/c.
- 2.09 TREATMENT OF RETIREMENT BENEFITS :  
Retirement benefits are recorded only on the Crystallisation of liability.
- 2.10 CONTINGENT LIABILITY :  
Contingent liabilities are determined on the basis of available information and are disclosed by way of a note to the accounts.
- 2.11 FORIEGN CURRENCY TRANSCATION :  
Foreign Currency transaction are recorded in the books of the Company at the rates prevailing on the date of payment.
17. FORFEITURE OF EQUITY SHARES  
Out of the forfeited equity shares of Rs.32.03 Lacs which were forfeited in financial year 1994-95. Some allottees filed case against forfeiture in respect of 10400 Equity Shares of Rs.10/- each which are pending before various courts. In this respect company has not made any provisions.
18. MANAGERIAL REMUNERATION :
- (a) Director's Remuneration: Rs.8,79,516/- (previous year Rs.1,80,000/-)
- (b) The remuneration stated above is in accordance with the provisions of and Schedule V to the Companies Act, 1956.
- Since the remuneration stated above is the within the limit of remuneration paid to the managerial personnel, calculation of managerial remuneration under Section 198 of the Companies Act, 1956 is not applicable.
19. CONTINGENT LIABILITY NOT PROVIDED FOR:
- |   | As at 31.03.2015<br>(Rs. in Lakh) | As at 31.03.2014<br>(Rs. in Lakh) |
|---|-----------------------------------|-----------------------------------|
| (a) Estimated amounts of Capital contract | NIL                               | NIL                               |
- (b) The Income tax summary assessment u/s 143(1) have been completed upto Assessment year 2014-2015.
- The Company has received a summary assessment order U/s.115WE of Income Tax Act. 1962 for FBT for Assessment year 2008-2009 on which a demand for Rs.34,000/- is raised However on the same demand credit for Self Assessment (FBT) Tax paid is Rs. 29,699/- were not given. The Company has filed a reply to the concern authority for rectification of order and according to the management of the company there is no tax due hence provision not required.
- (c) Out of the forfeited equity shares of Rs.32.03 Lacs which were forfeited in financial year 1994-95. Some allottees filed case against forfeiture in respect of 10400 Equity Shares of Rs. 10/-each which are pending before various courts. In this respect company has not made any provisions.

20. Information pursuant to the provisions of Paragraph 3 and 4C of Part II Schedule VI of the Companies Act, 1956.

[A] LICENSED AND INSTALLED CAPACITIES AND PRODUCTION :

CLASS OF GOODS YEARS --> UNITS -->	* Capacity Licensed/Regstd.		*Installed Capacity		Actual Production	
	2014-15 MT	2013-2014 MT	2014-15 MT	2013-2014 MT	2014-15 MT	2013-2014 MT
Sharing, decoiling & Corrugation of Sheets	80000	80000	80000	80000	10848.604	12100.214
Steel Fabrication	12000	12000	12000	12000	--	--
Profile	3000	3000	3000	3000	--	--

(\*)Licensed Capacity and Installed Capacity as certified by the Management.

[B] RAW MATERIALS CONSUMED, PURCHASES  
AND COST OF GOODS SOLD.

	2014 -2015		2013 -2014	
	QTY (MT)	AMOUNT (RS.)	QTY (MT)	AMOUNT (RS.)
(I) MANUFACTURING GOODS				
(a) Indigenous	Nil	Nil	Nil	Nil
(b) Imported	Nil	Nil	Nil	Nil
(II) TRADING GOODS				
(a) Indigenous	Nil	Nil	Nil	Nil
(b) Imported	Nil	Nil	Nil	Nil

[C] PARTICULARS OF SALES

(I) MANUFACTURING GOODS	Nil	Nil	Nil	Nil
(II) TRADING GOODS	Nil	Nil	Nil	Nil

[D] PARTICULARS OF SERVICE RENDERED

Labour Job	10848.604	22,31,097	12100.214	25,83,256
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[E] DETAILS OF OPENING STOCKS

(i) FINISHED GOODS	Nil	Nil	Nil	Nil
(ii) RAW MATERIALS	Nil	Nil	Nil	Nil

[F] PARTICULARS OF CLOSING STOCK

(I) FINISHED GOODS	Nil	Nil	Nil	Nil
(ii) RAW MATERIALS	Nil	Nil	Nil	Nil

21. Value of Import during the year is Rs. Nil (Previous year Rs. Nil)

22. (a) Expenditure in foreign currency during the year Rs. Nil (Previous Year Rs. Nil).

(b) Earning in foreign currency during the year Nil (Previous Year Nil)

23. The Balance of Trade Receivable, Trade Payable and Loan & advances are subject to confirmation and reconciliation.

24. There is no any amount due to Micro, Small and Medium Enterprises. The disclosure is based on the information available with the company.

25. SEGMENT REPORTING

Since The Company primarily operates in one segment – Labour Job & Warehousing facility segmental reporting as required under Accounting standard -17 is not applicable. There is no reportable geographic segment either



# Bloom Industries Ltd.

## 26. RELATED PARTY DISCLOSURES

### a) Related parties with whom transactions have taken place during the year

- i) Key Management Person : Kamal Kumar Chaudhary  
Ashish Chaudhary  
Sharad Kumar Gupta
- ii) Enterprise over which the Key Management Personnel is able to exercise significant influence : Jagdamba Salts

### b) Transactions carried out with the related parties referred in (a) above in the ordinary course of business

	Current Year			Previous Year		
	Key Management Personal	Relative of Key Management Personnel	Other Enterprise	Key Management Personal	Relative of Key Management Personnel	Other Enterprise
1) <b>Receipt of Interest</b> Jagdamba Salt	–	–	3,74,779	–	–	10,90,898
3) <b>Receipt of Advance</b> Kamal Kumar Chaudhary	41,00,000	–	–	–	–	–
3) <b>Director Remuneration</b> Sharad Kumar Gupta Ashish Chaudhary	1,40,806 7,38,710	– –	– –	1,80,000 –	– –	– –
4) <b>Out Standing Advances (Assets)</b> Jagdamba Salt	–	–	3,74,779	–	–	–1,31,02,896

## 27. Depreciation:

- (i) Depreciation on Fixed Assets is provided on 'Straight Method' considering their useful lives and residual value as provided in Schedule II of the Act.
- (ii) Depreciation on revalued assets to the extent of revaluation is charged from Revaluation reserve.

## 28. Earnings per Share (EPS) has been computed as under :-

		31st March, 2015	31st March, 2014
a) Net Profit/(Loss) for the period	(A)	(380,502)	5,41,090
b) Weighted Average Equity Shares (Nos.)	(B)	47,06,000	47,06,000
c) Earnings /(Loss) per Share	(A/B)	(0.08)	0.11

## 29. DEFERRED TAX ASSETS / LIABILITY.

The AS -22 (Accounting Standard for "Accounting for Taxes on Income") issued by ICAI becomes applicable to the company w.e.f.01.04.2002.

The Deferred tax liability on account of the timing difference in the rates of depreciation has not been recognized as on 31.03.2015. Because according to the management opinion this does not affect the financial status & profitability of the company considering the substantially MAT Credit available to the Company.

## 30. Figures have been Rounded Off to the nearest Rupee.

## 31. Payment to Auditors

	Current Year	Previous Year
Audit fees (Inclusive of service tax)	28,090	28,010
Other Serving (Inclusive of Service tax)	5,619	10,013

**ANNEXURE TO CLAUSE 32 OF LISTING AGREEMENT  
CASH FLOW STATEMENT**

	YEAR ENDING 31ST MARCH, 2015 (Amount in Rs.)	YEAR ENDING 31ST MARCH, 2014 (Amount in Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit/(Loss) before tax and extra ordinary items	(380,502)	541,090
Adjustment for :		
Depreciation	1,088,532	1,916,109
Preliminary Exp.	-	-
Interest Income	(2,061,623)	(2,906,676)
Dividend Income	-	(1,251)
Mis.Income W/Off	(58,000)	(633)
Interest Expenses	17,652	82,666
Operating Profit/(Loss) before Working Capital Changes	(1,393,941)	(368,695)
<b>Adjustment for Current Assets</b>		
i) Trade and other receivables	2,253,603	(2,315,853)
ii) Inventories	-	-
iii) Trade payable	3,908,339	(1,005,160)
iv) Provision for taxation	-	127,376
Cash generated from operations	4,768,001	(3,562,332)
Tax on Income	-	(127,376)
Cash flow before extraordinary items	4,768,001	(3,689,708)
Extraordinary items	-	-
earlier year adjustment	-	-
Net cash from operating activities <b>A</b>	<u>4,768,001</u>	<u>(3,689,708)</u>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets	(7,382,831)	-
Sale of Fixed Assets	877,837	-
Pruchase of investments	-	-
Sale of Investments	-	-
Interest received	2,061,623	2,906,676
Dividend received	-	1,251
Mis. Income W/off	58,000	633
Net cash used in investing activities <b>B</b>	<u>(4,385,371)</u>	<u>2,908,560</u>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from long term borrowing	-	(207,588)
Interest Paid	(17,652)	(82,666)
Advances given (net of repayments)	(17,652)	(290,254)
<b>D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT (A+B+C)</b>	<b>364,978</b>	<b>(1,071,402)</b>
Opening cash and cash equivalents as at 31.3.2014	178,127	1,249,529
Closing cash and cash equivalents as at 31.3.2015	543,105	178,127

Note : 1. Cash and cash equivalents represents cash and bank balances (including Bank Fixed Deposit)  
2. Previous year figure have been regrouped wherever necessary to conform to this year classifications.

**For and on behalf of the Board**

Place : Mumbai  
Date : 28/05/2015

Kamal Kumar Chaudhary  
Chairman

**AUDITORS CERTIFICATE**

We have verified the above cash flow statement of **BLOOM INDUSTRIES LIMITED** derived from the audited financial statements for the year ended March, 2014 and found the same to be drawn in accordance therewith and also with the requirements of Clause 32 of the Listing Agreement with Stock Exchanges

For **SARDA SONI ACCOCIATES**  
Chartered Accountants  
Firm Reg.No.117235

Place : Mumbai  
Dated : 28/05/2015

**MANOJ JAIN**  
PARTNER  
Membership No.120788

**ATTENDANCE SLIP**

**BLOOM INDUSTRIES LIMITED**

Registered Office : C-23/2, M.I.D.C., Taloja, Dist.- Raigad, Maharashtra – 410208.

Please fill the Attendance Slip and hand it over at the entrance of the meeting venue  
Joint shareholders may obtain additional Attendance Slip on request

DP. Id*	
Client Id*	

Regd. Folio No.	
No. of Share(s) held	

Name and Address of the Shareholders

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I/We hereby record my/ our presence at the **26th Annual General Meeting** of Bloom Industries Limited held on Monday, 28th September, 2015, at 10.30 a.m. at Registered Office: C-23/2, M.I.D.C., Taloja, Dist.- Raigad, Maharashtra – 410208.

Signature of the Shareholder or proxy

\*Applicable for investors holding share(s) in electronic form.

..... TEAR HERE .....

**PROXY FORM**

**BLOOM INDUSTRIES LIMITED**

Registered Office: C-23/2, M.I.D.C., Taloja, Dist.- Raigad, Maharashtra – 410208.

DP. Id*	
Client Id*	

Regd. Folio No.	
No. of Share(s) held	

I/We .....of  
.....being a member/members of Bloom Industries Limited  
hereby appoint .....of  
.....or failing him .....  
.....of .....as my / our proxy to vote for me /our  
and on my behalf at the 25th Annual General Meeting of Bloom Industries Limited held on Monday, 28th September, 2015, at 10.30 a.m. at Registered Office: C-23/2, M.I.D.C., Taloja, Dist.- Raigad, Maharashtra – 410208 or at any adjournment thereof.

Signed this..... day of ..... 2015.



\* Applicable for investors holding share(s) in electronic form.

- Note
- (1) The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.
  - (2) Members holding shares under more than one folio may use photocopy of this Proxy Form for other folios. The Company shall provide additional forms on request

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## Green Initiative in Corporate Governance

The Ministry of Corporate Affairs has come up with a Green Initiative of permitting the services of documents including Annual Report to the Shareholders through e-mail or other permissible electronic modes instead of physical mode vide its Circular No. 17/2011 dated 21st April, 2011. This is certainly a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow all stakeholders to contribute towards a Greener Environment. To support this green initiative, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holders with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to fill the appropriate column in the members e-mail registered form and registered the same with M/s. Purva Sharegistry (India) Private Limited.

### Members E-mail Registration Form

Name ..... E-mail ID : .....

Address .....

.....

.....

DP ID : ..... Client ID : .....

Folio No. : .....  
(in case of physical holding)

No. of equity shares held : .....

**Signature**

Members are requested to send this e-mail registration form to the Company at its Registered Office address to M/s. Purva Sharegistry (India) Private Limited at the below mentioned address.

**M/s. Purva Sharegistry (India) Private Limited**  
**9, Shiv Shakti Industrial Estate,**  
**Ground Floor, Sitaram Mill Compound,**  
**J. B. Boricha Marg, Lower Parel,**  
**Mumbai - 400 011.**  
**Tel No. : 022- 23016761**  
**Email : busicomp@vsnl.com**  
**Website : www.purvashare.com**

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**BOOK-POST**

*If undelivered, Please return to :*

**Bloom Industries Ltd.**

**REGISTERED OFFICE**

C-23/2, M.I.D.C., TALOJA - 410 208.

DIST - RAIGAD, MAHARASHTRA

Tel : 09930776655/ 9320134127

Email : bloom1989@ymail.com

Website : [www.bloom-industries.com](http://www.bloom-industries.com)

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