



Bloom Industries Ltd.

**25th
Annual Report
2013 - 2014**



Bloom Industries Ltd.

Annual Report
2013 - 2014

Bloom Industries Ltd.

BOARD OF DIRECTORS

KAMAL KUMAR CHAUDHARY	Chairman
ASHISH CHAUDHARY	Director
SHARAD KUMAR GUPTA	Director
RAJESH KUMAR NAGORI	Director
ROHIT LOHIA	Director
VINOD KUMAR JAKHORIA	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.

NOTICE

NOTICE is hereby given that the Twenty Fifth Annual General Meeting of BLOOM INDUSTRIES LIMITED will be held on Monday 25th August, 2014 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:

To consider and adopt:

1. The Audited Financial Statement of the Company for the Financial Year ended 31st March 2014, 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 at this Annual General Meeting and being eligible, has offered himself for re-appointment.
3. To appoint Statutory Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT M/s. Sarda Soni Associates, Chartered Accountants (Registration No. 117235), be and are hereby 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 of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS:

4. To appoint Shri Rajesh Kumar Nagori (DIN: 01823273) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Rajesh Kumar Nagori (DIN: 01823273), who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in respect of whom the Company has received a Notice in writing under section 160 of the Companies Act, 2013 from a Member proposing his candidature for the Office of Director be and is hereby appointed as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from August 25th, 2014 upto August 24th, 2019

5. To appoint Shri Rohit G. Lohia (DIN: 03216254) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Rohit G. Lohia (DIN: 03216254), who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in respect of whom the Company has received a Notice in writing under section 160 of the Companies Act, 2013 from a Member proposing his candidature for the Office of Director be and is hereby appointed as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from August 25th, 2014 upto August 24th, 2019.

6. To appoint Shri Vinod Kumar Jakhoria (DIN: 03250015) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri Vinod Kumar Jakhoria (DIN: 03250015), who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in respect of whom the Company has received a Notice in writing under section 160 of the Companies Act, 2013 from a Member proposing his candidature for the Office of Director be and is hereby appointed as an Independent Director of the Company for a term of 5 (five) consecutive years with effect from August 25th, 2014 upto August 24th, 2019.

7. To appoint Shri Ashish Chaudhary (DIN: 01823244) as Managing Director in this regard consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

"Resolved that in Accordance with the provision of Section 196, 197 to 203 read with schedule V and all other provision of the Companies Act, 2013 and the Companies Appointment and Remunerations of Managerial Personnel) Rule 2014 (including and statutory modification(s) or re-enactment thereof for the time being in force) approval of the Company be and hereby accorded to the Appointment of Shri Ashish Chaudhary (DIN: 01823244) as a Managing Director of the Company for a period of 5 years with effect from 01.06.2014 on the terms and conditions including remunerations as set out in the statement annex to the notice convening his Meeting with liberty to Board of Director to alter and vary the terms and condition of the said Appointment and / or Remunerations as it may deem fit as may be acceptable to Shri Ashish Chaudhary subject to the same not exceeding the limits the specified under Schedule to V to the Companies Act, 2013 or any Statutory Modification (s) or re-enactment thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things which may be necessary, usual, expedient and proper to give effect to this resolution."

By Order of the Board of Directors

Place: Mumbai
Date: 28/5/2014

Kamal Kumar Chaudhary
Chairman

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

Bloom Industries Ltd.

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 on a poll 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 a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Members 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 Shareregistry (India) Private Limited.
3. The Register of Members & Share Transfer Book of the Company will remain closed from 13th August, 2014 to 25 August, 2014 (Both days inclusive).
4. Members desiring to submit mandates, to lodge transfer deed(s) for registration of transfer of shares are requested to forward the same so as to reach the Company's Registrars M/s Purva Shareregistry (India) Private Limited., 9, Shiv Shakti Industrial Estate, Ground Floor, Sitaram Mill Compound, J. R. Boricha Marg, Lower Parel Mumbai-400011 on or before 13th August, 2014. The Company will not be in a position to act upon any document, which is incomplete or received after 13th August, 2014.
5. 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 Shareregistry (India) Private Limited.
6. 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 Shareregistry (India) Private Limited., for consolidation into a single folio.
7. Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.
8. 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.
9. Members are requested to quote their Registered Folio Nos. on all correspondence with the Company.
10. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
11. Members/Proxies should bring the attendance slip duly filled in, for attending the Meeting. The Attendance slip is attached with this Annual Report.
12. Members can avail of the Nomination facility by filing Form 2B with the Company or its Registrar. Blank forms will be supplied on request. In case of shares held in Demat form, the nomination has to be lodged with their DP.
13. Members are informed that 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..

14. Members desirous of getting any information about the accounts and operations of the Company are requested to write to the Company at least seven days before the date of the Meeting.
15. 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.
16. Members are requested to send their queries to the Company, if any on Accounts at least 10 days before the Meeting.

17. E-Voting:

The Company is pleased to provide E-voting facility through Central Depository Services (India) Limited (CDSL) as an alternative, for all members of the Company to enable them to cast their votes electronically on the resolutions mentioned in the notice of 25th Annual General Meeting of the Company dated on 28th May, 2014 (the AGM Notice). The Company has appointed Dr. S. K. Jain, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. E-voting is optional.

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

In case of members receiving e-mail:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "**BLOOM INDUSTRIES LIMITED**" 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 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:

For Members holding shares in Demat Form and Physical Form	
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)-</p> <ul style="list-style-type: none"> • 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. • 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.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> • 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.

Bloom Industries Ltd.

- (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 EVSN for the relevant <BLOOM INDUSTRIES LIMITED> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to 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 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.
 - Dr. Subh Karan Jain, Company Secretary in whole time practice, has been appointed as Scrutinizer, who in the opinion of the Board can scrutinize the e-voting process in fair and transparent manner.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on 18th August, 2014 at 9.00 A.M. and ends on 19th August, 2014 at 6.00 P.M.. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday 13th August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

Annexure to Notice

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

Name of Director	Mr. Sharad Kumar Gupta (DIN : 00844289)
Age	47
Expertise in specific functional areas	25 years experience in Accountancy & Business
Qualifications	Graduate
List of Companies in which outside Directorship held as on 31.03.2014	NIL
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	NIL

Name of Director	Mr. Rajesh Kumar Nagori (DIN : 01823273)
Age	49
Expertise in specific functional areas	24 years experience in Accountancy & Business
Qualifications	Graduate
List of Companies in which outside Directorship held as on 31.03.2014	NIL
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	NIL

Name of Director	Mr. Rohit G. Lohia (DIN : 03216254)
Age	25
Expertise in specific functional areas	5 years experience in Accountancy
Qualifications	Graduate
List of Companies in which outside Directorship held as on 31.03.2014	NIL
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	NIL

Name of Director	Mr. Vinod Kumar Jakhoria (DIN : 03250015)
Age	58
Expertise in specific functional areas	34 years experience in Business
Qualifications	Secondary
List of Companies in which outside Directorship held as on 31.03.2014	NIL
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	NIL

Name of Director	Mr. Ashish Chaudhary (DIN : 01823244)
Age	33
Expertise in specific functional areas	12 years experience in Business & Finance
Qualifications	Graduate
List of Companies in which outside Directorship held as on 31.03.2014	NIL
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	NIL

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

Shri Rajesh Kumar Nagori (DIN: 01823273) is an Independent Director of the Company whose term of office expires at the ensuing Annual General Meeting and is eligible for being appointed for a term of 5 years at a time

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

It is proposed to appoint Shri Rajesh Kumar Nagori (DIN: 01823273) as an Independent Director under Section 149 of the Companies Act 2013 and Clause 49 of the Listing Agreement to hold office 5 (five) consecutive years with effect from August 25th, 2014 upto August 24th, 2019

Shri Rajesh Kumar Nagori (DIN: 01823273) is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given his consent to act as Director.

The Company has also received Declaration from Shri Rajesh Kumar Nagori (DIN: 01823273) that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Rajesh Kumar Nagori (DIN: 01823273) fulfill the conditions for appointment as Independent Director as specified in the Act and the Listing Agreement. Shri Rajesh Kumar Nagori (DIN: 01823273) is independent of the management.

Brief resume of Shri Rajesh Kumar Nagori (DIN: 01823273), nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

Shri Rajesh Kumar Nagori (DIN: 01823273) is interested in the Resolution set out respectively at Item No. 4 of the Notice with regard to his appointment.

The relatives of Shri Rajesh Kumar Nagori (DIN: 01823273) may be deemed to be interested in the Resolution set out respectively at Item No. 4 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these Resolution as set out in Item No. 4 of the Notice

The Board commends the Ordinary Resolutions set out at Item No. 4 of the Notice for approval by the shareholders.

Item No.5

Shri Rohit G. Lohia (DIN: 03216254) is an Independent Director of the Company whose term of office expires at the ensuing Annual General Meeting and is eligible for being appointed for a period of 5 (five) consecutive years from the date of Annual General Meeting.

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

It is proposed to appoint Shri Rohit G. Lohia (DIN: 03216254) as an Independent Director under Section 149 of the Companies Act 2013 and Clause 49 of the Listing Agreement to hold office 5 (five) consecutive years with effect from August 25th, 2014 upto August 24th, 2019

Shri Rohit G. Lohia (DIN: 03216254) is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given his consent to act as Director.

The Company has also received Declaration from Shri Rohit G. Lohia (DIN: 03216254) that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Rohit G. Lohia (DIN: 03216254) fulfill the conditions for appointment as Independent Director as specified in the Act and the Listing Agreement. Shri Rohit G. Lohia (DIN: 03216254) is independent of the management.

Brief resume of Shri Rohit G. Lohia (DIN: 03216254), nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

Shri Rohit G. Lohia (DIN: 03216254) is interested in the resolution set out respectively at Item No. 5 of the Notice with regard to his appointment.

The relatives of Shri Rohit G. Lohia (DIN: 03216254) may be deemed to be interested in the resolution set out respectively at Item No. 5 of the Notice, to the extent of their shareholding interest, if any, in the Company.

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

The Board commends the Ordinary Resolutions set out at Item No. 5 of the Notice for approval by the shareholders.

Item No.6

Shri Vinod Kumar Jakhoria (DIN: 03250015) is an Independent Director of the Company whose term of office expires at the ensuing Annual General Meeting and is eligible for being appointed for a period of 5 (five) consecutive years from the date of Annual General Meeting.

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

It is proposed to appoint Shri Vinod Kumar Jakhoria (DIN: 03250015) as an Independent Directors under Section 149 of the Companies Act 2013 and Clause 49 of the Listing Agreement to hold office 5 (five) consecutive years with effect from August 25th, 2014 upto August 24th, 2019

Shri Vinod Kumar Jakhoria (DIN: 03250015) is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given his consent to act as Director.

The Company has also received declaration from Shri Vinod Kumar Jakhoria (DIN: 03250015) that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board, Shri Vinod Kumar Jakhoria (DIN: 03250015) fulfill the conditions for appointment as Independent Director as specified in the Act and the Listing Agreement. Shri Vinod Kumar Jakhoria (DIN: 03250015) is independent of the management.

Brief resume of Shri Vinod Kumar Jakhoria (DIN: 03250015), nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

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Shri Vinod Kumar Jakhoria (DIN: 03250015) is interested in the resolution set out respectively at Item No. 6 of the Notice with regard to his appointment.

The relatives of Shri Vinod Kumar Jakhoria (DIN: 03250015) may be deemed to be interested in the resolution set out respectively at Item No. 6 of the Notice, to the extent of their shareholding interest, if any, in the Company.

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

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

Item No 7

The "Board of director" of the Company in his Meeting held on 28 May 2014 has subject to the, approval of the members, appointed Shri Ashish Chaudhary as Managing Director of the Company for a period 5 years (five) at the remuneration recommend by Nomination Committee of the board and approve by the board. It's proposed to see the approval of the members for a appointment of and remuneration payable to Shri Ashish Chaudhary as Managing Director in terms of the applicable provision of the Companies Act 2013

- I The broad particulars of reappointment of and remuneration payable to Shri Ashish Chaudhary are as under
 - A Salary of Rs. 1,00,000 per month
 - B Period of appointment – 5 years with effect from 01/06/2014
 - C Managing director with perform his duties with regard to all work of the Company and attend to such business and carry out the directions given by the board from time to time in all respect and conform to complied with all such directions and regulations as may be on time to time be given and made by the Board. And Board by the board
- II The Managing Director shall act in accordance with the Articles of Association of Companies and shall abide by the provisions content in section 166 of the Companies Act, 2013 with regard to duty of the directors
- III The Managing Director shall adhere the Companies code of conduct for Directors and Management Personnel
- IV The office the Managing Director may be terminated by the Company are by Managing Director by giving the other 3 (three months' prior notice in writing Shree Ashish Chaudhary satisfied all the condition set out in part – I of Schedule V to the act as also conditions set out under sub-section (3) of section 196 of the Companies Act 2013 for being eligible for his appointment. His not disqualified from being appointed as director in terms of section 164 of the Companies 2013

The above may be treated as a return memorandum setting out the terms of reappointment of Shri Ashish Chaudhary under section 190 of the Companies Act 2013

Shri Ashish Chaudhary is interested in the Resolution set out at item no 7 of the notice.

The relative of Ashish Chaudhary may be deem to be interested in the Resolution set out has item no 7 to the extent of the shareholding in the Company if any save and except the above none of the other Director/ Key Managerial Personnel of the Company / their relative are in any way, concern are interested financially are otherwise in the propose Resolution.

The Board commence the Ordinary Resolution as set out at item no 7 of the notice for a approval by the shareholder.

To appoint Shri Ashish Chaudhary (DIN: 01823244) as Managing Director in this regard consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

"Resolved that in Accordance with the provision of section 196, 197 to 203 read with Schedule V and all other provision of the Companies Act 2013 and the Companies Appointment and Remunerations of Managerial

Personnel) Rule 2014 (including and statutory modification(s) or re-enactment thereof for the time being in force) approval of the Company be and hereby accorded to the Appointment of Shri Ashish Chaudhary (DIN: 01823244) as a Managing Director of the Company for a period 5 years with effect from 01.06.2014 on the terms and conditions including remunerations as set out in the statement annex to the notice convening his Meeting with liberty to board of director to alter and vary the terms and condition of the said Appointment and / or Remunerations as it may deem fit as may be acceptable to Shri Ashish Chaudhary subject to the same not exceeding the limits the specified under Schedule to V to the Companies Act, 2013 or any Statutory modification (s) or re-enactment thereof .

Shareholder are requested to bring their copy of Annual Report in the meeting.

Place : Mumbai
Date: 28/5/2014

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

By Order of the Board of Directors

Kamal Kumar Chaudhary
Chairman

Bloom Industries Ltd.

DIRECTORS' REPORT

To,
The Members,

Your Directors have great pleasure in presenting the Twenty Fifth Annual Report and the Audited Statements of Accounts of the Company for the year ended 31st March, 2014.

FINANCIAL RESULTS:

PARTICULARS	2013-2014	2012-2013
Income from operation	25,83,256	2,440,805
Other Income	29,08,560	31,41,035
Profit before Depreciation and Exceptional Items	25,88,794	27,85,632
Less: Depreciation	19,16,109	19,25,422
Add/(Less): Exceptional items	4,219	-
Profit/ (Loss) before Tax	6,68,466	8,60,210
Less: Provision for Taxation	1,27,376	1,64,000
Profit/ (Loss) after Tax	5,41,090	6,96,210
Less: Earlier Year Adjustment	-	-
Net Profit/(Loss)	5,41,090	6,96,210
Add: Balance of Profit brought forward from previous year	(78,70,921)	(85,67,131)
Balance Carried to Balance Sheet	(73,29,831)	(78,70,921)

REVIEW OF OPERATIONS

During the year under review, the total income was Rs. 54,91,816 as against the income of Rs. 55,81,840 of the previous year. The Company earned net profit of Rs. 5,41,090 as against Rs. 6,96,210 in the previous year 2012-2013.

DIVIDEND

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

DIRECTORS

In accordance with the provisions of the Companies act, 1956, and the Company's Articles of Association, Mr. Sharad Kumar Gupta retires by rotation and being eligible offer himself for re-appointment. Your Board of Directors recommends his re-appointment. Shri Rajesh Kumar Nagori, Shri Rohit G. Lohia, and Shri Vinod Kumar Jakhoria Independent Directors of the Company are proposed to be appointed as Independents Directors of the Company to hold office for 5 (five) consecutive years with effect from August 25th, 2014 upto August 24th, 2019.

DIRECTORS RESPONSIBILITY STATEMENT

As required under Section 217(2AA) of the Companies Act, 1956 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, 2014, 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 for a period under review.
- iii) That to the best of their knowledge and information they have taken proper and sufficient care for the maintenance of adequate Accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

- iv) That the Directors have prepared the Annual Accounts for the financial Year ending 31st March, 2014 on a going concern basis.

Audit Committee

The Audit Committee comprises 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

Stakeholders Relationship Committee:

The Board has rechristened Shareholders'/Investors Grievance Committee as Stakeholders Relationship Committee in accordance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The terms of reference of the shareholders'/investors Grievance Committee was conferred on the Stakeholders Relationship Committee

Sr.No.	Name	Designation
1	Shri Rajesh Kumar Nagori	Chairman
2	Shri Vinod Kumar Jakhoria	Member
3	Shri Rohit Lohia	Member

Corporate Governance

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. In Compliance with Clause 49 of the Listing Agreement with the Stock Exchange, a detailed Corporate Governance Report forms part of the Annual Report.

The requisite certificate from the Practicing Company Secretary, confirming compliance with the conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of this report

Auditors And Auditors' Report

M/s Sarda Soni & Associates, Chartered Accountants, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

The Audit Committee recommends the re-appointment of M/s Sarda Soni & Associates Chartered Accountants, as Statutory Auditors of the Company.

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

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments

Deposits

The Company did not invite / accept any Fixed Deposits from the public during the year under report.

PERSONNEL

None of the Employees of the Companies are in receipt of Remuneration in excess of the limits prescribed under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975.

CODE OF CONDUCT

The Board of Directors has approved "Code of Conduct for the Board of Directors" in compliance with amended Clause 49 of Listing Agreement.

Bloom Industries Ltd.

EMPLOYEES RELATIONS

The relation between the Employees and Management continue to be good and cordial.

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.

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 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31st March, 2014 are annexed to this report.

(A) POWER AND FUEL CONSUMPTION

Electricity at factory	2013-14	2012-13
Purchase Unit (KWH) :	78,088	63,785 units
Total Amount :	Rs. 6,37,899/-	Rs. 5,50,943/-
Rate/ Unit :	Rs. 8.17	Rs. 8.64

(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.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In compliance with clause 49 of the Listing Agreement with the Stock Exchange, a detailed Management Discussion and Analysis Report from part of Annual Report

1. BACKGROUND

The Management Discussion and Analysis Report sets out the developments in the business, the Company's performance since last report and the future outlook. This report is part of the Directors' Report and the Audited Financial Statements, forming part of the Annual Report. However, certain statements made in this report relating to the projections, outlook, expectations, estimates etc., may constitute 'forward looking statements' within the meaning of applicable laws and regulations and may differ from actual. Several factors could make a significant difference to the Company's operations, including climatic conditions, economic conditions affecting demand and supply, government regulations, revision in government policies, taxation and natural calamities, over which the Company does not have any control.

2. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company is engaged in Sharing, Decoiling and Corrugation of Hot Rolled, Cold Rolled and Galvanised (HR, CR & Galvanised) Coils and also does job work of the said products at its factory at Taloja, Dist-Raigad (Maharashtra). The Company also earns income from Warehousing. No Research and development Work has been carried out by the Company and therefore, there is no expenditure on this head, nor any benefit has accrued from it to the Company.

3. OPPORTUNITIES

Since the Company earns income mainly from Job Work and Warehousing, there is reasonable certainty of earning profit after providing all costs. There are ample opportunities in the business of the Company.

4. THREATS

There is no perceived threat in the business of the Company.

5. INTERNAL CONTROL SYSTEM & ADDQUACY

The Company has well-developed Internal Control Systems and clearly defined delegation of powers to its employed. The Company has an internal audit department, which independently monitors the compliance with the approved internal control procedures and exercise of powers strictly as per the approved delegation of powers.

6. FINANCIAL PERFORMANCE

PARTICULARS	2013-2014	2012-2013
Income from operating	25,83,256	24,40,805
Other Income	29,08,560	31,41,035
Profit before Depreciation and Exceptional Items	25,88,794	27,85,632
Less: Depreciation	19,16,109	19,25,422
Add/(Less): Exceptional items	4,219	-
Profit/ (Loss) before Tax	6,68,466	8,60,210
Less: Provision for Taxation	1,27,376	1,64,000
Profit/ (Loss) after Tax	5,41,090	6,96,210
Less: Earlier Year Adjustment	-	-
Net Profit/(Loss)	5,41,090	6,96,210

7. HUMAN RESOURCES

Material development in human resources/ Industrial relation front has been dealt with in the Directors Report, under the head 'Human Resources', which should be treated as forming part of this management and discussion analysis. As at 31st March 2014,

8. CAUTIONARY STATEMENT

Statement in this Management Discussion and analysis describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of their dates.

By Order of the Board of Directors
Kamal Kumar Chaudhary
Chairman

Place: Mumbai
Date: 28/5/2014

Registered Office:

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

Bloom Industries Ltd.

CORPORATE GOVERNANCE REPORT 2013-2014.

The detailed Report on Corporate Governance as per the format prescribed by SEBI and incorporated in Clause 49 of the Listing Agreement is set out below:

A. Corporate Governance

BLOOM INDUSTRIES LIMITED strongly believes in good Corporate Governance, which is a pre-requisite for enhancing shareholder's long term value. It brings into focus the fiduciary and the trusteeship role of the Board to align and direct the actions of the organization towards creating wealth and shareholder value.

Your Board of Directors present the Corporate Governance Report for the year 2013-14 based on the disclosure requirements under Clause 49 of the Listing Agreement existing as on 31st March, 2014.

B. Board of Directors.

i. Composition:

The Company's Board comprises of six Directors: One is Promoter Executive Director, One is Executive Director and one is Promoter Non-Executive Director and remaining three are Non – Executive Independent Directors. Half of the Board of Directors comprises of Independent Directors.

ii. Attendance of Board Meeting and details of Membership of Directors in other Boards and Board Committees:

None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. Necessary Disclosures regarding Committee positions in other Public Companies as on March 31, 2014 have been made by the Directors.

During the last financial year, our Board met Four times, on 30th May, 2013, 14th August 2013, 14th November, 2013 and 13th February, 2014. All the Board Meetings were held at the Company's Registered Office at Dist. Raigad, India. The gap between two Board Meetings did not exceed four months.

iii. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other Companies is given below.

Other directorships do not include alternate directorships, directorships of private limited Companies, Section 25 Companies and of Companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Shareholders / Investors Grievance Committees.

Name	Category	No. of Board Meetings held during the year 2013-14	No. of Board Meetings attended during the year 2013-14	Whether attended last AGM held on 26/8/2013	Director-ship in other companies	Chairmanship in Committees of Boards of other companies	Membership in Committees of Boards of other companies
Mr. Kamal Kumar Chaudhary	Promoter-Chairman-Executive Director	4	4	Yes	Nil	Nil	Nil
Mr. Sharad Kumar Gupta	Executive	4	4	Yes	Nil	Nil	Nil
Mr. Ashish Chaudhary	Promoter Non-Executive	4	4	Yes	Nil	Nil	Nil
Mr. Rohit Lohia	Non-Executive independent Director	4	3	Yes	Nil	Nil	Nil
Mr. Rajesh Kumar Nagori	Non-Executive independent Director	4	4	Yes	Nil	Nil	Nil
Mr. Vinod Kumar Jakhoria	Non-Executive independent Director	4	3	No	Nil	Nil	Nil

The Board Members are presented with relevant information on vital matters affecting working of the Company. All key decisions are taken only after detailed deliberations and discussions by the Board. The Board Members possess adequate experience, expertise and skills necessary to manage affairs of the Company in the most efficient manner. The Board acts with autonomy and independence in exercising strategic decision making process and discharging its fiduciary responsibilities.

- iv. Details of Directors being re-appointed and appointed:
(1) Mr. Sharad Kumar Gupta who retires by rotation is proposed to be re-appointed as Directors at the ensuing Annual General Meeting.

Name:	Mr. Sharad Kumar Gupta
Age:	47 year's
Qualification:	Graduate
Expertise:	25 years experience in Accountancy and Business
Other Directorships:	Nil

C. Board Committees:

As of 31st March, 2014 your Company has Three Board Committees. These are:

1. Audit Committee
2. Stakeholders Relationship committee
3. Remuneration Committee

1. Audit Committee

- i) The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges read with Section 292A of the Companies Act 1956.
- ii) The terms of reference stipulated by the Board to the Audit Committee are as contained under Clause 49 of the Listing Agreement as follows:
 - Overseeing the Company's financial reporting process and the disclosure of its financial information so as to ensure that the financial statements depict a true and fair view of the Company's affairs.
 - Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
 - Reviewing with management the Annual Financial Statements before submission to the board, focusing primarily on:
 - (i) Any changes in accounting policies and practices,
 - (ii) Major accounting entries based on exercise of judgment by management,
 - (iii) Qualifications in draft Audit Report,
 - (iv) Significant adjustments arising out of audit,
 - (v) The going concern assumption,
 - (vi) Compliance with accounting standards,
 - (vii) Compliance with Stock Exchange and legal requirements concerning financial statements and
 - (viii) Any related party transaction i.e. transactions of the company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large.
 - Reviewing with the management, external and internal auditors, the adequacy of internal control systems.
 - Reviewing the adequacy of internal audit functions.
 - Discussion with internal auditors any significant findings and follow up there on.
 - Reviewing the findings of any internal investigations by the internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
 - Discussion with external Auditors before the audit Commences, about the nature and scope of audit as well as the post-audit discussion to ascertain any area of concern.
 - Reviewing the Company's financial and risk management policies. To look into the reasons for substantial defaults in the payment to the creditors.

Bloom Industries Ltd.

iii) Composition

The Audit Committee comprises of Shri Rajesh Kumar Nagori, Chairman of the Audit Committee, Shri Vinod Kumar Jakhoria and Shri Rohit Lohia as Members. All these Members of this Committee are Independent Directors and possess requisite experience and expertise across a wide spectrum of functional areas including accounts and finance.

All Members of the Audit Committee are financially literate and possess Accounting and related Financial Management expertise.

iv) Meetings & Attendance:

There were four Meetings of the Audit Committee viz. on 30th May, 2013, 14th August 2013, 14th November, 2013 and 13th February, 2014. The Attendance of the Members of Audit Committee at the Meetings of the Audit Committee held during the year is given below:

Name	Category	Meetings Held	Meetings Attended
Mr. Rajesh Kumar Nagori (Chairman)	Non – Executive Independent Director	4	4
Mr. Vinod Kumar Jakhoria	Non – Executive Independent Director	4	3
Mr. Rohit Lohia	Non – Executive Independent Director	4	3

The Audit Committee Meetings are usually held at the Registered Office of the Company situated at C-23/2, MIDC, Taloja - 410 208, Dist. Raigad, Maharashtra.

The last Annual General Meeting of the Company was held on 26th August, 2013 and it was attended by Mr. Rajesh Kumar Nagori, Chairman of the Audit Committee.

2. Stakeholders Relationship committee:

The Board has rechristened Shareholders'/Investors Grievance Committee as Stakeholders Relationship Committee in accordance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The terms of reference of the shareholders'/investors Grievance Committee was conferred on the Stakeholders Relationship Committee.

Composition:

The Audit Committee comprises of Shri Rajesh Kumar Nagori as the Chairman of the Company and Shri Vinod Kumar Jakhoria and Shri Rohit Lohia as Members of the Committee.

During the year the Committee comprised of three Independent Non-Executive Directors. The Shareholder/ Grievance Committee met 4 times i.e. 30th May, 2013, 14th August 2013, 14th November, 2013 and 13th February, 2014 and the attendance at the Meetings was as follows.

Name of Member	Designation	Meetings Held	Meetings Attended
Shri Rajesh Kumar Nagori	Chairman	4	4
Shri VinodKumar Jakhoria	Member	4	3
Shri Rohit Lohia	Member	4	3

Mr. Rajesh Kumar Nagori (Director) is the Compliance Officer of the Company.

The functions of the committee include:

To specifically look into redressing investors' grievances pertaining to:

- Transfer of Shares
- Dividends
- De-materialization of Shares
- Replacement of lost/stolen/mutilated share certificates
- Non-receipt of right/bonus/split share certificates
- Any other related issues

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 31.03.2014.

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

Bloom Industries Ltd.

3. Remuneration Committee

The remuneration paid to the Executive Directors are in accordance with the provision of Section 198, 269, 309, 310 read with Schedule XIII of the Companies Act, 1956.

The Composition of the remuneration Committee and the details of meetings attended by the Members of the Remuneration Committee are given below.

Name	Category
Shri Rajesh Kumar Nagori	Chairman
Shri Vinod Kumar Jakhoria	Member
Shri Rohit Lohia	Member

The Board has constituted a Remuneration Committee. The Remuneration paid to Executive Director Mr. Sharad Kumar Gupta is Rs. 1,80,000/- during the year 2013-14

D. General Body Meeting:

Date, Venue and Time for the last three Annual General Meeting

Year	Venue	Date	Time
2010-2011	C-23/2, M.I.D.C., Taloja, Dist- Raigad, Maharashtra-410208	26 th September 2011, Monday	10.30 A.M.
2011-2012	C-23/2, M.I.D.C., Taloja, Dist- Raigad, Maharashtra-410208	24 th September 2012, Monday	10.30 A.M.
2012-2013	C-23/2, M.I.D.C., Taloja, Dist- Raigad, Maharashtra-410208	26 th August 2013, Monday	10.30 A.M.

All the Resolutions set out in the respective notices were passed by the Members.

No Extra-Ordinary General Meeting was held during the financial year 2013-2014.

No Special Resolution was passed through Postal Ballot during the financial year 2013-2014.

E. Disclosures:

a. Subsidiary Companies

The revised Clause 49 defines a "material non listed Indian subsidiary" as an unlisted subsidiary, incorporated in India, who's Turnover or Net Worth (Paid up Capital & Free Reserves) exceeds 20% of the Consolidated Turnover or Net worth respectively, of the Listed Holding Company and its subsidiaries in the immediately preceding Accounting year.

The Company does not have any "material non listed Indian subsidiary" during the Year under review.

b. Disclosures of transactions with Related Parties

During the Financial Year 2013-14 there were materially significant transactions entered into between the Company and its Promoters, Directors, or the Management, Subsidiaries or relatives etc., which may have potential conflict with the interest of the Company at large.

c. Disclosures of Accounting Treatment in preparation of Financial Statements

The Company has followed the Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI), in preparation of its Financial Statements.

d. Risk management

The Company has laid down procedures to inform Board Members about Risk assessment and minimization procedures and these procedures are periodically reviewed.

e. Proceeds from Public Issues, Rights Issue, Preferential Issue etc.

The Company has not raised any Money through Public Issue, Rights Issue, Preferential Issue etc, during the year there under.

f. Remuneration of Non- Executive Directors and details of Directors' Shareholding

During the year under review the Company has not entered into any transactions with the Non –Executive Directors vis-à-vis the company. The Company not paid any remuneration to Non-Executive Directors.

Details of Directors Shareholding in the Company are as under

Name of Director	No. of Equity Shares Held
Mr Kamal Kumar Chaudhary (Chairman & Executive Director)	33,14,200

The Company does not have any scheme for grant of stock options to its directors or employees.

g. Code of Business Conduct and Ethics for Directors and Management Personnel

The Code of business conduct and Ethics for directors and Senior Managements has been circulated to all the Members of the Board and Senior Management and the compliance of the same has been affirmed by them. A declaration signed by Mr Kamal Kumar Chaudhary, Chairman is given below:

"I hereby confirm that the Company has obtained from all the Members of the Board and Senior Management affirmation that they have complied with the code of Business conduct and Ethics for Directors and Senior Management in respect of Financial Year 2013-2014"

(Kamal Kumar Chaudhary)

h. Code for Prevention of Insider Trading Practices

In compliance with SEBI's Regulations on Prevention of Insider Trading the Company has instituted a comprehensive Code of Conduct for its designated employees. The Code lays down guidelines on procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them of the consequences of violations.

i. Compliance of Regulatory requirements

The Company has complied with all the requirements of regulatory authorities. During the last three years, there were no strictures or penalties imposed by either the Securities and Exchange Board of India or the Stock Exchanges or any statutory authorities for non-compliance of any matter related to the capital markets.

Means of Communication

The Annual, half yearly and quarterly results are submitted to the Stock Exchanges.

Bloom Industries Ltd.

F. The Management Discussion & Analysis Report

The Management Discussion and Analysis Report (MDA) have been attached to the Directors Report and forms part of this Annual Report.

G. Compliance with Mandatory requirements

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement relating to Corporate Governance.

H. General Shareholders Information

Forth Coming AGM

The next Annual General Meeting of the company will be held on 25th August, 2014 at 10.30 A.M. at the C-23/2, M.I.D.C., Taloja, Dist- Raigad, and Maharashtra-410208.

Tentative Financial Calendar

Financial Reporting and Limited Review Report

Tentative Schedule	Likely Board Meeting Schedule
For the quarter ending June 30, 2014	Upto 14 th August, 2014
For half year ended September 30, 2014	Upto 14 th November, 2014
For the quarter ending December 31, 2014	Upto 14 th February, 2015
For the year ended March 31, 2015	Upto 30 th May, 2015
Book Closure Date	13th August, 2014 to 25th August, 2014 (Both days inclusive)
Registered Office	C-23/2, M.I.D.C., Taloja, Dist- Raigad, Maharashtra-410208
Listing on Stock Exchange	(1) The Stock Exchange, Mumbai (BSE) (2) The Calcutta Stock Exchange Association Ltd., Kolkata; (3) Ahmedabad Stock Exchange Limited, Ahmedabad; (4) Jaipur Stock Exchange Limited, Jaipur; and (5) Delhi Stock Exchange Ltd., Delhi
Mumbai Stock Exchange Code	513422
Demat ISIN no. for CDSL	INE 373E01015
Registrar and Share Transfer Agents	M/s. Purva Sharegistry (India) Pvt. Ltd. 9, Shiv Shakti Industrial Estate Ground Floor, Sitaram Mill Compound, J.R. Boricha Marg, Lower Parel, Mumbai-400 011 Tel : 022 23016761

Distribution of Shareholding as on March 31, 2014

Sr. No.	No. of equity shares held		Shareholder(S)		Shareholding (S)	
	From	To	Nos	%	Amount	%
1	Upto 5000		1990	86.48	35,93,000	7.63
2	5001	- 10000	153	6.65	13,45,000	2.86
3	10001	- 20000	80	3.48	13,84,000	2.94
4	20001	- 30000	22	0.96	5,72,000	1.22
5	30001	- 40000	13	0.56	4,79,000	1.02
6	40001	- 50000	10	0.43	4,93,000	1.05
7	50001	- 100000	16	0.70	12,66,000	2.69
8	100001 and above		17	0.74	37,928,000	80.59
	Total		2301	100.00	47,060,000	100.00

SHAREHOLDING PATTERN AS ON MARCH 31, 2014

	Category	No. of shares held	Percentage of shareholding
A.	Promoter's holding		
1	Promoters		
	- Indian Promoters	3364300	71.49
	- Foreign Promoters	--	--
2.	Persons acting in concert	--	--
	Sub-Total	3364300	71.49
B.	Non-Promoters Holding		
3.	Institutional Investors	--	--
a.	Mutual Funds and UTI	--	--
b.	Banks, Financial Institutions, Insurance Companies (Central/State Govt. Institutions / Non-Government Institutions)	--	--
c.	FIs	---	--
	Sub-Total	---	--
4.	Others		
a.	Private Corporate Bodies	262000	5.56
b.	Indian Public	1078400	22.92
c.	NRIs/OCBs	-	-
d.	HUF	1300	0.03
e.	Any other (Clearing Member & Market Makers)	-	-
	Sub-Total	1341700	28.51
	GRAND TOTAL	4706000	100.00

Bloom Industries Ltd.

Stock Market Data relating to Equity Share listed in India:

Month (2013-2014)	Price on BSE during each month		Volume traded (in Rs.)
	High	Low	
April	4.80	4.80	480
May	-	-	-
June	-	-	-
July	-	-	-
August	-	-	-
September	-	-	-
October	4.80	4.80	480
November	4.57	4.35	892
December	4.20	4.00	820
January	-	-	-
February	-	-	-
March	-	-	-

Share Transfer System:

The Company has appointed Purva Sharegistry (India) Private Limited as the Share Transfer Agent. In order to ensure timely registration of transfer and return of certificates and also prompt redressal of shareholders' Grievances, the Company monitors the Registrar's work closely on a day-to-day basis. The address of the Registrar is:

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

I. Investor Services:

No Complaints received during the year relating to Transfer, Transmission, Dividend, Interest, Demat & Remat and change of address etc.

J. Dematerialisation of Shares and Liquidity:

75.68 % Equity Shares have been dematerialized as on 31- March, 2014.

K. ISIN Number: INE 373E01015

L. Investor Correspondence:

Registrar and Transfer Agents:
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

Tel. No. 022 - 23016761

Email: busicomp@vsnl.com

Website : www.purvashare.com

M. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity.

There were no Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity during the year under review.

N. Plant Location:

Dist. Raigad

DECLARATION

I declare that as provided under Clause 49 of the Listing Agreement with the Stock Exchanges, the Board Members and the Senior Management Personnel have individually affirmed compliance with the Code of Conduct for the year ended 31st March, 2014.

Place: Mumbai
Date: 28/05/2014

Sharad Kumar Gupta
Executive Director

Bloom Industries Ltd.

CEO/CFO Certification:

I Sharad Kumar Gupta, CEO of BLOOM INDUSTRIES LTD. appointed in terms of the Companies Act, 1956 certify to the Board that:

- (a) I have reviewed financial statements and the cash flow statement for the year ended 31st March, 2014 and that to the best of my knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee:
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) There are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

On behalf of the Board of Directors

Place: Mumbai
Date: 28/05/2014

Sharad Kumar Gupta
CEO

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Member of
Bloom Industries Limited.

We have examined the compliance of conditions of Corporate Governance by **Bloom Industries Limited** for the year ended 31st March, 2014, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management. We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mention Listing Agreement.

We state that no investor grievances as at March 31, 2014 are pending for a period exceeding one month against the Company as per the records maintained by the share registrar and reviewed by the shareholders / Investors Grievance Committee.

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

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

Place : Mumbai
Dated : 28/05/2014

MANOJ JAIN
PARTNER
Membership No.120788

Bloom Industries Ltd.

Independent Auditor's Report

To the Members of
Bloom Industries Limited,

We have audited the accompanying financial statement of **Bloom Industries Limited** ("the Company"), which comprise the Balance Sheets as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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

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

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

In our opinion and to the best of our information and according to the explanations given to us, the annexed accounts read with the **Notes thereon given in notes No. 2.09, give the information required by the Act in the manner so required except provision for liability towards leave salary and gratuity of employees is accounted for on cash basis, which is not in conformity with accounting standard 15 on "Accounting of Retirement Benefit to Employees:.**

Subject to the above observation and read with notes thereon in Notes No."2.09" the said accounts give a true and fair view :-

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
 - b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.
1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
 2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books

- c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account..
- d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956; Except AS 15 on "Accounting on Retirement Benefit to Employees" which is on cash basis.
- e) On the basis of written representations received from the directors as on March31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For Sarda Soni Associates.
Chartered Accountants
FRN:117235W

Manoj Jain
(Partner)
Membership No. : 120788

Place : Mumbai
Date : 28/05/2014

Bloom Industries Ltd.

Annexure Referred to in paragraph (2) of our report of even date on the accounts for the year ended 31st March, 2014 of BLOOM INDUSTRIES LIMITED.

1. In respect of its fixed assets :

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) All the assets have been physically verified by the management during the year, There is regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanation given to us, no material discrepancies have been noticed on such verification.
- c) The company has not disposed off a substantial part of fixed assets during the year.

2. In respect of its inventories :

- (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
- (c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification as compared to book records.

3. In respect of loans granted to parties covered in the register maintained u/s 301 of the Companies Act, 1956.

- (a) The company has granted loans to four parties covered in the register maintained under sections 301 of the Companies Act, 1956. The amount involved during the year was Rs. 145.17 Lacs and the year-end balance of loans granted to such parties was Rs. 131.03 Lacs.
- (b) In our opinion the rate of interest & other terms and conditions on which loan have been granted to the companies listed in the register maintained under Section 301 of the Companies Act, 1956 are not, prima facie, prejudicial to the interest of the Company.
- (c) The party to whom loans have been granted are regular in repaying the principal amount & interest as stipulated in the terms & conditions.
- (d) There is no overdue amount of loan granted to the parties listed in the register maintained under Section 301 of the Companies Act, 1956.

In respect of loans taken from parties covered in the register maintained u/s 301 of the Companies Act, 1956.

- e) The company has nor taken any secured or unsecured loans from any Company or party covered in the register maintained under Section 301 of the Companies Act, 1956. In view of this clause 4 iii(e), 4 iii(f), 4 iii (g) of the order are not applicable to the Company.

4. In respect of internal control :

In our opinion and according to the explanations given to us, there are adequate internal control system commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and sale of goods and services. During the course of the audit we have not observed any continuing failure to correct major weaknesses in internal control system.

5. In respect of transactions need to be entered into a register maintained u/s 301 of the Companies Act, 1956.

- (a) According to the information and explanation given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanation given to us, the transaction made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees five lakhs in respect of any party during the year have been made at price which are reasonable having regard to prevailing market prices at the relevant time.

6. In respect of deposits from public

The Company has not accepted deposits from the public. As such, the question of complying with the directives issued by the Reserve Bank of India and the provisions of Section 58A of the Companies Act, 1956 and rules framed thereunder does not arise.

7. In respect of internal audit system

In our opinion, The company has an adequate internal Audit system commensurate with its size and nature of its business.

8. In respect of maintenance of cost records

In the present case, the Central Government has not prescribed the maintenance of the cost records under section 209(1) (d) of the Companies Act, 1956. As such, the question of reviewing the books of account to be maintained by the company pursuant to such an order does not arise.

9. In respect of statutory dues:

- (a) According to the information and explanations given to us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Wealth Tax, Fringe Benefit Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amount payable in respect of Income Tax, wealth tax, sale tax, customs duty, excise duty, service tax, and cess were in arrears, as at 31st March 2014 for a period of more than six months from the date they became payable. Except Service Tax & Cess amounting of Rs.2,21,620/- and professional tax amounting to Rs. 36,350/-
- (c) According to the information and explanations given to us, there are no dues of income tax, wealth tax, service tax custom duty, excise duty and cess which have not been deposited on account of any dispute.

10. In respect of accumulated losses and cash losses

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 not incurred cash loss during the year as well as in the immediately preceding financial year.

11. In respect of dues to financial institution /banks / debentures

According to the information and explanation given to us and as per the our verification of records of the company, the Company has not defaulted in repayment of dues to any financial institution, banks or debenture holders as at the Balance Sheet date.

Bloom Industries Ltd.

12. In respect of loans and advances granted on the basis of security

As informed to us, the company has not granted any loans and advances on the basis of security by way of pledge on any shares, debentures and other securities. therefore, the provisions of clause 4(xii) of the companies (Auditor's Report) Order 2003 are not applicable to the Company.

13. In respect of chit fund or a nidhi mutual benefit

In Our opinion, the Company is not a chit fund or a nidhi mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.

14. In respect of dealing or trading in shares, securities, debentures and other investments.

The Company is not dealing or trading in shares, securities, debentures and other investment. Therefore, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company

15. In respect of guarantee given for loan taken by others

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.

16. In respect of term loans taken

The term loan raised during the year and out standing at the beginning of the year was applied for the purpose for which it was taken.

17. In respect of fund used

According to the information and explanations given to us and overall examination of the Balance Sheet of the Company, we report that no fund raised on short term basis have been used for long term investments.

18. In respect of preferential allotment of shares

The Company has not made any preferential allotment of shares during the year under review. Therefore, the provisions of clause 4(xviii) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.

19. In respect of securities created for debentures

The Company has not issued any debentures. Therefore, the provisions of clause 4(xix) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.

20. In respect of end use of money raised by public issue

During the year under review, The Company has not raised any money by way of public issues. Hence the question of verification of end use of money raised in public issue as per the provision of clause 4(xx) of the companies (Auditor's Report) Order 2003 does not arise.

21. In respect of fraud

On the basis of our examinations and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of the audit.

Place : Mumbai
Dated : 28/05/2014

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

MANOJ JAIN
PARTNER
M.No.120788

BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Note No.	As at 31 March, 2014	As at 31 March, 2013
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	50,263,000	50,263,000
(b) Reserves and surplus	4	(7,329,831)	(7,870,921)
Surplus or (Deficit) in statement of Profit & Loss			
(c) Money received against share warrants		-	-
		42,933,169	42,392,079
2 Share application money pending allotment		-	-
3 Non-current liabilities			
(a) Long-term borrowings	5	-	207,588
(b) Deferred tax liabilities (net)		-	-
(c) Other long-term liabilities		-	-
(d) Long-term provisions		-	-
(e) Deferred Tax (Net)		-	-
		-	207,588
4 Current liabilities			
(a) Short-term borrowings	6	275,346	986,554
(b) Trade payables	7	227,357	120,245
(c) Other current liabilities	8	674,819	1,075,883
		1,177,522	2,182,682
TOTAL		44,110,691	44,782,349
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	9	12,075,515	13,991,624
(ii) Intangible assets		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances		-	-
(e) Other non-current assets		-	-
		1,92,265	1,95,598
		12,267,780	14,187,222
2 Current assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	10	361,843	345,003
(d) Cash and cash equivalents	11	178,127	1,249,529
(e) Short-term loans and advances	12	31,274,147	28,904,170
(f) Other current assets	13	28,794	96,425
		31,842,911	30,595,127
TOTAL		44,110,691	44,782,349
Significant Accounting Policies & Notes on Financial Statement	1 to 31		

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 : 28/05/2014

ASHISH CHAUDHARY Director

SHARAD KUMAR GUPTA Director

Bloom Industries Ltd.

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

	Particulars	Note No.	For the year ended 31 st March, 2014	For the year ended 31 st March, 2013
A	CONTINUING OPERATIONS			
1	Revenue from operations			
1.1	Job Work Received (Inclusive of TDS Rs.54,627/- P.Y. Rs.51,779/-)		2,583,256	2,360,050
1.2	Warehousing Charges Received (Inclusive of TDS Rs. NIL P.Y. Rs.9,073/-) Less: Excise duty		-	80,755
	Revenue from operations (net)		2,583,256	2,440,805
2	Other income Interest Received (Inclusive of TDS Rs.2,89,631/- P.Y. Rs.3,13,688/-) Dividend received Miscellaneous Income		2,906,676 1,251 633	3,140,285 750 -
3	Total revenue (1+2)		5,491,816	5,581,840
4	Expenses			
	(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	14	1,236,215	1,177,687
	(e) Finance costs	15	87,059	146,155
	(f) Depreciation and amortisation expense	9	1,916,109	1,925,422
	(g) Other expenses	16	1,579,748	1,472,366
	Total expenses		4,819,131	4,721,630
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		672,685	860,210
6	Exceptional items	17	4,219	-
7	Profit / (Loss) before extraordinary items and tax (5 ± 6)		668,466	860,210
8	Extraordinary items		-	-
9	Profit / (Loss) before tax (7 ± 8)		668,466	860,210
10	Tax expense:			
	(a) Current tax expense for current year		522,667	538,047
	(b) (Less): MAT credit (where applicable)		(395,291)	(374,047)
	(c) Current tax expense relating to prior years		-	-
	(d) Net current tax expense		127,376	164,000
	(e) Deferred tax		-	-
			127,376	164,000
11	Profit / (Loss) from continuing operations (9 ± 10)		541,090	696,210
B	DISCONTINUING OPERATIONS			
12	Profit / (Loss) from discontinuing operations (12.i ± 12.ii ± 12.iii)		-	-
C	TOTAL OPERATIONS			
13	Profit / (Loss) for the year (11 ± 13)		541,090	696,210
14	Earnings per share (Equity shares of Rs.10/- each):			
	(a) Basic		0.11	0.15
	(i) Continuing operations			
	(ii) Total operations			
	(b) Diluted		0.11	0.15
	(i) Continuing operations			
	(ii) Total operations			
Significant Accounting Policies & Notes on Financial Statement		1 to 31		

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

ASHISH CHAUDHARY Director

SHARAD KUMAR GUPTA Director

PLACE : MUMBAI

DATE : 28/05/2014

	As at 31.03.2014 Amount in Rupees	As at 31.03.2013 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
Total	<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
Equity Shares				
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
Name of Shareholder				
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	(7,870,921)	(8,567,131)
Add: Profit for the year after taxation as per statement of Profit and Loss	541,090	696,210
Total	<u>(7,329,831)</u>	<u>(7,870,921)</u>

Note 5
LONG TERM BORROWINGS
5.1 SECURED LOANS
Term Loans
From Banks

Car Loan from Kotak Mahindra Prime Ltd.
(Secured Against Skoda Car)

- 99,861

Car Loan from Kotak Mahindra Prime Ltd.
(Secured Against Maruti Car)

- 107,727

Total

- 207,588

5.2 UNSECURED LOANS

Total

- -

Bloom Industries Ltd.

	As at 31.03.2014 Amount in Rupees	As at 31.03.2013 Amount in Rupees
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Note 6

SHORT TERM BORROWINGS

6.1 SECURED LOANS

Term Loans payment within 12 months

From Banks

Car Loan from Kotak Mahindra Prime Ltd.
(Secured Against Skoda Car)

142,728

249,360

Car Loan from Kotak Mahindra Prime Ltd.
(Secured Against Maruti Car)

132,618

233,568

Kotak Mahindra Bank Ltd. (O.D.Facility)
(Secured Against TDR Rs.6 Lac's)

-

503,626

Total

275,346

986,554

6.2 UNSECURED LOANS

Total

-

-

-

-

Note 7

TRADE PAYABLES

Principal amount payable to Sundry Creditors

227,357

120,245

Total

227,357

120,245

Note 8

OTHER CURRENT LIABILITIES

1 Sundry Creditors for Expenses

223,795

277,369

2 Statutory Dues Payable

451,024

798,514

3 Others

-

Total

674,819

1,075,883

**NOTE 9
FIXED ASSETS**

(In Rupees)

Description	Gross Block				Accumulated Depreciation and Impairment				Net Block	
	As at 1 st April, 13	Additions	Deduction/ Adjustment	As at 31 st March, 14	Upto 31 st March, 13	For the Period	Deduction / Adjustments	Upto 31 st March, 14	As at 31 st March, 14	As at 31 st March, 13
<u>Tangible Assets</u>										
Land	887,370	-	-	887,370	-	-	-	-	887,370	887,370
Building (Factory Building)	8,450,012	-	-	8,450,012	5,953,552	282,230	-	6,235,782	2,214,230	2,496,460
Furniture & Fitting	703,045	-	-	703,045	532,295	26,501	-	558,796	144,249	170,750
Plant & Machinery	27,070,684	-	-	27,070,684	19,234,440	1,301,838	-	20,536,278	6,534,406	7,836,244
Computer	257,500	-	-	257,500	252,653	4,846	-	257,499	1	4,847
Telephone System	62,620	-	-	62,620	41,849	2,974	-	44,823	17,797	20,771
Motor Car	2,649,533	-	-	2,649,533	694,885	251,705	-	946,590	1,702,943	1,954,648
Mobile Crain	968,735	-	-	968,735	348,201	46,015	-	394,216	574,519	620,534
Total	41,049,499	-	-	41,049,499	27,057,875	1,916,109	-	28,973,984	12,075,515	13,991,624
Pervious Year	41,049,499	-	-	41,049,499	25,132,453	1,925,422	-	27,057,875	13,991,624	15,917,046

Bloom Industries Ltd.

	As at 31.03.2014 Amount in Rupees	As at 31.03.2013 Amount in Rupees
Note 10		
TRADE RECEIVABLES		
Outstanding for a period more than Six Month from due date	39,404	-
Others	322,439	345,003
Total	361,843	345,003
Note 11		
CASH AND CASH EQUIVALENTS		
Cash-in-Hand	163,130	638,303
Balance with Banks		
Balance with Schedule Bank in Current Accounts	14,997	11,226
Fixed Deposit with a Schedule Bank for 23 months matured on 21/11/2013 (Secured for O.D. facility from Kotak Mahindra Bank Ltd. of Rs. 5.10 Lac's)	-	600,000
Total	178,127	1,249,529
Note 12		
SHORT TERM LOANS AND ADVANCES		
12.1 Loan & Advances		
Unsecured considered good given to a related party	13,102,896	12,193,232
Other (Unsecured considered good)	17,622,600	16,380,473
12.2 Security Deposits		
12.3 TDS Receivable	548,651	330,465
(after adjustment for Income Tax provision Rs.731,997/- Previous Year Rs.14,94,381/-)		
Total	31,274,147	28,904,170
Note 13		
OTHER CURRENT ASSETS		
Interest Receivable	-	68,448
(Interest accrued but not due on term deposit)		
Prepaid Expenses	28,794	27,977
Total	28,794	96,425
Note 14		
EMPLOYEE BENEFIT EXPENSES		
Salaries, Bonus & Wages	1,220,525	1,162,257
Staff Welfare Exp.	15,690	15,430
Total	1,236,215	1,177,687
Note 15		
FINANCE COST		
Interest paid to Bank & Financial Institutions	82,666	143,547
Bank Charges	4,393	2,608
Total	87,059	146,155

	As at 31.03.2014 Amount in Rupees	As at 31.03.2013 Amount in Rupees
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Note 16

OTHER EXPENSES

Insurance	37,326	47,092
Rent, Rates & Taxes	101,128	101,128
Miscellaneous Expenses	2,349	3,736
Printing & Stationery	27,286	30,370
Telephone Expenses	25,414	26,119
Motor Car Exp.	181,194	149,040
Registrar Annual Fees on Demat	36,000	39,288
Security Charges	274,290	263,817
Professional Fees	47,000	40,500
Postage & Courier	19,500	21,259
Listing Fees	15,000	15,000
Web Hosting Charges	8,600	2,600
Audit Fees	25,000	25,000
Internet Exp.	7,508	-
Power & Fuel	637,899	550,943
Repairs and maintenance - Machinery	66,861	70,849
Repairs and maintenance - Buildings	-	7,837
Repairs and maintenance - Others	12,120	14,277
Water Charges	55,273	63,511
Total	<u>1,579,748</u>	<u>1,472,366</u>

Note 17

Exceptional items

Earlier Year Expenses	4,219	-
Total	<u>4,219</u>	<u>-</u>

Note 1

COMPANY OVERVIEW

Bloom Industries Ltd. Is a Iron Industry, Trading & providing Shaping, 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.

- 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.
18. FORFEITURE OF EQUITY SHARES
Out of the forfeited equity shares of Rs.32.03 Lacs which were forfeited in financial year 1994-95. Some allotees 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.
19. MANAGERIAL REMUNERATION :
(a) Director's Remuneration: Rs.1,80,000/- (previous year Rs.1,80,000/-)
(b) The remuneration stated above is in accordance with the provisions of and Schedule XIII 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.
20. CONTINGENT LIABILITY NOT PROVIDED FOR:
- | | As at 31.03.2014
(Rs.in Lakh) | As at 31.03.2013
(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 2011-2012.

The Company has received a FBT summary assessment U/s. 115WE for Assessment year 2008-2009 on which a demand for Rs.34,000/- is raised However on the letter demand credit for Self Assessment FBT Tax paid is Rs. 29,699/- 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 allotees 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.

21. 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	
	2013-14 MT	2012-2013 MT	2013-14 MT	2012-2013 MT	2013-14 MT	2012-2013 MT
Sharing, decoiling & Corrugation of Sheets	80000	80000	80000	80000	12100.214	11534.818
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.

	2013 -2014		2012 -2013	
	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	12100.214	25,83,256	11534.818	23,60,050
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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

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

23. (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)

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

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

26. 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.

27. 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) Receipt of Interest Jagdamba Salt	-	-	10,90,898	-	-	13,12,753
2) Director Remuneration Sharad Kumar Gupta	1,80,000	-	-	1,80,000	-	-
3) Out Standing Advances (Assets) Jagdamba Salt	-	-	1,31,02,896	-	-	1,21,21,088
Ashish Chaudhary	-	-	-	72,144	-	-

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

		31st March, 2014	31st March, 2013
a) Net Profit/(Loss) for the period	(A)	5,41,090	6,96,210
b) Weighted Average Equity Shares (Nos.)	(B)	47,06,000	47,06,000
c) Earnings /(Loss) per Share	(A/B)	0.11	0.15

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 31.03.2014. 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)	28,010	28,010
Other Serving (Inclusive of Service tax)	10,013	5,009

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

	YEAR ENDING 31ST MARCH, 2014 (Amount in Rs.)	YEAR ENDING 31ST MARCH, 2013 (Amount in Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before tax and extra ordinary items	541,090	860,210
Adjustment for :		
Depreciation	1,916,109	1,925,422
Preliminary Exp.	-	-
Interest Income	(2,906,676)	(3,140,285)
Dividend Income	(1,251)	(750)
Mis.Income W/Off	(633)	-
Interest Expenses	82,666	143,547
Operating Profit/(Loss) before Working Capital Changes	(368,695)	(211,856)
Adjustment for Current Assets		
i) Trade and other receivables	(2,315,853)	(1,427,728)
ii) Inventories	-	-
iii) Trade payable	(1,005,160)	(526,555)
iv) Provision for taxation	127,376	164,000
Cash generated from operations	(3,562,332)	(2,002,139)
Tax on Income	(127,376)	(164,000)
Cash flow before extraordinary items	(3,689,708)	(2,166,139)
Extraordinary items	-	-
earlier year adjustment	-	-
Net cash from operating activities A	(3,689,708)	(2,166,139)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	-	-
Sale of Fixed Assets	-	-
Pruchase of investments	-	-
Sale of Investments	-	-
Interest received	2,906,676	3,140,285
Dividend received	1,251	750
Mis. Income W/off	633	-
Net cash used in investing activities B	2,908,560	3,141,035
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from long term borrowing	(207,588)	(285,718)
Interest Paid	(82,666)	(143,547)
Advances given (net of repayments)	(290,254)	(429,265)
D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENT (A+B+C)	(1,071,402)	545,631
Opening cash and cash equivalents as at 31.3.2013	1,249,529	703,898
Closing cash and cash equivalents as at 31.3.2014	178,127	1,249,529

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 : 28/05/2014

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 : 28/05/2014

MANOJ JAIN
PARTNER
Membership No.120788

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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

I/We hereby record my/ our presence at the **25th Annual General Meeting** of Bloom Industries Limited held on Monday, 25th August, 2014, 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, 25th August, 2014, 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 2014.



* 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

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 : busicompany@vsnl.com
Website : www.purvashare.com

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 : 022-27411224 / 27411225

Email : bloom1989@ymail.com

Website : www.bloom-industries.com
