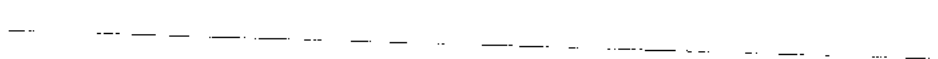
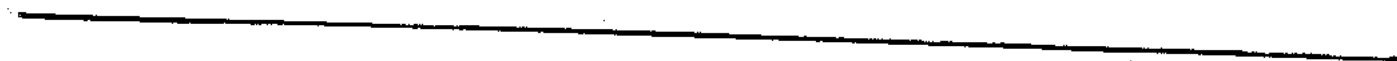


JUGGILAL KAMLAPAT
COTTON SPINNING & WEAVING
MILLS CO. LTD

ANNUAL REPORT & ACCOUNTS
2006-2007



JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

BOARD OF DIRECTORS :

Dr. GAUR HARI (*Chairman*)
Shri YADUPATI (*Vice-Chairman*)
Shri GOVIND HARI
Shri NIDHIPATI
Shri R. R. MANSINGH
Shri D. K. KAPILA (*Nominee of BIFR*)
Shri V. K. JOEL (*Nominee of P. N. Bank*)
Shri R. P. SINGH (*Nominee of IFCI*)
Shri P. K. SARAF
Dr. J. N. GUPTA
Shri LALIT MOHAN AGARWAL
Shri R. K. SAXENA

BANKERS :

PUNJAB NATIONAL BANK
BANK OF BARODA
CENTRAL BANK OF INDIA
HDFC BANK LTD.
BANK OF INDIA

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AUDITORS :

MESSRS. P. L. TANDON & CO.
Chartered Accountants

REGISTERED OFFICE :

KAMLA TOWER, KANPUR

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

NOTICE

Notice is hereby given that the 84th Annual General Meeting of Juggilal Kamlapat Cotton Spinning & Weaving Mills Co. Ltd. will be held on Tuesday, the 26th June, 2007 at 2.30 P.M. at the Registered Office of the Company at Kamla Tower, Kanpur to transact the following business :-

1. To consider and adopt the Directors' Report and the audited Statements of Account of the Company for the year ended 31st March, 2007.
2. To appoint a Director in place of Shri Nidhipati Singhania who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Shri R.R. Mansingh who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors to hold office until the conclusion of the next Annual General Meeting and to fix their remuneration.

Special Business :

5. Increase in Share Capital

To consider and, if thought fit, to pass with or without modification(s), the following resolution, as an Ordinary Resolution :

"RESOLVED THAT pursuant to Section 94(1) (a) of the Companies Act, 1956, Article 51 of the Articles of Association of the Company and other applicable provisions, if any, consent of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 13,00,00,000 (Rupees Thirteen Crores only) to Rs.25,00,00,000/- (Rupees Twenty Five Crores only) by further creation of 1,20,00,000 (One Crore Twenty Lakhs) equity shares of Rs.10/- (Rupees Ten) each aggregating Rs. 12,00,00,000/- (Rupees Twelve Crores only) ranking pari-passu with the existing Equity Share Capital of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as it may deem fit and proper in this regard."

6. Alteration of Memorandum of Association

To consider and, if thought fit, to pass with or without modification(s), the following resolution, as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section

16 of the Companies Act, 1956 and all other relevant provisions, if any, the existing Clause 5 of the Memorandum of Association of the Company relating to the Share Capital be and is hereby altered by substituting in its place, the following new clause:

5. The Share Capital of the Company is Rs. 25,00,00,000/- divided into 2,45,00,000 Equity Shares of Rs.10/- each, 5000 - 6% Cumulative Preference Shares of Rs.100/- each, 6000-8.5% Cumulative Preference Shares of Rs.100/- each, 4,720-8.5% Cumulative Redeemable Preference Shares of Rs.100/- each and 34,280-14% Cumulative Preference Shares of Rs.100/- each with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and reduce the Capital of the Company and to divide the Shares in the Capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things as it may deem fit and proper in this regard."

7. Alteration of Articles of Association

To consider and, if thought fit, to pass with or without modification(s), the following resolution, as a Special Resolution :

"RESOLVED THAT subject to the provisions of Section 31 of the Companies Act, 1956 and all other relevant provisions, if any, the existing Article 4(1) of the Articles of Association of the Company relating to the Share Capital be and is hereby altered by substituting in its place, the following new Article :

4.(1) The Share Capital of the Company is Rs. 25,00,00,000/- divided into 2,45,00,000 Equity Shares of Rs.10/- each, 5000 - 6% Cumulative Preference Shares of Rs.100/- each, 6000 - 8.5% Cumulative Preference Shares of Rs.100/- each, 4720 - 8.5% Cumulative Redeemable Preference Shares of Rs.100/- each and 34280 - 14% Cumulative Preference Shares of Rs. 100/- each."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is

hereby authorised to take such steps and to do all such acts, deeds, matters and things as it may deem fit and proper in this regard."

8. Conversion of the Promoters' Contribution into Equity
To consider and, if thought fit, to pass with or without modification(s), the following resolution, as a Special Resolution:

"RESOLVED THAT the consent of the Company be and is hereby accorded to the Board of Directors of the Company to convert the Promoters' Contribution by way of interest free loans of Rs. 12 crores into equity by issuing and allotting 1,20,00,000 New Equity Shares of Rs. 10/- each at par subject to the Memorandum of Association and Articles of Association of the Company, ranking pari passu in all respects with the existing Equity Shares of the Company and proposed issue of 89,20,000 new equity shares of Rs. 10/- each in terms of the resolution passed by shareholders in the Extra Ordinary General Meeting held on 29th August, 2003."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such steps and to do all such acts, deeds, matters and things, as may be required for issue of the new equity shares in compliance of the directions/order of the BIFF in this regard, listing of the new shares and settle any questions or difficulties whatsoever that may arise in this connection and as may be considered necessary to give effect to this resolution."

Notes

1. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of business under Item Nos. 5, 6, 7 and 8 above is annexed hereto.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 16th June, 2007 to 26th June, 2007, both days inclusive.
3. Members seeking any information with regard to the accounts of the Company are requested to write to the Company at its registered office so as to reach at least 5 days before the date of the meeting to enable the Management to keep the information ready.
4. As per provisions of the Companies Act, 1956 shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nominations are requested to send their requests in Form 2B (which will be made available on request) to the Registered Office of the Company.
5. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company.
6. Instrument of proxy in order to be effective must be deposited at the Company's Registered Office not less than 48 hours before the meeting.
7. Copies of the Memorandum and Articles of Association of the Company and all other material documents referred to herein above are available for inspection by the members at the Registered Office of the Company between 10.30 A.M. to 1.30 P.M. on any working day till the date of the meeting.

Registered Office :
Kamla Tower,
Kanpur
Date: 1st June, 2007

By order of the Board
S. K. KEDIA
Secretary

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

Annexure to the Notice

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 :

Item No. 5, 6, 7

The Company's existing authorized share capital is Rs.13 crores consisting of Equity Shares of Rs. 12.50 crores and Preference Shares of Rs. 50 lacs. Its issued, subscribed and paid up capital is Rs. 2,81,49,500/- comprising Equity Shares of Rs.2,65,77,500/- and Preference Shares of Rs.15,72,000/-. As per the Rehabilitation Scheme sanctioned by BIFR and consent of the Share holders of the Company given at its Extra Ordinary General Meeting held on 29th August, 2003, the Company is required to convert the principal outstanding of Rs.8.92 Crores of the associate Company, J.K. Synthetics Ltd. into Equity Shares at par. Now as per the Order passed by Hon'ble BIFR on 9th April, 2007, the Company is required to further convert Promoters' Contribution by way of interest free unsecured loans of Rs.12 crores into Equity Shares at par, for which the Company is required to suitably increase its authorized capital. It is, therefore, proposed to increase authorized capital of the Company from Rs. 13 crores to Rs. 25 crores by creation of 1,20,00,000 (One Crore Twenty Lakhs) equity shares of Rs.10/- (Rupees Ten) each aggregating Rs. 12,00,00,000/- (Rupees Twelve Crores).

The amendment to the Memorandum and Articles of Association is proposed to give effect to increase in the Equity Share Capital. Your Directors commend the resolutions at item No. 5, 6 and 7 for approval.

Dr. Gaur Hari Singhania, Shri Govind Hari Singhania and Shri Yadupati Singhania, are directors of J.K. Synthetics Ltd. Dr. Gaur Hari Singhania and Shri Govind Hari Singhania hold equity shares of the Company. Each of them as such may be deemed to be concerned in the resolutions. None of the other

directors of the Company is, in any way, concerned or interested in the resolutions.

Item No. 8

According to order dated 9th April, 2007 passed by Hon'ble BIFR, the Company is required to convert the Promoters' Contribution by way of interest free unsecured loans of Rs.12 crores into Equity Shares at par. For this purpose Hon'ble BIFR has exempted the Company from applicable provisions of SEBI, DCA/CLB, listing requirements of the Stock Exchanges etc. in this regard. Further the Company, its Promoters and Associate Companies have also been exempted by Hon'ble BIFR from applicability of provisions of interalia, Section 81, Section 372A and other relevant provisions/restrictions contained in the Companies Act, 1956 so far as the same relate to implementation of the Company's rehabilitation scheme sanctioned by BIFR. Your Directors commend the resolution.

Part of the Promoters contribution has been brought in by Dr. Gaur Hari Singhania, Shri Yadupati Singhania and Yadu International Ltd., in which Dr. Gaur Hari Singhania & Shri Yadupati Singhania are Directors. Besides, Shri Govind Hari Singhania is a relative of Dr. Gaur Hari Singhania. Each of them as such may be deemed to be concerned or interested in the resolution. None of the other directors of the Company is, in any way, concerned or interested in the resolution.

Registered Office :
Kamla Tower,
Kanpur
Date : 1st June, 2007

By order of the Board

S. K. KEDIA
Secretary

DIRECTORS' REPORT

TO THE MEMBERS,

The Directors present their 84th Annual Report together with the audited Statements of Account of the Company for the financial year ended 31st March, 2007.

Financial Results :	
	31.3.2007 (Rs./Lacs)
2.1 Other Income	51.22
Loss before interest and Depreciation	32.05
Add: Interest	694.96
Loss before Depreciation	727.01
Add: Depreciation (Net)	55.49
Loss for the year	782.50
Add: Adjustments relating to Previous year	2.75
Less: Liabilities written back	188.12
Net Loss	597.13
Add: Provision for FBT	0.24
Balance Loss	597.37
Add: Deficit brought forward from Previous year	49350.65
Balance Loss carried to Balance Sheet	49948.02

2.2 Operations remained suspended during the year due to continued lock-out in the Mills. As such, the financial position of the Company further deteriorated due to heavy burden of interest and other over-heads. In view of the losses, the Directors are unable to recommend any dividend.

Deposits :

3. Payments in respect of deposits accepted by the Company have been released to all depositors in accordance with the sanctioned Rehabilitation Scheme. The cases pertaining to unclaimed amounts are processed as and when received.

Debentures :

4. Payments in respect of non convertible debentures issued by the Company have been released to all debentureholders in accordance with the sanctioned Rehabilitation Scheme. The cases pertaining to unclaimed amounts are processed as and when received.

Rehabilitation :

5. Government clearances for sale of the identified properties under the Rehabilitation Scheme are still awaited. Consequently implementation of the Rehabilitation Scheme sanctioned by Hon'ble BIFR has been delayed and in order to cut short the delay, the company is in the

process of identifying a strategic investor. The contribution brought in by the Promoters has gone up from Rs.9.91 crores to Rs.10.79 crores during the year and the same was utilized as per provisions envisaged in the Rehabilitation Scheme. In view of reluctance of the financial institutions and banks to further extend time for payment of their OTS dues, the company is renegotiating the terms of OTS for final settlement including placement of the existing loans/OTS with an aggregating agency until realizations from sale of properties take place. In the meantime, the company is taking steps for compliance of order received from Hon'ble BIFR for conversion of the promoters' contribution of Rs. 12 crores and principal dues to Associate company of Rs.8.92 crores into equity capital as envisaged in the Rehabilitation Scheme.

Assets Sale Committee :

6. As per terms of the sanctioned Rehabilitation Scheme, an Assets Sale Committee has been constituted and its meetings are held from time to time. However, pending receipt of Govt. approvals and on account of a status quo order passed by Hon'ble AAIFR, the Committee could not take any steps during the year for sale of identified properties.

Management Committee :

7. As per terms of the sanctioned Rehabilitation Scheme, a Management Committee has been constituted to review the operations of the company and monitor implementation of the Rehabilitation Scheme. The meetings of the committee are held from time to time.

Insurance :

8. The stocks, buildings and Plant & Machinery have been insured against risks of fire, riot, strike etc.

Directors :

9.1 In accordance with the provisions of the Companies Act, 1956 and the Company's Articles of Association, Shri Nidhipati Singhania and Shri R.R. Mansingh retire by rotation and are eligible for re-appointment.

9.2 Shri R.P.Singh was appointed as Nominee Director of IFCI Ltd. in place of Shri O.P.Yadav w.e.f. 31st January 2007. The Board recorded with appreciation the valuable services rendered to the company by Shri O.P.Yadav during the period of his office as a director of the company.

Information regarding Conservation of Energy etc. :

10. As the Mill remained closed throughout the year, information in respect of conservation of energy, technology absorption required to be reported under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 has not been furnished. There is no foreign exchange earning or outgo during the year under review.

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

Particulars of Employees :

11. There are no employees of the category mentioned in Section 217(2A) of the Companies Act, 1956

Auditors :

- 12.1 Observations of the Auditors are explained wherever necessary in the appropriate Notes on Accounts and call for no further comments.
- 12.2 You are requested to appoint Auditors for the current year and to fix their remuneration. The present Auditors, M/s.P.L.Tandon & Co., Chartered Accountants, retire from their office. They are, however, eligible for re-appointment and have furnished a certificate to the effect that their re-appointment will be in accordance with the provisions of sub-section (1B) of Section 224 of the Companies Act, 1956.

DIRECTORS' RESPONSIBILITY STATEMENT

13. As mentioned in para 5 above, Rehabilitation Scheme sanctioned by the Hon'ble BIFR on 12-11-2002 would have substantial effect upon the Company's state of affairs. The Scheme is under implementation and approvals from the institutions/banks for the extended period and some of the State & Central Govt. authorities are still awaited. The Company has therefore, prepared the Accounts for the year 2006-07 as per the past practice excepting the matters wherever specific disclosures have been made. The changes required to follow some of the accounting standards and write back of specified liabilities & provisions would be given effect to after receipt of necessary approvals and final settlement. Subject to this, the Directors state that :-
- i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed except those mentioned in the notes to the Accounts.
- ii) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as

to give true and fair view of the state of affairs of the Company at the end of the financial year 2006-07 and of the losses of the Company for the year.

- iii) The Directors have taken proper and sufficient care to the extent possible in view of the prolonged closure of the Company's Mill, for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The Directors have prepared the Annual Accounts on a going concern basis.

Listing Arrangement :

14. At present the Company's shares are listed with Stock Exchanges at Delhi and Kanpur. Due to financial constraints, the Company could not pay listing fees to Delhi Stock Exchange after 1989-90 and has applied for de-listing of its equity shares at the said exchange. However, the listing fees of Kanpur Stock Exchange has been paid upto the year 2007-2008.

General :

15. The implementation of the Rehabilitation Scheme has been delayed on account of delay in receipt of approvals for various reliefs and concessions envisaged in the Scheme, particularly from Govt. Authorities. There has been slow but steady progress in the implementation of the Scheme and the Directors are making constant efforts to minimise the delays. The Directors are hopeful that with the support of all concerned, the Scheme will be implemented within a reasonable time.

Registered Office:
Kamla Tower,
Kanpur
Date : 15th May, 2007

For and on behalf of the Board

GAUR HARI
Chairman

SUMMARY OF BALANCE SHEET AND PROFIT & LOSS ACCOUNTS FOR THE LAST FIVE YEARS

	(in lacs of Rupees)				
	2002-2003	2003-2004	2004-2005	2005-2006	2006-2007
1. Funds Employed :					
(a) Paid-up Capital					
(i) Equity	265.77	265.77	265.77	265.77	265.77
(ii) Preference	15.72	15.72	15.72	15.72	15.72
(b) Reserves and Surplus	(-) 44,203.94	(-) 44,861.65	(-) 45,637.65	(-) 46,430.71	(-) 47,049.69
(c) Borrowings	48,379.86	48,817.86	49,447.02	50,257.66	50,928.66
Total	4,457.41	4,237.70	4,090.86	4,108.44	4,160.46
2. Funds Utilised :					
(a) Gross Block	8,969.49	8,969.54	8,970.17	8,970.17	8,969.92
Less : Depreciation	6,515.85	6,692.11	6,802.19	6,882.26	6,959.13
Net Block	2,453.64	2,277.43	2,167.98	2,087.91	2,010.79
(b) Machinery in Store	3.00	3.00	3.00	3.00	3.00
(c) Machinery in Bonded Warehouse	29.25	29.25	29.25	29.25	29.25
(d) Investments	10.15	10.13	10.05	10.05	10.05
(e) Working Capital (as below)	1,961.37	1,917.89	1,880.58	1,978.23	2,107.37
Total	4,457.41	4,237.70	4,090.86	4,108.44	4,160.46
3. Working Capital					
Current Assets					
(a) Inventories	672.08	672.08	672.08	672.08	672.08
(b) Receivables	3,988.61	3,988.97	3,996.98	3,999.00	3,999.56
(c) Cash and Bank Balances	97.74	44.17	11.45	15.97	13.24
(d) Advances etc.	167.12	169.35	155.61	156.51	147.80
	4,925.55	4,874.57	4,836.12	4,843.56	4,832.68
Less : Current Liabilities and Provisions	2,964.18	2,956.68	2,955.54	2,865.33	2,725.31
Balance being Working Capital	1,961.37	1,917.89	1,880.58	1,978.23	2,107.37
4. Income					
(a) Interest	7.76	1.29	0.94	-	0.07
(b) Other Income	69.76	85.81	49.50	53.52	51.15
Total	77.52	87.10	50.44	53.52	51.22
5. Expenditure					
(a) Salaries and Wages	13.08	15.20	18.78	19.29	18.67
(b) Municipal and Other Taxes	14.05	35.13	14.76	15.56	17.77
(c) Interest and Other Expenses	4,179.67	674.39	748.35	740.90	741.79
Total	4,206.80	724.72	781.89	775.75	778.23
6. Loss (before depreciation)	4,129.28	637.62	731.45	722.23	727.01
7. Depreciation	211.77	176.26	110.08	56.40	55.49
8. Loss (after depreciation)	4,341.05	813.88	841.53	778.63	782.50

**DISTRIBUTION OF SHAREHOLDINGS
(Equity Shares)**

Group (Shares)	As at 31.03.2007		As at 31.03.2006	
	Number of Shareholders	Percentage	Number of Shareholders	Percentage
1 to 10	879	10.88%	879	10.87%
11 to 50	3,205	39.68%	3,206	39.66%
51 to 100	1,818	22.50%	1,822	22.54%
101 to 1,000	2,060	25.50%	2,060	25.49%
Above 1,000	116	1.44%	116	1.44%
Total	8,078	100.00%	8,083	100.00%

ACCOUNTS

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

BALANCE SHEET
AS AT 31ST MARCH, 2007

	Schedule	31.3.2007		31.3.2006	
		Rs.	Rs.	Rs.	Rs.
I. SOURCES OF FUNDS					
Shareholders' Funds					
Capital	1	2,81,49,500		2,81,49,500	
Reserves & Surplus	2	19,00,72,493	21,82,21,993	19,22,32,002	22,03,81,502
Loan Funds					
Secured Loans	3	4,96,88,67,294		4,91,57,56,658	
Unsecured Loans	4	12,39,99,082	5,09,28,66,376	11,00,10,000	5,02,57,66,658
Total :		5,31,10,88,369		5,24,61,48,160	
II. APPLICATION OF FUNDS					
Fixed Assets					
Gross Block	5	89,69,91,551		89,70,17,037	
Less : Depreciation		69,59,12,718		68,82,25,851	
Net Block			20,10,78,833		20,87,91,186
Machinery in Store			3,00,515		3,00,515
Machinery in Bonded Warehouse			29,25,060		29,25,060
Investments	6		10,05,306		10,05,346
Current Assets, Loans & Advances					
Inventories	7	6,72,07,515		6,72,07,515	
Sundry Debtors		39,99,56,371		39,99,00,439	
Cash & Bank Balances		13,24,475		15,96,506	
Other Current Assets		42,17,357		42,17,357	
Loans & Advances		1,05,63,003		1,14,33,663	
		48,32,68,721		48,43,55,480	
Less : Current Liabilities	8	27,25,31,206		28,65,32,787	
Net Current Assets			21,07,37,515		19,78,22,693
Profit & Loss Account					
Balance as per Profit & Loss Account		4,99,48,02,637		4,93,50,64,857	
Less : Amount Set off from General Reserve as per Contra		9,97,61,497	4,89,50,41,140	9,97,61,497	4,83,53,03,360
Total :		5,31,10,88,369		5,24,61,48,160	

Contingent Liabilities and Notes on Accounts (Schedules 12 & 13)

This is the Balance Sheet referred to in our report to the Members of Juggilal Kamlapat Cotton Spinning & Weaving Mills Co. Ltd.

For P. L. TANDON & CO.,
Chartered Accountants
RAJENDRA GUPTA
Partner

Kanpur
Dated : 15th May, 2007

S. K. KEDIA
Secretary

GAUR HARI
P. K. SARAF
LALIT MOHAN

} Directors

PROFIT & LOSS ACCOUNT

FOR THE YEAR ENDED 31ST MARCH, 2007

	Schedule	2006-2007		2005-2006	
		Rs.	Rs.	Rs.	Rs.
I. INCOME					
Interest (Gross) [Tax Deducted at Source Rs. 1,107/- (2005-2006-Rs.Nil)]			7,280		-
Other Income	9		51,14,944		53,51,844
Stocks at Close					
Finished		1,47,73,104		1,47,73,104	
In Process		2,99,32,709	4,47,05,813	2,99,32,709	4,47,05,813
TOTAL			4,98,28,037		5,00,57,657
II. EXPENDITURE					
Stocks at Commencement					
Finished		1,47,73,104		1,47,73,104	
In Process		2,99,32,709	4,47,05,813	2,99,32,709	4,47,05,813
Employees	10		18,66,963		19,28,935
Electricity			10,53,099		10,40,471
Insurance			6,28,886		6,23,758
Rates & Taxes			17,77,430		15,55,749
Interest			6,94,96,285		7,09,16,086
Administration and Sundries	11		30,00,557		15,09,466
TOTAL :			12,25,29,033		12,22,80,278
LOSS BEFORE DEPRECIATION			7,27,00,996		7,22,22,621
Depreciation		77,08,656		80,06,566	
Less : Transfer from Revaluation Reserve		21,59,509	55,49,147	23,65,810	56,40,756
LOSS AFTER DEPRECIATION BEFORE EXCEPTIONAL ITEMS			7,82,50,143		7,78,63,377
Add : Adjustments relating to previous years			2,75,397		2,790
Deduct : Liabilities Written Back (Refer Note No. XVIII)			-1,88,12,103		-9,46,203
LOSS AFTER EXCEPTIONAL ITEMS			5,97,13,437		7,69,19,964
Add : Provision for Taxation			-		-
Provision for FBT			24,343		20757
LOSS AFTER TAXATION			5,97,37,780		7,69,40,721
Add : Loss brought forward from previous year			4,93,50,64,857		4,85,81,24,136
BALANCE CARRIED TO BALANCE SHEET			4,99,48,02,637		4,93,50,64,857

Notes on Accounts (Schedule 12 & 13)

This is the Profit & Loss Account referred to in our report to the Members of Juggilal Kamlatpat Cotton Spinning & Weaving Mills Co. Ltd.

For P. L. TANDON & CO.,
Chartered Accountants
RAJENDRA GUPTA
Partner

Kanpur
Dated : 15th May, 2007

S. K. KEDIA
Secretary

GAUR HARI
P. K. SARAF
LALIT MOHAN

Directors

JUGGILAL KAMPLPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2007

	Year Ended 31.03.2007 (Rs.)	Year Ended 31.03.2006 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES :		
NET LOSS BEFORE TAX AND EXCEPTIONAL ITEMS	(7,82,50,143)	(7,78,63,377)
ADJUSTMENTS FOR :		
Depreciation	55,49,147	56,40,756
Interest income	(7,280)	-
Interest expenses	6,94,96,285	7,09,16,086
OPERATING LOSS BEFORE WORKING CAPITAL CHANGES	(32,11,991)	(13,06,535)
ADJUSTMENTS FOR :		
Trade & Other Receivables	8,14,728	(2,91,646)
Trade Payable & Other liabilities	(1,40,01,581)	(90,21,669)
CASH GENERATED FROM OPERATIONS	(1,63,98,844)	(1,06,19,850)
Taxes Paid	(24,343)	(20,757)
CASH FLOW BEFORE EXCEPTIONAL ITEMS	(1,64,23,187)	(1,06,40,607)
(i) Adjustments relating to previous years	(2,75,397)	(2,790)
(ii) Liabilities Written Back	1,88,12,103	9,46,203
NET CASH USED IN OPERATING ACTIVITIES	21,13,519	(96,97,194)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Sale of Vehicle	3,697	-
Interest Income	7,280	-
Decrease in Investments	40	-
NET CASH FROM INVESTING ACTIVITIES	11,017	-
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Promoters' Contribution		
- From Body Corporate	53,00,000	1,19,00,000
- From Other than Body Corporate	35,00,000	15,00,000
Intercorporate Loan	51,00,000	-
Repayments of Loan (OTS)	(77,49,785)	-
Increase/(Decrease) in Long Term Borrowings	(40,55,065)	(32,51,848)
Waiver of interest accrued on Debentures	(44,65,944)	-
Interest paid	(25,773)	(25)
NET CASH FLOW FROM FINANCING ACTIVITIES	(23,96,567)	1,01,48,127
NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS	(2,72,031)	4,50,933
OPENING BALANCE OF CASH & CASH EQUIVALENTS	15,96,506	11,45,573
CLOSING BALANCE OF CASH & CASH EQUIVALENTS	13,24,475	15,96,506

For P. L. TANDON & CO.,
Chartered Accountants
RAJENDRA GUPTA
Partner

Kanpur
Dated : 15th May, 2007

S. K. KEDIA
Secretary

GAUR HARI
P. K. SARAF
LALIT MOHAN

} Directors

SCHEDULES

SCHEDULE 1 - SHARE CAPITAL

	31.3.2007	31.3.2006
	Rs.	Rs
AUTHORISED :		
12500000 Equity Shares of Rs. 10/- each	12,50,00,000	12,50,00,000
5000 6% Cumulative Preference Shares of Rs. 100/- each	5,00,000	5,00,000
6000 8.5% Cumulative Preference Shares of Rs. 100/- each	6,00,000	6,00,000
4720 8.5% Cumulative Redeemable Preference Shares of Rs. 100/- each	4,72,000	4,72,000
34280 14% Cumulative Redeemable Preference Shares of Rs. 100/- each	34,28,000	34,28,000
Total :	<u>13,00,00,000</u>	<u>13,00,00,000</u>
ISSUED, SUBSCRIBED AND PAID-UP :		
2657750 Equity Shares of Rs. 10/- each	2,65,77,500	2,65,77,500
5000 6% Cumulative Preference Shares of Rs. 100/- each	5,00,000	5,00,000
6000 8.5% Cumulative Preference Shares of Rs. 100/- each	6,00,000	6,00,000
4720 8.5% Cumulative Redeemable Preference Shares of Rs. 100/- each	4,72,000	4,72,000
Total :	<u>2,81,49,500</u>	<u>2,81,49,500</u>

Notes : Of the above shares :

- (a) 270000 Equity Shares were allotted as fully paid up pursuant to a contract without payment being received in cash and 324000 Equity Shares were allotted as fully paid up by way of bonus shares on capitalisation of reserves.
- (b) 7840 Equity Shares were allotted as fully paid up to the shareholders of the erstwhile J.K. Manufacturers Ltd. pursuant to the scheme of amalgamation.
- (c) 4720-8.5% Cumulative Redeemable Preference Shares were allotted as fully paid up to the Shareholders of the erstwhile J.K.Manufacturers Ltd. pursuant to the scheme of amalgamation.
- (d) As per the rehabilitation scheme sanctioned by BIFFR, the aforesaid preference shares of Rs. 15,72,000/- will be due for redemption on 30.09.2009.

SCHEDULE 2 - RESERVES AND SURPLUS

	31.3.2007		31.3.2006	
	Rs.	Rs.	Rs.	Rs.
Capital Reserve		70,49,219		70,49,219
Capital Redemption Reserve		31,86,800		31,86,800
Share Premium Account		2,09,98,650		2,09,98,650
Revaluation Reserve :				
As per last Balance Sheet	16,09,97,333		16,33,63,143	
Less : Transferred to Profit & Loss Account being difference between depreciation on revalued amount ascertained by the valuers and the depreciation on the Original cost calculated in accordance with Section 205(2)(b) of the Companies Act, 1956.	21,59,509	15,88,37,824	23,65,810	16,09,97,333
General Reserve				
As per last Balance Sheet	9,97,61,497		9,97,61,497	
Deduct : Debit Balance in the Profit & Loss Account as per Contra	9,97,61,497	-	9,97,61,497	-
Total :		<u>19,00,72,493</u>		<u>19,22,32,002</u>

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SCHEDULE 3 - SECURED LOANS

	31.3.2007	31.3.2006
	Rs.	Rs.
Rupee Term Loans from Financial Institutions	14,86,51,400	14,86,51,400
Interest accrued and due [Refer Note No. B(IX)]	88,47,84,659	88,47,84,659
Foreign Currency Loans from Financial Institutions	24,25,49,644	24,25,49,644
Interest accrued and due [Refer Note No. B(IX)]	2,32,36,30,098	2,32,36,30,098
From Banks	1,04,48,09,513	1,04,48,09,513
Cash Credit Account [Refer Note No. B(IX)]	3,56,46,130	3,56,46,130
Term Loan	7,23,92,000	9,03,83,000
Bills Discounted	82,62,916	82,62,916
Other Loans & Advances	26,99,50,675	20,50,35,189
Interest payable on OTS Amount	5,03,06,77,035	4,98,37,52,549
TOTAL	5,03,06,77,035	4,98,37,52,549
Less : Amount paid under OTS	3,89,76,300	3,89,76,300
1. Financial Institutions	2,28,33,441	2,90,19,591
2. Banks	6,18,09,741	6,79,95,891
TOTAL	4,96,88,67,294	4,91,57,56,658

SCHEDULE 4 - UNSECURED LOANS

Interest free Unsecured Loan towards Promoters'			1,19,00,000	
Contribution (Including Rs. 4,82,50,000/- from Directors)	1,72,00,000		8,72,00,000	9,91,00,000
From Body Corporate	9,07,00,000	10,79,00,000		84,10,000
From Others		84,10,000		25,00,000
Interest free Loan from Directors		76,89,082		11,00,10,000
Loan from Body Corporate				11,00,10,000
TOTAL		12,39,99,082		11,00,10,000

SCHEDULE 5 - FIXED ASSETS

	AT COST OR BOOK VALUE				DEPRECIATION				NET BLOCK	
	As at	Addi-	Deduc-	As at	Up to	Provided	Deduc-	Upto	As at	As at
	31.03.2006	tions/ Adjust- ments	tions/ Adjust- ments	31.3.2007	31.3.2006	during the year	tions	31.3.2007	31.3.2007	31.3.2006
Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Land (Including Leasehold Rs. 5,64,357/-)	16,36,62,246	-	-	16,36,62,246	-	-	-	-	16,36,62,246	16,36,62,246
Buildings	9,00,40,017	-	-	9,00,40,017	6,89,17,688	24,90,464	-	7,14,08,152	1,86,31,865	2,11,22,329
Railway Siding	30,652	-	-	30,652	29,308	238	-	29,546	1,106	1,344
Plant & Machinery	63,99,60,551	-	-	63,99,60,551	61,60,10,168	52,16,970	-	62,12,27,138	1,87,33,413	2,39,50,383
Furniture & Fittings		-	-	29,86,436	29,50,991	741	-	29,51,732	34,704	35,445
and Office Equipments	29,86,436	-	-	3,11,649	3,17,696	243	21,789	2,96,150	15,499	19,439
Vehicles	3,37,135	-	25,486							
Total*	89,70,17,037	-	25,486	89,69,91,551	68,82,25,851	77,08,656	21,789	68,59,12,718	20,10,78,833	20,87,91,186
Previous year	89,70,17,037	-	-	89,70,17,037	68,02,19,285	80,06,566	-	68,82,25,851		

Notes :

1. No amount has been written off from the value of leasehold land.
2. *Includes Rs. 27,71,68,435/- added on revaluation of assets (Land Rs.15,51,27,682/-, Buildings Rs.4,10,26,498/- and Plant & Machinery Rs. 8,10,14,255/-)
3. Due to lockout, the assets are not under regular maintenance. Its impact if any, in value is not ascertainable at this stage.

SCHEDULES

SCHEDULE 6 - INVESTMENTS

Class of Shares	Nominal Value of each Share Rs.	31.03.2007		31.03.2006		
		No. of Shares	Book Value** Rs.	No. of Shares	Book Value** Rs.	
Other Investments - Long Term						
Names of Bodies Corporate :						
Shares in joint stock Companies (Fully Paid up) :						
J.K.Investors (Bombay) Ltd.	Ordinary	100/-	25	2,500	25	2,500
The Free India General Ins. Co. Ltd.	"	10/-	8600	8,600	8600	8,600
* The Plastic Products Ltd. (Under liquidation)	"	10/-	15000	1	15000	1
The Muir Mills Co.Ltd.	"	100/-	750	1	750	1
-do-	Preference	100/-	3625	1	3625	1
Bengal & Assam Company Ltd.	Ordinary	10/-	10350	9,00,000	10350	9,00,000
Coats Viyella PLC	"	20P	17	63	17	63
J.K.Satoh Agricultural Machines Ltd.	"	10/-	6,575	65,750	6,575	65,750
J.K.Lakshmi Cement Ltd. (Formerly J.K.Corp.Ltd.)	"	10/-	51	2,541	57	2,830
Ashim Investment Co. Ltd.	"	10/-	5	249	-	-
J.K.Synthetics Ltd.	"	10/-	480	9,600	480	9,600
J.K.Cement Ltd.	"	10/-	48	-	48	-
J.K.Jute Mills Co.Ltd.	"	10/-	640	16,000	640	16,000
Total				10,05,306		10,05,346
Notes : (i) Aggregate Book Value of Quoted Investments.				94,140		94,180
Aggregate Book Value of Unquoted Investments.				9,11,166		9,11,166
				10,05,306		10,05,346
(ii) Aggregate Market Value of Quoted Investments.				30,324		29,993
(iii) Investments in the Company marked with asterisk exceed ten percent of its subscribed capital. These Investments were acquired before the commencement of the Companies (Amendment) Act, 1960						
(iv) **Investments have been valued at or below cost.						
(v) The Shares of J.K.Cement Ltd.(JKC) were received during the year 2004-05 free of cost in the ratio of one equity share of JKC for every ten equity shares held in J.K. Synthetics Ltd. (JKS) upon demerger of JKC from JKS. As per Scheme of Reconstruction of J.K. Lakshmi Cement Ltd. (JKLC), the Company has been allotted 51 Equity Shares of Rs. 10/- each of JKLC and 5 Equity Shares of Rs. 10/- each of Ashim Investment Co. Ltd. (AICL) in lieu of 57 Equity Shares of Rs. 10/- each held by the Company in JKLC before demerger, subject to payment of proceeds of sale of fraction share in both the companies.						

SCHEDULE 7 - CURRENT ASSETS, LOANS AND ADVANCES

	31.3.2007		31.3.2006	
	Rs.	Rs.	Rs.	Rs.
(a) Inventories: [Refer Note No.B(X)]				
Stores & Spare Parts at cost (as per inventories and valuations certified by a director)	1,10,31,543		1,10,31,543	
Stock-in-trade (As per inventories and Valuations certified by a director)				
Raw Materials at cost	18,25,740		18,25,740	
Finished goods at market rates	1,47,73,104		1,47,73,104	
Goods-in-process at approximate Cost	2,99,32,709		2,99,32,709	
Goods in Bonded Warehouse at cost				
Raw Materials	72,61,871		72,61,871	
Stores & Spare parts	23,82,548	6,72,07,515	23,82,548	6,72,07,515
(b) Sundry Debtors (Unsecured) [(Refer Note No.B (XII)]				
Debts outstanding for a period exceeding six months				
i) Considered Good	10,61,194		6,89,856	
ii) Considered doubtful	39,73,69,518		39,73,69,518	
	39,84,30,712		39,80,59,374	
Other Debts-Considered Good	15,25,659	39,99,56,371	18,41,065	39,99,00,439

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(c) Cash & Bank Balances :				
Cash in hand	56,514		37,337	
Stamps etc. in hand	1,501		1,501	
Cash with scheduled Banks :				
In Current Accounts	10,79,510		13,80,459	
In Deposit Account (For Employees' Security Deposits)	1,86,950	13,24,475	1,77,209	15,96,506
(d) Other Current Assets :				
Income accrued on investments and deposits		42,17,357		42,17,357
(e) Loans and Advances (Unsecured and considered good unless otherwise specified)				
Advances recoverable in cash or in kind or for value to be received	61,61,931		69,13,339	
Fixed Deposits with Body Corporate	25,00,000		25,00,000	
Provisional Payments of Tax and Tax deducted at source (Net of Provisions)	4,64,279		4,35,559	
Prepaid Expenses	3,48,135		4,96,607	
Deposits [including balance with the Central Excise and Customs Department -Rs. 5,84,792/- (2005-2006 - Rs.5,84,792/-)]	10,41,932		10,41,432	
Sundry Claims Outstanding	46,726	1,05,63,003	46,726	1,14,33,663
TOTAL		48,32,68,721		48,43,55,480
Particulars of Loans and Advances :		31.03.2007		31.03.2006
		Rs.		Rs.
Loans and Advances :				
Considered good		1,02,85,107		1,11,55,767
Considered doubtful		2,77,896		2,77,896
		1,05,63,003		1,14,33,663
SCHEDULE 8 - CURRENT LIABILITIES		31.03.2007		31.03.2006
		Rs.		Rs.
Sundry Creditors		26,79,54,567		28,16,08,929
Unclaimed Debentures OTS Amount		7,94,240		8,43,504
Unclaimed Public Deposits OTS Amount		37,82,399		40,80,354
TOTAL		27,25,31,206		28,65,32,787
SCHEDULE 9 - OTHER INCOME		2006-2007		2005-2006
		Rs.		Rs.
Licence Fee		12,00,000		12,00,000
Rent		10,89,640		9,89,998
Inspection Charges		25,32,113		29,91,341
Dividend received		1,50,183		-
Sundry Receipts		1,43,008		1,70,505
TOTAL		51,14,944		53,51,844
SCHEDULE 10 - EMPLOYEES				
Salaries, Wages and Bonus etc.		16,62,378		17,46,026
Contribution to Provident and other Funds		1,53,602		1,41,370
Workmen and staff welfare expenses		50,983		41,539
TOTAL		18,66,963		19,28,935

SCHEDULE 11 - ADMINISTRATION & SUNDRIES

	2006-2007 Rs.	2005-2006 Rs.
Rent	24,474	24,474
Printing, Postage, Stationery and Telephone	1,91,577	2,81,432
Bank Charges	17,616	19,785
Travelling & Conveyance	2,19,889	1,83,575
Law Charges	4,95,717	2,10,675
Consultancy Charges	13,56,859	-
Miscellaneous Expenses	2,58,354	1,71,436
Directors' Fees	1,75,600	1,65,900
Remuneration to Auditors :		
As Audit Fee	22,448	22,448
For other services	5,054	551
Survey Fee	-	1,23,000
Retainership Fee	66,000	66,000
Sundry Balances Written Off	469	32,065
Licence Fee	1,66,500	2,08,125
TOTAL	30,00,557	15,09,466

SCHEDULE 12 - CONTINGENT LIABILITIES AND NOTES ON ACCOUNTS**A. Contingent Liabilities :**

- I. Claims against the company not acknowledged as debts-Amount unascertainable.
- II. Estimated amount of contracts remaining to be executed on capital account and not provided for Rs.33,71,000/- approximately (31.3.2006-Rs.33,71,000 approximately).All these orders were placed before lockout.
- III. Differential-customs duty in respect of equipments imported by the company under project imports-Amount indeterminate and proposed to be waived under the Rehabilitation Scheme.
- IV. Arrears of dividend on preference shares -Rs.545040/-(31.3.2006-Rs.423920/-)

B. NOTES :

- I. The total liability in respect of future payment of gratuity to employees as at 31.3.2007 on the basis of actuarial valuation could not be determined. Hence, provision for incremental liability for the period 1.4.1989 to 31.3.2007 could not be made. However gratuity payments are accounted for on cash basis.
- II. Land, Buildings and Plant & Machinery of the Cotton Textile Unit located at 84/50, Kalpi Road, Kanpur were revalued as on 1st January, 1985. As a result of revaluation, the book value of the said assets had increased by Rs. 15,66,23,093/- which amount was transferred to Revaluation Reserve in 1985. Provision for depreciation for the year has been calculated on the respective revalued figures of Buildings and Plant & Machinery at the rates calculated as per Straight Line Method over residual life of such assets as assessed by the valuers. An amount of Rs.21,59,509/- has been transferred during the year from Revaluation Reserve to Profit & Loss Account representing difference between the amount of depreciation on revalued amount and the amount of depreciation on the original cost of such assets calculated in accordance with Section 205(2)(b) of the Companies Act, 1956. As desired by IFCI, Lucknow, land of the Cotton Textile Unit located at 84/50, Kalpi Road, Kanpur was again revalued during 1993-94. As a result of revaluation, the book value of the land further increased by Rs.12,05,45,342/- which amount was transferred to Revaluation Reserve Account in 1993-94.
- III. Loans from Financial Institutions shown in Schedule 3 are secured by (i) Hypothecation of all the moveable properties including moveable Plant & Machinery (save and except book debts), both present & future of the Cotton Textile Unit and (ii) joint equitable mortgage by deposit of title deeds of land and buildings of the Cotton Textile Unit, except in case of Rupee Term Loan of Rs. 1,66,64,986/-. The charges created /to be created in favour of Financial Institutions and Bank for deferred payment guarantee facilities, rank pari passu inter-se, subject to prior charges created or to be created in favour of the Company's Bankers on stocks to secure the borrowings for working capital.
- IV. Loan of Rs.82,62,916/- from a body corporate is secured by equitable mortgage of the Land, Buildings and Plant & Machinery as existing in the year 1979 of erstwhile J.K.Manufacturers Ltd., which has been amalgamated with the Company with effect from 1st January, 1986 in terms of the order dated 19th May, 1988 of Allahabad High Court.

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- V. Cash Credit and Term Loan from Bank are secured by hypothecation of stocks in trade, stores and Book Debts.
- VI. Bills discounted with Banks are secured by relevant Bills of Exchange and additional security of hypothecation of Book Debts in favour of a Bank in respect of Bills of Rs. 680.80 lacs.
- VII. Personal guarantee has been given by a Director of the Company for enhancement in cash credit and other credit facilities from a bank against indemnities furnished by the Company in his favour.
- VIII. The Company has to make payment in foreign currency of S.Fr.187,784.60 and J.Y.1,920,000 in respect of services rendered by foreign technicians for installation of imported looms in the preceding years. The Company had provided for such liability in the preceding years in accordance with the exchange rate prevailing at the time of adjustment of such liability in the preceding years by adding the amount to the cost of machinery. Adjustment in respect of additional liability on account of exchange rate difference will be made in the year of actual payment.
- IX. The Company had declared lockout in the Mill with effect from 15th May, 1989 due to severe labour unrest. The lockout still continues. In the mean time, the Company was declared a sick industrial Company and on 12th November, 2002, Rehabilitation Scheme for the Company was sanctioned by the Board for Industrial and Financial Reconstruction (BIFR), New Delhi under the provisions of Sick Industrial Companies (Special Provisions) Act, 1985. The Scheme provides for various reliefs and concessions including waiver of interest up to the Cut off date i.e. 30th September, 2002 and other charges, like rates & taxes, warehousing charges, other interest etc. in respect of various secured and unsecured loans including public deposits and sundry creditors. Interest on the amount of one time settlement (OTS) arrived at with the secured lenders is payable from six months after the date of sanction of the Scheme. The Company has, therefore, not provided for interest on secured loans after the Cut off date of 30th September, 2002 but has provided for interest on OTS amount at OTS rate of interest as per the sanctioned scheme. The Company has not been able to pay the entire OTS amount within the period envisaged in the Rehabilitation Scheme and has been seeking extension of time from the lenders/BIFR. The Company's application for rectification of some modifications in the Rehabilitation scheme allowed by AAIFR is pending for disposal. After disposal of the application for rectification by AAIFR and receipt of approval from the lenders for extension of time, the Company will pass necessary entries in the accounts for write back of interest, other charges and for giving effect to other provisions of the sanctioned Scheme. Appropriate effect in respect of Preference Shares issued by the company, secured debentures, unsecured loans and final settlement with few banks has, however, been given in the Accounts. The Accounts for the year have been prepared on the basis that the Company is a going concern.
- X. (a) Physical verification of stocks of stores and stock in trade could not be made due to inaccessibility thereto caused by lockout since 15th May, 1989 and subsequent attachment by the Government of U.P. Consequently, stocks of stores, raw-materials and finished goods have been valued on the basis of book balances as at 15.5.1989 as in the preceding year. In the absence of information regarding realisable value as at 31.3.2007, finished goods stock have been valued at realisable value prevailing in the month of lockout.
- (b) Goods in process have been valued on the basis of physical verification as at 30.4.1989. There would, however, not be material difference in quantities as on 15.5.1989. The rates for valuation of the said stock determined in the year ended 31.3.89 have been adopted this year also. Stock of loose cloth has been valued at realisable value in the month of May, 1989.
- (c) Goods in Bonded Warehouse have been valued at cost including customs duty payable.
- (d) Due to continued lockout, the condition of stocks should have deteriorated. No provision has been made for possible losses which may arise on this account as the same are not ascertainable.
- XI. No provision has been made in the Accounts for Interest on Bills drawn on Dealers discounted with Banks but not paid by the Dealers, Interest charged or recorded by the Bank at enhanced rate on cash credit and term loan but disputed by the Company and Liquidated damages in respect of overdue instalments of Term Loans, as the same are proposed to be foregone under the Rehabilitation Scheme sanctioned by BIFR.
- XII. Sundry Debtors include Rs.39,72,40,959/- due from dealers of the Company including bills discounted and outstanding with Banks. Insolvency suits have been filed against the dealers for recovery of the outstanding amount. The Company also filed winding-up petition against the guarantor Company which was decided by the High Court and Official Liquidator appointed. Further proceedings were later stayed by Hon'ble High Court and the matter is still Sub-judice. Insolvency petition has also been filed against a Director of the said guarantor Company who together stood as

guarantor in respect of Company's dues against the said dealers. No provision has been made for the losses which may arise on this account.

- XIII. Loans and Advances include:-
- (a) Rs.25,00,000/- due from a body corporate excluding interest amounting to Rs.42,17,357/- upto 31.3.1996 included under the head "Other Current Assets"
 - (b) Rs.23,24,644/- due from the suppliers.
 - (c) Advances to workers and staff as under :-
 - (i) Rs. 27,50,527/- paid to workers in 1989-90 at Rs. 1,000/- per worker as advance against legal dues.
 - (ii) Rs.4,01,128/- paid to workers as advance in the year 1977.
 - (iii) Rs.1,26,301/- paid to workers and staff.
 - (iv) Rs.4,28,223/- in respect of electricity charges and rent recoverable.

Advances specified in (b) and (c) above are regarded as recoverable on the basis of going concern concept. No provision have been made for losses which may arise in these accounts as the same are not ascertainable.
- XIV. Income-tax assessments have been completed upto the assessment year 2005-2006 and no demand is outstanding for payment. Appeals/References filed by the Department and the Company in respect of several assessment years are still pending. No provision has been made for tax liability, if any that may accrue on disposal of such appeals and/ or references as the amount is not ascertainable. Tax deducted at source aggregating to Rs. 4,64,279/- has been shown in the Balance Sheet under the head "Loans and Advances."
- XV. No provision has been made for disputed trade tax demands of Rs. 7,92,469/- for the assessment years 1988-89 and 1989-90 for which appeals are pending.
- XVI. Depreciation has been provided on Straight Line Method at the rates prescribed in Schedule XIV of the Companies Act, 1956 for single shift working as manufacturing activity remained suspended during the year.
- XVII. Interest paid includes Rs. 4,57,89,217/- on fixed loans OTS amount (2005-2006- 4,57,89,217) and Rs. 2,35,92,213/- on other OTS amount (2005-2006 - Rs. 2,51,26,844).
- XVIII. During the year, final settlement was arrived at with few banks and an unsecured creditor. As a result thereof, liabilities of Rs.85.21 Lacs and Rs.102.53 Lacs respectively were written back and credited to Profit & Loss Account.
- XIX. Balances of personal accounts of Debtors, Creditors, Deposits, Loans and Advances are subject to confirmation and reconciliation. Balances of Principal amounts due to Financial Institutions and Banks have been confirmed but other balances are subject to confirmation. Few bank accounts could not be reconciled for want of information from banks.
- XX. In response to the Notification No .GSR 129(E) dated 22.2.99, issued by the Department of Company Affairs (DCA) requiring disclosure of the amounts due to Small Scale Industrial Undertakings, in the absence of information whether the creditor is a Small Scale Industrial Undertaking and on account of closure of the Company's manufacturing Unit since 1989, the required information cannot be given.
- XXI. The Company had received from the Authorised Officer, Employees' State Insurance Corporation, Kanpur, a recovery letter dated 11.8.95/28.8.95 under Section 45-C to 45-I of the ESI Act, 1948 for alleged non-payment of contributions amounting to Rs.2,37,235/- for the period from May, 1978 to October, 1988 in respect of its employees plus interest of Rs.4,27,316/- upto 31.7.95 and further interest of Rs. 97.49 for each day of delay/default. The recovery has been disputed by the Company and the Hon'ble High court, Allahabad has stayed recovery of the interest. The contribution amount of Rs.2,37,235/- has been deposited by the company during the year 2004-05. As per the rehabilitation scheme sanctioned by BIFR, interest and penal levies relating to ESI dues are proposed to be foregone.
- XXII. The Lockout declared in the Mill with effect from 15th May, 1989 continued during the year. No provision has been made for salary, wages, etc. for the period of lockout. However, during the year ended 31st March, 1990, amounts aggregating to Rs.22,98,560/-, equivalent to one month's fixed wages were paid as interim relief to the workers pursuant to the Order of the Hon'ble Allahabad High Court and debited to "Wages & Salaries Account". The wages for the period upto 31.12.1990 for which show cause Notices/Recovery Certificates issued by the Labour Department were received by the Company amount to Rs.7,18,28,016/-. The Hon'ble Allahabad High Court has stayed the recovery proceedings in a writ petition filed by the Company. The wages and other dues of workmen for the Lockout period are proposed to be foregone under the Rehabilitation Scheme sanctioned by BIFR.
- XXIII. Excise duty in respect of goods manufactured by the Company according to the method of accounting consistently

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

followed by the Company and also considering the accepted practice of the Excise Authorities that excise duty is generally payable on removal of goods, is accounted for at the time of removal of goods from the factory for sale and/or captive consumption. Hence no provision for excise duty payable on closing stock of finished goods has been made. However, it has no effect on the loss for the year.

- XXIV. Unsecured loans towards Promoters' contribution to the extent of Rs.12 Crores (Rs.10.79 Crores received by 31.03.2007) and principal dues of Rs.8.92 Crores to an Associate Company shown as Sunday Creditors under the head 'current liabilities' are subject to conversion into equity as per the rehabilitation Scheme of the Company.
- XXV. Since the Mill is under prolonged lockout, it has not been considered necessary to separately disclose the accounting policy.
- XXVI. The company does not have deferred tax liability as envisaged in Accounting Standard 22 issued by the ICAI. Deferred Tax assets (net) have not been recognised in view of present uncertainty of their realization and pending accounting entries for giving effect to the provisions of the Rehabilitation Scheme.
- XXVII. Impairment losses, if any, as per Accounting Standard AS 28 issued by the institute of Chartered Accountants of India could not be computed as Mill is under Lock-out and attachment from May, 1989 and Rehabilitation scheme sanctioned by BIFR is under implementation.

XXVII. Earning per share (EPS)	2006-2007 Rs./Lacs	2005-2006 Rs./Lacs
(a) Net profit available for equity shareholders before exceptional items (numerator used for calculations)	(-) 784.12	(-) 780.22
(b) Weighted average number of equity shares used as denominator for calculation of EPS	26,57,750 Rs.	26,57,750 Rs.
(c) Basic and diluted earning per share of Rs. 10/- each	(-) 29.50	(-) 29.36

XXVIII. Related party disclosure

List of related parties with whom transactions have taken place during the year :

A. Particulars of Associate Companies

1. J. K. Synthetics Ltd.

B. Entities over which Key management personnel have significant influence.

1. J. K. Cement Ltd.
2. Yadu International Ltd.

C. Key management personnel

- a) Dr. Gaur Hari Singhania Chairman
b) ShriYadupati Singhania Vice-Chairman

D. Relatives of Key management personnel

- a) Smt. Sushila Singhania
b) Smt. Kavita Singhania

Details of transactions are as follows :

	2006-2007 Rs./Lacs	2005-2006 Rs./Lacs
1. Remuneration		
- Key Management Personnel	Nil	Nil
2. Unsecured Loan received from Key Management Personnel	30.00	15.00
3. Unsecured Loan received from Yadu International Ltd.	53.00	119.00
4. Unsecured Loan received from relatives of Key Management Personnel	5.00	Nil
5. Rent received from :		
i) J.K. Synthetics Ltd.	12.00	12.00
ii) J.K. Cement Ltd.	3.60	3.60
6. Rent paid to Associate company	1.67	2.08

Outstanding balances as at March 31, 2007

- Due to :		
i) J. K. Synthetics Ltd.	1311.46	1311.46
ii) Yadu International Ltd.	172.00	119.00
- Due from J. K. Cement Ltd.	Nil	1.40
- Due to Key Management Personnel	566.60	536.60
- Due to relatives of Key Management Personnel	424.50	419.50

There are no transactions with the Key Management Personnel except (i) fee Rs. 36,600/- paid to them for attending Board Meetings, (ii) Unsecured loans due to them amounting to Rs. 566.60/- as on 31st March, 2007.

XXX. The company has only one line of product, viz. synthetic blended fabrics and is managed organisationally as a single unit. Therefore no separate segment is identifiable as required by Accounting Standard 17 issued by the ICAI.

XXXI. The figures of the previous year, where necessary, have been recast and regrouped to make them comparable with the figures of this year.

XXXII. Schedules 1 to 13 form integral part of the Accounts.

SCHEDULE 13 - ADDITIONAL INFORMATION

A. INFORMATION PURSUANT TO THE PROVISIONS OF PARAGRAPHS 3,4C AND 4D OF PART II OF SCHEDULE VI TO THE COMPANIES ACT, 1956

1. Capacities and production as at 31.3.2007

Class of goods	Unit	*Licenced Capacity	*Installed capacity	Actual production (Packed)
Textiles	Nos. Ring Spindles	74,440 (74,440)	48,096 (48,096)	
	Nos. Looms	Not specified (Not specified)	987 (987)	
Cloth	Metres	-	-	-
Fents, Rags, and Chindies	Kgs.			(-)
Yarn	Kgs.			(-)

* Licenced and Installed capacities are certified by the management

2. Opening and Closing stocks of Goods produced (Packed) during the year 2006-2007

		Opening Stock		Closing Stock	
		Quantity	Amount Rs.	Quantity	Amount Rs.
Cloth	Metres	7,11,955 (7,11,955)	1,47,73,104 (1,47,73,104)	7,11,955 (7,11,955)	1,47,73,104 (1,47,73,104)
Fents, Rags and Chindies	Kgs.	6,673 (6,673)		6,673 (6,673)	
Yarn	Kgs.	- (-)	- (-)	- (-)	- (-)

Note : Previous year figures are given in the brackets.

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

B. INFORMATION PURSUANT TO THE PROVISIONS OF PART IV OF SCHEDULE VI TO THE COMPANIES ACT, 1956
Balance Sheet Abstract and Company's General Business Profile.

(Amount in Rs. Thousands)

I. Registration details			
Registration No.	20-00275	State Code	20
Balance Sheet date	31.3.2007		
II. Capital raised during the year			
Public Issue	Nil	Right Issue	Nil
Bonus Issue	Nil	Private Placement	Nil
III. Position of mobilisation and Deployment of funds			
Total Liabilities	53,11,088	Total Assets	53,11,088
Sources of Funds :			
Paid-up Capital	28,149	Reserves & Surplus	1,90,073
Secured Loans	49,68,867	Unsecured Loans	1,23,999
Application of Funds :			
Net Fixed Assets	2,04,304	Investments	1,005
Net Current Assets	2,10,738	Misc. Expenditure	Nil
Accumulated Losses	48,95,041		
IV. Performance of Company			
Turnover (Interest, Other Income and exceptional items)	23,659	Total Expenditure	83,372
Loss before tax	59,713	Loss after tax	59,738
Earning per share	Negative	Dividend Rate (%)	Nil
V. Generic Name of principal products/Services of Company (As per Monetary Terms)			
Item Code No. (ITC Code)	551200, 551400	Product description	Syn. Blended Fabrics

For P. L. TANDON & CO.,
 Chartered Accountants
 RAJENDRA GUPTA
 Partner
 Kanpur
 Dated : 15th May, 2007

S. K. KEDIA
 Secretary

GAUR HARI
 P.K. SARAF
 LALIT MOHAN

} Director

AUDITORS' REPORT

TO THE MEMBERS OF JUGGILAL KAMLAPAT COTTON SPINNING AND WEAVING MILLS COMPANY LIMITED.

1. We have audited the attached Balance Sheet of JUGGILAL KAMLAPAT COTTON SPINNING AND WEAVING MILLS COMPANY LIMITED as at 31st March, 2007, Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 & 5 of the said order.
4. Further to our comments in the Annexure referred to above, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law, have been kept by the company so far as appears from our examination of those books;
 - c) The Balance Sheet, Profit & Loss Account and Cash Flow statement dealt with by this report are in agreement with the books of accounts;
 - d) In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956 except for comments in Para f (ii), f (iv), f (v) and f (x) below;
 - e) On the basis of written representation received from the directors, as on 31st March, 2007 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2007 from being appointed as a director in terms of clauses (g) of sub-section (1) of Section 274 of the Companies

Act, 1956 except Dr. Gaur Hari Singhania, Mr. Govind Hari Singhania and Mr. Yadupati Singhania.

- f) (i) Attention is invited to Note No. (xx) regarding non-disclosure of the amounts payable to Small Scale Industries.
- (ii) Note No. (i) regarding non-determination of total liability for leave encashment and for retirement gratuity as at 31.03.2007 and inadequate provision for such liabilities.
- (iii) Note No. (ix) regarding lock-out in the Mills since 15th May, 1989 and accounts having been prepared on the basis that the company is a going concern.
- (iv) Note No. (x) regarding physical verification of stock, determination of extent of deterioration in quality and valuation of stock-in-trade and stores and spare parts.
- (v) Note No. (xxv) regarding non-disclosure of Accounting Policy.
- (vi) Note No. (xlii) regarding non-provision for losses which may arise due to non-recovery of various amounts specified in the note which are shown in the Balance Sheet as "good" but in respect of which no recoveries have been effected and for which we are unable to express any opinion.
- (vii) Note No. (xv) regarding non-provision for disputed Trade Tax liability.
- (viii) Note No. (xxii) regarding non-provision for salary, wages etc. for lock-out period.
- (ix) Note No. (xxiii) regarding non provision of excise duty on closing stock of finished goods.
- (x) No provision has been made for diminution in value of investment.
- (xi) Attention is drawn to Note No. (ix) regarding provision of interest at OTS rate on OTS amount.
- (xii) Note No. (xii) regarding non-provision for doubtful debts in respect of dealers owing Rs. 39,72,40,959/- from whom no recoveries could be made.
- (xiii) We further report that, without considering items mentioned at f (ii) to f (xi) above, the effect of which could not be determined and had the observations made by us in para f (xii) above been considered, the loss for the year would have been for Rs. 4569.54 Lacs (as against reported figure of Rs. 597.13 Lacs). Debit balance in Profit & Loss Account would have been for Rs. 52922.82 Lacs (as against the reported figure of Rs. 48950.41

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

Lacs) and Sundry Debtors would have been for Rs. 27.15 Lacs (as against the reported figure of Rs. 3999.56 Lacs).

- (g) Subject to the foregoing and read with other notes, in our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
- (i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2007;
- (ii) In the case of the Profit and Loss Account, of the Loss of the Company for the year ended on that date; and
- (iii) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that date.

For P. L. TANDON & CO.
Chartered Accountants
RAJENDRA GUPTA
Partner
Membership No. 73250

Place : Kanpur
Dated : 15.05.2007

ANNEXURE TO THE AUDITORS' REPORT

Re : Juggilal Kamlapat Cotton Spinning & Weaving Mills Company Limited (Referred to in Paragraph (3) of our report of even date)

- (i) In respect of its Fixed Assets :
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets acquired during the year 1961 and onwards other than Furniture and Fittings, Office Equipments and a part of Plant and Machinery comprising Electric Fittings and Equipments.
- (b) Fixed Assets have not been physically verified during the year by the Management due to lock-out in the Mill.
- (c) In our opinion and according to the information and explanations given to us, the Company has not made any disposal of Fixed assets during the year.
- (ii) In respect of its Inventories :-
- (a) The inventories have not been physically verified by the management during the year.
- (b) & (c) We are unable to give our comments on Para 4 (ii) (b) & (c) of Companies (Auditor's Report) Order, 2003 as no physical verification was carried out due to lock-out in the Mill.
- (iii) In respect of Loans Secured or Unsecured, granted or taken by the Company to or from Companies, Firms or other Parties covered in the Register maintained under section 301 of the Companies Act, 1956, according to the information and explanations given to us :-
- (a) The Company has not granted any Loan to Companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. As the Company has not granted any loans secured or unsecured to parties listed in the register maintained under section 301 of the Companies Act, 1956, the paragraphs 4 (iii) (b), (c) and (d) of the Companies (Auditor's Report) Order, 2003 are therefore, not applicable.
- (e) The Company had / has taken interest free Unsecured Loans from five parties covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 1163.10 lacs and the year end balance of loans taken from such parties was Rs. 1163.10 Lacs.
- (f) The terms and conditions of such interest free Unsecured Loans are, in our opinion, prima facie not prejudicial to the interest of the Company.
- (g) There is no stipulation for the repayment of aforesaid loans.
- (iv) Due to Lock-out in the Mill there are no transactions of Purchase of inventories, and sale of goods. Hence comment on Paragraph 4 (iv) of Companies (Auditor's Report) Order, 2003 can not be made.
- (v) In respect of transactions entered in the register maintained in pursuance of section 301 of the Companies Act, 1956.
- a. According to the information and explanations given to us, we are of the opinion that the particulars of all contracts or arrangements 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 explanations given to us, the transactions 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 Rs. Five Lacs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market price at the relevant time.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the provisions of sections 58A and

58AA and other relevant provisions of the Companies Act, 1956. Accordingly paragraph 4(vi) of the Companies (Auditor's Report) Order, 2003 is not applicable.

(vii) Internal audit has not been carried out during the year in view of comments in Para (iv) above.

(viii) Due to Lock-out in the Mill, no manufacturing activity was carried out during the year and, therefore, cost records required under section 209 (1) (d) of the Companies Act, 1956 were not maintained.

(ix) According to the information and explanations given to us, in respect of statutory and other dues

(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employees state insurance, income tax, Trade tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues applicable to it.

(b) According to the information and explanations given to us following undisputed amount was payable in respect of aforesaid dues which was in arrear as at 31st March, 2007 for a period more than six months from the date they became payable.

Name of Statute	Nature of Dues	Amount (Rs.)	Period to which amount relates
Central Excise Act	Levy on Yarn production	4,59,535.00	Various Years

(c) According to the records of the Company, income tax, trade tax, wealth tax, service tax, custom duty, excise duty and cess which have not been deposited on account of any dispute, are as follows :-

Name of Statute	Nature of Dues	Amount (Rs.)	Forum where Dispute is Pending
Trade Tax Act	Trade Tax	42,469.00	Trade Tax Tribunal
Trade Tax Act	Penalty on Trade Tax	7,50,000.00	High Court Allahabad
Miscellaneous	Other	4,97,878.00	Kanpur Nagar Nigam & Jal Sansthan Kanpur

(x) The Company's accumulated Losses at the end of the financial year are more than its net worth and has incurred Cash Losses during the financial year covered by our audit and immediately preceding financial year.

(xi) BIFR has sanctioned a Rehabilitation Scheme and one time settlement of dues of Financial Institutions, Banks and Debenture holders. The default in payment of dues as on 31.03.2007 as per OTS Scheme is as under :-

Banks	Rs. 27,34,01,760.00
Financial Institutions	Rs. 53,02,52,219.00

(xii) As explained to us, the Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures or any other securities.

(xiii) 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.

(xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. All the investments are held by the Company in its own name.

(xv) According to the information and explanations given to us the company has not given any Guarantee for Loans taken by others from Banks and Financial Institutions.

(xvi) The Company has not raised any new Term Loans during the year.

(xvii) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we report that no funds raised on short term basis have been used for long term investments.

(xviii) According to the information and explanations given to us, the Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year.

(xix) According to the information and explanations given to us and records examined by us, Securities have been created in respect of the debentures issued.

(xx) The Company has not raised any money by Public issue during the year.

(xxi) 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 our audit.

For P. L. TANDON & CO.
Chartered Accountants
RAJENDRA GUPTA
Partner
Membership No. 73250

Place : Kanpur
Dated : 15.05.2007

PROXY

JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

I/We

of

being a Member/Members of JUGGILAL KAMLAPAT COTTON SPINNING & WEAVING MILLS CO. LTD.

hereby appoint Shri

of or failing him Shri

of or failing him Shri

of as my/our proxy in my/our absense to attend and vote for me/us and on my/our behalf at the 84th Annual General Meeting of the Company to be held on Tuesday, the 26th June 2007 and at any adjournment thereof.

AS WITNESS my/our hand/hands this day of2007.

Signed by the said

Re 1/-
Revenue
Stamp

Note : This proxy must be deposited at the Registered Office of the Company at Kamla Tower, Kanpur, not less than 48 hours before the time fixed for holding the meeting.

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Kanpur-208 001

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