
SLEEK INTERNATIONAL PRIVATE LIMITED

(Formerly known as Silverline Wire Products Private Limited)

BOARD OF DIRECTORS

Shri Manish Choksi Chairman

Shri Pragyan Kumar Director

Shri Rajesh Ahuja Managing Director

Shri Monesh Ahuja Executive Director

AUDITORS

M/s. Doshi Praveen & Co., Chartered Accountants (Registration No. 102742W)

M/s. BSR & Co. LLP, Chartered Accountants (Registration No. 101248W/ W-100022)

REGISTERED OFFICE

301/302, D/G Wing, 3rd Floor, Lotus Corporate Park, Graham Firth Compound, W E Highway, Goregaon(East), Mumbai - 400063

Board's Report

Dear Members,

Sleek International Private Limited

Your Directors have pleasure in presenting the Twenty Third Annual Report of your Company and the Audited financial statements for the financial year ended 31st March, 2015.

FINANCIAL PERFORMANCE

The financial performance of your Company for the year ended 31st March, 2015 is summarized below:-

Particulars	₹ In Lacs)		₹ In Lacs)	
	Standalone		Consolidated	
	Year Ended 31st March 2015	Year Ended 31st March 2014*	Year Ended 31st March 2015	Year Ended 31st March 2014*
Revenue from Sale of Goods and Services (Net of Discounts and Excise Duty)	11,700.28	7,944.72	11,913.98	8,913.89
Other Operating Revenue	52.58	163.33	64.55	95.71
Other Income	428.40	386.99	528.81	368.09
Total Revenue	12181.26	8495.04	12507.34	9377.69
Expenses	12971.25	8322.43	12933.29	8988.42
Earnings before Interest, Tax, Depreciation and Amortization (EBITDA)	(790.00)	172.61	(425.95)	389.27
Less: Finance Costs	43.87	57.53	50.57	123.80
Less: Depreciation and Amortisation Expenses	839.48	472.59	973.56	379.21
Loss before Tax	(1,673.34)	(357.51)	(1,450.08)	(113.73)
Provision for Tax	-	-	-	-
- Short/ (Excess)	-	-	-	-
- Deferred Tax	-	13.75	-	174.08
Loss after tax	(1,673.34)	(371.26)	(1,450.08)	(287.81)
Minority Interest	-	-	(25.69)	(9.97)
Loss after tax and Minority Interest	(1673.34)	(371.26)	(1,475.77)	(297.79)

*Previous year figures have been regrouped/rearranged wherever necessary.

OVERVIEW OF THE COMPANY'S PERFORMANCE AND STATE OF AFFAIRS

The Net revenue from Operations on standalone basis has increased to ₹ 11996.62 lakhs as against ₹ 7966.04 lakhs in the previous year and the loss after tax for the current year is ₹ 1673.34 lakhs as against a loss of ₹ 371.26 lakhs in the previous year.

Since there are losses during the year, no amount is carried or transferred to any reserve.

The Company has, during the course of the year, taken several initiatives to streamline the businesses, bring in operational efficiencies and be in a position to achieve scalability.

Both of the models of business - providing full kitchen solutions to consumers and providing storage accessories and components to carpenters for setting up consumer kitchens - are being taken forward.

New dealers for Full Kitchens and new network for components have been appointed in several states. For expansion of network, your Company has tried to leverage the existing dealer network of Asian Paints Limited. The business is building up at these stores with footfalls and conversions increasing over time. Working with the this dealer network for building the network for modular kitchens will continue to be taken forward in 2015-16 and further as well. The Company aims to increase its presence across other states as well in the coming year, while strengthening its foothold in existing states.

The Company also runs its own retail modular kitchen outlets across Mumbai and other metros (currently 26 in number). During the year, it focused on improving operational efficiency at these stores while a decision was also taken to close 7 unprofitable stores. Simultaneously, 2 new stores were opened in Mumbai. The Company will continue to closely monitor its Retail store portfolio to improve sales and profitability.

The Company's Project division showed a healthy sales growth of 28% y-o-y, which included supply to some renowned builders in and around Mumbai. Projects will be an important and exciting segment in the coming years with many builders across the country keen to provide improved amenities to their customers, including modular kitchens, in which the Company enjoys a good brand presence.

The Company has during the year also optimized the capacity available at its subsidiary company, Kitchen Grace India Private Limited ("KG IPL"), for shutters and carcasses to ensure availability and faster turnarounds. During the year, the Company acquired the balance 13.99% stake in KG IPL from the minority shareholder, thus making KG IPL a 100% subsidiary of SIPL with effect from 1st January, 2015.

Further, the Board of Directors of the Company at their meeting held on 14th Jan 2015 have approved a scheme of amalgamation of KG IPL with the Company, pursuant to the provisions of sections 391 to 394 and other applicable provisions, if any, of the Companies Act, 1956 and other applicable provisions of Companies Act, 2013 and subject to receipt of all necessary consents and approvals including the approval of the shareholders and creditors of the Company as may be required and the sanction of the Hon'ble High Court of Judicature at Bombay ("High Court") or such other competent authority as may be applicable. The Company is in the process of filing the application and the necessary Scheme envisaging the said merger in the High Court.

The Company ended the year with revenue of ₹ 117.53 crores and a Loss after Tax of ₹ 16.73 crores. Sleek Group ended the year with revenue of ₹ 119.79 crores and a Loss after Tax and Minority Interest of ₹ 14.76 crores. Reasons for the loss include the less than expected sales value growth and increase in employee costs. During the year, manpower strength at the Company has been substantially increased to support the country-wide kitchen store and components expansion plans. Other costs such as those in Information technology etc. have also increased as the Company has incurred these in order to improve its operational efficiency to support the expansion plan in the coming years. However, sale growth in terms of value have not kept pace as per expectations due to unfavorable market conditions in some of the Company's major markets and slower than expected expansion through dealer model. Nevertheless, there have been dealer openings across several states during the year, which will continue over the coming year as well, and the management is confident that this will translate into healthy sales and an improving bottom-line in the coming years.

Further, there are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

Also, there has been no change in the nature of business during Financial Year 2014-15.

DIVIDEND

Your Directors do not recommend payment of dividend for the financial year ended 31st March, 2015.

INDUSTRIAL RELATIONS

During the year under review, industrial relations at the Company's unit continued to remain cordial and peaceful.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

There are adequate internal controls commensurate with the size of the Company and the nature of the business with regard to purchase of inventories and fixed assets and with regard to sale of goods and services and other operations of the Company.

COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

During the Financial Year 2014-15, the Company has acquired an additional stake of 13.99% in its subsidiary company M/s. Kitchen Grace India Private Limited (KG IPL), making KG IPL a Wholly Owned Subsidiary of the Company.

FINANCIAL POSITION AND PERFORMANCE OF SUBSIDIARY COMPANY

Name of Subsidiary Company: Kitchen Grace (India) Private Limited

(₹ In Lacs)

Particulars	Year Ended 31st March 2015	Year Ended 31st March 2014
Revenue from Sale of Goods and Services (Net of Discounts and Excise Duty)	235.65	1526.29
Other Operating Revenue	729.79	56.60
Other Income	116.03	10.65
Total Revenue	1081.47	1593.54
Expenses	701.81	1391.78
Earnings before Interest, Tax, Depreciation and Amortization (EBITDA)	379.66	201.76
Less: Finance Costs	22.32	95.83
Less: Depreciation and Amortization Expense	134.09	(93.39)
Profit before Tax	223.25	199.32
Provision for Tax		
- Current (Less MAT Credit Entitlement)	----	----
- Deferred Tax	----	160.32
Profit After tax	223.25	39.00

DIRECTORS/ KMPs

- In accordance with Section 152 of the Companies Act, 2013, Shri Manish Choksi retires at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Your Directors recommend his re-appointment as a Non – Executive Director of the Company.

- The Board of Directors at their meeting held on 10th October, 2014, appointed Shri Pragyan Kumar as an Additional/ Non-Executive Director of your Company. Accordingly, Shri Pragyan Kumar is being appointed as the Director of your Company at the ensuing Annual General Meeting. Your Directors recommend his appointment as a Director of your Company.

Appropriate resolutions for the appointment/ re-appointment of Directors are being placed before the members for approval at the ensuing Annual General Meeting.

- Shri Jayesh Merchant ceased to be a Non-Executive Director of the Company with effect from 10th October 2014. The Board places on record its appreciation for his valuable contribution during his tenure as a Director of the Company.
- Shri Rajesh Ahuja and Shri Monesh Ahuja vacated their offices as Managing Director and Executive Director respectively on 17th September 2014 as the applications filed with the Central Government for their appointment and remuneration under Section 269 read with Schedule XIII of the Companies Act 1956 were rejected.

Shri Rajesh Ahuja and Shri Monesh Ahuja were re-appointed as Managing Director and Executive Director respectively w.e.f. 17th September 2014 in a meeting of the Board of Directors and the said appointments were approved by the shareholders in an Extra-Ordinary General Meeting held on 18th September 2014.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- the accounting policies as mentioned in Note 1 to the Notes to the financial statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at 31st March, 2015 and profit and loss of the company as on that date;
- proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the annual accounts have been prepared on a going concern basis;
- proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

MEETINGS OF THE BOARD:

The Company prepares a calendar of meetings of the Board in advance so as to allow the Directors to block their calendars.

During the financial year ended 31st March, 2015, Nine (9) meetings of the Board of Directors were held and the maximum time gap between two (2) meetings did not exceed one hundred and twenty days.

The dates of the Board meetings are as under:

Date(s) on which meeting(s) were held	
1. 2nd May 2014	6. 10th October 2014
2. 7th May 2014	7. 1st January 2015
3. 14th July 2014	8. 14th January 2015
4. 26th August 2014	9. 16th March 2015
5. 17th September 2014	

AUDIT COMMITTEE

Your Company is not required to constitute an Audit Committee for the financial year 2014-15, since it did not fall within the prescribed class of companies in accordance with the provisions of Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions have been sanctioned at a meeting of the Board of Directors.

The details of the related party transactions are set out in Note 39 to the financial statements forming part of this Annual Report.

The Form AOC- 2 pursuant to clause (h) of sub-section 3 of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as "Annexure [1]".

AUDITORS

At the 22nd Annual General Meeting of your Company, M/s. BSR & Co LLP, Chartered Accountants (Registration No. 101248W/W-100022) were appointed as the Statutory Auditors to hold office till the conclusion of the 23rd Annual General Meeting.

M/s. B S R & Co., LLP, Chartered Accountants, who retire at the ensuing Annual General Meeting of your Company are eligible for re-appointment. Your Company has received written consent and a certificate that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 and that the appointment, if

made, shall be in accordance with the applicable provisions of the Companies Act, 2013 and rules issued thereunder.

Pursuant to Section 139(1) of the Companies Act, 2013, the Board of Directors recommends the appointment of M/s. B S R & Co., LLP, Chartered Accountants, as the Statutory Auditors of your Company for a period of 5 years, from the conclusion of the ensuing 23rd Annual General Meeting till the conclusion of the 28th Annual General Meeting subject to ratification by the shareholders at each Annual General Meeting to be held hereafter.

There are neither qualifications, reservations nor adverse remarks made by the auditors in their report, nor has the Company received any report for frauds noticed or acknowledged by the Auditors during Financial Year 2014-15.

PARTICULARS OF EMPLOYEES

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

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

Since the Company is a Trading Company and does not have its own factory set up as on date, the provisions related to Conservation of Energy and Technology Absorption are not applicable.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

As required under Section 134(3)(m) of the Companies Act, 2013, read with The Companies (Accounts) Rules, 2014, the particulars in respect foreign exchange earnings and outgo are mentioned herein below:

Foreign Exchange Earnings:

(in ₹ Lacs)

		2014-15	2013-14
a.	Export of traded goods at FOB value	-	0.79
b.	Sales Commission	8.86	-

Foreign Exchange Outgo:

CIF value of Imports:

(in ₹ Lacs)

		2014-2015	2013-2014
a.	Capital goods	11.76	53.98
b.	Traded goods (Kitchen components)	2000.27	996.90
Total		2012.03	1050.88

Value of Imported Raw Materials:

(in ₹ Lacs)

	2014-15	2013-14
Raw materials Imported (including value of consumption of imported raw materials purchased through indigenous sources)	75.28	----

Expenditure in foreign currency:

(in ₹ Lacs)

		2014-15	2013-14
a.	Travelling and Training Expenses	1.68	4.51
b.	Staff welfare expenses	0.65	1.15
	Total	2.33	5.30

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposit within the meaning of Section 73 and 74 of the Companies Act, 2013, read together with the Companies (Acceptance of Deposit) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments, if any, covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

RISK MANAGEMENT POLICY

The Management of the Company reviews strategic and operational performance on a monthly basis. Major risks facing the Company as well as internal audit observations are also discussed at these reviews and action plans are framed accordingly. The senior management team has also undergone a training organized by the Parent Company during the year on risk management framework.

SHARE CAPITAL

The paid up Equity Share Capital as on 31st March, 2015 was ₹ 12,21,800/- (Rupees Twelve Lacs Twenty One Thousand Eight Hundred Only). During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT- 9 is annexed herewith as "Annexure -[2]".

COST AUDITORS

Your Company is not required to maintain cost records as per the Companies (Cost Records and Audit) Amendments Rules, 2014

GENERAL

No reporting or disclosures are required on the below mentioned matters as the same are not applicable to the Company during Financial Year 2014-15. The Company does not fall within the prescribed class of companies as specified in the relevant sections of the Act and rules made thereunder:

- Declaration by Independent Directors under Section 149(6) of Companies Act, 2013
- Audit Committee under Section 177 of the Companies Act 2013 read with Rule 6 of Companies (Meetings of the Board and its Powers) Rules, 2014
- Nomination and Remuneration Committee under Section 178 of the Companies Act 2013 read with Rule 6 of Companies (Meetings of the Board and its Powers) Rules, 2014
- Policy on corporate social responsibility under Section 135 of Companies Act 2013 read with Rule 9 of Companies (Accounts) Rules, 2014
- Secretarial Audit Report Section 204 of the Companies Act 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

No reporting or disclosures are required on the below mentioned matters as there are no transactions related thereto during the financial year 2014-15:

- No orders have been passed by the regulators or courts or tribunals which would have an impact on the going concern status of the Company and its future operations.
- The Company has not accepted any deposit within the meaning of Section 73 and 74 of the Companies Act, 2013, read together with the Companies (Acceptance of Deposit) Rules, 2014.
- The Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.
- There are no cases filed pursuant to the Sexual Harassment Of Women At Workplace (Prevention, Prohibition & Redressal) Act, 2013

ACKNOWLEDGEMENTS

Your Directors wish to place on record their appreciation on the contribution and support by the employees, bankers, vendors, customers and other stakeholders of your Company. Your Directors also acknowledge the support and assistance received from Asian Paints Limited, holding Company and all its employees for their contribution during the year.

FOR AND ON BEHALF OF THE BOARD

PRAGYAN KUMAR	RAJESH AHUJA
DIRECTOR	MANAGING DIRECTOR

Date: 30/04/2015

Place: Mumbai

ANNEXURE [1] TO BOARD'S REPORT

FORM AOC – 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) date(s) of approval by the Board NIL
- (g) Amount paid as advances, if any:
- (h) Date on which the special resolution was passed
- (i) Amount paid as advances, if any:
- (j) Date on which
 - (a) the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts / arrangements/transactions NIL
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
- (e) Date(s) of approval by the Board, if any:
- (f) Amount paid as advances, if any:

For and on behalf of the Board

PRAGYAN KUMAR
DIRECTOR

RAJESH AHUJA
MANAGING DIRECTOR

Date: 30th April, 2015

Place: Mumbai

Extract of Annual Return**Form No. MGT-9**

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN:-	U31300MH1993PTC070859		
ii) Registration Date	18	02	1993
	Date	Month	Year
iii) Name of the Company	Sleek International Private Limited		
iv) Category of the Company: - [Pl. tick]			
1	Public Company		
2	Private company	√	
		(However, it is a subsidiary of a Public Company)	
Sub Category of the Company:- [Please tick whichever are applicable]			
1	Government Company		
2	Small Company		
3	One Person Company		
4	Subsidiary of Foreign Company		
5	NBFC		
6	Guarantee Company		
7	Limited by shares		
8	Unlimited Company		
9	Company having share capital	√	
10	Company not having share capital		
11	Company Registered under Section 8		
v) Address of the Registered Office and Contact Details:			
Company Name	Sleek International Private Limited		
Address	301/302, D/G Wing, 3rd Floor, Lotus Corporate Park, Graham Firth Compound, W E Highway,		
Town / City	Goregaon (East), Mumbai		
State	Maharashtra		
Pin Code	400063		
Country Name	India		
Country Code	IN		
Telephone with STD Area Code Number	022 6107 5400		
Fax Number	022 6107 5400		
Email Address	compliance@sleekworld.com		
Website, if any	www.sleekworld.com		
Name of the Police Station having jurisdiction where the registered office is situated	Vanrai Police Station, Opp. Hub Mall, Goregaon East, Mumbai - 400063		
vi) Whether shares listed on recognized Stock Exchange(s)	No		
vii) Name and Address of Registrar & Transfer Agents (RTA)	NA		

[illegible]

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
(2) Institutions	----	----	----	----	----	----	----	----	----
a) Mutual Funds	----	----	----	----	----	----	----	----	----
b) Banks / FI	----	----	----	----	----	----	----	----	----
c) Central Govt.	----	----	----	----	----	----	----	----	----
d) State Govt(s)	----	----	----	----	----	----	----	----	----
e) Venture Capital Funds	----	----	----	----	----	----	----	----	----
f) Insurance Companies	----	----	----	----	----	----	----	----	----
g) FIs	----	----	----	----	----	----	----	----	----
h) Foreign Venture Capital Funds	----	----	----	----	----	----	----	----	----
i) Others (specify)	----	----	----	----	----	----	----	----	----
Sub-total (B)(1):-	----	----	----	----	----	----	----	----	----
2. Non-Institutions	----	----	----	----	----	----	----	----	----
a) Bodies Corp.	----	----	----	----	----	----	----	----	----
i) Indian	----	----	----	----	----	----	----	----	----
ii) Overseas	----	----	----	----	----	----	----	----	----
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh									
c) Others (specify)									
Sub-total (B)(2):-									
Total Public Shareholding (B)=(B)(1)+ (B)(2)									
C. Shares held by Custodian for GDRs & ADRs	----	----	----	----	----	----	----	----	----
Grand Total (A+B+C)	----	122180	122180	100	----	122180	122180	100	----

B. Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change In share Holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Thakur Ahuja	8667	7.09	----	8667	7.09	----	----
2	Jyoti Ahuja	8000	6.55	----	8000	6.55	----	----
3	Rajesh Ahuja	22404	18.34	----	22404	18.34	----	----
4	Monesh Ahuja	20797	17.02	----	20797	17.02	----	----
5	Asian Paints Limited	62308	51.00	----	62308	51.00	----	----
6	Asian Paints Ltd jointly with Manish Choksi	1	0.00	----	1	0.00	----	----
7	Asian Paints Ltd jointly with Jayesh Merchant	1	0.00	----	1	0.00	----	----

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change In share Holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
8	Asian Paints Ltd jointly with Jalaj Dani	1	0.00	----	1	0.00	----	----
9	Asian Paints Ltd jointly with Amit Syngle	1	0.00	----	1	0.00	----	----
	Total	122180	100.00	----	122180	100.00	----	----

C. Change in Promoters' Shareholding

There has been no change in shareholding of the Promoters during the year.

D. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): NA

E. Shareholding of Directors and Key Managerial Personnel:

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Manish Choksi At the beginning of the year	1 (jointly with Asian Paints Limited)	0.00	1	0.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc): At the End of the year	----	----	1	0.00
		1 (jointly with Asian Paints Limited)	0.00	1	0.00
2.	Jayesh Merchant (Ceased as Director w.e.f. 10.10.2014) At the beginning of the year	1 (jointly with Asian Paints Limited)	0.00	1	0.00
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/ sweat equity etc): At the End of the year	----	----	1	0.00
		1 (jointly with Asian Paints Limited)	0.00	1	0.00
3.	Pragyan Kumar (appointed w.e.f. 10.10.2014) At the beginning of the year	----	----	----	----
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/ sweat equity etc):	----	----	----	----

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4.	At the End of the year	----	----	----	----
	Rajesh Ahuja				
	At the beginning of the year	22404	18.34	22404	18.34
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/ sweat equity etc):	----	----	22404	18.34
5.	At the End of the year	22404	18.34	22404	18.34
	Monesh Ahuja				
	At the beginning of the year	20797	17.02	20797	17.02
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.allotment / transfer /bonus/ sweat equity etc):	----	----	20797	17.02
	At the End of the year	20797	17.02	20797	17.02

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	----	355.63	----	355.63
i) Principal Amount	----	----	----	----
ii) Interest due but not paid	----	----	----	----
iii) Interest accrued but not due				
Total (i+ii+iii)	----	355.63	----	355.63
Change in Indebtedness during the financial year	----	----	----	----
• Addition	----	247.86	----	247.86
• Reduction				
Net Change	----	247.86	----	247.86
Indebtedness at the end of the financial year	----	107.77	----	107.77
i) Principal Amount	----	----	----	----
ii) Interest due but not paid	----	----	----	----
iii) Interest accrued but not due				
Total (i + ii + iii)	----	107.77	----	107.77

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ In Lacs)

S . No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Rajesh Ahuja	Monesh Ahuja	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	51.93	54.45	106.37
		0.39	0.39	0.78
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----	----
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option	----	----	----
3	Sweat Equity	----	----	----
4	Commission			
	- as % of profit	----	----	----
	- others, specify...			
5	Others, please specify	----	----	----
	Total (A)	52.31	54.84	107.15
	Ceiling as per the Act	84.00	84.00	168.00

B. Remuneration to Other Directors

No remuneration has been paid to other Directors

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

Your Company is not required to appoint Key Managerial Personnel since it did not fall within the prescribed class of companies as specified under Section 203 of the Companies Act 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, this clause is not applicable to the Company.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (under the Companies Act, 2013):

No penalties/punishment/compounding of offences were levied under Companies Act, 2013.

Independent Auditors' Report

To the Members of Sleek International Private Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Sleek International Private Limited ("hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary company together referred to as "the Group"), comprising of the consolidated balance sheet as at 31 March 2015, the consolidated statement of profit and loss and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (particularly Accounting Standard 21-Consolidated Financial Statements). The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditor on separate financial statements of the subsidiary, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) in the case of the consolidated balance sheet, of the consolidated state of affairs of the Group as at 31 March 2015;
- (ii) in the case of consolidated statement of profit and loss, of the consolidated losses for the year ended on that date; and
- (iii) in the case of consolidated cash flow statement, of the consolidated cash flows for the year ended on that date.

Other Matter

We did not audit the financial statements of the subsidiary whose financial statements reflect total assets of ₹ 1,544.65 lakhs as at 31 March 2015, total revenues of ₹ 1,081.47 lakhs and net cash outflows amounting to ₹ 11.50 lakhs for the year then ended, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary company our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the this matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section 11 of Section 143 of the Act, based on the comments in the auditors' reports of the Holding Company and subsidiary company incorporated in India, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable.
2. As required by sub-section 3 of Section 143 of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements of the subsidiary, as noted in the 'Other Matter' paragraph, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of the other auditor.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are

in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the relevant assertion contained in the audit reports on standalone financial statements of the subsidiary company which is incorporated in India none of the Directors of any such company are disqualified as on 31 March 2015 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.
- (f) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of a subsidiary, as noted in the 'Other Matter' paragraph:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Holding Company and its subsidiary company – Refer note 26(a) and note 27 to the consolidated financial statements;
 - ii. The Holding Company and its subsidiary did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies.

For **Doshi Praveen & Co.**
Chartered Accountants
Firm Registration No: 102742W

Praveen K Doshi
Partner
Membership No: 042112
Mumbai
30 April 2015

For **B S R & Co. LLP**
Chartered Accountants
Firm's Reg. No: 101248W/W-100022

Bhavesh Dhupelia
Partner
Membership No: 042070
Mumbai
30 April 2015

Annexure to the Independent Auditor's Report - 31 March 2015

(Referred to in our report of even date)

As stated in Para 1 of 'Report on Other Legal and Regulatory Requirements' in our Auditors' Report of even date, the following statement is based on the comments in the auditors' reports on the standalone financial statements of the Holding Company and of the subsidiary company incorporated in India.

- (i) (a) The Holding Company and its subsidiary company incorporated in India have maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Holding Company and its subsidiary company incorporated in India have a regular programme of physical verification of its fixed assets by which all fixed assets are verified annually. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Holding Company and its subsidiary company incorporated in India and the nature of its assets. No material discrepancies were noticed on such verification during the year.
- (ii) (a) The inventory, except stock lying with third parties, has been physically verified by the management of the Holding Company and its subsidiary company incorporated in India during the year. In our opinion, the frequency of such verification is reasonable. In respect of inventory lying with third parties of the Holding Company and its subsidiary company incorporated in India, written confirmations have been obtained wherever applicable.
- (b) The procedures for the physical verification of inventories followed by the management referred to above are reasonable and adequate in relation to the size of the Holding Company and its subsidiary company incorporated in India and the nature of its business.
- (c) The Holding Company and its subsidiary company incorporated in India are maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) The Holding Company and its subsidiary company incorporated in India have not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained by these companies under Section 189 of the Act. Accordingly, paragraph 3 (iii) of the order is not applicable.
- (iv) In their opinion and according to the information and explanations obtained by the statutory auditors of Holding Company and its subsidiary company incorporated in India, and having regard to the explanation that, except for certain

receipt of services which are of specialised requirements of the Company and suitable alternative sources are not available to obtain comparable quotations, there is an adequate internal control system commensurate with the size of the Holding Company and its subsidiary company incorporated in India and the nature of their businesses for the purchase of inventories and fixed assets and for the sale of goods and services. In our opinion and according to the information and explanations given to us, there is no continuing failure to correct major weakness in internal control system.

- (v) The Holding Company and its subsidiary company incorporated in India have not accepted any deposits in accordance with the provisions of sections 73 to 76 of the Act and the rules framed there under.
- (vi) The statutory auditors of the Holding Company have broadly reviewed the books of account maintained by each company pursuant to the rules prescribed by the Central Government for maintenance of cost records under sub-section 1 of Section 148 of the Act wherever applicable and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However in case of subsidiary company incorporated in India, the Central Government has not prescribed the maintenance of cost records under sub-section 1 of Section 148 of the Act, for the products and services of these companies.
- (vii) (a) According to the information and explanations given to the statutory auditor and on the basis of our examination of the records of the Holding Company and its subsidiary company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Sales tax / Value added tax, Excise duty, Service tax, Customs duty and other material statutory dues have been generally regularly deposited during the year by these companies with appropriate authorities to the extent applicable to these companies. The Holding Company and its subsidiary company, did not have any dues on account of Cess and Wealth tax.

According to the information and explanations given to the statutory auditors of the Holding Company and its subsidiary company incorporated in India, no undisputed amounts in respect of Provident Fund, Income tax, Sales tax / Value added tax, Excise duty, Service tax, Customs duty and other material statutory dues were in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to the statutory auditors of the Holding Company and its subsidiary company incorporated in India, there are

no dues of Provident Fund, Income tax, Excise duty and Customs duty which have not been deposited with

the appropriate authorities on account of dispute other than those mentioned below:

Name of the Company	Relationship	Name of the Statute	Nature of dues	Amount Demanded (₹ in Lakhs)	Amount Deposited Under Disputes (₹ in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Kitchen Grace (India) Private Limited	Subsidiary Company	Maharashtra Value Added Tax Act, 2002	Assessment dues	82.79	6.62	2003-04 to 2005-06	First Appellate
Kitchen Grace (India) Private Limited	Subsidiary Company	Maharashtra Value Added Tax Act, 2002	Assessment dues	109.48	7.55	2008-09 to 2011-12	Assessing Officer
			Total	192.27	14.17		

- (c) According to the information and explanations given to and on the basis of the examination by the statutory auditors of the records of the Holding Company and its subsidiary companies incorporated in India did not have any dues on account of Investor Education and Protection Fund.
- (viii) The Holding Company has accumulated losses at the end of the year on a standalone basis and has incurred cash losses on a standalone basis in the current financial year. However, cash losses were not incurred in the preceding financial year. The subsidiary company incorporated in India does not have accumulated losses at the end of the year on a standalone basis and have not incurred cash losses on a standalone basis, during the current year and in the immediately preceding financial years. On a consolidated basis, the Holding Company and its subsidiary company incorporated in India have accumulated losses at the end of the year, and have incurred cash losses during the year. However, cash losses were not incurred in the preceding financial year.
- (ix) In their opinion and according to the information and explanations given to the respective statutory auditors of the Holding Company and subsidiary company incorporated in India, the subsidiary company has not defaulted in repayment of their dues to their financial institution and banker. The Holding Company and subsidiary company incorporated in India did not have outstanding debentures

- during the year. The Holding Company did not have any dues to any financial institutions and banks during the year.
- (x) According to the information and explanations given to the statutory auditors, the Holding Company and its subsidiary company incorporated in India have not given any guarantee for loan taken by other from banks or financial institutions.
- (xi) In our opinion and according to the information and explanations given to the statutory auditors, the Holding Company incorporated in India has not raised any term loan and the term loan taken by the subsidiary company has been applied for the purpose for which it was obtained.
- (xii) According to the information and explanations given to respective the statutory auditors of the Holding Company and its subsidiary companies incorporated in India no instances of material fraud on or by each company have been noticed or reported during the course of audit by the statutory auditors of the Holding Company and its subsidiary companies entities incorporated in India.

For **Doshi Praveen & Co.**
Chartered Accountants
Firm Registration No: 102742W

Praveen K Doshi
Partner
Membership No: 042112
Mumbai
30 April 2015

For **B S R & Co. LLP**
Chartered Accountants
Firm's Reg. No: 101248W/W-100022

Bhavesh Dhupelia
Partner
Membership No: 042070
Mumbai
30 April 2015

Consolidated Balance Sheet

as at 31st March, 2015

	Notes	As at 31st March, 2015	As at 31st March, 2014
₹ Lakhs			
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	2	12.22	12.22
Reserves and Surplus	3	12,068.80	13,544.56
		12,081.01	13,556.78
Minority Interest		-	140.55
NON CURRENT LIABILITIES			
Long Term Borrowings	4	90.03	103.86
Other Long Term Liabilities	5	96.43	117.85
Long Term Provisions	6	143.44	129.50
		329.90	351.22
CURRENT LIABILITIES			
Short Term Borrowings	7	107.77	355.63
Trade Payables	8	460.23	680.12
Other Current Liabilities	9	1,478.16	1,318.64
Short Term Provisions	6	173.47	325.05
		2,219.63	2,679.44
Total		14,630.55	16,727.98
ASSETS			
NON CURRENT ASSETS			
Fixed Assets			
Tangible Assets	11 A	4,479.79	4,644.93
Intangible Assets	11 B	4,163.00	4,613.45
Capital work-in-progress		18.59	
Intangible Assets under development		14.22	7.12
		8,675.59	9,265.51
Goodwill on consolidation		511.46	405.47
Non-current Investments	11	0.25	500.25
Deferred Tax Assets (Net)	12	-	-
Long Term Loans and Advances	13	841.06	720.94
Other Non Current Assets	14	58.27	41.45
		1,411.04	1,668.11
CURRENT ASSETS			
Current Investments	15	1,436.48	2,423.10
Inventories	16	1,342.01	1,183.88
Trade Receivables	17	1,298.11	1,339.10
Cash and Bank Balances	18	70.14	459.90
Short Term Loans and Advances	13	375.87	253.38
Other Current Assets	19	17.30	135.01
		4,593.90	5,794.36
Total		14,630.54	16,727.98
Significant Accounting Policies	1	(3.84)	
The accompanying notes are an integral part of the financial statements.	26-35		
As per our Report of Even Date			

For and on behalf of the Board of
Sleek International Pvt Ltd
CIN No. U31300MH1993PTC070859

For Doshi Praveen & Co
Chartered Accountants
Firm Reg. No. 102742W

For B S R & Co. LLP
Chartered Accountants
Firm Reg. No. 101248W/W100022

Manish Choksi
Director
DIN No. 00026496

Pragyan Kumar
Director
DIN No. 06641187

Praveen K Doshi
Proprietor
M.No. 042112

Bhavesh Dhupelia
Partner
M.No. 042070

Rajesh T. Ahuja
Managing Director
DIN No. 00371406

Monesh T. Ahuja
Director
DIN No. 02591030

Mumbai
Date : 30th April 2015

Mumbai
Date : 30th April 2015

Chaitanya Dabholkar
CFO
Mumbai
Date : 30th April 2015

Mumbai
Date : 30th April 2015

Consolidated Statement of Profit and Loss

for the year ended 31st March, 2015

		₹ Lakhs	
	Notes	As at 2014-15	Year 2013-14
INCOME			
Revenue from sale of goods and services (Net of discounts)	20 A	12,228.51	9,146.06
Less: Excise duty		314.54	232.17
Revenue from sale of goods and services (Net of discounts and excise duty)		11,913.98	8,913.89
Other Operating Revenue	20 B	64.55	95.71
Other Income	21	528.81	368.09
TOTAL REVENUE		12,507.34	9,377.69
EXPENSES			
Cost of Materials Consumed	22A	1,484.42	1,026.76
Purchases of Stock-in-Trade	22B	6,179.38	4,941.71
Changes in inventories of finished goods, work in progress and stock-in-trade	22C	(169.19)	(744.06)
Employee Benefits Expense	23	2,072.35	1,175.14
Other Expenses	24	3,366.34	2,588.87
		12,933.29	8,988.42
EARNINGS BEFORE INTEREST, TAX, DEPRECIATION AND AMORTISATION (EBITDA)		(425.95)	389.27
Depreciation and Amortisation Expense	10	973.56	379.21
Finance Costs	25	50.57	123.80
LOSS BEFORE TAX		(1,450.08)	(113.73)
Less : Tax Expenses			
Current Tax		-	-
Current Tax (MAT)		36.91	25.40
Less: MAT credit entitlement		(36.91)	(25.40)
Deferred Tax	12	-	174.08
Total Tax Expenses		-	174.08
LOSS AFTER TAX		(1,450.08)	(287.81)
Minority Interest		25.69	9.97
Net Loss Attributable to shareholders		(1,475.77)	(297.79)
Loss per share (₹) Basic and diluted, (Face value of ₹ 10 each)		(1,207.86)	(308.05)
Significant Accounting Policies.	1		
The accompanying notes are an integral part of the financial statements.	26-35		

As per our Report of Even Date

For Doshi Praveen & Co
Chartered Accountants
Firm Reg. No. 102742W

Praveen K Doshi
Proprietor
M.No. 042112

Mumbai
Date : 30th April 2015

For B S R & Co. LLP
Chartered Accountants
Firm Reg. No. 101248W/W100022

Bhavesh Dhupelia
Partner
M.No. 042070

Mumbai
Date : 30th April 2015

For and on behalf of the Board of
Sleek International Pvt Ltd
CIN No. U31300MH1993PTC070859

Manish Choksi Director DIN No. 00026496	Pragyan Kumar Director DIN No. 06641187
Rajesh T. Ahuja Managing Director DIN No. 00371406	Monesh T. Ahuja Director DIN No. 02591030

Chaitanya Dabholkar
CFO
Mumbai
Date : 30th April 2015

Mumbai
Date : 30th April 2015

Consolidated Cash Flow Statement

for the year ended 31st March, 2015

	₹ Lakhs	
	2014-15	2013-14
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Loss Before Tax	(1,450.08)	(113.74)
Adjustments for :		
Depreciation/ Impairment	973.56	379.21
(Profit)/Loss on sale of short term investments	(213.76)	(7.85)
(Profit)/Loss on Sale of assets	(177.73)	(227.33)
Finance costs	50.57	123.80
Provision for doubtful trade receivables and advances	(10.38)	3.24
Bad debts written off	18.39	-
Reversal of diminution in mutual fund value	-	(5.21)
Net unrealized foreign exchange (gain) / loss	1.88	7.63
Interest income	(10.16)	(44.40)
Dividend income	-	(76.79)
Operating Profit/(Loss) before working capital changes	(817.71)	38.56
Adjustments for :		
(Increase)/Decrease Inventories*	(158.13)	(358.94)
(Increase)/Decrease Trade and Other Receivables*	(142.91)	(470.32)
Increase/(Decrease) Trade and Other Payables*	(120.14)	147.52
Cash Used in Operating activities	(1,238.88)	(643.17)
Income Tax paid (net of refund)	(51.77)	(68.45)
NET CASH USED IN OPERATING ACTIVITIES (A)	(1,290.65)	(711.62)
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets *	(575.62)	(2,417.70)
Sale of fixed assets	364.00	744.62
Profit on sale of short term Investments	126.83	7.85
Interest received	0.62	44.40
Dividend received	-	76.79
Purchase of Non-current Investments*	-	(500.00)
Sale / (Purchase) of Current Investments	200.38	-
Purchase of net-assets on slump sale basis (Refer Note 32)	-	(6,117.00)
Purchase of assets on account of stake acquisition in subsidiary (Refer Note 33)	-	(367.33)
Purchase / (Redemption) of Term Deposits	207.64	(201.99)
Acquisition of additional stake from Minority shareholder (Refer Note 33)	(272.23)	-
NET CASH USED IN INVESTING ACTIVITIES (B)	51.62	(8,730.37)

Consolidated Cash Flow Statement

for the year ended 31st March, 2015

	₹ Lakhs	
	2014-15	2013-14
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Share Capital	-	13,840.52
Repayment of long term borrowings	(13.83)	(820.77)
Repayment of short term borrowings	(247.86)	(1,031.04)
Finance costs paid	(50.57)	(123.80)
NET CASH GENERATED FROM FINANCING ACTIVITIES (C)	(312.25)	11,864.90
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(1,551.28)	2,422.91
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	2,558.06	15.56
CASH AND CASH EQUIVALENTS ACQUIRED PURSUANT TO PURCHASE OF NET ASSETS ON SLUMP SALE BASIS (Refer Note 32)	-	118.73
CASH AND CASH EQUIVALENTS ACQUIRED PURSUANT TO STAKE ACQUISITION IN SUBSIDIARY (Refer Note 33)	-	0.87
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	1,006.78	2,558.06
Components of Cash and Cash Equivalents (Refer Note 18A & 15 (I) (b))		
(a) Cash on hand	4.01	5.95
(b) Balances with Banks:	60.11	228.79
(c) Cheques on hand	6.19	13.67
(d) Investment in Liquid mutual funds	936.48	2,309.65
CASH & CASH EQUIVALENTS AS PER NOTE 18A & 15(I)(b)	1,006.78	2,558.06
* After adjustments pursuant to purchase of net assets on slump sale and acquisition of stake in subsidiary (Refer note 32 and 33)		
# The Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard - 3 (AS 3) on Cash Flow Statement prescribed in Companies (Accounting Standard) Rules, 2006		

As per our Report of Even Date

For Doshi Praveen & Co
Chartered Accountants
Firm Reg. No. 102742W

Praveen K Doshi
Proprietor
M.No. 042112

Mumbai
Date : 30th April 2015

For B S R & Co. LLP
Chartered Accountants
Firm Reg. No. 101248W/W100022

Bhavesh Dhupelia
Partner
M.No. 042070

Mumbai
Date : 30th April 2015

For and on behalf of the Board of
Sleek International Pvt Ltd
CIN No. U31300MH1993PTC070859

Manish Choksi Director DIN No. 00026496	Pragyan Kumar Director DIN No. 06641187
Rajesh T. Ahuja Managing Director DIN No. 00371406	Monesh T. Ahuja Director DIN No. 02591030

Chaitanya Dabholkar
CFO
Mumbai
Date : 30th April 2015

Mumbai
Date : 30th April 2015

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

Company Background

Sleek International Private Limited ('the Company') was incorporated as a private company on 18 February 1993 as Silverline Wire Products Private Limited. The Company is a 51% subsidiary of Asian Paints Limited.

The Company is engaged in the retail and wholesale business of modular kitchen, kitchen components, kitchen accessories, civil kitchens and providing services of designing and installing kitchens.

1 Significant Accounting Policies

1.1. Basis of preparation of financial statements

- (a) The consolidated financial statements relate to Sleek International Private Limited ('the Parent Company') and its subsidiary company. The Parent Company and its subsidiary company together constitute 'the Group'.

(b) Basis of Accounting:

The consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 and other relevant provisions of the Companies Act, 1956 ('the Act'), to the extent applicable. The consolidated financial statements are presented in India rupees rounded off to the nearest lakhs.

(c) Use of Estimates:

The preparation of consolidated financial statements in conformity with generally accepted accounting principles (GAAP) in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements and reported amounts of income and expenses during the period.

(d) Current/Non Current Classification

Any asset or liability is classified as current if it satisfies any of the following conditions:

- i. it is expected to be realized or settled or is intended for sale or consumption in The Group's normal operating cycle;

- ii. it is expected to be realized or settled within twelve months from the reporting date;
- iii. in the case of an asset,
 - it is held primarily for the purpose of being traded; or
 - it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date
- iv. in the case of a liability, The Group does not have an unconditional right to defer settlement of the liability for at least twelve months from the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current / non-current classification of assets and liabilities, The Group has ascertained its normal operating cycle as 12 months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

1.2 Tangible and Intangible Assets

(a) Tangible Fixed Assets

Tangible fixed assets are carried at the cost of acquisition or construction, less accumulated depreciation/accumulated impairment. The cost of fixed assets comprises of its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use. Expenses directly attributable to new manufacturing facilities during their construction period are capitalized. Know-how related to plans, designs and drawings of buildings or plant and machinery is capitalized under relevant tangible asset heads. Profit or Loss on disposal of tangible assets is recognised in the Statement of Profit and Loss.

(b) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any. Profit or Loss on disposal of intangible assets is recognised in the Statement of Profit and Loss.

(c) Capital Work in Progress & Capital Advances

Cost of Assets not ready for intended use, as on the balance sheet date, is shown as capital work in

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as Long Term Loans & Advances.

(d) Depreciation and Amortisation:

Depreciation on all fixed assets is provided under Straight Line Method. The rates of depreciation prescribed in Schedule II to the Companies Act, 2013 are considered as the minimum rates. If the management's estimate of the useful life of a fixed asset at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate based on the management's estimate of the useful life/remaining useful life. Pursuant to this policy, depreciation on following assets have been provided at rates which are higher than the corresponding rates prescribed in Schedule II. (In the previous year the comparison is with corresponding rates of Schedule XIV of the Companies Act, 1956).

		₹ Laksh
	2014-15	2013-14
Display Kitchens and Vehicles	5 Years	5 Years
Furniture and Fixtures & Lease hold Improvements	8 Years	8 Years
Godown RCC Building	30 Years	30 Years
Office Equipment and Computer hardware	As per Schedule II	5 years

Purchase cost, user license fees and consultancy fees for major software are amortised over a period of 4 years. Acquired Brand and Goodwill are amortised over a period of ten years.

(e) Assets Held for Disposal

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the consolidated financial statements. Any expected loss is recognised immediately in the profit and loss statement

(f) Impairment

At Balance Sheet date, an assessment is done to determine whether there is any indication of impairment in the carrying amount of the Group's assets. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised

whenever the carrying amount of an asset exceeds its recoverable amount.

An assessment is also done at each Balance Sheet date whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. If any such indication exists the asset's recoverable amount is estimated. The carrying amount of the fixed asset is increased to the revised estimate of its recoverable amount but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss is recognised in the statement of Profit and Loss for the year.

After recognition of impairment loss or reversal of impairment loss as applicable, the depreciation charge for the fixed asset is adjusted in future periods to allocate the asset's revised carrying amount, less its residual value (if any), on straight line basis over its remaining useful life.

1.3 Goodwill on Consolidation

Goodwill arising on the acquisition of a subsidiary represents the excess of the cost of acquisition over the Group's interest in the net fair value of the identifiable assets and liabilities of the subsidiary recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses.

An impairment loss recognised in goodwill is not reversed in a subsequent period.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

1.4 Revenue Recognition

Revenue from sale of goods is recognised on transfer of all significant risks and rewards of ownership to the buyer. The amount recognised as sale is exclusive of sales tax/VAT and is net of returns and discounts. Sales are stated gross of excise duty as well as net of excise duty; excise duty being the amount included in the amount of gross turnover. The excise duty related to the difference between the closing stock and opening stock is recognised separately as part of changes in inventories of finished goods, work in progress and stock in trade. Revenue from service is recognised on rendering of services to customers.

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

Revenue from service is recognised as per the completed service contract method.

Commission income is recognised on accrual basis as per contractual arrangements.

Dividend income is recognised when the right to receive payment is established.

Interest income is recognised on the time proportion basis.

1.5 Lease Accounting

Assets taken on operating lease:

Lease rentals on assets taken on operating lease are recognised as expense in the Statement of Profit and Loss on straight-line basis.

1.6 Inventory

- (a) Raw materials, work in progress, finished goods, Stock in trade and packing materials, are carried at the lower of cost and net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis. Damaged, unserviceable and inert stocks are valued at net realizable value.
- (b) In determining cost of raw materials, packing materials and finished goods weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.
- (c) Cost of manufactured finished goods and work-in-progress includes the cost of raw materials an appropriate share of processing charges, excise duty as applicable and other costs incurred in bringing the inventories to their present location and condition.

1.7 Investments

Investments are classified into current and long-term investments. Investments that are readily realizable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as long-term investments. However, that part of long-term investments which are expected to be realized within 12 months from Balance Sheet date is also presented under "Current Assets" under "Current portion of long-term investments" in consonance with the current/non-current classification of Schedule III of the Companies Act, 2013.

Current investments are stated at the lower of cost and fair value. The comparison of cost and fair value is done separately in respect of each category of investments.

Long-term investments are stated at cost. A provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is recognized in the Statement of Profit and Loss.

1.8 Transactions in Foreign Currency

(a) Initial recognition:

Transactions in foreign currencies entered into by The Group are accounted at the exchange rates prevailing on the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the statement of profit and loss.

(b) Measurement of foreign currency items at the Balance Sheet date:

Foreign currency monetary items of The Group are restated at the closing exchange rates. Non-monetary items are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

(c) Forward exchange contracts:

The Group enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Group does not enter into any derivative instruments for trading or speculative purposes.

The premium or discount arising at the inception of forward exchange contract is amortized and recognized as an expense/income over the life of the contract. Exchange differences on such contracts are recognized in the Statement of Profit and Loss in the period in which the exchange rates change. Any Profit or Loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or expense for the period.

1.9 Trade receivables

Trade receivables are stated after writing off debts considered as bad. Adequate provision is made for debts considered doubtful. Discounts due, yet to be quantified at the customer level are included under Other Current Liabilities.

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

1.10 Employee Benefits

A. Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Group recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

B. Post-employment benefits:

(a) Defined contribution plans

Defined contribution plans are employee state insurance scheme and Government administered Provident and Pension Fund scheme for all applicable employees. The Group's contribution to defined contribution plans are recognised in the Statement of Profit and Loss in the financial year to which they relate.

(b) Defined benefit plan: Gratuity scheme

The Group provides a defined benefit gratuity plan for employees as per the requirements of the Payment of Gratuity Act, 1972. The trust for both the Holding and subsidiary companies are managed by LIC of India towards meeting the Gratuity obligation.

The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each Balance Sheet date. Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortised on a straight-line basis over the average period until the amended benefits become vested.

The defined benefit obligations recognized in the Balance sheet represent the present value of the defined benefit obligations as adjusted for unrecognized actuarial gains and losses and unrecognized past service costs, and as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the unrecognized past service cost plus the present value of available refunds and reductions in future contributions to the plan.

The Group presents the entire liability towards gratuity as current in the Balance Sheet as the Group will contribute this amount to the gratuity fund within the next 12 months.

(c) Other long term employee benefits

Entitlements to annual leave are recognized when they accrue to employees. Sick leave can only be availed while annual leave can either be availed or encashed subject to a restriction on the maximum number of accumulation of leave. The Group determines the liability for such accumulated leaves using the Projected Accrued Benefit method with actuarial valuations being carried out at each Balance Sheet date.

The Group presents this liability as current and non-current in the balance sheet as per actuarial valuation by the independent actuary.

1.11 Research and Development

Research expense is recognized as an expense as and when it is incurred.

Expenditure incurred on fixed assets used for research and development is capitalized and depreciated in accordance with the depreciation policy of The Group and is disclosed separately.

1.12 Provision for Taxation

Tax expense comprises of current tax (i.e. amount of tax for the period determined in accordance with the Income Tax Act, 1961) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period).

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the Balance Sheet date.

Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed as at each Balance Sheet date to reassess realisation.

1.13 Provisions and Contingencies

The Group creates a provision when there exists a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

1.14 Earnings Per Share

The Basic and Diluted Earnings Per Share ("EPS") is computed by dividing the profit after tax for the year by weighted average number of equity shares outstanding during the year.

1.15 Proposed Dividend

Dividend recommended by the Board of directors is provided for in the accounts, pending approval at the Annual General Meeting.

1.16 Borrowing Cost

Borrowing cost includes Interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized. All other borrowing costs are expensed in the period they occur.

1.17 Cash and Cash Equivalents

Cash and cash equivalents include cash & cheques in hand, bank balances, demand deposits with banks and other short-term highly liquid investments where the original maturity is three months or less.

1.18 Principles of consolidation:

- (i) The Consolidated Financial Statements have been prepared to comply in all material respect with the Accounting Standards notified by Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013.
- (ii) The financial statements of the Parent Company together with audited financial statements of its subsidiary have been considered for the purpose of consolidation.
- (iii) The financial statements of the Parent Company and its subsidiaries have been combined to the extent possible on a line by line basis by adding together like items of assets, liabilities, income and expenses. The results of subsidiaries acquired or disposed off during

the year are included in the consolidated profit and loss account from the effective date of acquisition or up to the effective date of disposal, as appropriate. All significant intra group balances and transactions have been eliminated on consolidation. The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the balance sheet of the Parent Company and its share in the post – acquisition increase in the relevant reserves of the subsidiaries.

- (iv) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Parent Company's financial statements.
- (v) Minority interest in the net income and net assets of the consolidated financial statements are computed and shown separately. Losses applicable to minority in excess of the minority's interest in the subsidiary's equity are allocated against the interests of the Group. However, as on 31st March, 2015, the subsidiary is fully owned by the Holding company, hence minority interest is NIL.
- (vi) The unamortized carrying value of goodwill is tested for impairment as at each balance sheet date.
- (vii) The excess of cost to The Group of its investments in subsidiaries over its share of the equity of the subsidiaries at the date on which the investment in the subsidiaries are made, is recognized as "Goodwill" being an asset in the Consolidated Financial Statements. Alternatively, where the share of equity in the subsidiary companies as on the date of the investment is in excess of cost of investment of The Group, it is recognized as "Capital Reserve" and shown under the head "Reserves and Surplus", in the consolidated financial statements.

1.19 Government Grants and Subsidies

Grants in the nature of subsidy which are non-refundable are credited to the Statement of Profit and Loss on accrual basis. Grants in the nature of subsidy which are refundable are shown as Liabilities in the Balance Sheet.

1.20 Measurement of EBITDA

The Group has elected to present earnings before interest (finance cost), tax, depreciation and amortization (EBITDA) as a separate line item on the face of the Statement of Profit and Loss for the year. The Group measures EBITDA on the basis of profit/(loss) from continuing operations.

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

	₹ Lakhs	
	As at 31st March, 2015	As at 31st March, 2014
NOTE 2 : SHARE CAPITAL		
Authorised		
2,50,000 (Previous year 2,50,000) Equity Shares of ₹ 10/- each	25.00	25.00
	25.00	25.00
Issued, Subscribed and Paid up capital		
1,22,180 (Previous year 1,22,180) Equity Shares of ₹ 10/- each	12.22	12.22
	12.22	12.22

a) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Equity Shares	31st March, 2015		31st March, 2014	
	No. of Shares	₹	No. of Shares	₹
At the beginning of the year	122,180	1,221,800	50,000	500,000
Add: Issued during the year	-	-	72,180	721,800
Outstanding at the end of the year	122,180	1,221,800	122,180	1,221,800

b) Details of Shareholders holding more than 5% equity shares

Name of Shareholders	31st March, 2015		31st March, 2014	
	No of Equity Shares	% holding	No of Equity Shares	% holding
Equity Shares of ₹ 10/- each				
1. Asian Paints Limited (the Holding Company) and its nominee	62,312	51.00	62,312	51.00
2. Mr.Rajesh Ahuja	22,404	18.34	22,404	18.34
3. Mr.Monesh Ahuja	20,797	17.02	20,797	17.02
4. Mr.Thakur Ahuja	8,667	7.09	8,667	7.09
5. Mrs. Jyoti Ahuja	8,000	6.55	8,000	6.55
Total	122,180	100.00	122,180	100.00

c) Terms/rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

As per the Companies Act 2013, the holders of equity shares of the Company will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in the event of liquidation of the Company. However no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Shares held by the Holding Company 62,312 Equity shares (Previous year: 62,312 Equity shares) of the Company are held by its Holding Company, Asian Paints Limited. And its nominee.

	As at 31st March, 2015	As at 31st March, 2014
NOTE 3 : RESERVES AND SURPLUS		
(a) General Reserve	108.17	108.17
(b) Securities Premium		
Balance at the beginning of year	13,833.30	-
Add:- Premium on shares issued during year	-	13,833.30
Balance at the end of year	13,833.30	13,833.30
(c) Surplus in Statement of Profit and Loss		
As per last Balance Sheet	(396.91)	(99.12)
Add : Net loss after tax transferred from Statement of Profit and Loss for the year	(1,475.77)	(297.79)
Closing balance	(1,872.67)	(396.91)
TOTAL (a+b+c)	12,068.80	13,544.56

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

₹ Lakhs

	Non-current		Current	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
NOTE 4 : LONG TERM BORROWINGS				
(a) Loan from Banks @				
Secured				
Term loan for motor car#	2.58	3.54	0.99	0.92
(b) Deferred payment liabilities @				
Unsecured				
Financial Institution (Sales tax deferment scheme - Maharashtra) ##	87.45	100.32	14.61	11.11
	90.03	103.86	15.60	12.03
Amount included under the head "other current liabilities" (Refer note 9)			(15.60)	(12.03)
	90.03	103.86	-	-

Notes:

Secured against the motor car

Sales tax deferral scheme - Maharashtra represents interest free loan availed under the Sales tax deferment scheme of Government of Maharashtra. This interest free loan has a deferment period of 10 years and is repayable in 5 yearly installments starting from April 2011 as per repayment schedule. The accumulated sales tax deferral loan till 31st March 2015 is ₹ 102.05 lakhs

@ Default in terms of repayment of principal and interest - NIL

	Non-Current		Current	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
NOTE 5 : OTHER LONG TERM LIABILITIES				
Retention monies relating to capital expenditure	13.38	44.81	8.24	5.84
Trade Deposits	83.05	73.04	-	-
	96.43	117.85	8.24	5.84
Amount included under the head "Other Current liabilities" (Refer note 9)	-	-	(8.24)	(5.84)
	96.43	117.85	-	-

	Long term		Short term	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
NOTE 6 : PROVISIONS				
Provision for Employee Benefits (Refer note 29)				
Provision for Gratuity	-	-	37.71	71.95
Provision for Compensated absences	26.15	8.41	5.22	3.31
Provision towards statutory liabilities (Refer note 27)	117.29	121.09	130.54	225.42
Provision for Income Tax (Net)	-	-	-	24.37
	143.44	129.50	173.47	325.05

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

	₹ Lakhs	
	As at 31st March, 2015	As at 31st March, 2014
NOTE 7 : SHORT TERM BORROWINGS		
Loan repayable on demand from banks		
Unsecured		
Cash credit from banks**	107.77	355.63
	107.77	355.63

** Unsecured cash credit with banks carries interest @ 11% p.a.(Previous Year interest @ 11% p.a).

	As at 31st March, 2015	As at 31st March, 2014
NOTE 8 : TRADE PAYABLES		
Trade Payables	460.23	680.12
	460.23	680.12

	As at 31st March, 2015	As at 31st March, 2014
NOTE 9 : OTHER CURRENT LIABILITIES		
(a) Interest Accrued but not due on borrowings	-	-
(b) Retention monies relating to capital expenditure (Refer Note 5)	8.24	5.84
(c) Current maturities of Long term borrowings (Refer note 4)	15.60	12.03
(d) Other Payables		
Statutory Payables -		
Payable towards Central Sales Tax and VAT	-	27.56
Payable towards Work Contract Tax	0.32	1.16
Payable towards Excise & Service tax	0.01	21.14
Payable towards TDS under Income tax	36.97	23.29
Payable towards Provident Fund, Profession Tax and ESIC	13.58	7.65
Payable towards capital expenditure	0.23	37.94
Payable towards Services received	114.52	160.31
Advance received from customers	575.43	465.66
Advance received against sales of Assets	-	65.86
Payable to employees	254.45	135.70
[including ₹8.36 lakhs due to Managing/Executive Directors of holding and subsidiary companies (Previous year Nil)]		
Provision for expenses	458.82	354.50
	1,478.16	1,318.64

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

NOTE 10 : FIXED ASSETS

	As at 1-Apr-14	Gross Block Additions / Transfer during the year	Deductions / Transfer during the year	As at 31-Mar-15	Depreciation/Amortisation Additions / Transfer during the year	Deductions / Transfer	As at 31-Mar-15	₹ Lakhs Net Block As at 31-Mar-15
A. Tangible Assets :								
Building	2,721.87	22.65	108.74	2,635.78	70.30	4.99	196.32	2,439.46
Display Kitchen	533.04	101.50	51.74	582.80	125.90	31.50	233.32	349.47
Electrical Installation	151.52	31.00	-	182.52	22.44	-	40.36	142.16
Office Equipment	286.16	100.72	0.15	386.73	73.41	0.05	208.45	178.28
Furniture and Fixture	264.72	51.96	-	316.69	36.42	-	84.97	231.71
Leasehold Land	445.63	10.00	-	455.63	-	-	-	455.63
Freehold Land	22.82	-	-	22.82	-	-	-	22.82
Vehicle*	92.80	-	21.64	71.16	21.19	21.31	39.31	31.85
Plant and Machinery	734.52	84.71	-	819.24	86.25	-	272.19	547.05
Leasehold Improvement	85.15	4.75	-	89.90	11.26	-	15.70	74.20
Road	8.18	-	-	8.18	0.84	-	1.02	7.16
Total tangible assets	5,346.40	407.30	182.27	5,571.42	448.02	57.86	1,091.63	4,479.79
B. Intangible Assets :								
Goodwill	1,428.61	-	-	1,428.61	142.78	-	237.50	1,191.11
Brand	3,450.00	-	-	3,450.00	344.80	-	573.54	2,876.46
Computer Software	119.18	75.55	0.52	194.21	37.97	0.06	98.79	95.42
Total intangible assets	4,997.78	75.55	0.52	5,072.82	525.55	0.06	909.82	4,163.00
Total (A+B)	10,344.18	482.84	182.79	10,644.24	973.56	57.92	2,001.45	8,642.79

* Vehicles include one vehicle held in the name of director on behalf of company acquired on slump sale basis (Gross block ₹ 17.66 lakhs & Net block Nil) as on 31.03.2015 (Previous year Net Block ₹ 1.79 lakhs) for which transfer formalities are in process.

** Excludes Asset held for disposal amounting to ₹ 127.25 lakhs which has been classified as other current assets. (Refer note 19)

NOTE 10 : FIXED ASSETS

	As at 01.04.2013	Pursuant to SI acquisition	Gross Block Pursuant to KGIPL acquisition	Additions /Transfer during the year	Deductions /Transfer during the year	As at 31.03.2014	Depreciation/Amortisation Change in Depreciation Policy	Additions /Transfer during the year	Deductions /Transfer	As at 31.03.2014	₹ Lakhs Net Block As at 31.03.2014
A. Tangible Assets :											
Building	136.04	808.86	637.62	1,649.02	509.67	2,721.87	(107.80)	55.16	11.89	131.00	2,590.87
Display Kitchen	261.60	-	5.51	294.32	29.02	532.39	(32.21)	112.17	20.33	138.28	394.11
Electrical Installation	8.29	13.82	66.42	62.98	-	151.52	(12.56)	4.74	-	17.92	133.60
Office Equipment	116.33	26.08	39.41	104.99	-	286.80	(24.65)	50.28	-	135.73	151.07
Furniture and Fixture	90.68	34.99	49.64	162.95	73.53	264.72	(24.69)	30.22	15.51	48.56	216.17
Leasehold Land	-	445.63	-	-	-	445.63	-	-	-	-	445.63
Freehold Land	-	-	22.82	-	-	22.82	-	-	-	-	22.82
Kitchen Application Centre	-	3.71	-	-	3.71	-	-	-	1.91	-	-
Vehicle	35.74	28.77	25.63	28.15	25.50	92.80	(7.06)	26.89	13.10	39.44	53.36
Plant and Machinery	-	-	704.59	68.26	38.32	734.52	(127.09)	91.32	38.32	185.93	548.59
Leasehold Improvement	-	-	-	85.15	-	85.15	-	4.43	-	4.43	80.71
RCC ROADS	-	-	-	8.18	-	8.18	-	0.18	-	0.18	8.00
Total tangible assets	648.68	1,361.87	1,551.62	2,463.98	679.74	5,346.40	(336.06)	377.31	101.07	701.47	4,644.93
B. Intangible Assets :											
Goodwill	-	1,428.61	-	-	-	1,428.61	-	94.72	-	94.72	1,333.89
Brand	-	3,450.00	-	-	-	3,450.00	-	228.74	-	228.74	3,221.26
Computer Software	78.38	0.82	2.58	37.40	-	119.18	(14.97)	29.47	-	60.87	58.30
Total intangible assets	78.38	4,879.43	2.58	37.40	-	4,997.78	(14.97)	352.93	-	384.33	4,613.45
Total (A+B)	727.06	6,241.30	1,554.20	2,501.37	679.74	10,344.18	(351.03)	730.24	101.07	1,085.80	9,258.38

* Vehicles include one vehicle held in the name of director on behalf of company acquired on slump sale basis (Gross block ₹ 17.66 lakhs & Net block Nil) as on 31.03.2015 (Previous year Net Block ₹ 1.79 lakhs) for which transfer formalities are in process.

** Excludes Asset held for disposal amounting to ₹ 127.25 lakhs which has been classified as other current assets. (Refer note 19)

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

₹ Lakhs				
	Nos.	Face value	As at 31st March, 2015	As at 31st March, 2014
NOTE 11 : NON CURRENT INVESTMENTS				
I. Quoted				
Religare Invesco FMP-Sr. 23-Plan E (382 Days) - Direct Plan - Growth (In the current year, these are classified under Current Investment as their maturity period is within 12 months)	0, (50,00,000)	10/-	-	500.00
Total Non Current quoted Investments (I) *			-	500.00
II. Unquoted				
A. Trade Investments:			-	-
B. Other Investments:				
Investment in Equity Shares				
Equity Shares of Saraswat Co-op. Bank	2,500 (2,500)	10/-	0.25	0.25
Total Non Current Unquoted Investments (II)**			0.25	0.25
Total Non Current Investments (I) + (II)			0.25	500.25
* Aggregate Market value of non current quoted investments as at 31.3.15			-	500.52
** Aggregate Book value of non current unquoted investments as at 31.3.15			0.25	0.25
			As at 31st March, 2015	As at 31st March, 2014
Note 12: DEFERRED TAX ASSET (Net)				
Deferred tax assets				
Provision for expenses allowed for tax purpose on payment basis			62.38	68.64
Provision for doubtful trade receivables and advances			11.82	14.97
Accumulated losses (including unabsorbed depreciation) carried forward under Income Tax Act, 1961			1,149.80	704.36
Total deferred tax assets			1,224.01	787.97
Deferred tax liabilities				
Difference between Written Down Value/Capital work in progress of fixed assets as per the books of accounts and Income Tax Act, 1961			672.11	645.52
Total deferred tax liabilities			672.11	645.52
Net Deferred Tax Asset			551.90	142.44
Net Deferred Tax Asset Recognised*			-	-
Deferred tax expense / (benefit) for the year			-	174.08

* Deferred tax assets is recognised only to the extent of deferred tax liability as this amount is considered to be virtually certain of realisation. The remaining deferred tax asset of ₹ 551.90 lakhs (Previous year: ₹ 142.44 lakhs) is not recognised, as it is not considered to be virtually certain of realisation

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

₹ Lakhs

	Long Term		Short Term	
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015	As at 31st March, 2014
NOTE 13 : LOANS AND ADVANCES				
A. Unsecured and Considered good:				
To parties other than related parties				
(a) Capital Advances	32.15	0.37	-	-
(b) Sundry deposits	183.80	132.34	19.81	23.11
(c) Other loans and advances				
i) Advances to suppliers	-	-	179.40	107.48
Less: Provision for doubtful advances	-	-	8.06	-
	-	-	171.34	107.48
ii) Advance payment of Income Tax	61.75	48.84	2.68	-
iii) Balances with Government authorities				
- Income Tax Refund Receivable	13.15	13.16	-	-
- Sales Tax Refund Receivable	443.53	458.08	-	-
- Custom Duty Refund Receivable	40.58	42.75	-	-
- MAT Credit Entitlement	61.57	25.40	-	-
- Cenvat Credit Receivable	-	-	9.41	1.91
- Service Tax Credit Receivable	-	-	-	0.15
iv) Advances to employees	4.53	-	12.67	6.60
v) Prepaid Expenses	-	-	159.96	114.13
	841.06	720.94	375.87	253.38
			As at 31st March, 2015	As at 31st March, 2014
NOTE 14: OTHER NON CURRENT ASSETS				
A. Long Term Trade Receivables				
Unsecured, considered good (Refer note 17)			41.49	27.56
B. Other Bank Balances				
Term Deposits (held as margin money against Bank Guarantee and other commitments)			16.59	13.48
C. Interest Accrued on Term Deposits			0.19	0.41
			58.27	41.45

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

			₹ Lakhs	
	Nos.	Face value	As at 31st March, 2015	As at 31st March, 2014
NOTE 15 : CURRENT INVESTMENTS				
I. Quoted				
(a) Fixed Maturity Plan - Religare Invesco FMP-Sr. 23-Plan E (382 Days) - Direct Plan - Growth *	5,000,000	10/-	500.00	-
(b) Investment in Liquid mutual funds ***				
HDFC F R I F - STF - WP - Growth (Previous Year: 30,96,973 units of FV ₹ 10/- each)			-	667.18
HDFC Liquid Fund - Growth 35,47,752.634 units of FV ₹ 10/- each (Previous Year : 8,02,794 units of FV ₹ 10/- each)			927.37	200.00
ICICI Prudential Liquid - Reg - Growth 4629.892 units of FV ₹ 10/- each (6,65,911 units of FV ₹ 10/- each)			9.11	1,242.47
ICICI Prudential Flexible Income Plan - Reg - Growth (83,620 units of FV ₹ 10/- each)			-	200.00
(c) Investment in Other mutual funds (Numbers of units for the previous year, hence shown in brackets)				
Birla Sunlife Dividend Yield Plus	(21853.147)	10/-	-	20.00
Franklin India FLEXI CAP FUND - G	(34061.327)	10/-	-	6.34
HDFC Equity Fund - Growth F.No.2181415/54	(4132.239)	10/-	-	5.49
HDFC Equity Fund - Growth F.NO.2265555/28	(1318.071)	10/-	-	1.71
HDFC Equity Fund - Growth F.No.7255001/51	(3408.351)	10/-	-	10.00
HDFC Prudence Fund - Growth	(4614.398)	10/-	-	10.00
HDFC Taxsaver Growth	(1500.706)	10/-	-	1.50
HDFC Top 200 Fund - Growth	(9031.221)	10/-	-	20.00
Reliance Diversified Power Sect Fund	(7439.538)	10/-	-	4.02
Reliance Growth Fund - Retail Growth Plan	(4525.979)	10/-	-	10.97
Reliance Regular Saving Fund - Equity	(60343.657)	10/-	-	20.00
SBI Magnum Global Fund-Growth	(12079.36)	10/-	-	3.01
SBI - Magnum Income Plus Fund - IP - Div	(3495.6042)	10/-	-	0
Total Current Investments (I) **			1,436.48	2,423.10
*As at 31st Mar'14, these Current Investment were classified under Non current Investment as their maturity period was more than 12 months				
** Aggregate Market value of current quoted investments as at 31.3.15				
*** Invenstment in Liquid Mutual Funds shifted from Note 18 Cash & Cash Equivalets to Note 15 Current Investment				
			1,534.78	2499.75

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

		₹ Lakhs	
		As at 31st March, 2015	As at 31st March, 2014
NOTE 16: INVENTORIES			
(a) Raw materials		211.32	230.28
(b) Packing materials		24.66	20.28
(c) Stock-in-trade (acquired for trading)		996.04	871.08
(d) Finished goods		84.62	47.45
(e) Work-in-progress		25.36	14.79
		1,342.01	1,183.88
	Non - Current		Current
	As at 31st March, 2015	As at 31st March, 2014	As at 31st March, 2015
NOTE 17: TRADE RECEIVABLES			
Unsecured			
(a) Overdue for more than six months			
Considered good	-	-	42.52
Considered doubtful	-	-	30.02
	-	-	72.55
(b) Others			
Considered good*	41.49	27.56	1,255.59
Considered doubtful	-	-	-
	41.49	27.56	1,255.59
	41.49	27.56	1,328.14
Less: Provision for doubtful trade receivables	-	-	(30.02)
	41.49	27.56	1,298.11
Amount included under the head "Other Non Current Assets" (Refer Note 14)	(41.49)	(27.56)	
	-	-	1,298.11
			1,339.10
* Includes ₹ 1.09 Lakh Receivable from Palmleaf Furnitech Pvt. Ltd. (Previous Year - ₹ 16.38 Lakh)			
		As at 31st March, 2015	As at 31st March, 2014
NOTE 18: CASH AND BANK BALANCES			
A. Cash and Cash Equivalents			
(a) Cash on hand		4.01	5.95
(b) Balances with Banks:			
(i) Current Accounts		60.11	228.79
(ii) Cheques on hand		6.19	13.67
		70.30	248.42
B. Other Bank Balances			
(a) Term Deposits with Banks with maturity more than 3 months but less than 12 months		-	68.56
(b) Term Deposits with Banks (held as margin money against Bank Guarantee and other commitments)		3.84	142.93
		74.14	459.90
		As at 31st March, 2015	As at 31st March, 2014
NOTE 19: OTHER CURRENT ASSETS			
Fixed assets held for disposal		-	127.25
Interest accrued on investments and deposits		0.57	7.76
Other Receivables		16.73	-
		17.30	135.01

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

	₹ Lakhs	
	Year 2014-15	Year 2013-14
NOTE 20: REVENUE FROM OPERATIONS		
(A) Revenue from sale of goods and services:		
Sale of goods:		
Home Market (Net of Returns)	11,976.60	8,883.32
Exports	122.68	82.59
Turnover	12,099.28	8,965.91
Less: Discounts	148.72	43.80
Sale of goods (Net of Discounts)	11,950.56	8,922.11
Sale of services:		
Installation Income	277.96	223.95
Total	12,228.51	9,146.06
(B) Other Operating Revenues:		
Commission Income	12.83	55.52
Site visit charges	19.75	22.59
Maintenance and service income	20.00	16.21
Processing income	9.57	-
Scrap sales	2.40	1.40
Total	64.55	95.71

	Year 2014-15	Year 2013-14
NOTE 21: OTHER INCOME		
(a) Interest		
From Loan to Kitchen Grace (India) Private Limited	-	
(i) From Term Deposits	-	20.38
(ii) From Term Deposits (held as margin money against Bank Guarantee and other commitments)	9.04	18.44
(iii) From Others	-	5.30
(iv) Sundry Deposits	0.38	0.29
(v) Loan to Employees	0.74	-
(b) Dividend received		
(i) From Non Current investments	-	-
(ii) From Liquid Mutual Funds	-	76.79
(c) Profit on sale of Short Term Investments (Net)	213.76	7.85
(d) Profit on sale of fixed assets (Net)	177.73	227.33
(e) Write-back of provision for statutory liabilities of earlier years (Refer Note 27)	88.97	-
(f) Other non-operating income	33.68	6.49
(g) Net gain on foreign currency transaction	4.51	-
(h) Reversal of diminution in mutual fund value		5.21
Total	528.81	368.09

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

	Year 2014-15	Year 2013-14
NOTE 22 (A) COST OF MATERIALS CONSUMED		
Raw Materials Consumed		
Opening Stock	230.28	-
Add : Acquired pursuant to stake acquisition in Kitchen Grace (India) Private Limited	-	185.23
Add : Purchases	1,044.70	804.33
	1,274.98	989.56
Less: Closing Stock	211.32	230.28
	1,063.66	759.28
Packing Materials Consumed		
Opening Stock	20.28	-
Add : Acquired pursuant to slump sale and stake acquisition	-	10.70
Add : Purchases	425.14	277.06
	445.42	287.76
Less : Closing Stock	24.66	20.28
	420.76	267.48
TOTAL COST OF MATERIALS CONSUMED	1,484.42	1,026.76
NOTE 22 (B) PURCHASES OF STOCK-IN-TRADE		
Stock-in-trade acquired pursuant to slump sale	-	447.20
Purchase of Stock-in-trade	6,179.38	4,494.51
	6,179.38	4,941.71
NOTE 22 (C) CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE		
Stock at the beginning of the year		
Finished Goods*	47.46	36.28
Work-in-Progress*	14.77	31.47
Stock-in-trade (acquired for trading)	871.08	114.09
Total	933.31	181.84
Stock at the end of the year		
Finished Goods	84.62	47.45
Work-in-Progress	25.36	14.79
Stock-in-trade (acquired for trading)	996.04	871.08
Total	1,106.03	933.33
Changes in Inventories	(172.71)	(751.48)
Increase in excise duty on finished goods	3.52	7.42
CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE	(169.19)	(744.06)
* Opening stock of Finished goods (₹ 36.28 Lakhs) and Work-in-process stock (₹ 31.47 Lakhs) on 1st Apr, 2014 acquired pursuant to stake acquisition in Kitchen Grace (India) Private Limited		
	Year 2014-15	Year 2013-14
NOTE 23 : EMPLOYEE BENEFITS EXPENSE		
Salaries and wages	1,747.82	1,062.27
Payments for deputed employees	160.92	40.43
Contribution to Provident and other Funds (Refer Note: 29)	103.98	32.78
Staff welfare expenses	59.63	39.66
	2,072.35	1,175.14

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

	₹ Lakhs	
	Year 2014-15	Year 2013-14
NOTE 24: OTHER EXPENSES		
Auditors' remuneration	26.28	23.62
Advertisement and Sales promotional expenses	1,090.95	966.94
Bad debts written off	18.39	-
Bank Charges	12.02	17.38
Cash discount	142.06	67.94
Commission and Brokerage	85.90	102.45
Contract Manpower expenses	237.64	158.61
Consumption of Stores, spares and consumables	72.16	63.51
Freight and handling charges	146.19	124.24
Insurance	27.56	13.42
Information Technology Expenses	57.34	13.08
Installation Charges	137.09	110.36
Legal and professional expenses	174.59	97.08
Miscellaneous expenses	82.56	69.72
Net (gain) / loss on foreign currency transactions and translations	(0.07)	20.00
Power and fuel	76.14	65.33
Printing, stationery and communication expense	37.74	24.95
Provision for doubtful debts and advances	(10.38)	3.24
Repairs and Maintenance:		
Buildings	19.59	12.31
Machinery	11.76	9.07
Other assets	50.20	36.55
Rates and Taxes	183.08	181.58
Rent (Refer note 28)	381.29	232.98
Telephone Expenses	41.40	31.68
Travelling expenses	264.86	142.84
	3,366.34	2,588.87

	Year 2014-15	Year 2013-14
NOTE 25: FINANCE COSTS		
Interest on Short Term Borrowings from Banks	12.09	75.42
Interest On Unsecured Loans	-	30.14
Interest on Long term borrowings	0.45	-
Interest On Trade Deposits	1.24	
Other Interest	36.79	18.23
Total	50.57	123.80

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

26. CONTINGENT LIABILITIES AND COMMITMENTS :

a) Contingent Liabilities

	As at 31.03.15	As at 31.03.14
1. Claims against the Company not acknowledged as debts		
i. Tax matters in dispute under appeal	38.52	99.18

b) Commitments:

	As at 31.03.15	As at 31.03.14
1. Estimated amount of contracts remaining to be executed on capital account and not provided for	15.74	27.14
2. Letters of Credit and Bank Guarantee issued by bankers and outstanding as on 31st March, 2015	106.96	95.58

27. Pursuant to the Accounting Standard (AS 29) – Provisions, Contingent Liabilities and Contingent Assets, the disclosure relating to provisions made in the accounts for the year ended 31st March, 2015 is as follows:

	Provision for Statutory liabilities	
	2014-2015	2013-2014
Opening Balance	346.52	132.09
Additions pursuant to purchase of net assets on slump sale basis (Refer note: 40)	-	226.54
Additions during the year	40.40	-
Utilizations	50.11	12.11
Reversals	88.97	-
Closing Balance	247.83	346.52

28. PURSUANT TO ACCOUNTING STANDARD (AS-19) – LEASES, THE FOLLOWING INFORMATION IS GIVEN:

- a) The Company has taken certain assets such as office premises, showrooms & vehicles on an operating lease basis. The lease rentals are payable by the company on a monthly or quarterly basis.
- b) Future minimum lease rentals payable as at 31st March, 2015 as per the lease agreements:

Minimum Lease rental payable	As at 31st March 2015	As at 31st March 2014
i) Not later than 1 year	268.42	252.27
ii) Later than 1 year but not later than 5 years	405.47	372.14
iii) Later than 5 years	-	-

- c) Lease payments recognised in the Statement of Profit or Loss for the period is ₹ 381.29 lakhs (Previous year ₹ 232.98 lakhs).

29. EMPLOYEE BENEFITS:

1) Short term employee benefits :

The liability towards short-term employee benefits for the year ended 31st March, 2015 has been recognized in the statement of Profit and Loss.

2) Post-employment benefits :

The following disclosures are made in accordance with AS 15 (Revised) pertaining to Defined Benefit Plans:

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

	₹ Lacs		
	Funded	Funded	Unfunded
Gratuity Benefit Plans			
Amount recognised in Balance Sheet	31.03.15	31.03.14	31.03.14
Present value of obligations	117.65	13.34	65.73
Fair value of plan assets	79.94	7.12	-
Net Liability / (Asset)	37.71	6.21	65.73
Amounts in Balance Sheet			
Liability	37.71	6.21	65.73
Assets	-	-	-
Net Liability / (Asset)	37.71	6.21	65.73
Expense Recognised in the Statement of Profit & Loss	-	-	-
Opening defined benefit obligation less benefits paid	21.27	4.33	21.11
Current service cost Interest on defined benefit obligation	7.67	0.68	4.76
Expected return on plan assets	(5.20)	(0.53)	-
Net actuarial losses / (gains) recognized in year	13.92	1.50	(36.02)
Past service cost	-	-	-
Total, included in "Employee Benefit Expense"	37.66	5.98	(10.15)
Actual return on plan assets	4.90	0.54	-
Reconciliation of benefit obligations and plan assets for the Period			
Change in defined benefit obligation			
Opening defined benefit obligation	79.07	8.11	28.06
Current service cost	21.28	4.33	21.11
Interest cost	7.67	0.68	4.76
Actuarial (gain)/losses	13.62	1.50	(36.02)
Past Service Cost	-	-	-
Additions pursuant to BTA	-	-	48.47
Benefits paid	(3.98)	(1.29)	(0.66)
Closing defined benefit obligation	117.65	13.34	65.73
Change in fair value of assets			
Opening fair value of plan assets	7.12	6.70	-
Expected return on plan assets	5.20	0.53	-
Actuarial gain / (losses)	(0.30)	0.00	-
Contributions by employer	71.90	1.18	0.66
Benefits paid Acquisition/Business	(3.98)	(1.29)	(0.66)
Combination/ Divestiture	-	-	-
Closing fair value of plan assets	79.94	7.12	-

Asset Information - Broad Category of Plan Assets as a Percentage of total assets of Gratuity Plan

Government of India Securities (Central and State)	0.00%	0.00%	0.00%
High quality corporate bonds (including Public & Private Sector Bonds)	0.00%	0.00%	0.00%
Equity shares of listed companies	0.00%	0.00%	0.00%
Real Estate / Property	0.00%	0.00%	0.00%
Cash (including Special Deposits)	0.00%	0.00%	0.00%
Other (including assets under Schemes of Insurance & Treasury Bills)	100.00%	100.00%	0.00%
Total	100.00%	100.00%	0.00%

Experience Adjustments for the current and previous four periods

	31-03-15	31-03-14	31-03-13	31-03-12	31-03-11
Fair value of Plan Assets, End of Period	79.94	7.12	-	-	-
Projected Benefit Obligation, End of Period	117.65	79.07	28.06	-	-
(Surplus)/Deficit in the Plan	37.71	71.94	28.06	-	-
Experience Adjustments on Plan Assets	(0.30)	0.00	-	-	-
(Gains)/losses due to change in Assumptions	7.04	-	-	-	-
Experience (Gains)/Losses on PBO	6.58	(34.52)	-	-	-
Total (Gain)/Loss on PBO	13.62	(34.52)	-	-	-

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

- i) **Discount rate** : The discount rate is based on benchmark yields available on government bonds at the valuation date with terms matching that of the liabilities, for the year at 7.78% (Previous year 9.15%)
- ii) **Expected Rate of Return on Plan Assets** : This is based on the expectation of the average long-term rate of return expected on investments of the fund during the estimated term of the obligations. It is considered at 7.75% - 8.00% (Previous year 8.00%)
- iii) **Salary Escalation Rate** : The estimates of future salary increases, considered in actuarial valuation, takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market. It is considered at 10% - 12 % (Previous year 10% - 12%)

Notes :

- i) As at 31st March 2015, the gratuity fund assets and liabilities are managed by Sleek International Pvt. Ltd. Employees' Group Gratuity Trust & Kitchen Grace India Pvt. Ltd. Employees' Group Gratuity Trust by entering into a Scheme of Insurance for this purpose with the Life Insurance Corporation of India.
- ii) The Company estimates that the balance amount to be contributed to the gratuity fund during the financial year 2015-2016 will be ₹ 37.71 lakhs (Previous Year ₹ 71.94 lakhs).

3) Defined Contribution Plan:

Provident Fund contributions are made to the Regional Provident Fund Commissioner (RPFC) which are charged to the Statement of Profit and Loss as incurred. In respect of contribution to RPFC, the Company has no further obligations beyond making the contribution, and hence, such employee benefit plan is classified as Defined Contribution Plan.

4) Long term employee benefits:

The liability towards compensated absences (annual leave) for the year ended 31st March, 2015 based on actuarial valuation carried out by using Projected Accrued Benefit method resulted in increase in liability by ₹ 19.66 lakhs (Previous year ₹ 11.71 lakhs).

Assumptions considered for Actuarial Valuation:

a. Economic Assumptions

	31st March, 2015	31st March, 2014
Discount Rate	7.78%	9.15%
Basic salary increases allowing for regular increase / price inflation / promotional increase	10% - 12%	10% - 12%

b. Demographic Assumptions

	31st March, 2015 Indian Assured Lives Mortality (2006-08) ultimate	31st March, 2014 Indian Assured Lives Mortality (2006-08) ultimate
Mortality		
Employee Turnover		
For Holding Company:	0-2yrs - 30.00%, 2-8yrs-25.00% Above 8 yrs - 5%	0-2yrs - 25.00%, 2-8yrs-20.00% Above 8 yrs - 5%
For Subsidiary:	20%	20%
Leave Availment Ratio	2%	5%

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

30. LOSS PER SHARE:

	2014-2015	2013-2014
a) Basic and diluted loss per share before and after extraordinary items in rupees (face value ₹ 10/- per share)	(1207.9)	(308.05)
b) Loss after tax before and after extraordinary items as per Statement of Profit or Loss (₹ In Lakhs)	(1475.77)	(297.79)
c) Weighted average number of equity shares outstanding	122,180	96,670

31. Information on related party transactions as required by Accounting Standard - 18 on Related Party Disclosures for the year ended 31st March, 2015.

(a) **Holding Company** – Asian Paints Limited

(b) **Subsidiaries:**

Direct Subsidiary:

Name of the Company	Country of Incorporation	Accounting Period	% of Holding as on 31st March 15	% of Holding as on 31st March 14
Kitchen Grace (India) Private Limited	India	1st Apr 2014 – 31st Mar 2015	100%	86.01%

(c) **Key Managerial personnel:**

Directors of Parent Company

Name of the Director	Designation
Mr. Rajesh Ahuja	Managing Director
Mr. Monesh Ahuja	Executive Director

Directors of Subsidiary Company

Name of the Director	Designation
Mr Snehal Vasani	Managing Director
Mr Rajesh Ahuja	Director
Mr Pragyan Kumar	Director (with effect from 8th Aug 2013)

d) Promoters and their relatives having control:

Directors:

Mr Rajesh Ahuja

Mr Monesh Ahuja

Mr Thakur Ahuja (Father of Mr Rajesh Ahuja and Mr Monesh Ahuja)

Mrs Jyoti Ahuja (Mother of Mr Rajesh Ahuja and Mr Monesh Ahuja)

Mr Snehal Vasani

(e) Companies / Partnership firms / Proprietorship / HUF controlled by Directors/Relatives of Directors :

Satyadharma Investments & Trading Company Private Limited	Ricinash Oil Mill Limited	Germinait Solutions Private Limited
ELF Trading and Chemical Manufacturing Ltd	Informate Mobile Intelligence Pvt. Ltd(31.3.2014)	Cross-Tab Marketing Services Pvt. Ltd
Borderless Access Panels Pvt. Ltd (31.3.2014)	Blueocean Market Intelligence Services Pvt. Ltd(31.3.2014)	Justlegal Corporate Advisors Pvt Ltd
Quasar Consolidated Services Private Limited	Kitchen Creations Private Limited	Palmleaf Furnitech Private Limited
M/S MRJ Industries	Thakur T. Ahuja HUF	M/S Kitchen creations
M/S ESS ESS Industries	M/S Sleek International	Star Solutions
Monesh T. Ahuja HUF		

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

f) Subsidiaries of the Holding Company – Asian Paints Ltd:

Fellow Subsidiaries:

Name of the Company	Country of Incorporation
Asian Paints (Nepal) Private Limited	Nepal
Asian Paints (International) Limited	Mauritius
Asian Paints Industrial Coatings Limited	India
Multifacet Infrastructure (India) Limited	India
Maxbhumi Developers Limited	India

Subsidiaries of the wholly owned subsidiary, Asian Paints (International) Limited, Mauritius

Name of the Company	Country of Incorporation
Asian Paints (South Pacific) Limited	Fiji Islands
Asian Paints (Tonga) Limited	Kingdom of Tonga
Asian Paints (S.I.) Limited	Solomon Islands
Asian Paints (Vanuatu) Limited	Republic of Vanuatu
Asian Paints (Lanka) Limited	Sri Lanka
Asian Paints (Bangladesh) Limited	Bangladesh
Asian Paints (Middle East) LLC	Sultanate of Oman
SCIB Chemicals S.A.E.	Egypt
Samoa Paints Limited	Samoa
Berger International Limited]	Singapore

Subsidiaries of Berger International Limited.

Name of the Company	Country of Incorporation
Berger Paints Singapore Pte Limited	Singapore
Enterprise Paints Limited	Isle of Man, U.K.
Universal Paints Limited	Isle of Man, U.K.
Lewis Berger (Overseas Holdings) Limited	U.K.
Kadisco Paint and Adhesive Industry Share Company	Ethiopia
PT Asian Paints Indonesia	Indonesia

Subsidiary of Enterprise Paints Limited

Name of the Company	Country of Incorporation
Nirvana Investments Limited	Isle of Man, U.K.

Subsidiary of Nirvana Investments Limited

Name of the Company	Country of Incorporation
Berger Paints Emirates Limited	U.A.E.

Subsidiaries of Lewis Berger (Overseas Holdings) Limited

Name of the Company	Country of Incorporation
Berger Paints Jamaica Limited	Jamaica
Berger Paints Trinidad Limited	Trinidad
Berger Paints Barbados Limited	Barbados

For the year ended 31st March, 2015

Name of the Company	Country of Incorporation
Berger Paints Bahrain W.L.L.	Bahrain

- Kitchen Grace India Pvt. Ltd. Employees' Group Gratuity Trust

[illegible]

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

[illegible]

Consolidated Notes to the Audited Financial Statements

For the year ended 31st March, 2015

1. Key management personnel and relatives of promoters who are under the employment of The Group are entitled to post employment benefits and other long term employee benefits recognised as per AS-15 (Revised) Employee Benefits in the consolidated financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.
2. Remuneration paid to directors who are under the employment of the companies of the Group has been paid within the limits mentioned under Section 197 of Companies Act, 2013.

32) Segment Reporting

Since the Group has only one reportable segment, viz. kitchens and kitchen components, segment report as per Accounting Standard 17 – Segment Reporting as specified in the Companies (Accounting Standards) Rules, 2006 (as amended) is not applicable.

33) Scheme of Merger with KGIPL

The Board of Directors of the Parent Company at their meeting on 14th Jan, 2015 have approved a scheme of amalgamation of the Parent Company's 100% subsidiary, Kitchen Grace (India) Private Limited with the Parent Company, M/s Sleek International Private Limited, pursuant to the provisions of section 391 to 394, and other applicable provisions, if any, of the Companies Act, 1956 and other applicable provisions of Companies Act, 2013 and subject to receipt of all necessary consents and approvals including the approval of the shareholders and creditors of the Company as may be required and the sanction of the Hon'ble High Court of Judicature at Bombay ("High Court") or such other competent authority as may be applicable. The appointed date for the said amalgamation is proposed as 1st April, 2015. The Parent Company is in the process of filing required scheme in the High Court.

- 34) The subsidiary company had applied to DIC under Package Scheme of Incentives (PSI), 2007 for its expansion eligible for Industrial Promotion Subsidy (IPS) in the form of refund of net sales tax liability restricted to a maximum of ₹ 155.36 Lakhs as per the Eligibility Certificate (EC) issued by DIC, Government of Maharashtra. In terms of the Accounting Standard (AS-12) "Accounting for Government Grants" prescribed by Companies (Accounting Standards) Amendment Rules, 2006, eligible incentive as mentioned above amounting to ₹ 27.03 Lakhs is credited to Statement of Profit and Loss & included under the head "Other Non-Operating Income" on accrual basis.
- 35) Previous year's figures have been regrouped and reclassified wherever necessary to correspond with the current year classification and disclosure.

Signatures to Notes to Consolidated Financial Statements (Note 1 to 35)

As per our Report of Even Date

For Doshi Praveen & Co
Chartered Accountants
Firm Reg. No. 102742W

Praveen K Doshi
Proprietor
M.No. 042112

Mumbai
Date : 30th April 2015

For B S R & Co. LLP
Chartered Accountants
Firm Reg. No. 101248W/W100022

Bhavesh Dhupelia
Partner
M.No. 042070

Mumbai
Date : 30th April 2015

For and on behalf of the Board of
Sleek International Pvt Ltd
CIN No. U31300MH1993PTC070859

Manish Choksi Director DIN No. 00026496	Pragyan Kumar Director DIN No. 06641187
Rajesh T. Ahuja Managing Director DIN No. 00371406	Monesh T. Ahuja Director DIN No. 02591030

Chaitanya Dabholkar
CFO

Mumbai
Date : 30th April 2015

Mumbai
Date : 30th April 2015