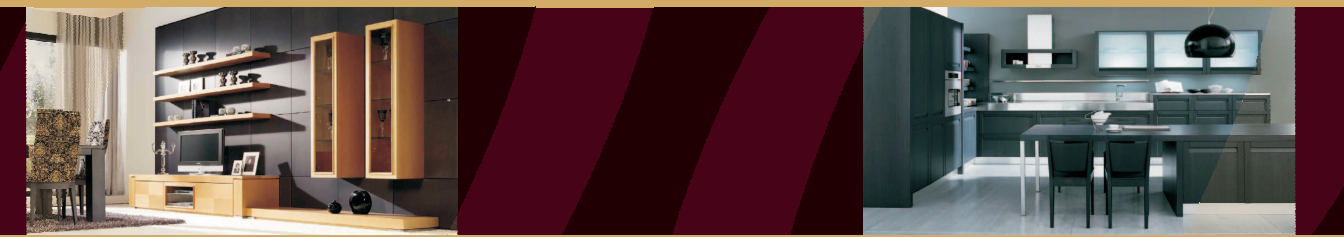




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BLOOM DEKOR LIMITED
ANNUAL REPORT
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**DIRECTORS**

Shri Mayur Parikh
Dr. Sunil Gupta
Smt. Rupal Gupta
Shri Chirag Mehta
Dr. Ramesh Shah

Chairman
Managing Director
Executive Director
Director
Director

LEGAL ADVISORS

C. C. Gandhi & Co.
2, Prabhat Society,
Ahmedabad - 380 014.

BANKERS

State Bank of India
The Karur Vysya Bank Ltd.
Punjab National Bank

AUDITORS

M/s. B. T. Vora & Co.
Chartered Accountants
Ahmedabad - 380 009.

HEAD OFFICE

2/F, SUMEL,
S.G. Highway Road, Thaltej
Ahmedabad - 380 059.

REGISTERED OFFICE & WORKS

Oran 267, Tal. Prantij, Dist. : Sabarkantha
National Highway No. 8
North Gujarat - 383 205.

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NOTICE

Notice is hereby given that the Nineteenth Annual General Meeting of the Members of Bloom Dekor Limited will be held on 07th August, 2010 (Saturday) at 11.00 a.m. at the Registered Office of the Company at 267, Village Oran, Tal. Prantij, Dist. Sabarkantha, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31.03.2010 and the profit and loss account for the period ended on 31.03.2010 and Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Chirag Mehta who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Ordinary Resolution:-

“RESOLVED THAT pursuant to provisions of Section 269,309,314 and other applicable provisions, if any, read with Schedule XIII of the Companies Act,1956 and subject to approval of Shareholders at the ensuing General Meeting of the Company, consent of the company be and hereby accorded for re-appointment and revision in the remuneration of Smt. Rupal Gupta, Executive Director of the Company for a period of three years with effect from 01/05/2010 for a period of 3 years on the following terms and conditions subject to such modifications , if any, as may be acceptable to the Board of Directors of the Company and Smt. Rupal Gupta within the ceiling as laid down under the provisions of the Companies Act, 1956.

- 1] Salary of Rs.48000/- (Rupees Forty Eight Thousand Only) per month and House Rental Allowance of Rs.28800/-(Rupees Twenty Eight Thousand Eight Hundred Only) per month with an annual increment of 15% p.a.
- 2] Perquisites and Benefits: Perquisites may be allowed in addition to salary and/or commission or both permissible under the provisions of the Companies Act, 1956 but

perquisites shall be restricted to annual salary of the appointee.”

By order of the Board

Place : Ahmedabad

Date : 29.05.2010

Chairman

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Proxies in order to be effective must reach the Registered Office of the Company not less than 48 hours before the time fixed for the Meeting.
2. The relevant Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of Item No. 4 of Notice is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from 3/8/2010 to 6/08/ 2010 (both days inclusive).
4. Shareholders desirous of any information on records of accounts are requested to write to the Company before 10 days of Annual General Meeting so as to enable the Management to keep the information ready.
5. The copies of relevant documents can be inspected at the Registered Office of the Company on any working day between 11.00 a.m. to 5.00 p.m.
6. Members are requested: -
 - i) to bring the copy of the Annual Report at the Meeting.
 - ii) to notify any change in address to the Company.
7. Consequent to the amendment to Section 205A of the Companies Act,1956 and introduction of Section 205C by the Companies (Amendment) Act, 1999, the amount of dividends remaining unclaimed for a period of seven years is to be transferred to the Investor Education and Protection Fund. Accordingly the dividend declared for the financial year ended 31st March, 2003 will be transferred to Investor Education and Protection Fund. Thereafter on transfer of the same to Investor Protection Fund the members will not be able to claim the same.

Members who have not encashed the dividend warrants for the financial year ended 2002-2003 and /or any subsequent year are requested to write to the Registrar and Share Transfer Agent giving necessary details.

8. Members who hold the shares in dematerialized form are requested to bring their Client ID and DP ID for easier identification of attendance at the AGM.
9. Members holding the shares in physical mode are requested to notify immediately for change of their address and bank particulars to the Company or its Share Transfer Agent.

AND

In case their shares are held in dematerialized form then information should be passed on directly to their respective Depository Participant and not to the Company / Share Transfer Agent without any delay.

10. The annual listing fees of all the Stock Exchanges where Company's shares are listed are generally being paid regularly.
11. Re-appointment of Director.
 - [a] At the ensuing Annual General Meeting Mr. Chirag Mehta Director retires by rotation and being eligible, offers himself for re-appointment. The information or details pertaining to Mr. Chirag Mehta, to be provided in terms of Clause 49 of the Listing Agreement are furnished in the Statement on Corporate Governance published elsewhere in this Report.
 - [b] At the ensuing Annual General Meeting Smt. Rupal Gupta, who was earlier appointed as an Executive Director for a period of 3 years has been hereby re-appointed for a further period of three years at the meeting of the board of directors held on 29/01/2010 with effect from 01/05/2010 on the following terms and conditions subject to such modifications, if any as may be decided by the members in their meeting.
 - 1] Salary of Rs.48000/- (Rupees Forty Eight Thousand Only) per month and House Rental Allowance of Rs.28800/-(Rupees Twenty Eight Thousand Eight Hundred Only) per month with an annual increment of 15% p.a.

- 2] Perquisites and Benefits: Perquisites may be allowed in addition to salary and/or commission or both permissible under the provisions of the Companies Act, 1956 but perquisites shall be restricted to annual salary of the appointee."

The information or details pertaining to Smt. Rupal Gupta, to be provided in terms of Clause 49 of the Listing Agreement are furnished in the Statement on Corporate Governance published elsewhere in this Report.

**ANNEXURE TO NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION
173(2) OF THE COMPANIES ACT, 1956, IN RESPECT
OF ITEM NO. 4 OF NOTICE IS ANNEXED HERETO.**

Item No. 4

Smt. Rupal Gupta, who was earlier appointed as an Executive Director for a period of 3 years has been hereby re-appointed for a further period of three years at the meeting of the board of directors held on 29/01/2010 with effect from 01/05/2010 on the following terms and conditions subject to such modifications, if any as may be decided by the members in their meeting.

- 1] Salary of Rs.48000/- (Rupees Forty Eight Thousand Only) per month and House Rental Allowance of Rs.28800/-(Rupees Twenty Eight Thousand Eight Hundred Only) per month with an annual increment of 15% p.a.
- 2] Perquisites and Benefits: Perquisites may be allowed in addition to salary and/or commission or both permissible under the provisions of the Companies Act, 1956 but perquisites shall be restricted to annual salary of the appointee."

Pursuant to provisions of Section 269,309,314 and other applicable provisions, if any read with Schedule XIII of the Companies Act, 1956, it is necessary to pass an ordinary resolution at the Annual General Meeting of the Shareholders of the Company. Therefore the present resolution has been proposed for approval of the Shareholders.

None of the Directors except Dr. Sunil Gupta and Dr. Ramesh Shah relatives of the appointee are concerned or interested directly or indirectly in the proposed resolution.

By order of the Board

Place : Ahmedabad
Date : 29.05.2010

Chairman

DIRECTORS' REPORT

Dear BLOOM DEKOR LIMITED members,

The Directors take pleasure in presenting the Nineteenth Annual Report along with the Audited Statement of Accounts for the year ended 31st March 2010, as under:

FINANCIAL HIGHLIGHTS:

<u>Particulars</u>	(Rs. in Lacs)	
	Year Ended 31/03/2010	Year Ended 31/03/2009
Income from operations	4123.88	3392.00
Other Income	65.12	51.19
Total Expenditure	3726.13	3063.73
Interest	203.13	197.92
Profit before Amortisation, Depreciation & Prior Period Adjustment	259.74	181.54
Differed Revenue Expenses Written Off & Prior Period Adjustment	0.31	7.45
Depreciation	131.55	121.76
Provision for Tax – Current / Deferred	26.37	21.39
Net Profit after depreciation and tax	101.51	30.94
Profit / (Loss) brought forward	623.02	592.08
Net Profit / (Loss) carried to Balance Sheet	724.53	623.02

Management Discussions and Analysis**FINANCIAL PERFORMANCE:**

Bloom Dekor Ltd. is engaged into the manufacturing of high pressure laminate sheets used in the furniture industry as well as interiors. The Company was mainly exporting its products till 2006-07. The growth in the local market and the continuous strengthening of the Rupee against the USD opened new opportunities for the company to shift focus onto the domestic markets. Domestic sales has shown a growth of 37.72% over the previous year 08-09.

The gross turnover of the company in the year 2009-10 has shown a growth of 21.58% as compared to the previous year which also exceeded the projections. The turnover of the company in the year 2009-10 was Rs. 4123.88 Lacs as against Rs.3672.13 Lacs for the previous year 2008-09.

The domestic markets in India have shown tremendous up trends in demand due to a boom in the construction industry and new design concepts emerging for sophisticated interiors. This is reason enough for the increase in domestic laminate sales and strategic decisions taken by the management have helped in improving the top line of the company both in the domestic and the international markets.

During the financial year under review, there had been a number of external factors adversely affecting the performance and profitability of the Company; i.e Increase in 1) raw material cost, for chemicals like Phenol, Methanol, Formaldehyde and Melamine due to rising crude oil prices. 2) Unfavourable exchange rates of US Dollar and EURO 3) Increase in both inward and outward freight costs due to high fuel prices. In addition to this, frequent shortage of raw materials also affected the overall production and in turn, the anticipated top line of the Company.

Despite the downturn in the economy Bloom Dekor has returned an increase of 21.58% on the top line with better margins.

INDUSTRY OVERVIEW AND DEVELOPMENTS:

Globally, the decorative laminate industry is projected to have a marginal growth. However, the domestic market is showing a very healthy double digit growth, which appears to be sustainable for the coming decade mainly on account of boom in the real estate markets which has put a high demand for decorative laminate sheets catering to the interior decoration of the innumerable residential and commercial buildings sector.

At the same time, the Chinese invasion with low prices is adding pressure on the price realizations. The contribution of Indian laminate industry to the world demand is still under utilized and offers a lot of opportunity for the

growth in volume but the value growth is not correspondingly high. A lot of cost control in the process will have to be ensured to improve ROI.

OUTLOOK & OPPORTUNITIES :**LAMINATES:**

Laminate industry in India is growing at a rapid speed, in spite of many new entrants in the market. Although the competition has increased, it has created awareness amongst the consumers and has benefited to the organized players like Bloom. Bloom has its own standing in the market and is known as a premium brand. With the help of versatile product range in Laminates and with two Brands, **BLOOM – Simply d'front and OLIVE – value for money**, it can cater the needs of both the Trade and the Influencers. Company is poised to become a market leader soon. The platform is ready, we just need to take off!

DOORS:

The Company's entry into door business was marked by down trend in construction industry and fierce competition from unorganized sector. Hence, Bloom N'doors going very tough in this business. Hence, Bloom N'doors introduced up-market, environment friendly new generation – engineered doors which found lots of interests in the market. Many builders were interested in using them as entrance doors due to rich and esthetic look of solid door but value for money.

PROFESSIONAL MANAGEMENT

The company is poised for phenomenal growth and has also started the management restructuring process and introduction of modern systems to ensure total professional approach to business.

RISK PERCEPTION:

Looking at the price movement of world crude oil prices, there would be noticeable variations in prices and supply of various chemicals and raw materials. Considering the current inflation index at -0.14%, business will tend to be good but competitive and challenging.

However, the company is determined and focused to gain momentum in growth and to improve their profit margins substantially for the coming financial year.

For the doors division, competition will come in from cheaper doors being marketed by Chinese companies and not to forget the growth of new companies which would be wanting to tap the huge market that exists for the eco-friendly engineered panel doors and designer flush doors. This will induce heavy pressure on the cost control during the manufacturing process.

INTERNAL CONTROLS & THEIR ADEQUACY:**a) Internal Audit & Inspection:**

A comprehensive system of internal inspection and audit is in place in the company to monitor internal control systems. The scope and coverage of the Audit is reviewed from time to time to make it more focused and effective. The system of both out-sourcing and in-house audit continued during the year 2009-2010.

HUMAN RESOURCES:

During the year under review the employee attrition was minimal. The management continues its efforts in imparting professional training to Executives and Staff members at various levels with the view to upgrade their competence and managerial abilities. The Industrial relations in the company continued to be cordial in the year 2009-2010.

New focus is being given to improve safety for the workers and improve awareness of work place management through training on 5S principles.

CAUTIONARY STATEMENT:

The statements and observations made in this analysis are reflective of the collective opinion of the company. Wherever possible, conservative estimates have been considered.

Certain statements in this section relating to estimates, projections and expectations may be forward looking within the meaning of applicable laws and regulations. The actual results could differ marginally from what the directors envisage in terms of the future performance and outlook. The factors that may affect the performance

of the company will be changes pertaining to government policies, tariff barriers, delays in registrations, changes in local and overseas markets and the related factors there of.

FIXED DEPOSIT:

During the year under review, the Company has not accepted any Deposits from Public.

DIRECTORS:

As per the Articles of Association Mr. Chirag Mehta retires by rotation but being eligible, offers himself for reappointment.

Smt. Rupal Gupta was re-appointed as Executive Director for a period of three years w.e.f. 1.5.2010 at remuneration set out in item No.4 to the notice calling AGM subject to approval of shareholders.

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to sub-section (2AA) of Section 217 of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm that:

- (i) In the preparation of the Annual Accounts, the applicable accounting standards were followed;
- (ii) The Directors had selected such accounting policies and applied them consistently, made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The Directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE:

Your Company strives to incorporate the appropriate standards for corporate governance. Pursuant to Clause-49 of listing agreement to the Stock Exchange Corporate Governance Report and Auditors' Certificate on its compliance is annexed and forms part of this report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING & OUTGO:

The details of Conservation of energy, Technology Absorption and Foreign Exchange earnings and outgo as per section 217(1) (e) read with Companies (Disclosure of particulars in the report of Board of Directors) Rules 1988 as amended are given in the Annexure-I forming part of this report.

AUDITORS:

The Company's Auditors M/s. B.T. Vora & Co., Chartered Accountants, Ahmedabad will retire at the conclusion of ensuing Annual General Meeting and offer themselves for reappointment.

AUDITORS' REPORT:

Notes forming part of the Accounts, which are specifically, referred to by Auditors in the Report are self-explanatory and therefore do not call for any further comments.

PARTICULARS OF EMPLOYEES:

There is no employee of the company drawing total remuneration of Rs. 24,00,000 p.a. or Rs. 2,00,000 p.m. as required u/s 217 (2A) of The Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975

ACKNOWLEDGEMENT:

The Directors take this opportunity to thank all their valued customers, business associates and vendors for their kind support. The Directors also record their appreciation for the sincere and dedicated efforts put in by all the employees at all levels for their contribution towards this performance. The co-operation of our previous bankers State Bank of India, The Karur Vysya Bank Ltd. and now Punjab National Bank have been commendable and have helped us through the year. The Management also thanks their share holders.

For and On behalf of the Board

Place : Ahmedabad

Date : 29/05/2010

Chairman

ANNEXURE TO THE DIRECTORS' REPORT

Annexure-I

Information pursuant to the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 as amended.

(1) CONSERVATION OF ENERGY:

The average consumption of Electricity per unit of production has decreased to 1.67 units from 1.85 per unit of production in the Financial Year 2009-2010.

(2) TECHNOLOGY ABSORPTION:

NIL

(3) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Total Exchange used and earned.

	2009-2010	(Rs. in Lacs) 2008-2009
i Foreign Exchange earned including Direct and Indirect exports.	1097.82	1201.68
ii Foreign Exchange used	1082.77	987.58

FORM - A

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSUMPTION OF ENERGY:

	Current Year	Previous Year
(A) Power and Fuel Consumption		
1) Electricity :		
a) Purchase :		
Units	18,47,288	15,47,686
Total Amount (Rs. in Lacs)	110.56	92.93
Rate/Unit	5.98	6.00
(b) Own Generation		
i. Through Diesel Generator Units	14,260	33,004
Unit per liter of Fuel (Total Diesel used)	2.06 Lacs	4.04 Lacs
Cost/Unit	Rs. 14.48	Rs. 12.24
ii. Through Steam Generator Units:	NIL	NIL
Unit per litre of Fuel Cost/Unit		
2) Coal :		
Quantity	NIL	NIL
Total Cost		
Average rate		
3) Lignite :		
Quantity	NIL	NIL
Total Cost		
Average rate		
4) Fire Wood & Lignite :		
Quantity (in Kgs.)	63,21,133	49,02,560
Total Amount (Rs. in Lacs)	156.28	141.64
Average rate/Kgs.	2.47	2.89

5) Others

(a) Gas :

Quantity

Consumed in M3

Total Cost

Rate

(b) L.P.G. :

Quantity Consumed

Total Cost

Rate

(B) Consumption per Unit of Production

ELECTRICITY (UNITS/UNIT

OF PRODUCTION)

FIRE WOOD & LIGNITE

(LTS, KGS/UNIT OF PROD.)

FORM - B

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION OF TECHNOLOGY, RESEARCH & DEVELOPMENT.

RESEARCH AND DEVELOPMENT (R&D)

1. Specific areas in which R & D is carried out by the Company	Nil	Nil
2. Benefits derived as a result of the above R & D	Nil	Nil
3. Future plan of action	Nil	Nil
4. Expenditure on R & D	Nil	Nil
(a) Capital	Nil	Nil
(b) Benefits derived as a result of the above R & D	Nil	Nil
(c) Future plan of action	Nil	Nil
(d) Total R & D expenditure as a percentage of total turnover adaptation and innovation.	Nil	Nil

CORPORATE GOVERNANCE REPORT

In compliance with the Corporate Governance requirements as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges, the Company has been incorporating a separate section on Corporate Governance for the last few years, in its Annual Report. The Shareholders and Investors of the Company would have found the information very informative & useful.

The Company's policies on the Corporate Governance and due compliance report on specific areas wherever applicable for the year ended 31st March, 2010 are given hereunder divided into the following areas:-

I. Company's philosophy on Corporate Governance:-

The Company continues to commit itself to maintaining the highest standards of integrity, transparency and accountability in all facets of its operations and to create Shareholders' value on a sustainable basis. Bloom believes that good Corporate Governance, with transparency and independence as its key ingredients, provides a market-oriented framework for the running of Companies. It can ensure a proper balance between management, board and shareholders, adequate levels of transparency, appropriate compensation schemes and the prevention of conflict of interests.

II. Board of Directors:-

(a) Composition of the Board:

The Board of Directors of the Company comprises two Executive Directors and three Non-Executive Directors.

(b) Board Procedure:

Board members are provided appropriate documents and information pertaining to the matters to be considered at each Board and Committee meetings, to enable the Board to discharge its responsibilities effectively and the Chairman and Managing Director reviews the overall performance of the Company. Board meeting held during the financial year 2009-2010

The board of directors of the Company met five times on 30th April, 2009, 30th June, 2009, 30th July, 2009, 31st October, 2009 and 29th January, 2010. The directors' attendance record, directorships and committee positions are noted below:

Name of Director	Position	Attendance at Meetings	Attendance		Directorships in other Public Limited Companies	Committee Membership of other Companies	Board Committee Chairmanship of other Companies
			Board (out of 5)	17th AGM on 30/09/2009			
Shri Mayur Parikh	Non-Executive / Independent Director / Chairman	5	Yes	2	3	1	
Dr. Sunil Gupta	Managing Director	5	Yes	1	Nil	Nil	
Smt. Rupal Gupta	Executive / Promoter / Executive Director	5	Yes	Nil	NIL	Nil	
Shri Chirag Mehta	Non-Executive / Independent Director	5	Yes	Nil	Nil	Nil	
Dr. Ramesh Shah	Non-Executive / Independent Director	5	NO	Nil	Nil	Nil	

Excluding Directorships in Foreign Companies and those under Section 25 of the Companies Act, 1956.

All the Directors who are on various Committees are within the permissible limits of the listing agreement. The Directors have intimated from time to time their membership in various Committees in other Companies.

(c) Code of Conduct:

The Company has framed a code of conduct for the members of the Board of Directors and Senior Management personnel of the Company. The said code of conduct is available on the website of the Company. The declaration by Dr. Sunil Gupta, Managing Director of the Company regarding compliance by the Board members and Senior Management personnel with the said code of conduct is given as Annexure I and Annexure II to this Report. In addition to this a separate code of conduct for dealing in equity shares and other securities having voting rights of the Company is also in place.

(d) Remuneration Committee:

Remuneration to executive directors has been decided based on the years of experience and contribution made by the respective executive directors and is consistent with the existing industry practice. As regard payment of sitting fees to non-executive directors, the same is within the limits prescribed by the Companies Act, 1956. . The details of remuneration paid to directors during the financial year 2009-2010 Meeting of the Remuneration Committee was held on 29/01/2010

Name of the Members	Chairman/Member	No. of meetings attended
Shri Mayur Parikh	Chairman	1
Shri Chirag Mehta	Member	1
Dr. Ramesh Shah	Member	1

(e) Details of sitting fees, commission and remuneration paid/payable to Directors:

The details of remuneration paid to directors during financial year 2009-2010 is mentioned below:

(i) Non-Executive Directors:

The non-executive directors are not paid any remuneration except sitting fees for attending the meetings of the board of directors and/or committees thereof.

Name of the Directors	Commission Payable for the year	Sitting fees paid during the year	Total
Shri Mayur Parikh	—	17,500/-	17,500/-
Shri Chirag Mehta	—	17,500/-	17,500/-
Dr. Ramesh Shah	—	5,500/-	5,500/-

(ii) Executive Directors:

Dr. Sunil Gupta ** 26.88 Lacs

Smt. Rupal Gupta *** 5.22 Lacs

** Period of re-appointment of Managing Director : 01/09/2008 to 31/08/2011

The Managing Director remuneration detail : Not exceeding Rs.1,40,000/- over and above perks per month for a period of three years w.e.f. 01/09/2008

*** Period of Reappointment of Executive Directors : 01/05/2010 to 30/04/2013

The Executive Director remuneration detail : Rs.48,000/- per month plus perquisites of a Period of three years w.e.f. 01/05/2010.

III. Audit Committee:

Role and terms of reference

The board terms of reference includes the following as is mandated in Clause 29 of listing agreement and Section 292A of Companies Act, 1956:

The Audit committee in detail reviewed the following points:-

- Management discussion and analysis of financial condition and results of operations
- Statement of significant related party transactions and details of material individual transactions with related parties which are not in the normal course of business.
- Internal audit reports relating to internal control weaknesses
- Major accounting entries involving estimates based on the exercise of judgment by management
- Significant adjustments made in the financial statements arising out of audit findings
- Compliance with listing and other legal requirements relating to financial statements
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
- Discussion with internal auditors any significant findings and follow up there on.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Composition, meetings and attendance:

The audit committee of the Company has been constituted as per the requirements of Clause 49 of the listing agreement. The composition of audit committee is in compliance with the requirements of Clause 29 (II) (A) of the listing agreement. It consists of 3 members, all of whom including the Chairman are independent directors. The committee was reconstituted during the year due resignation of Shri Ashok Gandhi. Shri Chirag Mehta, newly appointed director was replaced as member of the committee in place of Mr. Gandhi. The CFO and Internal Auditor of the Company are invited to attend the meetings of the audit committee from time-to-time to respond to queries raised at the Committee meetings.

During the financial year 2009-2010, the audit committee met five times on 30th April, 2009, 30th June, 2009, 30th July , 2009, 31st October, 2009 and 29th January, 2010. The gap between two meetings did not exceed four months. The attendance of the members is noted below:-

Name of the Members	Chairman/Member	No. of meetings attended
Shri Mayur Parikh	Chairman	5
Shri Chirag Mehta	Member	5
Dr. Ramesh Shah	Member	5

All the members of the Audit Committee are Non-executive Directors. All the members of Audit Committee are financially literate and one member is having vast experience in the field of financial management expertise and other in these related matters.

IV. Disclosures:

- (i) **Subsidiary Companies:**
The Company does not have any subsidiary unit.
- (ii) There are no materially significant related party transactions entered into by the Company with the Promoters, Directors or the Management, their Relatives etc. that may have potential conflict with the interest of the Company at large. The register of contracts containing the transactions in which Directors are interested is placed before the Board regularly for its approval.
Transactions with related parties are disclosed in notes to the accounts in this Annual Report.
- (iii) All pecuniary relationship or transactions of the non-executive Directors vis-à-vis the Company have been disclosed in the notes forming parts of the Accounts.
- (iv) Management Discussion and Analysis forms part of the Directors’ Report to the shareholders and it includes discussion on matters as required under the provisions of Clause 49 of the listing agreement with Stock Exchanges.

- (v) No Penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.
- (vi) Profile of directors seeking re-appointment
 Details of Directors seeking re-appointment at the ensuing Annual General Meeting fixed Saturday 07th August, 2010 are given hereunder:-

Name of Director	Chirag Mehta
Date of appointment	24.10.2008
Expertise in specific Functional areas	Finance, accounting & administration senior Professional with diverse industry experience. Proven ability to improve operations, impact business growth and maximize profits through achievements in finance management, cost reductions, strategic planning, improved internal controls and productivity improvements. Strong qualifications in general management, business planning, systems technology design & implementation and staff development/ leadership. He will be contributing to the policy making of the organization.
List of other Directorships held excluding foreign companies. Companies under Section 25 of the Companies Act, 1956 and Private Companies	He is not a Director in any other Company.
Chairman/Member of the committees of the Board of other Companies in which he/she is a Director	He is not a Chairman/Member of Committee of any other Company.

V. Shareholders'/Investors' Grievance Committee :

Terms of reference

The board terms of reference includes the following:

- (1) Redressal of shareholder and investors' complaints including but not limited to transfer of shares and issue of duplicate share certificates, non-receipt of balance sheet, non-receipt of declared dividends, etc. and
- (2) Monitoring transfers, transmissions, dematerialization, rematerialization, splitting and consolidation of shares issued by the Company.

Composition, meetings and attendance:

Shareholders' Grievance Committee of the Company consists of three directors out of which the chairman is a non-executive independent director and other two members are executive directors of the Company.

During the financial year 2009-2010, the shareholders' grievance committee met four times on 30th June 2009, 30th July, 2009, 31st October, 2009 and 29th January, 2010. The attendance of the members is mentioned below:-

Name of the Members	Chairman/Member	No. of meetings attended
Dr. Ramesh Shah	Chairman	4
Dr. Sunil Gupta	Member	4
Smt. Rupal Gupta	Member	4

During the year ended 31st March 2010 7 (Seven) investor complaints/queries were received and as on 31st March 2010 there were no complaints/queries pending reply. There were no share transfers pending for registration for more than 30 days as on the said date.

VI. Name, designation of the Compliance Officer:

Mr. Rajkumar Chaudhary, Manager (Admn.) is the Compliance Officer of the Company.

VII. Compliance Certificate:

Compliance Certificate for Corporate Governance from Auditors of the Company for the financial year 2009-2010 is given as Annexure to this Report.

VIII. General Body Meetings:**(a) The details of General Meetings held in last three years are as under:-****(i) Annual General Meeting:**

AGM	Date	Time	Venue
16th	22/09/2007	11.00 a.m.	Regd. Off.: 267, Oran, Tal. Prantij, N.H.8, Dist. Sabarkantha
17th	06/09/2008	11.00 a.m.	Regd. Off.: 267, Oran, Tal. Prantij, N.H.8, Dist. Sabarkantha
18th	30/09/2009	11.00 a.m.	Regd. Off.: 267, Oran, Tal. Prantij, N.H.8, Dist. Sabarkantha

(b) Whether any special resolutions passed in the previous three AGMs:

Yes, details of which are given hereunder:-

Date	Matter
22/09/2007	Re-appointment of Executive Director
06/09/2008	Re-appointment of Managing Director
30/09/2009	Nil

(c) Whether any special resolution was passed last year through postal ballot / details of voting pattern?
NO**IX. Means of Communication:**

- i) Which newspapers normally published in The Company has published quarterly results in The News Line (English) and Chanakya (Gujarati), both at Ahmedabad.
- ii) Any web site, where displayed whether it also displays official News release and presentations made to Inst. Investors/analysts. www.bloomdekor.com
Code of Conduct of the Company displayed on the website.

X. General Shareholder Information:

- (a) Annual General Meeting to be held :
- Day : Saturday
- Date : 7th Day of August, 2010
- Time : 11.00 a.m.
- Venue : Registered Office of the Company at 267, Oran, Tal. Prantij, N.H.8, Dist. Sabarkantha, North Gujarat-383 205.
- (b) Financial Calendar for 2010-2011
- Financial year : 1st April to 31st March
- First Quarterly Results : On or before 15th August, 2010
- Second Quarterly Results : On or before 15th November, 2010
- Third Quarterly Results : On or before 15th February, 2011
- Audited Yearly Results for the Year ended 31st March 2011 : On or before end of May 2011
- Annual General Meeting for the year 2009-2010 : In accordance with Section 166 of Companies Act, 1956

- (c) Date of Book Closure : From 03/08/2010 to 06/08/2010 2010 (both days inclusive).
- (d) Dividend payment date : Not Applicable
- (e) Listing on Stock Exchanges : The Equity Shares of the Company are listed at the following Stock Exchanges:-
 (i) Bombay Stock Exchange Limited,
 Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI-400 001.
 Note: Listing fees have been paid to the Stock Exchanges and Securities Depository for the year 2010-2011.
- (f) Stock/Company/Security/Common Code : Bombay Stock Exchange Limited : 526225
 National Securities Depository Limited : 253C
 Central Depository Services (India) Limited : 1790
- (g) Market Price Data : The details of monthly highest and lowest closing quotations of the equity shares of the Company at the Bombay Stock Exchange Limited during the financial year 2009-2010 are as under:-

Quotation at Bombay Stock Exchange Limited

Month	High	Low
April, 2009	7.45	6.11
May, 2009	11.81	7.82
June, 2009	11.65	10.46
July, 2009	12.00	10.90
August, 2009	11.75	10.21
September, 2009	12.78	10.98
October, 2009	13.50	9.82
November, 2009	14.17	9.92
December, 2009	14.29	10.85
January, 2010	16.50	13.00
February, 2010	14.99	12.15
March, 2010	14.55	12.02

- (h) Registrar and Transfer Agents (Share Transfer and Communication regarding Share Certificates, Dividends and Change of Address) : M/s. Purva Sharegistry India Pvt.Ltd.
 Unit : Bloom Dekor Limited
 Mr. Rajesh Shah, Director
 9, Shiv Shakti Ind. Estt., J.R. Boricha Marg, Lower Parel (East), MUMBAI-400 011
 Tel: +91-22-2301 6761/2301 8261 Fax : +91-22-2301 2517
 E-mail : busicomp@vsnl.com
- (i) Share Transfer System : Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respects. Executives of the Company have been authorised to approve transfers in additions to the Committee.

(j) Distribution of Shareholding :

Sr. No.	No. of Equity Shares held		No. of Folios	No. of Shares	Percentage of Shareholding
1	1	to 500	2889	4,23,434	7.06
2	501	to 1000	162	1,37,825	2.3
3	1001	to 2000	94	1,49,989	2.5
4	2001	to 3000	24	60,992	1.02
5	3001	to 4000	17	58,863	0.98
6	4001	to 5000	17	78,829	1.31
7	5001	to 10000	22	1,44,408	2.41
8	10001	& above	39	49,45,660	82.43
Total			3264	60,00,000	100

(k) Shareholding Pattern as at 31st March, 2010:

Sr. No.	Category	No. of Folios	Percentage of Folios	No. of Shares Held	Percentage of Shareholding
1	Promoters	11	0.34	17,18,395	28.64
2	Resident Individuals	3133	95.98	22,19,166	36.99
3	Private Corporate Bodies	45	1.38	9,99,639	16.66
4	Financial Institutions	0	0	0	0
5	Nationalised Banks, Government, Insurance Companies and Mutual Fund	0	0	0	0
6.	FIIIs	0	0	0	0
7.	NRIIs and OCBs	75	2.3	1062800	17.71
8	GDRs	0	0	0	0
Total		3264	100	60,00,000	100

(l) Dematerialization of Equity Shares : More than 92.20% of total equity share capital is held in Dematerialized form with NSDL and CDSL.

(m) Plant (Manufacturing Units) : BLOOM DEKOR LIMITED
267, Village Oran, Taluka Prantij, N.H. 8, Dist. Sabarkantha, North Gujarat - 383 205

(n) Address for Correspondence for any query : M/s. Purva Sharegistry India Pvt.Ltd.
Unit : Bloom Dekor Limited
9, Shiv Shakti Ind. Estt., J.R. Boricha Marg, Lower Parel (East), MUMBAI-400 011
Tel: +91-22-2301 6761/2301 8261 Fax : +91-22-2301 2517
E-mail : busicomp@vsnl.com

(o) Non-Mandatory Requirements :

1. The Board

(a) An office for the use of the Chairman is made available whenever required.

(b) At present there is no policy fixing the tenure of Independent Directors.

2. Remuneration Committee

The Company has two Whole-time Directors on the Board whose appointments and remuneration have been fixed by the Board in terms of resolution passed by the members.

3. Shareholders' Rights
Half yearly financial results including summary of significant events during the last six months are presently not being sent to shareholders of the Company.
4. Audit Qualifications
There are no qualifications in the Auditor's report on the financial statements to be Shareholders of the Company.
5. Training of the Board Members
There is no formal policy at present for training of the Board members of the Company as the members of the Board are eminent and experienced professionals.
6. Mechanism for evaluating non-executive board members
There is no formal mechanism existing at present for performance evaluation of non-executive directors.
7. Whistle Blower Policy
The Company has not established any formal whistle blower policy.
The above report has been placed before the Board at its meeting held on 29.05.2010 and the same was approved.

**ANNEXURE
DECLARATION**

I, Dr. Sunil Gupta, Managing Director of Bloom Dekor Limited, hereby declare that as on 31st March, 2010, all the Board members and Senior Management Personnel have affirmed compliance to the Code of Conduct laid down by the Company.

For Bloom Dekor Limited

Sd/-

Dr. Sunil Gupta

Managing Director

CERTIFICATE

To the members of BLOOM DEKOR LIMITED

We have examined the compliance of conditions of Corporate Governance by Bloom Dekor Limited, for the year ended 31st March 2010, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the certificate of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance in Clause 49 of the above mentioned Listing Agreement.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that based on the report given by the Registrars of the Company to the Investor Grievance Committee as on 31st March 2010, there were no investor grievances remaining unattended/pending for more than 30 days.

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

for **B.T. VORA & CO.**
Chartered Accountants

B.T. Vora

Proprietor

Member No.13046

FRN No.123652W

Date : 29.05.2010

Place : Ahmedabad

AUDITORS' REPORT

To the Members of
BLOOM DEKOR LIMITED.

We have audited the attached Balance Sheet of '**Bloom Dekor Limited**', as at 31st March, 2010 and also the Profit and Loss Account and the Cash Flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these statements based on our audit.

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

As required by the Companies (Auditor's Report) Order, 2003, issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956, we annex hereto a statement on the matters specified in paragraphs 4 and 5 of the said Order.

Further to our comments in the Annexure referred to above, we report that:

- a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;
- c) The Balance Sheet the profit and Loss Account and Cash Flow statement dealt with by this report, are in agreement with the books of account;
- d) In our opinion, Balance Sheet, Profit and Loss and Cash Flow statement comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956, **except (1) to the extent of non provision of excise duty on finished goods not cleared from the factory and corresponding equivalent amount not considered in valuation of inventories as stated in Note No. B) 7(1) of schedule 19. However, this has no impact on the profit for the year.**
- e) On the basis of written representation received from the directors, as on 31/03/2010 and taken on record by the board of directors. We report that none of the director is disqualified as on 31st March, 2010 from being appointed as director in terms of clause (g) of Section 274(1) of the Companies Act, 1956;
- f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts subject to the remarks in Para d) above, read together with Significant Accounting Policies, and Notes thereon give the information required by the Companies Act, 1956, In the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - i) in case of the Balance Sheet, of the state of affairs of the Company as at March 31st, 2010;
 - ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - iii) in case of the Cash Flow Statement, of the cash flows for the year ended on that date.

for **B.T. VORA & CO.**
Chartered Accountants

B.T. Vora
Proprietor

Member No.13046
FRN No.123652W

Date : 29.05.2010
Place : Ahmedabad

ANNEXURE**(Referred to in paragraph 3 of our report of even date on
the accounts of Bloom Dekor Limited for the year ended March 31, 2010)****1. Fixed Assets:**

- a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) All fixed assets have not been physically verified by the management during the year, but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its asset. As informed to us, no material discrepancies were noticed on such verification.
- c) In our opinion, the Company has not disposed of substantial part of fixed assets during the year and the going concern status of the Company is not affected.

2. Inventories:

- a) The inventory has been physically verified during the year at year-end by the management. In our opinion, the frequency of verification is reasonable.
- b) In our opinion, and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
- c) In our opinion and according to the information and explanations given to us, and on the basis of our examination of the records of inventory, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of account.

3. Loans taken / granted:

- a) The Company has not granted loans to any companies, firms or other parties covered in the Register maintained under section 301 of the Companies Act, 1956. Consequently, requirements of clauses (iii.a) to (iii.d) of paragraph 4 of the order are not applicable;
- b) The Company had taken loan from two party covered in the Register maintained under section 301 of the Companies Act, 1956, aggregating to Rs.0.52 Lakhs. The maximum amount involved was Rs.4.27 Lacs.
- c) This is interest free deposit. In our opinion, other terms and conditions of this loan taken were not prima facie prejudicial to the interests of the Company.
- d) The term of repayment is not stipulated.

4. Internal Control:

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

5. Transactions entered in the register maintained in pursuance of Section 301 of the Companies Act, 1956.

- a) According to the information and explanation given to us, we are of the opinion that the company has entered all the particulars of contracts or arrangements referred to in Section 301 of Companies Act, 1956.

b) Based on the information and explanations given to us, it is our opinion that these transactions have been made at prima facie reasonable prices, having regard to the prevailing market prices at the relevant time and certain lot sale or second sale, if any, are at market available rate.

6. Public Deposit:

In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public within meaning of section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder.

7. Internal Audit:

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

8. Cost Records:

To the best of our knowledge and according to information given to us, the central government has not prescribed maintenance of cost records under section 209 (1d) of the Companies Act, 1956, in respect of the activities carried on by the company.

9. Statutory Dues:

- a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Income-tax, Value Added Tax, Customs Duty, Excise Duty and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2010, for a period of more than six months from the date of becoming payable.
- b) According to information and explanation given to us, and the records examined by us, the particulars of dues of value added tax, excise duty and Income Tax which have not been deposited on account of any dispute, are as under

Sr. No.	Name of the statute	Nature of dues	Financial Year	Forum where dispute is pending	Appeal by	Amount in lacs
1	Income Tax Act, 1961	Income tax	1996-97	ITAT	Company	12.17
2	Income Tax Act, 1961	Income tax	2000-01	High Court	Company	56.00
3	Income Tax Act, 1961	Income tax	2001-02	High Court	Company	69.72
4	Income Tax Act, 1961	Income tax	2002-03	ITAT	Company	6.50
5	Income Tax Act, 1961	Income tax	2003-04	CIT (A)	Company	28.71
6	Gujarat Sales Tax	Sales Tax	1998-1999	Sales Tax Tribunal	Company	1.57
7	Gujarat Sales Tax	Sales Tax	2000-01	Sales Tax Tribunal	Company	2.65
8	Gujarat Sales Tax	Sales Tax	2004-05	Commissioner- Appeal	Company	3.70
9	Gujarat Sales Tax	Sales Tax	2005-06	Commissioner- Appeal	Company	2.28

10. Accumulated losses:

The company has no accumulated losses as at 31st March, 2010 and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.

11. Repayment default:

Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks.

12. Loans and Advances:

According to information and explanations given to us, the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Accordingly, the provisions of clause 4 (xii) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.

13. Chit Fund etc:

The provisions of any Special Statute applicable to chit fund, nidhi or mutual benefit fund/societies are not applicable to the Company.

14. Trading in Shares etc:

According to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order 2003 are not applicable to the Company.

15. Guarantee for other:

In our opinion and according to the information and explanations given to us, the terms and conditions of guarantee given by the Company for loans taken by other from bank and financial institutions is prima facie, not prejudicial to the interests of the Company.

16. Term Loans:

To the best of our knowledge and belief and according to the information and explanation given to us, term loans availed by the Company were, prima facie, applied by the Company during the year for the purposes for which the loans were obtained.

17. Sources and Application of Fund:

According to the information and explanation given to us, and on an overall examination of the balance sheet of the company, we report that no funds raised on short term basis have been used for the purpose of long term investment.

18. Preferential Allotment:

The Company has not made preferential allotment of equity share during the year under Audit.

19. Issue of Debentures:

The company has not issued any debentures. Accordingly, the provision of clause 4 (xix) of the Companies (Auditor's Report) Order, 2003 is not applicable to the company.

20. Public Issue:

The Company has not raised money by any public issues during the year and, hence, the question of disclosure and verification of end use of such money does not arise.

21. Fraud:

To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

for **B.T. VORA & CO.**
Chartered Accountants

B.T. Vora
Proprietor

Member No.13046
FRN No.123652W

Date : 29.05.2010

Place : Ahmedabad



BALANCE SHEET AS AT 31ST MARCH 2010

Particulars	Schedule	As at 31.03.2010(Rs.)	As at 31.03.2009(Rs.)
Sources Of Funds :			
Shareholders' Funds			
Share Capital	1	60,000,000	60,000,000
Reserve & Surplus	2	103,073,198	92,922,466
		163,073,198	152,922,466
Loan Fund :			
Secured Loan	3	144,437,276	135,411,109
Unsecured Loans	4	5,877,150	2,927,150
		150,314,426	138,338,259
Deferred Tax Liabilities (Net)		17,267,944	14,730,954
Total		330,655,568	305,991,679
Application Of Funds :			
Fixed Assets			
Gross Block	5	270,353,620	251,015,668
Less : Depreciation		114,454,051	103,236,424
Net Block		155,899,569	147,779,244
Investments	6	16,700	16,700
Current Assets, Loans & Advances			
Inventories	7	175,368,592	143,207,470
Sundry Debtors	8	81,651,705	60,702,440
Cash & Bank Balances	9	8,109,475	6,089,166
Loans & Advances	10	29,957,523	31,100,687
		295,087,294	241,099,763
Less: Current Liabilities & Provisions			
Current Liabilities	11	119,747,360	82,543,082
Provisions	12	600,635	360,946
		120,347,995	82,904,028
Net Working Capital		174,739,299	158,195,735
Total		330,655,568	305,991,679
Significant Accounting Policies And Notes On Accounts.	19		

As per our report of even date.

For, **B. T. VORA & CO.**
Chartered Accountants

B. T. VORA
Proprietor
Membership No. 13046
Place : Ahmedabad
Date : 29.05.2010

For and on behalf of the Board

DR. SUNIL GUPTA Managing Director

MRS. RUPAL GUPTA Director

Place : Ahmedabad
Date : 29.05.2010

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

Particulars	Schedule	2009-2010 (Rs.)	2008-2009 (Rs.)
Sales			
Domestic Market		345,072,386	260,494,820
International Market		114,770,693	123,095,840
Gross Sales		<u>459,843,079</u>	<u>383,590,660</u>
Less : Captive Consumption		4,004,160	—
Less : Excise Duty / VAT / CST		<u>43,450,668</u>	44,390,791
Net Sales		412,388,251	339,199,869
Other Income	13	6,512,080	5,118,673
Increase / (Decrease) In Stock At Close	14	<u>26,951,009</u>	3,535,749
		33,463,089	8,654,422
Total Income		<u>445,851,340</u>	<u>347,854,291</u>
Less : Expenditures			
Purchase For Resale			1,532,205
Raw Materials Consumption	15	284,405,674	216,233,813
Manufacturing Expenses	16	76,326,065	56,568,784
Administrative, Selling & Distribution Exp.	17	38,832,028	35,573,113
Finance/Interest Charges	18	<u>20,313,051</u>	19,792,324
Total		419,876,818	329,700,238
Profit Before Depreciation & Prior Period Adj.		25,974,522	18,154,053
Depreciation		13,154,893	12,176,380
Profit/(Loss) Before Extra-Ordinary Items		12,819,629	5,977,673
Add/(Less) Prior Period Adjustment		(30,924)	(744,449)
Profit/(Loss) Before Taxation		12,788,705	5,233,224
Provision For Taxation - Current - Mat		1,905,573	565,732
- Deferred Tax Liability / Assets		2,536,990	1,969,503
- Fringe Benefit Tax			240,000
- Mat Credit Entitlement		(1,905,573)	(565,732)
- Wealth Tax		2,623	16,800
Short / (Excess) Provision Of Taxation W/Off		98,360	(87,497)
		2,637,973	2,138,806
Profit / (Loss) After Taxation		10,150,732	3,094,418
Balance Brought Forward		<u>62,302,299</u>	59,207,881
Profit Available For Appropriation		<u>72,453,031</u>	<u>62,302,299</u>
Proposed Dividend		—	—
Dividend Tax		—	—
Balance Carried Forward		<u>72,453,031</u>	<u>62,302,299</u>
		<u>72,453,031</u>	<u>62,302,299</u>
Earning Per Share	19		
Basic And Diluted		1.69	0.52

As per our report of even date.

For, **B. T. VORA & CO.**

Chartered Accountants

B. T. VORA

Proprietor

Membership No. 13046

Place : Ahmedabad

Date : 29.05.2010

For and on behalf of the Board

DR. SUNIL GUPTA

Managing Director

MRS. RUPAL GUPTA

Director

Place : Ahmedabad

Date : 29.05.2010

SCHEDULES FORMING PART OF THE ACCOUNTS

Particulars	As at 31/03/2010 Amount (Rs.)	As at 31/03/2009 Amount (Rs.)
SCHEDULE - I		
SHARE CAPITAL		
Authorised		
6250000 Equity Shares Of Rs.10/-Each	62,500,000	62,500,000
Issued		
60,00,000 Equity Shares Of Rs.10/- Each	60,000,000	60,000,000
Total	60,000,000	60,000,000
Subscribed		
60,00,000 Equity Shares Of Rs.10/- Each	60,000,000	60,000,000
Total	60,000,000	60,000,000
Paid-Up		
60,00,000 Equity Shares Of Rs.10/- Each	60,000,000	60,000,000
Total	60,000,000	60,000,000
SCHEDULE - II		
RESERVE & SURPLUS		
General Reserve	4,378,577	4,378,577
Capital Reserve	7,986,890	7,986,890
State Subsidy	1,500,000	1,500,000
Share Premium	16,754,700	16,754,700
Profit And Loss Account	72,453,031	62,302,299
Total	103,073,198	92,922,466
SCHEDULE - III		
SECURED LOANS		
Hire Purchase Finance For Vehicles	2,342,704	326,852
Term Loans From Banks And NBFC	30,964,419	34,656,811
Working Capital From State Bank Of India	3,197,582	41,216,529
Working Capital From Karur Vysya Bank Ltd.	489,446	58,553,332
Working Capital From Punjab National Bank	107,443,125	—
G.T.F Bill Purchase	—	657,585
Total	144,437,276	135,411,109

Notes: Working Capital / Term Loans :

- 1) Term Loan taken for S.S.Press Mould is secured by equitable mortgage (exclusively First Charge) of S.S.Prees Moulds.
- 2) Pari passu first charge over the immovable property bearing Land Block no.267, 268 & 269 at Village : Oran together with construction of industrial premises thereon and plant & machinery, fixture & fittings purchased or to be purchased out of the Term Loan for Engineered door frames & Shutters project.

BLOOM DEKOR LIMITED

- 3) Working Capital Loans from State Bank of India and The Karur Vysya Bank Ltd are secured by way of first charge ranking pari passu with each other by hypothecation of all present and future goods, book debts and all other movable assets of the Company including documents of titles to the goods, outstanding monies, receivables including receivables by way of cash assistance and/or cash incentives under the cash incentive scheme or any other schemes, claims including claims by way of refund of customs/excise duty under the duty drawback credit scheme or any other scheme, bills, invoices, documents, contracts, insurance policies, guarantees, engagements, securities, investments, future machinery belonging to or in the possession or under the control of the company wherever lying, stored and kept whether in possession of the company or of the bank or of any third party whether in India or elsewhere throughout the world including all such goods, other movable assets as may in course of shipment transit and personal guarantee of directors. The Same is also secured by creation of joint charges of both bankers on immovable properties of the company by equitable mortgage of property situated at block no.267, 268 & 269 at village Oran more specifically described in point (2) above. During the year facilities in the form of Fund base, Non-Fund base and term loans from consortium of State Bank of India and the Karur Vysya Bank were closed and the same were availed from Punjab National Bank. The financial assistance from Punjab National bank is secured by Hypothecation of movable assets presently. The company is in process of releasing documents of mortgage of immovable properties from the Stat Bank of India and The Karur Vysya Bank and charge will be created on said immovable properties of the company in favour of Punjab National Bank.

Particulars	As at 31/03/2010 Amount (Rs.)	As at 31/03/2009 Amount (Rs.)
SCHEDULE - IV		
UNSECURED LOANS		
DEPOSITS FROM DIRECTORS (Interest Free)	52,150	427,150
Deposit From C & F / Dealers	5,825,000	2,500,000
Total	5,877,150	2,927,150

SCHEDULE - 5 FIXED ASSETS

Name of Fixed Asset	GROSS BLOCK				DEPRECIATION				NETBLOCK	
	Original Value as on 01/04/2009	Additions during the year	Deduction/ Adjustment during the year	Total Value 31/3/2010	Upto 31/3/2009	Provided during the year	Deduction Adjustment	Total 31/3/2010	As on 31/3/2010	As on 31/3/2009
Land	548,324	—	—	548,324	—	—	—	—	548,324	548,324
Site Development	3,610,901	—	—	3,610,901	627,915	58,858	—	686,773	2,924,128	2,982,986
Factory Building	39,977,542	599,087	—	40,576,629	9,433,590	1,347,836	—	10,781,426	29,795,203	30,543,952
Staff Quarters	1,289,971	—	—	1,289,971	262,294	21,027	—	283,321	1,006,650	1,027,677
Plant & Machinery	77,643,084	7,467,485	486,860	84,623,704	34,818,436	6,170,571	252,789	40,736,234	43,887,469	42,824,648
Plant & Machinery - 95%	25,937,421	—	332,077	25,605,344	24,647,070	—	315,473	24,331,597	1,273,746	1,290,351
S.S.Press Moulds	74,020,104	10,076,427	—	84,096,531	22,762,379	3,557,181	—	26,319,560	57,776,970	51,257,725
Electric Installation	6,913,341	—	122,694	6,790,647	1,675,094	322,556	—	1,997,650	4,792,996	5,238,247
Lab.Equipment	821,684	—	—	821,684	332,777	39,030	—	371,807	449,876	488,907
Office Equipment	1,658,696	245,698	—	1,904,394	585,424	299,624	—	885,047	1,019,345	1,073,272
Office Equipment - 95%	2,325,951	—	—	2,325,951	2,209,653	—	—	2,209,653	116,297	116,298
Furniture & Fixture	6,457,782	—	—	6,457,782	2,150,013	408,778	—	2,558,790	3,898,992	4,307,769
Furniture & Fixture - 95%	1,558	—	—	1,558	1,481	—	—	1,481	77	77
Air Conditioners	1,683,112	—	—	1,683,112	461,738	79,948	—	541,686	1,141,426	1,221,374
Air Conditioners - 95%	4,229	—	—	4,229	4,018	—	—	4,018	211	211
Vehicals	6,845,942	3,209,443	743,615	9,311,770	2,340,281	829,443	607,693	2,562,032	6,749,738	4,505,661
Vehicals - 95%	854,150	—	801,384	52,766	811,443	—	761,315	50,128	2,638	42,707
E.Treatment Plant	421,882	—	—	421,882	112,803	20,039	—	132,843	289,039	309,079
Capital Work In Progress										
Office Furniture	—	226,442	—	226,442	—	—	—	—	226,442	—
Total	251,015,668	21,824,582	2,486,630	270,353,620	103,236,424	13,154,890	1,937,269	114,454,051	155,899,568	147,779,245
Previous Year	239,767,093	63,434,339	52,185,758	251,015,668	91,060,029	16,125,983	3,949,602	103,236,424	147,779,244	148,707,055

Particulars	As at 31/03/2010 Amount (Rs.)	As at 31/03/2009 Amount (Rs.)
SCHEDULE - VI		
INVESTMENTS		
Unquoted		
Investment In Gov.Security	5,500	5,500
Share Of Nutan Nagrik Sahakari Bank Ltd.	11,200	11,200
Total	16,700	16,700
SCHEDULE - VII		
CURRENT ASSETS, LOANS & ADVANCES		
Stock At Close (At Lower Of Cost Or Market Value) (As Taken, Valued And Certified By The Management)		
Raw Materials	80,265,235	72,000,555
Raw Materials At Port	4,239,453	5,389,767
Traded Goods Stock	—	1,844,711
Stock In Process	8,553,661	12,118,638
Finished Goods	46,888,286	39,417,500
Finished Goods-Consignment Agent	29,949,348	6,904,148
Packing Materials	901,672	1,123,427
Stores	2,672,535	2,056,321
Stock Lying At Job Work Party	566,172	358,776
Fire Wood & Lignite	174,650	234,746
Product Folder & Advertise Articals	1,157,580	1,758,881
Total	175,368,592	143,207,470
SCHEDULE - VIII		
SUNDRY DEBTORS (Unsecured But Considered Good)		
Debts Outstanding For A Period Exceeding Six Months		
Domestic Sales (Including Debts Rs.923075/- Due By A Company Wherein Directors Are Interested (P.Y.1278054/-)	3,991,554	4,321,364
Export Sales	4,064,864	2,310,812
Considered Doubtful	2,140,848	1,693,482
Debts Outstanding For A Period Below Six Months		
Domestic Sales (Including Debts Rs.10592392/- Due By A Company Wherein Directors Are Interested (P.Y.12852190/-)	58,208,614	38,708,464
Export Sales	13,245,825	13,668,318
Total	81,651,705	60,702,440

BLOOM DEKOR LIMITED

Particulars	As at 31/03/2010 Amount (Rs.)	As at 31/03/2009 Amount (Rs.)
SCHEDULE - IX		
CASH AND BANK BALANCES		
Cash On Hand	156,480	224,697
Bank Balance With SBI	289,386	318,579
Bank Balance With UTI	787,921	656,927
Bank Balance With KVB	552	552
Bank Balance With BOB	168	1,127
Fixed Deposit Account (L/C Margin Money)	6,480,324	4,395,906
Unpaid Dividend Accounts	394,644	491,379
	<u>8,109,475</u>	<u>6,089,166</u>
Total	<u>265,129,771</u>	<u>209,999,076</u>
SCHEDULE - X		
LOANS AND ADVANCES		
Advances Recoverable In Cash or In Kind Or For Value To Be Received	2,382,667	450,335
Advances For Capital Goods	1,532,272	794,618
Deposits	3,972,460	2,633,933
Advances Paid To Suppliers	1,242,221	726,864
Interest Free Loans To Employees	65,185	144,966
Advances To Staff For Expenses	38,853	23,038
Income Tax Paid	3,596,190	3,292,287
VAT/CST Refund Receivable	268,188	359,520
Modvat Benefits Receivable	1,774,611	3,208,477
Export Benefits Receivable	14,807,707	19,201,793
Prepaid Expenses	277,170	264,859
	<u>29,957,523</u>	<u>31,100,687</u>
Total	<u>29,957,523</u>	<u>31,100,687</u>
SCHEDULE - XI		
CURRENT LIABILITIES		
Creditors For Capital Goods	7,014,749	2,945,826
Creditors For Imported Raw Materials	28,065,379	26,371,385
Creditors For Indigenous Raw Materials	60,774,815	30,765,020
Creditors For Expenses	15,677,478	13,512,161
Statutory Dues	1,492,886	1,981,919
Unpaid Expenses	4,021,202	2,846,098
Other Liabilities	21,794	22,103
Advances Received From Customers	2,289,413	3,616,161
Unpaid Dividend	389,644	482,409
	<u>119,747,360</u>	<u>82,543,082</u>
Total	<u>119,747,360</u>	<u>82,543,082</u>

Particulars	As at 31/03/2010 Amount (Rs.)	As at 31/03/2009 Amount (Rs.)
SCHEDULE - XII PROVISION		
Provision For Welth Tax	2,623	16,800
Provision For Gratuity	598,012	344,146
Total	600,635	360,946
SCHEDULE - XIII OTHER INCOME		
Misc.Sales	1,487,525	862,513
Charges For Credit Given To Customer	—	1,187,864
Excess/Short Provision W/Off	3,597	31,270
Income From C & F	240,896	94,665
Interest Received	568,276	700,942
Profit On Sale Of Assets	370,134	—
Foreign Exchange Fluctuation	3,478,620	—
Share Dividend	1,680	1,680
Service Tax Credited On Expenses	—	2,212,065
Insurance Claim	7,336	—
Credit/Debit Balance W/Off	354,017	27,674
Total	6,512,080	5,118,673
SCHEDULE - XIV INCREASE/(DECREASE) IN STOCK AT CLOSE		
Closing Stocks		
Finished Goods	46,888,286	39,417,500
Finished Goods(Consingment Agent)	29,949,348	6,904,148
Traded Goods Stock	—	1,844,711
Stock In Process	8,553,661	12,118,638
Total	85,391,295	60,284,997
Less:Opening Stocks		
Finished Goods	39,417,500	45,860,125
Finished Goods(Consingment Agent)	6,904,148	3,822,381
Stock In Process	12,118,638	7,066,742
Total	58,440,286	56,749,248
Total	26,951,009	3,535,749

BLOOM DEKOR LIMITED**31-03-2010** **31-03-2009**
Amount (Rs.) **Amount (Rs.)**

SCHEDULE - XV**RAW MATERIALS CONSUMPTION**

Raw Materials Consumed	275,478,541	203,980,140
Custom Duty, Clearing & Forwarding	9,716,295	10,441,989
	285,194,836	214,422,129
Add: Export Benefit Adjustment (Net)	3,214,998	1,811,684
Less : Captive Consumption	4,004,160	—
Total	284,405,674	216,233,813

SCHEDULE - XVI**MANUFACTURING EXPENSES**

Door Designing Charges	274,072	—
Excise Duty On Stock Out	4,803,159	1,738,423
Factory Expenses	125,742	157,412
Freight (Others)	443,007	130,127
Insurance	596,713	558,349
Licence Fee	110,726	449,654
Other Manufacturing Expenses	280,005	272,572
Packing Material	7,705,993	5,884,503
Power & Fuel	26,690,538	23,469,660
Printing On Papers	2,494,517	1,700,174
Provident Fund	716,539	477,760
Repairs To Factory Building	170,716	57,038
Repairs To Plant & Machinery	2,055,693	841,994
Salaries,Wages & Allowances	26,433,235	19,054,249
Security Service Charges	300,840	323,853
Stores Consumption	3,124,570	1,453,016
Total	76,326,065	56,568,784

SCHEDULE - XVII
ADMINISTRATIVE, SELLING & DISTRIBUTION EXPENSES

Advertisement & Product Folder Articals	7,500,601	5,284,129
Auditor's Remuneration	70,000	60,000
Bad Debts	315,000	86,723
Bank Documentation Stamping Charges	860,525	—
Cash Discount	685,377	139,280
Commission On Domestic Sales	3,356,486	584,661
Commission On Export Sales	314,347	93,542
Commission On Purchase	137,728	—
Computer & Internet	49,581	61,220
Conveyance	110,450	151,321
Credit Rating Charges	107,989	—
Director's Remuneration	3,210,200	2,933,779
Director's Sitting Fees	40,500	82,000
Discount & Claims	885,948	293,742
Donation	5,515	12,000
ECCG Premium	204,547	238,073
Electricity Exp A/C	286,190	224,494
Recruitment Expense	6,666	209,632
Excise / Service Tax Assessment Expense	516,703	—
Exhibition Exps.	624,385	138,493
Export Clearing & Forwarding	4,119,922	4,997,067
Foreign Currency Fluctuation	—	7,851,938
Foreign Travelling	721,427	698,088
Freight Outward	2,824,346	679,923
Staff & Workers' Welfare	430,807	403,060
Gift Expenses	40,576	86,723
Gratuity & Other Employee Benefit	297,922	471,672
ISO / ISI Trademark	275,656	223,504
Legal, Filling & Listing Fees	146,442	58,057
Loss On Forward Contract	1,312,101	3,201,561
Loss On Sale Of Assets	54,492	—

BLOOM DEKOR LIMITED

	31-03-2010 Amount (Rs.)	31-03-2009 Amount (Rs.)
Office & Misc Exp	184,072	282,556
Other Administrative Expenses	418,226	427,728
Postage & Courier	316,416	486,758
Professional Fees	920,995	577,980
Printing & Stationery	398,811	378,559
Rent,Rates & Taxes	2,497,485	1,235,491
Repairs & Maintanance Exp.(Office)	47,700	33,730
Repairs To Others	18,855	50,342
Sales Promotion Exp.	263,550	174,855
Sponsorship Expenses	25,000	147,522
Telephone & Fax	1,056,454	800,726
Travelling	1,647,415	1,022,948
Turnover Discount	29,709	102,360
VAT Assesment Expenses	123,292	33,588
Vehicals Running & Maintainance	1,108,537	553,290
Web Site Charges	263,083	—
Total	38,832,028	35,573,113

**SCHEDULE - XVIII
FINANCE CHARGES**

Bank Charges	4,195,044	3,238,292
Interest On Buyers Credit	185,913	313,617
Interest To Bank	10,487,795	10,228,415
Interest On Term Loan A/C (SS Press Moulds)	393,774	630,706
Interest On Term Loan A/C (Door)	3,664,547	3,130,844
Charges To G.T.F	1,586	1,180,227
Interest On Deposit	582,121	113,833
Interest To Others	539,393	886,050
Interest On Car Loan	262,878	70,340
Total	20,313,051	19,792,324

SCHEDULE: XIX**A) SIGNIFICANT ACCOUNTING POLICIES****1. Basis of Accounting:**

The accompanying financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention and on the basis of a going concern, on accrual basis except Telephone expenses, Retirement benefits and those with significant uncertainty unless otherwise stated. GAAP comprises mandatory accounting standards issued by the Institute of Chartered Accountants of India ("ICAI") and the provisions of the Companies Act, 1956. These accounting policies have been consistently applied.

2. Use of Estimates

The preparation of financial statements in conformity with general accepted Accounting Standards requires Management to make estimates and assumption that affect the reported amounts of assets and liabilities at the date of financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Actual results could differ from those estimates.

3. Fixed Assets:

The Fixed Assets are stated at the cost of acquisition including inward freight, duties & taxes and other incidental expenses less refundable duties, taxes and depreciation.

Borrowing costs attributable to acquisition / construction of fixed assets, if any, are capitalized as per the policy in note (13) below.

4. Inventories:

- a) Finished Goods are valued at lower of cost or net realisable value. Cost includes material, labour and direct overheads and proportion of manufacturing overheads based on normal operating capacity.
- b) Stock in process is valued at cost.
- c) Raw Material, Packing Material, Stores & Fire wood/Lignite are valued at cost inclusive of freight & incidental expenses. Cost is arrived at on FIFO Basis and is net of modvat credit and input VAT.
- d) Stock lying at C & F Agent is valued at cost plus excise, packing, freight and octroi, if any.

5. Foreign Currency Transactions:

The transactions in foreign currencies, which are not settled up to the date of balance sheet, are translated into rupees at the exchange rate prevailing on the date of the balance sheet.

Any gains or losses on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss Account except in cases where they relate to the acquisition of qualifying fixed assets covered under AS - 16, in which case they are adjusted to the carrying cost of such assets.

6. Excise & Custom Duty:

- a) Excise duty liability accruing on manufacture is accounted for as and when the liability for payment arises under the Central Excise Act, 1944. Excise duty on finished goods lying in the factory premises and in the bonded warehouses is not accrued and not accounted.
- a) Custom duty on goods lying in bonded warehouse/port is accounted at the time of payment on removal of goods from the bonded warehouse/port.

These accounting policies have no impact on profit of the company.

7. VAT, Excise duty & Service Tax:

VAT, excise duty & Service Tax payable and modvat receivable are accounted on the basis of return submitted. Additional liabilities if any on assessment/audit objections shall be provided /paid as and when the assessment is completed.

8. Retirement Benefits:

- a) Provident Fund and Employee's Deposit Linked Insurance(EDLI) are defined contribution scheme and the contributions are charged to profit & loss account of the year when the contribution to

the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

- b) Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation done using projected unit credit method.
- c) Actuarial gain and losses are recognized in Profit & Loss account.

As per views of the management Leave encashment provision is not required on account of companies own Leave rules, hence Leave encashment to employees are not provided and shall be accounted as and when paid, if any.

9. Sales & Purchases:

- a) Domestic Sale:

Sales are recognized on dispatch of goods by the company. Sale includes excise duties, and are net of goods returned and CST/VAT.

- b) Export Sales:

Export sale is recognized on receipt of bill of lading and is accounted on negotiation of document with the bankers as per the foreign exchange rates prevailing on the date of negotiation.

- c) Purchases:

Purchase of Raw Materials and Stores are accounted net of receivable modvat and VAT.

- d) Expenses :

Expenses are accounted net of Service tax paid on various expenses. Whereas, earlier it was accounted gross(inclusive of service tax paid) and credit of service tax paid was shown in other income. This change has no effect on profit / Loss of the year.

10. Prior Period items:

Significant items of income and expenditure, which are relating to prior accounting period, are accounted in the Profit and Loss account, under the head prior year adjustments and the expenditure & income which are not material pertaining to prior period, are shown under the respective heads of accounts in the Profit & Loss Account.

11. Depreciation:

Depreciation on the fixed assets is provided at the rates and in the manner specified in Schedule XIV of the Companies Act, 1956, on straight-line method. The depreciation on Plant and Machinery is provided on three shifts basis.

12. Events Occurring after Balance Sheet Date:

Events occurring after the date of Balance Sheet are considered up to the date of adoption of the accounts where material.

13. Borrowing Costs:

Borrowing Costs including Foreign Exchange Fluctuation for qualifying assets incurred in relation to the acquisition, construction of assets are capitalized as a part of the cost of such assets up to the date when such assets are put to use. Other Borrowing costs are charged as an expense in the year in which these are incurred.

14. Taxation:

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company. Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing difference that result between the profit offered for income tax and the profits as per the financial statements. Deferred tax assets and liabilities are measured as per the tax rates/laws that have been enacted or substantively enacted by the Balance Sheet date.

15. Contingent Liabilities and Assets :

Contingent liability is recognised and provided for when the company has present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligations and of which a reliable estimate can be made. Contingent liability is disclosed in notes to the accounts

in case if obligation is disputed and the possibility of an outflow of resources is remote. Contingent assets are not recognised until the realisation of Income is virtually certain as per views of the management.

16. Segment Reporting :

The Company is primarily engaged in business of furnishing and construction material, which is governed by the same set of risk and returns. Hence, there is only one primary segment. The said treatment is in accordance with the principal enunciated in Accounting Standard (AS-17) on Segment Reporting.

17. Impairment :

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment base on internal/external factor. An impairment loss is recongnised whenever the carrying amount of an asset exceed it recoverable amount. The recoverable amount is, grater of asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value.

B) NOTES ON ACCOUNTS

ADDITIONAL INFORMATION

	<u>31.03.2010</u> Rs.in Lacs	<u>31.03.2009</u> Rs.in Lacs
1. Contingent liabilities not provided for		
a) Letter of Credit opened for import of Raw materials	279.93	238.79
b) Letter of Credit opened for indigenous Raw material	40.00	19.00
c) Sales bills discounted With Bankers	18.05	199.70
d) Letter of Credit for Capital Goods	32.60	30.85
e) Income tax demand disputed in appeals	173.10	214.48
f) Gujarat Sales Tax disputed in appelas	10.20	10.20
g) Insurance claim	20.41	20.41
2. Value of Imports (on CIF Basis)		
a) Raw material	989.81	892.94
b) Traded Goods	NIL	15.92
c) Capital goods	63.47	49.87
d) Stores (Consumables)	16.98	8.14
3. Earnings in Foreign Exchange		
a) Export of Goods calculated on F.O.B. Basis	1097.85	1201.68
4. Expenditure in foreign currency in respect of:		
a) Foreign Travelling	5.81	9.25
b) Commission of Export Sales	3.14	NIL
c) Interest for late payment to suppliers	3.56	0.70
5. Estimated amount of contract remaining to be executed on capital account and not provided for (Net of advance)	NIL	28.63
6. Remuneration to Directors		
a) During the year the company has inadequate profit as such managerial remuneration paid in accordance with Schedule XIII to the Companies Act, 1956 to the managing director and executive director as under: As such computation of Net Profit in accordance with Section 198 of the Companies Act, 1956 is not workout.		
Salary	30.72	28.20
Other Perquisites	1.38	1.14
	32.10	29.34
7. The figures of the previous year have been regrouped wherever, necessary so as to make it comparable with those of current year.		

8. (1) Excise duty on finished goods not cleared from the factory estimated Rs.48.29 Lacs (Previous year Rs. 32.48 Lacs) have not been provided and corresponding equivalent amount have not been considered in valuation of inventories. However the said liabilities if accounted for, would not have any impact on the profit for the year.
9. The company has accounted Rs.1,48,07,707/- (P.Y.Rs. 1,92,01,793/-) as export benefit receivable and outstanding as on 31-03-2010 in terms of duty free import of Raw materials on the basis of advance licences, DFRC and DEPB received/receivable against export sale of the company as accepted, ascertained and estimated realizable benefit on accrual basis, the realisation of said benefit is dependent on the utilisation thereof, custom duty rate and exchange rate.

10. Details of Licensed, Installed Capacity and Actual Production.

	<u>31.03.2010</u>	<u>31.03.2009</u>
Laminate Plant :		
Licensed Capacity	Not Applicable	Not Applicable
Installed Capacity	1470000 sheets (43.76 lakh sq.mtrs.)	1470000 sheets (43.76 lakh sq.mtrs.)
Actual Production	1049906 sheets (31.25 lakh sq.mtrs.) (Approximately)	800350 sheets (23.83 lakh sq.mtrs.) (Approximately)
	(Exclusive of Non Standard Cut pieces)	

Door Plant :

Licensed Capacity	Not Applicable	Not Applicable
Installed Capacity	90000	90000
	Doors and Frames	Doors and Frames
Actual Production	5824 Doors and Frames	170 Doors and Frames

11. Profit/ Loss on sale of Raw material has not been segregated in showing the consumption thereof (i.e. Consumption is net of sale of Raw material)
12. The company has not reconciled the balances with various parties appearing under grouping of sundry debtors, loans & advances and sundry creditors. Hence impact of such reconciliation, if any, is not ascertained.
13. Payments to Auditors includes the following :

PARTICULARS	<u>31.03.2010</u>	<u>31.03.2009</u>
Audit Fees	60,000	50,000
Tax Audit Fees	10,000	10,000
Taxation	43,000	42,500
VAT / VAT Audit	81,120	—
Other Services	16,479	15,000
	210,599	117,500

14. In the absence of any intimation from vendors regarding status of their registration under "Micro, Small & Medium Enterprise Development Act,2006", the company is unable to comply with the disclosure requirement to be made under the said act.
15. In accordance with Accounting Standard 22 'Accounting for Taxes on Income' issued by the ICAI, the company has accounted for deferred taxes during the year. The deferred tax Assets/Liabilities for the year ended on March 31, 2010 amounting to Rs.25.37 lakhs has been also credited/debited to Revenue. Following is the major component of deferred tax liability/Assets.

Deferred Tax Liability/Assets	Current year	Upto 31.03.2009
Deferred Tax Liability	18,087,655	16,884,739
Difference between books and Tax Depreciation		
Deferred Tax Assets	819,711	2,153,785
Brought forward Unabsorbed Depreciation / set off of b/f losses		
Net Deferred Tax Liability	17,267,944	14,730,954

Provision for Taxation (MAT) Rs.19.06 lakhs (P.Y.Rs.5.66 lakhs) has been made in this accounts as per the related provisions contained in the Income Tax Act, 1961 and Rs.19.06 lakhs is shown as "MAT Credit Receivable" under Loans & Advances.

The Company has recognised MAT Credit Asset of Rs.28.76 Lacs (including Rs.10.21 Lacs till previous year) which can be recovered, based on the provisions of Section 115JAA of the Income Tax Act, 1961. The management based on the present trend of profitability and also the future profitability projections, is of the view that there would be sufficient taxable income in foreseeable future, which will enable the company to utilise MAT Credit Asset.

16. Consumption of Raw material and spare parts

The values of consumption of Raw material and spare parts for indigenous and imported is not furnished separately as separate records thereof are not maintained.

17. In the opinion of the Board, any of the current assets, and loans and advances has a value on realisation in the ordinary course of the business at least equal to the amount at which they are stated.

18. Related Party Transactions

Information about related parties as required by AS-18:

Related party	Relationship	Description of transaction	(Rs.in Lacs)	
			Payment 31.03.2010	Payment 31.03.2009
Shri Sunil S. Gupta	M.D.	Remuneration	26.88	24.39
Smt. Rupal Gupta	E.D.	Remuneration & Perquisite as executive director	5.22	4.95
Shri S.S. Gupta	M.D.	Office rent	9.03	4.44
Suncare Traders Ltd.	Company in which M.D.is Director	Sale of Goods	698.09	720.34

19. Segment Information

a) Primary Segment – Business Segment

The company manufactures and sales laminated sheets and wooden engineered door which belong to the same product group of furnishing and construction material. The product has the same risks and returns, which are predominantly governed by market conditions, namely demand and supply position. Thus there is only one identifiable reportable segment.

b) Secondary Segment – Geographical Segment

Particulars	Domestic	Export	Total
	2009-10	2009-10	2009-10
Segment revenue by geographical area based on geographical location of customers.	297617558	114770693	412388251
	2008-09	2008-09	2008-09
	216104029	123095840	339199869

20. Particulars of earning per share:

Particulars	31.03.2010	31.03.2009
Net Profit/(Loss) for the year after prior year and extra ordinary items & after tax (Rs.)	10150732	3094418
Number of Equity Shares	6000000	6000000
Nominal Value Per Share (Rs.)	10	10
Earning Per Share basic and diluted(Rs.)	1.69	0.52

21. Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard-3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India and figures in bracket represent outflow of cash.

22. EMPLOYEE BENEFIT PLANS:

1) Defined Contribution Plans : Contribution to Provident Fund of Rs. 7.17 Lacs (P.Y. 4.78 Lacs) is recognised under the head of 'Provident Fund' in Profit and Loss Account.

2) **DEFINED BENEFIT PLAN - GRATUITY**

Consequent upon adoption of Accounting Standard on "Employee Benefit" (AS - 15) (Revised 2005) issued by the Institute of Chartered Accountants of India, as required by the Standards, the following disclosures are made :

	08-09	09-10
A The amounts recognised in statement of Profit & Loss		
Account are as follows :		
Defined Benefit Plan - Gratuity		
Currant service cost	147,359	207,365
Interest cost	96,541	101,195
Expected Return On Plan Assets	-64,900	-75,373
Net Actuarial (Gain)/Loss	251,381	20,679
Amount included under the head gratuity expenses	430,381	253,866
B The amount recognised in Balance Sheet :		
Present value of the funded obligation	1,264,941	1,353,377
Less : Fair Value of plan assets	920,795	755,365
Net liability included under the head provision for gratuity	344,146	598,012
C Changes in the present value of the define benefit obligation representing reconciliation of opening and closing balance thereof are as follows :		
Present value of obligations as at beginning of year	1,206,763	1,264,941
Interest Cost	96,541	101,195
Current Service Cost	147,359	207,365
Benefits Paid	-437,103	-240,803
Actuarial (Gain) / Loss on obligations	251,381	20,679
Present value of obligations as at end of year	1,264,941	1,353,377
D Changes in the fair value of the plan assets :		
Opening Fair Value of Plan Assets	1,085,340	920,795
Expected Return on Plan Assets	64,900	75,373
Contributions	207,658	0
Benefits paid	-437,103	-240,803
Actuarial (Gain)/ Loss on plan assets	-	0
Closing Fair Value of Plan Assets	920,795	755,365
E Expected contribution to define benefit plan for the year	344,146	598,012
F Insurer Managed Funds (Life Insurance Corporation of India)	100%	
The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in the expected rate of return on assets due to the improved stock scenario.		
G The principal actuarial asseption at the Balance Sheet date		
Discount Rate	8%	
Salary Escalation	7%	
Mortality Table	LIC(1994-96)	
	Ultimate	

23. Details Of Raw Materials

Particulars	Unit	Current Year		Previous Year	
		Qty.	Rs.	Qty.	Rs.
(A) Opening Stocks					
Base Paper	Kgs.	247053	48064810	251181	45661923
Barrier Paper/Tissue Paper	Kgs.	14662	2050928	26407	3022481
Kraft Paper	Kgs.	383844	15212143	355472	11129427
Formal Dyhyde / Methanol	Kgs.	169106	1394753	90275	1327835
Phenol	Kgs.	59835	2184871	17909	1334930
P.P. Film	Kgs.	1625	3324840	1418	162656
Melamine	Kgs.	22845	1424206	34975	2364124
Others (Including Alu. Foil)			5937257		1796108
Total		898969	79593809	777637	66799484
(B) Purchase					
Base Paper	Kgs.	374677	63092975	276527	40621043
Barrier Paper/Tissue Paper	Kgs.	81056	7089140	32147	3685676
Kraft Paper	Kgs.	3242386	87614450	2358447	61732203
Formal Dyhyde / Methanol	Kgs.	3916328	28173374	3356125	28475862
Phenol	Kgs.	778018	50935386	672115	45062460
P.P. Film	Kgs.	22540	2462408	13557	4440443
Melamine	Kgs.	326050	20519279	271000	19071065
Wood	CFT	2186	1874831		
Flush Door	Sq.Mt	11210	4786709		
Others (Including Alu. Foil)			10402880		11841003
Total		8754451	276951431	6979918	214929755
(C) Consumption					
Base Paper	Kgs.	364898	61661421	280655	38218155
Barrier Paper/Tissue Paper	Kgs.	70171	6028257	43892	4657229
Kraft Paper	Kgs.	2968437	82583808	2330075	57649488
Formal Dyhyde / Methanol	Kgs.	4036511	29156537	3277294	28408945
Phenol	Kgs.	822197	51748035	630189	44212519
P.P. Film	Kgs.	21938	2396169	13350	1278259
Melamine	Kgs.	306070	20600020	283130	20010982
Wood	CFT	1286	1254072		
Flush Door	Sq.Mt	8685	3690676		
Others (Including Alu. Foil)			12355385		7699853
Total		8600192	271474380	6858585	202135430

Particulars	Unit	Current Year		Previous Year	
		Qty.	Rs.	Qty.	Rs.
(D) Closing Stock					
Base Paper	Kgs.	256832	49496364	247053	48064810
Barrier Paper/Tissue Paper	Kgs.	25547	3111811	14662	2050928
Kraft Paper	Kgs.	657793	20242784	383844	15212143
Formal Dyhyde / Methanol	Kgs.	48923	411590	169106	1394753
Phenol	Kgs.	15656	1372222	59835	2184871
P.P. Film	Kgs.	2227	3391080	1625	3324840
Melamine	Kgs.	42825	1343465	22845	1424206
Wood	CFT	900	620759		
Flush Door	Sq.Mt	2525	1096033		
Others (Including Alu. Foil)			3984752		5937257
Total		1053228	85070860	898969	79593809

Note : Purchase And Consumption Do Not Include Captive Consumption Of Rs. 40,04,160/-

The Above Referred Closing Stocks Of Raw Materials Include Following Stocks Of Raw Material Lying At Port / C.W.C & Goods In Transit

Base Paper	Kgs.	54	34344	11956	1439916
Kraft Paper	Kgs.	147612	3740134	-	-
Phenol	Kgs.	380	32975	51610	1831196
Melamine	Kgs.	32000	432000	20000	1218655
Methanol	Kgs.			100000	900000
Total		180046	4239453	183566	5389767

The Above Referred Closing Stocks Of Raw Materials Include Following Stocks Of Raw Material Lying At Job Work (Out Side Of The Factory)

Base Paper	Kgs.	3238.1	351465.35	2332	223408
Tissue Paper	Kgs.	270	27086.4		
Barrier Paper	Kgs.	1770	187620	1101	135368
Total		5278	566172	3433	358776

24) Details Of Finished Goods

Decorative & Other Laminated Sheets Of Different Thickness, Size & Grades

Particulars	UNITS	CURRENT YEAR	PREVIOUS YEAR
A. Opening Stock	Nos.	137684	168334
B. Production	Nos.	1049906	800350
C. Sales	Nos.	1012378	831000
D. Closing Stock	Nos.	175212	137684

Signature To Schedule 1 To 19 Forming Part Of Balance Sheet And Profit And Loss Account.

As per our report of even date.

For and on behalf of the Board

For, **B. T. VORA & CO.**

Chartered Accountants

DR. SUNIL GUPTA

Managing Director

B. T. VORA

Proprietor

MRS. RUPAL GUPTA

Director

Membership No. 13046

Place : Ahmedabad

Place : Ahmedabad

Date : 29.05.2010

Date : 29.05.2010

25) Additional Information as required under Part IV of Schedule VI to the Companies Act, 1956.

Balance Sheet Abstract and Company's General Business Profile :

I. Registration Details

Registration No.	:	17341
State Code'	:	4
Balance Sheet Date	:	31.03.2010

II. Capital Raised During the Year

Public Issue	:	NIL
Rights Issue	:	NIL
Bonus Share	:	NIL
Private Placement	:	NIL

III. Positions of Mobilisation and Deployment of Funds

Total Liabilities	:	330655568
Total Assets	:	330655568

SOURCES OF FUNDS

Paid- up Capital	:	60000000
Reserves and Surplus	:	103073198
Secured Loans	:	144437276
Unsecured Loans	:	5877150
Deferred Tax Liabilities	:	17267944

APPLICATION OF FUNDS

Net Fixed Assets	:	15589959
Investments	:	16700
Net Current Assets	:	174739299
Accumulated Losses	:	0

IV. Performance of the Company

Total Income	:	445851340
Total Expenditure	:	433062635
Net profit for the Year	:	12788705
Provision for Income Tax/FBT	:	100983
Provision for Deferred Tax Assets- C.Y.	:	2536990
Net Profit after Tax	:	10150732
Earnings Per Share (Rs.)	:	1.69
Dividend Rate (%)	:	0

V. Generic Names of Principal Products/Services of the Company

Items Code No.	:	44129900
Product Description	:	Decorative Laminated Sheets and Wooden Doors

For and on behalf of the Board

DR. SUNIL GUPTA *Managing Director*

MRS. RUPAL GUPTA *Director*

Place : Ahmedabad

Date : 29.05.2010

CASH FLOW STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2010

	<u>31-03-2010</u> Rupees	<u>31-03-2009</u> Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit/(Loss) before Taxation and Exceptional Items	12788705	5233224
Adjustments for :		
Depreciation	13154893	12176380
Interest Expenses	16116421	15438591
Interest Income	(568276)	(700942)
Bad Debts & Irrecoverable Advances	315000	86723
Credit/Debit Balance W/Off.	(354017)	(27674)
Loss on Fixed Assets	54492	0
Profit on Sale of Assets	(370134)	0
	28348379	26973078
Operating Profit before working capital changes	41137084	32206302
Adjustment for :		
Inventories	(32161122)	(15856450)
Trade Receivables	(20973032)	13808130
Loans & Advances	1143164	(715830)
Other Liabilities	37467734	(14523256) (26517357) (29281507)
Cash Generated from Operations	26613828	2924795
Less : Wealth Tax Paid		16910
Less : Income Tax Paid	100983	714794
Cash Flow before exceptional items	26512845	2193091
Exceptional Items :		
Bad Debts & Irrecoverable Advances	(315000)	(86723)
Credit Balance W/off.	354017	27674 (59049)
Net Cash from Operating Activities - A	26551862	2134042

	<u>31-03-2010</u> Rupees	<u>31-03-2009</u> Rupees
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets (Net)	(21824578)	(11248578)
Sale of Fixed Assets	549361	
Profit on Sale of Asset	370134	0
Loss on Fixed Assets	(54492)	0
Sale of Investments	0	0
	<hr/>	<hr/>
Net Cash from Investing Activities - B	(20959575)	(11248578)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from Long Term Borrowings (Net)	(1676540)	9486181
Interest paid	(16116421)	(15438591)
Interest Income	568276	700942
Increase / (Decrease) in Working Capital Loan	10702707	6960664
Increase / (Decrease) in Unsecured Loan	2950000	3491613
Increase in Share capital and Share Premium	0	1375000
Dividend Paid	0	
	<hr/>	<hr/>
Net Cash used in Financing Activities - C	(3571978)	6575809
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	2020309	(2538727)
Cash and Cash Equivalents as at 01.04.2009 (Opening Balance)	6089166	8627893
Cash and Cash Equivalents as at 31.03.2010 (Closing Balance)	8109475	6089166

As per our report of even date.

For, **B. T. VORA & CO.**
Chartered Accountants

B. T. VORA

Proprietor

Membership No. 13046

Place : Ahmedabad

Date : 29.05.2010

For and on behalf of the Board

DR. SUNIL GUPTA

Managing Director

MRS. RUPAL GUPTA

Director

Place : Ahmedabad

Date : 29.05.2010



BLOOM DEKOR LIMITED

Regd. Office : 267, Oran, Tal. Prantij, Dist. S.K.

ATTENDANCE SLIP

PLEASE FILL THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. Joint Shareholders may obtain additional Attendance Slips on request.

NAME AND ADDRESS OF THE SHAREHOLDER

Client ID No. / L.F. No.	
--------------------------	--

No. of Shares held :

I hereby record my presence at the 19th Annual General Meeting of the Company to be held on Saturday the 7th August, 2010 at 11.00 A.M.

SIGNATURE OF THE SHAREHOLDER OR PROXY : _____

* Strike out whichever is not applicable

BLOOM DEKOR LIMITED

Regd. Office : 267, Oran, Tal. Prantij, Dist. S.K.

FORM OF PROXY

Client ID No. / L.F. No.	
--------------------------	--

No. of Shares held :

I/We _____

of _____ being a member/members of

Bloom Dekor Limited hereby appoint _____

of _____

or failing him _____ of _____ as my/our Proxy to vote for me/us on my/our behalf at the 19th Annual General Meeting to be held on Saturday the 7th August, 2010 at 11.00 A.M. and at any adjournment thereof.

Signed this _____ day of _____ 2010.

Affix Revenue Stamp Rs. 1.00

Signature

Note : The Proxy Form must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.

B L O O M D E K O R L T D
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laminates@bloomdekor.com
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Certificate Number 5456QMS001

