



AARVEE DENIMS AND EXPORTS LTD.

FORM DPT-1

CIRCULAR OR CIRCULAR IN THE FORM OF ADVERTISEMENT INVITING UNSECURED DEPOSITS

[Pursuant to section 73 (2)(a) and section 76 and rule 4(1) and 4(2) of the Companies (Acceptance of Deposits) Rules, 2014]

1. GENERAL INFORMATION:

a. Name, address, website and other contact details of the company;

AARVEE DENIMS AND EXPORTS LIMITED
 Regd. Office: 191, Shahwadi, Narol- Sarkhej Highway,
 Nr. Old Octroi Naka, Narol, Ahmedabad – 382 405.
 Tel No:+91-79-30417000, 30017000 Fax: 91-79-30417070
 E-mail: info@aarvee-denims.com Website: www.aarvee-denims.com
 CIN: L17110GJ1988PLC010504

b. Date of incorporation of the company: 28th March, 1988.

c. Business carried on by the company and its subsidiaries with the details of branches or units, if any:

i. Business carried on by the company:- The Company is one of the leading manufacturer and exporter of denims and non-denims fabrics and denims apparels

ii. Units of the company:

Unit I 188/2, Ranipur Village, Opp. CNI Church, Narol. Ahmedabad 382 405	Unit II S.No. 215-217, Village Sari, Sarkhej Bavla Highway, Ta. Sanand, Dist. Ahmedabad.	REGISTERED OFFICE UNIT- III 191, Moje Shahwadi. Narol- Sarkhej Highway. Ahmedabad – 382 405.
UNIT IV S. No. 212/2 - 212/4, Village Sari, Sarkhej Bavla Highway, Ta. Sanand, Dist. Ahmedabad.	DELHI OFFICE 11-A/2, Court Road, Civil Lines, Delhi – 110 054	MUMBAI OFFICE 102, Techno Residency, Plot No.84, Junction of L.N Road and Hindu Colony Road No.2, Dadar (E), Mumbai – 400014

iii. Details of Subsidiaries:-

A) Name : AYE ESS SPINNING MILLS PRIVATE LIMITED

- a. Status: Wholly Owned Subsidiary of Aarvee Denims And Exports Limited
- b. Address: Block No. 217, Village-Sari, N.H. No. 8A, Sarkhej Bavala Road, Ta-Sanand, Sari Ahmedabad - 382210
- c. Business activities: spinning of cotton to yarn

d. Brief particulars of the management of the company:

The Company is managed by the Chairman & Managing Director, Managing Director, Whole-time Director and a team of experts and experienced professional managers, subject to the superintendence, control and directions of the Board of Directors.

e. Names, addresses, DIN and occupations of the directors:

Name	Designation	Address	DIN	Occupation
Mr. Vinod P. Arora	Chairman & Managing Director	"OMKAR" S.No. 239/2, F.P.No.12/01/B Hebatpur Shilaj Road, Opp. Ami Mangal Bunglow-3, Thaltej, Ahmedabad-380054	00007065	Industrialist
Mr. Ashish V. Shah	Managing Director	2, Jain Marchant Society Paldi, Ahmedabad -380 007	00007201	Industrialist
Mr. Kalpesh V. Shah	Whole-time Director	20, Merchant Park Society, B/h. Jain Merchant Society Paldi, Ahmedabad- 380 007	00007262	Industrialist

Mr.Rajesh P. Arora	Director	A/20, Gujranwala Town, Part- I, Main G.T.Road, Delhi- 110 033	00092200	Industrialist
Mr. Sanjay S. Majmudar	Independent Director	24, Sumadhur Co-Op HSG. Soc. Ltd.B/h. Ocean Park, Ambawadi, Ahmedabad -380 015	00091305	Chartered Accountant
Mr. Ashok C. Gandhi	Independent Director	2, Prabhat Society Paldi, Ahmedabad -380 007	00022507	Advocate
Mr. Amol R. Dalal	Independent Director	C/11/12, Prathana Flats, Opp. Ankur School Fatehpura, Paldi, Ahmedabad- 380 007.	00458885	Industrialist
Mr. Arvind D Sanghvi	Independent Director	15, Shantiniketan Society, Opp. Gujarat College, Ellisbridge. Ahmedabad- 380 007	00435340	Industrialist
Ms. Yashree Dixit	Independent Director	546/1 Mukht Pushpanjali, Thaltej, Daskroi, Ahmedabad, Gujarat-380059	07775794	Practicing Company Secretary
Mr. Nipun Arora	Additional Director	Survey No. 239/2, No. 12/C, Omkar Hebatpur Road, Opp. Ami Mangal Bungalow-3, Thaltej, Ahmedabad-380059.	00989835	Industrialist

f. Management's perception of risk factors:

Aarvee Denims and Exports Limited have been in the denims and textile segments for nearly 29 years and having good domestic and international market share. The Management believes that demand of denim will increase when the economic scenario improves. The domestic denim market is facing challenges of oversupply, slowdown of consumer demand due to high inflation. The Company hopes that in midterm the global economic scenario will change and demand of denims will bust up which help to improve profitability of the Company in forth coming years.

g. Details of default, including the amount involved, duration of default and present status, in repayment of –

- i) Statutory dues: NIL except delay in some cases
- ii) Debentures and interest thereon: NIL
- iii) Loan from any bank or financial institution and interest thereon: NIL

2. PARTICULARS OF THE DEPOSIT SCHEME

1. **Date of passing of board resolution:** 11th August, 2018
2. **Date of passing of resolution in the general meeting authorizing the invitation of such deposits:** 25th September, 2018
3. **Type of deposits, i.e., whether secured or unsecured:** UNSECURED
4. **Amount which the company can raise by way of deposits as per the Act and the rules made thereunder:**
 - Aggregate of deposits actually held on 31st March, 2018: ₹ 5110.23 Lakhs
 - Aggregate of deposits on the date of issue of the advertisement: ₹ 5345.63 Lakhs
 - Amount of deposits to be raised: ₹ 8984.39 Lakhs
 - Amount of deposits repayable in the current financial year 2018-19: Rs. 2145.61 Lakhs

a. Terms of rising of deposits:

Sr. No.	Period (Months)	Minimum Amount	Rate of Interest
1.	12	10,000/-	9.50% payable quarterly
2.	24	10,000/-	9.80% payable annually

Additional amount in multiples of ₹ 1000/-. Rate of interest will be same for public & shareholders of the company.

Mode of payment and repayment: By cheques/Demand Drafts/transfer to bank account.

b. Proposed time schedule mentioning the date of opening of the Scheme and the time period for which the circular or advertisement is valid:

1. Date of opening the scheme: 11th August 2018
2. Time period for which the circular or advertisement is valid: The Fixed deposit scheme shall be opened with effect from as and when this advertisement issued and shall be valid till 30th September, 2019 or the date of the Company's annual general meeting, whichever is earlier.

c. Reasons or objects of raising the deposits: For meeting short term and medium term financial requirements of the Company

d. Credit rating obtained:

Name of the Credit Rating Agencies	India Ratings & Research
Rating obtained	"IND tA-"
Meaning of the rating obtained	Indicates an adequate capacity for timely payment of financial commitments relatives to other issues or issues in the country. However, such capacity is more susceptible to near-term adverse changes than for financial commitments in higher rated categories.
Date on which rating was obtained	05-01-2018

e. Extent of deposit insurance, Name of the Insurance Company, terms of the insurance coverage, duration of coverage, extent of coverage, procedure for claim in case of default etc.; The same is not applicable.

f. Short particulars of the charge created or to be created for securing such deposits, if any: Not applicable, since the Company will be accepting only unsecured deposits.

g. Any financial or other material interest of the directors, promoters or key managerial personnel in such deposits and the effect of such interest in so far as it is different from the interests of other persons: No such interest, the rate of interest is same for Directors, Promoters, KMP, Public & Members.

3. DETAILS OF ANY OUTSTANDING DEPOSITS

- a. **Amount Outstanding** : Rs. 5345.63 Lacs
- b. **Date of acceptance** : Over last one year
- c. **Total amount accepted** : Rs. 5110.23/- (As on 31.03.2018)
- d. **Rate of interest** : 9.50% p.a. (yield 9.84 % p.a.).
- e. **Total number of depositors** : 80 depositors (Excluding Directors)
- f. **Default, if any, in repayment of deposits and payment of interest thereon, if any, including number of depositors, amount and duration of default involved:** There was no default in repayment of deposit and in payment of interest thereon : Nil
- g. **Any waiver by the depositors, of interest accrued on deposits** : No

4. FINANCIAL POSITION OF THE COMPANY

a. Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of circular or advertisement:

(₹ in Lakhs)

For the financial year ended	Profit before Exceptional items & taxes	Profit before taxes	Profit after taxes
31 st March, 2015	1,319.05	845.85	702.65
31 st March, 2016	270.48	270.48	176.05
31 st March, 2017	637.48	637.48	560.85

- b. Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid or interest paid):

For the financial year ended	Dividends	Interest coverage ratio
31 st March, 2016	Nil	1.19
31 st March, 2017	Nil	1.05
31 st March, 2018	Nil	1.13

- c. A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of issue of circular or advertisement:

(₹ In Lakhs)

S. No.	Particulars	As on 31.03.2018	As on 31.03.2017	As on 31.03.2016
I	Equity and Liabilities			
1	Share Capital	2,345.98	2,345.98	2,345.98
2	Reserves & Surplus	24,822.84	24,264.08	24,043.06
3	Non-Current Liabilities	13,328.88	9,153.08	9,056.57
4	Current Liabilities	51,369.92	47,375.54	47,005.68
	Total	91,867.62	83,138.66	82,451.29
II	Assets			
1	Non-Current Assets	38,019.37	39,685.07	39,099.89
2	Current Assets	53,848.25	43,453.59	43,351.40
	Total	91,867.62	83,138.66	82,451.29

- d. Audited Cash Flow Statement for the three years immediately preceding the date of issue of circular or advertisement:

(₹ In Lakhs)

		31 st March, 2017	31 st March, 2016	31 st March, 2015
i)	Cash flows from operating activities	3,776.93	11,037.93	7,493.11
ii)	Cash flows from investing activities	(1,873.93)	(5,000.65)	(3,763.53)
iii)	Cash flows from financing activities	(1,896.33)	(6,318.93)	(3274.22)
iv)	Net increase/(decrease) in cash & cash equivalents	6.67	(281.65)	455.36

- e. Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company: No change in the accounting policies.

5. A DECLARATION BY THE DIRECTORS THAT:-

We, Directors of Aarvee Denims and Exports Limited do hereby declare THAT:-

- the company has not defaulted in the repayment of deposits accepted either before or after the commencement of the Act or payment of interest there on;
- the board of directors have satisfied themselves fully with respect to the affairs and prospects of the company and that they are of the opinion that having regard to the estimated future financial position of the company, the company will be able to meet its liabilities as and when they become due and that the company will not become insolvent within a period of one year from the date of issue of the circular or advertisement;
- the company has complied with the provisions of the Act and the rules made thereunder;
- the compliance with the Act and the rules does not imply that repayment of deposits is guaranteed by the Central Government;



AARVEE DENIMS AND EXPORTS LTD.

- e. the deposits accepted by the company before the commencement of the Act have been repaid (or will be repaid along with interest thereon on maturity and until they are repaid, they shall be treated as unsecured and ranking pari-passu with other unsecured liabilities).
- f. In case of any adverse change in credit rating, depositors will be given a chance to withdraw deposits without any penalty.
- g. the deposits shall be used only for the purposes indicated in the Circular or circular in the form of advertisement;
- h. the deposits accepted by the company (other than the secured deposits, if any, aggregate amount of which to be indicated) are unsecured and rank pari-passu with other unsecured liabilities of the company.

This circular is issued on the authorities and in the name of the Board of Directors of the Company, the text hereof has been approved by the Board of Directors at its meeting held on 11th August 2018, and a copy thereof signed by a majority of the Directors of the Company, has been filed with the Registrar of the Companies, Gujarat.


BY ORDER OF THE BOARD

Vinod P. Arora
Kalpesh V. Shah
Rajesh P. Arora
Ashok Gandhi
Yashree Dixit

Ashish V. Shah
Arvind Sanghvi
Sanjay Majmudar
Amol R. Dalal
Nipun Arora

Date: 11.08.2018
Place: Ahmedabad



 <p>DENIMS & EXPORTS LTD.</p>	<p>Regd. Office 191 Shahwadi, Nr. Old Octroi Naka, Narol, Ahmedabad - 382 405. (Gui.) INDIA. Phone: 91-79- 30417000, 30017000 * Fax: 91-79-30417070 E-mail: info@aarvee-denims.com * Website: www.aarvee-denims.com CIN: L17110GJ1988PLC010504</p>	SR.NO. <input style="width: 50px;" type="text"/>				
FOR OFFICE USE ONLY						
Date of Receipt	FDR No.	Fixed Deposit Amount RS.	Date of Realisation	Date of Maturity	Maturity Amount Rs.	Checked by
APPLICATION FORM FOR FIXED DEPOSIT						
TO BE FILED IN BY APPLICANT USE BLOCK LETTERS & TICK () WHEREVER APPLICABLE						
Date :						
AMOUNT OF DEPOSIT :						
Rs. _____ in words. _____						
Paid by cash/cheque/DD No. _____ Date: _____						
Drawn on : _____ Branch : _____						
Renewal FDR No. _____ Date: _____						
PERIOD (IN MONTHS)						
<input type="checkbox"/> 12 <input type="checkbox"/> 24						
INTEREST :						
<input type="checkbox"/> 9.5 % PAYABLE QUARTERLY <input type="checkbox"/> 9.8 % PAYABLE ANNUALLY						
STATUS :						
<input type="checkbox"/> Resident individual <input type="checkbox"/> Trust <input type="checkbox"/> Domestic Company <input type="checkbox"/> Others (Specify)						
CATEGORY :						
<input type="checkbox"/> Shareholder L.F. No. <input type="checkbox"/> Employee <input type="checkbox"/> Public						
AND OTHER DEPOSIT WITH THE COMPANY						
DP ID No.:						
Yes, FDR no. <input type="checkbox"/> NO <input type="checkbox"/>						
FORM 15H & 15G APPLICABLE						
Yes, <input type="checkbox"/> NO (if yes, please enclose 15H/15G duly completed) <input type="checkbox"/>						
PAN/GIR NO. :						
<input style="width: 100%;" type="text"/>						
PAN Mandatory DEPOSIT PAYABLE TO :						
<input type="checkbox"/> FIRST DEPOSITOR <input type="checkbox"/> ANY ONE/OR SURVIVOR <input type="checkbox"/> JOINTLY TO ALL DEPOSITORS						
DECLARATION :						
I/We hereby declare that the amount being deposited is not of any funds acquired by me/us by borrowing or accepting deposits from any other person.						
I/We declare that I am/We are residents of India and am/are not depositing this amount as nominees/s of any person/s residing outside India						
I/We declare that the named depositor mentioned in our application is the beneficial owner of this deposit and as such he/she should be treated as the payee for the purpose of deduction of tax under section 194 A of the income tax act, 1961						
I/We have read and agree to abide by the attached terms and conditions governing the deposit.						
I/We declare that what is stated in this application is true and correct.						
NOMINATION						
(Applicable in Case of Deposit in Single Name)						
Name:						
Address :						
PARTICULARS OF APPLICANT/S						
1	Mr./Mrs./Miss	AGE	SIGNATURE/S			
*	Guardian's Name					
2	Mr./Mrs./Miss					
3	Mr./Mrs./Miss					
Address : _____						
(First Applicant) _____						
PIN: _____						
AARVEE DENIMS AND EXPORTS LIMITED- Fixed Deposit acknowledgement slip						
Received with thanks from Mr./Mrs/Ms./						
Cheque/DD/FDR No. Rs.						
Bank & branch details:						
as Fixed deposit Scheme A B for periods of						
*Subject to realisation of cheque						
For, Aarvee Denims And Exports Ltd.						